Company Number 12107859

Amryt Pharma plc

Annual Report and Accounts
for the five-month period ended 31 December 2020

Contents

Introduction

We are pleased to present the annual report and financial statements of Amryt Pharma plc for the period ended 31 December 2020. As used herein, references to "we", "us", "Amryt" or the "Group" in this annual report shall mean Amryt Pharma plc and its world-wide subsidiaries, collectively. References to the "Company" in this annual report shall mean Amryt Pharma plc.

Amryt Pharma plc (''Company'') is a company incorporated in England and Wales. The Company's American Depositary Shares ("ADSs") have been listed on the National Association of Securities Dealers Automated Quotations Global Select Market ("NASDAQ") since 8 July 2020 and its shares are also quoted on the Alternative Investment Market ("AIM"), a sub-market of the London Stock Exchange (ticker: AMYT).

On 22 November 2021, Amryt announced its intention to cancel the admission of its ordinary shares to trading on the Alternative Investment Market on the London Stock Exchange ("AIM") with effect from 11 January 2022. The last day of trading of AIM will be 10 January 2022. Amryt will retain its listing on the Nasdaq Global Select Market ("Nasdaq") of American Depositary Shares, each representing five Ordinary Shares (the "ADSs"), under its existing ticker symbol "AMYT".

The Company was incorporated under the Companies Act 2006 ("Companies Act") on 17 July 2019 as a private company limited by shares under the name Amryt Pharma Holdings Limited, with company number 12107859. The Company re-registered as a public limited company on 13 September 2019 under the name Amryt Pharma Holdings plc. On 24 September 2019, Amryt Pharma Holdings plc became the new parent company of Amryt Pharma plc pursuant to a scheme of arrangement between Amryt Pharma plc and its shareholders under Part 26 of the Companies Act. On 24 September 2019, Amryt Pharma Holdings plc changed its name to Amryt Pharma plc.

The Company provides management services to group companies which are charged on an arms' length basis based on costs incurred by the Company with an appropriate mark-up applied. This annual report comprises the financial statements for the Company for the five-month period ended 31 December 2020.

On 13 January 2022, the Company filed a notification with the Companies House that it had changed its accounting reference date from 31 July to 31 December, thereby shortening the reporting period to five months. Due to this change in financial year end during the period, this Annual Report and financial statements, which is the first following this change, covers a five-month period from 1 August 2020 and ending on 31 December 2020.

The functional and presentational currency of the Company is US dollars.

Our Business

Amryt is a global commercial-stage biopharmaceutical business focused on acquiring, developing and commercialising novel treatments to help improve the lives of patients with rare and orphan diseases. Amryt comprises a strong and growing portfolio of commercial and development assets.

Amryt's commercial business comprises three orphan disease products – metreleptin (Myalept®/ Myalepta®); oral octreotide (Mycapssa®); and lomitapide (Juxtapid®/ Lojuxta®).

Myalept®/Myalepta® (metreleptin) is approved in the US (under the trade name Myalept®) as an adjunct to diet as replacement therapy to treat the complications of leptin deficiency in patients with congenital or acquired generalised lipodystrophy ("GL") and in the EU (under the trade name Myalepta®) as an adjunct to diet for the treatment of leptin deficiency in patients with congenital or acquired GL in adults and children two years of age and above and familial or acquired partial lipodystrophy ("PL") in adults and children 12 years of age and above for whom standard treatments have failed to achieve adequate metabolic control.

Mycapssa® (oral octreotide) is approved in the US for long-term maintenance therapy in acromegaly patients who have responded to and tolerated treatment with octreotide or lanreotide. Mycapssa® is the first and only oral somatostatin analog approved by the FDA. Mycapssa® has also been submitted to the EMA for regulatory approval.

Juxtapid®/Lojuxta® (lomitapide) is approved as an adjunct to a low-fat diet and other lipid-lowering medicinal products for adults with the rare cholesterol disorder, Homozygous Familial Hypercholesterolaemia ("HoFH") in the US, Canada, Colombia, Argentina and Japan (under the trade name Juxtapid®) and in the EU, Israel and Brazil (under the trade name Lojuxta®).

Amryt's lead development candidate, Oleogel-S10 (Filsuvez®) is a potential treatment for the cutaneous manifestations of Junctional and Dystrophic Epidermolysis Bullosa ("EB"), a rare and distressing genetic skin disorder affecting young children and adults for which there is currently no approved treatment. Filsuvez® has been selected as the brand name for Oleogel-S10. The product does not currently have regulatory approval to treat EB but has been submitted to the FDA for approval and in June 2021, Amryt received confirmation from the FDA that its NDA for Oleogel-S10 had been accepted and granted priority review. The current FDA target Prescription Drug User Fee Act ("PDUFA") goal date is 28 February 2022. In Europe, a MAA for Oleogel-S10 was accepted for assessment by the EMA in March 2021.

Amryt's pre-clinical gene therapy platform, AP103, offers a potential treatment for patients with DEB, and is also potentially relevant to other genetic disorders.

We have a proven track record of obtaining rare disease assets, either through acquisition or in-license, and we intend to continue building our portfolio of rare disease programs with the goal of delivering effective treatments to patients in need. For more information on Amryt, including products, please visit www.amrytpharma.com

Strategy & Principal Activities

Amryt Pharma plc provides management services to group companies which are charged on an arms' length basis based on costs incurred by the Company with an appropriate mark-up applied. See note 18 to the financial statements for a complete list of direct and indirect subsidiaries. The Company employees eight Non-Executive Directors. The Directors are charged with the responsibility of:

- setting the overall Group strategy and providing leadership to implement the strategy and supervising the management of the business;
- the acquisition or disposal of material corporate entities or assets;
- public announcements (including financial statements); approving or making significant changes in accounting policy, the capital structure and dividend policy of Amryt;
- Group remuneration policy; and
- Board structure, composition and succession.

The Board delegates to management in the subsidiary companies, through the Executive Director, responsibility for the overall performance of the Group, which is conducted principally through the setting of clear objectives and monitoring of performance against those objectives.

Our vision is to become a leading global rare disease company by acquiring, developing and commercialising medicines that transform the lives of patients & their families around the world. To achieve this vision, we are pursuing the following strategies across Amryt:

- Drive revenue growth for our existing commercial products. We intend to continue to focus on growing the sales of lomitapide, metreleptin and Mycapssa® in the markets and indications we currently sell them. We also intend to expand the market opportunity by seeking approval for the use of lomitapide to treat pediatric HoFH, for the use of metreleptin to treat a PL indication in the US and for the use of Mycapssa® in Europe.

- Complete regulatory filings with the FDA and EMA and commercialise our lead development candidate, Oleogel-S10, for the treatment of severe EB. If approved, we intend to commercialise Oleogel-S10 in the US and the EU and evaluate go-to-market strategies for other key markets globally.

- Mycapssa® also has a confirmed modified regulatory pathway in the U.S. for neuroendocrine tumors ("NET") which, if successful, would potentially enable Mycapssa® to expand into the NET market.

- Leverage our global commercial, medical affairs, market access and patient advocacy infrastructure. We intend to leverage this infrastructure and expertise to commercialise our development-stage pipeline, including our lead development candidate, Oleogel-S10, if approved, and any rare disease assets we may acquire or in-license in the future.

- Continue to develop our gene therapy platform with an initial focus on AP103, the first product candidate derived from the platform technology, for the treatment of DEB. AP103 is currently in preclinical development for the treatment of DEB.

- Continue to evaluate opportunities to expand our rare disease product portfolio and pipeline. We believe we are well positioned to continue to acquire or in-license rare disease assets that we believe we can efficiently develop and commercialise through our global infrastructure.

Financial Review

Revenues

The Company provides management services to group companies which are charged on an arms' length basis based on costs incurred by the Company with an appropriate mark-up applied.

	Period ended 31 December 2020 $'000	Period ended 31 July 2020 $'000
Revenue	2,945	10,013
Total revenues	2,945	10,013

Selling, General and Administrative Expenses

Selling, general and administrative expenses were $4.0 million for the five-month period ended 31 December 2020 compared to $6.3 million for the period ended 31 July 2020. These costs primarily relate to director and officer insurance, legal and professional fees, investor and public relations costs and audit and tax fees.

Restructuring and Acquisition Costs

Restructuring and acquisition costs for the period ended 31 December 2020 were $12 thousand compared to $7.8 million in the ended 31 July 2020. These costs primarily relate to professional fees associated with the acquisition of Aegerion (the "Aegerion Acquisition"), which was completed in September 2019.

Non-Cash Contingent Value Rights ("CVR") gain/(loss)

The $3.5 million non-cash CVR gain for the period ended 31 December 2020 represent the revision of estimated cash flows, where the estimated timing of milestone payments were updated following further evidence on the expected regulatory approval dates for Oleogel S-10, and the effective interest rate unwinding on amortised cost between the carrying value of the CVRs from the initial recognition date to the reporting date. The $5.0 million non-cash CVR finance loss for the period ended 31 July 2020 represent the effective interest rate unwinding on amortised cost between the carrying value of the CVRs from the initial recognition date to the reporting date. We issued CVRs pursuant to which up to $85 million may become payable to Amryt shareholders and option holders who were shareholders prior to completion of the Aegerion Acquisition, if certain regulatory approval and revenue milestones are met in relation to Oleogel-S10.

Operating Loss and Total Comprehensive Income/(Loss)

The operating loss before finance expense for the five-month period ended 31 December 2020 amounted to $1.2 million. For the period ended 31 July 2020, the operating loss before finance expense amounted to $4.1 million. In addition to analysing our operating results on an IFRS basis, management also reviews our results on an ''Adjusted EBITDA'' basis. Adjusted EBITDA is defined as net profit/loss before income taxes, non-cash change in fair value of contingent consideration, non-cash contingent value rights gain/loss, net finance expense – other, amortisation expense, depreciation expense, share-based payments, and impairment charges.

The following table reconciles adjusted EBITDA to total comprehensive profit/(loss) for the period attributable to the equity holders of the Company:

	Period ended 31 December 2020 $'000	Period ended 31 July 2020 $'000
Profit/(loss) for the period attributable to equity holders of the Company	2,326	(9,093)
Non-cash contingent value rights (gain)/loss	(3,518)	4,972
Share-based payments	158	25
Adjusted EBITDA	**(1,034)**	**(4,096)**

Liquidity and Capital Resources

We had unrestricted cash and cash equivalents of $38.4 million as at 31 December 2020 and $1.8 million as at 31 July 2020. We have financed our operations primarily through sales of our ordinary shares and the provision of management services to group subsidiaries.

Cash Flows

The table below provides selected cash flow information for the periods indicated:

	Period ended 31 December 2020 $'000	Period ended 31 July 2020 $'000
Net cash flow used in operating activities	(1,363)	(55,095)
Net cash flow from financing activities	37,927	56,895
Net change in cash and cash equivalents	36,564	1,800

Net Cash Flow Used in Operating Activities

Net cash used of $1.4 million for the five-month ended 31 December 2020 and $55.1 million for the period ended 31 July 2020 was transferred to subsidiary companies for use in operating activities.

Net Cash Flow From Financing Activities

Net cash flow from financing activities of $37.9 million for the five-month period ended 31 December 2020 and $56.9 million for the period ended 31 July 2020 related to proceeds from the issuance of shares less issuance costs.

Contractual Obligations

The following summarises our contractual obligations as of 31 December 2020 and 31 July 2020:

	Payments Due by Period				
	Less than 1 year	1 to 3 years	3 to 5 years	More than 5 years	Total
			$'000		
31 December 2020					
Contingent value rights	35,833	35,000	—	—	70,833
Total	**35,833**	**35,000**	**—**	**—**	**70,833**
31 July 2020					
Contingent value rights	—	50,000	35,000	—	85,000
Total	**—**	**50,000**	**35,000**	**—**	**85,000**

Contingent value rights arose as part of the issuance of CVRs to Amryt shareholders and option holders prior to the Acquisition of Aegerion. The contingent value rights arising on this transaction are payable on achieving various milestones (see note 5 in the financial statements).

Key Performance Indicators

The key performance indicators for the Company are based on the overall performance of the Group.

Revenue growth for the Group is a key measure. The Group currently generates product and royalty revenues from global sales of lomitapide, metreleptin and Mycapssa®. A key focus for us is to drive revenue growth in the markets and indications that we currently sell them. We also intend to expand the market opportunity for these products – seeking approval for the use of lomitapide to treat pediatric HoFH patients, for the use of metreleptin to treat PL in the US and for the use of Mycapssa® in Europe.

The Group's Adjusted EBITDA growth is an important financial performance indicator.

Identifying, acquiring and developing new drug candidates to build shareholder value is key to our goal of becoming a global leader in rare and orphan diseases. In 2018, the Group in-licenced our first gene therapy candidate, AP103. This patented technology which Amryt in-licensed from University College Dublin ("UCD") involves the use of a novel gene therapy delivery mechanism using HPAE polymer technology. If successful, this could eliminate the requirement for viruses as delivery vectors and therefore provides a potential competitive advantage to Amryt. In 2019, the Group completed the acquisition of Aegerion which was a transformational deal for Amryt. In 2021, the Group completed the acquisition of Chiasma Inc.. We now have a diversified portfolio comprised of three commercial rare disease products as well as a development-stage pipeline focused on rare diseases. We continue to evaluate opportunities to expand our rare disease portfolio and pipeline.

Risks and Uncertainties

The management of risk is a key responsibility of the Company and Board of Directors. The Board ensures that all key risks are understood and appropriately managed considering the Group's strategy and objective, and that an effective risk management process, including appropriate internal controls, is in place to identify, quantify and manage important risks.

Operational Risk Management

To effectively manage the operational risk, the Company regularly reviews progress in key activities as follows:

- The Board of Directors meets regularly and reviews operational progress against Amryt's strategy and key objectives;
- The senior management meets at least three times a month to review operational progress and, during these meetings, they identify and discuss areas of risk. If appropriate, these risks will be communicated to the Board for further discussion; and
- Commercial, clinical and other teams meet on a regular basis to review progress of all key projects. As part of these discussions, any key issues identified will be elevated for discussion with the Senior Management team and Board of Directors.

Principal Risk Factors

The Company is subject to risk factors relating to the business and operations of the Group in the healthcare industry. The following summarises the principal risks and uncertainties of the Company, however further risk factors affecting the Group can be found in the Risk Factors section of our 20-F for the period ended 31 December 2020 at https://www.amrytpharma.com/investors/reports/:

Organisational Risk

The Company is dependent on the experience and skills of the Executive and Non-Executive Directors and senior management to successfully execute its strategy. The loss of such key contributors would present a risk to the business. The ability to continue to attract and retain employees with the appropriate expertise and skills cannot be guaranteed.

Competition Risk

The biotechnology and pharmaceutical industries are very competitive. The Company's competitors include major multinational pharmaceutical companies, biotechnology companies and research institutions. Many of its competitors have substantially greater financial, technical and other resources, such as larger research and development staff. Amryt's competitors may succeed in developing, acquiring or licensing drug product candidates that are earlier to market, more effective or less costly than any product candidate which the Group is currently developing or which it may develop and this may have a material adverse impact on the Group.

Funding Risk

Significant funds are required to continue the development of the Company's product portfolio. There is also no certainty that it will be possible to raise any additional funds at all or on acceptable terms. Debt financing, may place restrictions on the financial operating activities of the Group and Company. If the Company is unable to obtain additional financing as required, it may be required to reduce the scope of its operations.

Strategic Risk

Our future success will depend on our ability to implement our strategy to develop and expand our existing portfolio of drugs to treat patients with rare diseases and to create a rare disease company with a diversified offering of multiple development stage and commercial assets that can provide us with scale to support future growth. Implementing our strategy requires substantial time and resources from our management team. Our Board and management may not be able to successfully implement our strategy or other strategies to be developed by management, and implementing these strategies may not sustain or improve, and could even harm, our business, financial condition, results of operations and prospects.

COVID-19

Since a novel strain of coronavirus, SARS-CoV-2, causing a disease referred to as COVID-19, was first reported in December 2019, the disease has spread across the world, including countries in which we have planned or active clinical trial sites. The outbreak and government measures taken in response have also had a significant impact, both direct and indirect, on businesses and commerce, as worker shortages have occurred; supply chains have been disrupted; facilities and production have been suspended; and demand for certain goods and services, such as medical services and supplies, has spiked, while demand for other goods and services, such as travel, has fallen. In response to the spread of COVID-19, we have closed our executive offices with our administrative employees continuing their work outside of our offices and limited the number of staff in any given manufacturing facility. As COVID-19 continues to spread around the globe, we may experience disruptions that could affect our business, preclinical studies and clinical trials.

The global pandemic of COVID-19 continues to evolve rapidly. The ultimate impact of the COVID-19 pandemic or a similar health epidemic is highly uncertain and subject to change. We do not yet know the full extent of potential delays or impacts on our business, preclinical studies, clinical trials, healthcare systems or the global economy as a whole. However, these effects could have a material impact on our operations, and we will continue to monitor the COVID-19 situation closely.

Risk that we may not be successful in our efforts to build a pipeline of product candidates and develop additional marketable products

We operate in the biopharmaceutical sector and have product candidates in various stages of clinical and preclinical development. In addition, we may continue to explore other opportunities within the sector in order to expand our present development pipeline. Industry experience indicates that there may be a very high incidence of delay or failure to produce valuable scientific results in relation to our present development pipeline. In addition, disruptions caused by the COVID-19 pandemic may increase the likelihood that we encounter such difficulties or delays in initiating, enrolling, conducting or completing our planned and ongoing clinical trials. We may not be successful in developing new products based on our scientific discoveries. We will also face the risk that in developing new products we may spend substantial sums of money and the new products developed may not effectively meet the perceived need or may not be successfully commercialised. Our ability to develop new products relies on, among other things, the recruitment of sufficiently qualified research and development partners with expertise in the biopharmaceutical sector. We may not be able to develop relationships or recruit research partners of a sufficient calibre to satisfy the rate of growth and develop our future pipeline.

Legal, political and economic risk from Brexit

Since the United Kingdom ("UK") has formally left the European Union on 31 January 2020 ("Brexit") and the transition period, during which EU laws continued to apply to the United Kingdom, has expired on 31 December 2020, EU laws now only apply to the United Kingdom in respect of Northern Ireland as laid out in the Northern Ireland Protocol. The European Union and the United Kingdom have concluded a trade and cooperation agreement ("TCA"), which was ratified by the UK Parliament on 30 December 2020. The TCA is provisionally applicable since 1 January 2021 and it is currently awaiting ratification by the European Parliament (being the current expiration date of the provisional application period of the TCA), which was ratified by the UK Parliament on 30 December 2020. The TCA is provisionally applicable since 1 January 2021 and was approved by the European Parliament and took effect from 1 May 2021.

These developments may have a significant adverse effect on global economic conditions and continue to be a source of instability in the global financial markets, and could significantly reduce global market liquidity and limit the ability of key market participants to operate in certain financial markets. In particular, it could also lead to a period of considerable uncertainty in relation to the United Kingdom financial and banking markets, as well as on the regulatory process in the United Kingdom. Asset valuations and currency exchange rates may also be subject to continued market volatility as a result of Brexit and other factors, including those relating to the COVID-19 pandemic.

The ultimate impact of Brexit on our business operations could vary depending on the details of further agreement(s) and Brexit could significantly affect the financial, trade, regulatory and legal landscape in the United Kingdom, and could have a material impact on its economy and the future growth of its various industries, including the pharmaceutical and biotechnology industries. Further, Brexit could lead to legal uncertainty and regulatory divergence between the United Kingdom and the European Union. Given the lack of comparable precedent, it is unclear what financial, trade, regulatory and legal implications the withdrawal of the United Kingdom from the European Union will have and how such withdrawal will affect us. Any of the foregoing could have a material adverse effect on our business, financial condition, results of operations and prospects.

