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): June 27, 2013

PDL BIOPHARMA, INC.

(Exact name of Company as specified in its charter)

000-19756 (Commission File Number)

Delaware (State or Other Jurisdiction of Incorporation) 94-3023969 (I.R.S. Employer Identification No.)

932 Southwood Boulevard Incline Village, Nevada 89451 (Address of principal executive offices, with zip code)

(775) 832-8500

(Company's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Company under any of the following provisions:

□ 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)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

D Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

On June 27, 2013, PDL BioPharma, Inc. (the Company) will hold one-on-one discussions with analysts and investors using defined presentation materials at the Janney Capital Markets Boston Healthcare 1x1 Corporate Access Day in Boston, Massachusetts. A copy of the Company's presentation materials has been posted to the Company's website and is attached hereto as Exhibit 99.1.

Limitation of Incorporation by Reference

In accordance with General Instruction B.2. of Form 8-K, this information, including the Exhibits, is furnished pursuant to Item 7.01 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information in this Item 7.01 of this Current Report on Form 8-K will not be deemed an admission as to the materiality of any information that is required to be disclosed solely by Regulation FD.

Cautionary Statements

This Current Report on Form 8-K and the presentations include "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we can give no assurance that such expectations will prove to be correct. Important factors that could impair the Company's royalty assets or business are disclosed in the "Risk Factors" contained in the Company's 2012 Annual Report on Form 10-K and other periodic reports filed with the Securities and Exchange Commission. All forward-looking statements are expressly qualified in their entirety by such factors. We do not undertake any duty to update any forward-looking statement except as required by law.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.

99.1

Presentation

Description

SIGNATURES

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

PDL BIOPHARMA, INC.

(Company) By: /s/John P. McLaughlin

John P. McLaughlin

President and Chief Executive Officer

Dated: June 27, 2013

Exhibit No.

99.1

Presentation

Description







Janney's Healthcare 1x1 Corporate Access Day

June 27, 2013

Forward Looking Statements

This presentation contains forward-looking statements, including PDL's expectations with respect to its future royalty revenues, expenses, net income, and cash provided by operating activities. Each of these forward-looking statements involves risks and uncertainties. Actual results may differ materially from those, express or implied, in these forward-looking statements. Factors that may cause differences between current expectations and actual results include, but are not limited to, the following:

- The expected rate of growth in royalty-bearing product sales by PDL's existing licensees;
- The relative mix of royalty-bearing Genentech products manufactured and sold outside the U.S. versus manufactured or sold in the U.S.;
- The ability of PDL's licensees to receive regulatory approvals to market and launch new royalty-bearing products and whether such products, if launched, will be commercially successful;
- The productivity of acquired income generating assets may not fulfill our revenue forecasts and, if secured by collateral, we may be undersecured and unable to recuperate our capital expenditures in the transaction;
- Changes in any of the assumptions on which PDL's projected revenues are based;
- Changes in foreign currency rates;
- Positive or negative results in PDL's attempt to acquire income generating assets;
- The outcome of pending litigation or disputes, including PDL's current dispute with Genentech related to ex-U.S. sales of Genentech licensed products; and
- ► The failure of licensees to comply with existing license agreements, including any failure to pay royalties due. Other factors that may cause PDL's actual results to differ materially from those expressed or implied in the forward-looking statements in this presentation are discussed in PDL's filings with the SEC, including the "Risk Factors" sections of its annual and quarterly reports filed with the SEC. Copies of PDL's filings with the SEC may be obtained at the "Investors" section of PDL's website at <u>www.pdl.com</u>. PDL expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in PDL's expectations with regard thereto or any change in events, conditions or circumstances on which any such statements are based for any reason, except as required by law, even as new information becomes available or other events occur in the future. All forward-looking statements in this presentation are qualified in their entirety by this cautionary statement.



