

# Uniting to advance patient care

**Globus Medical and NuVasive  
have officially joined forces.**

**September 1, 2023**



# Legal disclaimers

## No Offer

This communication is for informational purposes only and is not intended to and does not constitute an offer to subscribe for, buy or sell, or the solicitation of an offer to subscribe for, buy or sell, or an invitation to subscribe for, buy or sell any securities or a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of securities in any jurisdiction in which such offer, invitation, sale or solicitation would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended, and otherwise in accordance with applicable law.

## Cautionary Notes on Forward-Looking Statements

This communication contains “forward-looking statements” within the meaning of the federal securities laws, including Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. In this context, forward-looking statements often address expected future business and financial performance and financial condition, and often contain words such as “expect,” “anticipate,” “intend,” “plan,” “believe,” “seek,” “see,” “will,” “would,” “may,” “target,” and similar expressions and variations or negatives of these words. Forward-looking statements by their nature address matters that are, to different degrees, uncertain, such as statements about the anticipated benefits of the business combination transaction between Globus Medical and NuVasive. These and other forward-looking statements are not guarantees of future results and are subject to risks, uncertainties and assumptions that could cause actual results to differ materially from those expressed in any forward-looking statements. Important risk factors that may cause such a difference include, but are not limited to: (i) further deterioration of general macroeconomic conditions, including inflationary pressures, disruptions to the global supply chain, fluctuations in currency exchange rates, higher freight and labor costs, and weakness in economic conditions generally; (ii) the combined company’s ability to maintain operations to support its customers and patients in the near-term and to capitalize on future growth opportunities; (iii) risks associated with acceptance of the combined company’s surgical products and procedures by spine surgeons and hospitals, (iv) development and acceptance of new products or product enhancements, (v) clinical and statistical verification of the benefits achieved via the use of the combined company’s products, (vi) the combined company’s ability to adequately manage inventory as it continues to release new products, (vii) the anticipated tax treatment of the transaction may not be obtained, (viii) the potential impact of unforeseen liabilities, future capital expenditures, revenues, costs, expenses, earnings, synergies, economic performance, indebtedness, financial condition and losses on the future prospects, business and management strategies for the management, expansion and growth of the combined business after the consummation of the transactions, (ix) potential litigation relating to the transaction that could be instituted against the combined company or their respective directors, (x) potential adverse reactions or changes to business relationships resulting from the completion of the transaction, (xi) any negative effects of the consummation of the transactions on the market price of Globus Medical’s common stock and on the combined company’s businesses or operating results, (xii) risks associated with third party contracts containing consent and/or other provisions that may be triggered by the transaction, (xiii) the risks and costs associated with the integration of, and the ability of Globus Medical and NuVasive to integrate, their businesses successfully and to achieve anticipated synergies, (xiv) the risk that disruptions from the transaction will harm the combined company’s business, including current plans and operations, (xv) the ability of the combined company to retain and hire key personnel and uncertainties arising from leadership changes, (xvi) legislative, regulatory and economic developments, and (xvii) the other risks described in NuVasive’s and Globus Medical’s most recent annual reports on Form 10-K and quarterly reports on Form 10-Q.

These risks, as well as other risks associated with the transaction, are more fully discussed in the joint proxy statement/prospectus included in the registration statement on Form S-4 initially filed by Globus Medical with the U.S. Securities and Exchange Commission (“SEC”) on March 10, 2023, as amended on March 24, 2023, in connection with the transaction.

# Legal disclaimers

While the list of factors presented here is, and the list of factors presented in the registration statement on Form S-4 are, considered representative, no such list should be considered to be a complete statement of all potential risks and uncertainties. Unlisted factors may present significant additional obstacles to the realization of forward-looking statements. Consequences of material differences in results as compared with those anticipated in the forward-looking statements could include, among other things, business disruption, operational problems, financial loss, legal liability to third parties and similar risks, any of which could have a material adverse effect on the combined company's consolidated financial condition, results of operations, credit rating or liquidity. Neither Globus Medical nor NuVasive assumes any obligation to publicly provide revisions or updates to any forward-looking statements, whether as a result of new information, future developments or otherwise, should circumstances change, except as otherwise required by securities and other applicable laws.

