NOVARTIS AG Form 6-K January 21, 2005

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 6-K

### REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 or 15d-16 OF THE SECURITIES EXCHANGE ACT OF 1934

Report on Form 6-K dated January 20, 2005 (Commission File No. 1-15024)

# **Novartis AG**

(Name of Registrant)

Lichtstrasse 35 4056 Basel Switzerland

(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

**Form 20-F: ý** Form 40-F: o

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes: o No: ý

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes: o No: ý

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes: o No: ý

Enclosure: Press release dated January 20, 2005 announcing Novartis' results for the fourth quarter and the full year 2004

#### **Novartis International AG**

Novartis Global Communications CH-4002 Basel Switzerland

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Novartis delivers record results with strong double-digit net sales and earnings growth in 2004

Pharmaceuticals, led by the innovative, fast-growing oncology and cardiology franchises, drives expansion with market share gains

### **Key figures**

	2004		2003	2003		nge
	USD m	% of net sales	USD m	% of net sales	USD	lc <sup>1</sup>
Net sales	28 247		24 864		14	9
Pharmaceutical net sales	18 497		16 020		15	10
Consumer Health net sales	9 750		8 844		10	5
Operating income	6 539	23.1	5 889	23.7	11	
Net income	5 767	20.4	5 016	20.2	15	
Basic earnings per share/ADS	USD 2.36		USD 2.03		16	
Proposed dividend	CHF 1.05		CHF 1.00		5	
Fourth quarter						
	Q4 2004	ŀ	Q4 2003	•	% Chai	nge
	USD m	% of net sales	USD m	% of net sales	USD	lc
Net sales	7 578		6 730		13	8
Pharmaceutical net sales	4 969		4 379		13	9
Consumer Health net sales	2 609		2 351		11	6
	1 524	20.2	1 606	23.9	-4	
Operating income	1 534	20.2	1 000			
Operating income Net income	1 378	18.2	1 360	20.2	1	

#### 1 lc Local currencies

All product names appearing in italics are trademarks of Novartis Group Companies

Unless otherwise stated, growth rates are in USD and comments refer to full-year 2004 figures

Group net sales up 14% (+9% lc) with both Pharmaceuticals and Consumer Health growing at double-digit rates in US dollars

Pharmaceuticals continues to gain market share, net sales rise 15% (+10% lc)

1

Consumer Health net sales advance 10% (+5% lc) as OTC, Medical Nutrition and Animal Health gain market share and offset slower net sales growth in Sandoz, affected by comparison to strong 2003

Operating income climbs 11% due to robust business expansion

Net income up 15% based on strong operating performance

Earnings per share rises 16% in USD, proposed 2004 dividend per share increases to CHF 1.05

Basel, January 20, 2005 Commenting on the full-year results published today, Dr. Daniel Vasella, Chairman and CEO of Novartis, said,"Our innovation-focused strategy of bringing novel medicines to patients and the expertise and commitment of our associates delivered another record year of sustained, above-market growth. Pharmaceuticals, led by our innovative and fast-growing cancer and cardiovascular franchises, posted a double-digit rise in sales and operating income, with market share expanding globally. We have continued to enhance R&D productivity, resulting in a pipeline ranked as one of the most valuable in the industry. Despite challenging industry conditions, our outlook for 2005 remains strong, and we expect to deliver again a competitive performance with record sales and strong earnings."

#### Net sales

#### Group net sales up 14% to USD 28.2 billion

Net sales rose 14% (+9% in local currencies, or lc) to USD 28.2 billion as strong results were recorded in both Pharmaceuticals and Consumer Health, where OTC and Medical Nutrition offset lower net sales growth in the Sandoz generics business. Volume increases were the primary driver, contributing eight percentage points to net sales growth. Currency benefits added five percentage points, while acquisitions added one percentage point and price increases across the Group were insignificant (<1%). Pharmaceuticals accounted for 65% of total Group net sales and Consumer Health 35%. Geographically, the US accounted for 40% of total Group net sales, Europe 36% and other regions for 24%.

