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2019 Preliminary Results Presentation 27 March 2020

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This presentation contains certain projections and other forward-looking statements with respect to the financial condition, results of operations, businesses and prospects of the Company and its group companies. These statements are based on current expectations and involve risk and uncertainty because they relate to events and depend upon circumstances that may or may not occur in the future. There are a number of factors which could cause actual results or developments to differ materially from those expressed or implied by these projections and forward-looking statements. Any of the assumptions underlying these projections and forward-looking statements could prove inaccurate or incorrect and therefore any results contemplated in the projections and forward-looking statements may not actually be achieved. Recipients are cautioned not to place undue reliance on any projections and forward-looking statements contained herein. Except as required by law or by any appropriate regulatory authority, the Company and its group companies undertake no obligation to update or revise (publicly or otherwise) any projection or forward-looking statement, whether as a result of new information, future events or other circumstances.

Your attention is drawn to the 'Principal Risks and Uncertainties' set out in the Company's 2019 Preliminary Results Announcement and in Part 2: Risk Factors of the Company's Admission Document published on 12 July 2019. The risks described, however, are not exhaustive and there may be other risks which may have an adverse effect on the business, financial condition, results or future prospects of the Company.

The 2019 financial information set out in this document is unaudited. The comparative 2018 financial information set out in this document has been extracted from the audited financial statements of Uniphar plc for the financial year ended 31 December 2018.

For further information see www.uniphar.com

Agenda

Presenters

1. Overview & Highlights

2. Divisional Review

- » Commercial & Clinical
- » Product Access
- » Supply Chain & Retail
- 3. Financial Review
- 4. Strategic Initiatives
- 5. Investment Case & Outlook
- 6. Q&A

Ger Rabbette Chief Executive Officer

Tim Dolphin Chief Financial Officer

Padraic Dempsey Chief Commercial Officer

Overview

Uniphar at a Glance

5

7%

A diversified international healthcare service provider



Supporting 200 multinational pharmaceutical and medical manufacturers across three divisions – Commercial & Clinical, Product Access and Supply Chain & Retail

nn 2,200+ Workforce of more than 2,200



Active in Ireland, the UK, Benelux, the Nordics and the US

<u></u>
160+

Delivering to 160+ countries

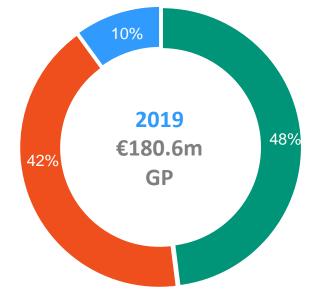
Organic gross profit growth in all three divisions (Group organic growth 7%)



In 2019, the Group generated revenue of €1.67b, gross profit of €180.6m and EBITDA of €48.0m before the impact of IFRS 16. Including the impact of IFRS 16 "Leases", EBITDA increases to €58.6m.

Divisional Gross Profit

- Supply Chain & Retail
- Commercial & Clinical
- Product Access





Commercial & Clinical Pharma

Building a pan-European platform

Providing sales, marketing and distribution solutions to manufacturers

Focused on speciality pharma and medical technologies



and

Product	
Access	On-Dem

Building global capability

Sourcing and supply of unlicensed medicines to pharmacy customers

Managing the release of specialty medicines for pharma manufacturers



50 Years in Supply Chain

#1 market position in wholesale in Ireland

Supported by a network of owned and franchised pharmacies

Highlights

Financial Highlights¹

- Gross Profit: €180.6m, 7% organic growth
- EBITDA²: €48.0m (pre impact of IFRS 16)
 - > €58.6m (after impact IFRS 16)
- Adjusted EPS: 14.3 cent³
- > ROCE: 14.7%⁴
- > Net Cash €26.6m (Gross Cash €116.2m)
- > Proposing €2m dividend in respect of 2019

Strategic Initiatives

- > IPO in July provides capital structure to execute growth plans
- Durbin, M3 & EPS acquisitions complete and integration progressing in line with plan
- > Growth divisions accounted for 52% of 2019 Gross Profit
- Gross Profit generated from outside of Ireland has doubled within a year

Strong financial performance in 2019 with strategic initiatives progressed

Outlook

- > Well positioned to deliver our 2020 plan
 - Excluding any potential temporary disruption caused by COVID-19
- Commercial & Clinical delivering c15% EBITDA margin
- Product Access on track to deliver c10% EBITDA margin by end of 2020
- 1. The 2019 financial information set out in this document is unaudited
- 2. EBITDA: Earnings before interest, tax, depreciation, amortisation and exceptional items
- 3. Adj. EPS for future comparative: 10.1 cent assuming all IPO shares and Sisk warrant shares were issued on 1 Jan 2019
- 4. Before the impact of IFRS 16, see slide 34 for calculation (After impact of IFRS 16: 15.2% ROCE)

