Filed by Endo International plc (Commission File No. 001-36326)
pursuant to Rule 425 under the Securities Act of 1933
and deemed filed pursuant to Rule 14a-12 under the Securities Exchange Act of 1934
Subject Company: Auxilium Pharmaceuticals, Inc.
(Commission File No. 001-36628)

The following slides were used during Endo's presentation of earnings for the third quarter of 2014 on November 5, 2014:



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#### Additional Information

#### ADDITIONAL INFORMATION

This communication does not constitute an offer to buy or solicitation of an offer to sell any securities. This communication relates to a proposed business combination transaction between Endo International plc ("Endo") and Auxilium Pharmaceuticals, Inc. ("Auxilium"). In furtherance of this proposed transaction, Endo and Auxilium intend to file one or more registration statements, prospectuses, proxy statements or other documents with the U.S. Securities and Exchange Commission ("SEC"). This communication is not a substitute for any registration statement, prospectus, proxy statement or other document Endo and/or Auxilium file with the SEC in connection with the proposed transaction. INVESTORS AND SECURITY HOLDERS OF AUXILIUM ARE URGED TO READ THE REGISTRATION STATEMENT, PROSPECTUS, PROXYSTATEMENT AND OTHER DOCUMENTS FILED WITH THE SEC CAREFULLY IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE AS THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. The definitive proxy statement (when available) will be mailed to stockholders of Auxilium. Investors and security holders will be able to obtain free copies of these documents (when available) and other documents filed with the SEC by Endo through the web site maintained by the SEC at http://www.sec.gov.

#### **CERTAIN INFORMATION REGARDING PARTICIPANTS**

Endo and Auxilium and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from Auxilium stockholders with respect to the proposed transaction under the rules of the SEC. Security holders may obtain information regarding the names and interests of Endo's directors and executive officers in Endo Health Solutions Inc.'s ("EHSI") Annual Report on Form 10-K for the year ended December 31, 2013, which was filed with the SEC on March 3, 2014, and Endo's proxy statement for the 2014 Annual General Meeting of Shareholders, which was filed with the SEC on April 29, 2014. Security holders may obtain information regarding the names and interests of Auxilium's directors and executive officers in Auxilium's Annual Report on Form 10-K for the year ended December 31, 2013, which was filed with the SEC on February 28, 2014, Auxilium's proxy statement for the 2014 Annual Meeting of Stockholders, which was filed with the SEC on April 10, 2014, and the materials that will be filed with the SEC in connection with the proposed transaction. These documents can be obtained free of charge from the sources indicated above. Additional information regarding the interests of these participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will also be included in the proxy statement and other relevant materials to be filed with the SEC when they become available.

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#### Forward Looking Statements; Non-GAAP Financial Measures

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and Canadian securities legislation. Statements including words such as "belitavape"cts, ""anticipates, ""intends," "estimates," "plan," "will," "may," "look forward," "intend," "guidance," "future" or similar expressions are forward-looking statements. Because these statements reflect our current views, expectations and beliefs concerning future events, these forward-looking statements involve risks and uncertainties. Although Endo believes that these forward-looking statements and information are based upon reasonable assumptions and expectations, readers should not place undue reliance on them, or any other forward looking statements or information in this news release. Investors should note that many factors, as more fully described in the documents filed by Endo with securities regulators in the United States and Canada including under the caption "Risk Factors" Endo's and EHSI's Form 10-K, Form 10-Q and Form 8-K filings, as applicable, with the Securities and Exchange Commission and with securities regulators in Canada on System for Electronic Document Analysis and Retrieval ("SEDAR") and as otherwise enumerated herein or therein, could affect Endo's future financial results and could cause Endo's actual results to differ materially from those expressed in forward-looking statements contained in EHSI's Annual Report on Form 10-K. The forwardlooking statements in this presentation are qualified by these risk factors. These are factors that, individually or in the aggregate. could cause our actual results to differ materially from expected and historical results. Endo assumes no obligation to publicly update any forward-looking statements, whether as a result of new information, future developments or otherwise, except as may be required under applicable securities law.