## **Important Information About the Transaction and Where To Find It**

This communication relates to a business combination of Globus Medical and NuVasive. In connection with the business combination, Globus Medical filed a registration statement on Form S-4 with the SEC on March 10, 2023, which was amended on March 24, 2023, and that includes a joint proxy statement/prospectus. The registration statement on Form S-4, including the joint proxy statement/prospectus, provides details of the combination and the attendant benefits and risks. The registration statement was declared effective on March 28, 2023, and NuVasive filed a definitive proxy statement on March 28, 2023. Globus Medical and NuVasive commenced mailing of the definitive joint proxy statement/prospectus to their respective stockholders on March 29, 2023. Globus Medical and NuVasive may also file other documents with the SEC regarding the combination. This document is not a substitute for the joint proxy statement/prospectus or the registration statement on Form S-4 or any other document which Globus Medical or NuVasive may file with the SEC. INVESTORS AND SECURITY HOLDERS OF GLOBUS MEDICAL AND NUVASIVE ARE URGED TO READ THE REGISTRATION STATEMENT, INCLUDING THE JOINT PROXY STATEMENT/PROSPECTUS, AND ANY OTHER RELEVANT DOCUMENTS THAT ARE FILED OR WILL BE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT THE COMBINATION AND RELATED MATTERS. The documents filed by Globus Medical or NuVasive with the SEC are available free of charge at the SEC's website ([www.sec.gov](http://www.sec.gov)). Requests for copies of the joint proxy statement/ prospectus and other documents may be made by contacting Globus Medical's Investor Relations department at [investors@globusmedical.com](mailto:investors@globusmedical.com).

## **Non-GAAP Measures**

This communication includes certain non-GAAP measures not based on generally accepting accounting principles. These non-GAAP measures are in addition to, not a substitute for or superior to, measures of financial performance prepared in accordance with GAAP. The non-GAAP measures used by Globus Medical and/or NuVasive may differ from the non-GAAP measured used by other companies.

A photograph of two surgeons in an operating room. The surgeon on the left is wearing a white surgical cap and mask, and is using a laparoscopic instrument. The surgeon on the right is wearing a white surgical cap, glasses, and a white surgical mask. They are both wearing white scrubs. The background shows a typical operating room environment with monitors and surgical lights. The image has a blue and purple color overlay.

# Uniting to advance patient care

**We're committed to providing innovative technologies and industry-leading clinical support to help surgeons and healthcare providers deliver better care around the globe.**

# Value creation for key stakeholders



## PATIENTS

- Continued focus on improving patient outcomes
- Access to best-in-class product portfolio
- Combined resources for future innovation to solve unmet clinical needs



## SURGEONS

- Expands product offerings in procedures and enabling technologies
- Leverages talent from both organizations
- Enhanced sales distribution networks
- Commitment to global surgeon education and research



## EMPLOYEES

- Relentlessly focused on changing patient lives
- Shared commitment to patient-focused innovation
- Strong sense of urgency
- Opportunities for career advancement
- Integrates infrastructure and resources



## SHAREHOLDERS

- Expected to be accretive to adjusted non-GAAP EPS within year one post-close
- Financial discipline anticipated to drive EBITDA to mid-30s by year three
- ROIC expected to exceed the cost of capital by year three

# Combination creates innovative, global musculoskeletal technology company



Complementary global footprint to support more patients and surgeons



Comprehensive and innovative portfolio in spine and orthopedics



Continued commitment to product development and surgeon education



Expands operational capabilities



Compelling upside revenue potential



Strong financial profile and value creation opportunity for shareholders



# Transaction overview

## Structure

- Stock-for-stock merger
- NuVasive shareholders received a fixed exchange ratio of 0.75 Globus Medical share for each NuVasive share at time of close