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Divisional Review



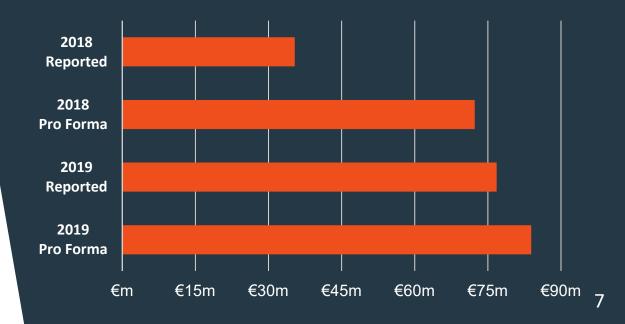
Building a pan-European service offering from the present footprint in Ireland, the UK, Benelux and the Nordics

Sales, marketing and distribution solutions for manufacturers

HCP interactions



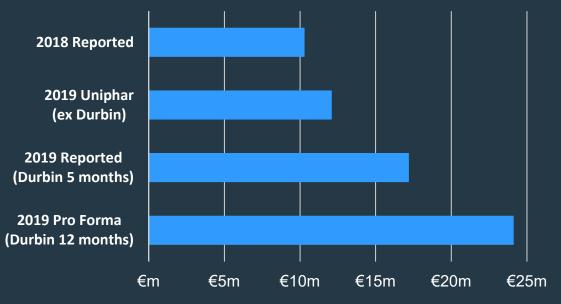
Gross Profit



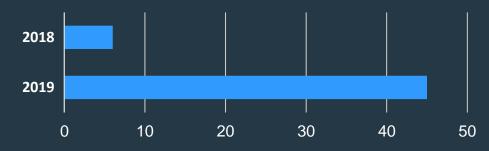


Platform in place to become a global leader in the provision of On Demand and Exclusive Access services

Gross Profit



Exclusive Access Programmes

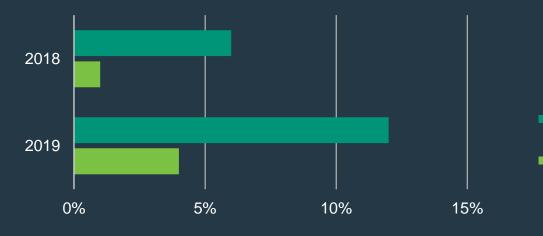


Providing access to unlicensed and speciality medicines globally



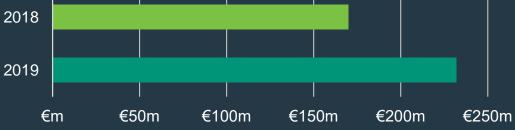
Leverage high-tech distribution facilities, longstanding manufacturer relationships and scalable digital infrastructure Market leader in Irish wholesale and hospital market. Supported by a <u>network of 287 pharmacies.⁽¹⁾</u>

Uniphar Volume Growth vs Market Volume Growth



Uniphar GrowthMarket Growth





Financial Review

Financial Highlights

Gross profit growth across all three divisions contributing to strong overall EBITDA growth and return on capital employed of 14.7% ³

				% Growth	
Year ended 31 December (€m)	2019	2018	Reported	Constant currency ¹	Organic ²
Revenue	1,665.3	1,417.9	17%	17%	7%
Gross profit	180.6	115.7	56%	56%	7%
Commercial & Clinical	76.8	35.4	117%	117%	5%
Product Access	17.2	10.3	66%	66%	16%
Supply Chain & Retail	86.6	70.0	24%	24%	8%
Gross profit margin	11%	8%			
EBITDA	58.6	32.2	82%	81%	
EBITDA (excluding impact of IFRS 16)	48.0	32.2	49%	49%	
Adjusted EPS (weighted)	14.3	15.0			
Adjusted EPS (based on post IPO shares) ⁴	10.1	6.9			

1. Constant currency growth is calculated by applying the prior period's actual exchange rate to the current period's result.

2. Organic growth calculated as the growth from restated prior period gross profit to current period gross profit as a % of the restated prior period value. The restatement to the prior year value is to include the corresponding prior period performance of acquisitions and exclude the prior period performance of disposals.

3. Return on capital employed is calculated as the adjusted 12 month rolling operating profit before the impact of the adoption of IFRS 16, expressed as a percentage of the adjusted average capital employed for the same period. The average capital employed is adjusted to ensure the capital employed of acquisitions completed during the period are appropriately time apportioned in the calculation of the average capital employed.