This presentation may refer to non-GAAP financial measures, including adjusted diluted EPS, that are not prepared in accordance with accounting principles generally accepted in the United States and that may be different from non-GAAP financial measures used by other companies. Investors are encouraged to review Endo's current report on Form 8-K filed with the SEC for Endo's reasons for including those non-GAAP financial measures in this presentation. Reconciliation of non-GAAP financial measures to the nearest comparable GAAP amounts have been provided within the appendix at the end of this presentation.



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# Today's Agenda

- Review of Recent Accomplishments
- Review of Q3 2014 Financial Results
- Update to 2014 Financial Guidance
- Q&A



# Progress on Near-Term Strategic Priorities

## Deploying capital to accretive, value-creating opportunities

- Announced agreement to acquire Auxilium Pharmaceuticals
- Closed acquisitions of Grupo Farmaceutico Somar and DAVA Pharmaceuticals

#### Enhancing operational focus on organic growth drivers

- Delivering double-digit organic growth in U.S. Generics
- Voltaren®Gel prescription demand trends remain strong
- Launched Travelan@nd Veregen@n Canada
- Fortesta®Gel AG launch driving increased franchise sales

#### Sharpening R&D focus on near-term opportunities

- Focused on filing NDA for BEMA buprenorphine by late-2014 or early-2015
- Completed full-year objective of 8 ANDA filings by U.S. Generics business
- AMSannouncedpositive top-line results for the investigational TOPAS™ ystem

#### Meeting our Financial Targets

 Raising 2014 Revenue and Adjusted EPS Financial Guidance based on solid operating results and progress on near-term priorities



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# Endoto AcquireAuxilium- TransactiorSummary

- Creates leading specialty healthcare company with expanded platform for future growth
- Significant opportunity for value creation
  - Expected to be immediately accretive post-close and substantially accretive long-term
  - Base-case exceeds key M&A model hurdle rates
  - Auxilium products expected to produce sustained double-digit revenue growth for Auxilium
- Expected annual run rate synergies of up to \$175 million by the first year after closing
  - Synergies inclusive of Auxilium's previously announced \$75 million reduction in annual operating expenses
- Expected closing in the first half of 2015, subject to regulatory approval, Auxilium stockholder approval and other customary closing conditions



# Compelling Strategic and Financial Rationale

- Expected to significantly enhance Endo's branded pharmaceutical business with the addition of Auxilium's leading men's health products and development portfolio
- Designed to accelerate growth and maximize value of Auxilium's products by leveraging strengths of combined company
  - Enhances the long-term organic growth for combined branded pharmaceutical business
  - Expands R&D capabilities and development programs
- Generates significant synergy opportunities in addition to Auxilium's announced restructuring
- Creates company with enhanced financial flexibility, proven M&A platform and established corporate structure
- Aligned with Endo's strategy of pursuing accretive, value-creating growth opportunities

Creating benefits for both Endo and Auxilium shareholders, as well as for patients, customers and employees





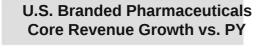
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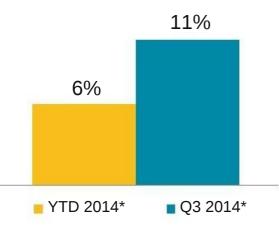
# Q3 and YTD 2014 Financial Performance

(US \$M except EPS)	Q3 2014	Y/Y Growth %	YTD 2014	Y/Y Growth %
Revenue	\$764	16%	\$2,077	2%
Reported (GAAP) EPS	(\$1.64)	NM	(\$4.62)	NM
Adjusted Net Income	\$182	13%	\$490	9%
Adjusted Diluted EPS	\$1.15	(14%)	\$3.14	(18%)



