

Merck KGaA, Darmstadt, Germany 32nd Annual J.P. Morgan Healthcare Conference

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Agenda

Business overview

Transforming the company

Business overview on Biopharmaceuticals

Financials and guidance

A balanced portfolio of four divisions



Merck KGaA, Darmstadt, Germany

Biopharmaceuticals



Leading in certain specialty pharma markets

- Life cycle management
- Biologics
- Emerging markets

Consumer Health



Present in OTC niche markets

- Vitamins
- Supplements
- Strong presence in Latin America and Europe

Performance Materials



No. 1 in display materials

- Customer intimacy
- Innovation power
- Cost and technology leadership

Life Science

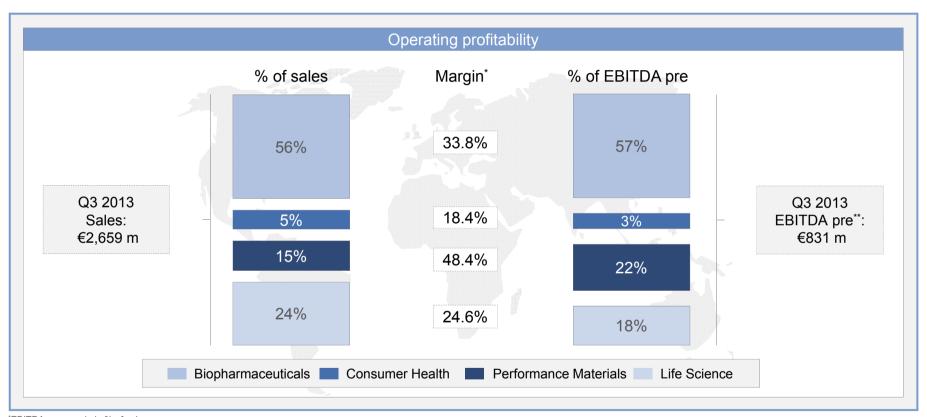


Top 3 in life science tools

- Global presence
- Innovation
- End-to-end solutions for pharma industry

Strong businesses with attractive margins

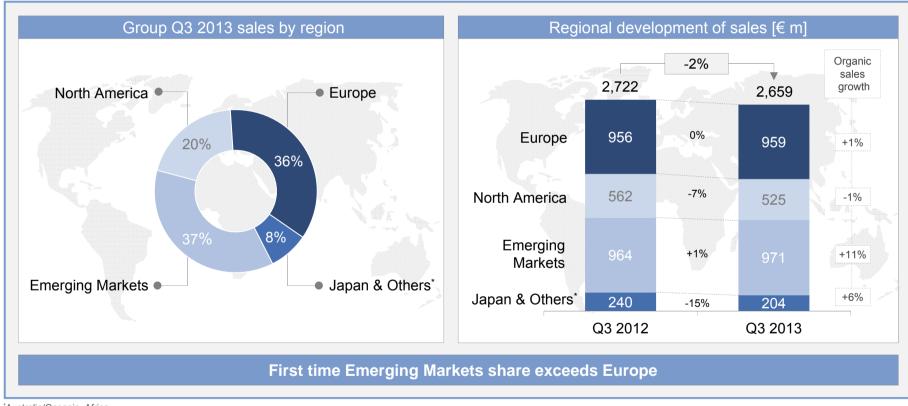




*EBITDA pre margin in % of sales
**Including Corporate/Others (-€48.9 m)



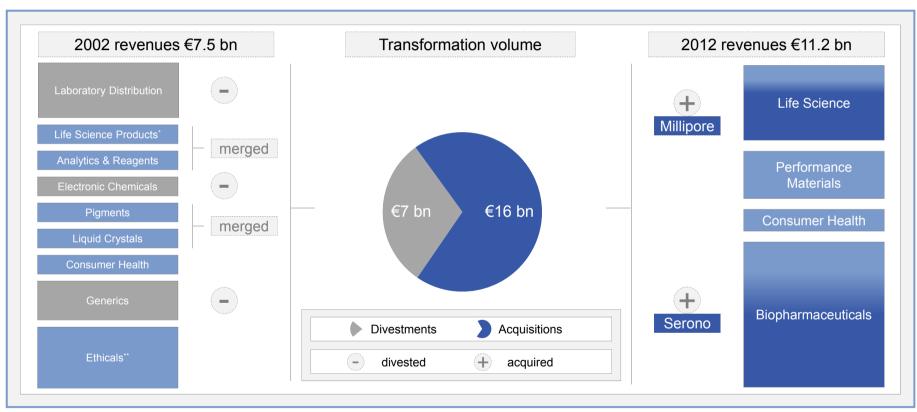
Emerging Markets and Japan drive organic growth, reported sales burdened by strong FX headwinds



*Australia/Oceania, Africa



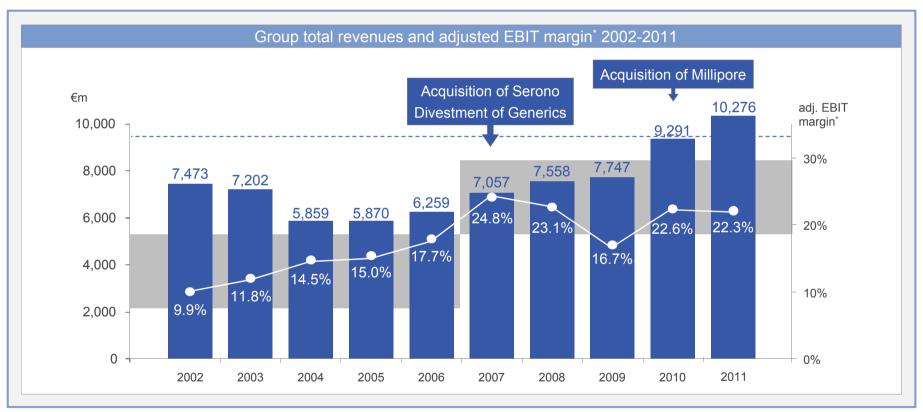
We have added scale while strengthening the attractiveness of assets in our portfolio



*Except "Crop Bioscience", which was divested **Except "Theramex", which was divested



Our stronger portfolio has enabled us to fundamentally improve our profitability



^{*}adjusted EBIT** divided by total revenues

[&]quot;adjusted EBIT is EBIT less costs related to acquisitions (amortization and impairments of intangible assets, and integration costs) and less exceptionals



