



SWEDISH ORPHAN INTERNATIONAL

**biovitrum.**

Press conference

November 5, 2009

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## **Forward Looking Statements**

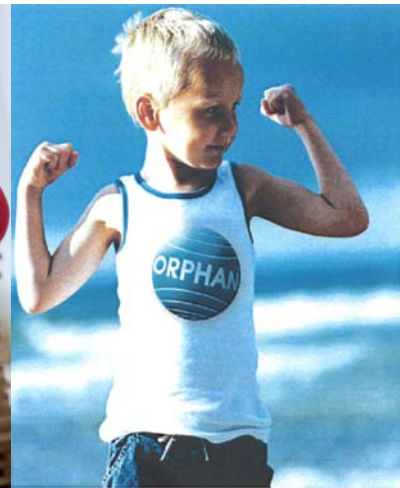
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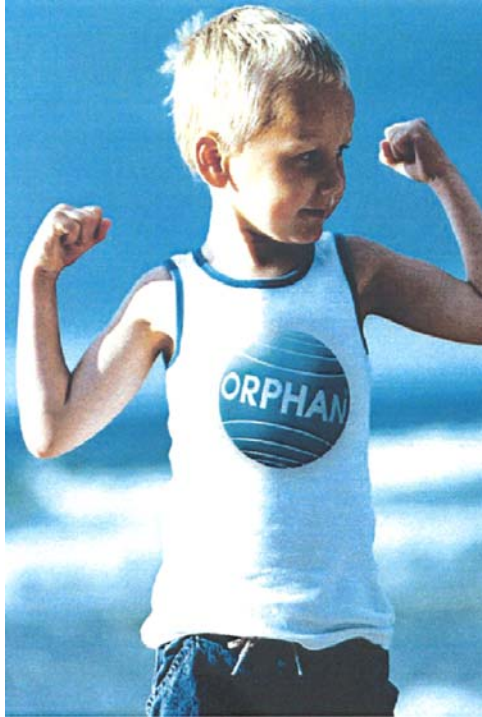
# Table of contents

- 1. Combination rationale and overview**
2. Biovitrum
3. Swedish Orphan International
4. The New Group



# Swedish Orphan International and Biovitrum (“So-Bi”)

## - Strong industrial logic – set for growth and cash flow generation



### 1. Shared mission and business philosophy

- Addressing the need of patients with rare diseases
- Diversified portfolio of orphan drugs and niche specialty pharmaceuticals
- Compelling development pipeline
- Proven business development capabilities

### 2. Complementary capabilities

- Swedish Orphan brings recognized and successful business development, pan-European platform and products
- Biovitrum brings product development, manufacturing skills and products

### 3. Strong platform for profitable growth

- Around 60 orphan/niche specialty products
- Two phase III and five phase II product candidates
- Pro forma sales 2009e of SEK 2 billion
- EPS accretive from day one with strong cash flow
- Annual cost synergies of SEK 100 million from 2011
- 2015e sales of SEK >5 billion, EBIT margin of >30%



# 1. Shared mission and business philosophy

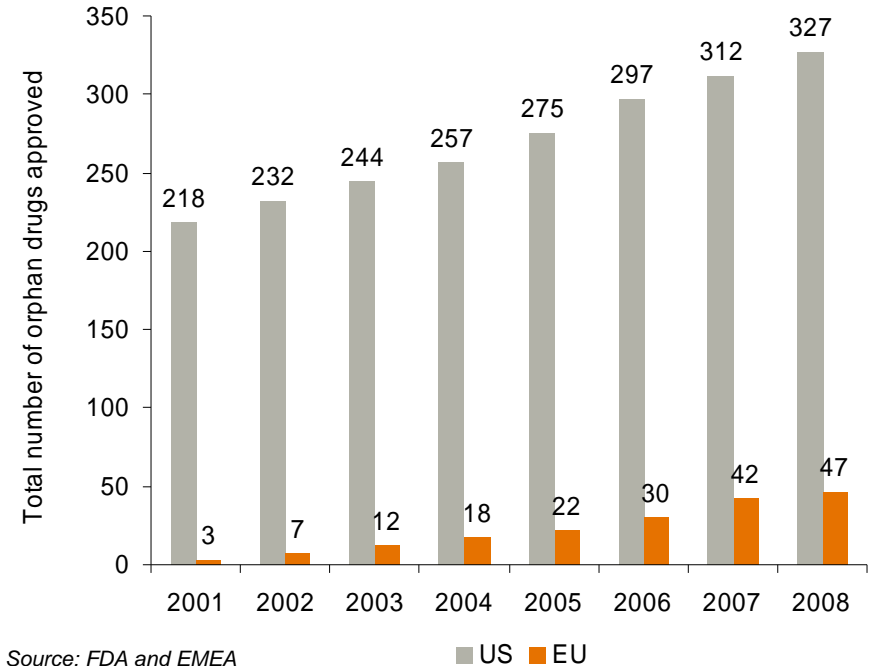
## Shared mission



*Mission to develop and make available orphan drugs and niche specialty pharmaceuticals for patients with rare diseases and patients with high unmet medical needs*

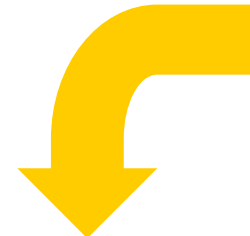
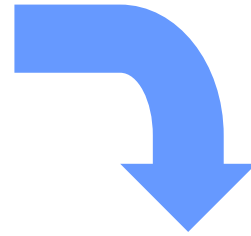
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## Why rare diseases?