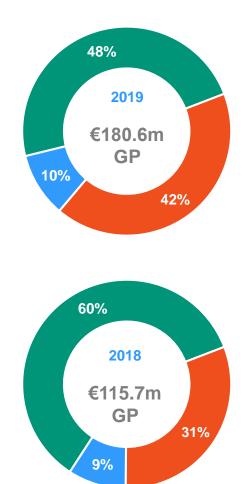
4. Assumes IPO shares and Sisk warrant shares were issued on 1 Jan 2018 in this calculation of adjusted EPS. Does not include LTIP shares which have not vested.

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Gross Profit

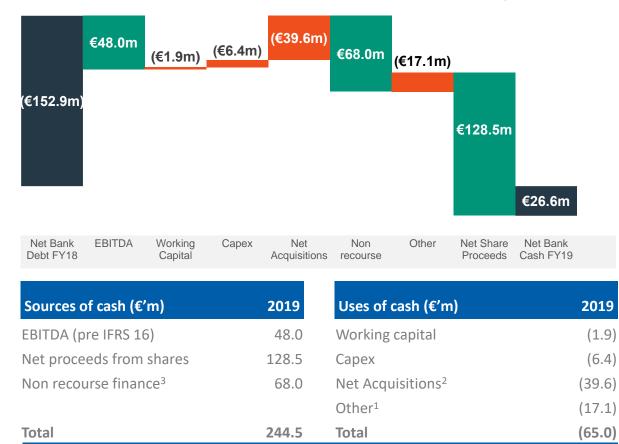
Diversified healthcare services business focused on growth markets

	2019 GP €'m	2018 GP €′m	Growth %	Organic Growth %
Commercial & Clinical	76.8	35.4	117%	5%
Product Access	17.2	10.3	66%	16%
Supply Chain & Retail	86.6	70.0	24%	8%
Total	180.6	115.7	56%	7%



Commercial & Clinical Gross Margin **37.6%** Product Access Gross Margin 13.0% Supply Chain & Retail Gross Margin 6.5%

Net Bank Cash Analysis



Balance sheet well positioned to execute strategy



Free cashflow: (FCF %: 82.6%)

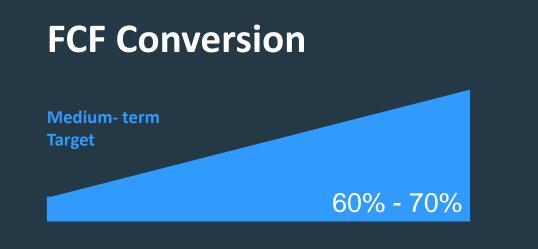
€39.7m

FCF benefiting from positive timing differences, expected to unwind in 2020

1. "Other" of €17.1m includes facility termination fee of €2.5m, exceptional costs of €7.1m, cash interest of €3.8m, tax of €4.1m, offset by proceeds from disposals of €0.4m.

Net inflow: €179.5m

- Net acquisitions of €39.6m includes receipts from disposals of financial assets €5.4m, payments to acquire subsidiaries €50.5m, cash acquired on acquisition of subsidiaries €6.8m, payments of deferred and deferred contingent consideration €1.4m and receipt of deferred consideration €0.1m.
- 3. The Group entered into a new receivables purchase arrangement with its existing banking partners. Under the terms of this agreement, the Group has transferred substantially all credit risk and control of certain trade receivables mainly within its Supply Chain & Retail division, unlocking the cashflow value of €68m for further reinvestment.



We target FCF conversion of 60-70%

- This has increased to 83% in 2019 due to several one off items including:
 - Favourable once-off credit terms driven by Brexit uncertainty
 - Strong performance at year end which resulted in lower than normal stock levels
- Normalising for these items results in an adjusted FCF conversion of 47% in line with FY 2019 guidance
- Carrying forward these adjustments into 2020 will result in a normalised FCF conversion approaching our target range

Normalised FCF

Free Cashflow (FCF) €'m	2019 Reported	Adj	2019 Normalised
EBITDA	48.0	-	48.0
Net Working Capital	(1.9)	(17.0)	(18.9)
Capital Expenditure	<u>(6.4)</u>	Ξ	<u>(6.4)</u>
Free Cashflow	39.7	(17.0)	22.7
FCF Conversion	83%		47%
			4.4

Year-end Liquidity

Year End Position	€'m
Cash & Cash equivalents	116.2
Bank Borrowings	(89.6)
Net Bank Cash at year end	26.6

Robust liquidity at year-end

2020 Liquidity

Cash & Cash equivalents €116.2m Net Bank Cash at year end €26.6m

Net Bank Debt / EBITDA Leverage Year end position = $0x^{(1)}$ 2020 Bank Covenant = 4.2x

