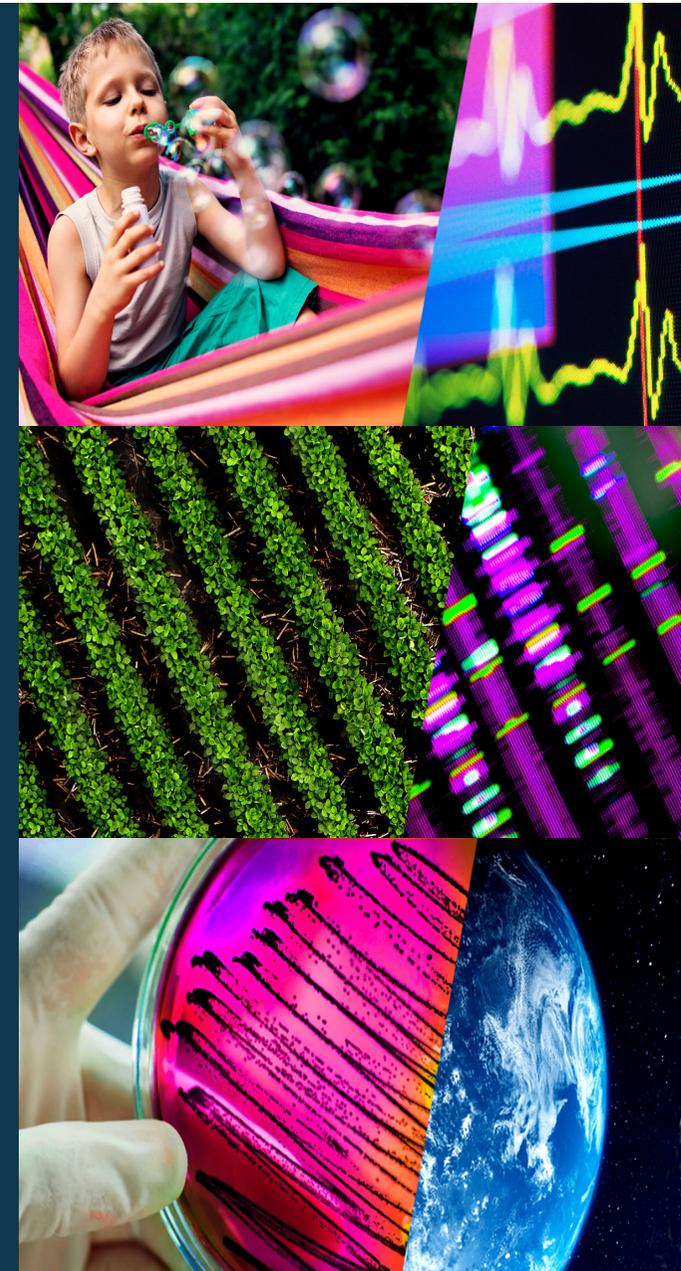




Investor Conference Call

FY/Q4 2020 Results

February 25, 2020
Werner Baumann, CEO
Wolfgang Nickl, CFO





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.

Guidance at constant currencies, not including portfolio divestitures if not mentioned differently.



FY/Q4 2020 Results

Business Update



Werner Baumann, CEO



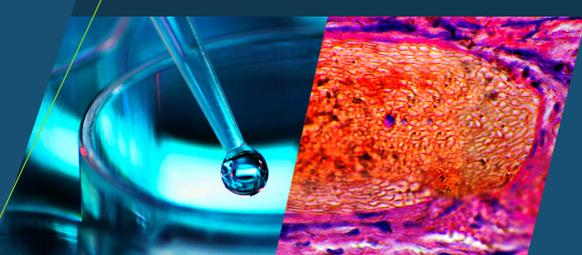
Strong response to Covid-19, while setting stage for future growth



1 *Health for all, hunger for none*



2 *Resilient businesses*



3 *Accelerate our transformation*



Updated guidance achieved

Including currencies¹

Outlook
based on month-end September rates

FY 2020

Sales

€41bn-€42bn

€41.4bn



EBITDA margin
(before special items)

~ 28%

27.7%



Core EPS

€6.30 – €6.50

€6.39



Free cash flow

€0.5bn-€1.0bn²

€1.3bn



Net financial debt

~€33bn

€30bn

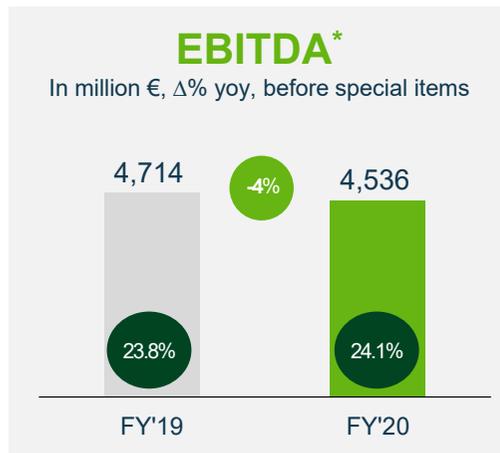


¹ Currency assumptions based on month-end September spot rates (1 EUR=) 1.17 USD, 6.61 BRL, 7.98 CNY, 124 JPY, 26.2 MXN, 91.8 RUB

² Included an assumption of settlement payouts of ~€3.5 bn



Crop Science with solid operational performance, overshadowed by currency impact

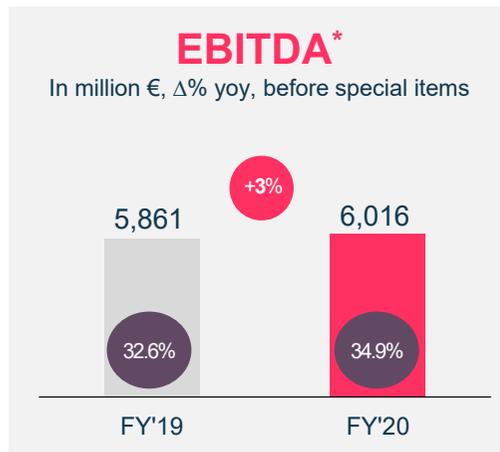
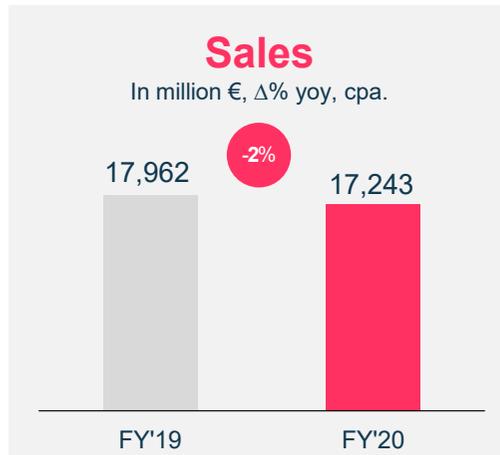


