



Retrophin Announces \$80 Million Term Loan and Convertible Note Issuance

May 29, 2014

NEW YORK--(BUSINESS WIRE)-- Retrophin, Inc. (NASDAQ:RTRX) today announced that it has signed a binding commitment on a \$40 million senior secured term loan facility, provided by Athyrium Capital Management. The term loan will mature in 2018, have an interest rate of LIBOR plus 10% (with a LIBOR floor of 1%), and be subject to customary closing conditions. The lender will receive warrants to purchase an aggregate of 300,000 shares of common stock for a period of five years at an exercise price of \$13.93 per share.

The Company has also entered into definitive purchase agreements with a group of institutional investors for the purchase and sale of \$40 million of 4.5% Senior Convertible Notes due 2019. The Notes are convertible into shares of the Company's common stock at an initial conversion rate of 57.43 shares of common stock per \$1,000 principal amount of Notes, equivalent to an initial conversion price of approximately \$17.41 per share of common stock, subject to adjustment in certain circumstances. The Notes will mature on May 30, 2019.

"We were pleased to obtain non-dilutive financing," said Martin Shkreli, Founder and CEO of Retrophin. "After a thorough process, we chose to partner with Athyrium, not only because they offered the best terms, but because we were most comfortable with their integrity and professionalism. With this financing, we are well-positioned to move forward on several exciting potential acquisitions identified by our business development team."

Barclays served as sole lead placement agent to Retrophin in connection with the offer of Senior Convertible Notes and served as sole placement agent and arranger in connection with the senior secured term loan facility. Nomura served as co-placement agent in connection with the Senior Convertible Notes.

About Athyrium Capital Management

Athyrium Capital Management, LLC is an asset management company formed in 2008 to focus on investment opportunities in the global healthcare sector. Athyrium invests across all healthcare verticals including biopharma, medical devices and products, and healthcare services and partners with management teams to implement creative financing solutions to companies' capital needs.

About Retrophin

Retrophin is a pharmaceutical company focused on the development, acquisition and commercialization of drugs for the treatment of serious, catastrophic or rare diseases for which there are currently no viable options for patients. The Company's marketed products include Chenodal®, Thiola® and Vecamyl®, and its pipeline includes compounds for several catastrophic diseases, including focal segmental glomerulosclerosis (FSGS), pantothenate kinase-associated neurodegeneration (PKAN), schizophrenia, autism, infantile spasms, nephrotic syndrome and others. Retrophin intends to reintroduce Syntocinon Nasal Spray in the U.S. to assist initial postpartum milk ejection. For additional information, please visit www.retrophin.com.

Forward-Looking Statements

This press release contains "forward-looking statements" as that term is defined in the Private Securities Litigation Reform Act of 1995, regarding the research, development and commercialization of pharmaceutical products. Without limiting the foregoing, these statements are often identified by the words "may", "might", "believes", "thinks", "anticipates", "plans", "expects", "intends" or similar expressions. In addition, expressions of our strategies, intentions or plans are also forward-looking statements. Such forward-looking statements are based on current expectations and involve inherent risks and uncertainties, including factors that could delay, divert or change any of them, and could cause actual outcomes and results to differ materially from current expectations. No forward-looking statement can be guaranteed. Forward-looking statements in the press release should be evaluated together with the many uncertainties that affect the Company's business. You are cautioned not to place undue reliance on these forward-looking statements as there are important factors that could cause actual results to differ materially from those in forward-looking statements, many of which are beyond our control. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events, or otherwise. Investors are referred to the full discussion of risks and uncertainties as included in the Company's filings with the Securities and Exchange Commission.

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