

#### Mr. Iñigo de la Lastra

Head of Secondary Markets CNMV Edison, 4 28006 Madrid

Barcelona (Spain), March 23, 2015

#### **RELEVANT FACT**

Dear Sir,

In accordance with Law 24/1988, 28th July, relative to the regulation of the stock market and related provisions, LABORATORIO REIG JOFRE SA ("Reig Jofre" or "the Company"), formerly NATRACEUTICAL SA, attaches hereafter the presentation that will be webcasted live, in English only, today, March 23, 2015, at 11.00 hours CET ON THE 2014 pro forma results following the recent merger between Reig Jofre and Natraceutical.

A direct access to the webcast is available on the home page of the company's website, www.reigjofre.com and the presentation is available on the Investors/Presentations section of the website.

Yours faithfully,

Adolf Rousaud Secretary of the Board of Directors Laboratorio Reig Jofre SA





## **DISCLOSURE**

This presentation contains no confidential material and may include publicly available market information which has not been independently verified by Reig Jofre.

This information is given in summary form and does not purport to be complete. Information in this presentation should not be considered as advice or a recommendation to investors or potential investors in relation to holding, purchasing or selling Reig Jofre shares and does not take into account your particular investment objectives, financial situation or needs.

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Past performance is not a reliable indication of future performance.

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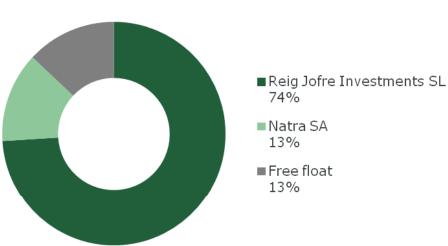
## MERGER HIGHLIGHTS

- The merger between Natraceutical (NTC) and former Reig Jofre (RJ) was formalized on December 31, 2014. From a **legal point of view**, Natraceutical took over Reig Jofre and this explains why the resulting company kept Natraceutical's tax identification number and the shares former ID number SIBE ES0165359011.
- Following the merger, Natraceutical SA changed its name to Laboratorio Reig Jofre SA and it trades now under the **ticker RJF** (former NTC).
- The new Reig Jofre (RJF) is the fifth largest Spanish pharmaceutical company by turnover listed on the Spanish stock market. It specializes in the development of prescription and non-prescription pharmaceutical products, generics based on specialized technologies, medical devices, nutritional supplements and consumer healthcare products. Reig Jofre has an outstanding experience in the development and manufacture of beta-lactam actibiotics, injectable lyophilized vials, topical dermatological products, as well nutraceuticals and oral formulations.
- For the merger by takeover of Reig Jofre, Natraceutical issued 935,570,462 new shares, so that the number of outstanding shares after the merger of both companies is 1,264,284,408.
- Prior to the merger, NTC's figures in 2013 stood at: 31.4 M€ turnover; 2.6 M€ EBITDA and 2.1 M€ profit before taxes. After the merger, the new company stood in 2014 at 152.5 M€ turnover; 15.0 M€ EBITDA and 9.2 M€ profit before taxes (2014 pro forma figures).
- From an **accounting point of view**, due to Reig Jofre's larger size, it was Reig Jofre that took over Natraceutical. Reig Jofre used to close its financial statements in September, so according to the accounting standards, the reverse merger made the new company disclose as 2014 profit and loss account the results corresponding only to the months of October to December 2014 of the former Reig Jofre. Due to a lack of comparability with previous and future years, Reig Jofre reports hereafter non-audited pro forma profit and loss accounts of the merged companies for the period January-December 2012-2014. Figures corresponding to 2014 have been reviewed and validated by the company's audit firm.

## SHAREHOLDERS AND BOARD OF DIRECTORS

Objective: to guarantee a balanced management of the company and increase the stock liquidity





- Reig Jofre Investments SL was the sole shareholder of family-owned Reig Jofre prior to the merger with Natraceutical
- Natra SA was the controlling shareholder of Natraceutical prior to the merger with Reig Jofre
- **Free float** is currently composed of aprox. 11,000 shareholders, predominantly retailers. The two main shareholders agreed to increase the company's free float up to 25% in 2 years.

