



Half-Year Report 2018

**Consolidated Interim IFRS
Financial Statements for the three-month and
six-month periods ended June 30, 2018
(unaudited)**

ObsEva SA
Consolidated Interim IFRS Financial Statements for the three-month and six-month periods ended June 30, 2018

Consolidated Balance Sheets

(in USD '000)	Notes	June 30, 2018 <i>unaudited</i>	December 31, 2017 <i>audited</i>
ASSETS			
Current assets			
Cash and cash equivalents	4	166,835	110,841
Other receivables		630	783
Prepaid expenses		2,082	1,490
Total current assets		169,547	113,114
Non-current assets			
Furniture, fixtures and equipment		305	323
Intangible assets	5	21,608	21,608
Other long-term assets		188	190
Total non-current assets		22,101	22,121
Total assets		191,648	135,235
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Current tax liability		40	51
Other payables and current liabilities		1,446	2,865
Accrued expenses		10,428	6,514
Total current liabilities		11,914	9,430
Non-current liabilities			
Post-employment obligations		3,034	3,099
Other long-term liabilities		52	55
Total non-current liabilities		3,086	3,154
Shareholders' equity			
Share capital		3,375	2,864
Share premium		307,743	219,335
Reserves		10,189	7,119
Accumulated losses		(144,659)	(106,667)
Total shareholders' equity	6	176,648	122,651
Total liabilities and shareholders' equity		191,648	135,235

The accompanying notes form an integral part of these consolidated interim financial statements.

ObsEva SA
Consolidated Interim IFRS Financial Statements for the three-month and six-month periods ended June 30, 2018

Consolidated Statements of Comprehensive Loss

(in USD '000, except per share data)

	Notes	Three-month period ended June 30,		Six-month period ended June 30,	
		2018	2017	2018	2017
		<i>unaudited</i>		<i>unaudited</i>	
Operating income other than revenue		3	2	8	8
OPERATING EXPENSES					
Research and development expenses	7	(14,694)	(14,016)	(31,036)	(27,073)
General and administrative expenses		(3,501)	(3,855)	(7,150)	(6,600)
Total operating expenses		(18,195)	(17,871)	(38,186)	(33,673)
OPERATING LOSS		(18,192)	(17,869)	(38,178)	(33,665)
Finance income		31	602	186	860
Finance expense		—	—	—	—
NET LOSS BEFORE TAX		(18,161)	(17,267)	(37,992)	(32,805)
Income tax expense	8	(25)	(57)	—	(57)
NET LOSS FOR THE PERIOD		(18,186)	(17,324)	(37,992)	(32,862)
Net loss per share					
Basic	9	(0.49)	(0.61)	(1.03)	(1.19)
Diluted	9	(0.49)	(0.61)	(1.03)	(1.19)
OTHER COMPREHENSIVE LOSS					
<i>Items that will not be reclassified to profit and loss</i>					
Remeasurements on post-employment benefit plans		—	—	—	—
<i>Items that may be reclassified to profit or loss</i>					
Currency translation differences		—	—	—	—
TOTAL OTHER COMPREHENSIVE LOSS		—	—	—	—
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD		(18,186)	(17,324)	(37,992)	(32,862)

The accompanying notes form an integral part of these consolidated interim financial statements.

ObsEva SA
Consolidated Interim IFRS Financial Statements for the three-month and six-month periods ended June 30, 2018

Consolidated Statement of Cash Flows

(in USD '000)	Notes	Six-month period ended June 30,	
		2018	2017
		<i>unaudited</i>	
NET LOSS BEFORE TAX FOR THE PERIOD		(37,992)	(32,805)
Adjustments for:			
Depreciation		53	25
Post-employment (benefit) / cost		(65)	22
Share-based payments		4,574	4,481
Finance income		(186)	(860)
Decrease in other receivables		153	107
(Increase) / decrease in prepaid expenses and other long term-assets		(590)	776
Decrease in other payables and current liabilities		(1,336)	(588)
Increase in accrued expenses and other long-term liabilities		3,917	855
NET CASH FLOWS USED IN OPERATING ACTIVITIES		(31,472)	(27,987)
Cash used for rental deposits		—	(96)
Payments for plant and equipment		(117)	(67)
Payments for intangible assets		—	(5,000)
NET CASH FLOWS USED IN INVESTING ACTIVITIES		(117)	(5,163)
Proceeds from issue of shares		93,128	96,758
Payment of share issuance costs		(5,718)	(7,899)
NET CASH FLOWS FROM FINANCING ACTIVITIES		87,410	88,859
Net increase in cash and cash equivalents		55,821	55,709
Cash and cash equivalents as at January 1,		110,841	25,508
Effects of exchange rate changes on cash and cash equivalents		173	860
Cash and cash equivalents as at June 30,		166,835	82,077

The accompanying notes form an integral part of these consolidated interim financial statements.

Consolidated Statement of Changes in Equity

(in USD '000)

<i>unaudited</i>	Share capital	Share premium	Share-based payments reserve	Foreign currency translation reserve	Total reserves	Accumulated losses	Total
January 1, 2017	1,740	71,966	2,423	(489)	1,934	(39,599)	36,041
Loss for the period	—	—	—	—	—	(32,862)	(32,862)
Other comprehensive loss	—	—	—	—	—	—	—
Total comprehensive loss	—	—	—	—	—	(32,862)	(32,862)
Issuance of shares - IPO	496	96,254	—	—	—	—	96,750
Issuance of shares - Incentive Plan	8	340	(340)	—	(340)	—	8
Share issuance costs	—	(8,098)	—	—	—	—	(8,098)
Share-based remuneration	—	—	4,481	—	4,481	—	4,481
June 30, 2017	2,244	160,462	6,564	(489)	6,075	(72,461)	96,320
January 1, 2018	2,864	219,335	7,608	(489)	7,119	(106,667)	122,651
Loss for the period	—	—	—	—	—	(37,992)	(37,992)
Other comprehensive loss	—	—	—	—	—	—	—
Total comprehensive loss	—	—	—	—	—	(37,992)	(37,992)
Issuance of shares - Incentive Plan	14	1,504	(1,504)	—	(1,504)	—	14
Issuance of shares - Follow-on offering	367	72,736	—	—	—	—	73,103
Issuance of shares - ATM program	130	19,881	—	—	—	—	20,011
Share issuance costs	—	(5,713)	—	—	—	—	(5,713)
Share-based remuneration	—	—	4,574	—	4,574	—	4,574
June 30, 2018	3,375	307,743	10,678	(489)	10,189	(144,659)	176,648

The accompanying notes form an integral part of these consolidated interim financial statements.