- 7,000 known **rare diseases** affecting
  - 30 million people in the EU
  - 25 million people in the US
- Expected strong growth in the **Orphan Drug** segment

# 2. Complementary capabilities

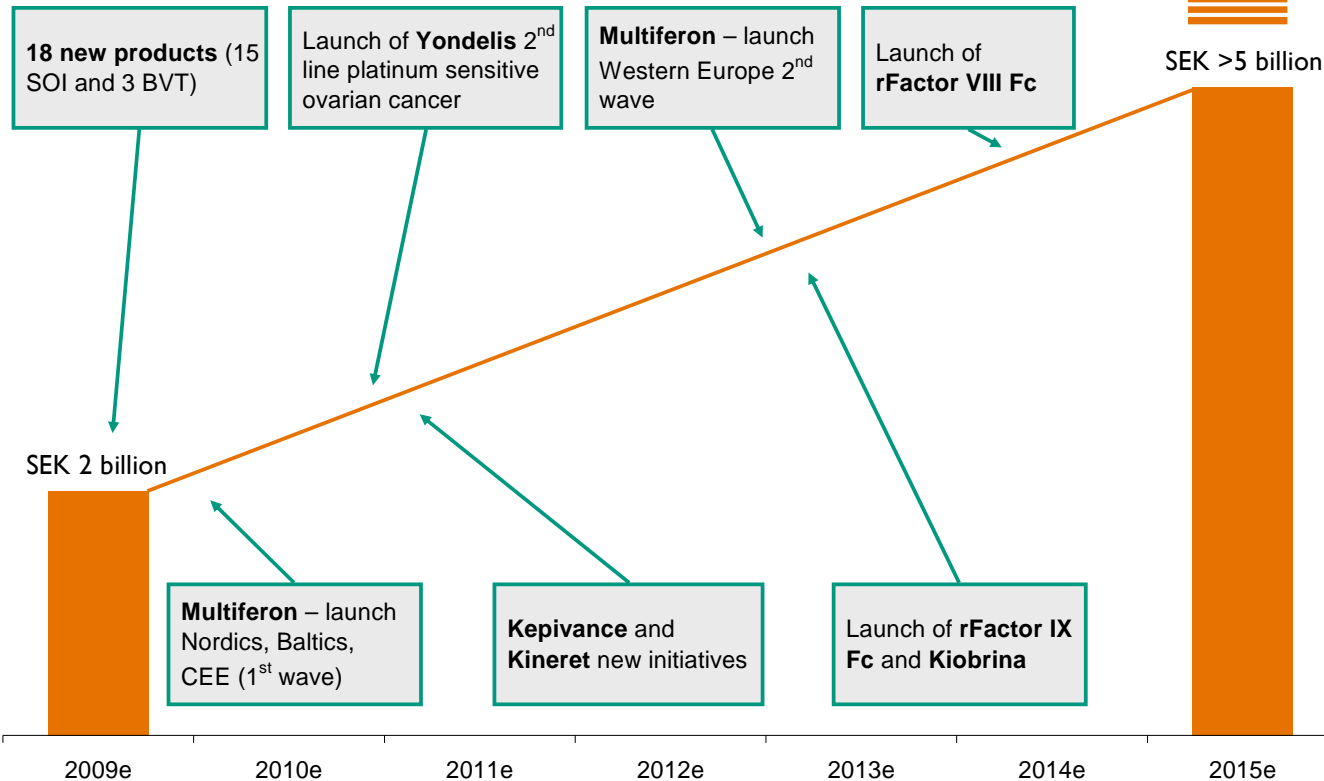


# 3. Strong platform for growth in existing portfolio

## Attractive growth outlook

## Financial targets

Further potential in additional business development during 2010-2015



- Sales growth
  - 2010-2011: 13-15% p.a.
  - 2012-2015: >20% p.a.
- Sales 2015e of SEK >5 billion
- Gradual increase of EBIT margin – to exceed 30% in 2015e

## Synergies

- Annual cost synergies of SEK 100 million with full effect 2011
  - 50% current cost base
  - 50% cost avoidance
- Significant revenue synergies

# Transaction terms and time table

## Transaction terms

- Upfront price of SEK 3.5 billion<sup>1</sup>
  - Additional earn out payment up to SEK 425 million based on success in Multiferon sales
- Issue in kind of SEK 1.7 billion
  - Investor AB – 100% of holding<sup>2</sup>
  - Dr Bo Jesper Hansen – 40% of holding
- Financing of cash consideration
  - Expanded 7 year credit facility of up to SEK 800 million
  - Fully committed and underwritten rights issue of approximately SEK 1,500 million
    - Investor AB subscribing pro-rata
    - Banks and external institutions remaining part
  - Financial flexibility maintained
- Closing of Transaction conditional upon EGM decision on December 4, 2009
- Strong shareholder support
  - Shareholders representing 67 per cent of the capital have stated support for the Transaction and the industrial logic

## Preliminary time table

|          |         |                                |
|----------|---------|--------------------------------|
| November | 5       | Announcement                   |
|          | 6       | Notice to EGM                  |
| December | 2       | Rights issue terms announced   |
|          | 4       | EGM                            |
|          | 7       | Share starts trading ex-rights |
|          | 9       | Prospectus available           |
|          | 9       | Record date                    |
|          | 11 - 23 | Trading in rights              |
|          | 11 - 30 | Subscription period            |
| January  | 7       | Results of the rights issue    |
|          | 12      | Closing of the rights issue    |
|          | 13      | Closing of the Transaction     |

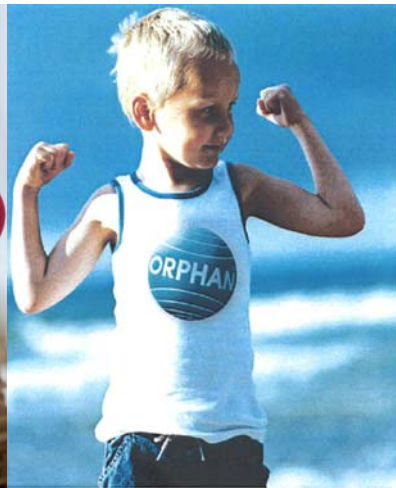
(1) On a cash- and debt free basis. The price paid for the shares in Swedish Orphan is SEK 3,656 million including net cash of approximately SEK 150 million.

(2) Part of the share consideration may be exchanged for participating convertible debentures, as further described in the announcement press release issued on November 5, 2009.



