Alternative Asset Commitment

Approval of Deerfield Private Design Fund III, L.P.

The fund's strategy will be to provide alternative financing options to healthcare companies. The fund may invest in a spectrum of securities, including equity, debt, warrants, royalties, intellectual property and other asset types. The financing packages are often complex and are aimed to meet a company's financing and associated growth needs using structures a company can manage while protecting the invested capital and generating attractive risk adjusted returns for the Private Design investors.

Programs the Private Design III fund might finance include acquisitions, product development and launch, balance sheet strengthening, or capital raises without equity dilution. The fund may invest in companies at any stage of development, from start-ups to publicly traded companies and may hold any percentage of a company's equity.

Private Design III's investments will be restricted to the healthcare sector, which is broadly defined to include therapeutics, devices, diagnostics, medical services, and animal health. The fund will not target any specific allocation among the various healthcare sectors, but the portfolio is expected to contain a significant share from every sector.

This commitment offers the Long Term Portfolio the opportunity to invest capital in the healthcare sector with an experienced team having both in-depth industry knowledge and an established track record sourcing unique investment opportunities and exiting them successfully.

Respectfully submitted,

Timothy P. Slottow
Executive Vice President and
Chief Financial Officer

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