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Consolidated Interim IFRS Financial Statements for the three-month and six-month periods ended June 30, 2018

Notes to the Consolidated Interim Financial Statements for the three-month and six-month periods ended June 30, 2018
(unaudited)

1. General information

ObsEva SA (the “Company”) was founded on November 14, 2012, and its address is 12 Chemin des Aulx, 1228 Plan-les-Ouates, Geneva, Switzerland. The terms “ObsEva” or “the Group” refer to ObsEva SA together with its subsidiaries included in the scope of consolidation (note 2.3).

The Group is focused on the development and commercialization of novel therapeutics for serious conditions that compromise women’s reproductive health and pregnancy. The Group has a portfolio of three mid- to late-stage development in-licensed compounds (linzagolix (OBE2109), nolasiban (OBE001) and OBE022) being developed in four indications. The Group has no currently marketed products.

These consolidated interim financial statements are presented in dollars of the United States (USD), rounded to the nearest thousand except share and per share data, and have been prepared on the basis of the accounting principles described in note 2.

These consolidated interim financial statements were authorized for issue by the Audit Committee of the Company’s Board of Directors (the “Board of Directors”) on August 6, 2018.

2. Accounting principles and scope of consolidation

2.1 Basis of preparation and accounting principles

These unaudited three-month and six-month consolidated interim financial statements (the “interim financial statements”) are prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* as issued by the International Accounting Standards Board (the “IASB”).

On January 1, 2018, the Group adopted IFRS 9 *Financial Instruments*, which replaced IAS 39 *Financial Instruments: Recognition and Measurement*. The adoption of the standard had no impact on the Group’s consolidated financial statements.

In January 2016, the IASB issued IFRS 16 *Leases*, which replaced IAS 17 *Leases and Related Interpretations*. The new standard, which will be effective on January 1, 2019 requires lessees to recognize a lease liability reflecting future lease payments and a right-of-use asset for virtually all lease contracts, removing the distinction between operating and finance leases. As at June 30, 2018, the Group has non-cancellable operating lease commitments of USD 3 million (excluding short-term and low-value leases) and expects to recognise right-of-use assets and lease liabilities of approximately USD 2.7 million on January 1, 2019. The Group does not expect a significant impact on the net profit after tax resulting from the adoption of IFRS 16.

Other accounting policies used in the preparation and presentation of these consolidated interim financial statements are consistent with those used in the consolidated financial statements for the year ended December 31, 2017 (the “annual financial statements”), which should be read in conjunction with these consolidated interim financial statements as they provide an update of previously reported information.

The Group believes it will be able to meet all of its obligations as they fall due for at least 12 months from June 30, 2018, hence, the unaudited consolidated interim financial statements have been prepared on a going concern basis.

2.2 Use of estimates and assumptions

The preparation of consolidated interim financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and disclosure of contingent liabilities at the date of the interim financial statements. If in the future such estimates and assumptions, which are based on management’s best judgment at the date of the consolidated interim financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate during the period in which the circumstances change.

2.3 Scope of consolidation

There was no change to the scope of consolidation during the reporting period and the Company consolidates the financial operations of its two fully-owned subsidiaries, ObsEva Ireland Ltd, which is registered in Cork, Ireland and organized under the laws of Ireland, and ObsEva USA Inc., which is registered and organized under the laws of Delaware, USA. ObsEva Ireland Ltd had no operations and no results of operations to report as of June 30, 2018 and 2017.

3. Fair value estimation and financial instruments

The carrying value less impairment provision of receivables and payables approximate their fair values due to their short-term nature.

All financial assets and liabilities, respectively, are held at their amortized cost.

The Group's financial assets and liabilities consist of cash and cash equivalents, other receivables, other payables and accruals which are classified as loans and receivables at amortized costs according to IFRS 9.

4. Cash and cash equivalents

(in USD '000)	June 30, 2018	December 31, 2017
	<i>unaudited</i>	<i>audited</i>
Bank deposits	166,835	110,841
Interest bearing deposits	—	—
Total cash and cash equivalents	166,835	110,841

5. Intangible assets

As at June 30, 2018 and December 31, 2017, the Group holds a number of licenses to develop and commercialize several biopharmaceutical product candidates, the value of which is recorded at USD 21.6 million.

6. Shareholders' equity

On January 30, 2017, the Company completed an IPO and issued 6,450,000 common shares at a subscription price of USD 15.00 per share and a par value of 1/13 of a Swiss franc per share. The gross proceeds of USD 96.8 million have been recorded in equity net of directly related share issuance costs of USD 8.2 million.

On October 13, 2017, the Company completed a private placement with institutional investors and issued 7,500,000 common shares at a subscription price of USD 8.00 per share and a par value of 1/13 of a Swiss franc per share. The gross proceeds of USD 60.0 million have been recorded in equity net of directly related share issuance costs of USD 3.7 million.

On March 16, 2018, the Company issued 3,499,990 common shares at par value of 1/13 of a Swiss franc per share. The shares were subscribed by the Company and are held as treasury shares, hence the operation did not impact the share capital. Share issuance costs of USD 11 thousand related to the operation were recorded in equity.

On May 17 and 25, 2018, the Company sold 1,000,851 and 600,000 treasury shares, respectively, at a price of USD 12.50 per share, from their "at the market" (ATM) program, generating gross proceeds of USD 20.0 million. Directly related share issuance costs of USD 0.6 million were recorded as a deduction in equity.

