# UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

### FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): August 12, 2010

## **Emergent BioSolutions Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware** 

(State or Other Jurisdiction of Incorporation)

001-33137

(Commission File Number)

14-1902018

(IRS Employer Identification No.)

2273 Research Boulevard, Suite 400, Rockville, Maryland

(Address of Principal Executive Offices)

20850

(Zip Code)

Registrant's telephone number, including area code: (301) 795-1800

#### Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☑ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☑ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 8.01. Other Events.

The following information was prepared in connection with Emergent BioSolutions Inc.'s meeting with employees of Trubion Pharmaceuticals, Inc. held on August 19, 2010 to provide an introduction to Emergent.

#### Additional Information and Where to Find It

This communication is being made in connection with the proposed merger (the "Merger") among Emergent BioSolutions Inc. ("Emergent"), Trubion Pharmaceuticals, Inc. ("Trubion") and certain of Emergent's direct and indirect wholly-owned subsidiaries. Emergent intends to file with the Securities and Exchange Commission (the "SEC") a registration statement on Form S-4, which will contain a prospectus relating to the securities Emergent intends to issue in the proposed Merger. Trubion intends to file a preliminary proxy statement in connection with the proposed Merger and to mail a definitive proxy statement and other relevant documents to Trubion's stockholders. Stockholders of Emergent and Trubion and other interested persons are advised to read, when available, the registration statement and Trubion's preliminary proxy statement, and amendments thereto, and definitive proxy statement in connection with Trubion's solicitation of proxies for the special meeting to be held to approve the Merger because these documents will contain important information about Trubion, Emergent and the proposed Merger. The definitive proxy statement will be mailed to stockholders as of a record date to be established for voting on the Merger. Stockholders will also be able to obtain a copy of the documents filed with the SEC, without charge, once available, at the SEC's website at http://www.sec.gov or by directing a request to: Emergent BioSolutions Inc., Attn: Investor Relations, 2273 Research Boulevard, Suite 400, Rockville, Maryland 20850, or Trubion Pharmaceuticals, Inc., Attention: Investor Relations, 2401 4th Avenue, Suite 1050, Seattle, Washington, 98121.

#### **Participants in Solicitation**

Emergent, Trubion and their respective directors and officers may be deemed participants in the solicitation of proxies from Trubion's stockholders. Information regarding Emergent's directors and officers is available in Emergent's proxy statement for its 2010 annual meeting of stockholders and its 2009 annual report on Form 10-K, which were filed with the SEC and are available at the SEC's website at http://www.sec.gov. Information regarding Trubion's directors and officers is available in Trubion's proxy statement for its 2010 annual meeting of stockholders and its 2009 annual report on Form 10-K, which were filed with the SEC and are available at the SEC's website at http://www.sec.gov. Information regarding Trubion's directors and officers will also be contained in Trubion's proxy statement in connection with the Merger when it becomes available. Emergent's and Trubion's stockholders may obtain additional information about the interests of Trubion's directors and officers in the Merger by reading Trubion's proxy statement when it becomes available.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

See Exhibit Index attached to this Form 8-K, which is incorporated herein by reference.

### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 19, 2010 EMERGENT BIOSOLUTIONS INC.

By: /s/ R. Don Elsey

R. Don Elsey Chief Financial Officer

### INDEX TO EXHIBITS

Exhibit No. Description Presentation



## Corporate Overview

All Employee Meeting at Trubion's Corporate HQ

August 19, 2010







### Emergent BioSolutions

## Forward-Looking Statements / Note on Guidance

This presentation includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Any statements, other than statements of historical fact, including statements regarding our strategy, future operations, future financial position, future revenues, projected costs, prospects, plans and objectives of management, including any potential future securities offering, our expected revenue growth and net earnings for 2010, and any other statements containing the words "believes", "expects", "anticipates", "plans", "estimates" and similar expressions, are forward-looking statements. There are a number of important factors that could cause the company's actual results to differ materially from those indicated by such forward-looking statements, including appropriations for BioThrax® procurement; our ability to obtain new BioThrax® sales contracts; our plans to pursue label expansions and improvements for BioThrax®; our ability to win a development award with the U.S. government for our recombinant protective antigen anthrax vaccine candidate; our plans to expand our manufacturing facilities and capabilities; the rate and degree of market acceptance and clinical utility of our products; the success of our ongoing and planned development programs, preclinical studies and clinical trials; our ability to identify and acquire or in license products and product candidates that satisfy our selection criteria; the potential benefits of our existing collaboration agreements and our ability to enter into selective additional collaboration arrangements; the timing of and our ability to obtain and maintain regulatory approvals for our other product candidates; our commercialization, marketing and manufacturing capabilities and strategy; our estimates regarding expenses, future revenue, capital requirements and needs for additional financing; and other factors identified in the company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2010 and subsequent reports filed with the SEC. The company disclaims any intention or obligation to update any forward-looking statements as a result of developments occurring after the date of this presentation.

The guidance in this presentation is only effective as of the date given, August 5, 2010, and will not be updated or affirmed unless and until the Company publicly announces updated or affirmed guidance.