Key Information

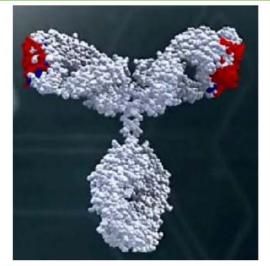
Location	Incline Village, Nevada	
Employees	Less than 10	
2012 Revenues	\$375 million	
2012 Expenses	\$25 million	
2013 Regular Dividends (Pay Date)	\$0.15 /share paid on March 12 and June 12, and to be paid on September 12 and December 12	
2013 Regular Dividends (Record Date)	March 5, June 5, September 5, and December 5	
Q1-2013 Cash Position ¹	\$187 million	
Shares O/S ²	~ 140 million	
Average Daily Volume	~ 1.8 million shares	73



Overview of PDL BioPharma



Antibody Humanization Technology



- Antibodies are naturally produced by humans to fight foreign substances, such as bacteria and viruses
- In the 1980's, scientists began creating antibodies in non-human immune systems, such as those of mice, that could target specific sites on cells to fight various human diseases
- However, mouse derived antibodies are recognized by the human body as foreign substances and may be rejected by the human immune system
- PDL's technology allows for the "humanization" of mouse derived antibodies by moving the important binding regions from the mouse antibody onto a human framework
- PDL's humanization technology is important because the humanized antibodies retain the binding and activity levels from the original mouse antibody
- PDL's technology has been incorporated into antibodies to treat cancer, eye diseases, arthritis, multiple sclerosis and other health conditions with aggregate annual sales of over \$20 billion



Mission

Queen et al. Patents

- > Manage patent portfolio
- Manage license agreements

Optimize return for shareholders

Obtain new income generating assets

- > Assets that improve shareholder return
- > Preferably backed by commercial stage products
- > Drug or medical devices with differentiated profile
- > Indifferent as to therapeutic field



Corporate Governance

Management

John McLaughlin President & CEO

Christopher Stone VP, General Counsel & Secretary

Peter Garcia VP & Chief Financial Officer

Danny Hart Deputy General Counsel **Board of Directors**

Jody Lindell John McLaughlin Paul Sandman Harold E. Selick Lead Director

Fred Frank Special Advisor to Board





Licensed Products and Royalty Revenue



Approved Licensed Products: Overview

Product	Licensee	2012 WW Sales	Approved Indications
	Genentech (US) and Roche (ex-US)	\$6.2 billion	Metastatic colorectal cancer Advanced non-small cell lung cancer Renal cancer Metastatic HER2 – breast cancer Glioblastoma Ovarian cancer
Herceptin	Genentech (US) and Roche (ex-US)	\$6.3 billion	Metastatic HER2+ breast cancer Metastatic HER2+ stomach cancer
	Genentech (US) and Novartis (ex-US)	\$3.99 billion	Wet age-related macular degeneration (AMD) Macular edema or swelling following retinal vein occlusion Diabetic macular edema
Colair Umalizumab	Genentech (US) and Novartis (ex-US)	\$1.3 billion	Moderate to severe persistent allergic asthma First approved therapy designed to target the antibody IgE, a key underlying cause of the symptoms of allergy related asthma
Tysabri (natalizumab)	Biogen Idec	\$1.6 billion	Multiple Sclerosis (MS) in adult patients with relapsing forms of the disease Crohn's disease in adult patients with moderate-to-severe forms of the disease who have had an inadequate response to or are unable to tolerate conventional therapies
• ACTEMRA tocilizumab	Roche and Chugai	\$0.9 billion	Moderate to severe rheumatoid arthritis (RA), including patients who have had an inadequate response to one or more DMARDS
PERJETA	Genentech (US) and Roche (ex-US)	\$60 million (approved on June 8 , 2012)	Previously untreated HER2+ metastatic breast cancer
)Kadcyla	Genentech (US) and Roche (ex-US)	Approved on February 22, 2013	Second line metastatic HER2+ breast cancer First line in patients with metastatic HER2+ breast cancer with disease recurrence within 6 months of adjuvant treatment

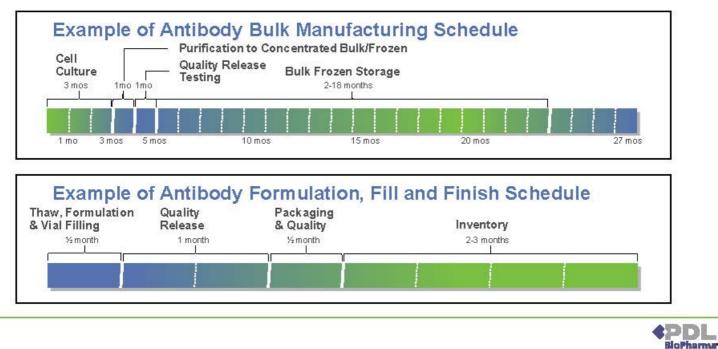
Roche sales assumes 1.07403 CHF/USD

9

PDL's revenues consist of royalties generated on sales of licensed products

Sold in a patented jurisdiction before the expiration of the Queen et al. patents in mid-2013 through end of 2014
Or

