

# Evotec and Renovis A Compelling CNS Investment

September 2007

A network diagram on a dark blue background. A central white node is connected to numerous other nodes of varying sizes and colors (light blue, dark blue, purple) by thin white lines. The nodes are scattered across the frame, with a higher density of connections on the left side.

# Forward-looking statements

Information set forth in this communication contains forward-looking statements, which involve a number of risks and uncertainties. Such forward-looking statements include, but are not limited to, statements about the anticipated benefits of Evotec's products, the timing of the completion of the transaction between Evotec and Renovis, the anticipated benefits of the business combination transaction involving Evotec and Renovis, including future financial and operating results, the combined company's plans, objectives, expectations and intentions, the anticipated timing and results of the combined company's clinical and pre-clinical programs, and other statements that are not historical facts. Evotec and Renovis caution readers that any forward-looking information is not a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking information. These include risks and uncertainties relating to: the ability to obtain regulatory approvals of the transaction on the proposed terms and schedule; the parties' ability to complete the transaction because conditions to the closing of the transaction may not be satisfied; the failure to successfully integrate the businesses; unexpected costs or liabilities resulting from the transaction; the risk that synergies from the transaction may not be fully realized or may take longer to realize than expected; disruption from the transaction making it more difficult to maintain relationships with customers, employees or suppliers; competition and its effect on pricing, spending, third-party relationships and revenues; the need to develop new products and adapt to significant technological change; implementation of strategies for improving internal growth; use and protection of intellectual property; general worldwide economic conditions and related uncertainties; future legislative, regulatory, or tax changes as well as other economic, business and/or competitive factors; and the effect of exchange rate fluctuations on international operations. The risks included above are not exhaustive. The most recent reports on Form 10-K, Form 10-Q, Form 8-K and other periodic reports filed by Renovis with the Securities and Exchange Commission contain additional factors that could impact the combined company's businesses and financial performance. The parties expressly disclaim any obligation or undertaking to release publicly any updates or revisions to any such statements to reflect any change in the parties' expectations or any change in events, conditions or circumstances on which any such statement is based.

## Additional Information

Renovis is filing today a Current Report on Form 8-K that will include as an exhibit the Agreement and Plan of Merger between Evotec and Renovis. Evotec intends to file a Registration Statement on Form F-4 with the Securities and Exchange Commission in connection with the proposed merger. Evotec and Renovis expect to mail a joint proxy statement/prospectus, which will form part of the Registration Statement on Form F-4, to shareholders of Renovis in connection with the proposed merger. This document will contain important information about the merger and should be read before any decision is made with respect to the merger. Investors and stockholders will be able to obtain free copies of this document and any other documents filed or furnished by Evotec or Renovis through the website maintained by the Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov). Free copies of these documents may also be obtained from Evotec, by directing a request to Evotec's Investor Relations department at Schnackenburgallee 114, 22525 Hamburg, Germany, or from Renovis, by directing a request to Renovis' Investor Relations department at Two Corporate Drive, South San Francisco, California 94080.

In addition to the documents referenced above, Renovis files or furnishes annual, quarterly and current reports, proxy statements and other information with the Securities and Exchange Commission. You may read and copy any reports, statements or other information filed or furnished by Renovis at the SEC's Public Reference Room at Station Place, 100 F Street, N.E., Washington, D.C. 20549. You can request copies of these documents by writing to the SEC and paying a fee for the copying cost. Please call the SEC at 1-800-SEC-0330 for more information about the operation of the Public Reference Room. Renovis's SEC filings are also available to the public at the SEC's web site at [www.sec.gov](http://www.sec.gov), or at their web site at [www.renovis.com](http://www.renovis.com).

## Why combine the companies?



- CNS, neuro-degeneration, sleep, addiction
- Partner-ready clinical program; early clinical pipeline, robust research
- Small molecules
- Oxford, Hamburg discovery: HTS, FBDD, libraries, med chem
- Revenues continuing operations US\$ 41-48 m 2007e, including Roche, Boehringer Ingelheim
- Cash 30/06/07: approx. US\$ 97m

