#### **COMPANY NOTE**

**Target Change** 

USA | Healthcare | Biotechnology

January 21, 2014

## **Jefferies**

Price target \$50.00 (from \$46.00)

Price \$37.00

## OncoMed (OMED) ASCO GI: Incremental Data From OMED's Notch 2/3 And Demcizumab

#### **Key Takeaway**

We attended the ASCO GI meeting, where data was presented for OMED's anti-Notch2/3 OMP-59R5 and anti-DLL4 demcizumab in pancreatic cancer. Both show promising response rates, and we believe that the data for the next cohort of patients in each study is tracking favorably.

Next Dose Cohort Of Demcizumab-Gem-Abraxane in Pancreatic Cancer Also **Showing Good Responses.** Data from the Phase 1b trial of OMED's anti-DLL4 demcizumab (initial cohort at 2.5 mg/kg every two weeks, g2w) in combination with gemcitabine and Abraxane (gem-Abraxane) in the treatment of pancreatic cancer demonstrated 50% (3/6 patients) partial response (PR), higher than the 23% response rate in the pivotal trial of gem-Abraxane. Of note, no demcizumab-related cardiotoxicity events have occurred with the implementation of the truncated treatment approach and regular monitoring. Notably, the data in the poster contains only triple-therapy patients treated prior to November 20, but we learned that the company is now dosing up to 3.5 mg/kg q2w and we believe that responses have been comparable at this dose. We believe a randomized Phase 2 trial of demcizumab at this dose with gem-Abraxane may start in 2H14.

Next Cohort of OMP-59R5-Gem-Abraxane Likely To Show Strong Safety **Observed.** In the Phase 1b/2 ALPINE trial of its anti-Notch2/3 antibody OMP-59R5 in combination with gem-Abraxane for untreated metastatic pancreatic cancer, OMP-59R5gem-Abraxane demonstrated a 46% (6/13 patients achieved a partial response) response rate. The response rate of 46% in the triple combination arms is also promising relative to historical gem-Abraxane data, but the investigator noted that the OMP-59R5 patients may be slightly less sick than those in the gem-Abraxane pivotal trial. No dose-limiting toxicities were observed up to 12.5 mg/kg of 59R5, despite the fact that the maximum tolerated dose with single agent was 7.5 mg/kg. Dose escalation has proceeded to 15 mg/kg in 10 patients. We believe dosing will be stopped at 15 mg/kg as this is thought to be the targeted maximum efficacious dose based on biomarker data, and if safe, this will be the dose taken into the Phase 2 portion of the ALPINE study, expected to begin in 2Q14.

#### Valuation/Risks

We are raising our price target from \$46 to \$50 (\$21 to \$23 demcizumab + \$4 to \$5 GSK + \$4 Bayer + \$7 CELG + \$11 cash) to reflect a modest increase in the probability of demcizumab and Notch 2/3 success. Risks include: clinical, regulatory, commercial.

| USD       | Prev.   | 2012A   | Prev. | 2013E   | Prev. | 2014E | Prev. | 2015E |
|-----------|---------|---------|-------|---------|-------|-------|-------|-------|
| Rev. (MM) |         | 24.7    |       | 39.9    |       | 124.0 |       | 183.0 |
| EPS       |         |         |       |         |       |       |       |       |
| Mar       |         |         |       | (0.39)A |       |       |       |       |
| Jun       |         |         |       | (0.43)A |       |       |       |       |
| Sep       |         |         |       | (0.15)A |       |       |       |       |
| Dec       |         |         |       | 0.05    |       |       |       |       |
| FY Dec    | (21.58) | (21.25) |       | (0.84)  |       | 0.65  |       | 2.61  |

| Financial Summary         |                   |
|---------------------------|-------------------|
| Net Debt (MM):            | (\$140.0)         |
| Cash/Share:               | \$60.20           |
| Market Data               |                   |
| 52 Week Range:            | \$42.34 - \$12.07 |
| Total Entprs. Value (MM): | \$888.6           |
| Market Cap. (MM):         | \$1,028.6         |
| Shares Out. (MM):         | 27.8              |
| Float (MM):               | 6.2               |
| Avg. Daily Vol.:          | 350,562           |