## Post-Closing Ownership

- Globus Medical shareholders: 72%
- NuVasive shareholders: 28%

## Governance

- **Executive Chairman:** David Paul
- **Chief Executive Officer:** Dan Scavilla
- **Chief Financial Officer:** Keith Pfeil
- **Board:** All eight Globus Medical board members and three members from the NuVasive board effective immediately: [John DeFord, Ph.D., Leslie V. Norwalk, Esq., and Daniel J. Wolterman].

Name:

Globus Medical

Ticker:

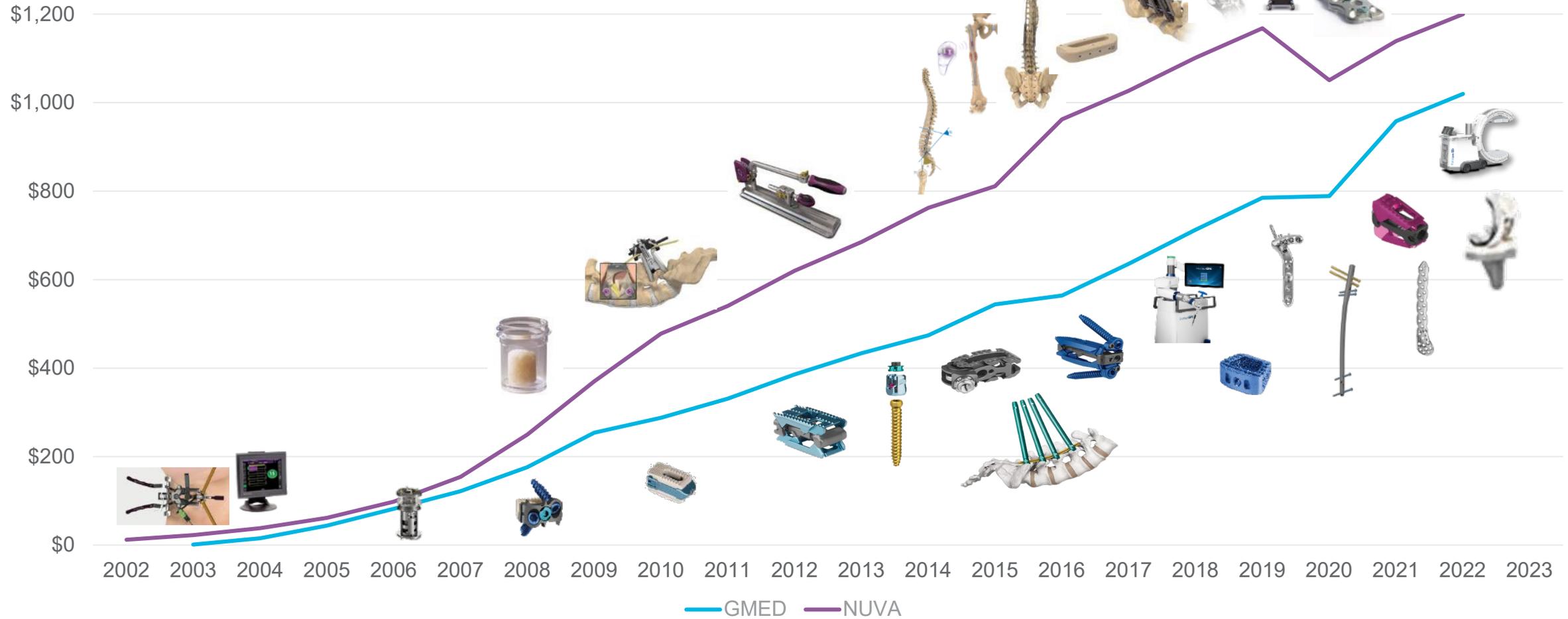
GMED

Primary corporate office:  
Audubon, PA

Other offices (*including but not limited to*):  
San Diego, CA and  
Methuen, MA