- Strong cpa growth in LATAM (+9%) and APAC (+9%) while business in North America declined (-4%)
- Fungicides (+9%) and Environmental Science (+12%) with good growth trajectories
- Vegetables (-4%) impacted by Covid-19
- Substantial currency headwinds (~€540m) weighed on adjusted EBITDA
- Accelerated synergies and non-recurring savings partially mitigated currency headwinds
- EPA registration and all state registrations received for XtendiMax (Dicamba)

● EBITDA Margin before special items *2019 figures are restated, cpa = currency and portfolio adjusted



Pharma: Bottom line protected with tight cost management

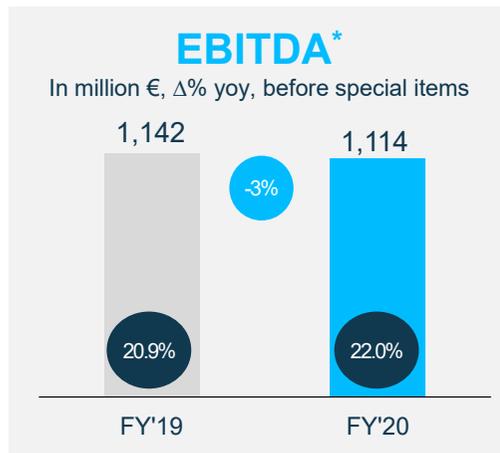


- COVID-19 impacted elective treatments, primarily IUD franchise (-9%), Eylea (0%) and Radiology (-5%) – sequential improvement in 2H2020
- Xarelto's growth trajectory remained intact (+12%)
- In China, volume-based procurement significantly impacted sales of Glucobay and Avelox
- Successfully matured late-stage pipeline (e.g. Verquvo, Finerenone) to deliver new product launches
- Established cell & gene therapy platform to accelerate innovation

● EBITDA Margin before special items *2019 figures are restated, cpa = currency and portfolio adjusted



Consumer Health with accelerated growth momentum and margin expansion



- Strong sales cpa growth across all regions
- Nutritionals (+23%) benefit from increased focus on preventive health solutions
- Allergy & Cold (-4%) impacted by lower demand for Cough&Cold due to protective and hygiene measures
- EBITDA before special items burdened by currency effects and the lacking contribution of divested businesses
- Margin expansion driven by growth acceleration and efficiency program

● EBITDA Margin before special items *2019 figures are restated, cpa = currency and portfolio adjusted



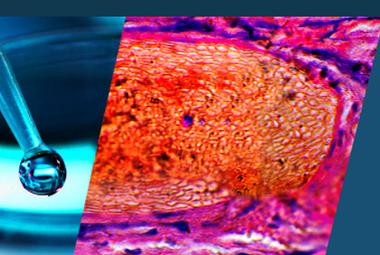
2021: Further build momentum and accelerate transformation



1 Build on strengths



2 Focus on execution



3 Navigate macro dynamics



FY/Q4 2020 Results

Financials & Outlook



Wolfgang Nickl, CFO

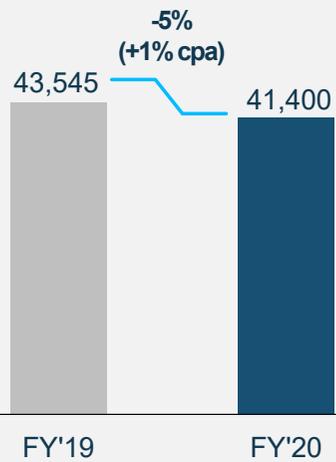


Robust performance in a challenging year

Sales

In million €, Δ% yoy, cpa.

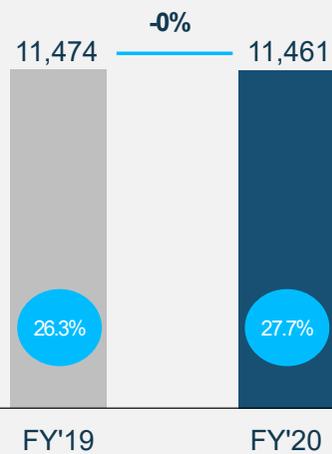
Negative currency effect of €1,941 million



EBITDA

In million €, before special items

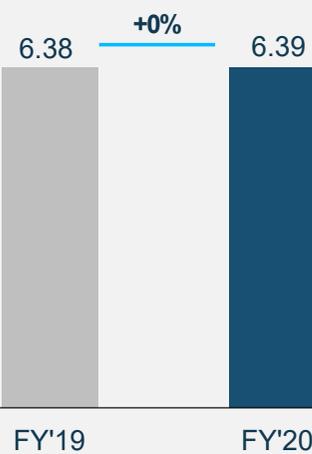
Negative currency effect of €741 million



Core EPS

In €, Cont. Operations

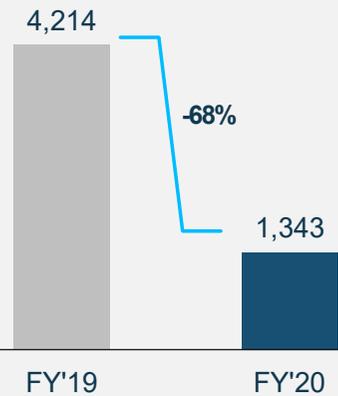
Core tax rate: 23.7% versus 22.5% in 2019