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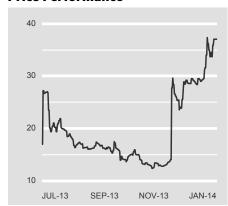
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#### **Price Performance**



# OMED Target Change January 21, 2014

#### OncoMed Pharmaceuticals, Inc.

#### **BUY: \$50 Price Target**

#### Scenarios

#### **Target Investment Thesis**

- We believe OMED is a leader in cancer stem cell (CSC) targeting drugs
- We are encouraged by single agent activity with demcizumab in pancreatic and lung
- We see the GSK, Celgene, and Bayer collaborations as lucrative and validating the technology
- Target Price: \$50 = \$23 demcizumab + \$5
   GSK + \$4 Bayer + \$7 CELG + \$11 cash

#### **Upside Scenario**

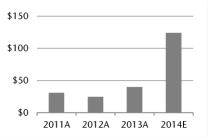
- We believe with CELG support, demcizumab could be a leading add-on to conventional chemotherapy
- Positive Phase 2 data and pivotal trials could increase the probability of success across programs
- No cost upside with GSK and Bayer covering costs of late stage development and commercialization
- Target Price: \$65 = \$27 demcizumab + \$9
   GSK + \$9 Bayer + \$9 CELG + \$11 cash

#### **Downside Scenarios**

- All programs are early stage
- Historical CV issues with demcizumab may persist or give FDA pause
- Collaborators may not opt-in to development programs
- Target Price: \$11 = \$7 demcizumab + \$0
   GSK + \$0 Bayer + \$0 CELG + \$4 cash

#### **Long Term Analysis**

#### Revenue (millions)



#### **Long Term Financial Model Drivers**

5-Year Revenue CAGR

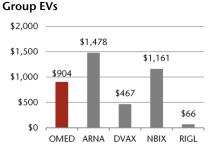
66%

#### Other Considerations

With several eagerly anticipated product launches, anemic pipelines at large cap biotech and pharma, and an increasingly conservative FDA stance, we believe midcap biotech could lead sector performance in 2014. We see a premium placed on late-stage and marketed products. M&A interest could also factor into the performance of the sector, particularly among small-cap and mid-cap companies with later stage programs.

#### Source: Company data, Jefferies

#### **Peer Group**



#### Net Income



#### **Recommendation / Price Target**

| Ticker | icker Recommendation |      |
|--------|----------------------|------|
| OMED   | BUY                  | \$50 |
| ARNA   | BUY                  | \$12 |
| DVAX   | BUY                  | \$3  |
| NBIX   | BUY                  | \$23 |
| RIGL   | BUY                  | \$6  |

#### Source: FactSet

#### **Catalysts**

- 2H13/1H14 Bayer initiates vantictumab
   Ph1b trials
- 2H13/1H14 Bayer initiates OMP-54F28 Ph1b trials
- 2014 Vantictumab Ph1a data at ASCO
- 2H14 Final Ph2 data from ALPINE trial of OMP-59R5 in pancreatic

### Source: Company data

#### **Company Description**

OncoMed Pharmaceuticals (OMED) is a Redwood City, CA-based biopharmaceutical company that is a leader in the science behind cancer stem cells (CSCs), which are thought to drive cancer progression, metastasis, and chemotherapy resistance. Using proprietary technology, OMED has generated five clinical stage candidates targeting CSC pathways. Many of these compounds are being developed under pharmaceutical partnerships with GSK, Bayer, and Celgene. The lead drug is demcizumab, an antiDLL4 antibody currently in Phase 1b trials in pancreatic, lung and ovarian cancer. Close behind in development are OMP-59R5, an anti-Notch2/3 antibody, OMP-52M51, an antiNotch1 antibody, vantictumab, an anti-Fzd7 antibody, and OMP-54F28, a Fzd8-Fc fusion protein.