Section 172 Statement

From the perspective of the Directors, the matters for consideration under Section 172 of the Companies Act ("s172") have been considered to an appropriate extent by Amryt. Such consideration is included in the statements set out below, noting the Directors' duty under s172 to act in good faith to promote the success of the Company for the benefit of its shareholders but having regard amongst other matters to the following:

- the likely consequences of any decision in the long term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with customers and other stakeholders;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business and conduct; and
- the need to act fairly as between members of the Company.

For Amryt, compliance is one of the cornerstone values and forms the basis of all decisions and activities. It is the key to integrity in conducting business and as a global business. The Directors are committed to ensuring that all business is carried out in full accordance with the law as well as internal rules and principles.

Environmental matters

We currently have both in-house and outsourced research, development, testing and manufacturing activities. These activities are subject to various environmental, health and safety laws and regulations. If we or our partners fail to comply with such laws and regulations, we could be subject to fines or other sanctions.

Approval

This strategic report was approved by the Board on 7 January 2022.

Joe Wiley
Director

Board of Directors

Ray Stafford – Non-Executive Chairman

Skills, Competence and Experience
Mr. Stafford has been a director of Amryt since 2016. He has worked in the pharmaceutical industry for more than 30 years. He has served as Chairman, Chief Executive Officer and majority shareholder of the Tosara Group which owned, manufactured and marketed the successful international brand Sudocrem and was ultimately integrated into the US based, NYSE listed company - Forest Laboratories, Inc. in 1988. Mr. Stafford held numerous senior positions within such corporations, including Chief Executive Officer of Forest UK and Ireland as well as Chief Executive Officer of Forest Laboratories Europe since 1999. Mr. Stafford retired in 2014 following the sale of Forest Laboratories, Inc. to Actavis plc (now Allergan plc) in a US$28 billion transaction where Mr. Stafford was Executive Vice President of Global Marketing. Separately, Mr. Stafford also founded one of Ireland's leading multi-channel sales, marketing and distribution service providers approved by the Irish Medicines Board (now the Health Products Regulatory Authority) to service the wholesale and retail trade.

Committee Membership
Audit Committee (Member)

Appointment Date
Appointed as Non-Executive Chairman on 24 September 2019

Dr. Joe Wiley – Chief Executive Officer

Skills, Competence and Experience
Joe Wiley founded Amryt and has served as Chief Executive Officer since 2015. He has over 20 years of experience in the pharmaceutical, medical and venture capital industries. Prior to Amryt, Dr. Wiley opened and led the European office of Sofinnova Ventures Inc. He was previously a medical director at Astellas Pharma Limited. Prior to joining Astellas, he held investment roles at Spirit Capital SA, Inventages Venture Capital Investment Inc. and Aberdeen Asset Managers Private Equity Limited. Dr. Wiley trained in general medicine at Trinity College Dublin, specialising in neurology. He holds a Masters of Business Administration from INSEAD and is also a Member of the Royal College of Physicians in Ireland.

Appointment Date
24 September 2019

George P. Hampton Jr – Non-Executive Director

Skills, Competence and Experience
Mr. Hampton joined Currax Pharmaceuticals in April of 2019 as Chief Executive Officer and serves on its board of directors. Prior to joining Currax, Mr. Hampton served as Executive Vice President, in the primary care business unit of Horizon Pharmaceuticals (HZNP), a publicly listed biopharmaceutical company. In this role, he was tasked with leading the company's forward-looking strategy, as well as establishing operational goals for the business. Previously, Mr. Hampton served as Executive Vice President, global orphan business unit and international operations for Horizon Pharmaceuticals. He has more than 25 years of experience as a successful executive in the pharmaceutical and biotechnology field on both a national and international scale including specific expertise in rare disease (ACTIMMUNE, RAVICTI, PROCYSBI), autoimmune (HUMIRA), primary care, orthopaedic (CELEBREX), diabetes (BYETTA), anti-infectives and cardiovascular spaces. This includes roles of increasing responsibility in sales, marketing and operations at G.D. Searle, Abbott (now AbbVie), Amylin and Horizon Pharmaceuticals. Mr. Hampton earned his Bachelor of Science from Miami University in Oxford, Ohio. He serves on the board of IMAC (NASDAQ: IMAC) regeneration medical centers.

Committee Membership
Remuneration Committee (Chairman)

Appointment Date
24 September 2019

Dr. Alain H. Munoz – Non-Executive Director

Skills, Competence and Experience
Dr. Munoz is an entrepreneur and independent management consultant in the pharmaceutical and biotechnology industry and has over 30 years of experience in the industry at the executive level. Dr. Munoz worked with the Fournier Group as Research and Development Director and thereafter as Senior Vice President of the Pharmaceutical Division. Prior to serving at Fournier, he served at Sanofi Group, first as Director in the cardiovascular and anti-thrombotic products department, and thereafter as Vice President of international development. Dr. Munoz qualified in cardiology and anesthesiology from the University Hospital of Montpellier, France where he was head of the clinical cardiology department. He has been a member of the Scientific Committee of the French Drug Agency, is advisor to Kurma Partners, and serves on the scientific advisory board of Valneva SA. In addition, he is an independent board member of Oxthera AB, Auris Medical Holding AG (NASDAQ: EARS) and Zealand Pharma A/S (NASDAQ: ZEAL). Mr. Munoz received an undergraduate degree from the International Institute for Management Development, a doctorate from the University of Montpellier and a graduate degree from the Centre Hospitalier Universitaire Pitie-Salpetriere.

Committee Membership
Remuneration Committee (Member)

Appointment Date
24 September 2019

Donald K. Stern – Non-Executive Director

Skills, Competence and Experience
Mr. Stern was previously a director of Novelion, Aegerion's former parent company, and was a member of Aegerion's board of directors from September 2015 to October 2016. Mr. Stern serves as Managing Director of Corporate Monitoring & Consulting Services at Affiliated Monitors, Inc., a consulting firm providing independent integrity monitoring services and compliance services across a wide range of regulated industries and professions. He is also Counsel to the Boston law firm of Yurko Partners PC. He has had a diverse and distinguished legal career, evenly split between private practice and public service. Prior to joining Affiliated Monitors, Inc., Mr. Stern was a partner at three major law firms: Cooley LLP, Bingham McCutchen LLP and Hale & Dorr LLP (now Wilmer Cutler Pickering Hale and Dorr LLP). Mr. Stern also served as the United States Attorney for the District of Massachusetts, the Chief Legal Counsel to Governor Michael S. Dukakis and the Chief of the Government Bureau in the Massachusetts Attorney General's office. Mr. Stern holds a Masters in Laws from University of Pennsylvania Law School, a Juris Doctor degree from Georgetown University Law Center and a Bachelor of Arts from Hobart College.

Committee Membership
Compliance Committee (Chairman)
Audit Committee (Member)

Appointment Date
24 September 2019

Dr. Patrick V.J.J. Vink– Non-Executive Director

Skills, Competence and Experience
Dr. Vink has significant experience as a senior executive, having worked in the pharmaceutical industry for more than 30 years. Dr. Vink serves as Chairman at Acacia Pharma Group plc and Targovax ASA, both publicly listed biopharma companies based in the UK and Norway. Dr. Vink also serves as Chairman of venture capital-backed NMD Pharma, a neurology biopharmaceutical company in Denmark and F2G Ltd, a rare fungal disease UK and Austria based company. In addition, Dr. Vink is a board member at Santhera AG and Spero Therapeutics, Inc. and in 2019 began working with Athyrium as a Senior Advisor. While serving in these capacities, Dr. Vink has been involved in initial public offerings and geographic expansions and has contributed to the achievement of significant development and commercial milestones. Earlier in his career he held several leadership positions across the industry, including Head of Global Biopharmaceuticals for the Sandoz division of the Novartis Group, Vice President International Business for Biogen Inc., and Head of Worldwide Marketing, Cardiovascular and Thrombosis at Sanofi-Synthelabo Ltd. Dr. Vink also served as a member of the Executive Committee of the European Federation of Pharmaceutical Industries and Associations from 2013 to 2015. Dr. Vink graduated as a medical doctor from the University of Leiden, Netherlands in 1988 and obtained his Master of Business Administration in 1992 from the University of Rochester.

Committee Membership
Compliance Committee (Member)

Appointment Date
24 September 2019

Stephen T. Wills – Non-Executive Director

Skills, Competence and Experience
Mr. Wills currently serves as the Chief Financial Officer (since 1997), and Chief Operating Officer (since 2011) of Palatin Technologies, Inc. (NYSE: PTN), a biopharmaceutical company developing targeted, receptor-specific peptide therapeutics for the treatment of diseases with significant unmet medical need and commercial potential. Mr. Wills serves on the boards of directors of MediWound Ltd. (NASDAQ: MDWD), a biopharmaceutical company focused on treatment in the fields of severe burns, chronic and other hard to heal wounds, since April 2017, and as Chairman since January 2018, and of Gamida Cell Ltd. (NASDAQ: GMDA), a leading cellular and immune therapeutics company, since March 2019 (audit and finance committee member). Mr. Wills also has served on the board of trustees and executive committee of The Hun School of Princeton, a college preparatory day and boarding school, since 2013, and its Chairman since June 2018. Mr. Wills served on the board of directors of Caliper Corporation, a psychological assessment and talent development company, since March 2016, and as Chairman from December 2016 to December 2019, when Caliper was acquired by PSI. Mr. Wills served as Executive Chairman and Interim Principal Executive Officer of Derma Sciences, Inc., a provider of advanced wound care products, from December 2015 to February 2017, when Derma Sciences was acquired by Integra Lifesciences (NASDAQ: IART). Previously, Mr. Wills served on the board of directors of Derma Sciences as the lead director and chairman of the audit committee from June 2000 to December 2015. Mr. Wills served as the Chief Financial Officer of Derma Sciences from 1997 to 2000. Mr. Wills served as the President and Chief Operating Officer of Wills, Owens & Baker, P.C., a public accounting firm, from 1991 to 2000. Mr. Wills, a certified public accountant, earned his Bachelor of Science in accounting from West Chester University, and a Master of Science in taxation from Temple University.

Committee Membership
Audit Committee (Chairman)
Compliance Committee (Member)
Remuneration Committee (Member)

Appointment Date
24 September 2019

Raj Kannan – Non-Executive Director

Skills, Competence and Experience

Raj Kannan was appointed Chief Executive Officer of Chiasma, Inc. in June 2019. Mr. Kannan has over 25 years of pharmaceutical industry experience. He has held a variety of roles from field sales to leading global business franchises. Mr. Kannan has led and supported multiple successful launches across therapeutic areas both in the US and globally. Prior to joining Chiasma, Mr. Kannan served as the Chief Commercial Officer at Kiniksa Pharmaceuticals since July 2018. In that role, he was responsible for building and leading the company's commercial operations, including sales, marketing, business analytics and market-access functions. Prior to Kiniksa, Mr. Kannan served as the Global Head of the Neurology and Immunology business franchise at Merck KGaA, where he was responsible for $2B in annual revenues and for providing the strategic direction for assets in clinical development. Prior to Merck KGaA, Mr. Kannan spent ten years at Boehringer Ingelheim in roles of increasing responsibility in the US, Canada, and in Germany, including the role of Global Marketing Head of the Cardiovascular Franchise, where he was responsible for over $3.5B in annual revenues.

Appointment Date

5 August 2021

Dr. Roni Mamluk – Non-Executive Director

Skills, Competence and Experience

Roni Mamluk, Ph.D. joined the Board of Directors of Chiasma, Inc. in June 2017. Dr. Mamluk currently serves as Chief Executive Officer of Ayala Pharmaceuticals, Inc., a clinical-stage biopharmaceutical company dedicated to developing targeted cancer therapies for people living with genetically defined cancers. She joined Chiasma in 2006 and led the creation of its TPE technology and subsequently Mycapssa® development. Dr. Mamluk fulfilled multiple roles at Chiasma including Chief Development Officer from March 2015 to March 2017, Chief Executive Officer from April 2013 to March 2015 and held various roles in the Company from 2006 to April 2013, including Chief Operating Officer and Vice President, Research and Development. Prior to joining Chiasma, Dr. Mamluk led nonclinical research and development at Adnexus Therapeutics, Inc. Dr. Mamluk received her B.A. and Ph.D. from the Hebrew University. She completed her post-doctoral fellowship at Children's Hospital/Harvard Medical School in the field of angiogenesis

Appointment Date

5 August 2021

Dear Shareholder,

I am pleased to present the Amryt Pharma plc Corporate Governance Report for the period ended 31 December 2020.

The Corporate Governance report contains details of Amryt's governance structures and highlights areas of focus for the Board and its Committees during the period. Your Board remains committed to high standards of governance across Amryt, in line with our core values of excellence and integrity in all that we do.

The Board adopted the Quoted Companies Alliance Code (the "QCA Code") on incorporation. The Board of Directors, including myself as Non-Executive Chairman, acknowledges the importance of the ten principles set out in the QCA Code and details of our compliance with the code can be found in the Corporate Governance section of this Annual Report for the period ended 31 December 2020 as well as on our website, www.amrytpharma.com.

This is my second year as Non-Executive Chairman of Amryt and I am aware that the QCA Code charges me with the responsibilities of:

- articulating my role and demonstrating my responsibility for corporate governance;
- explaining how the QCA Code is applied to Amryt and how that application supports the medium to long term success of Amryt;
- explaining any areas in which Amryt departs from the expectations of the QCA Code; and
- identifying any key governance related matters that have occurred during the period under review.

I accept these responsibilities and aim to discharge them diligently.

Culture & Strategy

The Board sets the tone and shared values for the way in which Amryt operates. Our culture is underpinned by a robust risk management framework consisting of policies, procedures and tasks, including a Code of Conduct which defines business conduct standards for anyone working for, or on behalf of, Amryt. Given the importance of culture to the success of our business model, the Board will continue to assess and monitor Amryt's culture to ensure that it is aligned with our strategy and values and is adequately embedded across Amryt's global team.

I am committed to fostering a well governed and effective Board to support the delivery of Amryt's strategic priorities. The Board is very clear on its responsibility to ensure Amryt is capable of delivering on its strategic objectives. We operate with due regard to the interests of all our stakeholders and are aware of the potential impact of our decisions upon them. Having a clearly defined strategy, a robust governance structure and a culture to guide our values and behaviours remains a priority for the Board and in the following pages we explain our approach to governance and how we fulfil our responsibility to ensure that robust governance practices are embedded in every aspect of our business.

Board Composition

On an ongoing basis, I seek to ensure we have the right balance of skills, knowledge and experience on the Board, taking into account our business model, the specific sector in which we operate, the growth in scale of Amryt and our geographic expansion.

During the period ended 31 December 2021, the board appointed two new independent Non-Executive Directors, Raj Kannan and Dr. Roni Mamluk. Our CEO, Dr. Joe Wiley, is the only executive director on the Board. The biographies of all the directors are outlined in pages 10-13 of this annual report for the period ended 31 December 2020. The Board consists of nine members and is weighted towards non-executive representation to ensure the appropriate level of independent review, scrutiny and challenge of the management and the executive function.

I am confident that we have the appropriate balance of sector, financial and public market skills and experience and the appropriate balance of personal qualities and capabilities to execute our duties as a board effectively. I recognise the need for continuous improvement in order to best serve our stakeholders and intend to constantly review the mix of skills and experience we possess in order to deliver the Company's strategic goals.

Board Committees
In 2019, we established a Compliance Committee which has responsibility for overseeing Amryt's compliance with laws, regulations, internal procedures, and industry standards. Our other existing Board Committees have continued to perform effectively throughout the period. You will find, on pages 16 to 19, individual reports giving details of their activities during the period.

ESG responsibility
The Board recognises the importance of environmental, social and governance matters and aims to consider the differing interests of Amryt's stakeholders, including its investors, employees, suppliers and business partners, when operating its business.

Stakeholder Engagement
In order to operate effectively companies must understand those resources and relationships that matter most to their success. Amryt's stakeholders include shareholders, employees, customers, healthcare providers, clinicians, patients, suppliers and the community in which it operates. In line with the requirements of the QCA Code, the Board will seek to ensure effective engagement with all stakeholders.

The Board welcomes continuous, open and meaningful discussion with our shareholders and I welcome direct contact and questions from shareholders either in writing or via our website. This year, due to the COVID 19 pandemic, the format of our General Meeting will be different given we will not all be together in person due to the requirement to follow social-distancing guidelines. In these unprecedented times, we will hold a virtual general meeting in the interests of the health and safety of our shareholders. However, I look forward to brighter times ahead and seeing you all in person as soon as possible.

Finally, I would like to thank my colleagues on the Board and all the Amryt team for their continued support, commitment, challenge and passion for our business.

Ray Stafford
Non-Executive Chairman
7 January 2022

Chairman's Governance Overview

The Board

The Board is responsible for the overall governance of Amryt. The Board comprises of one executive director and eight non-executive directors, including the Chairman, as detailed on pages 10 – 13. The Board believe the current split of Non-Executive and Executive Directors is appropriate for the requirements of Amryt. The Company acknowledges that the Board is weighted towards independent Non-Executive representation. This is to ensure that there is appropriate independent review, scrutiny, and challenge of the management of the Company and the executive function.

As the business develops, the composition of the Board will remain under review to ensure that it remains appropriate to the requirements of Amryt. The current Board is subject to compulsory retirement and will be put up for re-election by rotation at our first annual general meeting to be held at least 24 months after the closing of the acquisition of Aegerion in September 2019. For so long as each of the Athyrium Parties or the Highbridge Parties (or their respective affiliates) respectively hold at least 10% of our issued share capital, the Athyrium Parties and the Highbridge Parties (as applicable) are each entitled to nominate a replacement of the non-independent director (as applicable) selected by them on his or her resignation or retirement. Any such director shall serve on the Board until our next annual general meeting, where such director's appointment will be subject to approval by an ordinary resolution of our shareholders. No director has been nominated by Highbridge since the acquisition of Aegerion in September 2019.

The Board has a formal schedule of matters reserved for its consideration. It is responsible for:

- setting the overall Group strategy and providing leadership to implement the strategy and supervising the management of the business;
- the acquisition or disposal of material corporate entities or assets;
- public announcements (including statutory financial statements); approving or making significant changes in accounting policy, the capital structure and dividend policy of the Company;
- Group remuneration policy; and
- Board structure, composition and succession.

The Board delegates to management in the subsidiary companies, through the executive director, the overall responsibility for performance of Amryt, which is conducted principally through the setting of clear objectives and monitoring of performance against those objectives. The Board is structured so that no one individual or group dominates the decision-making process.

Board Responsibilities

To ensure that the Board operates efficiently and effectively, the Directors and Secretary have certain responsibilities in line with their roles:

Non-Executive Chairman

- Leads the Board and promotes a culture of open discussion between Executive and Non-Executive Directors;
- Sets the highest standards of corporate governance; and
- Ensures effective communications with all our stakeholders.

Executive Director

- Develop and execute Amryt's strategy in line with the policies and objectives agreed by the Board;
- Manage operational effectiveness and profitability of Amryt;
- Promotes the purpose, vision and values of the organisation, both internally and externally; and
- Monitor compliance with Amryt's legal, regulatory, corporate governance, social and ethical responsibilities.

Non-Executive Directors

- Contribute to the overall development of Amryt's strategy;
- Provide independent insight based on relevant experience; and
- Monitor and challenge the business performance and the execution of strategy.

Company Secretary

- Ensures correct Board procedures are followed;
- Ensures Directors receive timely and clear information so that Directors are equipped for informed decision making and open debate;
- Advises the Board on policy, procedure and governance; and,
- If necessary, coordinates access to independent professional advice for Directors.

Performance evaluation

The Board recognises the need to regularly review the effectiveness of its performance as well as that of its committees and individual directors. The Board continues to monitor the skills and experience of each Director as well as the overall performance of the Board.