# Table of contents

1. Combination rationale and overview
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# Pharmaceutical company focusing on rare diseases

- Founded in 2001 with long heritage from protein drugs
- About 400 employees. The majority in Sweden/Nordic countries
- 8 marketed products
- 1 development project in phase III and 5 in phase II
- Development organization focused on protein pharmaceuticals
- Solid revenue base through ReFacto AF<sup>®</sup> / Xyntha<sup>®</sup> business
  - Manufacturing
  - Co-marketing
  - Royalty
- Strong foothold in the Nordic market and expanding presence in Europe, North America and Australia/New Zealand
  - Kepivance<sup>®</sup> and Stemgen<sup>®</sup> acquired from Amgen in 2008
  - Exclusive global rights for Kineret<sup>®</sup>
- Revenue 2009e of SEK 1.2 billion, approximately break even at EBIT level



*Note: Biovitrum 2009e financials are unaudited preliminary estimates and may be subject to change*

# Transformation towards specialist pharmaceuticals

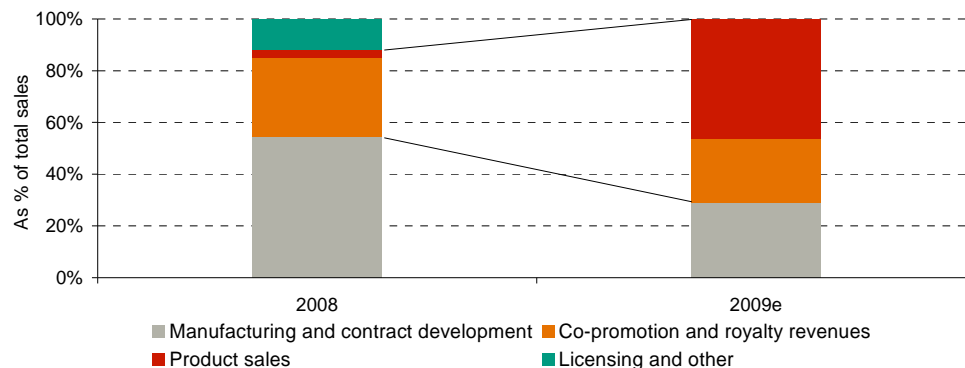
## 2007-2009 – preparing for growth

- Focus on rare diseases
- R&D restructuring
- Strengthening the commercial organization
- Increased business development focus on acquisition/in-licensing of commercial products

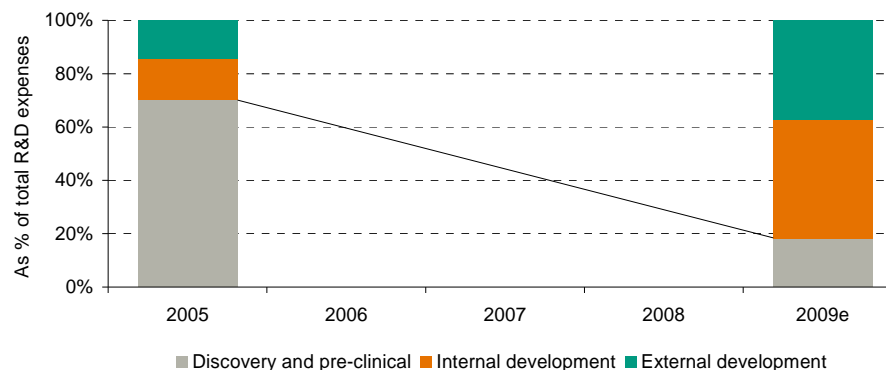
## Moving ahead – creating value

- Grow business within rare diseases and specialist pharmaceuticals
  - Expand geographical foot print
  - Advance clinical pipeline
  - Leverage Kineret and Kepivance value
    - New markets and label expansion
  - In-license/acquire commercial products

## Development of revenues



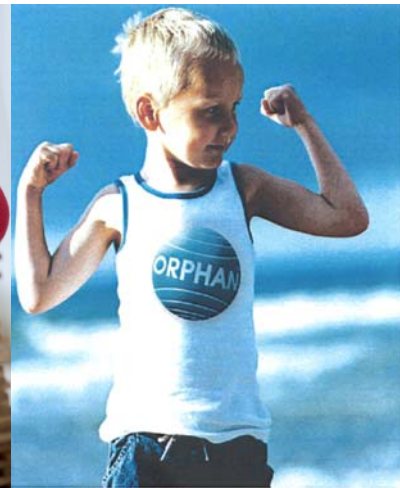
## Development of R&D expenses



Note: Biovitrum 2009e financials are unaudited preliminary estimates and may be subject to change

# Table of contents

1. Combination rationale and overview
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# A pioneer and market leader serving rare disease patients...

- Founded in 1988
- 130 employees of which ~90 in local market subsidiaries/offices
- Broad portfolio of approximately 50 orphan drugs/niche specialty pharmaceutical products from more than 20 partners
- European presence through 11 subsidiaries and 6 branch offices
  - Covering all Europe
  - Sales in over 50 countries worldwide
- Self-financed with sustained high growth
  - Sales in 2008/09 of SEK 694 million (May 2008-April 2009)
  - Sales CAGR last five years of 18%
    - Orfadin key growth driver
  - EBIT in 2008/09 of SEK 201 million (margin 29%) (May 2008-April 2009)
  - EBIT CAGR last five years of 45%