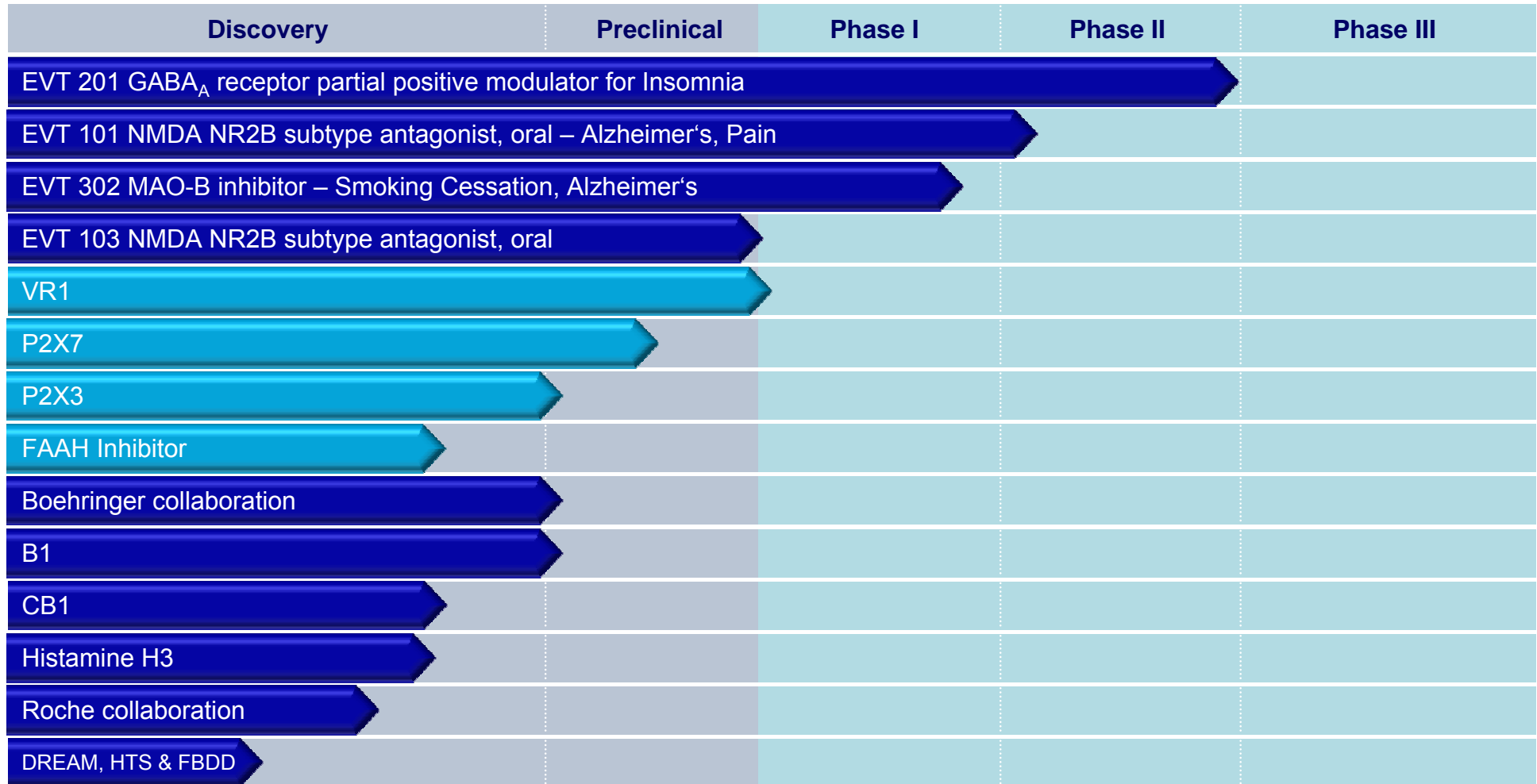


- CNS, inflammation, pain
- High-value pre-IND programs: proprietary and partnered
- Small molecules
- SSF, CA: Med chem, screening, pharmacology
- Technology validation: Pfizer VR1 program
- Cash\* 30/06/07: US\$ 86m

\*Including short-term investments

Note: Revenues are converted at 1EUR= 1.38 US\$, Evotec's cash at period end rate.

# The combination: Multi-faceted pipeline, strong fit and differentiating science

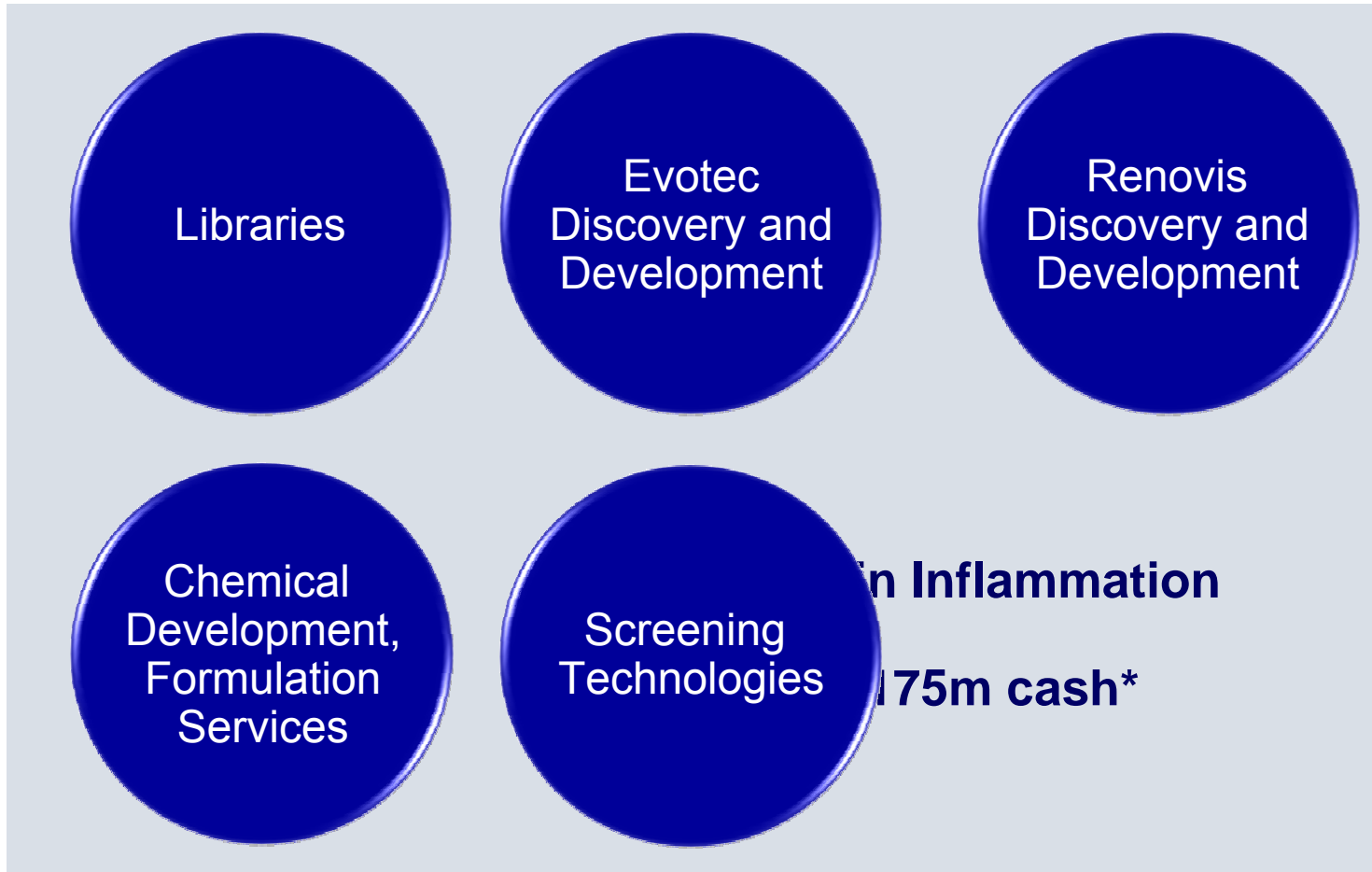


## Transaction details

- 34.57m Evotec shares to be exchanged for 32.79m Renovis shares (fully diluted) implying an equity value of Renovis of US\$ 151.8m
- Evotec AG will apply to list on NASDAQ with level 2 ADR
- Post merger pro-forma figures:
  - Number of shares outstanding: 108.27m
  - Cash, cash equivalents & short-term investments as of Aug 2007: US\$ 175m\*
  - Headcount as of Aug 2007: approx. 630
- Renovis Board Members will occupy two of six seats in Evotec's Supervisory Board
- Closing conditions:
  - Renovis' shareholders expected to vote in Q4 2007 / Q1 2008
  - Transaction expected to close in Q4 2007 / Q1 2008

Note: Not including proceeds from the disposal of Evotec's Chemical Development business to Aptuit for approx. US\$ 64 m and transaction cost.

