

CORPORATE OVERVIEW

Bayer AG



August 2025



Cautionary Statements Regarding Forward-Looking Information

This presentation may contain forward-looking statements based on current assumptions and forecasts made by Bayer management.

Various known and unknown risks, uncertainties and other factors could lead to material differences between the actual future results, financial situation, development or performance of the company and the estimates given here. These factors include those discussed in Bayer's public reports which are available on the Bayer website at

http://www.bayer.com/



The company assumes no liability whatsoever to update these forward-looking statements or to conform them to future events or developments.

Bayer AG is a holding company with operating subsidiaries worldwide. References to "Bayer" or "the company" herein may refer to one or more subsidiaries as context requires.



Global Leader in Health & Nutrition: Uniquely Positioned to Meet Basic Needs of Humankind



Crop Science

- Above market growth expected, ~3% CAGR plus additional value-pool opportunities
- Innovative crop system solutions, holding #1 in Seed & Traits with leading Crop Protection Portfolio enabled by digital



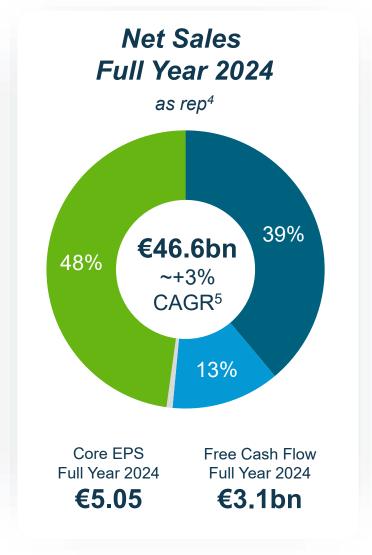
Pharmaceuticals

- Attractive market with a current market size of ~ €1.6 trillion² and significant growth opportunities driven by innovation
- Strong market positions in key therapeutic areas like cardiology, women's healthcare, oncology, ophthalmology and radiology



Consumer Health

- 3-5% CAGR CH Global Market with a current market size of ~ €196bn³
- **Iconic brands** with **leading market** positions in nutritional supplements, allergy, cough and cold, dermatology, pain and cardiovascular risk prevention, and digestive health



¹ Company estimates 2 IQVIA Market Prognosis as of June 2024 3 Outlook, internal market model in-market sales OTC medicines, data from IQVIA, Nicholas Hall

⁴ As rep = as reported ⁵ CAGR 2020-2024



Global Pressures Underpin Our Mission and the Need for Innovation

PHARMACEUTICALS • CONSUMER HEALTH • CROP SCIENCE

Megatrends through 2050

AGING POPULATION



>20% of total population ¹

GROWING POPULATION



+2.2bn

People ¹



+50%

more food and feed required to meet growing demand ²

PRESSURE ON ECOSYSTEMS



-17%

Harvest losses from climate change ³

-20%

2016

Significant loss in arable land per capita ⁴

2050

Our Mission

Our

Vision

divisional

////////// Health for All, Hunger for None.

Pharmaceuticals

Treat the Untreatable. Cure Disease. Offer Hope.

Consumer Health

Help over 1bn People to Live Healthier Lives with most Trusted Self-Care Solutions.

Crop Science

Produce 50% More. Restore Nature. Scale Regenerative Ag.

¹ UNDESA 2017 (United Nations Department of Economic and Social Affairs, Population Division (2017). World Population Prospects: The 2017 Revision)

² FAO 2017, (FAO Global Perspective Studies)

³ Nelson et. al, (2014); FAO 2016 "Climate change and food security"

⁴ FAOSTAT (accessed Oct 30, 2018) for 1961-2016 data on land, FAO 2012 for 2030 and 2050 data on land, and UNDEDA 2017: World Population Prospects for world population data



Innovation is an integral part of Bayer's DNA





>€5hn R&D investments per year



Key Recent Product Launches:



INTACTA 25



TENDFLEX.





>485 new seed products and nearly >230 crop protection registrations in









Key Current Launch Products:











Upcoming Launch Products:

Elinzanetant²

Asundexian











Iconic Brands











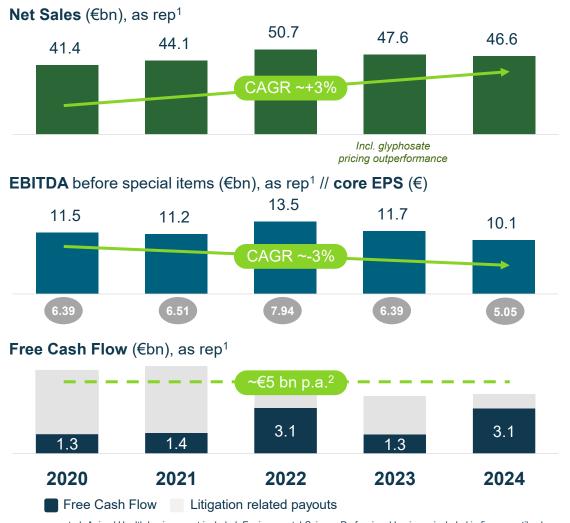




Our Strategic Unit investing in start-up companies in health and nutrition



Resilient Performance in a Volatile Macroeconomic Environment while Litigation Impacts Cash Flow



- Sales growth across the portfolio, building on our strong innovation and commercialization power
 - Material foreign exchange effects on topline throughout the period
- Declining EBITDA as of 2023 driven by absolute lower topline, product mix changes negatively impacting gross margin as well as inflationary pressures
 - Countermeasures taken, including comprehensive efficiency and productivity programs
- Significant impact from litigation related payouts
 - Inflation impact on inventories and CAPEX as of 2022

¹as rep = as reported, Animal Health business not included, Environmental Science Professional business included in figures until sale completion in 2022 (no restatement); ² Average Free Cash Flow before litigation related payouts '20-'24 (settlements, judgements, reimbursements from insurances, cost of defense).



