

# **Convening Notice** of the Annual General Meeting 2026

**of Merck KGaA, Darmstadt, Germany  
on April 24, 2026**



**MERCK Kommanditgesellschaft auf Aktien**

**Darmstadt**

**Germany**

**- ISIN DE 000 659 990 5 -**

**- Securities Identification No. 659 990 -**

The shareholders of our company are hereby invited to attend the

**Annual General Meeting**

**on Friday, April 24, 2026 at 10:00 a.m. CEST**

in the **Jahrhunderthalle, Pfaffenwiese 301, 65929 Frankfurt am Main-Höchst, Germany,**

as an in-person event with the physical presence of the shareholders or their proxies.

(Formal information according to EU-IR: dc3af29dfdd0f011b55096c6c2a55906)

## **Overview of the agenda**

1. 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 fiscal 2025 and the Report of the Supervisory Board
2. Resolution on the adoption of the annual financial statements for fiscal 2025
3. Resolution authorizing the appropriation of the net retained profit for fiscal 2025
4. Resolution on the approval of the actions of the Executive Board for fiscal 2025
5. Resolution on the approval of the actions of the Supervisory Board for fiscal 2025
6. Resolution on the election of the auditor and the Group auditor for fiscal 2026 as well as the auditor for the review of the abridged financial statements and the interim management report of the Group dated June 30, 2026
7. Resolution on the approval of the 2025 Compensation Report

# Agenda

**1. 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 fiscal 2025 and the Report of the Supervisory Board**

The Supervisory Board has approved the annual financial statements and the consolidated financial statements prepared by the Executive Board in accordance with section 171 of the German Stock Corporation Act (AktG). In accordance with section 286 (1) AktG and Article 29 (3) of the Articles of Association of Merck KGaA, Darmstadt, Germany, the annual financial statements are to be adopted by the Annual General Meeting (item 2 of the agenda). The aforementioned documents will be available on the company's website as of the date on which the Annual General Meeting is convened (for more information, see "Information and documents for the Annual General Meeting; website", which is included at the end of the convening notice under "Supplementary information"). No resolution is required for item 1 of the agenda.

**2. Resolution on the adoption of the annual financial statements for fiscal 2025**

The Executive Board and the Supervisory Board propose that the presented annual financial statements of the company for the year ended December 31, 2025 be approved.

**3. Resolution authorizing the appropriation of the net retained profit for fiscal 2025**

The Executive Board and the Supervisory Board propose that the share of the net retained profit of the company attributable to the shareholders amounting to € 318,714,622.70 be appropriated as follows:

- a) Payment of a dividend of € 2.20 per no-par value share entitled to dividends as of the date of this Annual General Meeting, being € 284,332,954.40 in total.
- b) Carryforward of the remaining amount of € 34,381,668.30 to new account.

Dividends are payable on the third business day after the Annual General Meeting passes the resolution on the dividend, i.e. April 29, 2026.

**4. Resolution on the approval of the actions of the Executive Board for fiscal 2025**

The Executive Board and the Supervisory Board propose that the actions of the members of the Executive Board in office in fiscal 2025 be approved for fiscal 2025.

## **5. Resolution on the approval of the actions of the Supervisory Board for fiscal 2025**

The Executive Board and the Supervisory Board propose that the actions of the members of the Supervisory Board in office in fiscal 2025 be approved for their activities in fiscal 2025.

## **6. Resolution on the election of the auditor and the Group auditor for fiscal 2026 as well as the auditor for the review of the abridged financial statements and the interim management report of the Group dated June 30, 2026**

Based on the recommendation of the Audit Committee, the Supervisory Board proposes that

**Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Munich, Germany,**

be appointed as auditor and Group auditor for fiscal 2026 as well as auditor for the review of the abridged financial statements and interim management report contained in the half-yearly financial report dated June 30, 2026.

The Audit Committee has declared that its recommendation is free from undue influence by a third party and that no clause within the meaning of Article 16 (6) of the EU Statutory Audit Regulation (Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities and repealing Commission Decision 2005/909/EC) has been imposed upon it that restricted its choice of specific auditors.

## **7. Resolution on the approval of the 2025 Compensation Report**

In accordance with section 162 AktG, a Compensation Report for the preceding fiscal year must be prepared by the Executive Board and Supervisory Board and presented to the Annual General Meeting for approval in accordance with section 120a (4) AktG.