Meetings and Attendance

Board meetings are scheduled and held at least four times a year and at other times as required to address requirements arising between these scheduled meetings. During the period, seven Board meetings were held. The directors attended as follows:

	Full Board	Audit Committee	Compliance Committee	Remuneration Committee
Total Meetings held during the period	7	3	2	1
Directors' Attendance:				
Ray Stafford	7/7	3/3	—	—
Joe Wiley	6/7	—	—	—
George Hampton	7/7	—	—	1/1
Alain Munoz	7/7	—	—	1/1
Don Stern	5/7	3/3	2/2	—
Patrick Vink	7/7	—	2/2	—
Stephen Wills	7/7	3/3	2/2	1/1

Rory Nealon and John McEvoy were the Directors of the Company from the date of incorporation on 17 July 2019 and resigned on 24 September 2019 on completion of the scheme of arrangement. Ray Stafford, Joe Wiley, George Hampton, Alain Munoz, Don Stern, Patrick Vink and Stephen Wills were appointed to the Board of the Company on 24 September 2019. On 5 August 2021, Raj Kannan and Dr. Roni Mamluk were appointed to the Board of the Company.

Board Committees

The Company has an Audit Committee, Remuneration Committee and Compliance Committee with formally delegated duties and responsibilities. The composition of these committees may change over time as the composition of the Board changes.

- Remuneration Committee: Chairman - George Hampton
- Audit Committee: Chairman - Steven Wills
- Compliance Committee: Chairman - Donald Stern

Given the significant number of non-executive directors on the Board with only a single executive director, the Board has not established a Nominations Committee. Instead, the whole Board considers matters of nomination and succession. The Board follows a robust process for the appointment of new Board members to identify the skills, experience, personal qualities and capabilities required for the next stage of the Company's development. The Board also monitors succession plans and possible internal candidates for future Board roles.

Remuneration Committee

The Remuneration Committee has responsibility for the determination of specific remuneration packages for each of the executive directors, including pension rights and any compensation payments, and recommending and monitoring the level and structure of remuneration for senior management, the implementation of the employee share option plan and other performance related schemes. It meets at least twice a year.

The responsibilities of the remuneration committee covered in its terms of reference include the following: determining and monitoring policy on and setting levels of remuneration, termination, performance related pay, pension arrangements, reporting and disclosure, share incentive plans and appointing remuneration consultants. The terms of reference also set out the reporting responsibilities and the authority of the committee to carry out its responsibilities.

The Remuneration Committee comprises three members, who are all Non-Executive directors: George Hampton, Dr. Alain Munoz and Stephen Wills. The Remuneration Committee is chaired by George Hampton.

Policy on Executive Directors and Senior Management Remuneration

When determining the Board policy for remuneration, the Committee considers all factors which it deems necessary including relevant legal and regulatory requirements and the provisions and recommendations of relevant guidance. The objective of this policy is to help attract, retain and motivate the Executive and Senior Management of Amryt without paying more than necessary. The remuneration policy bears in mind Amryt's appetite for risk and is aligned to Amryt's long-term strategic goals. A significant proportion of remuneration is structured to link rewards to corporate and individual performance and is designed to promote the long-term success of Amryt.

Audit Committee

The audit committee of the Company has responsibility for, among other things, the monitoring of the financial integrity of the financial statements of Amryt and the involvement of Amryt's auditors in that process. It focuses in particular on compliance with accounting policies and ensuring that an effective system of internal audit, external audit and financial control is maintained, including considering the scope of the annual audit and the extent of the non-audit work undertaken by external auditors and advising on the appointment of external auditors. The audit committee will meet at least four times a year at the appropriate times in the financial reporting and audit cycle.

The terms of reference of the audit committee cover such issues as membership and the frequency of meetings, as mentioned above, together with requirements of any quorum for and the right to attend meetings. The responsibilities of the audit committee covered in its terms of reference include the following: external audit, financial reporting, internal controls and risk management. The terms of reference also set out the authority of the committee to carry out its responsibilities.

The Audit Committee comprises of three members, who are all non-executive Directors: Stephen Wills, Donald Stern and Ray Stafford. The Audit Committee is chaired by Stephen Wills.

Internal Controls and Financial Risk Management

The Directors are responsible for Amryt's system of internal controls, the setting of appropriate policies on these controls, and regular assurance that the system is functioning effectively and that it is effective in managing business risk. Principal risk and uncertainties are discussed in the Strategic Report and financial risk management objectives and policies are detailed in note 16 of the Notes to the Financial Statements.

The Audit Committee monitors Amryt's internal control procedures, reviews the internal control process and risk management procedures and reports its conclusions and recommendations to the Board.

Compliance Committee

Amryt established a Compliance Committee in 2019. This Committee has responsibility for overseeing Amryt's compliance with laws, regulations, internal procedures and industry standards that may cause significant business, regulatory, or reputational damage to Amryt, as well as legal and business trends and public policy issues. The primary function of the Compliance Committee is to oversee the development and implementation of compliance and ethics policies and practices at Amryt. The Compliance Committee comprises three members, Donald Stern, Patrick Vink and Stephen Wills, all of whom are Non-Executive Directors and the committee is chaired by Donald Stern.

Employees

Amryt's future success depends on the ability to recruit and retain key employees. Our employee base includes key people in strategic areas including in commercial and medical affairs as we continue to grow our commercial business as well as in clinical and regulatory as we move our development candidates forward.

To date, we have been fortunate to attract and retain highly experienced individuals in sales and marketing, medical affairs, clinical development, clinical operations, regulatory, finance, legal, supply chain, pharmacovigilance and quality assurance, supporting them with exceptional leadership at the executive and Board level.

At 31 December 2020, we have six employees in the Company, all Non-Executive Directors. The Executive Director is employed by a subsidiary company, Amryt Pharmaceuticals Inc. At 31 December 2020, the Group had 180 full time employees, one Executive Director and six Non-Executive Directors, spread across Ireland, US and multiple locations in EMEA and LATAM.

The Board recognises its legal responsibility to ensure the well-being, safety and welfare of the Company's employees and maintain a safe and healthy working environment for them and for our visitors. Amryt is fully committed to ensuring that there is no unfair discrimination and stresses the importance in the value that a diverse workforce brings to the organisation. Amryt aims not to discriminate because of age, disability, sex or sexual orientation, race, religion or belief. This is captured in our Code of Conduct, which all employees are encouraged to read on an annual basis. All employees also have access to a dedicated whistleblowing hotline. Amryt continues to monitor policies to ensure that they promote a healthy corporate culture.

Risk Management & Treasury Policy

The Board considers risk assessment to be important in achieving its strategic objectives, with the Board regularly reviewing its projects and activities in this regard. Amryt finances its operations through equity, debt funding and holds its cash as a liquid resource to fund the obligations of the Group. Decisions regarding the management of these assets are considered and approved by the Board.

Securities Trading

The Board has adopted a Share Dealing Code that applies to Directors, Senior Management and any Employee who is in possession of "inside information". All such persons are prohibited from trading in Amryt's securities if they are in possession of "inside information". Subject to this condition and trading prohibitions applying to certain periods, trading can occur provided the relevant individual has received the appropriate prescribed clearance.

The QCA Corporate Governance Code 2018 – Principles

The QCA Code sets out 10 broad principles and requires the Company to consider how each should be applied. This Report is a summary of the position with the Company's Corporate Governance processes and practices or otherwise "signposts" where other disclosures are made in this document or on the Company's website www.amrytpharma.com, particularly the Company's Corporate Governance Statement: https://www.amrytpharma.com/investors/corporate-governance/.

The Board address the ten principles underpinning the QCA case as follows:

Deliver Growth

1. ***Establish a strategy and business model which promote long-term value for shareholders***
   Our business model and strategy are explained in the Overview section of the Strategic Report on page 2 - page 4 of this Annual Report for the period ended 31 December 2020.

2. ***Seek to understand and meet shareholder needs and expectations*** **-** See Corporate Governance Section of our website, www.amrytpharma.com

3. ***Take into account wider stakeholder and social responsibilities and their implications for long-term success*** **-** See Corporate Governance Section of our website, www.amrytpharma.com

4. ***Embed effective risk management, considering both opportunities and threats, throughout the organisation*** **-** See "Principal Risks and uncertainties" on page 6

Maintain a dynamic management framework

5. ***Maintain the board as a well-functioning, balanced team led by the chair*** **-** See this section

6. ***Ensure that between them the directors have the necessary up-to-date experience, skills and capabilities*** **-** See this section and "Board of Directors" on page 10 – page 13

7. ***Evaluate board performance based on clear and relevant objectives, seeking continuous improvement*** **-** See this section

8. ***Promote a corporate culture that is based on ethical values and behaviours*** **-** See this section and "Corporate Governance" section on our website, www.amarytpharma.com

9. ***Maintain governance structures and processes that are fit for purpose and support good decision-making by the board*** **-** See this section and "Corporate Governance" section on our website, www.amarytpharma.com

Build Trust

10. ***Communicate how the company is governed and is performing by maintaining a dialogue with shareholders and other relevant stakeholders*** **-** See this section and "Corporate Governance" section on our website, www.amarytpharma.com

Directors' Remuneration Report

Dear Shareholders,

On behalf of the Remuneration Committee, I am pleased to present our Directors' Remuneration Report for the period ended 31 December 2020. The Company listed on NASDAQ in July 2020 so this is the first period that the Directors' Remuneration Report will be subject to an advisory vote at the next shareholders meeting.

The Committee always seeks to ensure that the remuneration of our Executive Director reflects the underlying performance of the business. When approving outcomes, we therefore considered performance against our financial and strategic targets along with wider business and individual performance.

Remuneration Review for the period ended 31 December 2020

Our Executive Director is an employee of a subsidiary Company, Amryt Pharmaceuticals Inc. His remuneration expenses are captured in the books of this subsidiary. The Executive Director received an increase in base salary of 3% on 1 January 2019 and a further 3% to $710,185 on 1 January 2020.

Details of the fees paid to members of the Non-Executive Board are set out on page 26.

Annual Bonus Plan

The amount of annual bonus paid to the Executive Director is considered in the context of financial, strategic and personal performance for each 12-month period covering January to December. The Committee recommends to the Board the level of bonuses to be paid to the Executive Director and employees of the Amryt Group, following a review of performance against bonus objectives covering each calendar year. An estimate for bonus was accrued in the subsidiary accounts each month during 2019 and 2020. At the end of 2019 the Board accepted the recommendation of the Committee and such amounts were paid in early 2020. At 31 December 2020, 12 months estimate for bonuses covering the period from 1 January 2020 to 31 December 2020 have been accrued in the subsidiary accounts relating to Executive Director and employee bonuses. These amounts were paid to the Executive director and employees in early 2021.

Long Term Incentive Plan (LTIP)

The Committee want to ensure that all LTIP metrics and targets remain suitable and aligned with our growth strategy and appropriately incentivise participants. The Committee has been working with its external compensation consultant, Radford (part of Aon plc) over the course of the period to prepare an equity strategy which is deemed suitable for the NASDAQ listed company. Radford has recommended participation rates for Amryt based on market data and observed international practices. Radford, a highly reputable external third-party advisor, was appointed by the Remuneration Committee to ensure that any advice received in terms of remuneration was objective and independent.

Conclusion

The Committee remains committed to a responsible approach to Executive remuneration, as I trust this Directors' Remuneration Report demonstrates. We continue to believe that the Policy provides a remuneration philosophy that encourages both Executive and Non-Executive Directors to serve in the best interests of the Company and to support the delivery of value to shareholders in the future.

As always, I am happy to meet or speak with shareholders if there are any questions or feedback on our approach to executive remuneration.

Yours sincerely,

George Hampton
Chair of the Remuneration Committee

Directors' Remuneration Policy

This part of the Directors' Remuneration Report sets out the Directors' Remuneration Policy.

The Directors' Remuneration Policy applies to the Executive Director and the Non-Executive Directors appointed to the Board of Directors. Currently, our Chief Executive Officer, Joe Wiley, is the only Executive Director on the Board. All other Board Directors are Non-Executive Directors.

Considerations when determining remuneration policy

The Remuneration Committee has put a Remuneration policy in place with the aim of ensuring that the policy primarily:

- Supports the long-term development, growth and success of the Company;
- Aligns executive remuneration with company's purpose, culture, values and long-term strategy;
- Provides competitive (but not excessive) packages when compared with other companies of a similar size and complexity, in order to attract, retain and motivate high calibre individuals who have the expertise and drive to support the growth of the Company and who can substantially contribute to our success;
- Balances both short-term and long-term incentives to motivate these individuals to achieve our corporate objectives;
- Respects the expectations of shareholders and other stakeholders and conforms to our high standards of corporate governance.

Remuneration Policy – Executive Director

The following section of this report describes the formal remuneration policy applying to the Company's Executive Director. The total remuneration package for the executive Director is made up of the following elements:

- Base salary
- Annual bonus (short term incentive)
- Pension
- Benefits
- Equity incentives (long term incentive)

Base Salary - The Remuneration Committee strives to set this base salary at a level which will attract and retain executive leaders with the relevant qualifications, skills and expertise to drive the Company's growth and development, with the ultimate aim of becoming a world leader in rare and orphan diseases. The Committee has set no maximum salary limit for this position. The Committee works with external compensation consultants (Radford) to determine the appropriate level of salary, in line with other companies of our size and complexity. Radford reviews levels of pay in peer groups on an annual basis and it has been agreed by the Board to use Radford's proposal of the 50th percentile for Executive salary. The level of salary is typically reviewed on an annual basis, with increases normally taking effect from 1 January. The Committee retain discretion to retrospectively increase salaries. When determining the level of increase each year, an assessment of the Executive Directors performance against the corporate objectives is considered as part of the annual review.

Annual Bonus - The annual bonus is included in the compensation package for the Executive Director to encourage the achievement of the Company's short term corporate objectives and strategic goals. The annual bonus for the current Executive Director is set at 65% of base salary, covering the calendar period of January to December. Both the base bonus and any stretch bonus (if performance exceeds certain targets) are normally paid out in the first Quarter following the end of the calendar year and is based on annual performance against targets and objectives set by the Committee. Short-term corporate objectives and targets are set annually and approved by the Committee. In any given year they typically include targets relating to financial milestones, commercial, clinical and corporate development. These various financial and business development targets are chosen each year to ensure they align with the short term corporate objectives of the Company each year. These annual corporate objectives can be revised during the performance period but this requires approval by the Committee. In accordance with the regulations, any changes would be disclosed in the relevant year's report and accounts. At the end of each calendar year, the corporate objectives approved at the start of the year are reviewed and their achievement is evaluated by the Committee. Once the evaluation is complete, an overall proposal of bonus is approved by the Committee. The minimum potential level of bonus paid in any year is nil with the maximum being the annual bonus of 65% of base salary plus any stretch bonus percentage which has been approved for that year.

Pension - The Company operates a defined contribution pension plan. The Executive Director is eligible to receive employer payments of 10% of basic salary each month on the condition that the employee also contributes an additional 5% of basic salary each month. Only base salary is pensionable.

Benefits – There is no formal maximum limit on contributions made by the company relating to other benefits in favour of the Executive Director. Other employment benefits may be provided from time to time.

Equity Incentives – The Company grants equity awards to the Executive Director under the terms of the Company's share option plan. The plan allows for the grant of non-qualified stock options, restricted stock units or incentive stock options. By granting equity awards to the Executive Director, the Company aims to align the interests of the participant with those of the Company and encourages employee retention. Options granted prior to 31 December 2020 vest over a 3-year period and have a seven-year term.

The Committee generally offers equity awards in line with advice given by the external compensation consultants. Stock awards granted under the Stock Option Plan are granted as A ordinary shares and there is a facility in place for participants to request ADSs on exercise of any equity awards that have vested if they wish to do so. Awards vest in accordance with the vesting schedule which is determined by the Remuneration Committee at the time of the equity award grant.

All equity awards granted to the Executive Director accelerate in a change of control scenario.

Remuneration Policy – Non- Executive Directors
The following section of this report describes the formal remuneration policy applying to the Company's Non-Executive Directors.

The total remuneration for the Non-Executive Directors is made up of the following elements:

- Fees
- Equity incentives

Fees – The Non-Executive Directors receive a base fee, paid monthly, for the performance of their duties. Fees may be higher for some Non-Executives if they have additional responsibilities. Fees are subject to periodic review at Board level. All reasonable business expenses incurred as part of their role in the Company are reimbursed.

Equity Incentives – The Company grants equity awards to the Non-Executive Directors under the terms of the Company's share option plan. The plan allows for the grant of non-qualified stock options, restricted stock units or incentive stock options. By granting equity awards to the Non-Executive Directors, the Company aims to align the interests of the Non-Executive Directors with those of the Company and encourages retention. Options granted prior to 31 December 2020 vest over a 3-year period and a seven-year term.

The Committee generally offers equity awards in line with advice given by the external compensation consultants. Awards vest in accordance with the vesting schedule which is determined by the Remuneration Committee at the time of the equity award grant.

All equity awards are granted at the share price at the time of grant. All equity awards granted to the Non-Executive Directors accelerate in a change of control scenario.

Service agreements
The Executive Director has a rolling service contract with a notice period of 12 months. A copy of the Executive Directors contract can be viewed at the company's head office or requested from the Company Secretary.

The Non-Executive Directors are employed by way of a letter of appointment. The letters of appointments can be viewed at the company's head office or requested from the Company Secretary.

Consideration of shareholder views
The Committee welcomes the views of shareholders and will consider shareholder feedback received as it develops the Company's remuneration policy going forward. A copy of the remuneration policy can be viewed at the Company's head office.

Consideration of employment conditions elsewhere in the Company
The Committee is aware of the remuneration packages by level/ title across the organisation and ensure that the remuneration policy for the Directors has been prepared with this in mind.

Policy on payment for loss of office
The Company is entitled lawfully to terminate the employment of the current Executive Director at any time and with immediate effect by written notification and pay a payment in lieu of notice. In the event of a breach of service agreement, no such payments will be made. Generally, in the event of termination, the service contract may provide for payment of basic salary and contractual benefits over the notice period. The Company may elect to make a payment in lieu of notice equivalent in value to basic salary and contractual benefits for the period of notice period. The Committee's approach to payments in the event that employment is terminated is to take account of the individual circumstances, including the reason for termination, individual performance, contractual obligations and the terms of any remaining or outstanding equity awards. The treatment of outstanding incentive awards on termination of employment is described in the Company's share option plan rules, but the Committee retains the discretion to adopt any treatment that it determines fair and appropriate given the circumstances applicable to individual leavers.

In a change of control scenario, if the Executive Director is terminated other than for cause or if the Executive Director resigns in certain circumstances, e.g. diminution of duties, the Executive Director will be entitled to 24 months' salary, his target bonus of 65% of salary and any unpaid benefits, vacation expenses and expense reimbursements.

New Executive Director/ Non- Executive Director – remuneration
The remuneration package for a new Executive Director will be determined by the Remuneration Committee in accordance with the terms of the policy at the time of his/her appointment. The remuneration package includes salary, bonus, pension, benefits and equity awards. The Committee recognises the need to recruit experienced, talented, highly motivated individuals to this position and as a result, the policy needs to be flexible in relation to recruitment of new personnel to this position in the company. When finalising the remuneration package for a new Executive Director, the Committee will consider the calibre, industry experience and the market rates at the time of the appointment. The need for benefits to be flexible is important. For example, it may be necessary to offer relocation expenses if the candidate is coming from overseas.

The fees for a new Non-Executive Director will be set by reviewing the experience and calibre of the individual and the expected responsibilities that this candidate will take on in the business.