On June 22, 2018, the Company completed an underwritten public offering of 4,750,000 common shares at a price of USD 15.39 per share, with an option to issue to an additional 712,500 common shares. The gross proceeds of USD 73.1 million resulting from this transaction have been recorded in equity net of directly related share issuance costs of USD 5.1 million.

As at June 30, 2018, the total outstanding share capital of USD 3.4 million, fully paid, consists of 42,871,108 common shares, excluding 600,822 non-vested shares and 1,909,322 treasury shares. As at December 31, 2017, the total outstanding share capital of USD 2.9 million, fully paid, consists of 36,342,945 common shares, excluding 778,134 non-vested shares and 10,183 treasury shares. All shares have a nominal value of 1/13 of a Swiss franc, translated into USD using historical rates at the issuance date.

7. Research and development expenses

Due to the difficulty in assessing when research and development projects would generate revenue, the Group expenses all research and development costs to the profit and loss accounts.

8. Income tax expense

The Group is subject to income taxes in Switzerland, Ireland and the United States.

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The Company is subject in Switzerland to a municipal and cantonal income tax rate of 22.6% and to a federal tax rate of 8.5% on its profits after tax. It is entitled to carry forward any loss incurred for a period of seven years and can offset such losses carried forward against future taxes. In 2015, the Company was granted by the State Council of the Canton of Geneva an exemption of income and capital tax at municipal and cantonal levels for the period from 2013 until 2022. Because of this exemption, and the fact that the Company has incurred net losses since its inception, no income tax expense at the municipal, cantonal or federal levels was recorded in the Company for the three-month and six-month periods ended June 30, 2018 and 2017. Additionally, due to the uncertainty as to whether it will be able to use its net loss carryforwards for tax purposes in the future, no deferred taxes have been recognized on the balance sheet of the Company as of June 30, 2018 and December 31, 2017.

The Company's Irish subsidiary has no activity, and, therefore, no income tax expense was recorded in such entity for the three-month and six-month periods ended June 30, 2018 and 2017.

The Company's U.S. subsidiary is a service organization for the Group and will therefore be subject to taxes on the revenues generated from its services to the Group that are charged based upon the U.S. subsidiary's cost plus arrangement with the Group. The profits of the U.S. subsidiary during the three-month and six-month periods ended June 30, 2018 and 2017 were subject to a total U.S. income tax rate of 27.3% and 39.3%, respectively, based on both the U.S. federal and Massachusetts state tax rates.

9. Loss per share

As of June 30, 2018 and 2017, the Company has one category of shares, which are common shares. The basic loss per share is calculated by dividing the loss of the period attributable to the common shares by the weighted average number of common shares outstanding during the period as follows:

	Three-month period ended June 30, 2018	Six-month period ended June 30, 2018
	<i>unaudited</i>	<i>unaudited</i>
Net loss attributable to shareholders (in USD '000)	(18,186)	(37,992)
Weighted average number of common shares outstanding	37,617,569	37,004,673
Basic and diluted loss per share (in USD)	(0.49)	(1.03)

	Three-month period ended June 30, 2017	Six-month period ended June 30, 2017
	<i>unaudited</i>	<i>unaudited</i>
Net loss attributable to shareholders (in USD '000)	(17,324)	(32,862)
Weighted average number of common shares outstanding	28,469,064	27,582,897
Basic and diluted loss per share (in USD)	(0.61)	(1.19)

For the three-month and six-month periods ended June 30, 2018, 600,822 non-vested shares, 1,909,322 treasury shares and 1,849,240 shares issuable upon the exercise of stock-options, which would have an anti-dilutive impact on the calculation of the diluted earnings per share, were excluded from the calculation. For the three-month and six-month periods ended June 30, 2017, 1,124,882 non-vested shares, 10,183 treasury shares and 568,450 shares issuable upon the exercise of stock-options, which would have an anti-dilutive impact on the calculation of the diluted earnings per share, are excluded from the calculation.

10. Segment information

The Group operates in one segment, which is the research and development of innovative women's reproductive, health and pregnancy therapeutics. The marketing and commercialization of such therapeutics depend, in large part, on the success of the development phase. The Chief Executive Officer of the Company reviews the consolidated statement of operations of the Group on an aggregated basis and manages the operations of the Group as a single operating segment. The Group currently generates no revenue from the sales of therapeutics products, and the Group's activities are not affected by any significant seasonal effect.

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The geographical analysis of non-current assets is as follows:

(in USD '000)	June 30, 2018 <i>unaudited</i>	December 31, 2017 <i>audited</i>
Switzerland	21,832	21,832
USA	269	289
Total non-current assets	22,101	22,121

The geographical analysis of operating expenses is as follows:

<i>unaudited</i> (in USD '000)	Three-month period ended June 30,		Six-month period ended June 30,	
	2018	2017	2018	2017
Switzerland	17,121	17,098	36,139	32,330
USA	1,074	773	2,047	1,343
Total operating expenses	18,195	17,871	38,186	33,673

11. Events after the reporting period

Sales of common shares

On July 19, 2018, the Company sold 306,721 common shares for total gross proceeds amounting to USD 4.7 million (USD 15.39 per share). These shares were sold pursuant to the 30-day option granted as part of the follow-on offering to purchase up to an additional 712,500 common shares (“green-shoe”). Directly related share issuance costs amounted to USD 0.3 million.

Listing of ObsEva’s shares on the SIX Swiss Exchange

On July 13, 2018, the Company’s shares started trading on SIX Swiss Exchange under the ticker symbol “OBSN”. The Company did not issue any new shares in connection with the listing in Switzerland. The Company is already listed on the Nasdaq Global Select Market (OBSV) since January 2017. The trading of ObsEva’s shares on Nasdaq will continue in addition to the SIX listing.