We are Addressing our Strategic Priorities to Enhance Performance and Regain Flexibility

Our Strategic Priorities

- Pharma Growth & Pipeline
- Litigation
- Cash & Deleveraging
- Crop Science Profitability
- New Operating Model



"We're tackling challenges head on and making progress on our strategic priorities." November 2024





Wolfgang Nickl Chief Financial Officer

"We plan to accelerate our cost and efficiency measures (…) and remain laser focused on cash conversion."

March 2024



"With DSO¹, we are breaking out of outdated management roles, and we are embracing leadership practices that empower our people and unleash their full potential."

March 2024

¹ Dynamic Shared Ownership: DSO



Our Three-Year Turnaround

Our Strategic Priorities

Pharma Growth & Pipeline

- Return to sales growth by 2027
- Expand margin¹ by **2028**
- Increase R&D productivity to further revitalize pipeline

Litigation

 Advance strategies to significantly contain litigation

Cash & Deleveraging

Improve towards single A category rating

Crop Science Profitability

- Innovate to grow above market
- Targeting mid-20s EBITDA margin² by end of 2029

New Operating Model: Dynamic Shared Ownership

 Completely embedded in company's DNA Growth driven by innovation speed and customer centricity **~€2bn** organizational savings by end of 2026³



Our New Operating Model is Key Enabler to Achieve our Ambitions

Financial impact of our Dynamic Shared Ownership to be realized in stages

Sustainable Cost **EFFICIENCIES**

- // Elimination of roles, processes and activities not focused on our mission
- // Reduction of management layers

Targeted financial implications

€2bn in sustainable organizational savings by end of 2026

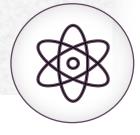
GROWTH through Customer Centricity

- // Self-managed customerand product teams with much greater autonomy
- // Faster response to customer needs

GROWTH through Innovation Speed

- // Increased speed to market due to shorter innovation cycles and faster decisionmaking
- // More dynamic resource flow to highest-impact priorities







Improve Cash Generation and Prioritize Capital Allocation to Achieve a Step Down in Debt

Organic Investments

(before Free Cash Flow)

→ Ongoing and New Launches

→ Focused R&D Investments

Focused
CAPEX Spend
(incl. BD&L1)

Cash Generation

DRIVING OPERATIONAL PERFORMANCE

and

STRENGTHEN CASH FLOW



Drive profitable growth



Balance sheet efficiency

Limited Divestments

Cash Usage

Minimum Dividend



Improve Towards
Single A
Category Rating

Limited Acquisitions²

¹ Business Development & Licensing ² Including milestone payments for already announced acquisitions and others

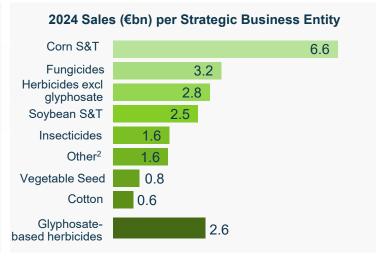




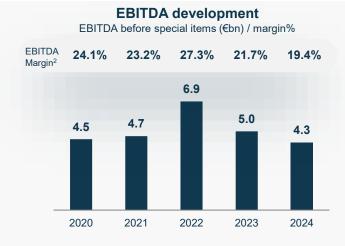
Global Leader in Crop Sciences

We are essential for food security, contributing ~20% of inputs into Global Ag Market









