

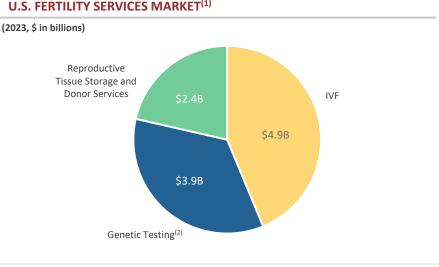
Fertility Market Overview



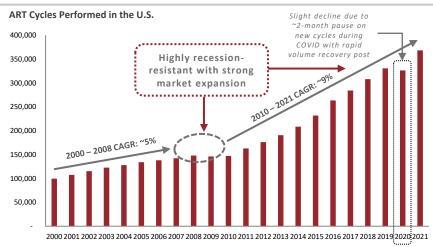
The Appeal of the Fertility Services Industry

INVESTORS ARE HIGHLY INTERESTED IN THE FERTILITY SERVICES INDUSTRY DUE TO ITS LARGE SIZE, FRAGMENTATION, AND GROWTH OPPORTUNITIES.

- The U.S. fertility market is estimated to be \$10B+ across in-vitro fertilization ("IVF"), genetic testing, reproductive tissue storage, and donor services
 - Growing awareness of IVF and related services is creating an ever-larger addressable market opportunity; U.S. IVF services alone are estimated at nearly \$5B and projected to grow at a ~12%+ CAGR through 2025P
- Strong, long-term demand drivers include:
 - Cultural shift to having children later in life, as well as lifestyle and health issues increasing incidences of infertility
 - One of few healthcare service sectors in which clinical outcomes data are measured and reported, providing potential benefit to best-in-class providers
 - 3 Significant private pay component provides highly attractive reimbursement profile and insulation from pricing pressures relative to other healthcare sectors
 - 4 Highly recession-resistant demand due to parents' desire to build families and the ticking of the biological clock
- Highly fragmented provider landscape primarily comprising local / regional clinics; platforms of scale are able to leverage best practices, invest in leading technology, attract new physician partners and scientists, and improve operations



STRONG, RECESSION-RESISTANT DEMAND⁽³⁾



HW Harris Williams

HW internal estimates based on data from Allied Market Research, Cision PR (3) CDC historical cycle data Newswire, and Global Market Insights. Represents Prenatal and New-Born Genetic Testing market.

IVF VS. Other Fertility Treatment Methods

- Most couples seeking fertility services explore multiple options with their physician, who develops a treatment plan that may consist of corrective surgery, natural cycle monitoring, ovulation induction, timed intercourse, IUI, and/or IVF
- IVF offers the highest success rates, a lower overall time to pregnancy, and greater applicability to a wider range of patients

			In Vi	tro Fertil	ization (IVF)				C	ther Fert	ility Trea	tments		
Description	•	Involves fertilization of eggs in a laboratory setting after they have been removed from the ovaries Healthy embryo(s) is transferred back to the uterus to continue development						(hyste	Relies on medication, intrauterine insemination (IUI), or corrective surgery (hysteroscopy, laparoscopy, myomectomy, etc.) to aid in conception Can sometimes be a first step, particularly among younger women, prior to IVF						
Advantages	•	 Greater control results in healthier babies and reduction in multiple births Addresses wide range of both male and female fertility issues, such as low sperm count and motility and damaged fallopian tubes Typically less expensive than IVF Sometimes able to treat infertility less aggressively 													
Disadvantages	٠	 More expensive on a per treatment basis, but patients who seek IVF first can save thousands of dollars and more quickly achieve a successful birth Often presents more risk than IVF, including higher chance of miscarriage, multiple births, and complications from surgery Several physical conditions, including abnormal fallopian tubes, make medication and injection treatments not possible for some patients facing infertility 													
Industry Average Cost ⁽²⁾	٠	. ,) - \$25,000 pe 10n-donor egį	, ,	0			• Range	s from	\$100 - \$5,	000 per tre	atment			
Industry Avg. Success Rates (Pregnancy Rate per Cycle)		Probabi	ility of Live Birth	25.9%)	e with Autolo	gous Eggs ⁽³⁾	ages ar more conceiv comp	across all e over 3x likely to e with IVF ared to eatments		Probability 11.5%	of Pregnancy 9.2%	Using Medica	4.3%	1.0%	
A	Age	< 35	35 - 37	38 - 40	41 - 42	> 42	***		Age	< 35	35 - 37	38 - 40	41 - 42	> 42	
H _W HarrisW	illi	(1) ams ⁽²⁾	Yale Medicine IBIS World Rep FertilityIQ, and	port on Fertili	,		(4) St		on study	, published	by Serena Dov	, ,	and Sterility a	nd shown for fem ination (IUI).	nales 2

