

**Merck Kommanditgesellschaft auf Aktien
Darmstadt, Germany**

Annual General Meeting 2024

Information in accordance with Section 125 of the German Stock Corporation Act (AktG) in conjunction with the Implementing Regulation (EU) 2018/1212 ("EU-IR")

A. Specification of the message

1. Unique identifier of the event: Virtual Annual General Meeting 2024 of MERCK KGaA, Darmstadt, Germany

(Formal information according to EU-IR: 83fee9763ed5ee11b53000505696f23c)

2. Type of message: Notice of the Annual General Meeting

(Formal information according to EU-IR: NEWM)

B. Specification of the issuer

1. ISIN: DE0006599905

2. Name of issuer: MERCK Kommanditgesellschaft auf Aktien, Darmstadt, Germany

C. Specification of the meeting

1. Date of the meeting: April 26, 2024

(Formal information according to EU-IR: 20240426)

2. Time of the meeting: 10:00 a.m. CEST

(Formal information according to EU-IR: 8:00 a.m. UTC)

3. Type of meeting: Virtual Annual General Meeting without the physical attendance of shareholders or their proxy representatives

(Formal information according to EU-IR: GMET)

4. Location of the meeting: Location of the meeting pursuant to the German Stock Corporation Act (AktG): Frankfurter Str. 250, 64293 Darmstadt, Germany

URL to the company's Investor Portal for following the Annual General Meeting in video and audio and for exercising shareholder rights: www.merckkgaa-darmstadt-germany.com/agm

(Formal information according to EU-IR: www.merckkgaa-darmstadt-germany.com/agm)

5. Record Date: April 04, 2024, 24:00 CEST

Decisive for the participation and the voting right is the shareholding on the expiry of April 04, 2024, 24:00 CEST (so called "technical record date") and which therefore corresponds with the record date.

(Formal information according to EU-IR: 20240404; 10:00 p.m. UTC)

6. Website for the meeting/URL: www.merckkgaa-darmstadt-germany.com/agm

D. Participation in the general meeting

1. Method of participation by shareholder

Connection and participation by way of electronic communication via the Investor Portal of the company

Exercising of voting rights by postal vote or issuance of proxies and instructions to proxies appointed by the company

(Formal information according to EU-IR: VI, EV, PX)

2. Issuer deadline for the notification of participation

Registration for the General Meeting by: April 19, 2024, 24:00 CEST (time of receipt).

(Formal information according to EU-IR: 20240419; 10:00 p.m. UTC)

3. Issuer deadline for voting

Exercising voting rights by by postal vote or issuance of proxies and instructions to proxies appointed by the company,

- which is done by post: April 25, 2024, 24:00 CEST (time of receipt),

(Formal information according to EU-IR: 20240425; 10:00 p.m. UTC)

- by e-mail: April 25, 2024, 24:00 CEST (time of receipt),

(Formal information according to EU-IR: 20240425; 10:00 p.m. UTC)

- which is transmitted by intermediaries in accordance with the requirements of Section 67c AktG: April 25, 2024, 24:00 CEST (receipt is decisive),

(Formal information according to EU-DVO: 20240425; 22:00 UTC)

- electronically via the Investor Portal at www.merckkgaa-darmstadt-germany.com/agm until the close of the voting process at the Annual General Meeting on April 26, 2024 as specified by the Chair of the Meeting

(Formal information according to EU-IR: 20240426; until the close of voting)

E. Agenda

Agenda item 1

1. Unique identifier of the agenda item: 1

2. Title of the agenda item: Presentation of the annual financial statements approved by the

Supervisory Board, as well as the consolidated financial statements approved by the Supervisory Board and the combined management report (including the explanatory report on the information in accordance with section 289a, section 315a of the German Commercial Code - HGB) for the fiscal 2023 and the Report of the Supervisory Board

3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm

4. Vote: None

5. Alternative voting options: None

Agenda item 2

1. Unique identifier of the agenda item: 2

2. Title of the agenda item: Resolution on the adoption of the annual financial statements for fiscal 2023

3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm

4. Vote: Binding vote **(Formal information according to EU-IR: BV)**

5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 3

1. Unique identifier of the agenda item: 3

2. Title of the agenda item: Resolution authorizing the appropriation of the net retained profit for fiscal 2023

3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm

4. Vote: Binding vote **(Formal information according to EU-IR: BV)**

5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 4

1. Unique identifier of the agenda item: 4

2. Title of the agenda item: Resolution on the approval of the actions of the Executive Board for fiscal 2023

3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm

4. Vote: Binding vote **(Formal information according to EU-IR: BV)**

5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 5

1. Unique identifier of the agenda item: 5
2. Title of the agenda item: Resolution on the approval of the actions of the Supervisory Board for fiscal 2023
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 6

1. Unique identifier of the agenda item: 6
2. Title of the agenda item: Resolution on the appointment of the auditor and group auditor for fiscal 2024 and the auditor for the review of the condensed financial statements and the interim management report of the group as of June 30, 2024
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 7

