

May 2024

Corporate Overview

Innovating to Transform the Lives
of Patients and Their Families



Caroline

Rylaze[®] patient diagnosed with ALL / LBL

Transforming Lives. Redefining Possibilities.

Caution Concerning Forward-Looking Statements

This presentation contains forward-looking statements and financial targets, including, but not limited to, statements related to: the Company's growth prospects and future financial and operating results, including the Company's 2024 financial guidance and the Company's expectations related thereto and anticipated catalysts; the Company's expectations for total revenue growth, sleep revenue growth, neuroscience revenue growth and oncology revenue growth and anticipated product sales; expectations of growth in net sales of Xywav, Epidiolex/Epidyolex and Rylaze combined; the Company's expectations of additional Epidyolex ex-U.S. launches and indication expansion through 2024; expectations with respect to royalties from Xyrem authorized generic products (AG products); the Company's expectations of growth of Xywav in IH and that Xywav will remain the oxybate of choice; Vision 2025 and the Company's progress related thereto; the Company's development, regulatory and commercialization strategy; the Company's expectation of delivering at least five additional novel product approvals by the end of the decade and expectations with respect to potential corporate development; the advancement of pipeline programs and the timing of development activities, regulatory activities and submissions related thereto; the Company's expectations with respect to its products and product candidates and the potential of the Company's products and product candidates, including the potential of Zanidatamab to be more than a two billion dollar market opportunity, and the potential regulatory path related thereto; the Company's capital allocation and corporate development strategy; the potential successful future development, manufacturing, regulatory and commercialization activities; the Company's expectation of sustainable growth and meaningful value and the ability of near-term catalysts to drive substantial value creation; growing and diversifying the Company's revenue, investing in its pipeline of novel therapies, and delivering innovative therapies for patients and potential benefits of such therapies; the Company's ability to realize the commercial potential of its products and growth opportunities; planned or anticipated clinical trial events, including with respect to initiations, enrollment and data read-outs, and the anticipated timing thereof, including late-stage readouts through 2024/early 2025; the Company's clinical trials confirming clinical benefit or enabling regulatory submissions; planned or anticipated regulatory submissions and filings, and the anticipated timing thereof; potential regulatory approvals; and other statements that are not historical facts. These forward-looking statements are based on the Company's current plans, objectives, estimates, expectations and intentions and inherently involve significant risks and uncertainties.

Actual results and the timing of events could differ materially from those anticipated in such forward-looking statements as a result of these risks and uncertainties, which include, without limitation, risks and uncertainties associated with: maintaining or increasing sales of and revenue from Xywav, Rylaze, Epidiolex/Epidyolex and other products; the introduction of new products into the U.S. market that compete with, or otherwise disrupt the market for, the Company's oxybate products and other products and product candidates; effectively launching and commercializing the Company's other products and product candidates; the successful completion of development and regulatory activities with respect to the Company's product candidates; obtaining and maintaining adequate coverage and reimbursement for the Company's products; the time-consuming and uncertain regulatory approval process, including the risk that the Company's current and/or planned regulatory submissions may not be submitted, accepted or approved by applicable regulatory authorities in a timely manner or at all, including the costly and time-consuming pharmaceutical product development and the uncertainty of clinical success, including risks related to failure or delays in successfully initiating or completing clinical trials and assessing patients; global economic, financial, and healthcare system disruptions and the current and potential future negative impacts to the Company's business operations and financial results; geopolitical events, including the conflict between Russia and Ukraine and related sanctions; macroeconomic conditions, including global financial markets, rising interest rates and inflation and recent and potential banking disruptions; regulatory initiatives and changes in tax laws; market volatility; protecting and enhancing the Company's intellectual property rights and the Company's commercial success being dependent upon the Company obtaining, maintaining and defending intellectual property protection and exclusivity for its products and product candidates; delays or problems in the supply or manufacture of the Company's products and product candidates; complying with applicable U.S. and non-U.S. regulatory requirements, including those governing the research, development, manufacturing and distribution of controlled substances; government investigations, legal proceedings and other actions; identifying and consummating corporate development transactions, financing these transactions and successfully integrating acquired product candidates, products and businesses; the Company's ability to realize the anticipated benefits of its collaborations and license agreements with third parties; the sufficiency of the Company's cash flows and capital resources; the Company's ability to achieve targeted or expected future financial performance and results and the uncertainty of future tax, accounting and other provisions and estimates; the Company's ability to meet its projected long-term goals and objectives, including as part of Vision 2025, in the time periods that the Company anticipates, or at all, and the inherent uncertainty and significant judgments and assumptions underlying the Company's long-term goals and objectives; fluctuations in the market price and trading volume of the Company's ordinary shares; restrictions on repurchases of capital stock; the timing and availability of alternative investment opportunities; and other risks and uncertainties affecting the Company, including those described from time to time under the caption "Risk Factors" and elsewhere in Jazz Pharmaceuticals' Securities and Exchange Commission filings and reports, including the Company's Annual Report on Form 10-K for the year ended December 31, 2023 as supplemented by the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2024, and future filings and reports by the Company. Other risks and uncertainties of which the Company is not currently aware may also affect the Company's forward-looking statements and may cause actual results and the timing of events to differ materially from those anticipated.

This presentation contains long-term and other financial targets of the Company relating to Vision 2025, including with respect to long-term total revenue and adjusted operating margin improvement targets, each of which are forward-looking statements. While these financial targets were prepared in good faith, no assurance can be made regarding future results or events. These financial targets are based on historical performance trends and management outlook that is dependent in principal part on successfully achieving targets for 2024; management's assumptions and estimates regarding Xywav adoption in IH, the effects of competition from AG Products and potential launch of generic versions of sodium oxybate and the level of AG Product royalties to the Company, the safety and efficacy profiles of competitive product launch(es) in narcolepsy and IH, and estimates of the size of the eligible IH patient population for Xywav; estimates of the size of the eligible patient populations that may ultimately be served by Epidiolex/Epidyolex, new patient market share, duration of therapy, and the safety and efficacy profiles of therapies competing with Epidiolex/Epidyolex; patient market share, duration of therapy, and the safety and efficacy profiles of therapies competing with the Company's oncology products; and the successful outcomes of ongoing and planned clinical trials. In addition, the Company's long-term revenue target assumes revenue contribution from growth opportunities related to pipeline development and potential corporate development opportunities that may not be realized in a timely manner, or at all. The estimates and assumptions underlying these financial targets involve significant judgments with respect to, among other things, future economic, competitive, regulatory, market and financial conditions, as well as future clinical and regulatory outcomes and future business decisions and corporate development opportunities that may not be realized, and that are inherently subject to significant business, economic, competitive and regulatory risks and uncertainties, including, among other things, the risks and uncertainties described above and business and economic conditions affecting the biotechnology industry generally, all of which are difficult to predict and many of which are outside the control of the Company. There can be no assurance that the underlying assumptions and estimates will prove to be accurate or that these financial targets will be realized and the Company's actual results may differ materially from those reflected in these financial targets. In addition, these financial targets are Company goals that should not be construed or relied upon as financial guidance and should not otherwise be relied upon as being necessarily indicative of future results, and investors are otherwise cautioned not to place undue reliance on these financial targets. In preparing this presentation, the Company has relied upon and assumed, without independent verification, the accuracy and completeness of industry and market information from public sources or provided to the Company by third parties, which information involves assumptions and limitations, and you are cautioned not to give undue weight to such information.



Transforming Lives. Redefining Possibilities.

Non-GAAP Financial Measures

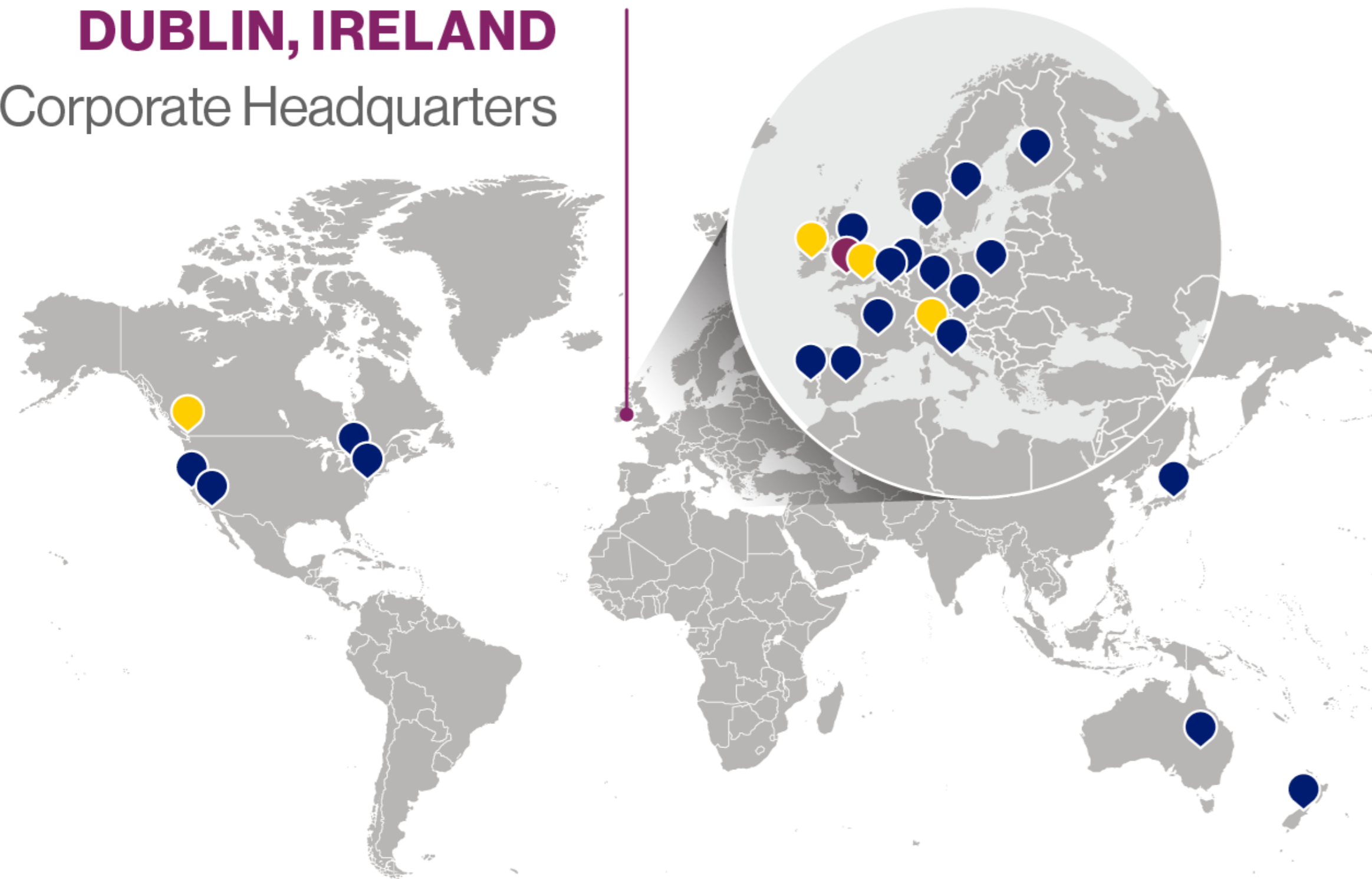
To supplement Jazz Pharmaceuticals' financial results and guidance presented in accordance with U.S. generally accepted accounting principles (GAAP), the Company uses certain non-GAAP (also referred to as adjusted or non-GAAP adjusted) financial measures in this presentation. The Company presents non-GAAP adjusted net income (and the related per share measure) and certain line item components. Non-GAAP adjusted net income (and the related per share measure) and its line item components exclude from GAAP reported net income (loss) (and the related per share measure) and its line item components certain items, as detailed in the reconciliation tables that follow in the Appendix hereto, and in the case of non-GAAP adjusted net income (and the related per share measure), adjust for the income tax effect of the non-GAAP adjustments. In this regard, the components of non-GAAP adjusted net income, including non-GAAP adjusted cost of product sales, SG&A (selling, general and administrative) expenses and R&D (research and development) expenses, are income statement line items prepared on the same basis as, and therefore components of, the overall non-GAAP adjusted net income measure. The Company also presents non-GAAP adjusted operating margin and projected non-GAAP adjusted operating margin improvement. Non-GAAP adjusted operating margin is calculated as total revenues less non-GAAP adjusted cost of product sales, SG&A expenses and R&D expenses divided by total revenues. Non-GAAP adjusted cost of product sales, SG&A expenses and R&D expenses exclude certain line item components from GAAP reported cost of product sales, SG&A expenses and R&D expenses, as detailed in the non-GAAP adjusted operating margin reconciliation tables that follow in the Appendix hereto. The Company also uses a non-GAAP net leverage ratio calculated as net debt (defined as total GAAP debt, net of cash, cash equivalents and investments) divided by non-GAAP adjusted EBITDA for the most recent period of four consecutive completed fiscal quarters. EBITDA is defined as net income before income taxes, interest expense, depreciation and amortization. Adjusted EBITDA is defined as EBITDA further adjusted to exclude certain other charges and adjustments as detailed in the non-GAAP net leverage ratio reconciliation table that follows in the Appendix hereto and is calculated in accordance with the definition of Adjusted Consolidated EBITDA as set out in the Company's credit agreement entered into in May 2021 (the Credit Agreement). Investors should note that a reconciliation of projected 2025 non-GAAP adjusted cost of product sales, SG&A and R&D expenses, which are used to calculate projected non-GAAP adjusted operating margin and the related projected percentage improvement from 2021 to 2025, to projected 2025 GAAP cost of product sales, SG&A and R&D expenses is not provided because the Company cannot do so without unreasonable efforts due to the unavailability of information needed to calculate reconciling items and due to the variability, complexity and limited visibility of comparable GAAP measures and the reconciling items that would be excluded from the non-GAAP financial measures in future periods. For example, the non-GAAP adjustment for share-based compensation expense requires additional inputs such as the number and value of awards granted that are not currently ascertainable. Investors should note that the amounts of reconciling items between actual non-GAAP adjusted cost of product sales, SG&A and R&D expenses and actual GAAP cost of product sales, SG&A and R&D expenses could be significant such that actual GAAP cost of product sales, SG&A and R&D expenses for 2025 would vary significantly from the projected adjusted cost of product sales, SG&A and R&D expenses for 2025 used to calculate projected non-GAAP adjusted operating margin and the related projected percentage improvement from 2021 to 2025.

The Company believes that each of these non-GAAP financial measures provides useful supplementary information to, and facilitates additional analysis by, investors and analysts and that each of these non-GAAP financial measures, when considered together with the Company's financial information prepared in accordance with GAAP, can enhance investors' and analysts' ability to meaningfully compare the Company's results from period to period and to its forward-looking guidance, and to identify operating trends in the Company's business and to understand the Company's ability to delever. In addition, these non-GAAP financial measures are regularly used by investors and analysts to model and track the Company's financial performance. The Company's management also regularly uses these non-GAAP financial measures internally to understand, manage and evaluate the Company's business and to make operating decisions, and compensation of executives is based in part on certain of these non-GAAP financial measures. Because these non-GAAP financial measures are important internal measurements for the Company's management, the Company also believes that these non-GAAP financial measures are useful to investors and analysts since these measures allow for greater transparency with respect to key financial metrics the Company uses in assessing its own operating performance and making operating decisions. These non-GAAP financial measures are not meant to be considered in isolation or as a substitute for comparable GAAP measures; should be read in conjunction with the Company's consolidated financial statements prepared in accordance with GAAP; have no standardized meaning prescribed by GAAP; and are not prepared under any comprehensive set of accounting rules or principles in the reconciliation tables that follow. In addition, from time to time in the future there may be other items that the Company may exclude for purposes of its non-GAAP financial measures; and the Company has ceased, and may in the future cease, to exclude items that it has historically excluded for purposes of its non-GAAP financial measures. Likewise, the Company may determine to modify the nature of its adjustments to arrive at its non-GAAP financial measures. Because of the non-standardized definitions of non-GAAP financial measures, the non-GAAP financial measures as used by the Company in this presentation and the accompanying tables have limits in their usefulness to investors and may be calculated differently from, and therefore may not be directly comparable to, similarly titled measures used by other companies.



