

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO SECTION 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

May 4, 2017

001-36686  
(Commission file number)

**Forward Pharma A/S**

(Translation of registrant's name into English)

Østergade 24A, 1st Floor  
1100 Copenhagen K, Denmark  
(Address of principal executive office)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): Yes  No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): Yes  No

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

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**Item 1      Company Presentation**

On May 4, 2017, Forward Pharma A/S (the “Company”) made available on its website a copy of an investor presentation that was also being presented at the 42<sup>nd</sup> Annual Deutsche Bank Health Care Conference. A copy of this presentation is filed herewith as Exhibit 99.1.

The fact that this presentation is being made available and filed herewith should not be deemed an admission as to the materiality of any information contained in the materials. The information contained in the presentation is being provided as of May 4, 2017 and the Company does not undertake any obligation to update the presentation in the future or to update forward-looking statements to reflect subsequent actual results.

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**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, thereunto duly authorized.

Date: May 4, 2017

Forward Pharma A/S

By: /s/ Claus Bo Svendsen  
Name: Claus Bo Svendsen  
Title: Chief Executive Officer

**Forward Pharma Corporate Update**  
42<sup>nd</sup> Annual Deutsche Bank Health Care Conference

May 4, 2017



**Claus Bo Svendsen, MD, PhD**  
Chief Executive Officer

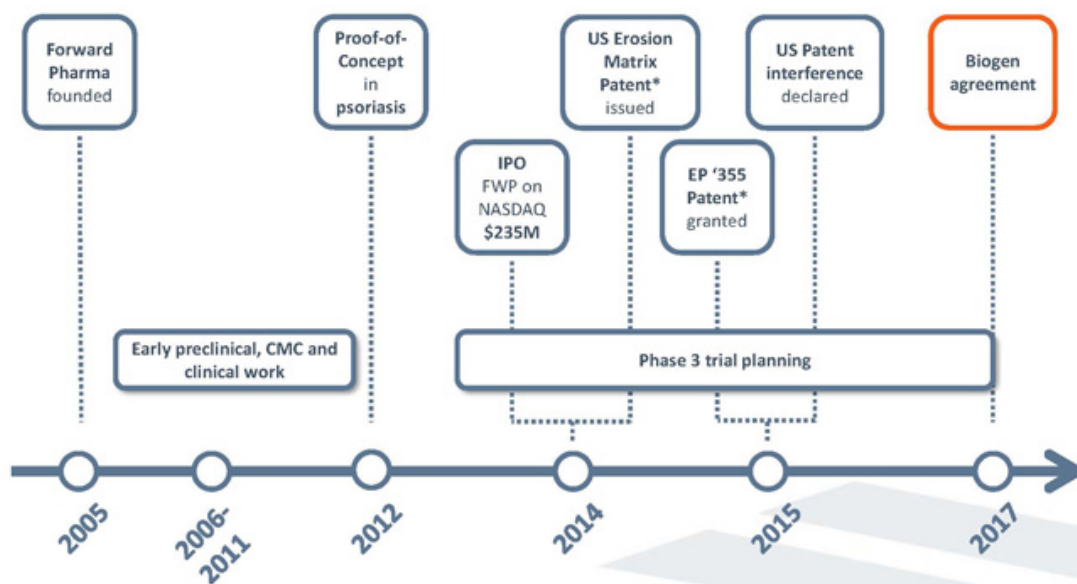
2017 © Forward Pharma A/S

Certain statements in this presentation may constitute “forward-looking statements” of Forward Pharma A/S (the “Company”) within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, but are not limited to, statements which contain language such as “believe,” “expect,” “anticipate,” “hope,” “would,” “may”, and “potential.” Forward-looking statements are predictions only, which involve known and unknown risks, uncertainties and other factors that may cause actual results to be materially different from those expressed in such statements. Many such risks, uncertainties and other factors are taken into account as part of our assumptions underlying these forward-looking statements and include, among others, risks related to the following: the satisfaction of certain conditions, and the accuracy of certain representations of the Company, in the Settlement and License Agreement entered into with subsidiaries of Biogen Inc. and certain other parties thereto; our ability to obtain, maintain, enforce and defend issued patents with royalty-bearing claims; our ability to prevail in the interference proceeding after all appeals and obtain issuance of the ‘871 application; our ability to prevail in or obtain a favorable decision in the ‘355 European opposition proceedings, after all appeals; the issuance and term of our patents; future sales of Tecfidera<sup>®</sup>, including impact on such sales from competition, generic challenges, regulatory involvement and pricing pressures; the scope, validity and enforceability of our intellectual property rights in general and the impact on us of patents and other intellectual property rights of third parties; the timing, amount (if any) and tax consequences of any distribution to shareholders; and our ability to generate revenue from product sales in the U.S. directly or through an assignee of our U.S. co-exclusive license rights in the event Biogen does not obtain an exclusive license from us in the U.S. Certain of these and other risk factors are identified and described in detail in certain of our filings with the United States Securities and Exchange Commission, including our Annual Report on Form 20-F for the year ended December 31, 2016. We are providing this information as of the date of this release and do not undertake any obligation to update any forward-looking statements contained in this presentation as a result of new information, future events or otherwise.

