

Novartis NTI  
AICO Prevalje



# Novartis NTO, AI Prevalje New Building

June 2019

# Important Notice

## **1. Confidentiality**

-This information memorandum ("Memorandum") has been based on information and opinions provided by employees of Novartis Pharma AG ("the Company") in relation to the Prevalje site ("the target")

-This Memorandum is issued subject to the detailed provisions set out in the Confidential Disclosure Agreement ("CDA") that you have signed. You are reminded that in the CDA you have undertaken to procure that all persons to whom disclosure of the Memorandum is made by you, or on your behalf as permitted by the CDA, are aware of the contents of the CDA and adhere to the terms as if such persons were a party to the CDA.

-The Memorandum is being made available to you and your professional advisors for your exclusive use and for the sole purpose of assisting you in deciding whether you wish to make an offer to Novartis for the target in the context of Project Kosipo ("the Proposed Transaction")

-The information and opinions contained in the Memorandum are strictly confidential. Accordingly, the contents of the Memorandum and any other information or opinions subsequently supplied or given to you will constitute Confidential Information for the purposes of the CDA which you have signed and may not, without the written consent of the Company, be published, reproduced, copied or disclosed to any person other than your financial advisers having a need to know and who are aware that it is confidential, nor used for any purpose other than in connection with the Proposed Transaction. You shall be responsible for any losses accruing to the company, or either of their affiliates in the event of any unauthorised disclosure.

-By receiving the Memorandum, you agree that you will, on request, return or procure the return of this Memorandum and all further information and material sent or made available in connection with the proposed transaction in accordance with the terms of the CDA.

## **2. Memorandum**

The Memorandum does not purport to be all-inclusive or necessarily to contain all the information that a prospective purchaser may need in investigating the target and may be subject to updating, revision or amendment. The Memorandum is not intended to form the basis of any investment decision by a prospective participant. Interested parties should carry out their own investigations and analysis of the target and of the data referred to in the Memorandum and should consult their own advisers before proceeding. The information contained in the Memorandum will not constitute or form part of any offer for sale of the target nor will any such information form the basis of any contract in respect thereof. Any transaction participant must rely on the terms and conditions contained in such a contract subject to such limitations and restrictions as may be specified therein.

## **3. Disclaimer**

-All information and opinions contained in the Memorandum have been provided by employees of the Company, and the Memorandum has not been independently verified as to its accuracy. No representation or warranty, express or implied, is given by Novartis or any of their respective directors, partners, officers, affiliates, employees, advisers or agents (and any warranty expressed or implied by statute is hereby excluded) as to the accuracy or completeness of the contents of this Memorandum or any other document or information supplied, or which may be supplied at any time or any opinions or projections expressed herein or therein, nor is any such party under any obligation to update the Memorandum or correct any inaccuracies or omissions in it which may exist or become apparent. In particular, for reasons of commercial sensitivity, information on certain matters has not been included in the Memorandum. Such information may be made available at a later stage.

•The projected financial information contained in the Memorandum is based on judgemental estimates and assumptions made by the management and employees of the Company, about circumstances and events that have not yet taken place. Accordingly, there can be no assurance that the projected results will be attained. In particular, but without prejudice to the generality of the foregoing, no representation or warranty whatsoever is given in relation to the reasonableness or achievability of the projections contained herein or in relation to the bases and assumptions underlying such projections and you must satisfy yourself in relation to the reasonableness, achievability and accuracy thereof.

# Important Notice

## 3. Disclaimer (cont'd)

No responsibility or liability is accepted for any loss or damage howsoever arising that you may suffer as a result of this Memorandum and any and all responsibility and liability is expressly disclaimed by the company, and their shareholders or any of their respective directors, partners, officers, affiliates, employees, advisers or agents.

The information contained herein does not constitute an offer to sell or a solicitation of an offer or a recommendation to purchase securities under the securities laws of any jurisdiction, or any US state securities laws, or a solicitation to enter into any other transaction.

## 4. General

Neither receipt of the Memorandum nor any information supplied in connection with any Proposed Transaction by the Company, by any person is or is to be taken as constituting the giving of investment advice in the proposed transaction. This Memorandum should not be considered as a recommendation by Novartis or any of its subsidiaries or affiliates or their respective directors, partners, officers, affiliates, employees, agents or advisers to invest in the Company and each potential participant must make its own independent assessment of the merits or otherwise of investing in the target and should take its own professional advice.

Neither the issue of this Memorandum nor any part of its contents is to be taken as any form of commitment on the part of the Company to proceed with any transaction envisaged by the issue of this Memorandum and the company reserves the right to amend the proposed timetable and / or the transaction procedure, to terminate the procedure and to terminate any discussions and negotiations with any prospective buyer at any time and without giving any reason.

In no circumstances will the Company or any of its subsidiaries or affiliates, be responsible for any costs or expenses incurred in connection with any appraisal or investigation of Novartis or for any other costs or expenses incurred by prospective transaction participants in connection with the Proposed Transaction.

## 5. Distribution

Should this Memorandum (through the act or default of the recipient) reach other persons without our written consent, the recipient will indemnify the Company, and its affiliates against any loss or damage or other liabilities (including all costs) which they may suffer as a result.

In providing this Memorandum, the Company undertakes no obligation to invite the recipient to proceed with a further investigation of the target nor to provide the recipient with any additional information, nor otherwise to negotiate with the recipient in respect the Target.

