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PLAINTIFFS TRIAL EXHIBIT
P-28677_00001





Budget Planning in November 2009 REMS launch assumed April 2010

Requested & approved for \$20m for FENTORA 2010 Marketing budget

- Assumptions:
 - REMS launch in April 2010
- Strategy:
 - Maintain minimal level of non-personal promotional efforts & keep sales force promotional support tools in tact to continue to remind HCPs of the benefits of FENTORA for the appropriate patient
 - Utilize REMS budget for tactics to quickly educate & enroll HCPs
- Budget Breakdown of \$20m:
 - PR spend ~\$1.2m
 - Promotional spend ~\$11.9m
 - REMS spend ~\$6.8m
- These are the amounts currently in the finance system (as of April 2010):

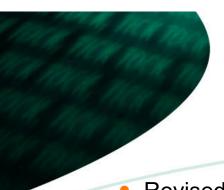
	Total	Q1 2010	Q2 2010	Q3 2010	Q4 2010
REMS	\$ 6.8m	\$1.3m	\$2.5m	\$1.4m	\$1.6m
Promo	\$11.9m	\$3.9m	\$2.9m	\$2.4m	\$2.7m



Revised REMS Budget in March 2010 REMS launch delayed to October 2010

- Revised Assumptions:
 - REMS launch delayed
 - "Enrollment only" launch to occur in October 2010 (pharmacy systems lock-down to occur in April 2011)
- Revised Strategy:
 - REMS budget reduced because of delayed launch and phased launch approach ("Enrollment only" launch)
- Revised REMS Budget Breakdown:
 - Spend pushed to later in 2010 and reduced by \$3.6m given phased approach
 - Any unspent REMS funds from \$3.2m allocation can be given back

Nov 2009	Total	Q1 2010	Q2 2010	Q3 2010	Q4 2010
REMS	\$ 6.8m	\$1.3m	\$2.5m	\$1.4m	\$1.6m
Mar 2010	Total	Q1 2010	Q2 2010	Q3 2010	Q4 2010
REMS	\$ 3.2m	\$0m	\$0m	\$1.5m	\$1.7m



Revised Promotional Budget in March 2010 REMS launch delayed to October 2010

- Revised Assumptions:
 - REMS delay allows more time for promotional focus
- Revised Strategy with REMS launch delayed :
 - Increase the level of promotional efforts & sales force promotional support tools to re-establish brand growth
 - Increase frequency of details on targets to increase unaided awareness to 50%
 - Stay top of mind and continue to establish the value proposition of FENTORA before REMS launch

FENTORA Situation Analysis

as of March 2010

Situation:

- ROO market / FENTORA declining
- Shrinking prescriber base
- Less productive prescriber base
- Few new patient starts

Contributing Factors:

- Safety Update 9/07
- Pricing / managed care
- Cancer BTP not well understood
- Value proposition not well establishedSAOs "do the job"
- Loss of promotional focus

2010 MICPs:

- Re-establish Brand Growth
- Enhance Brand Messaging and Increase Unaided Awareness to 50%
- Execute Flawless SECURE Access Launch

Strategic Imperatives:

- Re-establish growth
- Focus on selling fundamentals
- Leverage burden of Illness data
- Efficient SECURE Access at launch

Approach:

- Focus on targets with consistent message
- Enhance representative knowledge & interaction
- Bridge the communication gap
- LCM / product enhancements



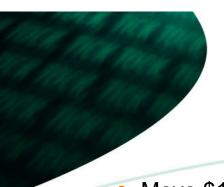
FENTORA Life Cycle Plan

Objectives:

- Optimizing FENTORA competitive profile
- Build the body of evidence to support FENTORA
- Remove barriers to prescribe FENTORA
- Unfunded
- Funded, Completed
- Funded, On-going

2014	High Dose: Safety Study Needed	Competitive / optimal dosing
2012	H2H Oxy IR:	Value of <i>FENTORA</i> vs SAO Faster onset w/comparable safety
2012	Expanded Label:	Non-cancer BTP patients Potential to reduce MD barriers
2011	Sublingual:	Alternative administration route
2010	Burden of Illness Study:	Burden cancer / non-cancer BTP





Revised Promotional Budget in March 2010 (cont'd) REMS launch delayed to October 2010