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Overview

We are a clinical-stage biopharmaceutical company focused on the development and commercialization of novel therapeutics for serious conditions that compromise a woman's reproductive health and pregnancy. We are focused on providing therapeutic solutions for women between the ages of 15 and 49 who suffer from reproductive health conditions that affect their quality of life, ability to conceive or that complicate pregnancy and the health of newborns. Our goal is to build the leading women's reproductive health and pregnancy company focused on these conditions where current treatment options are limited and significant unmet needs exist.

We are developing linzagolix (formerly OBE2109) as a novel, oral gonadotropin releasing hormone, or GnRH, receptor antagonist, for the treatment of pain associated with endometriosis and heavy menstrual bleeding associated with uterine fibroids in pre-menopausal women. We are currently conducting a multiple-dose, placebo-controlled Phase 2b clinical trial of linzagolix in approximately 330 patients with endometriosis, or the EDELWEISS clinical trial. In June 2018, we announced that the EDELWEISS clinical trial successfully met its primary endpoint, a statistically significant increase in patient response rate vs. placebo following 12 weeks of treatment. Patient response was measured by a 30% reduction from baseline combined menstrual and non-menstrual pelvic pain on a verbal rating scale (VRS) of 0-3. Observed response rates were 34.5% for placebo, 49.4% for 50mg linzagolix, 61.5% for 75mg linzagolix, 56.4% for 100mg linzagolix, and 56.3% for 200mg linzagolix. Respective p values were 0.155, 0.003, 0.039, and 0.034. We expect to receive 24-week treatment data, including bone mineral density safety assessments, in the fourth quarter of 2018. Assuming the results of the trial are favorable, we plan to request an end-of-Phase 2 meeting with the FDA by the end of 2018. For the uterine fibroids indication, in April 2017, we initiated a Phase 3 clinical development program with two Phase 3 clinical trials, or the PRIMROSE 1 and 2 clinical trials. We expect to complete patient enrollment in these two trials in the first quarter of 2019, and by the end of 2018, respectively, with 6-month primary endpoint results from both trials anticipated in the second half of 2019.

We are also developing nolasiban, an oral oxytocin receptor antagonist, to improve clinical pregnancy and live birth rates in women undergoing in-vitro fertilization, or IVF. We completed randomization of 778 patients in our European Phase 3 clinical trial in women undergoing IVF, or the IMPLANT 2 clinical trial, in 2017 and reported positive results for the primary endpoint of ongoing pregnancy 10 weeks post embryo transfer (ET) in February 2018. Ongoing pregnancy rate 10 weeks post ET was achieved in 35.6% of patients receiving nolasiban, vs. 28.5% of patients in the placebo group, a p value of 0.031. Patients who underwent ET 5 days post oocyte retrieval achieved ongoing pregnancy 10 weeks post ET at a rate of 45.9% when administered nolasiban, vs. 34.7% of those who received placebo, a p value of 0.034. We expect to receive live birth rate data and 28-day neonatal safety from the IMPLANT 2 clinical trial in the fourth quarter of 2018, followed by 6-month infant follow-up mid-2019.

Based upon results of the IMPLANT1 and IMPLANT2 trials, we are seeking feedback from regulatory authorities in Europe and in the United States on any additional future registration requirements. We expect to have regulatory feedback completed in the third quarter of 2018, and plan to initiate a Phase 3 clinical development program in the United States in the fourth quarter of 2018.

In addition, we are developing OBE022, an oral and selective prostaglandin F2 α receptor antagonist, for preterm labor in weeks 24 to 34 of pregnancy. Based upon results of Phase 1 clinical trials completed in the first quarter of 2017, we initiated a Phase 2a proof-of-concept clinical trial, known as PROLONG, in December 2017. We are presently completing Part A of this trial to initially assess OBE022 safety and pharmacokinetic (PK) profile. We are initiating the necessary regulatory steps to move to Part B of the trial to assess efficacy in delaying childbirth in women at 24 to 34 weeks gestation who are experiencing symptoms of preterm labor and potentially preterm delivery. We expect interim efficacy results in a subset of patients from this trial to be available in the fourth quarter of 2018.

We were founded in November 2012 and our operations to date have included organizing and staffing our company, raising capital, in-licensing rights to linzagolix, nolasiban and OBE022 and conducting nonclinical studies and clinical trials. To date, we have not generated any revenue from product sales as none of our product candidates have been approved for commercialization. We have historically financed our operations exclusively through the sale of equity. To date, we have raised an aggregate of \$329.9 million of net proceeds, including \$19.4 million from our "at the market" (ATM) program, \$68.0 million from our follow-on offering in June 2018 and \$4.4 million from the exercise of the green-shoe option in July 2018, and also acquired license rights on product candidates in 2013 and 2015 from the sale of preferred shares.

We have never been profitable and have incurred significant net losses in each period since our inception. Our net losses were \$18.2 million and \$17.3 million for the three-month periods ended June 30, 2018, and 2017, respectively, and \$38.0 million and \$32.9 million for the six-month periods ended June 30, 2018, and 2017, respectively. As of June 30, 2018, we had accumulated losses of \$175.3 million, out of which \$30.6 million were offset with share premium. This reclassification transaction had no impact on total equity. We expect to continue to incur significant expenses and operating losses for the foreseeable future. We used \$31.5 million and \$28.0 million of cash in operations in the six-month periods ended June 30, 2018, and 2017, respectively. We anticipate that our expenses will continue to increase significantly in connection with our ongoing activities as we:

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- continue to invest in the clinical development of our product candidates and specifically to support our ongoing EDELWEISS, PRIMROSE 1 and 2, IMPLANT 2 and PROLONG clinical trials, and any additional clinical trials, nonclinical studies and pre-commercial activities that we may conduct for product candidates;
- hire additional research and development, commercial and general and administrative personnel;
- maintain, expand and protect our intellectual property portfolio;
- identify and in-license or acquire additional product candidates; and
- continue to incur additional costs associated with operating as a public company.

We will need substantial additional funding to support our operating activities as we advance our product candidates through clinical development, seek regulatory approval and prepare for and invest in future commercialization of these candidates, if approved. Adequate funding may not be available to us on acceptable terms, or at all.

