

Perrigo Announces Agreement To Sell Generic Rx Business For \$1.55 Billion In Total Consideration Establishes Perrigo as a pure-play global consumer self-care leader with top-tier Consumer Packaged Goods fundamentals
Cash proceeds of \$1.5 billion substantially enhances financial flexibility and optionality to create long-term shareholder value
Transaction is the final major portfolio reconfiguration step in consumer self-care transformation

DUBLIN, March 1, 2021 /[PRNewswire](#)/ -- Perrigo Company plc (NYSE; TASE: PRGO), a leading global provider of *Consumer Self-Care Products*, announced today that it has reached a definitive agreement to sell its Generic Rx Pharmaceuticals business to Altaris Capital Partners, LLC for total consideration of \$1.55 billion, including \$1.5 billion in cash, subject to customary adjustments. As part of the consideration, Altaris will also assume more than \$50 million in potential R&D milestone payments and contingent purchase obligations with third-party Rx partners.

Perrigo CEO and President Murray S. Kessler commented, "The sale of our Generic Rx business is the most impactful step in Perrigo's transformation plan. This transaction establishes Perrigo as a pure-play global consumer self-care company with industry leading fundamentals. Perrigo Consumer Self-Care will have a focused portfolio with over \$4 billion in revenues focused on the growing trends towards self-managed health and wellness. This transaction also provides the company with increased financial predictability and flexibility. After the transaction closes, Perrigo expects to have more than \$2 billion in cash available to advance its consumer self-care strategy, preferably through prudent and revenue accretive M&A. This is an exciting day for Perrigo."

Kessler concluded, "Altaris is an ideal owner to maximize the future potential of the Rx business, which has made important contributions to Perrigo and to the health of patients. I would like to thank the Rx team for their significant contributions over the years and their dedication throughout this process."

George Aitken-Davies, Co-founder and Managing Director of Altaris, commented, "We are delighted to be partnering with the management team and employees of Perrigo's Rx Pharmaceuticals business." Garikai Nyaruwata, Managing Director of Altaris, added, "Given our experience in the pharmaceutical sector and track record of corporate carve-out transactions, we believe we are well-positioned to support the Rx business as it becomes a standalone company focused on its mission of developing and marketing affordable pharmaceutical products."

The Rx business serves patients and health systems with 'extended topicals' medications, to treat ailments at more affordable prices. The differentiated and diversified portfolio includes topical generic medicines in multiple dosage forms, including creams, foams, mousses, gels, liquids and inhalable products.

The transaction is subject to customary closing conditions and is expected to close by the end of the third quarter. Centerview is serving as financial advisor and Wachtell, Lipton, Rosen & Katz is serving as legal counsel to Perrigo on the transaction. J.P. Morgan is serving as lead financial advisor and Lead Left Arranger and Goldman Sachs & Co. is serving as financial advisor and Arranger to Altaris Capital. Schiff Hardin LLP and Cleary Gottlieb are providing legal counsel to Altaris.

About Perrigo

Perrigo Company plc (NYSE; TASE: PRGO) is a leading provider of *Quality, Affordable Self-Care Products* and over-the-counter (OTC) health and wellness solutions that enhance individual well-being by empowering consumers to proactively prevent or treat conditions that can be self-managed. Led by its consumer self-care strategy, Perrigo is the largest store brand OTC player in the U.S. in the categories in which it competes through more than 9,000 SKUs under customer 'own brand' labels. Additionally, Perrigo is a Top 5 OTC company by revenue in Europe, where it markets more than 200 branded OTC products throughout 28 countries. The Company also commercializes and manufactures generic prescription products in the U.S. Visit Perrigo online at www.perrigo.com.

Forward-Looking Statements

Certain statements in this press release are "forward-looking statements." These statements relate to future events or the Company's future financial performance and involve known and unknown risks, uncertainties and other factors that may cause the actual results, levels of activity, performance or achievements of the Company or its industry to be materially different from those expressed or implied by any forward-looking statements. In some cases, forward-looking statements can be identified by terminology such as "may," "will," "could," "would," "should," "expect," "forecast," "plan," "anticipate," "intend," "believe," "estimate," "predict," "potential" or the negative of those terms or other comparable terminology. The Company has based these forward-looking statements on its current expectations, assumptions, estimates and projections. While the Company believes these expectations, assumptions, estimates and projections are reasonable, such forward-looking statements are only predictions and involve known and unknown risks and uncertainties, many of which are beyond the Company's control, including: the effect of the novel coronavirus (COVID-19) pandemic and the associated economic downturn and supply chain impacts on the Company's business; general economic, credit, and market conditions; future impairment charges; customer acceptance of new products; competition from other industry participants, some of whom have greater marketing resources or larger market shares in certain product categories than the Company does; pricing pressures from customers and consumers; resolution of uncertain tax positions, including the Company's appeal of the Notice of Assessment (the "NoA") issued by the Irish tax authority and the draft and final Notices of Proposed Assessment ("NOPAs") issued by the U.S. Internal Revenue Service and the impact that an adverse result in any such proceedings would have on operating results, cash flows, and liquidity; pending and potential third-party claims and litigation, including litigation relating to the Company's restatement of previously-filed financial information and litigation relating to uncertain tax positions, including the NoA and the NOPAs; potential impacts of ongoing or future government investigations and regulatory initiatives; potential costs and reputational impact of product recalls or sales halts; the impact of tax reform legislation and healthcare policy; the timing, amount and cost of any share repurchases; fluctuations in currency exchange rates and interest rates; the consummation and success of the sale of the Rx business, including the ability to achieve the expected benefits thereof, the risk that any required regulatory approvals will not be received or obtained or other closing conditions may not be satisfied within the expected time frame or at all and potential costs or liabilities incurred or retained in connection with the proposed transaction that may exceed the Company's estimates or adversely affect the Company's business or operations; the consummation and success of other announced acquisitions or dispositions, and the Company's ability to realize the desired benefits thereof; and the Company's ability to execute and achieve the desired benefits of announced cost-reduction efforts and strategic and other initiatives. An adverse result with respect to our appeal of any material

outstanding tax assessments or pending litigation, including securities or drug pricing matters, could ultimately require the use of corporate assets to pay such assessments, damages from third-party claims, and related interest and/or penalties, and any such use of corporate assets would limit the assets available for other corporate purposes. These and other important factors, including those discussed under "Risk Factors" in the Company's Form 10-K for the year ended December 31, 2020, as well as the Company's subsequent filings with the United States Securities and Exchange Commission, may cause actual results, performance or achievements to differ materially from those expressed or implied by these forward-looking statements. The forward-looking statements in this press release are made only as of the date hereof, and unless otherwise required by applicable securities laws, the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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