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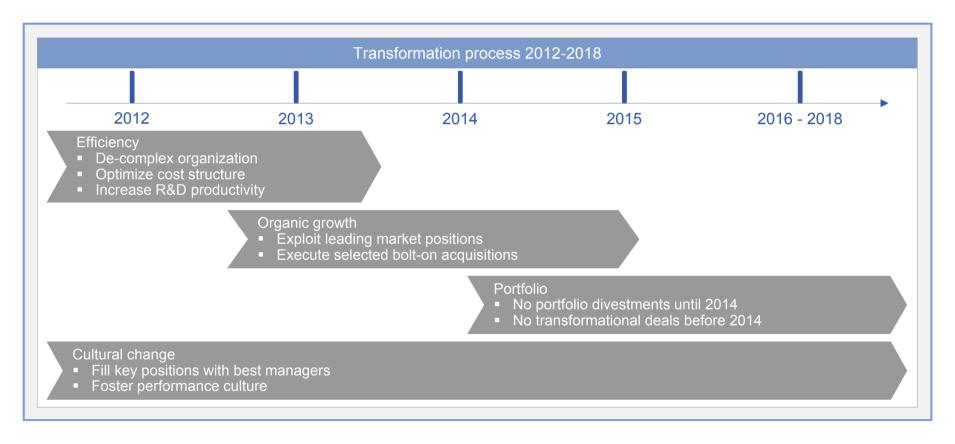


Portfolio evolution improved our profitability structure, but further potential remains

	Sales growth	Gross margin	SG&A	R&D productivity
Biopharmaceuticals				
Consumer Health				
Performance Materials				
Life Science				

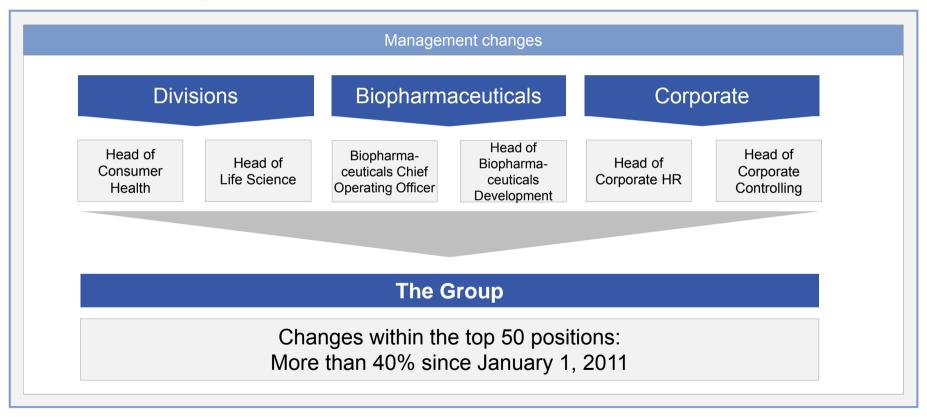
We now focus on growth







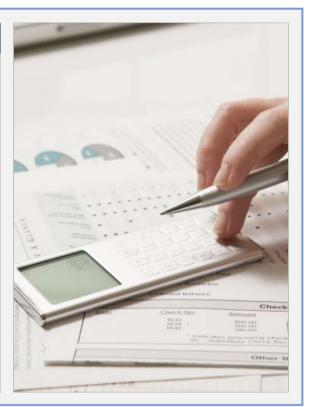
New management in key positions and across the entire organization



Merck KGaA

Fit for 2018: Strict implementation to yield ~€385 m savings until 2018

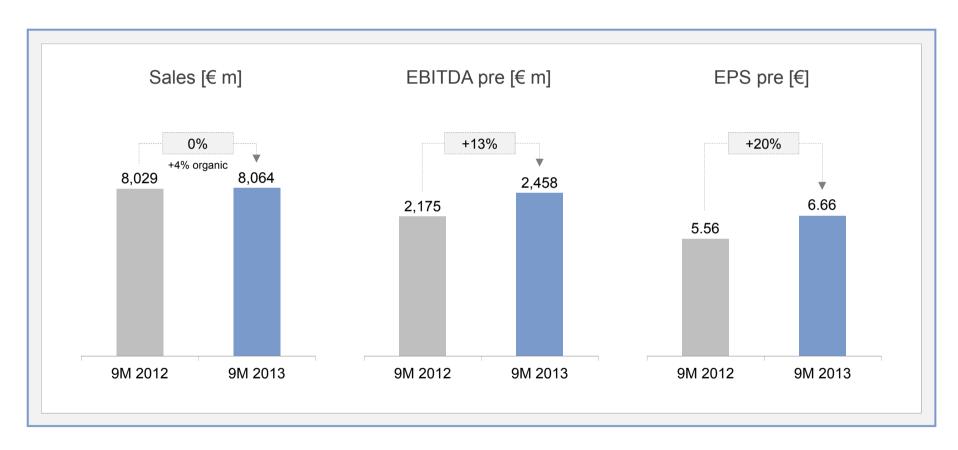
	Net annual savings						
Savings	2012	2013	2014	2015	2016	2017	Total
Biopharma- ceuticals	100	250	300				300
Consumer Health	10	15	25				25
Perform. Materials	5	10	20				20
Life Science		5	10	20	30	40	40
Total	115	280	355	365	375	385	385
Costs*	463	229	110	15			817



^{*}Fit for 2018 one-time costs on EBIT (also including related one-time D&A = Fit for 2018 impairments)



9M 2013 – Transformation well on track





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Biopharmaceuticals – Key strengths



Addressing therapeutic areas with high unmet medical needs

Business characteristics

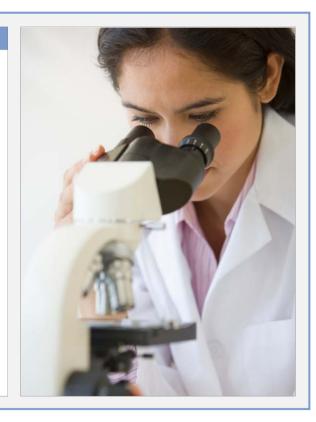
- Specialty pharma growth of ~5%
- Global leader in Multiple Sclerosis, Oncology and Fertility
- Less risk from "patent cliff"

Clear competencies

- Development and manufacturing of biologics
- Strong life cycle management
- Focus on oncology