We have no manufacturing facilities, and all of our manufacturing activities are contracted out to third parties. We currently utilize third-party contract research organizations, or CROs, to carry out our clinical development and trials. Additionally, we are initiating the establishment of an infrastructure to address our potential future pre-commercial and commercial needs.

Strategic Licensing Agreements

Linzagolix

In November 2015, we entered into the Kissei license and supply agreement with Kissei Pharmaceutical Co., Ltd., or Kissei. Pursuant to the Kissei license and supply agreement we received an exclusive license to develop, manufacture and commercialize products, or the Product, containing the compounds which is a specified GnRH antagonist and covered by certain licensed patent rights, or the Compound, throughout the world except for specified Asian countries. We arranged to exclusively acquire from Kissei the material necessary to produce linzagolix.

In consideration for the license, we made an initial \$10.0 million upfront payment. In addition, we agreed to make aggregate milestone payments of up to \$63.0 million upon the achievement of specified developmental milestones, such as the initiation of clinical trials and receipt of regulatory approvals. In connection with the initiation of the Phase 3 clinical program for linzagolix in uterine fibroids in the second quarter of 2017, a \$5.0 million milestone payment was made. With respect to any products we commercialize under the Kissei license and supply agreement, we agreed to make further payments of up to an additional \$125.0 million to Kissei upon the achievement of specified commercial milestones.

Pursuant to the Kissei license and supply agreement, we have agreed to exclusively purchase the active pharmaceutical ingredient for linzagolix from Kissei. During the development stage, we are obligated to pay Kissei a specified supply price. Following the first commercial sale of licensed product, we are obligated to pay Kissei a royalty in the low twenty percent range as a percentage of net sales. This payment includes Kissei's supply of the active pharmaceutical ingredient until the latest of (i) the date that the valid claim of a patent for the Product has expired, (ii) the expiration of our regulatory exclusivity period, or (iii) 15 years from the first commercial sale of such product on a country-by-country and product-by-product basis. During the term, we are restricted from developing, marketing and selling GnRH agonists and GnRH antagonists other than the Compound to the extent allowed by applicable laws.

Nolasiban

In August 2013, we entered into the 2013 license agreement with Ares Trading S.A., an affiliate of Merck Serono, or Merck Serono, pursuant to which we received a worldwide exclusive license to develop, manufacture and commercialize compounds covered by the licensed patent rights, including nolasiban. In consideration for the license, we issued 914,069 Series A preferred shares to Merck Serono at the time of our Series A financing, which had a fair-value of \$4.9 million based on an exchange rate of \$1.00 for CHF 0.9244 as of the date of the transaction. With respect to any products we commercialize under the 2013 license agreement, we agreed to pay Merck Serono royalties based on a high-single-digit percentage of annual net sales of each product, subject to specified reductions, until the later of (i) the date that all of the patent rights for that product have expired, as determined on a country-by-country and product-by-product basis, or (ii) ten years from the first commercial sale of such product on a country-by-country and product-by-product basis.

OBE022

In June 2015, we entered into the 2015 license agreement with Merck Serono, which we amended in July 2016, pursuant to which we received a worldwide exclusive license to develop, manufacture and commercialize compounds covered by the licensed patent rights, including OBE022. In consideration for the license, we issued 325,000 Series A preferred shares to Merck Serono in September 2016

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upon the initiation of a Phase 1 clinical trial for a licensed product. With respect to any products we commercialize under the 2015 license agreement, we agreed to pay Merck Serono royalties based on a mid-single-digit percentage of annual net sales of each product, subject to specified reductions, until the later of (i) the date that all of the patent rights for that product have expired, as determined on a country-by-country and product-by-product basis or (ii) ten years from the first commercial sale of such product on a country-by-country and product-by-product basis.

Components of Results of Operations

Revenue

To date, we have not generated any revenue from product sales and do not expect to generate any revenue from product sales in the near term.

Operating Expenses

Research and Development Expenses

Research and development expenses consist primarily of costs incurred in connection with our research and development activities and consist mainly of direct research and development costs, which include: costs associated with the use of CROs and consultants hired to assist on our research and development activities; personnel expenses, which include salaries, benefits and share-based compensation expenses for our employees; expenses related to regulatory affairs and intellectual property; manufacturing costs in connection with conducting nonclinical studies and clinical trials; and depreciation expense for assets used in research and development activities. Research and development costs are generally expensed as incurred. However, costs for certain activities, such as manufacturing and nonclinical studies and clinical trials, are generally recognized based on an evaluation of the progress to completion of specific tasks using information and data provided to us by our vendors and collaborators.

Our employee, consultant and infrastructure resources are typically utilized across our multiple research and development programs. We track outsourced research and development costs by product candidate or nonclinical program, but we do not allocate personnel costs, other internal costs or external consultant costs to specific product candidates.

From inception through June 30, 2018, we have incurred \$140.7 million in research and development expenses to advance the development of our product candidates. The following table provides a breakdown of our outsourced research and development expenses that are directly attributable to the specified product candidates for the three-month and six-month periods ended June 30, 2018 and June 30, 2017, respectively.

	Three-month period ended June 30,		Six-month period ended June 30,	
	2018	2017	2018	2017
	(in thousands) (unaudited)			
Linzagolix	\$ (8,924)	\$ (8,855)	\$ (19,748)	\$ (16,527)
Nolasiban	(1,527)	(2,364)	(3,104)	(3,776)
OBE022	(842)	(503)	(1,434)	(1,192)
Total outsourced research and development expenses	<u>\$ (11,293)</u>	<u>\$ (11,722)</u>	<u>\$ (24,286)</u>	<u>\$ (21,495)</u>

We expect our research and development expense will increase for the foreseeable future as we seek to advance the development of our product candidates through clinical trials and potentially toward regulatory submissions. At this time, we cannot reasonably estimate or know the nature, timing and estimated costs of the efforts that will be necessary to complete the development of our product candidates. We are also unable to predict when, if ever, material net cash inflows will commence from sales of our product candidates. This is due to the numerous risks and uncertainties associated with developing such product candidates, including:

- the number of clinical sites included in the trials;
- the length of time required to enroll suitable patients;
- the number of patients that ultimately participate in the trials;
- the number of doses patients receive;
- the duration of patient follow-up;
- the results of our clinical trials; and
- regulatory requirements in support of potential approvals.