Made prior to the expiration of the Queen et al. patents in a patented jurisdiction and sold anytime thereafter



Queen et al. Patents - Royalty Rates

Tysabri and Actemra

> Flat, low single-digit royalty

Genentech Products (Avastin, Herceptin, Lucentis,¹ Xolair, Perjeta and Kadcyla)

- > Tiered royalties on product made or sold in US
- > Flat, 3% royalty on product made and sold outside US
- > Blended global royalty rate on Genentech Products in 2012 was 1.8%
- > Blended royalty rate on Genentech Products in 2012 made or sold in US was 1.4%

Genentech Product Made or Sold in U.S.	
Net Sales up to \$1.5 Billion	3.0%
Net Sales Between \$1.5 Billion and \$2.5 Billion	2.5%
Net Sales Between \$2.5 Billion and \$4.0 Billion	2.0%
Net Sales Over \$4.0 Billion	1.0%
Genentech Product Made and Sold Ex-U.S.	
Net Sales	3.0%

1. As part of a settlement with Novartis, which commercializes Lucentis outside US, PDL agreed to pay to Novartis certain amounts based on net sales of Lucentis made by Novartis during calendar year 2011 and beyond. The amounts to be paid are less than we receive in royalties on such sales and we do not currently expect such amount to materially impact our total annual revenues in 2013.

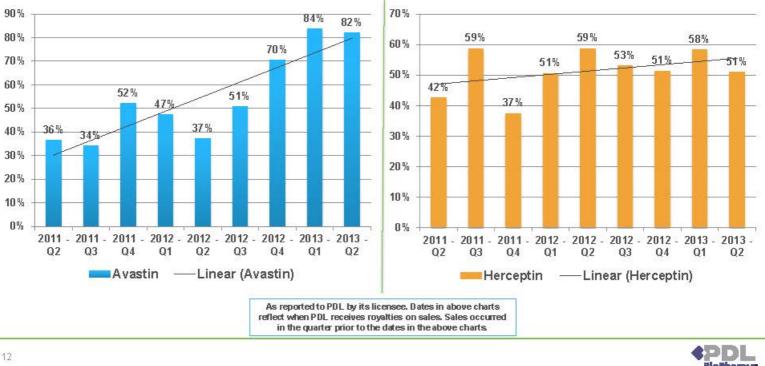
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BloPharma

Ex-US Manufacturing & Sales

Roche is moving some manufacturing ex-US which may result in higher royalties to PDL due to the flat 3% royalty for Genentech Products made and sold ex-US