Market position

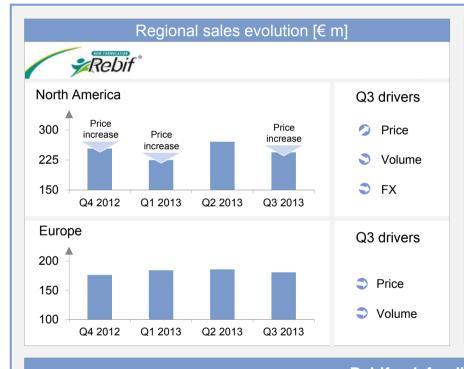
- Leading in key therapeutic areas
- Leading brands addressing unmet medical needs
- Emerging Markets strength with trend to increasing access to healthcare





Rebif continues to be an important asset





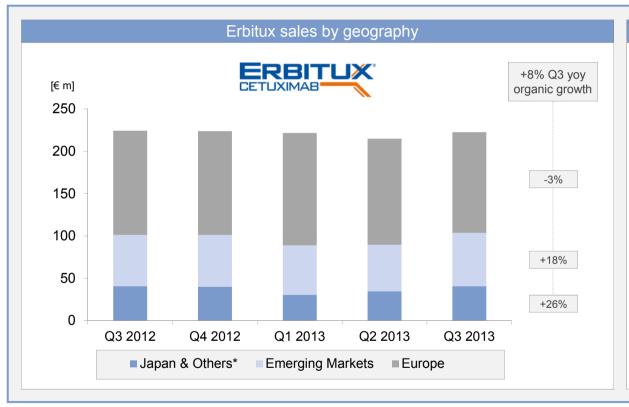
Rebif performance

- Rebif sales decline to €460 m in Q3 driven by volume decreases and FX, mitigated by U.S. price increases
- New oral competitors main factor of U.S. volume declines
- Rebif to remain a factor in the treatment of MS
 - Well established safety profile over 18 years of clinical trial and patient experience
 - Extensive industry recognized service network:
 Home visits, nurse calls psychological support, injection trainings, 24/7 call centers, patient events, websites & blogs and smart phone apps
 - Broad range of devices maximizing treatment outcome and adherence, avoiding miss dosage and "needle-phobia"

Rebif – defending the franchise



Erbitux – outstanding performance in Emerging Markets and Japan drive organic growth

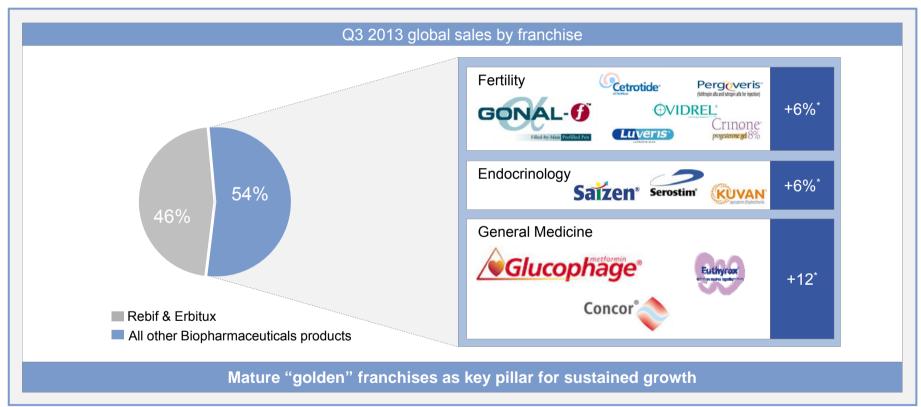


Erbitux performance

- Organic sales growth of 8% result in reported sales of €223 m in Q3
- Reported sales stable versus prior year as organic growth is offset by FX
- Emerging Markets organic growth mainly driven by Latin America and China
- Excellent performance in Japan, benefiting from head & neck registration and positive effects on colorectal (mCRC) indication
- Erbitux label change in Europe involves a narrowed patient population, but can yield a potentially improved patient outcome

*Australia/Oceania, Africa

Biopharmaceuticals – a balanced portfolio with Fertility, Endocrinology and GM driving organic growth



*Organic sales growth Q3 2013



Agenda for value creation and for continuous improvement of business platform





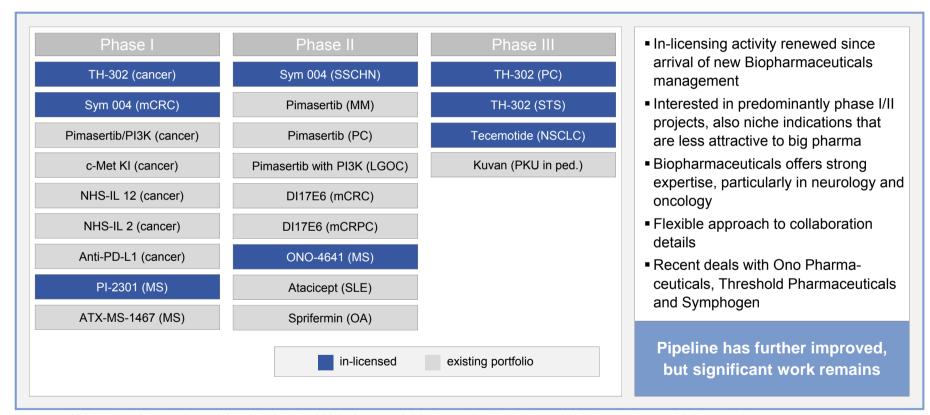




Docoarch	Ablynx	 Platform to discover a novel class of antibody derived therapeutic proteins Collaborations in the therapeutic areas of immunology, oncology and osteoarthritis Currently 2 projects in pre-clinical testing
Research Selvita		 Collaboration focusing on lead discovery and lead optimization in cancer metabolism Jointly discover small molecule based drugs to deliver potential first-in-class molecules
Dovolonment	O QUINTILES	 Unique strategic collaboration for development and clinical trial execution Commitment to cost-disciplined science Optimizing productivity and execution of studies with focus on quality and efficiency
Development		 In-licensing of SYM 004, a mixture of two EGFR-antibodies Currently in Phase I/II Potential to build on existing Erbitux franchise

