

# BIOPHARMA

— CREDIT PLC —

## Debt Capital for the Life Sciences Industry



**COMPANY PRESENTATION – September 2019**

For additional information please email: [ir@bpccruk.com](mailto:ir@bpccruk.com)  
or visit BioPharma Credit's website at [www.bpccruk.com](http://www.bpccruk.com)

# Disclaimer

THIS PRESENTATION IS BEING PROVIDED TO YOU SOLELY FOR YOUR INFORMATION. THIS PRESENTATION IS NOT FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, INTO OR WITHIN THE UNITED STATES, CANADA, AUSTRALIA, JAPAN OR THE REPUBLIC OF SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO MIGHT CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF SUCH JURISDICTION. ANY FAILURE TO COMPLY WITH THESE RESTRICTIONS MAY CONSTITUTE A VIOLATION OF APPLICABLE SECURITIES LAWS.

This presentation, comprising certain written materials/slides and any accompanying oral presentation (together, the "presentation"), is strictly private and confidential and has been prepared by BioPharma Credit plc (the "Company") and Pharmakon Advisors, LP ("Pharmakon"). The information contained in this announcement is for background purposes only and does not purport to be full or complete. This presentation is based on management beliefs and is subject to updating, revision and amendment.

J.P. Morgan Securities plc (which conducts its UK investment banking activities as J.P. Morgan Cazenove), Goldman Sachs International and Canaccord Genuity Limited (together the "Joint Bookrunners") are acting exclusively for the Company and for no-one else in connection with the Transaction and will not regard any other person (whether or not a recipient of this presentation) as a client in relation to the Transaction and will not be responsible to any other person for providing the protections afforded to their respective clients, or for advising any such person on the contents of this presentation or in connection with any transaction referred to in this presentation. The contents of this presentation have not been verified by any of the Joint Bookrunners. Each of J.P. Morgan Securities plc and Goldman Sachs International is authorised in the United Kingdom by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. Canaccord Genuity Limited is authorised and regulated by the Financial Conduct Authority.

This presentation is an advertisement and is not a prospectus for the purposes of the Prospectus Rules of the Financial Conduct Authority (the "FCA") and has not been approved by the FCA. Investors should not subscribe for any Shares on the basis of this presentation. No investment decision should be made except solely on the basis of information contained in the prospectus published by the Company in connection with an offer for subscription of C shares (the "C Shares") (the "Offer") and the placing programme of C Shares and/or ordinary shares (the "Ordinary Shares" and together with the C Shares, the "Shares") and the admission of the Shares to trading on the Specialist Fund Segment of the Main Market of the London Stock Exchange and to listing and trading on the Official List of The International Stock Exchange Authority ("Admission", and together with the Offer and the placing programme, the "Transaction") (the "Prospectus"). None of the Joint Bookrunners has authorised the contents of, or any part of, this presentation.

You should conduct your own independent analysis of all relevant data provided in the Prospectus and you are advised to seek expert advice before making any investment decision.

In this notice, "affiliates" includes, in relation to each of the Company, Pharmakon, the Joint Bookrunners their respective holding companies, companies under control of such holding companies, and subsidiaries and their respective directors, officers, employees, sub-contractors, agents and representatives.

The information and opinions contained in this presentation are provided as at the date of this presentation (unless otherwise marked) and are subject to verification, change, material updating and revision and no reliance may be placed for any purposes whatsoever on the information contained in this presentation or on its accuracy, completeness or fairness. No representation or warranty, express or implied, is given by or on behalf of the Company, Pharmakon, the Joint Bookrunners or any of their respective affiliates or partners with respect to the accuracy or completeness of the information contained in this presentation or on which this presentation is based or any other information or representations supplied or made in connection with the presentation or as to the reasonableness of any projections which this presentation contains. The aforementioned persons disclaim any and all responsibility and liability whatsoever, whether arising in tort, contract or otherwise, for any errors, omissions or inaccuracies in such information or opinions or for any loss, cost or damage suffered or incurred howsoever arising, directly or indirectly, from any use of this presentation or its contents or otherwise in connection with this presentation. Persons reading this document must make all trading and investment decisions in reliance on their own judgement. No statement in this presentation is intended to be nor may be construed as a profit forecast. Certain of the industry and market data contained in this document comes from third party sources. Third party industry publications, studies and surveys generally state that the data contained therein have been obtained from sources believed to be reliable, but that there is no guarantee of the accuracy or completeness of such data. This presentation is given in connection with an oral presentation and should not be taken out of context.

No part of this presentation may be reproduced, redistributed, published or passed on, directly or indirectly, to any other person or published, in whole or in part, in any manner without the written permission of the Company and Pharmakon. No person has been authorised to give any information or to make any representation not contained in this presentation. The securities described in this presentation may not be eligible for sale in some states or countries and it may not be suitable for all types of investors.

This Presentation is not intended to provide, and should not be construed as or relied upon for legal, tax, financial, business, regulatory or investment advice, nor does it contain a recommendation regarding the purchase of any Shares. The merits or suitability of any securities must be independently determined by the recipient on the basis of its own investigation and evaluation of the Company. Any such determination should involve, among other things, an assessment of the legal, tax, accounting, regulatory, financial, credit and other related aspects of the securities. Potential investors are advised to seek expert advice before making any investment decision.

Nothing in this presentation is, or should be relied on as a promise or representation as to the future. In furnishing this presentation, none of the Company, Pharmakon, the Joint Bookrunners nor any of their respective affiliates undertakes to provide the recipient with access to any additional information or to update this presentation or to correct any inaccuracies therein which may become apparent.

The information contained in this presentation is confidential and may not be reproduced, redistributed, published or passed on, directly or indirectly, to any other person or published, in whole or in part, for any purpose. This presentation and any further confidential information made available to you must be held in complete confidence and documents containing such information may not be used or disclosed without the prior written consent of Pharmakon. In addition, certain information contained in this presentation has been obtained from published and non-published sources prepared by other parties, which in certain cases have not been updated to the date hereof. While such information is believed to be reliable for the purpose used in this presentation, none of the Company, Pharmakon, the Joint Bookrunners or their respective affiliates assumes any responsibility for the accuracy, fairness or completeness of such information and such information has not been independently verified by the Company, Pharmakon, the Joint Bookrunners or their respective affiliates. Except where otherwise indicated herein, the information provided in this presentation is based on matters as they exist as of the date of preparation and not as of any future date, and will not be updated or otherwise revised to reflect information that subsequently becomes available, or circumstances existing or changes occurring after the date hereof or to correct any inaccuracies in any such information.