A Leading Growth-Oriented Biopharma Company

DUBLIN, IRELAND
Corporate Headquarters



-  Business Operations
-  Manufacturing Facilities
-  Growing Sites



~2.8K
Employees
Worldwide



>750
R&D
Employees



8
Medicines
Commercialized¹



40
R&D
Programs²





Jazz Pharmaceuticals®



William
Xywav patient living with IH

Our Purpose

is to innovate to transform the lives of patients and their families.

Who We Are

We are focused on developing life-changing medicines for people with serious diseases, often with limited or no therapeutic options, so they can live their lives more fully.



Kasen and his mom Brittany
Epidiolex patient living with Dravet syndrome



Jazz in 2024: Multiple near-term growth drivers, significant pipeline catalysts and well-positioned to deliver meaningful value

COMMERCIAL

*Expect **double-digit** percentage **revenue growth** across combined key growth drivers YoY¹*

PIPELINE

Multiple near-term catalysts targeting significant market opportunities

*Submitted **zanidatamab** BLA seeking accelerated approval in 2L BTC*

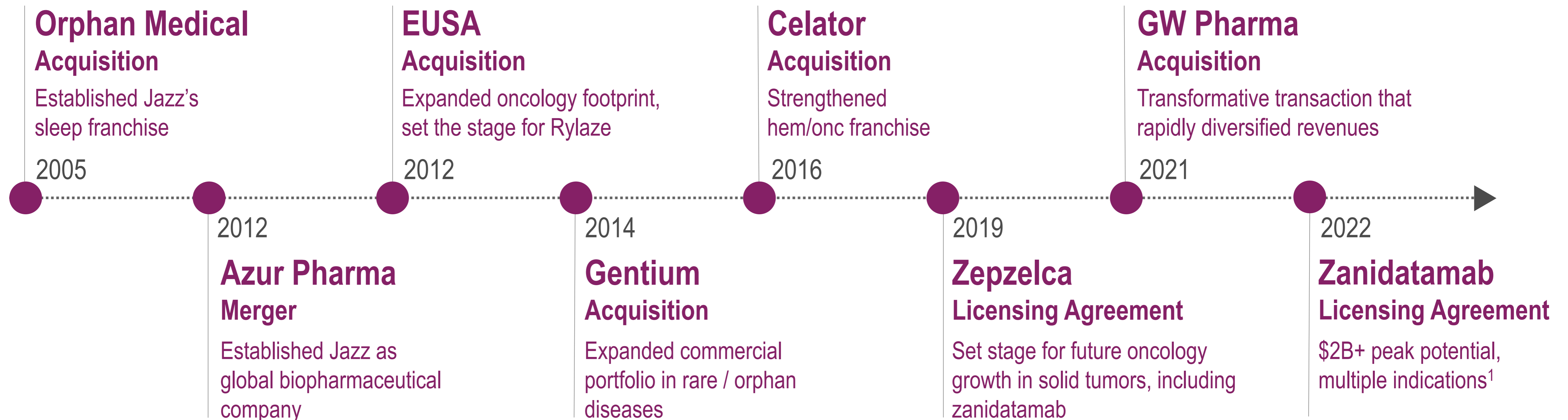
CORPORATE DEVELOPMENT

*Well-positioned to be **partner of choice**, with **financial strength** to transact*



Strong Track Record of Corporate Development Success

WELL-POSITIONED TO BE A PARTNER OF CHOICE



2024 – 2025: TARGETING CORPORATE DEVELOPMENT OPPORTUNITIES TO DRIVE TOP-LINE REVENUE GROWTH AND DIVERSIFICATION



Note: Timeline shows select corporate development activity since 2005. Hem/onc = hematology & oncology. ¹Pending regulatory approval.

Vision 2025

Vision 2025 is Built on Our Core Strengths

COMMERCIAL



- ✓ Executing **successful launches**
- ✓ **#1** treatment in **narcolepsy**
- ✓ **#1** branded **epilepsy** treatment
- ✓ **Rapidly growing oncology** business

\$5B

in revenue in 2025, including \$0.5B
from corporate development

PIPELINE



- ✓ Ability to **invest meaningfully in R&D**
- ✓ **Expanded R&D capabilities**
- ✓ **Breadth** and **depth** of pipeline
- ✓ Strategic R&D **collaborations**

≥5

Novel product approvals¹

OPERATIONAL EXCELLENCE



- ✓ Disciplined **capital allocation**
- ✓ **Flexibility to invest** in growth drivers

5%²

Adjusted operating margin³
improvement 2021⁴ to 2025



On Track to Deliver on 2024 Guidance and Objectives



COMMERCIAL

Growing and diversified revenues

- ✓ **Sleep¹**
 - **Xywav[®]** revenues **grew 14%** YoY
 - Expect Xywav to **remain oxybate of choice**
- ✓ **Epidiolex[®]**
 - **Epidiolex** revenues grew **5%** YoY
 - Expect further **data generation** to support **additional growth**
- ✓ **Oncology**
 - **Oncology** revenues **grew 13%** YoY
 - **Rylaze[®]** revenues **grew 20%** YoY
 - **Zepzelca[®]** revenues **grew 12%** YoY



PIPELINE

Multiple near-term, late-stage catalysts targeting significant market opportunities

- ✓ **Zanidatamab:**
 - **Completed BLA** in 2L BTC; expect to launch in 2025 or earlier
 - 1L BTC **confirmatory trial ongoing**
 - Plan to **initiate Phase 3 EMPOWHER** breast cancer study in 2H24
 - Targeting **late-2024** for **Phase 3 top-line PFS data** in GEA
- ✓ **Suvecaltamide:** Top-line data from Phase 2b trial in ET **expected late 1H24**
- ✓ **Epidyolex:** Phase 3 top-line data readout in Japan **expected in 2H24**
- ✓ **Zepzelca:** Phase 3 top-line data readout in ES 1L SCLC in combination with Tecentriq[®] **expected end of 2024 / early 2025**



OPERATIONAL EXCELLENCE

Disciplined capital allocation enables investment in growth

- ✓ **Affirmed 2024 Guidance:**
 - Total revenues **\$4.0B – \$4.2B**
 - ANI² **\$1.275B – \$1.350B**
 - Adjusted EPS² **\$18.15 – \$19.35**
- ✓ Continued **top-line growth in 2024:**
 - Total revenues **+7%** at guidance midpoint
 - Expect **double-digit percentage growth** of Xywav, Epidiolex, and Rylaze combined
- ✓ **Leverage cash flow to support growth**
 - Cash³ at end of 1Q24: **\$1.8B**
 - Strong 1Q24 operating cash flow of **\$267M**
- ✓ **R&D investment to support multiple near-term catalysts**



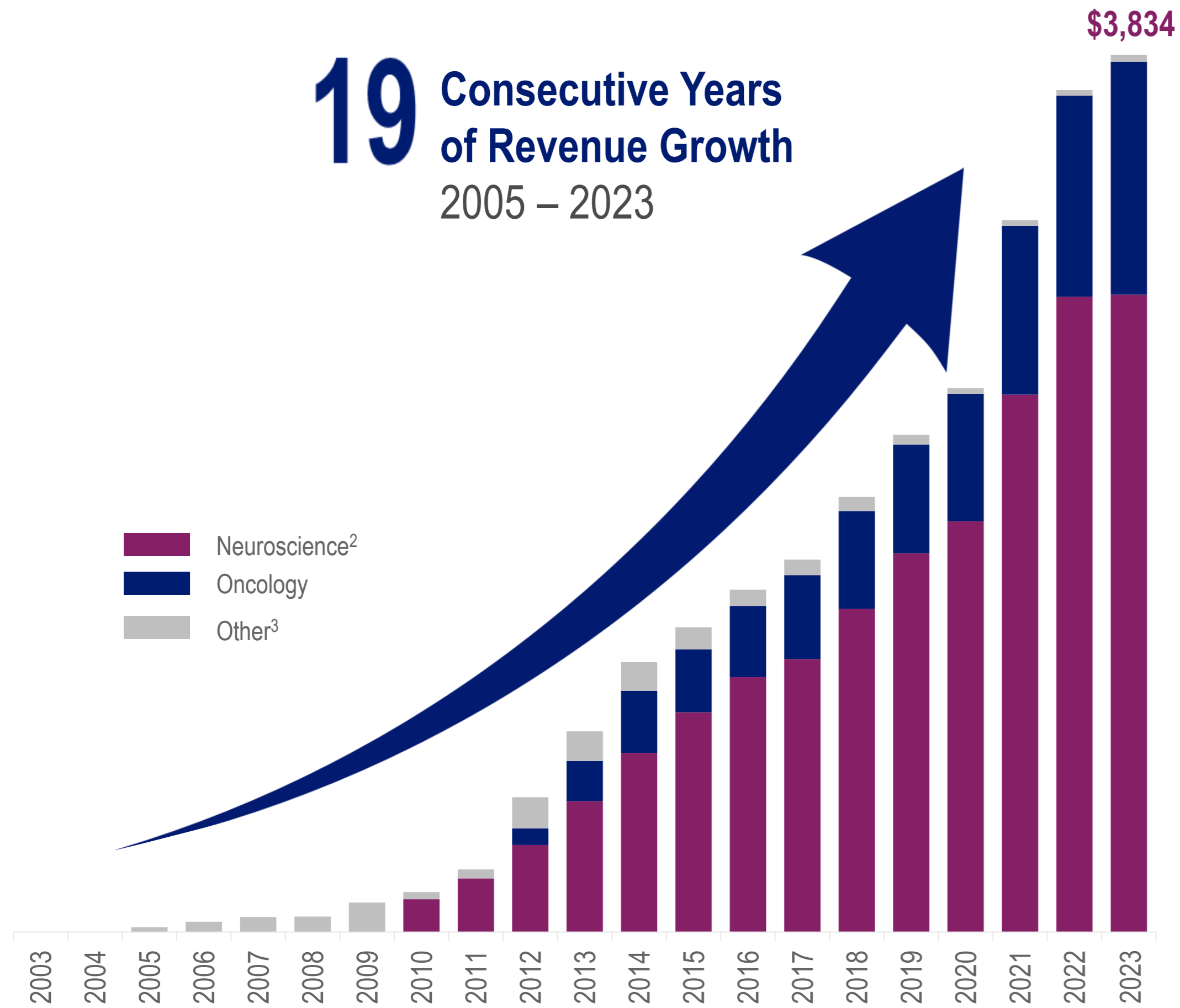
1L = first line; 2L = second line; ANI = Adjusted net income; BLA = biologics license application; BTC = Biliary tract cancer; EPS = earnings per share; ES = extensive stage; ET = essential tremor; GEA = gastroesophageal adenocarcinoma; PFS = progression-free survival; R&D = Research & Development; SCLC = small stage lung cancer; YoY = Year-over-year, 1Q24 vs. 1Q23. ¹Sleep therapeutic area consists of Xywav, Xyrem and high-sodium oxybate AG royalties; ²Non-GAAP adjusted net income (and the related per share measure) are non-GAAP financial measures; for further information, see “Non-GAAP Financial Measures” and reconciliation tables in the Appendix; ³Cash, cash equivalents and investments.

Commercial

Growing and Diverse Revenue Streams

Key Growth Drivers Contributing to Top-Line Revenues

19 Consecutive Years of Revenue Growth
2005 – 2023



GROWING & INCREASINGLY DIVERSIFIED PORTFOLIO

- 2020 – 2023 revenues grew by >60%
- Oncology revenues were 26% of total revenues in FY23

KEY GROWTH DRIVERS: XYWAV, EPIDIOLEX, RYLAZE

- Expect double-digit percentage revenue growth¹ across combined key growth drivers in 2024
- 12% year-over-year revenue increase from combined key growth drivers in 1Q24



Revenue \$ in millions



Note: the Company expects double-digit percentage revenue growth across combined key growth drivers as well top-line revenue growth overall in 2024. ¹Based on 2024 guidance affirmed by Jazz Pharmaceuticals plc as of May 1, 2024; ²Neuroscience revenue includes high-sodium oxybate AG royalty revenues; ³Includes other revenues, other royalty and contract revenues, and revenues not associated with Neuroscience or Oncology

Xywav: Success Reinforces Durability in Sleep



KEY HIGHLIGHTS

- **Expect Xywav to remain the oxybate of choice**
- 1Q24 Sleep¹ revenue of **\$430 million**
- **First and only** FDA-approved therapy to treat IH
- Approved to treat the **full condition of IH**, including sleep inertia, which has significant impact on patients' quality of life and daily function
- **Benefits of reducing sodium intake** and an **individualized dosing regimen** continue to resonate with patients and HCPs for the treatment of IH and narcolepsy
- Expect high-sodium AG royalty revenue to **exceed \$200M** in 2024

GROWTH OPPORTUNITIES

- **Continued growth** of **new prescribers** driving demand
- **Expanding field force** to increase the breadth of IH prescribers
- **Efficient launch in IH** with >90% overlap with existing sleep call universe



Diana

Xywav patient living with IH



AG royalties = high-sodium authorized generic royalty revenues; FDA = Food and Drug Administration; HCP = healthcare provider; IH = idiopathic hypersomnia.

¹Total revenue from Sleep includes Xywav, Xyrem and high-sodium oxybate AG royalty revenues.

Epidiolex: High Unmet Need in Pediatric Onset Epilepsy



KEY HIGHLIGHTS

Broad spectrum efficacy through novel mechanism of action

- **>\$2.2 billion¹** in revenue since acquisition mid-2021
- **#1 branded epilepsy treatment**
- **High unmet need:**
 - Patients in the U.S. with: **DS ~10,000; LGS ~30,000-50,000; TSC ~40,000-50,000**

GROWTH OPPORTUNITIES

- Further data generation: Long-term Expanded Access Program study demonstrated Epidiolex was associated with a **sustained reduction in treatment-resistant, focal-onset seizures through ~2.5 years²**
- **Education on caregiver reported outcomes and beyond-seizure benefits** utilizing data from the BECOME^{3,4} survey in DS and LGS
- Delivering programs and education to support **optimal dosing**
- Enhancing focus on additional opportunity in **adult patient setting**
- Additional **ex-U.S. launches and indication expansion** expected through 2024;
top-line data expected 2H24 from pivotal Phase 3 trial in Japan: **~20,000 DS/LGS/TSC patients**



Ellamee

Epidiolex patient living with LGS



Rely on Rylaze: Successful Launch and Strong Demand



KEY HIGHLIGHTS

Sustained asparaginase activity over the course of therapy essential to treatment success of ALL/LBL patients¹

- **>\$864 million²** in revenue since launch in mid-2021

GROWTH OPPORTUNITIES

- **Continued strong demand driven by:**
 - Increased use in AYA setting
 - Switching to Rylaze at first sign of HSR and due to other treatment-related issues
 - **Significant uptake** in **M/W/F 25/25/50** IM dosing regimen
- European **rolling launch** of **Enrylaze[®]** is **ongoing**



Emily

Rylaze patient diagnosed with ALL



Zepzelca: #1 Treatment in 2L; Potential to Expand to 1L SCLC



KEY HIGHLIGHTS

Well-Established as 2L SCLC Treatment of Choice

- **>\$970 million¹** in revenue since launch in mid-2020

GROWTH OPPORTUNITIES

Potential to Expand into 1L SCLC

- Still a **significant unmet need**: 5-year OS remains <10% with median OS, depending on stage at diagnosis, of 6-24 months²
- Potential to **increase duration of response** with earlier line patients
- In the U.S., there are **~30,000 1L SCLC patients**, with **~27,000** currently treated in 1L and **~17,000** treated in 2L³
- Ongoing Phase 3 trial in extensive stage **1L SCLC** in combination with Tecentriq[®] (atezolizumab), in collaboration with Roche⁴
- **Top-line PFS** readout expected **end of 2024 / early 2025**



