



VIATRIS™

Q2 2021 Earnings

August 9, 2021



Forward Looking Statements

This presentation contains “forward-looking statements”. These statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements may include, without limitation, 2021 financial guidance; that the company remains on track to repay \$6.5 billion by 2023; second quarter dividend of \$0.11; that the company remains on track to achieve ~\$500 million in synergies in 2021, \$1+ billion in synergies by 2023; that the company remains on track to achieve ~\$690 million of new product launches; we expect the base business to continue to be strong; anticipate lower demand for COVID-19 related products in 2H/2021; anticipated drivers of segment results going forward; product pipeline progress; 2021 guidance drivers and phasing comments; statements about the transaction pursuant to which Mylan N.V. (“Mylan”) combined with Pfizer Inc.’s Upjohn business (the “Upjohn Business”) in a Reverse Morris Trust transaction (the “Combination”) and Upjohn Inc. became the parent entity of the combined Upjohn Business and Mylan business and was renamed “Viatris Inc.” (“Viatris” or the “Company”), the benefits and synergies of the Combination or our global restructuring program, future opportunities for the Company and its products and any other statements regarding the Company’s future operations, financial or operating results, capital allocation, dividend policy and payments, debt ratio and covenants, anticipated business levels, future earnings, planned activities, anticipated growth, market opportunities, strategies, competitions, efforts to create, enhance or otherwise unlock the value of our unique global platform, and other expectations and targets for future periods. Forward-looking statements may often be identified by the use of words such as “will”, “may”, “could”, “should”, “would”, “project”, “believe”, “anticipate”, “expect”, “plan”, “estimate”, “forecast”, “potential”, “pipeline”, “intend”, “continue”, “target”, “seek” and variations of these words or comparable words. Because forward-looking statements inherently involve risks and uncertainties, actual future results may differ materially from those expressed or implied by such forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to: the integration of Mylan and the Upjohn Business or the implementation of the Company’s global restructuring program being more difficult, time consuming or costly than expected; the possibility that the Company may be unable to achieve expected benefits, synergies and operating efficiencies in connection with the Combination or its global restructuring program within the expected timeframe or at all; the possibility that the Company may be unable to successfully integrate Mylan and the Upjohn Business or implement its global restructuring program; operational or financial difficulties or losses associated with the Company’s reliance on agreements with Pfizer in connection with the Combination, including with respect to transition services; the possibility that the Company may be unable to achieve all intended benefits of its strategic initiatives; the potential impact of public health outbreaks, epidemics and pandemics, including the ongoing challenges and uncertainties posed by the COVID-19 pandemic; the Company’s failure to achieve expected or targeted future financial and operating performance and results; actions

and decisions of healthcare and pharmaceutical regulators; changes in relevant laws and regulations, including but not limited to changes in tax, healthcare and pharmaceutical laws and regulations globally (including the impact of potential tax reform in the U.S.); the ability to attract and retain key personnel; the Company’s liquidity, capital resources and ability to obtain financing; any regulatory, legal or other impediments to the Company’s ability to bring new products to market, including but not limited to “at-risk launches”; success of clinical trials and the Company’s or its partners’ ability to execute on new product opportunities and develop, manufacture and commercialize products; any changes in or difficulties with the Company’s manufacturing facilities, including with respect to inspections, remediation and restructuring activities, supply chain or inventory or the ability to meet anticipated demand; the scope, timing and outcome of any ongoing legal proceedings, including government inquiries or investigations, and the impact of any such proceedings on the Company; any significant breach of data security or data privacy or disruptions to our information technology systems; risks associated with having significant operations globally; the ability to protect intellectual property and preserve intellectual property rights; changes in third-party relationships; the effect of any changes in the Company’s or its partners’ customer and supplier relationships and customer purchasing patterns, including customer loss and business disruption being greater than expected following the Combination; the impacts of competition, including decreases in sales or revenues as a result of the loss of market exclusivity for certain products; changes in the economic and financial conditions of the Company or its partners; uncertainties regarding future demand, pricing and reimbursement for the Company’s products; uncertainties and matters beyond the control of management, including but not limited to general political and economic conditions and global exchange rates; and inherent uncertainties involved in the estimates and judgments used in the preparation of financial statements, and the providing of estimates of financial measures, in accordance with U.S. GAAP and related standards or on an adjusted basis. For more detailed information on the risks and uncertainties associated with Viatris, see the risks described in Part I, Item 1A in the Company’s Annual Report on Form 10-K for the year ended December 31, 2020, as amended, and our other filings with the SEC. You can access Viatris’ filings with the SEC through the SEC website at www.sec.gov or through our website, and Viatris strongly encourages you to do so. Viatris routinely posts information that may be important to investors on our website at investor.viatris.com, and we use this website address as a means of disclosing material information to the public in a broad, non-exclusionary manner for purposes of the SEC’s Regulation Fair Disclosure (Reg FD). The contents of our website are not incorporated into this presentation or into our filings with the SEC. Viatris undertakes no obligation to update any statements herein for revisions or changes after the date of this presentation other than as required by law.



Key References

The combined measures described herein are calculated as indicated, are reflected as approximations and/or with rounding, and do not reflect pro forma results in accordance with ASC 805 or Article 11 of Regulation S-X. Such measures also do not reflect the effect of any purchase accounting adjustments, including but not limited to the elimination of intercompany sales and the fair value of assets and liabilities. Viatris believes these combined 2020 measures provide useful information to understanding and assessing our 2021 performance because they include both Mylan and Upjohn business results, adjusted as set forth below, whereas historical financial information of Viatris prior to November 16, 2020 only represents Mylan's historical results as Mylan is considered the accounting acquirer of the Upjohn business.

Combined Adjusted Q2 2020 results refer to the sum of Mylan's standalone results and the standalone carve-out results from the Upjohn Business for the period from April 1, 2020 to June 30, 2020, adjusted for product divestitures in connection with the Combination and sales to Pfizer for pharmaceutical products provided under its U.S. healthcare plan.