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**Demcizumab Truncated Dosing Background: Phase 1b Trial Was Modified To Include Truncated Dosing Regimen Following Cardio Toxicity Signal.**Oncomed's demcizumab is currently in Phase 1b combination therapy trials in patients with non-small cell lung cancer (NSCLC) and pancreatic cancer and a Phase 1b/2 trial in combination with paclitaxel in ovarian cancer. Phase 2 trials are on track to start in 2014. As a reminder, a key concern has been the association between demcizumab and cardiovascular toxicity. Following several interventions to try to lower the rate of heart failure and pulmonary hypertension, the Data Safety Monitoring Board (DSMB) recommended that the protocol be revised to allow only up to 70 days of demcizumab with chemotherapy, followed by chemotherapy alone. Thus far, there have not been any CV toxicity issues following implementation of the truncated dosing, although we still need to see whether the truncated dosing will be safe at higher doses and whether such a short course of therapy will be effective on improving responses, and ultimately, overall survival.

ASCO GI Demcizumab Update: Abraxane Combination Cohort Looks Promising At Next Dose. Data from truncated demcizumab in combination with Abraxane and gemcitiabine was encouraging and OMED expects to begin Phase 2 trials in pancreatic cancer in 2H14. The investigator noted that it was too early to comment on durability of response, but that 150 days or more would be a meaningful benchmark. Further, he commented that the study had a similar patient demographic as in the Phase 3 Abraxane studies, noting comparable age and level of disease, which could make the cross trial comparison on response rates more meaningful. The investigator also commented that he would not expect to dose beyond 3.5 mg/kg every two weeks, which is the next level of dosing that is currently being used. Nine patients are currently being treated with triple therapy, and the three patients on triple therapy not reported on the poster appear to be doing well thus far, with responses expected to be in line with the six patients reported on the poster.

**OMP-59R5 Data At ASGO GI.** Patients were dosed with 2.5-12.5mg/kg OMP-59R5 in combination with 1,000mg/m2 gem and 125 mg/m2 Abraxane. The investigator commented that it was too early to gauge durability of response, but that we should have more details at the next data readout. Regarding the patient demographics, the investigator noted the patients in this trial are perhaps slightly less sick than those in the Phase 3 Abraxane study, though she added there are many other factors to take into consideration, such as studies done in eastern Europe where you see significant variation of outcomes based on the standard-of-care, including palliative care and the maintenance of the patient's stents, for example. The investigator further commented that the safety profile of the triple combo is primarily driven by the adverse events associated with the chemotherapy part of the therapy, with diarrhea and some fatigue being the only side effects attributable to OMP-59R5. No dose limiting toxicity has been observed in any of the 27 patients treated thus far, and dosing up to 15 mg/kg (the highest dose to be tested in Phase 1, and the likely dose for the Phase 2 studies) is ongoing.

**OMP-59R5 Safety Actually Improving When Chemo Is Added - Infusion Site Reaction Seems To Be Fixed.** Although single agent trials of OMP-59R5 have shown grade 3 diarrhea as the main dose-limiting toxicity (DLT) with a maximum tolerated dose (MTD) of 7.5mg/kg every other week, OMP-59R5 is a rare instance where safety actually looks better in combination with chemotherapy. Specifically, the Phase 1b has already dosed to 12.5 mg/kg OMP-59R5 in combination with gem+Abraxane with none of the patients evaluable for safety having experienced a DLT and cases of diarrhea to date all being mild-to-moderate and manageable. This confirms the company's hypothesis that OMP-59R5 diarrhea is a function of cells in the GI tract that are eliminated by

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chemotherapy. As a result, the company has continued dose escalation to 15 mg/kg, with the goal of defining a dose for the start of the randomized Phase 2 portion by mid-2014. The investigator commented that they expect to dose 10 patients at 15 mg/kg OMP-59R5. There are currently three patients on therapy at this dose and they are adding three additional patients. If there are no dose limiting toxicities in those six patients, an additional four patients will be enrolled at the 15 mg/kg dose. There is no expectation to dose higher than 15 mg/kg, as that is already far beyond their initial expectation and they do not expect to see additional efficacy at doses beyond 15 mg/kg based on their predicted biomarker and preclinical data. Lastly, following a change in the infusion protocol (slower, more diluted infusion), the investigator has not encountered any issues with infusion site reaction and feels that the problem has been fully addressed.