IVF Treatment Overview

THE TYPICAL COST OF AN IVF CYCLE RANGES AS PATIENTS CHOOSE THE MOST APPROPRIATE COMBINATION OF SERVICES THAT INCREASES THEIR LIKELIHOOD OF A SUCCESSFUL PREGNANCY.



TYPICAL IVF SERVICES COST BREAKOUT⁽¹⁾

Harris Williams (1) IBIS World Report on Fertility Clinics in the U.S., FertilityIQ, and Harris Williams proprietary data.

Strong Trends Driving Attractive Growth FAVORABLE TRENDS WILL CONTINUE TO DRIVE STRONG GROWTH IN THE FERTILITY MARKET.

INDUSTRY GROWTH DRIVERS

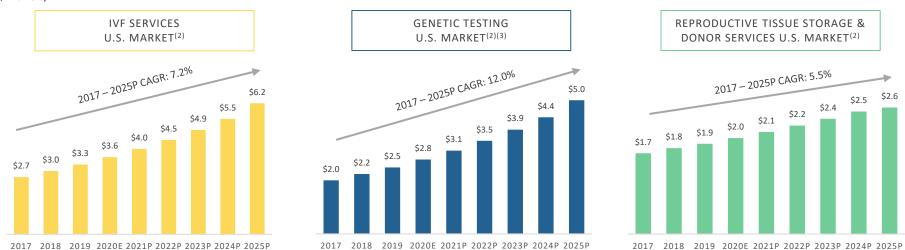
INCREASING AWARENESS & ACCESSIBILITY	 Increasing awareness of fertility treatments as well as advancements in technology and genetic testing are increasing success rates and lowering total average costs to make treatment more accessible 	INCREASE IN CHRONIC HEALTH CONDITIONS	 Increasing prevalence of chronic conditions and health issues driving increasing rates of infertility and demand for IVF services
CULTURAL SHIFTS	 Shifting cultural dynamics to have children later in life are driving people to use more IVF services as well as elective fertility preservation services Growing population of same-sex couples desiring children is driving additional demand 	REIMBURSEMENT & BENEFIT TRENDS	 Significant private pay component, despite moderately increasing insurance coverage and employee benefits for IVF and genetic testing services

DRIVING SUSTAINED INDUSTRY GROWTH⁽¹⁾

(2)

For the Years Ended and Ending December 31, 2017 – 2025P (\$ in billions)

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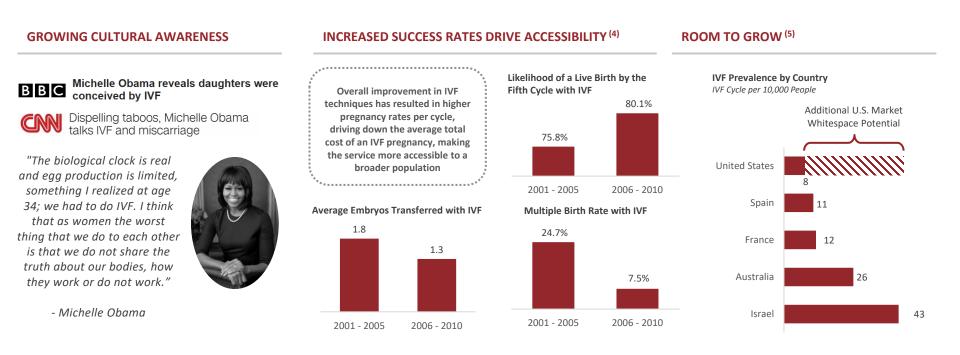


Market size estimates were completed prior to the impact of COVID-19 in 2020 and do not reflect the brief pause in new cycle initiation experienced during the onset of the pandemic. HW internal estimates based on data from Allied Market Research, CDC, and Global Market Insights (all figures stated prior to the impact of COVID-19). Represents Prenatal and Newborn Genetic Testing market.

