

INTERIM RESULTS FOR THE SIX MONTHS ENDED 31 DECEMBER 2016

PRESENTATION OUTLINE



Section	Presenter
Overview	Dr. Karsten Wellner
Financial review	Kieron Futter
Operational performance	Dr. Karsten Wellner
Remedica	Mr. Bambis Pattihis*
Outlook	Dr. Karsten Wellner

^{*} CEO of Remedica, former owner



OVERVIEW



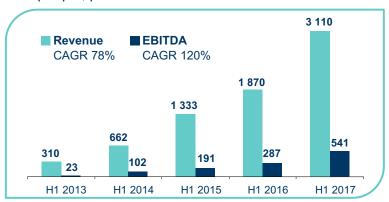
ASCENDIS HEALTH AT A GLANCE





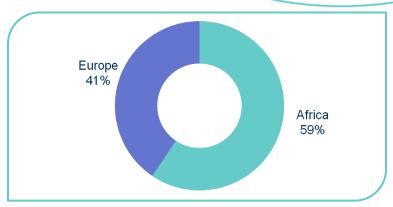
Health and care brands group

A South African-based global health and care brands group that owns and develops market-leading brands for people, plants and animals



Growth strategies

Organic, acquisitive, synergistic and international (exports to 109 countries, mainly in Africa & Europe)



Diverse revenue streams

Revenue diversified across multiple health and care products, channels, geographies and currencies



Management

Strong and experienced management team locally and internationally with a proven track record and entrepreneurial culture

ASCENDIS HEALTH | 2017 INTERIM RESULTS

OVERVIEW OF THE SIX MONTHS



ORGANIC GROWTH

- Organic EBITDA growth of 7.3%
- Focus on strong new product development and launches
- Product synergies across geographies
- Establishing new markets

INVESTMENT IN GROWTH

- R1.2bn rights issue in August 2016 – three times oversubscribed
- R1.5bn vendor placement

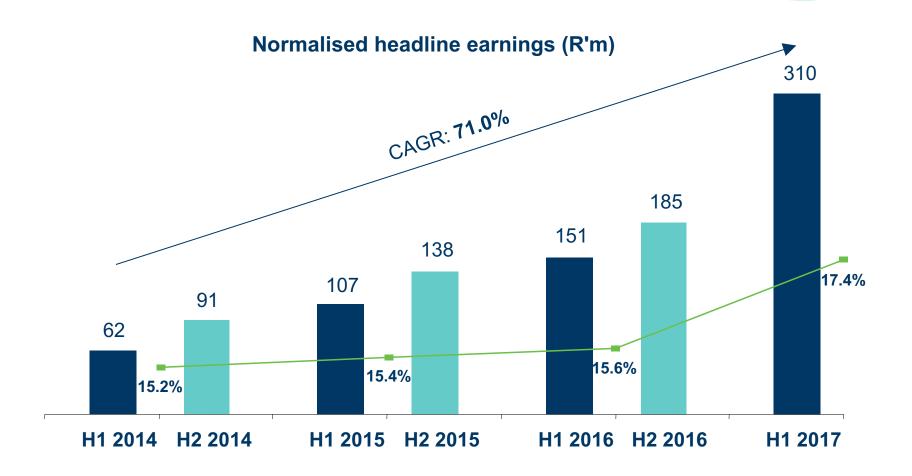
INTERNATIONAL ACQUISITIONS

- €260m* Remedica Holdings, pharma business based in Cyprus
 - Enhancing to Pharma-Med EBITDA margin
- €170m** European sports nutrition company, Scitec International
- New acquisitions integrated successfully

^{* €90}m deferred for three years ** €20m deferred for one year ASCENDIS HEALTH | **2017 INTERIM RESULTS**

CONSISTENT GROWTH IN EARNINGS

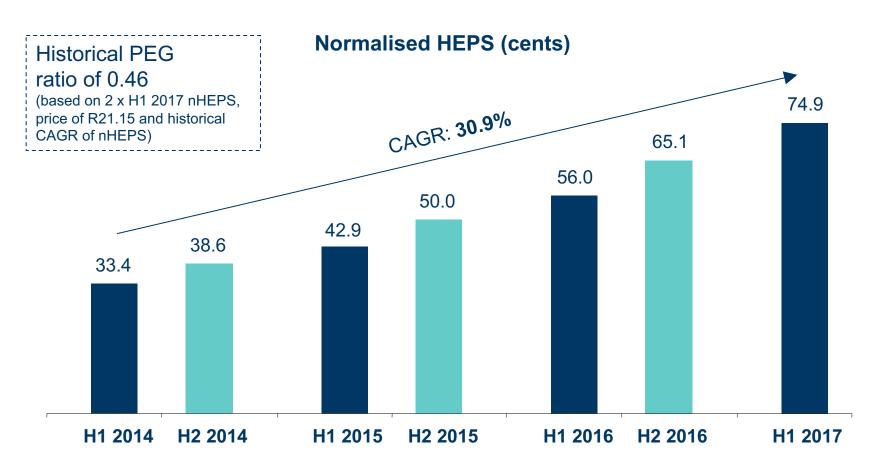




Normalised EBITDA margin for FY2014 – FY2016 and H1 2017

CONSISTENT GROWTH IN EARNINGS





c.R500m in funds raised and not yet deployed for acquisitions



FINANCIAL REVIEW



FINANCIAL HIGHLIGHTS FOR THE SIX MONTHS



- Revenue +66% to R3.1bn
- Normalised EBITDA +89% to R541m (margin up 210 bps)
- Normalised profit after tax +92% to R290m
- Normalised cash flow from operating activities +57% to R406m
- HEPS -15% to 41.4 cps, impacted by transaction costs
- Normalised HEPS +34% to 74.9 cps
- Interim dividend +16% to 11.0 cps