# DriveOrganicGrowth-U.S.BrandedPharmaceuticals





Core Excludes LIDODERM®, Actavis Royalty, OPANER

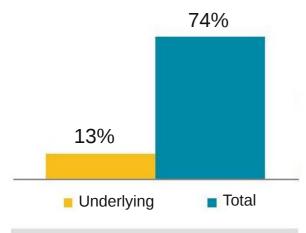
\* Sumavel® DosePro® is excluded for comparison purposes

- Core portfolio of products ontrack to deliver 2014 objective for growth
- Expect to submit NDA for BEMA® buprenorphine by end of 2014 or early 2015
- Successful management of LIDODERM LOE
- Fortesta®Gel AG launch exceeding expectations



# DriveOrganicGrowth-U.S.GenericPharmaceuticals

U.S. Generic Pharmaceuticals Q3 Core Revenue Growth vs. PY

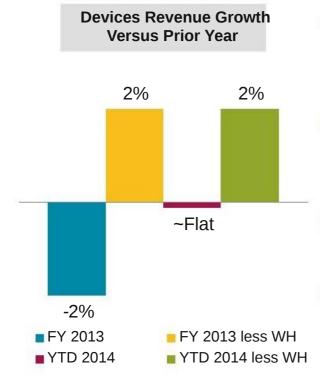


Underlying excludes sales of Lidoderm AG, Boca Pharmacal and DAVA Pharmaceuticals products

- Base business growth of 13% in Q3 2014
- \$111m of new revenues in Q3 2014 drive total revenue growth of 74% for U.S. Generics
- Continued success for Lidoderm AG launch
- Acquisitions of Boca and DAVA add to significant growth



# DriveOrganicGrowth-Devices



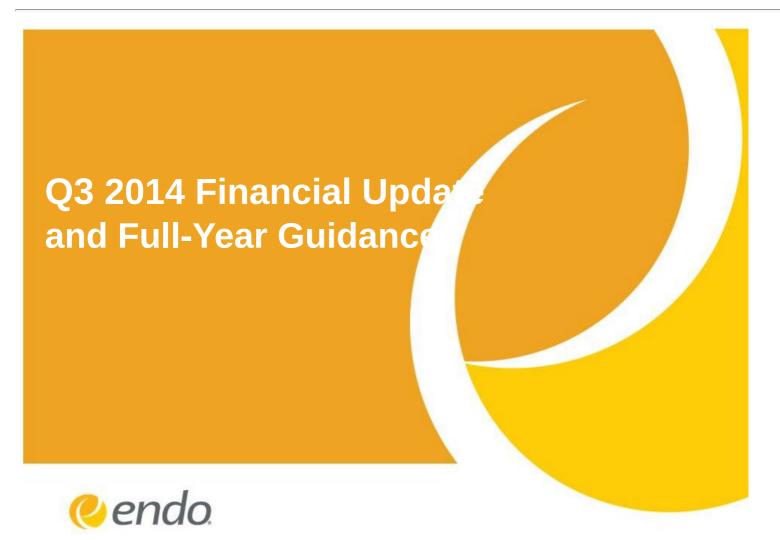
- On-track to return to organic revenue growth and expand operating margins
- BPH Therapy business leading growth assalesof GreenLight fiber continue to increase
- Men's Health business provides stable/growing core
- Managing impact of market decline in Women's Health (WH)



# Drive Organic Growth International Pharmaceuticals

- 2014 performance on-track with internal expectations
- Paladin business development continues to add future growth drivers
  - Launches of Travelan®nd Veregen®n Canada
  - Base Paladin business delivering solid performance
- Integration of Somar on-track
  - Norbert Oppitz, Regional President, Latin America, Africa and Export Markets, joined on October 1, 2014
  - Expansion opportunities for Somar product portfolio being explored
  - Financial and IT system consolidation successfully completed
- Initiated process to acquire outstanding shares of Litha