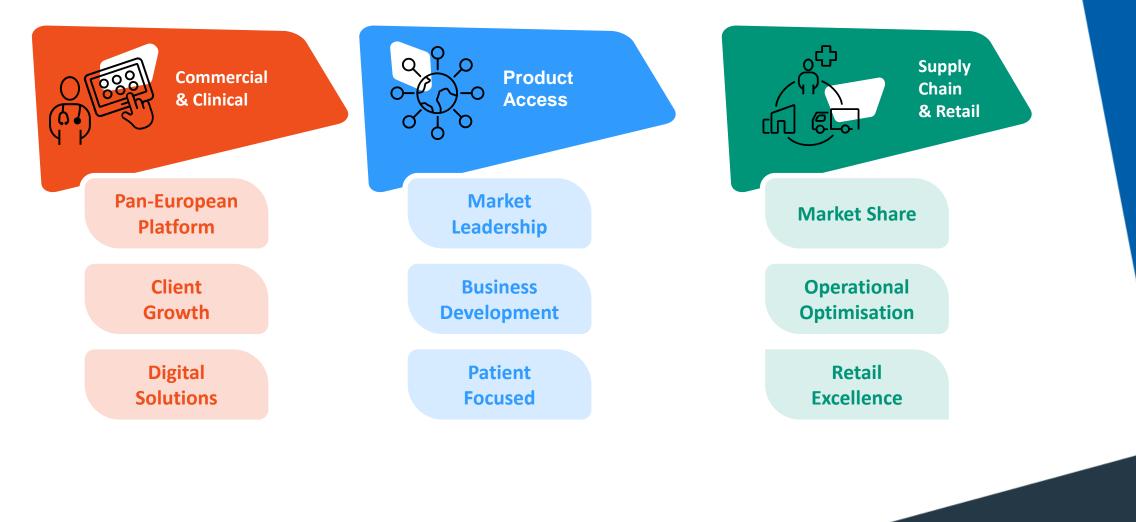
Uncommitted Facilities for acquisitions available of €55m

Additional liquidity through cash conversion in 2020

1. Leverage is calculated pre impact of IFRS 16 in line with bank covenants.

Strategic Initiatives

Divisional Objectives



Acquisition Integration Update

3 Acquisitions completed in 2019 across 'Growth Divisions'



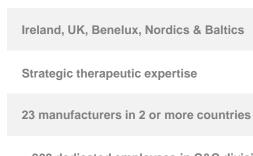
Medical*

olutions Through Partnership

- Both acquisitions aligned with our strategy connected to therapeutic expertise
- Add significant experience across Interventional Cardiology, Neuro Radiology and Oncology
- > C&C now covering 11 geographies across Europe
- Breakeven position achieved by new management team by year end
- Strong Investment in IT and operational infrastructure delivering greater scale and efficiency



- Group MAPs expertise has now increased to >40
- > Additional investment in BD, strong pipeline
- > Well positioned to deliver on 2020 expectations



EPS

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M3

Durbin

- >900 dedicated employees in C&C division
- Global logistics / distribution✓Managed Multiple ROW MAPs✓>160 countries shipped to in 2019✓UK & US Facilities✓Online Platform✓RWD Platform✓

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European Platform

M&A and Organic Strategy

- > Targeting local expertise in areas of therapeutic focus
 - > Achieved via recent MedTech acquisitions
- > Driving organic growth through Multi-channel pharma offering

Client Growth

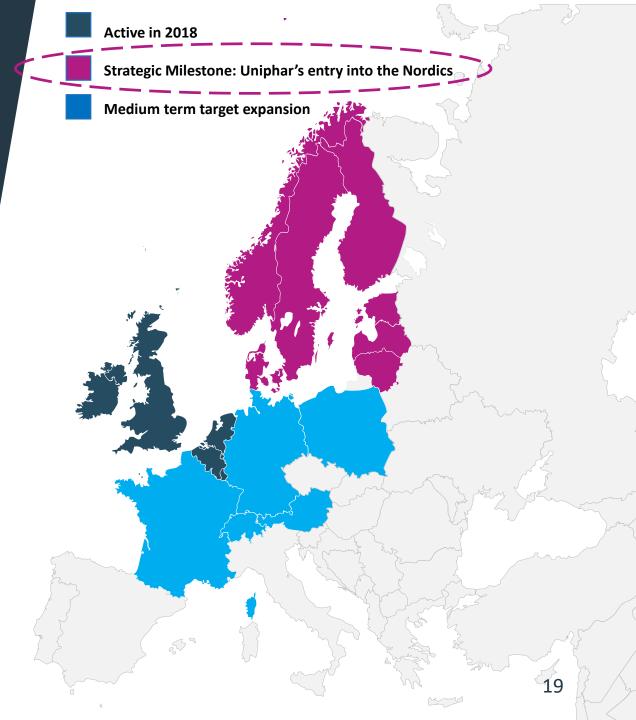
Market Specific Planning

- > Continued growth with existing clients in existing geographies
- > Adding new clients in existing geographies
- > Representing existing clients in multiple geographies