**OMP-59R5** - **Data On Notch 3 Overexpression.** There was also favorable data on Notch 3 overexpression (which occurs in 70% of pancreatic cancer patients) and its correlation with efficacy of anti-Notch2/3, but the company has not done a formal analysis quantifying the level of Notch 3 overexpression to response and we believe may require additional patients enrolled. A strong correlation may create one of the first instances of a biomarker-driven drug in pancreatic cancer and even further enhance an already-promising response rate. We believe these data may be more mature at the next update, likely at the ASCO meeting in June. The investigator at the poster noted that high expression of Notch 3 typically correlates with a lack of response to classic chemotherapy although it is unclear why. That said, the company has hypothesized that the antibody may be helping to overcome resistance to chemotherapy, as demonstrated by the fact that OMP-59R5+gem had superior responses than gem alone in all Notch 3 overexpressing tumors. While OMED is currently enrolling all-comers, the company intends for the Phase 3 study to focus solely on the patient population that overexpresses Notch 3 and develop a companion diagnostic to determine the levels of Notch 3 overexpression prior to initiating treatment. The randomized, placebo-controlled Phase 2 study expected to begin in 2Q14 will have progression free survival as the primary endpoint, which will be evaluated in the Notch 3 high-expression patients as well as in all patients.

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#### **OMED: Historical and Projected Revenue and Earnings**