#### **BOARD OF DIRECTORS**

Chairman: Reig Jofre Investments SL

Represented by Mrs. Isabel Reig

CEO: Mr. Ignasi Biosca Reig

Upon proposal of Reig Jofre Investments SL

Director: Mr. Alejandro Garcia Reig

Upon proposal of Reig Jofre Investments SL

Director: Natra SA

Represented by Mr. Jose L. Navarro

Indep. dir.: Mr. Anton Costas

Professional track record in economy and

finance

Indep. dir.: Mrs. M. Luisa Francoli

Professional track record in

internationalisation and marketing

Indep. dir.: Mr. Ramon Gomis

Professional track record in medical research

and nutrition

Indep. dir.: Mr. Ramiro Martinez-Pardo

Professional track record in financial markets

and corporate governance

Indep. dir.: Mr. Emilio Moraleda

Professional track record in management positions in the international pharma industry



## **BUSINESS HIGHLIGHTS**

- Through the merger with former Reig Jofre, Natraceutical benefits from: larger size to position itself in the pharma market and also as a listed company; diversification of product portfolio with medicines, OTC and consumer healthcare products; access to the Nordic countries through own sales force; international presence through a broad network of marketing partners; multi-channel sales force (hospitals, practitioners and pharmacies); pharma R&D and regulatory; in-house manufacturing and own logistic center.
- Through Natraceutical, former Reig Jofre benefits from: diversification of product portfolio with food supplements; a strong leading food supplements brand –Laboratoires Forté Pharma- with international presence and high growth potential; higher-margin products; access to Belgium, France and Portugal through own sales force; increased visibility as a public company and access to a new potential source of financing for future projects.
- The new Reig Jofre's business areas are: RJF Pharma (own-product development) and RJF CMO (specialized contract manufacturing) with a strategic focus on R&D and international expansion.
- The new company has a solid financial structure: less than 1x NFD/EBITDA; strong cash position, representing 44% of GFD and access to additional financing from financial institutions and the stock market.

## **BUSINESS AREAS**

## Leveraging on R&D and specialised production capabilities

2014 sales: 152.5 M€

Own-product development (RJF Pharma)

**78%**118.2 M€

41% Direct sales

37%

Third-party distribution

#### Therapeutic areas

 Dermatology, gynecology, respiratory, antibiotics and consumer healthcare

#### **Products**

 Medicines (prescription and non-prescription), generic products based on special technologies, medical devices, food supplements and cosmetics

#### R&D&i

- Innovation in new formulations and new clinical indications of existing molecules in the therapeutic areas above
- Innovation in injectable generics based on specialized production technology, in any therapeutic area
- New developments of innovative molecules in partnership with start-ups and research centers

Specialized contract manufacturing (RJF CMO)

22% 34.3 M€ 13%
Betalactam antibiotics
and injectable generics

9% Basic formulations

#### Services

- Manufacture of specialized forms: injectable, lyophilized vials, antibiotics, topical products and biotech
- Design, development, stabilization and lyophilization process for biological and/or chemical assets
- Fill and finish for batches of injectable innovative clinical trials
- Manufacture of traditional formulations
- Full regulatory support for product registration



## **BUSINESS STRUCTURE**

Diversified product portfolio and international presence

#### MANUFACTURING SITES

Barcelona Spain

Toledo (2) Spain

Malmö Sweden

#### PRODUCTS / R+D / REGULATORY (\*)

## Antibiotics and injectables

Betalactam antibiotics
Lyophilized injectable generics

## Specialty medicines

Dermatology Gynecology Respiratory Others

Food supplements, OTC and consumer healthcare

#### **MARKETS**

## Direct sales

Spain France Nordic countries Benelux Portugal UK

# Marketing partners

International distributors

International licensees

## TURNOVER AND EBITDA

Sound evolution in 2012-2014 ...

|          | RJ    | NTC  | 2012  | RJ       | NTC     | 2013   | RJ    | NTC    | 2014   | <b>CAGR</b> |
|----------|-------|------|-------|----------|---------|--------|-------|--------|--------|-------------|
| Turnover | 105.2 | 29.9 | 135.1 | 121.6    | 31.4    | 152.9  | 123.0 | 29.5   | 152.5  | 6.2%        |
| Growth   |       |      |       | +15.6%   | +5.0%   | +13.2% | +1.2% | -6.1%  | -0.3%  |             |
| EBITDA   | 10.6  | 0.9  | 11.5  | 15.7     | 2.6     | 18.2   | 14.5  | 0.5    | 15.0   | 14.1%       |
| Growth   |       |      |       | +48.1% + | -188.9% | +58.3% | -7.6% | -80.8% | -17.6% |             |
| % sales  | 10%   | 3%   | 9%    | 13%      | 8%      | 12%    | 12%   | 2%     | 10%    |             |