The Compensation Report was audited by the auditor in accordance with section 162 (3) AktG to verify that the information required under section 162 (1) and (2) AktG was provided. In addition to the statutory requirements, the auditors also examined the content of the report. The report on the audit of the Compensation Report is attached to the Compensation Report.

The Compensation Report, including the report on the audit of the Compensation Report, is available on the company website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).

The Executive Board and the Supervisory Board propose that the Compensation Report for fiscal 2025, which was prepared and audited in accordance with section 162 AktG, be approved.

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**Current notes and information on the Annual General Meeting can be found on the company website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).**

# Further information and notes

## Requirement for participating in the Annual General Meeting and exercising shareholder rights

### 1. Registration and confirmation of shareholding

To participate in the Annual General Meeting and to exercise voting rights and shareholder rights in connection with the Annual General Meeting, shareholders must have, in good time, registered with the company under the following address and submitted evidence of share ownership or evidence pursuant to section 67c (3) AktG (in each case "confirmation of shareholding") related to the close of business at the end of **April 2, 2026 (12:00 a.m. CEST, "record date")** and issued by the custodial bank or financial institute:

**Merck KGaA**  
**Darmstadt, Germany**  
**c/o Computershare Operations Center**  
**80249 Munich**  
**Germany**  
**or e-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

**Note:** The relevant provision for the record date is section 123 (4) sentence 2 AktG. The record date is the close of business on the twenty-second day prior to the Annual General Meeting.

Registration and confirmation of shareholding must be in text form (section 126b of the German Civil Code (BGB)) in either German or English. The registration and confirmation of shareholding must be received by the company at the aforementioned address by the end of **April 17, 2026, 12:00 a.m. CEST**. The registration can also be transmitted to the company by intermediary in accordance with the requirements of section 67c AktG.

Following timely receipt of the registration and confirmation of shareholding, the access medium for the Annual General Meeting will be sent to the shareholder entitled to participate in the Annual General Meeting or their proxy. Unlike registration, however, the access medium is not a requirement for participation; it merely serves to simplify the access control process when granting entry to the Annual General Meeting, in the manner of an admission ticket.

The access data for the Investor Portal are also printed on the access medium. With this access data, the shareholder or their proxy can sign into the Investor Portal and use this to exercise certain shareholder rights prior to the Annual General Meeting if desired (see also the following section "Using the Investor Portal").

In order to ensure the timely receipt of the access medium with the access data for the Investor Portal, we kindly request shareholders to send their registration and confirmation of shareholding to the company as early as possible.

## **2. Meaning of the record date**

The record date is the date that is decisive for the extent and exercising of shareholder rights in connection with the Annual General Meeting. In relation to the company and in connection with the exercising of shareholder rights including eligibility to vote at the Annual General Meeting, only those individuals who have submitted confirmation of shareholding by the record date are considered to be shareholders. The eligibility to exercise shareholder rights or the extent of voting rights is determined exclusively by share ownership on the record date. Changes in share ownership after the record date have no significance in this context. The record date does not involve a suspension of the ability to sell the shares held. Also in the event of the full or partial sale of the shares after the record date, the exercising of shareholder rights and the extent of the voting right are exclusively determined by the share ownership on the record date, i.e. the sale of shares after the record date has no impact on the eligibility to exercise shareholder rights or the extent of the voting right. This applies accordingly to the acquisition of additional shares after the record date. Individuals who do not yet own shares as of the record date and only become shareholders thereafter are only entitled to exercise shareholder rights insofar as they are authorized by the previous shareholder to represent them or to exercise their rights on their behalf. The record date is of no relevance to a possible dividend entitlement.

## **3. Using the Investor Portal**

For the exercising of certain shareholder rights, the company has set up the Investor Portal prior to the Annual General Meeting. Using this portal, properly registered shareholders or their proxies can participate in electronic postal voting, grant proxy to a third party and authorize and instruct the proxies appointed by the company prior to the Annual General Meeting.

The Investor Portal is accessible on the website of Merck KGaA, Darmstadt, Germany, at

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

After having properly registered for the Annual General Meeting, shareholders will be sent their personal access data needed to access the Investor Portal.