Industry Growth Drivers: Increasing Awareness and Accessibility

THE INCREASING SOCIAL AWARENESS AND ACCESSIBILITY OF USING FERTILITY SERVICES, AS WELL AS PARENTS WAITING LONGER TO START A FAMILY, HAVE LED TO A RAPIDLY GROWING MARKET.

- Approximately eight million babies have been born globally using ART services since 1978⁽¹⁾, driven by continued technological and genetic testing advancements and substantially improved outcomes and costs, resulting in increased accessibility and demand
- Rapidly growing social awareness of fertility services, such as high-profile references in popular culture and campaigns like the National Infertility Awareness Week
 - Driving greater interest in ART services, as demonstrated by an over 124% increase in ART cycles performed from 2010 to 2019⁽²⁾
- Since 1970, the average age of first motherhood in the U.S. has increased from 21 to 26, driven primarily by an increase in first children born to women 35 and older, with significantly increased infertility issues and demand for ART services among women in their 30s and 40s⁽³⁾



HW HarrisWilliams

CNN Health (2018). CDC historical cycle data. New York Times (2018). Australian and New Zealand Journal of Obstetrics and Gynecology (2015).

5) Oxford Academic: Human Reproduction (2018) and Reproductive Biomedicine Online (2019).

Industry Growth Drivers: Cultural Shifts

SOCIETAL TRENDS HAVE RESULTED IN MORE COUPLES WHO REQUIRE FERTILITY SERVICES IN ORDER TO CONCEIVE.

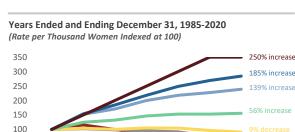
WOMEN DELAYING MOTHERHOOD DRIVE ART SERVICES

- Larger presence of women in the workforce and shift toward having children later in life have driven demand for ART services to increase chances of successful pregnancy later in life
 - Infertility and the probability of having children with genetic diseases increases as women age, driving increased demand for taking preventive measures with elective fertility preservation services and using ART services
- Organizations such as Single Mothers by Choice and Choice Mom have grown considerably in recent years
 - The growth of these organizations highlights the increasing number of women choosing to have children on their own, which typically requires ART services in order to conceive

LARGE DEMAND FROM SAME-SEX COUPLES

- Cultural shifts and legislation changes have led to a growing number of same-sex couples having children
 - Approximately 16% of all same-sex households are raising children⁽¹⁾
 - Growing number choosing to use ART services given the complexities of adoption

U.S. BIRTH RATES BY AGE OF MOTHER⁽²⁾



20-24

— 40-44 **—**

2005-2010

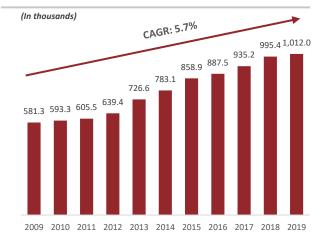
25-29

45-49

SHARP DECREASE IN PROBABILITY OF CONCEIVING WITH AUTOLOGOUS EGGS BY AGE⁽³⁾

100% 75% 50% 25% 0% 20 25 30 35 40 45 50

GROWING POPULATION OF SAME-SEX COUPLES IN THE U.S.⁽⁴⁾



H_{W} Harris Williams (2)

1990-1995

5-19

35-39 🕳

50

0 _____

Williams Institute (2018).
 CDC historical birth rate data.