# Management-led strategic transformation



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## Anticipated investment highlights: Post-merger

- Differentiated lead insomnia compound EVT 201
  - Near-term POC data, October 2007
  - Partnership potential
- Pipeline momentum: diversity of indications, clinical opportunity, research
  - Integrated discovery – development expertise / capabilities
- Fully integrated discovery-through-development core competencies
  - Differentiating science as core competency organization-wide
- Multiple partners generating collaborative revenues: Roche, BI, Pfizer
  - Self-funded new pre-IND programs
- Strong financial position of US\$ 175m\* (08/2007) in cash; Nasdaq liquidity
- Experienced management team

Note: Not including proceeds from the disposal of Evotec's Chemical Development business to Aptuit for approx. US\$ 64 m and transaction costs.



# Lead Compound: EVT 201 in Insomnia

- Small molecule partial positive allosteric modulator (pPAM) of GABA<sub>A</sub> receptors
- Addresses limitations of market-leading insomnia drugs
  - Sleep onset, maintenance, no hangover
  - Potential for one dose for all patients
- Near-term POC data in elderly, 10/07
- Encouraging clinical data to-date
  - Phase II in 67 primary adult insomniacs:
    - Strong first POC in patients
  - Phase I and I/II studies in a total of 153 subjects, consistent with Phase II results
    - Strong safety profile, well tolerated, strong maintenance
- Partner-ready