| December 31 Fiscal Year (\$000s)              | 2012A       | 1Q13A      | 2Q13A        | 3Q13A        | 4Q13E         | 2013E         | 2014E      | 2015E   | 2016E   | 2017E     | 2018E   | 2019E         | 2020E         | 2021E         | 2022E         |
|---|-------------|------------|--------------|--------------|---------------|---------------|------------|---------|---------|-----------|---------|---------------|---------------|---------------|---------------|
| Demcizumab Sales                              |             |            |              |              |               |               |            |         |         |           |         |               |               |               |               |
| U.S. Demcizumab Sales                         | 0           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 101,592 | 431.341       | 752,003       | 1,331,096     | 1,732,391     |
| International Demcizumab Sales                | 0           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 0       | 40,637        | 258,804       | 601,603       | 1,064,877     |
| WW Demcizumab Sales                           | 0           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 101.592 | 471,977       | 1.010.808     | 1.932.699     | 2,797,268     |
| Y/Y Change                                    | NM          | NM         | NM           | NM           | NM            | NM            | NM         | NM      | NM      | NM        | NM      | 365%          | 114%          | 91%           | 45%           |
| ,   |             |            |              |              |               |               |            |         |         |           |         |               |               |               |               |
| U.S. Demcizumab Gross Profit Split to Oncomed |             |            |              |              |               |               | 0          | 0       | 0       | 0         | 44,446  | 194,103       | 347,802       | 615,632       | 801,231       |
| WW Demcizumab Revenue to Oncomed              | 0           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 0       | 4,876         | 31,057        | 76,256        | 152,975       |
| % Of Sales                                    | NM          | NM         | NM           | NM           | NM            | NM            | NM         | NM      | NM      | NM        | 0%      | 1%            | 3%            | 4%            | 5%            |
| GSK/Bayer/CELG Royalties to Oncomed           | 0           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 29,232  | 146,970       | 324,073       | 477,287       | 642,124       |
| Demcizumab Upfront/Milestone Payments         | o           | 0          | 0            | 0            | 3,163         | 3,163         | 57,959     | 77,959  | 87,959  | 107,959   | 130,000 | 90,000        | 90,000        | 75,000        | 45,000        |
| GSK/Bayer/CELG Upfront/Milestone Payments     | 24,659      | 2,932      | 2,932        | 12,932       | 17,932        | 36,728        | 66,000     | 105,000 | 167,000 | 203,797   | 320,676 | 329,173       | 481,455       | 445,971       | 402,081       |
| Other Revenues                                | 22          | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 0       | 0             | 0             | 0             | 0             |
| Total Revenue                                 | 24,681      | 2,932      | 2,932        | 12,932       | 21,095        | 39,891        | 123,959    | 182,959 | 254,959 | 311,756   | 524,354 | 765,123       | 1,274,386     | 1,690,146     | 2,043,411     |
| Y/Y Change                                    | NM          | 17%        | -61%         | 67%          | 204%          | 62%           | 211%       | 48%     | 39%     | 22%       | 68%     | 46%           | 67%           | 33%           | 21%           |
| COGS  | 0           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 0       | 0             | 0             | 0             | 0             |
| % Product sales                               | 0%          | 0%         | 0%           | 0%           | 0%            | 0%            | 0%         | 0%      | 0%      | 0%        | 0%      | 0%            | 0%            | 0%            | 0%            |
| Research and Development                      | 39,396      | 9,436      | 10,341       | 12,882       | 16,000        | 48,659        | 75,000     | 35,000  | 45,500  | 59,150    | 76,895  | 99,964        | 129,953       | 168,938       | 219,620       |
| Y/Y Change                                    | NM          | -16%       | 9%           | 37%          | 71%           | 24%           | 54%        | -53%    | 30%     | 30%       | 30%     | 30%           | 30%           | 30%           | 30%           |
| % Total Revenue                               | NM          | NM         | NM           | NM           | NM<br>2 FGG   | NM            | 61%        | 19%     | 18%     | 19%       | 15%     | 13%           | 10%           | 10%           | 11%           |