Digital Solutions

Tailored capabilities

Optimise engagement with local 'Healthcare Stakeholders'





Global Capabilities

Product Access

Market Leadership

Strong Organic Growth of 16%

- > Continued focus on Global 'Managed Access Programmes'
 - > Post License Pre Reimbursement expertise
 - > Driving increased Pre Licenses opportunities
- > Accelerated European & ROW "On-Demand" growth

Business Development

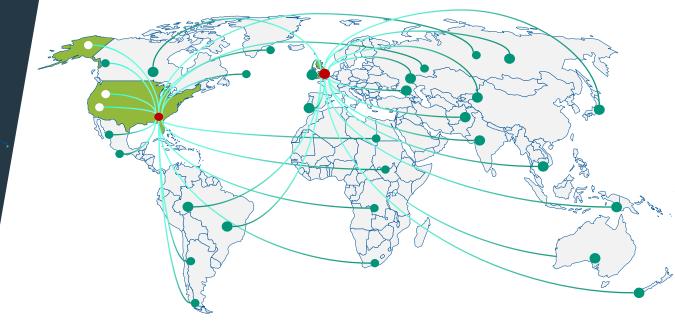
Strong BD Pipeline (>€30m)

- Core focus 'Key Specialities and Orphan Drugs'
- > Increased targeting of US emerging Pharmacos

Patient Focused

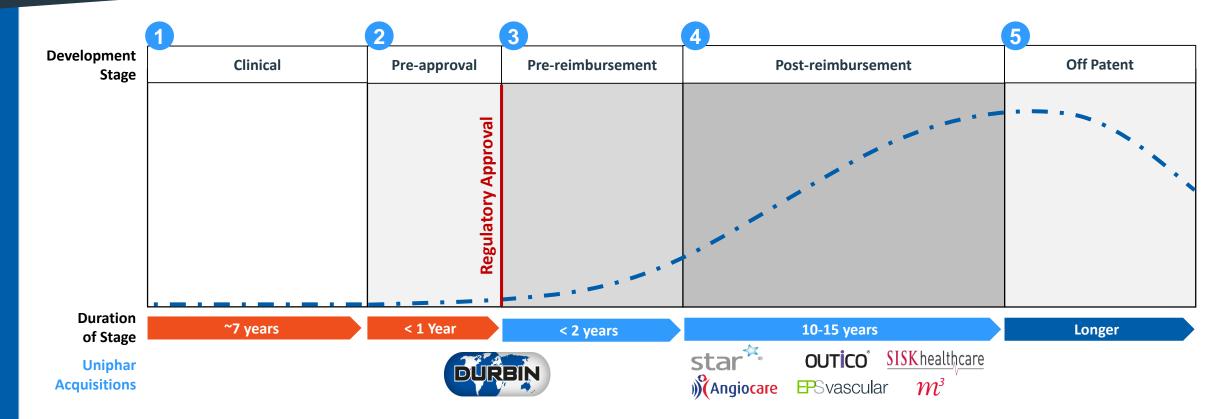
Enhancement of Digital Platforms

Alignment of multi-channel infrastructure to drive virtual patient engagement



Product Lifecycle Focus

Specific expertise across multiple geographies



- Global Product Access capability significantly enhances the Group's Commercial & Clinical offering
- Therapeutic expertise drives multiple cross selling opportunities for speciality manufacturers

Case Study: Commercial & Clinical

Client

Service

- » Global provider of medical technologies
- Diverse portfolio in the fields of interventional access, cardiac care, surgical and emergency medicine

Uniphar built:

- High performing clinical teams to meet, sales, marketing and operational requirements
- Offering a fully integrated service across 6 geographies

Annual sales increased from €3.2m to €5.9m between 2017 and 2019



Case Study: Product Access

- » NASDAQ listed biopharmaceutical company
- » Committed to developing new medicines to treat rare, treatment-resistant epilepsy conditions

Uniphar built:

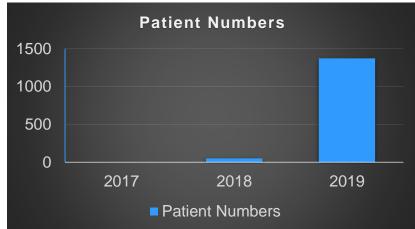
Client

Service

Impact

- Post license/Pre Reimbursement 'expanded access programme' across Europe and Rest of the World (excl. USA)
- Controlled drug storage, patient enrolment, regulatory support, bespoke distribution and data capture/reporting

