



Q1 2023 Earnings

May 8, 2023

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, statements about: 2023 financial guidance; delivering on three \$1B growth franchises; remain on track to execute planned divestitures; confident in expectation to announce deals in 2023, with one or more announced early in the second half of the year; expected net proceeds remain unchanged; prioritizing debt paydown until we reach our 3.0x gross leverage ratio target; focusing on returning capital to shareholders; 2023 full-year expectations for total net sales and segments; complex injectables/sterile products potential >\$1B annual peak net sales opportunity in 2027; select novel and complex products another growth catalyst; potential >\$1B annual peak net sales opportunity in 2028 from select assets; eye care portfolio and pipeline projected to add >\$1B net sales in 2028; on track to repay ~\$1.3B of scheduled 2023 debt maturities; committed to investment grade rating; 2023 guidance phasing; expect total revenues to be higher in the second half vs. the first half of 2023 driven by new product launches and product seasonality in the second half of 2023; expect adjusted EBITDA to be evenly phased between first half and second half of 2023; free cash flow lower in Q2 and Q4 due to timing of semi-annual interest payments; 2023 capital allocation framework; proceeds from planned divestitures expected to provide additional flexibility; incremental debt paydown to reach gross leverage target of 3.0x; continue to pursue disciplined bolt-ons / tuck-ins; anticipate increasing 2023 capital return by >40% vs. 2022 representing a minimum payout of ~33% of the 2023 FCF guidance midpoint; the goals or outlooks with respect to the Viatriis Inc.'s ("Viatriis" or the "Company") strategic initiatives, including but not limited to the Company's two-phased strategic vision and potential divestitures and acquisitions; the benefits and synergies of acquisitions, divestitures 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, stock repurchases, debt ratio and covenants, anticipated business levels, future earnings, planned activities, anticipated growth, market opportunities, strategies, competitions, commitments, confidence in future results, 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 possibility that the Company may be unable to realize the intended benefits of, or achieve the intended goals or outlooks with respect to, its strategic initiatives; the possibility that the Company may be unable to achieve expected benefits, synergies and operating efficiencies in connection with acquisitions, divestitures, or its global restructuring program, within the expected timeframe or at all; impairment charges or other losses related to the divestiture or sale of businesses or assets; the Company's failure to achieve expected or targeted future financial and operating performance and results; the potential impact of public health outbreaks, epidemics and pandemics, including the ongoing challenges and uncertainties posed by the COVID-19 pandemic; 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 recent and 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 an acquisition or divestiture; 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, inflation rates 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 Viatriis, see the risks described in Part I, Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2022, as amended, and our other filings with the SEC. You can access Viatriis' filings with the SEC through the SEC website at www.sec.gov or through our website and Viatriis strongly encourages you to do so. Viatriis routinely posts information that may be important to investors on our website at investor.viatriis.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 our filings with the SEC. Viatriis undertakes no obligation to update any statements herein for revisions or changes after the date of this presentation other than as required by law.

Non-GAAP Financial Measures and Other Information

Key References

New product sales, new product launches or new product revenues refer to revenue from new products launched in 2023 and the carryover impact of new products, including business development, launched within the last 12 months.

Operational change refers to constant currency percentage change and is derived by translating amounts for the current period at prior year comparative period exchange rates, and in doing so shows the percentage change from 2023 constant currency net sales, revenues and adjusted EBITDA to the corresponding amount in the prior year.

Divestiture adjusted operational change refers to operational changes, further adjusted for the impact of the biosimilars divestiture in November 2022 by excluding biosimilars net sales from 2022 periods.

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 EBITDA, free cash flow, adjusted gross margin, adjusted gross profit, 2022 adjusted net sales excluding biosimilars, adjusted SG&A and as a percentage of total revenues, adjusted R&D and as a percentage of total revenues, constant currency adjusted EBITDA, adjusted EBITDA margin, adjusted net earnings, and adjusted effective tax rate, adjusted earnings from operations, adjusted interest expense, adjusted other (income) expense, net, constant currency total revenues, constant currency net sales, constant currency adjusted EBITDA, divestiture adjusted change, divestiture adjusted operational change, gross leverage ratio and long-term gross leverage ratio, 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 on our website at <https://investor.viatris.com/financial-information/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.

SG&A and R&D TSA Reimbursement

Expenses related to TSA services provided to Biocon Biologics are recorded in their respective functional line item; however, reimbursement of those expenses plus the mark-up is included in other (income) expense, net. For comparability purposes, amounts related to the cost reimbursement are reclassified to adjusted SG&A and adjusted R&D. This reclassification has no impact on adjusted net earnings or adjusted EBITDA.

2023 Guidance

The Company is not providing forward-looking guidance for U.S. GAAP net earnings (loss) or a quantitative reconciliation of its 2023 adjusted EBITDA guidance to the most directly comparable U.S. GAAP measure, U.S. GAAP net earnings (loss), because it is unable to predict with reasonable certainty the ultimate outcome of certain significant items, including integration, acquisition and divestiture related expenses, restructuring expenses, asset impairments, litigation settlements and other contingencies, such as changes to contingent consideration, acquired IPR&D 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.

Q1 2023 Highlights and Strategic Priorities



Business Performance & Execution

- Strong start to the year
 - » Total Revenues: \$3.73B
 - » Adjusted EBITDA: \$1.34B
 - » Free Cash Flow: \$923M



Delivering the Pipeline

- New product revenues of \$85M in Q1 2023
- Delivering on three \$1B growth franchises
 - » Complex Injectables
 - » Novel and Complex Products
 - » Eye Care



Strategic Initiatives

- Completed Eye Care acquisitions, created Eye Care Division in January
- Remain on track to execute planned divestitures
 - » Confident in expectation to announce deals in 2023, with one or more announced early in the second half of the year
 - » Expected net proceeds remain unchanged



Capital Deployment & Financial Commitments

- Prioritizing debt paydown until we reach our 3.0x gross leverage ratio target
 - » Paid down ~\$546M in Q1 2023
- Focusing on returning capital to shareholders
 - » Paid quarterly dividend of \$0.12 per share
 - » Executed \$250M in share buybacks