Combined LOE Adjusted Q2 2020 results refer to Combined Adjusted Q2 2020 results, adjusted for the impact of loss of exclusivity ("LOE") of Lyrica and Celebrex in Japan, which occurred after Q2 2020.

New product sales, new product launches or new product revenues refer to revenue from new products launched in 2021 and the carryover impact of new products, including business development launched since July 1, 2020 (e.g. acquisition of Aspen's thrombosis business in November 2020).

Operational change refers to constant currency percentage change and is derived by translating net sales or revenues for the current period at prior year comparative period exchange rates, and in doing so shows the percentage change from 2021 constant currency net sales or revenues to the corresponding amount in the prior year.

Note: Viatris reported segments are different from historical Mylan and Upjohn reported segments.

Note: Note: Certain amounts reflect rounding.

Non-GAAP Financial Measures

This presentation includes the presentation and discussion of certain financial information that differs from what is reported under accounting principles generally accepted in the United States ("U.S. GAAP"). These non-GAAP financial measures, including, but not limited to, adjusted gross profit, adjusted gross margins, adjusted net earnings, EBITDA, adjusted EBITDA margin, adjusted EBITDA, free cash flow, adjusted R&D and as a % of total revenues, adjusted SG&A and as a % of total revenues, adjusted earnings from operations, adjusted interest expense, adjusted other expense (income), adjusted effective tax rate, notional debt to Credit Agreement Adjusted EBITDA leverage ratio, long-term average debt to Credit Agreement Adjusted EBITDA leverage ratio target, constant currency total revenues and constant currency net sales are presented in order to supplement investors' and other readers' understanding and assessment of the financial performance of Viatris Inc. ("Viatris" or the "Company"). Free cash flow refers to U.S. GAAP net cash provided by operating activities, less capital expenditures. Adjusted EBITDA margins refers to adjusted EBITDA divided by total revenues. Viatris has provided reconciliations of such non-GAAP financial measures to the most directly comparable U.S. GAAP financial measures. Investors and other readers are encouraged to review the related U.S. GAAP financial measures and the reconciliations of the non-GAAP measures to their most directly comparable U.S. GAAP measures set forth in this presentation and in the section titled "GAAP/Non-GAAP Reconciliations", and investors and other readers should consider non-GAAP measures only as supplements to, not as substitutes for or as superior measures to, the measures of financial performance prepared in accordance with U.S. GAAP.

2021 Guidance

The Company is not providing forward-looking guidance for U.S. GAAP net loss or a quantitative reconciliation of its 2021 adjusted EBITDA guidance to the most directly comparable U.S. GAAP measure, U.S. GAAP net loss, because it is unable to predict with reasonable certainty the ultimate outcome of certain significant items, including integration and acquisition-related expenses, restructuring expenses, asset impairments, litigation settlements and other contingencies, such as changes to contingent consideration and certain other gains or losses, as well as related income tax accounting, because certain of these items have not occurred, are out of the Company's control and/or cannot be reasonably predicted without unreasonable effort. These items are uncertain, depend on various factors, and could have a material impact on U.S. GAAP reported results for the guidance period.

Q2 2021 – Continued Strong Execution & Results

Business Performance & Execution

- Strong Q2 Financial Performance (Total Revenue \$4.58B; Adjusted EBITDA \$1.68B)
- Robust Free Cash Flow \$1.27B YTD
- **Raising FY 2021 Financial Guidance**

Delivering the Pipeline

- Historic, First Interchangeable Biosimilar in the U.S.
- Progress on Key Complex Product Pipeline
- \$224M New Product Launch Revenue

Capital Deployment

- \$1.15B in Debt Repayment YTD
- Remain On-Track to Repay \$6.5B by 2023
- Paid Inaugural Dividend & Declared Second Dividend (\$0.11/share)

Integration & Restructuring

- On Track to Achieve ~\$500M Synergies in 2021
- On Track to Achieve \$1B+ Synergies by 2023



Note: For non-GAAP measures see slide 3

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products

Segment Results



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Total Net Sales

(\$M)	Q2 2021	Combined Adjusted Q2 2020	Change	Op Chg
Total Net Sales	\$4,562	\$4,350	5%	0%
Brands	2,702	2,647	2%	(3%)
Complex Gx & Biosimilars	333	351	(5%)	(8%)
Generics	1,527	1,352	13%	8%

Excluding Impact of Japan's Lyrica and Celebrex LOEs (\$163M Net Sales)*

(\$M)	Q2 2021	Combined Adjusted Q2 2020	Change	Op Chg
Total Net Sales	\$4,562	\$4,187*	9%	4%
Brands	2,702	2,484	9%	3%
Complex Gx & Biosimilars	333	351	(5%)	(8%)
Generics	1,527	1,352	13%	8%

* Includes impact from foreign exchange

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products

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HIGHLIGHTS

Q2 Performance

- Strong performance across our segments and product categories
- **Brands:** performed better than expected driven by brands such as Viagra®, Dymista®, and Thrombosis portfolio
- **Complex Gx & Biosimilars:** in line with expectations with 40% growth in Biosimilars, offset by anticipated competition in select Complex Gx products
- **Generics:** performed better than expectations primarily driven by COVID-19 related products
- New product launches of \$224M

Going Forward

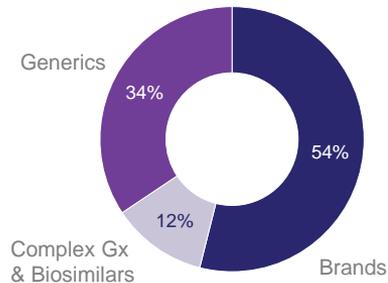
- On track for ~\$690M of new product launches in 2021
- Expect base business to continue to be strong
- Anticipate lower demand for COVID-19 related products in 2H/2021