The Investor Portal can also be used by proxies. The precondition for this is that the proxy receives the access data sent to the shareholder unless the access data has been sent to the proxy directly. Authorized intermediaries, shareholders' associations, voting rights advisors, and other equivalent individuals pursuant to section 135 AktG may also use the Investor Portal.

The Investor Portal is expected to go live on April 3, 2026 and will be available until the end of April 23, 2026, 12:00 a.m. CEST. After this time, the Investor Portal will be closed and it will no longer be possible to exercise shareholder rights via the Investor Portal. It is not possible to participate in or watch the Annual General Meeting via the Investor Portal.

The Annual General Meeting can be watched using the public webcast (see also the section "Public webcast of the Annual General Meeting" at the end of the convening notice under "Supplementary information"); however, this does not lead to participation in the Annual General Meeting or enable the exercising of shareholder rights.

#### **4. Voting by postal ballot**

Shareholders and their proxies may cast their votes by postal ballot. Only those shareholders who have properly registered and provided confirmation of shareholding are eligible to vote – either personally or via a proxy (please see the foregoing section entitled “Registration and confirmation of shareholding”).

It is possible to vote by postal ballot, as well as to change and revoke the cast votes, electronically via the Investor Portal by the end of **April 23, 2026, 12:00 a.m. CEST**, at

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

in accordance with the specified procedure. This is also possible in text form by submitting the form “*Stimmrechtsausübung per Briefwahl*” [exercising voting rights via postal ballot] that is provided to the shareholders together with the access medium after proper registration and is available on the company’s website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)). If the postal ballot form is used, the completed form must be received by letter or e-mail at the following address by the end of **April 23, 2026, 12:00 a.m. CEST** at the latest:

**Merck KGaA  
Darmstadt, Germany  
c/o Computershare Operations Center  
80249 Munich  
Germany  
or e-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

Postal ballots may also be submitted to the company by intermediary until the end of **April 23, 2026, 12:00 a.m. CEST**, in accordance with the requirements of section 67c AktG. This additionally applies to the amendment or revocation of votes cast by postal ballot.

Electronic postal voting via the Investor Portal is possible from its activation (expected on April 3, 2026) until the closure of the Investor Portal at the end of April 23, 2026, 12:00 a.m. CEST. Votes already cast via the Investor Portal may be changed or revoked up until the Investor Portal is closed.

Shareholders or authorized third parties who have already cast their vote via postal ballot can also exercise their rights in person at the Annual General Meeting. Attending in person is deemed a revocation of votes previously cast by postal ballot.

Shareholders will receive further details on casting postal ballots together with the access medium and can view these by visiting the company’s website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).

#### **5. Representation by third parties**

Shareholders who do not wish to exercise their shareholder rights in connection with the Annual General Meeting personally may also be represented by authorized third parties, e.g. by an intermediary (such as a bank) or a shareholders’ association or by another individual of their choice. Timely registration and confirmation of shareholding pursuant to the aforementioned provisions are

also required in the case of representation by third parties (please see the foregoing section entitled "Registration and confirmation of shareholding").

The granting of authorization, its amendment, revocation, and proof of authorization vis-à-vis the company must take place in text form via the address given below or electronically via the Investor Portal on the company's website at

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

in accordance with the specified procedure or by means of transmission through an intermediary in accordance with the requirements of section 67c AktG, provided that no intermediary (e.g. a bank), no shareholders' association, no voting rights advisor, and no other person treated as equivalent pursuant to section 135 AktG will be authorized to exercise voting rights.

Shareholders are requested to use the form provided by the company for granting authorizations in text form. It is sent to the properly registered individuals together with the access medium and is available to shareholders at the company's website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).

The authorization, its amendment, revocation, or evidence of having issued an authorization can be submitted to the company prior to the Annual General Meeting by letter or by e-mail to the following address:

**Merck KGaA  
Darmstadt, Germany  
c/o Computershare Operations Center  
80249 Munich  
Germany  
or e-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

For organizational reasons, in this case as well as in the case of transmission through an intermediary in accordance with the requirements of section 67c AktG, submission must take place by the end of **April 23, 2026, 12:00 a.m. CEST** at the latest.