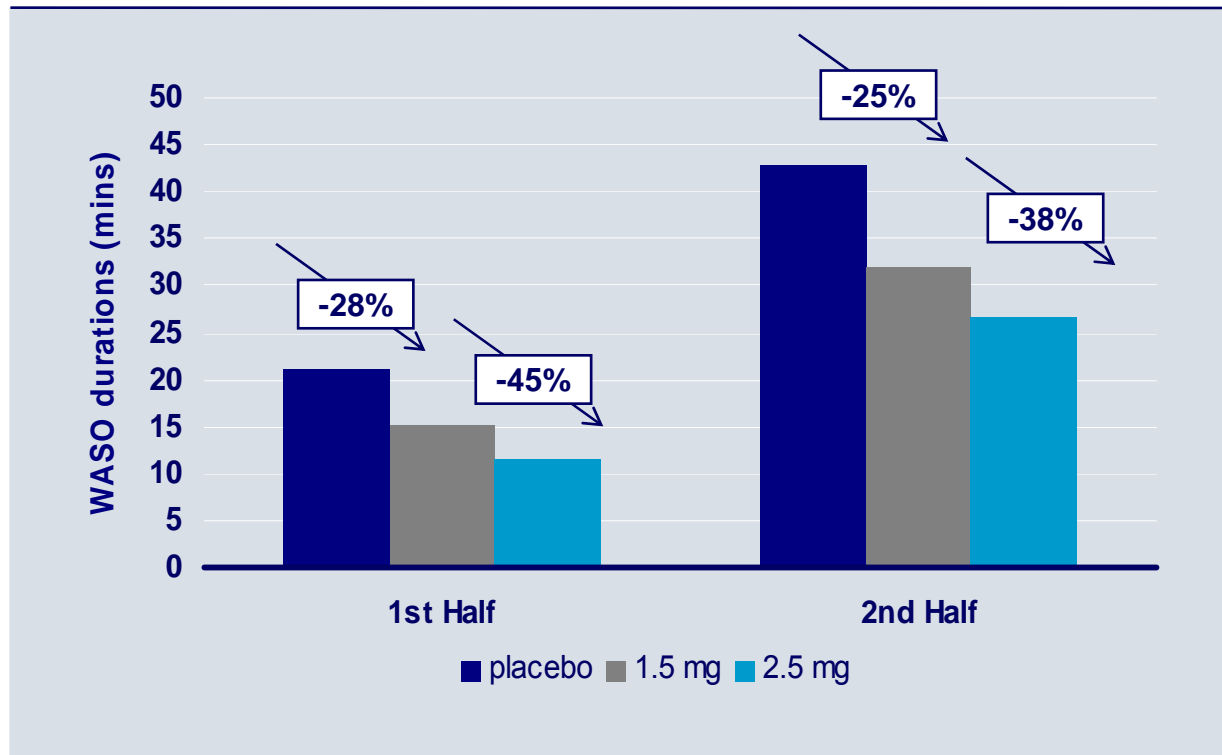
Revenues 2006

Ambien/Ambien CR

US\$ 2.9bn



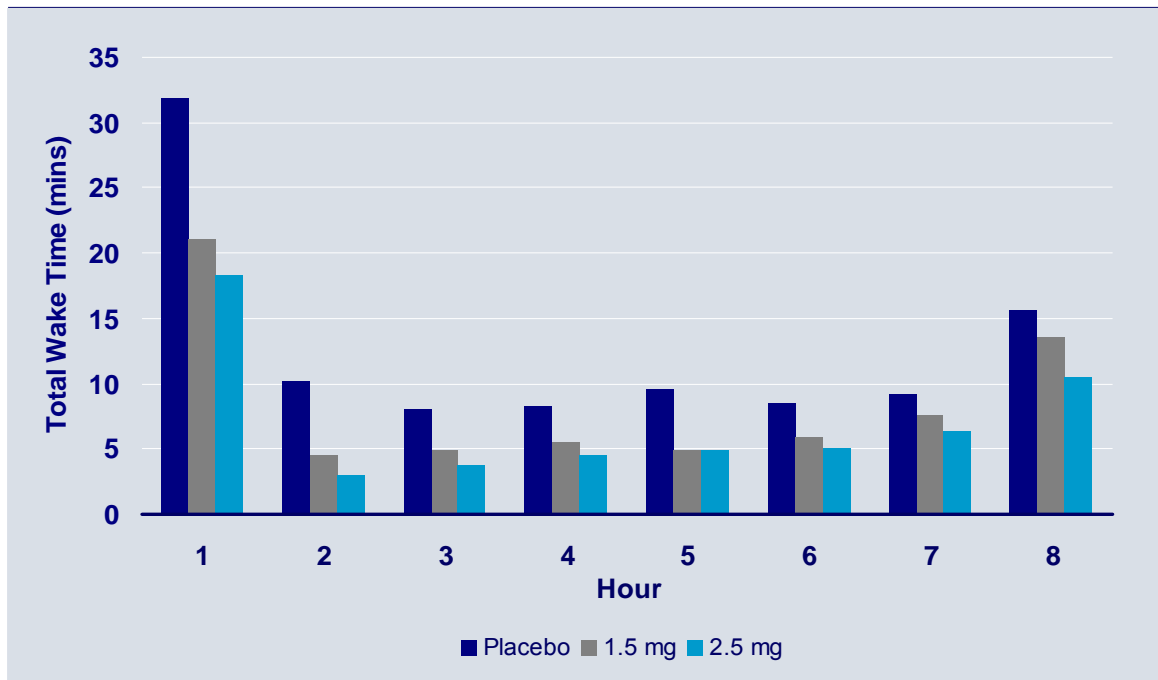
# Study EVT 2004: Objective efficacy from polysomnography WASO\* in first and second half of the night



→ Both doses of EVT 201 significantly reduced WASO in the second half of the night

\*Wake After Sleep Onset

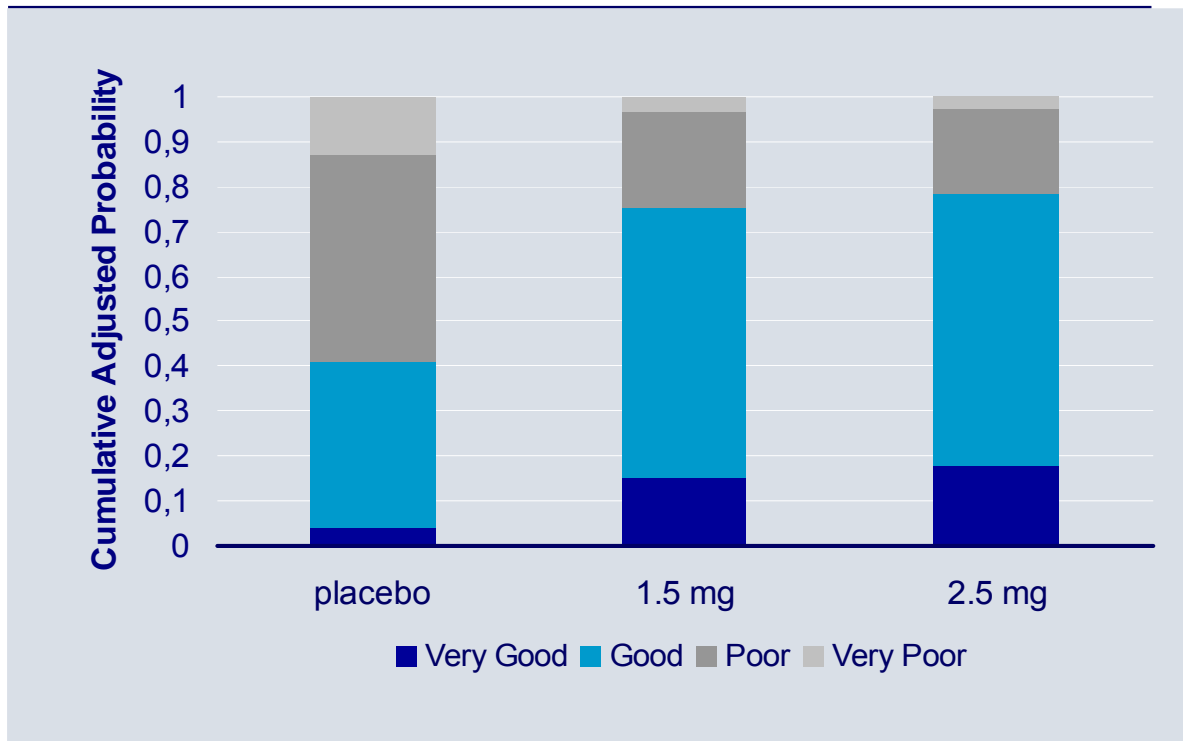
# Study EVT 2004: Objective efficacy from polysomnography Total Wake Time hour-by-hour



→ EVT 201 significantly reduced Total Wake Time each hour except of hour 7 (where  $p=0.058$ )