Free Cash Flow

In million €

Exceeds updated guidance – settlement pay-outs of €3.8 bn* included

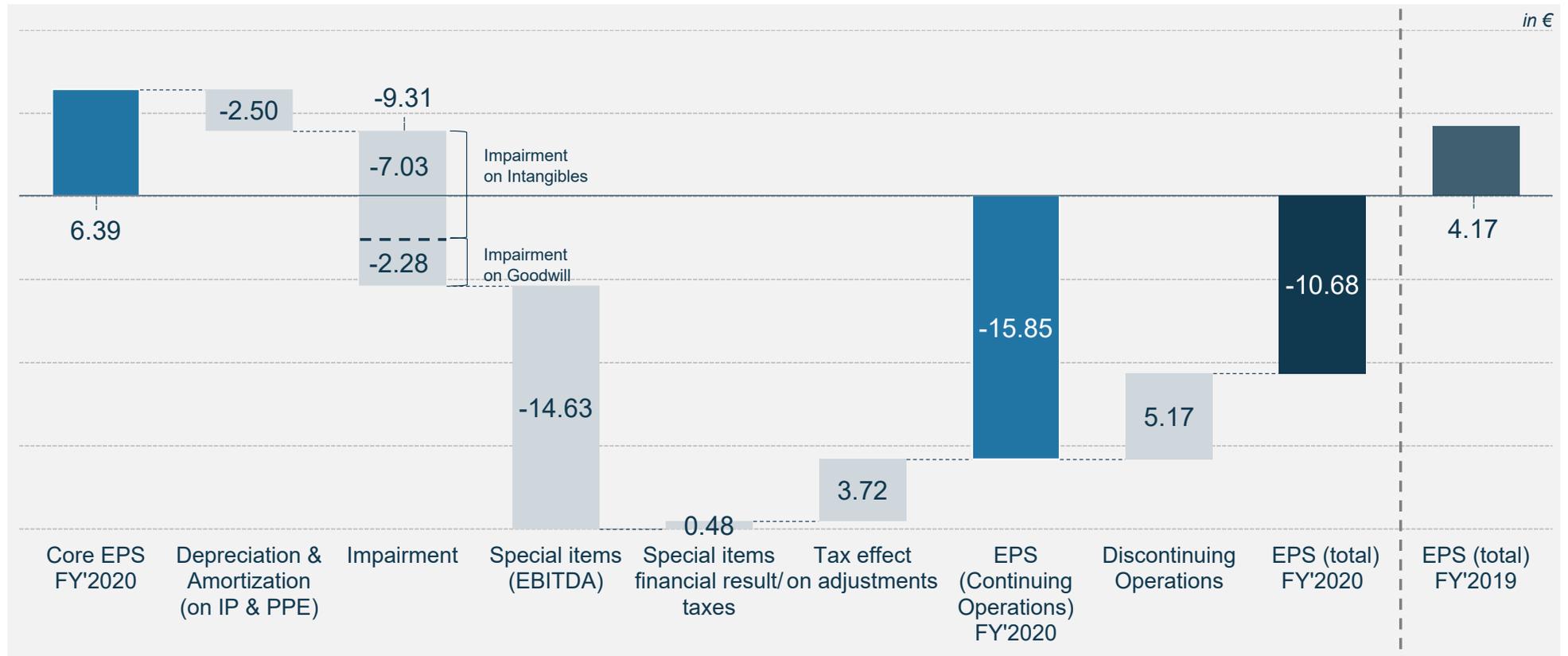


*for Dicamba, Essure, Glyphosate, PCB; additional settlement payouts of €0.2bn in Q1 2020 for Xarelto

