



**Strategic and Transactional Services
for Healthcare and Life Sciences Companies**

WWW.SAGEHEALTHCARE.COM

CORPORATE PRESENTATION 2024

OVERVIEW

The Sage Group is a leader in providing strategic transactional advice to health care companies in the pharmaceutical, drug delivery, diagnostics, medical device, life science, regenerative medicine and nutraceutical fields. We have an incisive understanding of defining and implementing strategy for optimal asset monetization in a highly competitive marketplace. We have executed numerous M&A and licensing deals on both buy and sell side over more than 28 years. We have global operations in USA, Europe, Israel, India, China and Japan.

The Sage Group has operated globally for over 28 years. We have served clients in Pharmaceuticals, Diagnostics, Medical Technology, Nutraceuticals and Regenerative Medicine. Sage offers its clients strategic advisory services in respect of licensing, partnering and M&A – both sellside and buyside.

We can provide a full range of services for our clients to grow their businesses through strategic partnering with large, medium and small businesses in the healthcare sector. This can include financial institutions with strategic investment objectives who seek to buy and build new bioscience entities.

OUR CREDENTIALS

We are proud of our track record in the healthcare and life science industry.

- Our Principals have been CEO or COO of more than 50 Start-Ups
- Senior management at more than 20 multinationals
- Over 300 advisory transactional and strategic assignments
- Founded over thirty ventures and startups
- Identified and negotiated over 125 partnering/licensing deals
- Involved in private and public financings, raising over \$900 million
- Led 7 IPOs on global markets
- Played a key role in over 100 divestment/M&A transactions ranging from \$10 to \$500+ million, totaling over \$1 billion
- Cumulative transaction volume for the Principals exceeds \$5 billion.

SERVICES

- Managing, negotiating and closing in- and out- licensing, partnering and alliance transactions both developing strategies for and closing mergers, acquisitions, licenses and divestments on both the buy- and sell-sides
- Global product, technology and company acquisition searches and deal making
- Due diligence reports, strategic assessment and planning on a fee for service basis
- Market and technology assessments and due diligence for devices and drugs
- Comparable and NPV valuations
- Investment in R&D and/or company equity through introductions, network and facilitation.
- New ventures
- Through alliances and partnerships:
 - Market research, industry and KOL interviews
 - Regulatory advice and guidance (NDAs, BLAs, 505b2, etc)
 - Pricing and reimbursement in US and Europe
 - China and Japan market entry

OUR CLIENTS

- Management Teams and Boards of Healthcare companies including
 - Pharmaceutical and Biotechnology Companies
 - Medical Device and Drug Delivery Companies
 - Nutraceutical Companies
 - Diagnostics Companies
 - Drug Discovery Companies
 - Life Science Research Companies
- Venture Capital Firms, Institutions, Banks, PE houses
- Family Offices and Private HNWI Investors, Angel Investors
- Public and Private sector including Tech Transfer Offices, University Investment Funds, Government backed funds, Charitable Investment funds in Healthcare
- Research Institutions

GEOGRAPHIC COVERAGE

- Sage planted its roots in the USA and Europe more than 28 years ago
- Today Sage acts for clients worldwide including:
 - North America, including USA and Canada
 - Europe, including UK, and the 26 Member States such as Ireland, Germany, France, Belgium, Netherlands, Scandinavia, Hungary, Spain, Italy, Netherlands and the Nordics
 - Israel and MENA
 - CIS countries
 - Australia and NZ
 - Latin America
 - Asia, including Japan, Korea and China, where we have highly experienced Partners and Associates on the ground
- Sage has offices in New Jersey, California, Cambridge (UK), Italy, Israel, Delhi, Shanghai and Tokyo.

WHAT TO EXPECT FROM SAGE

- Incisive industry network
- Outstanding experience in business develop and client teamwork
- Reliable, clear and regular communication
- Clear understanding of science, technology and market
- Analytical approach to financial analysis and transaction parameters
- Innovative problem-solving experience
- Commitment to client timeline and objectives
- Responsive approach to our client's needs
- Outstanding transactional record
- Commitment to success!!