This presentation is only addressed to and directed at: (a) persons in member states of the European Economic Area ("Member States") who are "qualified investors" within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC, as amended (including amendments by Directive 2010/73/EU to the extent implemented in the relevant Member State)) provided that the giving or disclosing of this presentation to such person is lawful under the applicable securities laws (including any laws implementing Directive 2011/61/EU of the European Parliament and of the Council of 8 June 2011 on Alternative Investment Fund Managers (the "AIFM Directive")) in the relevant Member State ("Qualified Investors"); (b) within the United Kingdom, to persons who (i) have professional experience in matters relating to investments and who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) (the "Order"), or (ii) are persons who are high net worth entities falling within Article 49(2)(a) to (d) of the Order, and/or (iii) persons to whom it may otherwise be lawfully communicated and (iv) are "qualified investors" as defined in section 86 of the Financial Services and Markets Act 2000, as amended; (c) outside the United States to non-US Persons (as defined in Regulation S ("Regulation S") under the US Securities Act of 1933 (the "Securities Act")) in reliance upon Regulation S; and (d) other persons to whom it may otherwise lawfully be communicated (all such persons referred to in (a) to (d) above together being referred to as "Relevant Persons"). This presentation must not be made available to persons who are not Relevant Persons. No person should act or rely on this presentation and persons distributing this presentation must satisfy themselves that it is lawful to do so. No steps have been taken by any person in respect of any Member State to allow the Shares to be marketed (as such term is defined in the relevant legislation implementing the AIFM Directive) lawfully in that Member State. By accepting this presentation you represent, warrant and agree that you are a Relevant Person.

Neither this presentation nor any copy of it may be taken, transmitted or distributed, directly or indirectly, in or into the United States, its territories or possessions, or to any US person. This presentation does not constitute or form part of any offer for sale or subscription or any solicitation of any offer to buy or subscribe for any securities and neither this document nor any part of it forms the basis of or may be relied on in connection with or act as an inducement to enter into any contract or commitment whatsoever. The distribution of this presentation and the offering and sale of participation rights or other securities in certain jurisdictions may be restricted by law and therefore persons into whose possession this presentation comes should inform themselves and observe any applicable restrictions. This presentation is not for transmission to, publication or distribution or release in the Canada, Australia, Japan or the Republic of South Africa, or to any other country where such distribution may lead to a breach of any law or regulatory requirement, or to any national, resident or citizen of such jurisdiction.

The Company will not be registered under the Investment Company Act of 1940, as amended (the "Investment Company Act") and, as such, holders of the Company's securities will not be entitled to the benefits of the Investment Company Act. Any securities offered by the Company have not been and will not be registered under the Securities Act, or under any applicable securities laws of any state or other jurisdiction of the United States. Subject to certain exceptions, none of the securities of the Company may be offered, sold, taken up, resold, transferred or delivered, directly or indirectly, into or for the account or benefit of US Persons (as such term is defined in Regulation S) unless registered under the Securities Act or pursuant to an exemption from or in a transaction not subject to such registration requirements and in accordance with any applicable securities laws of any state or other jurisdiction of the United States. There will be no public offer of the securities of the Company in the United States. Distribution of this presentation may be prohibited in the United States. You are required to inform yourself of, and comply with, all such restrictions or prohibitions and none of the Company, Pharmakon, another of their affiliates or any other person accepts liability to any person in relation thereto. Certain statements in this presentation constitute forward-looking statements. All statements that address expectations or projections about the future, including statements about operating performance, market position, industry trends, general economic conditions, expected expenditures and financial results, are forward-looking statements. Some of the forward-looking statements may be identified by words like "expects", "anticipates", "targets", "continues", "estimates", "plans", "intends", "projects", "indicates", "believes", "may", "will", "should", "would", "could", "outlook", "forecast", "plan", "goal" and similar expressions (or negatives and variations thereof). Any statements contained herein that are not statements of historical fact are forward-looking statements. These statements are not guarantees of future performance and involve a number of risks, uncertainties and assumptions. Accordingly, actual results or the performance of Pharmakon, the Company or their respective subsidiaries or affiliates may differ significantly, positively or negatively, from forward-looking statements made herein. Due to various risks and uncertainties, actual events or results or actual performance may differ materially from those reflected or contemplated in such forward-looking statements. As a result, you should not rely on such forward-looking statements in making any investment decision. No representation or warranty is made as to the achievement or reasonableness of, and no reliance should be placed on, such forward-looking statements. Nothing in this presentation should be relied upon as a promise or representation as to the future. Certain figures contained in this presentation have been subject to rounding adjustments. Accordingly, in certain instances, the sum or percentage change of the numbers contained in this presentation may not conform exactly to the total figure given..

# Disclaimer

This presentation was prepared using the financial information available to the Company as at the date of this presentation. Except where otherwise indicated herein, the information provided in this presentation is based on matters as they exist as of the date of preparation and not as of any future date, and will not be updated or otherwise revised to reflect information that subsequently becomes available, or circumstances existing or changes occurring after the date hereof or to correct any inaccuracies in any such information. This information is believed to be accurate but has not been audited by a third party. Neither the Company, Pharmakon nor the Joint Bookrunners or any of their respective affiliates accept any liability for actions taken on the basis of the information provided in this presentation.

The information with respect to any projections presented herein is based on a number of assumptions about future events and is subject to significant economic and competitive uncertainty and other contingencies, none of which can be predicted with any certainty and some of which are beyond the control of the Company and Pharmakon. There can be no assurances that the projections will be realised, and actual results may be higher or lower than those indicated. None of the Company, Pharmakon, the Joint Bookrunners or any of their respective affiliates, assumes responsibility for the accuracy of the projections presented herein.

By attending the meeting where this presentation is made and/or accepting or reading a copy of this presentation, you agree to be bound by the foregoing limitations and conditions and, in particular, will be taken to have represented, warranted and undertaken that: (i) you have read and agree to comply with the contents of this notice including, without limitation, the obligation to keep this presentation and its contents confidential, (ii) you will not at any time have any discussion, correspondence or contact concerning the information in this presentation or any related presentation with any of the directors or employees of the Company, Pharmakon, or their respective subsidiaries or affiliates nor with any of their respective suppliers, customers, sub-contractors or any governmental or regulatory body without the prior written consent of the Company or Pharmakon or, (iii) you have not received this presentation on behalf of persons in the United States other than qualified institutional buyers who are also qualified purchasers) or persons in the European Economic Area other than Qualified Investors or persons in the United Kingdom other than Relevant Persons, for whom you have authority to make decisions on a wholly discretionary basis, and that you understand the legal and regulatory sanctions attached to the misuse, disclosure or improper circulation of this presentation.

