



Bayer AG Investor Relations 51368 Leverkusen Germany www.investor.bayer.com

Restatements 2014 / 2015 due to Covestro February 16, 2016

Ladies and Gentlemen,

With the company's focus now on the Life Science businesses, a new organizational structure was introduced effective January 1, 2016. The company's operations are now managed in three divisions – Pharmaceuticals, Consumer Health and Crop Science – and the Animal Health business unit.

The former Bayer HealthCare subgroup has been dissolved. The Radiology and Pharmaceuticals businesses have been merged to form the Pharmaceuticals Division. The Consumer Health Division now consists entirely of the consumer care business. Animal Health has become a separate reporting segment. The Bayer CropScience subgroup is now the Crop Science Division. The former MaterialScience subgroup, renamed Covestro, became legally and economically independent on September 1, 2015.

This release provides restated figures for 2014 and Q1-Q3 2015 reflecting these changes in reporting structure. Restated figures for Q4 2015 will be available with the publication of FY 2015 results on February 25, 2016.

Data are also available as xlsx-file at www.investor.bayer.com

| | Pharmaceuticals (incl. Radiology) | | | | | | | | | | | |
|------------------------------------|------------------------------------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|-----------------------------|--------------------------|--------------------|--------------------|--------------------|
| | Q1'14 | Q2'14 | 1H'2014 | Q3'14 | 9M'2014 | Q4'14 | FY'14 | Q1'15 | Q2'15 | 1H'15 | Q3'15 | 9M'15 |
| | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million | € millio |
| Sales | 3,116 | 3,325 | 6,441 | 3,404 | 9,845 | 3,667 | 13,512 | 3,561 | 3,891 | 7,452 | 3,870 | 11,322 |
| EBITDA | 980 | 1,017 | 1,997 | 1,141 | 3,138 | 767 | 3,905 | 1,062 | 1,118 | 2,180 | 1.246 | 3,426 |
| Special items | 16 | -11 | 5 | 81 | 86 | -262 | -176 | -24 | -74 | -98 | -7 | -10 |
| EBITDA before special items | 964 | 1,028 | 1,992 | 1,060 | 3,052 | 1,029 | 4,081 | 1,086 | 1,192 | 2,278 | 1,253 | 3,53 |
| EBITDA margin before special items | 30.9% | 30.9% | 30.9% | 31.1% | 31.0% | 28.1% | 30.2% | 30.5% | 30.7% | 30.6% | 32.4% | 31.2% |
| EBIT | 680 | 702 | 1,382 | 833 | 2.215 | 412 | 2,627 | 747 | 771 | 1.518 | 941 | 2,459 |
| Special items | 16 | -15 | 1 | 80 | 81 | -290 | -209 | -24 | -79 | -103 | -5 | -108 |
| EBIT before special items | 664 | 717 | 1,381 | 753 | 2,134 | 702 | 2,836 | 771 | 850 | 1,621 | 946 | 2,567 |
| EBIT margin before special items | 21.3% | 21.6% | 21.4% | 22.1% | 21.7% | 19.1% | 21.0% | 21.7% | 21.8% | 21.8% | 24.4% | 22.79 |
| Gross cash flow | 632 | 726 | 1,358 | 705 | 2,063 | 933 | 2,996 | 754 | 807 | 1,561 | 857 | 2,418 |
| Net cash flow | 489 | 350 | 839 | 877 | 1,716 | 1,817 | 3,533 | 812 | 491 | 1,303 | 943 | 2,246 |