HOW WE ADD VALUE

The experience of our Principals allows Sage to add value because:

- We have an outstanding and proven track record in consummating transactions, whether partnering, M&A, licensing, buy-side or sell-side or financing
- We have a strong global network second to none
- We have a highly successful and productive process for identifying key strategic partners and investors for your Company
- We provide a reliable and focused commercial development resource and support at a cost significantly less than a full time employee and are up to speed on day 1
- We have a strong and well-tuned process for M&A and strategic partnering transactions that makes them efficient and effective in terms of realizing value
- We create a competitive environment for companies interested in your business
- Sage Principals are operating executives who provide high value, senior level strategic management and detailed transaction experience
- We are hands-on and accountable and integrate effectively with our client's Management Team

10 REASONS TO ENGAGE SAGE

- The Sage Group and its Principals have experience in more than 200 substantial, multinational transactions ranging from \$5-500 million in value.
- We have very significant, relevant and wide-ranging experience, as a team, in the healthcare transaction advisory business, and we get deals done.
- We have considerable transaction advisory experience across a wide range of therapeutic sectors.
- We know the key players globally.
- We have direct contact with corporate business development executives worldwide and use this network for deal facilitation.
- We understand the scientific and clinical basis of healthcare companies and employ this to communicate the key value drivers in a clear and concise fashion.
- Sage Principals do the work without delegation thus bringing their experience directly to Sage clients.
- We integrate effectively with our client's management team.
- We are highly interactive, hands-on, and accountable. We know what needs to be done to optimize competitive positioning and we help get it done.
- We have a well-tuned process for M&A and partnering transactions making the endeavors efficient and effective.

SELLSIDE PROCESS

- We work with our clients to present their assets in detail including IP, technology, regulatory profile, market and competition, USPs, supply chain.
- We prepare a corporate overview of our client's asset(s) for targets and a data room for confidential access
- We search our global networks, contacts and databases for targets likely to be compatible with the asset for partnering and go-to-market as well as strategic investors
- We prepare market-ready financial forecasts which are likely to drive deal terms
- We engage with corporate targets initially on a non-confidential basis, then move to CDAs, confidential discussions, data room sharing, face to face meetings
- Follow up and generate interest among targets including PR to generate newsflow
- Coordinate technical and business meetings (face to face or teleconferences)
- We conduct discussions and negotiations with targets and work with them to prepare competitive term sheets
- We work in a synergistic fashion with BD personnel from our client throughout the program and usually report to the client's board
- We work with you in partnership throughout deal formation, term sheet negotiation, value discussions and final closure

BUYSIDE PROCESS

- We work with our clients to understand their needs, priorities and criteria for new incoming products which they might wish to license or acquire, against a tight specification if possible
- We prepare a corporate overview of our client's business as an information tool for targets
- We search our global networks, contacts and databases for assets/products and rank these in line with our client's needs and requirements
- We assess the likelihood of getting a deal done and negotiate the right terms in conjunction with our client's BD team
- We conduct due diligence on the asset(s) to identify key value drivers such as IP, competition, stage of regulatory development, COGS, regional rights etc
- We conduct discussions and negotiations with targets having identified the top priorities agreed with our client and prepare a term sheet as well as leading due diligence if required
- Finally, we work to close the deal!

TERMS OF ENGAGEMENT

- Fees for transactions **normally** have two or three components to be negotiated and agreed with our clients:
 - ❖ A monthly fee of typically €5-10k (\$7.5 – 15k), sometimes weighted to the start of the program and always agreed in light of our client's financial resources
 - ❖ A Success Fee based on the value of the transaction (typically a single digit percentage related to transaction size or incremental), paid only when our client receives payment
 - ❖ Options or warrants (where appropriate) to mitigate above fees are a welcome component of remuneration
- Expenses at cost subject to client approval
- Flexible fixed term assignments in some situation
- Fees for strategic assignments, valuations, due diligence or market assessment are normally fixed fees