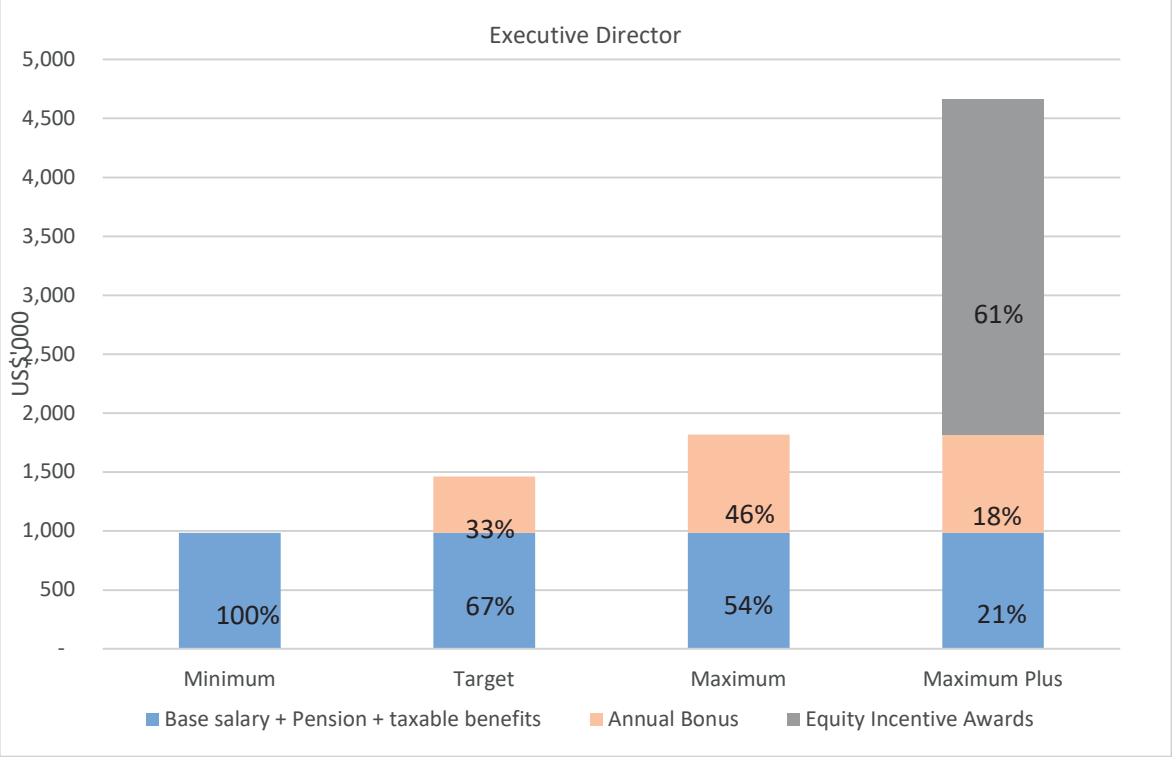
Policy on external appointments
The Executive Director and the Non-Executive Directors may accept external Non-Executive Director positions as long as this additional work does not interfere with the individual's ability to carry out their duties in the Company.

Illustration of application of the policy
The chart below shows, for illustrative purposes only, what the annual remuneration the Executive Director can expect to receive in the calendar year 2021 in the event that (1) performance is below expectation (minimum), (2) performance is in line with expectation (target) and (3) exceed targets (maximum) for the calendar year 2021.

The assumptions used in the calculation are as follows:

- Minimum remuneration comprises annual salary for the calendar year 2021, employer pension contributions of 10% of base salary and an estimate for taxable benefits for the year ended 31 December 2021;
- Target remuneration reflects minimum remuneration above plus annual bonus at target level (65% of annual base salary);
- Maximum reflects minimum remuneration plus annual bonus plus additional stretch bonus for exceeding targets. For illustrative purposes, we have included the stretch bonus approved by the Committee for 2021 of 175%;
- Maximum Plus as outlined above plus 50% share price growth scenario. There is no minimum or maximum level of equity incentive awards issuable to the Executive officer in any year as per the remuneration policy. No equity awards were granted to the Executive Director in 2020. For the purpose of this illustration, the equity awards granted in 2021 at the date of this annual report have been included. The options vest over 3 years – 25% after 12 months, 25% after 24 months and 50% after 36 months, subject to continued services. Assuming a 50% share price growth scenario, the value of the equity awards in the table below represents the value to the Executive Director that would materialise over the 3 vesting periods from 2022 to 2024.

The minimum, target and maximum scenarios in the chart do not include any values for equity-based award remuneration. We do not believe it is possible to reasonably quantify the value that might result from awards of market value options in these scenarios.



	Minimum	Target	Maximum	Maximum Plus
	$'000	$'000	$'000	$'000
Equity Incentive	-	-	-	2,848
Annual Bonus	-	475	832	832
Base salary + Pension + taxable benefits	986	986	986	986
Total	**986**	**1,461**	**1,818**	**4,666**

Remuneration Report

Directors' remuneration

The Directors received the following remuneration for the five-month period ended 31 December 2020 and the comparative 12-month period ended 31 July 2020:

	Salary / Fees	Bonus	Employer Pension	Equity awards	Other Benefits	31 December 2020 Total	Fixed	Variable
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Company								
Ray Stafford	48	—	—	—	—	**48**	**48**	—
George Hampton	27	—	—	—	—	**27**	**27**	—
Alain Munoz	24	—	—	—	—	**24**	**24**	—
Donald Stern	33	—	—	—	—	**33**	**33**	—
Patrick Vink	25	—	—	—	—	**25**	**25**	—
Stephen Wills	37	—	—	—	—	**37**	**37**	—
Group								
Joe Wiley	304	360	71	—	83	**818**	**375**	**443**
TOTAL	**498**	**360**	**71**	—	**83**	**1,012**	**569**	**443**

	Salary / Fees	Bonus	Employer Pension	Equity awards[4]	Other Benefits	31 July 2020 Total	Fixed	Variable
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Company								
Ray Stafford[2]	86	—	—	113	—	**199**	**86**	**113**
George Hampton[1]	55	—	—	113	—	**168**	**55**	**113**
Alain Munoz[1]	49	—	—	113	—	**162**	**49**	**113**
Donald Stern[1]	68	—	—	113	—	**181**	**68**	**113**
Patrick Vink[1]	51	—	—	113	—	**164**	**51**	**113**
Stephen Wills[1]	74	—	—	113	—	**187**	**74**	**113**
Group								
Joe Wiley[3]	813	783	28	3,324	107	**5,055**	**841**	**4,214**
TOTAL	**1,196**	**783**	**28**	**4,002**	**107**	**6,116**	**1,224**	**4,892**

Fixed remuneration consists of salary/ fees and employer pension. Variable remuneration consists of bonus, equity awards and other benefits.

[1] George Hampton, Alain Munoz, Donald Stern, Patrick Vink and Stephen Wills were all appointed to the Board on 24 September 2019 and their salaries reflect the period from the appointment date to 31 July 2020 and from 1 August 2020 to 31 December 2020 respectively.

[2] Ray Stafford was appointed Non-Executive Chairman of Amryt Pharma plc (Company number: 12107859) on 24 September 2019. Prior to this date, Ray was a Non-Executive Director of Amryt Pharma Holdings Limited (Company number: 05316808 and previously named Amryt Pharma plc until 24 September 2019) since April 2016.

[3] Joe Wiley is the Executive Director. His employment contract is with Amryt Pharmaceuticals inc. His remuneration is captured in the books of this subsidiary entity.

[4]The equity awards granted to the Executive Director and Non-Executive Directors in the period is the grant date fair value as computed in accordance with IFRS 2 (Share Based Payments) using a Black-Scholes option pricing model.

Annual performance bonus

The Company has a bonus plan in place for the Executive Director and all employees. Bonus amounts are set as a percentage of base salary based on performance-based measures against personal and Company-wide target objectives. Bonus payments for the Executive Director are a percentage of base salary, based on performance-based measures against Company-wide target objectives.

The annual performance bonus is based on performance against target in any calendar year. Specific details of the actual Company-wide target objectives are considered commercially sensitive and therefore not disclosed in detail. However, the principal factors leading to the payment of the stretch bonus included the following:

- Revenue growth
- EBITDA Accretion
- Cash balance
- Working Capital
- Non financial metrics relating to research and development and commercial milestones

Long term incentive awards during the financial year

Directors may be granted long-term incentive awards at the discretion of the Remuneration Committee. In accordance with the Remuneration Policy, the vesting of awards was set by the Remuneration Committee with the objective of aligning long-term employee interests with those of shareholders and providing a competitive remuneration structure that attracts, incentivises and retains all employees in the key markets in which the Company operates.

There were no equity awards granted to the board of directors during the five-month period ended 31 December 2020.:

All awards granted under the Equity Incentive Plan are subject to a service condition and may be exercised at any time between the relevant vesting date and the seventh anniversary of the date of grant. Awards which are not exercised by the end of the seven-year anniversary from the grant date will lapse permanently. The exercise price of all options granted during the period was the market value of the shares upon closing on the day before the grant. Neither the Executive Director or any of the Non-Executive Directors exercised any options in the period and no awards lapsed during the period to 31 December 2020.

Payments to past Directors

There were no payments made by the Company to past Directors during the period ended 31 December 2020.

Payments for loss of office

There were no payments made to Directors for loss of office during the period ended 31 December 2020.

Directors' service contracts and letters of appointment

The dates of appointment of each of the Non-Executive Directors serving at 31 December 2020, are summarised in the table below:

Non- Executive Director	Date of appointment
Ray Stafford[1]	24 September 2019
George Hampton	24 September 2019
Alain Munoz	24 September 2019
Donald Stern	24 September 2019
Patrick Vink	24 September 2019
Stephen Wills	24 September 2019

[1] Ray Stafford was appointed Non-Executive Chairman of Amryt Pharma plc (Company number: 12107859) on 24 September 2019. Prior to this date, Ray was a Non-Executive Director of Amryt Pharma Holdings Limited (Company numbers: 05316808 and previously named Amryt Pharma plc until 24 September 2019) since April 2016.

Statement of directors' shareholdings and share interests

The table below sets out, as at 31 December 2020, the beneficial interest in the Company's shares of the Directors (together with interests held by his or her connected persons). In addition, the table below also sets out the total number of options held by Directors which are vested but not yet exercised and the total number of options held by Directors which are unvested.

Director	Beneficially owned A ordinary shares	Number of options vested not yet exercised (A Shares) [1]	Number of options unvested (A shares)[1]
Executive			
Joe Wiley	3,507,080	1,867,006	4,570,454
Non-Executive			
Ray Stafford	1,363,501	—	220,000
George Hampton	—	—	220,000
Alain Munoz	—	—	220,000
Donald Stern	—	—	220,000
Patrick Vink	—	—	220,000
Stephen Wills	—	—	220,000

[1] All options in the table are granted as options over "A" Ordinary shares. The strike price is the market price of the shares listed on AIM upon closing on the day before the grant, translated to US$ on the same date. For options granted after July 2020 the strike price per ordinary share is the market price of the shares listed on NASDAQ on the day before grant, divided by five. Amryt shares trade as ADSs on NASDAQ, each ADS representing five Amryt ordinary shares. Similarly, the ADS strike price is five times the A ordinary share strike price.

The Company does not have a formal policy on Executive or Non-Executive Director shareholdings.

As at 31 December 2020, no unvested equity incentive awards are subject to performance conditions. The table below shows the interests of the Directors in the Company's share options as at 31 December 2020:

Director	Number of options granted (A Shares)[1]	Exercise Price[1]	Grant Date	Expiry Date
Joe Wiley	343,521	£1.21	28 November 2017	28 November 2024
Joe Wiley	316,039	£0.76	21 May 2019	21 May 2026
Joe Wiley	5,777,900	£1.22	5 November 2019	5 November 2026
Ray Stafford	220,000	US$2.25	9 July 2020	9 July 2027
George Hampton	220,000	US$2.25	9 July 2020	9 July 2027
Alain Munoz	220,000	US$2.25	9 July 2020	9 July 2027
Donald Stern	220,000	US$2.25	9 July 2020	9 July 2027
Patrick Vink	220,000	US$2.25	9 July 2020	9 July 2027
Stephen Wills	220,000	US$2.25	9 July 2020	9 July 2027

[1] All options in the table are granted as options over "A" Ordinary shares. The strike price is the market price of the shares listed on AIM upon closing on the day before the grant, translated to US$ on the same date. For options granted after July 2020 the strike price per ordinary share is the market price of the shares listed on NASDAQ on the day before grant, divided by five. Amryt shares trade as ADSs on NASDAQ, each ADS representing five Amryt ordinary shares. Similarly, the ADS strike price is five times the A ordinary share strike price.

Under the terms of the Company's Equity Incentive Plan, we have granted market value options to our Executive Director and Non-Executive Directors. Options were granted to the Executive Director in 2017 and 2019. Options were granted to the Non-Executive directors in July 2020. These market value options vest over 3 years with 25% vesting 12 months after the grant date, a further 25% vesting 24 months after the grant date and the final 50% vesting 36 months after the grant date. There are no performance conditions attached to these share options. No options were exercised by the Executive Director or the Non-Executives Directors during the five-month period ended 31 December 2020 or in the period ended 31 July 2020.

Performance graph

The graph below shows the Company's performance, measured by total shareholder return, relative to the NASDAQ Biotechnology Index. The NASDAQ Biotechnology Index has been selected for this comparison because the Company has been trading on this exchange since 8 July 2020 and is therefore considered to be the most suitable comparator index.

The graph shows the value, by 31 December 2020, of $100 invested in the Company on 8 July 2020, compared with the value of $100 invested in the NASDAQ Biotechnology Index on the same date.

Executive Directors total remuneration history

The Executive Directors remuneration for 2020 is set out below. This will eventually build up to cover a rolling ten-year remuneration history.

	Five months ended 31 December 2020	12 months ended 31 July 2020
	$	$
Total Executive Director remuneration [1]	818,000	1,732,000
Executive Director bonus (as a % of base salary)	107%	107%
Executive Director LTIP vesting (as a % of maximum available)[2]	100%	100%

[1] *Total remuneration above consists of base salary, bonus, employer pension contribution and other benefits*
[2] *As these options are not subject to performance conditions, the vesting percentage has been recorded at 100%*

Membership of the remuneration committee and its advisors

The Remuneration Committee comprises three members, who are all Non-Executive Directors: George Hampton, Dr. Alain Munoz and Stephen Wills. The Remuneration Committee is chaired by George Hampton. The Executive Director and Head of HR, as well as others, are invited to attend Remuneration Committee meetings as required to provide advice and assistance.

During the period, the Committee was assisted in its work by Radford. Radford was appointed to provide advice in relation to Directors' remuneration policy and general remuneration matters. Fees paid to Radford in relation to advice provided to the Committee during the period to 31 December 2020 were $65,000, charged on a time/cost basis. The Committee is satisfied that the advice they received from Radford was objective and independent.

The Committee met one time during the period and addressed the following main topics relating to the Company:

- Review of equity incentive awards in light of the Company's NASDAQ listing in July 2020
- Implementation of a peer Group for use as public named peers based on industry focus and financial profile

Statement of implementation of remuneration policy for the calendar year ended 31 December 2021

Annual salary
In January 2020 and January 2021, the Executive Director received a 3% increase in annual salary in-line with the other employees.

Bonus
In line with our Policy, the Executive Director will be eligible for an annual bonus of 65% of basic salary for achievement of target level or 107% of basic salary for achievement of stretch goals for the 2021 calendar year. The bonus will be subject to the achievement of short-term corporate objectives which have been set by the Committee with respect to the 12 month performance period to December 2021. The short-term objectives cover key objectives that relate to the achievement of the Amryt's wider strategic goals including, for the calendar year 2021 measures relating to financial milestones, clinical and corporate development. The amount of bonus payable is at the discretion of the Committee subject to review of performance against the short-term corporate objectives at the end of the calendar year. The Committee has chosen not to disclose, in advance, the detailed performance targets for the forthcoming year as these include matters which the Committee considers commercially sensitive. Retrospective disclosure of the performance against the corporate objectives will be made in next year's Annual Report on Remuneration to the extent any such disclosure is considered not to be commercially sensitive at that time.

Benefits and pension
The Executive Director will continue to be eligible to receive pension contributions from the Group to the value of 10% of basic salary. No significant changes are expected to the provision of other benefits.

Long-term incentive plan
In line with the Policy, the Committee has issued market value options to the Executive Director during 2021.

On March 8, 2021, equity incentive awards were granted to the Executive Director under the 2020 Equity Incentive Plan. These equity incentive awards were market value options over A Ordinary shares and the vesting period is three years; 25% of the award vesting 12 months after the grant date, 25% of the award after 24 months from the date of grant and the balance of 50% of the award vesting 36 months after the date of grant. No performance conditions were attached to the awards.

Director	Number of options granted (A Shares)[1]	Exercise Price[1]	Grant Date	Expiry Date
Joe Wiley	2,031,350	$2.80	8 March 2021	8 March 2028

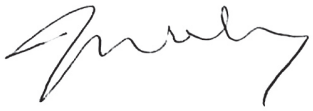
[1] All options in the table are granted as options over "A" Ordinary shares which are listed on AIM. The strike price is the market price of the shares listed on AIM upon closing on the day before the grant, translated to US$ on the same date. For options granted after July 2020 the strike price per ordinary share is the market price of the shares listed on NASDAQ on the day before grant, divided by five. Amryt shares trade as ADSs on NASDAQ, each ADS representing five Amryt ordinary shares. Similarly, the ADS strike price is five times the A ordinary share strike price.

Non-Executive Directors' fees
The Committee did increase Non-Executive Directors fees from 1 August 2020 to date. The options granted to the Non-Executive Directors from 1 August 2020 to date were as follows:

Director	Grant Date	Number of Options (A Shares)[1]	Exercise Price (A Shares)[1] $	Expiration Date
Ray Stafford	9 August 2021	110,000	2.04	9 August 2028
George Hampton	9 August 2021	110,000	2.04	9 August 2028
Alain Munoz	9 August 2021	110,000	2.04	9 August 2028
Donald Stern	9 August 2021	110,000	2.04	9 August 2028
Patrick Vink	9 August 2021	110,000	2.04	9 August 2028
Stephen Wills	9 August 2021	110,000	2.04	9 August 2028
Raj Kannan	9 August 2021	220,000	2.04	9 August 2028
Roni Mamluk	14 September 2021	220,000	2.36	14 September 2028

[1] All options in the table are granted as options over "A" Ordinary shares which are listed on AIM. The strike price is the market price of the shares listed on AIM upon closing on the day before the grant, translated to US$ on the same date. For options granted after July 2020 the strike price per ordinary share is the market price of the shares listed on NASDAQ on the day before grant, divided by five. Amryt shares trade as ADSs on NASDAQ, each ADS representing five Amryt ordinary shares. Similarly, the ADS strike price is five times the A ordinary share strike price.

This directors' remuneration report has been approved by the Board and signed on behalf of the Board.



Joe Wiley
Director
7 January 2022

Directors' Report

The Directors of the Company present their report and the Financial Statements of the Company for the period ended 31 December 2020.

Amryt Pharma plc was incorporated under the UK Companies Act 2006 on 17 July 2019 as a private company limited by shares under the name Amryt Pharma Holdings Limited. Following a re-registration as a public company in September 2019 in connection with the scheme of arrangement under which we acquired Aegerion, we became the parent company of our legacy businesses and changed our name to Amryt Pharma plc.

Directors
The Directors who served on the Board of Amryt Pharma plc during the period to the date of this report are as follows:

Ray Stafford (Non-Executive Chairman)
Dr. Joe A. Wiley (Chief Executive Officer)
George P. Hampton Jr. (Non-Executive Director)
Dr. Alain H. Munoz (Non-Executive Director)
Donald K. Stern (Non-Executive Director)
Dr. Patrick V.J.J. Vink (Non-Executive Director)
Stephen T. Wills (Non-Executive Director)
Raj Kannan (Non-Executive Director)
Dr. Roni Mamluk (Non-Executive Director)

Rory Nealon and John McEvoy were appointed to the Board on the date of incorporation and resigned from the Board on 24 September 2019. Raj Kannan and Dr. Roni Mamluk were appointed to the Board on 5 August 2021.

Principal activities
The Strategic Report on pages 2 to 9 describes Amryt's principal development activities, strategy and future developments.

Amryt is a global commercial-stage biopharmaceutical company focused on acquiring, developing and commercialising novel treatments to help improve the lives of patients with rare and orphan diseases.

Results and Dividends
The Company recorded a total profit for the five-month period ended 31 December 2020 attributable to equity holders of the parent of $2.3 million. The Directors do not recommend payment of a dividend (31 July 2020: nil).