Developed Markets

(\$M)	Q2 2021	Combined Adjusted Q2 2020	Change	Op Chg
Net Sales	\$2,640	\$ 2,454	8%	2%
Brands	1,424	1,261	13%	6%
Complex Gx & Biosimilars	309	329	(6%)	(8%)
Generics	907	865	5%	1%



Q2 2021 Net Sales



HIGHLIGHTS

Q2 Performance

- **Europe net sales** of \$1.4B
- **North America net sales** of \$1.2B
- **Brands:** performance driven by brands like Yupelri[®], Dymista[®] and Creon[®], and Thrombosis portfolio
- **Complex Gx & Biosimilars:** Strong growth of 47% in Biosimilars, offset by anticipated competition to Wixela[®] and Xulane[®]
- **Generics:** performed better than expected driven primarily by U.S. injectables & favorable customer buying patterns in Europe due to COVID-19 recovery

Going Forward

- Remain on track for high-single-digit-growth in Europe
- New product launches on track

Select Top Products: EpiPen[®], Lyrica[®], Lipitor[®], Creon[®], Yupelri[®], Dymista[®], Xanax[®]

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products

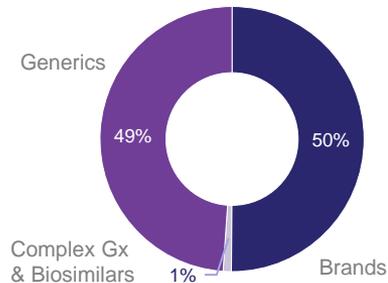
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Emerging Markets

(\$M)	Q2 2021	Combined Adjusted Q2 2020	Change	Op Chg
Net Sales	\$870	\$752	16%	12%
Brands	433	396	9%	8%
Complex Gx & Biosimilars	14	14	NM	NM
Generics	423	342	24%	17%



Q2 2021 Net Sales



HIGHLIGHTS

Q2 Performance

- **Brands:** strong performance from brands like Viagra® and Lyrica®, as certain countries started recovering from COVID-19
- **Generics:** better than expected results primarily driven by COVID-19 related products

Going Forward

- Lower demand from COVID-19 related products
- New product launches on track
- Expecting continued Biosimilars growth for the year

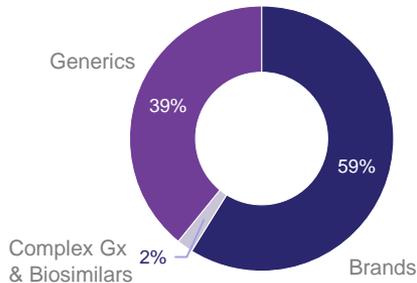
Select Top Products: Lipitor®, Norvasc™, Lyrica®, Celebrex®, Viagra®, Zoloff®, Xalabrand

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products

JANZ

(\$M)	Q2 2021	Combined Adjusted Q2 2020	Change	Op Chg
Net Sales	\$501	\$625	(20%)	(22%)
Net Sales <i>ex Impact of Lyrica® & Celebrex® LOEs</i>	\$501	\$462	8%	6%
Brands	295	309	(4%)	(5%)
Complex Gx & Biosimilars	10	8	16%	6%
Generics	196	144	35%	29%

Q2 2021 Net Sales



HIGHLIGHTS

Q2 Performance

- **Brands:** better than expectations, primarily driven by Lyrica® and EpiPen®
- **Complex Gx & Biosimilars:** successful launch of first biosimilar adalimumab in Japan
- **Generics:** expansion of authorized generics offerings including on Lyrica® & Celebrex®, and impact of Pfizer collaboration termination

Going Forward

- Sustained strength from brands like Amitiza® & Creon®
- Positive momentum on Biosimilars

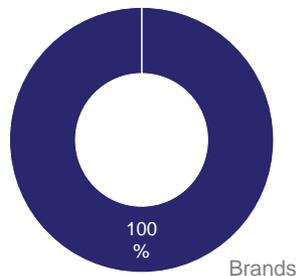
Select Top Products: Amitiza®, Lyrica®, Effexor®, Lipitor®, Norvasc®, Creon®, Xalabrand

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products

Greater China

(\$M)	Q2 2021	Combined Adjusted Q2 2020	Change	Op Chg
Net Sales	\$550	\$518	6%	(3%)
Brands	549	517	6%	(3%)
Complex Gx & Biosimilars	0	0	NM	NM
Generics	1	1	NM	NM

Q2 2021 Net Sales



HIGHLIGHTS

Q2 Performance

- Performed better than our expectations
 - Continued growth in the retail channel
 - Hospital channel performed better than expected
 - Implementation of URP across multiple providences

Going Forward

- FY performance expected to be better than previously anticipated
- 2H/2021 lower than 1H/2021 due to the expected timing of URP, and full impact of VBP of Lyrica® & Celebrex®

Select Top Products: Lipitor®, Norvasc®, Viagra®

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products

Pipeline

Proven Scientific Execution Track Record with Several First to Market Opportunities

Brand	Viatrix	Research Initiated	Approved	First Approval
COPAXONE®	 Glatiramer Acetate Injection 40mg/ML	2008	2017	<input checked="" type="checkbox"/>
HERCEPTIN®	 Ogivri (trastuzumab-dkst) Injection 420mg/150mg	2010	2017	<input checked="" type="checkbox"/>
NEULASTA®	 Fulphila (pegfilgrastim) 0.6 mL	2010	2018	<input checked="" type="checkbox"/>
YUPELRI®	 YUPELRI rivefenacin	2007	2018	<input checked="" type="checkbox"/>
ADVAIR DISKUS®	 Wixela (budesonide propionate and salmeterol inhalation powder, USP) 160/80mcg, 250/80mcg, 500/80mcg	2011	2019	<input checked="" type="checkbox"/>
SYMBICORT®	budesonide/ formoterol fumarate dihydrate	2012	2021	<input checked="" type="checkbox"/>
LANTUS®	 Semglee (insulin glargine injection) 100 units/mL, QD-100 Interchangeable	2013	2021	<input checked="" type="checkbox"/>