| Selling, General and Administrative           | 6,818<br>NM | 1,900      | 1,821<br>12% | 2,927<br>60% | 3,500<br>108% | 10,148<br>49% | 15,400     | 16,632  | 18,295  | 24,699    | 33,343  | 36,677<br>10% | 49,514<br>35% | 66,844<br>35% | 73,529<br>10% |
| Y/Y Change<br>% Total Revenue                 | 28%         | 13%<br>65% | 62%          | 23%          | 108%          | 49%<br>25%    | 52%<br>12% | 8%      | 10%     | 35%<br>8% | 35%     | 5%            | 35%<br>4%     | 35%           | 4%            |
| Total Operating Expenses                      | 46,214      | 11,336     | 12,162       | 15,809       | 19,500        | 58,807        | 90,400     | 51,632  | 63,795  | 83,849    | 110,238 | 136,641       | 179,467       | 235,783       | 293,149       |
| Income From Operations                        | (21,533)    | (8,404)    | (9,230)      | (2,877)      | 1,595         | (18,916)      | 33,559     | 131,327 | 191,164 | 227,908   | 414,116 | 628,482       | 1,094,919     | 1,454,364     | 1,750,263     |
| Operating margin                              | NM          | NM         | NM           | NM           | 8%            | NM            | 27%        | 72%     | 75%     | 73%       | 79%     | 82%           | 86%           | 86%           | 86%           |
| Total Other Income (Expense), Net             | 134         | 31         | (149)        | (117)        | 229           | (6)           | 1,650      | 1,959   | 2,322   | 2,753     | 3,586   | 5,084         | 7,547         | 11,270        | 16,133        |
| Interest income                               | 140         | 31         | (149)        | (117)        | 229           | -6            | 1,650      | 1,959   | 2,322   | 2,753     | 3,586   | 5,084         | 7,547         | 11,270        | 16,133        |
| Interest expense                              | -6          | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 0       | 0             | 0             | 0             | 0             |
| Other   | О           | 0          | 0            | 0            | 0             | 0             | 0          | 0       | 0       | 0         | 0       | 0             | 0             | 0             | 0             |
| Pretax-Income                                 | (21,399)    | (8,373)    | (9,379)      | (2,994)      | 1,825         | (18,921)      | 35,210     | 133,286 | 193,486 | 230,661   | 417,702 | 633,566       | 1,102,466     | 1,465,633     | 1,766,396     |
| Income Tax Expense                            | 0           | 0          | 0            | 0            | 0             | 0             | 13,028     | 49,316  | 71,590  | 85,345    | 154,550 | 234,420       | 407,913       | 542,284       | 653,566       |
| Tax Rate                                      | 0.0%        | 0.0%       | 0.0%         | 0.0%         | 0.0%          | 0.0%          | 37.0%      | 37.0%   | 37.0%   | 37.0%     | 37.0%   | 37.0%         | 37.0%         | 37.0%         | 37.0%         |
| Non-GAAP Net Income                           | (21,399)    | (8,373)    | (9,379)      | (2,994)      | 1,825         | (18,921)      | 22,182     | 83,970  | 121,896 | 145,316   | 263,152 | 399,147       | 694,554       | 923,349       | 1,112,829     |
| Y/Y Change                                    | NM          | -19%       | 164%         | -13%         | -145%         | -12%          | -217%      | 279%    | 45%     | 19%       | 81%     | 52%           | 74%           | 33%           | 21%           |
| Shares Outstanding                            | 1,044       | 22,265     | 22,272       | 23,179       | 28,398        | 24,028        | 32,704     | 31,723  | 34,110  | 32,173    | 34,623  | 32,723        | 35,236        | 33,373        | 35,936        |
| Non-GAAP EPS                                  | (\$20.49)   | (\$0.38)   | (\$0.42)     | (\$0.13)     | \$0.06        | (\$0.79)      | \$0.68     | \$2.65  | \$3.57  | \$4.52    | \$7.60  | \$12.20       | \$19.71       | \$27.67       | \$30.97       |
| Y/Y Change                                    | NM          | NM         | NM           | NM           | NM            | NM            | NM         | NM      | NM      | 71%       | 113%    | 170%          | 159%          | 127%          | 57%           |
| Options Expense                               | 786         | 225        | 265          | 492          | 350           | 1,332         | 1,598      | 1,918   | 2,302   | 2,762     | 3,314   | 3,977         | 4,773         | 5,727         | 6,873         |
| % Operating Income                            | NM          | NM         | NM           | NM           | 21.9%         | NM            | 4.8%       | 1.5%    | 1.2%    | 1.2%      | 0.8%    | 0.6%          | 0.4%          | 0.4%          | 0.4%          |
| GAAP EPS                                      | (\$21.25)   | (\$0.39)   | (\$0.43)     | (\$0.15)     | \$0.05        | (\$0.84)      | \$0.65     | \$2.61  | \$3.53  | \$4.46    | \$7.54  | \$12.12       | \$19.63       | \$27.56       | \$30.85       |