### Pharmaceuticals net sales rise 15% to USD 18.5 billion

The Pharmaceuticals Division, bolstered by the five blockbusters *Diovan, Gleevec/Glivec, Lamisil, Zometa* and *Neoral*, reported a net sales increase of 15% (+10% lc) amid outstanding performances from top-selling prescription drugs in both the Primary Care and Specialty Medicines portfolios and above-average growth in several key markets. Most therapeutic areas expanded at double-digit rates in US dollars. Volume expansion contributed 10 percentage points, while currency benefits added five percentage points. Price changes had little impact.

Total net sales of strategic franchise products (Pharmaceutical sales excluding mature products) rose 21% (+16% lc) to USD 15.4 billion as seven of the top ten drugs delivered robust double-digit sales increases. Primary Care (excluding Mature Products) reported a net sales increase of 21% (+17% lc), led by the strong cardiovascular franchise (+21%, +17% lc), with the ongoing growth of the antihypertensive medicines *Diovan*, the No. 1 angiotensin receptor blocker (ARB) and No. 2 branded antihypertensive worldwide that exceeded USD 3 billion in yearly sales, and *Lotrel*, the No. 1 branded US combination high blood pressure treatment. Net sales in Specialty Medicines, which includes our activities in Oncology, Transplantation & Immunology, and Ophthalmics, rose 22% (+15% lc) and accounted for 33% of Pharmaceuticals net sales versus 31% in 2003. The Oncology franchise reported a 28% (+22% lc) advance, ranking as one of the fastest-growing businesses in its sector. The key oncology drugs *Gleevec/Glivec*, *Zometa* and *Femara* delivered dynamic growth as new data were presented during 2004 that continued to demonstrate benefits to patients. Mature products reported a 7% decline (-12% lc) in net sales to USD 3.1 billion.

All regions performed well despite challenging market conditions. The US reported a 12% net sales increase. In Europe, net sales rose 19% (+8% lc), while net sales were up 16% (+8% lc) in Japan and 18% (+18% lc) in Latin America. Net sales in many of these regions outpaced local market average growth rates. Novartis increased its share of the global health-care market to 4.5% for the first 11 months of 2004, up from 4.42% in the year-ago period, according to IMS Health, which reported a 6.6% increase in worldwide pharmaceutical sales for the same period in 2004.

#### Consumer Health net sales up 10% to USD 9.8 billion

Net sales rose 10% (+5% lc) to USD 9.8 billion as a double-digit net sales expansion in US dollars in OTC, Animal Health and Medical Nutrition offset slower growth in Sandoz, Infant & Baby and CIBA Vision. Volume expansion overall in Consumer Health contributed two percentage points to growth, while currencies added five percentage points and acquisitions three percentage points. Price increases, on average, were insignificant. Sandoz net sales rose 5% (-1% lc) to USD 3.0 billion following an exceptionally strong 2003 performance driven by the launch of the antibiotic *AmoxC* in the US. Competitive pricing pressures also emerged during 2004, especially in the US and Germany. Strong performances from key strategic brands led to higher net sales in OTC, while Animal Health net sales were supported by double-digit growth in the companion animal franchise. Medical Nutrition net sales rose particularly fast following the successful completion of the Mead Johnson acquisition in February 2004. Infant & Baby net sales outpaced industry growth. CIBA Vision net sales advanced due to growth of the *Dailies*® and *Night&Day* contact lenses.

#### **Operating income**

### Full year

	20	2004		2003	
	USD m	% of net sales	USD m	% of net sales	Change in %
Pharmaceuticals	5 253	28.4	4 423	27.6	19
Consumer Health	1 181	12.1	1 320	14.9	-11
Corporate income & expense, net	105		146		-28
Total	6 539	23.1	5 889	23.7	11

#### Fourth quarter

	Q4 20	004	Q4 2	003	
	USD m	% of net sales	USD m	% of net sales	Change in %
Pharmaceuticals	1 251	25.2	1 174	26.8	7
Consumer Health	184	<b>7.1</b>	330	14.0	-44
Corporate income & expense, net	99		102		-3
Total	1 534	20.2	1 606	23.9	-4

