

INTERIM CONSOLIDATED FINANCIAL STATEMENTS AS OF MARCH 31, 2010

INCOME STATEMENT

EUR million	1 st Quarter 2010	1 st Quarter 2009	Change in %
Sales	2,022.8	1,756.9	15.1
Royalty and commission income*	76.1	101.5	-25.1
Total revenues	2,098.9	1,858.5	12.9
Cost of sales	-486.6	-456.7	6.5
Gross margin	1,612.2	1,401.7	15.0
Marketing and selling expenses*	-468.2	-453.9	3.2
Royalty and commission expenses*	-122.2	-97.3	25.6
Administration expenses	-104.4	-106.9	-2.4
Other operating expenses and income	-134.9	-85.2	58.4
Research and development	-347.2	-312.9	11.0
Amortization of intangible assets	-140.5	-147.5	-4.7
Investment result	-	-	-
Operating result	294.8	198.1	48.8
Exceptional items	-	-68.8	-
Earnings before interest and tax (EBIT)	294.8	129.3	127.9
Financial result	-38.6	-35.0	10.5
Profit before tax	256.1	94.4	171.4
Income tax	-61.5	-34.1	80.3
Profit after tax	194.6	60.2	223.1
Non-controlling interest	-3.1	-3.6	-12.0
Net profit after non-controlling interest	191.4	56.7	237.9
Earnings per share (in EUR)			
basic	0.88	0.26	238.5
diluted	0.88	0.26	238.5

* Figures for 2009 have been adjusted for the disclosure of commission income as well as royalty and commission expenses

Balance Sheet

BALANCE SHEET

EUR million	March 31, 2010	December 31, 2009	Change in %
Current assets			
Cash and cash equivalents	5,232.7	541.4	–
Marketable securities and financial assets	183.5	1,503.2	–87.8
Trade accounts receivable	2,025.7	1,788.7	13.3
Inventories	1,426.3	1,367.9	4.3
Other current assets	294.6	275.6	6.9
Tax receivables	44.2	55.3	–20.1
	9,207.0	5,532.1	66.4
Non-current assets			
Intangible assets	7,712.2	7,598.4	1.5
Property, plant and equipment	2,655.8	2,607.6	1.9
Investments at equity	1.7	1.6	2.1
Non-current financial assets	138.6	118.4	17.0
Financial assets covering pensions	212.7	209.6	1.5
Other non-current assets	87.6	99.5	–12.0
Deferred tax assets	568.2	545.4	4.2
	11,376.7	11,180.5	1.8
Total assets	20,583.7	16,712.6	23.2
Current liabilities			
Current financial liabilities	718.4	705.2	1.9
Trade accounts payable	927.7	935.7	–0.9
Other current liabilities	804.1	638.2	26.0
Tax liabilities	299.5	274.5	9.1
Current provisions	225.1	266.4	–15.5
	2,974.9	2,820.0	5.5
Non-current liabilities			
Non-current financial liabilities	4,779.5	1,602.1	198.3
Other non-current liabilities	18.4	16.9	9.1
Non-current provisions	700.7	685.0	2.3
Provisions for pensions and other post-employment benefits	1,327.6	1,311.5	1.2
Deferred tax liabilities	774.8	763.5	1.5
	7,601.1	4,379.0	73.6
Net equity			
Equity capital	565.2	565.2	–
Reserves	9,383.8	8,894.9	5.5
Non-controlling interest	58.7	53.5	9.8
	10,007.7	9,513.6	5.2
Total liabilities and stockholders' equity	20,583.7	16,712.6	23.2