● EBITDA Margin before special items, cpa = currency and portfolio adjusted

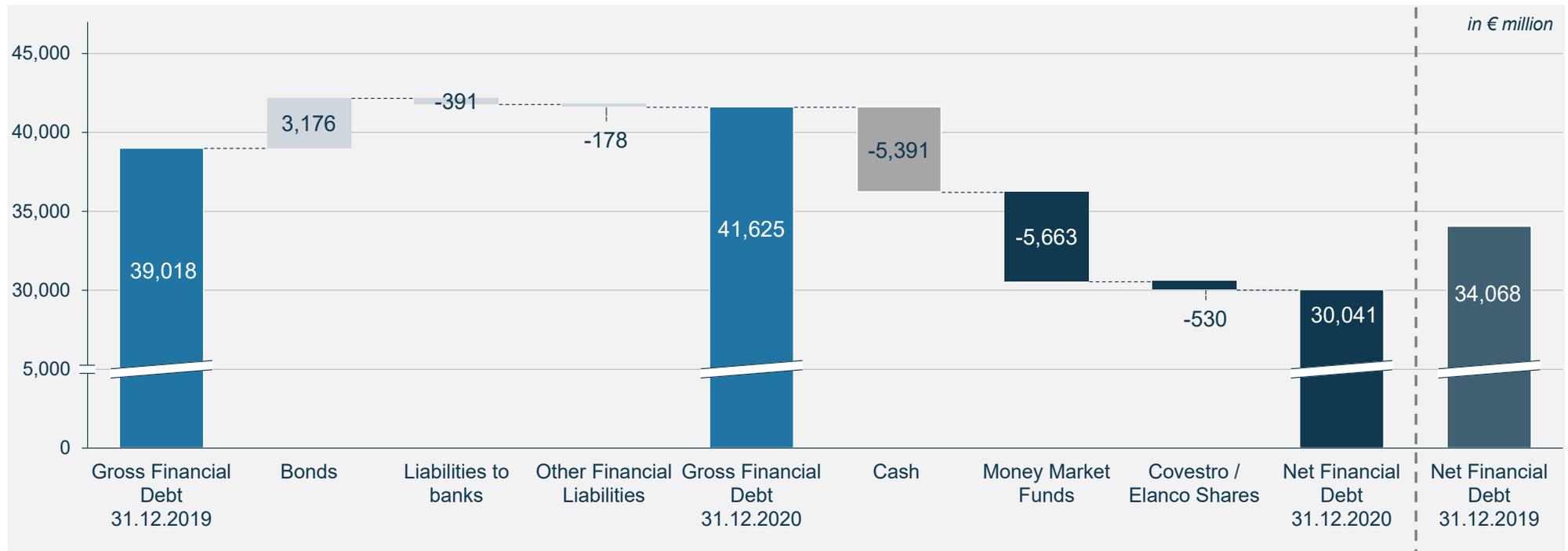


EPS impacted by impairment charges and litigation





Strong reduction of net financial debt mainly due to AH divestment

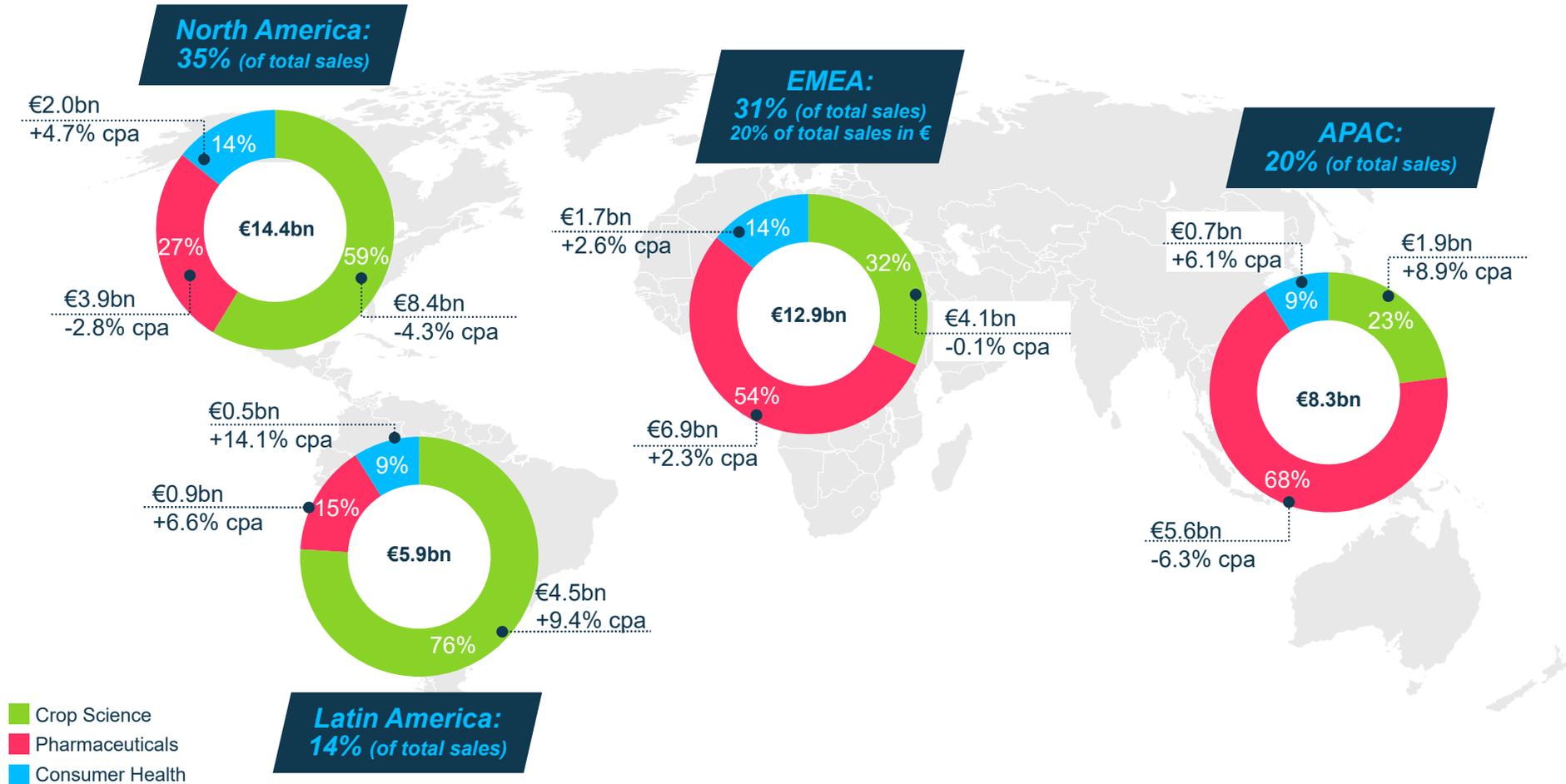


// ~45% of financial debt denominated in US\$

// ±1% change of US\$ vs € = ±€130m



Roughly 80% of our net sales are in foreign currencies



FY2020 net sales, in € billion, % yoy growth, cpa = currency and portfolio adjusted
Bayer FY/Q4 2020 Investor Conference Call