- Forward has developed a significant IP portfolio related to dimethyl fumarate (DMF)
- Forward operates with a lean organization and a low burn rate
- Forward has granted to Biogen an irrevocable license to all of its IP related to DMF through the recent Settlement and License Agreement
- Biogen paid a non-refundable cash fee of \$1.25 billion to Forward
- Two distinct opportunities exist to receive royalties from Biogen of 10 – 20%<sup>(a)</sup> from January 1, 2021 on sales of Tecfidera® or other DMF products for MS, dependent on, among other things:
  - Outcome of US interference including all appeals and Hart-Scott-Rodino (HSR) antitrust clearance
  - Outcome of European EP'355 opposition including all appeals

(a) See slide on "Potential Royalty Rates on Tecfidera® Sales" for further details

# Forward has Actively Developed FP187 since 2005



\* Please note that Forward is the owner of numerous other patents/patent applications; for a summary of some of these, please see separate slide 'Key IP Overview'





## Biogen and Forward Pharma Agree to Enter into Settlement and License Agreement

Biogen to Pay \$1.25B in Exchange for License Agreement to Forward Pharma Intellectual Property  
Future Payment of Royalties Subject to Resolution of Ongoing Patent Procedures in US and EU

Category:  
Investor Relations

Tuesday, January 17, 2017 7:30 am EST



CAMBRIDGE, Mass. (BUSINESS WIRE)—Biogen Inc. (NASDAQ: BII) today announced that it has agreed to enter into a settlement and license agreement with Forward Pharma, subject to the approval of Forward Pharma's shareholders and other customary conditions. The license agreement will provide Biogen an irrevocable license to all intellectual property owned by Forward Pharma.

Upon the effectiveness of the settlement and license agreement, Biogen will provide Forward Pharma a cash payment of \$1.25 billion. Under certain circumstances outlined in the agreement, Biogen will pay Forward Pharma royalties on net sales of Biogen products for the treatment of multiple sclerosis that are covered by a Forward Pharma patent and have dimethyl fumarate ("DMF") as an active pharmaceutical ingredient.

"We are very pleased to have reached this settlement with Forward Pharma. We believe this agreement will clarify and strengthen our intellectual property for TECFIDERA, the leading oral therapy for multiple sclerosis," said Michel Youniss, Chief Executive Officer of Biogen.

**"We are very pleased to have reached this settlement with Forward Pharma. We believe this agreement will clarify and strengthen our intellectual property for TECFIDERA, the leading oral therapy for multiple sclerosis"**



[Print Page](#) [Close Window](#)

## News Release

### Forward Pharma Agrees to Enter Into Settlement and License Agreement with Biogen

- Biogen will pay Forward a non-refundable cash fee of \$1.25 billion
- Forward may be eligible to receive royalties of 10% of net sales of Tecfidera beginning in 2021, and of 20% of net sales beginning in 2029, depending on the outcome of certain existing litigation and the receipt of regulatory approvals

COPENHAGEN, Denmark, Jan. 17, 2017 (GLOBE NEWSWIRE) -- Forward Pharma A/S (NASDAQ:FWP) ("we" or "Forward") today announced that it has entered into a binding agreement with two wholly owned subsidiaries of Biogen, Inc. and certain other parties to enter into a Settlement and License Agreement (the "License Agreement") subject to the approval of Forward's shareholders and certain other limited customary conditions. Biogen will pay Forward a non-refundable cash fee of \$1.25 billion in connection with the execution and delivery of the License Agreement. Under certain circumstances, Biogen will also be obligated to pay Forward royalties of up to 10-20% of net sales of Biogen products, including Tecfidera, approved for the treatment of multiple sclerosis that are covered by a Forward patent and have dimethyl fumarate ("DMF") as an active pharmaceutical ingredient.