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# Q3 and YTD 2014 Segment Revenues

(US \$M)	Q3 2014	Y/Y Growth %	YTD 2014	Y/Y Growth %
U.S. Branded Pharmaceutical	s \$241	(34%)	\$724	(36%)
U.S. Generic Pharmaceuticals	\$319	74%	\$803	51%
Devices	\$110	(1%)	\$359	~Flat
International Pharmaceuticals	\$94	NM	\$191	NM
Total	\$764	16%	\$2,077	2%



# Q3 and YTD 2014 Income Statement (Adjusted)

(\$M except Shares and EPS)	Q3 2013	Q3 2014	Y/Y Change Favorable / (Unfavorable)	YTD 2013	YTD 2014	Y/Y Change Favorable / (Unfavorable)
Revenues	\$661	\$764	16%	\$2,032	\$2,077	2%
Gross Margin	\$448	\$479	7%	\$1,389	\$1,336	(4%)
% of Revenues	67.7%	62.8%		68.4%	64.3%	
Operating Expenses	\$190	\$187	2%	\$639	\$552	14%
% of Revenues	28.7%	24.4%		31.5%	26.6%	
Operating Income	\$258	\$293	14%	\$750	\$784	5%
% of Revenues	39.0%	38.3%		36.9%	37.7%	
Tax Rate (Continuing Ops)	27.8%	21.6%	620 bps	29.5%	22.7%	670 bps
Adjusted Net Income	\$161	\$182	13%	\$450	\$490	9%
Adjusted EPS	\$1.34	\$1.15	(14%)	\$3.85	\$3.14	(18%)
Adjusted Diluted Shares (M)	120.3	159.0		116.9	155.9	
Reported (GAAP) EPS	\$0.33	(\$1.64)	NM	\$0.77	(\$4.62)	NM



# 2014 Financial Guidance

Measure	Prior Guidance	Updated 2014 Guidance
Revenues	\$2.78B -\$2.86B	\$2.80B -\$2.88B
Adjusted Gross Margin	63% to 65%	63.5% to 64.5%
Adjusted Operating Expenses	Year-over-year mid-to-high digit percentage decrease	Year-over-year mid-to-high digit percentage decrease
Adjusted Interest Expenses	~\$220M	~\$220M
Reported (GAAP) Loss per share	\$1.56 to \$1.36	\$3.95 to \$3.80
Adjusted Diluted EPS	\$4.00 to \$4.20	\$4.10 to \$4.25
Adjusted Effective Tax Rate	23% to 24%	Approximately 23%
Weighted Average Diluted Shares Outstanding	Approximately 157M	Approximately 157M



# Progress on Near-Term Strategic Priorities

## Deploying capital to accretive, value-creating opportunities

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- Closed acquisitions of Grupo Farmaceutico Somar and DAVA Pharmaceuticals

#### Enhancing operational focus on organic growth drivers

- Delivering double-digit organic growth in U.S. Generics
- Voltaren®Gel prescription demand trends remain strong
- Launched Travelan@nd Veregen@n Canada
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#### Sharpening R&D focus on near-term opportunities

- Focused on filing NDA for BEMA buprenorphine by late-2014 or early-2015
- Completed full-year objective of 8 ANDA filings by U.S. Generics business
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#### Meeting our Financial Targets

 Raising 2014 Revenue and Adjusted EPS Financial Guidance based on solid operating results and progress on near-term priorities