Seasonality of our business

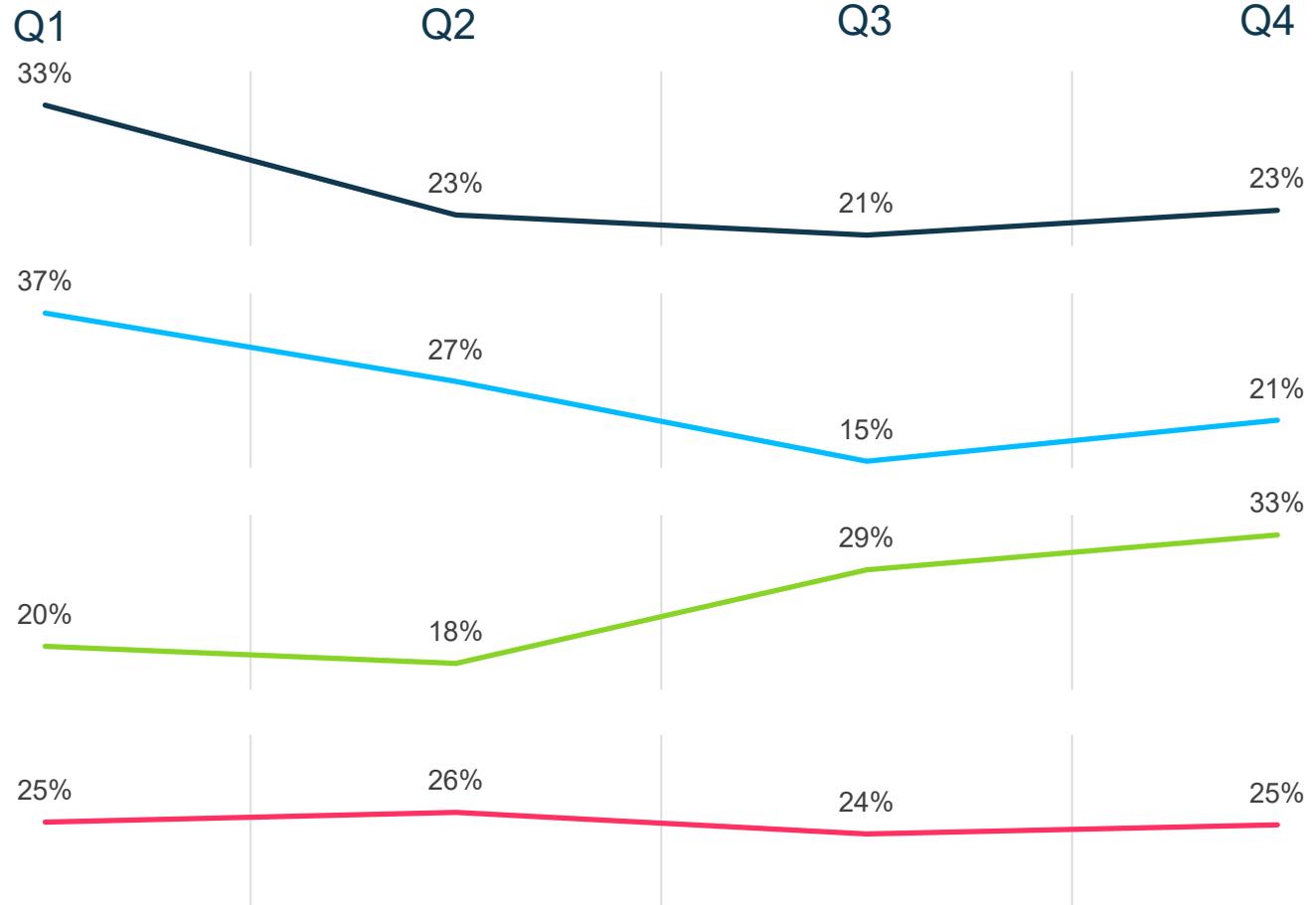
Global sales: €41.4bn¹

EMEA
€12.9bn¹

North America
€14.4bn¹

Latin America
€5.9bn¹

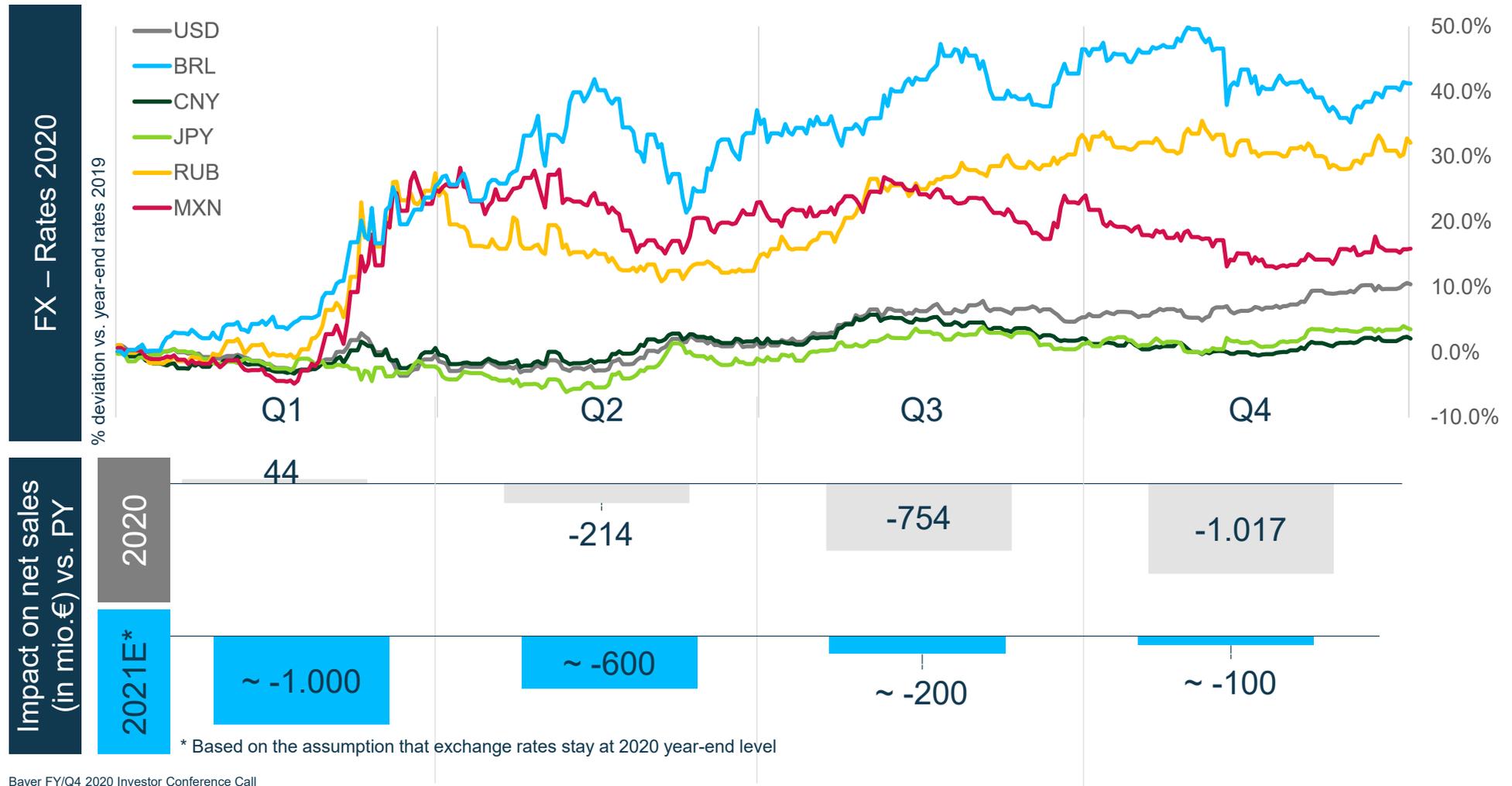
Asia / Pacific
€8.3bn¹



¹ Full-Year 2020; percentages show proportion of regional full-year 2020 sales per quarter



Looking ahead: Currency development expected to weigh on 2021





Group Outlook 2021

At constant currencies¹

Expected currency impact²

Outlook 2021

Sales

€42bn - €43bn

~ -€2bn

EBITDA margin
(before special items)

~ 27%

~ -70bps

Core EPS

€6.10 - €6.30

~ -€50ct

Free cash flow

~ -€3bn - -€4bn³

No major impact

Net financial debt

~ €36bn - €37bn

~ -€1bn

¹ Reflects our 2021 plan at the average actual currencies for 2020

² Currency assumptions based on month-end December spot rates (1 EUR=) 1.23 USD, 6.37 BRL, 8.00 CNY, 127 JPY, 24.4 MXN, 91.9 RUB. Impact is calculated as difference to constant currencies.