The License Agreement does not resolve the issues pending in the interference proceeding between Forward and Biogen that is currently pending at the Patent Trial and Appeal Board ("PTAB") of the United States Patent and Trademark Office (the "Interference Proceeding") or the opposition proceeding against Forward's European patent EP 2801355 (Application No. 14172398.1) (the "Opposition Proceeding"). Biogen and Forward intend to permit the PTAB and the U.S. Court of Appeals for the Federal Circuit, as applicable, and the European Patent Office and the Technical Board of Appeal and the Enlarged Board of Appeal, as applicable, to make final determinations in the proceedings before them. The non-refundable fee of \$1.25 billion to be paid by Biogen is not conditional on the outcome of either proceeding.



# Share Value Drivers under the Settlement and License Agreement



Not meant to be comprehensive; size of boxes is arbitrary and not meant to illustrate comparative differences in amounts. Appropriate risk-adjustment should be applied. Potential investors and current shareholders are strongly urged to read the Settlement and License Agreement in its entirety as well as our Annual Report on Form 20-F for the year ended December 31, 2016, where risk factors are identified and described in detail.

# Share Value Drivers under the Settlement and License Agreement



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- Ongoing organizational realignment to reduce burn rate
  - Organization to be less than seven employees
- Market Cap (per May 1, 2017): \$887.75 M

**Balance Sheet**

|                      | December 31, 2016 | Pro forma for post-tax receipt of Biogen payment <sup>(a)</sup> |
|----------------------|-------------------|---|
| Cash and Investments | \$138.7 M         | \$1,093.7 M   |

**Income Statement**

|                | Year Ended December 31, 2016 |
|----------------|------------------------------|
| R&D Expenses   | \$41.05 M                    |
| G&A Expenses   | \$14.38 M                    |
| Operating Loss | \$55.43 M                    |

(a) \$138.7 M cash balance plus \$1.25 B cash fee less \$25 M payment to Aditech Pharma AG and estimated taxes of \$270 M

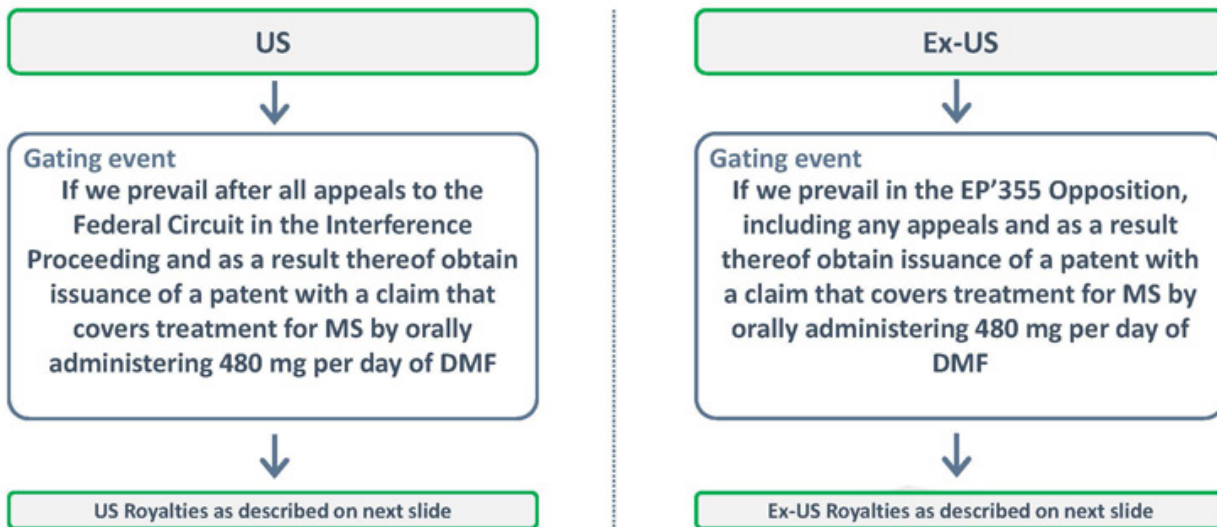
- **Forward is currently evaluating different means to return to shareholders a substantial portion of the \$ 1.25 B and expect to announce a definitive plan during the second quarter of 2017\***
  
