

Xencor, Inc (XNCR)

SMALL & MID CAP RESEARCH



Rating	OUTPERFORM*
Price (15 Dec 14, US\$)	11.49
Target price (US\$)	14.00 ¹
52-week price range	13.90 - 7.99
Market cap. (US\$ m)	360.74
Enterprise value (US\$ m)	304.50

*Stock ratings are relative to the coverage universe in each analyst's or each team's respective sector.

¹Target price is for 12 months.

Research Analysts

Jason Kantor, PhD

415 249 7942

jason.kantor@credit-suisse.com

Jeremiah Shepard, PhD

415 249 7933

jeremiah.shepard@credit-suisse.com

Ravi Mehrotra PhD

212 325 3487

ravi.mehrotra@credit-suisse.com

Anuj Shah

212 325 6931

anuj.shah@credit-suisse.com

Expect Increased Attention on XNCR's Bispecific Programs

Recently at ASH, XNCR's presented preclinical data from three bispecific programs, including its lead bispecific for AML, and partners Morphosys and CSL presented data for programs using XNCR's Fc technology. We believe that XNCR's bispecific program will garner increased interest over the next 12 months as a viable immuno-oncology platform. The updates from partners demonstrate the breadth of programs developed with XNCR's technology.

- **XNCR lifts the veil on its bispecifics at ASH:** XNCR provided an overview of preclinical data for three bispecifics, including its lead XmAb14045, an anti-CD123XCD3 for AML. XNCR plans to bring XmAb14045 to the clinic in 2016. XNCR's bispecific technology uses full length antibodies, which differentiates it from many others in the field. Preclinical data demonstrates activation of T-cells, nearly complete depletion of CD123+ cells, and a half-life of ~1 week. XNCR also presented data XmAb13551 (anti-CD38XCD3) potentially for multiple myeloma and XmAb13676 / XmAb13677 (anti-CD20XCD3) for non-Hodgkin lymphoma, which have similar half-lives as its lead bispecific.
- **Updates for partnered programs:** Morphosys presented Phase II data for MOR208 (anti-CD19) in NHL and CLL. As a single agent MOR208 generated several CRs in relapsed NHL. The overall response rate was 20% (20/89) in NHL, including 26% (9/35) in DLBCL and 23% (7/31) in FL. Partner CSL presented data from its Phase I study of CSL362 (anti-CD123) in AML. The trial assessed maintenance of CR, which was difficult to interpret.

Financial and valuation metrics

Year	12/13A	12/14E	12/15E	12/16E
EPS (CS adj.) (US\$)	-3.85	-0.68	-0.68	-0.62
Prev. EPS (US\$)	—	—	—	—
P/E (x)	-3.0	-16.9	-17.0	-18.7
P/E rel. (%)	-15.8	-96.5	-106.3	-130.6
Revenue (US\$ m)	10.2	5.5	7.0	11.0
EBITDA (US\$ m)	-9.8	-21.2	-23.5	-26.3
OCFPS (US\$)	-0.24	-0.65	-0.45	-0.72
P/OCF (x)	-37.6	-17.6	-25.6	-15.9
EV/EBITDA (current)	-30.0	-13.9	-12.5	-11.2
Net debt (US\$ m)	-78	-56	-138	-107
ROIC (%)	236.83	872.33	290.05	10,395.64
Number of shares (m)	31.40	IC (current, US\$ m)		-4.44
BV/share (Next Qtr., US\$)	1.9	EV/IC (x)		-142.3
Net debt (Next Qtr., US\$ m)	-61.9	Dividend (current, US\$)		—
Net debt/tot cap (Next Qtr., %)	-103.5	Dividend yield (%)		—

Source: Company data, Credit Suisse estimates.

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Immuno-oncology – Significant "Buzz" at ASH

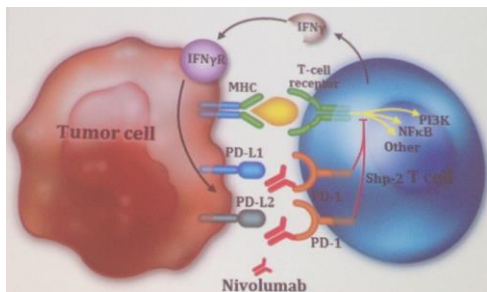
The field of immune activation to treat lymphoma and leukemia is not new, but at this year's ASH the immuno-oncology space was front and center. Besides traditional and Fc enhanced antibodies, which are both a form of immune therapy, the focus is on much higher potency treatments, such as CART cells, bispecifics, and checkpoint inhibitors.