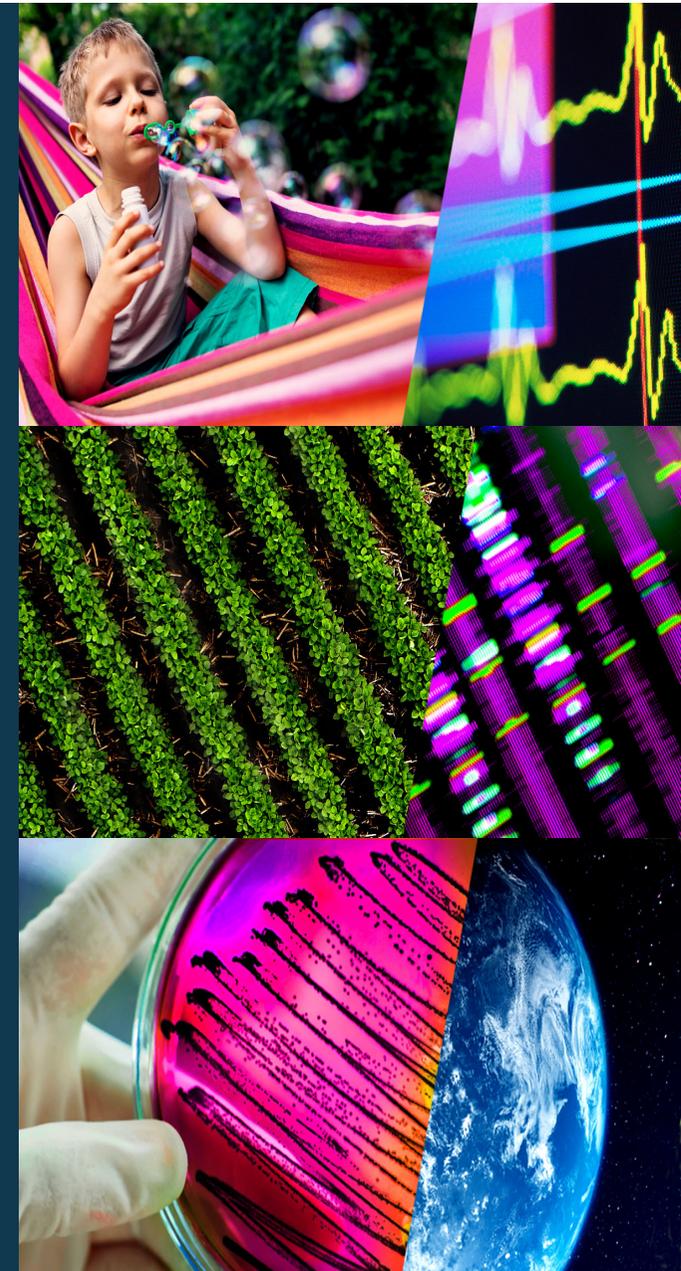
³ Settlement payouts of ~€8bn included



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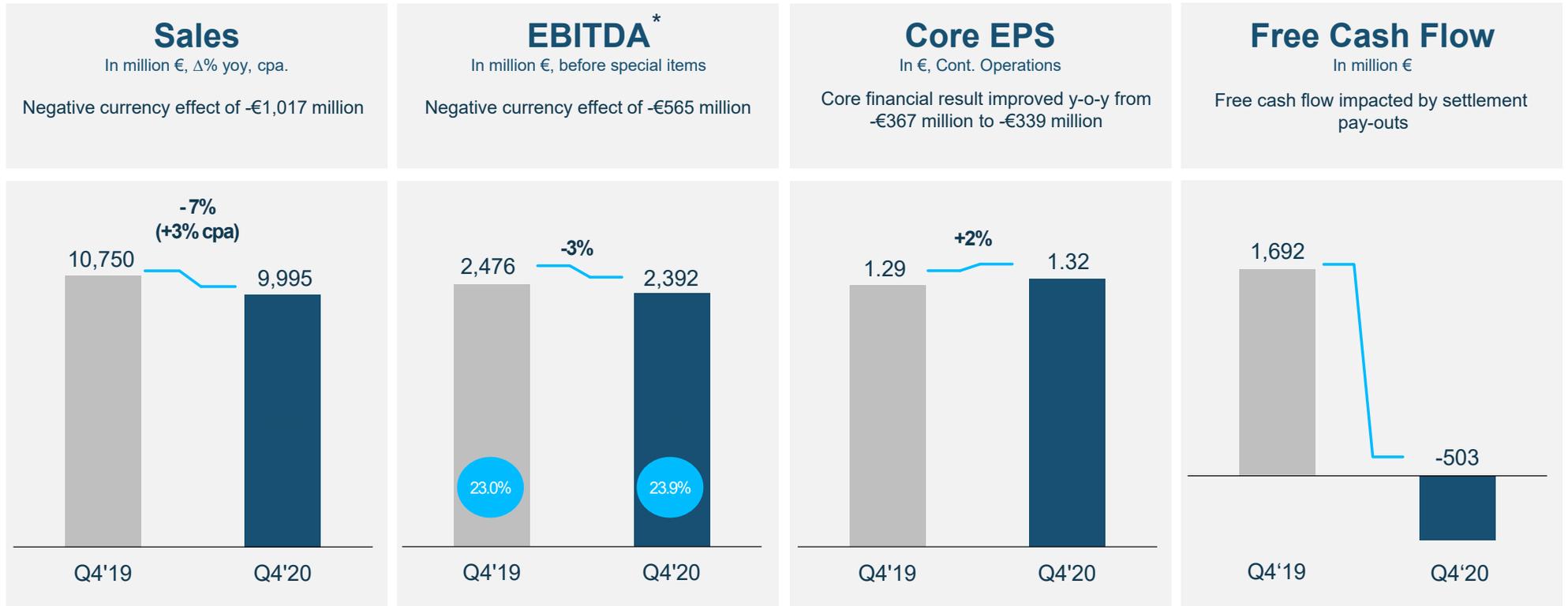
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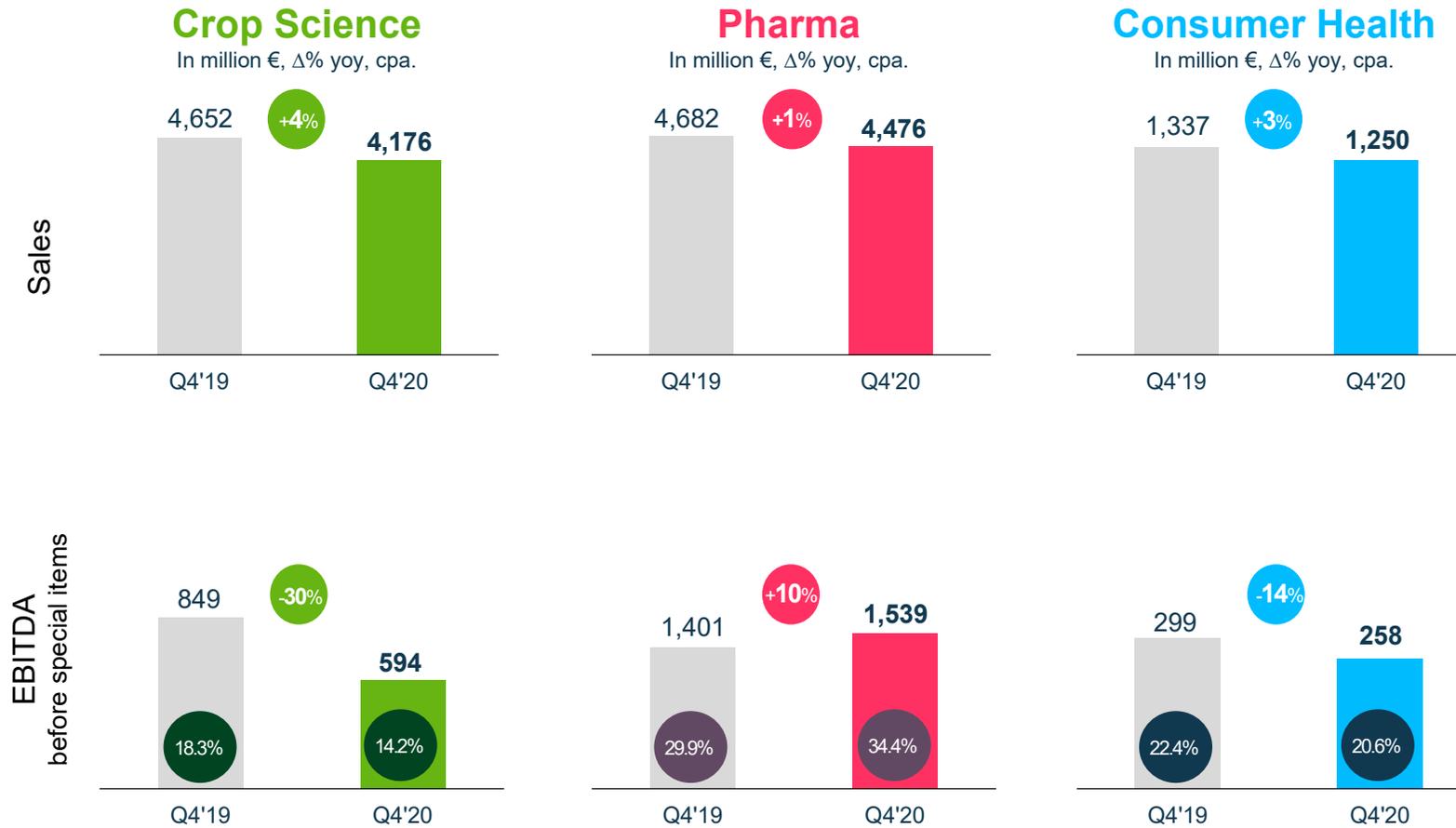
Q4'20: Increase in core EPS despite substantial currency headwinds