- **Potential vehicles being considered for the return of capital include**
  - Distributions/ dividends
  - Stock buybacks
  - Other means

\* We have not paid any dividends since our incorporation and may not do so in the future. Our management is currently evaluating different means to deliver to our shareholders an undetermined amount of capital, however we have made no decision to do so and may not do so. Should we decide to do so, such return of capital may involve dividends, distributions, share repurchases or other means. The final determination as to any return of capital will be at the discretion of our board of directors, after taking into account various factors including our business prospects, cash requirements, outcome of the Interference and Opposition Proceedings and our obligations under the Settlement and License Agreement. Alternatively, the board may consider other options for maximizing shareholder value.

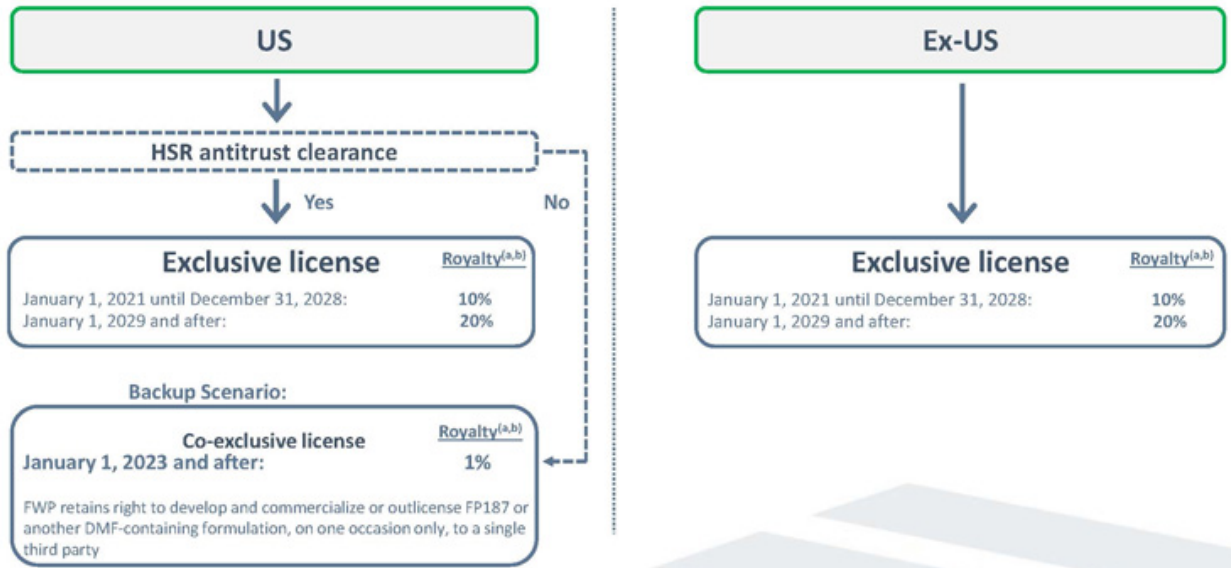
# Share Value Drivers under the Settlement and License Agreement



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The summary of the Settlement and License Agreement in this presentation does not purport to be complete and is subject to, and qualified in its entirety by, the full text of the Settlement and License Agreement, which is available on Forward's website. Potential investors and current shareholders are strongly urged to read the Settlement and License Agreement in its entirety as well as our Annual Report on Form 20-F for the year ended December 31, 2016.



(a) Subject to, among other things, expiration or invalidation of the patents or impact of generic entry  
 (b) Royalties payable on a country-by-country basis on DMF-containing products indicated for MS that, but for the License Agreement, would infringe a Forward licensed patent



- **Interference declared April 13, 2015**

A patent interference is an administrative proceeding at the USPTO used to determine which party is the first to invent a common invention claimed by both parties.