) Current production at Penzburg (Herceptin) and Basel (Avastin) plants



Ex-US Made/Ex-US Sold

12

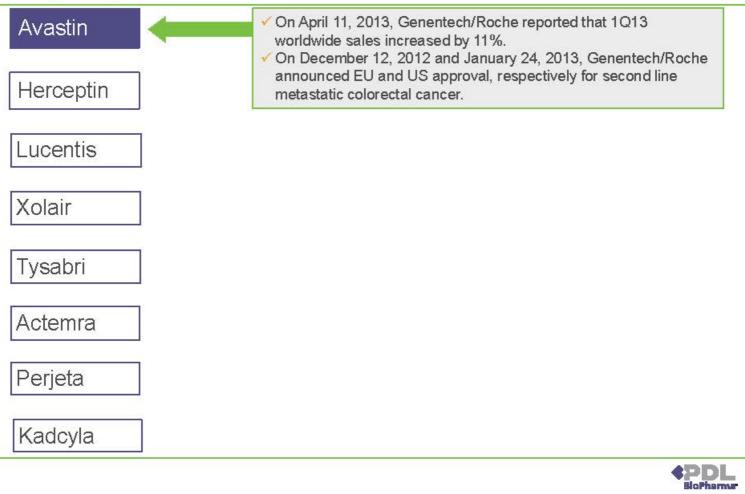
BloPharma



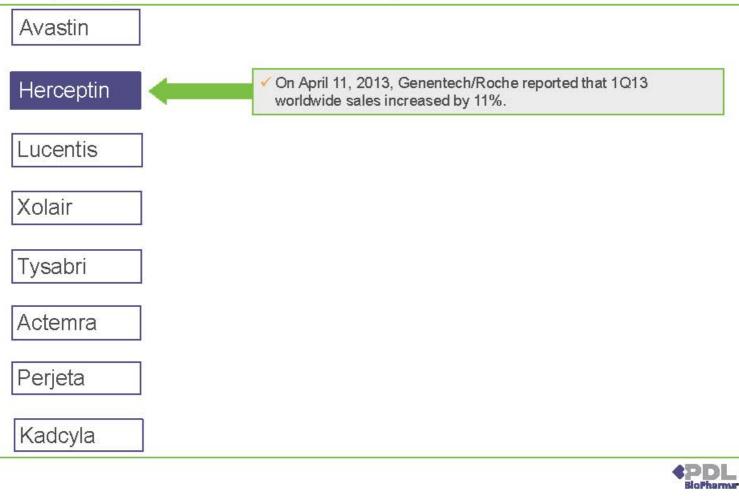
Royalty Products – Approved



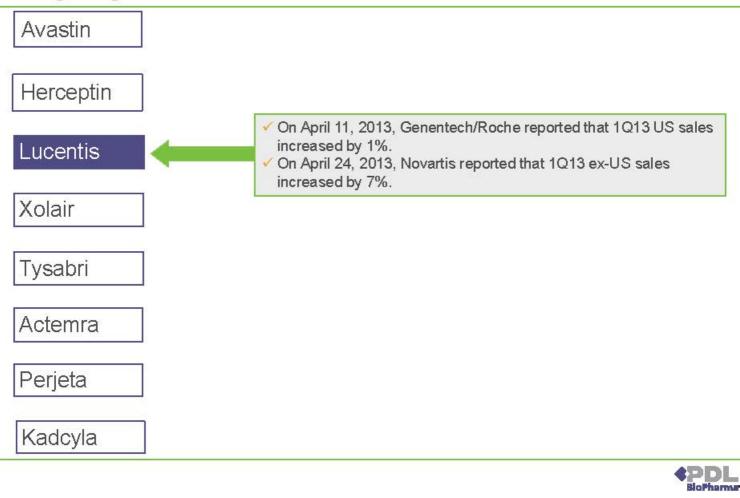
Royalty Products - Avastin



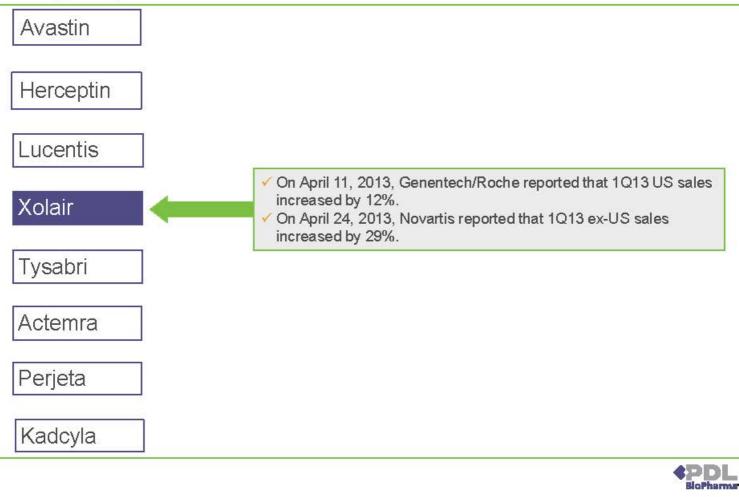
Royalty Products - Herceptin



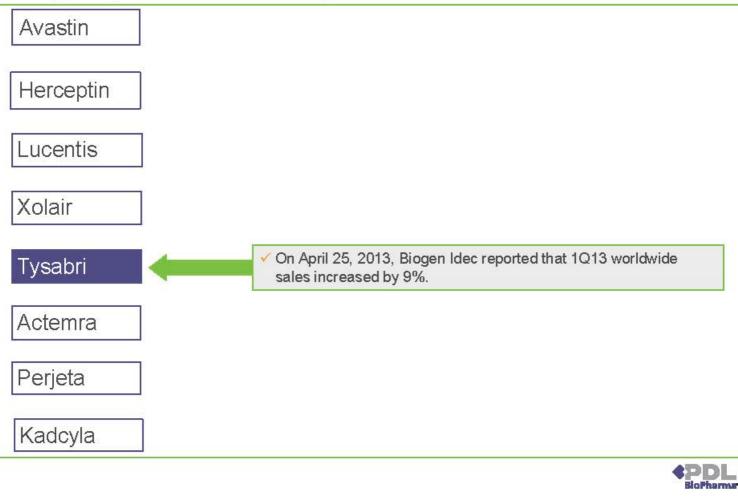
Royalty Products - Lucentis



Royalty Products - Xolair



Royalty Products - Tysabri



Royalty Produc	cts - Actemra
Avastin	
Herceptin	
Lucentis	
Xolair	
Tysabri	✓ On April 11, 2013, Genentech/Roche reported that 1Q13
Actemra	 worldwide sales increased by 13% on a constant exchange basis. On April 30, 2013, Genentech/Roche announced that FDA had approved its use for the treatment of a rare, debilitating condition
Perjeta	in children.
Kadcyla	
19	¢PDL BioPharma

Royalty Products - Perjeta	Royalty I
Avastin	Avastin
Herceptin	Herceptin
Lucentis	Lucentis
Xolair	Xolair
Tysabri	Tysabri
	Actemra
 On April 11, 2013, Genentech/Roche reported 1Q13 sales of CHF 50 million. Genentech/Roche announced EMA approval in March 2013 and expect to file in 2Q13 for approval in US in neo-adjuvant setting for HER2+ breast cancer. 	Perjeta
	Kadcyla
¢PDL BioPharmar	

Royalty Products - Kadcyla
Avastin
Herceptin
Lucentis
Xolair
Tysabri
Actemra
✓ On February 22, 2013, Genentech/Roche announced that FDA approval for second line treatment of HER2+ metastatic breast