Donna

Zepzelca patient living with SCLC

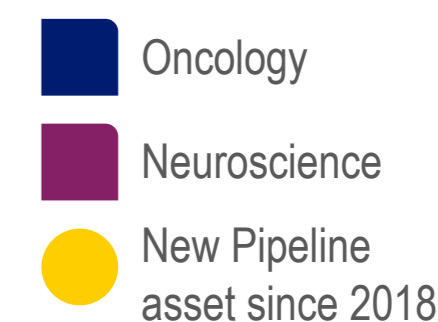
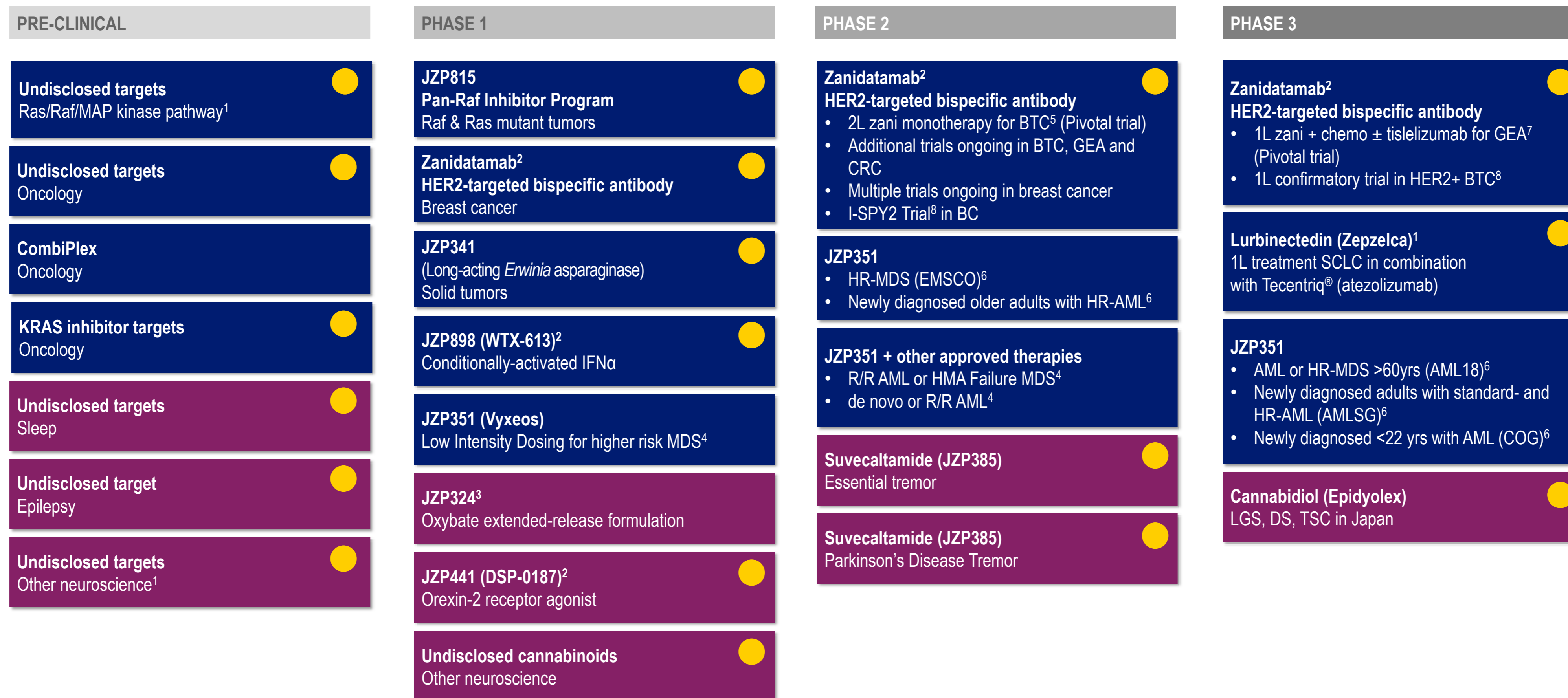


1L = first-line; 2L = second-line; OS = overall survival; PFS = progression-free survival; SCLC = small cell lung cancer. ¹Net product sales from launch in July 2020 to March 31, 2024; ²Wang, S. et al. Survival changes in patients with small cell lung cancer and disparities between different sexes, socioeconomic statuses and ages. Scie Rep. 2017; 7:1339; ³Approximate U.S. SCLC patient numbers, sources: SEER Cancer Stat Facts <https://seer.cancer.gov/statfacts/html/lungb.html>, accessed April 19, 2019, American Cancer Society, <https://www.cancer.org/cancer/small-cell-lung-cancer/about/what-is-small-cell-lung-cancer.html>, accessed April 12, 2019, Kantar Health Treatment Architecture SCLC July 2018, Jazz primary market research May 2019; ⁴F. Hoffmann-La Roche Ltd.

Pipeline

Multiple Near-term Catalysts Targeting Significant Market Opportunities

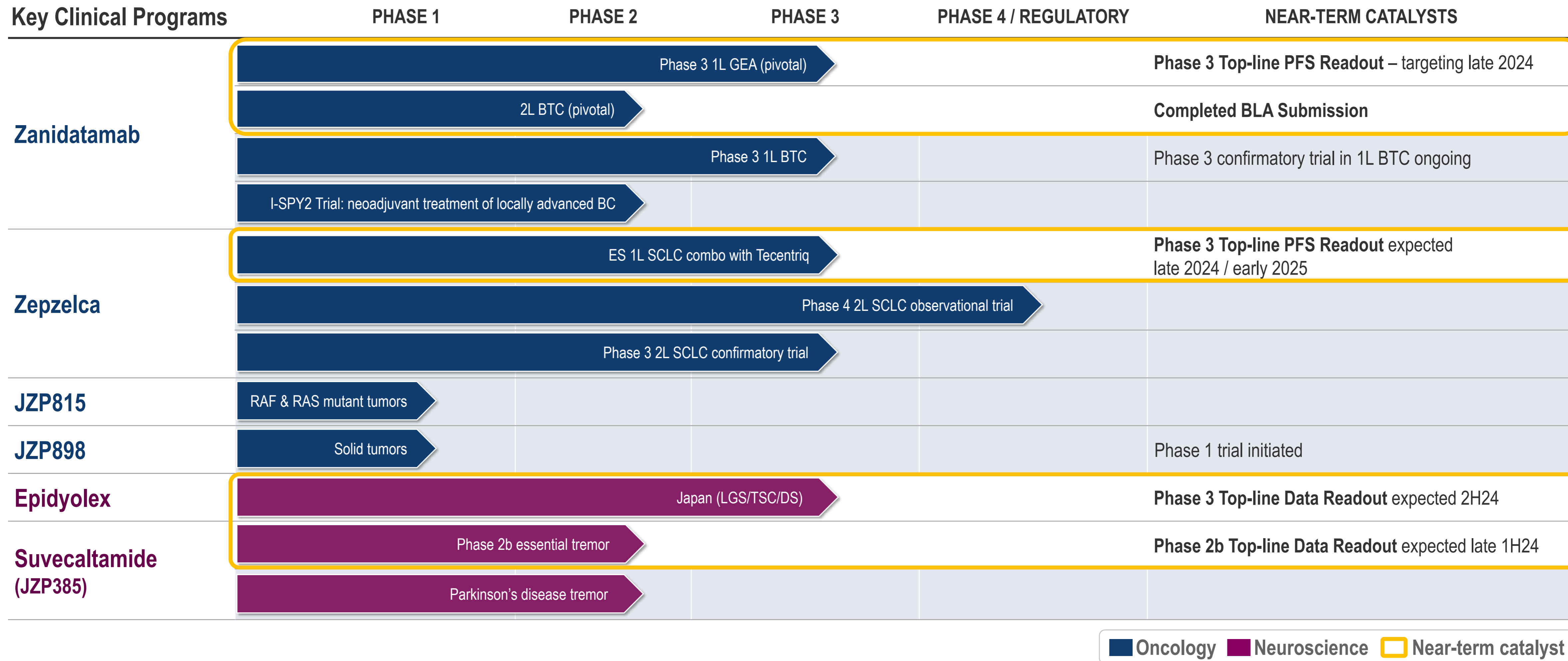
Robust and Productive Pipeline for Sustainable Growth



Pipeline projects expanded >4x since 2018

1L = first line; 2L = second line; AML = acute myeloid leukemia; BC = breast cancer; BTC = biliary tract cancers; COG = Children's Oncology Group; CRC = colorectal cancer; DS = Dravet syndrome; EMSCO = European Myelodysplastic Neoplasms Cooperative Group; GEA = gastroesophageal adenocarcinoma; HER2 = human epidermal growth factor receptor 2; HMA = hypomethylating agents; HR = high-risk; IFNα = interferon alpha; LGS = Lennox-Gastaut syndrome; MAP = mitogen-activated protein; MDS = myelodysplastic syndromes; R/R = relapsing/refractory; SCLC = small cell lung cancer; SG = study group; TSC = Tuberous sclerosis complex; zani = zanidatamab. ¹Partnered collaboration; ²Acquired; ³Planned; ⁴Jazz & MD Anderson Cancer Center collaboration study; ⁵HERIZON-BTC-01; ⁶Cooperative group study; ⁷HERIZON-GEA-01; ⁸HERIZON-BTC-302, in collaboration with QuantumLeap Healthcare Collaborative.

Multiple Pipeline Catalysts Through 2025



Zanidatamab

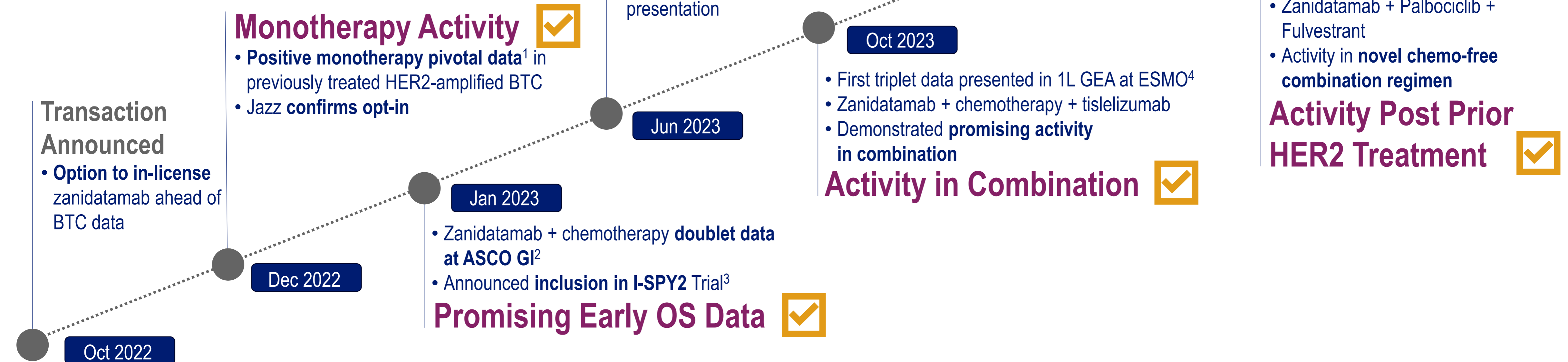
Zanidatamab: Recent Data De-Risks \$2B+ Potential Opportunity

Significantly advanced zanidatamab program with completion of the BLA for 2L BTC 

Announced MD Anderson Collaboration

Studying zanidatamab as **monotherapy and in combination** in:

- Early-stage BC
- Cancers where other HER2-targeted therapies failed
- Rare, tissue agnostic cancers



1L = first line; 2L = second-line; ASCO = American Society of Clinical Oncology; BC = breast cancer; BLA = biologics license application; BTC = biliary tract cancer; ESMO = European Society for Medical Oncology; GEA = gastroesophageal adenocarcinoma; GI = gastrointestinal; HER2 = human epidermal growth factor receptor 2; mBC = metastatic breast cancer; OS = overall survival; SABCS = San Antonio Breast Cancer Symposium. ¹DOI: 10.1200/JCO.2023.41.16_suppl.1044 Journal of Clinical Oncology 41, no. 16_suppl (June 01, 2023) 1044-1044; ²DOI: 10.1200/JCO.2023.41.4_suppl.347 Journal of Clinical Oncology 41, no. 4_suppl (February 01, 2023) 347-347; ³NCT01042379, in collaboration with QuantumLeap Healthcare Collaborative; ⁴Poster presented by partner Beigene; Harpreet Wasan, et al. Zanidatamab (zani) plus chemotherapy (chemo) and tislelizumab (TIS) as first-line (1L) therapy for patients (pts) with advanced HER2-positive (+) Gastric/gastroesophageal junction adenocarcinoma (GC/GEJC): updated results from a phase 1b/2 study, ESMO, 2023; ⁵Santiago Escrivá-de-Romani, et al., Primary Results From a Phase 2a Study of Zanidatamab (zani) + Palbociclib (palbo) + Fulvestrant (fulv) in HER2+/HR+ Metastatic Breast Cancer (mBC), SABCS, 2023.

Zanidatamab: De-Risked Near-Term Opportunity with \$2B+ Peak Potential

- **Completed BLA submission** in 2L BTC; expect to launch in 2025 or earlier
- **Updated data**, including **OS** and **longer follow-up**, from **HERIZON-BTC-01** to be presented at ASCO Annual Meeting 2024

Biliary Tract Cancer

Expect **first indication** to be **BTC**¹, helps HCPs gain **important experience**

Completed rolling BLA submission for potential **accelerated approval** in 2L BTC

1L BTC **confirmatory trial ongoing**

HERIZON-BTC-01: **Updated data at ASCO**

~12,000

BTC cases annually² in U.S., Europe³ and Japan

Gastroesophageal Adenocarcinoma

Path to approval in 1L GEA with sBLA submission

HER2+/PD-L1 negative: opportunity to **address unmet need** and **replace trastuzumab**¹

HER2+/PD-L1 positive: opportunity to replace trastuzumab as **HER2-targeted therapy of choice**¹

Opportunity to **explore potential in neoadjuvant populations**¹

~63,000

GEA cases annually² in U.S., Europe³ and Japan

Breast Cancer

Expanded opportunity across lines of therapy¹:

- Early lines of therapy (neoadjuvant)
- Post T-DXd (Ph3 EMPOWHER study)
- Novel combinations

Plan to initiate Ph3 EMPOWHER trial in 2H24:

zanidatamab + chemo vs. tras + chemo in patients with HER2+ BC whose disease has progressed on previous T-DXd treatment

Potential for **novel chemo-free regimen** for **HER2+/HR+** patients¹

Ongoing trials in early breast cancer:

- I-SPY2 Trial⁴
- MD Anderson collaboration

~150,000

BC cases annually⁵ in U.S., Europe³ and Japan

Other HER2-Expressing Cancers

Broad potential beyond BTC, GEA, and BC in multiple HER2-expressing indications **based on compelling clinical activity from early trials**⁶:

- Colorectal
- NSCLC
- Ovarian
- Endometrial
- Pancreatic
- Bladder
- Salivary Gland
- Ampullary
- Other HER2-expressing solid tumors

Broad Potential

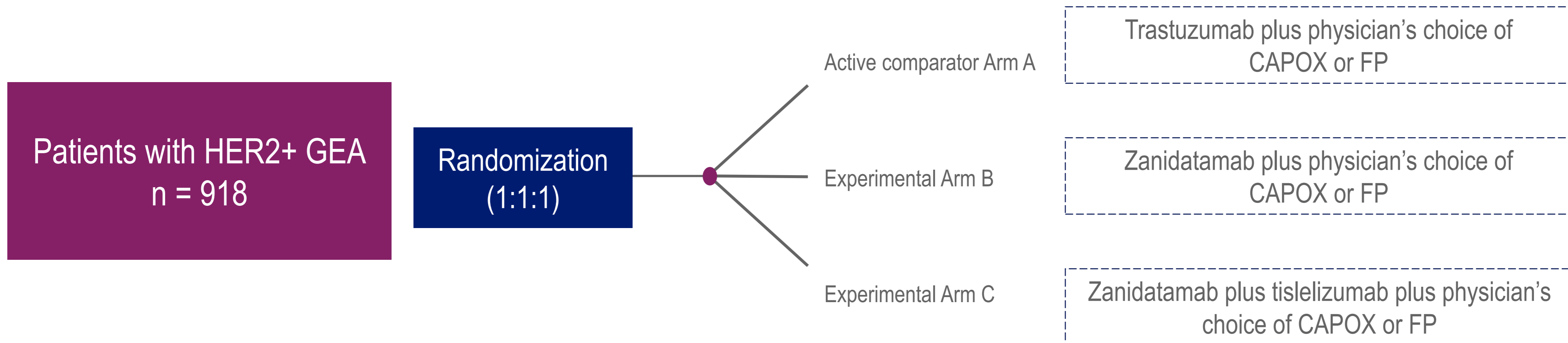
Beyond BTC, GEA, and BC

1L = first line; 2L = second line; ASCO = American Society of Clinical Oncology; BC = breast cancer; BLA = biologics license application; BTC = biliary tract cancer; GEA = gastroesophageal adenocarcinoma; HCP = healthcare provider; HER2 = human epidermal growth factor receptor 2; HR+ = hormone receptor positive; NSCLC = non-small cell lung cancer; OS = overall survival; PD-L1 = programmed cell death ligand 1; sBLA = supplemental biologics license application; T-DXd = trastuzumab deruxtecan; tras = trastuzumab. ¹Pending regulatory approvals; ²Incidence sources: Kantar reports, ToGA surveillance report; SEER, cancer.gov; ClearView Analysis; GLOBOCAN, Data on file; ³Major markets, U.K, France, Germany, Spain, Italy; ⁴NCT01042379, in collaboration with QuantumLeap Healthcare Collaborative; ⁵Incidence source estimates derived from multiple sources: Decision Resources Group, Kantar Health, Jazz Market Research, data on file; ⁶Funda Meric-Bernstam et al, Zanidatamab, a novel bispecific antibody, for the treatment of locally advanced or metastatic HER2-expressing or HER2-amplified cancers: a phase 1, dose-escalation and expansion study, The Lancet Oncology, Volume 23, Issue 12, 2022, Pages 1558-1570, ISSN 1470-2045, [https://doi.org/10.1016/S1470-2045\(22\)00621-0](https://doi.org/10.1016/S1470-2045(22)00621-0).