Segment Reporting

SEGMENT REPORTING

EUR million	Merck Serono			Consumer Health Care		
	Q1 2010	Q1 2009	Change in %	Q1 2010	Q1 2009	Change in %
Sales	1,336.3	1,218.5	9.7	106.9	107.4	-0.5
Royalty and commission income*	70.5	96.1	-26.7	0.7	0.1	-
Total revenues	1,406.8	1,314.7	7.0	107.6	107.5	0.0
Gross margin	1,186.5	1,126.2	5.4	72.8	73.5	-0.9
Marketing and selling expenses*	-322.2	-318.0	1.3	-56.8	-53.2	6.7
Royalty and commission expenses*	-116.9	-94.3	24.0	-0.2	-0.4	-59.2
Administration expenses	-62.3	-66.5	-6.2	-5.9	-5.9	0.9
Other operating expenses and income	-65.1	-54.8	18.8	-2.6	-1.0	159.4
Research and development	-304.4	-271.9	12.0	-4.8	-4.3	11.7
Operating result	178.0	175.7	1.3	1.5	7.9	-80.9
Exceptional items	-	-70.0	-	-	-	-
Earnings before interest and tax (EBIT)	178.0	105.7	68.4	1.5	7.9	-80.9
Net operating assets**	10,336.2	10,015.9	3.2	338.3	336.0	0.7
Segment liabilities**	-1,148.9	-1,078.2	6.6	-75.0	-76.9	-2.4
Capital spending on property, plant and equipment	46.0	51.2	-10.1	1.4	3.3	-59.1
Investments in intangible assets	11.5	19.7	-41.8	0.3	0.3	-23.2
Depreciation	-181.8	-188.6	-3.6	-2.8	-2.2	24.1
Impairment losses	-17.2	-	-	-	-	-
Net cash flows from operating activities	246.1	301.1	-18.3	-1.2	6.8	-
Net cash flows from investing activities	-54.7	-73.7	-25.8	-1.3	-3.6	-64.6
Free cash flow	191.4	227.4	-15.8	-2.5	3.2	-
Underlying free cash flow	191.4	227.4	-15.8	-2.5	3.2	-
FCR in %	13.6	17.3	-	-2.3	2.9	-
ROS in %	12.7	13.4	-	1.4	7.3	-

EUR million	Pharmaceuticals			Liquid Crystals		
	Q1 2010	Q1 2009	Change in %	Q1 2010	Q1 2009	Change in %
Sales	1,443.2	1,326.0	8.8	235.5	128.0	83.9
Royalty and commission income*	71.2	96.3	-26.0	3.5	3.2	7.6
Total revenues	1,514.4	1,422.2	6.5	238.9	131.2	82.1
Gross margin	1,259.4	1,199.6	5.0	162.7	55.7	192.3
Marketing and selling expenses*	-379.0	-371.2	2.1	-6.7	-6.4	3.7
Royalty and commission expenses*	-117.0	-94.7	23.6	-2.4	-0.3	-
Administration expenses	-68.3	-72.3	-5.7	-4.1	-4.5	-8.6
Other operating expenses and income	-67.7	-55.8	21.3	-13.1	-8.5	52.9
Research and development	-309.3	-276.2	12.0	-23.8	-22.2	6.9
Operating result	179.5	183.6	-2.2	111.8	12.7	-
Exceptional items	-	-70.0	-	-	-	-
Earnings before interest and tax (EBIT)	179.5	113.6	58.1	111.8	12.7	-
Net operating assets**	10,674.5	10,351.9	3.1	859.6	837.4	2.6
Segment liabilities**	-1,224.0	-1,155.1	6.0	-72.8	-78.6	-7.5
Capital spending on property, plant and equipment	47.4	54.5	-13.1	6.6	14.9	-56.1
Investments in intangible assets	11.8	20.1	-41.4	0.3	1.5	-77.4
Depreciation	-184.5	-190.8	-3.3	-16.0	-14.6	9.0
Impairment losses	-17.2	-	-	-9.0	-	-
Net cash flows from operating activities	244.9	307.9	-20.5	110.4	41.7	164.8
Net cash flows from investing activities	-56.0	-77.4	-27.7	-6.8	-16.3	-58.5
Free cash flow	188.9	230.5	-18.1	103.6	25.3	-
Underlying free cash flow	188.9	230.5	-18.1	103.6	25.3	-
FCR in %	12.5	16.2	-	43.4	19.3	-
ROS in %	11.9	12.9	-	46.8	9.7	-

* Figures for 2009 have been adjusted for the disclosure of commission income as well as royalty and commission expenses