INCOME STATEMENT



R'm	6 months to Dec 2016	6 months to Dec 2015	% change
Revenue	3 110	1 870	66.3
Cost of sales	1 786	1 057	69.1
Gross profit	1 324	813	62.7
Gross profit margin	42.6%	43.5%	
Other income	55	9	545.5
Operating expenses (excl D&A and once-off costs)	838	535	56.5
Normalised EBITDA	541	287	88.5
EBITDA margin	17.4%	15.3%	
Depreciation	44	14	207.0
Amortisation	55	23	142.6
Normalised operating profit	442	250	76.8
Operating profit margin (excl amortisation)	16.0%	14.6%	
Net finance costs	109	48	127.3
Normalised profit before tax	333	202	64.9
Taxation	43	51	(15.9)
Normalised profit after tax	290	151	92.3
Less: non-controlling interest	(25)	(16)	
Attributable normalised profit after tax	265	135	95.7
Net profit on sale of PPE and investment	(2)	(1)	
Add back: Amortisation (net of tax)	47	17	
Normalised headline earnings	310	151	104.6

HEPS AND NORMALISED HEPS



R' m	6 months to Dec 2016	6 months to Dec 2015	% change
Headline earnings	171	131	30.6
Once-off costs (net of tax)	92	3	
Amortisation (net of tax)	47	17	
Normalised headline earnings	310	151	104.6
Opening number of shares in issue ('m) Rights issue in August 2016 Vendor placement in August 2016 BEE transaction in October 2016 Closing number of shares in issue ('m)	298.9 55.7 77.6 3.7 435.9		
Weighted average number of shares in issue ('m)	413.8	270.3	53.1
HEPS (c)	41.4	48.5	(14.6)
Normalised HEPS (c)	74.9	56.0	33.8

EARNINGS IMPACT



Fund raising

- Additional 26m shares were issued during the equity raise in August 2016
- Cash of c.R500m in funds raised and not yet deployed for acquisitions

Translation effect

 Stronger Rand has impacted EBITDA by R8.4m in H1 2017 on existing SA export business

BALANCE SHEET – ASSETS



R'm	Group Dec 2016	Remedica + Scitec Dec 2016	Group ex Remedica + Scitec Dec 2016	Dec 2015	% ch excl Remedica + Scitec
Non-current assets	8 767	5 390	3 377	2 786	21.2
Property, plant & equipment	1 023	666	357	257	38.8
Intangible assets & goodwill	7 675	4 723	2 952	2 506	17.8
Other non-current assets	69	1	68	23	199.6
Current assets	3 526	1 317	2 209	1 826	21.0
Inventories	1 408	441	967	762	26.8
Trade and other receivables	1 428	577	851	788	8.1
Cash and cash equivalents	563	272	291	140	107.3
Other current assets	127	27	100	136	(26.3)
Total assets	12 293	6 707	5 586	4 612	21.1

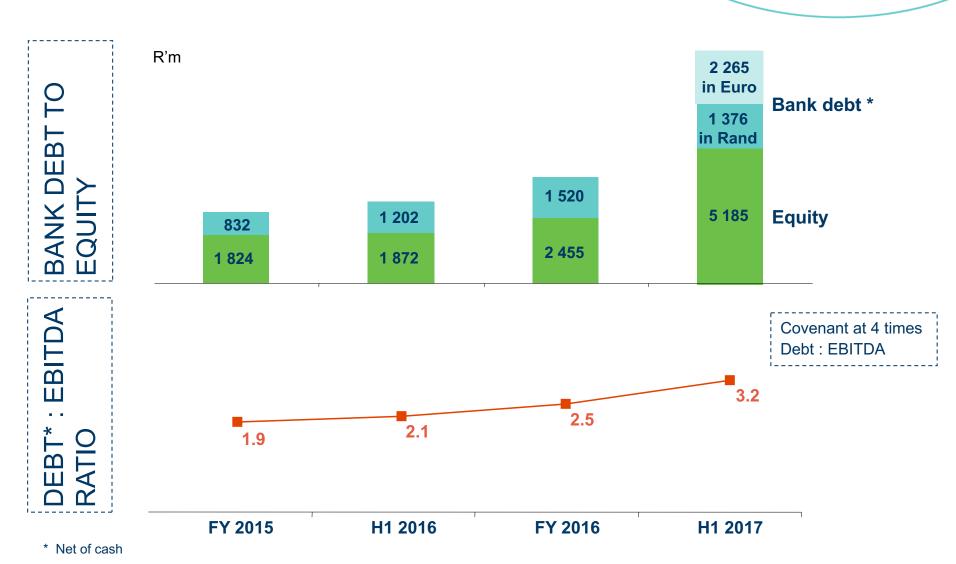
BALANCE SHEET – EQUITY AND LIABILITIES



R'm	Group Dec 2016	Remedica + Scitec Dec 2016	Group ex Remedica + Scitec Dec 2016	Dec 2015	% ch excl Remedica + Scitec
Equity	5 185	2 410	2 775	2 006	38.3
Non-current liabilities	5 390	3 822	1 568	1 213	29.3
Borrowings	3 725	2 593	1 132	979	15.5
Deferred vendor liabilities	1 238	1 187	51	16	226.4
Other non-current liabilities	427	42	385	218	76.9
Current liabilities	1 718	475	1 243	1 393	(10.7)
Trade and other payables	787	182	605	638	(5.2)
Borrowings	271	-	271	372	(27.1)
Deferred vendor liabilities	425	288	137	289	(52.8)
Bank overdraft	155	-	155	64	144.1
Other current liabilities	80	5	75	30	152.2
Total liabilities	7 108	4 297	2 811	2 606	(7.9)
Total equity and liabilities	12 293	6 707	5 586	4 612	21.1