# A shared history of innovation and growth

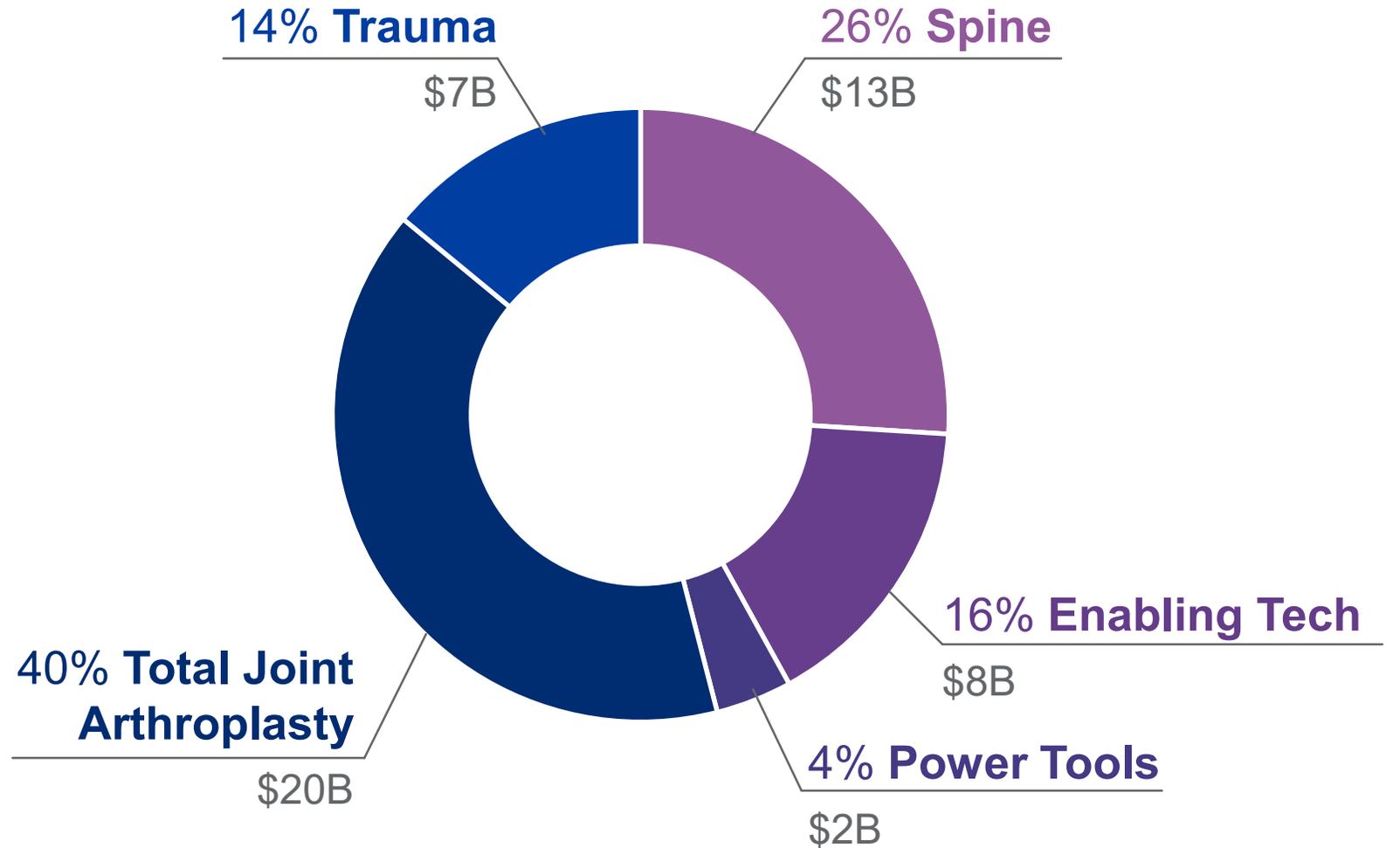
Annual Sales (\$M)