- **Forward awarded “Senior Party” status**

The Senior Party has the earliest effective filing date to the common invention; entitled to the presumption that it is the first inventor.

- **On March 31, 2017, the USPTO PTAB ruled in favor of Biogen**

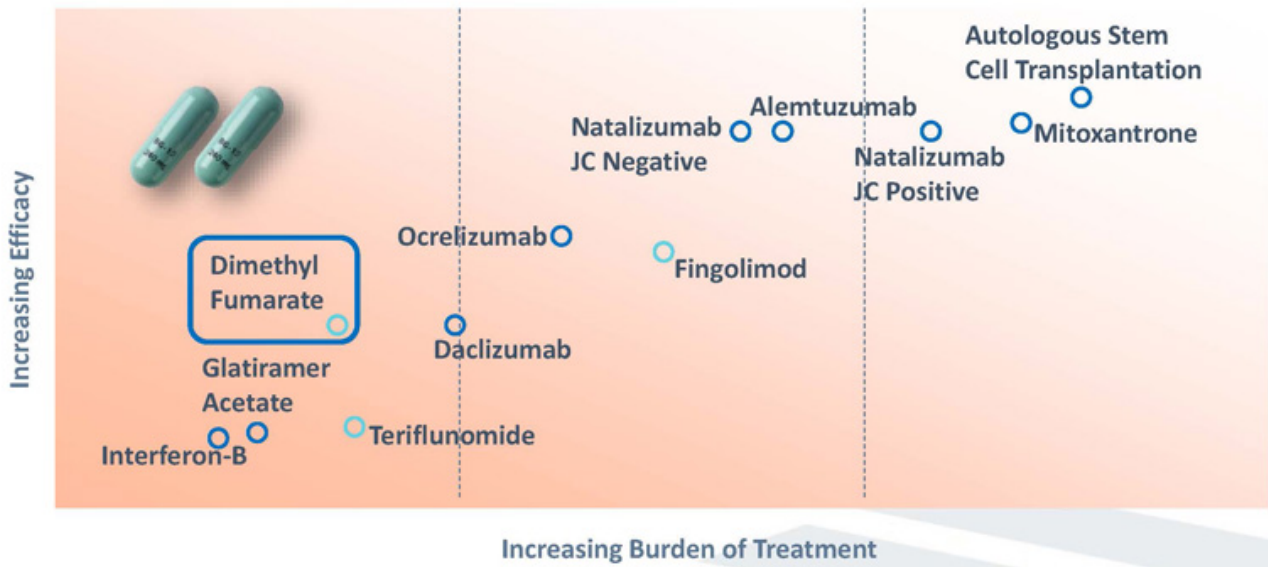
- **Forward intends to appeal the ruling to the Federal Circuit**

- EP2801355 patent granted by European Patent Office (EPO) on May 20, 2015
- Subject to several oppositions filed with the EPO by third parties (including Biogen)
- The first instance hearing of the Opposition Proceedings in the EPO has currently been scheduled for November 6-7, 2017, but may change

# Share Value Drivers under the Settlement and License Agreement



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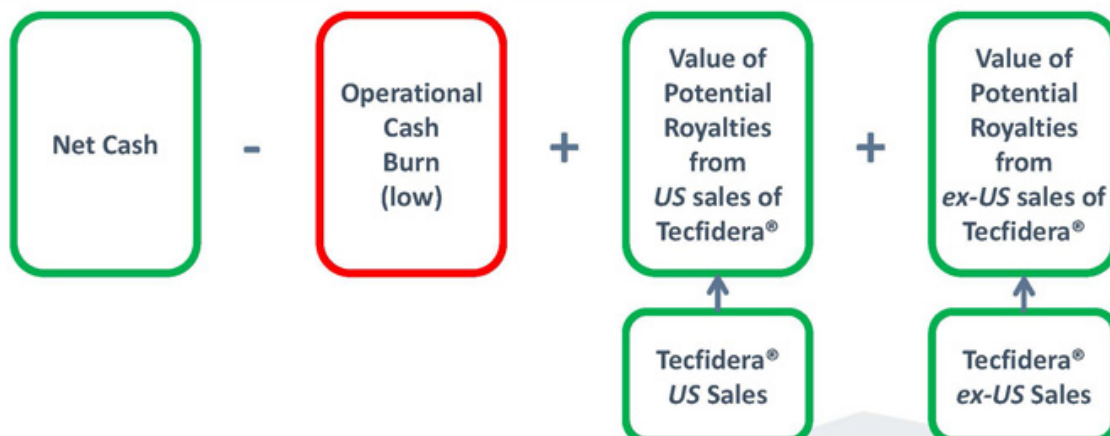
Adapted from Coles A, Newer therapies for multiple sclerosis. Ann Indian Acad Neurol 2015;18, Suppl S1:30-4