The Company may be deemed to be a "covered fund" for the purposes of Section 13 of the U.S. Bank Holding Company Act of 1956, as amended, and any implementing regulations and related guidance (the "Volcker Rule"). Further, the Shares constitute an "ownership interest" for the purposes of the Volcker Rule. As a result, the Volcker Rule may, subject to certain exemptions, prohibit certain banking institutions from, directly or indirectly, acquiring or retaining the Shares. This prohibition may adversely affect the liquidity and market price of the Shares. In addition, any entity that is a "banking entity" under the Volcker Rule and is considering an investment in the Shares should consider the potential impact of the Volcker Rule in respect of such investment and on its portfolio generally.

The Company believes that it is, and expects that it will continue to be, a Passive Foreign Investment Company for US federal income tax purposes. US shareholders should consult their tax advisers regarding the potential application of the PFIC regime.

The Transaction is subject to the AIFM Directive as implemented by Member States of the European Economic Area. Outside of the United Kingdom, the Transaction is directed only at professional investors in the following member states: Netherlands, Ireland, Belgium and Luxembourg (together with the United Kingdom, the "Eligible Member States"); Pharmakon Advisors, LP has not registered a passport for marketing under the passporting programme set out in the AIFM Directive in any other member state (each an "Ineligible Member State"). No offers pursuant to the Transaction may be made or accepted in any Ineligible Member State. The attention of all prospective investors is drawn to disclosures required to be made under the AIFM Directive which are set out on the Company's website (including as set out in its most recent prospectus and annual report and accounts), which will also set out (if applicable) any periodic updates required under the rules in the FCA's Handbook (FUND 3.2.5R and 3.2.6R).

## INFORMATION TO DISTRIBUTORS

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MiFID II"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "MiFID II Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Shares have been subject to a product approval process, which has determined that such Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "Target Market Assessment"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Shares may decline and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Issue.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the Shares and determining appropriate distribution channels.

## PRIIPs Regulation

In accordance with the Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs) and its implementing and delegated acts (the "PRIIPs Regulation"), key information documents in respect of the Ordinary Shares and the C Shares have been prepared by Pharmakon and are available to investors at [www.bpcruk.com](http://www.bpcruk.com). If you are distributing the Shares, it is your responsibility to ensure that the relevant key information document is provided to any clients that are "retail clients".

Pharmakon is the only manufacturer of the Shares for the purposes of the PRIIPs Regulation and none of the Joint Bookrunners are manufacturers for these purposes. None of the Joint Bookrunners makes any representations, express or implied, or accepts any responsibility whatsoever for the contents of the key information documents prepared by Pharmakon nor accepts any responsibility to update the contents of the key information documents in accordance with the PRIIPs Regulation, to undertake any review processes in relation thereto or to provide such key information documents to future distributors of Shares. Each of the Joint Bookrunners and their respective affiliates accordingly disclaim all and any liability whether arising in tort or contract or otherwise which it or they might have in respect of the key information documents prepared by Pharmakon.

## IMPORTANT NOTICE REGARDING TRACK RECORD INFORMATION

This document includes track record information regarding certain investments made by the Company. Such information is not necessarily comprehensive and potential investors should not consider such information to be indicative of the possible future performance of the Company or any investment opportunity to which this document relates.

Past performance is not a reliable indicator or guide to future performance. The Company has a limited operating history. Potential investors should be aware that any investment in the Company is speculative, involves a high degree of risk, and could result in the loss of all or substantially all of their investment.

Potential investors should consider the following factors which, among others, may cause the Company's performance to differ materially from the track record information described in this document:

- results can be positively or negatively affected by market conditions beyond the control of Pharmakon or the Company or any other person.
- market conditions at the times covered by the track record information may be different in many respects from those that prevail at present or in the future, with the result that the performance of investment portfolios originated now may be significantly different from those originated in the past.

There may be other additional risks, uncertainties and factors that could cause the returns generated by the Company to be materially lower than the track record information contained herein.

# Financial Highlights<sup>1</sup>

---

## Ordinary Shares

as at 30 June 2019

### Share price

**\$1.0600**

(31 December 2018: \$1.0650)

### NAV per Share

**\$1.0258**

(31 December 2018: \$1.0044)

### Premium to NAV per Share

**3.3%**

(31 December 2018: 6.0%)

### Shares in issue

**1,373.9m**

(31 December 2018: 1,373.9m)

## Assets

as at 30 June 2019

### Net assets

**\$1,409.4m**

(31 December 2018: \$1,380.0m)

### Leverage

**0%**

(31 December 2018: 0%)

### Target dividend

**7 cents per annum**

<sup>1</sup> Excerpt from the Company's Half-Yearly Report for the period ended 30 June 2019.

# Financial Highlights<sup>1</sup>

## Condensed Statement of Comprehensive Income

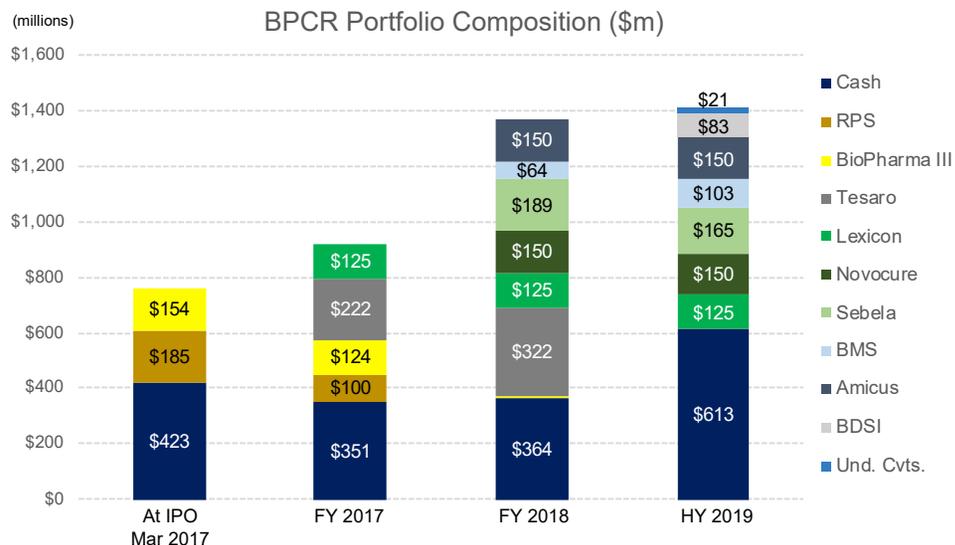
For the period ended 30 June 2019  
(In \$000s except per share amounts)

