

Servier to Acquire Agios Pharmaceuticals' Oncology Business

- Transaction includes commercial, clinical and research-stage oncology portfolio and employees for up to \$2 billion plus royalties
- Includes Agios' marketed medicine TIBSOVO® and a strong oncology pipeline of Phase 3 and early-stage assets
- Acquisition in-line with Servier's strategic ambition to become a recognized and innovative player in oncology, supported by unique drug discovery capabilities
- Transaction to immediately strengthen Servier's commercial presence in the U.S. malignant hematology market and provide the potential for longer-term growth into the solid tumor space

PARIS, France and BOSTON, Mass., December 21st, 2020 – Servier, a global pharmaceutical company, today announced that it has entered into an agreement for the acquisition of Agios Pharmaceuticals' oncology business including its commercial, clinical and research-stage oncology portfolio for up to \$2 billion, including an upfront payment of \$1.8 billion and a potential \$200 million in regulatory milestone, plus royalties. The transaction has been approved by both companies' respective boards of directors. Subject to receipt of regulatory clearances and approval by Agios' shareholders, the acquisition is expected to close in Q2 2021.

In-line with Servier's strategy, this acquisition will enable the Group to strengthen its product portfolio and drug development pipeline in oncology. Given the important unmet medical needs in oncology, Servier has made oncology one of its strategic priorities, allocating 50% of its overall R&D budget¹ to this therapeutic area. The acquisition will also significantly reinforce Servier's presence in the U.S., where the Group has been operating since 2018.

"The strategic acquisition of Agios' oncology business, including its precision medicine portfolio and pipeline, is aligned with our ambition to become a recognized player in oncology and further supports our commitment to provide innovative treatments to cancer patients with unmet medical needs. It is a key step for the Servier Group as it will significantly strengthen our position in the U.S. and reinforce our R&D capabilities in oncology," stated Olivier Laureau, President of Servier. "We look forward to welcoming the experienced Agios oncology teams to Servier following the closing."

"Agios is a leader in the cellular metabolism space with a proven track record of discovering, developing and commercializing precision medicines," said David K. Lee, CEO, Servier Pharmaceuticals, the U.S. subsidiary of Servier. "The acquisition of Agios' oncology business, including highly experienced talent from research, development, technical operations and commercial functions, allows for an immediate expansion of our U.S. business into other hematologic malignancies and provides the potential for longer-term growth into the solid tumor space, thus ensuring that we can serve more patients living with unmet cancer needs than ever before."

"The sale of our oncology portfolio to Servier is a transformational milestone for Agios. We are proud of our heritage in oncology and the novel therapies we have advanced for patients with hematologic malignancies and solid tumors, and we are pleased to have found an excellent home for our oncology portfolio in Servier, a successful, patient-focused, global pharmaceutical company," said Jackie Fouse,

¹ Excluding generics



Ph.D., Chief Executive Officer of Agios. “Servier is committed to the oncology patient community and to investing in our assets and our people. This transaction will allow the oncology portfolio to grow and thrive with Servier.”

Transaction Details

The transaction includes the transfer of Agios’ oncology portfolio and associated employees, including its marketed medicine TIBSOVO® which is approved in the U.S. as monotherapy for the treatment of adults with IDH1-mutant relapsed or refractory acute myeloid leukemia (AML) and for adults with newly diagnosed IDH1-mutant AML who are ≥75 years old or who have comorbidities that preclude the use of intensive induction chemotherapy. TIBSOVO® is also under investigation in two Phase 3 combination trials in newly diagnosed AML, and as a potential treatment for previously treated IDH1-mutant cholangiocarcinoma and IDH1-mutant myelodysplastic syndrome (MDS). Servier will also acquire Agios’ co-commercialization responsibilities for Bristol Myers Squibb’s IDHIFA® (enasidenib) and conduct certain clinical development activities within the IDHIFA® development program.



In addition, the transaction includes Agios’ oncology pipeline and clinical programs, including vorasidenib, an investigational, brain-penetrant, dual inhibitor of mutant IDH1 and IDH2 which is currently being studied in the registration-enabling Phase 3 INDIGO study in patients with IDH-mutant low-grade glioma; AG-270, an investigational first-in-class methionine adenosyltransferase 2a (MAT2A) inhibitor being evaluated in combination with taxanes in patients with methylthioadenosine phosphorylase (MTAP)-deleted non-small cell lung cancer and pancreatic cancer; AG-636, a novel inhibitor of dihydroorotate dehydrogenase (DHODH); and Agios’ oncology research programs.

All of Agios’ U.S.-based employees who primarily support the oncology business will receive a comparable offer at Servier.

About Servier Group

Servier is a global pharmaceutical Group governed by a non-profit foundation, with its headquarters in France (Suresnes). With a strong international presence in 150 countries and a total revenue of 4.6 billion euros in 2019, Servier employs 22,000 people worldwide. Entirely independent, the Group invests on average 25% of its total revenue (excluding generics) every year in research and development and uses all its profits for its development. Corporate growth is driven by Servier’s constant commitment in five areas of excellence: cardiovascular, immune-inflammatory, and neurodegenerative diseases, cancer and diabetes, as well as by its activities in high-quality generic drugs. Servier also offers eHealth solutions beyond drug development.

More information: www.servier.com

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Lazard is serving as sole financial advisor to Servier, and Baker McKenzie is serving as legal counsel.

About Servier Pharmaceuticals

Servier Pharmaceuticals, LLC is a commercial-stage pharmaceuticals company with a passion for innovation and improving the lives of patients, their families and caregivers. In the United States, Servier Pharmaceuticals is committed to building a robust portfolio, starting with oncology, with future growth



driven by innovation in other areas of unmet medical need, leveraging Servier's global portfolio and seeking acquisitions, licensing deals and partnerships.

Servier Pharmaceuticals believes co-creation is fundamental to driving innovation and is actively building alliances that bring solutions to patients' lives and can accelerate access to therapies. We are building relationships with academia, venture capitalists, biotech and pharmaceutical peers and advocates with the aim of entering into mutually beneficial and complementary partnerships where each organization's skill sets are recognized and leveraged for the benefit of patients.

With our commercial expertise, global reach, scientific expertise and commitment to clinical excellence, Servier Pharmaceuticals is dedicated to bringing the promise of tomorrow to the patients that we serve.

Learn more at www.servier.us.

About Agios Pharmaceuticals

Agios is focused on discovering and developing novel investigational medicines to treat malignant hematology, solid tumors and rare genetic diseases through scientific leadership in the field of cellular metabolism. In addition to an active research and discovery pipeline across these three therapeutic areas, Agios has two approved oncology precision medicines and multiple first-in-class investigational therapies in clinical and/or preclinical development. For more information, please visit the company's website at www.agios.com.

Press contacts

Servier Group (France and worldwide)

Sonia Marques

media@servier.com

+33 (0)1 55 72 40 21 / + 33 (0)7 84 28 76 13

Servier Pharmaceuticals (U.S.)

Kelly Schlemm

kelly.schlemm@servier.com

+ 1 857. 329. 7609

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