# Market

**\$50B total**  
addressable  
market with multiple  
high-growth levers

Source: US Dollars Orthopedic Industry  
Annual Report 2020 (in Billion)



# Complementary U.S. commercial organizations



Ability to better serve more patients



Strong presence coast to coast



Limited customer overlap



# Accelerates globalization strategies to target and win in high-growth markets

**A combined presence  
in more than 50 countries**

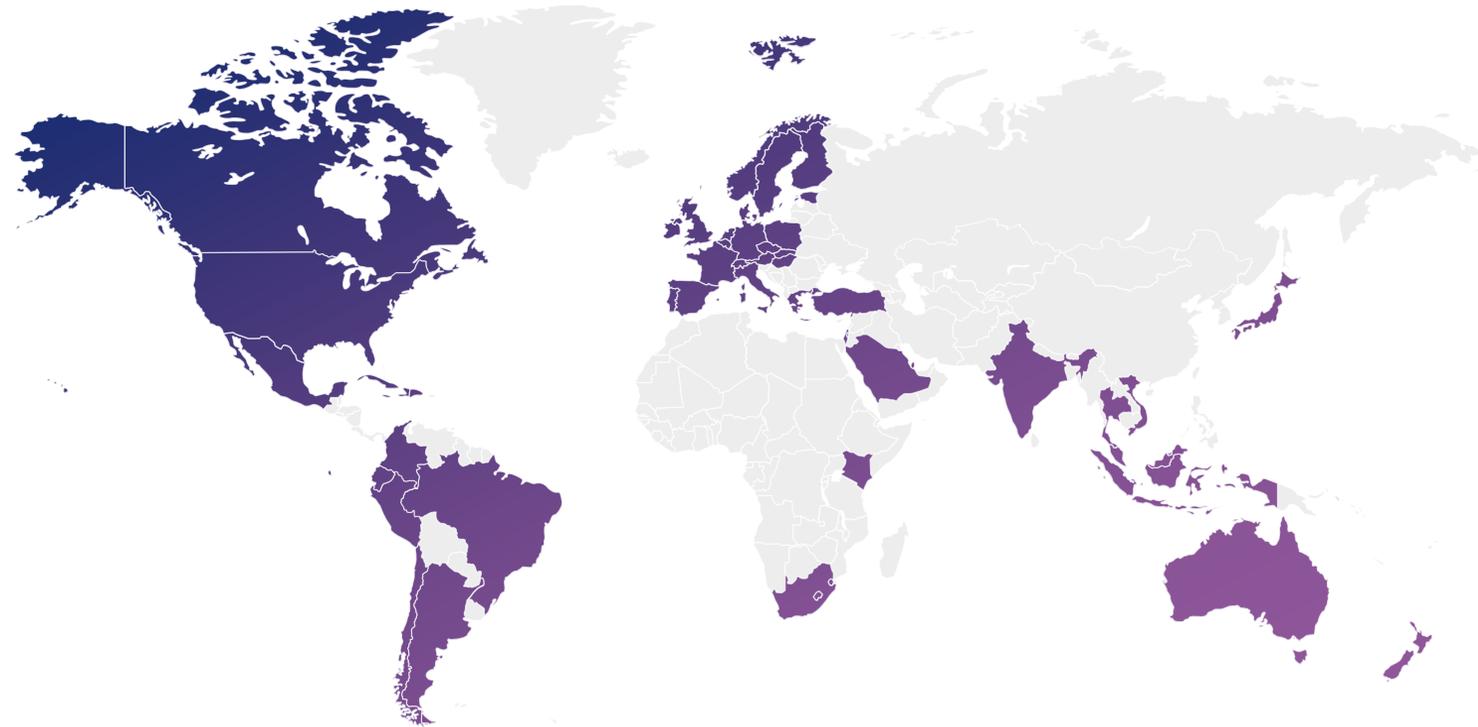
---

**Complementary international  
footprint in key markets**

Australia/New Zealand, Brazil,  
Germany, Italy, Japan and U.K.