Treatments delivered to >1,300 patients across 13 countries throughout 2019



Investment Case & Outlook

2020 Outlook

- > Strong 2019 results in line with Board expectations
 - > Robust capital structure in place with ample liquidity (Net cash of €26.6m)
- > 2020 trading to date ahead of expectations
 - Spike in demand related to COVID-19
 - Potential C&C Medtech downside scenario where elective surgeries are postponed
- > Strong growth trajectory for 2020 as we continue to execute on our strategic goals
 - > Complete the full integration of recent acquisitions into our platform
 - Continue to grow our customer base
 - Increase the reach of the group through expansion into new geographies
 - > Deliver against plan

Medium Term Outlook

Divisional Guidance | Medium term organic growth in gross profit, by division:



In the medium term M&A expected to make a meaningful contribution to gross profit in addition to organic growth



Uniphar target to double 2018 pro forma Group EBITDA at the time of IPO of €46m over 5 years

1. Free cash flow conversion calculated as EBITDA less investment in working capital less capex, divided by EBITDA

2. EBITDA: Operating profit excluding exceptionals, depreciation and amortisation

3. Return on Capital Employed (ROCE) is the adjusted operating profit expressed as a percentage of the Group's adjusted average capital employed.

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Capital Allocation

Reinvest to support growth

Continue to invest in infrastructure, digital platforms, strategic Capex and talent to deliver organic growth in line with medium term guidance

- Planned investment in SC&R facility in 2020

M&A

Growth through M&A is a necessary component of delivering our 5 year plan

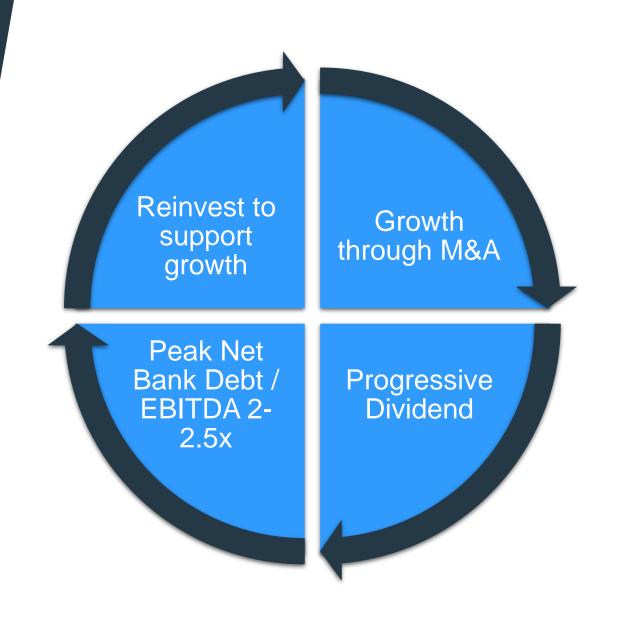
ROCE hurdle rate of 12%-15% within three years.

Progressive Dividend

Intention to pay progressive dividend

Peak Net Bank Debt / EBITDA 2-2.5x

Existing capital structure combined with peak leverage ratio of 2-2.5x will allow group to meet strategic goals



Investment Case

OOO Experienced

 Executive management, line management and specialty / technical personnel with many years of relevant industry experience driving the business

€)

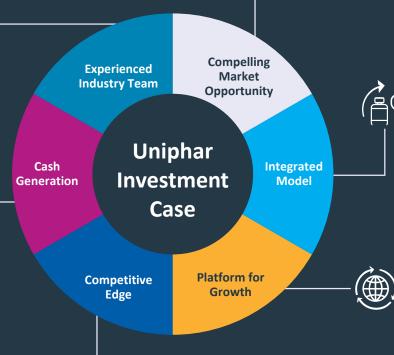
Cash Generation

- Strong free cash flow generation supporting platform for growth
- Capital allocation prioritised to support sustainable organic growth, accretive M&A and a progressive dividend policy

Competitive Edge

High tech distribution infrastructure

- Longstanding manufacturer relationships
- Digital capabilities



Compelling Market Opportunity

- Increasing requirements for speciality products
- Continued growth in outsourcing by manufacturers
- Highly fragmented European market

Integrated Model

- End to end solution across the value chain and throughout product lifecycle
- Leveraging existing facilities, technology and relationships to take advantage of substantial market opportunity in growth divisions

Platform for Growth

- Building a pan-European Commercial & Clinical service offering for our manufacturer clients
- Exciting opportunity to integrate Durbin and scale our Product Access offering on a global basis
- Migrating 200+ existing manufacturer clients to multiple geographies and services

Uniphar's role in the Healthcare infrastructure

Global Platform

- Patient Access services to over 160 countries worldwide
- Running Global MAPs often serving patients suffering from rare or chronic conditions