	Note	Period ended 30 June 2019 (Unaudited)			Period ended 30 June 2018 (Unaudited)		
		Revenue	Capital	Total	Revenue	Capital	Total
<b>Income</b>							
Investment Income	3	73,145	-	73,145	37,726	-	37,726
Other income	3	17,046	-	17,046	2,438	-	2,438
Net (losses)/gains on investments at fair value	7	-	(3,366)	(3,366)	-	2,014	2,014
Currency exchange losses		-	(6)	(6)	-	(16)	(16)
<b>Total income</b>		<b>90,191</b>	<b>(3,372)</b>	<b>86,819</b>	<b>40,164</b>	<b>1,998</b>	<b>42,162</b>
<b>Expenses</b>							
Management fee	4	(7,053)	-	(7,053)	(4,852)	-	(4,852)
Directors' fees	4	(191)	-	(191)	(163)	-	(163)
Other expenses	4	407	(48)	359	(1,390)	(112)	(1,502)
<b>Total expenses</b>	<b>4</b>	<b>(6,837)</b>	<b>(48)</b>	<b>(6,885)</b>	<b>(6,405)</b>	<b>(112)</b>	<b>(6,517)</b>
<b>Return on ordinary activities before finance costs and taxation</b>		<b>83,354</b>	<b>(3,420)</b>	<b>79,934</b>	<b>33,759</b>	<b>1,886</b>	<b>35,645</b>
Finance costs – general	4	-	-	-	(2)	-	(2)
Finance costs – C share amortisation	4	-	-	-	(451)	(23)	(474)
<b>Return on ordinary activities after finance costs and before taxation</b>		<b>83,354</b>	<b>(3,420)</b>	<b>79,934</b>	<b>33,306</b>	<b>1,863</b>	<b>35,169</b>
Taxation on ordinary activities	5	-	-	-	-	-	-
<b>Return on ordinary activities after finance costs and taxation</b>		<b>83,354</b>	<b>(3,420)</b>	<b>79,934</b>	<b>33,306</b>	<b>1,863</b>	<b>35,169</b>
<b>Net revenue and capital return per ordinary share (basic and diluted)</b>	<b>11</b>	<b>\$0.0607</b>	<b>(\$0.0025)</b>	<b>\$0.0582</b>	<b>\$0.0364</b>	<b>\$0.0020</b>	<b>\$0.0384</b>

<sup>1</sup> Excerpt from the Company's Half-Yearly Report for the period ended 30 June 2019.

# Portfolio and Dividends since IPO<sup>2</sup>

## Evolution of the BioPharma Credit portfolio



- ~ \$339m or 100% of seed assets (RPS + BP-III) have amortized since IPO
- ~\$1,100m deployed across nine new investments with Tesaro representing ~26% of portfolio as of December 2018
- Tesaro repayment substantially increased cash balance but came with make-whole allowing for long 15 month reinvestment runway
- ~\$140m so far in new investments during 2019

## In Q2 2018 BioPharma Credit reached its target US\$0.07 annual dividend (excluding special dividends)

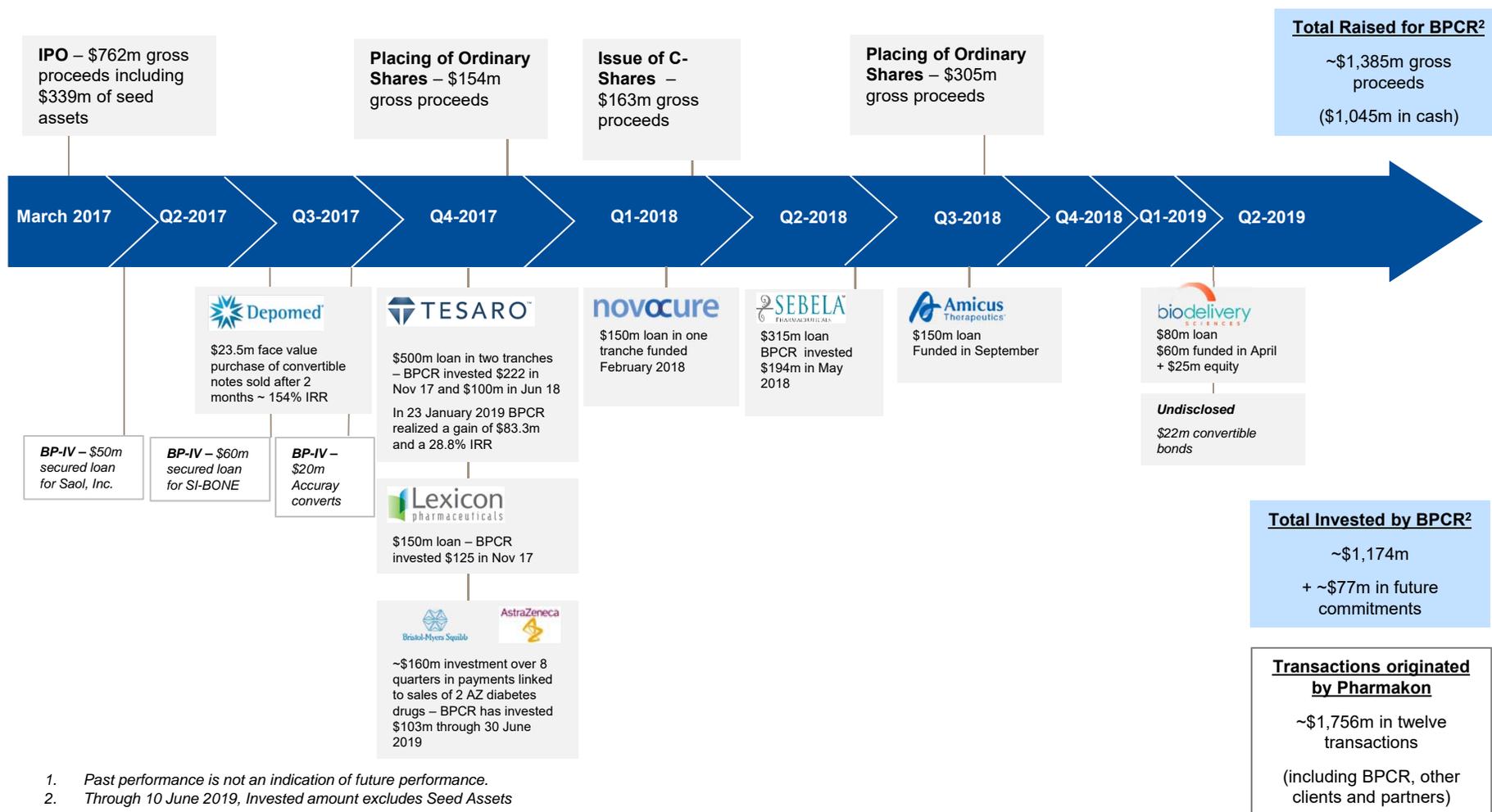
Period	Payment Date	Interim	Special	Total	Annualized <sup>1</sup>
Q2 2017	10/31/17	\$0.01000	-	\$0.01000	\$0.04000
Q3 2017	1/31/18	\$0.01000	-	\$0.01000	\$0.04000
Q4 2017	3/29/18	\$0.01000	\$0.01109	\$0.02109	\$0.05109
Q1 2018	6/29/18	\$0.01346	-	\$0.01346	\$0.05384
Q2 2018	9/28/18	\$0.01750	-	\$0.01750	\$0.07000
Q3 2018	11/30/18	\$0.01750	-	\$0.01750	\$0.07000
Q4 2018	3/29/19	\$0.01750	\$0.00177	\$0.01927	\$0.07177
Q1 2019	6/21/19	\$0.01750	-	\$0.01750	\$0.07000
Q2 2019	9/20/19	\$0.01750	-	\$0.01750	\$0.07000
<b>Total</b>				<b>\$0.14382</b>	