30-34

34% decrease

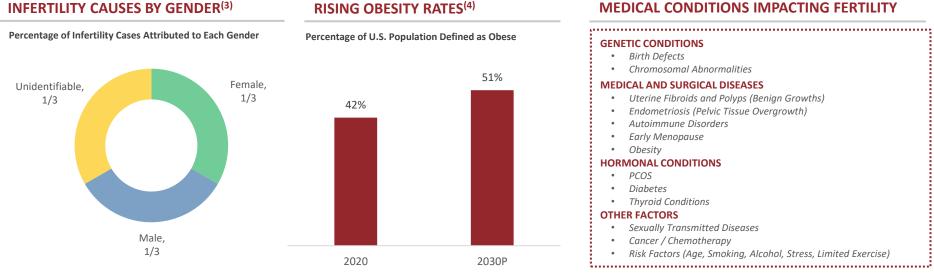
61% decrease

- (3) The American College of Obstetricians and Gynecologists.
- (4) U.S. Census Bureau.

Industry Growth Drivers: Increase in Chronic Health Conditions

~15% OF U.S. COUPLES ARE INVOLUNTARILY INFERTILE,⁽¹⁾ AND RISING OBESITY, MEDICAL CONDITIONS, AND OTHER FACTORS ARE DRIVING INFERTILITY RATES HIGHER, INCREASING DEMAND FOR FERTILITY SERVICES.

- Chronic health conditions present in males and females result in similar proportions of infertility cases in each gender
- Obesity is continuing to increase across the U.S. and is a large driver of infertility issues
 - Women defined as obese are three times more likely to suffer from infertility than women with a normal body mass index (BMI)
 - Polycystic Ovarian Syndrome (PCOS), a hormonal disorder that affects roughly 10% of women by interfering with ovulation patterns and drives infertility, is linked to obesity⁽²⁾
 - Likelihood of uterine abnormalities, including endometrial polyps, increases with age and obesity
 - Male obesity reduces sperm quality and impairs the molecular structure of mature sperm •
- Both sexes are susceptible to decreasing fertility rates due to increased alcohol use, stress, and limited exercise
- Females in particular are susceptible to certain genetic and hormonal medical conditions that may interfere with reproductive abilities



National Survey of Family Growth. H_{V} Harris Williams $\binom{1}{2}$ U.S. National Library of Medicine (2015).

National Institute of Child Health and Human Development.

(4)American Journal of Preventive Medicine. CDC historical data.

Industry Growth Drivers: Reimbursement and Benefit Trends

MORE ADULTS IN THE U.S. ARE GAINING ACCESS TO FERTILITY TREATMENTS DUE TO GROWING INSURANCE COVERAGE TRENDS AND FAVORABLE EMPLOYEE BENEFITS.

 Platforms of scale will comparatively benefit as coverage expands given their ability to drive better quality and negotiate higher reimbursement rates

EMPLOYERS GAIN FROM OFFERING FERTILITY COVERAGE

- Attracts new talent in competitive job markets by providing cost-saving incentives and creating a "family-friendly" culture
- Greater fertility coverage allows employees to choose the safest fertility option and minimizes time away from work
 - IVF treatments lead to fewer complications due to lower chance of multiple births and low birthweight compared to other fertility treatments
 - Multiple births are associated with expensive complications including preterm birth, low birthweight, and high rates of disability
 - Alternative fertility treatments pose greater health risks and result in greater total expense burden placed on the employer
- Two-thirds of large employers already offer some level of fertility coverage



CHANGING REGULATIONS

 Since the 1980s, 19 states have passed laws that require employers' insurers to either cover or offer some coverage for infertility diagnosis and/or treatment



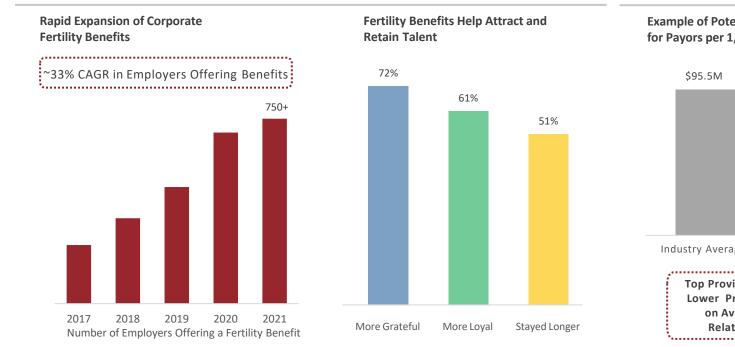
State Laws Requiring Insurance Companies to Offer Coverage for Infertility Treatment

Harris Williams ⁽¹⁾ American Society for Reproductive Medicine (2005).