● EBITDA Margin before special items, cpa = currency and portfolio adjusted



Q4'20: Segment Overview





2021: Divisional guidance

Guidance at constant currencies

Division	Sales 2020	Est. Market Growth 2021	Sales Growth 2021 (cpa)	EBITDA-margin 2020 <small>(before special items)</small>	EBITDA-margin 2021 <small>(before special items)</small>	Drivers (+/-)
Crop Science 	€18.8bn	~ 2%	~ 2%	24.1%	~ 24%	<ul style="list-style-type: none"> + Growth in herbicides and fungicides + Strong commodity prices, more US acres - Competition in soybeans in NA - Currency headwinds, esp. USD
Pharma 	€17.2bn	~ 5%	~ 4%	34.9%	~ 32%	<ul style="list-style-type: none"> + Continued growth of Xarelto and Eylea + Covid-19 recovery continues - Launch investments - Adempas milestone payment in 2020 - Reduced non-recurring savings (Covid)
Consumer Health 	€5.1bn	~ 2%	~ 2-3%	22.0%	22-23%	<ul style="list-style-type: none"> + Continued focus on Nutritional - Negative impact on Cough&Cold

cpa: currency and portfolio adjusted



2021: Guidance for other Group KPIs

	Guidance at constant currencies*
Special items (EBITDA)	~ €1.5 bn
Depreciation and amortization (clean)	~ €4.2 bn
of which for intangible assets (clean)	~ €2.3 bn
Core financial result	~ - €1.6 bn
Core tax rate	~ 23%
Reconciliation (cEBITDA)	~ - €200m to -€300m

*expected currency impact based on month-end December spot rates: DA (clean): -€ 0.2 bn, Core financial result: +€ 0.1bn; no material impact expected for other KPIs



Re-Cap: Full-Year FX sensitivities for Bayer Group

Impact of major currencies

	Sales		cEBITDA (after hedging)	
	FX Basket (in %)	-1% change ¹ (in Mio. €)	FX Basket (in %)	-1% change ¹ (in Mio. €)
USD	~40%	~140	~25%	~25
BRL	~10%	~35	~15%	~10
CNY	~10%	~35	~15%	~15
JPY	~5%	~20	~5%	~5
Other	~35%	~120	~40%	~45
Total	100%	~350	100%	~100

Note: Seasonality needs to be considered

¹ based on sensitivity full year foreign exchange rate simulation, EUR vs. x CCY



Q4'20: Key KPIs by division

[€ million]	Crop Science		Pharmaceuticals		Consumer Health		Reconciliation		Group	
	Q4'19	Q4'20	Q4'19	Q4'20	Q4'19	Q4'20	Q4'19	Q4'20	Q4'19	Q4'20
Sales	4,652	4,176	4,682	4,476	1,337	1,250	79	93	10,750	9,995
Sales by region:										
Europe / Middle East / Africa	581	545	1,847	1,918	479	452	64	81	2,971	2,996
North America	1,761	1,555	1,071	975	547	492	13	5	3,392	3,027
Asia / Pacific	490	499	1,501	1,357	160	178	0	7	2,151	2,041
Latin America	1,820	1,577	263	226	151	128	2	0	2,236	1,931
EBITDA	774	538	1,442	1,422	266	233	-488	-169	1,994	2,024
Special items	-75	-56	41	-117	-33	-25	-415	-170	-482	-368
EBITDA before special items	849	594	1,401	1,539	299	258	-73	1	2,476	2,392
EBITDA margin before special items	18.3%	14.2%	29.9%	34.4%	22.4%	20.6%	•	•	23.0%	23.9%
EBIT	-472	91	1,060	1,308	381	352	-580	-236	389	1,515
Special items	-596	54	-72	9	162	174	-416	-170	-922	67
EBIT before special items	124	37	1,132	1,299	219	178	-164	-66	1,311	1,448
EBIT margin before special items	2.7%	0.9%	24.2%	29.0%	16.4%	14.2%	•	•	12.2%	14.5%
Operating cash flow, continuing	2,651	-577	1,010	1,258	246	276	-600	-260	3,307	697
D&A and Write-downs	1,246	447	382	114	-115	-119	93	67	1,606	509
Employees at end of period	33,866	33,064	38,553	39,206	10,400	10,570	21,005	16,698	103,824	99,538



FY 2020: Key KPIs by division

[€ million]	Crop Science		Pharmaceuticals		Consumer Health		Reconciliation		Group	
	FY'19	FY'20	FY'19	FY'20	FY'19	FY'20	FY'19	FY'20	FY'19	FY'20
Sales	19,832	18,840	17,962	17,243	5,462	5,054	289	263	43,545	41,400
Sales by region:										
Europe / Middle East / Africa	4,170	4,053	6,918	6,940	1,838	1,739	259	149	13,184	12,881
North America	8,743	8,367	4,040	3,855	2,280	2,026	24	104	15,087	14,352
Asia / Pacific	1,829	1,917	6,031	5,598	749	744	1	8	8,611	8,267
Latin America	5,090	4,503	973	850	595	545	5	2	6,663	5,900
EBITDA	3,818	-6,600	5,837	4,311	1,357	1,060	-1,483	-1,681	9,529	-2,910
Special items	-896	-11,136	-24	-1,705	215	-54	-1,240	-1,476	-1,945	-14,371
EBITDA before special items	4,714	4,536	5,861	6,016	1,142	1,114	-243	-205	11,474	11,461
EBITDA margin before special items	23.8%	24.1%	32.6%	34.9%	20.9%	22.0%	•	•	26.3%	27.7%
EBIT	514	-18,629	4,686	3,467	794	992	-1,832	-1,999	4,162	-16,169
Special items	-1,418	-20,420	-137	-1,565	-16	199	-1,242	-1,478	-2,813	-23,264
EBIT before special items	1,932	1,791	4,823	5,032	810	793	-590	-521	6,975	7,095
EBIT margin before special items	9.7%	9.5%	26.9%	29.2%	14.8%	15.7%	•	•	16.0%	17.1%
Operating cash flow, continuing	4,150	99	4,427	4,064	876	987	-1,470	-581	7,983	4,569
D&A and Write-downs	3,304	12,029	1,151	844	563	68	349	318	5,367	13,259
Employees at end of period	33,866	33,064	38,553	39,206	10,400	10,570	21,005	16,698	103,824	99,538