<sup>1</sup> (Interim Dividend x 4) plus Special Dividend if applicable

<sup>2</sup> Past performance is not an indication of future performance.

# Major milestones since IPO<sup>1</sup>

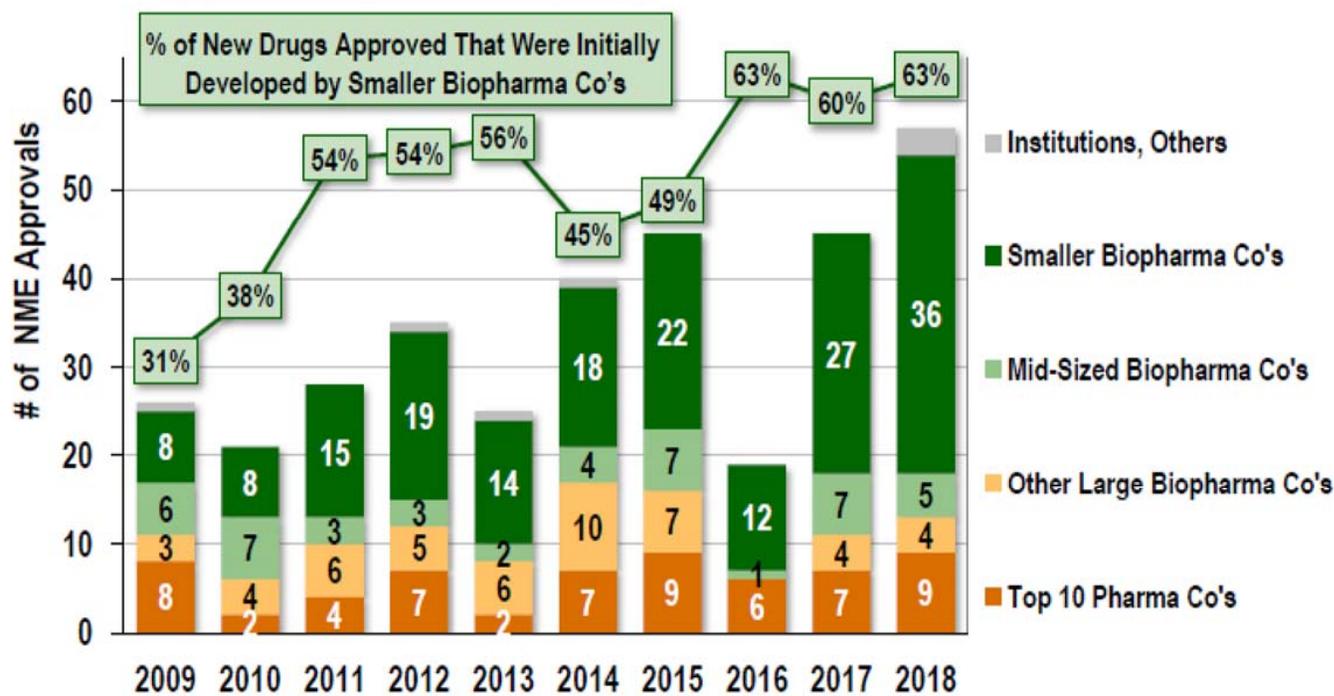
## BIOPHARMA CREDIT PLC



1. Past performance is not an indication of future performance.  
2. Through 10 June 2019, Invested amount excludes Seed Assets

# The majority of new drugs approved originated at, or were initially developed by, smaller biopharma companies

Drug Approvals by Size Drug Originator\*



Source: FDA, HBM Analysis

HBM New Drug Approval Report 2019 HBM Partners

\* The "Drug Originator" is the company that discovered the drug or undertook the first serious clinical development effort.

Note: A significant number of new drugs were originally discovered at universities or research institutions and then transferred to a biopharma company for initial or further development. We have listed such institutions only as "originators" if the transfer to a company occurred after pre-clinical development.

# Summary of Past Transactions

	Seed Assets		Post-IPO Investments						
<b>Investment:</b>	 ROYALTY PHARMA (RPS)	 Pharmakon Advisors, LP (BioPharma III)	 TESARO	 Bristol-Myers Squibb	 Lexicon pharmaceuticals	 novocure	 SEBELA PHARMACEUTICALS	 Amicus Therapeutics	 biodelivery SCIENCES
<b>Investment Type:</b>	Secured Loan	46% Limited Partnership Interest	Secured Loan	Priority Royalty Stream	Secured Loan	Secured Loan	Secured Loan	Secured Loan	Equity and Secured Loan
<b>Borrower:</b>	RPS Biopharma Investments LP	N/A	Tesaro, Inc.	N/A	Lexicon Pharmaceuticals Inc.	NovoCure Limited	Sebela International Limited	Amicus Therapeutics, Inc.	BioDelivery Sciences
<b>Amount<sup>1</sup>:</b>	\$185m	\$154m	Tranche A: \$222m Tranche B: \$100m	\$140 - 160m <sup>3</sup>	Tranche A: \$150m Tranche B: \$50m <sup>4</sup>	\$150m	\$196m	\$150m	Equity: \$25m Loan: \$60m + \$20m
<b>Maturity:</b>	Earlier of payment of outstanding principal and 6/30/26	N/A (Various maturities for BP-III loans through Q3'21)	November 21, 2024	December 31, 2059 or such other date TBA	December 18, 2022	February 7, 2023	May 1, 2023	September 28, 2023	May 28, 2025
<b>Coupon:</b>	12.00%	12.00% average (Various coupons between 9 – 13% for BP-III loans)	Tranche A: 3M LIBOR <sup>2</sup> + 8.00% Tranche B: 3M LIBOR <sup>2</sup> + 7.50%	No Coupon / Expected high single digit return	9.00%	9.00%	High single digit floating coupon (uncapped)	3M LIBOR <sup>2</sup> + 7.50%	3M LIBOR <sup>2</sup> + 7.50%
<b>Amortization:</b>	Quarterly payments applied to principal after interest	N/A (Various)	3% per quarter, beginning 24 months from Close	N/A	Bullet at Maturity	Bullet at Maturity	Quarterly, as per defined schedule	Four year interest only, then quarterly	Thirty months interest only, then quarterly
<b>Fees:</b>	N/A	Various	2% of Tranche A + 2% of Tranche B (draw)	N/A	Not disclosed - in line with comparable deals	N/A	Not disclosed - in line with comparable deals	2.0%	2.00%
<b>Prepayment:</b>	N/A	Most of BP-III loans had makewholes and prepayment premiums	2 year make whole plus 3%, 2% or 1% if prepaid before 2nd, 3rd or 4th anniversary of Tranche A	N/A	3 year makewhole plus 2% or 1% if prepaid prior to 4th or 5th anniversary of Tranche A closing date	2.5 year makewhole plus 2% or 1% if prepaid prior to the 3rd or 4th anniversary	Not disclosed - in line with comparable deals	Not disclosed - in line with comparable deals	Not disclosed - in line with comparable deals