The Investor Portal can be used to grant, amend or revoke authorizations or provide evidence of having issued an authorization up until the Investor Portal closes at the end of April 23, 2026, 12:00 a.m. CEST.

Evidence of the granting or revocation of an authorization can also be provided to the company on the day of the Annual General Meeting by means of the authorized person showing the evidence (e.g. the original document or a copy of the authorization or its revocation) upon registration at the event.

Section 135 AktG applies to the authorization of intermediaries (e.g. banks), shareholders' associations, voting rights advisors, or other individuals treated as equivalent pursuant to section 135 AktG. In particular, the authorization must be held in a verifiable manner by the proxy. In addition, the authorization must be complete and may only contain statements related to the exercising of voting rights. Shareholders who wish to authorize an intermediary (e.g. a bank), a

shareholders' association, a voting rights advisor, or another person treated as equivalent pursuant to section 135 AktG should consult with this person about the form of the authorization.

Shareholders will receive further details on representation by third parties together with the access medium and can view these by visiting the company's website at [www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm).

## **6. Representation by proxies appointed by the company**

In addition, we offer our shareholders the possibility of exercising their voting rights at the Annual General Meeting through proxies appointed by the company. Timely registration and confirmation of shareholding pursuant to the aforementioned provisions are also required in the case of representation by proxies appointed by the company (please see the foregoing section entitled "Registration and confirmation of shareholding").

The proxies must be given the required authorization and instructions on how the votes are to be cast. The proxies are obligated to vote in line with the instructions given to them; without instructions from the shareholder, the proxies appointed by the company are not authorized to exercise the shareholder's voting rights. In the absence of express and clear instructions, the proxy appointed by the company shall abstain from voting on the relevant voting item. They will not accept any instructions relating to speeches, requests for information, the submitting of motions or nominations, or the filing of objections against resolutions by the Annual General Meeting.

Authorizations and instructions to the proxies appointed by the company can be issued, amended or revoked in text form via the address given below or electronically via the Investor Portal on the website of the company at

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

(until the Investor Portal closes at the end of April 23, 2026, 12:00 a.m. CEST) in accordance with the specified procedure.

To issue authorizations and instructions in text form, shareholders are requested to use the form entitled "*Vollmacht und Weisungen für die Stimmrechtsvertretung durch von der Gesellschaft benannte Vertreter*" [authorizations and instructions for proxy voting by proxies appointed by the company], which is sent to shareholders along with the access medium after proper registration and is available to them at the company's website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).

For organizational reasons, authorizations and instructions to the proxies appointed by the company as well as changes thereto and their revocation must be received by the company by letter or by e-mail no later than the end of **April 23, 2026, 12:00 a.m. CEST** at the following address:

**Merck KGaA  
Darmstadt, Germany  
c/o Computershare Operations Center  
80249 Munich  
Germany  
or e-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

Authorizations and instructions to the proxies can also be issued, amended or revoked by means of transmission through intermediaries in accordance with the requirements of section 67c AktG by the end of **April 23, 2026 ,12:00 a.m. CEST.**

In addition, authorized third parties including intermediaries (e.g. banks), shareholders' associations, voting rights advisors, or other persons treated as equivalent pursuant to section 135 AktG can also grant authorizations and issue instructions to the proxies appointed by the company.

Shareholders or authorized third parties who have already issued an authorization and instructions to the proxies appointed by the company can also exercise their rights in person at the Annual General Meeting. Attending in person is deemed a revocation of authorizations and instructions previously issued to the proxies appointed by the company.

Shareholders will receive further details on granting authorizations and issuing instructions to the proxies appointed by the company together with the access medium and can view these by visiting the company's website at [www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm).

## **7. Further information on exercising voting rights**

If declarations to cast or amend votes by postal ballot or declarations to grant or amend authorizations and instructions to the proxies appointed by the company are received in due time by more than one of the permissible means of transmission (letter, e-mail, electronically via the Investor Portal, or in accordance with section 67c AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212) that contradict each other in terms of content and are not revoked, these declarations shall be considered in the following order of priority of the transmission channels, regardless of the time of receipt: 1. electronically via the Investor Portal, 2. pursuant to section 67c AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212, 3. by e-mail, 4. by letter.