GEARING

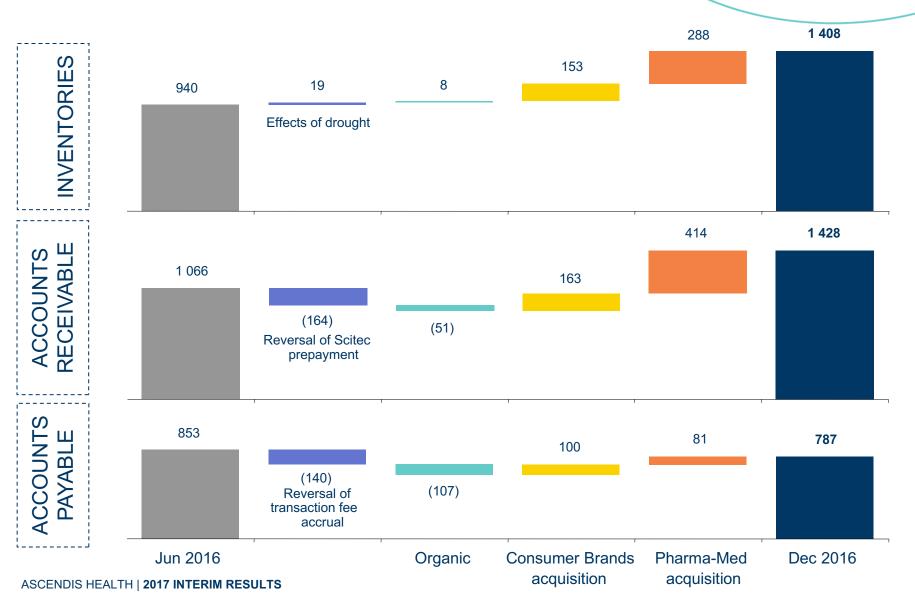




ASCENDIS HEALTH | 2017 INTERIM RESULTS

WORKING CAPITAL MOVEMENTS





KEY RATIOS



	Dec 2016	Jun 2016
Normalised sales* (R' m)	3 425	2 145 #
Normalised EBITDA* (R'm)	560	327 #
Interest cover (times)	4.3	4.4
Debt to EBITDA (times)*	3.2	2.3
Net working capital days*	138	131
Inventory days	135	128
Debtor days	71	65
Creditor days	(68)	(62)
ROE** (%)	16.7%	14.3%
ROTNA*** (%)	26.4%	35.1%

[#] Twelve month numbers have been halved to show six months

^{*} Income statement measures use a full six months of results for all companies in the group, irrespective of the actual date of consolidation. This provides more meaningful ratio analysis.