Research and Development
For the period ended 31 December 2020, the company did not incur any expense in relation to research and development activity (31 July 2020: nil). The cost of our product programs and research and development spend are captured in the subsidiary entities that are completing this work.

Likely Future Developments in the Business of the Company
The commercial business of the Company's subsidiaries continues to grow. On 21 May 2019, Amryt announced the recommended acquisition of Aegerion which was completed in September 2019. The acquisition has created a leading global rare and orphan disease company with a diversified offering of multiple commercial and development stage assets and provides scale to support further growth. The transaction gives Amryt an expanded commercial footprint to market two US and EMEA approved products, lomitapide and metreleptin.

On 5 May 2021, Amryt announced that it had signed a definitive agreement to acquire Chiasma, Inc. ("Chiasma") in an all-stock combination. The combined company will be a global leader in rare and orphan diseases with three on-market commercial products, a global commercial and operational footprint and a significant development pipeline of therapies with the financial flexibility to execute its growth plans. On 5 August 2021, Amryt announced that it has completed its acquisition of Chiasma, Inc. following the receipt of the necessary approvals of both Amryt's and Chiasma's shareholders.

Existence of branches of the Company outside of the United Kingdom
As at 31 December 2020, the Company had no branches outside the United Kingdom.

Share Capital Structure
The Company's ordinary shares of £0.01 are listed on the NASDAQ (AMYT) and the AIM Market of the London Stock Exchange (AMYT). At the date of this report, 319,814,747 ordinary shares of £0.06 each were in issue. Details of share issues and changes to the capital structure during the period ended 31 December 2020 are set out in note 12 of the Notes to the Financial Statements. On 22 November 2021, Amryt announced its intention to cancel its admission of its ordinary shares to trading on AIM with effect from 11 January 2022.

Substantial Shareholdings
To the Company's knowledge, the following shareholders had an interest of 3% or more in the issued ordinary share capital of the Company:

Rank	Investor	31 December 2020 Number	31 December 2020 %	31 July 2020 Number	31 July 2020 %
1	Athyrium Capital Mgt	44,286,346	24.8%	43,286,346	26.5%
2	Highbridge Capital Mgt.	15,732,313	8.8%	14,954,293	9.4%
3	Novelion Therapeutics Inc	12,490,250	7.0%	12,490,250	7.9%
4	Edgepoint Investment Mgt	12,126,650	6.8%	12,126,650	7.7%
5	Stonepine	11,082,415	6.2%	5,402,010	3.4%
6	Software AG-Stiftung	10,212,153	5.7%	10,212,153	6.4%
7	UBS Group AG	9,950,000	5.6%	10,538,977	6.6%
8	Amati	6,860,513	3.8%	4,860,513	3.1%
9	Axa SA	6,494,164	3.6%	6,494,164	4.1%

Qualifying Indemnity Provision
The Company has in place insurance protection, including a Directors and Officers liability policy, to cover the risk of loss when management deems it appropriate and cost effective. However, in some cases risks cannot be effectively covered by insurance and the cover in place may not be sufficient to cover the extent of potential liabilities.

Financial Risk Management Objectives and Policies
Refer to Note 16 of the financial statements for further details on our financial risk management objectives and policies, including information on exposure to price risk, credit risk, liquidity risk and cash flow risk.

Energy and Carbon Reporting
The Company reviewed UK Government Environmental Reporting Guidelines and the GHG Protocol Corporate Accounting and Reporting Standard (revised edition) to ensure the Streamlined Energy and Carbon Reporting ("SECR") requirements were met. As a low energy user, the Company consumed less than 40,000 kWh of energy in the period and, for this reason, the Company is not required to disclose its SECR results for the period in this Annual Report.

Stakeholder Engagement
Our key stakeholders include our people, customers, suppliers and investors. We are committed to open and effective engagement with all our stakeholders in order to understand their views and look for opportunities to improve. The Board actively encourages direct engagement with its stakeholders to ensure that they consider the interests of these stakeholders in the Board's decision-making. This engagement with stakeholders give the Board an opportunity to share the Company's purpose, values and strategy.

Going Concern
The business activities of the Company are outlined on page 2 and the factors which may affect the Company's future development and performance are outlined on pages 6 – 8. The financial review on page 4 discusses the Company's financial and liquidity position and borrowing facilities. In addition, note 16 to the Financial Statements include the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; details of its financial instruments and its exposure to credit, currency and liquidity risks.

After making appropriate enquires, the Directors consider that the Company and the Group has adequate resources to continue in business for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Financial Statements.

Events after the Reporting Period
Events after the reporting period are set out in note 19 to the Company financial statements. Likely future developments in the business are discussed in the Strategic Report section.

Auditors
The Board are recommending Grant Thornton for re-appointment as auditor of the Group. Grant Thornton have expressed their willingness to accept this appointment and a resolution re-appointing them will be submitted to the forthcoming AGM.

Disclosure of Information to the Auditors
All of the current Directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the Company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The Directors are not aware of any relevant audit information of which the auditors are unaware.

Directors' Responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under the law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company and of the profit or loss of the group and company for that period.

In preparing these financial statements, the directors are required to:

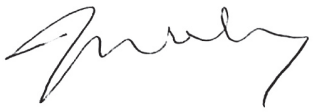
- select suitable accounting policies for the company financial statements and apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Website Publication

The Directors are responsible for ensuring the Annual Report and the financial statements are made available on a website. Financial statements are published on Amryt's website in accordance with legislation in the UK governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of Amryt's website is the responsibility of the Directors.

This report was approved by the Board on 7 January 2022 and signed on its behalf by:



Joe Wiley
Director

Independent auditor's report to the members of Amryt Pharma plc

Opinion

We have audited the financial statements of Amryt Pharma plc (the 'Company'), which comprise the Statement of comprehensive income/loss, the Balance sheet, the Statement of cash flows, the Statement of changes in equity for the period ended 31 December 2020, and the related notes to the financial statements, including the summary of significant accounting policies.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and accounting standards issued by the Financial Reporting Council including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, Amryt Pharma Plc financial statements:

- give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice of the assets, liabilities and financial position of the Company as at 31 December 2020 and of its financial performance and cash flows for the period then ended; and
- have been properly prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ('ISAs (UK)') and applicable law. Our responsibilities under those standards are further described in the 'Responsibilities of the auditor for the audit of the financial statements' section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, namely FRC's Ethical Standard and the ethical pronouncements established by Chartered Accountants Ireland, applied as determined to be appropriate in the circumstances for the Company. We have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the Company's ability to continue as a going concern basis of accounting included:

- Evaluating management's future cash flow forecasts, the process by which they were prepared, and assessing whether the calculations are mathematically accurate;
- Challenging the underlying key assumptions incorporated into the Company's cash flow forecasts;

Independent auditor's report to the members of Amryt Pharma plc (continued)

Conclusions relating to going concern (continued)

- Regarding revenue projections, challenging the estimates made by management by assessing whether the estimates regarding sales forecasts and sales prices are in line with historical revenues to date and current contracts in place;
- Challenging the sensitivities and stress testing that management performed on the cash flow forecasts; and
- Assessing the adequacy of the disclosures with respect to the going concern assertion including review of post year end management information for 12 months post the financial statements signing date.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit, and the directing of efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and therefore we do not provide a separate opinion on these matters.

Overall audit strategy

We designed our audit by determining materiality and assessing the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements , for example, in respect of significant accounting estimates that involved making assumptions and considering future events. We also addressed the risk of management override of internal controls, including evaluating whether there was any evidence of potential bias that could result in a risk of material misstatement due to fraud.

Based on our considerations as set out below, our areas of focus included:

- Valuation of Contingent Value Rights (CVRs).

How we tailored the audit scope

Amryt Pharma plc is a global commercial-stage biopharmaceutical company focused on acquiring, developing and commercialising innovative treatments to help improve the lives of patients with rare and orphan diseases. The Company is incorporated in England and Wales and is listed on National Association of Securities Dealers Automated Quotations (NASDAQ) Global Select Market under the symbol AMYT and is also trading on the Alternative Investment Market of the London Stock Exchange.

Independent auditor's report to the members of Amryt Pharma plc (continued)

Key audit matters (continued)

How we tailored the audit scope (continued)

We tailored the scope of our audit taking into account the areas where the risk of misstatement was considered material to the Company, the nature and structure of the Company's business and the industry in which they operate.
In establishing the overall approach to our audit, we assessed the risk of material misstatement at Company level, taking into account the nature, likelihood and potential magnitude of any misstatement. As part of our risk assessment, we considered the control environment in place at Amryt Pharma plc.

Materiality and audit approach

The scope of our audit is influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, such as our understanding of the Company and their environment, the history of misstatements, the complexity of the Company and the reliability of the control environment, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and on the financial statements as a whole.
Based on our professional judgement, we determined materiality at 1% of total equity/net assets. The Company is not in itself profit-oriented. The strength of the balance sheet is the key measure of financial health that is important to shareholders.

We set performance materiality at a lower level than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements. Performance materiality was set at 65% of materiality for the 2020 audit. In determining performance materiality, we have considered our risk assessment, including our assessment of the Company's overall control environment. This is to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements in the financial statements exceeds materiality for the financial statements as a whole.

We agreed with the audit committee that we would report to them misstatements identified during our audit above 5% of materiality as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Significant matter identified

The risks of material misstatement that had the greatest effect on our audit, including the allocation of our resources and effort, are set out below as significant matters together with an explanation of how we tailored our audit to address these specific areas in order to provide an opinion on the financial statements as a whole. This is not a complete list of all risks identified by our audit.

Description of significant matter	Our responses to significant matter	Key observations communicated to the Audit Committee
Valuation of Contingent Value Rights (CVRs) On 23 September 2019 (prior to, but in conjunction with, the acquisition of Aegerion on 24 September 2019),	We obtained an understanding of management's accounting process and controls relevant to the valuation of CVRs.	We completed our planned audit procedures. After an adjustment was made to the financial statements, taking account

Independent auditor's report to the members of Amryt Pharma plc (continued)

Description of significant matter	Our responses to significant matter	Key observations communicated to the Audit Committee
Amryt issued CVRs amounting to $85 million to existing shareholders and option holders of Amryt. The contingent value rights arising on these transactions are payable on achieving certain regulatory and revenue milestones. As at 31 December 2020, the CVR liability in the Company Statement of financial position was valued at $49.355 million and $3.518 million non-cash finance gain was included in the Company statement of comprehensive income/loss, to reflect the amortised cost of CVR liability as at 31 December 2020. The amortised cost of CVR liability represents the present value of the re-estimated future contractual cash flows as at 31 December 2020. Amryt management engaged an external valuation specialist to estimate the expected cash flows to arise based on certain assumptions. The key assumptions include payment amounts, expected timing of achievement of the regulatory approvals, probability of payments, forecasted revenue and applicable discount rates. The valuation method and the assumptions used involved a degree of complexity and further involved significant judgement and estimates. The existence of significant estimation uncertainty warrants significant audit attention. Refer to note 5 of the financial statements for further details.	We reviewed and analysed the CVR related agreements and verified whether the conditions are correctly reflected in the valuation of the CVR liability. We evaluated the Company's assumptions and judgements applied in the assessment of the valuation of the CVRs through review of the reasonableness of the inputs and assumptions used in the model which included but not limited to cash flows, budgeted revenue growth, discount rates and probability factors. We involved our internal valuation specialists within the engagement team to assist in the review of the appropriateness of the discount rates applied in the valuation model. We performed integrity and mathematical accuracy checks on the model as well as performing sensitivity analysis to determine the reasonableness of the input and output variables in the model. We assessed the adequacy of the financial statements disclosures in respect of this transaction.	of the re-estimated future cash flows following a post balance sheet event on 23 November 2021, as described in note 19 to the financial statements, we are satisfied that the carrying value of the CVRs is not materially misstated.

Independent auditor's report to the members of Amryt Pharma plc (continued)

Other information

Other information comprises information included in the annual report, other than the financial statements and our auditor's report thereon, such as Strategic report, Corporate governance report, Directors' remuneration report and Directors' report. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.
In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies in the financial statements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.
We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and their environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic report and the Directors' report. We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept for our audit; or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements and the part of the Directors' remuneration report to be audited are not in agreement with the accounting records; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Independent auditor's report to the members of Amryt Pharma plc (continued)

Responsibilities of management and those charged with governance for the financial statements

As explained more fully in the Directors' responsibilities section of the Directors' report, management is responsible for the preparation of the financial statements which give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 101, and for such internal control as directors determine necessary to enable the preparation of financial statements are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Responsibilities of the auditor for the audit of the financial statements

The objectives of an auditor are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes their opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
A further description of an auditor's responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Independent auditor's report to the members of Amryt Pharma plc (continued)

Responsibilities of the auditor for the audit of the financial statements (continued)

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatement in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK). The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Based on our understanding of the Company's industry, we identified that the principal risks of non-compliance with laws and regulations related to NASDAQ and AIM stock exchange listing rules, data privacy law, employment law, environmental regulations, health & safety, sales and marketing of pharmaceutical products and other laws and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and UK tax legislation.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate financial performance and management bias through judgements and assumptions in significant accounting estimates, in particular in relation to significant one-off or unusual transactions. We apply professional scepticism through the audit to consider potential deliberate omission or concealment of significant transactions, or incomplete/inaccurate disclosures in the financial statements.

In response to these principal risks, our audit procedures included but were not limited to:

- inquiries of board, risk and compliance and legal functions and the Audit Committee on the policies and procedures in place regarding compliance with laws and regulations, including consideration of known or suspected instances of non-compliance and whether they have knowledge of any actual, suspected or alleged fraud;
- inspection of the Company's regulatory and legal correspondence and review of minutes of board of directors' meetings during the year to corroborate inquiries made;
- gaining an understanding of the internal controls established to mitigate risk related to fraud;
- discussion amongst the engagement team in relation to the identified laws and regulations and regarding the risk of fraud, and remaining alert to any indications of non-compliance or opportunities for fraudulent manipulation of financial statements throughout the audit;
- identifying and testing journal entries to address the risk of inappropriate journals and management override of controls;
- designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing;
- challenging assumptions and judgements made by management in their significant accounting estimates, including the valuation of contingent value rights and impairment review of investments in subsidiaries;
- review of the financial statements disclosures to underlying supporting documentation and inquiries of management; and

Independent auditor's report to the members of Amryt Pharma plc (continued)

Responsibilities of the auditor for the audit of the financial statements (continued)

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud (continued)

- assessing the appropriateness of the collective competence and capabilities of the engagement team including consideration of the engagement team's: (i) understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation (ii) knowledge of the industry in which the client operates (iii) understanding of the legal and regulatory requirements specific to the entity.

The primary responsibility for the prevention and detection of irregularities including fraud rests with those charged with governance and management. As with any audit, there remains a risk of non-detection or irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or override of internal controls.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Company's members, as a body, in accordance with chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the parent company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Stephen Murray (Senior Statutory Auditor)
For and on behalf of
Grant Thornton
Chartered Accountants & Statutory Auditors

Dublin
Ireland

Date: 7 January 2022

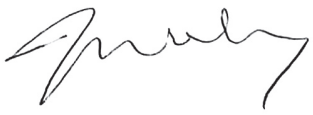
Amryt Pharma plc
Statement of Comprehensive Income/Loss
For the period ended 31 December 2020

	Note	Period ended 31 December 2020	Period ended 31 July 2020
		US$'000	US$'000
Revenue	3	2,945	10,013
Selling, general and administrative expenses		(3,967)	(6,309)
Restructuring and acquisition costs	5	(12)	(7,800)
Share based payment expenses	4	(158)	(25)
Operating loss before finance expense	6	(1,192)	(4,121)
Non-cash contingent value rights gain/(loss)	5	3,518	(4,972)
Profit/(loss) on ordinary activities before taxation		2,326	(9,093)
Tax charge on profit/loss on ordinary activities	8	—	—
Profit/(loss) for the period attributable to the equity holders of the Company		2,326	(9,093)
Exchange translation differences which may be reclassified through profit or loss		—	—
Total other comprehensive income		—	—
Total comprehensive income/(loss) for the period attributable to the equity holders of the Company		2,326	(9,093)
Profit/(loss) per share			
Profit/(loss) per share - basic and diluted, attributable to ordinary equity holders of the parent (US$)	9	0.01	(0.07)

Amryt Pharma plc
Balance sheet
As at 31 December 2020

	Note	As at 31 December 2020 US$'000	As at 31 July 2020 US$'000
Assets			
Non-current assets			
Investment in subsidiaries	18	341,935	283,238
Total non-current assets		341,935	283,238
Current assets			
Other debtors	10	11,135	53,917
Cash at bank and in hand	11	38,364	1,800
Total current assets		49,499	55,717
Total assets		391,434	338,955
Capital, reserves and creditors			
Capital and reserves			
Called up share capital	12	13,851	12,221
Share premium account	12	51,408	9,293
Other reserves	12	265,014	269,692
Profit and loss account		(6,767)	(9,093)
Total capital and reserves		323,506	282,113
Creditors: amounts falling due after more than one year			
Contingent value rights	5	49,355	52,873
Total creditors: amounts falling due after more than one year		49,355	52,873
Creditors: amounts falling due within one year			
Trade and other creditors	14	18,573	3,969
Total creditors: amounts falling due within one year		18,573	3,969
Total creditors		67,928	56,842
Total capital, reserves and creditors		391,434	338,955

The Financial Statements set out on pages 44 to 71 were approved and authorised for issue by the Directors on 7 January 2022.
They are signed on the Board's behalf by:



Joe Wiley
Director

Company Number:
12107859

Amryt Pharma plc
Statement of Cash Flows
For the period ended 31 December 2020

	Note	Period ended 31 December 2020	Period ended 31 July 2020
		US$'000	US$'000
Cash flows from operating activities			
Profit/(loss) on ordinary activities after taxation		2,326	(9,093)
Share based payment expenses	4	158	25
Non-cash contingent value rights (gain)/loss	5	(3,518)	4,972
Movements in working capital and other adjustments:			
Change in other debtors	10	(13,277)	(54,968)
Change in trade and other creditors	14	12,948	3,969
Net cash flow used in operating activities		(1,363)	(55,095)
Cash flow from financing activities			
Proceeds from issue of equity instruments, net of expenses	12	37,927	56,895
Net cash flow from financing activities		37,927	56,895
Net change in cash at bank and in hand		36,564	1,800
Cash at bank and in hand at beginning of the period		1,800	—
Restricted cash at end of the period	11	—	—
Cash at bank available on demand at end of the period	11	38,364	1,800
Total cash at bank and in hand at end of the period	11	38,364	1,800

Amryt Pharma plc
Statement of Changes in Equity
For the period ended 31 December 2020

	Note	Called up Share capital US$'000	Share premium account US$'000	Warrant reserve US$'000	Treasury shares US$'000	Share based payment reserve US$'000	Equity component of convertible notes US$'000	Other distributable reserves US$'000	Profit and loss account US$'000	Total US$'000
Balance at date of incorporation		—	—	—	—	—	—	—	—	—
Loss for the period		—	—	—	—	—	—	—	(9,093)	**(9,093)**
Total comprehensive loss		—	—	—	—	—	—	—	(9,093)	**(9,093)**
Transactions with owners										
Issue of shares in consideration of acquisition of Amryt Pharma Holdings Limited	12	3,974	91,350	—	—	—	—	—	—	**95,324**
Issue of shares and warrants in consideration of Aegerion Acquisition	12	5,759	132,392	14,464	—	—	—	—	—	**152,615**
Issue of shares and warrants in equity fund raise	12	2,059	47,338	10,603	—	—	—	—	—	**60,000**
Issue costs associated with September 2019 equity fund raise	12	—	(2,575)	(530)	—	—	—	—	—	**(3,105)**
Issue of convertible notes	13	—	—	—	—	—	29,210	—	—	**29,210**
Issue of contingent value rights	5	—	—	—	—	—	—	(47,902)	—	**(47,902)**
Transfer to distributable reserves	12	—	(268,505)	—	—	—	—	268,505	—	**—**
Treasury shares acquired in consideration for additional warrants	12	—	—	7,534	(7,534)	—	—	—	—	**—**
Issue of shares in exchange for warrants in December 2019	12	126	2,422	(2,548)	—	—	—	—	—	**—**
Issue of shares in exchange for warrants in July 2020	12	303	6,871	(7,174)	—	—	—	—	—	**—**
Share based payment reserve acquired pursuant to scheme of arrangement	4	—	—	—	—	2,763	—	—	—	**2,763**
Share based payment	4	—	—	—	—	2,358	—	—	—	**2,358**
Share based payment – lapsed		—	—	—	—	(57)	—	—	—	**(57)**
Total transactions with owners		12,221	9,293	22,349	(7,534)	5,064	29,210	220,603	—	**291,206**
Balance at 31 July 2020		**12,221**	**9,293**	**22,349**	**(7,534)**	**5,064**	**29,210**	**220,603**	**(9,093)**	**282,113**
Profit for the period		—	—	—	—	—	—	—	2,326	**2,326**
Total comprehensive income		—	—	—	—	—	—	—	**2,326**	**2,326**
Transactions with owners										
Issue of shares in exchange for warrants	12	327	7,260	(7,587)	—	—	—	—	—	**—**
Issue of shares in equity fund raise	12	1,303	38,697	—	—	—	—	—	—	**40,000**
Issue costs associated with equity fund raise	12	—	(3,848)	—	—	—	—	—	—	**(3,848)**
Issue of treasury shares for share options exercised	12	—	6	—	113	—	—	—	—	**119**
Share based payment	4	—	—	—	—	2,799	—	—	—	**2,799**
Share based payment - lapsed		—				(3)	—	—	—	**(3)**
Total transactions with owners		1,630	42,115	(7,587)	113	2,796	—	—	—	**39,067**
Balance at 31 December 2020		**13,851**	**51,408**	**14,762**	**(7,421)**	**7,860**	**29,210**	**220,603**	**(6,767)**	**323,506**

1. General information

Amryt is a global commercial-stage biopharmaceutical company focused on acquiring, developing and commercializing innovative treatments to help improve the lives of patients with rare and orphan diseases. Amryt comprises a strong and growing portfolio of commercial and development assets.

