

01 December 2018

National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051
Code: MERCK

BSE Limited
P. J. Towers, Dalal Street
Fort Mumbai - 400 023
Code: 500126

Dear Sir/Madam,

Re: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and our announcement dated 28 November 2018, this is for the information of all concerned that Merck KGaA, Germany has announced today that closing under the share purchase and asset sale agreement entered into by it with The Procter & Gamble Company, amongst others, has taken place. Accordingly, closing under the India Sale and Purchase Agreement, dated April 19, 2018, by and among, Merck Internationale Beteiligungen GmbH, Chemitra Gesellschaft mit beschränkter Haftung, Emedia Export Company mit beschränkter Haftung, Merck KGaA and Procter & Gamble Overseas India B.V, has also taken place. Copy of a press release issued by Merck KGaA in this respect is attached herewith. Further to our announcements dated June 13, 2018 and June 21, 2018, (i) the business transfer agreement dated June 21, 2018 amongst the Company and Merck Life Science Private Limited ("MLSPL") for the transfer of the Company's biopharma ("BP"), performance materials ("PM") and life science ("LS") businesses to MLSPL and/or its affiliates; and (ii) pursuant to and in connection therewith, an agreement with MLSPL, Merck Specialities Private Limited ("MSPL") and Merck Performance Materials Private Limited ("MPMPL") for the direct transfer of the BP and PM businesses to MSPL and MPMPL respectively, in accordance with the terms and conditions of such agreements, have also closed.

This is for your information and records.

Yours faithfully,

For Merck Limited


Milind Thatte
Managing Director

01/12/2018



Merck Limited

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December 1, 2018

Merck successfully divests Consumer Health

- **Closing of sale to Procter & Gamble at a cash purchase price of € 3.4 billion completed**
- **Successful completion allows Merck to further focus on innovation driven businesses in Healthcare, Life Science and Performance Materials**
- **Transaction successfully closed within an ambitious timeframe**

Darmstadt, Germany, December 1, 2018 – Merck, a leading science and technology company, has successfully completed the sale of its Consumer Health business to Procter & Gamble (P&G), following close consultation with employee representatives, the approval of all relevant regulatory authorities and the fulfilment of other customary closing conditions. The successful completion of the transaction marks a further step in the company's strategic focus on innovation driven businesses and transformation towards a leading science and technology company. The business transferred to P&G on December 1, 2018. The cash purchase price is approximately € 3.4 billion.

"The successful completion of this transaction is an important milestone for both Merck and Consumer Health," said Belén Garijo, Member of the Executive Board and CEO Healthcare of Merck. "We are very pleased that together with P&G we have successfully delivered on an ambitious timeframe in closing this transaction. P&G offers excellent opportunities for the development of the Consumer Health business and we wish our colleagues all the best for the future."

"After deducting taxes and transaction related effects, Merck will primarily use the net cash proceeds of approximately € 2.7 billion to further reduce its financial debt.



With the successful and timely completion of the transaction, Merck has now hit its 2018 leverage target of a net debt to EBITDA pre ratio of less than 2. Furthermore we are increasing our flexibility to focus on innovation driven businesses within Merck's three business sectors," said Marcus Kuhnert, Member of the Executive Board and Chief Financial Officer of Merck.

Merck and P&G pursued the Consumer Health transaction through the sale of shares in several Merck subsidiaries as well as so called asset deals. The transaction comprises the Consumer Health business in 44 countries with more than 900 products and two production facilities in Spittal (Austria) and Goa (India). Around 3,300 employees have transferred to P&G. Merck and P&G have signed a number of supply and service agreements to ensure a smooth transition of the business.

All Merck Press Releases are distributed by e-mail at the same time they become available on the Merck Website. Please go to www.merckgroup.com/subscribe to register online, change your selection or discontinue this service.

About Merck

Merck, the vibrant science and technology company, operates across healthcare, life science and performance materials. Around 53,000 employees work to make a positive difference to millions of peoples' lives every day by creating more joyful and sustainable ways to live. From advancing gene editing technologies and discovering unique ways to treat the most challenging diseases to enable the intelligence of devices – Merck is everywhere. In 2017, Merck generated sales of € 15.3 billion in 66 countries. Scientific exploration and responsible entrepreneurship have been key to Merck's technological and scientific advances. This is how Merck has thrived since its founding in 1668. The founding family remains the majority owner of the publicly listed company. Merck holds the global rights to the Merck name and



brand. The only exceptions are the United States and Canada, where the business sectors of Merck operate as EMD Serono in healthcare, MilliporeSigma in life science, and EMD Performance Materials.