^{**} Adjusted for average equity

^{***} Excludes goodwill and intangibles



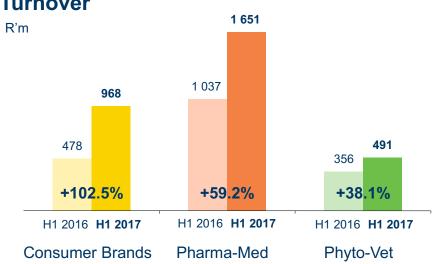
OPERATIONAL PERFORMANCE

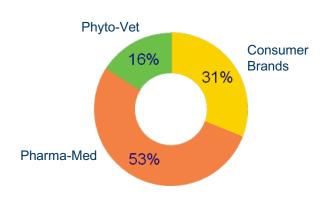


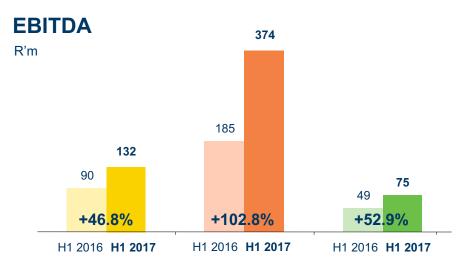
DIVISIONAL CONTRIBUTION

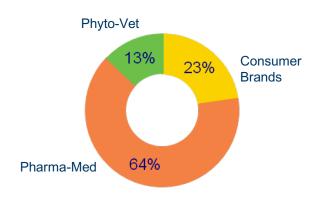






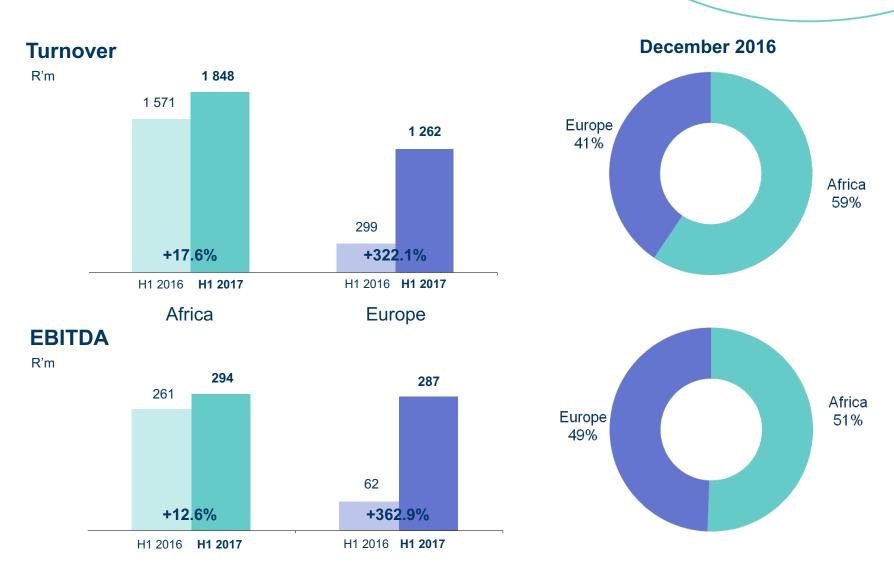






DIVERSIFICATION OF THE BUSINESS

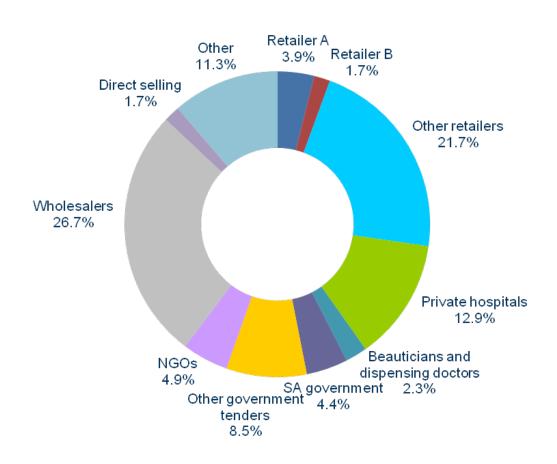




DIVERSIFICATION OF THE BUSINESS



Revenue by customer



Total revenue for H1 2017: R3 110m



PHARMA-MED



R'm	% ch 2016 vs 2015	Dec 2016	Dec 2015	Dec 2014
Revenue	59.2%	1 651	1 037	531
EBITDA	102.8%	374	185	88
EBITDA margin		22.7%	17.8%	16.5%



- Remedica (in for 5 months) performed strongly; successful integration into Ascendis;
 strong NPD pipeline
- Once-off integration costs of Akacia in Pharma impacting EBITDA
- Expect rationalisation projects to positively impact earnings in H2
- Large pharma tenders in SA with lower margin and forex headwinds impacting margin
- SA registration of European dossiers progressed; strong product development pipeline
- Farmalider focused on higher margin sales; result above expectations; new dossier pipeline



- Double digit growth in Medical Devices resulting in further market share expansion (strong 2nd position in SA)
- Start of synergy projects between three business units within Medical
- Medical Devices training centre of excellence established
- Overall an excellent divisional performance



CONSUMER BRANDS



R'm	%ch 2016 vs 2015	Dec 2016	Dec 2015	Dec 2014
Revenue	102.5%	968	478	462
EBITDA	46.8%	132	90	89
EBITDA margin		13.6%	18.8%	19.2%







- Wellness delivered double digit growth in premium nutraceuticals and single digit growth in multivitamins in mainstream retail; product mix shift to focus on own brands driving improved margins; positive outlook for H2
- Scitec focused on mitigating rising whey protein input costs, which along with cost of expansion into new geographies, channels and brand architecture impacted operating margin; successful integration into Ascendis
- Direct Selling impacted by ongoing challenges in Nigeria with payments in US\$; overall improvement expected in H2
- Retailer de-stocking in December
- Skin experienced sluggish European market demand, with Rand strength impacting sales, but upside potential in H2 from distribution agreement with Merz, global leader in aesthetics and neurotoxins, for southern Africa
- Investment in product innovation accelerated. Three blockbuster launches in H2 in Skin, Wellness and Sports Nutrition
- Ongoing focus on own manufacturing for powders, caps, gels and liquids in South Africa





	ch 2016 vs 2015	Dec 2016	Dec 2015	Dec 2014
Revenue	38.1%	491	356	340
EBITDA	52.9%	75	49	41
EBITDA margin		15.2%	13.8%	12.1%



- Biosciences sector showed excellent growth, resulting in a solid performance in H1 despite drought in Gauteng up to November
- Integration and rationalisation projects benefited operating margin
- Sub-Saharan Africa continued its recovery as the effects of El Nino receded, but water restrictions still in place in the Western Cape



- Positive impact of Afrikelp brand and its internationalisation
- Continued dominance in domestic garden and home sector (Efekto)
- Investment in ongoing expansion plans in East Africa
- Supply to Zimbabwe halted due to treasury issues
- Pet & Vet: SKU rationalisation and synergy projects to improve margins further in H2
- Overall an excellent divisional performance