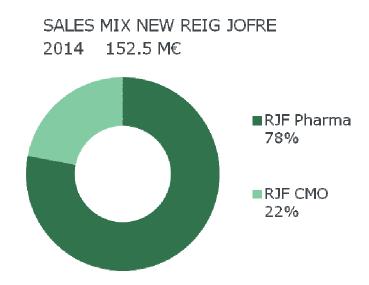
Non-audited proforma. Natural years. In million euro

RJ / NTC: Reig Jofre and Natraceutical before the merger

- **Turnover** in 2014 stood at 152.5 M€, same levels as in the previous year. Former Reig Jofre contributed with 1.2% increase in sales while Natraceutical registered a decrease of 6.1%, mainly due to the consumption slowdown in France (63% of NTC's sales).
- Following the merger, the **gross margin** of Natraceutical's products (GM 74%) balanced Reig Jofre's figures (GM 61%) and set the gross margin of the new company at 64%.
- Despite stable sales and a significant improvement in gross margin of the combined companies, EBITDA decreased by 17.6% to 15.0 M€ due to merger expenses and the impact of Natraceutical's sales decrease. Pro forma EBITDA margin stood at 10% in 2014.
- Although former Reig Jofre had got a more regular evolution than Natraceutical in the period 2012-2014, pro
  forma figures show a very positive combined trend. Compound annual growth rate of 6.2% in
  turnover for the period 2012-2014, 9.5% in gross margin and 14.1% in EBITDA.

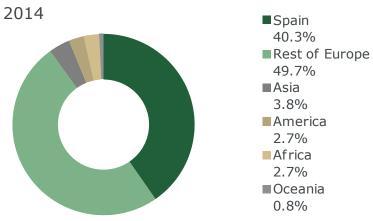
## SALES MIX

## .... and strong complementarity for future growth



- After the merger with Natraceutical, RJF's pharma business increased its weight in the total turnover, with own developments representing 78% of 2014 proforma sales. The merger reduced the contribution of the CMO business to 22% of total sales (28% before de merger).
- Both areas achieved similar figures to those of 2013, although the analysis of the 2012-2014 period highlights the company's strategic focus on RJF Pharma business, with 7.9% compound annual growth rate, versus 1.0% from RJF CMO.





- The flat growth of sales in 2014 was a consequence of the uneven performance of Europe (-3%) versus new international markets (+34%). Despite price decrease in subsidized medicines in Spain, this market grew 4.1% following the good performance of non-subsidized products.
- Reig Jofre's top-10 markets outside Spain are: France, UK, Germany, Sweden, Holland, Belgium, Greece, Saudi Arabia, Switzerland and Canada, accounting for 45% of total sales.

## TOP PRODUCTS AND CUSTOMERS

Balancing mature products with higher value-added developments

## TOP PRODUCTS IN RJF PHARMA 2014

| Product | Category           | % sales |
|---------|--------------------|---------|
| # 1     | Antibiotic         | 16%     |
| # 2     | Antibiotic         | 10%     |
| # 3     | Antibiotic         | 5%      |
| # 4     | Specialty medicine | 5%      |
| # 5     | Food supplement    | 4%      |
| # 6     | Antibiotic         | 4%      |
| # 7     | Food supplement    | 3%      |
| # 8     | Food supplement    | 3%      |
| # 9     | Food supplement    | 2%      |
| # 10    | Food supplement    | 2%      |

|                     | 2013  | 2014  | Evol. |
|---------------------|-------|-------|-------|
| Top-10              | 64.3  | 64.7  | 0.7%  |
| % total RJF Pharma  | 53.4% | 53.8% |       |
| Antibiotics         | 44.1  | 41.5  | -6.0% |
| Food supplements    | 15.6  | 17.5  | 12.4% |
| Specialty medicines | 4.6   | 5.7   | 25.1% |

#### In million euro

The antibiotics range was affected in Spain by the new reference prices in RD 177/2014 from March 21, 2014. Both food supplements (incorporated in the new co. from Natraceutical) and specialty medicines (one of former Reig Jofre's product contribution) evolved positively and are RJF's strategic focus for the future.