## 6. Contacts

All enquiries and communications, of whatever nature, should be directed only to:

Name	Role	Email	Tel:
Roman Burja	Site Head	<a href="mailto:roman.burja@novartis.com">roman.burja@novartis.com</a>	+43 664 6110400

# Building characteristics 1/2



**LAND: 16.840 m<sup>2</sup>**

**BUILDING: 19.500 m<sup>2</sup>**

= water tight, compound of 5 floors:

**Basement – total 5.500 m<sup>2</sup>**

**Ground floor – total 4.100 m<sup>2</sup>**

**First floor – total 3.500 m<sup>2</sup>**

**Second floor – total 3.500 m<sup>2</sup>**

**Third floor – total 3.500 m<sup>2</sup>**

**Additional options:**

production/auxiliary facilities: 1.000m<sup>2</sup>

storage facilities: 1.500m<sup>2</sup>

# Building characteristics 2/2



## Frame Construction

- Basement, ground floor, floor 1&2: concrete frame construction
- Floor 3: Steel frame construction

## Ceeling Height

- Basement: 440cm, Ground Floor: 425 cm
- Floor 1: 460 cm, Floor 2: 465 cm, Floor 3: 435 cm

**Slabs:** reinforced concrete, 25 cm

**Outer Walls:** partially concrete with facade panels, partially facade panels

**Roof:** roof panels with skylights

**Outer wall windows** installed including blinds

**Doors** on outer walls for equipment installation provided installed

Building equipped with shafts for potential elevators



# Site overview



# Site overview

## SITE AREA

Site overall area	34,690 m <sup>2</sup>
Production part	6,624 m <sup>2</sup> (10,467m <sup>2</sup> under the roof)
New building	5.500 m <sup>2</sup> (19.500m <sup>2</sup> under the roof)



# Site utilities

Type	Units	Site Capacity	Utilization (%)
Steam	t/h	9	90%
Electricity	MVA	3000	44%(S) 57%(W)
Cooling Water	MW	3.6	90% (S);50%(W)
Potable Water	m3/h	126m3/h	40%
Warm Water	m3/y	18,500	30%
Purified Water	m3/h	2,0	95%
Compressed Air	m3/h	15,5 (max)	75%

# New building



**LAND: 16.840 m<sup>2</sup>**

**BUILDING with 5 levels: total area 19.500 m<sup>2</sup>**

**Basement – total 5.500 m<sup>2</sup>**

**Ground floor – total 4.100 m<sup>2</sup>**

**First floor – total 3.500 m<sup>2</sup>**

**Second floor – total 3.500 m<sup>2</sup>**

**Third floor – total 3.500 m<sup>2</sup>**

# New building – possible extensions

## Facility extension possible

- Production building extension on each (4) floor from 3500m<sup>2</sup> to 5500m<sup>2</sup>
- Additional production or auxiliary facilities with footprint of 1.000m<sup>2</sup>
- Potential storage facilities (footprint of 1.500m<sup>2</sup>)



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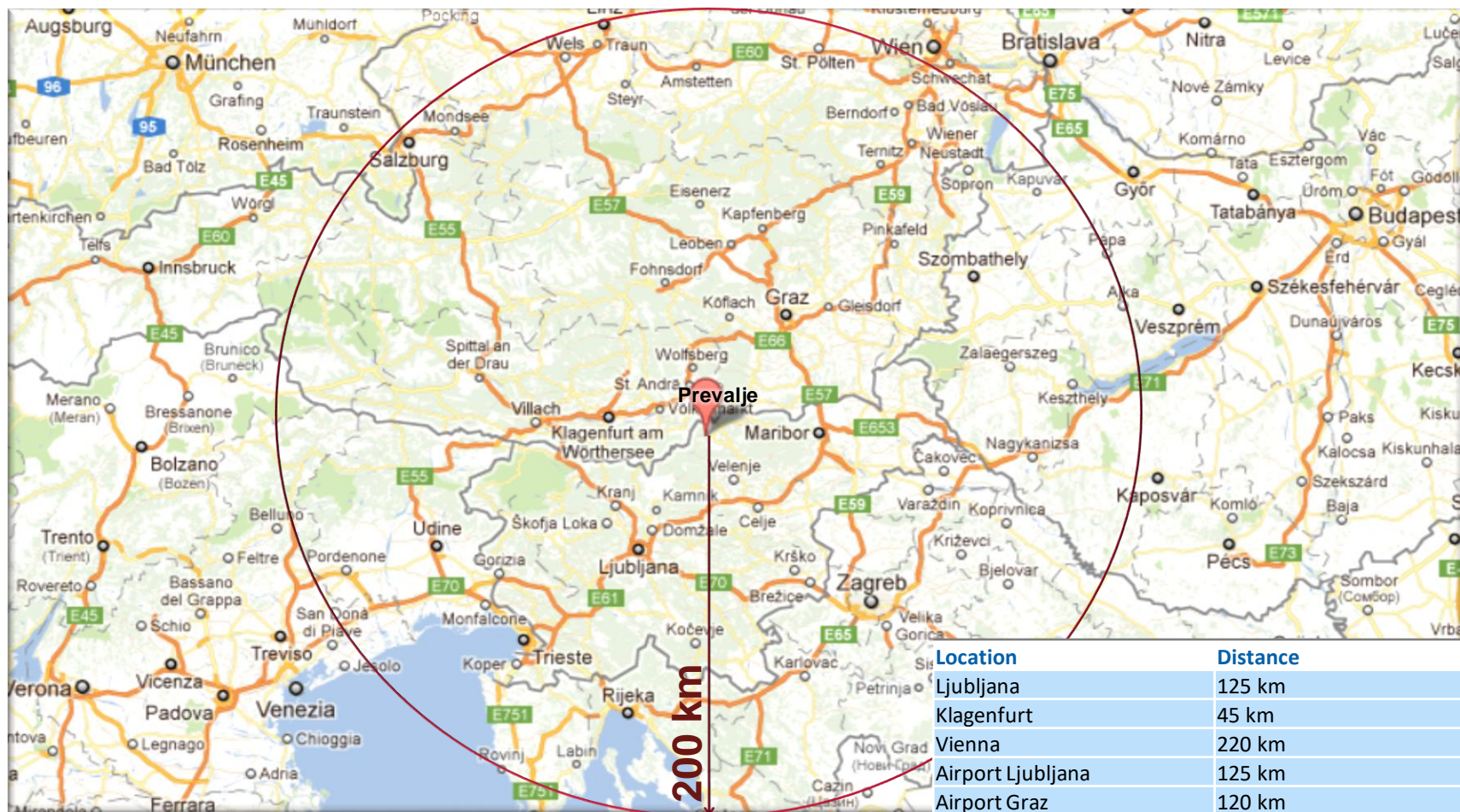