Note: For non-GAAP measures, see slide 3

Segment Results

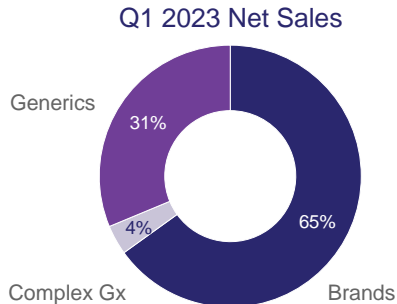
Total Net Sales

(\$M)	Q1 2023	Q1 2022	Change	Op Change
Net Sales	\$3,719	\$4,178	(11%)	(6%)
Brands	2,420	2,554	(5%)	– %
Complex Gx & Biosimilars	136	391	(65%)	(65%)
Generics	1,163	1,233	(6%)	– %

(\$M)	Q1 2023	Q1 2022 Adj Ex Biosimilars ⁽¹⁾	Divestiture Adj Change	Divestiture Adj Op Change
Net Sales	\$3,719	\$4,013	(7%)	(2%)
Complex Gx	136	226	(40%)	(39%)

See slide 3 for more information on operational change, divestiture adjusted operational change, and non-GAAP measures

(1) Q1 2022 net sales adj ex biosimilars refers to Q1 2022 U.S. GAAP net sales minus \$165M related to the divested biosimilars business.



OPERATIONAL HIGHLIGHTS

Q1 Performance vs. Expectations

- Strong performance across various segments
- **Brands:** in line with expectations, reflecting strong year-over-year performance in Dymista[®], Celebrex[®], and Norvasc[®]
- **Complex Gx:** lower than expectations primarily due to phasing of certain products
- **Generics:** ahead of expectations, including strong performance across broader Developed & Emerging Markets portfolios

2023 Full-Year On Track for Growth as Expected*

- Expect base business to deliver on full-year commitments
- On track for \$500M+ of revenues from new product launches, and full-year commitment on Tyrvaya[®]
- Growth markets including Europe and Key Emerging Markets
- Key Brands strength across markets

*Financial Guidance provided on February 27, 2023 anticipates revenue growth on a divestiture adjusted operational basis.

Developed Markets

(\$M)	Q1 2023	Q1 2022	Change	Op Change
Net Sales	\$2,170	\$2,476	(12%)	(9%)
Brands	1,232	1,299	(5%)	(1%)
Complex Gx & Biosimilars	130	364	(64%)	(64%)
Generics	808	813	(1%)	2%

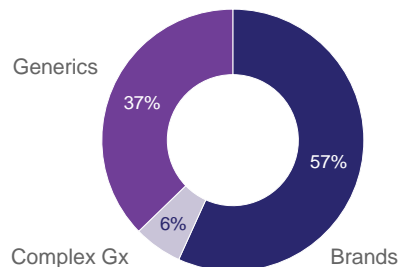
(\$M)	Q1 2023	Q1 2022 Adj Ex Biosimilars ⁽¹⁾	Divestiture Adj Change	Divestiture Adj Op Change
Net Sales	\$2,170	\$2,331	(7%)	(4%)
Complex Gx	130	219	(41%)	(41%)

See slide 3 for more information on operational change, divestiture adjusted operational change, and non-GAAP measures

(1) Q1 2022 net sales adj ex biosimilars refers to Q1 2022 U.S. GAAP net sales minus \$145M related to the divested biosimilars business.



Q1 2023 Net Sales



OPERATIONAL HIGHLIGHTS

Q1 Performance vs. Expectations

- Europe net sales of ~\$1.3B
- North America net sales of ~\$0.9B
- **Brands:** in line with expectations, including strong year-over-year performance in Dymista[®], Brufen[®], and Yupelri[®]
- **Complex Gx:** lower than expectations primarily due to phasing of certain products
- **Generics:** ahead of expectations across broader portfolio

2023 Full-Year Expectations

- Tracking toward solid growth in Europe
- Revenue from new product launches on track

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

Emerging Markets

(\$M)	Q1 2023	Q1 2022	Change	Op Change
Net Sales	\$642	\$705	(9%)	(1%)
Brands	436	437	– %	5%
Complex Gx & Biosimilars	–	16	(100%)	(100%)
Generics	206	252	(18%)	(5%)

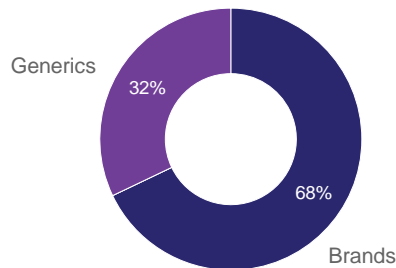
(\$M)	Q1 2023	Q1 2022 Adj Ex Biosimilars ⁽¹⁾	Divestiture Adj Change	Divestiture Adj Op Change
Net Sales	\$642	\$689	(7%)	1%
Complex Gx	–	–	NM	NM

See slide 3 for more information on operational change, divestiture adjusted operational change, and non-GAAP measures

(1) Q1 2022 net sales adj ex biosimilars refers to Q1 2022 U.S. GAAP net sales minus \$16M related to the divested biosimilars business.



Q1 2023 Net Sales



OPERATIONAL HIGHLIGHTS

Q1 Performance vs. Expectations

- **Brands:** ahead of expectations driven by strong performance in key markets such as Korea, Malaysia, and Thailand, including Lipitor[®], Viagra[®], and Norvasc[®]
- **Complex Gx:** in line with expectations
- **Generics:** ahead of expectations, driven by solid ARV performance

2023 Full-Year Expectations

- Key markets including Turkey, Korea, and Thailand on track to growth expectations
- Growth driven by Brands including Lipitor[®], Norvasc[®], and Lyrica[®]

Select Top Products: Lipitor[®], Lyrica[®], Norvasc[®], Celebrex[®], Zolof[®], Viagra[®], Xalabrand[®]

JANZ

(\$M)	Q1 2023	Q1 2022	Change	Op Change
Net Sales	\$342	\$424	(19%)	(11%)
Brands	190	249	(24%)	(14%)
Complex Gx & Biosimilars	6	10	(41%)	(38%)
Generics	146	164	(11%)	(5%)