Among these, the bispecific field is the least well recognized and has the greatest potential for increased investor focus. The recent FDA approval of AMGN's Blincyto for acute lymphoblastic leukemia 5 months ahead of its PDUFA date highlights the potential importance of this new approach.

Exhibit 1: Immuno Oncology – Getting T-cells to Kill Tumor cells

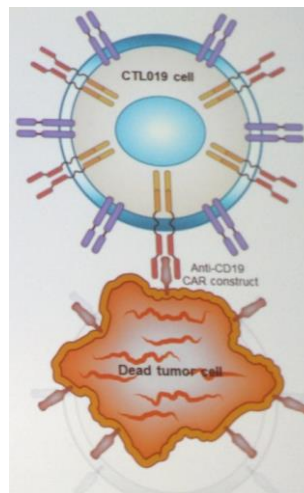
Checkpoint Inhibitors

off-the-shelf antibodies
a large and emerging new
class of drugs



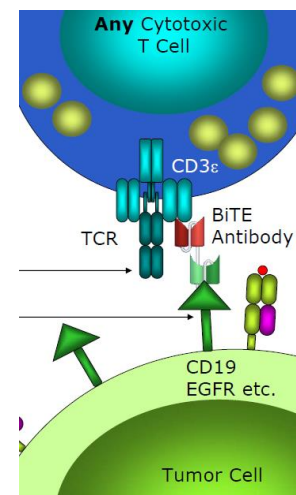
Yervoy (BMY), Keytruda (MRK), Nivolumab (BMY) approved in solid tumors. Huge "buzz" at ASH for first major data in lymphoma/leukemia. Global market opportunity for checkpoint inhibitors estimated at \$30B

CAR T cells
personalized "living" drugs
one time treatments



Activity seen by many independent groups in lymphoma and leukemia. Impressive efficacy, many long lasting remissions after single (or sometimes two) infusions. Significant excitement at ASH this weekend

Bispecifics
off-the-shelf, infused



AMGN's Blincyto was approved last week, 5 months early!! It is the first bispecific. Others are working on improved versions and new targets

Source: Company data, Credit Suisse estimates

Bispecifics to activate the immune system

The BiTE approach (bispecific T-cell engager) was first championed by Micromet, which was acquired by AMGN. The concept is to create a molecule that can bind to a tumor specific antigen (such as CD19 in the case of Blincyto) and at the same time bind to (and activate) T-cells. In this way, the BiTE can direct the potent cell-killing activity of the T-cell to the cancer cell. Unlike CART cells (which also direct T-cells to tumor cells), the BiTE approach is an off-the-shelf product.

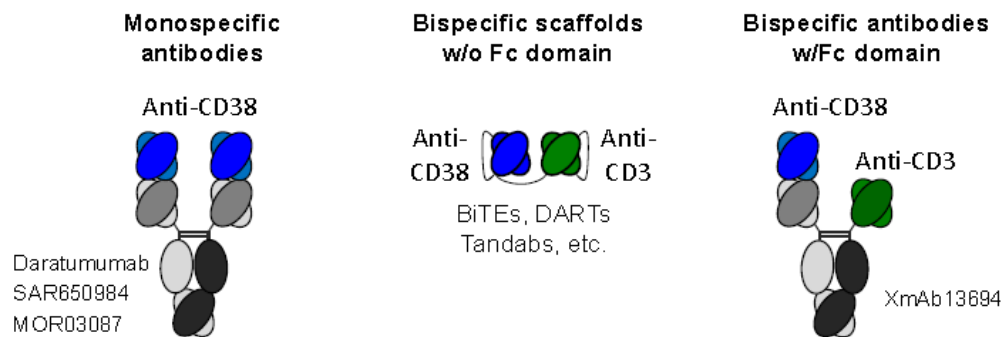
First generation BiTEs are small single-chain antibody fragments whose half-life is quite short, and in the case of Blincyto, require a continuous infusion pump to deliver the drug. Other similar approaches like MGNX's DART technology have a similar issue, but modifications can be made to extend their half-life.

More recently, a number of companies have developed full length bispecific antibodies, which combine the potent T-cell mediated tumor killing with a longer half-life product.

Historically, full length bispecifics have been difficult to manufacture and several companies have developed technologies to make it feasible, which we believe will represent next-generation bispecifics.