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Three Months Ended September 30, 2014 (unaudited) REVENUES COSTS AND EXPENSES:	\$	Actual Reported (GAAP) 763,938 \$	Adjustments • —		Non-GAAP Adjusted 763,938	ac	
Cost of revenues		379,199	(94,751) (1)		284,448		connection with continued efforts to enhance the company's
Selling, general and administrative		205,260	(45,357) (2)		159,903		operations of \$8,284, amortization of intangible assets of \$2,513, mesl litigation-related defense costs of \$10,588, a charge for an additional
Research and development		30,918	(4,300) (3)		26,618		year of the branded prescription drug fee in accordance with IRS
Litigation-related and other contingencies, net		473,338	(473,338)(4)		_		regulations issued in the third quarter of 2014 of \$24,972 and an
Acquisition-related and integration items		6,932	(6,932) (5)		_	_	adjustment to the accrual for excise tax payments of \$(1,000).
OPERATING (LOSS) INCOME	\$	(331,709)	624,678	\$	292,969	ა.	<ul> <li>To exclude milestone payments to partners of \$4,354 and adjustments to accruals for other costs incurred in connection with continued</li> </ul>
INTEREST EXPENSE, NET		61,949	(1,992) (6)		59,957		efforts to enhance the company's operations of \$(54).
LOSS ON EXTINGUISHMENT OF DEBT		2,027	(2,027) (7)		_	4.	The arrange and imposed arranged printering to the arranged
OTHER (INCOME) EXPENSE, NET		(4,871)	5,729 (8)		858	5.	product liability.  To exclude acquisition and integration costs of \$6,932 associated with
(LOSS) INCOME FROM CONTINUING OPERATIONS INCOME TAX	BEF \$	ORE (390,814)\$	622,968	\$	232,154	6.	the Paladin, Boca and other acquisitions.
INCOME TAX		(138,765)	188,986 (9)		50,221	0.	Convertible Senior Subordinated Notes.
(LOSS) INCOME FROM CONTINUING OPERATIONS	\$	(252,049)	433,982	\$	181,933	7.	
DISCONTINUED OPERATIONS, NET OF TAX		_	_		_	_	various refinancing and note repurchase activity.
CONSOLIDATED NET (LOSS) INCOME  Less: Net income (loss) attributable to	\$	(252,049)\$	433,982	\$	181,933	8.	To exclude adjustments to the gain on sale of certain early-stage drug discovery and development assets of \$(150), foreign currency impact
noncontrolling interests		35	(369) (10)	)	(334)		related to the remeasurement of intercompany debt instruments of \$(5,740) and other miscellaneous expense of \$161.
NET (LOSS) INCOME ATTRIBUTABLE TO ENDO INTERNATIONAL PLC	\$	(252,084)	\$ 434,351	\$	182,267	9.	<ul> <li>Primarily to reflect the cash tax savings from acquired tax attributes and the tax effect of the pre-tax adjustments above at applicable tax</li> </ul>
DILUTED EARNINGS PER SHARE DATA ATTRIBUTAI ENDO INTERNATIONAL PLC ORDINARY SHAREHOLI						10	rates.  O. To exclude the impact of the portion of certain of the above
Continuing operations	\$	(1.64)		\$	1.15		adjustments attributable to noncontrolling interests.
Discontinued operations					_		
DILUTED (LOSS) EARNINGS PER SHARE	\$	(1.64)		\$	1.15		
DILUTED WEIGHTED AVERAGE SHARES		153,309			158,975		
						177	