---

**Creates immediate scale  
globally and ability to effectively  
invest in high-growth markets**



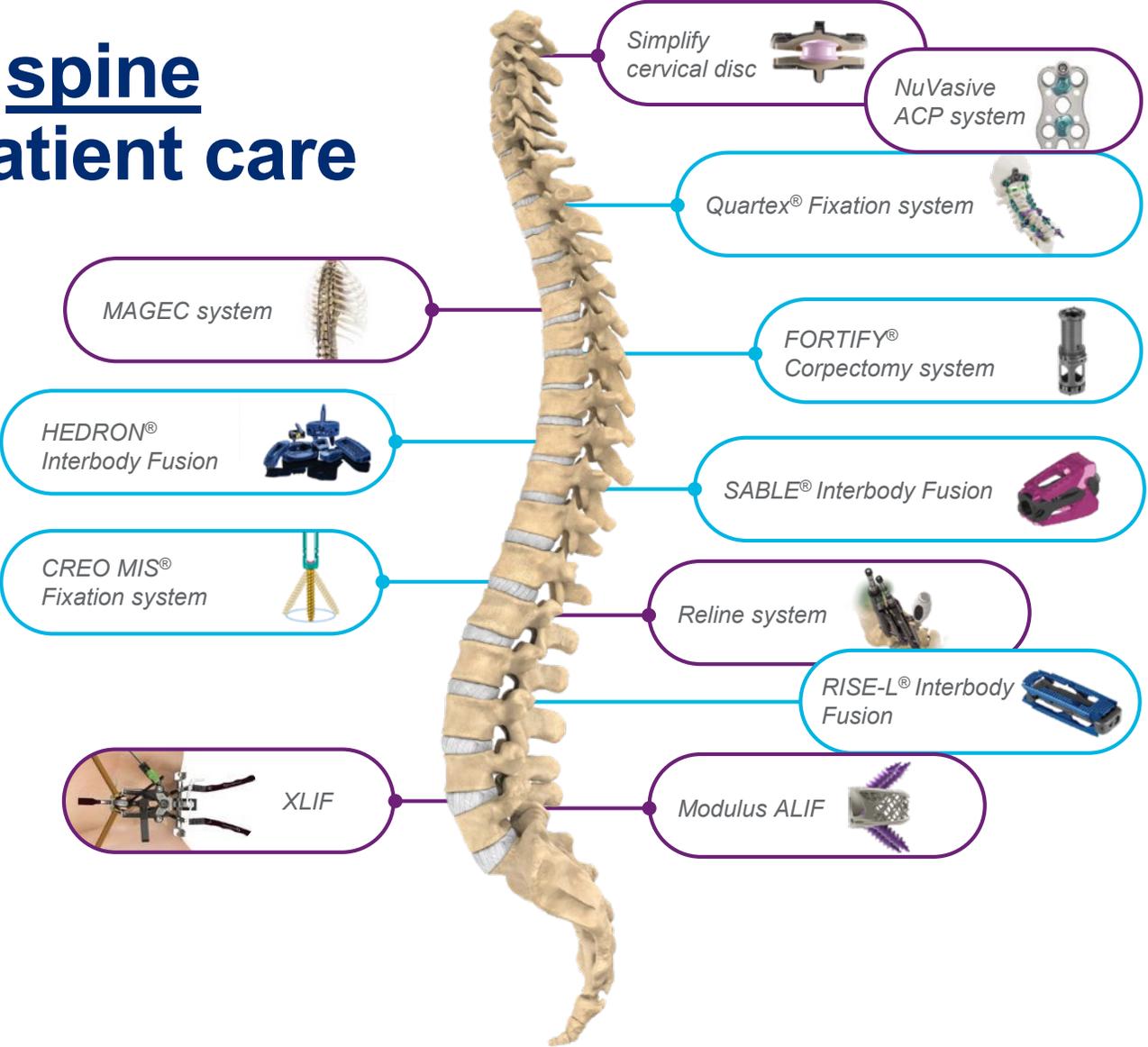
# Comprehensive portfolio of spine solutions to help improve patient care