Kadcyla cancer and first line treatment for patients who relapse within 6 months following adjuvant therapy.
*PDL BioPharmar



Potential Royalty Products



Potential Royalty Products – Obinutuzumab

Ocrelizumab Multiple Sclerosis

Multiple Sclerosis

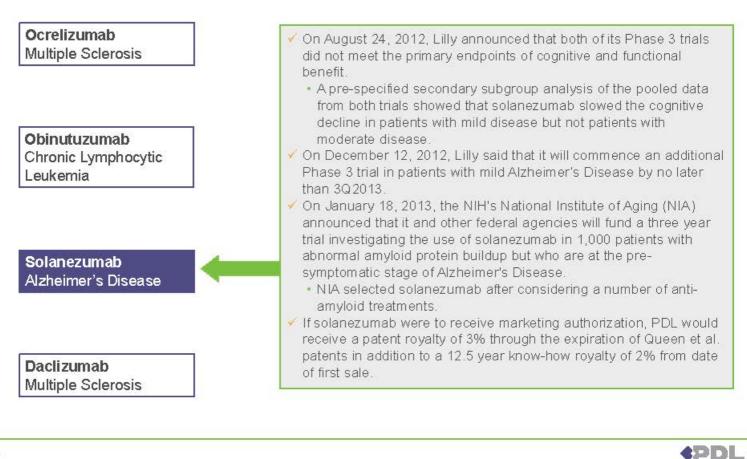
 Obinutuzumab Chronic Lymphocytic Leukemia

 On May 15, 2013, Genentech/Roche filed for approval in US and EU for treatment of chronic lymphocytic leukemia.
 FDA designated it as a breakthrough therapy for this indication.

 Solanezumab Alzheimer's Disease



Potential Royalty Products – Solanezumab





Financials



First Quarter 2013 Overview

	Three Months Ended March 31,				
(In thousands, except per share amounts)		2013		2012	
Revenues	\$	91,847	\$	77,344	
G&A expenses		7, 186		6,945	
Operating income	2	84,661		70,399	
Interest and other income, net	-	3,838	30	90	
Interest expense	3. 73	(6,000)	10 10	(8,700)	
Income before income taxes	2	82,499	2.6	61,789	
Income tax expense		29,028		21,605	
Net income	\$	53,471	\$	40,184	
Net income per share - Basic	\$	0.38	\$	0.29	
Net income per share - Diluted	\$	0.36	\$	0.29	

	N	March 31, 2013		December 31, 2012		
Cash, cash equivalents and investments	\$	187,213	\$	148,689		
Total notes receivable	\$	90, 184	\$	93,208		
Total assets	\$	312,810	\$	279,966		
Convertible notes payable	\$	312,613	\$	309,952		
Total stockholders' deficit	\$	(93,671)	\$	(68, 122)		