Increased in-licensing has enriched the pipeline

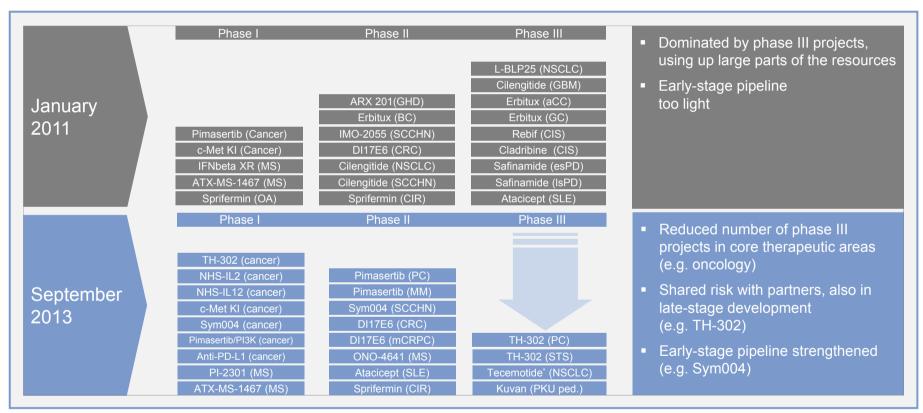




Acronyms: mCRC: Malignant Colorectal Cancer; MS: Multiple Sclerosis; SSCHN: Squamous Cell Carcinoma of the Head and Neck; MM: Malignant melanoma; PC: Pancreatic Cancer; LGOC: Low Grade Ovarian Cancer; mCRPC: Metastatic Castration-Resistant Prostate Cancer; SLE: Systemic Lupus erythematosus; OA: Osteoarthritis; STS: Soft Tissue Sarcoma; NSCLC: Non-Small-Cell Lung Caner; PKU: Phenylketonuria; Pipeline as of November, 2013

Biopharmaceuticals pipeline more more balanced

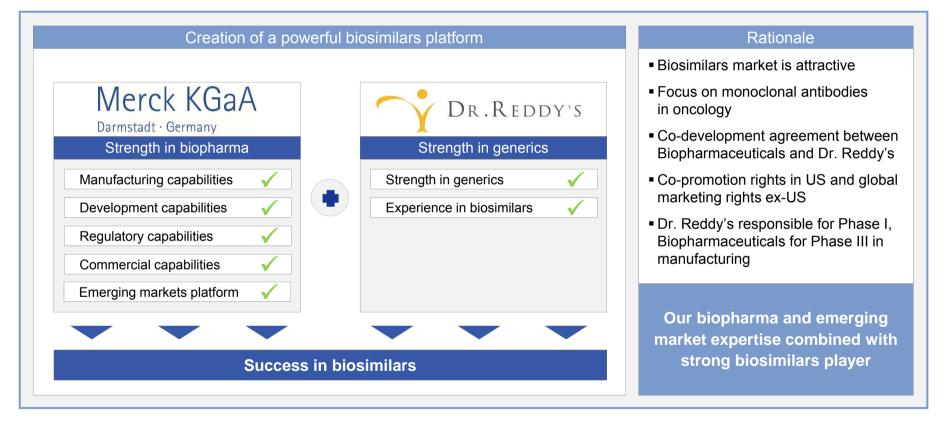




^{*}START trial did not meet primary endpoint. INSPIRE study ongoing. Formerly also known as Stimuvax



Alliance with Dr. Reddy's: entering growing biosimilars markets





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9M 2013: Jump in profitability fueled by company restructuring

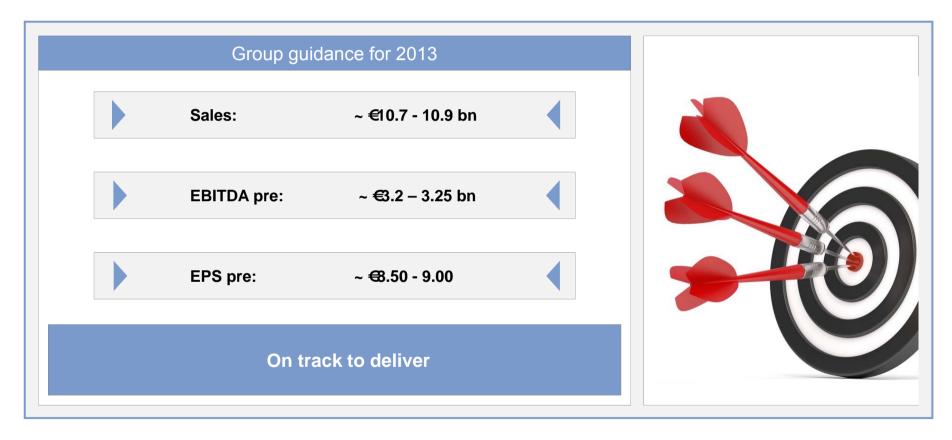
[€ m]	9M 2013	9M 2012	Δ		
Sales	8,064	8,029	0%		
EBITDA pre Margin (% of sales)	2,458 30.5%	2,175 27.1%	13%		
EPS pre [€]	6,66	5.56	20%		
Operating cash flow	1,785	2,074	-14%		
[€ m]	Sept 30, 2013	Dec 31, 2012	Δ		
Net financial debt	536	1,926	-72%		
Working capital	2,290	2,360	-3%		
Employees	37,976	38,847	-2%		
EBITDA and margin upgraded to a new level					

9M 2013

- Good organic sales growth of 4% is being offset by FX leading to stable top line development
- 340 bps EBITDA pre margin uplift reflects strong restructuring execution
- 2012 operating cash flow driven by exceptional working capital improvement
- Continuous net financial debt reduction reflecting strong cashgenerating nature of business









Precision of divisional 2013 guidance – Performance Materials and Consumer Health to come out stronger





Sales

Moderate organic growth

EBITDA pre

~ €1.9 – 2.0 bn

Consumer Health



Sales

Moderate organic growth

EBITDA pre

~ €73 - 77 m

Performance Materials



Sales

Stable

EBITDA pre

~ €750 - 770 m

Life Science



Sales

Moderate organic growth

EBITDA pre

~ €620 - 640 m

Group 2013 guidance: ~ €3.2 – 3.25 billion EBITDA pre

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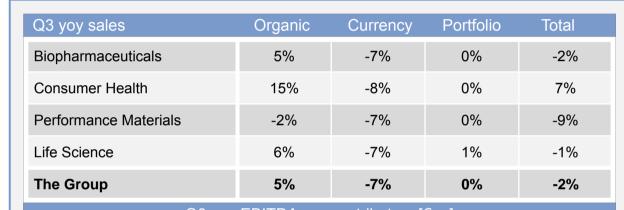


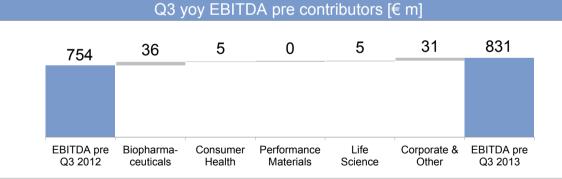
Further finar	ncial details
Royalty, license and commission income in 2014	To decline to: ~€180-200 m
Corporate EBITDA pre	~€-210 m
Underlying tax ratio	~25% to 26%
Capex on PPE	~€450 m
Hedging / USD assumption	2013 & 2014 hedge ratio around 40% at EUR/USD ~1.30 to 1.35











