

Equity Research

October 22, 2014

Price: \$18.77 (10/21/2014)

Price Target: NA

OUTPERFORM (1)

Eric Schmidt, Ph.D.

646.562.1345
eric.schmidt@cowen.com

Cristina Ghenoiu, Ph.D.

646.562.1401
cristina.ghenoiu@cowen.com

Key Data

Symbol	NASDAQ: RLYP
Market Cap (MM)	\$638.1

Company Quick Take

Patiromer NDA Submitted

The Cowen Insight

Relypsa announced the submission of its NDA for Patiromer. We view Patiromer as an effective treatment for the long term management of hyperkalemia, and view FDA approval as low risk. We estimate patiromer will be the first to enter this large market, and model sales ramping to nearly \$1B over time (~10% market share). We expect RLYP shares to outperform leading into FDA approval.

One Step Closer To Managing Chronic Hyperkalemia

Consistent with its most recent guidance, Relypsa has submitted an NDA for patiromer, brand name Patiromer For Oral Suspension (or Patiromer FOS). Patiromer is likely to be the first new treatment in 50 years for managing hyperkalemia (HK), a life-threatening conditions that is characterized by abnormally high levels of potassium in the blood. The NDA is supported by eight clinical trials that demonstrate Patiromer's efficacy and safety for the chronic treatment of hyperkalemia, which represents the great majority of the hyperkalemia opportunity.

An SPA-sponsored pivotal Phase III trial established that patiromer is effective at reducing serum potassium to normal ranges in ~76% of patients. The trial had a randomized withdrawal phase (Part B) that was undertaken in patients with moderate to high hyperkalemia, (K⁺ concentration > 5.5 mEq/L) meant to provide additional efficacy evidence and assess the impact of chronic dosing even in this difficult to treat population. The Part B trial met its primary endpoint, with the difference between the patiromer and the placebo groups in the median change in serum potassium levels from the start of Part B to week 4 equal to 0.72 mEq/L. Chronic dosing of patiromer is also supported by a positive Phase IIb trial which evaluated Patiromer FOS in patients for up to one year, the longest prospective study undertaken by a new candidate treatment in the hyperkalemia setting.

Importantly, the Phase III trial also met its exploratory endpoints designed to investigate the ability of patiromer to assist doctors in managing RAASi dosing of patients at risk of hyperkalemia. Due to this heightened hyperkalemia risk, many CKD and heart failure patients receive insufficient doses of the standard RAASi therapies, drugs known to delay disease progression, but also exacerbate HK. Moreover, following the onset-of-action study, it was determined that patiromer reliably reduces serum potassium in moderate to severe hyperkalemia CKD patients as early as 7 hours. This raises the possibility for patiromer to replace Kayexalate in the emergency room setting, as a maintenance medication after patients are administered fast acting but limited-effect drugs (calcium gluconate, insulin, beta-agonist).

Modest Market Share Could Translate Into Big Sales Gains

CKD represents a large and growing patient population driven by rising rates of obesity and diabetes. Physician checks suggest that managing hyperkalemia is a major unmet medical need, and that CKD and HF specialists would be receptive

Please see addendum of this report for important disclosures.

to a well tolerated treatment that would allow them to optimize RAASi dosing. The hyperkalemia market is wide open, and our assumptions for patiomer's market share are fairly modest. We would expect any subsequent therapeutic to expand the market rather than compete with patiomer for share. Although there are no head-to-head trials comparing Patiomer to the most likely next entrant, ZS Pharma's ZS-9 (NDA submission planned for H1:15), the drugs appear to have roughly equivalent efficacy/safety profiles, though ZS-9 should benefit from once daily dosing while Patiomer (BID dosing) holds first to market advantage. We note that Relypsa already has data indicating patiomer is as effective in QD as BID, and plans to initiate a study to support once daily approval around YE. We estimate Patiomer FOS will launch in late 2015 and model its U.S. market share growing from 0.6% in 2016 to 5.0% in 2022, with U.S. sales projected to reach \$400 by 2020. We expect RLYP shares to outperform as patiomer advances towards its likely FDA approval in 2015.

Valuation Methodology And Risks

Valuation Methodology

Biotechnology:

In calculating our 12-month target price, we employ one or more valuation methodologies, which include a discounted earnings analysis, discounted cash flow analysis, net present value analysis and/or a comparable company analysis. These analyses may or may not require the use of objective measures such as price-to-earnings or price-to-sales multiples as well as subjective measures such as discount rates.