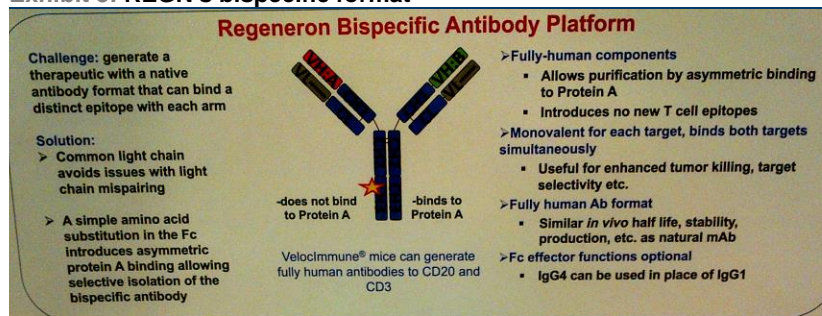
- **Xencor:** Uses Fc engineering and a plug-and-play anti-CD3 binding domain to ensure proper heavy chain and light chain pairing and purification of the bispecific (Exhibit 2).
- **Regeneron:** Uses a common light chain and Fc engineering to ensure proper heavy chain and light chain pairing and purification of the bispecific (Exhibit 3).
- **Roche:** Uses a variety of approaches (Knob in holes and CrossMAbs) which are forms of Fc engineering and heavy chain engineering to ensure proper heavy chain and light chain pairing and purification of the bispecific (Exhibit 4).
- **Genmab:** Expresses two separate engineered antibodies and then mixes them together under specific conditions to preferentially form mixed bispecifics (Exhibit 5).