Debt



Current and Long-Term Liabilities

Convertible Notes	Conversion Rate per \$1,000 Principal Amount	Approximate Conversion Price Per Common Share	Effective Date	Principal Balance Outstanding
May 2015 Notes				
3.75%	154.4189	\$6.48	June 3, 2013	\$155,250,000
Series 2012 Notes				
2.875%	176.389	\$5.67	lune 3, 2013	\$179,000,000
February 2015 Notes				
2.875%	176.389	\$5.67	June 6, 2018	\$1,000,000

- ^o In May 2015 Notes, bond hedge effectively increases conversion price to \$7.62
- In 2011 and 2012, we restructured two convertible notes to "net-share" settle and eliminated 44 million dilutive shares
- Closing price of PDL shares exceeded 130% of conversion price for Series 2012 Notes in 2Q13 and they are convertible at request of note holder during 3Q13
 Convertibility does not carry over in 4Q13 and is re-calculated in 3Q13





Legal Matters



Pending Dispute with Genentech and Roche

- In August 2010, Genentech sent a fax on behalf of Roche and Novartis asserting its products do not infringe PDL's supplementary protection certificates (SPCs)
 - > Products include Avastin, Herceptin, Lucentis and Xolair
 - > SPCs are patent extensions in Europe that are issued on a country-by-country and product-by-product basis

PDL Response

- > Genentech's assertions are without merit
- > PDL disagrees with Genentech's assertions of non-infringement
- Genentech had waived its rights to challenge our patents, including SPCs in its 2003 Settlement Agreement with PDL

^o 2003 Settlement Agreement

- > Resolved intellectual property disputes between the two companies at that time
- Limits Genentech's ability to challenge infringement of PDL's patent rights, including SPCs, and waives Genentech's right to challenge or assist others in challenging the validity of our patent rights

Nevada Lawsuit Against Genentech/Roche

PDL filed a lawsuit against Genentech and Roche in Nevada state court

- Lawsuit states that fax constitutes a breach of 2003 Settlement Agreement because Genentech assisted Roche in challenging PDL's patents and SPCs
- Complaint seeks compensatory damages, including liquidated damages and other monetary remedies set forth in the 2003 Settlement Agreement, punitive damages and attorney's fees

In November 2010, Genentech and Roche filed two motions to dismiss

- > They contend that 2003 Settlement Agreement applies only to PDL's U.S. patents
- > They asserted that the Nevada court lacks personal jurisdiction over Roche
- On July 11, 2011, court denied Genentech and Roche's motion to dismiss four of PDL's five claims for relief and denied Roche's separate motion to dismiss for lack of personal jurisdiction
 - > The court dismissed one of PDL's claims that Genentech committed a bad-faith breach of the covenant of good faith and fair dealing
 - > Subsequent to the ruling, Roche has waived its defense that the Nevada court lacks personal jurisdiction for the purposes of this lawsuit

^o The court ruling allows PDL to continue to pursue its claims that

- > Genentech is obligated to pay royalties to PDL on international sales of the Genentech Products
- > Genentech, by challenging, at the behest of Roche and Novartis, whether PDL's SPCs cover the Genentech Products breached its contractual obligations to PDL under the 2003 settlement agreement
- Genentech breached the implied covenant of good faith and fair dealing with respect to the 2003 settlement agreement
- Roche intentionally and knowingly interfered with PDL's contractual relationship with Genentech in conscious disregard of PDL's rights
- ^o Proceedings have been suspended pending an appeal by Genentech and Roche to the Nevada Supreme Court on a discovery issue
 - > Suspension of discovery may delay current trial date of October 2013
 - > If Nevada Supreme Court decides to hear Genentech and Roche appeal, then trial could be delayed up to 18 months

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BioPharma

PDL Performed an Audit of Genentech's Royalty Payments

- In 2009, PDL retained KPMG LLP (KPMG) to conduct an independent inspection and analysis of the books and records of Genentech and its sublicensees for the three year period covering January 1, 2007 to December 31, 2009, a right granted to PDL under PDL's Patent License Master Agreement and License Agreements with Genentech.
- KPMG reported to PDL that, due to limitations on its inspection imposed by Genentech, it was unable to assess the completeness or accuracy of Genentech's reporting of royalties. KPMG concluded that, based on the limited information it was able to review, Genentech appears to have underpaid PDL in an amount that, if substantiated, PDL believes would be material.
- > Genentech has informed PDL that it disagrees with KPMG's conclusions and that it believes that it has correctly calculated royalties due.

