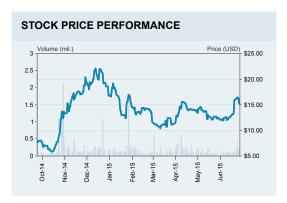


Vitae Pharmaceuticals, Inc. (VTAE)

Downgrading to Market Perform Due to Disappointing Top-Line Results in Diabetes

MARKET DATA	
Price	\$15.19
52-Week Range:	\$5.41 - \$23.35
Shares Out. (M):	21.8
Market Cap (\$M):	\$331.1
Average Daily Vol. (000):	204.0
Cash (M):	\$79
Cash/Share:	\$3.60
Enterprise Value (M):	\$260
Float (M):	20.4
LT Debt (M):	\$0
Source: Thomson Reuters and JMP Securities LLC	

FY DEC		2014A	2015E	2016E				
Revenue (\$N	1) 1Q		\$0.2A					
	2Q		\$0.0					
	3Q	\$6.2	\$0.0					
	4Q	\$0.2	\$7.0					
	FY	\$8.7	\$7.0	\$0.0				
EPS	1Q		(\$0.47)A					
	2Q		(\$0.50)					
	3Q	(\$1.04)	(\$0.52)					
	4Q	(\$0.40)	(\$0.22)					
	FY	(\$3.61)	(\$1.70)	(\$2.14)				
Previo	us FY	NC	NC	(\$1.76)				
Source: Company reports and JMP Securities LLC								



MARKET PERFORM | Price: \$15.19 | Target Price: N/A

INVESTMENT HIGHLIGHTS

Vitae Pharmaceuticals announced that VTP-34072 did not meet its partner's efficacy criteria; downgrading to Market Perform from Market Outperform and removing our \$16 price target. Vitae announced that top-line results of the metformin combination treatment arm of VTP-34072 did not meet the efficacy expectations of partner Boehringer Ingelheim. While the company expects top-line results for monotherapy in 2H15, we are not encouraged with the inability of VTP-34072 to hit a convincing clinical threshold; therefore, we are removing the contribution of VTP-34072 from our model. While the company also announced the initiation of clinical trials today for VTP-43742, a preclinical ROR-yt inhibitor in development for autoimmune disease, in Phase I safety and tolerability studies, efficacy results are not expected until the end of 2015, leaving few value-driving catalysts in the interim, in our view. We remind investors that the preclinical data supporting advancement of VTP-43742 are compelling, but we currently do not ascribe value to the program. We hope to revisit the potential to incorporate the contribution of VTP-43742, the company's wholly owned preclinical asset for the treatment of autoimmune diseases, including psoriasis, at a later date; but at present, we believe the market fairly values the platform, including assets currently in development.

Changes to our model. We present changes to our estimates in Figure 2 that primarily reflect the removal of milestone contributions from the VTP-34072 program in the near term.

Vitae is an early stage, drug discovery and development company that uses its proprietary CONTOUR structure-based drug design platform for the development of therapeutic candidates directed against validated targets that are difficult to drug. While Vitae's programs are early stage, its Alzheimer's drug BI 1147560 has been validated scientifically and de-risked financially via a business development agreement with German biopharmaceutical company, Boehringer Ingelheim (private). The CONTOUR platform continues to develop small molecules with class-defining biochemical efficacy, and read-outs expected at year-end 2015 and in 1H16 for several important pipeline assets, including VTP-43742 safety data in 2H15 and efficacy data in psoriasis at EOY and results from Phase I studies of BI 1147560 in 1H16.



FIGURE 1. Upcoming Catalysts

Timing	Program	Catalyst
mid-15	VTP-43742	Complete Phase I proof-of-concept safety and PK trial in healthy volunteers
	(RORyt)	
2H15	VTP-34072	Phase II top-line results expected in type-2 diabetes monotherapy
2H15	VTP-43742	Initiation of a multiple ascending dose Phase I in psoriatic patients
	(RORyt)	
2H15	VTP-43742	Completion of multiple ascending dose Phase I in psoriatic patients
	(RORyt)	
2H15	VTP-38543	Initiate Phase I safety and PK trial clinical trial
	(LXRβ)	
2H15	BI 1147560	Initiate Phase I clinical trial
0040	(BACE)	
2016	VTP-38543	Results from Phase I trial in atopic dermatitis
2040	(LXRβ)	
2016	VTP-38443 (LXRβ)	File IND/ Initiate Phase I clinical trial in acute coronary syndrome
2016	,	Initiate Phase II trial (large indication)
2010	VTP-43742	miliate Friase ii triai (iarge iridication)
2016	(RORyt)	Initiate Phase II trial (rare/orphan indication)
2010	VTP-43742	initiate i riase ii triai (rai 6/6) priair indication)
	(RORyt)	