- Excelsius3D® Imaging system 
- ExcelsiusGPS® Robotic system 
- Pulse platform 
- NuVasive Clinical Services 

Globus Medical

NuVasive

*Illustrative only – does not include all product offerings*



# Comprehensive portfolio of orthopedic solutions to help improve patient care

Excelsius3D® Imaging system



ExcelsiusHub Navigation system



Globus Medical

NuVasive

*Illustrative only – does not include all product offerings*

CAPTIVATE® Compression Screw system



ANTHEM® Clavicle Fracture system



AUTOBAHN® Trochanteric Nailing system



PRECICE® Magnetic Adjustable system



ANTHEM® Distal Femur Fracture system



ANTHEM® Proximal Tibia Fracture system



ARBOR® External Fixation system



ANTHEM® Distal Tibia Fracture system



ANTHEM® Small Fragment Fracture system



ANTHEM® Mini Fragment Fracture system



ANTHEM® Proximal Humerus system



PROVIDENT® Hip system



ANTHEM® Distal Radius system



AUTOBAHN® EVO Femoral Nailing system



GENflex2® Total Knee Replacement system



AUTOBAHN® Tibial Nailing system



ANTHEM® Ankle Fracture system



# Positioned to address the continuum of patient care with intelligent surgery

PRE-OP

INTRA-OP

POST-OP

Patient assessment & optimization



Procedure selection & planning



Procedure execution & verification



Healing & recovery monitoring



Outcome evaluation & continual learning



# Continued commitment to surgeon education and research



## Surgeon trainings

2,500+ surgeons trained in 2022\*



## Clinical studies, research

More than 800 peer reviewed publications and 70+ ongoing clinical studies\*



## SpineTRACK registry

Prospective, multicenter, observational data collection quality improvement tool established in 2011



## Society and research partnerships

Support industry's leading study groups to help advance care



\* Management estimates

# Expands operational expertise

Focus on unlocking manufacturing capacity and increasing asset utilization to improve customer service level