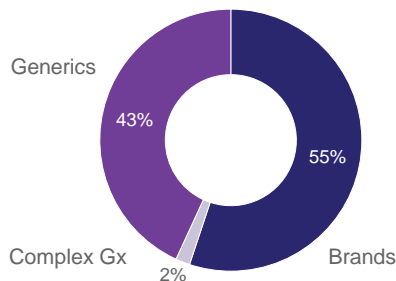
(\$M)	Q1 2023	Q1 2022 Adj Ex Biosimilars ⁽¹⁾	Divestiture Adj Change	Divestiture Adj Op Change
Net Sales	\$342	\$420	(18%)	(10%)
Complex Gx	6	6	6%	13%

See slide 3 for more information on operational change, divestiture adjusted operational change, and non-GAAP measures

(1) Q1 2022 net sales adj ex biosimilars refers to Q1 2022 U.S. GAAP net sales minus \$4M related to the divested biosimilars business.



Q1 2023 Net Sales



OPERATIONAL HIGHLIGHTS

Q1 Performance vs. Expectations

- **Brands:** slightly behind expectations primarily in Japan mainly due to customer buying patterns
- **Complex Gx:** in line with expectations
- **Generics:** below expectations due to customer buying patterns

2023 Full-Year Expectations

- Growth in key brands including Creon[®], Amitiza[®], and Effexor[®]
- Optimizing generics segment and building on authorized generics

Select Top Products: Amitiza[®], Lyrica[®], Effexor[®], Creon[®], Lipitor[®], Norvasc[®], Celebrex[®]

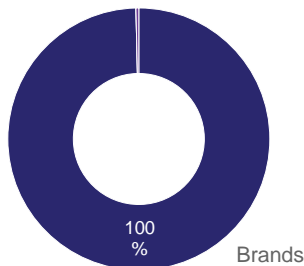
Greater China

(\$M)	Q1 2023	Q1 2022	Change	Op Change
Net Sales	\$565	\$573	(1%)	5%
Brands	562	570	(1%)	5%
Complex Gx & Biosimilars	–	–	NM	NM
Generics	2	3	NM	NM

See slide 3 for more information on operational change and non-GAAP measures



Q1 2023 Net Sales



OPERATIONAL HIGHLIGHTS

Q1 Performance vs. Expectations

- Solid start with better-than-expected results

2023 Full-Year Expectations

- On track to meet expectations
- Continue to navigate policy environment
- Focus on retail segment & growing self-pay patient base

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

Pipeline

Select Novel & Complex Products - Another Growth Catalyst

Potential >\$1B Annual Peak Net Sales Opportunity in 2028 from Select Assets

Product	Indication	Pre-Clinical	Phase I	Phase II	Phase III	Regulatory Approval	Status	Anticipated Launch Year
Glatiramer Once Monthly	Treatment of relapsing forms of multiple sclerosis						Filed NDA to FDA	2024
Meloxicam Fast Acting (Opioid Sparing)	Opioid sparing treatment in post surgery pain						Preparing to Initiate Phase III Studies	2025
Xulane Low Dose	Birth control/contraception						Phase III Ongoing	2026
Onabotulinumtoxin A (Botox®)	Treatment of cervical dystonia, overactive bladder, globular lines, others						IND Enabling Studies in Process	2026
Effexor® (GAD)	Generalized Anxiety Disorder						Phase III Ongoing	2027

Eye Care Portfolio & Pipeline

Projected to Add >\$1B Net Sales by 2028

Product	Indication	Pre-Clinical	Phase I	Phase II	Phase III	Regulatory Approval	Status		
Tyrvaya® (Varenicline solution)	Dry Eye Disease	[Progress bar spanning Pre-Clinical, Phase I, Phase II, and Phase III]					[Grey shaded area covering Regulatory Approval column]	Launched 10/15/21	
MR-145-02	Dry Eye Disease (China)	[Progress bar spanning Pre-Clinical and Phase I]						Q2 2023 Phase III Topline	
MR-146	Neurotrophic Keratopathy (Stage 2 & 3)	[Progress bar spanning Pre-Clinical]						IND Enabling Studies Underway	
MR-141	Presbyopia	[Progress bar spanning Pre-Clinical, Phase I, and Phase II]							Phase III Ongoing First Patient Enrolled
MR-148	Dry Eye Disease	[Progress bar spanning Pre-Clinical, Phase I, and Phase II]							Phase III Ready IND Filed
MR-139	Blepharitis	[Progress bar spanning Pre-Clinical, Phase I, and Phase II]							Phase III Ready
MR-140	Reversal of Mydriasis	[Progress bar spanning Pre-Clinical, Phase I, Phase II, and Phase III]							PDUFA Date September 2023
MR-142	Dim Light or Night Vision Disturbances	[Progress bar spanning Pre-Clinical, Phase I, Phase II, and Phase III]							Phase III Ongoing

Q1 Financial Highlights



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Q1 2023 Financial Highlights

(\$M)	Q1 2023	Q1 2022 ⁽¹⁾	CHANGE	OP CHANGE
Total Net Sales	\$3,719	\$4,178	(11%)	(6%)
Developed Markets	2,170	2,476	(12%)	(9%)
Emerging Markets	642	705	(9%)	(1%)
JANZ	342	424	(19%)	(11%)
Greater China	565	573	(1%)	5%
Other Revenues	10	14	NM	NM
Total Revenues	\$3,729	\$4,192	(11%)	(6%)
Adjusted Gross Margin	60.4%	59.5%	90 bps	
Adjusted SG&A as % of total revenues⁽²⁾	22.2%	19.2%	300 bps	
Adjusted R&D as % of total revenues⁽²⁾	4.5%	3.3%	120 bps	
Adjusted EBITDA	\$1,341	\$1,586	(15%)	(11%)
Adjusted EBITDA Margin	36.0%	37.8%	(180 bps)	
Adjusted Net Earnings	\$933	\$1,125	(17%)	
U.S. GAAP Net Cash Provided by Operating Activities	\$971	\$1,139	(15%)	
Capital Expenditures	\$48	\$65	(26%)	
Free Cash Flow⁽³⁾	\$923	\$1,074	(14%)	