Source: Company Presentations



FIGURE 2. Changes to Our Model

Vitae Pharmaceuticals (VTAE)	2Q1	15E	3Q1	15E	4Q1	15E	FY 2015E		FY 2016E	
(\$ MM)	Old	New	Old	New	Old	New	Old	New	Old	New
License revenue	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.2	0.2
Milestone revenue Other	0.0	0.0	0.0	0.0	7.0	7.0	7.0	7.0	0.0	0.0
Total Revenues	0.0	0.0	0.0	0.0	0.0	0.0	7.0	7.00	0.2	0.15
cogs	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Gross Profit	-	0.0	-	0.0	7.00	7.0	7.15	7.15	10.00	-
Operating Expenses	10.5	10.5	11.1	11.1	11.7	11.7	42.9	42.9	55.5	55.5
Research and development	7.9	7.9	8.3	8.3	8.7	8.7	32.4	32.4	42.5	42.5
General and administrative	2.6	2.6	2.8	2.8	3.0	3.0	10.5	10.5	13.0	13.0
Operating income (loss)	(10.5)	(10.5)	(11.1)	(11.1)	(4.7)	(4.7)	(35.7)	(35.7)	(45.5)	(55.5)
Other income (expense)	0.1	0.1	0.1	0.1	0.1	0.1	(0.3)	(0.3)	0.0	0.05
Interest income	0.0	0.0	0.0	0.0	0.0	0.0	(0.1)	(0.1)	0.0	-
Pretax income	(10.4)	(10.4)	(11.0)	(11.0)	(4.6)	(4.6)	(36.0)	(36.0)	(45.5)	(55.5)
Net income	(10.4)	(10.4)	(11.0)	(11.0)	(4.6)	(4.6)	(35.8)	(35.8)	(45.5)	(55.5)
Basic EPS Diluted EPS	(\$0.50) (\$0.50)		(\$0.52) (\$0.52)		(\$0.22) (\$0.22)		(\$1.70) (\$1.70)		(\$1.76) (\$1.76)	\$ (2.14) \$ (2.14)
Basic shares outstanding	20.93	20.93	21.04	21.04	21.14	21.14	20.98	20.98	25.89	25.89
Diluted shares outstanding	20.93	20.93	21.04	21.04	21.14	21.14	20.98	20.98	25.89	25.89