# Study EVT 2004: Subjective efficacy

## Patient reported sleep quality

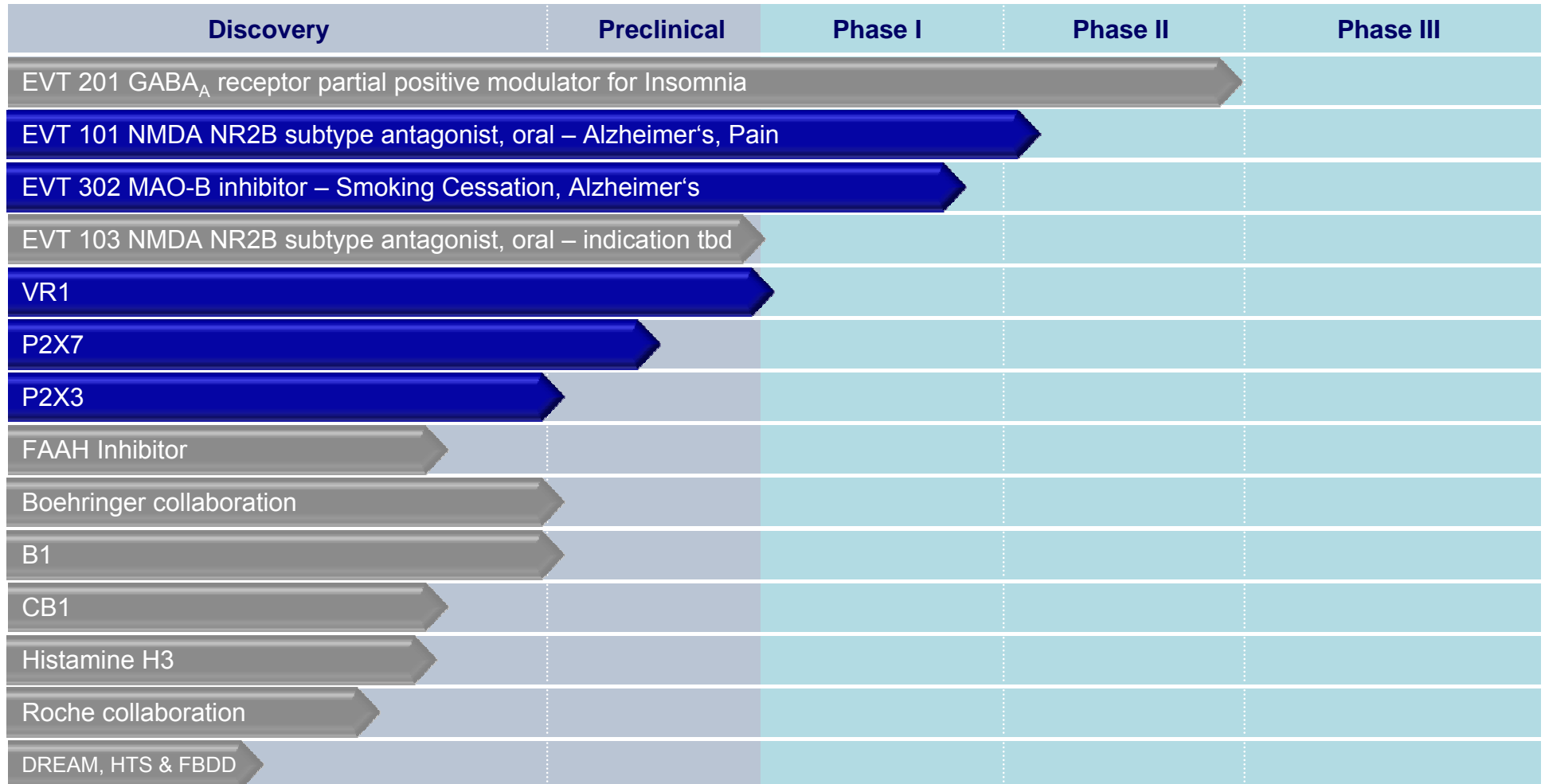


→ Both doses markedly & significantly improved categorical ratings of sleep quality

## EVT 201 - Potential advantages for chronic insomniacs

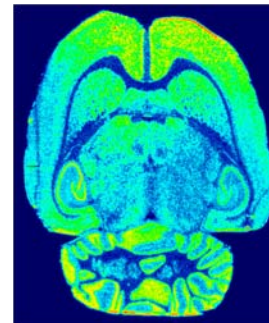
- Robust efficacy: sleep onset, maintenance, no hangover
- Improved sleep quality: Subjectively rated
- Novel, but “Gold Standard” insomnia MOA
  - Highly validated pathway
  - Lower side effect risk
- One drug to address market needs
  - Optimal PK for all patients
  - No need for sustained release
- Differentiation vs. other GABA-based treatments: *partial* modulation
  - High affinity,  $\alpha 1$  preferring *partial positive allosteric modulator*
  - Lower maximum level of GABA<sub>A</sub> receptor system potentiation
  - Reduced side-effect potential (e.g. dependence, tolerance, alcohol interaction, disturbance of sleep architecture)

# Robust small molecule CNS pipeline

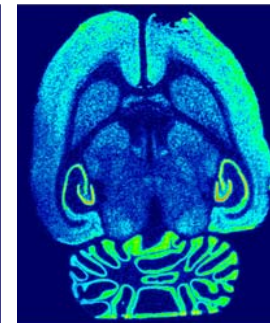
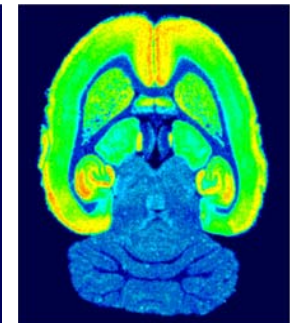


# EVT 101: A Selective NMDA receptor antagonist

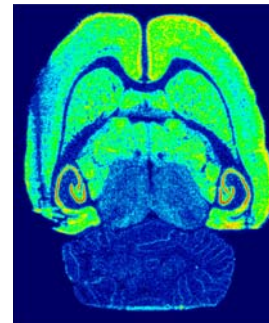
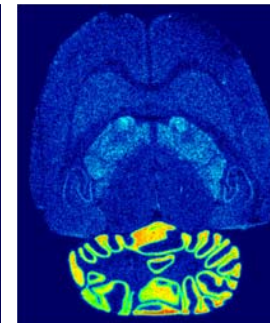
- Oral NR2B subtype selective NMDA receptor antagonist
  - Memantine / Namenda, a non-selective NMDA drug in Alzheimer's disease, reached blockbuster sales in year 3
- Potential in neurodegenerative diseases, peri-operative and neuropathic pain
- Status
  - Successfully completed Phase I studies
  - First short-term Phase Ib dose-finding study in cognition ongoing
  - Second short-term Phase IIa study in pain planned to start in H2 2007



NR1

NR2<sub>A</sub>

[3H]Ro 25-6981

NR2<sub>B</sub>NR2<sub>C</sub>

Revenues 2006

Namenda/Ebixa

US\$ 0.9bn



## EVT 302: Smoking cessation and Alzheimer's

- Orally active, potent, highly selective MAO-B inhibitor
  - Potential for once weekly dosing
  - Competitive safety & tolerability profile over other MAO-B inhibitors – no food effect / label
- Validating MOA data in addiction & neurodegeneration
  - Phase II in smoking cessation (selegiline, lazabemide)
  - Phase III in Alzheimer's Disease
- Addiction - a large consumer-driven market
- Status
  - Phase I safety/PET data in Q4 2007
  - Planned POC Phase II in smoking cessation: mid-2008