| | Consumer Health (formerly Consumer Care) | | | | | | | | | | | |
| | Q1'14 | Q2'14 | 1H'2014 | Q3'14 | 9M'2014 | Q4'14 | FY'14 | Q1'15 | Q2'15 | 1H'15 | Q3'15 | 9M'15 |
| | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million |
| Sales | 923 | 932 | 1,855 | 1,006 | 2,861 | 1,384 | 4,245 | 1,556 | 1,590 | 3,146 | 1,424 | 4,570 |
| EBITDA | 211 | 187 | 398 | 204 | 602 | 267 | 869 | 280 | 301 | 581 | 308 | 889 |
| Special items | 0 | -10 | -10 | -27 | -37 | -85 | -122 | -89 | -61 | -150 | -32 | -182 |
| EBITDA before special items | 211 | 197 | 408 | 231 | 639 | 352 | 991 | 369 | 362 | 731 | 340 | 1,071 |
| EBITDA margin before special items | 22.9% | 21.1% | 22,0% | 23.0% | 22.3% | 25.4% | 23.3% | 23.7% | 22.8% | 23.2% | 23.9% | 23.4% |
| EBIT | 167 | 142 | 309 | 160 | 469 | 140 | 609 | 174 | 192 | 366 | 208 | 574 |
| Special items | 0 | -10 | -10 | -26 | -36 | -86 | -122 | -89 | -60 | -149 | -34 | -183 |
| EBIT before special items | 167 | 152 | 319 | 186 | 505 | 226 | 731 | 263 | 252 | 515 | 242 | 757 |
| EBIT margin before special items | 18.1% | 16.3% | 17.2% | 18.5% | 17.7% | 16.3% | 17.2% | 16.9% | 15.9% | 16.4% | 17.0% | 16.6% |
| Gross cash flow | 156 | 129 | 285 | 153 | 438 | 247 | 685 | 227 | 241 | 468 | 207 | 675 |
| Net cash flow | 143 | 65 | 208 | 107 | 315 | 249 | 564 | 285 | 161 | 446 | 230 | 676 |
| | Crop Science | | | | | | | | | | | |
| | Q1'14 | Q2'14 | 1H'2014 | Q3'14 | 9M'2014 | Q4'14 | FY'14 | Q1'15 | Q2'15 | 1H'15 | Q3'15 | 9M'15 |
| Sales | € million 2.900 | € million 2.470 | € million 5,370 | € million 1,929 | € million 7.299 | € million 2,195 | € million 9,494 | € million 3.092 | € million 2.723 | € million 5.815 | € million 2,113 | € million 7,928 |
| | | | | | : | | | Alternation of Education is | Ironto-monto State and a | | | |
| EBITDA | 1,098 | 615 | 1,713 | 278 | 1,991 | 367 | 2,358 | 998 | 705 | 1,703 | 306 | 2,009 |
| Special items | 0 | 0 | 0 | 0 | 0 | -2 | -2 | -42 | -28 | -70 | -3 | -73 |
| EBITDA before special items | 1,098 | 615 | 1,713 | 278 | 1,991 | 369 | 2,360 | 1,040 | 733 | 1,773 | 309 | 2,082 |
| EBITDA margin before special items | 37.9% | 24.9% | 31.9% | 14.4% | 27.3% | 16.8% | 24.9% | 33.6% | 26.9% | 30.5% | 14.6% | 26.3% |
| EBIT | 988 | 470 | 1,458 | 157 | 1,615 | 191 | 1,806 | 874 | 571 | 1,445 | 180 | 1,625 |
| Special items | 0 | 0 | 0 | 0 | 0 | -32 | -32 | -47 | -28 | -75 | -4 | -79 |
| EBIT before special items | 988 | 470 | 1,458 | 157 | 1,615 | 223 | 1,838 | 921 | 599 | 1,520 | 184 | 1,704 |
| EBIT margin before special items | 34.1% | 19.0% | 27.2% | 8.1% | 22.1% | 10.2% | 19.4% | 29.8% | 22.0% | 26.1% | 8.7% | 21.5% |
| Gross cash flow | 770 | 469 | 1,239 | 214 | 1,453 | 382 | 1,835 | 705 | 537 | 1,242 | 206 | 1,448 |
| Not each flow | 722 | 074 | 240 | FOO | 0.47 | 400 | OFO | 022 | 740 | 0.4 | 077 | FOC |