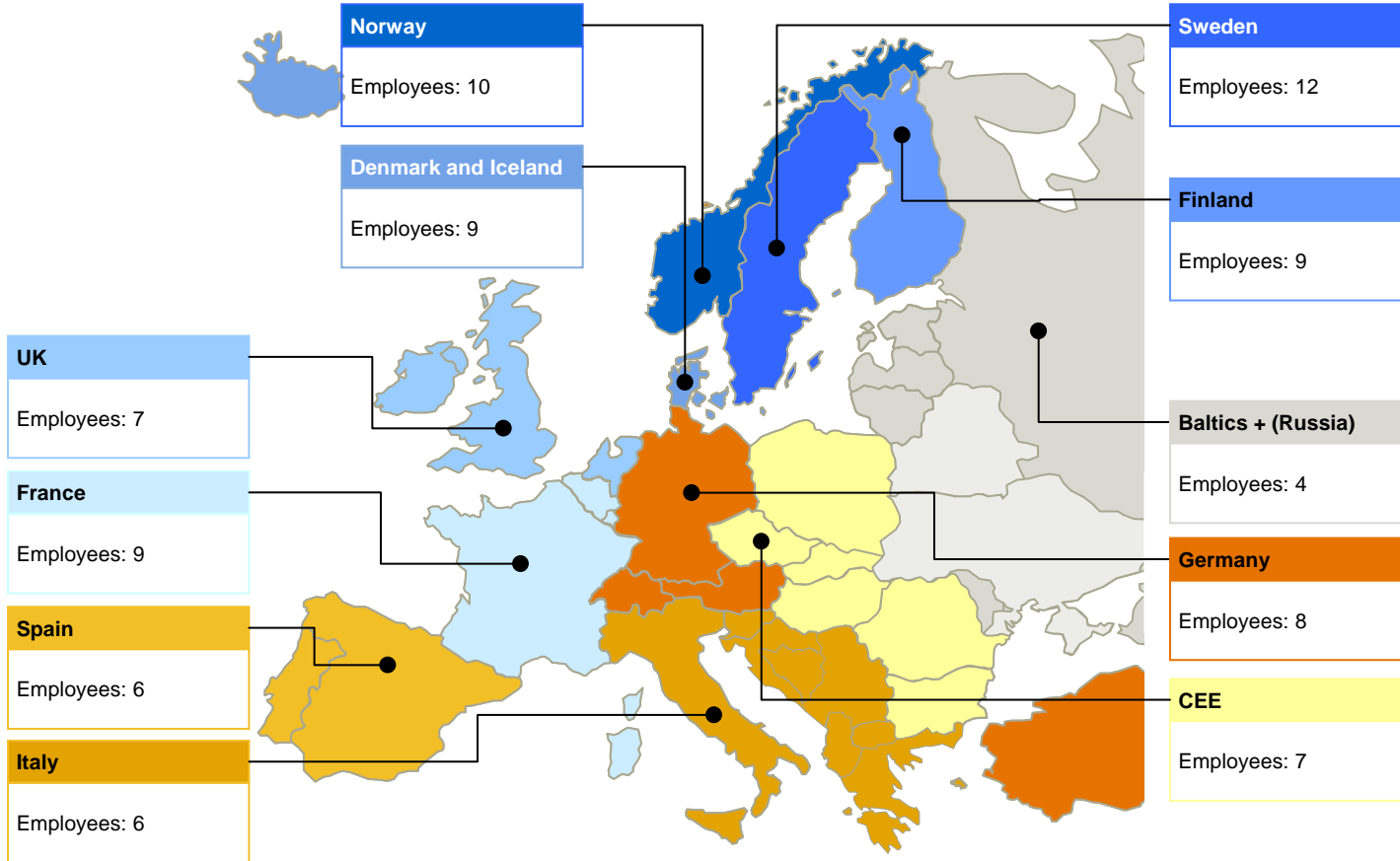
*Note: Swedish Orphan FY from May to April*

# ...with a unique position

- In-depth orphan drug expertise
  - Diversified portfolio and established networks across a broad range of therapeutic areas
  - Successful track-record in optimizing returns of smaller niche products
  - Extensive pre-approval experience from Named Patients Services across Europe
- Unique customer relations, close to physicians and patients
  - Local presence receptive to local needs and demands
  - Close, mutually fruitful collaboration with key stakeholders
- Strong capabilities in regulatory and market access, including distribution
- Effective decentralized business model
  - Slim matrix organization without heavy HQ
  - 24/7 available supply chain, medical information and pharmacovigilance across the EU
- High competence level across the line
  - Experienced staff with proven track-record



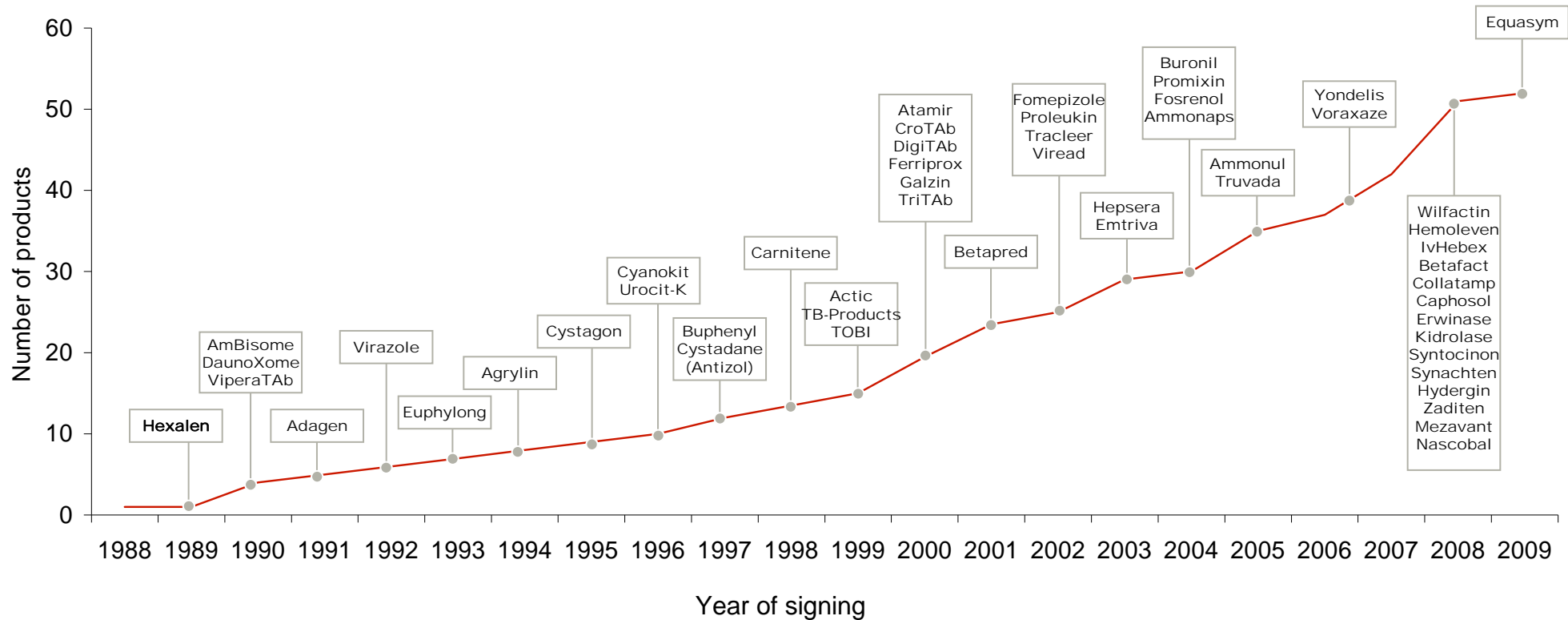
# Pan-European presence



- European presence through 11 subsidiaries and 6 branch offices
  - Covering all Europe
  - Sales in over 50 countries worldwide
- Approximately 90 employees primarily within marketing and sales
- Increasing share of sales outside the Nordic region