Note: For non-GAAP measures, see slide 3

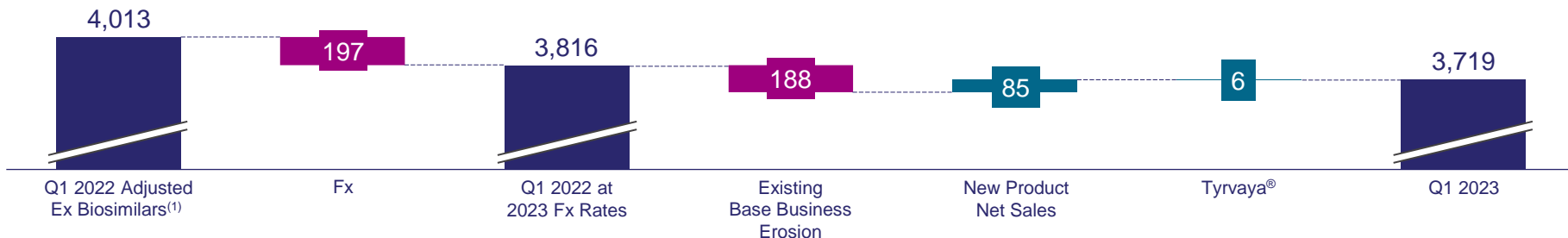
(1) Q1 2022 figures represent reported results, including the biosimilars business that was divested in November 2022.

(2) Adjusted for cost reimbursement of expenses related to TSA services provided to Biocon Biologics. See SG&A and R&D TSA Reimbursement on slide 3.

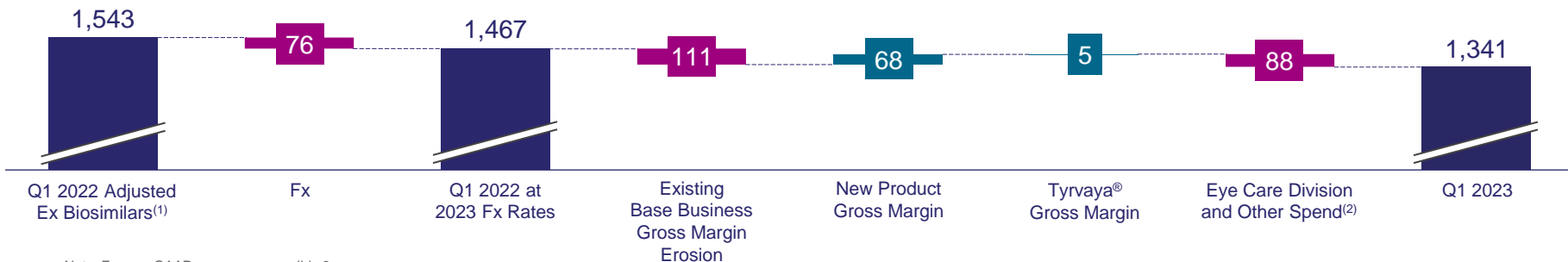
(3) Excluding the impact of transaction costs primarily related to the eye care acquisitions of \$22M, Q1 2023 Free Cash Flow was \$945M.

Q1 2023 Total Net Sales and Adjusted EBITDA Walk

Net Sales (\$M)



Adjusted EBITDA (\$M)



Note: For non-GAAP measures, see slide 3

(1) Q1 2022 Net Sales Ex Biosimilars and Adjusted EBITDA Ex Biosimilars refers to Q1 2022 Net Sales and Adjusted EBITDA minus \$165M and \$43M, respectively, related to the divested biosimilars business.

(2) Includes the planned investment in the Eye Care Division acquired in January 2023, as well as increased organic R&D.

Q1 2023 Free Cash Flow

(\$M)	Q1 2023	Q1 2022 ⁽¹⁾	CHANGE
U.S. GAAP Net Cash Provided by Operating Activities	\$971	\$1,139	(15%)
Capital Expenditures	(48)	(65)	(26%)
Free Cash Flow	\$923	\$1,074	(14%)

Note: For non-GAAP measures, see slide 3

(1) Q1 2022 figures represent reported results, including the biosimilars business that was divested in November 2022.

Q1 2023 Drivers vs. Q1 2022

- + Cash conversion improvement
- Lower adjusted EBITDA including impact of biosimilars divestment and FX headwinds
- Transaction costs primarily related to the eye care acquisitions of \$22M

Capital Allocation – Delivering on our Financial Commitments

>\$6.0B⁽¹⁾ Free Cash Flow over last 9 quarters

~\$6.0B Debt repayment over last 9 quarters

Debt Repayment

- ~\$546M in debt repayment in Q1 2023
- On track to repay ~\$1.3B of scheduled 2023 debt maturities
- Committed to investment grade rating

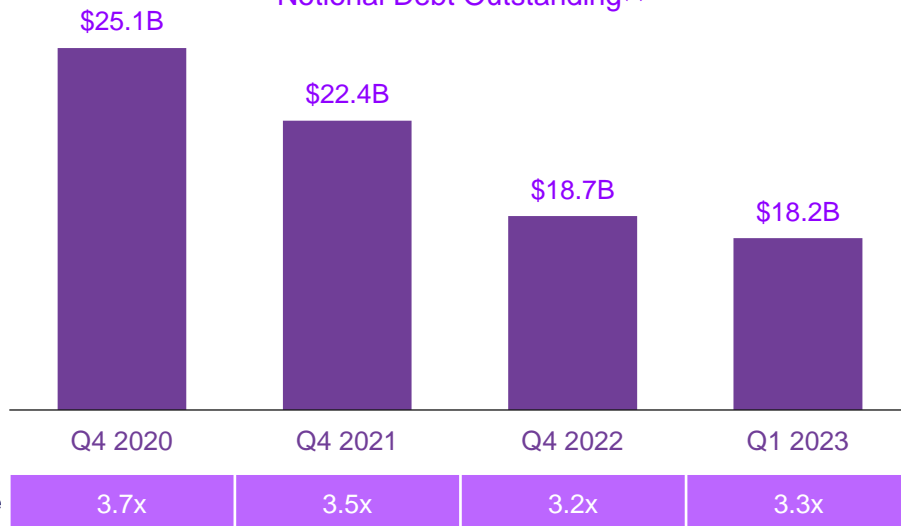
Gross Leverage Ratio

- Decrease in notional debt outstanding in Q1 2023
- Lower Adjusted EBITDA in Q1 2023 due to impact of biosimilars divestment and FX headwinds