Zanidatamab: Ongoing Phase 3 GEA Trial¹

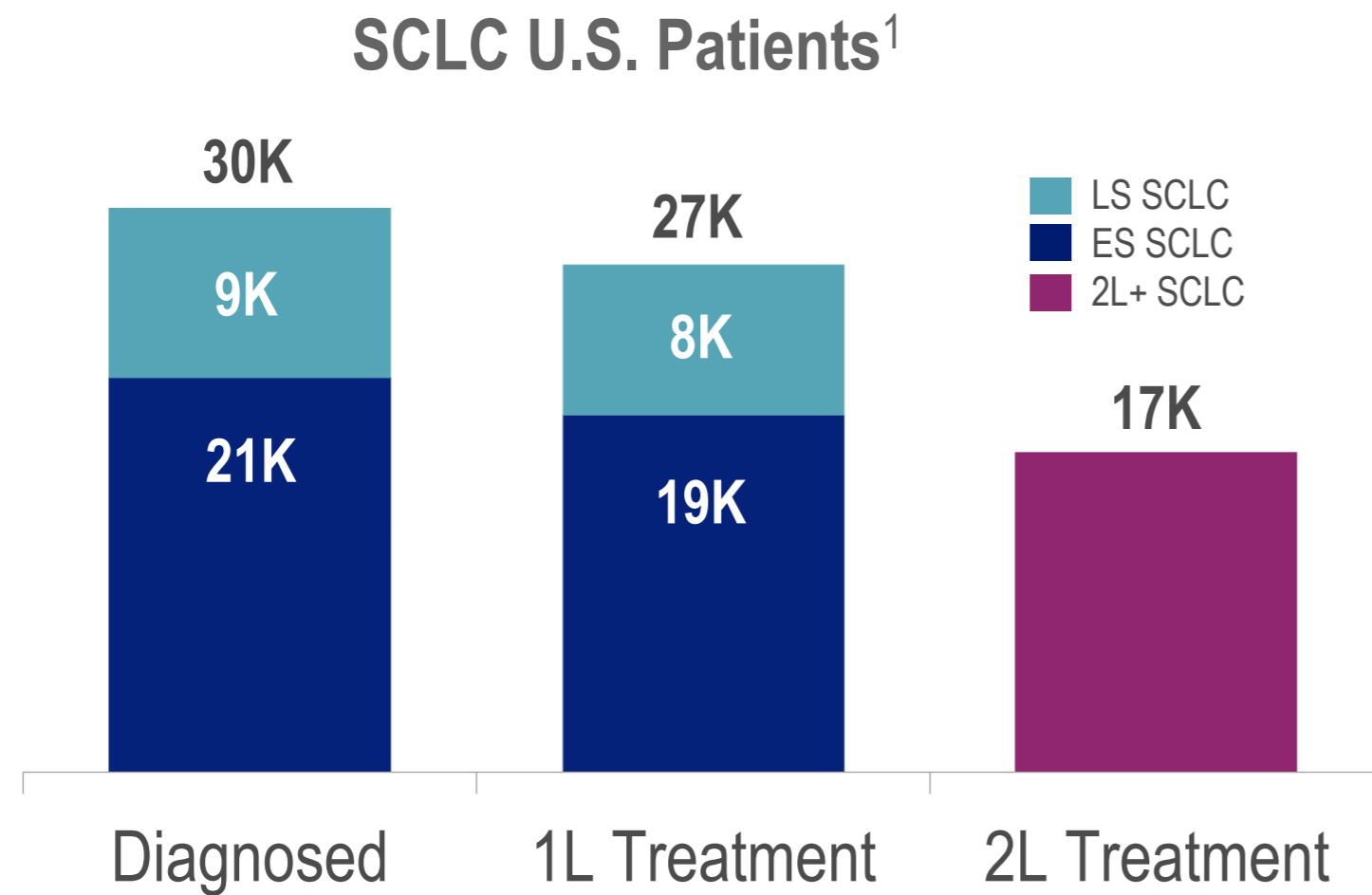
- Primary Endpoints: Progression-free survival (PFS) and Overall survival (OS)
 - PFS as assessed by BICR as per RECISTv1.1
- Patients with locally advanced, recurrent or metastatic HER2-positive stomach and esophageal cancers, including GEJ
 - HER2+ defined as IHC3+ or IHC2+/ISH+ per central assessment
- **Targeting late 2024 for top-line PFS data**



Zepzelca

Zepzelca: Phase 3 1L Maintenance Trial in Patients with ES-SCLC

Unmet need

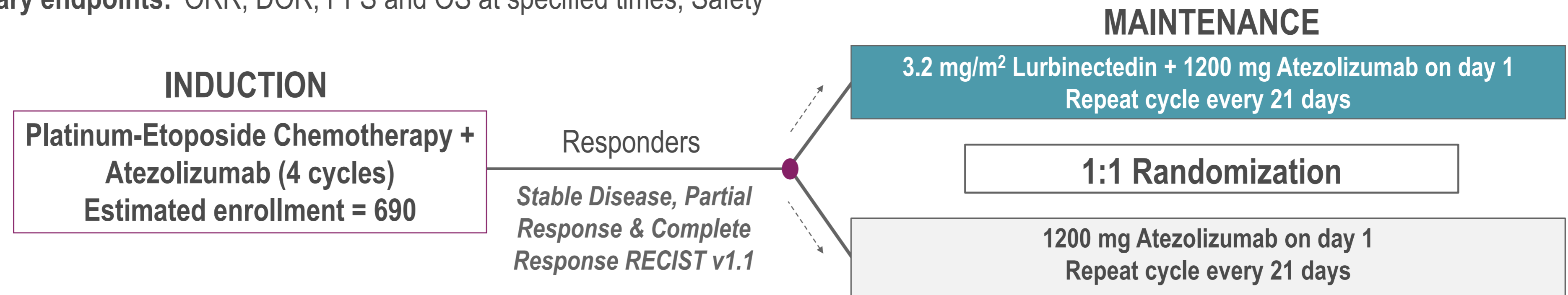


- **Phase 3 top-line PFS readout** expected end of 2024 / early 2025
- Potential to **help SCLC patients earlier** in the treatment paradigm
- Potential to **increase duration of response** with earlier line patients
- Still a **significant unmet need**: 5-year OS remains <10% with median OS, depending on stage at diagnosis, of 6-24 months²
- In the U.S., there are **~30,000 1L SCLC patients**, with **~27,000** currently **treated** in 1L and **~17,000** treated in 2L¹
- **~70%** of 1L patients have extensive stage SCLC

Clinical Trial Design

Ph3 randomized, open-label trial of maintenance lurbinectedin in combination with atezolizumab compared to atezolizumab in participants with ES-SCLC.³

- **Primary endpoints:** PFS and OS
- **Secondary endpoints:** ORR, DOR, PFS and OS at specified times, Safety



1L = first-line, 2L = second-line, DOR = duration of response, ES = extensive stage, LS = limited stage, ORR = objective response rate, OS = overall survival, PFS = progression-free survival, Ph3 = Phase 3, SCLC = small cell lung cancer.

¹Approximate U.S. SCLC patient numbers, sources: SEER Cancer Stat Facts <https://seer.cancer.gov/statfacts/html/lungb.html>, accessed April 19, 2019; American Cancer Society, <https://www.cancer.org/cancer/small-cell-lung-cancer/about/what-is-small-cell-lung-cancer.html>, accessed April 12, 2019; Kantar Health Treatment Architecture SCLC July 2018; Jazz primary market research May 2019, ²Wang, S. et al. Survival changes in patients with small cell lung cancer and disparities between different sexes, socioeconomic statuses and ages. Scie Rep. 2017; 7:1339, ³ClinicalTrials.gov identifier: NCT05091567. Updated March 28, 2023. Accessed April 27, 2023. <https://clinicaltrials.gov/ct2/show/NCT05091567?term=imforte&draw=2&rank=1>

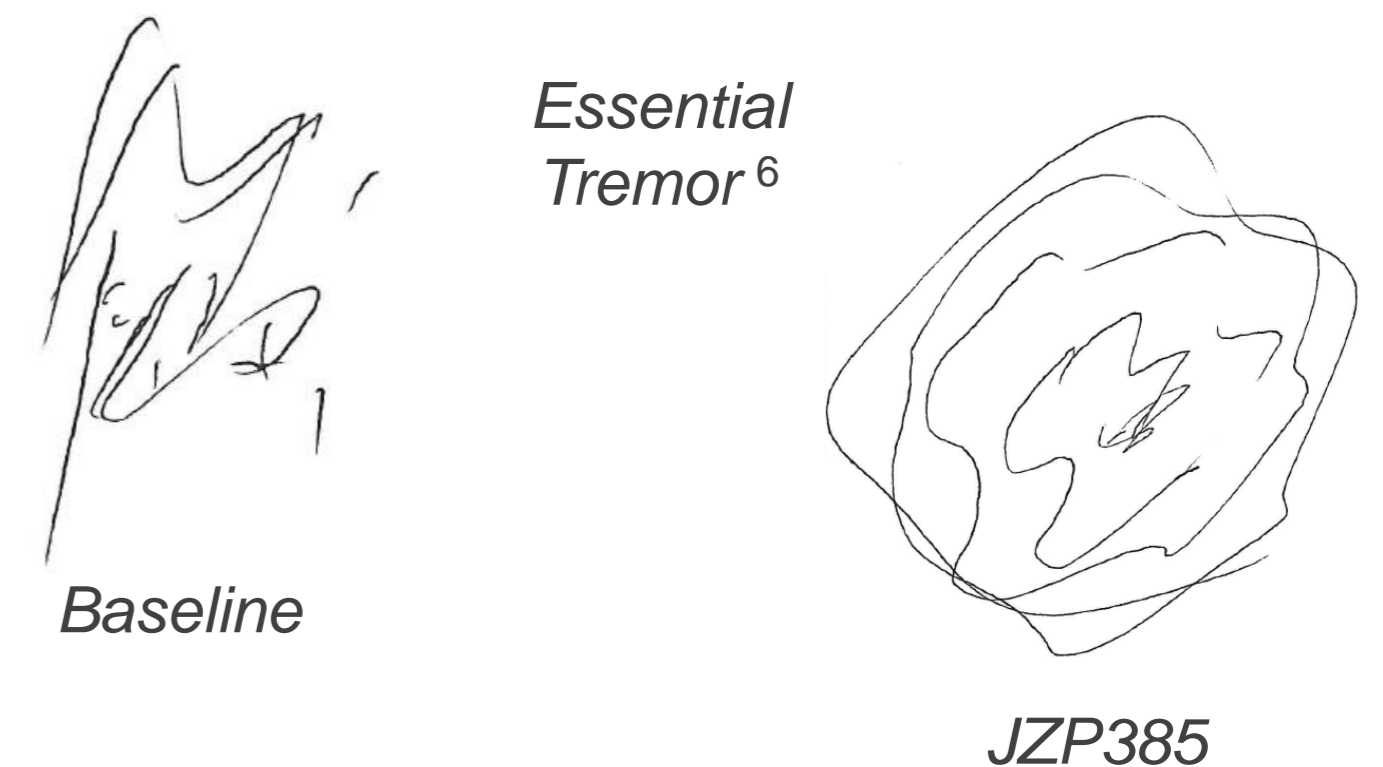
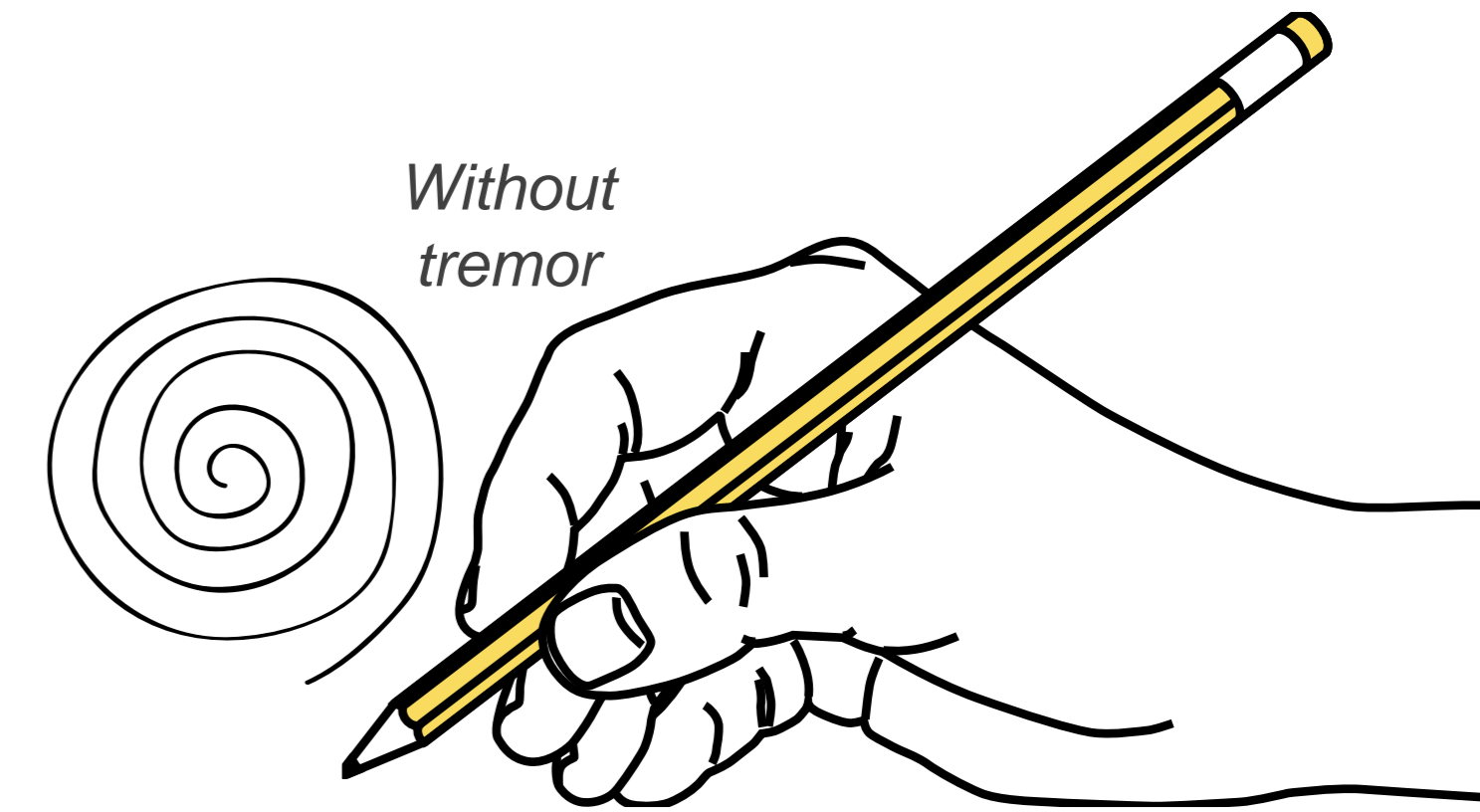


Suvecaltamide

Suvecaltamide: Top-Line ET Data Expected Late 1H24

Suvecaltamide is a highly selective and state-dependent modulator of T-type calcium channels which play a role in the brain's management of muscle movement

- In development for the treatment of moderate to severe essential tremor (ET)
- Expanded development program into Parkinson's disease tremor
- New therapeutic areas with serious patient unmet need and substantial market potential