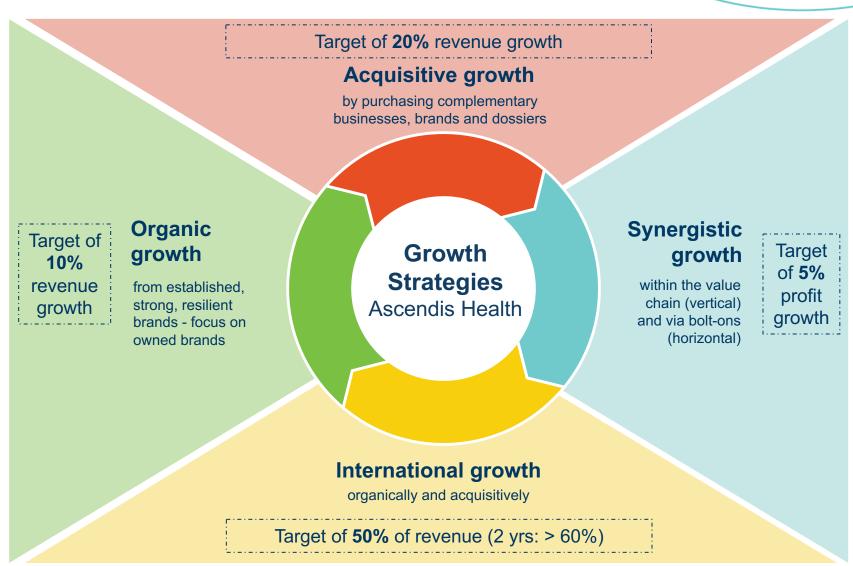


STRATEGIC FOCUS



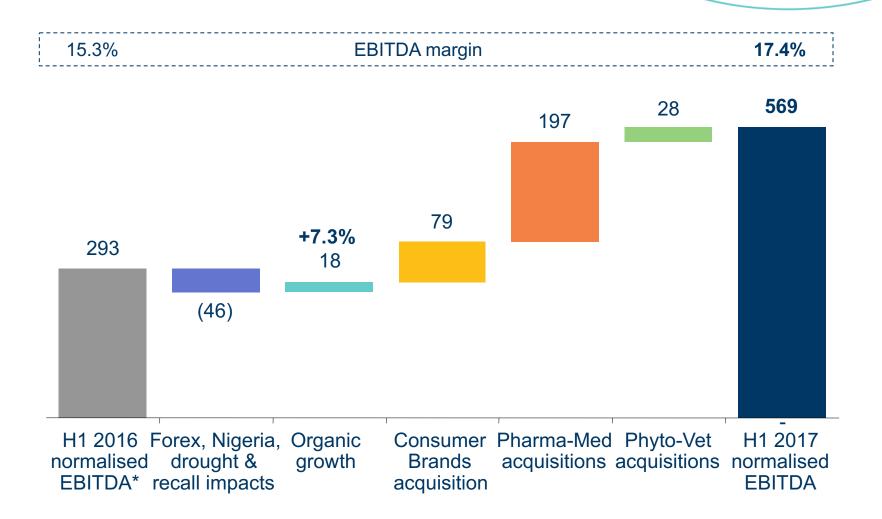
MEDIUM-TERM GROWTH STRATEGIES





EBITDA GROWTH





^{*} Annualised number for businesses owned at 1 July 2015

NEW PRODUCT LAUNCHES - WELLNESS: SOLAL















SOLAL® 5-HT1TM

✓ SEROTONIN BOOSTER ✓ MOOD ENHANCER ✓ ANTI-ANXIETY



NEW PACKAGING AND NEW RANGE – SPORTS NUTRITION: EVOX







DEVOX SXL FORMIDABLE ULTRA-MASS CREATINE HCI Say Say 4883 72797 LITE LITE Say Say 4883 72797









NEW PRODUCT LAUNCHES – SPORTS NUTRITION: SCITEC































NEW PRODUCT LAUNCHES – PHARMA











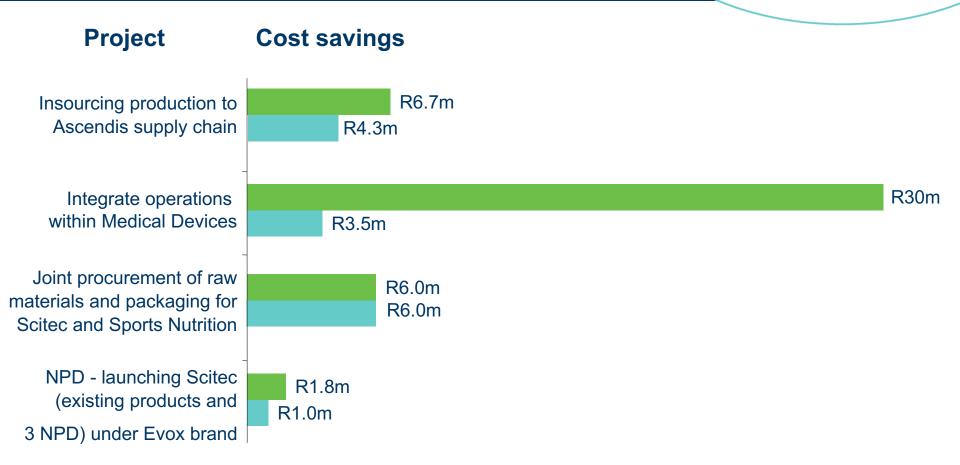






SYNERGY PROJECTS



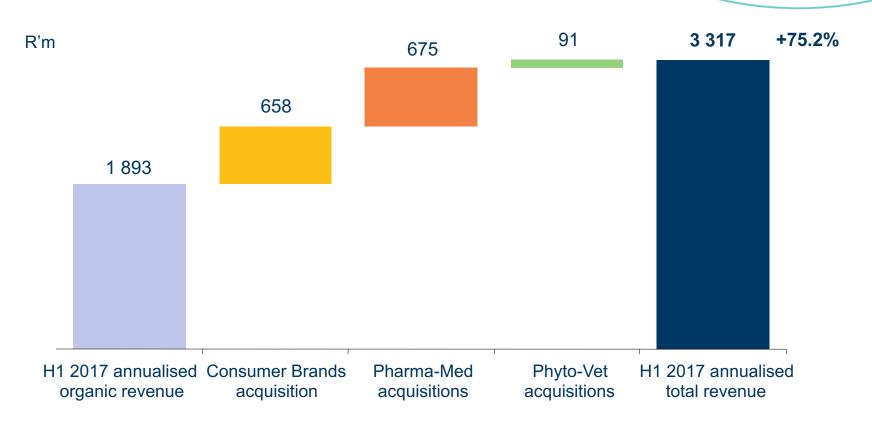


Plus projects in freight, cross-selling, manufacturing and regional expansion

■ Impact identified ■ Expected savings in FY2017

ACQUISITIVE SALES GROWTH

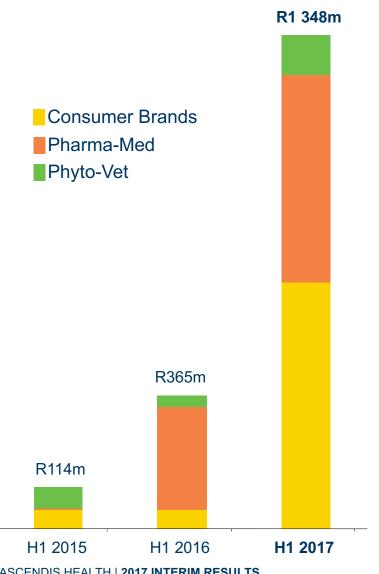




- Consumer Brands acquisition: Scitec (Aug 2016)
- Pharma-Med acquisitions: Remedica (Aug 2016), Akacia (April 2016)
- Phyto-Vet acquisitions: Afrikelp, Klub M5 (Feb 2016)

INTERNATIONALISATION / FOREIGN REVENUE





- International sales now 43% of revenue
- Most international SA brands: Afrikelp (80%), Nimue (59%), Avima (34%), Swissgarde (30%), The Scientific Group (30%)
- Foreign revenue covers 90% of imported COS (June 2016: 54%)





Remedica:

a brief overview of a European pharma company with great growth prospects

Charalambos Pattihis CEO, Chairman and former owner



Introduction to Charalambos Pattihis

B.Sc. in Chemistry with Management M.Sc. in Pharmaceutical Technology Master in Business Administration

Group CEO since 2006 Group CEO + Chairman since 2016



Why sell Remedica?

- family reasons (dissemination of wealth to members)
- need for management technology
- expansion into other products that could be distributed via Remedica channels.



Why Ascendis?

Ascendis' intention: build an empire! Other potential investors:

- Private equity: cut down to sell at a higher price – no regard for employees!
- "Big pharma" stripping down for efficiencies – no regard for employees!



Why accept a deferred payment and shares plus earn-out?

All the money up front: preferable!

Buyer interested in assuring ongoing growth of business with existing management.

Belief in Remedica!