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In addition, the probability of success for any of our product candidates will depend on numerous factors, including competition, manufacturing capability and commercial viability. A change in the outcome of any of these variables with respect to the development of any of our product candidates would significantly change the costs, timing and viability associated with the development of that product candidate.

General and Administrative Expenses

General and administrative expenses consist primarily of personnel expenses, including salaries, benefits and share-based compensation expense, related to executive, finance, accounting, business development, legal and human resource functions. General and administrative expense also includes facility costs not otherwise included in research and development expenses, legal fees related to corporate matters, fees for accounting and consulting services, and costs of director and officer insurance.

We anticipate that our general and administrative expense will increase in the future to support continued research and development activities. We also anticipate that we will incur increased accounting, audit, legal, regulatory and compliance costs, as well as investor and public relations expenses, associated with operating as a public company.

Finance Result, Net

Finance result, net, consists mainly of interest income and expense derived from our cash and cash equivalents and foreign exchange gains and losses.

Taxation

We are subject to corporate taxation in Switzerland, Ireland and the United States.

In 2015, the Canton of Geneva granted us a ten year tax holiday for all income and capital taxes on a communal and cantonal level commencing in fiscal year 2013 and valid through to 2022, subject to our Swiss domiciliation and compliance with certain reporting provisions. We remain subject to Swiss federal income tax on our profits after tax but have only incurred net losses since our inception. We are entitled under Swiss laws to carry forward any losses incurred for a period of seven years and can offset such losses carried forward against future taxes. As of December 31, 2017, we had tax loss carryforwards totaling \$118.0 million. We do not believe it is probable that we will generate sufficient profits to avail ourselves of these tax loss carryforwards.

Our Irish subsidiary had no activity in the three-month and six-month periods ended June 30, 2018 and June 30, 2017, and our U.S. subsidiary, as a service organization to the group under cost plus arrangement, was the only entity to generate income tax expenses during these periods.

Analysis of Results of Operations

Comparison of the three-month periods ended June 30, 2018 and June 30, 2017

Operating Expenses

Research and Development Expenses

	Three-month period ended June 30,	
	2018	2017
	(in thousands) (unaudited)	
Research and development expenses by product candidate		
Linzagolix	\$ (8,924)	\$ (8,855)
Nolasiban	(1,527)	(2,364)
OBE022	(842)	(503)
Unallocated expenses		
Staff costs	(2,655)	(1,771)
Other research and development costs	(746)	(523)
Total research and development expenses	<u>\$ (14,694)</u>	<u>\$ (14,016)</u>

Research and development expenses increased by \$0.7 million in the three-month period ended June 30, 2018 compared to the three-month period ended June 30, 2017 primarily due to the increased staff costs as a result of additional headcounts in both Switzerland and the US.

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General and Administrative Expenses

	Three-month period ended June 30,	
	2018	2017
	(in thousands) (unaudited)	
Staff costs	\$ (1,926)	\$ (2,551)
Professional fees	(1,081)	(805)
Other general and administrative costs	(494)	(499)
Total general and administrative expenses	<u>\$ (3,501)</u>	<u>\$ (3,855)</u>

General and administrative expenses decreased by \$0.4 million in the three-month period ended June 30, 2018 compared to the three-month period ended June 30, 2017 primarily due to lower staff costs as a result of a graded vesting mechanism of the share-based compensation schemes used to incent our staff.

Finance Result, Net

	Three-month period ended June 30,	
	2018	2017
	(in thousands) (unaudited)	
Finance result, net (gain)	\$ 31	\$ 602

Finance gains in the three-month periods ended June 30, 2018 and June 30, 2017 primarily consisted of foreign exchange gains.

Comparison of the six-month periods ended June 30, 2018 and June 30, 2017

Operating Expenses

Research and Development Expenses

	Six-month period ended June 30,	
	2018	2017
	(in thousands) (unaudited)	
Research and development expenses by product candidate		
Linzagolix	\$ (19,748)	\$ (16,527)
Nolasiban	(3,104)	(3,776)
OBE022	(1,434)	(1,192)
Unallocated expenses		
Staff costs	(5,477)	(4,616)
Other research and development costs	(1,273)	(962)
Total research and development expenses	<u>\$ (31,036)</u>	<u>\$ (27,073)</u>

Research and development expenses increased by \$4.0 million in the six-month period ended June 30, 2018 compared to the six-month period ended June 30, 2017 primarily due to the increased costs of \$3.2 million resulting from our linzagolix programs, including increased costs of \$1.8 million related to our ongoing PRIMROSE clinical trials.

General and Administrative Expenses

	Six-month period ended June 30,	
	2018	2017
	(in thousands) (unaudited)	
Staff costs	\$ (4,197)	\$ (3,954)
Professional fees	(1,987)	(1,763)
Other general and administrative costs	(966)	(883)
Total general and administrative expenses	<u>\$ (7,150)</u>	<u>\$ (6,600)</u>

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General and administrative expenses increased by \$0.6 million in the six-month period ended June 30, 2018 compared to the six-month period ended June 30, 2017 primarily due to higher professional fees of \$0.2 million incurred in connection with our Swiss listing and ATM program, as well as increased staff costs of \$0.2 million associated with increased headcount and share-based compensation.

Finance Result, Net

	Six-month period ended June 30,	
	2018	2017
	(in thousands) (unaudited)	
Finance result, net	\$ 186	\$ 860

Finance gains in the six-month periods ended June 30, 2018 and June 30, 2017 primarily consisted of foreign exchange gains.