- **The most prescribed oral MS therapy globally\***
  - Capturing approximately 50% of patients starting on an oral drug
  - Stable sales in United States; Upwards trend outside US
- **Cumulative global sales of approximately \$12.4 B to date; ~\$1 B in quarterly sales**



- **Regulatory Data Exclusivity and Patent Protection**
  - Settlement and License Agreement adds Forward Pharma IP
  
- **Pricing and reimbursement**
  
- **Launch of Ocrevus®**
  - Based on analyst reports and interviews with EU and US KOLs, Ocrevus® is estimated to initially convert later stage patients on injectables and add a Progressive MS market
  
- **Potential Generic Fingolimod and additional S1P modulators**
  
- **Potential approval of new molecules for MS**

Forward has Significant Capital Resources, a Focused Organization, and IP-Triggered Optionality



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- **Ongoing organizational alignment and optimization**
  
- **Ongoing evaluation of the most efficient way to deliver to shareholders a substantial portion of the \$1.25 B cash payment received from Biogen**
  
- **Gating events for future royalty from Tecfidera® sales**
  - **Appeal of US PTAB interference decision to Federal Circuit**
    - If PTAB decision reversed, potential further appeal to Federal Circuit of PTAB decision on remaining motions
  - **EU EP'355 opposition decision**
    - Potential appeal of opposition decision

**Forward Pharma Investor Relations**

Claus Bo Svendsen, MD, PhD

Chief Executive Officer

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Lee Roth, The Ruth Group

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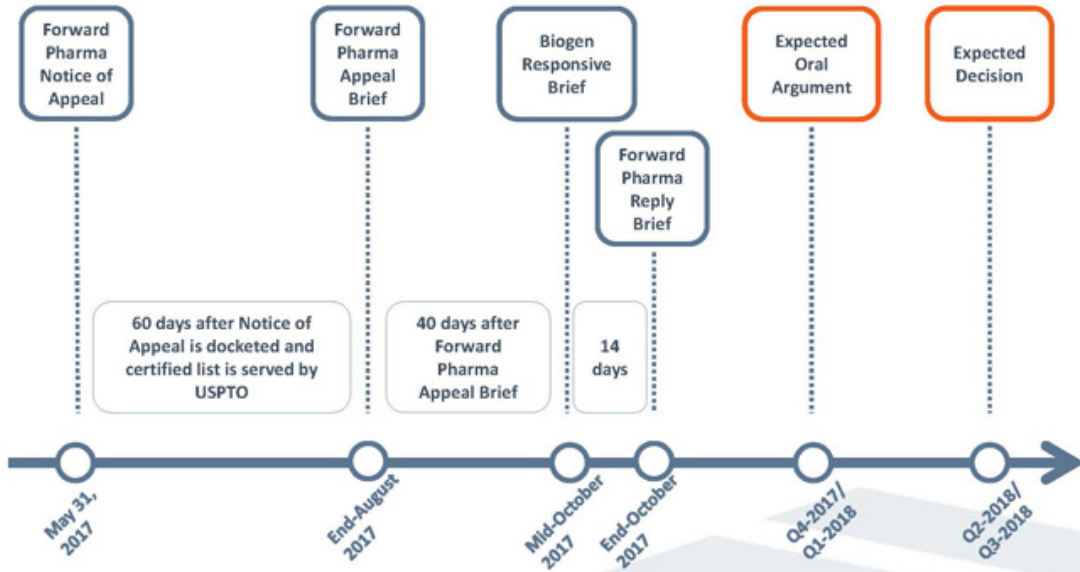