Local knowledge through an on-the-ground local presence is a key competitive advantage

# Successful contract portfolio expansion with new additions



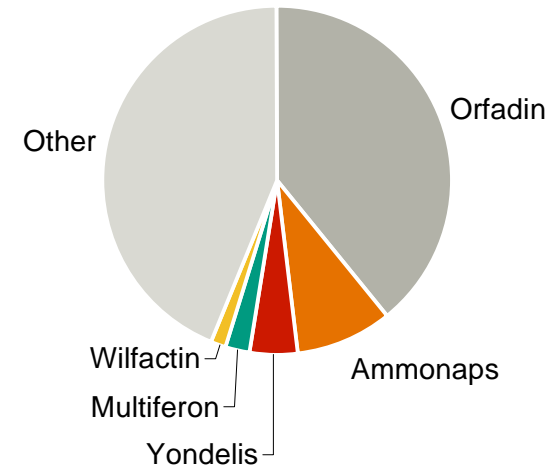


# Swedish Orphan profit and loss account

## P&L (2006/07-2009/10e)

| SEK million   | 2006/07    | 2007/08    | 2008/09    | 2009/10e       |
|---|------------|------------|------------|----------------|
| <b>Reported sales</b>                               | <b>684</b> | <b>765</b> | <b>694</b> | <b>800-820</b> |
| <i>Growth</i>                                       |            | 12%        | -9%        | ~17%           |
| COGS  | -375       | -372       | -267       |                |
| <b>Gross profit</b>                                 | <b>309</b> | <b>393</b> | <b>427</b> |                |
| <i>Gross margin</i>                                 | 45%        | 51%        | 62%        | ~62%           |
| Operating expenses<br>(excl. R&D and one-off items) | -136       | -184       | -198       | ~27%           |
| R&D expenses  | -25        | -27        | -28        | ~5%            |
| <b>EBIT</b>   | <b>147</b> | <b>182</b> | <b>201</b> |                |
| <i>EBIT margin</i>                                  | 22%        | 24%        | 29%        | ~30%           |
| Depreciation  | -1         | -3         | -4         | ~0%            |
| <b>EBITDA</b>                                       | <b>148</b> | <b>184</b> | <b>205</b> |                |
| <i>EBITDA margin</i>                                | 22%        | 24%        | 30%        | ~30%           |

## Sales per product (2009/10e)



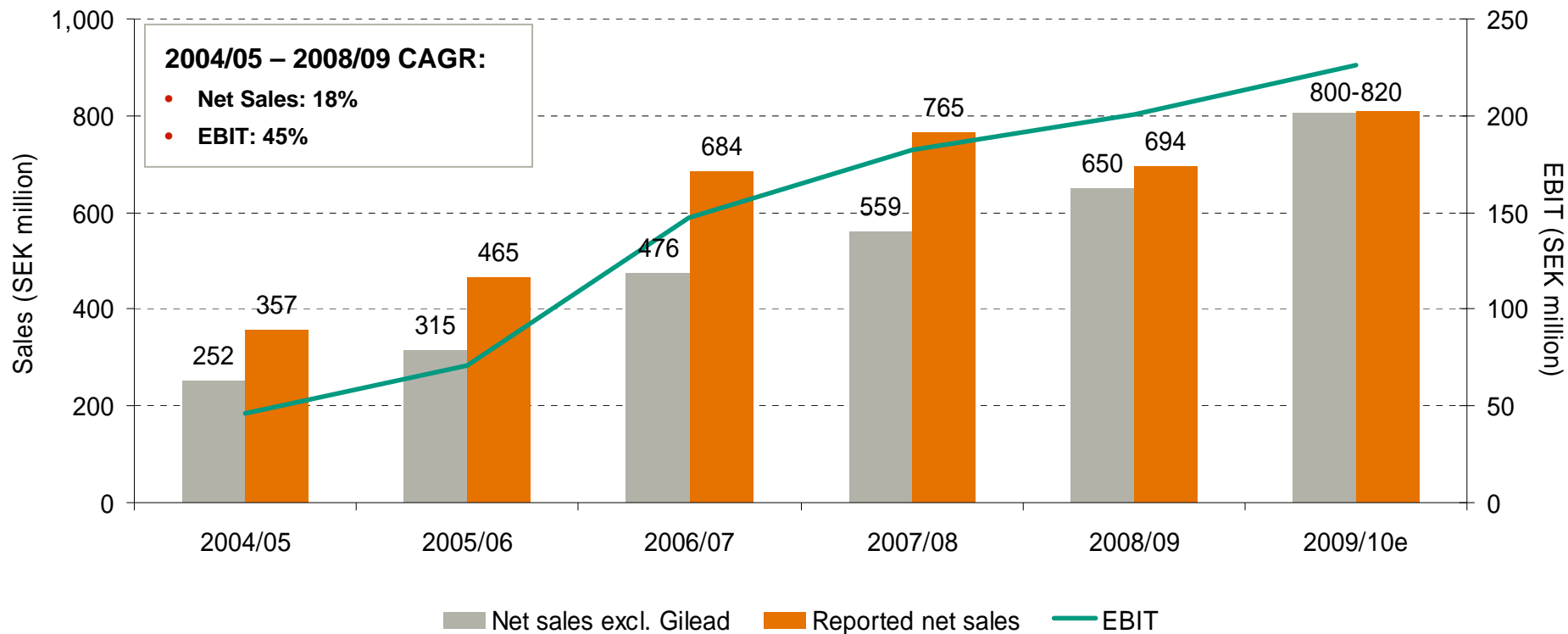
### Notes

(1) EBITDA and EBIT 2006/07 excludes non recurring income of SEK 16.1 million and 2007/08 excludes non recurring costs of SEK 62.5 million