→ Proven scientific, regulatory, clinical and legal capabilities

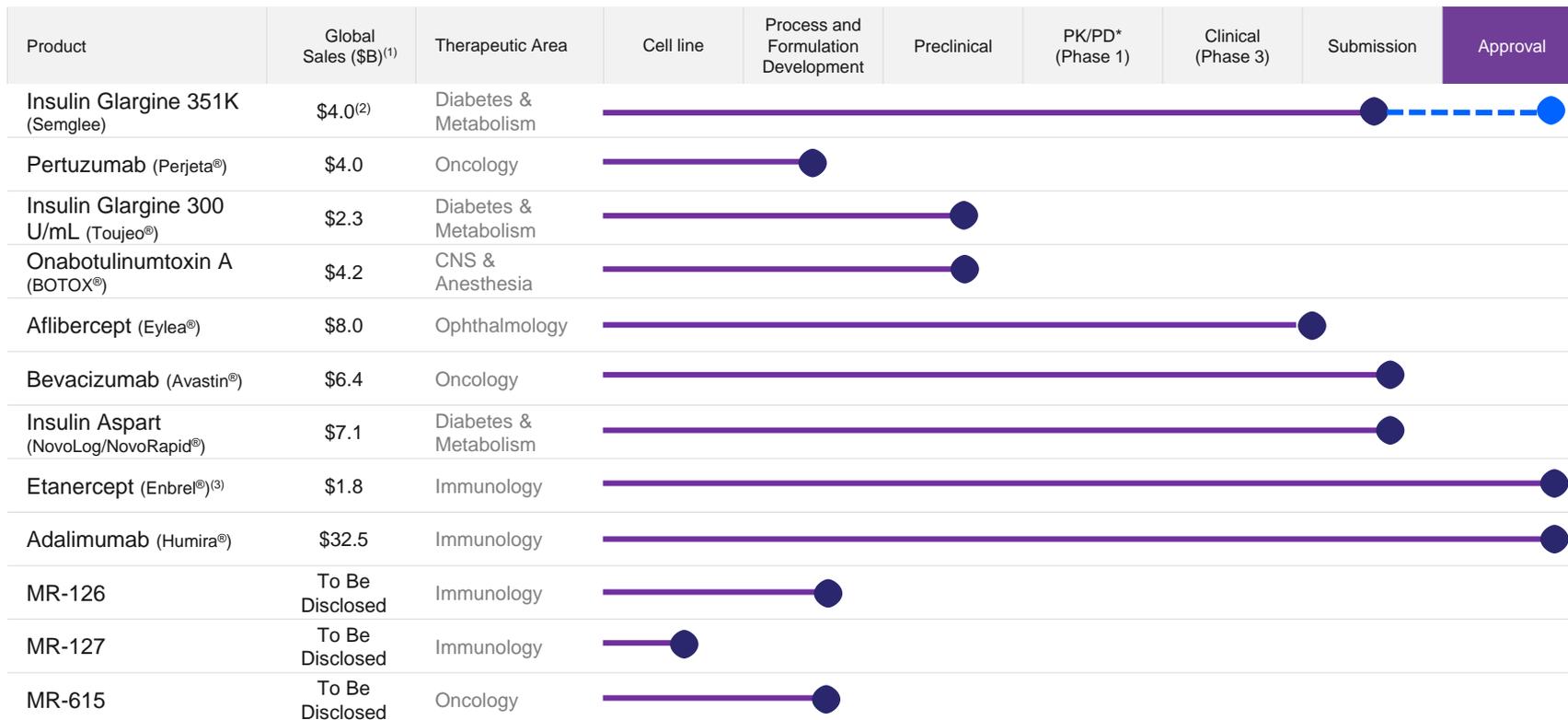
→ Complex development requires on average **7-9** years from development to approval