#### Group operating income up 11% to USD 6.5 billion

Operating income advanced 11%, supported by strong volume expansion of leading Pharmaceutical products. Most categories of functional expenses had a positive impact on the operating margin. Cost of Goods Sold (COGS) rose 12%, but declined as a percentage of net sales by 0.2 percentage points to 23.5%, owing mainly to efficiency gains and better product mix in Pharmaceuticals. Marketing & Sales fell 0.2 percentage points to 31.4% of net sales based primarily on sales-force productivity improvements, while Research & Development rose by 12% to USD 4.2 billion, but declined 0.2 percentage points to 14.9% of net sales following fewer upfront development costs. General & Administrative expenses also rose at a slower pace than net sales, accounting for 5.5% of net sales. The

Group operating margin, however, fell 0.6 percentage points to 23.1% from 23.7% in 2003 based mainly on one-time charges in Sandoz, Medical Nutrition and Animal Health that led to higher Other Expenses.

### Pharmaceuticals operating income climbs 19% to USD 5.3 billion

In Pharmaceuticals, operating income expanded significantly faster than net sales, rising 19% to USD 5.3 billion. This resulted in a margin expansion of 0.8 percentage points to 28.4% of net sales from 27.6% in 2003. An improvement of 0.8 percentage points in Cost of Goods Sold (COGS) as a percentage of net sales, mainly from productivity gains and improved product mix, was an important contributor. Marketing & Sales expenses as a percentage of net sales fell 0.2 percentage points to 33.0% of net sales based in part on sales-force productivity improvements, particularly in the US. Research & Development expenses rose 13% on investments in the Novartis Institutes for BioMedical Research (NIBR) and late-stage clinical trial programs. However, R&D expenses declined 0.4 percentage points to 18.8% of net sales as fewer upfront development costs were paid compared to 2003. Other Operating Expenses increased 56% as a result of several factors, including a decline of USD 171 million in hedging gains and lower income from product divestments compared to 2003, which included a one-time gain of USD 178 million from the sale of the *Fioricet/Fiorinal* product line. General & Administrative costs fell to 3.5% of net sales from 3.6% in 2003.

### Consumer Health operating income declines 11% to USD 1.2 billion

Operating income declined 11% to USD 1.2 billion despite strong expansion in OTC, Animal Health and CIBA Vision. One-off charges of USD 120 million were recorded, which included USD 37 million in restructuring charges and related impairments on property, plant & equipment at Sandoz, a one-time inventory write-down of USD 18 million in Animal Health, one-time costs of USD 14 million associated with the acquisition of Mead Johnson and the creation of a USD 51 million provision in Medical Nutrition to cover legal liabilities related to an investigation by the US Department of Justice in the US enteral pump market. Novartis Nutrition Corporation is currently in the process of negotiating a possible settlement of that portion of the investigation directed against it. Excluding these one-off items, operating income would have declined 1% to USD 1.3 billion and the operating margin would have been 13.3% of net sales compared to 14.9% in 2003.

#### Group net income up 15% to USD 5.8 billion

Net income grew 15% to USD 5.8 billion in 2004 from USD 5.0 billion in 2003. As a percentage of net sales, net income rose to 20.4% compared to 20.2% in the year-ago period based on the strong improvement in operating income.

#### Group outlook (barring any unforeseen events)

Novartis expects to gain further market share in 2005 and remain one of the fastest-growing pharmaceutical companies, delivering high single-digit net sales growth for the Group and Pharmaceuticals in local currencies.

In 2005, Novartis anticipates to expense share-based compensation. Barring any unforeseen events, Group operating and net income should reach new record levels on a comparable basis.