Return of Capital

- \$0.12 quarterly dividend per share; ~\$144M dividends paid in Q1 2023
- >\$1.1B dividends paid since the beginning of 2021
- \$250M in share buybacks in Q1 2023

Notional Debt Outstanding⁽²⁾



Note: For non-GAAP measures, see slide 3

(1) Excluding the impact of transaction costs primarily related to the biosimilars divestment and eye care acquisitions of \$276M, Free Cash Flow was >\$6.3B over the last 9 quarters.

(2) Change in notional debt outstanding includes repayment and impact of FX.

(3) Gross leverage is the ratio of total debt at notional amounts to adjusted EBITDA.

2023 Financial Guidance



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Reaffirmed 2023 Financial Guidance

(\$B)	2023 Estimated Ranges ⁽¹⁾	2023 Midpoint
Total Revenues	\$15.5 - \$16.0	\$15.75
Adjusted EBITDA	\$5.0 - \$5.4	\$5.2
Free Cash Flow	\$2.3 - \$2.7	\$2.5

Key Metrics Utilized for 2023 Financial Guidance

Adjusted Gross Margin	57.5 - 58.5%
Adjusted SG&A % of Total Revenues ⁽²⁾	21.5 - 22.5%
Adjusted R&D % of Total Revenues ⁽²⁾	4.7 - 5.1%
Net Cash Provided by Operating Activities	\$2.8B - \$3.1B
Capital Expenditures	\$0.4B - \$0.5B
Adjusted Effective Tax Rate	15.5 - 16.5%
Shares Outstanding	1.206B - 1.210B

Note: For non-GAAP measures, see slide 3

(1) Includes the full-year expected performance for the planned divestitures and excludes any potential related costs, such as taxes and transaction costs, as well as any similar costs related to the eye care acquisitions. Also excludes any future acquired IPR&D for unsigned deals.

(2) Adjusted for cost reimbursement of expenses related to TSA services provided to Biocon Biologics. See SG&A and R&D TSA Reimbursement on slide 3.

2023 Guidance Phasing

- ▶ Expect Total Revenues to be higher in the second half vs the first half of 2023
 - ▶ Driven by new product launches and product seasonality in the second half of 2023
- ▶ Expect Adjusted EBITDA to be evenly phased between first half and second half of 2023
- ▶ Free Cash Flow lower in Q2 and Q4 due to timing of semi-annual interest payments

2023 Capital Allocation Framework

Supported by Free Cash Flow Generation

- ▶ Committed to investment grade rating
- ▶ Paydown of scheduled maturities totaling ~\$1.3B and incremental debt paydown
- ▶ Expected annual dividend of \$0.48 per share

Proceeds from Planned Divestitures Expected to Provide Additional Flexibility

- ▶ Incremental debt paydown to reach gross leverage target of 3.0x
- ▶ Share buybacks (\$250M completed)
- ▶ Continue to pursue disciplined bolt-ons / tuck-ins

Anticipate Increasing 2023 Capital Return by >40% vs 2022,
Representing a Minimum Payout of ~33% of the 2023 FCF Guidance Midpoint

Note: For non-GAAP measures, see slide 3



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Appendix



Q1 2023 Select Key Product Net Sales, on a Consolidated Basis

(Unaudited; in millions)

(\$M)	Q1 2023
Select Key Global Products	
Lipitor®	\$417.9
Norvasc®	202.7
Lyrica®	144.3
Viagra®	115.0
EpiPen® Auto-Injectors	95.8
Celebrex®	88.8
Creon®	72.7
Effexor®	64.6
Zoloft®	56.5
Xalabrand	46.7

(\$M)	Q1 2023
Select Key Segment Products	
Dymista®	\$53.2
Yupelri®	47.0
Xanax®	39.7
Amitiza®	36.6

(a) The Company does not disclose net sales for any products considered competitively sensitive.

(b) Products disclosed may change in future periods, including as a result of seasonality, competition or new product launches.

(c) Amounts for the three months ended March 31, 2023 include the unfavorable impact of foreign currency translations compared to the prior year period.

GAAP / Non-GAAP Reconciliations



Full-Year 2023 Guidance Items

(Unaudited; in millions)

	GAAP	Non-GAAP
Total Revenues	\$15,500 - \$16,000	N/A
Adjusted EBITDA	N/A	\$5,000 - \$5,400
Net Cash provided by Operating Activities	\$2,800 - \$3,100	N/A
Free Cash Flow	N/A	\$2,300 - \$2,700

Note: For non-GAAP measures, see slide 3

- (1) Includes the full-year expected performance for the planned divestitures and excludes any potential related costs, such as taxes and transaction costs, as well as any similar costs related to the eye care acquisitions. Also excludes any future acquired IPR&D for unsigned deals.

Reconciliation of Estimated 2023 U.S. GAAP Net Cash Provided by Operating Activities to Free Cash Flow

(Unaudited; in millions)

Estimated U.S. GAAP Net Cash provided by Operating Activities ⁽¹⁾	\$2,800 - \$3,100
Less: Capital Expenditures	<u>(\$400) - (\$500)</u>
Free Cash Flow ⁽¹⁾	\$2,300 - \$2,700

Note: For non-GAAP measures, see slide 3

(1) Includes the full-year expected performance for the planned divestitures and excludes any potential related costs, such as taxes and transaction costs, as well as any similar costs related to the eye care acquisitions. Also excludes any future acquired IPR&D for unsigned deals.