Expansion of Fertility Benefits

EMPLOYERS INCREASINGLY RECOGNIZE THE VALUE CREATED FROM EXPANDED FERTILITY BENEFITS.

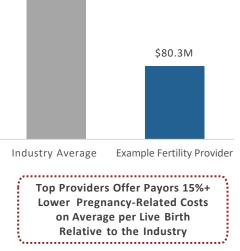
- In order to attract and retain talent, the number of employers that offer fertility benefits has doubled since 2018
- Expanding coverage creates direct-to-employer growth opportunity
- Superior clinical results create savings opportunities for self-insured employers that are continuing to expand fertility coverage
 - Produces fewer higher-order births relative to the industry, delivering significant incremental cost savings to payors/employers



SURVEY DATA AROUND EMPLOYEES VALUING BENEFIT⁽¹⁾

SIGNIFICANT SAVINGS FROM TOP PROVIDERS

Example of Potential Savings for IVF Deliveries for Payors per 1,000 Live Births⁽²⁾



$H_{ m W}$ HarrisWilliams

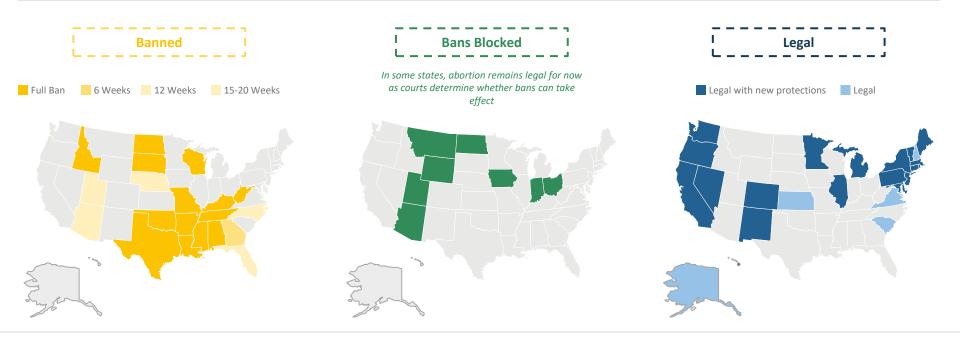
The FertilityIQ Family Builder Workplace Index: 2019 – 2020 and The FertilityIQ Family Builder Workplace Index: 2017 – 2018.

(2) Average cost for payors per 1,000 live births, based on publicly available SART data and the weighted average outcomes across all ages for the industry vs. a top provider's founding labs for various pregnancy types.

Implications of Dobbs vs. Jackson on Fertility Services despite initial concerns, fertility services are not expected to be meaningfully impacted by the dobbs ruling.

- Following the Supreme Court's decision in Dobbs v. Jackson, 14 states have enacted bans on in-state abortion care, including Alabama, Arkansas, Idaho, Kentucky, Louisiana, Mississippi, Missouri, North Dakota, Oklahoma, South Dakota, Tennessee, Texas, West Virginia, and Wisconsin
- Fertility and legal experts are actively working to educate policy makers in impacted states where the loss or discarding of embryos could potentially be outlawed by statutes that ban abortion from the moment of fertilization, or that grant personhood rights to embryos
- Despite initial uncertainty regarding Dobbs, and while the impact will vary at the state level, the outlook for fertility care is broadly expected to be minimal, particularly as policymakers work to explicitly clarify that fertility services are carved out from abortion bans

CURRENT STATUS OF ABORTION IN U.S. STATES⁽¹⁾



Highly Fragmented Market

THE U.S. FERTILITY MARKET REMAINS HIGHLY FRAGMENTED AND MAINLY COMPRISES INDIVIDUAL CLINICS.