- Move \$1.9m of the \$3.6m REMS reduction into promotional spend
- This increases promotional spend from \$11.9m to \$13.8m
- The incremental spend is for programs to help us exceed the current revenue target of \$175m and achieve \$200m
 - eDetail with call center to recruit targets \$425,000
 - Non-personal promotional program designed to remind called-on HCPs and writers of the benefits of FENTORA to raise unaided awareness
 - Analogs indicate a return of 10,345 incremental TRx
 - Clinical Connect Program \$550,000
 - Rep support program with rep-triggered customized information sent to called-on HCPs to keep FENTORA top of mind between details
 - Analogs indicate a return of 3,400 incremental TRx
 - Allied Health Program (pilot) \$800,000
 - Peer-to-peer education with influencers of treatment decisions to educate on BTCP and benefits of FENTORA
 - TeleDetail Program with patient assistance card (pilot) \$150,000
 - Full promotional detail given over the phone to target called-on HCPs and writers to supplement sales force efforts; HCPs detailed receive a patient assistance card
- All programs will be tracked and monitored closely for success
- Additional \$1.9m to generate \$25m in sales

Summary

- Revised budget requires less than \$20m originally requested
- Revised Budget Breakdown of \$20m:
 - PR spend ~\$1.2m
 - Promotional spend ~\$13.8m
 - REMS spend ~\$3.2m (any unspent is available for give back)
 - Give Back \$1.8m
- Additional programs are designed to support sales force efforts as well as reach beyond rep called-on FENTORA writers for increased detail frequency
- The additional \$1.9m in spend will generate \$25m in sales
- Revised Budget Breakdown:

Nov 2009	Total	Q1 2010	Q2 2010	Q3 2010	Q4 2010
Promo	\$11.9m	\$3.9m	\$2.9m	\$2.4m	\$2.7m
REMS	\$ 6.8m	\$1.3m	\$2.5m	\$1.4m	\$1.6m

Mar 2010	Total	Q1 2010	Q2 2010	Q3 2010	Q4 2010
Promo	\$13.8m	\$3.3m	\$4.5m	\$3.5m	\$2.5m
REMS	\$ 3.2m	\$0m	\$0m	\$1.5m	\$1.7m

FENTORA eDetail

2 Wave eDetail

- Audience:
 - Primary Target: FENTORA Prescribers deciles 2-10, PS Nurses, ONC Nurses
 - Secondary Target: SAO Prescribers deciles 8-10
- Key Message:
 - Prove burden of BTCP; Show rapid onset/ideal offset to match the episode; minimal impact between flares
- Execution:
 - Wave 1: PK Q&A Participant question response/answer data presentation, & peer comparison
 - Understanding BTCP, the importance of treatment, FENTORA PK core data
 - Wave 2: Know the BTCP Patient- KOL moderated, audio/visual patient case study, participant guides, treatment functionality
 - Identifying BTCP, recognizing suboptimal treatment, realizing the FENTORA patient
 - Opt-out communication approval to serve as recruitment for future professional programs (REMS)
 - Re-purpose at convention kiosk, FENTORA.com, and CSPs
- Recruitment:
 - Email, rep delivered invitation, call center
- Timing:
 - Wave 1: June 2010
 - Wave 2: August 2010
- Cost: \$425K
 - Pay per completion



FENTORA eDetail

2 Wave eDetail estimated contribution to stretch goal

2008 Euro eDetail program as benchmark:

- Specialty market, generic presence, 4 competitive brands
- 2 Waves, ~7 minute completion time per wave
- 6,000 Targets recruited; 3,312 enrolled (55%); 2,369 completed 1 wave (39%), 1,638 completed 2 waves (27%)
 - Recruitment channels: paid call center, 6 wave email, 2 rep invites
- Twins Methodology ROI assessment:
 - Average 7% increased TRx/Target completing 1 wave, 12% increased TRx/Target completing 2 waves
 - ROI 4.2:1, net incremental revenue \$897K

Potential incremental FENTORA Rx:

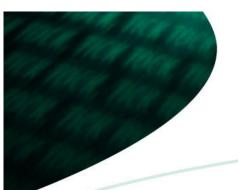
- 27% of 4070 current prescribing targets yields 1099 prescribers completing 2 waves
- Current prescribers average 15 TRx, so 12% increase is 1.8 TRx increase per prescriber
 - We assume majority of scripts from 1,099 completing prescribers come in month of wave launch with diminishing activity following the launch month, but still monthly refill through end of year:
 - June- 50%: 550 (50%) prescribers writing 1.8 Rx recurring 7 times yields 6,930 Rx
 - July- 10%: 110 (10%) prescribers writing 1.8 Rx recurring 6 times yields 1,188 Rx
 - August- 30%: 330 (30%) prescribers writing 1.8 Rx recurring 5 times yields 2,970 Rx
 - September- 10%: 110 (10%) prescribers writing 1.8 Rx recurring 4 times yields 792 Rx
- Yields 11,880 incremental TRx June-December 2010
- Goal is 10,345 incremental Rxs in 2010 to get to \$200m