Remedica's history

1976 Production of GMP Pharmaceuticals began

1971 Registered as private company named Pattichis Chemical Company Ltd

1992 Exports to the UK begin after UK health authorities inspection

1993 Relationship with Unicef began following successful inspection by Danish Authorities

2006 4th manufacturing facility (for potent compounds) received regulatory approval

2006 Implemented Environmental Management system



Chris Pattichis – founder of Remedica

1965 Pharmaceutical R&D initiated, and trials on the use of herbs and plant extracts

1966 Production of OTC lines was initiated, in collaboration with European companies

1980 Rights granted to Remedica Ltd to produce and market pharmaceutical products

1986 GMP inspection by West German Health Authorities, allowing exports to Europe 2002 Pharmacovigilance department set up to monitor drug safety

2004 Relationship with Medicins Sans Frontieres began after successul inspection 2011 Relationship with Pharma Aid (NGO) began after successul inspection

2013 Oncology facility began operations



Remedica: A brief market overview

- Advantages of Cyprus (not part of Greece! Business culture, people, tax regime, understanding of Middle East / North Africa culture and that of other emerging markets)
- Specifics of the generic market
 (speed to market, oncology market,
 pipeline)



Remedica: A brief market overview

- Diversified markets (>100 countries,
 5 continents)
- 4 types of customers (local market, exports, out-licensing, NGOs)
- NGO business
- Growth opportunities in emerging markets



Remedica: great channel diversification

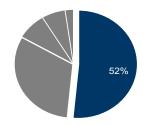


DISTRIBUTION NETWORK



Agent sales (Private & Tender)

- Five year contracts with mostly automatic renewal
- Marketing licenses and brands remain the property of Remedica
- Shared registration costs
- Typical mark-up range of 100%
- Once a year face to face meetings with monthly reporting on market sales
- Payment terms from prepayment to 150 days
- >100 countries
- Tender sales to governments through the agents

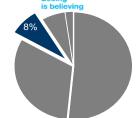


NGOs

- Key customers Unicef, Unrwa, PFSCM, MSF, ICRC and IDA
- Longstanding relationships with NGOs
- Agreements vary from 2/3 year contracts to once off tenders

32%

- Suppy sales revenue



Out-licensing (Supply & Milestones)