** Previous year's figures refer to December 31, 2009

Segment Reporting

EUR million	Performance & Life Science Chemicals			Chemicals		
	Q1 2010	Q1 2009	Change in %	Q1 2010	Q1 2009	Change in %
Sales	344.2	302.9	13.6	579.6	431.0	34.5
Royalty and commission income*	1.4	2.1	-30.3	4.9	5.3	-7.2
Total revenues	345.6	305.0	13.3	584.5	436.2	34.0
Gross margin	190.2	146.4	29.9	352.9	202.1	74.6
Marketing and selling expenses*	-81.5	-75.8	7.6	-88.2	-82.2	7.3
Royalty and commission expenses*	-2.8	-2.4	17.5	-5.2	-2.7	93.4
Administration expenses	-15.7	-16.1	-2.7	-19.8	-20.6	-4.0
Other operating expenses and income	-20.0	-13.0	54.0	-33.1	-21.5	53.6
Research and development	-14.3	-14.0	1.9	-38.1	-36.3	5.0
Operating result	54.9	24.5	124.2	166.7	37.2	-
Exceptional items	-	1.2	-	-	1.2	-
Earnings before interest and tax (EBIT)	54.9	25.7	113.8	166.7	38.4	-
Net operating assets**	1,185.5	1,120.0	5.8	2,045.1	1,957.4	4.5
Segment liabilities**	-170.8	-151.6	12.7	-243.5	-230.2	5.8
Capital spending on property, plant and equipment	10.6	19.6	-45.9	17.1	34.5	-50.3
Investments in intangible assets	1.0	2.8	-65.0	1.3	4.3	-69.2
Depreciation	-19.0	-17.5	8.8	-35.0	-32.1	8.9
Impairment losses	-	-	-	-9.0	-	-
Net cash flows from operating activities	35.2	14.9	135.6	145.6	56.6	157.1
Net cash flows from investing activities	-12.5	-22.1	-43.3	-19.3	-38.4	-49.8
Free cash flow	22.7	-7.2	-	126.3	18.2	-
Underlying free cash flow	22.7	-7.2	-	126.3	18.2	-
FCR in %	6.6	-2.3	-	21.6	4.2	-
ROS in %	15.9	8.0	-	28.5	8.5	-

EUR million	Corporate and Other			Group		
	Q1 2010	Q1 2009	Change in %	Q1 2010	Q1 2009	Change in %
Sales	-	-	-	2,022.8	1,756.9	15.1
Royalty and commission income*	-	-	-	76.1	101.5	-25.1
Total revenues	-	-	-	2,098.9	1,858.5	12.9
Gross margin	-	-	-	1,612.2	1,401.7	15.0
Marketing and selling expenses*	-1.1	-0.4	142.8	-468.2	-453.9	3.2
Royalty and commission expenses*	-	-	-	-122.2	-97.3	25.6
Administration expenses	-16.3	-13.9	17.2	-104.4	-106.9	-2.4
Other operating expenses and income	-34.2	-7.8	335.4	-134.9	-85.2	58.4
Research and development	0.1	-0.4	-	-347.2	-312.9	11.0
Operating result	-51.5	-22.6	127.7	294.8	198.1	48.8
Exceptional items	-	-	-	-	-68.8	-
Earnings before interest and tax (EBIT)	-51.5	-22.6	127.7	294.8	129.3	127.9
Net operating assets**	20.5	37.4	-45.1	12,740.1	12,346.7	3.2
Segment liabilities**	-34.8	-15.7	122.0	-1,502.3	-1,401.0	7.2
Capital spending on property, plant and equipment	0.1	-	-	64.7	89.0	-27.4
Investments in intangible assets	0.9	2.6	-64.4	14.0	27.0	-48.1
Depreciation	-0.6	-1.0	-35.2	-220.2	-224.0	-1.7
Impairment losses	-	-	-	-26.2	-	-
Net cash flows from operating activities	-111.8	-81.8	36.6	278.7	282.7	-1.4
Net cash flows from investing activities	1,344.8	-250.6	-	1,269.5	-366.4	-
Free cash flow	-120.4	-84.7	42.2	194.8	164.0	18.8
Underlying free cash flow	-108.6	-84.7	28.2	206.6	164.0	26.0
FCR in %	-	-	-	9.8	8.8	-
ROS in %	-	-	-	14.0	10.7	-

* Figures for 2009 have been adjusted for the disclosure of commission income as well as royalty and commission expenses