Essential Tremor

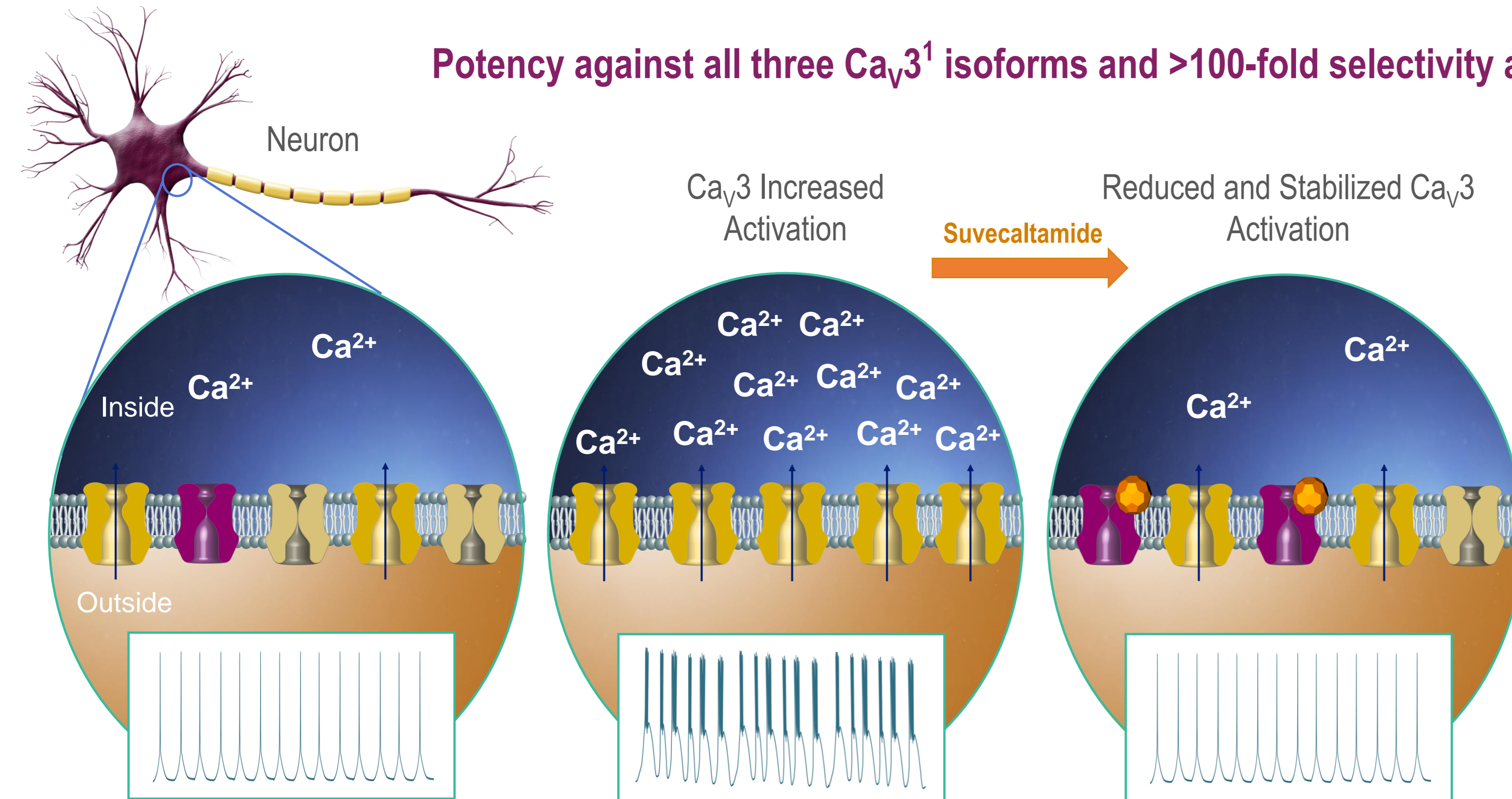
- High unmet need: no newly approved ET pharmacotherapy in >50 years^{1,2,3}
- In the U.S. and key European markets^{4,5}
 - ~11 million prevalence
 - ~2 million diagnosed
- ET can disrupt daily activities and lead to substantial impairment on physical functioning^{1,3}
- Some patients can also experience cognitive deficits, anxiety, social phobia, depression and sleep disturbances

¹Essential Tremor Information Page. National Institute of Neurological Disorders and Stroke. <https://www.ninds.nih.gov/Disorders/All-Disorders/Essential-Tremor-Information-Page>. Modified March 27, 2019. Accessed October 2021, ²Bhatia KP, Bain P, Bajaj N, et al. Consensus Statement on the classification of tremors from the task force on tremor of the International Parkinson and Movement Disorder Society. *Mov Disord*. 2018;33(1):75-87. doi:10.1002/mds.27121, ³Chandler DL. Finding New Ways To Treat Tremors. *IEEE Pulse*. 2021;12(3):14-17. doi:10.1109/MPULS.2021.3078599, ⁴Louis ED, Ottman R. How many people in the USA have essential tremor? Deriving a population estimate based on epidemiological data. *Tremor Other Hyperkinet Mov (NY)*. 2014;4:259. Published 2014 Aug 14. doi:10.7916/D8TT4P4B, ⁵Jazz Pharmaceuticals, Inc., Data on file, ⁶Papapetropoulos S., et al. Efficacy Results from a Phase 2, Double-Blind, Placebo-Controlled Study of CX-8998, a State-Dependent T-Type Calcium (Cav3) Channel Modulator in Essential Tremor Patients (T-CALM). Platform presentation at the American Academy of Neurology 71st Annual Meeting, May 4 to May 10, 2019 in Philadelphia, PA. Example from one patient.

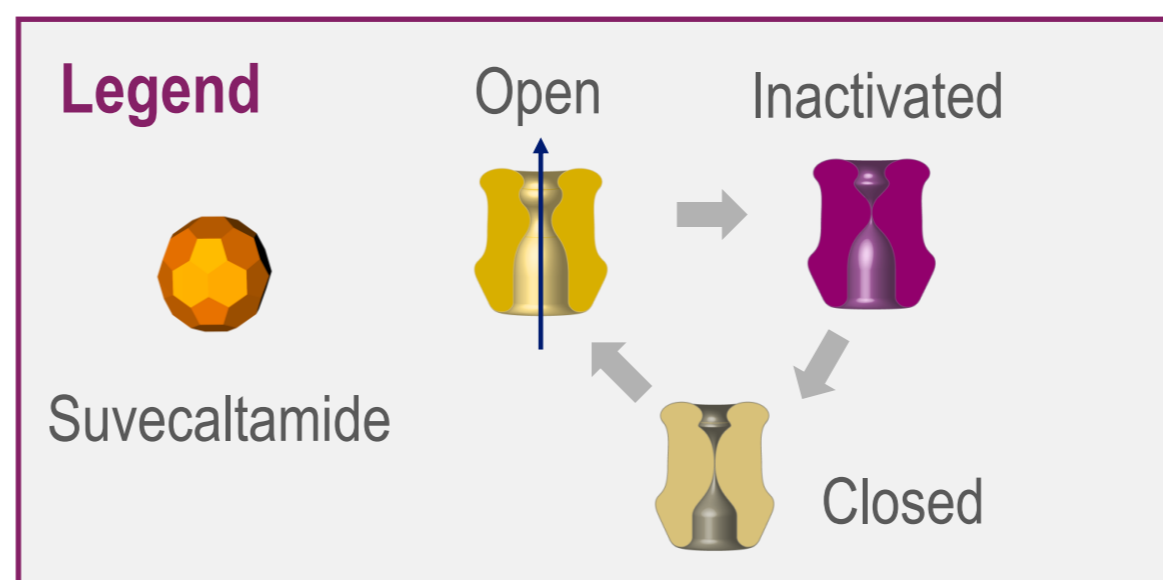


Suvecaltamide: Differentiated Mechanism of Action

Potency against all three Ca_v3^1 isoforms and >100-fold selectivity against other ion channel targets



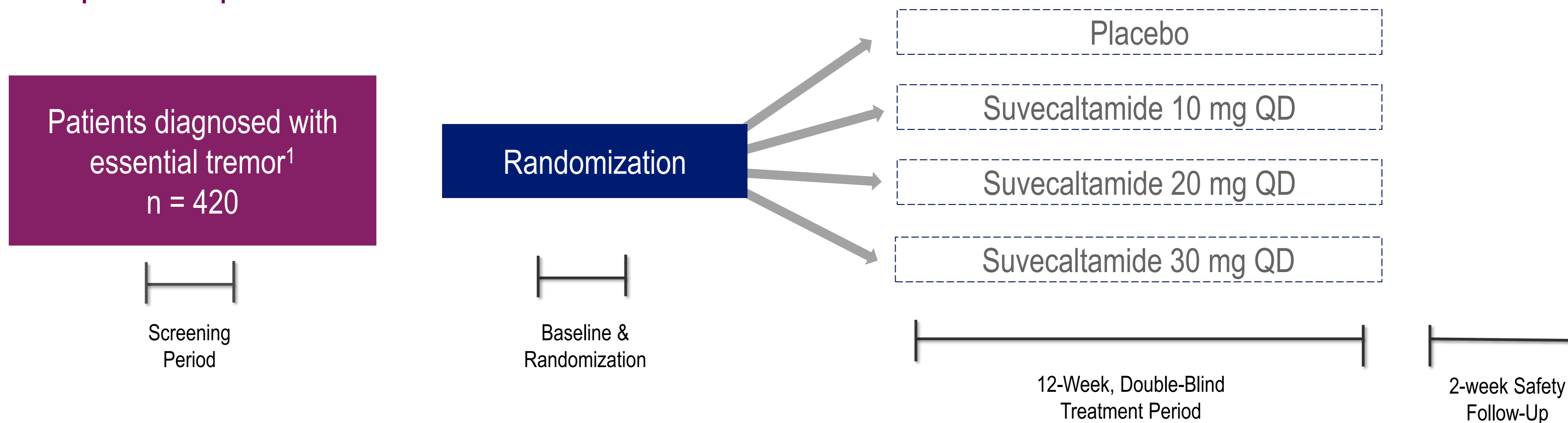
- T-type calcium channels **regulate the balance of calcium ions**, acting as a **gatekeeper to help ions enter and leave the cell membrane**
- In pathological states (such as ET), **increased activation of these channels leads to the excessive rhythmic signals that prompt tremor**
- Suvecaltamide **preferentially binds to a specific conformation of the channel to reduce and stabilize activity**



ET = essential tremor. ¹There are three known types of T-type calcium channels, or Ca_v3, each associated with a specific α_1 subunit.

Suvecaltamide: Phase 2b Essential Tremor Trial

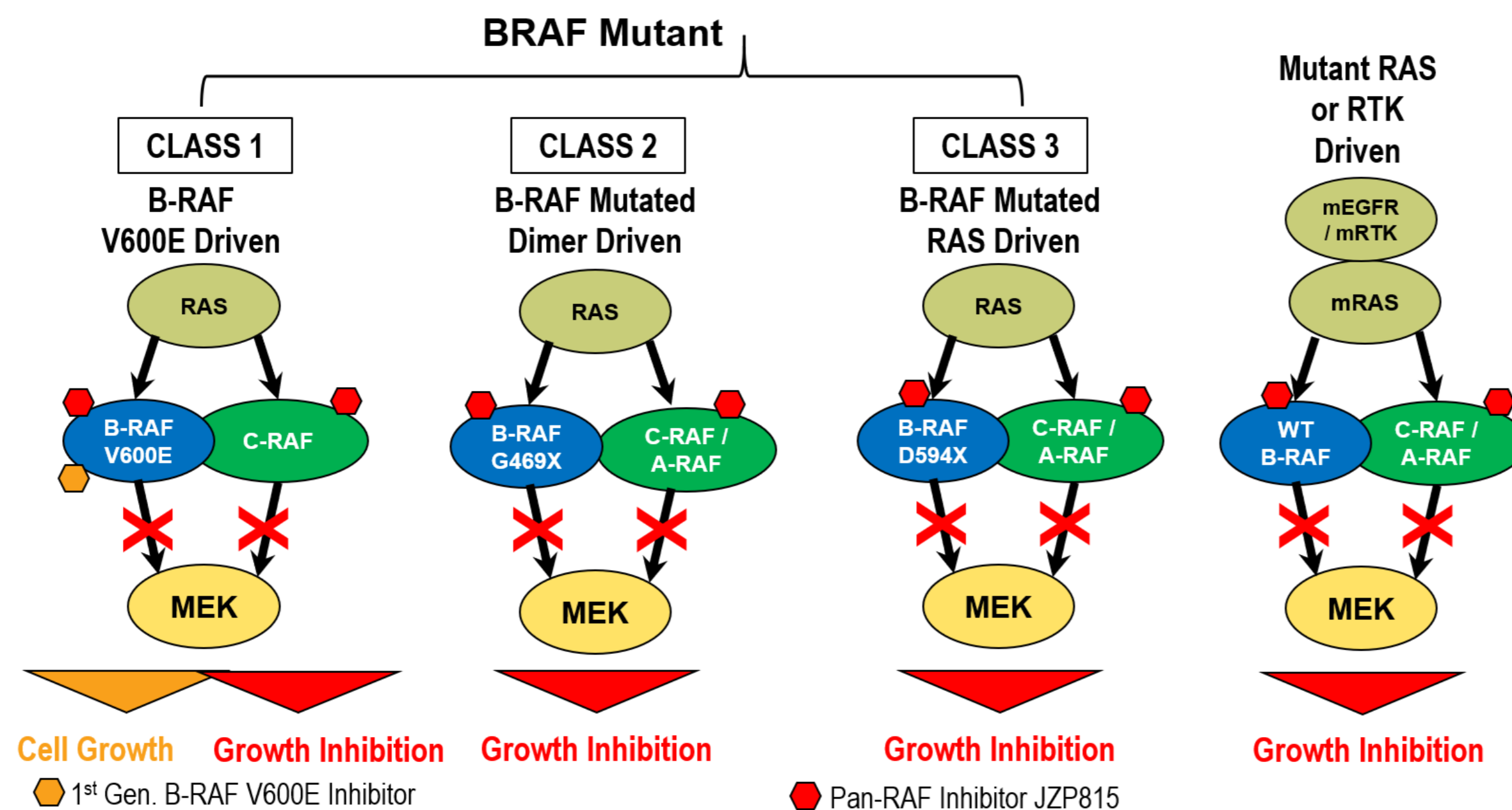
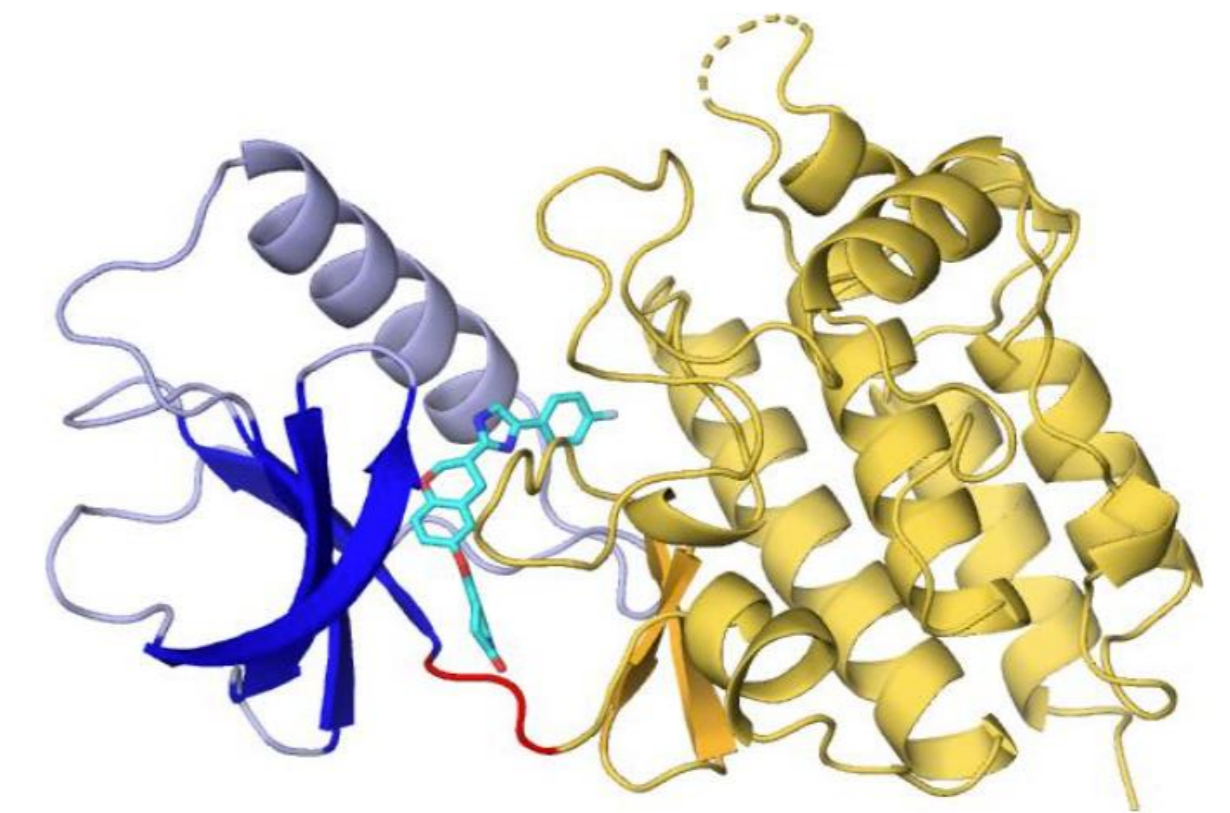
- Primary Endpoint: Change from Baseline to Week 12 on the Tremor Research Group Essential Tremor Rating Assessment Scale (TETRAS) Composite Outcome Score
 - TETRAS composite is a clinically meaningful endpoint that captures functional and performance-based tasks that are important to patients
 - TETRAS composite consist of items 1-11 from the TETRAS-Activities of Daily Living Scale and items 6+7 (handwriting and spiral drawing) from the TETRAS-Performance Subscale
- Enrollment completed in 1Q24: 420 participants with moderate to severe ET
- **Topline data expected late 1H24**