FENTORA Clinical Connect Rep Support Program

Cephalon Clinical Connect

- Audience:
 - Called upon prescribers
- Key Message:
 - Clinical evidence supports FENTORA as the optimal treatment for BTCP
 - Natural history data, rapid onset, ideal offset, minimal impact between flares, patient financial support
- Execution:
 - Rep triggered call report topic indicator, automated personalized email delivered as follow up from Cephalon Medical/Clinical Affairs
 - Foundation of future professional programs via prescriber driven email communication stream
 - Potential for virtual "conversation" between rep visits
- Recruitment:
 - Rep triggered via call reporting
- Timing:
 - July 2010
- Cost: \$550K



FENTORA Clinical Connect Rep Support Program

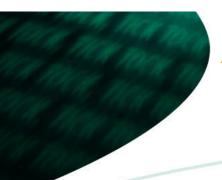
Cephalon Clinical Connect estimated contribution to stretch goal

2009 Euro identical program as benchmark:

- Specialty market, generic presence, 5 competitive brands
- 13,000 Call targets; 2,730 participating prescribers (21%)
- Rep triggered via sales reporting system link to fulfillment database
- Twins Methodology ROI assessment:
 - Average 14% increased TRx/Target
 - ROI 6.5:1

Potential incremental Rx:

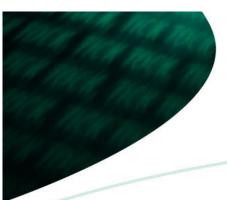
- 1,320 recommended prescribing targets (per targeting recommendation)
- @21% rate (277 targets) and increasing TRx 14% (current average prescriber = 15 TRx x 14% = 2.1 TRx)
- Yields 3,490 incremental TRx July-December 2010
- Goal is 10,345 incremental Rx in 2010 to get to \$200m



Allied Health* Speaker Programs

- This NP and Nurse pilot program is intended to provide education to an audience of their peers
- Create an Allied Health (NP's & Nurses) Speaker Bureau & CSP program. At the end of these programs allied health professionals will have a greater understanding and applicable knowledge around:
 - Evaluation of BTCP
 - Patient communication/education about BTCP
 - Appropriate treatment regimens for BTCP
- Market research qualitative insights highlight the role of the Oncology Nurse as a key influencer to address the unmet need
 - The Oncology Nurse is best positioned to spot the signs of BTCP
 - Patients spend the majority of their time (visits, treatment) in the company of the nurse – "95%"
 - The Oncology nurse tends to have a much broader vocabulary as it relates to pain compared to physicians, and can pick up on patient concerns
 - The Oncologist respects and is open to recommendations from the Oncology Nurse as relates to patient care, including pain management
 - The oncology nurse can be the trigger or "nudge" for alternate treatment options and/or referrals

^{*} Allied Health Professional refers to ONC NP's, Nurses & NP/Nurses from Pain Specialty practices



Marketplace environment: Report from Datamonitor illustrates the unmet need related to BTCP management

Market dynamics

- Incidence of cancer to (including breakthrough
- Pain assessment shou location, severity, preci treatments and side eff

Rx treatment of cancer pain is suboptimal due to underreporting of pain by patients, inadequate pain assessment, concern for opioid analgesics and awareness of breadth of Rx options (including ROOs)

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e of cancer pain

nset, duration, efficacy of past

Stakeholder perceptions

- Rx treatment of cancer pain is suboptimal due to underreporting of pain by patients, inadequate pain assessment, concern for opioid analgesics and awareness of breadth of Rx options (including ROOs)
- Opioid addiction in cancer pain patients much less of a concern

Unmet Needs

- Physician education on pain assessment & availability / appropriate use of opioid analgesics

Guidelines to supper Pain T

Opinion Leader end

Pain Team involvement / referrals

Support identification of appropriate patients (including those w/ BTP) for specific Rx therapy for cancer pain

Recommendations

- Pain Team involvement / referrals
- Emphasis of medication side effects (impact on QOL; patient / junction)
- Support identification of appropriate patients (including those w/ BTP) for specific Rx therapy for cancer pain