Liquidity and Capital Resources

Since our inception, we have not generated any revenue and have incurred net losses and negative cash flows from our operations. We have funded our operations primarily through the sale of equity. From inception through June 30, 2018, we have raised an aggregate of \$325.5 million of net proceeds from the sale of equity securities. In January 2017, we completed our initial public offering of 6,450,000 common shares at a public offering price of \$15.00 per share. We received \$88.6 million in net proceeds after deducting \$8.2 million of underwriting discounts and commissions and other offering expenses. Additionally, in October 2017, we raised \$56.3 million of net proceeds after deducting \$3.7 million of placement expenses through the issuance of 7,500,000 shares at a price of \$8.00 per share in a private placement with institutional investors.

In May 2018, we sold 1,600,851 treasury shares at a price of \$12.50 per share as part of our ATM program, receiving net proceeds of \$19.4 million after deducting \$0.6 million of directly related issuance costs. Later in June 2018, we completed a follow-on public offering of common shares and issued 4,750,000 shares at a price of \$15.39 per share, raising \$68.0 million in net proceeds after deducting \$5.1 million of underwriting discounts, commissions and other offering expenses.

As of June 30, 2018, we had \$166.8 million in cash and cash equivalents.

In July 2018, we raised additional funds for a net amount of \$4.4 million from the exercise of the green-shoe option available with the follow-on offering, bringing our total fund raisings to \$329.9 million to date.

Our primary uses of cash are to fund operating expenses, primarily research and development expenditures. Cash used to fund operating expenses is impacted by the timing of when we pay these expenses, as reflected in the change in our outstanding accounts payable and accrued expenses. We currently have no ongoing material financing commitments, such as lines of credit or guarantees.

We expect our expenses to increase in connection with our ongoing activities, particularly as we continue the research and development of, continue or initiate clinical trials of, and seek marketing approval for, our product candidates. In addition, if we obtain marketing approval for any of our product candidates, we expect to incur significant commercialization expenses related to program sales, marketing, manufacturing and distribution to the extent that such sales, marketing and distribution are not the responsibility of potential collaborators. Furthermore, we expect to continue to incur additional costs associated with operating as a public company. Accordingly, we will need to obtain substantial additional funding in connection with our continuing operations. If we are unable to raise capital when needed or on attractive terms, we could be forced to delay, reduce or eliminate our research and development programs or future commercialization efforts.

We expect our existing cash and cash equivalents will enable us to fund our operating expenses and capital expenditure requirements into the first half of 2020. We have based this estimate on assumptions that may prove to be wrong, and we could exhaust our available capital resources sooner than we currently expect. Our future capital requirements will depend on many factors, including:

- the scope, progress, results and costs of our ongoing and planned nonclinical studies and clinical trials for linzagolix, nolasiban and OBE022;
- the cost and timing of ongoing and planned manufacturing activities including active pharmaceutical ingredient and drug product pharmaceutical development and clinical trial supplies production for linzagolix, nolasiban and OBE022;
- the timing and amount of milestone and royalty payments we are required to make under our license agreements;
- the extent to which we in-license or acquire other product candidates and technologies;
- the number and development requirements of other product candidates that we may pursue;

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- the costs, timing and outcome of regulatory review of our product candidates;
- the costs and timing of future commercialization activities, including drug manufacturing, marketing, sales and distribution, for any of our product candidates for which we receive marketing approval;
- the revenue, if any, received from commercial sales of our product candidates for which we receive marketing approval;
- our ability to establish strategic collaborations; and
- the costs and timing of preparing, filing and prosecuting patent applications, maintaining and enforcing our intellectual property rights and defending any intellectual property-related claims.

Identifying potential product candidates and conducting nonclinical studies and clinical trials is a time-consuming, expensive and uncertain process that takes many years to complete, and we may never generate the necessary data or results required to obtain marketing approval and achieve product sales. In addition, our product candidates, if approved, may not achieve commercial success. Our revenue, if any, will be derived from sales of products that we do not expect to be commercially available for many years, if at all.

Until such time that we can generate substantial product revenue, if ever, we may finance our cash needs through a combination of equity offerings, debt financings, collaborations, strategic alliances and licensing arrangements.

To the extent that we raise additional capital through the sale of equity or convertible debt securities, shareholder ownership interest may be diluted, and the terms of any additional securities may include liquidation or other preferences that adversely affect the rights of shareholders. Debt financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, making capital expenditures or declaring dividends.

If we raise funds through additional collaborations, strategic alliances or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, research programs or product candidates, or to grant licenses on terms that may not be favorable to us.

If we are unable to raise additional funds through equity or debt financings when needed, we may be required to delay, limit, reduce or terminate our product development or future commercialization efforts, or grant rights to develop and market product candidates that we would otherwise prefer to develop and market ourselves.

The following table shows a summary of our cash flows for the six-month periods ended June 30, 2018 and June 30, 2017:

	Six-month period ended June 30,	
	2018	2017
	(in thousands)	
	(unaudited)	
Cash and cash equivalents at beginning of period	\$ 110,841	\$ 25,508
Net cash used in operating activities	(31,472)	(27,987)
Net cash used in investing activities	(117)	(5,163)
Net cash from financing activities	87,410	88,859
Effect of exchange rates	173	860
Cash and cash equivalents at end of period	<u>\$ 166,835</u>	<u>\$ 82,077</u>

Operating Activities

Net cash used in operating activities consists of net loss before tax adjusted for changes in net working capital, that is current assets less current liabilities, and for non-cash items such as depreciation and amortization and the value of share-based services.

During the six-month period ended June 30, 2018, cash use from operating activities was \$31.5 million, primarily as the result of our net loss before tax of \$38.0 million, as adjusted for non-cash items and changes in the net working capital. Non-cash items amounted to \$4.4 million and mainly consisted of share-based payments. Changes in the net working capital included primarily a \$3.9 million increase in accrued expenses, mainly due to the costs of our PRIMROSE clinical trials and CMC formulation development costs for nolasiban, and a \$1.3 million decrease in other payables and current liabilities mainly due to the invoice phasing for our clinical trials with linzagolix.