→ Well-positioned to execute future pipeline



Selected approvals and pipeline for illustrative purposes

Biosimilars Key Pipeline Updates

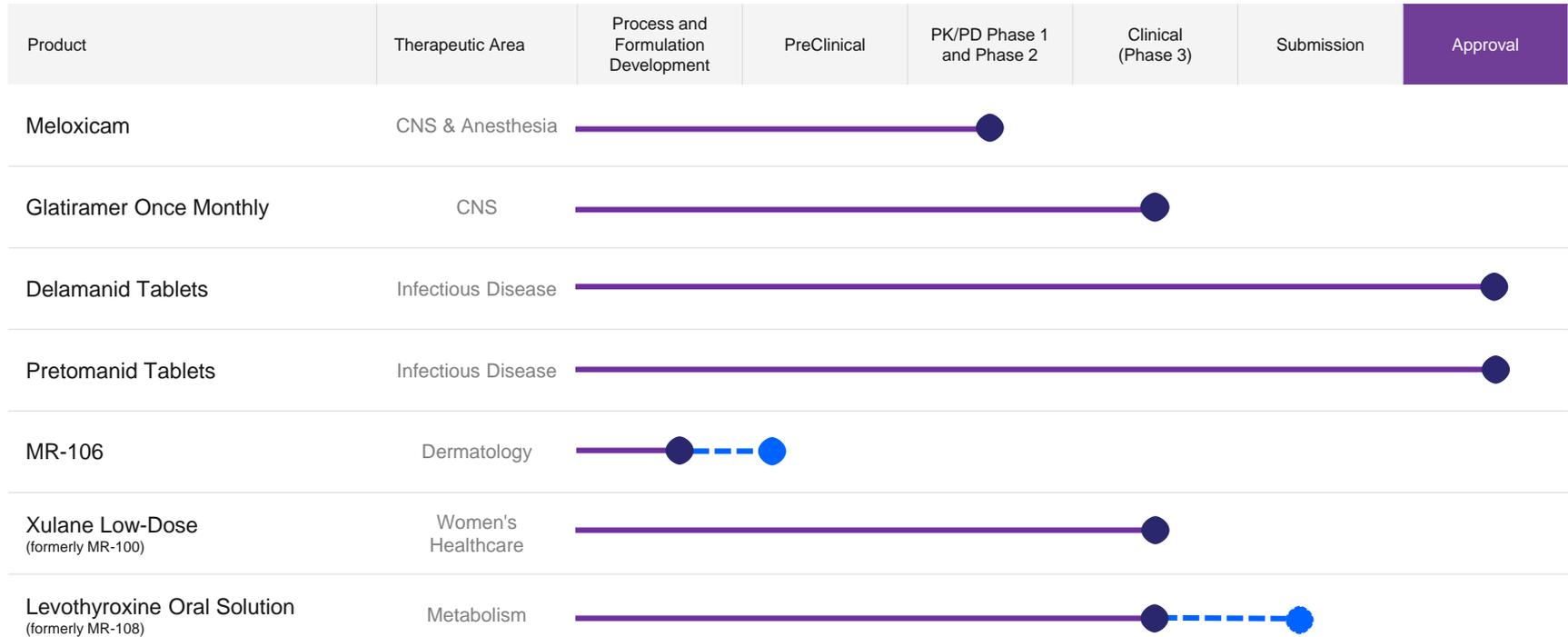


⁽¹⁾ IQVIA MIDAS and Regulatory Insights MAT ending 3/21 or as reported by brand.

⁽²⁾ US market

⁽³⁾ Europe program

Complex Products Key Pipeline Updates



Complex Injectables Key Pipeline Updates



Q2 Financial Highlights



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Q2 2021 Financial Highlights (Reported)

(\$M)	Q2 2021	Q2 2020*	CHANGE
Total Net Sales	\$4,562	\$2,696	69%
Developed Markets	2,640	1,983	33%
Emerging Markets	870	410	112%
JANZ	501	280	79%
Greater China	550	23	NM
Other Revenues	16	35	(54%)
Total Revenues	\$4,578	\$2,731	68%
Adjusted Gross Margin	58.5%	54.3%	420 bps
Adjusted SG&A as % of revenue	20.8%	20.3%	50 bps
Adjusted R&D as % of revenue	3.1%	4.2%	(110 bps)
Adjusted EBITDA	\$1,675	\$879	91%
Adjusted EBITDA Margin	36.6%	32.2%	440 bps
Adjusted Net Earnings	\$1,181	\$574	106%
Net Cash Provided by Operating Activities	\$559	\$380	47%
Capital Expenditures	<u>89</u>	<u>45</u>	101%
Free Cash Flow	\$470	\$335	40%

*Q2 2020 represents Mylan standalone results for Q2 2020. Mylan was the accounting acquirer in the Combination and therefore the historical financial statements of Mylan for periods prior to the Combination are considered to be the historical financial statements of Viatris. Note: For non-GAAP measures, see slide 3

Q2 2021 Net Sales vs. Combined Adjusted Q2 2020

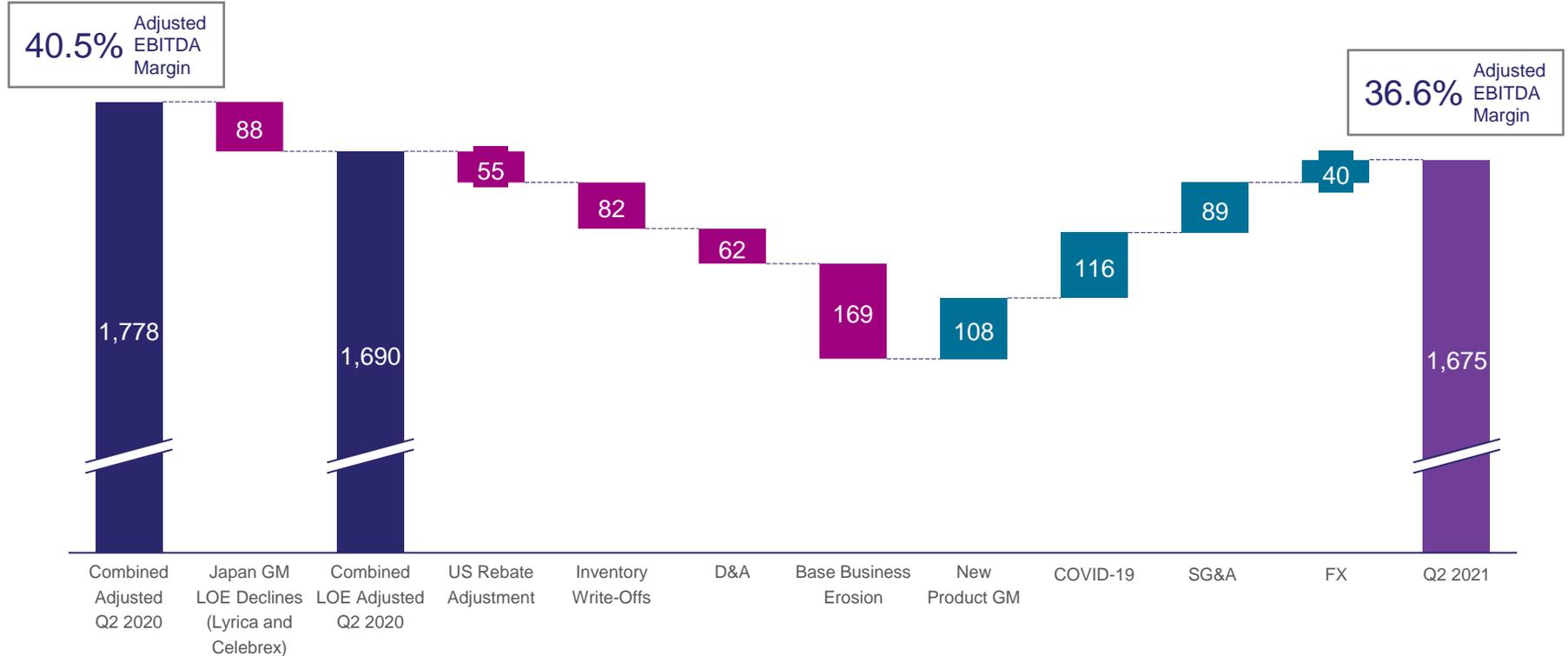
(\$M)



See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products. Note: For non-GAAP metrics see slide 3.