| | 04/44 | 00144 | | 02144 | 01112044 | Animal Health Q4'14 FY'14 | | 04145 | 02'45 | ALPAE | 02145 | 011145 |
|----------------------------------------------------------------|--------------------|--------------------|----------------------|--------------------|----------------------|------------------------------|---------------------|--------------------|--------------------|---------------------|--------------------|---------------------|
| | Q1'14 € million | Q2'14 € million | 1H'2014 € million | Q3'14 € million | 9M'2014 € million | Q4'14 € million | € million | Q1'15 € million | Q2'15 € million | 1H'15 € million | Q3'15 € million | 9M'15 € million |
| Sales | 330 | 358 | 688 | 330 | 1,018 | 300 | 1,318 | 386 | 428 | 814 | 357 | 1,171 |
| EBITDA | 91 | 89 | 180 | 77 | 257 | 28 | 285 | 92 | 113 | 205 | 79 | 284 |
| Special items EBITDA before special items | 91 | 0 89 | 180 | 77 | 257 | 0 28 | 285 | -10 102 | -7 120 | -17 222 | -5 84 | -22 306 |
| EBITDA margin before special items | 27.6% | 25.0% | 26.2% | 23.2% | 25.2% | 9.3% | 21.6% | 26.3% | 28.1% | 27.3% | 23.5% | 26.1% |
| EBIT Special items | 84 | 83 | 167 | 69 | 236 | -2 0 | 234 | -32 | 105 | 170 -38 | 70 -7 | 240 -45 |
| EBIT before special items | 84 | 83 | 167 | 69 | 236 | -2 | 234 | 97 | 111 | 208 | 77 | 285 |
| EBIT margin before special items | 25.5% | 23.3% | 24.3% | 20.8% | 23.2% | -0.7% | 17.8% | 25.0% | 26.0% | 25.6% | 21.6% | 24.3% |
| Gross cash flow Net cash flow | 63 8 | 65 50 | 128 58 | 52 84 | 180 142 | 37 92 | 217 234 | 72 120 | 83 85 | 155 205 | 53 100 | 208 305 |
| | - Control of | 18470 | | | | | (incl. Curr | | in the same | | Section | test : |
| | Q1'14 € million | Q2'14 € million | 1H'2014 € million | Q3'14 € million | 9M'2014 € million | Q4'14 € million | FY'14 € million | Q1'15 € million | Q2'15 € million | 1H'15 € million | Q3'15 € million | 9M'15 € million |
| Sales | 280 | 279 | 559 | 262 | 821 | 298 | 1,119 | 269 | 274 | 543 | 263 | 806 |
| EBITDA | -34 | -29 | -63 | -10 | -73 | -178 | -251 | -89 | -38 | -127 | -2 | -129 |
| Special items | -7 | -6 | -13 | -7 | -20 | -12 | -32 | -10 | -23 | -33 | -67 | -100 |
| EBITDA before special items EBITDA margin before special items | -27 -9.6% | -23 -8.2% | -50 -8.9% | -3 -1.1% | -53 -6.5% | -166 -55.7% | -219 -19.6% | -79 -29.4% | -15 -5.5% | -94 -17.3% | 65 24.7% | -29 -3.6% |
| EBIT | -73 | -71 | -144 | -57 | -201 | -235 | -436 | -135 | -84 | -219 | -51 | -270 |
| Special items | -7 | -6 | -13 | -7 | -201 | -12 | -32 | -10 | -23 | -33 | -67 | -100 |
| EBIT before special items EBIT margin before special items | -66 -23.6% | -65 -23.3% | -131 -23.4% | -50 -19.1% | -181 -22.0% | -223 -74.8% | -404 -36.1% | -125 -46.5% | -61 -22.3% | -186 -34.3% | 16 6.1% | -170 -21.1% |
| | | | | | | | | | | | | |
| Gross cash flow Net cash flow | 112 270 | 62 | 174 270 | -159 | 255 111 | -242 -575 | 13 -464 | -59 120 | 146 111 | 87 231 | -206 30 | -119 261 |
| | Life Sciences | | | | | | | | | | | |
| | Q1'14 | Q2'14 | 1H'2014 | Q3'14 | 9M'2014 | Q4'14 | FY'14 | Q1'15 | Q2'15 | 1H'15 | Q3'15 | 9M'15 |
| Sales | € million 7,549 | € million 7,364 | € million 14,913 | € million 6,931 | € million 21,844 | € million 7,844 | € million 29,688 | € million 8,865 | € million 8,905 | € million 17,770 | € million 8,027 | € million 25,797 |
| EBITDA | 2,346 | 1,879 | 4,225 | 1,690 | 5,915 | 1,251 | 7,166 | 2,342 | 2,200 | 4,542 | 1,937 | 6,479 |
| Special items | 9 | -27 | -18 | 47 | 29 | -361 | -332 | -175 | -193 | -368 | -114 | -482 |