- 50/50 JV-like agreement with PharOS where development pipeline is jointly agreed
- IP rights are jointly owned by PharOS and Remedica - both parties maintain the right to market products under own use
- Milestone revenue: Agreements signed, MA's submission and approval
- through 5 year supply contracts with Remedica

Alvogen Actavis

Cyprus domestic sales

- Remedica sells into both private sector (to 4 main buying groups) and public sector in Cyprus
- The Cyprus market is 50% private / 50% government tenders in value; 20% private /80% government tenders in volume
- Market share of generics in the public sector is ~50% vs ~15% in the private sector
- Still big potential for the generics private sector
- Key players are MNCs and local players



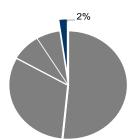
Contract manufacturing

· Longstanding agreements where Remedica manufactures products on contract basis for **PharOS**, **Neuraxpharm and Sandoz**











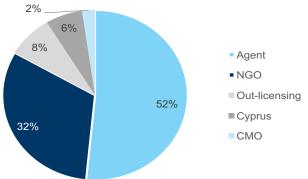


Remedica: highly diversified business

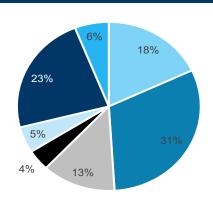
REMEDICA SALES OVERVIEW





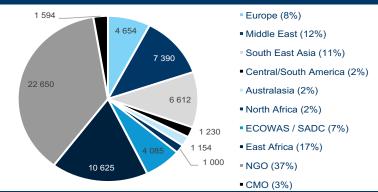


2014 Sales by therapeutic area

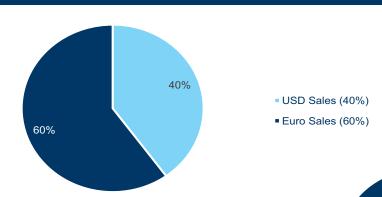


- Cardiovascular (18%)
- Anti-infectives (31%)
- Central nervous system (13%)
- Respiratory (4%)
- Anti-inflammtory (5%)
- Anti-cancer (23%)
- Anti-diabetes (6%)

2015 Sales by region, export only



2015 Sales by currency





Remedica: extensive range of products

REMEDICA HAS ~300 PRODUCTS AND ~2500 MARKETING LICENSES







Remedica: state of the art manufacturing facilities



MANUFACTURING CAPABILITIES



- Remedica operates five separate manufacturing facilities covering 40,000 sq. m, all located on the same site, each with dedicated storage areas, canteen, changing rooms etc., as follows:
 - Facility for general products
 - Penicillins factory
 - Cephalosporins factory
 - Hormonal / anti-cancer factory
 - Anti-cancer factory finished in 2013 at a cost of 15MM€
 - Space available for new development (eg injectibles)
- The remaining buildings are used for the storage of raw materials, work-in-progress, packaging materials, finished products and utilities (boilers, air-compressors, machine shop)
- The Company manufacturing capabilities include tablets, capsules, ointments, gels, creams, suppositories, oral liquids and powder syrups



- Production of General Products/Offices/Laboratories
- Production and storage of Penicillins
- Storage area of Starting Materials and Intermediate products for B1
- Production and storage of Cephalosporins
- Production and storage of Anti-cancer/Hormones
- 6 Future expansion
- Storage of Starting Materials & Finished Products for B1
- 8 Storage for future expansion
- Outilities
- Production and storage of Anti-cancer
- Storage of Packaging Materials









Ascendis view on us: from DD



REMEDICA INVESTMENT HIGHLIGHTS



Established portfolio of proprietary premium branded generics

- √ ~300 products from over 200 API supplied to major emerging markets and EU under ~2 500 Marketing
 Authorisations for more than 30 years
- ✓ Strong pipeline including major specialty disease drugs (oncology, HIV, etc)

Profitable business model

- Attractive sales breakdown and a diversified mix of customers and country exposure
- ✓ Outsourcing of supply chain (marketing, sales, distribution) to agents / distributors in all countries apart from Cyprus where the directly sell to the public and private sector
- ✓ Direct tender / NGO client base
- ✓ Profitable out-licensing business directed to new markets in Europe

Exceptional growth prospects

- Exposure to higher growth existing markets with long standing track record of operating in the Middle East and Africa
- ✓ Geographic expansion into key markets (Far-East Asia, Latin America, China)
- √ Growing European-focused out-licensing business

Strategic Cyprus base

- ✓ European quality label
- ✓ Crossroads of EU, Middle East and Africa
- ✓ Patent law advantages allow for fast path to market
- ✓ Corporate tax rate of 12.5%

Fully integrated registration / manufacturing capabilities

- ✓ Five manufacturing plants on one single site
- ✓ Full capabilities in terms of conventional dosage forms
- ✓ New oncology oral formulation facility
- √ Good historical accreditations and compliance track record



Remedica: The Future

- New market penetration (Iran, Vietnam, Latin America, China).
- Development of new products.
- Further growth via oncology plant.
- Distribution of "other Ascendis products".