(2) Swedish Orphan 2009/10e financials are unaudited preliminary estimates and may be subject to change

(3) Swedish Orphan FY from May to April

# Strong financial performance



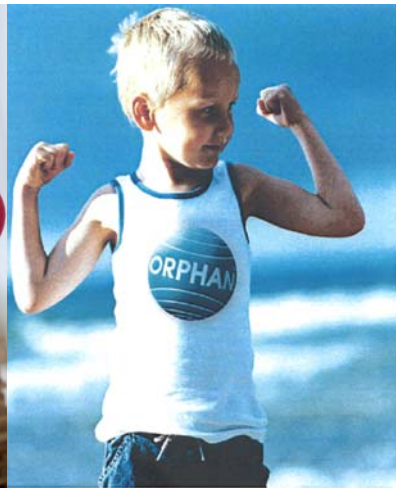
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# Table of contents

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# The combination of Swedish Orphan and Biovitrum

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## 2. Complementary capabilities

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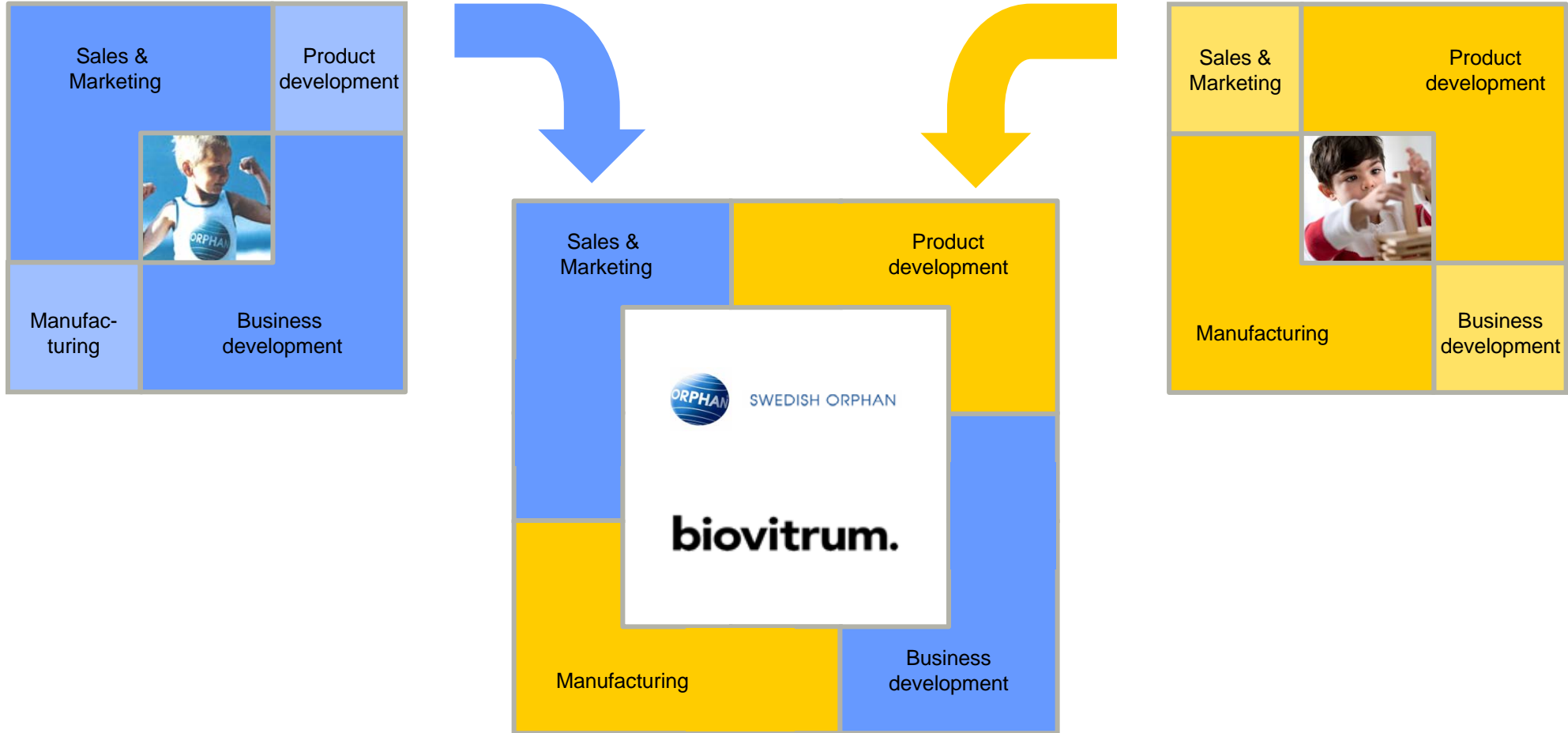
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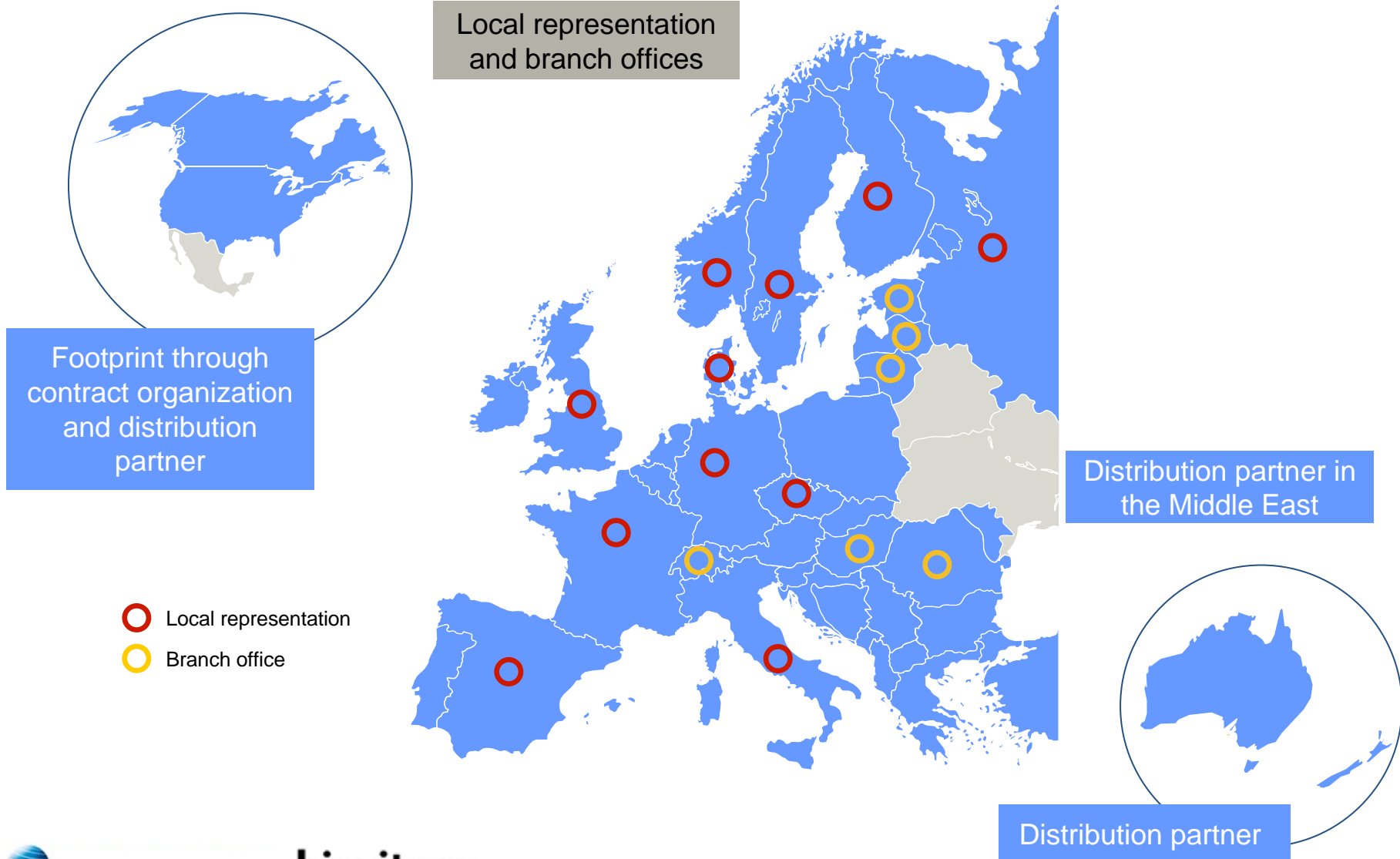
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# Complementary capabilities