Exhibit 2: XNCR's bispecific format for its anti-CD38

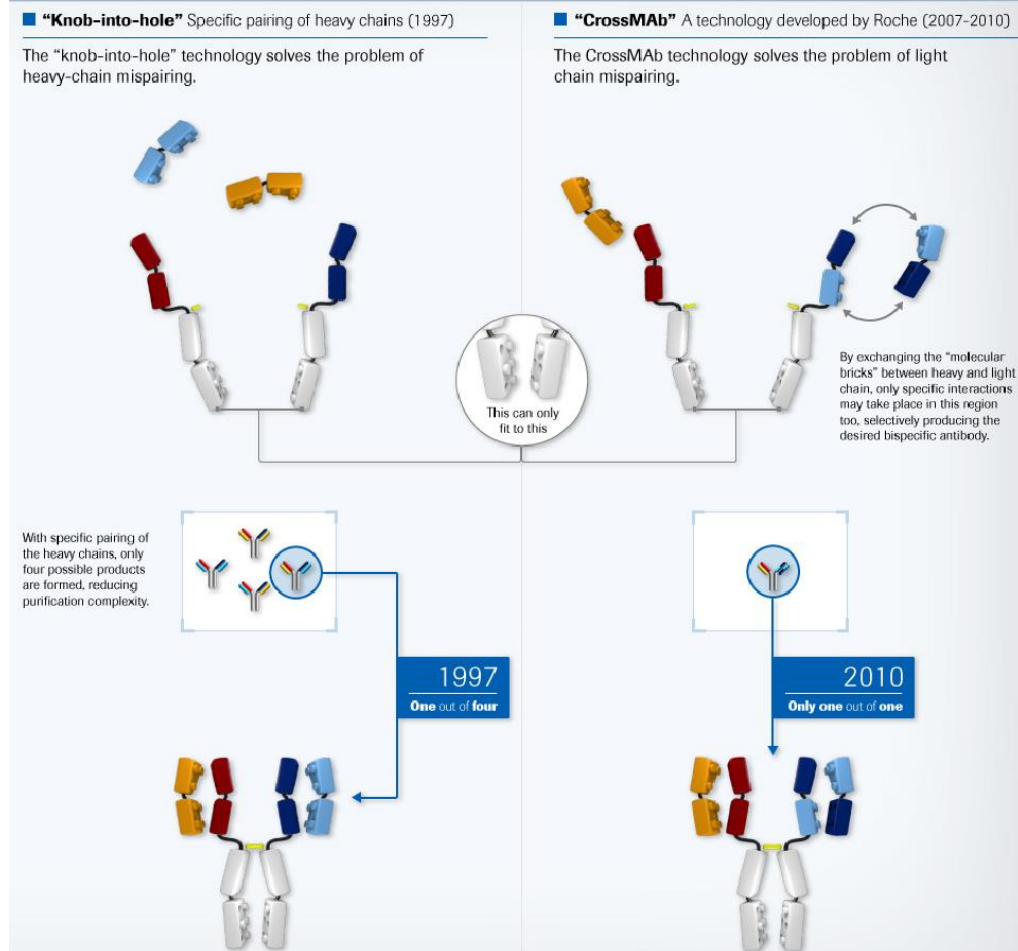


Source: Company data, Credit Suisse estimates

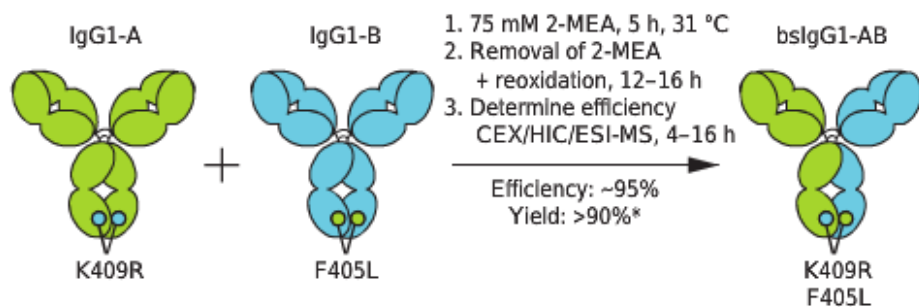
Exhibit 3: REGN's bispecific format



Source: Company data, Credit Suisse estimates

Exhibit 4: Roche's bispecific format

Source: Company data, Credit Suisse estimates

Exhibit 5: Genmab's bispecific format

Source: Company data, Credit Suisse estimates

XNCR's emerging bispecific program

XNCR is developing a bispecific format that uses a full length Fc. This full length domain allows for ~1 week half-life, which is significantly longer than other bispecifics such as AMGN's BiTEs. REGN is also working on full-length bispecifics that have a long half-life in mice.

XNCR will likely enter into a partnership for the technology or one of its preclinical candidates (potentially in 2015 – no guidance on this topic).

XNCR has three preclinical candidates.

XmAb14045 (CD123xCD3) targets CD123, a validated target in AML. CD123 is found on AML cells and on tumor stem cells. CSL is developing an anti-CD123 monoclonal antibody, and toxin fusions targeting CD123 have shown evidence of anti-tumor activity. XNCR plans to file an IND in late 2015 to start Phase I. Notable comments from the poster include:

- Effectively recruits T-cells to kill CD123+ AML cells at a 1 ng/mL concentration
- Depletes CD123+ AML cells in monkeys at doses of 1 or 10 ng/mL
- The half-life of the bispecific is approximately 6 days in mice
- Uses XNCR's modular bispecific technology and can be efficiently manufactured using standard antibody production methods

XmAb13694 (CD38xCD3) targets CD38, a clinically validated antibody target in multiple myeloma. Several "naked" antibodies are advancing in development including daratumumab (Genmab/JNJ), SAR650984 (Sanofi/IMGN), and MOR03087 (Morphosys/CELG). Notable comments from the poster include:

- Efficiently kills CD38(+) multiple myeloma cells, potentially better than daratumumab in mice
- The half-life of the bispecific is approximately 7 days
- Doses up to 20 mg/kg have been well tolerated in monkeys
- Uses XNCR's modular bispecific technology and can be efficiently manufactured using standard antibody production methods

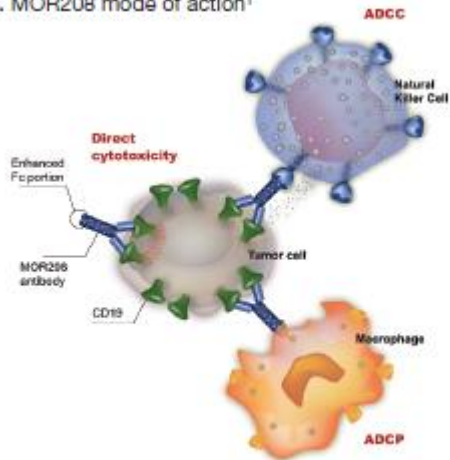
XNCR is developing two Anti-CD20xCD3, XmAb13676 and XmAb13677. These two antibodies have the ability to recruit T-cells to B-cells for directed killing with ~50 and ~2ng/mL potency, respectively, with in vitro experiments. Ideally these bispecifics can be used for CD20+ B cell leukemias and lymphomas.

MOR208 – Three ongoing Phase II trials

MOR208 is an Fc engineered anti-CD19 antibody that kills cells through ADCC. There are currently three ongoing Phase II trials of MOR208 for a variety of B-cell malignancies (NHL, CLL, and ALL). Phase II data in NHL and CLL patients were presented at ASH.