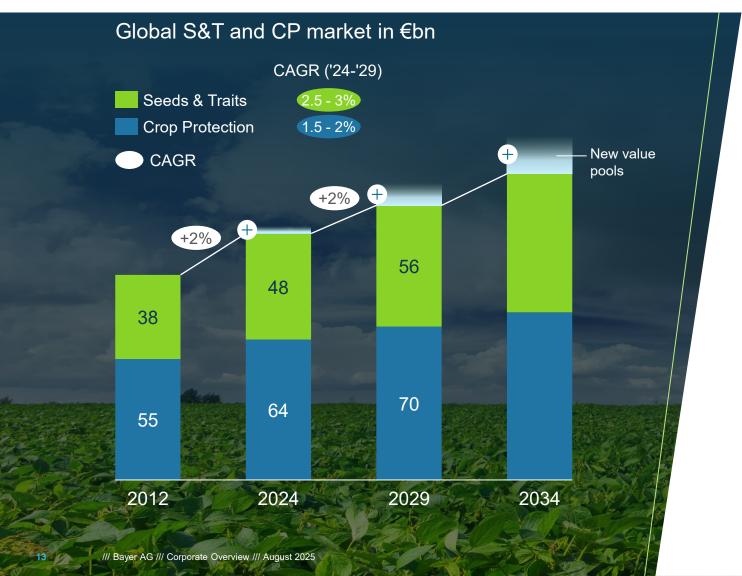




¹ currency and portfolio adjusted, ² before special items



Differentiated leading position in a solid growth market

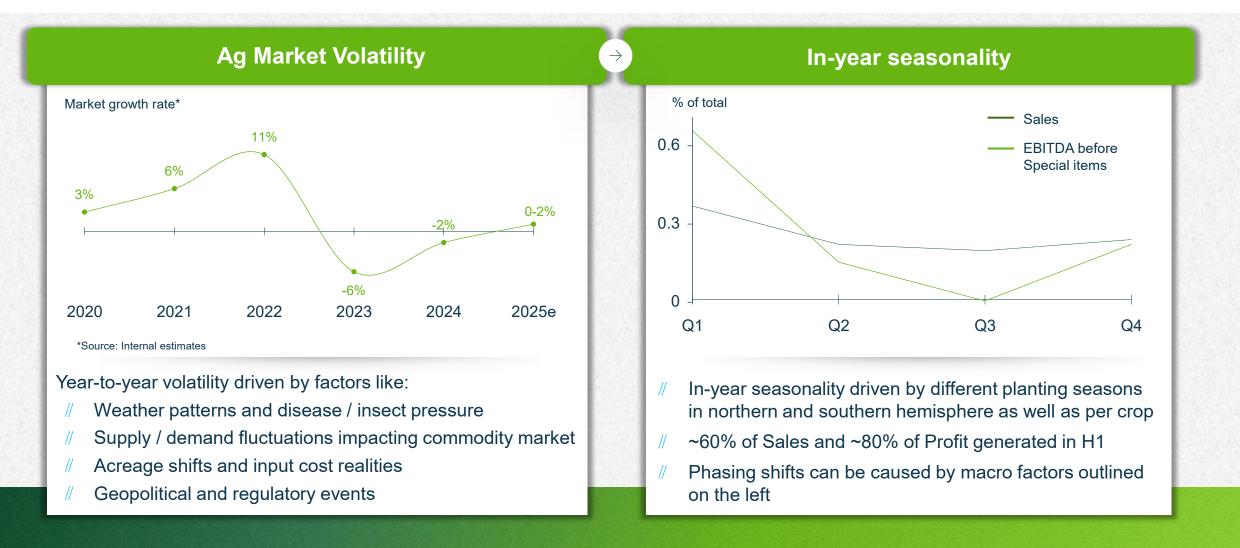


Our key differentiators

- #1 player in the market, with leading positions across core platforms
- Unmatched innovation engine, driving transformative R&D pipeline
- So-to-market model with largest reach across key markets
- Unique position to succeed in new value pools beyond the core



The Global Ag Market and its Influencing Factors





Five Year Framework to Drive Mid-Term Growth, Margin and Cash Improvements

2030+

Capitalize pipeline value in Core

Soy S&T



Biologica solutions

Other

S&T

Biofue seeds

Core

>€3.5bn

Incremental net sales incl. innovation 24-'29¹'

Sales \$\displays{1}{\displays{\dinth{\dinplays{1}{\displays{1}{\displays{1}{\displays{1}{\displ

> Dynamic Shared

Ownership

In execution

Strengthen the foundation

Accelerating by 2027 and beyond

Corn

S&T

Portfolio & R&D

Product supply

GTM & Global functions

Cash



Cash Flow

(\$

>€1.0bn

Margin improvements '24-'29²

>€1.5bn

Cumulative cash freed from working capital '24-'293

1. At constant FX 2. Impact on top of DSO efficiency savings and growth effects 3. Cumulative cash impact '24-'29, incrementally on top of cEBITDA effect



We Will Deliver Above Market Growth, Mid-20% Margin and Resilient and Flexible Steering

Mid-term Ambition (end of decade)

Above Market Growth

Net Sales:

Expected to grow above market, fueled by innovation

Mid-20% cEBITDA Margin by 2029

cEBITDA Margin (before special items, incl. Glyphosate):

 Annual margin expansion of 100-150 bps on average through 2029, with front end driven by productivity improvements and back end driven by advancing top-line

Resilient & Flexible Steering

- **Core Business** steered along all elements of the triangle: growth, margin, and cash, in alignment with new operating model
- Glyphosate with adjusted model run as separately managed business



Extending Our Leadership Position Through Our Pipeline

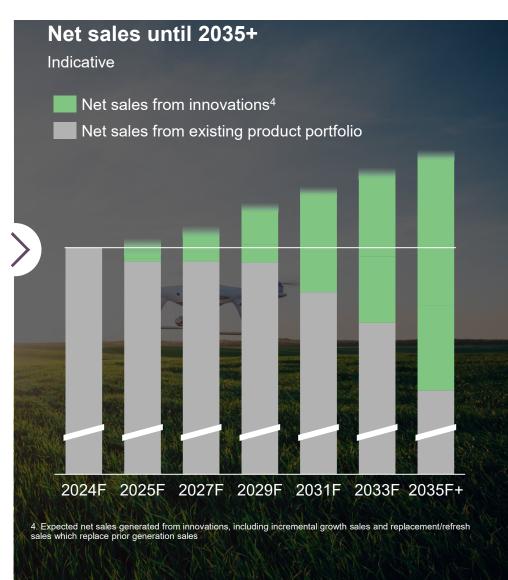
>€32bn Peak Sales Potential; Ten Blockbusters Expected to Launch in Next Decade

Our innovation pipeline¹

/// Bayer AG /// Corporate Overview /// August 2025



^{1.} Anticipated timing and pending regulatory approvals 2. No dicamba may be used in-crop with Vyconic™ Soybeans, unless and until approved or specifically permitted, and no dicamba formulations are currently registered for such use. Please follow www.roundupreadyxtend.com/pages/xtendimax-updates.aspx for status updates. Dicamba may harm crops that are not tolerant to dicamba 3. Represents non-risk adjusted estimated peak sales for the combined breeding, biotech, and crop protection pipelines, as well as new business models and new value pools; ~70% of PSP from blockbusters launched until 2029 will be realized in 2030+; additional upside opportunities include direct seeded rice, corn biotech traits in new markets in Asia & Africa, biologicals, and carbon farming





