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NASDAQ-listed Sucampo Pharmaceuticals Inc. has launched an all-cash tender offer in Japan by Sucampo's Japanese subsidiary and the execution of a separate share purchase agreement with certain shareholders of R-Tech Ueno to acquire all outstanding shares of R-Tech Ueno for a total consideration of \$278 million (JPY 33 billion) inclusive of approximately \$54 million in cash and 2.5 million Sucampo shares (5.5% of shares outstanding), held by R-Tech Ueno.

The purchase price reflects a 16% premium over R-Tech Ueno's one-month volume weighted average price and a 16% premium over R-Tech Ueno's three-month volume weighted average price.

R-Tech Ueno is a Japanese pharmaceutical company that manufactures Amitiza (lubiprostone) for Sucampo and Sucampo's commercialization partners, Takeda Pharmaceuticals, Mylan N.V. and Harbin Gloria Pharmaceuticals. R-Tech Ueno also receives revenue from sales of Rescula (unoprostone isopropyl) in Japan. In addition, the company has a diverse pipeline of drug candidates in various stages of development in gastroenterology, ophthalmology, autoimmune and inflammatory diseases, and oncology.

Assuming a successful completion of the acquisition, for full year 2016, excluding amortization and debt costs related to the proposed transaction, Sucampo expects to achieve net income of \$55 million to \$60 million, earnings per share of \$1.20 to \$1.30, and adjusted EBITDA of \$95 million to \$100 million.

In addition, Sucampo expects to achieve pre-tax operational synergies of approximately \$5 million on an annualized basis in 2016. Sucampo does not expect the acquisition to have a material impact on 2015 results given the expected timing of transaction close.

With this acquisition, Sucampo expects to gain control over Amitiza's manufacturing process, and will be able to enjoy a significant portion of global economics. The acquisition is also said to boost the company's pipeline and help reduce dependence on Amitiza for growth.

"This immediately accretive transaction accelerates Sucampo's growth and delivers on our strategic objectives of strengthening our financial performance and diversifying and expanding our product development pipeline," said Peter Greenleaf, Chief Executive Officer of Sucampo.

"By securing a larger portion of the global economics of Amitiza and control over the manufacturing and supply chain for the product, we will not only increase our revenues but also create the opportunity for greater efficiencies. In addition, this deal strengthens our early pipeline with product candidates across multiple different diseases of high unmet medical need, including nonalcoholic steatohepatitis (NASH) and chronic obstructive pulmonary disease (COPD). I believe that this transaction will continue to drive both the transformation of our company and increased value for our shareholders," concluded Greenleaf.