**Back up**

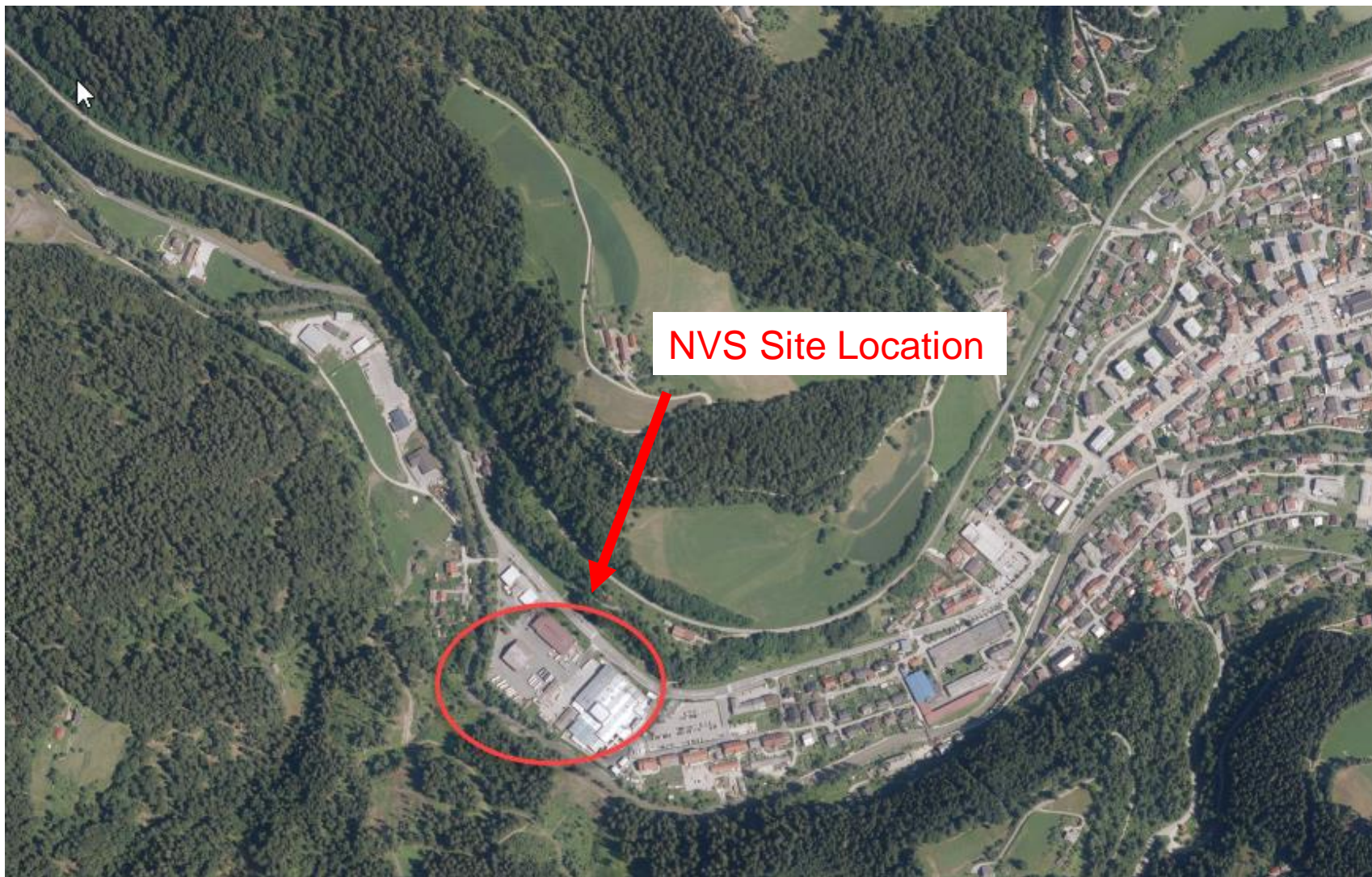
# Prevalje geographical location

GPS coordinates of 2391 Prevalje, Perzonal 47, Slovenia

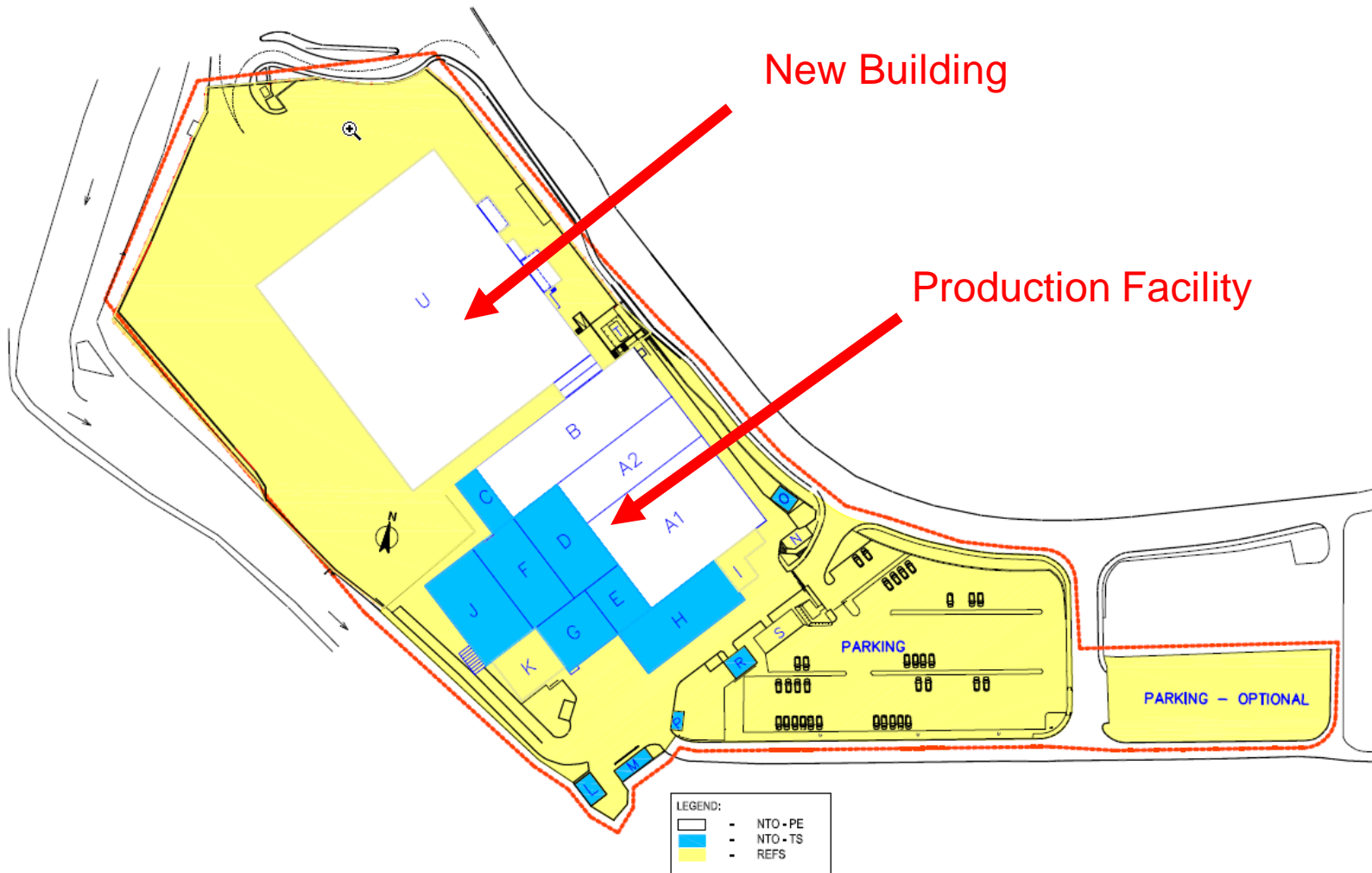
46°32'29.41" N 14°54'20.2" E



# Site overview



# Site overview

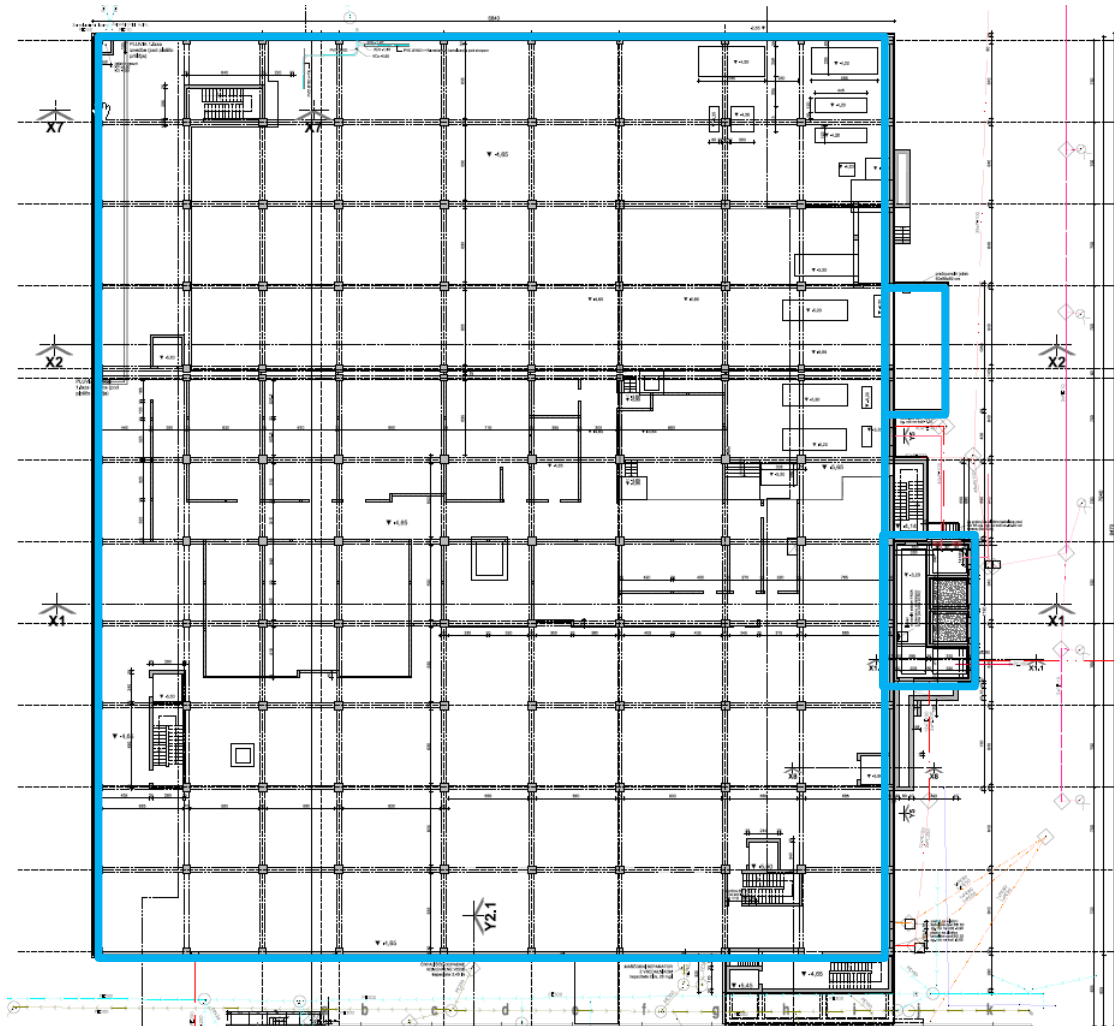


# Building Characteristics

- Water tight building, completely with basement, ground floor and three additional floors.
- Basement, ground floor, floor 1&2: concrete frame construction
- Floor 3: Steel frame construction
- Rooms Height:
  - Basement: 440cm, Ground Floor: 425 cm
  - Level 1: 460 cm, Level 2: 465 cm, Level 3: 435 cm
- Slabs: reinforced concrete, 25 cm
- Outer Walls: partially concrete with facade panels, partially facade panels
- Roof: roof panels with skylights
- Outer wall windows installed including blinds
- Building equipped with shafts for potential elevators
- Doors on outer walls for equipment installation provided