## TOP CLIENTS IN RJF CMO 2014

| Client | % sales |
|--------|---------|
| # 1    | 13%     |
| # 2    | 13%     |
| # 3    | 7%      |
| # 4    | 4%      |
| # 5    | 3%      |
| # 6    | 2%      |
| # 7    | 2%      |
| # 8    | 2%      |
| # 9    | 2%      |
| # 10   | 2%      |

|                 | 2013 | 2014 | Evol. |  |
|-----------------|------|------|-------|--|
| Top-10          | 16.9 | 16.5 | -2.4% |  |
| % total RJF CMO | 53%  | 51%  |       |  |

In million euro

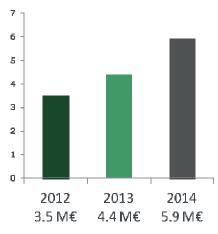
## OPERATING EXPENSES AND AMORTIZATION

Ready to increase investments in R&D and capex significantly

|                          | 2012  | 2013   | 2014   | CAGR  |
|--------------------------|-------|--------|--------|-------|
| Other operating income   | 0.9   | 0.6    | 0.1    |       |
| Headcounts               | -36.4 | -38.5  | -38.9  |       |
| % sales                  | 26.9% | 25.2%  | 25.5%  |       |
| R&D                      | -5.1  | -7.2   | -7.5   |       |
| % sales                  | 3.8%  | 4.7%   | 4.9%   |       |
| Other operating expenses | -29.1 | -30.1  | -35.9  |       |
| % s/vtas                 | 21.5% | 19.7%  | 23.5%  |       |
| Amortization             | -5.2  | -5.1   | -4.9   |       |
| Impairment and disposals | 0     | 0.3    | 0      |       |
| EBIT                     | 6.3   | 13.4   | 10.0   | 26.0% |
| Growth                   |       | 112.7% | -25.4% |       |
| % sales                  | 4.7%  | 8.8%   | 6.6%   |       |

Non-audited proforma. Natural years. In million euro

#### CAPEX EVOLUTION



Total capex and R&D investment in 2012-2014: 33.6 M€

- With 820 employees, headcounts represent the highest item in the operating expenses, accounting for 25.5% of sales in 2014.
- Gradual increase of R&D expenses, standing at 4.9% of sales in 2014.
- Significant increase of other operating expenses in 2014 due to the merger costs and the incorporation of the logistic centre in Toledo (Spain) and other site rentals.
- Capex stood at 5.9 M€ in 2014. Maintenance capex stands at aprox. 1.8 M€. In 2014, 4.1 M€ were invested in the expansion of production lines and the new logistic centre in Toledo (Spain).
- Additionally to the maintenance capex, the company estimates an investment of 17 M€ in expansion capex in production lines between 2015-2018
- Amortizations decreased by 3.9% to 4.9 M€.
   Amortizations in the coming years are estimated at around 5.0 M€
- Following EBITDA's decrease, **EBIT** stood at 10.0 M€ compared to 13.4 M€ in 2013. Notwithstanding, EBIT CAGR in 2012-2014 reached 26.5%.



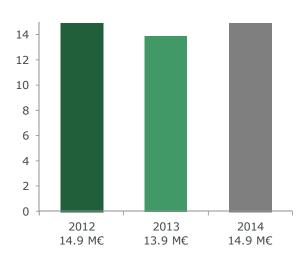
## FINANCIAL RESULTS AND DEBT

## Strong cash generation and less than 1x NFD/EBITDA

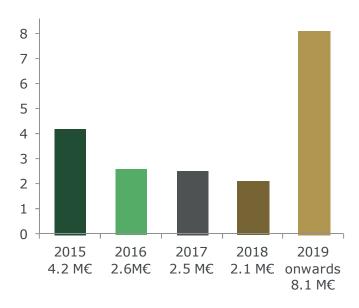
|   | 2012 | 2013 | 2014   | CAGR  |
|---|------|------|--------|-------|
| EBIT  | 6.3  | 13.4 | 10.0   | 26.0% |
| Growth                                      |      | 114% | -25%   |       |
| % sales                                     | 5%   | 9%   | 7%     |       |
| Financial income                            | 0.2  | 0.3  | 0.3    |       |
| Financial expenses                          | -6.3 | -1.3 | -0.9   |       |
| Results from disposal of non-current assets | 3.3  | 0.0  | 0.1    |       |
| Change in fair value of financial assets    | -0.5 | 0.0  | -0.1   |       |
| Exchange differences                        | 0.0  | -0.2 | -0.1   |       |
| Share in results of associated companies    | -0.3 | -0.1 | 0      |       |
| ЕВТ   | 2.7  | 12.0 | 9.2    | 84,6% |
| Growth                                      |      | 344% | -23.3% |       |
| % sales                                     | 2%   | 8%   | 6%     |       |