Exhibit 6: Proposed mechanism of action for MOR208

Figure 1. MOR208 mode of action¹



ADCC, antibody-dependent cell-mediated cytotoxicity; ADCP, antibody-dependent cell-mediated phagocytosis.

Source: Morphosys

Non-Hodgkin lymphoma (NHL): As of November 17th, this trial enrolled 89 relapsed/refractory NHL patients, including FL, MCL, DLBCL, and iNHL, that previously received at least one Rituxan-based therapy. The patients received up to eight weekly doses of MOR208 in the initial phase and if they achieved a response, the patients received MOR208 maintenance therapy until progression.

This study included a two stage design. In stage 1, approximately 10 patients were enrolled into the four different NHL subtypes (DLBCL, FL, MCL and iNHL). In stage 2, disease cohorts with two or more responses (CR or PR) were expended with another 20 patients. DLBCL and FL were expanded in stage 2 while iNHL "was not expanded due to heterogeneity" even though it met the criteria for expansion.

Exhibit 7: Responses for the four NHL subtypes in MOR208 NHL study

	DLBCL N=35	FL N=31	MCL N=12	iNHL N=11	Overall N=89
Complete responses	2	1	0	1	4
Partial responses	7	6	0	3	16
ORR per cohort	26%	23%	0%	36%	22%
Stable disease	5	14	6	3	28
Progressive disease	11	4	5	3	23
Not evaluable	10	6	1	1	18

Source: Company data

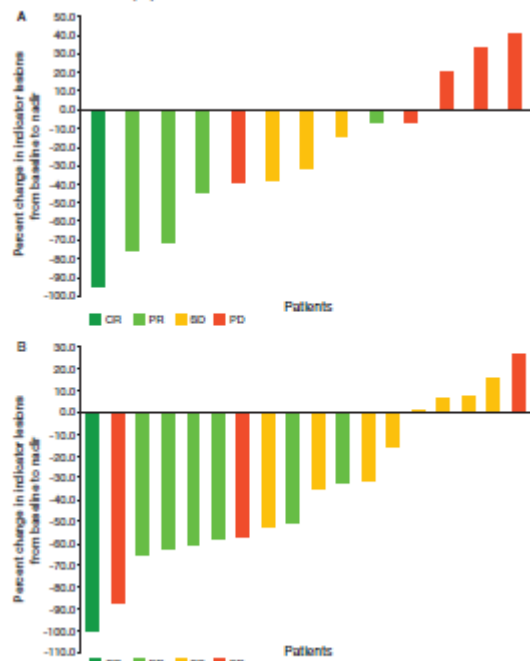
Key observations from the trial included:

- The median duration of response for DLBCL and FL patients is 7.7 months and 2.6 months, respectively

- Tumor shrinkage analysis (conducted by two independent central radiologist readers) indicated that 10/13 (77%) DLBCL patients and 12/18 (67%) of the FL patients analyzed recorded a shrinkage (Exhibit 8).
- Infusion-related adverse events were reported in 8/89 (9%) of the patients. One grade 4 adverse event (dyspnea) is an infusion-related reaction.
- The data demonstrate that the drug is active as a single agent and it is well tolerated. Future work is expected to combine the agent with other therapies active in NHL.

Exhibit 8: Waterfall plots for DLBCL and FL patients

Figure 5. Tumor shrinkage* for patients in the DLBCL (A) and FL cohorts (B)



*Tumor shrinkage data represent the mean values of measurements performed by two independent central radiologist readers.
DLBCL, diffuse large B-cell lymphoma; FL, follicular lymphoma; CR, complete response; PR, partial response; SD, stable disease; PD, progressive disease.

Source: Company data

Chronic lymphocytic leukemia (CLL): This investigator sponsored trial examined MOR208 in both relapsed/refractory CLL. The results suggest that MOR208 is comparable to single agent CD20 therapies.

Patients received MOR208 at days 1 and 4 in week 1 and on day 1 in weeks 2-8. If a patient achieved a response, then the patient entered a maintenance cohort that was scheduled to receive four more monthly infusions. Eight patients went on to the maintenance cohort.