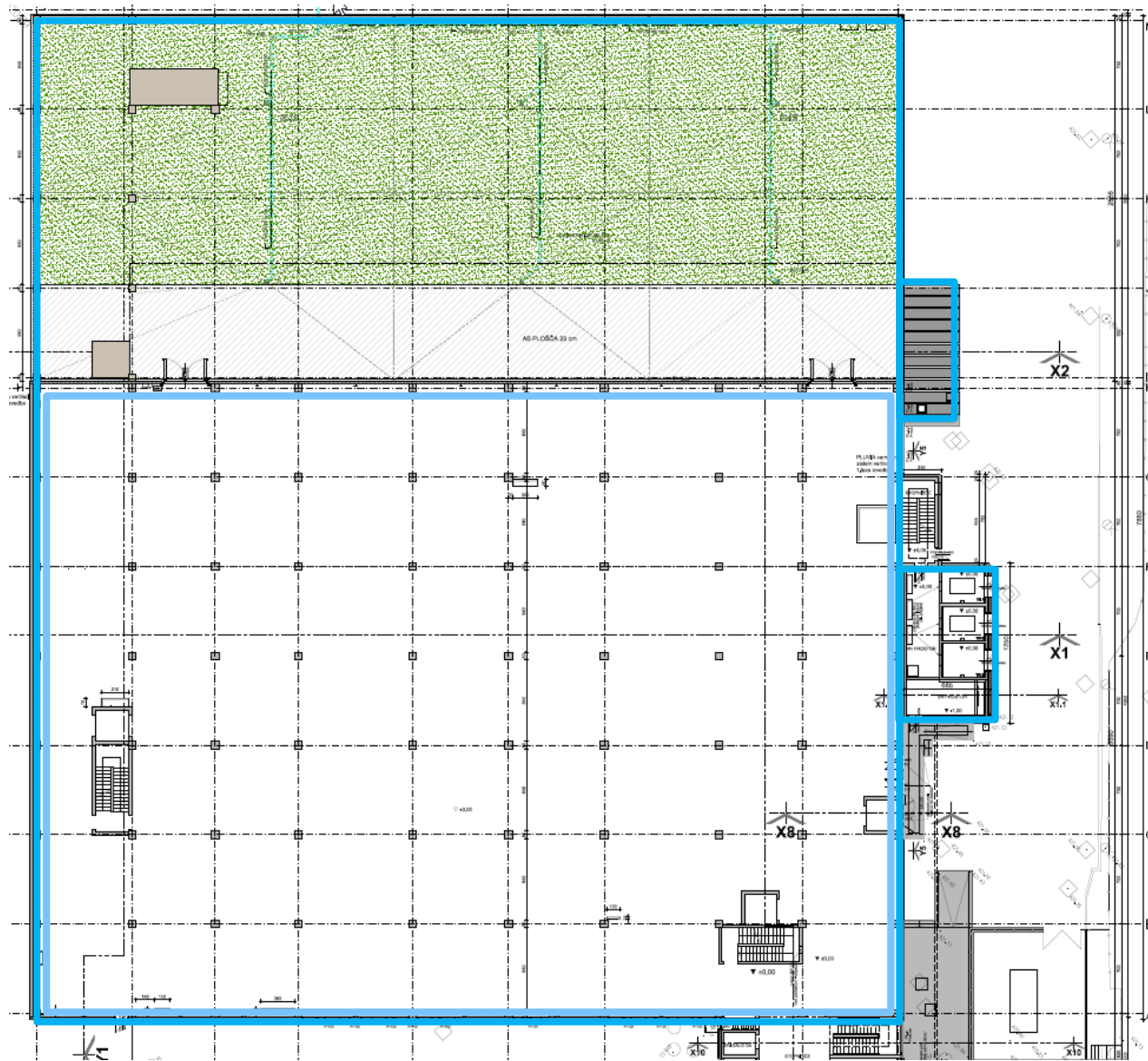


# New building - Basement



5.500 m<sup>2</sup>

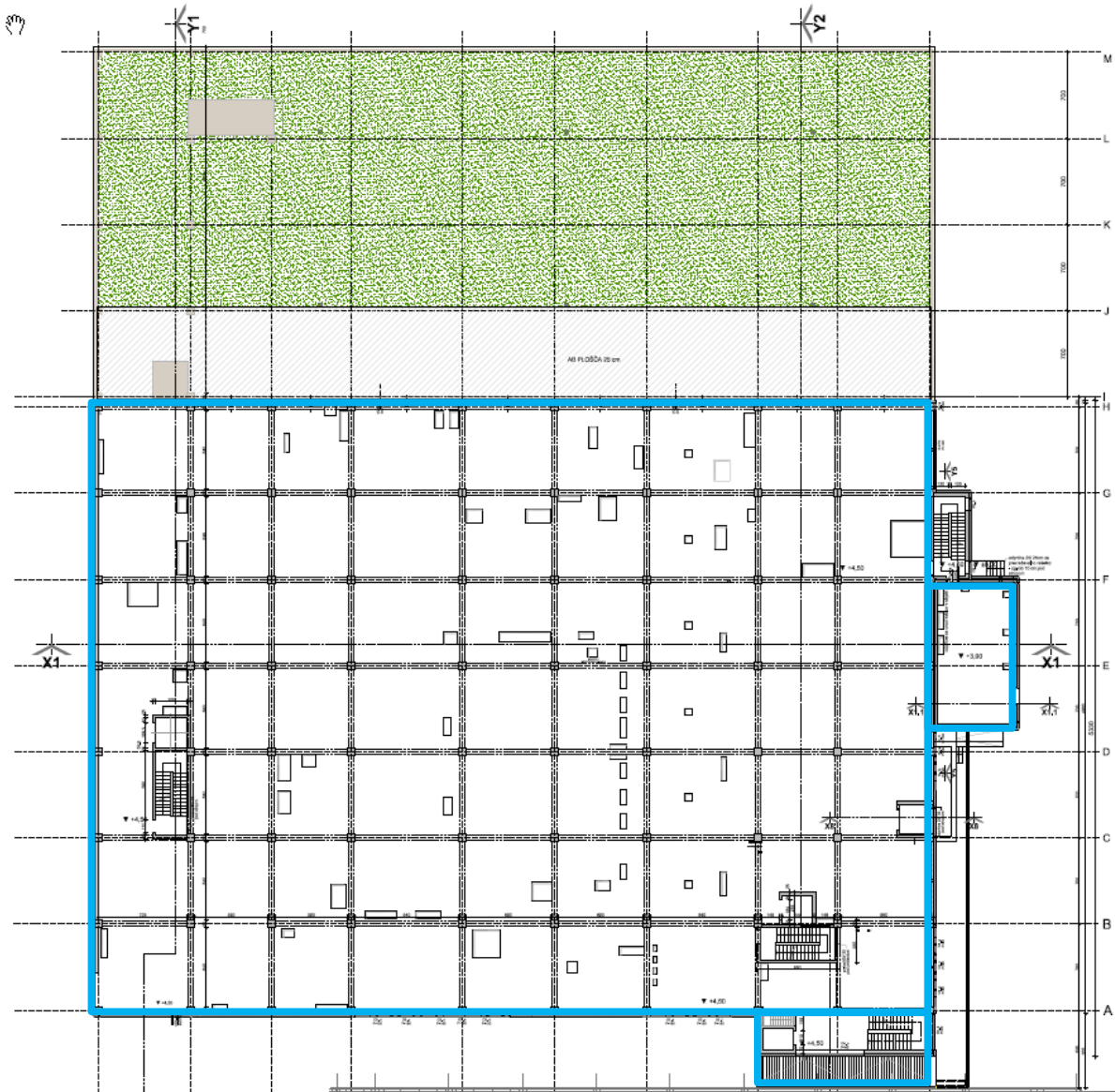