GLOBAL TRANSACTIONS

- Our licensing, alliance, and M&A experience is key to accomplishing our goals. Recent examples include
- Cancer Prevention Pharmaceuticals, a US business with a novel drug for FAP (familial adenomatous polyposis) which is a precursor of colon cancer for which Sage negotiated and closed a \$100 million+ North American license agreement in June 2021 and for which Sage identified and helped negotiate the merger of CPP with the public US company, Panbela Therapeutics, which closed in July, 2022
- Discovery Biomed, a US business focused on delivery of preclinical CRO services for renal disease models and owning a portfolio of preclinical renal drug assets for which Sage identified and negotiated the sale of the company to a large international biotechnology company. This also closed in July 2022.
- Zhimeng Biopharma, a Chinese company which is developing novel drugs for the cure of Chronic Hepatitis B and for which Sage identified and negotiated a \$500 million, worldwide exclusive license to a global big pharma company which closed in the 4th quarter of 2022.
- Medac GmbH, a German company with a novel drug product for stem cell transplantation approved in Europe for which Sage negotiated and closed a \$100 million+ US commercialization and supply agreement closed in early February 2021. A further agreement was negotiated for the Canadian market in Q3 2021.
- OncoSec, a publicly quoted drug device oncology company focused on melanoma for which in March of 2019 Sage closed a partnership in Australia where melanoma has a high incidence rate and for which Sage identified both European and U.S. partners and negotiated term sheets; in 2020 Sage also advised OncoSec on aspects of a \$60 million investment from a Chinese company staged with an option to acquire the full company.
- Delcath, a NASDAQ quoted business working in niche (metastatic ocular melanoma and intrahepatic cholangiocarcinoma) liver chemotherapy for which in December 2018 Sage partnered Delcath's lead product for Europe and for which it is about to close on similar partnerships in LATAM and Australia
- Redhill BioPharma, an Israeli based pharmaceutical company with blockbuster G.I. drugs for which Sage identified negotiated and closed a strategically pivotal co-promotion agreement with Concordia Healthcare an international pharmaceutical and medical device firm.
- Palau Pharma, a small Spanish pharmaceutical company, for which Sage identified negotiated enclosed the sale to Allergan (now becoming part of AbbVie) of a novel antifungal drug portfolio.
- Help Therapeutics, a Chinese based company working on cellular therapy approaches for heart failure using differentiated iPSC-derived cardiomyocytes
- Glycostem Therapeutics, working on allogeneic Natural Killer Cells for oncology
- Kinnov Therapeutics, a French company which Sage advises on divestment of its lead product for Alcohol Use Disorder
- AustinPx, a US-based reformulation company which Sage advises on partnering of its two lead products for Iron Overload Disorder and Prostate Cancer
- Guangzhou Double Therapeutics, working on a Phase 3 study of a gene therapy involving endostatin for head and neck cancer
- Respira Therapeutics, a US business with a Phase 2 asset for inhaled delivery of vardenafil to treat pulmonary arterial hypertension amongst other illnesses
- Wnt Research who have a Phase 2 study ongoing using an anti-metastatic peptide to target the Wnt signaling pathway
- EpiAxis Therapeutics, an Australian based epigenetics company with a new class of cancer drugs targeting the nuclear pool of LSD1
- Luzitin, a Portuguese based company with a new generation photodynamic therapy (PDT) technology/system
- Solasia, a Japanese company with an asset for T-cell lymphoma
- Mateon, American company with a lead candidate in a Phase 1b clinical trial in relapsed/refractory acute myeloid leukemia
- Escend Therapeutics, who have a lead candidate for modulation of cancer stem cells as targets for acute myeloid leukemia, chronic myeloid leukemia and triple negative breast cancer.
- Optimata, an Israeli oncology company with a novel algorithm to improve the management of cancer patients.
- Squarex, a US business with a Phase 2 topical formulation of a novel API for prevention of cold sores *herpes labialis*
- Moberg, a Swedish company working on pain relief for supportive care oncology Spherium, a Spanish based company with a unique therapeutic approach to the treatment of chemo/radiation-induced oral mucositis, where in May 2019, Sage partnered the lead asset with a Chinese pharma company for onward clinical development and commercial rights in a China-only deal
- Kitov, for which Sage advised on partnering of a recently approved, in market combination pharma product for treating pain and blood pressure in osteoarthritis patients