As used herein, references to "we," "us," "Amryt" or the "Group" in these financial statements shall mean Amryt Pharma plc and its global subsidiaries, collectively. References to the "Company" in these financial statements shall mean Amryt Pharma plc.

Amryt Pharma plc (formerly named Amryt Pharma Holdings Limited) was incorporated, under the Companies Act 2006, on 17 July 2019 and is a public company limited by shares with company number 12107859. The Company is listed on National Association of Securities Dealers Automated Quotations ("NASDAQ") (ticker: AMYT) and the Alternative Investment Market ("AIM") market of the London Stock Exchange (ticker: AMYT).

Amryt acquired Chiasma, Inc. ("Chiasma") in August 2021. The combined company will be a global leader in rare and orphan diseases with three on-market commercial products, a global commercial and operational footprint and a significant development pipeline of therapies with the financial flexibility to execute its growth plans. Amryt's commercial business comprises three orphan disease products – metreleptin (Myalept®/ Myalepta®); oral octreotide (Mycapssa®); and lomitapide (Juxtapid®/ Lojuxta®).

Amryt's lead development candidate, Oleogel-S10 (Filsuvez®) is a potential treatment for the cutaneous manifestations of Junctional and Dystrophic Epidermolysis Bullosa ("EB"), a rare and distressing genetic skin disorder affecting young children and adults for which there is currently no approved treatment. Filsuvez® has been selected as the brand name for Oleogel-S10. The product does not currently have regulatory approval to treat EB but has been submitted to the FDA for approval and in June 2021, Amryt received confirmation from the FDA that its NDA for Oleogel-S10 had been accepted and granted priority review. The FDA also set a target PDUFA date of 28 February, 2022. In Europe, a MAA for Oleogel-S10 was accepted for assessment by the EMA in March 2021.

On 22 November 2021, Amryt announced its intention to cancel the admission of its ordinary shares to trading on the Alternative Investment Market on the London Stock Exchange ("AIM") with effect from 11 January 2022. The last day of trading of AIM will be 10 January 2022. Amryt will retain its listing on the Nasdaq Global Select Market ("Nasdaq") of American Depositary Shares, each representing five Ordinary Shares (the "ADSs"), under its existing ticker symbol "AMYT".

The Group has previously issued audited consolidated financial statements for the twelve months ended 31 December 2019 and 31 December 2020 for the Company and its 31 subsidiaries. Section 405 (3) (b) of the Companies Act 2006, when read together with section 402, allows for company only accounts to be prepared in extremely rare circumstances when the information necessary for the preparation of group accounts cannot be obtained without disproportionate expense or undue delay. The Company considers that completing audited consolidated financial statements for the five month period ended 31 December 2020 falls within this exception as audited group accounts for the twelve month periods 31 December 2019 and 31 December 2020 have already been published and the situation with the ongoing pandemic will hinder the ability to conduct an additional group audit for the period to 31 December 2020 given the need to work remotely and the estimated time and cost to conduct an additional audit. Therefore, these financial statements present information about the parent company only and not about its group.

The financial statements were authorised for issue by the Company's Board of Directors on 7 January 2022.

2. Accounting policies

Basis of preparation

These statutory financial statements of the Company have been prepared in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") applicable in the United Kingdom and with the Companies Act 2006.

On 13 January 2022, the Company filed a notification with the Companies House that it had changed its accounting reference date from 31 July to 31 December, thereby shortening the reporting period to five months. Due to this change in financial year end during the period, the financial statements, which is the first following this change, covers a five-month period from 1 August 2020 and ending on 31 December 2020.

The financial statements have been prepared on a historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

In these financial statements the Company has applied the exception available under FRS 101 in respect of the effects of new but not yet effective IFRSs and the requirements of paragraph 17 of IAS 24 *Related Party Disclosures*.

Basis of going concern

Having considered the Company's current financial position and cash flow projections, the Board of Directors believes that the Company will be able to continue in operational existence for at least the next 12 months from the date of approval of these financial statements and that it is appropriate to continue to prepare the financial statements on a going concern basis.

As part of their inquiries, the Board of Directors reviewed budgets, projected cash flows, and other relevant information for a period not less than 12 months from the date of approval of the financial statements for the period ended 31 December 2020.

Key considerations for the directors in assessing the going concern assumption is the impact of acquisitions that deliver growth in Amryt's business and the availability of raising funds on stock exchanges to support its objectives.

In 2019, the Group completed the acquisition of Aegerion Pharmaceuticals, Inc. ("Aegerion") and raised $60 million in new equity before costs. The acquisition of Aegerion has given Amryt an expanded commercial footprint to market two US and EU approved products and contributed to the significant growth of the Group since its acquisition in 2019. On 5 August 2021 Amryt closed the proposed acquisition of Chiasma, Inc. which was announced earlier in 2021. The announcement outlined that Amryt had signed a definitive agreement to acquire Chiasma, Inc. in an all stock combination, and the acquisition represented another significant step forward for Amryt as a global leader in rare and orphan diseases.

In 2020, Amryt Pharma plc listed on the Nasdaq Global Select Market and completed the private placement of American Depositary Shares ("ADS"). On 8 December 2020, Amryt Pharma plc announced the private placement of 3,200,000 ADS, each representing five ordinary shares, at a price of $12.50 per ADS yielding gross proceeds of $40 million. The proceeds were for working capital and general corporate purposes as well as to potentially acquire, in-license or invest in rare disease technologies, products, businesses, or assets.

The Directors consider that the Company has adequate resources to continue in business for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Financial Statements.

Presentation of balances

The financial statements are presented in U.S. dollars ("US$"), rounded to the nearest thousand, which is the functional currency of the Company.

Any differences which arose due to the change in reporting currency have been posted to the currency translation reserve.

The following table discloses the major exchange rates of those currencies other than the functional currency of US$ that are utilised by the Company:

Foreign currency units to 1 US$	€	£	CHF	SEK	NOK	DKK
Average period to 31 December 2020	0.8422	0.7612	0.9076	8.6834	9.0401	6.2688
At 31 December 2020	0.8141	0.7365	0.8829	8.1885	8.5671	6.0570

Foreign currency units to 1 US$	€	£	CHF	SEK	NOK	DKK
Average period to 31 July 2020	0.9032	0.7931	0.9727	9.6115	9.4284	6.7419
At 31 July 2020	0.8482	0.7677	0.9121	8.7383	9.0885	6.3130

(€ = Euro; £ = Pounds Sterling, CHF = Swiss Franc, SEK = Swedish Kroner, NOK = Norwegian Kroner, DKK = Danish Kroner)

Critical accounting judgements and key sources of estimation uncertainty

In preparing these financial statements in conformity with FRS 101, management is required to make judgements, estimates and assumptions that affect the application of policies and amounts reported in the financial statements and accompanying notes. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The critical accounting policies which involve significant estimates, assumptions or judgements, the actual outcome of which could have a material impact on the Company's results and financial position outlined below, are as follows:

Valuation of contingent value rights ("CVRs")

The Company issued CVRs for payments to its shareholders based on the occurrence of two milestones related to Oleogel-S10, its pipeline product. The CVRs have pre-determined payouts, based on the occurrence of a future event. If the event does not occur, the CVR expires as worthless. The fair value of the CVRs is estimated based on the following key assumptions:

- expected timing of achievement of the two milestones (U.S. Food and Drug Administration ("FDA") approval and European Medicines Agency approval) related to Oleogel-S10;
- probabilities of successful launch of Oleogel-S10;
- revenue forecast related to Oleogel-S10; and
- the appropriate discount rate selected to measure the risks inherent in the future cash flows.

The Company believes the fair value of the CVRs is based upon reasonable estimates and assumptions given the facts and circumstances as of the valuation date. A detailed discussion of the methodology applied and key input assumptions used by the Company is provided in Note 5, *Business combinations and asset acquisitions*, to the financial statements.

Impairment of investments in subsidiaries
At each reporting date, the Company reviews the carrying amounts of its investment in subsidiaries. If any such indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed. The assessment involves a number of estimates and assumptions such as discount rates and risks affecting the pharmaceutical industry and other risks specific to the Company and subsidiaries. Refer to Note 18, *Investments in subsidiaries*, for further details.

Principal accounting policies

Principal accounting policies are summarised below. They have been consistently applied throughout the period covered by the financial statements.

Revenue recognition

The Company provides management services to group subsidiaries, the revenue is recognised at a point in time when the Company satisfies performance obligations by providing services to group subsidiaries. Revenue is measured at the fair value of the consideration received, excluding discounts and value added tax.

Financial instruments

Recognition and derecognition

Financial instruments are classified on initial recognition as financial assets, financial liabilities or equity instruments in accordance with the substance of the contractual arrangement. Financial instruments are initially recognised when the Company becomes party to the contractual provisions of the instrument. Financial assets are de-recognised when the contractual rights to the cash flows from the financial asset expire or when the contractual rights to those assets are transferred. Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired.

Classification and initial measurement of financial assets

Debtors are measured at the transaction price in accordance with IFRS 15. All financial assets are initially measured at fair value adjusted for transaction costs, if any.

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost;
- fair value through profit or loss ("FVTPL"); and
- fair value through other comprehensive income ("FVOCI").

The Company did not have any financial assets categorised as FVTPL or FVOCI as at 31 December 2020. The classification is determined by both:

- the Company's business model for managing the financial asset; and
- the contractual cash flow characteristic of the financial asset.

Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash at bank and in hand and intercompany receivables fall into this category of financial instruments.

Cash at bank and in hand

Cash comprises cash on hand and bank balances. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, which are subject to an insignificant risk of changes in value and have a maturity of three months or less at the date of acquisition.

Other debtors

Other debtors represent the Company's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due).

Impairment of financial assets

The Company recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For other debtors, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date when applicable. The Company assesses ECL based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Financial liabilities are categorised as "fair value through profit or loss" or "other financial liabilities measured at amortised cost using the effective interest method."

Trade and other creditors

Trade and other creditors are initially measured at their fair value and are subsequently measured at their amortised cost using the effective interest rate method except for short-term payables when the recognition of interest would be immaterial.

Convertible notes

Convertible notes are first assessed to determine classification as a financial liability or equity instrument for the financial instrument as a whole and components thereof. The initial carrying amount of a compound financial instrument is allocated to its equity and liability components.

The two components are evaluated first by measuring the fair value of the liability component. The fair value of the liability component is assessed using a discounted cash flow calculation based on the future contractual cash flows in the contract which are discounted at an estimated market prevailing rate of interest an identical financial instrument without a conversion feature would be subject to. The equity component is measured by determining the residual of the fair value of the instrument less the estimated fair value of the liability component.

The liability component is carried at amortised cost. Interest is calculated by applying the estimated prevailing market interest rate at the time of issue. The equity component is recognised in equity and is not subsequently remeasured.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Foreign currency translation

Presentation currency

The Company translates foreign currency transactions into its presentational currency, US$, as described in "Presentation of balances" above.

Functional currency
The Company's functional currency is US$.

The Company translates foreign currency transactions into its presentational currency, which is US$, at the rate of exchange prevailing at the transaction date. Monetary assets and liabilities denominated in foreign currencies are translated into the presentational currency at the rate of exchange prevailing at the Balance Sheet date. Exchange differences arising are taken to the Statement of Comprehensive Income/Loss. Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Investments in subsidiaries
Investments in subsidiaries are stated at cost less impairment. At each reporting date, the Company reviews the carrying amounts of its investment in subsidiaries to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. Any impairment loss arising from the review is charged to the Statement of Comprehensive Income/Loss.

Taxes
Tax comprises current and deferred tax. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date and taking into account any adjustments stemming from prior years. Deferred tax assets or liabilities are recognised where the carrying value of an asset or liability in the Balance Sheet differs to its tax base and is accounted for using the Balance Sheet liability method. Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised.

In connection with business combinations, deferred tax balances are recognised if related to temporary differences and loss carry-forwards at the acquisition date or if they arise as a result of the acquisition and are measured in accordance with IAS 12 *Income Taxes*.

Share-based payments
The Company issues equity-settled awards as an incentive to certain senior management, employees and consultants. These equity-settled awards include employee share options and restricted share units ("RSUs").

The fair value of the equity-settled awards granted by the Company is recognised as an expense, for those that relate to awards granted to employees of the Company, and as an investment in subsidiary, for those awards granted that relate to employees of the Company's subsidiaries. The fair value is measured at grant date and spread over the period during which the awards vest.

For equity-settled share-based payment transactions, the goods or services received and the corresponding increase in equity are measured directly at the fair value of the goods or services received, unless that fair value cannot be estimated reliably. If it is not possible to estimate reliably the fair value of the goods or services received, the fair value of the equity instruments granted as calculated using the Black-Scholes model is used as a proxy. Share-based compensation for RSUs awarded to employees and directors is calculated based on the market value of the Company's shares on the date of award of the RSUs and the value of awards expected to vest is recognised as an expense over the requisite service periods. Forfeitures are estimated on the date of grant and revised if actual or expected forfeiture activity differs materially from original estimates.

The Company may issue warrants to key consultants, advisers and suppliers in payment or part payment for services or supplies provided to the Company. The fair value of warrants granted is recognised as an expense. The corresponding credits are charged to the share-based payment reserve. The fair value is measured at grant date and spread over the period during which the warrants vest. The fair value is measured using the Black-Scholes model if the fair value of the services received cannot be measured reliably.

The estimate of the fair value of services received is measured based on the Black-Scholes model using input assumptions, including weighted average share price, expected volatility, weighted average expected life and expected yield. The expected life of the options is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility is based on the historical volatility (calculated based on the expected life of the options).

Profit/Loss per share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the period and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

3. Revenue

The Company provides management services to group companies which are charged on an arms' length basis based on costs incurred by the Company with an appropriate mark-up applied.

	31 December 2020	31 July 2020
	US$'000	US$'000
Revenue	2,945	10,013
Total revenue	**2,945**	**10,013**

The Company's revenue disaggregated by geographical regions is as follows:

	31 December 2020	31 July 2020
	US$'000	US$'000
U.S.	1,325	3,307
EMEA	1,620	6,706
Total revenue	**2,945**	**10,013**

4. Share based payments

Following the Scheme of Arrangement associated with the acquisition of Aegerion in September 2019, options to purchase 4,308,800 shares and warrants to acquire 14,322,264 shares were assumed by the Company.

Under the terms of the Company's Employee Share Option Plan, options are granted to officers, consultants and employees of the Group at the discretion of the Remuneration Committee. A total of 425,000 share options were granted to employees in the period to 31 December 2020.

The terms and conditions of the grants are as follows, whereby all options are settled by physical delivery of shares:

Vesting conditions
The employee share options vest following a period of service by the officer or employee. The required period of service is determined by the Remuneration Committee at the date of grant of the options (usually the date of approval by the Remuneration Committee) and it is generally over a three-year period. There are no market conditions associated with the share option vesting periods.

Contractual life
The term of an option is determined by the Remuneration Committee provided that the term may not exceed a period of seven to ten years from the date of grant. All options will terminate 90 days after termination of the option holder's employment, service or consultancy with the Group except where a longer period is approved by the Board of Directors. Under certain circumstances involving a change in control of the Group, certain options will automatically accelerate and become exercisable in full as of a date specified by the Board of Directors.

Outstanding warrants at 31 December 2020 consisted of 8,966,520 zero cost warrants with no expiration date that were issued to Aegerion creditors in connection with the acquisition of Aegerion (31 July 2020: 13,196,273). The remaining warrants consisting of 345,542 warrants were issued in connection with the admission to the AIM in 2016 ("the 2016 Warrants") (31 July 2020: 345,542).

The number and weighted average exercise price (in Sterling pence) of share options and warrants per ordinary share is as follows:

	Share Options		Warrants	
	Units	Weighted average exercise price (Sterling pence)	Units	Weighted average exercise price (Sterling pence)
Assumed on acquisition of Aegerion	4,308,800	102.57p	14,322,264	0.03p
Granted	14,222,400	127.21p	4,864,656	—
Lapsed	(129,599)	101.1p	—	—
Exercised	—	—	(5,645,105)	—
Outstanding at 31 July 2020	**18,401,601**	**121.62p**	**13,541,815**	**0.04p**
Exercisable at 31 July 2020	**3,054,395**	**107.19p**	**13,541,815**	**0.04p**
Balance at 1 August 2020	18,401,601	121.62p	13,541,815	0.04p
Granted	425,000	172.96p	—	—
Lapsed	—	—	—	—
Exercised	(72,953)	120.72p	(4,229,753)	—
Outstanding at 31 December 2020	18,753,648	122.79p	9,312,062	0.05p
Exercisable at 31 December 2020	5,866,152	114.24p	9,312,062	0.05p

Fair value is estimated at the date of grant using the Black-Scholes pricing model, taking into account the terms and conditions attached to the grant. The following are the inputs to the model for the equity instruments assumed following the Scheme of Arrangement and granted during the period:

	31 December 2020 Options Inputs	31 December 2020 Warrant Inputs	31 July 2020 Options Inputs	31 July 2020 Warrant Inputs
Days to Expiration	**2,555**	—	**2,555**	—
Volatility	**33% - 47%**	—	**33% - 48%**	—
Risk free interest rate	**0.39% - 0.46%**	—	**0.38% - 0.46%**	—
Share price at grant	**123.5p – 178.9p**	—	**121.5p – 178.9p**	—

In the period ended 31 December 2020, a total of 425,000 share options exercisable at a weighted average price of £1.73 were granted. The fair value of share options granted in the period ended 31 December 2020 was £735,070/US$998,094. In the period ended 31 July 2020, a total of 14,222,400 share options exercisable at a weighted average price of £1.27 were granted. The fair value of share options granted in the period ended 31 July 2020 was £18,092,227/US$22,812,101.