** Previous year's figures refer to December 31, 2009

CASH FLOW STATEMENT

EUR million	1 st quarter 2010	1 st quarter 2009
Profit after tax	194.6	60.2
Depreciation/amortization and impairment losses (non-current assets)	246.4	223.4
Changes in inventories	-20.6	-56.3
Changes in trade accounts receivable	-197.3	-35.6
Changes in trade accounts payable	-15.3	-31.0
Changes in provisions	-28.9	92.9
Changes in other assets and liabilities	103.5	25.2
Neutralization of gain/loss on disposals of assets	-0.9	1.4
Other non-cash income and expenses	-2.7	2.5
Net cash flows from operating activities	278.7	282.7
Purchase of intangible assets	-14.0	-27.0
Purchase of property, plant and equipment	-64.7	-89.0
Acquisitions and investments of non-current financial assets	-7.8	-8.3
Disposal of non-current assets	3.9	3.9
Purchase/sale of marketable securities	-1.3	1.8
Changes in financial assets covering pensions	-1.9	-64.5
Changes in other financial assets	1,355.4	-183.3
Net cash flows from investing activities	1,269.5	-366.4
Dividends payments	-2.5	-2.1
Profit transfers to E. Merck KG and changes in reserves	-49.4	28.7
Changes in liabilities to E. Merck KG	21.1	-42.0
Bonds issued	3,181.7	746.0
Changes in current and non-current financial liabilities	-15.7	0.3
Net cash flows from financing activities	3,135.2	730.8
Changes in cash and cash equivalents	4,683.4	647.0
Changes in cash and cash equivalents due to currency translation	7.9	3.1
Cash and cash equivalents as of January 1	541.4	692.7
Cash and cash equivalents as of March 31	5,232.7	1,342.8

FREE CASH FLOW

EUR million	1 st quarter 2010	1 st quarter 2009
Net cash flows from operating activities	278.7	282.7
Purchase of intangible assets	-14.0	-27.0
Purchase of property, plant and equipment	-64.7	-89.0
Acquisitions and investments of non-current financial assets	-7.8	-8.3
Disposal of non-current assets	3.9	3.9
Purchase/sale of marketable securities	-1.3	1.8
Free cash flow	194.8	164.0
Acquisitions	-	-
Payments related to divestments	11.9	-
Underlying free cash flow	206.6	164.0

STATEMENT OF COMPREHENSIVE INCOME

EUR million	1 st quarter 2010			1 st quarter 2009		
	Before tax amount	Tax expense/ benefit	Net- of-tax amount	Before tax amount	Tax expense/ benefit	Net- of-tax amount
Profit	256.1	-61.5	194.6	94.4	-34.1	60.2
Gains/losses arising on remeasuring available-for-sale financial assets	-8.7	0.1	-8.6	-	-	-
Effective portion of gains/losses on hedging instruments in a cash flow hedge	-25.3	4.1	-21.2	-8.0	-0.7	-8.7
Actuarial gains and losses from defined benefit pension commitments and similar obligations	-	-	-	-	-	-
Exchange differences on translating foreign operations	381.6	-	381.6	-126.0	-	-126.0
Gains/losses recognized immediately in equity	347.6	4.2	351.8	-134.0	-0.7	-134.7
Comprehensive income	603.7	-57.3	546.4	-39.6	-34.8	-74.5
of which attributable to shareholders of the Group			538.3			-78.6
of which attributable to non-controlling interest			8.1			4.1