We make investment recommendations on early stage (pre-commercial) biotechnology companies based upon an assessment of their technology, the probability of pipeline success, and the potential market opportunity in the event of success. However, because these companies lack traditional financial metrics, we do not believe there are any good methodologies for assigning a specific target price to such stocks.

Investment Risks

Biotechnology:

There are multiple risks that are inherent with an investment in the biotechnology sector. Beyond systemic risk, there is also clinical, regulatory, and commercial risk. Additionally, biotechnology companies require significant amounts of capital in order to develop their clinical programs. The capital-raising environment is always changing and there is risk that necessary capital to complete development may not be readily available.

Risks To The Price Target

Relypsa has no approved products and its entire future revenue stream depends on the commercial success of patiomor, the company's only product. Patiomor is still in clinical development. Even though it has successfully completed Phase III clinical trials, unexpected safety issues could emerge, thus jeopardizing the FDA approval process. To produce patiomor, Relypsa relies on a series of third-party manufacturers and depends on these entities to fulfill orders. In addition, patiomor sales may fall short of expectations. The drug treats hyperkalemia, a symptom that is often times induced by the administration of other drugs. The number of patients suffering from this complication may be smaller than expected.

We make investment recommendations on early stage (pre-commercial) biotechnology companies based upon an assessment of their technology, the probability of pipeline success, and the potential market opportunity in the event of success. However, because these companies lack traditional financial metrics, we do not believe there are any good methodologies for assigning a specific target price to such stocks.

Addendum

Stocks Mentioned in Important Disclosures

Ticker	Company Name
RLYP	Relypsa

Analyst Certification

Each author of this research report hereby certifies that (i) the views expressed in the research report accurately reflect his or her personal views about any and all of the subject securities or issuers, and (ii) no part of his or her compensation was, is, or will be related, directly or indirectly, to the specific recommendations or views expressed in this report.

Important Disclosures

Cowen and Company, LLC and/or its affiliates make a market in the stock of Relypsa securities.

Relypsa has been client(s) of Cowen and Company, LLC in the past 12 months.

Relypsa is or was in the past 12 months a client of Cowen and Company, LLC; during the past 12 months, Cowen and Company, LLC provided IB services.

Cowen and Company, LLC and/or its affiliates received in the past 12 months compensation for investment banking services from Relypsa.

Cowen and Company, LLC and/or its affiliates managed or co-managed a public offering of Relypsa within the past twelve months.

Cowen and Company, LLC compensates research analysts for activities and services intended to benefit the firm's investor clients. Individual compensation determinations for research analysts, including the author(s) of this report, are based on a variety of factors, including the overall profitability of the firm and the total revenue derived from all sources, including revenues from investment banking. Cowen and Company, LLC does not compensate research analysts based on specific investment banking transactions.

Disclaimer

This research is for our clients only. Our research is disseminated primarily electronically and, in some cases, in printed form. Research distributed electronically is available simultaneously to all Cowen and Company, LLC clients. All published research can be obtained on the Firm's client website, <https://cowenlibrary.bluematrix.com/client/library.jsp>.

Further information on any of the above securities may be obtained from our offices. This report is published solely for information purposes, and is not to be construed as an offer to sell or the solicitation of an offer to buy any security in any state where such an offer or solicitation would be illegal. Other than disclosures relating to Cowen and Company, LLC, the information herein is based on sources we believe to be reliable but is not guaranteed by us and does not purport to be a complete statement or summary of the available data. Any opinions expressed herein are statements of our judgment on this date and are subject to change without notice.

For important disclosures regarding the companies that are the subject of this research report, please contact Compliance Department, Cowen and Company, LLC, 599 Lexington Avenue, 20th Floor, New York, NY 10022. In addition, the same important disclosures, with the exception of the valuation methods and risks, are available on the Firm's disclosure website at <https://cowen.bluematrix.com/sellside/Disclosures.action>.

Price Targets: Cowen and Company, LLC assigns price targets on all covered companies unless noted otherwise. The price target for an issuer's stock represents the value that the analyst reasonably expects the stock to reach over a performance period of twelve months. The price targets in this report should be considered in the context of all prior published Cowen and Company, LLC research reports (including the disclosures in any such report or on the Firm's disclosure website), which may or may not include price targets, as well as developments relating to the issuer, its industry and the financial markets. For price target valuation methodology and risks associated with the achievement of any given price target, please see the analyst's research report publishing such targets.

Notice to UK Investors: This publication is produced by Cowen and Company, LLC which is regulated in the United States by FINRA. It is to be communicated only to persons of a kind described in Articles 19 and 49 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005. It must not be further transmitted to any other person without our consent.