Source: Company data, Jefferies LLC estimates December 3, 2013

#### **Target Change**

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#### **OMED: Historical and Projected Changes in Financial Position**

| December 31 Fiscal Year (\$000s)                                   | 2012       | 2013     | 2014     | 2015     | 2016     | 2017     | 2018     | 2019      | 2020      | 2021      | 2022      |
|--|------------|----------|----------|----------|----------|----------|----------|-----------|-----------|-----------|-----------|
| Net income   | (21,399)   | (18,921) | 22,182   | 83,970   | 121,896  | 145,316  | 263,152  | 399,147   | 694,554   | 923,349   | 1,112,829 |
| Adjustments to reconcile net cash flows from operating activities: |            |          |          |          |          |          |          |           |           |           |           |
| Depreciation and amortization                                      | 1,295      | 1,395    | 1,595    | 1,695    | 1,995    | 2,195    | 2,495    | 2,695     | 2,995     | 3,195     | 3,495     |
| Deferred rent and other long-term liabilities                      | (12)       |          |          |          |          |          |          |           |           |           |           |
| Utilization of NOL carryforwards                                   | -          | -        | 13,028   | 35,524   | -        | -        | -        | -         | -         | -         | -         |
| Upfront/milestone payments   | -          | 151,837  | (37,959) | (37,959) | (37,959) | (37,959) | -        | -         | -         | -         | -         |
| Total Adjustments  | 1,283      | 153,232  | (23,337) | (740)    | (35,964) | (35,764) | 2,495    | 2,695     | 2,995     | 3,195     | 3,495     |
| Changes in operating assets and liabilities:                       |            |          |          |          |          |          |          |           |           |           |           |
| Accounts receivable  | (4,023)    | (2,535)  | (14,011) | (9,833)  | (12,000) | (9,466)  | (35,433) | (40,128)  | (84,877)  | (69,293)  | (58,877)  |
| Prepaid expenses and other current                                 | (3,411)    |          |          |          |          |          |          |           |           |           |           |
| Accounts payable and accrued liabilities                           | (3,184)    |          |          |          |          |          |          |           |           |           |           |
| Deferred revenue   | (2,165)    |          |          |          |          |          |          |           |           |           |           |
| Other  | (446)      | (7,000)  |          |          |          |          |          |           |           |           |           |
| Net cash flows provided by operating activities                    | (33,345)   | 124,775  | (15,166) | 73,397   | 73,932   | 100,086  | 230,214  | 361,714   | 612,672   | 857,251   | 1,057,447 |
| Cash flows from investing activities:                              |            |          |          |          |          |          |          |           |           |           |           |
| Acquisitions, net of cash acquired                                 | -          |          |          |          |          |          |          |           |           |           |           |
| Capital Expenditure  | (714)      | (1,000)  | (2,000)  | (3,000)  | (4,000)  | (5,000)  | (5,000)  | (5,000)   | (5,000)   | (5,000)   | (5,000)   |
| Net cash flows used in investing activities                        | (714)      | (1,000)  | (2,000)  | (3,000)  | (4,000)  | (5,000)  | (5,000)  | (5,000)   | (5,000)   | (5,000)   | (5,000)   |
| Cash flows from financing activities:                              |            |          |          |          |          |          |          |           |           |           |           |
| Proceeds (repurchases) from common stock                           | 156        | 110,443  | 68,285   | 2,012    | 2,943    | 4,251    | 8,671    | 8,622     | 12,142    | 16,999    | 23,677    |
| Proceeds (repayments) from borrowings<br>Other                     | (346)<br>- |          |          |          |          |          |          |           |           |           |           |
| Net cash flows used in financing activities                        | (190)      | 110,443  | 68,285   | 2,012    | 2,943    | 4,251    | 8,671    | 8,622     | 12,142    | 16,999    | 23,677    |
| Net increase (decrease) in cash and cash equivalents               | (34,249)   | 234,218  | 51,119   | 72,410   | 72,875   | 99,337   | 233,885  | 365,335   | 619,814   | 869,250   | 1,076,124 |
| Exchange rate changes  | ,,)        | ,3       | -        | -        | -        | -        | -        | -         | ,         | -         | -         |
| Cash and cash equivalents, beginning of the year                   | 104,554    | 70,305   | 304,523  | 355,642  | 428,052  | 500,927  | 600,265  | 834,150   | 1,199,485 | 1,819,298 | 2,688,548 |
| Cash and cash equivalents, end of the year                         | 70,305     | 304,523  | 355,642  | 428,052  | 500,927  | 600,265  | 834,150  | 1,199,485 | 1,819,298 | 2,688,548 | 3,764,672 |