If both votes by postal ballot and authorizations and instructions to the proxies that contradict each other in terms of content are received in due time by the same means of transmission and are not revoked, the votes by postal ballot will be given precedence. If either multiple votes by postal ballot or multiple authorizations and instructions to the proxies that contradict each other in terms of content are received in due time by the same means of transmission and are not revoked, the declaration received last shall be binding.

A later casting of a vote as such shall not be deemed to be a revocation of an earlier casting of a vote. The last revocation of a declaration received in due time shall be decisive. The order of priority of the transmission channels pursuant to the first paragraph of this section "Further information on exercising voting rights" does not apply to the declaration of revocation. Attending the Annual General Meeting in person is deemed a revocation of votes previously cast by postal ballot (for more information, see the section "Voting by postal ballot") as well as authorizations and instructions issued to the proxies appointed by the company (see section "Representation by proxies appointed by the company").

Votes cast by postal ballot or authorizations and instructions to proxies on agenda item 3 (appropriation of net profit) shall remain valid even in the event of an adjustment of the proposal for

the appropriation of net profit as a result of a change in the number of shares entitled to dividends. If an individual vote is held on an agenda item instead of a collective vote, the votes by postal ballot or instructions to the proxies submitted on this agenda item shall apply accordingly to each item of the individual vote.

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## **Disclosure of shareholders' rights pursuant to sections 278 (3), 122 (2), 126 (1), 127, and 131 (1) AktG**

### **1. Motions to add agenda items**

Pursuant to sections 278 (3) and 122 (2) AktG, shareholders whose shares amount in aggregate to not less than a twentieth of the share capital or represent an amount of the share capital corresponding to not less than € 500,000.00 may demand that items are put on the agenda and published.

Each new item shall be accompanied by an explanation or a proposed resolution. Requests to add items to the agenda are to be addressed in writing to the Executive Board of Merck KGaA, Darmstadt, Germany, and must be received by the company at least 30 days before the Annual General Meeting, i.e. at the latest by the end of **March 24, 2026, 12:00 a.m. CET**. Please send your request to the following address:

**Merck KGaA  
Darmstadt, Germany  
- HV-Büro -  
Frankfurter Strasse 250  
64293 Darmstadt  
Germany**

Requests to add agenda items within the meaning of section 122 (2) AktG may also be sent to the company in electronic form to the e-mail address [hauptversammlung@merckkgaa-darmstadt-germany.com](mailto:hauptversammlung@merckkgaa-darmstadt-germany.com) in accordance with the requirements of section 126a of the German Civil Code (BGB).

Those submitting such requests must provide evidence that they have been the owners of the shares for at least 90 days prior to the day of receipt of the request and that they will hold the shares until the Executive Board has made a decision regarding their request. Section 70 AktG applies to the calculation of the share ownership period.

Requests to add items to the agenda are announced and transmitted in the same manner as the convening notice.

### **2. Countermotions and nominations**

Shareholders or their proxies have the opportunity to submit to the company before the Annual General Meeting countermotions to proposals by the Executive Board and/or Supervisory Board on certain agenda items in accordance with sections 278 (3), 126 (1) AktG and nominations for the election of Supervisory Board members or auditors in accordance with sections 278 (3), 127 AktG.

Countermotions to the agenda and nominations are to be directed exclusively to the following address:

**Merck KGaA**  
**Darmstadt, Germany**  
**- HV-Büro -**  
**Frankfurter Strasse 250**  
**64293 Darmstadt**  
**Germany**

or transmitted to the company in accordance with the requirements of section 67c AktG by way of transmission through an intermediary. Countermotions and nominations sent to any other addresses will not be made accessible.

Pursuant to sections 278 (3), 126, 127 AktG, any countermotions and nominations received by the company at the above address by the end of **April 9, 2026, 12:00 a.m. CEST**, will be published immediately after receipt on the Internet at [www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm) including the name of the shareholder and any reasons provided. Any statements by the administration will also be published under the same Internet address.

The right of every shareholder to submit countermotions to a certain agenda item during the Annual General Meeting without prior submission to the company remains unaffected. Furthermore, countermotions that were made accessible in advance must also be brought forward again during the Annual General Meeting. The same applies for nominations for the election of Supervisory Board members or auditors.

The right of the chair of the Annual General Meeting to put the proposals of the administration to the vote first remains unaffected.