Revenues 2010e

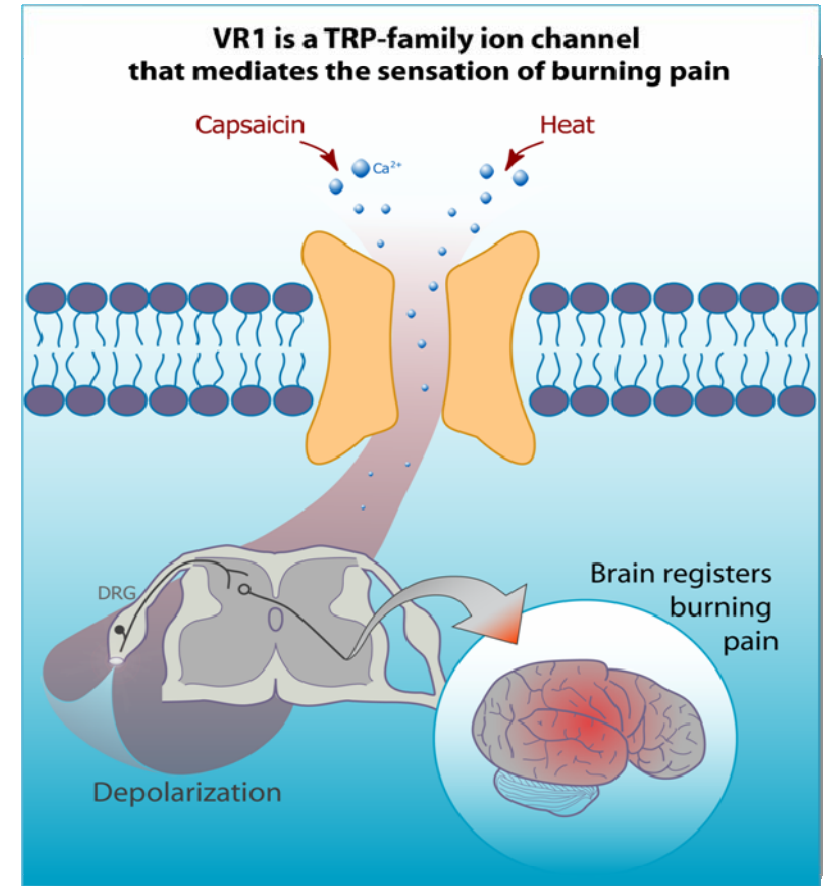
Chantix

US\$ 0.6bn



# VR1 - Vanilloid Receptor 1 antagonist

- Potential for safe, best-in-class analgesic, non-addictive, minimal side effects
- Multiple potential indications
  - Inflammatory, OA, & neuropathic pain
  - Chronic and acute pain
  - Potential in urinary incontinence, asthma
- Status
  - Expanded Pfizer partnership
  - Multiple clinical candidates
  - Planned Phase I: Q2 2008



Revenues 2006

Celebrex

US\$ 2.1bn

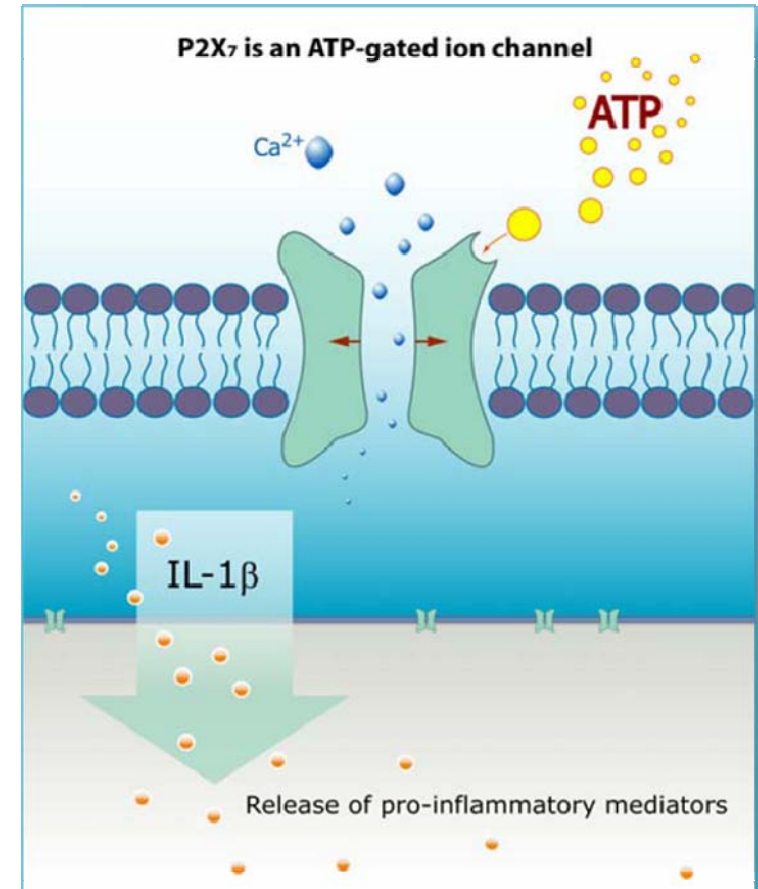
# P2X<sub>7</sub> receptor antagonist

- Potential best-in-class molecule
- Opportunities in multiple large indications
  - Inflammatory and neuropathic pain
  - Rheumatoid Arthritis
  - Irritable Bowel Disease
  - COPD
- Status
  - Clinical candidate identified
  - Planned Phase I in 2008
  - Back-up series