INTERNATIONAL ACQUISITIONS - REMEDICA



DEAL TRUCTURE Purchase price of €260m in cash and shares, including deferment of €90m over three years (plus up to an additional earn-out of €75m based on EBITDA performance)

- Previous owner continues as CEO; fully aligned with Ascendis vision
- Accretive from August 2016

PERFORMANCE

- Slow start in August due to summer plant shut-down, but
 PAT of €9m above expectations (double digit growth)
- Project to reduce tax rate from 12.5% to c.9%
- Integration projects very successful
- Synergy projects ongoing

ASCENDIS NEW ACQUISITIONS: ANNOUNCED MARCH 2017













INTERNATIONAL ACQUISITION – SUNWAVE PHARMA



DESCRIPTION

RATIONALE

- The leading OTC nutrition brand business based in Romania developing and marketing registered food supplements and OTC products
- Very strong sales and profit growth based on unique concept of promoting products directly to doctors with a highly educational and scientific approach
- Effective and well-trained sales force of 290, who are highly regarded by doctors who "prescribe" products
- Well-diversified product (9 therapeutic classes), customer and supplier portfolio
- Attractive platform for Ascendis to enter high growth Romanian and eastern European OTC markets
- Synergistic and cross-selling opportunities (production) and Ascendis Wellness / OTC range)

INTERNATIONAL ACQUISITION – SUNWAVE PHARMA



DEAL STRUCTURE

PERFORMANCE

Purchase price of €42.5m plus max deferred payment of €23m

 One third cash (from existing funds), one third debt, one third deferred

- Accretive from May 2017
- Deferred payments over 3 years subject

to EBITDA achieved

- Asset deal
- CEO (ex-shareholder) stays on
- ASC will appoint additional executive
- €3.9m PAT for year to Dec 2016
- EBITDA margin close to 20%
- Sales double digit 3-year CAGR
- Strong product pipeline













LOCAL ACQUISITION - CIPLA ANIMAL HEALTH



 Comprises Agrimed (commercial animals) and Cipla Vet (companion animals), established in 2004 and owned by Cipla India, who are focusing on core competencies and divesting their veterinary operations in southern Africa





- Wide range of well known high quality animal medicines with addressable market shares of c.20% (Agrimed) and c.16% (Vet) – both at attractive margins
- Supplies more than 300 (Agrimed) and 45 (Vet) SKUs within total > 210 marketing authorisations
- Agrimed sells via agri co-operatives, tenders in SA/Botswana and large farmers; Vet via wholesalers, vet shops and vet practises
- Complements the Phyto-Vet division of Ascendis, with high margin products in strong growth segments, plus internationalisation potential - expansion into attractive veterinary pharma industry for Ascendis and synergies with Ascendis' retail presence

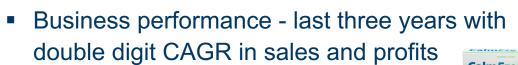


Purchase price of R375m (based on c.7.5 x EBITDA), including deferment of R50m over 15 months (adjusted in relation to working

Expected to be accretive from 1 May 2017

capital, net debt and target EBITDA to March 2017)

PAT for year ending March 2016: R31m
 – would add 33% to Phyto-Vet division
 on a pro forma basis



- Strong cash generation
- Currently only 10% in export markets, opportunity for synergies with Ascendis Phyto-Vet's existing African network











OUTLOOK



EVOLUTION OF THE GROUP





Integration of acquisitions

development

Restructuring & integration

Upscaling of talent

Product innovation
International platforms

Integration and synergies of international platform acquisitions

Search for further international bolt-on and platform acquisitions

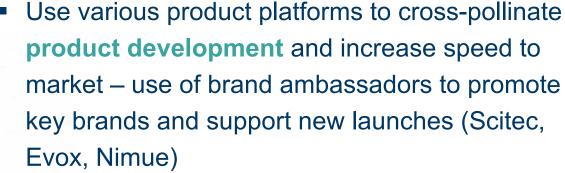
ORGANIC AND ACQUISITIVE GROWTH



OUTLOOK FOR H2



- Focus on synergies of European acquisitions (insourcing, R&D, procurement, production, cross-selling, customer poolings, geographies, shared services)
- Focus on production efficiencies between and within pharma plants to lift Pharma margin



Focus on several key **export** initiatives from South Africa (e.g. to Australia)

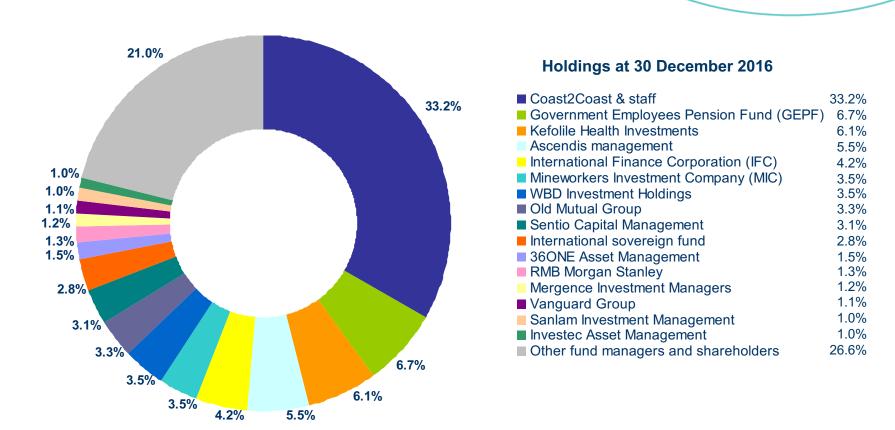
 Further internationalisation of Ascendis with finalisation of acquisition(s) in growth segments





SHAREHOLDER STRUCTURE





- 16.9% international holding (Dec 2015: 5.0%)
- 28.2% BEE holding (Dec 2015: 14.5%), including
 11.0% black female ownership

DISCLAIMER



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