Three Months Ended September 30, 2013 (unaudited)	ı	Actual Reported (GAAP)	Adjustments		 Ion-GAAP Adjusted
REVENUES	\$	661,319	\$ —		\$ 661,319
COSTS AND EXPENSES:					
Cost of revenues		257,836	(44,458)	(1)	213,378
Selling, general and administrative		191,362	(27,994)	(2)	163,368
Research and development		36,687	(10,005)	(3)	26,682
Litigation-related and other contingencies		30,895	(30,895)	(4)	_
Asset impairment charges		807	(807)	(5)	_
Acquisition-related and integration items		1,493	(1,493)	(6)	_
OPERATING INCOME	\$	142,239	\$ 115,652		\$ 257,891
INTEREST EXPENSE, NET		43,081	(5,704)	(7)	37,377
OTHER INCOME, NET		(14,672)	14,628	(8)	(44)
INCOME FROM CONTINUING OPERATIONS BEFOR	E IN				
TAX	\$	113,830	\$ 106,728		\$ 220,558
INCOME TAX		44,655	16,744	(9)	61,399
INCOME FROM CONTINUING OPERATIONS	\$	69,175	\$ 89,984		\$ 159,159
DISCONTINUED OPERATIONS, NET OF TAX		(14,560)	30,506	(10)	15,946
CONSOLIDATED NET INCOME	\$	54,615	\$ 120,490		\$ 175,105
Less: Net income attributable to noncontrolling					
interests		14,392	_		14,392
NET INCOME ATTRIBUTABLE TO ENDO INTERNATION		,	\$ 120,490		\$ 160,713
DILUTED EARNINGS PER SHARE DATA ATTRIBUTA ENDO INTERNATIONAL PLC ORDINARY SHAREHOL					
Continuing operations	\$	0.58			\$ 1.32
Discontinued operations		(0.25)			0.02
DILUTED EARNINGS PER SHARE	\$	0.33			\$ 1.34
DILUTED WEIGHTED AVERAGE SHARES		120,261			120,261

Notes to reconciliation of our GAAP statements of operations to our adjusted statements of operations:

- 1. To exclude amortization of commercial intangible assets related to marketed products of \$42,482, certain separation benefits and other costs incurred in connection with continued efforts to enhance the company's operations of \$(24) and accruals for milestone payments to partners of \$2,000.
- 2. To exclude certain separation benefits and other costs incurred in  $% \left( 1\right) =\left( 1\right) \left( 1$ connection with continued efforts to enhance the company's operations of \$11,784, amortization of customer relationships of \$2,505 and mesh litigation-related defense costs of \$13,705.
- 3. To exclude milestone payments to partners of \$1,092 and certain separation benefits and other costs incurred in connection with continued efforts to enhance the company's operations of \$8,913.
- To exclude the impact of charges primarily for mesh-related product liability.

  To exclude asset impairment charges.

  To exclude acquisition and integration costs.

- To exclude additional non-cash interest expense related to our 1.75% Convertible Senior Subordinated Notes.
- To exclude \$(14,628) related to patent litigation settlement
- Primarily to reflect the cash tax savings from acquired tax attributes and the tax effect of the pre-tax adjustments above at applicable tax rates.
- 10. To exclude certain items related to the HealthTronics business, which is reported as Discontinued operations, net of tax.