Q2 2021 Adjusted EBITDA vs. Combined Adjusted Q2 2020

(\$M)



See slide 3 for more information on operational change, Combined Adjusted Q2 2020 and Combined LOE Adjusted Q2 2020 results and new products. Note: For non-GAAP metrics see slide 3.

Q2 2021 Free Cash Flow

(\$M)	Q2 2021	Q2 2021 YTD
U.S. GAAP Net Cash Provided by Operating Activities	\$559	\$1,408
Capital Expenditures	<u>(89)</u>	<u>(139)</u>
Free Cash Flow	\$470	\$1,269

Strong 1H/2021 Cash Flow Performance Drivers

- Strength of the Business
- Benefits from Working Capital Improvement Initiatives
- Phasing of Capital Expenditures

Note: For non-GAAP metrics see slide 3.

2021 Financial Guidance



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Updated 2021 Financial Guidance

	Previous*		Updated	
	Estimated Ranges	Midpoint	Estimated Ranges	Midpoint
Revenue	\$17.2B - \$17.8B	\$17.5B	\$17.5B - \$17.9B	\$17.7B
Adjusted EBITDA	\$6.0B - \$6.4B	\$6.2B	\$6.15B - \$6.45B	\$6.3B
Free Cash Flow	\$2.0B - \$2.3B	\$2.15B	\$2.2B - \$2.4B	\$2.3B

Key Metrics Utilized for Updated 2021 Guidance:

Adjusted Gross Margin	58.0 - 59.0%
Adjusted SG&A % of Total Revenue	20.5 - 21.5%
Adjusted R&D % of Total Revenue	3.7 - 3.9%
Net Cash Provided by Operating Activities	\$2.80B - \$2.95B <i>(Previous \$2.65B - \$2.80B)*</i>
Capital Expenditures	\$0.50B - \$0.65B
Adjusted Effective Tax Rate	17.0 - 18.0% <i>(Previous 18.0 - 19.0%)*</i>
Shares Outstanding	1.209B - 1.213B

Note: For non-GAAP metrics see slide 3.

* Previous guidance provided on May 10, 2021

UPDATED FY 2021 GUIDANCE DRIVERS

- Strong Underlying Business Performance Across All Segments
- Improved Cash Flow Conversion

2H/2021 PHASING COMMENTS

- Previously Anticipated Competition in Certain Brands and Complex Gx
- COVID-19 Continues to be a Headwind, Assumes Slower Recovery in 2H 2021
- Timing of R&D, SG&A and CAPEX

GAAP/Non-GAAP Reconciliations



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Full Year 2021 Guidance Items

(Unaudited; in millions)

	GAAP	Non-GAAP
Total Revenues	\$17,500 - \$17,900	N/A
Adjusted EBITDA	N/A	\$6,150 - \$6,450
Net Cash provided by Operating Activities	\$2,800 - \$2,950	N/A
Free Cash Flow	N/A	\$2,200 - \$2,400

Reconciliation of Estimated 2021 GAAP Net Cash Provided by Operating Activities to Free Cash Flow

(Unaudited; in millions)

Estimated GAAP Net Cash provided by Operating Activities	\$2,800 - \$2,950
Less: Capital Expenditures	<u>\$(500) - \$(650)</u>
Free Cash Flow	\$2,200 - \$2,400

Adjusted Net Earnings

<i>(In millions)</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
U.S. GAAP net (loss) earnings	\$ (279.2)	\$ 39.4	\$ (1,316.8)	\$ 60.2
Purchase accounting related amortization (primarily included in cost of sales) ^(a)	1,169.8	351.8	2,424.8	704.0
Litigation settlements and other contingencies, net	23.0	15.8	45.9	17.6
Interest expense (primarily amortization of premiums and discounts on long term debt)	(13.4)	5.5	(26.7)	11.3
Clean energy investments pre-tax loss	16.7	17.2	34.6	34.5
Acquisition related costs (primarily included in SG&A) ^(b)	48.4	122.7	108.2	145.9
Restructuring related costs ^(c)	254.7	23.6	570.1	32.5
Share-based compensation expense	31.0	15.3	63.7	34.7
Other special items included in:				
Cost of sales ^(d)	99.4	99.5	186.1	215.7
Research and development expense ^(e)	(6.3)	40.4	8.4	42.1
Selling, general and administrative expense	10.2	9.1	29.5	5.4
Other expense, net	-	(16.1)	-	(16.4)
Tax effect of the above items and other income tax related items ^(f)	(173.7)	(149.9)	169.2	(246.0)
Adjusted net earnings	\$ 1,180.6	\$ 574.3	\$ 2,297.0	\$ 1,041.5

(a) For the three and six months ended June 30, 2021 includes amortization of the purchase accounting inventory fair value adjustment related to the Combination totaling approximately \$477.3 million and \$953.7 million, respectively.

(b) Acquisition related costs consist primarily of transaction costs including legal and consulting fees and integration activities.

(c) For the three months ended June 30, 2021 charges of approximately \$78.7 million are included in cost of sales, approximately \$10.2 million are included in R&D, and approximately \$165.8 million are included in SG&A. For the six months ended June 30, 2021 charges of approximately \$246.5 million are included in cost of sales, approximately \$16.6 million are included in R&D, and approximately \$307.0 million are included in SG&A.

(d) Costs incurred during the three and six months ended June 30, 2021 includes incremental manufacturing variances and site remediation activities as a result of the activities at the Company's Morgantown plant of approximately \$44.1 million and \$89.1 million, respectively. Costs incurred during the three and six months ended June 30, 2020 primarily relate to incremental manufacturing variances and site remediation activities as a result of the activities at the Company's Morgantown plant of approximately \$63.0 million and \$121.8 million, respectively. In addition, the three and six months ended June 30, 2020 includes incremental manufacturing variances incurred as a result of the COVID-19 pandemic of approximately \$15.0 million and \$22.0 million, respectively. Also, the six months ended June 30, 2020 includes \$25.0 million related to a special bonus for plant employees as a result of the COVID-19 pandemic.