#### Pharmaceutical business and key product highlights

(Note: All net sales percentage figures refer to full-year 2004 results)

### **Primary Care**

*Diovan* (+28%; +22% lc; +20% US) maintained a strong growth rate in 2004 in the US and worldwide with sales exceeding USD 3 billion, reaffirming its position as the world's leading angiotensin receptor blocker (ARB) and one of the fastest-growing branded hypertension medicines. In the US, *Diovan* reached 2.6% of the US broad antihypertension market segment and 38.5% of the ARB therapeutic category (IMS Health data as of December 2004), which is expected to remain one of the most dynamic pharmaceutical categories in the coming years. Net sales growth has been driven primarily by data from recent successful outcome trials, the global rollout of more effective doses and the recent launch of a Novartis-sponsored hypertension awareness program in the US. Novartis recently received an approvable letter from the US Food and Drug Administration (FDA) for *Diovan* to treat high-risk heart attack patients, an indication already approved in 27 countries, including the UK. Approval is pending further discussions with the FDA.

*Lotrel* (+18% US), the No. 1 US fixed combination treatment for hypertension, delivered double-digit net sales growth in 2004 amid an increased focus on the efficacy of antihypertension agents in the US. *Lotrel* has expanded its position as the No. 1 branded combination therapy, a position held since 2002, based on greater awareness of the need for patients to achieve lower blood pressure goals set by national guidelines. *Lotrel*, which is sold only in the US, also benefited from the US hypertension awareness program.

*Lamisil* (+19%; +14% lc; +23% US), the leading treatment worldwide for fungal nail infections, achieved net sales of more than USD 1 billion for the first time after extending its US market segment leadership position to a high of 72% (IMS Health data as of November 2004). Higher disease awareness in the US and in leading European markets were key growth drivers.

*Elidel* (+49%; +47% lc; +36% US), the world's No. 1 branded prescription agent for eczema, outperformed the market segment growth (+54% *Elidel* vs. 7.8% IMS top 16 countries as of October 2004) to deliver excellent net sales. In 2004, the influential UK National Institute for Clinical Excellence (NICE) recommended the use of *Elidel*, which is now available in approximately 90 countries worldwide, for treating appropriate cases of eczema.

**Zelnorm/Zelmac** (+81%; +80% lc +89% US), a breakthrough therapy for irritable bowel syndrome (IBS) with constipation (IBS-C) and the first and only prescription medicine for chronic idiopathic constipation, reached USD 299 million in net sales. A key driver has been increasing patient and physician awareness of the availability of a medicine to treat these diseases effectively. Results of the ZENSAA study published in 2004 showed the treatment to be highly effective as a repeat treatment for women with IBS and additionally demonstrated dramatic improvements in important quality of life measures. This study was the basis for resubmission in the European Union in October 2004, with a decision expected in 2005. The US Food and Drug Administration (FDA) granted approval in August 2004 for the additional indication of treating chronic idiopathic constipation in both men and women under age 65.

#### **Specialty Medicines**

#### Oncology

*Gleevec/Glivec* (+45%; +36% lc; +23% US), for all stages of Philadelphia-chromosome positive (Ph+) chronic myeloid leukemia (CML) and certain forms of gastro-intestinal stromal tumors (GIST), continued to grow dynamically amid further penetration of both the CML and GIST markets as well as continued increases in the average daily dose. New data presented at the American Society of

Hematology meeting in December demonstrated that most newly diagnosed patients with Ph+ CML receiving 400 mg daily maintained their response to therapy long term. A separate study found patients receiving 800 mg daily had better outcomes compared to patients receiving 400 mg daily. In addition, encouraging data on the use of *Gleevec/Glivec* in the treatment of Ph+ acute lymphoblastic leukemia (ALL) and gliobastoma multiforme (GBM) were presented at major medical meetings in the fourth quarter. The *Glivec* International Patient Assistance Program is now open in 71 countries, and the combined *Gleevec/Glivec* patient assistance programs are providing treatments to more than 10,000 patients worldwide who otherwise would not have access to this innovative therapy.

**Zometa** (+21%; +17% lc; +10% US), the top intravenous bisphosphonate for bone metastases, achieved blockbuster status in 2004 by continuing to post solid growth despite challenges related to US Medicare reimbursement policy and increasing competition as well as high penetration rates in breast cancer and myeloma. **Zometa** continued to make progress on increasing the use of intravenous (IV) bisphosphonates in the treatment of prostate and lung cancer patients, two of the most common forms of cancer worldwide.