Nine Months Ended September 30, 2014 (unaudited)		Actual Reported (GAAP)	Adjustments	Non-GAAP Adjusted	sta	tes to reconciliation of our GAAP statements of operations to our adjusted tements of operations:  To exclude amortization of commercial intangible assets related to
REVENUES	\$	2,077,231	\$ —	\$ 2,077,231		developed technology of \$186,727, a fair value step-up in inventory of \$40,089 and accruals for milestone payments to partners of \$9,249.
COSTS AND EXPENSES:					2.	To exclude certain separation benefits and other costs incurred in
Cost of revenues		976,899	(236,065)(1)	740,834		connection with continued efforts to enhance the company's operations
Selling, general and administrative		603,573	(139,912)(2)	463,661		of \$20,652, amortization of intangible assets of \$7,546, mesh litigation-
Research and development		113,772	(25,022) (3)	88,750		related defense costs of \$44,442, offset by insurance recoveries of \$(22,000), a charge for an additional year of the branded prescription
Litigation-related and other contingencies, net		1,135,443	(1,135,443)(4)	_		drug fee in accordance with IRS regulations issued in the third quarter of
Acquisition-related and integration items		71,819	(71,819) (5)	_		2014 of \$24,972, accruals for excise tax payments of \$54,300 and a
OPERATING (LOSS) INCOME	\$	(824,275)	\$ 1,608,261	\$ 783,986		charge of \$10,000 related to the non-recoverability of certain non-trade
INTEREST EXPENSE, NET		167,528	(11,307) (6)	156,221		receivables that did not relate to our core operating activities.
LOSS ON EXTINGUISHMENT OF DEBT		31,712	(31,712) (7)	_	3.	To exclude milestone payments to partners of \$25,704 and
OTHER INCOME, NET		(17,731)	9,579 (8)	(8,152)		adjustments to accruals for other costs incurred in connection with
(LOSS) INCOME FROM CONTINUING OPERATIONS INCOME TAX			\$ 1,641,701	\$ 635,917	4.	continued efforts to enhance the company's operations of \$(682).  To exclude the impact of net charges primarily for mesh-related product liability.
INCOME TAX		(338,592)	482,970 (9)	144,378	5.	To exclude acquisition and integration costs of \$71,819 associated
(LOSS) INCOME FROM CONTINUING OPERATIONS	\$	(667,192)	\$ 1,158,731	\$ 491,539	٥.	with the Paladin, Boca and other acquisitions.
DISCONTINUED OPERATIONS, NET OF TAX		2,251	694 (10)	2,945	6.	To exclude additional non-cash interest expense related to our 1.75%
CONSOLIDATED NET (LOSS) INCOME	\$	(664,941)	\$ 1,159,425	\$ 494,484	_	Convertible Senior Subordinated Notes.
Less: Net income attributable to noncontrolling inte	rests	2,895	1,575 (11)	4,470	7. 8.	various refinancing and note repurchase activity.  To exclude the net gain on sale of certain early-stage drug discovery and
INTERNATIONAL PLC	\$	(667,836)	\$ 1,157,850	\$ 490,014		development assets of \$(4,000), foreign currency impact related to the
DILUTED EARNINGS PER SHARE DATA ATTRIBUTA ENDO INTERNATIONAL PLC ORDINARY SHAREHOL		то	, , , , , , , , , , , , , , , , , , , ,		9.	remeasurement of intercompany debt instruments of \$(5,740) and other miscellaneous expense of \$161.  Primarily to reflect the cash tax savings from acquired tax attributes and
Continuing operations	\$	(4.61)		\$ 3.15		the tax effect of the pre-tax adjustments above at applicable tax rates.
Discontinued operations		(0.01)		(0.01)	10.	To exclude the after-tax adjustment to the previously recorded gain on
DILUTED (LOSS) EARNINGS PER SHARE	\$	(4.62)		\$ 3.14	11	sale of the HealthTronics business and certain other sale-related costs.  To exclude the impact of the portion of certain of the above adjustments
DILUTED WEIGHTED AVERAGE SHARES		144,604		155,902	11.	attributable to noncontrolling interests.
						***************************************



Nine Months Ended September 30, 2013 (unaudited)		Actual Reported (GAAP)	Ac	ljustments		Non-GAAP Adjusted
REVENUES	\$	2,031,961	\$	_		\$ 2,031,961
COSTS AND EXPENSES:						
Cost of revenues		785,630		(142,923)	(1)	642,707
Selling, general and administrative		662,896		(113,080)	(2)	549,816
Research and development		108,849		(19,187)	(3)	89,662
Litigation-related and other contingencies		159,098		(159,098)	(4)	_
Asset impairment charges		4,756		(4,756)	(5)	_
Acquisition-related and integration items		3,876		(3,876)	(6)	_
OPERATING INCOME	\$	306,856	\$	442,920		\$ 749,776
INTEREST EXPENSE, NET		129,691		(16,816)	(7)	112,875
LOSS ON EXTINGUISHMENT OF DEBT		11,312		(11,312)	(8)	_
OTHER (INCOME) EXPENSE, NET		(49,641)		51,448	(9)	1,807
INCOME FROM CONTINUING OPERATIONS BEFORE IN	CON	<b>ΛΕ</b>				
TAX	\$	215,494	\$	419,600		\$ 635,094
INCOME TAX		82,917		104,136	(10)	187,053
INCOME FROM CONTINUING OPERATIONS	\$	132,577	\$	315,464		\$ 448,041
DISCONTINUED OPERATIONS, NET OF TAX		(3,248)		44,264	(11)	41,016
CONSOLIDATED NET INCOME	\$	129,329	\$	359,728		\$ 489,057
Less: Net income attributable to noncontrolling interests	;	38,758		_		38,758
NET INCOME ATTRIBUTABLE TO ENDO INTERNATIONAL	L <b>\$</b> PL	.C 90,571	\$	359,728		\$ 450,299
DILUTED EARNINGS PER SHARE DATA ATTRIBUTABLE INTERNATIONAL PLC ORDINARY SHAREHOLDERS:	то	ENDO				
Continuing operations	\$	1.13				\$ 3.83
Discontinued operations		(0.36)				0.02
DILUTED EARNINGS PER SHARE	\$	0.77				\$ 3.85
DILUTED WEIGHTED AVERAGE SHARES		116,890				116,890