Leverage NuVasive's  
~100,000 ft<sup>2</sup>

**GLOBAL DISTRIBUTION  
CENTER**

Memphis, TN



Increase utilization of  
NuVasive's ~180,000 ft<sup>2</sup>

**MANUFACTURING  
PLANT**

West Carrollton, OH



Expertise from Globus Medical's  
>300,000 ft<sup>2</sup> manufacturing plants

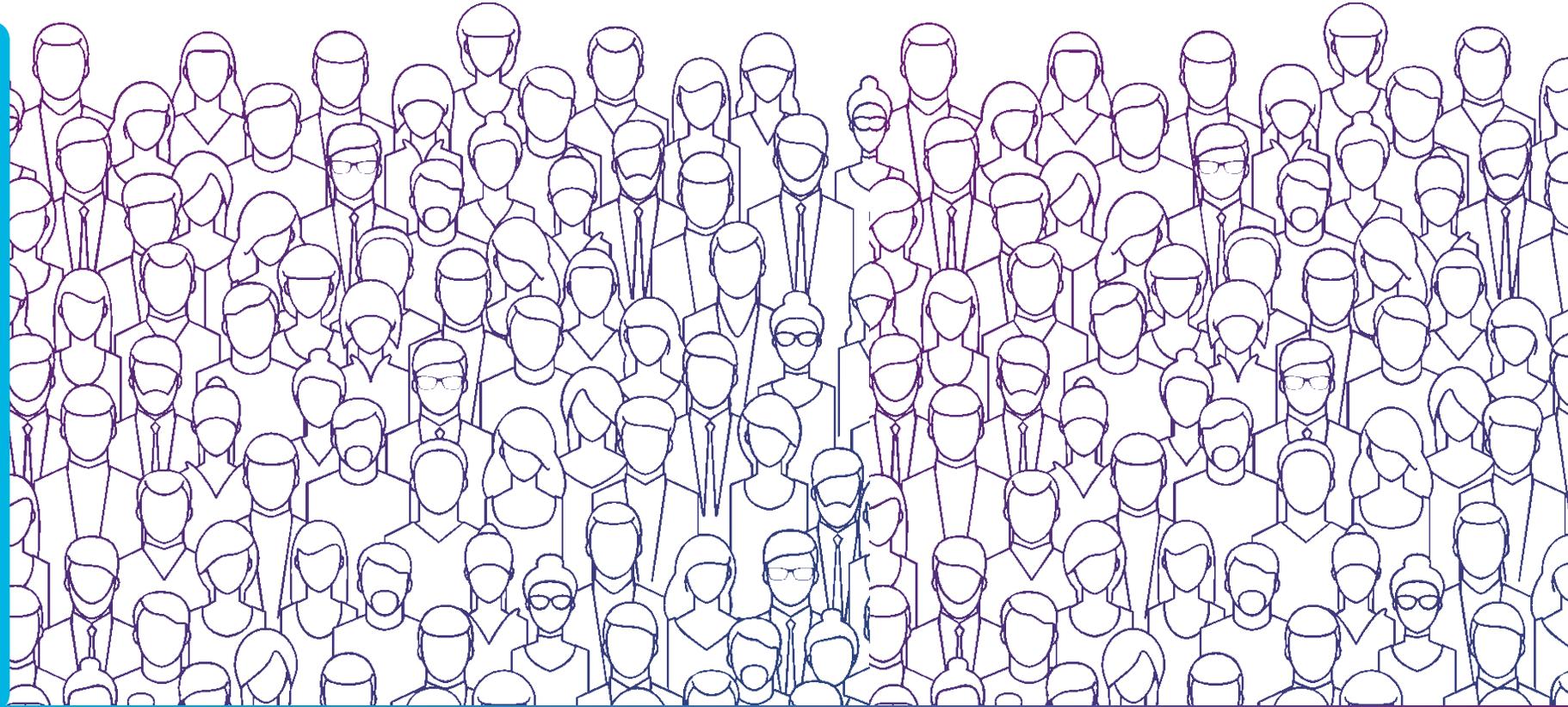
**TO MANUFACTURE  
+80% IMPLANTS IN-HOUSE**

Limerick and Audubon, PA  
& San Antonio, TX



# Employees

- Shared commitment to patient-focused innovation
- Strong sense of urgency
- Opportunities for career advancement
- Integrates infrastructure and resources
- Relentlessly focused on changing patient lives



# Combination creates a compelling financial profile for shareholders



Anticipate above market mid- to high single-digit growth



Expected to achieve mid-30s EBITDA\* margins by year three



~\$170M in cost synergies expected to be achieved by year three



Accretive to Non-GAAP EPS\* anticipated in the first year post-close



ROIC\* expected to exceed the cost of capital by year three



# Our vision

*Diversified, leading musculoskeletal technology company*



**Thought and industry leadership in spine**



**Innovation in imaging, navigation and robotics**



**Build strong foundation in trauma and total joint arthroplasty**



**Continue to expand in other musculoskeletal areas, including regenerative biologics, sports medicine, power tools and extremities**



**We now have one of the most comprehensive offerings of musculoskeletal procedural solutions and enabling technologies to impact the care continuum.**