- **Financial income and expenses** progressed positively in the years 2012-2014 due to debt amortizations and cash generation .
- Gross financial debt stood at 26.4 M€ in 2014. Of them, 7.3 M€ corresponding to factoring and bill discounting facilities and 1.9 M€ engaged with public administrations. Cost of debt in 2014: 3.5%.
- Cash position and high-liquid assets amounted to 11.6 M€, +3.9% compared to 2013.
- Net financial debt in 2014 stood at 14.9 M€, same levels as in 2012 following new investments in production lines.
   NFD/EBITDA ratio stood at less than 1 time.
- **EBT** CAGR in 2012-2014 stood at 84.6%, from 2.7 M€ to 9.2 M€ and EBT margin progressed from 2% to 6%. The decrease compared to 2013 is explained by the loss of EBITDA margin mainly due to the merger costs.

#### **NET FINANCIAL DEBT**



#### **DEBT MATURITIES**



## TAXES AND NET RESULT

Tax credits will significant reduce effective tax rate in the coming years

|            | 2012 | 2013   | 2014   | CAGR  |
|------------|------|--------|--------|-------|
| EBT        | 2.7  | 12.0   | 9.2    | 84.6% |
| Growth     |      | 344%   | -23.3% |       |
| % sales    | 2%   | 8%     | 6%     |       |
| Tax        | 0.1  | -3.4   | -2.4   |       |
| % EBT      | 4.9% | 28%    | 26%    |       |
| Net result | 2.9  | 8.6    | 6.9    | 54.3% |
| Growth     |      | 196.6% | -19.8% |       |
| % sales    | 2%   | 6%     | 5%     |       |

- On December 31, 2014 RJF had tax credits from losses amounting to 19.5 M€ and tax credits from deductions amounting to 4.4 M€.
- According to the last tax reform in Spain of November 2014 on the use of tax credits, the effective tax rate of
  the company might be reduced around 60% of the tax rate in 2014. Potential effective tax rate in 2015:
  approx. 12%<sup>(1)</sup>
- **Net result** in 2014 stood at 6.9 M€, a CAGR of 54.9% in the period 2012-2014.

<sup>(1)</sup> RJF will be able to off-set in 2015 60% of the profit tax by tax credits from losses, and an additional 50% of the resulting tax rate by tax credits from deductions. As of 2016 onwards, 60% of the profit tax to be off-set by tax credits increases to 70%.



## REIG JOFRE IN 2019

- Reig Jofre has identified several industrial and commercial **synergies** following the merger with Natraceutical (in-site production of Natraceutical's products, cross-selling in complementary markets and channels, R&D and regulatory support, etc).
- Additionally, the company has identified both **organic and non-organic growth opportunities** on its 4 strategic pillars (R&D, internationalisation, marketing and manufacturing services).
- A positive **cash generation** and significantly **low debt ratios** shall enable the company to easily finance its growth and accomplish its business plan.
- A preliminary 5-year business plan estimates operational leverage after the merger with Natraceutical and higher-margin projects related with R&D and internationalisation to set RJF at aprox. 200 M€ turnover and 25 M€ EBITDA in 5 years (2019) from organic growth. This would represent +31% sales and +67% EBITDA compared to 2014 pro forma figures. EBITDA margin is estimated to progress from 9.8% in 2014 to 12.5% in 2019.
- During the course of this first year the company will fine-tune the figures to incorporate any additional complementarities identified from the merger and will report any estimated improvement, accordingly.
- The **pipeline of new R&D developments** already started is presented hereafter. Estimated launches in 2015 shall reach peak sales in 2019 totalling 18 M€. R&D developments in the chart hereafter are incorporated in the 5-year business plan and do not include launches in the food supplements range under the Forte Pharma brand.
- Capex will total 24.2 M€ in the period 2015-2018, of which 7,2 M€ addressed to maintenance
- The company has got a **financial asset** from a receivable of 8.5 M€ with French quoted company Naturex, to be cashed-in in June 2017 at the latest, resulting from an asset disposal by Natraceutical.