Notes: <sup>1</sup> Original values, excludes impact of amortizations to date

<sup>2</sup> Subject to undisclosed floor and cap

<sup>3</sup> Estimate - will depend on sales of reference drugs over the first 8 quarters

<sup>4</sup> Tranche B subject to minimum sales hurdle

# \$25m equity plus up to \$80m senior secured corporate loan to BioDelivery Sciences

## BioDelivery Sciences Corporate Overview

- ▶ **Description:** BioDelivery Sciences International, Inc. ("BDSI") is a specialty pharmaceutical company focused on pain management and addiction medicine. The company provides its products based on its patented BioErodible MucoAdhesive drug delivery technology, a small erodible polymer film for application to the buccal mucosa. BDSI also markets Symproic which it acquired the US rights to from Shiniogi.
- ▶ **Market Cap:** \$416m as of 30 June 2019
- ▶ **Cash Balance:** \$57.2m
- ▶ **Product sales:**
  - 2017: \$34.9m
  - 2018: \$51.4m
  - 2019 Guidance: \$92 to \$100m
  - Long-term guidance: \$325-\$400m

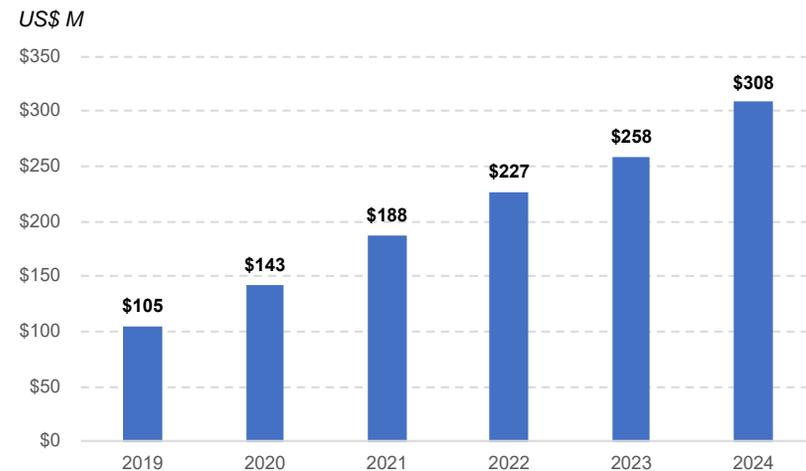
## Key terms of Loan

- ▶ **Size of facility:** \$25m equity plus \$80m to be funded in two tranches
  - ▶ Tranche A: \$60m
  - ▶ Tranche B: \$20m (BDSI's option)
- ▶ **Funding fee:** 2%
- ▶ **Interest rate:** L+7.5%
- ▶ **Maturity:** 6 years
- ▶ **Amortization:** 3-year interest only then thirteen (13) equal payments
- ▶ **Make-whole and Prepayment Fees:** In line with comparable investments

## Description of key products

- ▶ **BELBUCA (buprenorphine buccal film)** – approved in October 2015 for the management of severe chronic pain that requires daily around-the-clock, long-term opioid treatment. Buprenorphine is a Schedule III medicine, considered by the Drug Enforcement Agency (DEA) to have less potential for abuse than Schedule II medicines. BELBUCA is a safer alternative for the ~11.5 million patients that are prescribed opioids for chronic pain.
- ▶ **SYMPROIC (naldemedine)** – approved in March 2017 for treating opioid-induced constipation in adults with non-cancer pain. Opioid induced constipation effects more than 40% of patients on chronic opioid therapy. Symproic competes with Movantik (AstraZeneca) and Relistor (Bausch Health).

## Median Analyst consensus<sup>1</sup> sales estimates



Source: Pharmakon Advisors, BioDelivery Sciences public disclosures, Wall Street Analysts  
 1 – estimates as 15 August 2019

# \$150m senior secured corporate loan to Amicus Therapeutics

## Amicus Corporate Overview

- ▶ **Description:** Amicus Therapeutics, Inc. (FOLD) is a biopharmaceutical company focused on orphan diseases. Amicus markets Galafold for Fabry disease and is developing AT-GAA for Pompe disease.
- ▶ **GALAFOLD (migalastat)** – approved in the EU in May 2016, Japan in May 2018 and the US in August 2018 a pharmacological chaperone taken every other day for the treatment of adults with Fabry disease and an amenable galactosidase alpha gene (GLA) variant.
- ▶ **Market Cap:** \$3.1 bn as of 30 June 2019
- ▶ **GALAFOLD sales**  
2017: \$37m (mostly EU)  
2018: \$91m (mostly EU)  
2019 guidance: \$160m – \$180m

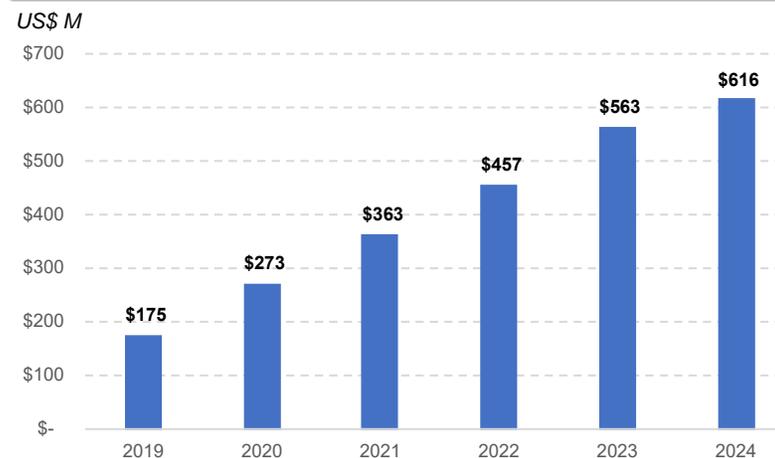
## Key terms of Loan

- ▶ **Size of facility:** \$150m to be funded in one tranche
- ▶ **Funding fee:** 2%
- ▶ **Interest rate:** L+7.5% (subject to a 1% floor and cap of 1.5% above Libor on funding date)
- ▶ **Maturity:** 5 years
- ▶ **Amortization:** 4-year interest only then four quarterly payments equal to 12.5% followed by 50.0% at maturity
- ▶ **Make-whole and Prepayment Fees:** In line with comparable investments