JZP815

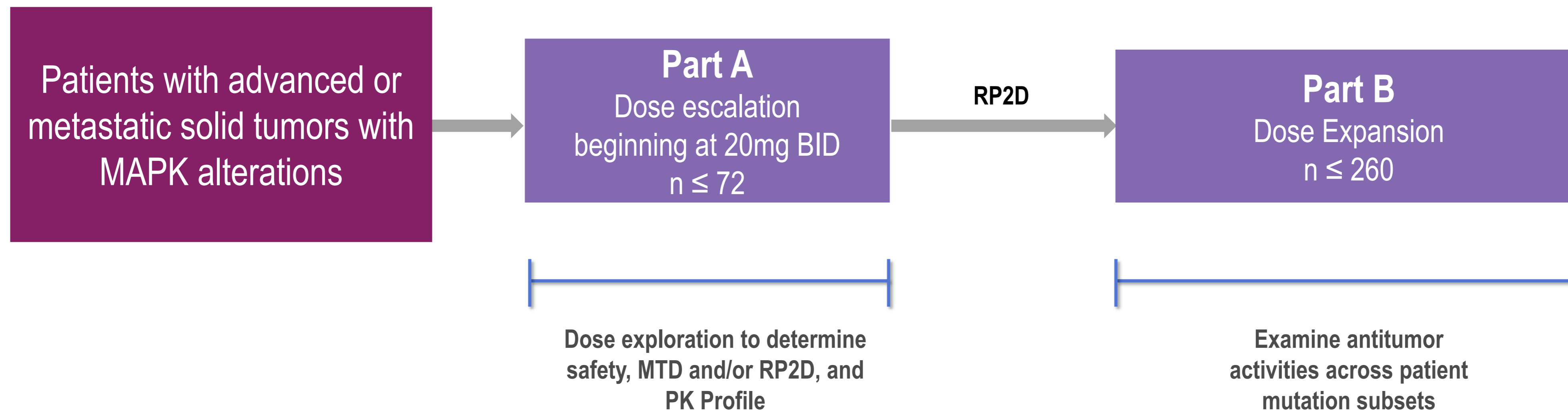
JZP815: Next-Generation, Pan-RAF Kinase Inhibitor

- JZP815 is a **highly selective** and **potent inhibitor** of activity against **all RAF protomers**
 - Sub-nanomolar activity against ARAF, BRAF and CRAF
- Inhibits full spectrum** of RAF mutations and specific KRAS and NRAS driver mutations



JZP815: Phase 1 First-in-Human Trial

- Open-label, non-randomized, multicenter trial in patients with advanced or metastatic solid tumors harboring alterations in the MAPK pathway
- Part A includes a dose exploration phase: Determine safety, MTD and/or RP2D and PK profile
- Part B will further investigate RP2D and examine antitumor activities across patient subsets based on mutation and/or tumor type
- Primary Endpoints: Dose-limiting toxicities, objective response rate per RECIST 1.1, duration of response and AEs



JZP898

JZP898: Conditionally-Activated IFN α Therapy

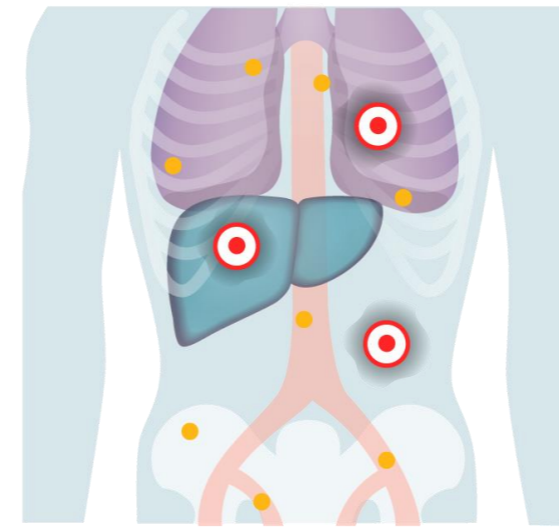
Interferon Alpha (IFN α) Therapy

- High-dose IFN α therapy approved for melanoma, lymphoma and leukemia, but use limited by systemic toxicity, modest efficacy
- IFN α activates immune responses by engaging IFN α receptors (IFNARs) ubiquitously expressed on immune cells, or by inducing chemokines that attract myeloid and lymphoid cells to tumor site

JZP898¹ Differentiation

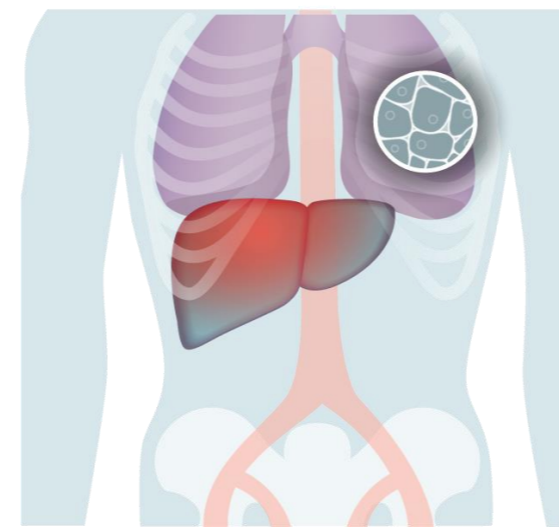
- Designed to be **first in-class, systemically delivered, conditionally activated IFN α molecule** for treatment of a wide variety of solid tumors
- Potential to **improve therapeutic index** of IFN α therapy by **minimizing severe toxicities associated with IFN α therapy** and **maximizing clinical benefit** when administered as monotherapy or in combination with immune checkpoint inhibitors
- Designed to systemically deliver a conditionally-activated IFN α therapy with **both IFNAR blockade** and potential for **full IFN α potency and function**

Systemic Cytokine Therapy



Toxicity

Systemic delivery of cytokines can cause serious toxicities in peripheral tissues



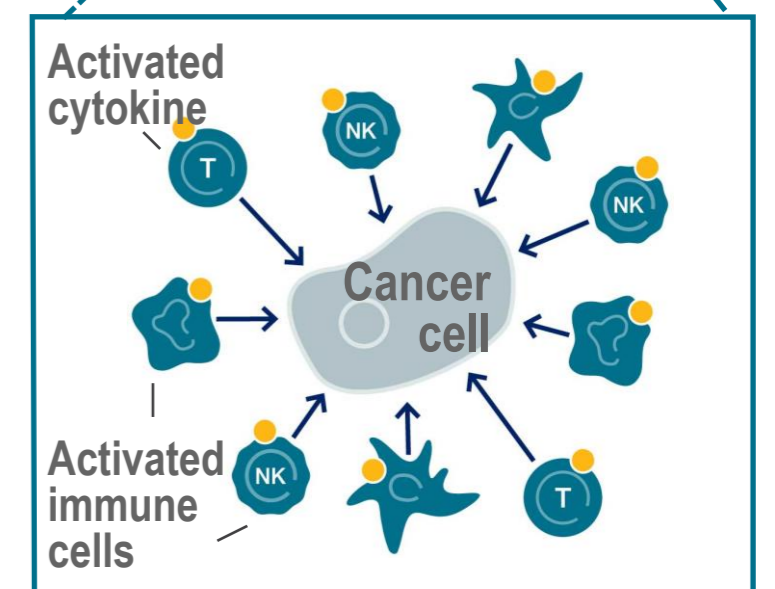
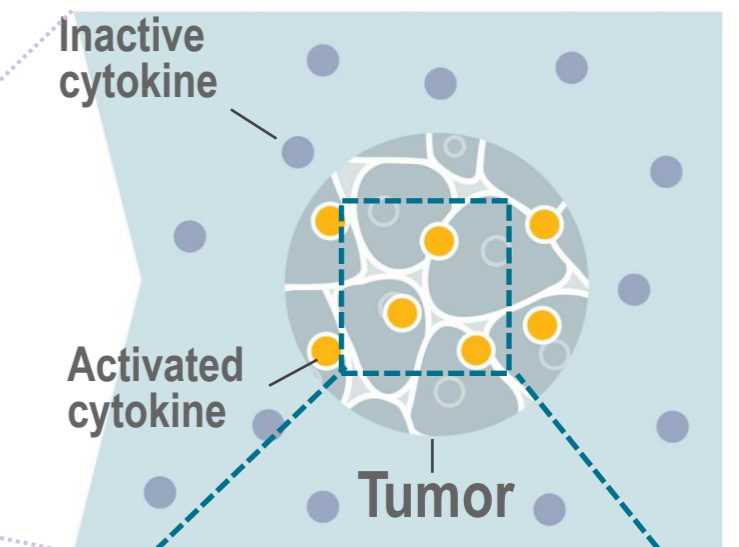
Poor Clinical Outcomes

Ineffective low dose antitumor immune activation due to unmanageable toxicity

Systemic INDUKINE™ Therapy

Targeted Intra-tumoral Delivery

Biologically relevant exposures of free cytokine selectively in the TME



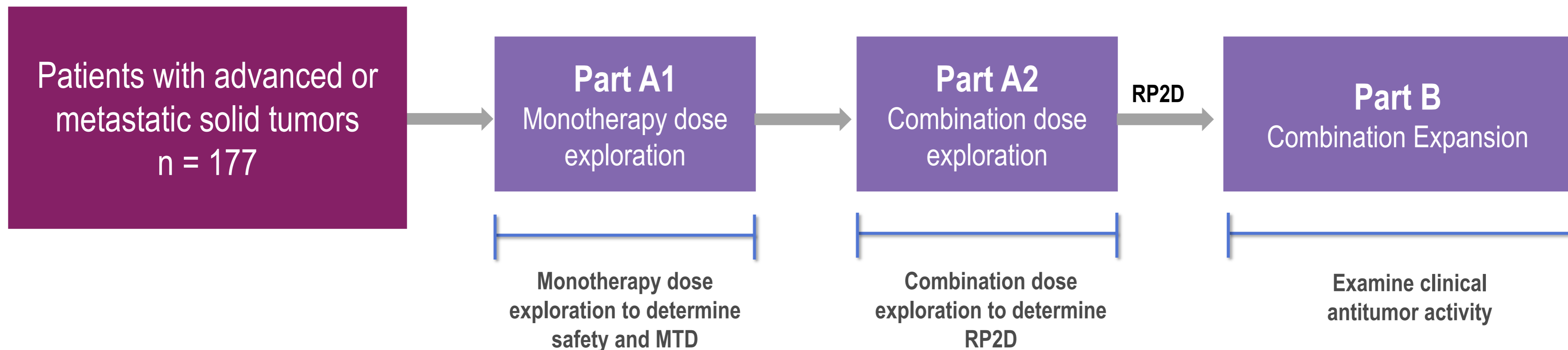
On-Target Immune Activation

Optimal biological cytokine potency



JZP898: Phase 1 First-in-Human Trial

- Open-label, non-randomized, multicenter trial in patients with advanced or metastatic solid tumors
- Part A1 includes a monotherapy dose exploration phase: Determine safety and MTD
- Part A2 includes combination dose exploration of JZP898 plus pembrolizumab: Determine RP2D
- Part B includes combination expansion using a basket design to evaluate clinical antitumor activity and safety of RP2D combination
- Primary Endpoints: Dose-limiting toxicities, objective response rate and AEs



Operational Excellence

Financial Strength and Discipline Enables Future Growth

Delivering Significant Value Through Strategic Capital Allocation



CAPITAL

\$267M

Cash from operations¹

\$1.8B

Cash, cash equivalents and investments¹

\$0.5B

Undrawn revolving credit facility²



DISCIPLINED DEPLOYMENT

COMMERCIAL GROWTH

New indications
Geographic expansion

PIPELINE EXPANSION

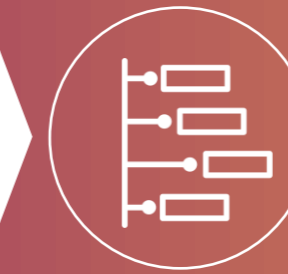
Advancing internal assets
Licensing new assets