The share options outstanding as at 31 December 2020 have a weighted remaining contractual life of 5.45 years with exercise prices ranging from £0.76 to £1.79. The share options outstanding as at 31 July 2020 have a weighted remaining contractual life of 5.85 years with exercise prices ranging from £0.76 to £1.79.

The 2016 Warrants outstanding as at 31 December 2020 have a weighted remaining contractual life of 0.3 years with an exercise price of £1.44. The 2016 Warrants outstanding as at 31 July 2020 have a weighted remaining contractual life of 0.72 years with an exercise price of £1.44.

The Company grants rights to its shares under the share-based payment arrangements with directors of the Company and employees of the Group. For the share options of the directors of the Company the share-based payment is recognised in equity with a corresponding expense recognised in the Company Statement of Comprehensive Income/Loss. For the share options and RSUs of employees that are not employed by the Company, the Company recognises the share-based payment in equity with a corresponding increase in the investment in subsidiary in the Company Statement of Financial Position.

The value of share options charged to the Statement of Comprehensive Profit/Loss during the period is as follows:

	31 December 2020	31 July 2020
	US$'000	US$'000
Share option expense	158	25
Total share option expense	**158**	**25**

5. Business combinations and asset acquisitions

Acquisition of Aegerion Pharmaceuticals

On 20 May 2019, Amryt entered into a Restructuring Support Agreement (as subsequently amended on 12 June 2019) and Plan Funding Agreement pursuant to which, among other matters, Amryt agreed to the acquisition of Aegerion Pharmaceuticals, Inc. ("Aegerion"), a former wholly-owned subsidiary of Novelion Therapeutics Inc. ("Novelion"). On 20 May 2019, Aegerion and its U.S. subsidiary, Aegerion Pharmaceuticals Holdings, Inc., filed voluntary petitions under Chapter 11 of Title 11 of the U.S. Code in the Bankruptcy Court. On 24 September 2019, Amryt completed the acquisition of Aegerion. Amryt acquired Aegerion upon its emergence from bankruptcy in an exchange for ordinary shares and zero cost warrants in Amryt. Amryt issued 85,092,423 effective shares at US$1.793 per share, which is made up of 77,027,423 ordinary shares and 8,065,000 zero cost warrants, to acquire Aegerion for a value of US$152,615,000.

The Company believes that the acquisition of Aegerion has enabled the Group to advance the Group's ambition to create a global leader in rare and orphan diseases with a diversified offering of multiple development-stage and commercial assets and provides it with scale to support further growth.

As part of the acquisition of Aegerion, it was agreed, for certain Aegerion creditors who wished to restrict their percentage share interest in Amryt's issued share capital, to issue to the relevant Aegerion creditor, as an alternative to Amryt's ordinary shares, an equivalent number of new zero cost warrants to subscribe for Amryt's ordinary shares to be constituted on the terms of the zero cost warrant. Refer to Note 15, *Related party transactions*, for further discussion.

Relevant Aegerion creditors are entitled at any time to exercise the zero cost warrants, at which point in time, the Company would issue to that Aegerion creditor the relevant number of fully paid ordinary shares in return for the exercise of the zero cost warrants. Each zero cost warrant entitles the holder thereof to subscribe for one ordinary share. The zero cost warrants constitute the Company's direct and unsecured obligations and rank *pari passu* and without any preference among themselves (save for any obligations to be preferred by law) at least equally with the Company's other present and future unsecured and unsubordinated obligations. The zero cost warrants are not transferable except with the Company's prior written consent.

On 14 November 2019, the Company repurchased a combined 4,864,656 ordinary shares from Highbridge Tactical Master Fund L.P., Highbridge SCF Special Situations SPV, L.P. and Nineteen77 Global Multi Strategy Alpha Master Limited. In exchange for the ordinary shares, these institutions were issued an equivalent number of zero cost warrants.

During the period, the Company incurred acquisition and restructuring related costs of US$12,000 relating to external legal fees, advisory fees, due diligence costs and severance costs (31 July 2020: US$ 7,800,000). These costs have been included in operating costs in the Statement of Comprehensive Income/Loss.

Contingent Value Rights

Related to the transaction, Amryt issued Contingent Value Rights ("CVRs") pursuant to which up to US$85,000,000 may become payable to Amryt's shareholders and optionholders, who were on the register prior to the completion of the acquisition on 20 September 2019, if certain approval and revenue milestones are met in relation Oleogel-S10, Amryt's lead product candidate. If any such milestone is achieved, Amryt may elect to pay the holders of CVRs by the issue of Amryt shares or loan notes. If Amryt elects to issue Loan Notes to holders of CVRs, it will settle such loan notes in cash 120 days after their issue. If none of the milestones are achieved, scheme shareholders and optionholders will not receive any additional consideration under the terms of the CVRs. In these circumstances, the value of each CVR would be zero.

The terms of the CVRs are as follows:

- The total CVR payable is up to US$85,000,000
- This is divided into three milestones which are related to the success of Oleogel-S10 (the Group's lead development asset)
- FDA approval
    - US$35,000,000 upon FDA approval
    - 100% of the amount due if approval is obtained before 31 December 2021, with a sliding scale on a linear basis to zero if before 1 July 2022
- EMA approval
    - US$15,000,000 upon EMA approval
    - 100% of the amount due if approval is obtained before 31 December 2021, with a sliding scale on a linear basis to zero if before 1 July 2022
- Revenue targets
    - US$35,000,000 upon Oleogel-S10 revenues exceeding US$75,000,000 in any 12-month period prior to 30 June 2024
- Payment can at the Board's discretion be in the form of either:
    - 120-day loan notes (effectively cash), or
    - Shares valued using the 30 day / 45-day VWAP.

The CVRs were contingent on the successful completion of the acquisition and, accordingly, have been based on fair value as at 24 September 2019. The CVRs have been classified as a financial liability in the Balance Sheet. The CVRs have been classified as a financial liability and debited to other distributable reserve.

Measurement of CVRs

As at 31 December 2020, the carrying value of the CVRs was US$49,355,000 (31 July 2020: US$52,873,000). The value of the potential pay out was calculated using the probability-weighted expected returns method. Using this method, the potential payment amounts were multiplied by the probability of achievement and discounted to present value. The probability adjusted present values took into account published orphan drug research data and statistics which were adjusted by management to reflect the specific circumstances applicable to Oleogel-S10. Discount rates of 10% and 16.5%, as applicable, were used in the calculation of the present value of the estimated contractual cash flows for the period ended 31 December 2020 (31 July 2020: 10% and 16.5%). Management was required to make certain estimates and assumptions in relation to revenue forecasts, timing of revenues and probability of achievement of commercialisation of Oleogel-S10. However, management notes that, due to issues outside their control (i.e. regulatory requirements and the commercial success of the product), the timing of when such revenue targets may occur may change. Such changes may have a material impact on the assessment of the expected cash flows of the CVRs.

Amryt reviews the expected cash flows on a regular basis as the discount on initial recognition is being unwound as financing expenses in the Statement of Comprehensive Income/Loss over the life of the obligation. It is reviewed on a quarterly basis and the appropriate gain or loss is booked in the Statement of Comprehensive Income/Loss on a quarterly basis.

The total non-cash gain recognised in the Statement of Comprehensive Income/Loss for the period ended 31 December 2020 was US$3,518,000 (31 July 2020: loss US$4,972,000).

6. Operating loss for the year

Operating loss for the period is stated after charging (crediting):

	31 December 2020	31 July 2020
	US$'000	US$'000
Fees payable to the Company's auditor for the audit of its financial statements	40	40
Share based payments (see Note 4)	158	25
Foreign exchange gains	(27)	(164)

7. Employees

Including the directors, the Company's average number of employees during the period was six. Further details on remuneration of the Company's directors and Company's employees are included in the Directors' Remuneration Report on page 26.

The directors consider the workforce as a whole and therefore the average number of employees by different categories is not considered relevant.

Aggregate remuneration comprised:

	31 December 2020	31 July 2020
	US$'000	US$'000
Directors' remuneration	194	319
Shared based payments (see Note 4)	158	25
Total employee costs	**352**	**344**

Aggregate remuneration attributable to the highest-paid director paid by the Company amounted to US$48,000. The directors of the Company held the following share options over shares of Amryt Pharma plc at 31 December 2020:

	31 December 2020		
Director	**Number**	**Exercise price**	**Expiration Date**
Joseph Wiley	6,437,460	£0.76 - £121.50p	28 November 2024 - 4 November 2026
Raymond T. Stafford	220,000	$2.25	9 July 2027
George P. Hampton, Jr.	220,000	$2.25	9 July 2027
Dr. Alain H. Munoz	220,000	$2.25	9 July 2027
Donald K. Stern	220,000	$2.25	9 July 2027
Dr. Patrick V.J.J. Vink	220,000	$2.25	9 July 2027
Stephen T. Wills	220,000	$2.25	9 July 2027

	31 July 2020		
Director	**Number**	**Exercise price**	**Expiration Date**
Joseph Wiley	6,437,460	£0.76 - £121.50p	28 November 2024 - 4 November 2026
Raymond T. Stafford	220,000	$2.25	9 July 2027
George P. Hampton, Jr.	220,000	$2.25	9 July 2027
Dr. Alain H. Munoz	220,000	$2.25	9 July 2027
Donald K. Stern	220,000	$2.25	9 July 2027
Dr. Patrick V.J.J. Vink	220,000	$2.25	9 July 2027
Stephen T. Wills	220,000	$2.25	9 July 2027

During the period ended 31 December 2020, there were no share options granted to directors of the Company. In the 12-month period ended 31 July 2020, a total of 220,000 share options were granted to each of Raymond T. Stafford, George P. Hampton, Jr., Dr. Alain H. Munoz, Donald K. Stern, Dr. Patrick V.J.J. Vink and Stephen T. Wills.

Further information on the compensation of key management personnel is included in Note 15, *Related party transactions*, of these financial statements.

8. Tax charge on profit/loss on ordinary activities

No tax charge has been included for the financial period as no taxable profits arise. A reconciliation of the profit/(loss) before tax multiplied by the standard rate of corporation tax in the UK of 19% is provided below:

	31 December 2020	31 July 2020
	US$'000	**US$'000**
Profit/(loss) before tax	2,326	(9,093)
Profit/loss multiplied by standard rate of corporation tax of 19%	442	(1,728)
Effect of:		
Non-taxable income	(676)	—
Non-deductible expenses	182	1,295
Losses unutilised	52	433
Total tax charge on loss on ordinary activities	—	—

The Company has tax losses of US$2,553,000 to carry forward against future profits. The deferred tax asset on these tax losses at 19% of US$485,000 has not been recognised due to the uncertainty over the time of recovery.

9. Profit/Loss per share - basic and diluted

The weighted average number of shares in the profit/loss per share ("LPS") calculation, reflects the weighted average total actual shares of Amryt Pharma plc in issue at 31 December 2020.

Issued share capital - ordinary shares of £0.06 each

	Number of shares	Weighted average shares
31 July 2020	158,498,887	126,846,702
31 December 2020	178,801,593	163,844,271

The calculation of profit/loss per share is based on the following:

	31 December 2020	31 July 2020
Profit/(loss) after tax attributable to equity holders of the Company (US$'000)	2,326	(9,093)
Weighted average number of ordinary shares in issue	163,844,271	126,846,702
Fully diluted average number of ordinary shares in issue	191,909,981	126,846,702
Basic and diluted profit/loss per share (US$)	0.01	(0.07)

Where a loss has occurred, basic and diluted LPS are the same because the outstanding share options and warrants are anti-dilutive. Accordingly, diluted LPS equals the basic LPS. The share options and warrants outstanding as at 31 December 2020 totalled 28,065,710 and are potentially dilutive (31 July 2020: 31,943,416).

10. Other debtors

	31 December 2020 US$'000	31 July 2020 US$'000
Accrued income and other debtors	2,289	89
VAT recoverable	75	104
Intercompany receivables	8,771	53,724
Other debtors	**11,135**	**53,917**

Intercompany receivables mainly relate to recharges of expenses incurred by the Company in providing management services to the wider Group. These intercompany receivables are on an interest free basis and repayable on demand. During the period ended 31 December 2020, no impairment charge was recognised.

11. Cash at bank and in hand

	31 December 2020 US$'000	31 July 2020 US$'000
Cash at bank available on demand	38,364	1,800
Total cash at bank and in hand	**38,364**	**1,800**

12. Capital and reserves

Details of the number of issued ordinary shares with a nominal value of Sterling 6 pence each are in the table below.

	Ordinary shares	Treasury shares
At date of incorporation	1	—
Issue of ordinary shares and warrants - 24 September 2019	157,718,437	—
Treasury shares acquired in consideration for additional warrants in November 2019	(4,864,656)	4,864,656
Issue of shares in exchange for warrants in December 2019	1,645,105	—
Issue of shares in exchange for warrants in July 2020	4,000,000	—
At 31 July 2020	158,498,887	4,864,656
At 1 August 2020	158,498,887	4,864,656
Issue of shares in exchange for warrants in September 2020	4,229,753	—
Issue of treasury shares for share options exercised in October 2020	72,953	(72,953)
Issue of shares in equity fund raise in December 2020	16,000,000	—
At 31 December 2020	178,801,593	4,791,703

The components of equity are detailed in the Statement of Changes in Equity and described in more detail below.

At 31 December 2020, there were a total number of ordinary shares issued at 31 December 2020 of 183,593,296 (31 July 2020: 163,363,543), including treasury shares of 4,791,703 (31 July 2020: 4,864,656).

In December 2020, the Company issued 3,200,000 American Deposit Shares ("ADSs"), each representing five ordinary shares, as part of a US$40,000,000 private placement equity raise to existing and new shareholders.

The Company issued 4,229,753 and 4,000,000 ordinary shares on 22 September 2020 and 15 July 2020, respectively, in exchange for certain warrants.

On 27 December 2019, the Company issued 1,645,105 shares to certain shareholders in consideration of warrants.

On November 14, 2019, the Company repurchased a combined 4,864,656 ordinary shares from certain shareholders. In exchange for the ordinary shares, these shareholders were issued an equivalent number of zero cost warrants

On 24 September 2019, the following equity issuances were conducted:

- 53,149,070 ordinary shares were issued for a consideration of $95,324,208 as part of a Company reorganisation whereby the Company was inserted above Amryt Pharma Holdings Ltd in consideration for the entire issued share capital of Amryt Pharma Holdings Limited.
- 77,027,423 ordinary shares and 8,065,000 warrants for a consideration of US$152,615,000 were issued as part of the Aegerion acquisition whereby the company acquired the entire share capital of Aegerion.
- 27,541,944 ordinary shares and 5,911,722 warrants were issued as part of a US$60,000,000 fund raising.

Share Capital
Share capital represents the cumulative par value arising upon issue of ordinary shares of Sterling 6 pence each.
The ordinary shares have the right to receive notice of, attend and vote at general meetings and participate in the profits of the Company.

Share Premium
Share premium represents the consideration that has been received in excess of the nominal value on issue of share capital net of issue costs and transfers to distributable reserves.

Warrant reserve
The warrant reserve represents zero cost warrants issued as part of the equity raise on 24 September 2019 net of issue costs apportioned to warrants issued and additional warrants issued to certain shareholders on 14 November 2019. Each warrant entitles the holder to subscribe for one ordinary share at zero cost. On 27 December 2019, the company issued 1,645,105 ordinary shares in consideration for certain warrants. The Company issued 4,000,000 and 4,229,753 ordinary shares on 15 July 2020 and 22 September 2020, respectively, in exchange for certain warrants.

Treasury Shares
On 14 November 2019, the Company repurchased a combined 4,864,656 ordinary shares from certain shareholders. In exchange for the ordinary shares, these shareholders were issued an equivalent number of zero cost warrants. These ordinary shares are now held as treasury shares. In October 2020, the Company issued 72,953 ordinary shares from treasury shares following the exercise of share options.

Share based payment reserve
Share based payment reserve relates to the charge for share based payments in accordance with IFRS 2.

Equity component of convertible notes
The equity component of convertible notes represents the equity component of the US$125,000,000 convertible debt and is measured by determining the residual of the fair value of the instrument less the estimated fair value of the liability component. The equity component is recognised in equity and is not subsequently remeasured.

Other distributable reserves
Other distributable reserves comprise the following:

- Distribution of the share premium amount on 6 November 2019 of US$268,505,000. By special resolution of the Company duly passed on 23 September 2019, in accordance with section 283 of the UK Companies Act 2006, it was resolved that the entire amount outstanding to the credit of the share premium account and capital redemption reserve of the Company be cancelled. The reduction in capital, amounting to US$268,505,000, representing the entire amount of share premium at that time, was approved by the High Court of Justice of England and Wales on 5 November 2019.
- A deemed distribution of US$47,902,000 arising from the issuance of CVRs.

Currency translation reserve
The currency translation reserve arises on the retranslation of non-U.S. dollar denominated foreign subsidiaries.

Accumulated deficit
Accumulated deficit represents losses accumulated in previous periods and the current period.

13. Convertible notes

As part of the acquisition, Aegerion issued convertible notes with an aggregate principal amount of US$125,000,000 to Aegerion creditors. Amryt Pharma plc granted rights to its equity instruments in the case of a potential conversion of these convertible notes that are settled with shares. As Amryt Pharma plc is considered to have invested in the convertible instrument that is issued by a subsidiary, in the Company standalone accounts, the equity element of this compound financial instrument is recognised as an investment by Amryt Pharma plc in Aegerion with a corresponding entry to equity. Refer to Note 15, *Related party transactions*, for further details.

The convertible notes are senior unsecured obligations and bear interest at a rate of 5.0% per year, payable semi-annually in arrears on 1 April and 1 October of each year, beginning on 1 April 2020. The convertible notes will mature on 1 April 2025, unless earlier repurchased or converted.

The convertible notes are convertible into Amryt's ordinary shares at a conversion rate of 386.75 ordinary shares per US$1,000 principal amount of the convertible notes. If the holders elect to convert the convertible notes, Aegerion can settle the conversion of the convertible notes through payment or delivery of cash, common shares, or a combination of cash and common shares, at its discretion. As a result of the conversion feature in the convertible notes, the convertible notes were assessed to have both a debt and an equity component. The two components were assessed separately and classified as a financial liability and equity instrument. The financial liability component was measured at fair value based on the discounted cash flows expected over the expected term of the notes using a discount rate based on a market interest rate that a similar debt instrument without a conversion feature would be subject to. Refer to Note 12, *Share capital and reserves*, for further details on the equity component of the convertible notes.

From 24 September 2019 until the close of business on the second scheduled trading day immediately preceding the maturity date, holders may convert all or any portion of their convertible notes, in multiples of US$1,000 principal amount, at the option of the holder.

The indenture does not contain any financial covenants or restrict the Group's ability to repurchase securities, pay dividends or make restricted payments in the event of a transaction that substantially increases the Group's level of indebtedness in certain circumstances.

The indenture contains customary terms and covenants and events of default. If an event of default (other than certain events of bankruptcy, insolvency or reorganisation involving Aegerion, Amryt and certain subsidiaries of the Group) occurs and is continuing, the trustee by notice to Aegerion, or the holders of at least 25% in principal amount of the outstanding convertible notes by written notice to Aegerion and the trustee, may declare 100% of the principal of and accrued and unpaid interest, if any, on all of the convertible notes to be due and payable. Upon such a declaration of acceleration, such principal and accrued and unpaid interest, if any, will be due and payable immediately. Upon the occurrence of certain events of bankruptcy, insolvency or reorganisation involving Aegerion, 100% of the principal and accrued and unpaid interest, if any, on the convertible notes will become due and payable automatically. Notwithstanding the foregoing, the indenture provides that, upon Aegerion's election, and for up to 180 days, the sole remedy for an event of default relating to certain failures by Aegerion to comply with certain reporting covenants in the indenture consists exclusively of the right to receive additional interest on the convertible notes. There have been no events of default or breaches of the covenants occurring for the period ended 31 December 2020 (31 July 2020: nil).