Annual Portfolio Refresh Provides Foundation for Growth

Pricing and Sales Mix Opportunity Across Our Leading Global Footprint Enhanced by Digital Assets



~400-500

new seed hybrids & varieties deployed annually

>485

hybrids and varieties launched in 2024

row crops and

fruit and vegetable crops in our breeding programs



CROP PROTECTION LIFE-CYCLE MANAGEMENT

~90-100

new formulations to launch in the next decade

> >230 crop protection registrations in 2024

> > formulation launches in 2024

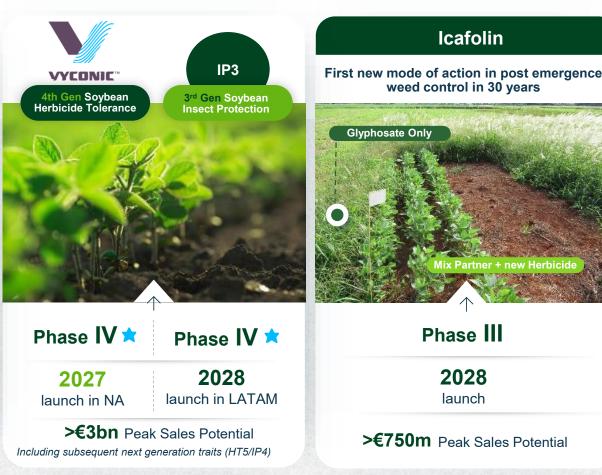


Blockbuster Technologies for System Solutions Advancing

Ten Blockbuster Product Launches Anticipated in Next Decade; Plenexos in 2025

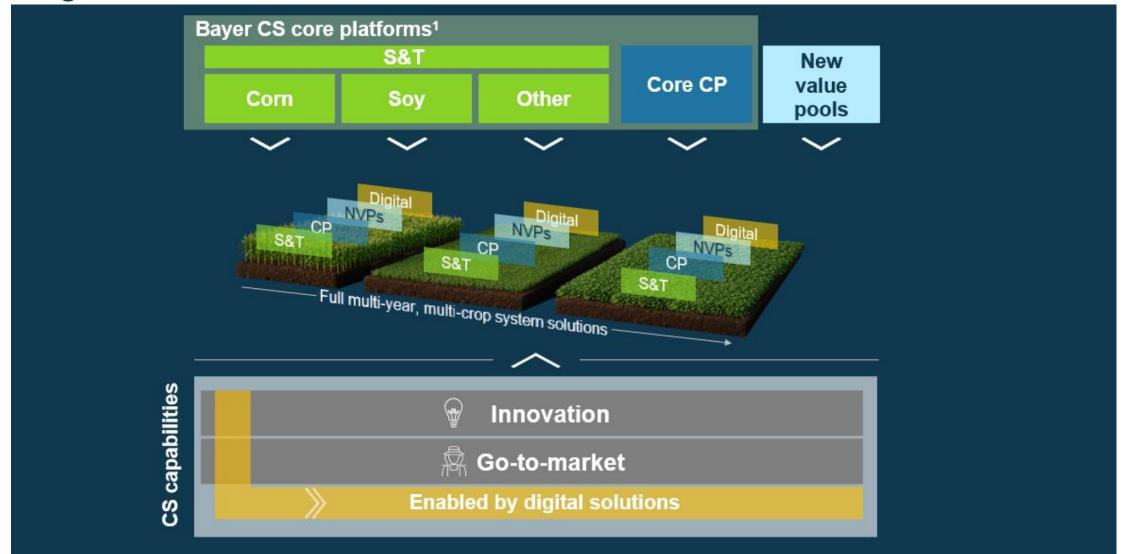








Holistic Crop System Solution Approach to Deliver Regenerative Outcomes





Refocusing to Outperform the Market with Regenerative Ag Solutions

- Five-year Framework will boost financial performance, build earnings resilience and ensure adaptability in cyclical markets
- > Focus on above market growth, profitability and cash
- New operating model with a streamlined, adaptable organization for more flexible steering and resiliency
- Uniquely positioned to scale regenerative Ag by providing holistic Crop Systems