# New building – Ground Floor



5.500 m<sup>2</sup>

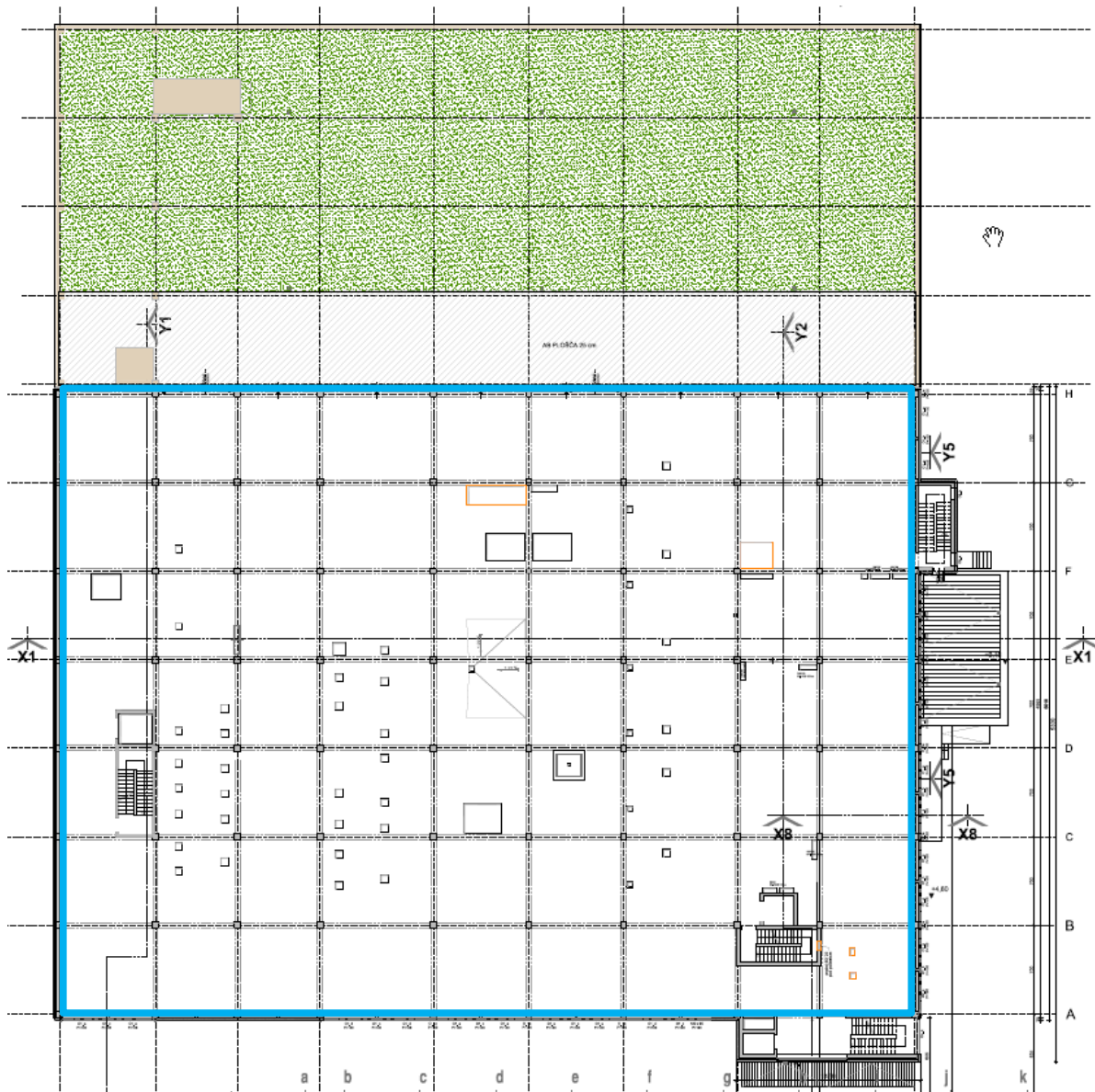
4.100 m<sup>2</sup>  
(under roof)