### **3. Right to information**

Pursuant to sections 278 (3), 131 (1) AktG, each shareholder who has properly registered or their proxy must be provided with information on the company's affairs by the Executive Board at the Annual General Meeting upon request, insofar as the information is necessary for the proper assessment of an agenda item and there is no right to refuse to provide the information. The duty of the Executive Board to provide information also extends to the company's legal and business relations with affiliates as well as to the situation of the Group and the entities included in the consolidated financial statements. The right to information also includes the possibility of asking questions regarding answers already given by the Executive Board.

The information must comply with the principles of conscientious and faithful accountability. The Executive Board may refuse to provide information in the event of the conditions specified in sections 278 (3), 131 (3) AktG.

At the Annual General Meeting, requests for information are to be made orally during the discussion. Pursuant to Article 23 (2) sentence 3 of the Articles of Association of Merck KGaA, Darmstadt, Germany, the chair of the Annual General Meeting may impose reasonable time limits on the shareholder's right to ask questions and speak.

Section 131 (4) sentence 1 AktG stipulates that if a shareholder has been provided with information outside the Annual General Meeting in their capacity as a shareholder, this information must be provided to any other shareholder or their proxy at their request at the Annual General Meeting, even if it is not necessary for a proper assessment of the agenda item.

Pursuant to section 131 (5) sentence 1 AktG, a shareholder who is refused information may request that their question and the reason for which the information was refused be included in the minutes of the meeting.

#### **4. Further explanations of shareholders' rights**

Further explanations of shareholders' rights pursuant to sections 278 (3), 122 (2), 126 (1), 127, and 131 (1) AktG are available on the company's website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).

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### **Supplementary information**

#### **1. Advance publication of the speech by the Chair of the Executive Board**

The company expects to publish a manuscript of the speech by the Chair of the Executive Board on the website of Merck KGaA, Darmstadt, Germany, specified below on April 16, 2026:

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

#### **2. Public webcast of the Annual General Meeting**

The entire Annual General Meeting will be webcast on **April 24, 2026, starting at 10:00 a.m. CEST**, on the Internet at

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)** .

After the Annual General Meeting, recordings of the speeches by the Chair of the Supervisory Board and the Chair of the Executive Board will be published at the same Internet address.

#### **3. Information and documents for the Annual General Meeting; website**

The information pursuant to section 124a AktG, an overview with the information pursuant to section 125 AktG in conjunction with the Implementing Regulation (EU) 2018/1212 as well as further information relating to the Annual General Meeting are available on the following website of the company once the Annual General Meeting has been convened and for the duration of the Annual General Meeting:

**[www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

Any requests for items to be included on the agenda, motions or nominations of candidates for election made by shareholders requiring publication will also be made available on the company's aforementioned website. The voting results will also be published there after the Annual General Meeting.

#### **4. Deadlines and postal delivery times**

All deadlines in this convening notice refer to the time of receipt by the company. This means that shareholders must take into account the respective postal delivery times in the event of dispatch by letter.

#### **5. Time specifications in this convening notice**

All time references in this convening notice are to Central European Time (CET) for dates up to and including March 28, 2026 and to Central European Summer Time (CEST) for dates from and including March 29, 2026. In terms of Coordinated Universal Time (UTC), this corresponds to the ratio UTC = CET minus one hour or UTC = CEST minus two hours.

#### **6. Total number of shares and voting rights when the Annual General Meeting is convened**

As of the date on which the Annual General Meeting is convened, the share capital of the company amounts to € 168,014,927.60 (in words: one hundred sixty-eight million, fourteen thousand nine hundred twenty-seven euros and sixty cents), divided into 129,242,251 no-par value bearer shares plus one registered share. Each of the total number of 129,242,252 shares grants the holder one vote, which means that as of the date on which the Annual General Meeting is convened, 129,242,252 voting rights exist.

#### **7. Notes for intermediaries**

Pursuant to section 67c AktG, the registration for the Annual General Meeting, voting (also by proxies), the authorization and instruction to proxies appointed by the company, and the authorization of third parties can also be transmitted to the company by intermediary in the ISO 20022 format (for example via SWIFT, CMDHDEMXXX). In these cases, authorization via the SWIFT Relationship Management Application (RMA) is required for transmission via SWIFT.