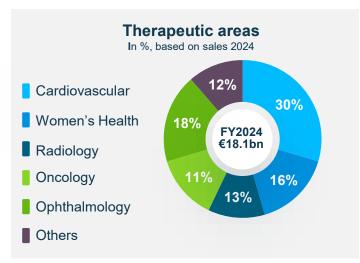






Bayer Pharma Sales Diversified Across Therapeutic Areas and Geographies

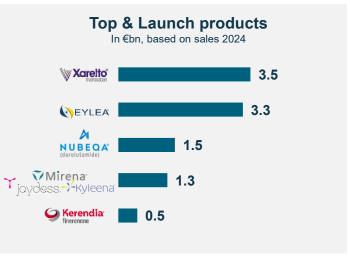










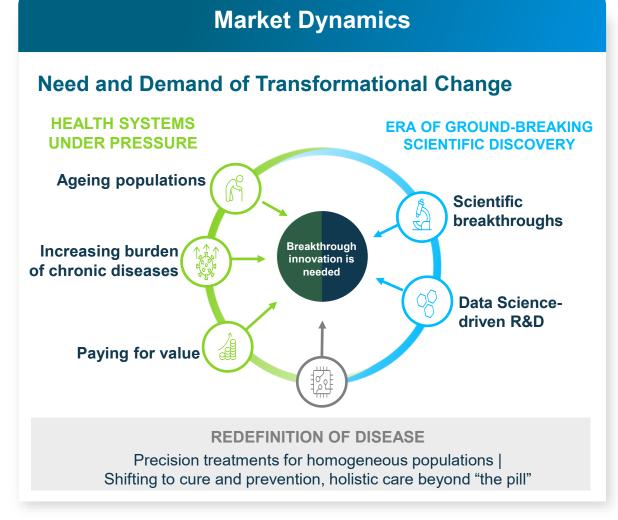


¹ currency and portfolio adjusted, ² before special items, ³ excl. China



We Operate in an Attractive yet Rapidly Changing Market





¹ Source: IQVIA Market Prognosis as of June 2024



Bayer Pharmaceuticals Strategic Agenda



 \uparrow

- // Continued strong uptake of launch brands Nubeqa and Kerendia
- // Launch of Eylea 8mg including Pre-filled Syringe and Beyonttra¹ underway
- // Base business remains resilient
- // Managing through increasing Xarelto LoE pressures
- // Launch preparations for Elinzanetant² ongoing



GROW PIPELINE VALUE



- // Replenishment of earlyand mid-stage pipeline with increased contributions from platform companies
- // New R&D model focused on innovative FIC/BIC assets and productivity



LEVERAGE NEW OPERATING MODEL

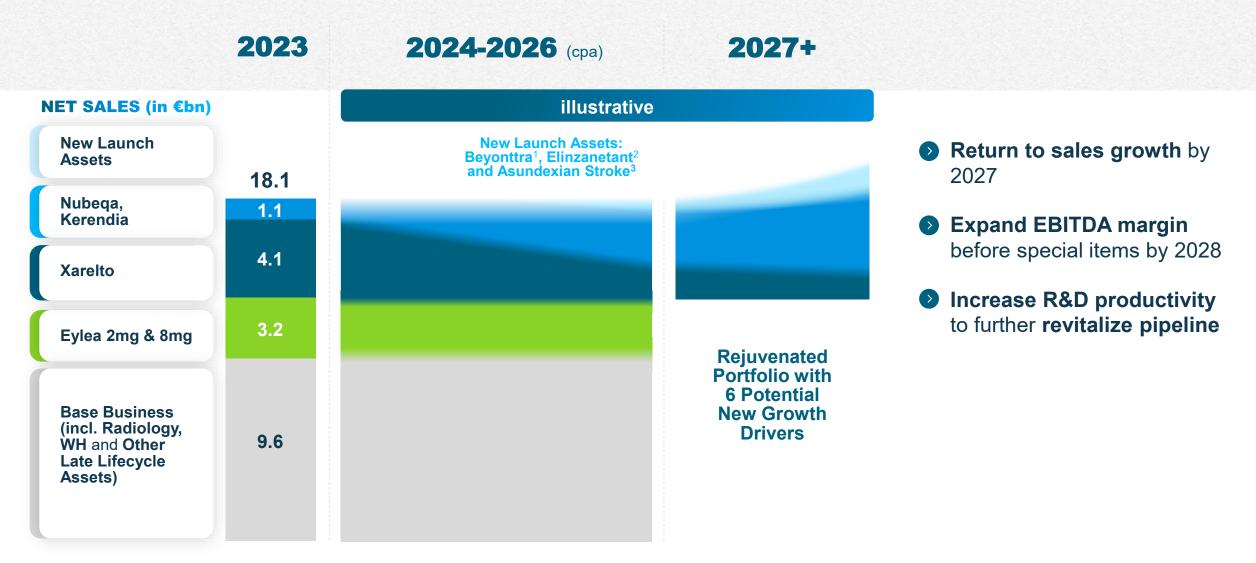
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- earnings through shift of resources to focus areas
- // New architecture
 implemented vast majority
 of customer and product
 teams activated
- // Building a leaner and more agile organization resulting in significant headcount reductions



Building Momentum for Long-Term Growth as of 2027



¹¹ Exclusive commercialization rights acquired for EU markets from BridgeBio ² Approved under the brand name Lynkuet[™] in the UK and Canada in July 2025 ³ Phase III read-out expected in H2 2025 /// Bayer AG /// Corporate Overview /// August 2025



Revised Innovation Model to Rapidly Rebuild Pipeline

Focus



Narrowed research focus from eight to four core therapeutic areas:







Immunology

Quality



Rigorous application
of selection criteria have
led to a more
streamlined and
differentiated pipeline

Capabilities



Biotech-like R&D operating system with

a mix of innovative

and diverse therapeutic

modality platforms

Productivity

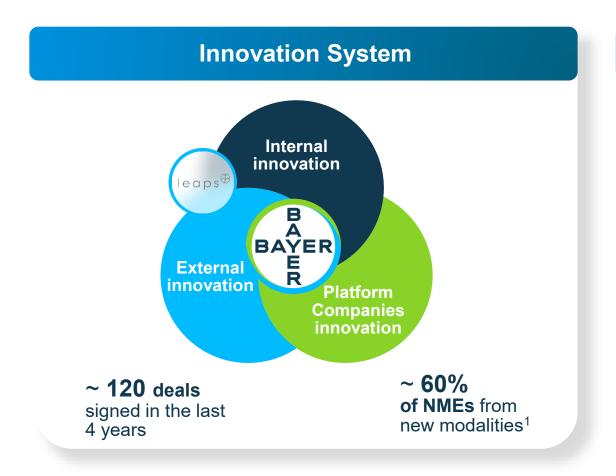


Shift to value creation,
product-centric operating
model and streamlined
but robust governance