REPRESENTATIVE CLIENTS

3i Group	Carr Separations	Glyko.	Nitromed	Solvotrin
Acolyte Biomedica	Carter Wallace	Guangzhou Double	NorChip	Soros Fund Management
Actavis (formerly Watson)	Celgene	Gynetics	Nova Molecular	Southcoast Capital
Advancell	Cenix	Haemacure	Noven	Spherium Biomed
Alfacell	Centeon	Harbourvest	Odyssey Therapeutics	Supratek
Allergy Therapeutics	Chordate Meical	Hatchtech	Omega	Surgicon
American Biogenetic Sciences	Chromagen	HCP	OncoSec	Tanabe Seiyaku
AndCare	CLI Oncology	Help Therapeutics	Opticul	Tandem
Anergen	Closure Medical	Hemisphere	Optimata	Targeted Genetics
Applied Biosystems	CNSystems	Hycor	Palau Pharma	TD2
APR	Coller Capital	Imagint	PaxMedica	Thermo BioStar
Atrix	CompanDx	Immunobiology	Pennsylvania State Univ.	Thermo Fisher
Aurogen	Conceptomed	Immunomedics	Pentech	3-D Pharma
ASIT Biotech	Connaught	Immune Response Corp.	PerkinElmer	Teijin
AstraZeneca	Curalogic	Intellomx	Phairson, Ltd.	Teva
AustinPx	Cytomyx	IRM	Pharmaply	Toray-Fuji Bionics
Aventis	Daewoong	Isofol	Pivotal	Toolgen
Aviv Biomedical	Data 2 Life	Kitov Pharma	Pluristem	Transgenic Products
Bayer Innovation	Delcath	KPL	PneumaCare	Transmolecular
Baxter	Devco	La Jolla Pharmaceuticals	Precious Cells Group	Trinity Biotech
Berkley Heart Labs	Discovery Biomed	Lifecodes	Polish Government	Ultrafem
BioCancell	Discovery Labs	Luminex	Prolong Pharmaceuticals	Univ. Cambridge/MIT
BioCryst	Drug Royalty	Luzitin	Regenerys	U.S. Biomaterials
BioNature	Dura	Madeleine Pharma	Regrow Therapeutics	Valirx
Biotrin	e2V Technologies	Mateon Therapeutics	ReigJofre	Veritas
BMD	Echo Pharmaceuticals	McKinley	Respira Therapeutics	Vesselon
Brahms	Emisphere	Medac GmbH	Response Biomedical	Vestar
B. Braun	Enzon	Medical Science Partners	RGene Therapeutics	Visiox
BMT	Escend Therapeutics	Mediglobe	Rohm & Haas	Visus
Brenner Securities	Esprit	Metabolomic Diagnostics	SAJE Pharmaceuticals	WelGene
Bristol-Myers Squibb	Exhalation Technology	Microprevention Tests	Samyang	Xing
Cambridge Enterprise	Federal Trade Commission	Moberg Pharma	Scienion	Zeus
Cambridge Medical Robotics	Fluxome	Mountain View Pharma	SK Corporation	Zhimeng
Cambridge Molecular Diagnostics	Focal, Inc.	Natimmune	Small Molecule Therapeutics	Zora Biosciences
Canbex Pharma	Gamma-A	Neuromedica	Societe General	
Cancer Prevention Pharma	GEM Pharmaceuticals	NJ Economic Dev Auth	Solasia	

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MICROPREVENTION TESTS LIMITED



MODE Diagnostics



OrthoMimetics



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THE TEAM

Wayne Pambianchi – Founder Sage US

Wayne Pambianchi has been actively involved in strategic analyses and transactions for over 30 years and has completed numerous mergers, acquisitions and divestitures, internationally in the pharma, diagnostics, life science, device and industry segments.