Notes to reconciliation of our GAAP statements of operations to our adjusted statements of operations:

- To exclude amortization of commercial intangible assets related to marketed products of \$135,805, certain separation benefits and other costs incurred in connection with continued efforts to enhance the company's operations of \$1,118 and accruals for milestone payments to partners of \$6,000.
- To exclude certain separation benefits and other costs incurred in connection with continued efforts to enhance the company's operations of \$70,688, amortization of customer relationships of \$7,521 and mesh litigation-related defense costs of \$34,871.
- To exclude milestone payments to partners of \$5,064 and certain separation benefits and other costs incurred in connection with continued efforts to enhance the company's operations of \$14,123.
- To exclude the impact of charges primarily for mesh-related product liability.
- 5. To exclude asset impairment charges.
- To exclude acquisition and integration costs.
- To exclude additional non-cash interest expense related to our 1.75% Convertible Senior Subordinated Notes.
- To exclude the unamortized debt issuance costs written off and recorded as a loss on extinguishment of debt upon our March 2013 prepayment on our Term Loan indebtedness as well as upon the amendment and restatement of our existing credit facility.
- To exclude \$(50,400) related to patent litigation settlement income and other income of \$(1,048).
- 10. Primarily to reflect the cash tax savings from acquired tax attributes and the tax effect of the pre-tax adjustments above at applicable tax rates.
- To exclude certain items related to the HealthTronics business, which is reported as Discontinued operations, net of tax.



For an explanation of Endo's reasons for using non-GAAP measures, see Endo's Current Report on Form 8-K filed today with the Securities and Exchange Commission

Reconciliation of Projected GAAP Diluted Earnings Per Share to Adjusted Diluted Earnings Per Share Guidance for the Year Ending
December 31, 2014

	Lower End of Range	e Upper End of Range
Projected GAAP diluted income per common share	(\$3.95)	(\$3.80)
Upfront and milestone-related payments to partners	\$0.22	\$0.22
Amortization of commercial intangible assets and fair value inventory step-up	\$1.89	\$1.89
Acquisition Related, Integration and Restructuring Charges	\$1.35	\$1.35
Basic to Diluted weighted average share count effect	\$0.24	\$0.24
Charges for Litigation and other legal matters	\$7.48	\$7.48
Interest expense adjustment for non-cash interest related to our 1.75% Convertil Senior Subordinated Notes and other treasury items	ble \$0.08	\$0.08
Tax effect of pre-tax adjustments at the applicable tax rates and certain other expected cash tax savings as a result of recent acquisitions	(\$3.21)	(\$3.21)
Diluted adjusted income per common share guidance	\$4.10	\$4.25

The company's guidance is being issued based on certain assumptions including:

- · Certain of the above amounts are based on estimates and there can be no assurance that Endo will achieve these results
- Includes all completed business development transactions as of November 5, 2014





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