Established Toolbox of Leading Modalities

Access to Leading Therapeutic Technology Platforms Through Acquisitions and Collaborations



Therapeutic Modality Platforms



Strong SMOL² capabilities further advanced through **chemoproteomics platform** with strong impact on pipeline



AAV³-based gene therapy

& manufacturing platform with unique pipeline



> ste

Cell therapy platform based on pluripotent stem cells addressing complex and rare diseases



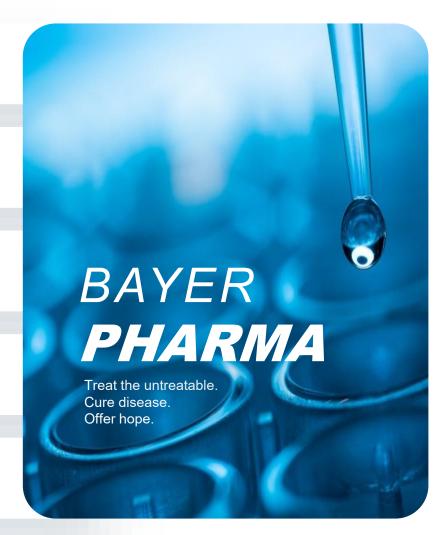
Radio-phamaceuticals: Toolkit to produce best-in-class medicines augmented through collaborations

¹ Portfolio February 2024: ~40% of SMOLs (in Phase I) vs Portfolio 2021: >80% of SMOLs (in Phase I) ² Small Molecules ³ Adeno-associated virus /// Bayer AG /// Corporate Overview /// August 2025



Building Momentum for Long-term Growth as of 2027 while Managing LoE Transition

- Three strategic priorities:
 Renew topline grow pipeline value leverage new operating model
- Successful launches of Nubeqa, Kerendia, Eylea 8mg and Beyonttra¹ to largely balance LoEs
- Upcoming launch of Elinzanetant² to drive further growth momentum
- Rapid rebuild of competitive pipeline is in full swing, based on new Innovation Model
- New Operating Model is driving productivity and efficiency gains amid LoE pressures and growth investments

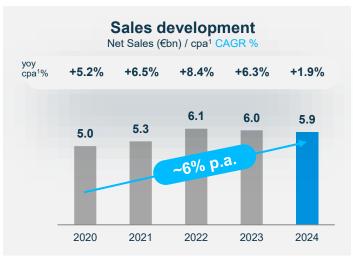






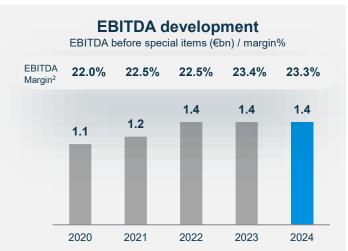
A Leading Player With a Well-Balanced Core Portfolio

We are reaching 650 mio consumers with our products globally













¹ currency and portfolio adjusted; ² Source: Bayer CH Portfolio – Company DB, IQVIA, IRI, & Nielsen, May MAT 2024; Bayer Geographic Footprint – Net Sales 2023



The Consumer Health Market Continues to Remain Attractive

Category dynamics to settle again on a steady and attractive mid-single digit growth percentage

INDUSTRY GROWTH DRIVERS

INDUSTRY GROWTH OUTLOOK



Self-Care focus



Healthcare systems overstretched



Digital ecosystems & personalization



Market Size 2024 ~ €196bn

3-5% **CAGR**

CH global market outlook



Digital commerce



Cough & cold dynamics



Ageing population & growing middle class

Sources: Internal market model in-market sales OTC medicines, data from IQVIA, Nicholas Hall



Achieving Sustainable Growth and Business Value

// VISION

// AMBITION

// WHERE TO PLAY

// HOW TO WIN

// OUR ACCELERATORS



Help billions of people to live healthier lives with most trusted selfcare solutions



Grow our brands ahead of market, achieve industry competitive EBITDA



Winning Portfolio in attractive categories and geographies where Bayer has a right to win



Driving growth-focused innovation



Industry leading commercial capabilities



Optimizing Cost & Cash and Resilience



Agile and focused organization



Digital Transformation



Sustainability



Iconic Brands With Leading Market Positions





#1 Wound Care











#2 Allergy North America







#1 Nasal Cold US



#1 Energy



Source: Market 360, MAT October 2023, Value, SAM - Strategically Addressable Markets, Top corporations / brands (private label not counted), brand positions in their respective biggest sub-category / segment(s)



Growing our Brands and Innovating Across Four Growth Drivers

Core Business

Bepanthen
DERMA
BOLINGEREDE
BOLINGERED
BOLINGEREDE
BOLINGERED

Innovation on unmet needs

Geographic expansion & access

Digital commerce & health platforms







Household penetration

Trial and awareness

Net Revenue Mgmt

Rx-to-OTC Switch

Holistic gut health

Relax & Restore

Brand expansion

India, ASEAN

Low-income consumers

eCommerce

Digital Diagnostics

Digital Therapeutics

Innovation pipeline value increased by 82% to €1bn¹



Driving Sustainable Peer Outperformance in Consumer Health

- > Attractive market with growing demand for self-care
- > Leading player with a well-balanced portfolio, focusing on core Consumer Health
- Consistent track record of delivering growth, margin and cash expansion
- Further build iconic brands and capture new growth opportunities through innovation and commercial excellence
- Focused and agile organization to deliver greater value to customers and consumers, fueled by Dynamic Shared Ownership