Q4'20: Key KPIs Bayer Group

	Q4 2019	Q4 2020	% y-o-y
Net Sales	10,750	9,995	-5 / +1% ¹
EBITDA before special items	2,476	2,392	-3.4%
Special items	-482	-368	
Reported EBITDA	1,994	2,024	
Depreciation & Amortization	-1,606	-509	-68.3%
Reported EBIT	389	1,515	
Amortization and impairment losses / loss reversals on intangible assets	484	254	-47.5%
Special items (EBITDA)	482	368	
Other	674	-110	
Core EBIT	2,029	2,027	-0.1%
Core financial result (before special items)	-367	-339	-7.6%
Core EBT	1,662	1,688	1.6%
Taxes (before special items)	-387	-387	0.0%
Core tax rate	23.5%	23.0%	
Minorities	-12	-3	
Core Net income	1,263	1,298	2.8%
No. of shares (m)	981.7	982.4	
Core EPS (€)	1.29	1.32	2.7%
Income from cont. Operations (after income taxes)	-43	383	
Income from discont. Operations (after income taxes)	1,457	-75	-105.1%
Net income	1,414	308	
EPS from cont. and discont. Operations (€)	1.44	0.32	
Delta Working Capital	2,061	-1,071	
Operating Cash Flow (cont. operations)	2,651	-577	
Free cash flow	2,101	-1,014	
CapEx and leasing, cont. Operations	-550	-437	-20.5%

2019 figures restated; No impact on Net Sales



FY 2020: Key KPIs Bayer Group

	FY 2019	FY 2020	% y-o-y
Net Sales	43,545	41,400	-5 / +1%¹
EBITDA before special items	11,474	11,461	-0.1%
Special items	-1,945	-14,371	
Reported EBITDA	9,529	-2,910	
Depreciation & Amortization	-5,367	-13,259	147.0%
Reported EBIT	4,162	-16,169	
Amortization and impairment losses / loss reversals on intangible assets	2,887	11,570	300.8%
Special items (EBITDA)	1,945	14,371	
Other	682	29	
Core EBIT	9,676	9,801	1.3%
Core financial result (before special items)	-1,577	-1,550	-1.7%
Core EBT	8,099	8,251	1.9%
Taxes (before special items)	-1,817	-1,951	7.4%
Core tax rate	22.5%	23.7%	
Minorities	-23	-20	
Core Net income	6,259	6,280	0.3%
No. of shares (m)	981.7	982.4	
Core EPS (€)	6.38	6.39	0.3%
Income from cont. Operations (after income taxes)	2,391	-15,569	
Income from discont. Operations (after income taxes)	1,700	5,074	198.5%
Net income	4,091	-10,495	
EPS from cont. and discont. Operations (€)	4.17	-10.68	
Delta Working Capital	1,624	8,759	
Operating Cash Flow (cont. operations)	7,983	4,569	
Free cash flow	4,214	1,343	
CapEx and leasing, cont. Operations	-2,452	-2,386	-2.7%

2019 figures restated; No impact on Net Sales

Mainly related to litigations

Mainly related to non-cash impairment on Crop Science assets and goodwill

Guidance at ~23% for 2020. Difference due to deferred tax asset revaluations

Proceeds from sale of Animal Health

Provisions for litigations

Due to litigation payouts in 2020



Pharmaceuticals Division: Overview Development Portfolio (as of February 2021)

Phase I (26)	Phase II (21)	Phase III (8)
Selitrectinib (TRK Inhibitor, formerly LOXO-195)	Urothelial Cancer /// Rogaratinib (pan-FGFR Inhibitor)	Prostate Cancer (mHSPC) /// Darolutamide (AR-Inhibitor)
Rogaratinib (pan-FGFR Inhibitor)	Colorectal Cancer (mCRC) /// Regorafenib (combi Nivolumab)	Adjuvant Prostate Cancer /// Darolutamide
ATR Inhibitor	Solid tumors (recurrent or metastatic) /// Regorafenib (combi Nivolumab)	Non-Hodgkin Lymphoma /// Copanlisib (PI3K Inhibitor)
Copanlisib (PI3K Inhibitor)	Hepatocellular Carcinoma (HCC) /// Regorafenib (combi Pembrolizumab)	Glioblastoma /// Regorafenib (multi-Kinase Inhibitor)
Regorafenib (multi-Kinase Inhibitor)	Thrombosis Prevention in ESRD /// FXI-LICA (Ligand Conjug. Antisense)	Heart Failure (HFmr/pEF) /// Finerenone
Anetumab Ravtansine (Mesothelin-ADC)	Thrombosis Prevention in ESRD /// Osocimab (anti-FX1a Antibody)	Retinopathy of Prematurity /// Aflibercept (VEGF Inhibitor)
Thorium (227Th) Anetumab Corixetan (Mesothelin-TTC)	Stroke Prevention in Atrial Fibrillation /// FX1a Inhibitor	Diabetic Macular Edema (DME) /// Aflibercept High Dose
PSMA-TTC (PSMA-Targeted Thorium Conjugate)	2° Stroke Prevention /// FX1a Inhibitor	Neovasc. Age-rel. Macular Degen. (nAMD) /// Aflibercept High Dose
HER2-TTC (HER2-Targeted Thorium Conjugate)	Major Adverse Cardiac Events Prevention /// FX1a Inhibitor	
Radium-223 Dichloride (combi Pembrolizumab)	Heart Failure /// Pecavaptan (Dual Vasopressin Receptor Antagonist)	
Tinurilimab (CEACAM6 fb Antibody)	Chronic Kidney Disease (CKD) /// Fulacimstat (Chymase Inhibitor)	
ILDR2 fb Antibody	Chronic Kidney Disease (CKD) /// Runcaciguat (sGC Activator)	
AhR Inhibitor	Contraception /// Combi IUS: LNG (Progestin) + Indometh. (NSAID)	
ATA2271 (Mesothelin CAR-T Cell Therapie)	Vasomotor Symptoms // Elinzanetant (Neurokinin-1,3 Rec Antag.)	
Congestive Heart Failure Gene Therapy	Endometriosis /// Eliapixant (P2X3 Antagonist)	
sGC Activator 2	Chronic Cough /// Eliapixant (P2X3 Antagonist)	
Vasopressin V1a Receptor Antagonist	Overactive Bladder /// Eliapixant (P2X3 Antagonist)	
P2X4 Antagonist	Neuropathic Pain /// Eliapixant (P2X3 Antagonist)	
BDKRB1 Receptor Antagonist	Acute Respiratory Distress Syndrome (ARDS) /// PEG-ADM Inhale	
FVIII Gene Therapy	Obstructive Sleep Apnea /// TASK Channel Blocker	
Pompe Disease Gene Therapy	Magnetic Resonance Imaging /// High Relaxivity Contrast Agent (HRCA)	
Parkinson's Disease Gene Therapy		
sGC Activator 3		
PREP Inhibitor		
IRAK4 Inhibitor 1		
IRAK4 Inhibitor 2		

Selection of major Pharma development portfolio projects in clinical Phase I to III

- Oncology
- Women's Health
- Cardiovascular & Kidney Diseases
- Others
- Multi-Indication