#### **8. Notes on data protection**

The legally compliant collection and processing of personal data of the shareholders and their proxies is of great importance to the company. The collection and processing of personal data (in particular, surname, first name, address, e-mail address, number of shares, class of shares, type of share ownership, number of the access medium as well as – where applicable – surname, first name and address of the proxy authorized by the respective shareholder) is carried out in accordance with the applicable data protection laws.

The collection and processing of personal data is absolutely necessary for exercising shareholder rights in connection with the Annual General Meeting and is carried out for this purpose for each registering shareholder or their proxies. The company is responsible for collection and processing. It is the company's legal obligation to hold an Annual General Meeting and to enable the exercising of voting rights. The company must process the aforementioned data for this purpose. In this connection, the legal basis for the processing of the personal data of the shareholders and their proxies is the German Stock Corporation Act (AktG) in conjunction with Article 6 (1) lit. c) of the EU General Data Protection Regulation (EU GDPR).

The service providers commissioned for the execution of the Annual General Meeting only receive as much personal data as is necessary for the performance of the commissioned service and process the data exclusively on behalf of and in accordance with the instructions of the company.

Shareholders and their proxies have rights of access, correction, restriction, and deletion in accordance with applicable law with regard to the processing of their personal data. Shareholders or their proxies may assert these rights vis-à-vis the company free of charge and at any time using the following contact details:

**Merck KGaA**  
**Darmstadt, Germany**  
**- HV-Büro -**  
**Frankfurter Strasse 250**  
**64293 Darmstadt**  
**Germany**  
**or via e-mail: [hauptversammlung@merckkgaa-darmstadt-germany.com](mailto:hauptversammlung@merckkgaa-darmstadt-germany.com)**

The company's data privacy officer can be reached at:

**Merck KGaA**  
**Darmstadt, Germany**  
**- Datenschutzbeauftragter -**  
**Frankfurter Strasse 250**  
**64293 Darmstadt**  
**Germany**  
**or via e-mail: [datenschutz@merckkgaa-darmstadt-germany.com](mailto:datenschutz@merckkgaa-darmstadt-germany.com)**

Further information on data protection, in particular on the company's storage obligations and the rights of shareholders and their proxies, is available on the company's website ([www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)).

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**Information in accordance with section 125 AktG in conjunction with the  
Implementing Regulation (EU) 2018/1212 ("EU IR")**

**A. Specification of the message**

1. Unique identifier of the event: Annual General Meeting of MERCK KGaA, Darmstadt, Germany, 2026

**(Formal information according to EU IR: dc3af29dfdd0f011b55096c6c2a55906)**

2. Type of message: convening notice for 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 General Meeting: April 24, 2026

**(Formal information according to EU IR: 20260424)**

2. Time of the General Meeting: 10:00 a.m. CEST

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

3. Type of General Meeting: Annual General Meeting as an in-person event

**(Formal information according to EU IR: GMET)**

4. Location of the General Meeting pursuant to the German Stock Corporation Act (AktG):  
Jahrhunderthalle, Pfaffenwiese 301, 65929 Frankfurt am Main-Höchst, Germany

**(Formal information according to EU IR: Jahrhunderthalle, Pfaffenwiese 301, 65929  
Frankfurt am Main-Höchst, Germany)**

**URL for audio and video transmission on the Internet: [www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)**

5. Technical record date: April 2, 2026, 12:00 a.m. CEST (midnight) (April 2, 2026, 10:00 p.m. UTC)

Decisive for participation and the voting right is the shareholding on the expiry of April 2, 2026, 12:00 a.m. CEST (known as the "technical record date"), which therefore corresponds to the record date.

**(Formal information according to EU IR: 20260402; 10:00 p.m. UTC)**

6. Website for the meeting / URL: [www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)

**Further information on the convening notice for the Annual General Meeting (blocks D through F of Table 3 of the Annex to the EU IR):**

Information on participation in the Annual General Meeting (block D), the agenda (block E) and details of the deadlines for exercising other shareholder rights (block F) can be found on the following website: [www.merckkgaa-darmstadt-germany.com/agm](http://www.merckkgaa-darmstadt-germany.com/agm)

Merck Kommanditgesellschaft auf Aktien, Darmstadt, Germany, March 2026

The Executive Board