During the six-month period ended June 30, 2017, cash use from operating activities was \$28.0 million, primarily as the result of our net loss before tax of \$32.8 million, as adjusted for non-cash items and changes in the net working capital. Non-cash items amounted to \$3.7 million and mainly consisted of share-based payments. Changes in the net working capital included primarily a \$0.9 million

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increase in accrued expenses, mainly due to the commencement of clinical activities for our PRIMROSE clinical trials and our ongoing EDELWEISS clinical trial.

Investing Activities

During the six-month period ended June 30, 2018, net cash used in investing activities consisted primarily of investments in leasehold improvements, furniture and fixtures.

During the six-month period ended June 30, 2017, net cash used in investing activities consisted primarily of a \$5.0 million milestone payment to Kissei made upon initiation of the Phase 3 clinical program for OBE2109 in uterine fibroids.

Financing Activities

During the six-month period ended June 30, 2018, net cash from financing activities consisted primarily of the gross proceeds from (i) the shares sold as part of the ATM program in May 2018 for \$20.0 million and (ii) the follow-on offering completed in June 2018 generating gross proceeds of \$73.1 million, net of (iii) share issuance costs of \$5.7 million.

During the six-month period ended June 30, 2017, net cash from financing activities consisted primarily of net proceeds from the sale of equity securities in our IPO.

Main Contractual Obligations and Commitments

Under our license agreements with Kissei and Merck Serono, we may be required to pay royalties in the future. In addition, pursuant to the Kissei license and supply agreement, we have agreed to make aggregate milestone payments of up to \$63.0 million upon the achievement of specified developmental milestones, such as the initiation of clinical trials and receipt of regulatory approvals, out of which \$5.0 million were already paid as of June 30, 2018. With respect to any product we commercialize under the Kissei license and supply agreement, we have agreed to make additional aggregate milestone payments of up to \$125.0 million to Kissei upon the achievement of specified commercial milestones.

We enter into contracts in the normal course of business with CROs for clinical trials, nonclinical studies, manufacturing and other services and products for operating purposes. These contracts generally provide for termination upon notice, and therefore we believe that our non-cancelable obligations under these agreements are not material.

Off-Balance Sheet Arrangements

As of the date of this financial review, and during the periods presented, we did not have any off-balance sheet arrangements.

Critical Accounting Policies and Significant Judgments and Estimates

Our financial review is based on our consolidated interim financial statements, which we have prepared in accordance with International Accounting Standard 34 Interim Financial Reporting as issued by the International Accounting Standards Board.

The accounting policies used in the preparation and presentation of these consolidated interim financial statements are consistent with those used in the consolidated financial statements for the year ended December 31, 2017, which should be read in conjunction with these consolidated interim financial statements and financial review as they provide an update of previously reported information.

The preparation of our consolidated interim financial statements requires us to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and disclosure of contingent liabilities at the date of the interim financial statements. We base our estimates and assumptions on historical experience and other factors that we believe to be reasonable under the circumstances. We evaluate our estimates and assumptions on an ongoing basis. Our actual results may differ from these estimates.

Recent Accounting Pronouncements

The adoption of IFRS standards as issued by the IASB and interpretations issued by the IFRS interpretations committee that are effective for the first time for the financial year beginning on or after January 1, 2018 had no material impact on our financial position.

Forward-Looking Statements

This Half-Year Report contains forward-looking statements that are based on our management's beliefs and assumptions and on information currently available to our management. All statements other than present and historical facts and conditions contained in this Half-Year Report, including statements regarding our future results of operations and financial positions, business strategy, plans and our objectives for future operations, are forward-looking statements. When used in this Half-Year Report, the words "anticipate," "believe," "continue" "could," "estimate," "expect," "intend," "may," "might," "ongoing," "objective," "plan," "potential," "predict," "should," "will" and "would," or the negative of these and similar expressions identify forward-looking statements. Forward-looking statements include, but are not limited to, statements about:

- the success, cost, timing and potential indications of our product candidates' development activities and clinical trials, including our ongoing and future trials of linzagolix, nolasiban and OBE022;
- our ability to obtain and maintain regulatory approval of our product candidates, including linzagolix, nolasiban and OBE022, in any of the indications for which we plan to develop them, and any related restrictions, limitations or warnings in the label of an approved product;
- the results of ongoing or future clinical trials, including of linzagolix, nolasiban and OBE022;
- our ability to obtain funding for our operations, including funding necessary to complete the clinical trials of any of our product candidates, and the terms on which we are able to raise that additional capital;
- our plans to research, develop and commercialize our product candidates;
- the timing of our regulatory filings for our product candidates;
- the clinical utility of our product candidates;
- the size and growth potential of the markets for our product candidates;
- our commercialization, marketing and manufacturing capabilities and strategy;
- our expectations regarding our ability to obtain and maintain intellectual property protection for our product candidates and our ability to operate our business without infringing on the intellectual property rights of others;
- the timing and amount of milestone and royalty payments we are required to make under our license agreements;
- our ability to attract and retain qualified employees and key personnel;
- our ability to contract with third-party suppliers and manufacturers and their ability to perform adequately;
- the activities of our competitors and the success of competing therapies that are or become available;
- our plans to in-license or acquire additional product candidates;
- how long we will qualify as an emerging growth company or a foreign private issuer;
- our estimates regarding future revenue, expenses and needs for additional financing;
- regulatory developments in the United States and foreign countries; and
- other risks and uncertainties, including those listed in this section of this Half-Year Report.

We cannot assure you that the forward-looking statements in this Half-Year Report will prove to be accurate. Furthermore, if our forward-looking statements prove to be inaccurate, the inaccuracy may be material. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by us or any other person that we will achieve our objectives and plans in any specified time frame or at all. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

You should read this Half-Year Report and the documents that we reference in this Half-Year Report completely and with the understanding that our actual future results may be materially different from what we expect. We qualify all of our forward-looking statements by these cautionary statements.

This Half-Year Report contains market data and industry forecasts that were obtained from industry publications. These data involve a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. We have not independently verified any third-party information. While we believe the market position, market opportunity and market size information included in this Half-Year Report is generally reliable, such information is inherently imprecise.

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