



**MERZ TO ACQUIRE ULTHERA, INC.,
A LEADING ENERGY DEVICE COMPANY IN THE AREA
OF NON-SURGICAL LIFT**

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GREENSBORO, N.C. and MESA, A.Z. – JUNE 26, 2014 – Merz and Ulthera, Inc. today announced that they have entered a definitive merger agreement, pursuant to which Merz will acquire global medical device company Ulthera, a deal which will accelerate Merz’s growth in the aesthetics area and expand the company’s portfolio of treatment options in facial aesthetics.

Merz and Ulthera have entered a definitive merger agreement pursuant to which Merz will acquire Ulthera, Inc, a global medical device company focused on developing and commercializing technologies for aesthetic and medical applications using its therapeutic ultrasound platform technology. Valued at up to \$600 million in upfront cash and milestone payments, the acquisition is the largest in Merz’s history.

“This acquisition represents an important strategic milestone for Merz,” said Philip Burchard, CEO of Merz Pharma Group, which has affiliates in 18 countries around the world. “We have a vision to be the most innovative company in aesthetics, and expanding into the rapidly growing field of energy devices will position us for long-term success in this area. The addition of Ulthera’s energy device technology complements and expands our global presence in the aesthetics space.”

Founded in 2004, Ulthera is a leader in non-surgical lifting and tightening treatments. Using therapeutic ultrasound technology, the Ulthera® System is the first and only ultrasound platform device to receive FDA clearance for lifting skin on the eyebrow, the neck and under the chin. Ulthera expects sales of more than \$100 million in 2014.

“The aesthetic lift indication differentiates Ulthera from every other energy device available in the market today,” said Bill Humphries, President and CEO of Merz North America, Inc. “It is truly innovative technology, and we expect to leverage our in-house clinical expertise to develop further aesthetic and medical applications and bring them to the international marketplace.”

Merz and Ulthera have a shared mission: to bring innovations to market that meet the needs of physicians and improve the well-being of patients. This shared long-term vision provides a solid foundation for the combined company. “Joining with

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a like-minded, growing global healthcare company is a major milestone in the life of our company,” said Ulthera CEO Matt Likens. “Through our collaboration with Merz, we hope to introduce the Ulthera® System to new customers and markets around the world.”

“Building on this important new partnership, Merz will continue to seek innovative M&A and licensing opportunities on a global scale,” said Hans-Jörg Bergler, Head of Corporate Development for Merz Pharma Group.

The transaction has been approved by the boards of both companies and is subject to customary closing conditions, including the expiration or termination of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976. The transaction is expected to close in the third quarter of 2014.

About Merz North America

Merz North America is a specialty healthcare company that develops and commercializes innovative, high-quality treatment solutions in aesthetics, dermatology and neurosciences in the U.S. and Canada. Merz North America is an important contributor to the U.S. aesthetics space, offering a well-balanced range of injectable products, including the dermal fillers Radiesse® and Belotero Balance® and the neurotoxin Xeomin® (incobotulinumtoxinA), as well as the NEOCUTIS line of anti-aging and post-procedure skincare products. As part of the Merz Pharma Group of companies, our ambition is to become the most admired, trusted and innovative aesthetics and neurotoxin company. By developing products that improve patients’ health and help them to live better, feel better and look better, we will continue to make significant contributions to the well-being of individuals around the world.

For more information about Merz and the Company’s U.S. product portfolio, please visit www.merzusa.com.

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About Ulthera

Ulthera®, Inc. is a global, high-growth medical device company pioneering aesthetic and medical applications using its therapeutic ultrasound platform



technology. The Ulthera® System is the first and only energy-based device to receive FDA clearance for a non-invasive aesthetic lift indication. It is used in a face and neck procedure known as Ultherapy®, which is cleared to lift skin on the brow, neck and under the chin. Founded in 2004 and based in Mesa, Arizona. Ulthera is a privately held company backed by top-tier venture capital firms New Enterprise Associates and Apposite Capital. For more information, please visit www.Ulthera.com.

**IMPORTANT SAFETY INFORMATION for XEOMIN®
(incobotulinumtoxinA) INCLUDING BOXED WARNING**

WARNING: DISTANT SPREAD OF TOXIN EFFECT

Postmarketing reports indicate that the effects of XEOMIN® (incobotulinumtoxinA) for injection, for intramuscular use, and all botulinum toxin products may spread from the area of injection to produce symptoms consistent with botulinum toxin effects. These may include asthenia, generalized muscle weakness, diplopia, blurred vision, ptosis, dysphagia, dysphonia, dysarthria, urinary incontinence and breathing difficulties. These symptoms have been reported hours to weeks after injection. Swallowing and breathing difficulties can be life threatening and there have been reports of death. The risk of symptoms is probably greatest in children treated for spasticity but symptoms can also occur in adults treated for spasticity and other conditions, particularly in those patients who have underlying conditions that would predispose them to these symptoms. In unapproved uses, including spasticity in children and adults, and in approved indications, cases of spread of effect have been reported at doses comparable to those used to treat cervical dystonia and at lower doses.