Uniphar plays a vital role in the national healthcare infrastructure

- Distributing c50% of vital medicine to the market
 - ł
- Supplying critical Medtech

Co-ordinated response to COVID-19

Uniphar has taken measures to ensure continuation of vital services

- Consultation and strategic planning discussions with Government & Regulators
- Covid-19 Crisis Committee in place
- Increased communication with Manufacturers, HCPs, and other relevant stakeholders
- Depopulating our distribution centres and supporting social distancing to reduce risk of business disruption
- Supporting front line staff on site
- > All other staff work from home
- Holding increased levels of inventory
- Leveraging our digital solutions
- Support services (call centres etc)





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Financial Appendices

Summary Group Financial Information

Year-ended 31 December (€'m)	2019 (Incl IFRS 16)	2019 (Excl IFRS 16)	2018	Reported Incl IFRS 16	Reported Excl IFRS 16
Revenue	1,665,283	1,665,283	1,417,895	17%	17%
Gross profit	180,602	179,479	115,717	56%	55%
Overheads & operating income ¹	(122,047)	(131,457)	(83,480)	46%	57%
EBITDA	58,555	48,022	32,237	82%	49%
Depreciation & amortisation	(18,305)	(8,827)	(7,236)	153%	22%
Exceptional items	(12,043)	(12,043)	(9,175)	31%	31%
Operating profit	28,207	27,152	15,826	78%	72%
Net finance cost	(1,749)	888	(4,522)	(61%)	(120%)
Income tax	(5,537)	(5,537)	(2,599)	113%	113%
Profit after tax	20,921	22,503	8,705	140%	159%
Adjusted EPS	14.3	15.2	15.0		
Adjusted EPS (based on post IPO shares) ²	10.1	10.7	6.9		

1. Net of add back of depreciation charged in Cost of Sales

2. Adj. EPS for future comparative: 10.1 cent - assuming all IPO shares and Sisk warrant shares were issued on 1 Jan 2019.

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Summary Management Balance Sheet¹

Balance Sheet (€'000)	31 Dec 2019	31 Dec 2018
Goodwill	270,727	200,217
IFRS 16 Right of Use Asset	91,978	-
Other non-current assets	38,866	45,075
Total non-current assets	401,571	245,292
Inventory	98,105	76,070
Trade & other receivables	136,780	170,659
Other current assets	7,985	4,000
Total current assets	242,870	250,729
Non-current IFRS 16 lease obligations	82,901	-
Other non-current liabilities	81,659	84,850
Total non-current liabilities	164,560	84,850
Trade & other payables	310,500	256,410
Current IFRS 16 lease obligations	10,083	-
Other current liabilities	5,000	2,500
Total current liabilities	325,583	258,910
Net assets	154,298	152,261
Financed by:		
Net bank (cash) / debt	(26,622)	152,880
Equity	180,920	(619)
Total financed by	154,298	152,261

1. Balance Sheet based on management classifications, not in accordance with IFRS financial statements.

Return on Capital Employed

Excl. IFRS 16 Incl. IFRS 16 Impact Impact

Year ended 31 December (€'000)	2018	2019	2019 ¹
Numerator			
Rolling 12 months operating profit		27,152	28,207
Adjustment for exceptional costs		12,043	12,043
Adjusted 12 months operating profit		39,195	40,250
Denominator			
Total equity	(619)	182,502	180,920
Non-recourse financing arrangement	-	68,000	68,000
Net bank debt	152,880	(26,622)	(26,622)
Derivative financial instruments	27,586	-	-
Facility termination fee	7,622	5,000	5,000
Deferred contingent consideration	51,811	80,811	80,811
Deferred consideration payable	5,566	7,394	7,394
Total capital employed	244,846	317,085	315,503
Average capital employed		280,966	280,175
Adjustment for acquisitions		(14,842)	(14,842)
Adjusted average capital employed		266,124	265,333
Return on capital employed		14.7%	15.2%

ROCE is calculated as the adjusted 12 month rolling operating profit expressed as a percentage of the adjusted average capital employed for the same period. The average capital employed is adjusted to ensure the capital employed of acquisitions completed during the period are appropriately time apportioned in the calculation of the average capital employed.

EBITDA Reconciliation

EBITDA is earnings before interest, tax, depreciation, amortisation and exceptional items.