- Biopharmaceuticals and Life Science strongest absolute contributors to organic growth
- All divisions continue to experience significant currency headwinds, stemming mainly from the U.S. dollar and the Japanese yen
- Cost efficiencies and resource allocation in marketing and selling fuel Biopharmaceuticals improvement
- Corporate & Other reflects hedging gains and cost efficiencies



Q3 2013: Strong margin and profitability expansion amid significant FX headwinds

[€ m]	Q3 2013	Q3 2012	Δ		
Sales	2,659	2,722	-2%		
EBITDA pre Margin (% of sales)	831 31.2%	754 27.7%	10%		
EPS pre [€]	2.29	1.98	16%		
Operating cash flow	827	908	-9%		
[€ m]	Sept 30, 2013	Dec 31, 2012	Δ		
Net financial debt	536	1,926	-72%		
Working capital	2,290	2,360	-3%		
Employees	37,976	38,847	-2%		
Over ~€1.4 bn net financial debt reduction in nine months					

Q3 2013 dynamics

- Sales decline slightly as solid organic growth of 5% is being more than offset by FX
- EBITDA pre increase driven by cost control and gains from proactive hedging approach
- Strong operating cash flow despite restructuring cash-outs of ~€45 m; previous year driven by exceptional improvements in working capital management
- Cash generating nature of portfolio drives net debt reduction



Reported earnings strong, driven by operational and financial improvements

€ m]	Q3 2013	Q3 2012	Δ	Reported results
EBIT	482	318	51%	■ EBIT increases due to good business performance and lower
Financial result	-52	-58	11%	one-time costsStrong debt deleveraging drives
Profit before tax	430	260	65%	financial result improvement Lower tax rate, due to one-time
ncome tax	-87	-71	-23%	tax benefits
Tax ratio (%)	20%	27%		 Increase of reported EPS reflects operational and financial improvements
Net income	340	185	83%	
EPS (€)	1.56	0.85	83%	

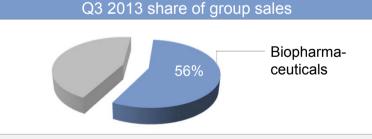


Biopharmaceuticals: Good organic growth combined with strong margin improvement



Comments

- Solid organic sales growth of 5% driven by Emerging Markets and Japan; FX overshadows underlying growth
- Rebif U.S. volume decline as guided
- Strong Erbitux performance driven by Emerging Markets & Japan
- Branded mature products outperforming in Emerging Markets
- Cost savings accelerated especially in marketing and selling
- Slight R&D increase due to investments in life-cycle management and increase in early stage projects
- Solid profitability improvement despite significant FX headwinds and loss of Avonex royalty income of ~€30 m in Q3

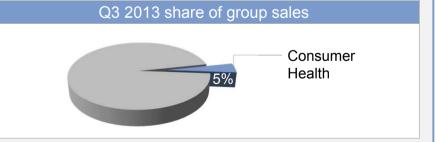




Consumer Health: Turnaround fully on track

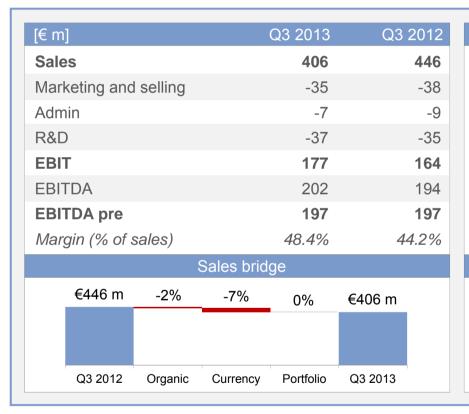


- High organic sales growth driven by Germany, France & Emerging Markets as well as a soft comparable base, mitigated by FX
- Strategic brands (Kytta, Bion 3, Nasivin) show strong growth due to improved resource allocation and tightly managed expenses
- Restructuring efforts of product pruning and market exits continue to improve the business model
- Profitability improvement driven by sales growth while costs are kept under control

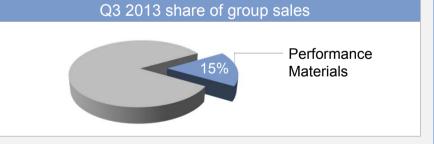




Performance Materials: Liquid crystal mix and leaner Pigments & Cosmetics drive margin expansion



- Sales down due to strong FX and moderate inventory destocking
- Healthy demand for continuously improved flagship technologies
 PS-VA and IPS support volumes and profitability
- Market shares kept at high levels due to product innovation and trend to larger displays
- Faster implementation of Pigments efficiency measures, leading to visible improvement of profitability versus previous years
- EBITDA pre stable due to favorable mix in liquid crystals and improved Pigments cost structure offsetting FX headwinds
- Inventory destocking expected to become more visible in Q4



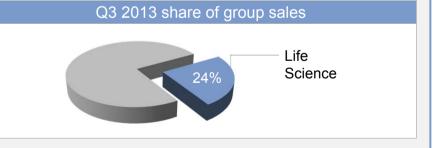


Life Science: Resilient portfolio delivers solid sales and profitability despite difficult environment



Comments

- Volume and price increases in Process and Lab Solutions compensate for U.S. sequestration pressure in Bioscience (-8%*)
- Solid organic performance and portfolio effects are offset by FX headwinds (Japanese yen and U.S. dollar)
- All business units with double-digit organic growth in Emerging Markets and ongoing solid performance in Europe
- Continued biopharma demand drives volume and price increases in Process Solutions
- Despite difficult economic environment business proves resilient maintaining high profit and cash contribution



*reported



Balance sheet: Deleveraging continues

[€ m]	Sept 30, 2013	Dec 31, 2012	Se	ept 30, 2013	Dec 31, 2012
Current assets	7,374	6,626	Net equity	10,781	10,415
Cash and cash equivalents	915	730	Current liabilities	4,080	4,562
Marketable securities and financial a	assets 2,392	1,798	Current financial liabilities	568	1,091
Trade accounts receivable	2,053	2,115	Trade accounts payable	1,329	1,288
Inventories	1,566	1,534	Other current liabilities	1,072	1,096
Other current assets	361	272	Income tax liabilities	535	401
Income tax receivables	87	179	Current provisions	576	684
Non-current assets	13,953	15,017	Non-current liabilities	6,465	6,667
Intangible assets	10,281	10,945	Non-current financial liabilities	3,274	3,362
Property, plant and equipment	2,592	2,954	Other non-current liabilities	6	9
Non-current financial assets	75	97	Non-current provisions	1,002	892
Other non-current assets	95	75	Prov. for pensions / other	1,240	1,212
Deferred tax assets	909	947	Deferred tax liabilities	943	1,192
Total assets	21,326	21,643	Total liabilities and equity	21,326	21,643