## RESEARCH PROJECTS

#### **PRESCRIPTION**

| Area        | Patent | Preclinical | I | II | III | Registry | IV | Launch |
|-------------|--------|-------------|---|----|-----|----------|----|--------|
| Ginecology  | Υ      |             |   |    |     |          |    | 2015   |
| Pediatrics  | Υ      |             |   |    |     |          |    | 2015   |
| Dermatology | Υ      |             |   |    |     |          |    | 2018   |
| Dermatology | N      |             |   |    |     |          |    | 2018   |
| Antibiotics | N      |             |   |    |     |          |    | 2018   |
| Dermatology | N      |             |   |    |     |          |    | 2021   |

#### ОТС

| Area        | Patent | Preclinical | I | II | III | Registry | IV | Launch |
|-------------|--------|-------------|---|----|-----|----------|----|--------|
| Ginecology  | Υ      |             |   |    |     |          |    | 2020   |
| Dermatology | N      |             |   |    |     |          |    | 2016   |
| Dermatology | N      |             |   |    |     |          |    | 2015   |
| Dermatology | N      |             |   |    |     |          |    | 2017   |
| Podology    | N      |             |   |    |     |          |    | 2017   |

■ Estimated launches in 2015 shall reach peak sales in 2019 totalling 18 M€.



## 2014 BALANCE SHEET

| (in euros)                     | 31/12/2014  |
|--------------------------------|-------------|
| ASSETS                         |             |
| Non-current assets:            |             |
| Goodwill                       | 25,405,979  |
| Other intangible assets        | 32,453,457  |
| Property, plant and equipment  | 24,045,938  |
| Non-current financial assets   | 9,962,273   |
| Deferred tax assets            | 16,527,753  |
| TOTAL NON-CURRENT ASSETS       | 108,395,400 |
| Current assets:                |             |
| Inventories                    | 23,839,539  |
| Trade and other receivables    | 29,870,526  |
| Current tax assets             | 958,294     |
| Other current financial assets | 4,338,579   |
| Other current assets           | 4,991,922   |
| Cash and cash equivalents      | 8,349,509   |
| TOTAL CURRENT ASSETS           | 72.348.369  |
| TOTAL ASSETS                   | 180,743,769 |

| (in euros)   | 31/12/2014    |
|--------------|---------------|
| (111 Cai 03) | 01, 12, 201 : |

#### **EQUITY AND LIABILITIES**

| Equity:  |             |
|--|-------------|
| Capital  | 126,426,841 |
| Reserves                                       | (6,790,195) |
| Treasury shares                                | (4,901,950) |
| Interim dividend paid during the year          | -           |
| Profit attributable to the parent company      | 2,308,394   |
| Exchange differences                           | 1,057,767   |
| Other comprehensive income for assets          |             |
| available for sale                             | 43,331      |
| Equity attributable to parent company          | 118,144,188 |
| Non-controlling interests                      | 27,516      |
| TOTAL EQUITY                                   | 118,171,704 |
| Non-current liabilities:                       |             |
| Capital grants                                 | 144,859     |
| Provisions                                     | 969,762     |
| Financial liabilities with credit institutions | 5,805,594   |
| Financial lease liabilities                    | 6,408,506   |
| Derivative financial instruments               | 419,457     |
| Other financial liabilities                    | 2,679,845   |
| Deferred tax liabilities                       | 4,829,060   |
| TOTAL NON-CURRENT LIABILITIES                  | 21,257,083  |
|  |             |
| Current liabilities:                           |             |
| Provisions                                     | 419,308     |
| Financial liabilities with credit institutions | 10,181,723  |
| Financial lease liabilities                    | 596,388     |
| Other financial liabilities                    | 753,210     |
| Trade and other payables                       | 24,805,199  |
| Tax assets and liabilities                     | 1,426,954   |
| Other current liabilities                      | 3,132,200   |

| TOTAL EQUITY AND LIABILITIES | 180,743,769 |
|------------------------------|-------------|
|                              |             |

41,314,982

**TOTAL CURRENT LIABILITIES** 



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