(e) Adjustments primarily relate to non-refundable payments related to development agreements.

(f) Adjusted for changes for uncertain tax positions and for certain impacts of the Combination.

Net Earnings to Adjusted EBITDA

<i>(In millions)</i>	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP net (loss) earnings	\$ (279.2)	\$ 39.4	\$ (1,316.8)	\$ 60.2
Add adjustments:				
Net contribution attributable to equity method investments	16.7	17.2	34.6	34.5
Income tax provision (benefit)	60.1	(19.4)	656.4	(9.5)
Interest expense ^(a)	167.1	116.2	336.1	236.1
Depreciation and amortization ^(b)	1,317.1	415.7	2,739.6	830.7
EBITDA	\$ 1,281.8	\$ 569.1	\$ 2,449.9	\$ 1,152.0
Add adjustments:				
Share-based compensation expense	31.0	15.3	63.7	34.7
Litigation settlements and other contingencies, net	23.0	15.8	45.9	17.6
Restructuring, acquisition related and other special items ^(c)	339.6	278.4	752.5	425.0
Adjusted EBITDA	\$ 1,675.4	\$ 878.6	\$ 3,312.0	\$ 1,629.3

(a) Includes amortization of premiums and discounts on long-term debt.

(b) Includes purchase accounting related amortization.

(c) See items detailed in the Reconciliation of U.S. GAAP Net (Loss) Earnings to Adjusted Net Earnings.

Cost of Sales

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP cost of sales	\$ 3,250.1	\$ 1,705.5	\$ 6,553.1	\$ 3,418.6
Deduct:				
Purchase accounting related amortization	(1,169.8)	(351.8)	(2,424.8)	(704.0)
Acquisition related items	(1.0)	(1.3)	(3.5)	(2.1)
Restructuring related costs	(78.7)	(4.1)	(246.5)	(8.9)
Shared-based compensation expense	(0.6)	(0.4)	(1.2)	(0.7)
Other special items	(99.4)	(99.5)	(186.1)	(215.7)
Adjusted cost of sales	<u>\$ 1,900.6</u>	<u>\$ 1,248.4</u>	<u>\$ 3,691.0</u>	<u>\$ 2,487.2</u>
Adjusted gross profit ^(a)	<u>\$ 2,677.2</u>	<u>\$ 1,482.8</u>	<u>\$ 5,317.1</u>	<u>\$ 2,863.2</u>
Adjusted gross margin ^(a)	<u>58 %</u>	<u>54 %</u>	<u>59 %</u>	<u>54 %</u>

(a) U.S. GAAP gross profit is calculated as total revenues less U.S. GAAP cost of sales. U.S. GAAP gross margin is calculated as U.S. GAAP gross profit divided by total revenues. Adjusted gross profit is calculated as total revenues less adjusted cost of sales. Adjusted gross margin is calculated as adjusted gross profit divided by total revenues.

R&D

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP R&D	\$ 147.7	\$ 156.3	\$ 331.8	\$ 270.5
Add / (Deduct):				
Acquisition related costs	(0.2)	(0.2)	(0.3)	(0.2)
Restructuring and related costs	(10.2)	(0.2)	(16.6)	(0.4)
Share-based compensation expense	(0.8)	(0.7)	(1.9)	(1.1)
Other special items	6.3	(40.4)	(8.4)	(42.1)
Adjusted R&D	<u>\$ 142.8</u>	<u>\$ 114.8</u>	<u>\$ 304.6</u>	<u>\$ 226.7</u>
Adjusted R&D as % of total revenues	<u>3 %</u>	<u>4 %</u>	<u>3 %</u>	<u>4 %</u>

SG&A

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP SG&A	\$ 1,204.8	\$ 719.4	\$ 2,391.3	\$ 1,324.8
Deduct:				
Acquisition related costs	(47.2)	(121.4)	(104.4)	(143.6)
Restructuring and related costs	(165.8)	(19.4)	(307.0)	(23.3)
Share-based compensation expense	(29.5)	(14.3)	(60.5)	(32.9)
Other special items and reclassifications	(10.2)	(9.1)	(29.5)	(5.4)
Adjusted SG&A	<u>\$ 952.1</u>	<u>\$ 555.2</u>	<u>\$ 1,889.9</u>	<u>\$ 1,119.6</u>
Adjusted SG&A as % of total revenues	<u>21 %</u>	<u>20 %</u>	<u>21 %</u>	<u>21 %</u>

Total Operating Expenses

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP total operating expenses	\$ 1,375.5	\$ 891.5	\$ 2,769.0	\$ 1,612.9
Deduct:				
Litigation settlements and other contingencies, net	(23.0)	(15.8)	(45.9)	(17.6)
R&D adjustments	(4.9)	(41.5)	(27.2)	(43.8)
SG&A adjustments	(252.7)	(164.2)	(501.4)	(205.2)
Adjusted total operating expenses	\$ 1,094.9	\$ 670.0	\$ 2,194.5	\$ 1,346.3
Adjusted earnings from operations ^(a)	\$ 1,582.3	\$ 812.8	\$ 3,122.6	\$ 1,516.9

(a) U.S. GAAP earnings from operations is calculated as U.S. GAAP gross profit less U.S. GAAP total operating expenses. Adjusted earnings from operations is calculated as adjusted gross profit less adjusted total operating expenses.