Source: Company data, Jefferies LLC estimates

December 3, 2013

**Target Change** 

January 21, 2014

#### **OMED: Historical Condensed Balance Sheets**

|  | 12/31/2012 | 3/31/2013 | 6/30/2013 | 9/30/2013 |
|--|------------|-----------|-----------|-----------|
| Current assets:  |            |           |           |           |
| Cash and cash equivalents  | 16,263     | 9,937     | 16,173    | 11,092    |
| Short-term investments   | 49,976     | 50,282    | 40,291    | 117,554   |
| Receivables – related parties  | 4,023      | 23        | 23        | 23        |
| Prepaid and other current assets   | 1,123      | 1,222     | 1,224     | 11,929    |
| Total current assets   | 71,385     | 61,464    | 57,711    | 140,598   |
| Property and equipment, net  | 5,462      | 5,190     | 4,884     | 4,569     |
| Other assets   | 2,921      | 3,170     | 3,639     | 43        |
| Total assets   | 79,768     | 69,824    | 66,234    | 145,210   |
| Current liabilities:   |            |           |           |           |
| Accounts payable   | 849        | 809       | 812       | 2,101     |
| Accrued liabilities  | 3,798      | 5,348     | 6,008     | 6,865     |
| Current portion of deferred revenue                                      | 14,726     | 14,726    | 22,726    | 22,726    |
| Current portion of deferred rent   | 560        | 579       | 596       | 610       |
| Liability for shares issued with repurchase rights                       | 14         | 12        | 11        | 10        |
| Convertible preferred stock warrant liability                            | 182        | 161       | 328       | 0         |
| Total current liabilities  | 20,129     | 21,635    | 30,481    | 32,312    |
| Deferred revenue, less current portion                                   | 17,320     | 14,388    | 11,457    | 8,525     |
| Deferred rent, less current portion                                      | 3,750      | 3,598     | 3,460     | 3,303     |
| Liability for shares issued with repurchase rights, less current portion | 23         | 21        | 18        | 16        |
| Total liabilities  | 41,222     | 39,642    | 45,416    | 44,156    |
| Stockholder equity Stockholder equity                                    | -144,227   | 30,182    |           | 101,054   |
| Total liabilities and stockholder equity                                 | 79,768     | 69,824    | 66,234    | 145,210   |

Source: Company data, Jefferies LLC estimates

December 3, 2013

Thomas Wei, Equity Analyst, (212) 284-2326, twei@jefferies.com

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#### **Company Description**

OncoMed Pharmaceuticals (OMED) is a Redwood City, CA-based biopharmaceutical company that is a leader in the science behind cancer stem cells (CSCs), which are thought to drive cancer progression, metastasis, and chemotherapy resistance. Using proprietary technology, OMED has generated five clinical stage candidates targeting CSC pathways. Four of these compounds are being developed under two pharmaceutical partnerships with GSK and Bayer. The lead wholly owned drug is demcizumab, an anti-DLL4 antibody currently in Phase 1b trials in pancreatic, lung and ovarian cancer. Close behind in development are OMP-59R5, an anti-Notch2/3 antibody, OMP-52M51, an anti-Notch1 antibody, vantictumab, an anti-Fzd7 antibody, and OMP-54F28, a Fzd8-Fc fusion protein.

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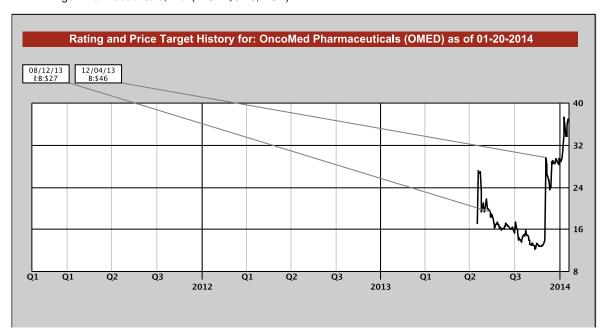
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- Bayer AG (BAYN GR: €102.26, BUY)
- Celgene Corporation (CELG: \$167.04, BUY)
- Dynavax Technologies Inc. (DVAX: \$2.07, BUY)
- GlaxoSmithKline Plc (GSK LN: p1,663.00, HOLD)
- Neurocrine Biosciences (NBIX: \$19.65, BUY)
- Rigel Pharmaceuticals, Inc. (RIGL: \$3.40, BUY)



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|              |       |         | IB Serv./Pa | ist 12 Mos. |
|--------------|-------|---------|-------------|-------------|
| Rating       | Count | Percent | Count       | Percent     |
| BUY          | 888   | 49.01%  | 205         | 23.09%      |
| HOLD         | 775   | 42.77%  | 123         | 15.87%      |
| UNDERPERFORM | 149   | 8.22%   | 4           | 2.68%       |

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