- The largest five players in the market capture only ~20% of the total IVF cycles in the U.S., representing a significant opportunity for existing players to expand national reach
- Significant opportunity to capitalize on international opportunity where few competitors of scale and quality exist

Fertility Clinics Segmented by

Number of Cycles Performed

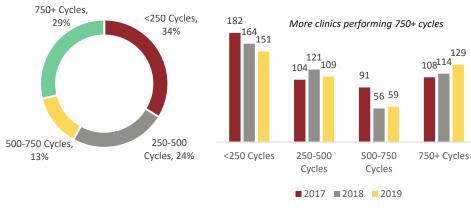
HIGHLY FRAGMENTED MARKET

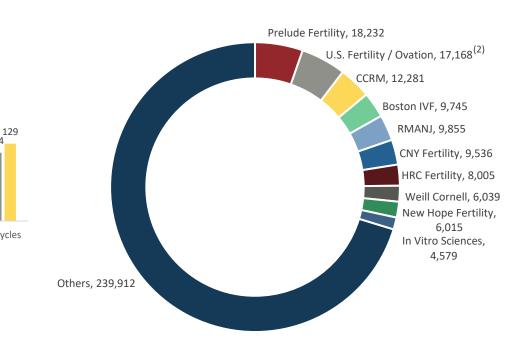
COMPETITIVE LANDSCAPE



Top U.S. IVF Clinics by Preliminary 2019 Cycle Count⁽¹⁾

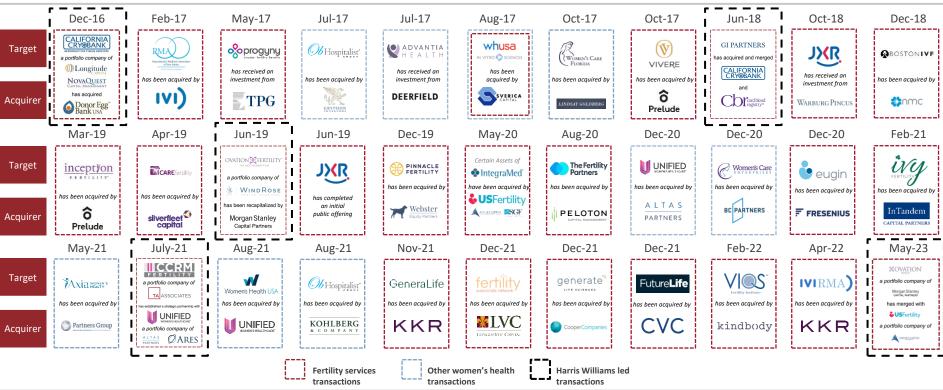






Fertility Services and Women's Health M&A Activity transaction activity and interest in fertility and broader women's health sector have increased dramatically.

- Activity has been robust across all sectors of women's health, driven by continued demand growth industry-wide in fertility and the emergence of true value-based care models in OB/GYN
 - Fertility: Platform transformation continues with several large-scale platforms both in the U.S. and internationally reaching likely investment timeline maturity with current sponsors
 - OB/GYN: Unified, Women's Care Enterprises, and Axia have all experienced strong growth and recently partnered with new investors to continue their expansion



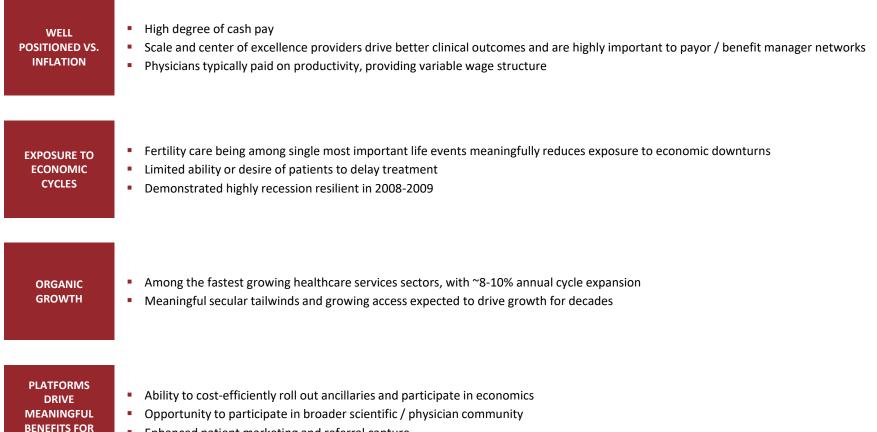
NOTABLE TRANSACTIONS⁽¹⁾

Harris Williams (1) CapIQ, FactSet, and Harris Williams proprietary data.