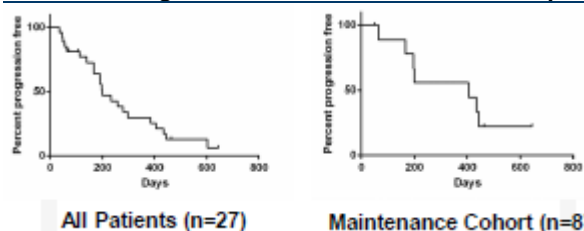
Key observations from the trial included:

- Of the 16 patients dosed at the recommended dose (12mg/kg), six (38%) achieved a PR and 10 (63%) had stable disease by IWCLL criteria.
- For the 26 patients dosed in the study, eight (30%) achieved a PR and 17 (63%) had stable disease by IWCLL.
- No MTD was reached and five patients experienced a Grade 3/4 side effect, which included neutropenia, thrombocytopenia, increased aspartate aminotransferase,

febrile neutropenia, or TLS. One DLT observed was Grade 4 neutropenia last seven or more days in the 12mg/kg cohort.

- Infusion reactions were reported in 67% of the patients. However, no anti-human antibodies developed in patients.
- Mean PFS was 199 days for all patients and 420 days for the eight patients with extended treatment. The graph of the PFS for both cohorts is below.

Exhibit 9: Progression free survival for the CLL patients treated with MOR208



Source: Company data

Acute lymphoblastic leukemia (ALL): This Phase II trial is expected to recruit up to 30 relapsed/refractory patients. The study is still recruiting patients.

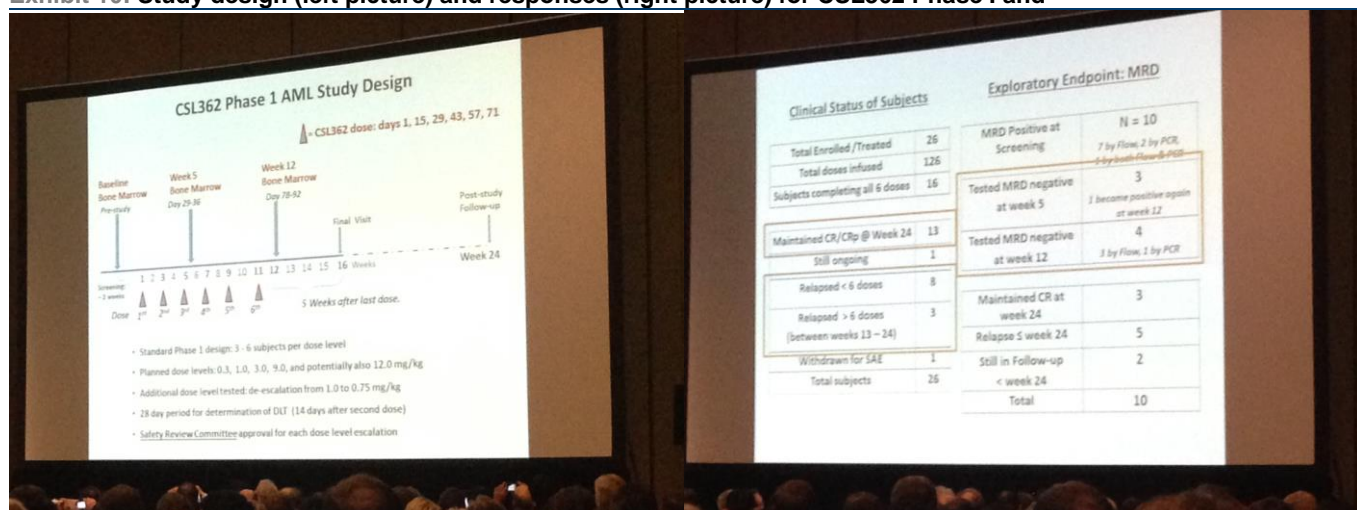
CSL Limited licensed its anti-CD123 antibody to Janssen

CSL362 is an anti-CD123 antibody with enhanced ADCC activity. CD123 is also known as the IL3 receptor. It is found on AML cells and on cancer stem cells. Several drugs are in development for CD123 (including a preclinical bispecific program at XNCR).

CSL362 is in Phase I for relapsed/refractory AML to determine if it can prevent relapse. CSL presented the first set of data from the trial at ASH last week. The study enrolled 26 AML patients that achieved a CR or CRi and were at high risk of relapsing.

Approximately 50% of the patients maintained a CR at 24 weeks. Of the 10 patients MRD positive at baseline, four became MRD negative at 12 weeks. There were 11 patients that relapsed during therapy. There were three DLTs noted (1 case of hypertension @ 0.3mg/kg dose and 2 infusion site reactions @ 1.0mg/kg dose). However, the therapy appears to be fairly well tolerated and the drug was dosed up to 9.0mg/kg in eight patients in the study.