CORPORATE DEVELOPMENT

Product acquisitions
Company acquisitions

STRONG FINANCIAL POSITION

Deleveraged balance sheet
Improved operating margin



STRATEGIC PRIORITIES



Diversified and growing
revenue base



Differentiated pipeline to
support future growth

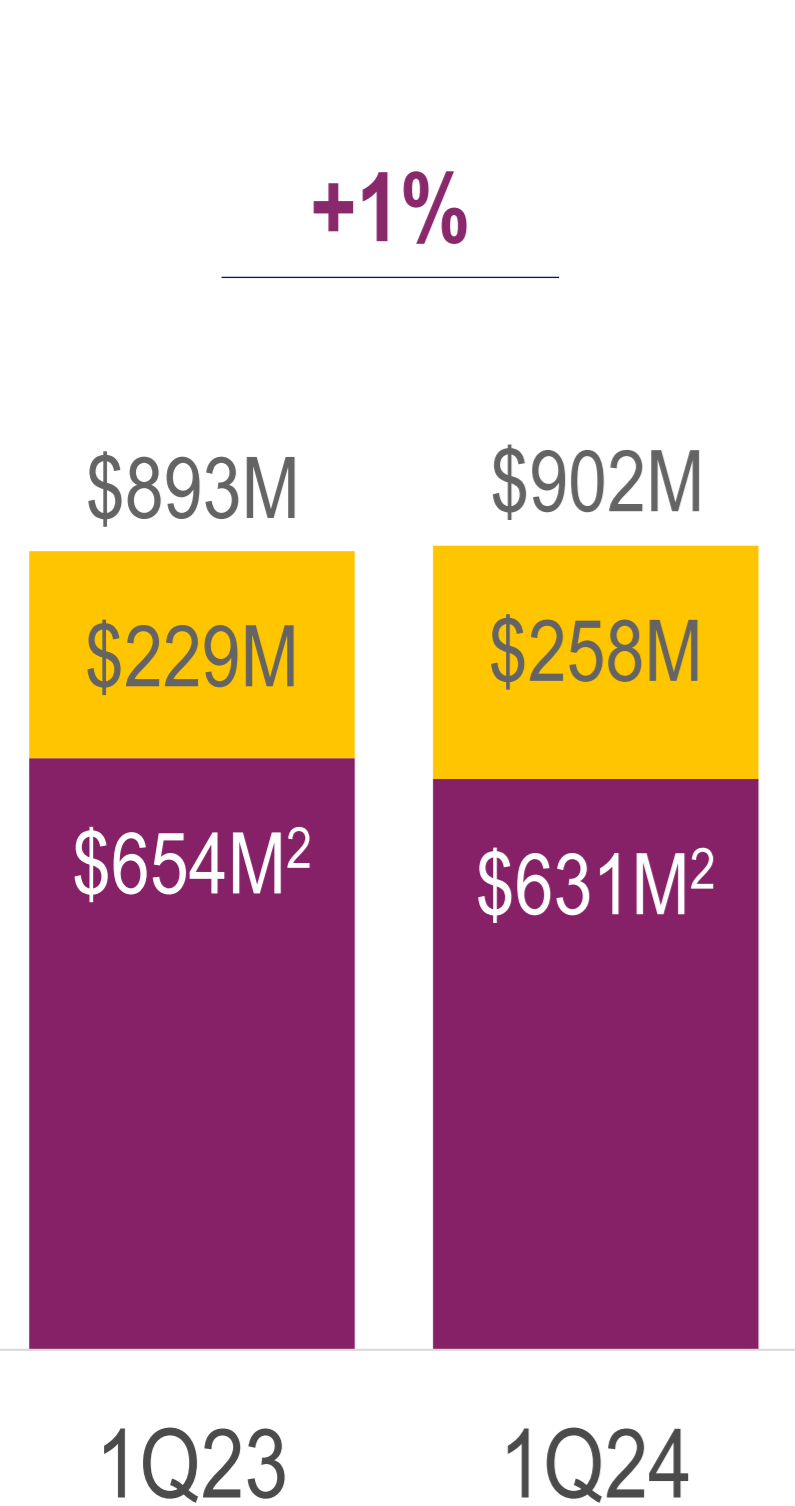


Operational excellence
to maximize value

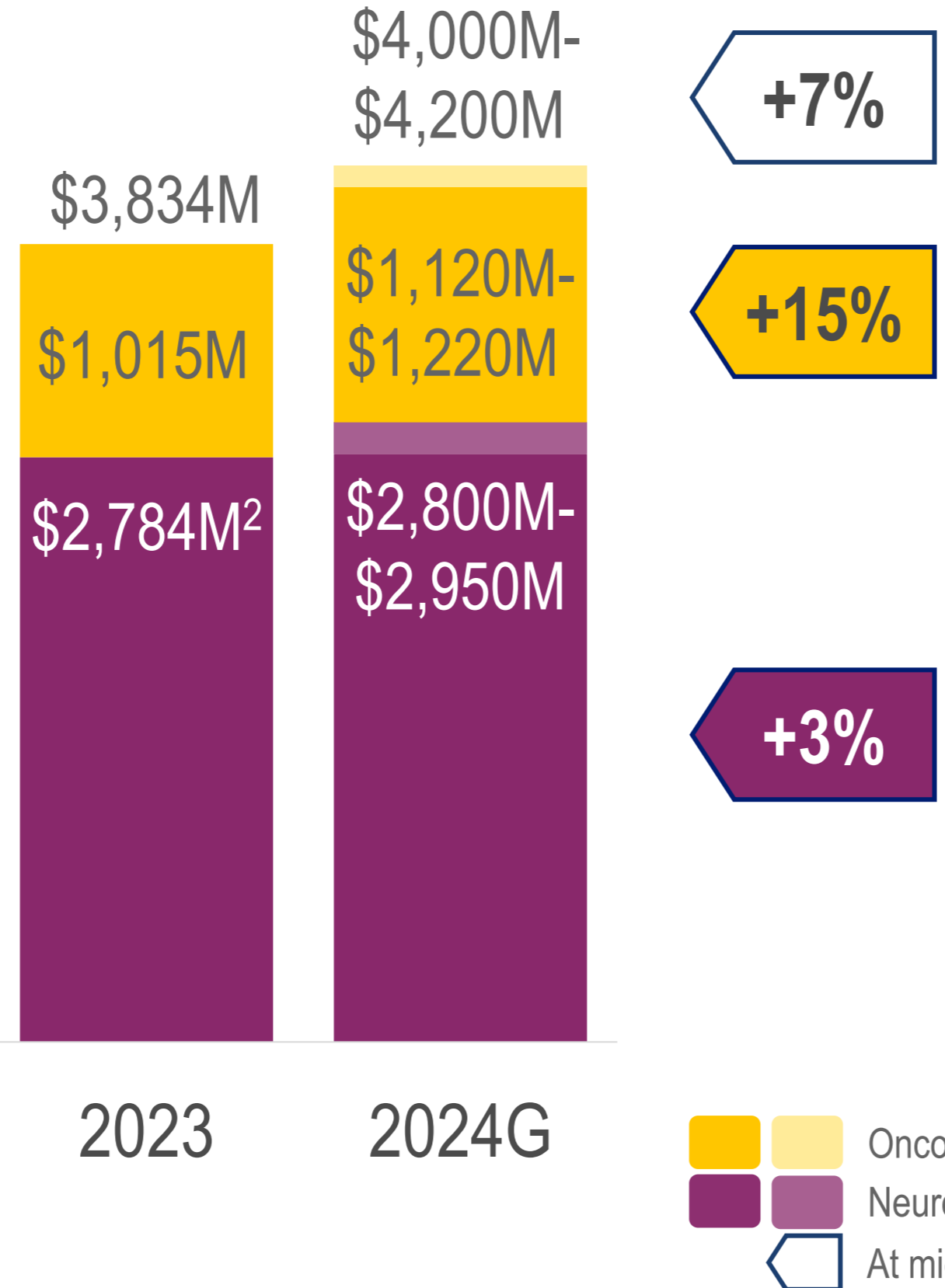


Continued Top-Line Growth

1Q24 Total Revenues



Full-Year 2024 Revenue Guidance¹



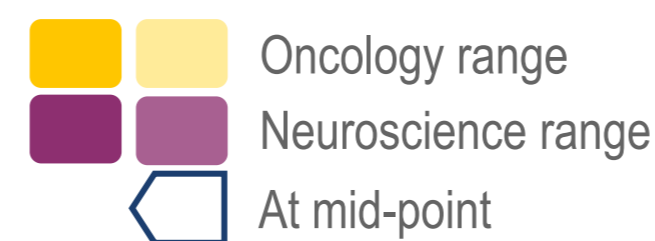
Expect double-digit percentage growth of Xywav, Epidiolex, and Rylaze combined to drive total revenue growth in 2024

Oncology guidance includes:

- Double-digit growth expectation from Oncology therapeutic area

Neuroscience guidance includes:

- Growth expectations for Xywav in IH and Epidiolex/Epidyolex
- Continued decline in Xyrem net sales
- Royalties on net sales of high-sodium AG

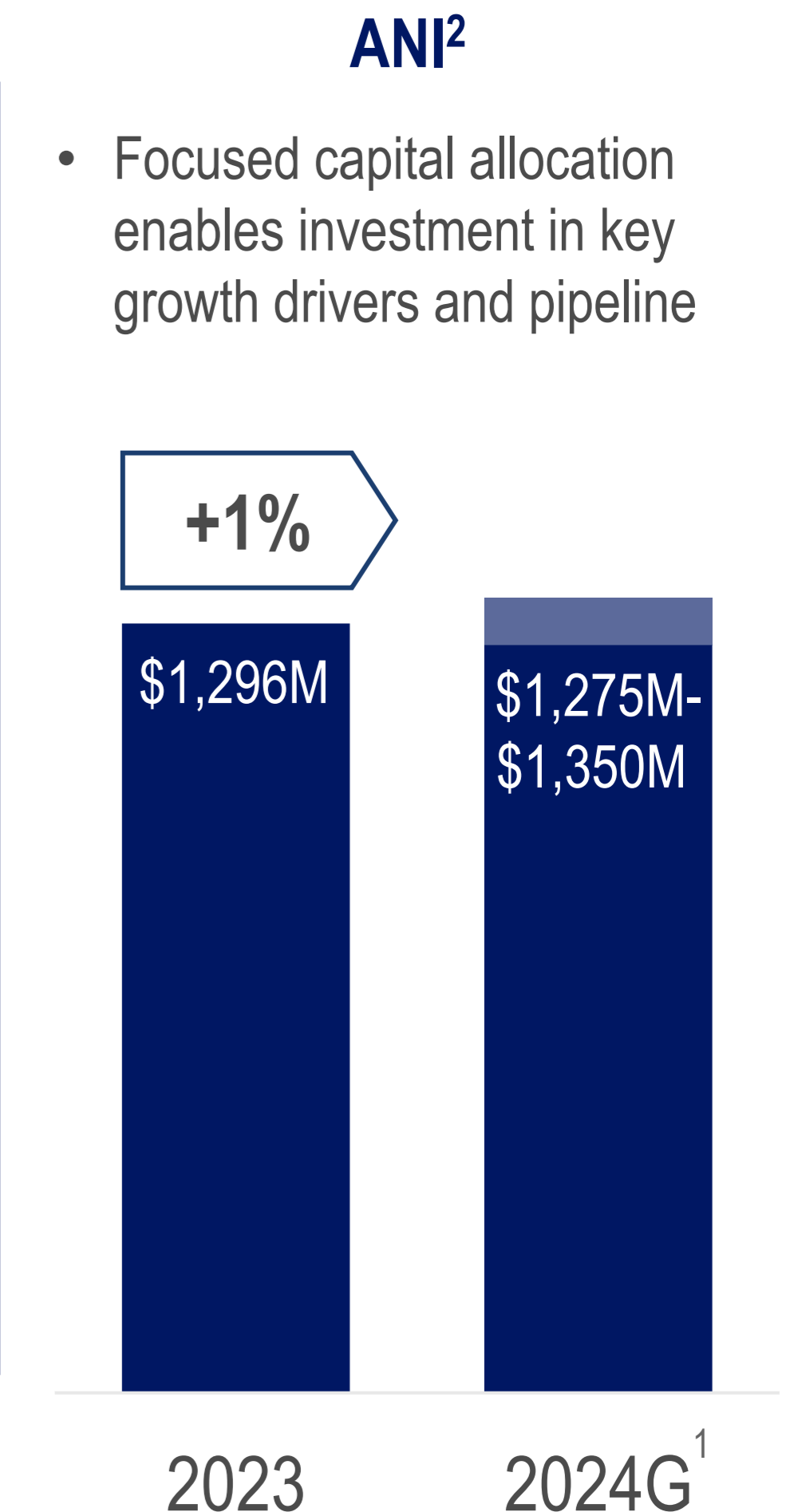
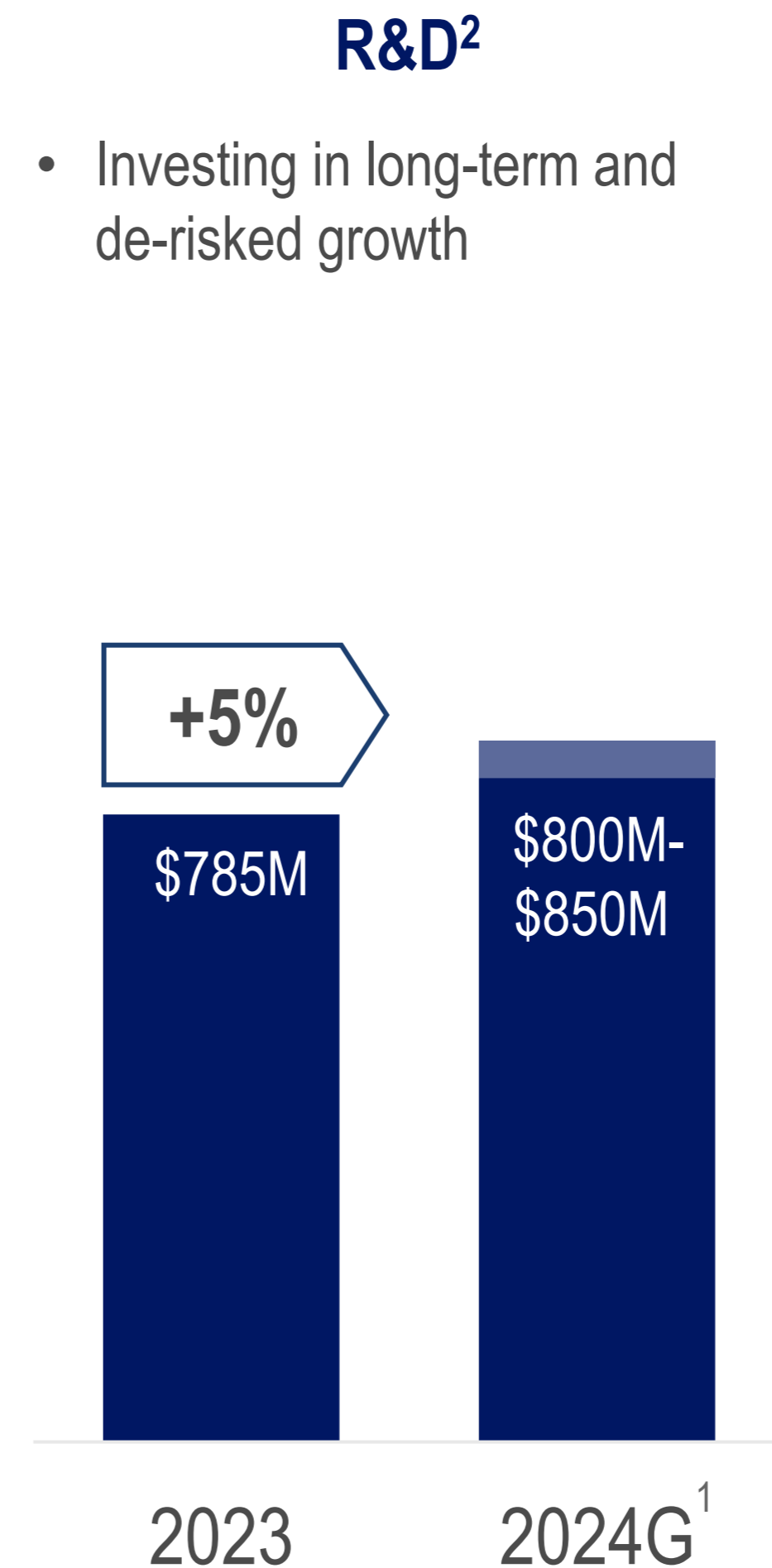
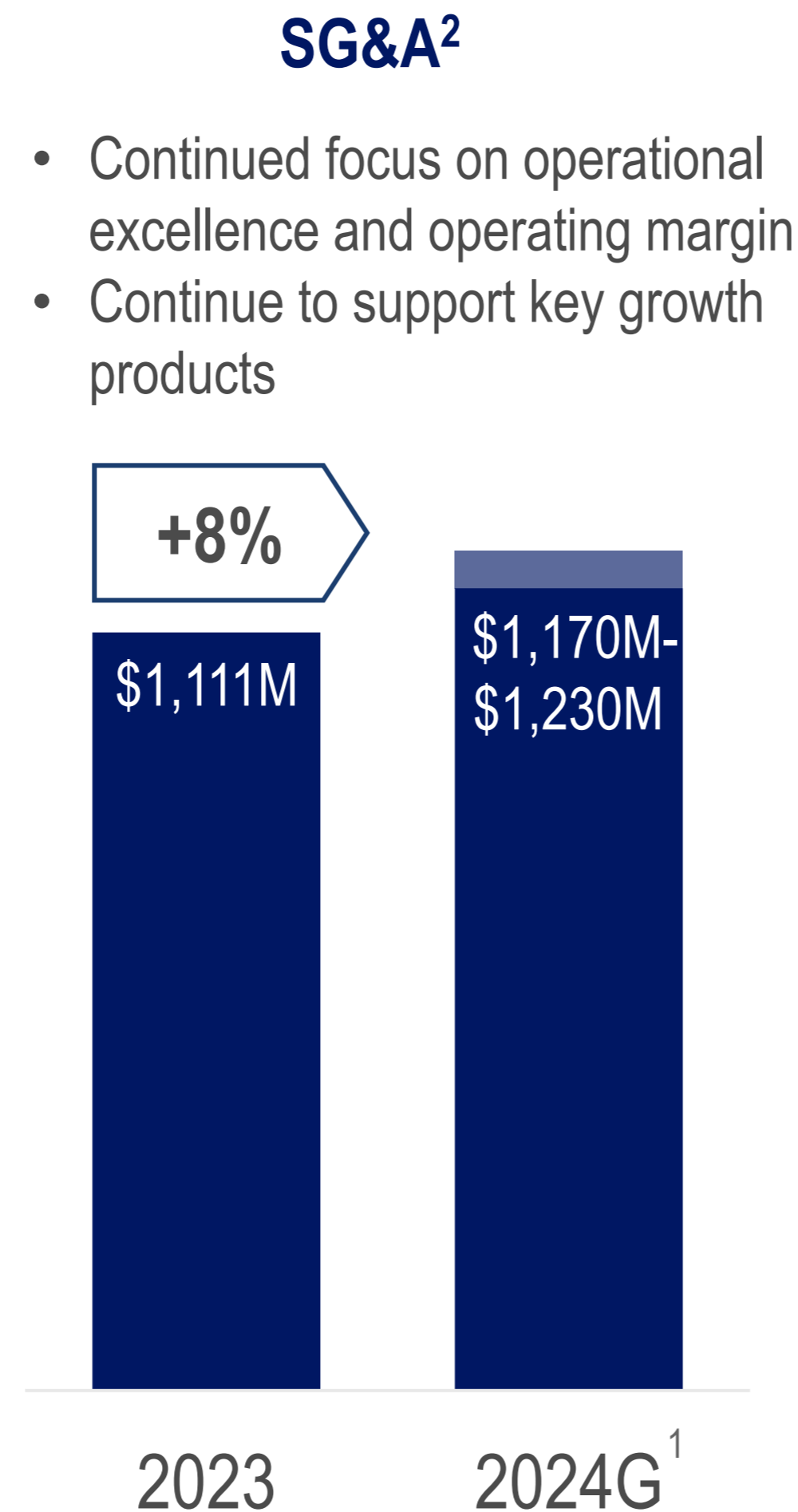