Adjusted Net Earnings

	Three Months Ended March 31,	
	2023	2022
U.S. GAAP net earnings.....	\$ 224.7	\$ 399.2
Purchase accounting related amortization (primarily included in cost of sales) (a).....	653.3	658.9
Litigation settlements and other contingencies, net.....	0.6	6.2
Interest expense (primarily amortization of premiums and discounts on long term debt).....	(10.3)	(13.7)
Clean energy investments pre-tax gain.....	-	(0.1)
Acquisition and divestiture related costs (primarily included in SG&A) (b).....	58.1	84.7
Restructuring related costs (c).....	9.7	16.8
Share-based compensation expense.....	42.6	28.3
Other special items included in:		
Cost of sales (d).....	38.8	41.0
Research and development expense.....	2.0	0.3
Selling, general and administrative expense.....	14.9	7.4
Other expense, net (e).....	(21.8)	(1.5)
Tax effect of the above items and other income tax related items (f).....	(79.7)	(102.2)
Adjusted net earnings.....	<u>\$ 932.9</u>	<u>\$ 1,125.3</u>

Significant items include the following:

- For the three months ended March 31, 2023, charges include an intangible asset charge of approximately \$32.0 million related to the potential divestiture of the Upjohn Distributor Markets to write down the disposal group to fair value, less cost to sell. Also includes amortization of the step-up in the fair value of inventory related to the Oyster Point acquisition of approximately \$7.3 million.
- Acquisition and divestiture related costs consist primarily of transaction costs including legal and consulting fees and integration activities.
- For the three months ended March 31, 2023, charges include approximately \$10.9 million in cost of sales and approximately \$(1.2) million in SG&A.
- For the three months ended March 31, 2023, charges include incremental manufacturing variances at plants in the 2020 restructuring program of approximately \$22.7 million and inventory reserves related to the potential divestiture of the Upjohn Distributor Markets of approximately \$9.2 million.
- For the three months ended March 31, 2023, includes a gain of approximately \$18.9 million as a result of remeasuring our pre-existing 13.5% equity interest in Famy Life Sciences to fair value.
- Adjusted for charges for uncertain tax positions.

Net Earnings to Adjusted EBITDA

	Three Months Ended	
	March 31,	
	2023	2022
U.S. GAAP net earnings.....	\$ 224.7	\$ 399.2
Add / (deduct) adjustments:		
Net contribution attributable to equity method investments.....	-	(0.1)
Income tax provision.....	98.0	128.3
Interest expense (a).....	147.0	146.2
Depreciation and amortization (b).....	730.0	736.0
EBITDA.....	\$ 1,199.7	\$ 1,409.6
Add adjustments:		
Share-based compensation expense	42.6	28.3
Litigation settlements and other contingencies, net.....	0.6	6.2
Restructuring, acquisition and divestiture related and other special items (c).....	98.0	142.2
Adjusted EBITDA.....	<u>\$ 1,340.9</u>	<u>\$ 1,586.3</u>

- (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 Earnings to Adjusted Net Earnings.

Summary of Total Revenues by Segment

	Three Months Ended									
	March 31,									
	2023	2022	% Change	2023 Currency Impact ⁽¹⁾	2023 Constant Currency Revenues	Constant Currency % Change ⁽²⁾	2022 Biosimilars ⁽³⁾	2022 Adjusted Ex Biosimilars ⁽⁴⁾	Divestiture Adjusted Operational Change ⁽⁵⁾	
Net sales										
Developed Markets	\$ 2,170.4	\$ 2,476.1	(12)%	\$ 73.2	\$ 2,243.6	(9)%	\$ 144.6	\$ 2,331.5	(4)%	
Greater China.....	564.6	573.1	(1)%	35.0	599.6	5 %	0.1	573.0	5 %	
JANZ.....	342.2	423.8	(19)%	33.6	375.8	(11)%	4.6	419.2	(10)%	
Emerging Markets	641.9	705.2	(9)%	55.3	697.2	(1)%	15.5	689.7	1 %	
Total net sales.....	\$ 3,719.1	\$ 4,178.2	(11)%	\$ 197.1	\$ 3,916.2	(6)%	\$ 164.8	\$ 4,013.4	(2)%	
Other revenues (6).....	10.0	13.5	NM	0.3	10.3	NM				
Consolidated total revenues (7).....	\$ 3,729.1	\$ 4,191.7	(11)%	\$ 197.4	\$ 3,926.5	(6)%				

(1) Currency impact is shown as unfavorable (favorable).

(2) The constant currency percentage change 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 2023 constant currency net sales or revenues to the corresponding amount in the prior year.

(3) Represents biosimilars net sales in the relevant period.

(4) Represents U.S. GAAP net sales minus 2022 biosimilars net sales for the relevant period.

(5) See Key References on slide 3.

(6) For the three months ended March 31, 2023, other revenues in Developed Markets, JANZ, and Emerging Markets were approximately \$7.1 million, \$0.2 million, and \$2.7 million, respectively.

(7) Amounts exclude intersegment revenue which eliminates on a consolidated basis.

Cost of Sales

	Three Months Ended	
	March 31,	
	2023	2022
U.S. GAAP cost of sales.....	\$ 2,186.9	\$ 2,420.5
Deduct:		
Purchase accounting related amortization.....	(653.4)	(658.8)
Acquisition and divestiture related items.....	(5.0)	(9.0)
Restructuring related costs.....	(10.9)	(13.1)
Share-based compensation expense.....	(0.6)	(0.3)
Other special items.....	(38.8)	(41.0)
Adjusted cost of sales.....	<u>\$ 1,478.2</u>	<u>\$ 1,698.3</u>
Adjusted gross profit (a).....	<u>\$ 2,250.9</u>	<u>\$ 2,493.4</u>
Adjusted gross margin (a).....	<u>60 %</u>	<u>59 %</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	
	March 31,	
	2023	2022
U.S. GAAP R&D.....	\$ 182.9	\$ 142.3
Deduct:		
Acquisition and divestiture related costs.....	(2.0)	(2.0)
Share-based compensation expense.....	(1.6)	(1.4)
SG&A and R&D TSA reimbursement (a).....	(10.3)	-
Other special items.....	(2.0)	(0.3)
Adjusted R&D.....	<u>\$ 167.0</u>	<u>\$ 138.6</u>
Adjusted R&D as % of total revenues.....	<u>4 %</u>	<u>3 %</u>

(a) See SG&A and R&D TSA Reimbursement on slide 3.