# Strong commercial presence



# Key products addressing the needs of patients with rare diseases

|              | Product   | Therapy               | Disease indication  | Commercial rights                     | Share of total sales (2009e)  |
|--------------|---|-----------------------|---|---------------------------------------|---|
| Key products | <br>ReFacto AF (Recombinant Coagulation Factor VIII) Albumin-Free Cell Culture Process<br>xyntha Anthemophilic Factor (Recombinant), Plasma/Albumin-Free | Hematology            | Hemophilia A  | Nordic                                |    |
|              |    | Inflammatory          | Rheumatoid arthritis  | Global                                |    |
|              | ORFADIN®  | Metabolic             | Hereditary Tyrosinemia Type1 (HT-1)                           | Global                                |    |
|              |    | Cancer                | Oral mucositis in conjunction with chemotherapy and radiation | Global                                |    |
|              | AMMONAPS®    | Metabolic             | Urea cycle disorders  | Europe, Middle East, Russia           |    |
|              |    | Cancer                | 2nd line Soft Tissue Sarcoma                                  | Nordics and Baltics, C. and E. Europe |    |
| New launches | MULTIFERON®   | Cancer/Other diseases | Advanced malignant melanoma and 2nd line to rIFNs             | Global                                |    |
|              |    | Hematology            | Pernicious anemia   | Europe                                |  |
|              |    | Cancer                | 2nd/3rd line platinum sensitive ovarian cancer                | Nordics and Baltics, C. and E. Europe |  |

# ...plus another 50 commercial products in its portfolio


|                   |           |            |              |            |
|-------------------|-----------|------------|--------------|------------|
| Actiq             | Caphosol  | Euphylong  | Mezavant     | Syntocinon |
| Aloxi             | Carnitor  | Ferriprox  | Mimpara      | Tracleer   |
| AmBisome          | Collatamp | Fomepizole | Novastan     | Truvada    |
| Ammonul           | Cyanokit  | Fosrenol   | Pethea       | Urocit-K   |
| Amylnitrit        | Cystadane | Hemoleven  | Pexsig       | ViperaTa b |
| Atamir            | Cystagon  | Hepsera    | Promixin     | Viread     |
| BeneFix           | Dimaval   | Hexalen    | Pyrazinamide | Voraxaze   |
| Betafact          | DMSA      | Hydergine  | Stemgen      | Wilfact    |
| Betapred          | Equasym   | Ivhebex    | Succicaptal  | Xagrid     |
| Buronil/ Bunil    | Erwinase  | Kidrolase  | Synachten    | Zaditen    |
| Carlson Vitamin A |           |            |              |            |

 Swedish Orphan

 Biovitrum



# Emerging late stage clinical development pipeline

| Indication                           | Project         | Partner   | Phase I | Phase II | Phase III | Reg. |
|--------------------------------------|-----------------|---|---------|----------|-----------|------|
| 2nd line to rIFNs                    | Multiferon®     |   |         |          |           | **   |
| Hemophilia B                         | rFactor IX Fc   | biogen idec   |         |          |           |      |
| Fat malabsorption in preterm infants | Kiobrina™       |   |         |          |           |      |
| Fat malabsorption in CF patients     | Exinalda™       |   |         |          |           |      |
| Rh-immunization                      | Rozrolimupab    |  |         | *        |           |      |
| Platelet disorder (ITP)              | Rozrolimupab    |  |         |          |           |      |
| Oral mucositis - pediatric           | Kepivance®      |   |         |          |           |      |
| Hemophilia A                         | rFactor VIII Fc | biogen idec   |         |          |           |      |