| EBITDA before special items EBITDA margin before special items | 2,337 31.0% | 1,906 25.9% | 4,243 28.5% | 1,643 23.7% | 5,886 26.9% | 1,612 20.6% | 7,498 25.3% | 2,517 28.4% | 2,393 26.9% | 4,910 27.6% | 2,051 25.6% | 6,961 27.0% |
| EBIT | 1,846 | 1,326 | 3,172 | 1,162 | 4,334 | 506 | 4,840 | 1,725 | 1,555 | 3,280 | 1,348 | 4,628 |
| Special items EBIT before special items | 1,837 | -31 1,357 | -22 3,194 | 1,115 | 4,309 | -420 926 | -395 5,235 | -202 1,927 | -196 1,751 | -398 3,678 | -117 1,465 | -515 5,143 |
| EBIT margin before special items | 24.3% | 18.4% | 21.4% | 16.1% | 19.7% | 11.8% | 17.6% | 21.7% | 19.7% | 20.7% | 18.3% | 19.9% |
| Gross cash flow | 1,733 | 1,451 | 3,184 | 1,205 | 4,389 | 1,357 | 5,746 | 1,699 | 1,814 | 3,513 | 1,117 | 4,630 |
| Net cash flow | 188 | 1,436 | 1,624 | 1,507 | 3,131 | 1,686 | 4,817 | 514 | 1,590 | 2,104 | 1,980 | 4,084 |
| | Q1'14 | Q2'14 | 1H'2014 | Q3'14 | 9M'2014 | Q4'14 | estro FY'14 | Q1'15 | Q2'15 | 1H'15 | Q3'15 | 9M'15 |
| Sales | € million 2,803 | € million 2,864 | € million 5,667 | € million 3,036 | € million 8,703 | € million 2,948 | € million 11,651 | € million 3,014 | € million 3,185 | € million 6,199 | € million 3,009 | € million 9,208 |
| EBITDA | 364 | 256 | 620 | 333 | 953 | 196 | 1,149 | 403 | 448 | 851 | 388 | 1,239 |
| Special items | -2 366 | -14 270 | -16 636 | -1 334 | -17 970 | -21 217 | -38 | -21 424 | -58 506 | -79 930 | -84 472 | -163 |
| EBITDA before special items EBITDA margin before special items | 13.1% | 9.4% | 11.2% | 11.0% | 11.1% | 7.4% | 1,187 10.2% | 14.1% | 15.9% | 15.0% | 15.7% | 1,402 15.2% |
| EBIT | 219 | 109 | 328 | 184 | 512 | 43 | 555 | 219 | 278 | 497 | 217 | 714 |
| Special items EBIT before special items | -2 221 | -17 126 | -19 347 | -2 186 | -21 533 | -22 65 | -43 598 | -42 261 | -59 337 | -101 598 | -87 304 | -188 902 |
| EBIT margin before special items | 7.9% | 4.4% | 6.1% | 6.1% | 6.1% | 2.2% | 5.1% | 8.7% | 10.6% | 9.6% | 10.1% | 9.8% |
| Gross cash flow | 285 | 214 | 499 | 261 | 760 | 201 | 961 | 312 | 359 | 671 | 310 | 981 |
| Net cash flow | -44 | 133 | 89 | 274 | 363 | 517 | 880 | 163 | 360 | 523 | 326 | 849 |
| | Q1'14 | Q2'14 | 1H'2014 | Q3'14 | 9M'2014 | Bayer Q4'14 | Group FY'14 | Q1'15 | Q2'15 | 1H'15 | Q3'15 | 9M'15 |
| | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million | € million |
| Sales | 10,352 | 10,228 | 20,580 | 9,967 | 30,547 | 10,792 | 41,339 | 11,879 | 12,090 | 23,969 | 11,036 | 35,005 |
| EBITDA Special items | 2,710 | 2,135 | 4,845 | 2,023 | 6,868 | 1,447 | 8,315 | 2,745 | 2,648 | 5,393 | 2,325 | 7,718 |
| Special items EBITDA before special items | 2,703 | -41 2,176 | -34 4,879 | 1,977 | 6,856 | -382 1,829 | -370 8,685 | -196 2,941 | -251 2,899 | -447 5,840 | -198 2,523 | -645 8,363 |
| EBITDA margin before special items | 26.1% | 21.3% | 23.7% | 19.8% | 22.4% | 16.9% | 21.0% | 24.8% | 24.0% | 24.4% | 22.9% | 23.9% |
| EBIT | 2,065 | 1,435 | 3,500 | 1,346 | 4,846 | 549 | 5,395 | 1,944 | 1,833 | 3,777 | 1,565 | 5,342 |
| Special items EBIT before special items | 7 | -48 | -41 | 45 | 4 4 942 | -442 | -438 5.833 | -244 | -255 | -499 4 276 | -204 | -703 6.045 |
| EBIT before special items EBIT margin before special items | 2,058 19.9% | 1,483 14.5% | 3,541 17.2% | 1,301 13.1% | 4,842 15.9% | 991 9.2% | 5,833 14.1% | 2,188 18.4% | 2,088 17.3% | 4,276 17.8% | 1,769 16.0% | 6,045 17.3% |
| Gross cash flow | 2,018 | 1,665 | 3,683 | 1,466 | 5,149 | 1,558 | 6,707 | 2,011 | 2,173 | 4,184 | 1,427 | 5,611 |
| Net cash flow | 144 | 1,569 | 1,713 | 1,781 | 3,494 | 2,203 | 5,697 | 677 | 1,950 | 2,627 | 2,306 | 4,933 |



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Forward-looking statements

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