SG&A

	Three Months Ended	
	March 31,	
	2023	2022
U.S. GAAP SG&A.....	\$ 958.9	\$ 915.3
Add / (Deduct):		
Acquisition and divestiture related costs.....	(51.1)	(73.8)
Restructuring and related costs.....	1.2	(3.7)
Purchase accounting amortization and other related items.....	-	(0.1)
Share-based compensation expense.....	(40.3)	(26.5)
SG&A and R&D TSA reimbursement (a).....	(24.4)	-
Other special items and reclassifications.....	(14.9)	(7.4)
Adjusted SG&A.....	<u>\$ 829.4</u>	<u>\$ 803.8</u>
Adjusted SG&A as % of total revenues.....	<u>22 %</u>	<u>19 %</u>

(a) See SG&A and R&D TSA Reimbursement on slide 3.

Total Operating Expenses

	Three Months Ended	
	March 31,	
	2023	2022
U.S. GAAP total operating expenses.....	\$ 1,142.4	\$ 1,063.8
Deduct:.....		
Litigation settlements and other contingencies, net.....	(0.6)	(6.2)
R&D adjustments.....	(15.9)	(3.7)
SG&A adjustments.....	(129.5)	(111.5)
Adjusted total operating expenses.....	<u>\$ 996.4</u>	<u>\$ 942.4</u>
Adjusted earnings from operations (a).....	<u>\$ 1,254.5</u>	<u>\$ 1,551.0</u>

(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	
	March 31,	
	2023	2022
U.S. GAAP interest expense.....	\$ 147.0	\$ 146.2
Add / (Deduct):		
Accretion of contingent consideration liability.....	(2.2)	(2.0)
Amortization of premiums and discounts on long-term debt.....	13.5	16.8
Other special items.....	(1.0)	(1.1)
Adjusted interest expense.....	<u>\$ 157.3</u>	<u>\$ 159.9</u>

Other (Income) Expense, Net

	Three Months Ended	
	March 31,	
	2023	2022
U.S. GAAP other (income) expense, net.....	\$ (69.9)	\$ 33.7
Add:		
Clean energy investments pre-tax gain (a).....	-	0.1
Famy Life Sciences gain (remeasurement of original investment).....	18.9	-
SG&A and R&D TSA reimbursement (b).....	34.7	-
Other items.....	2.9	1.5
Adjusted other (income) expense, net.....	<u>\$ (13.4)</u>	<u>\$ 35.3</u>

(a) Adjustment represents exclusion of activity related to Viatrix' 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.
(b) See SG&A and R&D TSA Reimbursement on slide 3.

Earnings Before Income Taxes and Income Tax Provision

	Three Months Ended	
	March 31,	
	2023	2022
U.S. GAAP earnings before income taxes.....	\$ 322.7	\$ 527.5
Total pre-tax non-GAAP adjustments.....	787.9	828.3
Adjusted earnings before income taxes.....	<u>\$ 1,110.6</u>	<u>\$ 1,355.8</u>
U.S. GAAP income tax provision.....	\$ 98.0	\$ 128.3
Adjusted tax expense.....	79.7	102.2
Adjusted income tax provision.....	<u>\$ 177.7</u>	<u>\$ 230.5</u>
Adjusted effective tax rate.....	<u>16.0 %</u>	<u>17.0 %</u>

Free Cash Flow over the Last 9 Quarters

	Year Ended		Three Months Ended	Free Cash Flow over the last 9 quarters
	December 31, 2021	December 31, 2022	March 31, 2023	
U.S. GAAP net cash provided by operating activities	\$3,017	\$2,953	\$971	\$6,941
Less: Capital expenditures	(457)	(406)	(48)	(911)
Free cash flow	<u>\$2,560</u>	<u>\$2,547</u>	<u>\$923</u>	<u>\$6,030</u>

Gross Leverage - Debt to Adjusted EBITDA

Gross Leverage Ratio is the ratio of Viatis' total debt at notional amounts at March 31, 2023 to the sum of Viatis' adjusted EBITDA for the quarters ended June 30, 2022, September 30, 2022, December 31, 2022 and March 31, 2023.

	Three Months Ended				Twelve Months Ended
	June 30, 2022	September 30, 2022	December 31, 2022	March 31, 2023	March 31, 2023
Adjusted EBITDA.....	\$ 1,482.1	\$ 1,497.8	\$ 1,210.6	\$ 1,340.9	\$ 5,531.4
Reported debt balances:					
Long-term debt, including current portion.....					18,569.5
Short-term borrowings and other current obligations.....					204.6
Total.....					18,774.1
Add / (deduct):					
Net premiums on various debt issuances.....					(572.6)
Deferred financing fees.....					34.3
Total debt at notional amounts.....					\$ 18,235.8
Gross debt to adjusted EBITDA.....					3.3 x

Long-term Gross Leverage Target

The stated forward-looking non-GAAP financial measure of long-term gross leverage target of 3.0x, with a range of 2.8x – 3.2x, is based on the ratio of (i) targeted notional gross debt and (ii) targeted Adjusted EBITDA. However, the Company has not quantified future amounts to develop this target but has stated its goal to manage notional gross debt and adjusted earnings and adjusted EBITDA over time in order to generally maintain or reach the target. This target does not reflect Company guidance.