4 patent applications that, if issued, contain claims that may be royalty-bearing if Forward prevails after all appeals in the interference proceeding

|    | Application Number | Description   |
|----|--------------------|---|
| US | 11/576,871         | Treating MS with DMF at 480 mg/day<br><b>Interference declared; FWP as Senior Party – April 13, 2015</b><br><b>PTAB ruled in favor of Biogen on March 31, 2017</b><br><b>Appeal to the Federal Circuit in preparation</b> |
|    | 14/213,399         | Up-titration of DMF to 480 mg/day for the treatment of MS<br>Non-final rejection issued October 31, 2016; continuation application has been filed.  |
|    | 14/212,503         | Treating MS with DMF at 480 mg/day to reach certain MMF levels in the bloodstream<br>Final rejection issued; appeal brief filed May 16, 2016  |
|    | 14/209,480         | Pharmaceutical composition comprising DMF in an amount of 50-90% by weight<br>Non-final rejection issued April 11, 2017   |

If we prevail in the Interference Proceeding after any appeals to the Federal Circuit, we further expect our 11/576,871 application, if ultimately issued, would be entitled to patent term adjustment that would result in an estimated patent expiration in 2029 or later. There is no assurance that we would obtain patent term adjustment to fully compensate us for all such time lost.

# Estimated Timeline for Appeal of Interference Decision to the Federal Circuit



Dates represent estimates of when filings are due to the Federal Circuit

4 patent applications that, if issued, contain claims that may be royalty-bearing if Forward prevails in the European EP'355 opposition proceedings including all appeals

|       | Application Number                   | Description  |
|-------|--------------------------------------|--|
| Ex-US | EP14172398.1<br>(Pat. No. EP2801355) | Treating MS with 480 mg/day of DMF wherein the pH controlled release compositions have an enteric coat<br><b>Granted – May 20, 2015; Opposition hearing before EPO currently scheduled for 6-7 November 2017</b> |
|       | EP15166243.4<br>(Pat. No. EP2965751) | Treating MS with 480-600 mg fumaric acid esters (including DMF)/day where the composition releases fumaric acid esters depending on pH.<br>Application pending   |
|       | EP14172396.5<br>(Pat. No. EP2792349) | Treating MS with 480 mg/day of controlled release DMF<br><b>EPO issued intention to grant – February 8, 2017</b>   |
|       | EP16001391.8<br>(Pat. No. EP3093012) | Controlled release pharmaceutical composition comprising DMF in an amount of 50-90% by weight<br>Application pending   |

Additionally, Forward will need to show on a country-by-country basis that Tecfidera® infringes a valid patent for royalties to become payable

## Key IP Overview:

### Core Composition and Erosion Matrix Patent Families<sup>1</sup>

| Patent / Application      | Patent Family    | Status  |
|---------------------------|------------------|---|
| U.S. App. 11/576,871      | Core Composition | Pending. A decision was issued by the PTAB on March 31, 2017 in favor of Biogen. We intend to appeal the decision to the Federal Circuit. |
| U.S. App. 14/213,399      | Core Composition | Non-final rejection issued in October 2016; continuation application has been filed.  |
| U.S. App. 14/212,503      | Core Composition | On appeal from final rejection.   |
| U.S. App. 14/209,480      | Core Composition | Pending. Non-final rejection issued in April 2017.  |
| EP2801355                 | Core Composition | Granted. Under opposition with EPO.   |
| EP1799196                 | Core Composition | Granted.  |
| EP2801354                 | Core Composition | Granted.  |
| EP2316430                 | Core Composition | Revoked by decision of July 10, 2015; under appeal.   |
| EP3093012                 | Core Composition | Pending.  |
| EP2965751                 | Core Composition | Pending.  |
| EP2792349                 | Core Composition | Pending.  |
| JP2015-139809             | Core Composition | Pending.  |
| U.S. Patent No. 8,906,420 | Erosion Matrix   | Granted.  |
| EP2379063                 | Erosion Matrix   | Granted; opposition rejected; appeal pending.   |
| EP2564839                 | Erosion Matrix   | Granted.  |
| JP5788331                 | Erosion Matrix   | Granted as JP2012-514624.   |

1. Beyond our core composition patent and erosion matrix patent families, our other patent families include U.S. Patent Application Nos. 14/419,031, 14/914,031 and 14/914,025 and European Patent Application Nos. EP2879672, EP3038606 and EP3038605.