Exhibit 10: Study design (left picture) and responses (right picture) for CSL362 Phase I and



Source: Company data, Credit Suisse estimates

Exhibit 11: XNCR Newsflow

Product/Event	Indication	Catalyst	Expected Date
XmAb5871	RA	Phase IIa results	YE:14
MOR208	ALL	Complete enrollment in ALL cohort	Q4:14
MOR208	NHL, r/r CLL	Phase II data at ASH	Dec. 2014
Bispecifics	Multiple	Presentation of preclinical data at ASH	Dec. 2014
XmAb7195	Asthma	Phase Ia data in patients with asthma and allergic disease (includes high IgE cohort)	Jan. 2015
XmAb7195	Asthma	Phase Ib start	Q1:15
XmAb5871	IgG4- related disease	Start first clinical study	2015
XmAb7195	Asthma	Start Phase II in poorly controlled	late 15/ early 16
MOR208	CLL	IST to complete enrollment of CLL study	H2:15
XmAb14045	AML	Phase I start	mid-2016

Source: Company data, Credit Suisse estimates

Exhibit 12: XNCR Pipeline

Drug	Target	Technology	Indication	Stage	Partner
XmAb5574/MOR208	CD19	High ADCC	CLL, NHL, ALL	Phase II	Morphosys
XmAb5871	CD19	Immune inhibitory	Autoimmune/ IgG4RD	Phase I/II	Proprietary
XmAb7195	IgE	Immune inhibitory	Asthma/Allergy	Phase I	Proprietary
BI 836826	CD37	High ADCC	CLL, NHL	Phase I	Boehringer Ingelheim
BI 836858	CD33	High ADCC	AML	Phase I	Boehringer Ingelheim
CSL362	CD123 (IL3R)	High ADCC	AML	Phase I	CSL/Janssen
ND	ND	Stability	Autoimmune	Phase I	Merck
ND	ND	Long half-life	Undisclosed	Phase I	Alexion
Xtend-TNF	TNF	Long half-life	Autoimmune	Preclinical	Proprietary
XmAb14045	CD123	Bispecific	AML	Preclinical	Proprietary
CD3 X CD38	CD38	Bispecific	Oncology	Preclinical	Proprietary
CD3 X CD20	CD20	Bispecific	Lymphoma	Preclinical	Proprietary
Xtend-CTLA4	CTLA4	Long half-life	Autoimmune	Preclinical	Proprietary
Anti-X/ CD32b	ND	Immune inhibitory	TBD	Discovery Lead	Proprietary
ND	ND	Long half-life	Hematology	Preclinical	CSL
ND	ND	Long half-life	Autoimmune	Preclinical	Janssen

Source: Company data, Credit Suisse estimates

Exhibit 13: XNCR Model

	2012A	2013A	Q1:14A	Q2:14A	Q3:14A	Q4:14E	2014E	2015E	2016E	2017E	2018E	2019E	2020E
Revenues													
US sales of XmAb7195													
Ex-US royalties on XmAb7195													
Royalties on XmAb5871													
Partnering, grants, milestones	9.5	10.2	2.2	0.8	0.8	1.6	5.5	7.0	11.0	26.1	15.0	20.0	20.0
Total Revenues	9.5	10.2	2.2	0.8	0.8	1.6	5.5	7.0	11.0	26.1	15.0	20.0	20.0
Expenses													
Cost of goods													
Research and development	12.7	17.0	4.2	4.3	5.0	6.3	19.8	22.6	28.5	31.4	39.3	40.6	42.0
Sales, general, administrative	3.1	3.7	1.7	1.6	2.2	1.9	7.3	7.9	8.7	9.9	14.3	14.6	19.0
Total Operating Expenses	15.8	20.7	6.0	5.9	7.1	8.2	27.1	30.5	37.2	41.3	53.6	55.2	61.0
Operating income (loss)	(6.2)	(10.5)	(3.8)	(5.1)	(6.3)	(6.6)	(21.7)	(23.5)	(26.3)	(15.2)	(38.6)	(35.2)	(41.0)
Total Other Income (Expense)	(2.4)	(49.7)	0.0	0.0	0.0		0.0						
Pre Tax Income	(8.6)	(60.3)	(3.8)	(5.0)	(6.3)	(6.6)	(21.6)	(23.5)	(26.3)	(15.2)	(38.6)	(35.2)	(41.0)
Income tax													
Net Income	(8.6)	(60.3)	(3.8)	(5.0)	(6.3)	(6.6)	(21.6)	(23.5)	(26.3)	(15.2)	(38.6)	(35.2)	(41.0)
 EPS - diluted (proforma)	 (\$38.31)	 (\$3.85)	 (\$0.12)	 (\$0.16)	 (\$0.20)	 (\$0.20)	 (\$0.68)	 (\$0.68)	 (\$0.62)	 (\$0.33)	 (\$0.77)	 (\$0.58)	 (\$0.65)
Shares outstanding - basic (proforma)	0.22	15.65	31.36	31.37	31.40	32.31	31.83	34.88	42.70	46.21	49.98	60.48	63.50
Shares outstanding - diluted (proforma)	0.22	15.65	31.36	31.37	31.40	33.60	33.08	36.23	44.16	47.80	51.69	62.27	65.39