Net Earnings to Adjusted EBITDA

	Three Months Ended			
	June 30, 2022	September 30, 2022	December 31, 2022	March 31, 2023
U.S. GAAP net earnings.....	\$ 313.9	\$ 354.3	\$ 1,011.2	\$ 224.7
Add adjustments:				
Net contribution attributable to equity method investments.....	0.1	-	-	-
Income tax provision.....	75.4	73.2	457.7	98.0
Interest expense.....	145.9	153.2	147.1	147.0
Depreciation and amortization.....	722.3	699.5	869.8	730.0
EBITDA.....	\$ 1,257.6	\$ 1,280.2	\$ 2,485.8	\$ 1,199.7
Add / (deduct) adjustments:				
Share-based compensation expense	29.4	29.1	29.6	42.6
Litigation settlements and other contingencies, net.....	10.9	(3.9)	(8.8)	0.6
Biocon Biologics gain on divestiture.....	-	-	(1,754.1)	-
Impairment of goodwill related to assets held for sale.....	-	-	117.0	-
Restructuring, acquisition related and other special items.....	184.2	192.4	341.1	98.0
Adjusted EBITDA.....	\$ 1,482.1	\$ 1,497.8	\$ 1,210.6	\$ 1,340.9

Gross Leverage - Debt to Adjusted EBITDA - Q4 2022

	Year Ended
	December 31, 2022
Adjusted EBITDA (a)	\$ 5,776.8
Reported debt balances:	
Long-term debt, including current portion.....	19,265.7
Short-term borrowings and other current obligations.....	-
Total.....	19,265.7
Add / (deduct):	
Net premiums on various debt issuances.....	(583.8)
Deferred financing fees.....	35.7
Fair value adjustment for hedged debt.....	(0.6)
Total debt at notional amounts.....	<u>\$ 18,717.0</u>
Gross debt to adjusted EBITDA.....	3.2 x

(a) See Q4 2022 reconciliation from U.S. GAAP Net Earnings to Adjusted EBITDA in the subsequent table.

Net Earnings to Adjusted EBITDA - Q4 2022

	Year ended
	December 31, 2022
U.S. GAAP net earnings.....	\$ 2,078.6
Add adjustments:	
Income tax provision.....	734.6
Interest expense (a).....	592.4
Depreciation and amortization (b).....	<u>3,027.6</u>
EBITDA.....	6,433.2
Add / (deduct) adjustments:	
Share-based compensation expense.....	116.4
Litigation settlements and other contingencies, net.....	4.4
Biocon Biologics gain on divestiture.....	(1,754.1)
Impairment of goodwill related to assets held for sale.....	117.0
Restructuring, acquisition and divestiture related and other special items.....	<u>859.9</u>
Adjusted EBITDA.....	<u><u>\$ 5,776.8</u></u>

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

(b) Includes purchase accounting related amortization.

Gross Leverage - Debt to Adjusted EBITDA - Q4 2021

	Year Ended
	December 31, 2021
Adjusted EBITDA (a)	\$ 6,426.1
Reported debt balances:	
Long-term debt, including current portion.....	21,577.4
Short-term borrowings and other current obligations.....	1,493.0
Total.....	23,070.4
Add / (deduct):	
Net premiums on various debt issuances.....	(651.6)
Deferred financing fees.....	42.4
Fair value adjustment for hedged debt.....	(16.3)
Total debt at notional amounts.....	\$ 22,444.9
Gross debt to adjusted EBITDA.....	3.5 x

(a) See Q4 2021 reconciliation from U.S. GAAP Net Loss to Adjusted EBITDA in the subsequent table. Beginning in 2022, the Company no longer excludes upfront and milestone related R&D expenses from adjusted EBITDA. For purposes of calculating the gross leverage ratio, adjusted EBITDA for prior periods has not been revised as the impact of this change was immaterial to the report gross leverage ratio for those periods.

Net Loss to Adjusted EBITDA - Q4 2021

	Year ended
	December 31, 2021
U.S. GAAP net loss.....	\$ (1,269.1)
Add / (deduct) adjustments:	
Net contribution attributable to equity method investments.....	61.9
Income tax provision.....	604.7
Interest expense (a).....	636.2
Depreciation and amortization (b).....	<u>4,506.5</u>
EBITDA.....	4,540.2
Add adjustments:	
Share-based compensation expense.....	111.2
Litigation settlements and other contingencies, net.....	329.2
Restructuring, acquisition related and other special items.....	<u>1,445.5</u>
Adjusted EBITDA.....	<u>\$ 6,426.1</u>

(a) Includes clean energy investment financing and accretion of contingent consideration.

(b) Includes purchase accounting related amortization.

Gross Leverage - Debt to Combined Adjusted EBITDA - Q4 2020

	Year Ended
	December 31, 2020
Combined Adjusted EBITDA (a)	\$ 6,807.2
Reported debt balances:	
Long-term debt, including current portion.....	24,685.5
Short-term borrowings and other current obligations.....	1,100.9
Total.....	25,786.4
Add / (deduct):	
Net premiums on various debt issuances.....	(731.4)
Deferred financing fees.....	49.2
Fair value adjustment for hedged debt.....	(31.6)
Total debt at notional amounts.....	\$ 25,072.6
Gross debt to adjusted EBITDA.....	3.7 x

(a) See Q4 2020 reconciliation from U.S. GAAP Net Loss to Combined Adjusted EBITDA in the subsequent table. Beginning in 2022, the Company no longer excludes upfront and milestone related R&D expenses from adjusted EBITDA. For purposes of calculating the gross leverage ratio, adjusted EBITDA for prior periods has not been revised as the impact of this change was immaterial to the report gross leverage ratio for those periods.

Net Loss to Combined Adjusted EBITDA - Q4 2020

	Year ended
	December 31, 2020
U.S. GAAP net loss.....	\$ (669.9)
Add / (deduct) adjustments:	
Net contribution attributable to equity method investments.....	48.4
Income tax benefit	(51.3)
Interest expense (a).....	497.8
Depreciation and amortization (b).....	2,216.1
EBITDA.....	2,041.1
Add adjustments:	
Share-based compensation expense.....	79.2
Litigation settlements and other contingencies, net.....	107.8
Restructuring, acquisition related and other special items.....	1,426.0
Viатris Adjusted EBITDA.....	3,654.1
Upjohn Adjusted EBITDA for nine months ended September 30, 2020.....	2,806.0
	6,460.1
Upjohn estimated Adjusted EBITDA (c)	347.1
Combined Adjusted EBITDA.....	<u>\$ 6,807.2</u>

(a) Includes clean energy investment financing and accretion of contingent consideration.

(b) Includes purchase accounting related amortization.

(c) Amount represents an estimate of Upjohn's Adjusted EBITDA for the period from October 1, 2020, through the closing of the Combination, including estimated adjustments.