Statement of Changes in Net Equity Including Non-Controlling Interest

STATEMENT OF CHANGES IN NET EQUITY
INCLUDING NON-CONTROLLING INTEREST

EUR million	Equity capital		Reserves			Equity attributable to share-holders of Merck KGaA	Non-controlling interest	Equity
	General partner's equity Merck KGaA	Subscribed capital Merck KGaA	Capital reserves (share premium) Merck KGaA	Retained earnings/ Net retained profit	Gains/losses recognized immediately in equity			
Balance as of January 1, 2009	397.2	168.0	3,813.7	4,818.2	308.3	9,505.4	57.6	9,563.0
Profit after tax	–	–	–	56.7	–	56.7	3.6	60.2
Dividend payments	–	–	–	–	–	–	–2.1	–2.1
Profit transfers to/from E. Merck KG including transfers to reserves	–	–	–	28.7	–	28.7	–	28.7
Other changes in equity	–	–	–	–	–135.2	–135.2	0.5	–134.7
Changes in scope of consolidation/Other	–	–	–	0.2	–	0.2	–	0.2
Balance as of March 31, 2009	397.2	168.0	3,813.7	4,903.8	173.1	9,455.8	59.5	9,515.3
Balance as of January 1, 2010	397.2	168.0	3,813.7	4,909.6	171.6	9,460.1	53.5	9,513.6
Profit after tax	–	–	–	191.4	–	191.4	3.1	194.6
Dividend payments	–	–	–	–	–	–	–2.5	–2.5
Profit transfers to/from E. Merck KG including transfers to reserves	–	–	–	–49.4	–	–49.4	–	–49.4
Other changes in equity	–	–	–	–	346.9	346.9	4.9	351.8
Changes in scope of consolidation/Other	–	–	–	0.2	–0.2	–	–0.3	–0.3
Balance as of March 31, 2010	397.2	168.0	3,813.7	5,051.8	518.3	9,949.0	58.7	10,007.7

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS AS OF MARCH 31, 2010

These consolidated financial statements have been prepared with Merck KGaA, Darmstadt, which manages the operations of the Merck Group, as parent company.

Accounting policies

The unaudited interim financial statements of the Merck Group as of March 31, 2010 comply with IAS 34. They have been prepared in accordance with the International Financial Reporting Standards (IFRS) in force on the reporting date and adopted by the European Union. In accordance with IAS 34, a condensed scope of reporting as compared with the consolidated financial statements as of December 31, 2009 was selected. With the exception of the disclosure changes described in the following, the accounting policies have remained unchanged in comparison with the previous year. In the consolidated financial statements as of December 31, 2009, Merck started to disclose commission income as a part of total revenues. In addition in Q1 2010, a separate item "Royalty and commission expenses" was for the first time introduced in the Income Statement. In the previous quarterly reporting, royalty and commission expenses as well as commission income were reported within marketing and selling expenses. The previous year's presentation and key figures have been adjusted accordingly. The notes to the consolidated financial statements of the Merck Group for 2009, particularly the accounting policies, thus apply accordingly.

Income tax includes the taxes on taxable profit paid in the individual countries plus the change in deferred taxes. The income tax in the interim financial statements is calculated based on the income of the consolidated companies and the currently valid tax rate as a best possible estimate.

The preparation of the interim financial statements requires that assumptions and estimates be made to a certain extent. The assumptions and estimates are based on the state of knowledge and the data currently available.

The following amendments to standards and the following interpretations take effect as of fiscal 2010:

- Amendment to IAS 27 "Consolidated and Separate Financial Statements"
- Amendment to IAS 39 "Financial Instruments: Recognition and Measurement: Eligible Hedged Items"
- Revised version of IFRS 1 "First-time Adoption of International Financial Reporting Standards"
- Amendment to IFRS 2 "Share-based payment"
- Revised version of IAS 3 "Business Combinations"
- "Improvements to International Financial Reporting Standards"
- IFRIC 12 "Service Concession Arrangements"
- IFRIC 15 "Agreements for the Construction of Real Estate"
- IFRIC 16 "Hedges of a Net Investment in a Foreign Operation"
- IFRIC 17 "Distributions of Non-cash Assets to Owners"
- IFRIC 18 "Transfers of Assets from Customers"

The new rules do not have any material effects on the interim financial statements.

Scope of consolidation

As of March 31, 2010, a total of 178 (December 31, 2009: 176) companies are fully consolidated. No companies are consolidated on a pro rata basis. One associate is included using the equity method. The following changes have occurred since the beginning of 2010: Five newly established companies have been consolidated for the first time. Three companies have been liquidated and deconsolidated.

Planned acquisition of Millipore

Merck KGaA and Millipore Corporation, a leading life science company based in Billerica, Massachusetts, United States, announced on February 28, 2010 that they have entered into a definitive agreement under which Merck will acquire all outstanding shares of common stock of Millipore for USD 107 per share in cash. This corresponds to a total transaction value, including net debt, of approximately EUR 5.3 billion (USD 7.2 billion). The transaction was approved by the boards of directors of both companies. The transaction will be funded through available cash and borrowings. In addition to funds through the issuance of bonds with a nominal volume of EUR 3.2 billion, a loan amounting to EUR 1.0 billion is available, provided by Bank of America, Merrill Lynch, BNP Paribas and Commerzbank Aktiengesellschaft. The successful completion of the transaction is subject to the approval of Millipore shareholders. For this purpose, Millipore plans to hold a special shareholders' meeting on June 3. Once Millipore shareholders have approved the transaction and all other customary conditions, such as antitrust clearance, have been met, all outstanding shares of Millipore common stock will be exchanged for the right to receive the agreed cash payment. Merck and Millipore expect the transaction to close in the second half of 2010.

