



# Introduction

# Background

- Almirall recently completed its IPO and trading commenced on 20 June 2007
- The strategy communicated at the time of IPO was to use the proceeds to fund business growth to
  - ✓ Increase international presence through partnerships and/or acquisitions
  - ✓ Leverage R&D pipeline
- Today, Almirall announces the acquisition of Hermal which supports both those objectives

# **Key Transaction Highlights**

- Hermal is the number 1 specialist prescription dermatology company in Germany with a leading position in the European dermatology market
- Hermal has 426 employees of which 11% are dedicated to R&D and 35% to sales & marketing
- Cash acquisition of 100% of Hermal from Reckitt Benckiser for EV of €376m / £255<sup>1</sup>m
- Transaction financed through a combination of existing cash resources available to Almirall and external debt raised
- Significant revenue and cost synergies envisaged
- Forecast to be EPS accretive in the first twelve months

Note 1 Assuming EUR / GBP Fx Rate of 1.476 – Spot rate as of July 13th, 2007

## **Strategic Rationale**

- 1. Hermal is a solid and profitable business with strong track record of growth
- 2. Supports the build-up of a Pan-European presence and adds critical mass in Germany
- 3. Creates a leading dermatology/inflammatory indication platform, expands current product offering and allows for cross-selling opportunities
- 4. Relevant synergies expected
- 5. Enhances earnings growth and will be EPS accretive in the first twelve months

=> Transaction closely aligned with Almirall's stated strategy

# 1. Hermal

## **Overview of Hermal**

- Leading specialist prescription dermatology company in Europe
- Number 1 position in Germany
- Hermal has 426 employees and revenues of €102m in 2006
- Strong brand and reputation amongst dermatology community
- Consistent detailing to specialist physicians
- Four core indications of eczema, skin infections, acne and psoriasis represent 95% of product sales



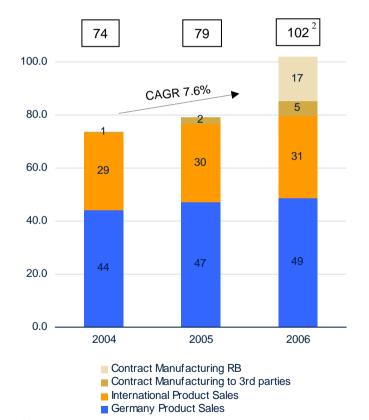
# **Selected Key Products**

Product		Comments
Decoderm (Eczema)	Dreaderer Baskerer	<ul> <li>Number one GP dermatology product in Germany</li> <li>Unique first line treatment for inflamed and infected skin</li> </ul>
Balneum (Eczema)		<ul> <li>Europe's number one medicated bath oil</li> <li>Hermal's most well-known product</li> <li>Broad geographic reach</li> </ul>
Verrumal (Skin Infections)		<ul> <li>Europe's number one Rx wart treatment</li> <li>Unique combination product providing dual action treatment</li> </ul>
Aknenormin (Acne)	Aknehotmin 10, n 267-	<ul> <li>Market leading systemic isotretinoin treatment for severe acne</li> <li>Achieved market leadership in Germany within six weeks of launch</li> </ul>
Curatoderm (Psoriasis)	Name and American States	<ul> <li>Topical vitamin D3 product for the treatment of mild to moderate psoriasis</li> <li>Unique scalp emulsion product extension</li> </ul>



# **Key Financials**

### Hermal Revenues (€m<sup>1</sup>)



#### Comment

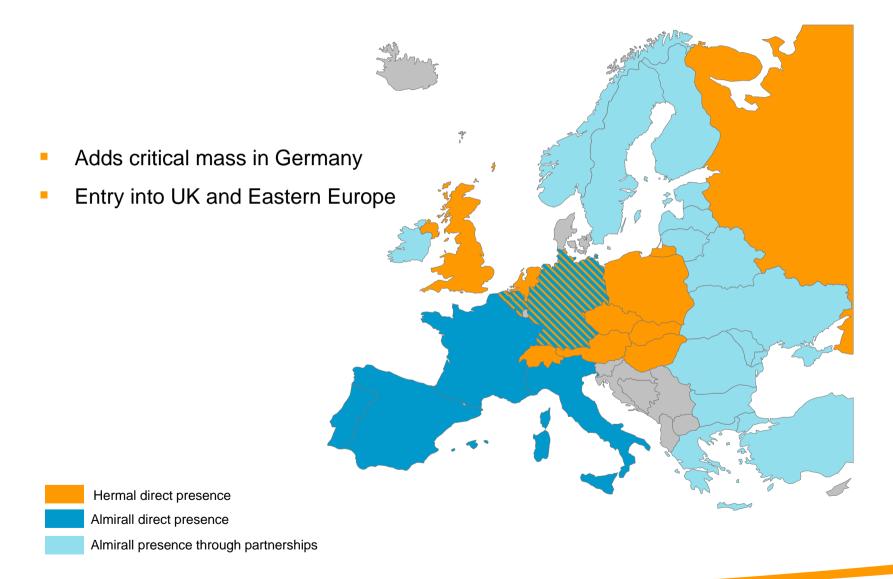
- 7.6% revenue CAGR (2004-2006) (excluding contract manufacturing sales to RB)
- 2006 EBITDA €22.6m
- 2006 EBITDA margin 22% (and 26% excluding contract manufacturing sales to RB)
- Strong cash flow conversion