1. Unique identifier of the agenda item: 7
2. Title of the agenda item: 7. Resolution on the approval of the 2023 Compensation Report
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Recommendable vote **(Formal information according to EU-IR: AV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 8.1

1. Unique identifier of the agenda item: 8.1
2. Title of the agenda item: Supervisory Board elections – Katja Garcia Vila
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 8.2

1. Unique identifier of the agenda item: 8.2
2. Title of the agenda item: Supervisory Board elections – Michael Kleinemeier
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 8.3

1. Unique identifier of the agenda item: 8.3
2. Title of the agenda item: Supervisory Board elections – Dr. Carla Kriwet
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 8.4

1. Unique identifier of the agenda item: 8.4
2. Title of the agenda item: Supervisory Board elections – Barbara Lambert
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 8.5

1. Unique identifier of the agenda item: 8.5
2. Title of the agenda item: Supervisory Board elections – Prof. Dr. Stefan Palzer
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 8.6

1. Unique identifier of the agenda item: 8.6
2. Title of the agenda item: Supervisory Board elections – Dr. Susanne Schaffert
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 9

1. Unique identifier of the agenda item: 9
2. Title of the agenda item: Resolution on the compensation of the Supervisory Board, including the compensation system and corresponding amendment of the Articles of Association
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

Agenda item 10

1. Unique identifier of the agenda item: 10
2. Title of the agenda item: Resolution on the amendment to the Articles of Association in connection with the German Financing for the Future Act ("Zukunftsfinanzierungsgesetz")
3. Uniform Resource Locator (URL) of the materials: www.merckkgaa-darmstadt-germany.com/agm
4. Vote: Binding vote **(Formal information according to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention **(Formal information according to EU-IR: VF; VA; AB)**

F. Specification of the deadlines regarding the exercise of other shareholders rights

Shareholders right – Motions to add agenda items pursuant to sections 278 (3), 122 (2) AktG

1. Object of deadline: Submission of motions to add agenda items
2. Applicable issuer deadline: March 26, 2024, 24:00 CET (time of receipt is decisive) **(Formal information according to EU-IR: 20240326; 11:00 p.m. UTC)**

Shareholders right – Countermotions pursuant to sections 278 (3), 126 (1) AktG

1. Object of deadline: Submission of countermotions in response to resolutions on the agenda items
2. Applicable issuer deadline: April 11, 2024, 24:00 CEST (time of receipt is decisive) **(Formal information according to EU-IR: 20240411; 10:00 p.m. UTC)**

Shareholders right – Nominations pursuant to sections 278 (3), 127 AktG

1. Object of deadline: Submission of nominations relating to the election of auditors
2. Applicable issuer deadline: April 11, 2024, 24:00 CEST (time of receipt is decisive) **(Formal information according to EU-IR: 20240411; 10:00 p.m. UTC)**

Shareholders right – Submission – Right to submit statements pursuant to sections 278 (3), 130a (1) to (4) AktG

1. Object of Deadline: Electronic submission of comments on agenda items in text or video format via the Investor Portal
2. Applicable issuer deadline: April 20, 2024, 24:00 CEST (time of receipt is decisive) **(Formal information according to EU-IR: 20240420; 10:00 p.m. UTC)**

Shareholders right – Submission – Right to speak pursuant to sections 278 (3), 130a (5) and (6) AktG

1. Object of Deadline: Electronic submission of comments on agenda items in text or video format via the Investor Portal including the right to file motions and election proposals pursuant to section 118a para. 1 sentence 2 no. 3 AktG and to request information pursuant to section 131 para. 1 AktG
2. Applicable issuer deadline: April 26, 2024, during the Annual General Meeting according to the instructions of the Chair of the Meeting **(Formal information according to EU-IR: 20240426; during the Annual General Meeting according to the instructions of the Chair of the Meeting)**

Shareholders right – Right to obtain information pursuant to sections 278 (3), 131 AktG

1. Object of deadline: Electronic submission of questions via the Investor Portal including the right to assert claims for subsequent information pursuant to section 131 (4) sentence 1 AktG and the right, pursuant to section 131 (5) sentence 1, to include in the notarial record questions submitted through the Investor Portal to which an information was allegedly refused during the Annual General Meeting and the reason for the alleged refusal to provide information.
2. Applicable issuer deadline: April 26, 2024, during the Annual General Meeting according to the instructions of the Chair of the Meeting **(Formal information according to EU-IR: 20240426; during the Annual General Meeting according to the instructions of the Chair of the Meeting)**

Shareholders right – Objections for the record pursuant to sections 278 (3), 118a (1) sentence 2 no. 8 AktG

1. Object of deadline: Submission of objection to resolutions of the Annual General Meeting by way of electronic communication via the Investor Portal
2. Applicable issuer deadline: On April 26, 2024, from the beginning of the General Meeting until its closure by the chairman of the meeting

(Formal information according to EU-IR: 20240426; from the beginning of the Annual General Meeting to the close of the Annual General Meeting by the Chair of the Meeting)