Source: Datamonitor 2009: Stakeholder Insight: Cancer Pain



Will get from CC

REMS Budget November 2009 vs. March 2010

	Budget as of:	Budget as of:	Comments
REMS Projects	Nov-09	March-10	REMS timing changed from a Q1 10 launch to a possible 'enrollment only' launch in Q4 10
Market Research	\$200,000	\$120,000	REMS mandated research removed
Consultants	\$0	\$0	
Journal Reprints	\$100,000	\$0	No REMS journal reprints available
Convention	\$75,000	\$50,000	REMS convention sponsorships removed; remaining funds held for booth reconfiguration and panels
A&P	\$4,221,000	\$1,911,220	
Ad Agency Strategic Planning	\$175,000	\$123,750	Includes agency day to day staffing (\$61k) for projects & procurement reporting requirements, other stafffing (\$61k) for creative/brand planning/MCO support
FENTORA REMS Personal Promotion	\$2,400,000	\$1,039,553	Includes updates to submission materials, updates to Actiq submission materials, additional enrollment and communication pieces, promo deck & CSP invitations updated, office staff materials, label change (Removed extra projects such as nurse in-service kit, spanish label/MG, managed care tools). NOTE: If BBW warning changes all pieces will need updating.
FENTORA REMS Non- Personal	\$1,621,000	\$731,250	PDR supplement for label change, web/online projects (Euro 4D), online outreach (Quantia/Epocrates)
Promo Mats Warehousing/Distr	\$25,000	\$16,667	Reduced to 2 quarters of REMS rep & patient/HCP materials housing
Vouchers/Debit Cards	\$0	\$0	N/A for REMS
Speaker Programs - CSPs	\$1,575,000	\$450,000	Q4 Rep and/or Marketing driven CSP programs for REMS enrollment
Medical Education	\$720,000	\$720,000	Live and WebX speaker training & potential prelaunch HCP ad board for communication materials & plan feedback
Corporate Contributions	\$0	\$0	N/A for REMS
Total Expenses	\$6,891,000	\$3,251,220	With REMS delayed, \$3.6M moved to promo budget for personal & NPP initiatives
Public Relations	\$1,200,000	\$1,200,000	\$1.2M Department Budget Transfer to PR - Does not factor into quarterly spend

Promo Budget November 2009 vs. March 2010

	Budget as of:	Budget as of:	Comments
Promotional Projects	Nov-09	March-10	REMS timing changed from a Q1 10 launch to a possible 'enrollment only' launch in Q4 10
Market Research	\$1,070,000	\$1,051,570	Post REMS launch feedback research removed
Consultants	\$0	\$0	
Journal Reprints	\$106,000	\$0	No journal reprints available (ex. Sublingual)
Convention	\$558,050	\$657,325	Slight increase due to nurse program roll-out at ONS & increased activities at Pain Week
A&P	\$4,061,000	\$6,105,000	
Ad Agency Strategic Planning	\$175,000	\$276,000	Includes agency (Euro) strategy support & travel plus interactive (Euro 4D) strategy support and travel
Ad Agency Staffing	\$0	\$660,000	Euro staffing
FENTORA Personal Promotion	\$2,300,000	\$2,882,000	Personal promotion includes agency projects, rep pieces
FENTORA Non- Personal	\$1,211,000	\$1,912,000	NPP includes journals, PDR, all eProjects; much of the REMS NPP spend was moved into promo NPP stretch programs (eDetail, Clin Connect, Teledetail) spend to keep up SOV/awareness leading up to REMS & to support sales force efforts
Promo Mats Warehousing/Distr	\$375,000	\$375,000	
Vouchers/Debit Cards	\$3,200,000	\$2,200,000	Vouchers were reduced based on field input and low 2009 utilization
Speaker Programs - CSPs	\$2,625,000	\$3,375,000	REMS CSP money was moved into promo CSP to support sales efforts leading up to REMS launch with CSPs, the nurse speaker program, & the A/A/D program
Medical Education	\$305,000	\$419,675	Med Ed includes slides, meeting logistics etc. for speaker trainings & ad boards; increase due to nurse program
Corporate Contributions	\$5,000	\$0	HCP association contributions
Total Expenses	\$11,930,050	\$13,808,570	With REMS delayed, incremental spend added to for NPP stretch programs, Nurse program, A/A/D progams & CSPs
Public Relations	\$1,200,000	\$1,200,000	\$1.2M Department Budget Transfer to PR - Does not factor into quarterly spend