Year ended 31 December 2019 (€'000)	2019 (Incl IFRS 16)	2019 (Excl IFRS 16)	2018	
Operating profit pre exceptional	40,250	39,195	25,001	
Depreciation	15,911	6,433	4,610	
Amortisation of computer software	2,363	2,363	2,597	
Amortisation of trademark	31	31	29	
EBITDA	58,555	48,022	32,237	

IFRS 16 – Leases

Adopted from 1 January 2019 (comparative information not restated)

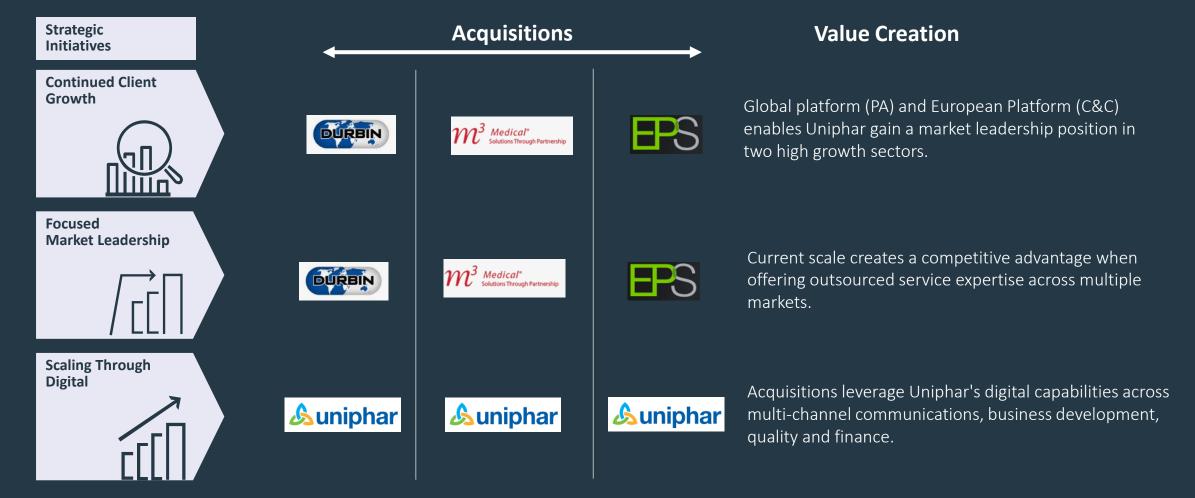
IFRS 16 Impact on P&L⁽¹⁾

•				
€'000	FY 2019 Pre IFRS 16	Impact	FY 2019 Post IFRS 16	Estimated 2020 Impact
EBITDA	48,022	10,533	58,555	Range of €11 – €12m
Depreciation & Amortisation	(8,827)	(9,478)	(18,305)	Range of €10 – €11m
Operating Profit	39,195	1,055	40,250	
Finance Costs	(5,843)	(2,637)	(8,480)	Range of €2.5m – €3m
Profit before tax	33,352	(1,582)	31,770	

IFRS 16 Impact on Balance Sheet ⁽¹⁾				
€′000	FY 2019 Impact	Estimated 2020 Balance		
New "Right of Use" Asset	91,978	€85 - €95m		
Reduction in Prepayments	(576)	€0.5m - €1m		
New "Lease Obligation" Liability	(92,984)	€85 - €95m		
Net Assets Impact	(1,582)			

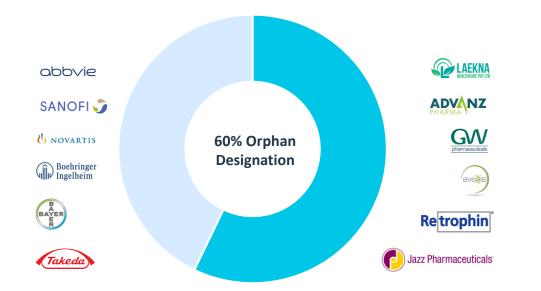
⁽¹⁾ The guidance on 2020 impact assumes no M&A activity and the renewal of all leases

Acquisitions Completed in 2019



Exclusive Access Focused on Specialty & Orphan Diseases

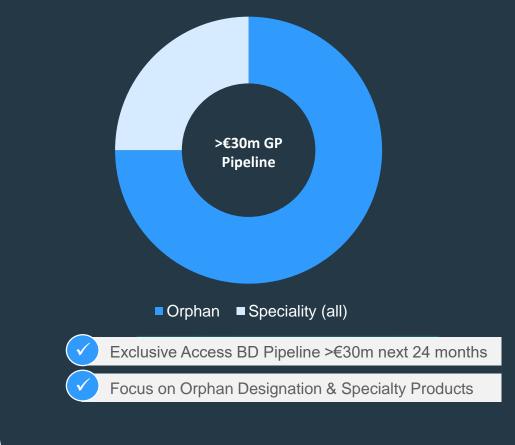
Partnering with 18 speciality pharma organisations...



- 100% of our current Products are Specialty
- 50% Emerging Bio-Pharma Organizations

Strong business development pipeline focused on speciality pharma

Strong Pipeline of New Exclusive Access Opportunities



Current client base and BD pipeline targeting growth segment of exclusive access market