2024 Non-GAAP Adjusted Guidance

Investing to Drive Growth:

- Disciplined capital allocation, including prioritized R&D investments and investing in commercial growth drivers, expected to drive sustainable long-term growth
- Guidance mid-points equate to adjusted operating margin¹ of ~43%

Non-GAAP Adjusted	1Q24 Actuals
	\$M except per share amounts
SG&A expenses ²	\$311.5
R&D expenses ²	\$204.0
Net income ²	\$182.2
Net income per diluted share ^{2,3}	\$2.68



At mid-point
Guidance range



ANI = non-GAAP adjusted net income; G = guidance; R&D = research and development; SG&A = selling, general and administrative. ¹Guidance provided by Jazz Pharmaceuticals as of May 1, 2024; ²Non-GAAP Adjusted SG&A expenses, R&D expenses, net income (and the related per share measure) and adjusted operating margin are non-GAAP financial measures; for further information see "Non-GAAP Financial Measures" and reconciliation tables in the Appendix; ³Assumes weighted-average ordinary shares of 69.7 million used in diluted per share calculations. 2024 weighted-average ordinary share guidance is 71 million shares outstanding.

Near-Term Catalysts to Drive Substantial Value Creation

COMMERCIAL CATALYSTS

Epidiolex / Epidyolex

- Additional ex-U.S. launches and indication expansion expected through 2024
- Continued data generation

Xywav

- Meaningful growth opportunity in IH
- Expect to remain oxybate of choice in narcolepsy

Zanidatamab

- Potential U.S. commercial launch in 2L BTC in 2025 or earlier

2024 / 2025

Commercial catalysts drive increased confidence in sustainable top-line revenue growth¹

Deep pipeline provides multiple near-term catalysts

Financial strength underpins ability to grow and execute Vision 2025²

PIPELINE CATALYSTS

Zanidatamab

- Completed 2L BTC BLA submission
- Expect to initiate Phase 3 EMPOWHER late-line BC trial in 2H24
- Phase 3 top-line PFS readout in 1L GEA – targeting late 2024

Suvecaltamide

- Phase 2b top-line data in ET expected late 1H24

Epidyolex

- Phase 3 top-line data in Japan expected 2H24

Zepzelca

- Phase 3 top-line readout in 1L ES SCLC expected end of 2024 / early 2025



Reconciliations

Reconciliation of GAAP Reported Net Income (Loss), Diluted EPS / (LPS), SG&A Expenses and R&D Expenses to Non-GAAP Adjusted Net Income, Diluted EPS, SG&A Expenses and R&D Expenses¹

In thousands, except per share amounts (unaudited)	Three Months Ended March 31, 2024		Year ended December 31, 2023	
	Net Income (Loss)	Diluted EPS/(LPS) ²	Net Income	Diluted EPS ²
GAAP reported	\$(14,618)	\$(0.23)	\$414,832	\$6.10
Intangible asset amortization	155,730	2.23	608,284	8.44
Share-based compensation expense	61,441	0.88	226,841	3.15
Acquisition accounting inventory fair value step-up	28,943	0.41	151,446	2.10
Restructuring and other costs ³	—	—	85,215	1.18
Non-cash interest expense ⁴	4,846	0.07	22,378	0.31
Income tax effect of above adjustments	(54,127)	(0.76)	(213,172)	(2.95)
Effect of assumed conversion of Exchangeable Senior Notes ²	—	0.08	—	(0.04)
Non-GAAP adjusted ¹	\$182,215	\$2.68	\$1,295,824	\$18.29
Weighted-average ordinary shares used in diluted per share calculations – GAAP²	62,537		72,066	
Dilutive effect of Exchangeable Senior Notes ²	6,418		—	
Dilutive effect of employee equity incentive and purchase plans	788		—	
Weighted-average ordinary shares used in diluted per share calculations – non-GAAP ²	69,743		72,066	

In thousands (unaudited)	Three Months Ended March 31, 2024		Year ended December 31, 2023	
	SG&A	R&D	SG&A	R&D
GAAP reported	\$351,712	\$222,847	\$1,343,105	\$849,658
Share-based compensation expense	(40,213)	(18,832)	(146,942)	(64,847)
Restructuring and other costs ³	—	—	(85,215)	—
Non-GAAP adjusted ¹	\$311,499	\$204,015	\$1,110,948	\$784,811

Note: Table may not foot due to rounding. EPS = earnings per share; LPS = loss per share; SG&A = selling, general and administrative; R&D = research and development. ¹Non-GAAP adjusted net income (and the related per share measure), SG&A expenses and R&D expenses are non-GAAP financial measures; for further information see "Non-GAAP Financial Measures". ²Diluted EPS/(LPS) was calculated using the "if-converted" method in relation to the 1.50% exchangeable senior notes due 2024, or the 2024 Notes, and the 2.00% exchangeable senior notes due 2026, or the 2026 Notes, which we refer to collectively as the Exchangeable Senior Notes. In August 2023, we made an irrevocable election to fix the settlement method for exchange of the 2024 Notes to a combination of cash and ordinary shares of the Company with a specified cash amount per \$1,000 principal amount of the 2024 Notes of \$1,000. As a result, the assumed issuance of ordinary shares upon exchange of the 2024 Notes has only been included in the calculation of diluted net income per ordinary share, on a GAAP and on a non-GAAP adjusted basis, in the year ended December 31, 2023, up to the date the irrevocable election was made. The potential issue of ordinary shares upon exchange of the 2026 Notes was anti-dilutive and had no impact on GAAP reported net loss per diluted share for the three months ended March 31, 2024. Non-GAAP adjusted net income per diluted share for the three months ended March 31, 2024 includes 6.4 million shares related to the assumed conversion of the 2026 Notes and the associated interest expense, net of tax, add-back to non-GAAP adjusted net income of \$4.4 million. GAAP reported and non-GAAP adjusted net income per diluted share for the year ended December 31, 2023, included 8.0 million shares, related to the assumed conversion of the Exchangeable Senior Notes and the associated interest expense, net of tax, add-back to GAAP reported and non-GAAP adjusted net income of \$24.9 million and \$22.2 million, respectively. ³Includes costs related to the impairment of facility assets, program terminations and restructuring; ⁴Non-cash interest expense associated with debt issuance costs.



Reconciliation of GAAP to Non-GAAP Adjusted 2024 Guidance¹

In millions, except per share amounts (unaudited)	Guidance 2024	
	Net Income	Diluted EPS ⁴
GAAP	\$385 - \$530 ²	\$5.80 - \$7.70
Intangible asset amortization	605 - 645	8.55 - 9.15
Acquisition accounting inventory fair value step-up	125 - 145	1.75 - 2.05
Share-based compensation expense	270 - 300	3.80 - 4.25
Non-cash interest expense	20 - 30	0.30 - 0.40
Income tax effect of above adjustments	(205) - (225)	(2.90) - (3.20)
Effect of assumed conversion of 2026 Notes	-	(0.05)
Non-GAAP adjusted	\$1,275 - \$1,350 ^{2,3}	\$18.15 - \$19.35 ³
Weighted-average ordinary shares used in per share calculations – GAAP and Non-GAAP ⁴	71	

In millions (unaudited)	2024 Guidance	
	SG&A	R&D
GAAP expenses	\$1,346 - \$1,426 ⁵	\$877 - \$935 ⁶
Share-based compensation expense	(176) – (196)	(77) – (85)
Non-GAAP adjusted expenses ³	\$1,170 - \$1,230 ⁵	\$800 - \$850 ⁶

EPS = Earnings per Share; SG&A = selling, general and administrative; R&D = research and development. ¹Guidance provided by Jazz Pharmaceuticals as of May 1, 2024; ²Using the projected GAAP and non-GAAP adjusted net income midpoint of \$458M and \$1,313M, respectively, we expect projected GAAP net income to increase 10% and non-GAAP adjusted net income to increase 1%, as compared to 2023 reported GAAP and non-GAAP adjusted net income of \$415M and \$1,296M, respectively; ³Non-GAAP adjusted net income (and the related per share measure), SG&A expenses and R&D expenses are non-GAAP financial measures; for further information, see “Non-GAAP Financial Measures”; ⁴Diluted EPS calculations for 2024 include an estimated 6.4 million shares related to the assumed conversion of the 2.00% exchangeable senior notes due 2026, or 2026 Notes, and the associated interest expense, net of tax, add-back to net income of \$20 million and \$18 million, on a GAAP and on a non-GAAP adjusted basis, respectively, under the “if converted” method; ⁵Using the projected GAAP and non-GAAP adjusted SG&A midpoint of \$1,386M and \$1,200M respectively, we expect projected GAAP and non-GAAP adjusted SG&A to increase 3% and 8%, respectively, as compared to 2023 reported GAAP and non-GAAP adjusted SG&A of \$1,343M and \$1,111M, respectively; ⁶Using the projected GAAP and non-GAAP adjusted R&D midpoint of \$906M and \$825M, respectively, we expect projected GAAP and non-GAAP adjusted R&D to increase 7% and 5%, respectively, as compared to 2023 reported GAAP and non-GAAP adjusted R&D of \$850M and \$785M, respectively.



GAAP and Non-GAAP Adjusted Operating Margin¹ – Year Ended December 31, 2021

The following table provides a reconciliation of the Company's GAAP reported cost of product sales, SG&A expenses and R&D expenses to non-GAAP adjusted cost of products sales, SG&A expenses and R&D expenses and the calculation of the Company's GAAP and non-GAAP adjusted operating margin:

In millions, except % (unaudited)	GAAP	Non-GAAP adjusted
Revenue	\$3,094	\$3,094
GAAP reported and non-GAAP adjusted cost of product sales, SG&A and R&D expenses	\$2,398	\$1,761
GAAP and non-GAAP adjusted operating margin %	22 %	43 %

In millions (unaudited)	Cost of product sales	SG&A	R&D	Total
GAAP reported	\$441	\$1,452	\$506	\$2,398
Share-based compensation	(11)	(118)	(42)	(170)
Transaction and integration related expenses	(2)	(229)	(13)	(244)
Acquisition accounting inventory fair value step-up	(223)	—	—	(223)
Total non-GAAP adjusted	\$205	\$1,105	\$451	\$1,761

GAAP and Non-GAAP Adjusted Operating Margin¹ – Year Ended December 31, 2022

The following table provides a reconciliation of the Company's GAAP reported cost of product sales, SG&A expenses and R&D expenses to non-GAAP adjusted cost of products sales, SG&A expenses and R&D expenses and the calculation of the Company's GAAP and non-GAAP adjusted operating margin:

In millions, except % (unaudited)	GAAP	Non-GAAP adjusted
Revenue	\$3,659	\$3,659
GAAP reported and non-GAAP adjusted cost of product sales, SG&A and R&D expenses	\$2,548	\$1,908
GAAP and non-GAAP adjusted operating margin %	30 %	48 %

In millions (unaudited)	Cost of product sales	SG&A	R&D	Total
GAAP reported	\$541	\$1,417	\$590	\$2,548
Share-based compensation	(12)	(149)	(57)	(218)
Restructuring and other charges	(2)	(65)	(10)	(77)
Transaction and integration related expenses	—	(21)	(2)	(24)
Costs related to disposal of a business	—	(48)	—	(48)
Acquisition accounting inventory fair value step-up	(273)	—	—	(273)
Total non-GAAP adjusted	\$252	\$1,135	\$521	\$1,908

GAAP and Non-GAAP Adjusted Operating Margin¹ – Year Ended December 31, 2023

The following table provides a reconciliation of the Company's GAAP reported cost of product sales, SG&A expenses and R&D expenses to non-GAAP adjusted cost of products sales, SG&A expenses and R&D expenses and the calculation of the Company's GAAP and non-GAAP adjusted operating margin:

In millions, except % (unaudited)	GAAP	Non-GAAP adjusted
Revenue	\$3,834	\$3,834
GAAP reported and non-GAAP adjusted cost of product sales, SG&A and R&D expenses	\$2,628	\$2,165
GAAP and non-GAAP adjusted operating margin %	31 %	44 %

In millions (unaudited)	Cost of product sales	SG&A	R&D	Total
GAAP reported	\$436	\$1,343	\$850	\$2,628
Share-based compensation	(15)	(147)	(65)	(227)
Restructuring and other charges	—	(85)	—	(85)
Acquisition accounting inventory fair value step-up	(151)	—	—	(151)
Total non-GAAP adjusted	\$269	\$1,111	\$785	\$2,165

GAAP and Non-GAAP Adjusted Operating Margin^{1,2} – FY 2024 G³

The following table provides a reconciliation of the Company's projected 2024 GAAP cost of product sales, SG&A expenses and R&D expenses to non-GAAP adjusted cost of products sales, SG&A expenses and R&D expenses and the calculation of the Company's projected GAAP and non-GAAP adjusted operating margin:

In millions, except % (unaudited)	GAAP G	Non-GAAP adjusted G
Revenue	\$4,100	\$4,100
GAAP and non-GAAP adjusted cost of product sales, SG&A and R&D expenses	\$2,743	\$2,323
GAAP and non-GAAP adjusted operating margin %	33 %	43 %

In millions (unaudited)	Cost of product sales G	SG&A G	R&D G	Total G
GAAP	\$451	\$1,386	\$906	\$2,743
Share-based compensation	(18)	(186)	(81)	(285)
Acquisition accounting inventory fair value step-up	(135)	—	—	(135)
Total non-GAAP adjusted	\$298	\$1,200	\$825	\$2,323

Non-GAAP Net Leverage Ratio based on non-GAAP Adjusted EBITDA¹

Reconciliation of GAAP net income to Non-GAAP Adjusted EBITDA¹ (calculated in accordance with the Company's Credit Agreement) and the Calculation of Non-GAAP Net Leverage Ratio

In millions (unaudited)	LTM Ended 3/31/24
GAAP net income	331
Interest expense, net	281
Income tax benefit	(93)
Depreciation and amortization	645
Non-GAAP EBITDA	1,164
Share-based compensation expense	232
Acquisition accounting inventory fair value step-up	120
Restructuring and other costs	85
Upfront and milestone payments	33
Other	6
Non-GAAP Adjusted EBITDA¹	1,641

In millions, except ratio (unaudited)	At 3/31/24
Calculation of Net Debt:	
Total GAAP debt	5,790
Cash, cash equivalents and investments	1,818
Net Debt	3,971
Calculation of non-GAAP Net Leverage Ratio²:	
Non-GAAP Net Leverage Ratio² based on non-GAAP Adjusted EBITDA¹	2.4

Note: Table may not foot due to rounding. LTM = Last Twelve Months; EBITDA = Earnings Before Interest, Income Tax, Depreciation and Amortization; ¹Non-GAAP Adjusted EBITDA is calculated in accordance with the definition of Consolidated Adjusted EBITDA as set out in the Credit Agreement; ²Net leverage ratio (on a non-GAAP adjusted basis) is a non-GAAP financial measure; for further information, see "Non-GAAP Financial Measures".