Total market 2006

Rheumatoid Arthritis

US\$ 12bn



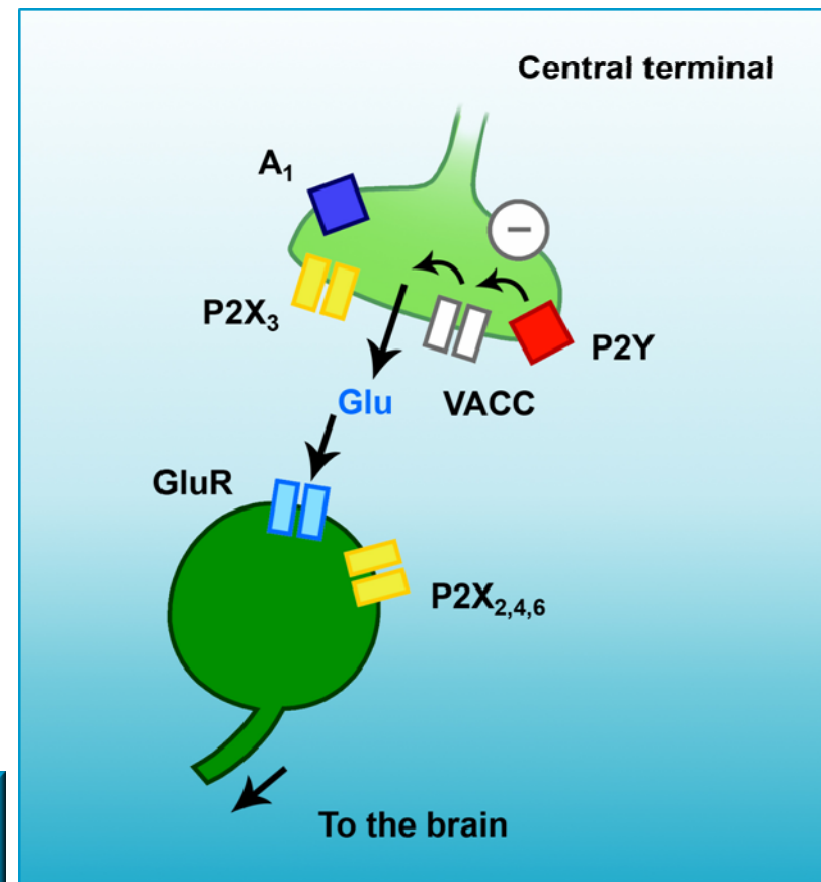
## P2X<sub>2/3</sub> receptor antagonist

- First-in-class and best-in-class P2X<sub>2/3</sub> receptor antagonist
- Potential in pain and overactive bladder
- Status
  - Industry has struggled to find drug-like molecules
  - Lead series with superior properties
  - Potential clinical candidate within next 12 months, Phase I to start in H1 2009

Total market 2006

Neuropathic pain

US\$ 3.0bn



# Validated research track record, ongoing revenue source



# High-value partnerships: Aggressive milestones for 2008 and 2009

## Post-merger partnership profile



76 FTEs, 5 yr collaboration, milestones, royalties



VR1, US\$ 10m in upfront payment, >US\$ 10m in FTE funding, >US\$ 170m milestones, double-digit royalties



CNS target, milestones > EUR 100m / approx. US\$ 138m, mid-single digit royalties



## Pro-forma key figures combined company

- R&D budget under review
  - Project prioritization will determine combined budget
- Cash as of August 2007: US\$ 175m\*
- Number of shares outstanding: 108.27m
- Market capitalization as of 18/09/2007: EUR 342.1m

\*Not including proceeds from the disposal of Evotec's Chemical Development business to Aptuit for approx. US\$ 64 m and transaction costs.

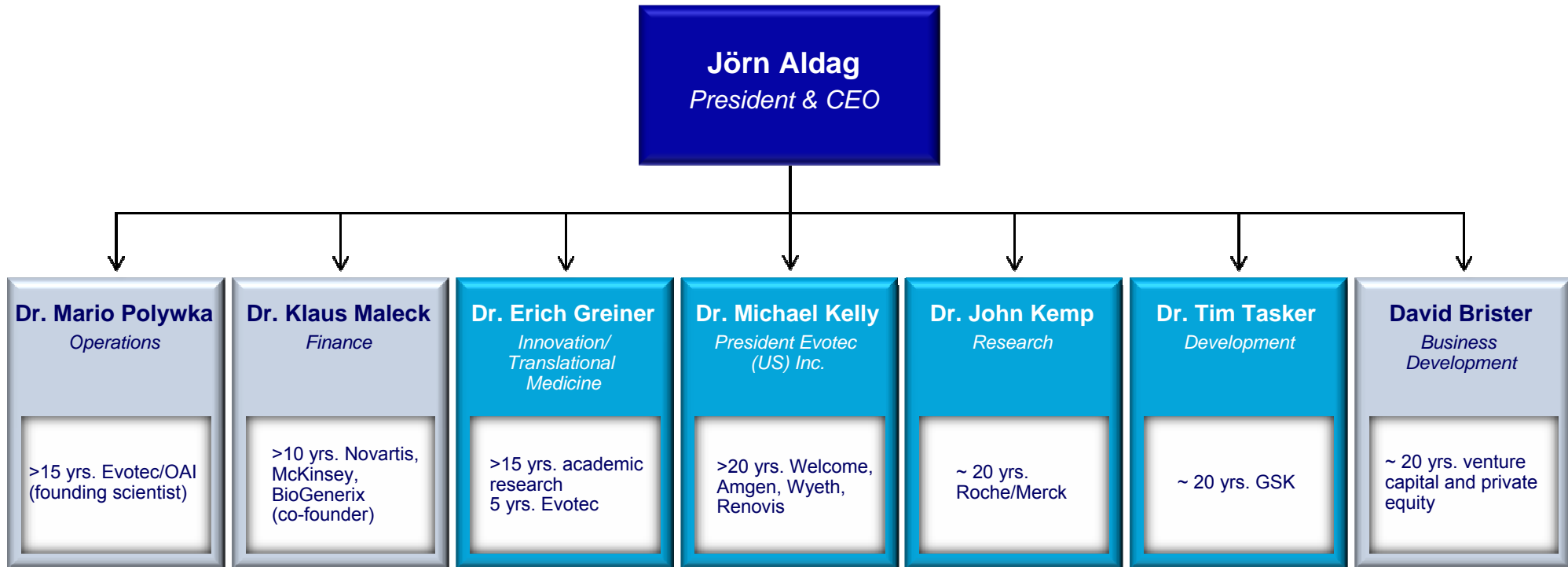
Note: All exchanges are based on currency exchange rates of period end August 2007.

