



## Current Agreements

### Dealdoc

#### **Licensing and development and manufacturing agreement for type II diabetes therapy (terminated)**

Sanofi-Aventis  
Metabolex

Jun 25 2010

# Licensing and development and manufacturing agreement for type II diabetes therapy (terminated)

<b>Companies:</b>	<a href="#">Sanofi-Aventis</a> <a href="#">Metabolex</a>
<b>Announcement date:</b>	Jun 25 2010
<b>Deal value, US\$m:</b>	400 : sum of milestone payments

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## Details

<b>Announcement date:</b>	Jun 25 2010
<b>Termination date:</b>	May 06 2011
<b>Industry sectors:</b>	Biotech Pharmaceutical Research tools
<b>Therapy areas:</b>	Metabolic » Diabetes Enabling technology Peptides
<b>Technology types:</b>	Processes Proteomics Small molecules Development Manufacturing
<b>Deal components:</b>	Marketing Research Termination
<b>Stages of development:</b>	Phase II
<b>Geographic focus:</b>	Worldwide

## Financials

<b>Deal value, US\$m:</b>	400 : sum of milestone payments
<b>Upfront, US\$m:</b>	25 : upfront payments
<b>Milestones, US\$m:</b>	375.0 : based on achieving development, regulatory and commercial milestone
<b>Royalty rates, %:</b>	n/d : royalty payments

## Termsheet

Metabolex and Sanofi-Aventis have entered into a global license and development agreement for the research, development, manufacture and commercialization of small molecules that modulate the G-protein coupled receptor 119 (GPR119).

Agonists of GPR119 represent a first-in-class oral treatment for type 2 diabetes that function through a unique dual mechanism of action.

The agreement includes MBX-2982, a potent selective orally active GPR119 agonist discovered by Metabolex.

Metabolex will receive an upfront payment and will be eligible to receive development, regulatory, and specified commercial milestones that total as much as \$375 Million.

Metabolex is also eligible to receive royalties on worldwide sales of marketed products.

## Press Release

6 May 2011

Sanofi-Aventis (France) (SASY.PA) Opts Out of Metabolex, Inc. Diabetes Drug Deal; Deal Could Have Been Worth up to \$375 Million 5/6/2011

Sanofi-Aventis returned rights to a mid-stage type 2 diabetes drug to Metabolex Inc.

The Paris company said it opted to terminate its right to MBX-2982, the center of a July 2010 deal that Sanofi and Hayward-based Metabolex. A year ago, the companies said the deal could be worth up to \$375 million in milestone payments.

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25 June 2010

Sanofi-Aventis (France) (SASY.PA) Inks \$375 Million Diabetes Deal With Metabolex, Inc.

HAYWARD, Calif., June 25 /PRNewswire/ -- Metabolex and Sanofi-Aventis announced today that they have entered into a global license and development agreement for the research, development, manufacture and commercialization of small molecules that modulate the G-protein coupled receptor 119 (GPR119), a receptor in the gut and pancreas that interacts with bioactive lipids to stimulate glucose-dependent incretin and insulin secretion. Agonists of GPR119 represent a first-in-class oral treatment for type 2 diabetes that function through a unique dual mechanism of action. First, they act directly on the pancreatic beta cell to increase insulin secretion. In addition, they stimulate release of the incretin GLP-1 from the intestines. This unique dual action may offer improved glucose homeostasis over existing diabetes therapies, with the potential for weight loss and improved islet health.

The agreement includes MBX-2982, a potent selective orally active GPR119 agonist discovered by Metabolex. MBX-2982 has completed three Phase 1 clinical studies and has consistently shown clinically meaningful glucose reductions in healthy volunteers and subjects with impaired glucose tolerance. In all of these studies, MBX-2982 was found to be safe and well tolerated. MBX-2982 is currently in a multi-national 28-day Phase 2 clinical study in patients with type 2 diabetes.

Under this agreement, Metabolex will receive an upfront payment and will be eligible to receive development, regulatory, and specified commercial milestones that total as much as \$375 Million. Metabolex is also eligible to receive royalties on worldwide sales of marketed products.

"We are excited about working with Sanofi-Aventis on this exciting new therapy for type 2 diabetes," said Harold Van Wart, president and CEO of Metabolex. "Sanofi's clear strategic commitment to the field of diabetes makes them the ideal partner to maximize the significant potential of this compound and provide an exciting new therapeutic option for diabetes patients."

The license agreement is subject to antitrust clearance under the Hart-Scott-Rodino Antitrust Improvements Act.

### About Metabolex

Metabolex is a privately-held biopharmaceutical company focused on the discovery and development of proprietary new medicines for the treatment of metabolic diseases, with an emphasis on type 2 diabetes. The company has four clinical-stage compounds: MBX-2982, which has completed three Phase 1 trials and is currently enrolling patients in a Phase 2 study; MBX-102, which has completed four Phase 2 trials; MBX-2044, which has completed a Phase 2a trial; and MBX-8025, which has completed a Phase 2 trial in patients with dyslipidemia.

## Filing Data

10K abstract - 2013

In June 2010, the Company entered into a development and license agreement effective July 21, 2010, with Sanofi-Aventis Deutschland GMBH (Sanofi-Aventis), whereby Sanofi-Aventis received an exclusive worldwide license for the research, development, manufacture and commercialization of small molecules that modulate the G-protein coupled receptor 119 (GPR119). The agreement includes rights to MBX-2982, a potent selective orally active GPR119 agonist discovered by the Company. Upon the effective date of this agreement, the Company received a one-time nonrefundable up-front license payment of \$25.0 million. The Company was eligible to receive milestones if certain development and commercial events were achieved, as well as royalties on worldwide product sales, if any. The one-time nonrefundable up-front license payment was being recognized as revenue ratably over the period that the Company expected to complete certain research and development activities that represent the Company's substantive performance obligations under the agreement. Of this up-front license fee, none was recognized for the years ended December 31, 2013 or December 31, 2012.

On June 15, 2011, the arrangement was terminated by Sanofi-Aventis. Following termination, the Company retained rights to the current programs under this agreement and may continue to develop the programs and commercialize any products resulting from the programs, or the Company may elect to cease progressing the programs and/or seek other partners for further development and commercialization of the programs.

In 2012, the Company recognized a final payment from Sanofi-Aventis of \$2.9 million as contract revenue.

## **Contract**

*Not available.*