



# GETINGE

Acquisition of Datascope Corp.

16 September, 2008

- Getinge has signed a definitive agreement to acquire Datascope Corp. for \$53.00 per share
  - Fully diluted equity value of \$865 million (SEK 5.8 billion<sup>(1)</sup>)
  - Implied enterprise value of \$618 million<sup>(2)</sup>
- Attractive valuation for both Getinge and Datascope shareholders
  - 34%<sup>(3)</sup> premium to DSCP's normalized share price
  - Offer represents 12.9x 2007/08 EBITDA of \$48 million
- Transaction close expected by year end assuming customary regulatory and shareholder approvals

(1) Exchange rate used for this presentation \$1 = SEK 6.72

(2) Cash and cash equivalents of \$246.5 million includes \$273.1 million as of June 30, 2008 and cash proceeds for IPD division of \$21 million and estimated net tax for recent disposals

(3) Datascope's volume weighted average price of \$39.67 for the three-month period ended June 3, 2008

- Critical mass: The acquisition of Datascope strengthens Getinge's *Cardiovascular* franchise. Combined revenues will exceed \$650 million
- The acquisition is in line with Getinge's stated ambition of building a leading position in the attractive cardiovascular surgery and cardiac assist markets
- Significant revenue synergy potential through product, geographic and sales channel complementarity
- Datascope offers high growth opportunities
  - Expanded use of counterpulsation therapy
  - Peripheral vascular stents
  - Endografts for AAA and TAA repair

- Global leader in Intra-Aortic Balloon (IABP) counterpulsation therapy
- Operates in two divisions<sup>(1)</sup>; Cardiac Assist and InterVascular
- 2007/08 revenue of \$231 million<sup>(2)</sup> and EBITDA of \$48 million, representing a 8% and 14% increase to 2006/07 respectively
- Robust product pipeline with multiple near-term product launches
- Founded in 1964; headquartered in Montvale, New Jersey with approximately 765<sup>(3)</sup> employees globally

(1) Datascope recently divested its Patient Monitoring Business to Mindray for \$240 million and its Interventional Products (IPD) to St. Jude for \$21 million

(2) Includes \$2.9 million of corporate and other revenue

(3) As of June 30, 2008

# Cardiac Assist Division Overview

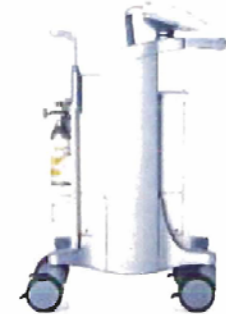
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- Global leader in IABP technology and a >70%<sup>(1)</sup> market share
  - Leading market share position in both pumps and balloons
- Other key product lines include
  - Endoscopic vessel harvesting devices
  - Vascular closure products
- 2007/08 sales of \$189.6 million<sup>(2)</sup>
- 490 employees worldwide
- Headquarters in Fairfield, Mahwah, NJ
- Key Competitors include Teleflex and Abiomed

(1) Company Estimate

(2) Includes Cardiac Assist product revenue of \$175.2 million and Cardiac Assist services revenue of \$14.4 million

## Intra Aortic Balloon Pumps



## Catheters



## Vascular Closure Devices



# InterVascular Division Overview

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- Synthetic surgical grafts and patches
- Recently acquired Sorin's peripheral stent business to address \$0.7 billion growing peripheral intervention market
- 2007/08 sales of \$38.4 million
- 165 employees worldwide
  - 140 in La Ciotat, France
- Headquarters in La Ciotat, France
- Key Competitors include Gore, Bard, BBraun and Vascutek, Medtronic, J&J, Cook, BSC

## Vascular Grafts



## Peripheral Stents



## Endovascular Repair



- A combination of Getinge and Datascope has potential for generating significant synergies, principally from a revenue perspective
- Synergies will come both from product and geographic cross selling opportunities
- Creates a strong platform for continued expansion in the cardiovascular market with focus on Cardiac and Vascular Surgery and Cardiac Assist

# Key Pro Forma Financials

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SEK, \$ million	<u>Getinge</u>	<u>Datascope<sup>(1)</sup></u>		<u>Pro Forma</u>
	31 December, 2007	30 June, 2008		
		\$m	SEKm	
<b>Combined sales</b>	<b>16,445</b>	<b>231</b>	<b>1,552</b>	<b>17,997</b>
<b>EBITDA</b>	<b>3,222</b>	<b>48</b>	<b>321</b>	<b>3,543</b>
<b>EBITDA margin</b>	<b>19.6%</b>	<b>20.7%</b>	<b>20.7%</b>	<b>19.7%</b>

The transaction is expected to be earnings accretive by 2010<sup>(2)</sup>

(1) Exchange rate used for Datascope historical financials \$1 = SEK 6.72

(2) Including transaction related financing cost and amortization of transaction related intangibles



- Financed using a fully underwritten credit facility from Skandinaviska Enskilda Banken
  - Strong cash flow from pro forma business expected to provide rapid deleveraging
- Part of the credit facility will be refinanced through a new share issue following the closing
- New share issue expected to raise approximately SEK 1.0 billion
  - Guaranteed by Carl Bennet AB, a company owned by Getinge's Chairman and principal shareholder, Carl Bennet

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- Global leadership
    - We strive to be a global No. 1 or No. 2 in the product areas focused. Market leadership will help us attain cost leadership through scale
  - Solution provider
    - We strive to combine the strength of our leading product positions and the depth of our know-how to offer innovative solutions that lead to process improvements for our customers
  - Customer relationships
    - A direct approach to our customers is crucial to our success. Getinge will strive to establish own distribution companies whenever justifiable

# Questions & Answers

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