# Experienced industry advisors

Post-Merger Supervisory Board	
<b>Prof Heinz Riesenhuber</b>	<i>Chairman; MoP, former German Minister of Science</i>
<b>Peer Schatz</b>	<i>Vice Chairman; CEO Qiagen</i>
<b>Dr Hubert Birner</b>	<i>General Partner TVM Capital</i>
<b>Dr Peter Fellner</b>	<i>Executive Chairman Vernalis, UK</i>
<b>Dr Corey Goodman*</b>	<i>CEO Renovis, National Academy of Sciences</i>
<b>John Walker</b>	<i>Chairman Renovis</i>

\*Also to join Evotec's Scientific Advisory Board

# Proven Senior Management



# Newsflow 2007 - 2008

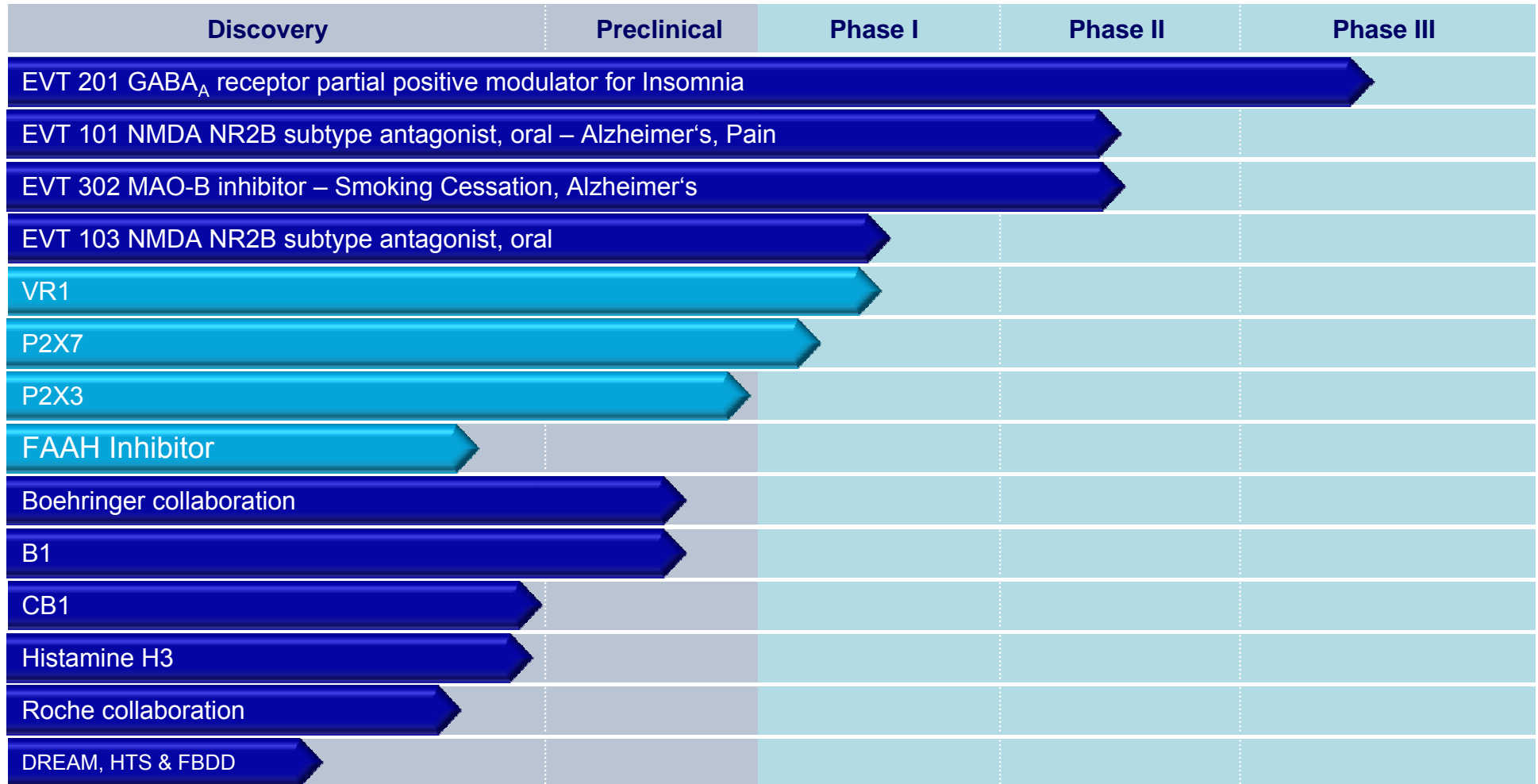
- Data: EVT 201 Phase II elderly insomniacs
- EVT 101: Initiate Phase IIa: neuropathic pain
- Data: EVT 101 POC (Phase Ib) in cognition
- Data: EVT 302 Phase I safety and PET studies

- Merger close
- Partnership: EVT 201 insomnia
- EVT 302: Initiate Phase II: smoking cessation
- VR1: Initiate Phase I
- P2X7: Initiate Phase I
- EVT 103: Initiate Phase I
- Data: EVT 101  
Phase Ib (cognition full data)/ IIa (neurop. pain)

**H2 2007**

**2008**

# Our “1/2/3/4 in 08” plan Subject to contingencies



# Evotec & Renovis

## A compelling CNS investment

- Global CNS pure play, with anticipated Nasdaq liquidity
- Broad and deep pipeline, with clinical momentum
  - Proprietary and partnered
- Upside in additional biotech / pharma partnerships
- Integrated discovery-through-development, differentiating core competencies
- Mgmt-led transformative corporate development
  - Perkin Elmer, RSIL India, Aptuit, POC in Insomnia, etc.
- Differentiated science driving success: to-date and future
- Strong financial position: US\$ 175m\* pro-forma cash as of August 2007

\*Not including proceeds from the disposal of Evotec's Chemical Development business to Aptuit for approx. US\$ 64 m and transaction costs.



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