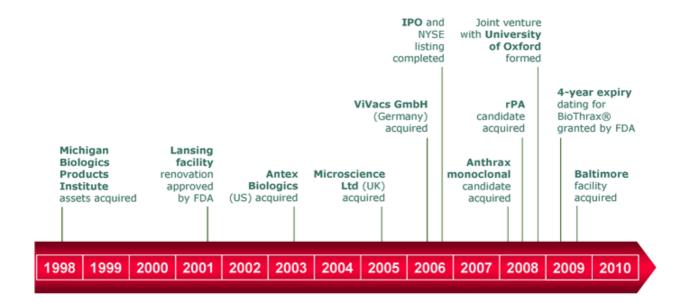
### **Clear Business Focus**

Market Focus	<ul> <li>Infectious disease market</li> <li>Unmet medical needs &amp; underserved global markets</li> </ul>	
Product Focus	<ul> <li>Immune-related biologics (e.g., vaccines &amp; antibody therapies)</li> </ul>	
Disease Focus	<ul> <li>Anthrax</li> <li>Tuberculosis</li> <li>Typhoid</li> <li>Universal Flu</li> <li>Chlamydia</li> </ul>	
Customer Focus	<ul><li>Government</li><li>Private Sector</li></ul>	





## Successful Track Record of Acquisitions and Delivering Results

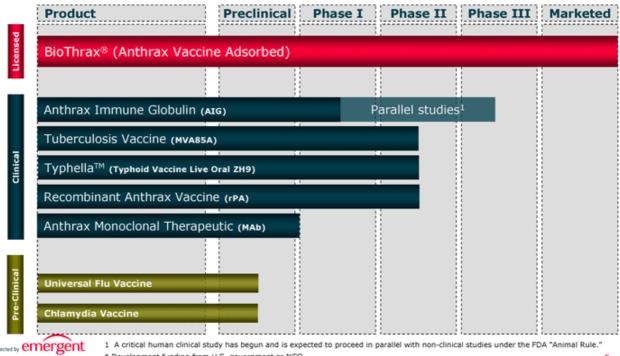






### **Broad Product Portfolio**

(targeting Infectious Diseases)



1 A critical human clinical study has begun and is expected to proceed in parallel with non-clinical studies under the FDA "Animal Rule."

\* Development funding from U.S. government or NGO.



## **2010 Key Corporate Milestones**

Type of Contract	Funding Agency	Description	Term	Expected Timing	Potential Total Contract Amount
Development	BARDA	Large-scale Manufacturing Process for BioThrax <sup>®</sup> (Building 55)	Multi Year	Announced 07/13/10	\$107M
Development	BARDA	rPA Development	Multi Year	End of 3Q	>\$200M
Procurement	CDC/HHS	Doses of BioThrax®	Multi Year (begin 3Q '11)	Year End	>\$400M
TOTAL				>\$700M	





# Recent Announcement — 2Q / 6 Month 2010 Financial Performance

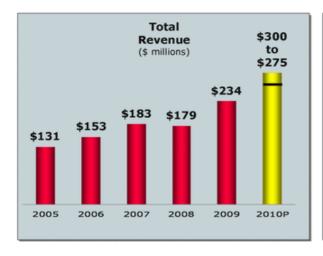
Total Revenues	 <u>2Q10</u> \$62.1M	<u>6M10</u> \$108.9M
Net Income	 \$9.8M	\$12.3M
EPS	 \$0.32	\$0.40
Cash Balance	 \$102.9	)M*

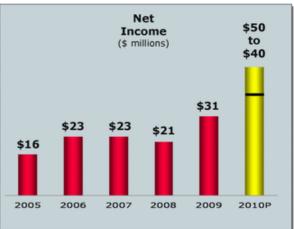


<sup>\*</sup> Excluding accounts receivable of \$45.8M



# Continued Revenue Growth and Profitability









# **Continuing History of Delivery Under USG Contracts**

Signed	Doses	Contract Value	Contract Term	Delivery Status
September 2004	5M	\$124M	September 2004 to September 2007	Completed
May 2005	5M	\$120M	May 2005 to May 2006	Completed
May 2006	5M	\$123M	May 2006 to May 2007	Completed
September 2007	18.75M	\$448M	September 2007 to September 2010	Completed
October 2008	14.5M	\$405M	September 2009 to September 2011	Completion anticipated 2Q/3Q 2011
TOTAL	48.25M	\$1,220M		





YE 2009: Current SNS of ~20M doses of BioThrax®

### Corporate Overview

# Extensive USG and NGO Funding for R&D Pipeline

Product	Partner	\$ (millions)	
BioThrax <sup>®</sup> dual adjuvant	NIAID/BARDA	30	
AIG	NIAID	13	
Anthrax MAb	NIAID/BARDA	24	
rPA	NIAID/BARDA	100¹	
Typhoid Vaccine (Typhella™)	Wellcome Trust (UK)	2	
TB Vaccine (MVA85A)	Wellcome Trust (UK) / AERAS (US)	16	
	TOTAL		

<sup>1</sup> Reflects funding by NIAID prior to EBS acquisition of rPA candidate.



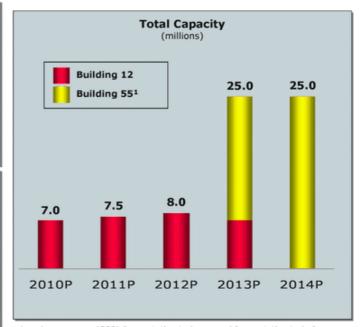


### **Expanding Lansing Manufacturing Capacity**





protected by emergent



Assumes one 1320L fermentation train; second fermentation train for surge requirement



TR

Typhoid

Elin

Chlamydia



## **Manufacturing Capability for R&D Pipeline**



Baltimore Facility			
Facility Size	<ul><li>56,000 sq. ft.</li><li>Including 11,000 sq. ft. for manufacturing</li></ul>		
Production Configuration	Multiple segregated production suites     Concurrent manufacturing		
Manufacturing Capabilities	VIRAL	NON-VIRAL	
	TB, Flu, Chlamydia	rPA, MAb	





### **Company Highlights**

- 1. Near term growth from licensed vaccine BioThrax®
- 2. Medium term growth from high value R&D pipeline
- 3. Longstanding financial strength





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All Employee Meeting at Trubion's Corporate HQ

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