PDL Filed an Arbitration on June 7, 2013

In the arbitration, PDL: (i) requests a declaration of the parties' rights and obligations with respect to reporting and payment of royalties under the license agreements; (ii) alleges that Genentech has breached the license agreements due to its obstruction of KPMG's inspection and underpayment of royalties; and (iii) alleges that Genentech breached the implied covenant of good faith and fair dealing by depriving PDL of the benefits of the license agreements through its obstruction of the inspection, which we further assert concealed the nature and extent of its underpayment.

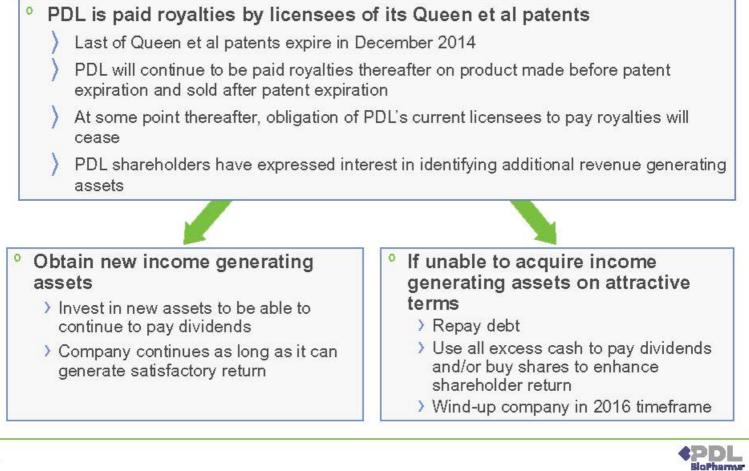




Optimizing Stockholder Return



Business Strategy





Income Generating Assets



Overview

Partner	Products Generating Revenues		Transaction	Time Horizon	
AxoGen* Ungentite second of a case of parts life	Rence To Marca Samuela	AXEGUARD Net Some	AVE GUARD* Val # AND	\$20.8 million Revenue Rights Purchase	2020 — Can require AxoGen to repurchase in 2016
MERUS LABS	Kallenaciny	X	Annual Contraction of the Contra	\$35 million Senior Secured Credit Facility (plus \$20 million letter of credit)	2015
Nellstat Diagnostics, LLC)	\$40 million Senior Secured Credit Facility	2015-2021
Ø AVINGER		OCELOT		Up to \$40 million Hybrid Debt/Royalty Financing	2013-2018



^o Merus Labs International

In July 2012, PDL entered into a credit agreement with Merus Labs International under which PDL made available up to \$55 million to Merus secured by, among other things, its approved drug for overactive bladder

AxoGen

In early October 2012, PDL provided \$20.8 million to AxoGen in return for royalties on certain AxoGen products for peripheral nerve repair

Wellstat Diagnostics

In November 2012, PDL provided \$40 million to Wellstat Diagnostics in return for interest and royalties on Wellstat's small point of care diagnostics system that utilizes a disposable cartridge, requires no user interaction, relies on standard blood collection techniques and can achieve sensitivity comparable to, or better than, central testing laboratories

• Avinger

37.

- In April 2013, PDL provided financing to Avinger of up to \$40 million, \$20 million immediately and up to \$20 million more upon completion of certain revenue milestones in return for interest on the principal and a low single-digit royalty on Avinger's revenues from product sales through April 2018
- > Avinger is commercializing a new technology to open totally occluded arteries in the legs and is developing a new technology to remove plaque from the arteries affected by peripheral artery disease



Conclusion



Investment Highlights

- ^o Strong historic revenue growth from approved products
- Potential for additional indications from existing products and new product approvals
- Four income generating deals with potential for additional deals
- No R&D burn
- ^o Liquidity volume averages 1.8 million shares/day
- Return to stockholders
 - > Since 2009, paid special or regular dividends totaling \$5.02
 - In 2013, paid a regular, quarterly dividend of \$0.15/share on March 12 and June 12, and will pay regular, quarterly dividends of \$0.15/share on September 12 and December 12