\*) A dose adjusting red blood cell challenge healthy study preceding phase III

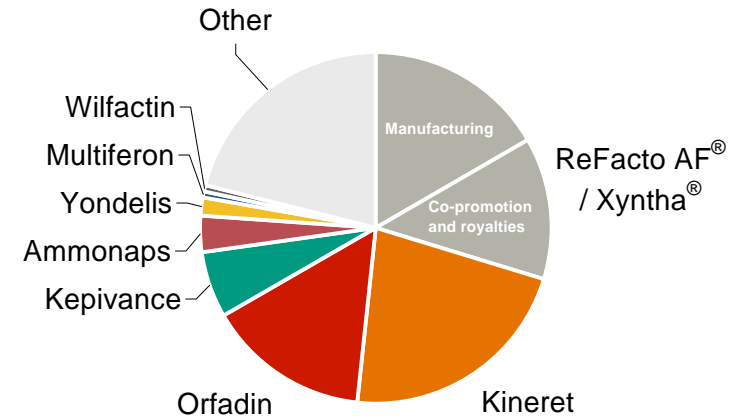
\*\*) Approved in 15 European countries. Trials supportive to registration in remaining EU countries

# The New Group profit and loss account

## Pro forma P&L (2008 and 2009e)

| SEK million         | Biovitrum    |                    | Swedish Orphan |                | New Group    |                    |
|---------------------|--------------|--------------------|----------------|----------------|--------------|--------------------|
|                     | 2008         | 2009e              | 2008           | 2009e          | 2008         | 2009e              |
| <b>Sales</b>        | <b>1,141</b> | <b>1,210-1,230</b> | <b>718</b>     | <b>770-780</b> | <b>1,858</b> | <b>1,980-2,010</b> |
| Growth              |              | ~21%               |                | ~17%           |              | ~8%                |
| COGS                | -265         |                    | -302           |                | -567         |                    |
| <b>Gross profit</b> | <b>876</b>   |                    | <b>416</b>     |                | <b>1,292</b> |                    |
| Gross margin        | 77%          | ~70%               | 58%            | ~62%           | 70%          | ~66%               |
| SG&A                | -165         | ~24%               | -193           | ~27%           | -359         | ~25%               |
| R&D                 | -671         | ~48%               | -27            | ~5%            | -698         | ~31%               |
| <b>EBIT*</b>        | <b>40</b>    |                    | <b>195</b>     |                | <b>235</b>   |                    |
| EBIT margin         | 3%           | ~2%                | 27%            | ~30%           | 13%          | ~10%               |
| Depreciation        | -69          | ~9%                | -3             | ~0%            | -72          | ~6%                |
| <b>EBITDA</b>       | <b>109</b>   |                    | <b>198</b>     |                | <b>307</b>   |                    |
| EBITDA margin       | 10%          | ~7%                | 28%            | ~30%           | 17%          | ~15%               |

## Sales per product (2009e)



### Notes

\*) New Group EBIT excludes PPA related amortization

(1) Financials exclude transaction related costs

(2) Biovitrum sales growth in 2009 of 21% refers to revenues excluding licensing payments in 2008 of SEK 1,008 million

(3) Swedish Orphan EBITDA and EBIT 2006/07 excludes non recurring income of SEK 16.1 million and 2007/08 excludes non recurring costs of SEK 62.5 million

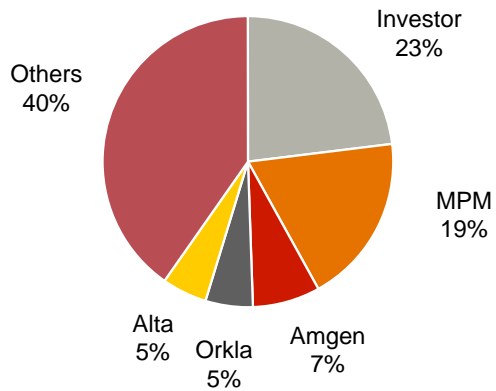
(4) Biovitrum EBITDA and EBIT 2008 exclude restructuring expenses of SEK 346 million and expenses connected to product acquisition of SEK 80 million

(5) Swedish Orphan financials have been annualized using the following proxy: 2008=1/3 \* 2007/08 + 2/3 \* 2008/09; 2009e=1/3 \* 2008/09 + 2/3 \* 2009/10e

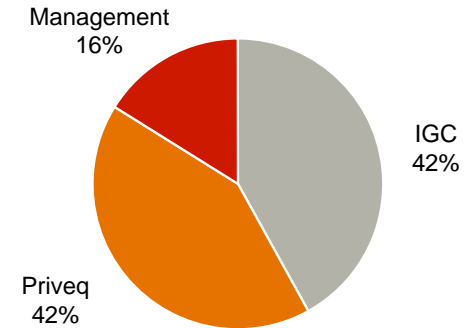
(6) Biovitrum and Swedish Orphan 2009e and 2009/10e financials are unaudited preliminary estimates and may be subject to change

# Ownership structure

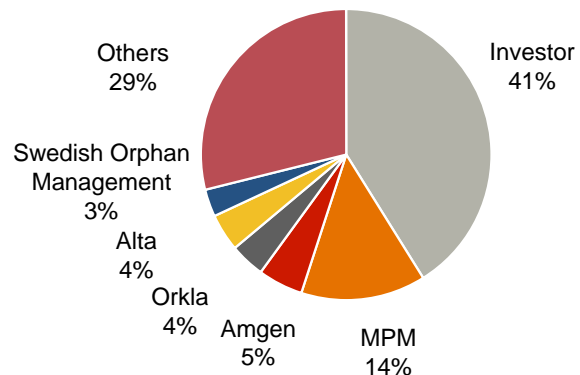
Biovitrum pre combination



Swedish Orphan pre combination



The New Group



*Note: Percentage numbers refer to share of total capital and votes after full dilution. Main shareholders in Biovitrum are assumed to subscribe for their share of the new share issue. The actual ownership after completion of the transaction may differ from what is outlined in this presentation due to i.e. fluctuations in the Biovitrum share price. At a Biovitrum share price of SEK 59.11, Investor AB will hold approximately 41 per cent of the share capital (including any Convertible Debentures) after the Rights Issue and the adjusted Issue in Kind. An increase/decrease in the share price of 10 per cent will result in an approximate increase/decrease in such total holding of shares of Investor AB 0.5 percentage points.*

# So-Bi – Strong industrial logic

1. Shared mission and business philosophy
2. Complementary capabilities
3. Strong platform for profitable growth