Dr. Bill Mason – Founder Sage EU

Dr. Bill Mason has a PhD in Medicine and Physiology from Cambridge Univ.. He runs Sage's EU office and is well networked in the European pharma, diagnostics and medtech industry. Dr. Mason has worked with numerous healthcare and biopharma companies on divestments and acquisitions, M&A and licensing, including more than 75 transactions in the last decade.



Jeb Gollin - Director

Jeb Gollin is a Health Economist with over 30 years in the pharma industry. Jeb has held management positions in strategic business intelligence, marketing, and portfolio management (Schering-Plough, Warner-Lambert, IMS). He was Senior Director Global BD and Planning at Teva, and led Pipeline and Portfolio management with a focus in Oncology.



Charles Casamento – Director

Chuck Casamento has held a number of marketing, sales, finance and business development positions with Sandoz, Hoffmann-LaRoche, J&J and American Hospital Supply Corporation where he was VP of Business Development and Strategic Planning for the Critical Care Division. He is an experienced industry veteran of public and private companies.



Brian Wiley – Director

Brian Wiley has over 30 years of experience in the biopharmaceutical industry, with over 25 years dedicated to oncology. His experience as a senior executive includes numerous licensing transactions, collaborations, M&A, as well as public and private financings. Brian has been a major contributor to licensing and M&A deals exceeding \$5 billion.



Reena Bhattacharya – Director

Reena Bhattacharya is the founder & strategy consultant at Renuto Consulting based in New Delhi, India. She supports healthcare consulting in licensing, brand management, market expertise and 360 degree partnering. She has over two decades of experience in the Indian pharma industry, including in-licensing & marketing assets from EU and US based companies in India.



Dr. Clarissa Ceruti - Director

Dr. Clarissa Ceruti is based in Italy and California. She gained a PhD in Biochemistry at Torino Medical School and worked as a postdoc in Immunology at Harvard Medical School and was a Research Associate at MIT Sloan School of Management. She worked in commercial operations for Abcam then in tech transfer at Univ. Pennsylvania and Fox Chase Cancer Center.



Dr. Christine Fischette – Director

Dr. Christine Fischette has a PhD in Physiology from Rutgers University. She was Head of Negotiations for the Global General Medicine Business of Novartis and Director of Global Licensing and Development at Pfizer. She is Founder of BioLinkUp LLC, working in corporate strategy and business development as well as consulting for a number of New York investment banks.



Dr. Simon Bennett – Director

Dr. Simon Bennett has over 25 years of experience in the biopharma industry. His senior management experience ranges from start-up through to IPO and trade sale, covering all aspects of business and corporate development. Simon has represented a range of bio-pharma companies, including large and mid-sized pharma largely supporting business development and licensing, and scouting activities.



Dr Yan Song - Director

Yan Song gained her PhD from Twente University in the Netherlands. She worked in Germany and Netherlands as a scientist and entered the CRO field in 2010. In 2012, she founded Link Health in China and has completed numerous licensing deals. She has led a number of partnership deals for some of the world's leading biotech companies and is well-connected in both China and globally.



Dr. Catherine Beech – Associate

Dr. Catherine Beech OBE is medically qualified, with a degree from Univ Birmingham. She has a strong background in early stage venture capital, with multinational pharma experience. She has worked as Director for Medical Affairs UK for Farmitalia Carlo Erba and Senior Director Medical Affairs for DuPont Pharmaceuticals and CEO of Oval Medical. She has sat on numerous Boards of early stage healthcare companies.



Satish Tyagi – Associate

Satish Tyagi Satish received his B.A. in Economics from Univ of Delhi, a Post-Graduate Diploma in Marketing from the Indian Inst of Management, Calcutta, and MBA from the Stern School, NY Univ. He is Principal in Delta Capital & Research, LLC, based in Boston. They provide financial advisory and strategic consulting services for start-up and growth companies in the healthcare information and medical technology fields.



WE HAVE OPERATING OFFICES IN USA, EUROPE AND ASIA

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