# New building – Level 1



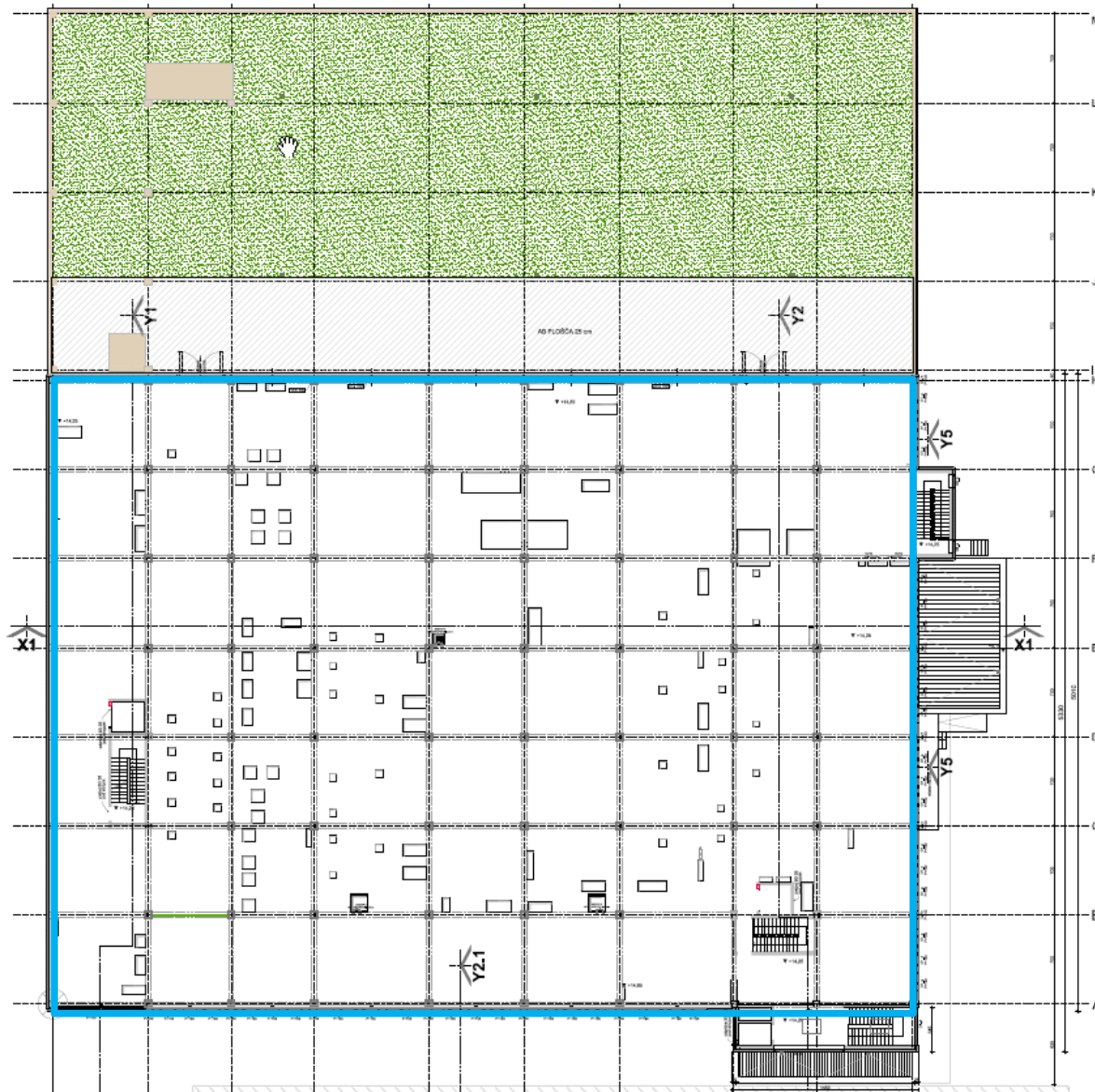
3.500 m2

# New building – Level 2



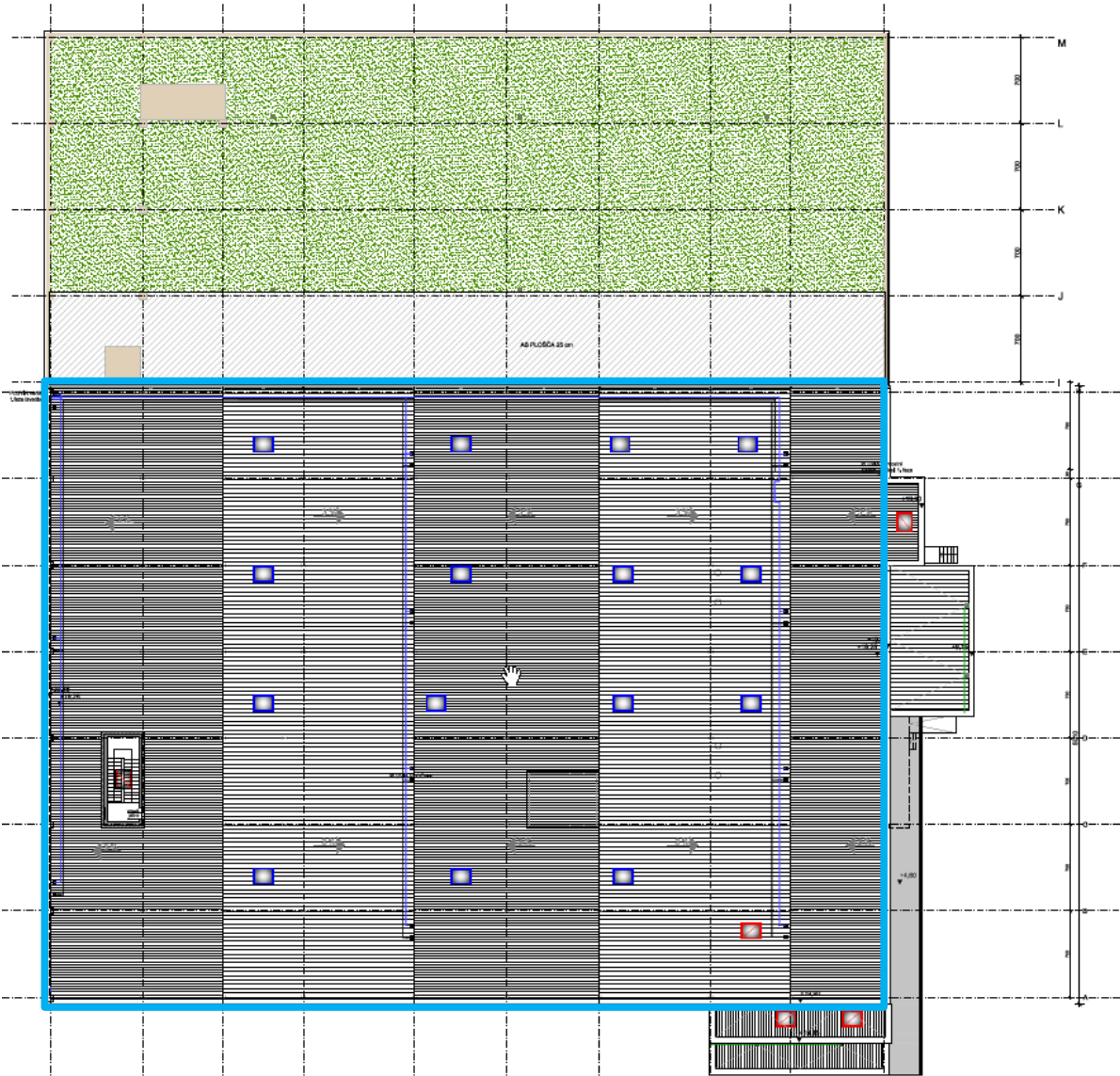
3.500 m<sup>2</sup>

# New building – Level 3



3.500 m<sup>2</sup>

# New building - Roof



# Site Pics



# New Building Pics



# New Building Pics