Copyright, User Agreement and other general information related to this report

© 2014 Cowen and Company, LLC. Member NYSE, FINRA and SIPC. All rights reserved. This research report is prepared for the exclusive use of Cowen clients and may not be reproduced, displayed, modified, distributed, transmitted or disclosed, in whole or in part, or in any form or manner, to others outside your organization without the express prior written consent of Cowen. Cowen research reports are distributed simultaneously to all clients eligible to receive such research reports. Any unauthorized use or disclosure is prohibited. Receipt and/or review of this research constitutes your agreement not to reproduce, display, modify, distribute, transmit, or disclose to others outside your organization the contents, opinions, conclusion, or information contained in this report (including any investment recommendations, estimates or price targets). All Cowen trademarks displayed in this report are owned by Cowen and may not be used without its prior written consent.

Cowen and Company, LLC. New York (646) 562-1000 **Boston** (617) 946-3700 **San Francisco** (415) 646-7200 **Chicago** (312) 577-2240 **Cleveland** (440) 331-3531 **Atlanta** (866) 544-7009 **London** (affiliate) 44-207-071-7500

COWEN AND COMPANY RATING DEFINITIONS

Cowen and Company Rating System effective May 25, 2013

Outperform (1): The stock is expected to achieve a total positive return of at least 15% over the next 12 months

Market Perform (2): The stock is expected to have a total return that falls between the parameters of an Outperform and Underperform over the next 12 months

Underperform (3): Stock is expected to achieve a total negative return of at least 10% over the next 12 months

Assumption: The expected total return calculation includes anticipated dividend yield

Cowen and Company Rating System until May 25, 2013

Outperform (1): Stock expected to outperform the S&P 500

Neutral (2): Stock expected to perform in line with the S&P 500

Underperform (3): Stock expected to underperform the S&P 500

Assumptions: Time horizon is 12 months; S&P 500 is flat over forecast period

Cowen Securities, formerly known as Dahlgren Rose & Company, Rating System until May 25, 2013

Buy – The fundamentals/valuations of the subject company are improving and the investment return is expected to be 5 to 15 percentage points higher than the general market return

Sell – The fundamentals/valuations of the subject company are deteriorating and the investment return is expected to be 5 to 15 percentage points lower than the general market return

Hold – The fundamentals/valuations of the subject company are neither improving nor deteriorating and the investment return is expected to be in line with the general market return

Cowen And Company Rating Definitions

Distribution of Ratings/Investment Banking Services (IB) as of 09/30/14

Rating	Count	Ratings Distribution	Count	IB Services/Past 12 Months
Buy (a)	440	59.95%	105	23.86%
Hold (b)	278	37.87%	10	3.60%
Sell (c)	16	2.18%	0	0.00%

(a) Corresponds to "Outperform" rated stocks as defined in Cowen and Company, LLC's rating definitions. (b) Corresponds to "Market Perform" as defined in Cowen and Company, LLC's ratings definitions. (c) Corresponds to "Underperform" as defined in Cowen and Company, LLC's ratings definitions.

Note: "Buy", "Hold" and "Sell" are not terms that Cowen and Company, LLC uses in its ratings system and should not be construed as investment options. Rather, these ratings terms are used illustratively to comply with FINRA and NYSE regulations.

Relypsa Rating History as of 10/21/2014

powered by: BlueMatrix



Legend for Price Chart:

I = Initiation | 1 = Outperform | 2 = Market Perform | 3 = Underperform | UR = Price Target Under Review | T = Terminated Coverage | \$xx = Price Target | NA = Not Available | S=Suspended

Points Of Contact

Reaching Cowen

Main U.S. Locations

New York

599 Lexington Avenue
New York, NY 10022
646.562.1000
800.221.5616

Boston

Two International Place
Boston, MA 02110
617.946.3700
800.343.7068

Cleveland

20006 Detroit Road
Suite 100
Rocky River, OH 44116
440.331.3531

San Francisco

555 California Street, 5th Floor
San Francisco, CA 94104
415.646.7200
800.858.9316

Atlanta

3399 Peachtree Road NE
Suite 417
Atlanta, GA 30326
866.544.7009

Chicago

181 West Madison Street
Suite 1925
Chicago, IL 60602
312.577.2240

International Locations

**Cowen International
Limited****London**

1 Snowden Street - 11th Floor
London EC2A 2DQ
United Kingdom
44.20.7071.7500

**Cowen and Company (Asia)
Limited****Hong Kong**

Suite 1401 Henley Building
No. 5 Queens Road Central
Central, Hong Kong
852 3752 2333