Segment reporting

The segment report presents the assets, income and other key figures by operating segment. Segmentation was performed in accordance with the internal reporting of the Merck Group. The operating segments are described in detail in the sections about the divisions in the interim management report. Expenses and income as well as assets and cash flows are fully allocated to the reported divisions and, to the extent they relate to corporate functions, to the segment Corporate and Other. The financial result and income taxes as well as the resulting cash flows are reported in full in the "Corporate and Other" segment. We determine the transfer prices of intragroup transactions in accordance with market values. There were no significant intercompany relations between the business segments. Operating assets have been reconciliated in the segment report as follows:

EUR million	March 31, 2010	December 31, 2009
Assets	20,583.7	16,712.6
Monetary assets (cash and cash equivalents, loans, securities)	-5,483.3	-2,119.7
Financial assets covering pensions	-212.7	-209.6
Non-operating receivables, tax receivables, deferred taxes and deferred pension payments	-645.2	-635.6
Operating assets (gross)	14,242.5	13,747.7
Trade accounts payable	-927.7	-935.7
Other operating liabilities	-574.7	-465.3
Operating assets (net)	12,740.1	12,346.7

Earnings per share

Basic earnings per share equal net profit after non-controlling interest divided by the weighted average number of outstanding theoretical shares. The theoretical number of shares reflects the fact that the general partner's equity capital is not represented by shares. In accordance with the division of the share capital of EUR 168.0 million into 64,621,126 shares, the general partner's capital of EUR 397.2 million results in 152,767,813 theoretical shares. This results in a total of EUR 565.2 million or 217,388,939 outstanding theoretical shares.

	1 st quarter, 2010	1 st quarter, 2009
Net profit after non-controlling interest (EUR million)	191.4	56.7
Weighted average number of theoretical shares outstanding (in millions)	217.4	217.4
Basic earnings per share (EUR)	0.88	0.26

As of March 31, 2010, there were no potentially dilutive shares. Diluted earnings per share corresponded to basic earnings per share.

Funding

In March 2010, Merck Financial Services GmbH issued euro bonds in three tranches, comprising a two-year issue with a volume of EUR 0.5 billion, a five-year issue with a volume of EUR 1.35 billion, and a ten-year issue with a volume of EUR 1.35 billion. The two-year tranche, which was priced at 99.775%, pays a coupon of 2.125%. The five-year tranche, which was priced at 99.769%, pays a coupon of 3.375%. The ten-year tranche, which was priced at 99.582%, pays a coupon of 4.500%. The bonds are admitted to trading on the regulated market of the Luxembourg Stock Exchange and are issued under the Euro Medium Term Note (EMTN) program. The issue proceeds will be used to fund the announced acquisition of the U.S. firm Millipore Corporation.

Furthermore, in connection with funding the planned acquisition of Millipore, Merck Financial Services GmbH has agreed a credit facility of EUR 1.0 billion with a maturity of three years at variable interest rates, which will be provided by a defined banking syndicate.

Related-party disclosures

As of March 31, 2010, there were liabilities by Merck KGaA, Merck Financial Services GmbH and Merck & Cie, Altdorf, to E. Merck KG in the amount of EUR 310 million. In addition, as of March 31, 2010, there were receivables by Merck KGaA to E. Merck KG in the amount of EUR 9.4 million and to E. Merck Beteiligungen KG in the amount of EUR 1.1 million. The balances result mainly from the profit transfers by Merck & Cie to E. Merck KG as well as the reciprocal profit transfers between Merck KGaA and E. Merck KG. They included financial payables of EUR 109 million, which are subject to standard market interest rates. From January to March 2010, Merck KGaA performed services for E. Merck KG with a value of EUR 0.3 million. From January to March 2010, the companies of the Merck Group supplied goods with a value of EUR 0.1 million to associates.

Subsequent events

Merck had no material subsequent events.