14. Trade and other creditors

	31 December 2020	31 July 2020
	US$'000	US$'000
Trade creditors	528	1,945
Accrued expenses	3,108	1,103
Intercompany payables	14,937	921
Trade and other creditors	**18,573**	**3,969**

The trade creditors and accruals for the Company mainly consist of costs related to audit, tax and professional services.

15. Related party transactions

Shares purchased by directors of the Company

The Chairman, Ray Stafford, purchased 918,273 and 300,100 Amryt ordinary shares as part of the interim fundraise in August 2019 and in March 2021, respectively. The executive director, Joe Wiley purchased 7,999 shares on the open market in January 2020.

Agreements with principal shareholders

Long term loan

On 24 September 2019, the Group entered into a long term loan. Proceeds from the long term loan were used to refinance Aegerion's existing secured bridge loan in the principal amount of approximately US$50,000,000 (in principal) held by certain funds managed by Athyrium Capital Management, LP and Highbridge Capital Management, LLC, respectively.

Convertible notes

On 24 September 2019, the Group issued US$125,000,000 aggregate principal amount of convertible notes due 2025 to certain creditors of Aegerion. The convertible notes bear interest at a rate of 5% per annum, payable in cash semi-annually. The convertible notes will mature approximately five and a half years after issuance, unless earlier repurchased, redeemed or converted. Further information on the terms of the convertible notes is included in Note 13, *Convertible notes*, of these financial statements.

Zero Cost Warrants

The Company agreed, for certain Aegerion creditors who wished to restrict their percentage share interest in Amryt's issued share capital, to issue to the relevant Aegerion creditor, as an alternative to Amryt ordinary shares, an equivalent number of new zero cost warrants to subscribe for Amryt ordinary shares to be constituted on the terms of the zero cost warrant. The relevant Aegerion creditors are entitled at any time to exercise the zero cost warrants, at which point in time the Company would issue to that Aegerion creditor the relevant number of fully paid ordinary shares in return for the exercise of the zero cost warrants.

On 24 September 2019, certain of Aegerion's creditors elected to receive 8,065,000 zero cost warrants to subscribe for Amryt ordinary shares as consideration for the acquisition. Separately 5,911,722 warrants were issued to investors in connection with the US$60,000,000 equity raise.

On 14 November 2019, the Company repurchased a combined 4,864,656 ordinary shares from Highbridge Tactical Master Fund L.P., Highbridge SCF Special Situations SPV, L.P. and Nineteen77 Global Multi Strategy Alpha Master Limited. In exchange for the ordinary shares, these institutions were issued an equivalent number of zero cost warrants. Each warrant entitles the holder to subscribe for one ordinary share at zero cost. These ordinary shares are now held as treasury shares. On 27 December 2019, Highbridge MSF International Ltd exercised 1,645,105 zero cost warrants in exchange for 1,645,105 ordinary shares.

In July 2020, Highbridge Tactical Master Fund L.P. exercised 4,000,000 zero cost warrants in exchange for 4,000,000 ordinary shares. In September 2020, Nineteen77 Global Multi Strategy Alpha Master Limited exercised 4,229,753 zero cost warrants in exchange for 4,229,753 ordinary shares.

16. Fair value measurement and financial risk management

Categories of financial instruments

	31 December 2020 US$'000	31 July 2020 US$'000
Financial assets (all at amortised cost):		
Cash at bank and in hand	38,364	1,800
Intercompany receivables	8,771	53,724
Total financial assets	47,135	55,524
Financial liabilities:		
At amortised cost		
Trade creditors and accrued expenses	3,636	3,048
Intercompany payables	14,937	921
Contingent value rights	49,355	52,873
Total financial liabilities	67,928	56,842
Net	**(20,793)**	**(1,318)**

Financial instruments evaluated at fair value can be classified according to the following valuation hierarchy, which reflects the extent to which the fair value is observable:

- Level 1: fair value evaluations using prices listed on active markets (not adjusted) of identical assets or liabilities.
- Level 2: fair value evaluations using input data for the asset or liability that are either directly observable (as prices) or indirectly observable (derived from prices), but which do not constitute listed prices pursuant to Level 1.
- Level 3: fair value evaluations using input data for the asset or liability that are not based on observable market data (unobservable input data).

There were no transfers between Level 1, Level 2 and Level 3 during the period ended 31 December 2020 or the period ended 31 July 2020.

Policies and Objectives

The Company's operations expose it to some financial risks arising from its use of financial instruments, the most significant ones being liquidity, market risk and credit risk. The Board of Directors is responsible for the Company's risk management policies and whilst retaining responsibility for them it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company's finance function. The main policies for managing these risks are as follows:

Liquidity risk

The Company are not subject to any externally imposed capital requirement. Accordingly, the Company's objectives are to safeguard the ability to continue as a going concern in order to provide returns for shareholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. Working capital forecasts are prepared to ensure the Company has sufficient funds to complete contracted work commitments.

The following table shows the maturity profile of financial liabilities of the Company:

	31 December 2020							
	Carrying amount US$'000	**Contractual cash flows US$'000**	**6 months or less US$'000**	**6 months - 12 months US$'000**	**1-2 years US$'000**	**2-5 years US$'000**	**> 5 years US$'000**	**Total US$'000**
Trade payables and accrued expenses	3,636	3,636	3,636	—	—	—	—	3,636
Intercompany payables	14,937	14,937	14,937	—	—	—	—	14,937
Contingent value rights	49,355	70,833	—	35,833	—	35,000	—	70,833
	67,928	89,406	18,573	35,833	—	35,000	—	89,406

	31 July 2020							
	Carrying amount US$'000	**Contractual cash flows US$'000**	**6 months or less US$'000**	**6 months - 12 months US$'000**	**1-2 years US$'000**	**2-5 years US$'000**	**> 5 years US$'000**	**Total US$'000**
Trade creditors and accrued expenses	3,048	3,048	3,048	—	—	—	—	3,048
Intercompany payables	921	921	921	—	—	—	—	921
Contingent value rights	52,873	85,000	—	—	50,000	35,000	—	85,000
	56,842	88,969	3,969	—	50,000	35,000	—	88,969

Capital management

The Company considers its capital to be its ordinary share capital, share premium, other reserves and accumulated deficit. The Company manages its capital to ensure that entities within the Group will be able to continue individually as going concerns, while maximizing the return to shareholders through the optimisation of debt and equity balances. The Company manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. To maintain or adjust its capital structure, the Company may adjust or issue new shares or raise debt. On a regular basis, management receives financial and operational performance reports that enable continuous management of assets, liabilities and liquidity. No changes were made in the objectives, policies or processes during the period ended 31 December 2020 or during the period ended 31 July 2020.

Market risk

Market risk arises from the use of interest-bearing financial instruments and represents the risk that future cash flows of a financial instrument will fluctuate as a result of changes in interest rates. It is the Company's policy to ensure that significant contracts are entered into in its functional currency whenever possible and to maintain the majority of cash balances in the functional currency of the Company. The Company considers this policy minimises any unnecessary foreign exchange exposure. In order to monitor the continuing effectiveness of this policy, the Board of Directors reviews the currency profile of cash balances and managements accounts.

Credit risk

The Company have no significant concentrations of credit risk. Exposure to credit risk is monitored on an ongoing basis. If necessary, the Company maintains specific provisions for potential credit losses. To date there has been no requirement for such provisions. The Company maintains cash at bank and in hand with various financial institutions. The Company performs regular and detailed evaluations of these financial institutions to assess their relative credit standing. The carrying amount reported in the balance sheet for cash at bank and in hand approximate their fair value. Credit risk is the risk that the counterparty will default on its contractual obligations resulting in financial loss. Credit risk arises from cash at bank and in hand and from exposure via deposits with the Company's bankers. For cash at bank and in hand, the Company only uses recognised banks with high credit ratings.

17. Commitments and contingencies

Contingent value rights

See Note 5, *Business combinations and asset acquisitions*, in relation to contingent value rights as a result of the acquisition of Aegerion.

Lease commitments

The Company had no finance lease commitments during the period.

18. Investment in subsidiaries

	Total
	US$'000
Cost	
At 31 July 2020	283,238
Additions	58,697
At 31 December 2020	341,935
Impairment	
At 31 July 2020	—
Impairment charge	—
At 31 December 2020	—
Net book value	
At 31 July 2020	283,238
At 31 December 2020	341,935

During the period ended 31 December 2020, the Company provided a capital contribution of US$56,059,000 to its immediate subsidiary Amryt Pharma Holdings Limited. Additions also include the value of share options relating to employees of subsidiaries, the cost of which is recognised in investments in subsidiaries, see Note 4, Share based payments, for more details.

The carrying value of the investments are directly linked to the subsidiaries of Amryt Pharma Holdings Limited including the portfolio owned by Aegerion Pharmaceuticals Inc. and Amryt Pharmaceuticals DAC. The carrying value of these investments are held at cost and will be reviewed at each reporting date for indicators of impairment. No impairment was identified by management during the period.

List of subsidiary companies:

Subsidiary	Ownership	Activities	Company number	Incorporation	July 2020 % holding	December 2020 % holding
Amryt Pharma Holdings Limited	Direct	Holding company and management services	5316808	UK	**100**	**100**
Amryt Pharmaceuticals DAC	Indirect	Product Sales and management services	566448	Ireland	**100**	**100**
Amryt Research Limited	Indirect	Pharmaceuticals R&D	571411	Ireland	**100**	**100**
Amryt Endocrinology Limited	Indirect	Pharmaceuticals R&D	572984	Ireland	**100**	**100**
Amryt Lipidology Limited	Indirect	Licensee for Lojuxta	593833	Ireland	**100**	**100**
Amryt Genetics Limited	Indirect	Pharmaceutical R&D	622577	Ireland	**100**	**100**
Amryt Pharma (UK) Limited	Indirect	Management services	10463152	UK	**100**	**100**
Amryt Pharma Italy SRL	Indirect	Management services	2109476	Italy	**100**	**100**
Amryt Pharma Spain SL	Indirect	Management services	B67130567	Spain	**100**	**100**
Amryt GmbH (formerly Amryt AG)	Indirect	Product Sales and Pharmaceuticals R&D	HRB 711487	Germany	**100**	**100**
SomPharmaceuticals SA	Indirect	Pharmaceuticals R&D and management services	CHE-435.396.568	Switzerland	**100**	**100**
SomTherapeutics, Corp	Indirect	License holder	P14000071235	USA	**100**	**100**
Amryt Distribution Limited	Indirect	Dormant	667507	Ireland	**100**	**100**
Cala Medical Limited	Indirect	Pharmaceuticals R&D	598486	Ireland	**100**	—
Amryt Pharmaceuticals Inc.	Indirect	Holding company and management services	3922075	USA	**100**	**100**
Aegerion International Ltd.	Indirect	Management services	52048	Bermuda	**100**	**100**
Aegerion Pharmaceuticals Holdings, Inc.	Indirect	Product Sales Management services	5213687	USA	**100**	**100**
Aegerion Argentina S.R.L.	Indirect	Management services	901-709682-0	Argentina	**100**	**100**
Aegerion Pharmaceuticals (Canada) Limited	Indirect	Management services	85134 5132 RT0001	Canada	**100**	**100**
Amryt Colombia S.A.S. (formerly Aegerion Colombia S.A.S)	Indirect	Management services	R048196625	Colombia	**100**	**100**
Aegerion Pharmaceuticals K.K. (Recently liquidated)	Indirect	Management services	0104-01-107816	Japan	**100**	**100**
Amryt Brasil Comercio E Importacao De Medicamentos LTDA	Indirect	Management services	3522602510-1	Brazil	**100**	**100**

Aegerion Pharmaceuticals Ltd.	Indirect	Management services	46134	Bermuda	**100**	**100**
Aegerion Pharmaceuticals Limited	Indirect	Management services	8114919	UK	**100**	**100**
Amryt Pharmaceuticals SAS (formerly Aegerion Pharmaceuticals, SAS)*	Indirect	Management services	534 195 59900012	France	**100**	**100**
Aegerion Pharmaceuticals S.r.l.	Indirect	Management services	1166250	Italy	**100**	**100**
Amryt Pharma GmbH (formerly Aegerion Pharmaceuticals GmbH)	Indirect	Management services	HRB 95895	Germany	**100**	**100**
Amryt Turkey İlaç Ticaret Limited Şirketi	Indirect	Management services	907292	Turkey	**100**	**100**
Aegerion Pharmaceuticals SARL	Indirect	Management services	CHE-497.494.599	Switzerland	**100**	**100**
Aegerion Pharmaceuticals B.V.	Indirect	Management services	69859647	Netherlands	**100**	**100**
Aegerion Pharmaceuticals Spain, S.L.	Indirect	Management services	B88019161	Spain	**100**	**100**

*Amryt Pharma France, a dormant group subsidiary merged with Amryt Pharmaceuticals SAS (formerly Aegerion Pharmaceuticals, SAS) during the year.

List of registered offices:

Company	Registered Office Address
Amryt Pharma Holdings Limited	Dept 920a 196 High Road, Wood Green, London, United Kingdom, N22 8HH
Amryt Pharmaceuticals DAC	45 Mespil road, Dublin 4
Amryt Research Limited	45 Mespil road, Dublin 4
Amryt Endocrinology Limited	45 Mespil road, Dublin 4
Amryt Lipidology Limited	45 Mespil road, Dublin 4
Amryt Genetics Limited	45 Mespil road, Dublin 4
Amryt Pharma (UK) Limited	3rd Floor 1 Ashley Road, Altrincham, Cheshire, United Kingdom, WA14 2DT
Amryt Pharma Italy SRL	Milano (MI)-Via Dell'Annunciata 23/4
Amryt Pharma Spain SL	Barcelona, calle Diputacio, number 260
Amryt GmbH (formerly Amryt AG)	Streiflingsweg 11, 75223 Niefern-Öschelbronn
SomPharmaceuticals SA	Bahnofstrasse 21, 6300 Zug
SomTherapeutics, Corp	3795 Coventry Lane, Boca Raton, FL 33496
Amryt Distribution Limited	45 Mespil road, Dublin 4
Cala Medical Limited	45 Mespil road, Dublin 4
Amryt Pharmaceuticals Inc.	245 First Street, Riverview II, 18th Floor, Cambridge, MA 02142
Aegerion International Ltd.	Clarendon House, 2 Church Street, Hamilton, HM11
Aegerion Pharmaceuticals Holdings, Inc.	245 First Street, Riverview II, 18th Floor, Cambridge, MA 02142
Aegerion Argentina S.R.L.	Avda. Camacua 421, Suite 102, Olivos, Vicente Lopez, 1636
Aegerion Pharmaceuticals (Canada) Limited	5300 Commerce Court West, 199 Bay Street, Toronto, ON M5L 1B9
Amryt Colombia S.A.S. (formerly Aegerion Colombia S.A.S)	CR 12 89 33 P 5, Bogota DC, Bogota 110111
Aegerion Pharmaceuticals K.K. (Recently liquidated)	12F, Ark Mori Building, 1-12-32 Akasaka, Minato-ku, Tokyo
Amryt Brasil Comercio E Importacao De Medicamentos LTDA	Rua Joseefina, 200-Guarulhos City, Sao Paulo
Aegerion Pharmaceuticals Ltd.	Clarendon House, 2 Church Street, Hamilton, HM11
Aegerion Pharmaceuticals Limited	C/O Corporation Service Company (Uk) Limited 5 Churchill Place, 10th Floor, London, United Kingdom, E14 5HU
Amryt Pharmaceuticals SAS (formerly Aegerion Pharmaceuticals, SAS)	235, Avenue Le Jour se Leve, Boulogne-Billancourt, 92 100
Aegerion Pharmaceuticals S.r.l.	Viale Abruzzi n. 94, Milano, 20131
Amryt Pharma GmbH (formerly Aegerion Pharmaceuticals GmbH)	Streiflingsweg 4, 75223 NiefernÖschelbronn, Germany.
Amryt Turkey İlaç Ticaret Limited Şirketi	Orjin Maslak, Eski Buyukdere Caddesi No: 27 K:11, Maslak, Istanbul, 34485
Aegerion Pharmaceuticals SARL	Rue de Pontets 6, Lavigny, Switzerland 1175
Aegerion Pharmaceuticals B.V.	Atrium Building, 8th Floor, Strawinskylaan 3127, 8e verdieping, Amsterdam
Aegerion Pharmaceuticals Spain, S.L.	Calle Josep Coroleu, 83 2-2, Vilanova I la Geltru, Barcelona 08800

19. Events after the reporting period

Share transactions

The Company issued ordinary shares for the following transactions, outside of acquisition related issuances, after the reporting period:

- 300,000 ordinary shares were issued from treasury on 12 March 2021 following the exercise of share options by an employee.
- 283,389 ordinary shares were issued from treasury on 12 March 2021 in exchange for certain warrants.
- 4,208,314 ordinary shares were issued from treasury on 5 August 2021 in exchange for zero cost warrants.
- 4,758,206 new ordinary shares were issued on 5 August 2021 in exchange for zero cost warrants.
- 741,280 new ordinary shares were issued in relation to the exercise of share options and RSUs during the nine-month period ended 30 September 2021.

Mergers and acquisitions

On 5 May 2021, Amryt announced that it had signed a definitive agreement to acquire Chiasma, Inc. ("Chiasma") in an all-stock combination. The combined company will be a global leader in rare and orphan diseases with three on-market commercial products, a global commercial and operational footprint and a significant development pipeline of therapies with the financial flexibility to execute its growth plans. On 5 August 2021, Amryt announced that it had completed its acquisition of Chiasma, Inc. following the receipt of the necessary approvals of both Amryt's and Chiasma's shareholders. In conjunction with completion, Amryt also announced the appointment of Raj Kannan and Roni Mamluk Ph.D to the board of Amryt as Non-Executive Directors with immediate effect.

In conjunction with completion of the acquisition, Amryt has allotted and issued a total of 127,733,680 new ordinary shares as consideration for the Transaction which will be issued to the former Chiasma Shareholders in the form of 25,546,736 Amryt ADSs which are tradeable on Nasdaq. Following the closing of the transaction and completion of a roundings exercise in converting Chiasma shareholdings to Amryt shares, an additional 7,015 ordinary shares were allotted and issued by Amryt as consideration for the acquisition.

Development Pipeline

Amryt will seek a Priority Review Voucher ("PRV") as part of the Oleogel-S10 NDA submission which if granted, we can sell, transfer or use to accelerate the approval of a future Amryt NDA. However, to be eligible for a PRV, Oleogel-S10 must have a Pediatric Rare Disease Designation from the FDA, be granted a priority review by FDA, and ultimately the NDA must be approved by the FDA. Amryt was granted a Pediatric Rare Disease Designation by the FDA in August 2018. On 2 June 2021, the NDA was accepted by the FDA and on 3 June 2021, a priority review for the NDA was granted by the FDA. On 23 November 2021, Amryt announced that the FDA extended the review period for the NSA for Oleogel-S10. The FDA extended the PDUFA goal date to allow time to review additional analyses of data previously submitted by Amryt. The submission of this additional information has been determined by the FDA to constitute a Major Amendment to the NDA, resulting in an extension of the PDUFA goal date by three months to 28 February 2022.

There were no other significant events since the end of the reporting period.

Amryt Pharma plc
Company Information

Registered Office
Dept 920A
196 High Road
Wood Green
London N22 8HH
United Kingdom

Company Number
12107859

Directors
Ray Stafford (Non-Executive Chairman)
Dr. Joe A. Wiley (Chief Executive Officer)
George P. Hampton Jr. (Non-Executive Director)
Dr. Alain H. Munoz (Non-Executive Director)
Donald K. Stern (Non-Executive Director)
Dr. Patrick V.J.J. Vink (Non-Executive Director)
Stephen T. Wills (Non-Executive Director)
Raj Kannan (Non-Executive Director) (appointed on 5 August 2021)
Dr. Roni Mamluk (Non-Executive Director) (appointed on 5 August 2021)

Company Secretary
Rory Nealon

Auditors
Grant Thornton
13-18 City Quay
Dublin 2
Ireland

Company Website
www.amrytpharma.com