

Summary of Material Modification To Nektar Therapeutics Employees Benefit Plan

To: Employee participants in the Nektar Therapeutics Employees Benefit Plan, and COBRA participants

From: Dorian Rinella, Vice President - Human Resources and Facilities

Date: April 3, 2009

The Nektar Therapeutics Employees Benefit Plan sponsored by Nektar Therapeutics has been revised. The **Special Enrollment Provisions under HIPAA** language will be amended effective April 1, 2009 to read as follows:

Under HIPAA, a special enrollment period for medical insurance may be available if you lose medical coverage under certain conditions or when you acquire a new dependent by marriage, birth, or adoption.

If you are declining enrollment for yourself or your dependents (including your spouse) because of other health insurance coverage, you may in the future be able to enroll yourself or your dependents in this Plan, provided that you request enrollment within 30 days after your other coverage ends. In addition, if you have a new dependent as a result of marriage, birth, adoption, or placement for adoption, you may be able to enroll yourself and your dependents, provided that you request enrollment within 30 days after the marriage, birth, adoption, or placement for adoption.

Effective April 1, 2009 additional special enrollment opportunities are available. If you declined enrollment in the Plan for yourself or your dependents (including a spouse) because of coverage under Medicaid or a State Children's Health Insurance Program, there may be a right to enroll in this Plan if there is a loss of eligibility for the government-provided coverage. However, a request for enrollment must be made within 60 days after the government-provided coverage ends.

In addition, if you declined enrollment in the Plan for yourself or your dependents (including a spouse), and you or a dependent later becomes eligible for state assistance through Medicaid or a State Children's Health Insurance Program which provides help with paying for Plan coverage, then there may be a right to enroll in this Plan. However, a request for enrollment must be made within 60 days after the determination of eligibility for the state assistance.

**Medicaid and State Children's Health Insurance Program premium assistance are not available with respect to coverage under a health FSA or a high-deductible health plan. Thus, this special enrollment event will not apply to such plans.*

Please contact me, Dorian Rinella, Vice President - Human Resources and Facilities (acting on behalf of the plan administrator, Nektar Therapeutics), if you have questions regarding the information in this SMM. I can be reached at: (phone/e-mail/Address).

FILING INSTRUCTIONS: Please keep this memorandum with your copy of the Plan's Summary Plan Description (SPD), as it explains important changes that may affect your benefits (please contact me if you need another copy of the SPD).

ERISA Information

Plan Sponsor: Nektar Therapeutics

Sponsor's EIN#: 94-3134940

Plan Name: Nektar Therapeutics Employees Benefit Plan

Plan Number: 502

Plan Year: 2009