Q2 2025 Aide Memoire

as of June 23rd, 2025

As a service to our investors and analysts, we are providing a quarterly Aide Memoire ahead of our quiet period and concurrent with our publication schedule. This document is intended to provide a summary of relevant information that we have communicated previously and of the key drivers in the corresponding prior year's quarter. It may also include key macroeconomic developments that have an impact on our businesses. Please note that this release and all information therein is unaudited. Consistent with our general practices, any updates to our outlook or business prospects will be provided in our quarterly or ad-hoc disclosures.

***** Please note that our Quiet Period starts on July 15th, 2025. *****

Group

Full Year Outlook 2025 (as of May 13th, 2025)

Please refer to the following table for an overview of all guidance KPIs including additional modelling considerations *(in €bn)*:

	Actual 2024	Outlook 2025 at constant FX	Estimated FX Impact
Net Sales	46.6	**45.0 to 47.0** -3% to +1% cpa* yoy	**~ -0.5** ~ -1%pts
EBITDA (before special items)	10.1	**9.5 to 10.0** -6% to -1% yoy	**~ -0.3** ~ -3%pts
Core EPS (in €)	5.05	**4.50 to 5.00**	**~ -0.25**
Free Cash Flow	3.1	**1.5 to 2.5**	**~ -0.2**
Net Financial Debt	32.6	**31.0 to 32.0**	**~ -0.5**

Portfolio effect in Sales	0.0	**~ +0.2**	**not material**
Special Items (EBITDA)	-1.4	**-1.5 to -0.5**	
Core Depreciation	-1.6	**-1.7 to -1.6**	
Core Financial Result	-1.9	**-2.0 to -1.8**	
Core Tax Rate	25.4%	**24% to 26%**	
Reconciliation (EBITDA before special items)	-0.3	**~ -0.5**	

**cpa: currency and portfolio adjusted*

- **Portfolio effect** in Sales driven by Natsana acquisition in Consumer Health (not included in cpa sales growth corridor but included in absolute Net Sales corridor)
- **Special items (EBITDA)** expected rather towards €-1.5bn, including DSO related severances and litigation provisions
- **Reconciliation** (EBITDA before special items) including latest assumptions for long-term incentive provisions and hyperinflation effects
- Based on the **tariff announcements** and our mitigation measures (status May 13th, 2025), we expect to manage the impact, and we confirmed our outlook at constant currencies for the full year 2025
- **Estimated FX impact:**
  - Outlook at constant FX reflects our 2025 outlook at average actual 2024 FX rates; estimated FX impact is based on month-end March 2025 spot rates
  - As communicated in Q1 earnings call, based on April 24th spot rates and compared to month-end March 2025 spot rates incremental FX headwind of ~ €900m in net sales and ~ €10 cents in core EPS anticipated, whereas net financial debt would reduce by another €500m compared to month-end March 2025 spot rates
  - FX Simulation Tool with month-end June 2025 rates will be updated on website in due time
- Please find link to previous publication: Q1 2025 Results

Crop Science

Performance Prior Year Quarter: Q2 2024

	Actual Q2 2024	Delta vs PY
Net Sales	€5.0bn	+1% cpa*
EBITDA (before special items)	€0.5bn	-28%
EBITDA margin (before special items)	10.5%	

**cpa: currency and portfolio adjusted*

Commentary Q2 2024:

- **Net Sales:**
  - Core Business sales declined -3% cpa (-4% price, +1% volume): higher corn pricing, in addition to soy and insecticide volume growth; adverse weather and generic pricing pressure drove headwinds in other herbicides and fungicides
  - Glyphosate-based herbicides sales increased +42% cpa, primarily driven by volume growth due to normalized shipping patterns with prices on historical levels
- **EBITDA (before special items):** Earnings impacted by unfavorable product mix slightly compensated by positive currency effects of ~100bps and COGS recovery

Full Year Outlook 2025 (as of May 13th, 2025)

	Actual 2024	Outlook 2025 at constant FX	Estimated FX impact
Net Sales	€22.3bn	**-2% to +2%**	**~ -1%pts**
EBITDA margin (before special items)	19.4%	**18% to 20%**	**~ -1%pts**

Commentary Full Year Outlook 2025:

- **Net Sales** expected to remain flat: growth dynamic is slowed by 200-300 bps due to U.S. Dicamba label loss and expiring Movento EU registration
  - **Core Business** (Crop Science business excl. glyphosate-based herbicides) expected to deliver between **-2% to +2% cpa**
    - **Seed & Traits** Net Sales expected to slightly decrease in the U.S., while we anticipate recovery in LATAM and double-digit growth in EMEA & APAC
    - **Core Crop Protection** Net Sales expected to see slight growth driven by higher adoption and increased acreage, despite regulatory challenges and continued pricing pressure
  - **Glyphosate-based herbicide** sales expected to slightly decrease (**-4% to 0% cpa**) driven by continued pricing pressure; adjusting model to run as separately managed business
- **EBITDA Margin** before special items expected consistent with the prior year in the range of 18% to 20%; acceleration of efficiency measures to compensate for 200-300 bps headwind from Dicamba and Movento, in addition to dilutive Glyphosate business

- **Potential tariff impact:** As communicated with our Q1 publication, direct tariff effects expected to be limited for our Crop Science business overall, mainly impacting the crop protection portfolio as seeds and traits are mostly produced in the regions where they are sold. Most of our Crop Protection active ingredients, as well as glyphosate, are exempt from the latest tariffs. We are also evaluating indirect business implications. These could include amongst others, the magnitude of acreage shifts from soy to corn in the U. S., potential soy shifts to LatAm, as well as several pricing and volume scenarios for glyphosate and the broader crop protection portfolio.
- **Calendarization:** For Q2 2025, we assume sales to grow again, driven by the change in our regional brand distribution in the U.S. to shift revenue recognition from Q1 to Q2 this year. Regulatory impacts expected to continue in Q2, with majority anticipated in the first half year.

Latest Market Information:

- 2025 corn futures continue to trend ~$4.50 per bushel, yet soybean futures rose above $10.50 per bushel on EPA's proposal to significantly raise 2026 biofuel blending quotas.

	2025 Futures	
$/bu	As of Mar 17th 2025	As of June 18th 2025
Corn (Dec 2025)	$4.55	$4.44
Soy (Nov 2025)	$10.20	$10.71

- The national average spot price for generic glyphosate technical sourced out of China was ~$3.41/kg as of June 18th, compared to the 15-year median price of $3.80/kg
- The May 2025 USDA Crop Production report estimates U.S. corn acres planted >95 million (+5% YoY) and soybean acres planted >83 million (-4% YoY).
- Conab estimates Brazil's 2024/25 planted soybean acreage at 117.6 million acres (+3.2% YoY), USDA estimates continued growth in 25/26 season. Planted corn for 2024/25 is estimated at 52.8 million acres (+1.6% YoY), with USDA estimating next season relatively flat.
- The Buenos Aires Grain Exchange expects to see a shift from corn at 15.6 million acres (-17% YoY) to soybeans at 44 million acres (+7% YoY) in Argentina for 2024/25 season due to ongoing leafhopper pressure on corn and lower input costs and risk for soy. Expect 25/26 season to return to ~18 million acres of corn.

Pharmaceuticals

Performance Prior Year Quarter: Q2 2024

	Actual Q2 2024	Delta vs PY
Net Sales	€4.6bn	+4% cpa*
EBITDA (before special items)	€1.3bn	-4%
EBITDA margin (before special items)	28.7%	

**cpa: currency and portfolio adjusted*

Commentary Q2 2024:

- **Net Sales**:
  - Strong performance of launch assets Nubeqa™ (+90% cpa) and Kerendia™ (+73% cpa)
  - Eylea™ (+8% cpa), led by Japan and China; launch of Eylea 8mg gained momentum
  - Xarelto™ (-11% cpa) sales declined in line with expected rising generic pressure
  - Base business: robust performance across major franchises more than offset VBP pressure in China
- **EBITDA (before special items):** Stringent OPEX management and resource shifts balancing unfavorable changes in product mix; negative currency effects weighed on margin (-220 bps)

Full Year Outlook 2025 (as of May 13th, 2025)

	Actual 2024	Outlook 2025 at constant FX	Estimated FX impact
Net Sales	€18.1bn	**-4% to -1%**	**~ -1%pts**
EBITDA margin (before special items)	26.0%	**23% to 26%**	**~ -1%pts**

Commentary Full Year Outlook 2025:

- Pharmaceuticals expected to deliver at the upper end of our sales and profitability guidance range
- **Net Sales:**

- Launch assets Nubeqa and Kerendia to exceed €2.5bn of combined sales
- Xarelto to decline between €1.0bn and €1.5bn due to patent expiries as well as potential outcomes of EU patent rulings/generic at-risk launches driving broad guidance corridor for divisional sales
- Eylea franchise to remain stable, supported by continued uptake of 8mg
- Base business to remain robust

- **EBITDA before special items:** Product mix changes as a result of Xarelto decline partly compensated by cost savings from efficiency measures
- **Potential tariff impact:** As communicated with our Q1 publication, for parts of our Pharmaceuticals portfolio certain direct effects expected, mainly product flows between the U.S. and China. With our production footprint in the EU, there is an additional risk of potential tariffs on pharmaceutical imports from the EU into the U.S. These are currently exempt but under a Section 232 investigation.
- **Calendarization:** HY1 expected above HY2, on top and bottom line

Newsflow Q2 2025 (until June 20th, 2025)

- **June 20**: CHMP recommends third indication for Bayer's Nubeqa™ (darolutamide) for patients with advanced prostate cancer
- **June 17:** Bayer files for approval of gadoquatrane for contrast-enhanced magnetic resonance imaging in the U.S.
- **June 5**: Simultaneous treatment start with Finerenone and SGLT-2-inhibitor demonstrated positive data in patients with CKD associated with type 2 diabetes in CONFIDENCE Phase II study
- **June 3**: U.S. FDA approves third indication of Bayer blockbuster Nubeqa™ (darolutamide) for patients with advanced prostate cancer
- **June 2**: Elinzanetant significantly reduces frequency of moderate to severe vasomotor symptoms associated with endocrine therapy for breast cancer in Phase III OASIS-4 study
- **June 2**: Gadoquatrane submitted for marketing authorization in Japan
- **May 28**: Sevabertinib (BAY 2927088) granted FDA Priority Review for the treatment of patients with HER2-mutant non-small cell lung cancer
- **May 23**: Eylea™ 8 mg with extended 6-month treatment interval recommended for approval in EU
- **May 22:** Eylea™ 8 mg approved in China for wet age-related macular degeneration
- **May 9:** Eylea™ 8 mg to treat macular edema following retinal vein occlusion submitted for approval in Japan

- **April 8:** Bayer files for approval of Eylea™ 8 mg for treatment of retinal vein occlusion in EU

Consumer Health

Performance Prior Year Quarter: Q2 2024

	Actual Q2 2024	Delta vs PY
Net Sales	€1.5bn	+5 cpa*
EBITDA (before special items)	€314m	-6%
EBITDA margin (before special items)	21.5%	

**cpa: currency and portfolio adjusted*

Commentary Q2 2024:

- **Net Sales**: Returned to growth after soft start in Q1 2024
  - Sales expansion in all categories, except Allergy & CCSF, driven by weak allergy season
  - US faced pressure from ongoing retailer inventory optimization
  - Volume growth in Dermatology and Digestive Health
- **EBITDA (before special items):** Continued investment behind our innovative brands and product launches; prudent cost management; targeted price management

Full Year Outlook 2025 (as of May 13th, 2025)

	Actual 2024	Outlook 2025 at constant FX	Estimated FX impact
Net Sales	€5.9bn	**+2% to +5% cpa**	**~ -1%pts**
EBITDA margin (before special items)	23.3%	**23% to 24%**	**not material**

Commentary Full Year Outlook 2025:

- Portfolio effect in Sales due to Natsana acquisition in Consumer Health €~0.2bn (not included in cpa sales growth corridor but included in absolute Net Sales corridor on Group level)
- **Net Sales:**

- Broad-based growth across regions and return to more balanced volume / price dynamics
- Focused resource allocation behind top brand / country combinations ("power couples") anticipated

- **EBITDA Margin** before special items: Leverage cost efficiencies to boost investment in most relevant power couples
- **Potential tariff impact:** Given the current tariff regime and its impact on costs, we expect to manage the direct effects within the guidance range, as communicated with our Q1 publication. We are also monitoring additional indirect risks, primarily related to potential demand impacts stemming from lower consumer confidence.
- **Market environment** remains highly volatile, with macroeconomic pressures and geopolitical developments weighing on consumer demand

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