Source: JMP Securities LLC

FIGURE 3. Income Statement

Vitae Pharmaceuticals (VTAE)		201	5E		2015E	2016E	2017E	2018E	2019E	2020E	2021E	2022E	2023E	2024E	2025E
Income Statement (\$MM)	1Q15A	2Q15E	3Q15E	4Q15E	2015E	2016E	2017E	2018E	2019E	2020E	2021E	2022E	2023E	2024E	2025E
Total Product Sales and Royalties					0.0	0.0	0.0	0.0	0.0	0.0	38.4	196.3	345.8	536.1	751.1
															1
Collaborative Revenue	0.2														1
Milestone Revenue		0.0	0.0	7.0	7.0	0.0	10.0	26.0	0.0	20.0	60.0	80.0	75.0	0.0	60.0
Total Revenue	0.2	0.0	0.0	7.0	7.0	0.0	10.0	26.0	0.0	20.0	98.4	276.3	420.8	536.1	811.1
Cost of Goods Sold						0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Gross Profit	0.2	0.0	0.0	7.0	7.2	0.0	10.0	26.0	0.0	20.0	98.4	276.3	420.8	536.1	811.1
Gross Front	0.2	0.0	0.0	7.0	1.2	0.0	10.0	20.0	0.0	20.0	30.4	210.3	420.0	330.1	011.1
Operating Expenses:															1
Research and Development	7.5	7.9	8.3	8.7	32.4	42.5	53.1	61.1	67.2	84.0	107.5	123.7	142.2	163.5	188.1
% Growth	5.0%	5.0%	5.0%	5.0%	67.6%	85.0%	25.0%	15.0%	10.0%	25.0%	28.0%	15.0%	15.0%	15.0%	15.0%
% Total US Net Sales								#DIV/0!	#DIV/0!	#DIV/0!	15%	63%	41%	31%	25%
General and administrative	2.1	2.6	2.8	3.0	10.5	13.0	19.5	26.3	30.3	37.8	60.5	84.8	118.7	160.2	216.3
% Growth					20.0%	20.0%	50.0%	35.0%	15.0%	25.0%	60.0%	40.0%	40.0%	35.0%	35.0%
% Total US Net Sales								#DIV/0!	#DIV/0!	#DIV/0!	158%	43%	34%	30%	29%
Total operating expenses	9.6	10.5	11.1	11.7	42.9	55.5	72.6	87.4	97.5	121.8	168.1	208.4	260.9	323.7	404.3
Operating income (loss)	(9.5)	(10.5)	(11.1)	(4.7)	(35.7)	(55.5)	(62.6)	(61.4)	(97.5)	(101.8)	(69.7)	67.9	160.0	212.3	406.7
Other income (expense):															
Interest income	0.1	0.1	0.1	0.1	0.0	0.0	0.7	0.0	(0.6)	(1.5)	(2.3)	(2.8)	(2.4)	(1.4)	0.0
Interest expense	(0.11)				(0.11)		-		(/	(-/	(-/	(-/	` '	` '	1
Loss on debt extinguishment	(0.21)				(0.21)										1
Other income	, ,				` - ´										1
Total other income, net	(0.2)	0.1	0.1	0.1	(0.3)	0.0	0.7	0.0	(0.6)	(1.5)	(2.3)	(2.8)	(2.4)	(1.4)	0.0
Pretax income (loss)	(9.7)	(10.4)	(11.0)	(4.6)	(35.8)	(55.5)	(62.0)	(61.4)	(98.0)	(103.4)	(72.0)	65.1	157.6	210.9	406.7
Income tax benefit (provision)	\- /	(- /	(-/	(-/	0.0	0.0	0.0	0.0	0.0	27.1	21.6	(22.8)	(55.2)	(73.8)	
Tax Rate					0%	0%	0%	0%	0%	26%	30%	35%	35%	35%	35%
Comprehensive income (loss)	(9.7)	(10.4)	(11.0)	(4.6)	(35.8)	(55.5)	(62.0)	(61.4)	(98.0)	(76.3)	(50.4)	42.3	102.4	137.1	264.4
Accretion of radio makin conventible professed -t															1
Accretion of redeemable convertible preferred stock Net income (loss) attributable to common stockholder	(9.7)	(10.4)	(11.0)	(4.6)	(35.8)	(55.5)	(62.0)	(61.4)	(98.0)	(76.3)	(50.4)	42.3	102.4	137	264
met income (1035) attributable to common stockholder	(9.7)	(10.4)	(11.0)	(4.6)	(30.6)	(55.5)	(02.0)	(01.4)	(96.0)	(10.3)	(30.4)	42.3	102.4	13/	204
Basic EPS to common stockholder	\$ (0.47)	\$ (0.50)	\$ (0.52)	\$ (0.22)	\$ (1.70)	\$ (2.14)	\$ (2.36)	\$ (2.31)	\$ (3.65)	\$ (2.8)	\$ (1.8)	\$ 1.5	\$ 3.6	\$ 4.8	\$ 9.2
Diluted EPS to common stockholder	\$ (0.47)	\$ (0.50)	\$ (0.52)	\$ (0.22)	\$ (1.70)	\$ (2.14)	\$ (2.36)	\$ (2.31)	\$ (3.65)	\$ (2.8)	\$ (1.8)	\$ 1.5	\$ 3.6	\$ 4.7	\$ 9.0
Basic shares outstanding	20.8	20.9	21.0	21.1	21.0	25.9	26.2	26.5	26.8	27.2	27.5	27.8	28.1	28.5	28.8
Diluted shares outstanding	20.8	20.9	21.0	21.1	21.0	25.9	26.2	26.5	26.8	27.2	27.5	28.4	28.7	29.1	29.4
Diluted Strates Outstanding	20.0	20.9	21.0	21.1	21.0	25.5	20.2	20.5	20.0	21.2	21.5	20.4	20.7	25.1	25.4

Source: JMP Securities LLC, Company filings



Company Description

Vitae is a biotechnology company focused on leveraging a discovery and development platform for the advancement of small molecule drugs to treat important unmet clinical diseases. Utilizing the company's proprietary Contour structure based discovery platform, Vitae is able to rapidly discover novel lead molecules with desired target efficacy and biological stability that support significant derisking at very early stages of drug development. Vitae has initially focused its development on two targets that treat large patient markets: type-2 diabetes and Alzheimer's disease. The company's most advanced clinical asset is VTP-34072, an inhibitor of 11-β HSD1, a preclinically validated target in diabetes and metabolic disease that is currently in Phase II clinical trials. Data is expected from this trial in the second half of 2015.