- Cash position increases, despite redemption of €750 m eurobond in September
- Ongoing deleveraging leading to comfortable gearing ratios





[€ m]	Q3 2013	Q3 2012	Δ
Profit after tax	343	189	154
D&A	315	343	-28
Changes in provisions	32	121	-88
Changes in other assets / liabilities	76	54	21
Other operating activities	-8	-2	-6
Operating cash flow before changes in WC	758	705	53
Changes in working capital	69	203	-134
Operating cash flow	827	908	-81
Investing cash flow	-20	-397	377
thereof Capex*	-78	-64	-14
Financing cash flow	-745	-76	-669

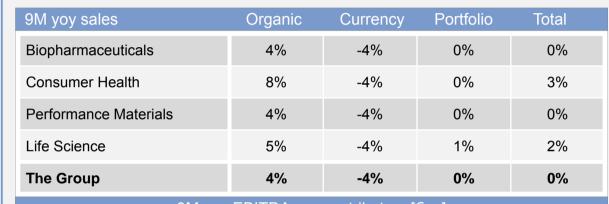
Cash flow drivers

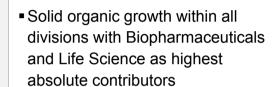
- High profit after tax due to strong underlying business performance and lower restructuring charges
- Lower amortization from Avonex and Enbrel reduced D&A
- Operational cash flow down as prior year benefitted from new working capital management
- Financing activities reflect€750m bond repayment in September 2013
- Q4 expected sequentially at more moderate level due to seasonal cash items

*Only PPE without intangibles

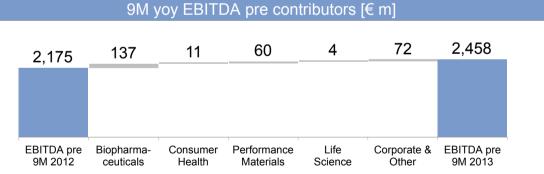


Biopharmaceuticals and Performance Materials key contributors to EBITDA pre increase





 Group sales flat as strong currency headwinds offset organic growth



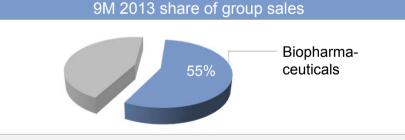
- EBITDA pre increase mainly driven by better cost structure, positive product mix and organic growth in all divisions
- Corporate & Other supported bottom line result with yoy hedging delta of ~€65 m



Biopharmaceuticals: Good organic growth and swift cost savings implementation boost margin

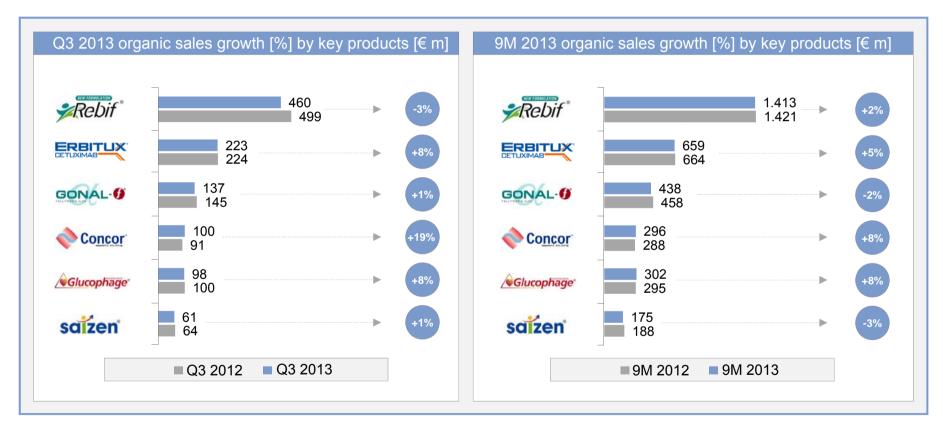


- Sales virtually stable as ongoing good organic momentum in Emerging Markets is being offset by adverse currency effects
- Rebif price increases in U.S. trigger organic growth being mitigated by softening volumes
- Erbitux performs at 5% organic growth driven by Emerging
 Markets and strong support from head and neck launch in Japan
- Visible cost containment in marketing & selling and administration
- R&D contains investments in life-cycle management as well as early oncology projects
- Profitability increases on savings and yield variances



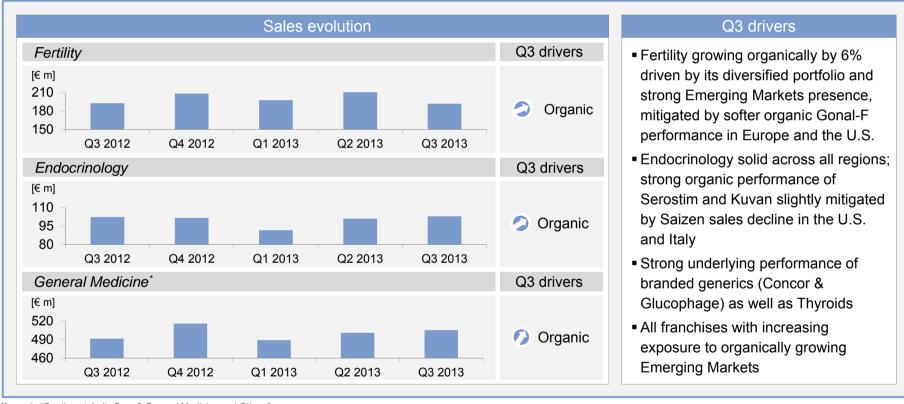


Biopharmaceuticals organic growth by product





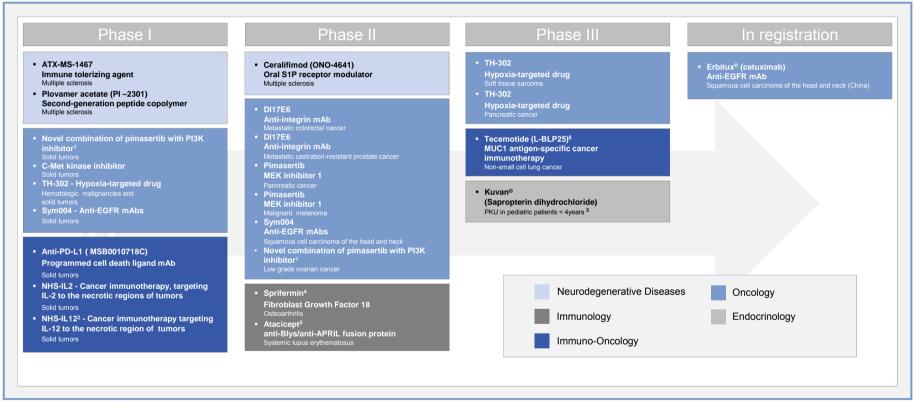
General Medicine continues to expand in Emerging Markets while Fertility and Endocrinology remain flat