Interest Expense

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP interest expense	\$ 167.1	\$ 116.2	\$ 336.1	\$ 236.1
Add / (Deduct):				
Interest expense related to clean energy investments	(0.3)	(1.0)	(0.3)	(2.1)
Accretion of contingent consideration liability	-	(3.1)	-	(6.4)
Amortization of premiums and discounts on long-term debt	16.5	-	32.5	-
Other special items	(2.7)	(1.4)	(5.4)	(2.8)
Adjusted interest expense	<u>\$ 180.6</u>	<u>\$ 110.7</u>	<u>\$ 362.9</u>	<u>\$ 224.8</u>

Other Expenses

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP other expense (income), net	\$ 4.2	\$ (2.0)	\$ 10.3	\$ 32.1
Add / (Deduct):				
Clean energy investments pre-tax loss ^(a)	(16.7)	(17.2)	(34.6)	(34.5)
Other items	-	16.1	-	16.4
Adjusted other (income) expense	\$ (12.5)	\$ (3.1)	\$ (24.3)	\$ 14.0

(a) Adjustment represents exclusion of activity related to Mylan's clean energy investments, the activities of which qualify for income tax credits under section 45 of the U.S. Internal Revenue Code of 1986, as amended.

Earnings Before Income Taxes and Income Tax Provision

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2021	2020	2021	2020
U.S. GAAP (loss) earnings before income taxes	\$ (219.1)	\$ 20.0	\$ (660.4)	\$ 50.7
Total pre-tax non-GAAP adjustments	1,633.4	684.7	3,444.5	1,227.2
Adjusted earnings before income taxes	<u>\$ 1,414.3</u>	<u>\$ 704.7</u>	<u>\$ 2,784.1</u>	<u>\$ 1,277.9</u>
U.S. GAAP income tax provision (benefit)	\$ 60.1	\$ (19.4)	\$ 656.4	\$ (9.5)
Adjusted tax expense (benefit)	173.7	149.8	(169.2)	245.9
Adjusted income tax provision	<u>\$ 233.8</u>	<u>\$ 130.4</u>	<u>\$ 487.2</u>	<u>\$ 236.4</u>
Adjusted effective tax rate	<u>16.5 %</u>	<u>18.5 %</u>	<u>17.5 %</u>	<u>18.5 %</u>

Combined Adjusted EBITDA

<i>(In millions)</i>	Three Months Ended June 30, 2020	Six Months Ended June 30, 2020
Upjohn - U.S. GAAP Income before taxes	\$ 931.1	\$ 1,816.4
Interest expense	57.4	111.1
Depreciation and amortization	79.0	155.8
Upjohn EBITDA	\$ 1,067.5	\$ 2,083.3
Other adjustments	(168.6)	(107.8)
Upjohn Adjusted EBITDA	\$ 898.9	\$ 1,975.5
Add: Mylan Adjusted EBITDA	878.6	1,629.3
Combined Adjusted EBITDA	<u>\$ 1,777.5</u>	<u>\$ 3,604.8</u>

Appendix

Q2 2021 YTD Financial Highlights (Reported)

(\$M)	Q2 2021 YTD	Q2 2020 YTD*	CHANGE
Total Net Sales	\$8,962	\$5,284	70%
Developed Markets	5,212	3,969	31%
Emerging Markets	1,625	754	116%
JANZ	983	523	88%
Greater China	1,142	38	NM
Other Revenues	46	66	(30%)
Total Revenues	\$9,008	\$5,350	68%
Adjusted Gross Margin	59.0%	53.5%	550 bps
Adjusted SG&A as % of revenue	21.0%	20.9%	10 bps
Adjusted R&D as % of revenue	3.4%	4.2%	(80 bps)
Adjusted EBITDA	\$3,312	\$1,629	103%
Adjusted EBITDA Margin	36.8%	30.4%	640 bps
Adjusted Net Earnings	\$2,297	\$1,042	120%
Net Cash Provided by Operating Activities	\$1,408	\$671	110%
Capital Expenditures	<u>139</u>	<u>88</u>	58%
Free Cash Flow	\$1,269	\$583	118%

*Q2 2020 YTD represents Mylan standalone results for Q2 2020 YTD. Mylan was the accounting acquiror in the Combination and therefore the historical financial statements of Mylan for periods prior to the Combination are considered to be the historical financial statements of Viatriis. Note: For non-GAAP measures, see slide 3

Q2 2021 YTD Total Net Sales

(\$M)	Q2 2021 YTD	Combined Adjusted Q2 2020 YTD	Change	Op Chg
Total Net Sales	\$8,962	\$8,826	2%	(3%)
Brands	5,426	5,472	(1%)	(6%)
Complex Gx & Biosimilars	662	604	9%	7%
Generics	2,874	2,750	4%	0%

Excluding Impact of Japan's Lyrica and Celebrex LOEs (\$369M Net Sales)*

(\$M)	Q2 2021 YTD	Combined Adjusted Q2 2020 YTD	Change	Op Chg
Total Net Sales	\$8,962	\$8,457	6%	1%
Brands	5,426	5,103	6%	1%
Complex Gx & Biosimilars	662	604	9%	7%
Generics	2,874	2,750	4%	0%

* Includes impact from foreign exchange

See slide 3 for more information on operational change, Combined Adjusted Q2 2020 YTD and Combined LOE Adjusted Q2 2020 YTD results and new products

Q2 2021 Select Key Product Net Sales, On a Consolidated Basis

(\$M)	Q2 2021	Q2 2021 YTD
Select Key Global Products		
Lipitor®	\$398.3	\$862.9
Norvasc®	209.8	437.5
Lyrica®	192.5	380.3
Viagra®	134.8	274.4
EpiPen® Auto-Injectors	104.1	207.8
Effexor®	83.5	160.1
Celebrex®	82.3	171.3
Creon®	80.7	150.6
Zolof®	70.9	147.5
Xalabrand	58.3	116.2

(\$M)	Q2 2021	Q2 2021 YTD
Select Key Segment Products		
Dymista®	\$54.6	\$94.9
Amitiza®	52.1	98.0
Xanax®	48.8	93.9
Yupelri®	41.8	78.7

* The Company does not disclose net sales for any products considered competitively sensitive.
 Products disclosed may change in future periods as a result of seasonality, competition or new product introductions

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