## Key Products

- ▶ Fabry disease is a rare, progressive genetic disorder characterized by a defective gene (GLA) that causes an enzyme deficiency. This enzyme is responsible for breaking down disease substrate that, when deficient in patients with Fabry disease, builds up in the kidneys, one of the organ systems impacted by Fabry disease.
- ▶ There are approximately 8,000 patients worldwide with Fabry disease of which ~ 3,800 – 5,500 are amenable to Galafold treatment
- ▶ Galafold competes with Shire’s Replagal and Genzyme’s Fabrazyme, both enzyme replacement therapies that require infusion and had combined worldwide sales of ~\$1.4 billion during 2018
  - ▶ Fabrazyme (Genzyme): \$892m worldwide
  - ▶ Replagal (Shire): \$498m – not approved in the US

## Galafold median Analyst consensus<sup>1</sup> estimates (\$M)



Source: Pharmakon Advisors, Amicus public disclosures, Wall Street Analysts  
1 – estimates as 15 August 2019

# \$316m senior secured corporate loan to help finance Sebel's acquisition of Braintree Laboratories

## Sebela Corporate Overview

- ▶ **Description:** Sebela Pharmaceuticals is a privately-held US focused specialty pharmaceutical company with therapeutic franchises in gastroenterology, women's health, and dermatology along with a number of non-promoted mature branded products and royalties
- ▶ **Market Cap:** Private
- ▶ **Key product sales (2018 pro forma):** \$250m
- ▶ **Leverage:** Less than 4x Debt to EBITDA

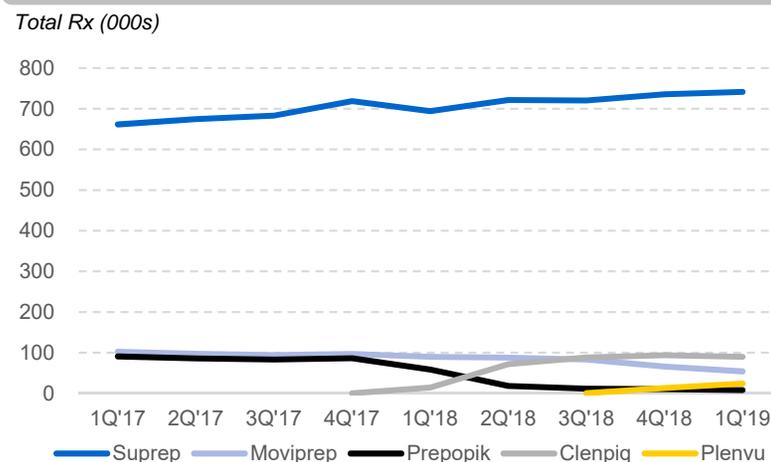
## Key Products

- ▶ **Suprep** – osmotic laxative indicated for cleansing of the colon in preparation for colonoscopy in adults
- ▶ **Brisdelle** – first line therapy to reduce moderate to severe hot flashes associated with menopause
- ▶ **Analpram** – first line therapy for treatment of hemorrhoids
- ▶ **Naftin** – first line therapy for treatment of interdigital tinea pedis
- ▶ **Lotronex** – IBS for females

## Key terms of Loan

- ▶ **Size of facility:** \$194m out of \$316m
  - ▶ Balance: \$165 out of \$268 as of 30 June 19
- ▶ **Funding fee:** 1.5%
- ▶ **Interest rate:**
  - ▶ High single-digit floating coupon
- ▶ **Amortization:** Began after the 3<sup>rd</sup> quarter 2018
- ▶ **Duration:** 5 years

## Script Trends for Top Colonoscopy Prep Products



Source: Pharmakon Advisors, Sebela Senior Secured Loan presentation, Sebela, IQVIA

# \$150m senior secured corporate loan to Novocure

## Novocure Corporate Overview

- ▶ **Description:** Novocure is a commercial stage oncology company developing a profoundly different cancer treatment utilizing a proprietary therapy called TTFIELDS
- ▶ **Market Cap:** \$6.1bn as of 30 June 2019
- ▶ **Approvals:** FDA approval in December 2011 for use as a monotherapy treatment for adult patients with GBM following confirmed recurrence after chemotherapy. In October 2015, received FDA approval for the treatment of adult patients with newly diagnosed GBM in combination with temozolomide
  - ▶ Also approved in Germany, Switzerland, Japan and others.
- ▶ **Product sales:**
  - 2017: \$177m
  - 2018: \$248m
  - No 2019 guidance

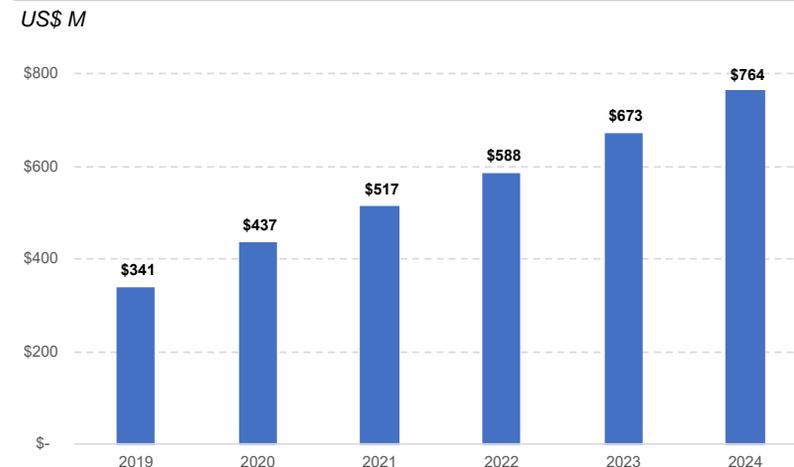
## Key terms of Loan

- ▶ **Size of facility:** \$150m to be funded in one tranche
  - ▶ Note: \$100m was used to repay loan held by BioPharma-III resulting in a \$46m distribution to BioPharma Credit
- ▶ **Funding Fee:** None
- ▶ **Interest rate:** 9.0%
- ▶ **Amortization:** Principal amount 5 years post funding date
- ▶ **Duration:** 5 years
- ▶ **Prepayment:** 2% prior to third anniversary and 1% prior to the fourth anniversary
- ▶ **Make-whole:** 2 years

## Key Products

- ▶ **Optune System** – a cancer treatment centered on a proprietary therapy called TTFIELDS, which involves the use of electric fields tuned to specific frequencies to disrupt solid tumor cancer cell division.
- ▶ In October 2015, Optune received FDA approval for the treatment of adult patients with newly diagnosed GBM in combination with temozolomide. In May 2019, Optune received FDA approval for the treatment of Malignant Pleural Mesothelioma in combination with chemotherapy.
- ▶ **Pipeline** – Novocure invests meaningfully in R&D and has late stage trials (Phase III pilot studies) underway for TTFIELDS in brain metastases, non-small cell lung cancer and pancreatic cancer.