*formerly "Cardiometabolic Care & General Medicine and Others"

Biopharmaceuticals pipeline





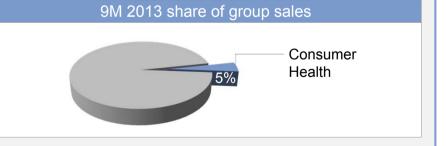
Pipeline as of Sept, 2013; ¹Combined with PI3K/mTOR inhibitor of Sanofi (SAR245409), conducted under the responsibility of Merck KGaA, Darmstadt, Germany ²Sponsored by the National Cancer Institute (NCI), USA; ³Phase IIIb post-approval request by EMA; ⁴FORWARD study on-going; ⁵ADDRESS II study in preparation. INSPIRE study ongoing



Consumer Health: Healthy organic growth and execution of efficiency measures drive profitability



- Higher sales on strong organic increase mitigated by adverse currency effects
- Solid organic growth in Emerging Markets and Europe, as key elements of top-line increase
- Strong performance of cough and cold and vitamin products, especially Bion 3 and Nasivin, mainly stemming from Europe
- Foster growth of core products through focused resource allocation
- Improved profitability driven by focus on strategic products, cost containment and exit from unprofitable markets lacking scale





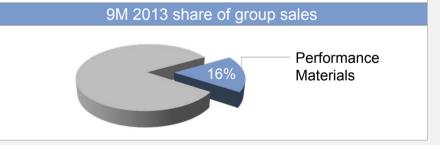
Performance Materials: Pigments restructuring and liquid crystals leadership increase profitability

[€ m]			9M 2013	9M 2	2012
Sales			1,259	1,	259
Marketing and	selling		-107	-	106
Admin			-22		-24
R&D			-107	-	102
EBIT			519		477
EBITDA			611		565
EBITDA pre			613		553
Margin (% of sales)			48.7%	44	.0%
	,	Sales brid	ge		
€1,259 m	4%	-4%	0%	€1,259 m	
9M 2012	Organic	Currency	Portfolio	9M 2013	

Sales stable as organic growth and currency headwinds offset each other

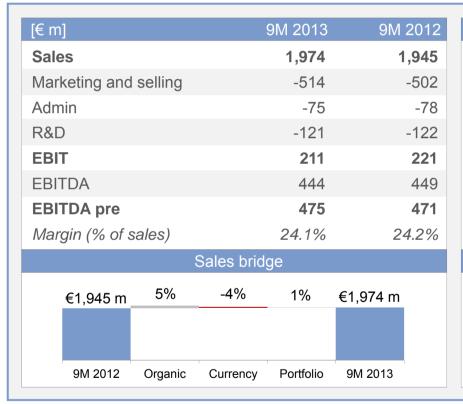
 Focus on improving existing and developing future technologies to maintain high market shares are elements of R&D increase

- Global display trends drive demand for large TVs and tablets resulting in shift towards PS-VA and IPS technologies
- Pigments supporting business with strong Xirallic volumes in Europe as well as implementation of efficiency measures
- Changes in product mix, good capacity utilization and cost control drive margin improvement

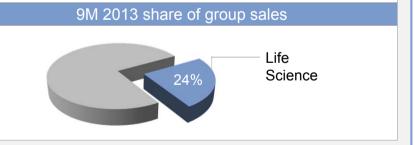




Life Science: Proven resilience amid U.S. sequestration and FX headwinds



- Price and volume increases are mitigated by FX mainly due to the devaluation of the Japanese yen
- Ongoing healthy demand from biopharmaceutical industry especially for single use products drive Process Solutions growth
- Mid-single digit Lab Solutions growth led by Biomonitoring and strong Lab Water performance in the U.S.
- Bioscience performance impacted by U.S. healthcare budget constraints, overshadowing good performance in Europe
- Slight increase in EBITDA pre on higher volumes and prices despite higher costs in marketing & selling as field force enlarges





Solid operating cash flow in 9M 2013

[€ m]	9M 2013	9M 2012	Δ
Profit after tax	928	303	624
D&A	997	1,037	-41
Changes in provisions	35	551	-516
Changes in other assets / liabilities	-56	-217	161
Other operating activities	-47	-26	-21
Operating cash flow before changes in WC	1,857	1,649	208
Changes in working capital	-72	425	-497
Operating cash flow	1,785	2,074	-289
Investing cash flow	-612	-584	-27
thereof Capex*	-235	-181	-54
Financing cash flow	-966	-944	-23

Cash flow drivers

- Higher profit after tax due to good operational business performance; prior year included restructuring
- Changes in provisions for 9M 2012 including provisions for restructuring measures
- Other assets and liabilities decrease due to lower tax payments
- Improvement in working capital management drives 2012 operating cash flow
- Investing cash flow up due to higher investment in marketable securities, despite cash-in from Geneva HQ sale
- Financing cash flow contains bond repayments in 2012 and 2013