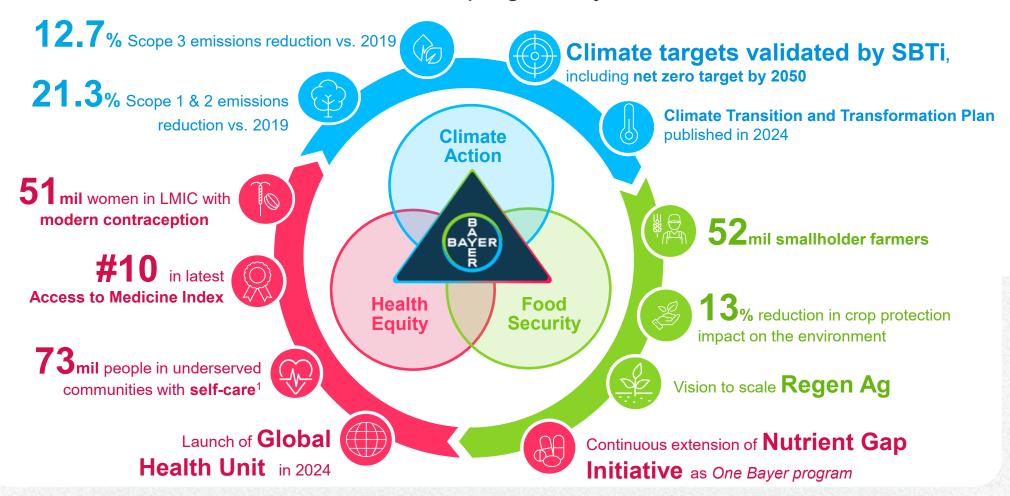






Sustainability is Generating Impact and Business Opportunities

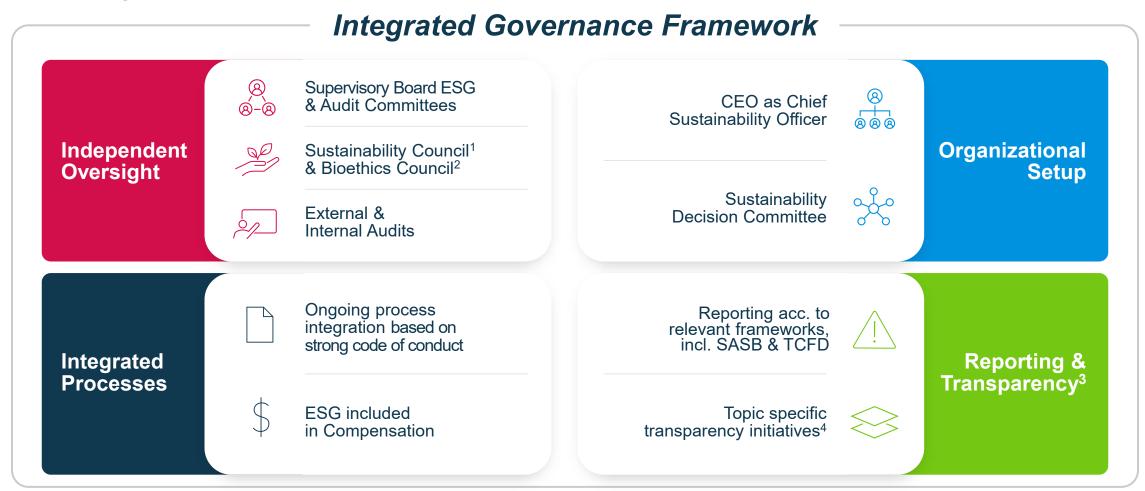
Achievements and progress by 2024 (selected)





We Have Firmly Anchored Sustainability in Our Governance

Ensuring sustainable execution and advancement



¹ https://www.bayer.com/en/sustainability/sustainability/sustainability/the-bayer-bioethics-council 3 https://www.bayer.com/en/sustainability/transparency

⁴ https://www.bayer.com/en/sustainability/initiatives



Bayer Summary

> Our three divisions are well positioned in attractive growing markets

- > We address major societal needs and ecological challenges
- We **constantly advance innovation** for farmers, patients and consumers worldwide
- Renewed focus on operational excellence with dynamic shared ownership
- > Proactively addressing our top priorities with the clear ambition to enhance performance and regain flexibility





Thank you!

Bayer Investor Relations

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Outlook 2025: Group Outlook Upgraded at Constant Currencies – Material FX Headwinds Expected

in €bn	Previous FY 2025 Outlook at constant FX1	Updated FY 2025 Outlook at constant FX1	Updated Estimated FX Impact ²
Net Sales	45.0 to 47.0 -3% to +1% ³	46.0 to 48.0 -1% to +3% ³	~-2.0 ~ -4%pts
EBITDA before special items	9.5 to 10.0 -6% to -1%	9.7 to 10.2 -4% to +1%	~-0.5 ~ -5%pts
Core EPS (in €)	4.50 to 5.00	4.80 to 5.30 👚	~-0.35
Free Cash Flow	1.5 to 2.5	1.5 to 2.5	~-0.2
Net Financial Debt	31.0 to 32.0	31.0 to 32.0	~-1.2

¹Reflects our 2025 outlook at the average actual currencies for 2024; ²Estimated FX impact: Actual HY1 FX impact plus for remainder of the year FX assumptions based on month-end June 2025 spot rates (1 EUR=) 1.17 USD, 6.43 BRL, 8.40 CNY, 1,393 ARS, 46.65 TRY. Impact is calculated as difference to constant currencies. ³Currency and portfolio adjusted growth; excludes portfolio effect of ~€+0.2bn driven by Natsana acquisition (Consumer Health).