The second asset, BI 1147560, is an inhibitor of BACE-1, a target of high interest in the treatment of Alzheimer's disease that will enter Phase I clinical trials with expected biomarker and data read-outs by the beginning of 2016. Both of these clinical candidates target large markets and have been partnered since discovery for further development by Boehringer Ingelheim GmBH, resulting in significant upfront and milestone payments totaling \$152.4MM. The company has also used its platform to develop preclinical candidate inhibitors against difficult-to-target pathways in autoimmune disease, cardiovascular disease, and dermatological conditions. These wholly owned assets include VTP-43742, a ROR-γt inhibitor strongly implicated in autoimmune diseases such as multiple sclerosis, psoriasis, and rheumatoid arthritis. Additionally, the company has developed VTP-38443 for the treatment of acute coronary syndrome, and VTP-38543 for the treatment of atopic dermatitis, both of which stimulate the LXRβ receptor. Vitae is also developing an as-yet unnamed program to develop preclinical compounds for immune-oncology applications.

Investment Risks

Potential risks to our investment thesis and price target include, but are not limited to:

Clinical and regulatory. If either VTP-34072 in diabetes or VTP-37948 in Alzheimer's is not able to meet any of its primary outcomes or suffer from safety and tolerability issues, Vitae and Boehringer Ingelheim (BI) may choose to end development in any of its current indications. Additionally, if the FDA and EMEA do not approve VTP-34072 or VTP-37948, Vitae's stock price would likely suffer.

Partnering. Vitae has partnered with (BI) in the development of VTP-34072 in diabetes and BI 1147560 in Alzheimer's. BI is responsible for the continued clinical and commercial development of both candidates and may decide to end development for one or more indications. If it were necessary for Vitae to develop and market any of its programs due to the loss or inability to retain a partner, it may be difficult to develop an internal commercial structure. Management has limited experience in commercial and marketing activities.

Competitive. The diabetes market is crowded and saturated with low-cost generic manufacturers of metformin and sulfonylureas. It may be difficult for BI and Vitae to garner significant market share. The high bar for safety and efficacy differentiation for the diabetes primary care market may limit adoption. BI 1147560 is not the only BACE-1 inhibitor in development and will not be a first-in-class therapy if Merck/Ligand are successful in bringing their drug to market. It may be difficult to compete in a market dominated by these therapies.

Financial. Vitae currently derives revenue from research and development funding and from license or collaboration agreements. The company sold ~6,875,000 shares in September 2014, raising net proceeds of ~\$51.15MM. We expect this funding to be able to carry it through to 2016. Like most non-profitable biotechnology companies, VTAE will likely need to seek additional financing, exposing current investors to dilutive risk.

June 29, 2015 5



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JMP Securities was manager or co-manager of a public offering of securities for Vitae Pharmaceuticals, Inc. (VTAE) in the past 12 months, and received compensation for doing so.

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Market Outperform (MO): JMP Securities expects the stock price to outperform relevant market indices over the next 12 months.

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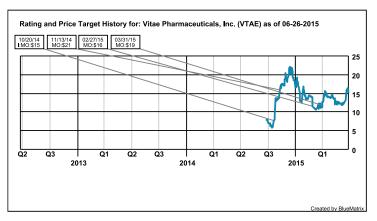
							# Co's	
							Receiving	
							IB	
		# Co's	%		# Co's	%	Services in	% of Co's
	Regulatory	Under	of	Regulatory	Under	of	Past 12	With This
JMP Rating	Equivalent	Coverage	Total	Equivalent	Coverage	Total	Months	Rating
								_
MARKET OUTPERFORM	Buy	279	62.28%	Buy	279	62.28%	90	32.26%
MARKET PERFORM	Hold	140	31.25%	Hold	140	31.25%	16	11.43%
MARKET UNDERPERFORM	Sell	8	1.79%	Sell	8	1.79%	0	0%
COVERAGE IN TRANSITION		21	4.69%		21	4.69%	4	19.05%
TOTAL:		448	100%		448	100%	110	24.55%

Stock Price Chart of Rating and Target Price Changes:

Note: First annotation denotes initiation of coverage or 3 years, whichever is shorter. If no target price is listed, then the target price is N/A. In accordance with NASD Rule 2711, the chart(s) below reflect(s) price range and any changes to the rating or price target as of the end of the most recent calendar quarter. The action reflected in this note is not annotated in the stock price chart. Source: JMP Securities.

June 29, 2015 6





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