- Note:
- 1. Assuming EUR / GBP Fx Rate of 1.47
- 2. 2006 sales include GBP11.3m (€16.6m) contract manufacturing OTC sales to RB



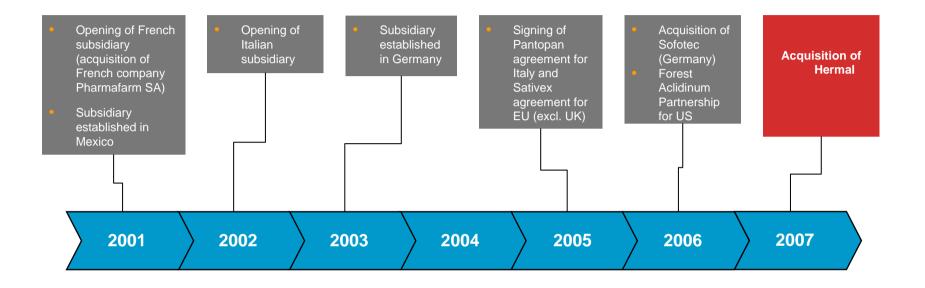
2. Geographical expansion

# **Strong geographical fit**





# **Almirall continues its international expansion**



2000	
% International Sales	18%
# Affiliates	2
International employees	c.100

29%
6
+80
941

2006PF	
% International Sales	<b>39%</b> <sup>1</sup>
# Affiliates	14
# of countries Present	+85
International employees	1,367

#### Note

1. International sales include Hermal sales with Contract Manufacturing



# 3. Dermatology

# **Attractions of Dermatology Market**

- Key strategic market for Almirall
  - ✓ One product for psoriasis in phase II and several other dermatological programmes in discovery feasibility
- Specialist pharma market implying
  - ✓ Lower cost of detailing due to focus on high prescribing specialists
  - ✓ Less severe competition from "Big Pharma" due to highly diverse product ranges with small volumes per formulation
  - ✓ Branded products market
- The market remains fragmented with the opportunity to gain market share through further consolidation
- Growing market and strong underlying demand
- Attractive margins and relatively stable business due to long product life cycles (re-formulations, line extensions)



# **Leading position in Europe**

- Number 1 prescription dermatology company in Germany and among the leading European dermatology players
- Unique and respected heritage a trusted partner to the dermatology community
- Broad product portfolio with a range of different formulations
- Strong "Hermal" umbrella brand



# 4. Synergies

# **Synergies**

- Optimisation of international network
- Complimentary geographical footprints
- Cross-selling opportunities
- Complementary product development and formulation expertise
- Positive tax impact of goodwill amortisation
- Fully implemented in 2 years

# 5. Financial effects

# **Transaction Highlights**

## Key terms

- Cash acquisition of 100% stake of Hermal for an Enterprise Value of €376<sup>1</sup>m / £255m
- Acquisition financed through internal resources and external bank facilities
- Hermal will enter into a 3 year contract manufacturing agreement with Reckitt Beckinser as part of the transaction
- German merger clearance required closing expected during the course of August

## **Financial effects**

- Accelerate sales growth derived from Hermal's portfolio and R&D pipeline
- Leverage post acquisition less than 1.3x Net debt / EBITDA (2006)<sup>2</sup>
- Expected to be EPS accretive in the first twelve months
  - 1. Assuming EUR / GBP Fx Rate of 1.476 Spot rate as of July 13th, 2007
- 2. June 30th, 2007 pro forma net debt / Almirall EBITDA 2006



# Conclusions

# Conclusions

- Large step towards Pan European presence
- Increases weight of International sales in Almirall portfolio
- Strengthens position in attractive dermatology franchise
- Adds specialty pharma expertise and marketing power
- Complementary formulation and development expertise
- Relevant anticipated synergies
- Improved long term earnings prospects and cash-flow profile
- Expected to be EPS accretive in first twelve months