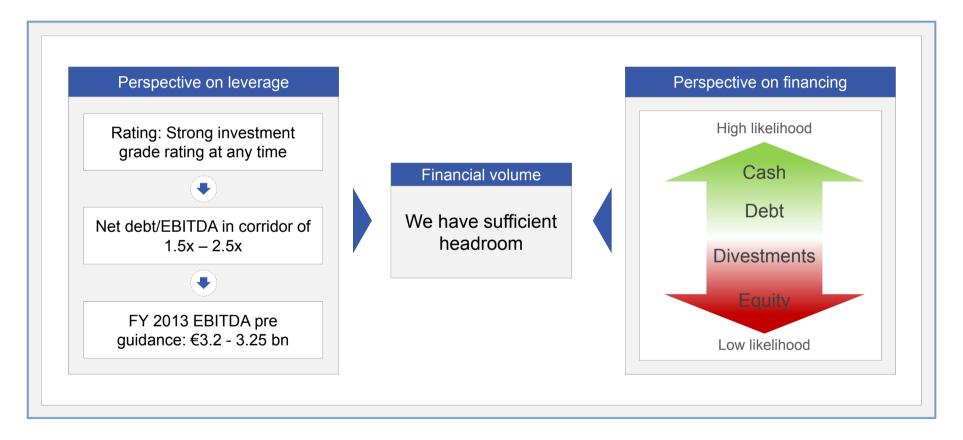










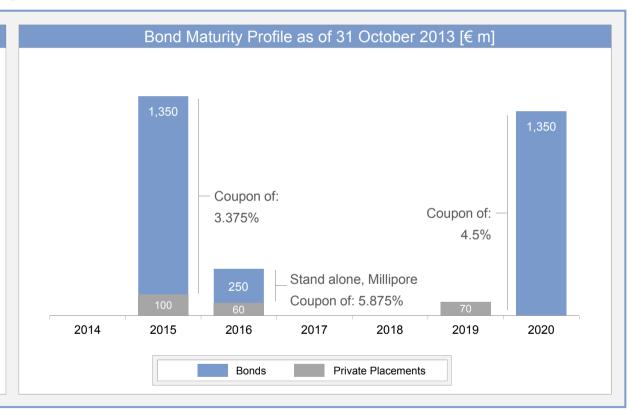




Comfortable liquidity situation through broad mixture of financing sources

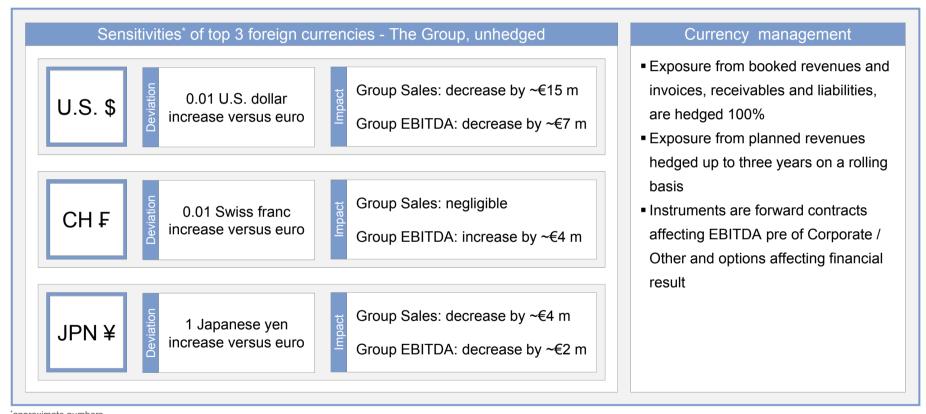
Financial profile

- A ratings: Moody's A3 (stable outlook) and S&P A (stable outlook)
- Cash and marketable securities of ~€3.3 bn
- Completely undrawn syndicated loan facility of €2 bn, due in 2018
- Updated Debt Issuance Program with frame of €15 bn, of which
 ~€3 bn are utilized
- Commercial Paper Program of €2 bn, only used for funding peaks



Changes in FX rates impact top and bottom lines





*approximate numbers



Corporate Responsibility has always been an integral part of our corporate culture

Corporate Responsibility

UN Global Compact, Responsible Care, Social Charter, Code of Conduct

Products



"Our products serve people's current and future needs, and many of them contribute to environmental protection. Safety and ethical aspects matter just as much as business success"

Environment



"In the manufacture of our products, we seek to impact the environment as little as possible. Safety, environmental protection and quality management are absolutely essential to this goal"

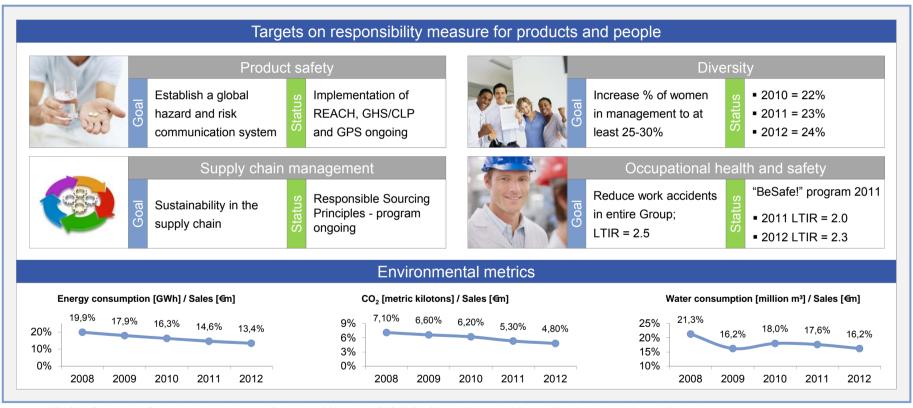
People



"We strengthen our ability to act by recruiting, developing and motivating the most suitable employees. We want to help society function better and aim to set the example for ethical conduct"



We continue to improve our culture of Corporate Responsibility



Acronyms: REACH = Registration, Evaluation, Authorization and Restriction of Chemicals; GHS/CLP = Globally Harmonized System/Classification, Labeling and Packaging GPS = Global Product Strategy; LTIR = Long Term Injury Rate



One-time items in Q3 2013

One-time items on EBIT					
[€ m]	Q3 2	013	Q3 2012		
	One-time items	thereof D&A	One-time items	thereof D&A	
Biopharmaceuticals	36	15	94	11	
Consumer Health	1	0	8	0	
Performance Materials	-5	0	3	0	
Life Science	13	0	7	0	
Corporate & Other	4	0	-8	0	
Total	49	15	104	11	



One-time items in 9M 2013

One-time items on EBIT					
[€ m]	9M 20	013	9M 2012		
	One-time items	thereof D&A	One-time items	thereof D&A	
Biopharmaceuticals	93	45	326	42	
Consumer Health	0	0	14	0	
Performance Materials	3	1	-11	0	
Life Science	31	0	22	0	
Corporate & Other	34	0	177	0	
Total	161	46	528	42	





Date	Event
March 6, 2014	Q4/FY 2013 Earnings Release
May 9, 2014	Annual General Meeting
May 15, 2014	Q1 2014 Earnings Release
August 7, 2014	Q2 2014 Earnings Release
November 13, 2014	Q3 2014 Earnings Release



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