Source: Company data, Credit Suisse estimates

Companies Mentioned (Price as of 15-Dec-2014)

Amgen Inc. (AMGN.OQ, \$159.6)
Amlin (AML.L, 436.3p)
GENMAB (GEN.CO, Dkr337.4)
Regeneron Pharmaceutical (REGN.OQ, \$401.01)
Roche (ROG.VX, SFr279.3)
Xencor, Inc (XNCR.OQ, \$11.49, OUTPERFORM, TP \$14.0)

Disclosure Appendix

Important Global Disclosures

Jason Kantor, PhD and Ravi Mehrotra PhD, each certify, with respect to the companies or securities that the individual analyzes, that (1) the views expressed in this report accurately reflect his or her personal views about all of the subject companies and securities and (2) no part of his or her compensation was, is or will be directly or indirectly related to the specific recommendations or views expressed in this report.

3-Year Price and Rating History for Xencor, Inc (XNCR.OQ)

XNCR.OQ	Closing Price	Target Price	
Date	(US\$)	(US\$)	Rating
03-Dec-13	8.34		R
03-Jan-14	9.15	14.00	O *

* Asterisk signifies initiation or assumption of coverage.



The analyst(s) responsible for preparing this research report received Compensation that is based upon various factors including Credit Suisse's total revenues, a portion of which are generated by Credit Suisse's investment banking activities

As of December 10, 2012 Analysts' stock rating are defined as follows:

Outperform (O) : The stock's total return is expected to outperform the relevant benchmark* over the next 12 months.

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Neutral/Hold*	37%	(50% banking clients)
Underperform/Sell*	14%	(43% banking clients)
Restricted	2%	

*For purposes of the NYSE and NASD ratings distribution disclosure requirements, our stock ratings of Outperform, Neutral, and Underperform most closely correspond to Buy, Hold, and Sell, respectively; however, the meanings are not the same, as our stock ratings are determined on a relative basis. (Please refer to definitions above.) An investor's decision to buy or sell a security should be based on investment objectives, current holdings, and other individual factors.

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Price Target: (12 months) for Xencor, Inc (XNCR.OQ)

Method: Our \$14 target for XNCR is derived using a probability-adjusted DCF (discounted cash flow), including \$9 for XmaB7195 (40% POS), \$3 for XmaB5871 (25% POS), and \$1 each for MOR208 and the technology licensees. We use a 12% discount rate and model through the products' entire lifecycle.

Risk: Risks to our \$14 target price for Xencor, Inc include: 1) unexpected negative result for proprietary or partnered clinical programs, 2) financing risk from expected future equity raises, 3) competition in the CD19 and asthma programs, and 4) significant delay in one or more clinical programs that pushes potential approval timeline(s) out.

Please refer to the firm's disclosure website at <https://rave.credit-suisse.com/disclosures> for the definitions of abbreviations typically used in the target price method and risk sections.

See the Companies Mentioned section for full company names

The subject company (XNCR.OQ) currently is, or was during the 12-month period preceding the date of distribution of this report, a client of Credit Suisse.

Credit Suisse provided investment banking services to the subject company (XNCR.OQ) within the past 12 months.

Credit Suisse has received investment banking related compensation from the subject company (XNCR.OQ) within the past 12 months

Credit Suisse expects to receive or intends to seek investment banking related compensation from the subject company (XNCR.OQ) within the next 3 months.

As of the date of this report, Credit Suisse makes a market in the following subject companies (XNCR.OQ).

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The analyst(s) involved in the preparation of this report have not visited the material operations of the subject company (XNCR.OQ) within the past 12 months

Restrictions on certain Canadian securities are indicated by the following abbreviations: NVS--Non-Voting shares; RVS--Restricted Voting Shares; SVS--Subordinate Voting Shares.

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