Crop Science: R&D Pipeline

Annual Update - May 2025

Not exhaustive

Total PSP ~€32bn

	Phase II	Phase III	Phase IV	Lifecycle management ¹	PSP ²
S&T - Corn	Corn Appual Germa	Corn HT5 asm Upgrades and New Hybrid Launches – Leveraging	Preceon Smart Corn – Biotech Trait³ Corn LEP4 CRW4		~€11bn
S&T - Soy	Soy IP4	Soy HT5 (6 Tolerances - Adds PPO) asm Upgrades and New Variety Launches – Leveraging	Soy IP3 Vyconic (5 Tolerances - Adds 2, 4-D & HPPD) Vistive Gold Xtend	Trait extensions (e.g., geographic expansion into APAC and Africa, event stacking) Enhancement of FieldView and continuous upgrades of digital features (e.g., next gen. seed placement and density tools)	~€5bn
S&T - Other ⁴	Canola HT4 Wheat, Cotton, Canola/OSR, Veg, Rice Ann	Sugarbeets 2nd Generation Herbicide Tolerance ⁵ Cotton HT4 (5 Tolerances - Adds 2, HPPD & PPO) Cotton IP4 uual Germplasm Upgrades and New Hybrid and Variety	Launches – Leveraging precision breeding		~€4bn
HER	New Herbicide	New Herbicide New Herbicide New Herbicide	Icafolin 🗪 🖛	Non-selective: Glyphosate Selective: Merlin Flexx/Adego, Balance Flexx, Convintro, New over-the-top HER, Council Family, Ronstar One, Mesosulfuron	~€6bn
CP FUN7	New Fungicide New Fungicide	New Fungicide ⁸		Nativo Plus, Fox Supra Continous enhancement of digital features (e.g., wheat disease management tool)	~€3bn
6SNI	New Insecticide		Plenexos	Vayego Duo, Fluopyram, New BLX-Containing Nematicide Mixture	~€2bn
SGR ¹⁰			Ibisio New Seed Treatment	INS FUN ready mixture, Ladoran	~€1bn

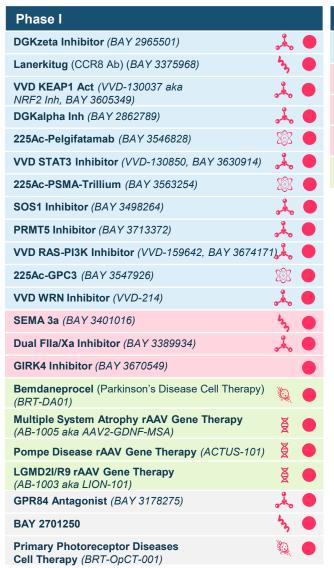
^{1.} Shown here is a subset of Bayer's total life cycle management activities; Products shown may not yet be fully registered in all jurisdictions; incl. all advancements made in FY'24, updated May '25 2. PSP = Peak Sales Potential, 50% incremental; Expected to reach 30% of PSP by 2032, 80% of PSP by 2038 and remainder in 2039+; Note that products are excluded from the pipeline PSP typically the year following launch; Projects listed Developed with CropKey LEP = Lepidoptera Protection under S&T and included in the peak sales potential by segment do not include projects funded by "Leaps by Bayer" investments 3. BASF collaboration 4. Includes seeds and traits, such as vegetables, cotton, canola, wheat, OSR, rice, vegetable seeds and sugarbeets, plus carbon and digital models 5. KWS collaboration 6. HER = Herbicide 7. FUN = Fungicide 8. 3rd party collaboration 9. INS = Insecticide 10. SGR = SeedGrowth



HT = Herbicide Tolerance Blockbuster = >€0.5bn exp. PSP

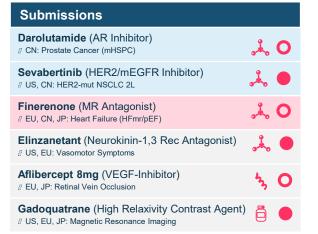


Pharmaceuticals - Pipeline Overview¹ (as of July 24, 2025)



	Phase II	P
)	Sevabertinib (HER2/mEGFR Inhibitor) (BAY 2927088) # Metastatic or Unresectable Solid Tumors With HER2-activating Mutations (panSOHO)	D //
,	Congestive Heart Failure rAAV Gene Therapy (AB-1002) // Congestive Heart Failure (GenePHIT)	//
)	Anti-a2AP (BAY 3018250) # Acute Ischemic Stroke; Pulmonary Embolism (SIRIUS)	S
)	Nurandociguat (sGC Activator Oral) (BAY 3283142) // Chronic Kidney Disease (ALPINE-1)	Fi
)	Parkinson's Disease rAAV Gene Therapy (AB-1005) // Parkinson's Disease (REGENERATE-PD)	// V
		#
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Protein Therapeutics

Full pipeline package available for download under:

Cell Therapy 🗂 Contrast Agent 🏻 💆 Genetic Medicine 🦙 Radionuclide Therapy 🎎 Small Molecule

¹ Bayer and partner sponsored + 3rd party label enabling studies with first patient first visit

² Conducted by Merck & Co 3 Including Precision Cardiovascular, Nephrology & Acute Care



Major R&D Milestones Expected Until End-2025