## Median Analyst consensus<sup>1</sup> current indication sales estimates



Source: Pharmakon Advisors, Novocure public disclosures, Wall Street Analysts  
 1 – estimates as 15 August 2019

# \$140m-\$160m purchase and sale agreement with Bristol Myers Squibb

## Transaction Overview

- ▶ **Description:** On 8 December 2017, a wholly-owned subsidiary of BPCR entered into a purchase, sale and assignment agreement with a wholly-owned subsidiary of Royalty Pharma Investments ("RPI"), for the purchase of a 50% interest in a stream of payments (the "Purchased Payments") acquired by RPI's subsidiary from Bristol Myers Squibb. The Purchased Payments are linked to tiered worldwide sales of Onglyza and Farxiga, diabetes agents marketed by AstraZeneca, and related products.
- ▶ **Product sales:**  
2017: \$1,357m  
2018: \$1,634m  
No 2019 guidance

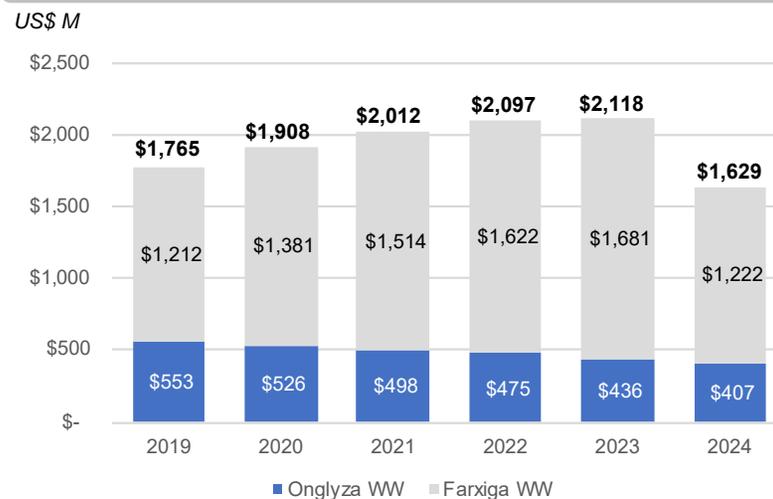
## Key terms of Investment

- ▶ **Size of facility:** \$140-\$160m in purchased payments
- ▶ **Funding Fee:** None
- ▶ **Expected Return:** High single digits
- ▶ **Duration:** 7 years
  - ▶ The first 8 quarters are payments from BPCR to BMS based on product sales from 2018-2019 and the remaining 20 quarters are payments from BMS to BPCR based on product sales from 2020-2025
- ▶ **Prepayment:** None

## Key Products

- ▶ **FARXIGA (dapagliflozin)** – a sodium-glucose cotransporter 2 (SGLT2) inhibitor indicated as an adjunct to diet and exercise to improve glycemic control in adults with type 2 diabetes mellitus
- ▶ **ONGLYZA (saxagliptin)** – a dipeptidyl peptidase-4 (DPP4) inhibitor indicated as an adjunct to diet and exercise to improve glycemic control in adults with type 2 diabetes mellitus

## Median Analyst consensus<sup>1</sup> current indication sales estimates



Source: Pharmakon Advisors, AstraZeneca public disclosures, Wall Street Analysts  
1 – estimates as 15 August 2019

# \$150m senior secured loan to Lexicon

## Lexicon Corporate Overview

- ▶ **Description:** Lexicon Pharmaceuticals, Inc. (LXRX) is a biopharmaceutical company focused on developing drugs for cancer, diabetes, and pain including XERMELO for the treatment of Carcinoid Syndrome diarrhea and sotagliflozin for Type 1 and Type 2 diabetes
- ▶ **Market Cap:** \$668m as of 30 June 2019
- ▶ **Product sales:**  
2017: \$16m  
2018: \$27m
- ▶ **License agreement:**  
On 26 July 2019, Lexicon announced Sanofi's notice of termination in relation to its collaboration and license agreement with Lexicon for the development and commercialization of Zynquista. Sanofi's actions do not impact XERMELO® which is marketed by Lexicon in the US and is partnered outside the US with Ipsen. Lexicon and Sanofi have not yet finalized the details of the termination and this process will take several weeks or months.

## Key terms of Loan

- ▶ **Size of facility:** \$150m
- ▶ **Funding Fee:** Not disclosed
- ▶ **Interest rate:** 9.0%
- ▶ **Amortization:** Principal amount 5 years post funding date
- ▶ **Duration:** 5 years
- ▶ **Prepayment:** 2% prior to 4<sup>th</sup> anniversary of Tranche A closing date and 1% after the fourth anniversary of the Tranche A closing date but prior to the 5<sup>th</sup> anniversary
- ▶ **Make-whole:** 3 years

Source: Pharmakon Advisors, Lexicon public disclosures, Sanofi public disclosures, Bloomberg  
1 – estimates as of 15 August 2019

## Key Products

- ▶ **XERMELO (telotristat ethyl)** - an oral treatment that works with somatostatin analog (SSA) therapy to reduce the overproduction of serotonin hormone to control Carcinoid Syndrome diarrhea. XERMELO functions inside the neuroendocrine tumor to reduce the overproduction of serotonin. Lexicon granted Ipsen commercial rights to telotristat ethyl outside the US & Japan
- ▶ **Sotagliflozin (LX4211)** – an orally-delivered compound being developed with Sanofi for Type 1 and Type 2 diabetes. It received approval in Europe for Type 1 diabetes on 26 April 2019 and received a Complete Response Letter (CRL) in the US on 22 March 2019. The drug is still being evaluated for use in Type 2 patients with potential to generate substantial payments upon certain development and approval milestones.

## Median Analyst consensus<sup>1</sup> sales estimates