M&A Observations and Outlook

DESPITE MORE CAUTIOUS SENTIMENT ACROSS THE M&A MARKET, FERTILITY REMAINS ONE OF THE BEST POSITIONED OF ALL HEALTHCARE SERVICES SECTORS AND INVESTOR INTEREST REMAINS HIGH.

SECTOR POSITIONING VS. KEY INVESTOR EVALUATION CRITERIA



• Enhanced patient marketing and referral capture

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PHYSICIANS

Select Harris Williams Fertility Transaction Advisory HARRIS WILLIAMS IS THE LEADING ADVISOR IN THE FERTILITY SECTOR WITH NEARLY A DECADE OF EXPERIENCE EXECUTING HIGHLY SUCCESSFUL TRANSACTIONS.

- Advisory experience spans full breadth of sector including reproductive tissue, IVF clinic, fertility benefit management, pharmacy, and donor/storage
- Unique insights into both strategic and financial buyers most interested in sector as well as key value drivers informing investment decisions





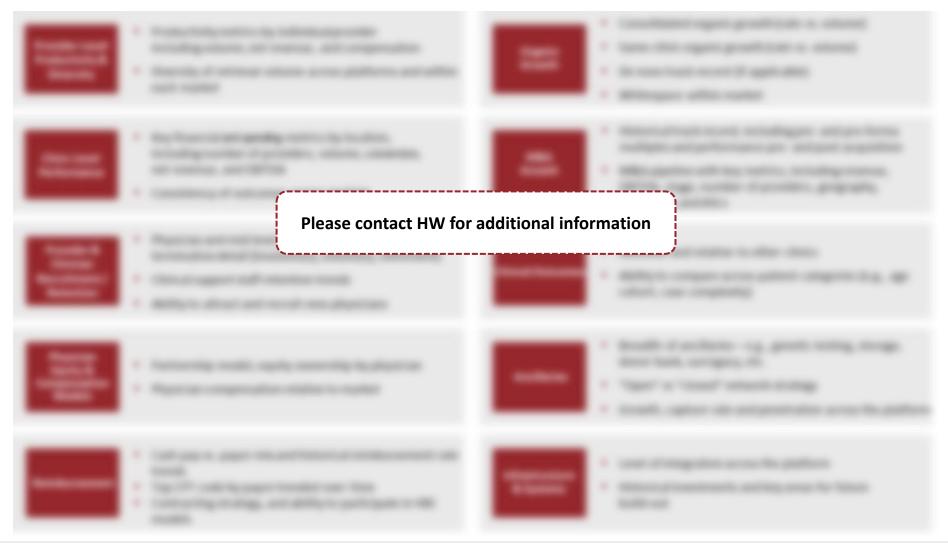






Key Investor Focus Areas

HARRIS WILLIAMS HAS A DEEP UNDERSTANDING OF KEY VALUE DRIVERS THAT BUYERS ARE LOOKING FOR WITHIN THE FERTILITY SECTOR, INFORMED BY RECENT TRANSACTION ADVISORY EXPERIENCE.



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Fertility Market Landscape

WITH INCREASING INVESTMENT IN THE SECTOR, A NUMBER OF SCALED FERTILITY PLATFORMS HAVE EMERGED IN THE U.S., EUROPE, AND PARTS OF ASIA.

Please contact HW for additional information

A Collaborative Approach to Consumer Healthcare

WE POOL THE EXPERTISE IN CONSUMER AND HEALTHCARE AND LIFE SCIENCES TO ADVISE PREMIER COMPANIES ACROSS THE CONSUMER HEALTHCARE LANDSCAPE.

FOR MORE INFORMATION ON OUR EXPERIENCE IN THE FERTILITY SECTOR, CONTACT ANDY DIXON:



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30+ Year history

83%

Revenue from

repeat clients

Managing directors

promoted from

within the firm



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