**Femara** (+70%; +62% lc; +137% US), a leading therapy for early and advanced breast cancer in postmenopausal women, generated high double-digit growth in 2004. *Femara* has now been approved in 20 countries, including the US, for a new indication as the only post-tamoxifen treatment for early breast cancer based on the landmark MA-17 study, which showed *Femara*significantly increases a woman's chance of staying cancer-free following five years of adjuvant (post-surgery) tamoxifen therapy. Important new data from the BIG 1-98 study comparing *Femara* with tamoxifen during the first five years following breast cancer surgery are planned to be presented on January 26, 2005, at the Primary Therapy of Early Breast Cancer conference in St. Gallen, Switzerland.

#### **Ophthalmics**

Net sales rose 25% (+19% lc) based on a continued strong performance from *Visudyne* (+25%; +20% lc; +15% US), the world's leading treatment for "wet" AMD (age-related macular degeneration), the leading cause of blindness in people over age 50 in developed countries. Improved US Medicare reimbursement for additional lesion types supported US sales growth, while sales in Europe remained strong.

#### **Transplantation**

Sales rose 1% (-5% lc) as the *Neoral/Sandimmune* franchise (-1%; -7% lc; -17% US) maintained relatively flat net sales worldwide amid market share gains in the US liver transplant segment and despite an overall slow erosion by generic competition in the US and some other key markets. *Myfortic*, an immunosuppressant used in kidney transplant patients, was launched in over 40 countries, including the US, and continued to gain market share. *Certican*, a novel proliferation signal inhibitor, received European Union Mutual Recognition Procedure review from 10 new EU accession countries and was approved in Australia. Novartis celebrated its 20 years of experience in transplantation in 2004 at the International Society of Transplantation meeting in Vienna.

### Corporate

### Corporate income & expense, net

Net corporate income totaled USD 105 million in 2004 compared to income of USD 146 million in 2003, primarily the result of lower pension income.

#### Financial income, net

Despite the ongoing low-yield environment, net financial income was USD 227 million compared to USD 379 million in 2003. The overall return on net liquidity was 3.4% compared to 5.2% in the year-ago period.

#### Result from associated companies

Income from associated companies increased to USD 142 million from an expense of USD 200 million in 2003. The Group's 42.5% interest in Chiron (at December 31, 2004) contributed pre-tax income of USD 33 million compared to USD 134 million in 2003. The reduction was a result of manufacturing production issues at a Chiron site in the United Kingdom that prevented Chiron from delivering flu vaccines to the US for the 2004/2005 flu season. An interest of just under one-third of the Roche voting shares, which represents a 6.3% interest in the total equity of Roche, generated pre-tax income of USD 97 million following a pre-tax loss of USD 354 million in 2003 as Roche's results improved significantly. The pre-tax income for 2004 reflects an estimate of the Group's share of Roche's 2004 pre-tax income, which is USD 399 million (including a positive prior-year adjustment of USD 30 million), reduced by a goodwill and intangible amortization charge of USD 302 million arising from the allocation of the purchase price to property, plant & equipment, intangible assets and goodwill. Any differences between the estimates for 2004 pre-tax income from Roche and Chiron and actual results will be adjusted in 2005.

### Strong balance sheet

Novartis debt continues to be rated by Standard & Poor's and Moody's as AAA and Aaa for long-term maturities and A1+ and P1 for short-term debt, respectively, making the Group one of the few non-financial companies worldwide to have attained the highest rating from these two benchmark rating agencies.

Total long-term assets increased by USD 2.8 billion, principally due to the acquisition of Sabex Inc. and the adult medical nutrition business of Mead Johnson as well as translation effects. The Group's equity increased by USD 3.4 billion during 2004 to USD 33.8 billion at December 31, 2004, as a result of net income (USD 5.8 billion), positive translation adjustments (USD 1.1 billion), valuation differences on marketable securities, cash-flow hedges and other items (USD 0.4 billion), which were offset by the acquisition of treasury shares (USD 1.9 billion) and the dividend payment (USD 2.0 billion). Total financial debts increased by USD 0.9 billion. The valuation differences on available-for-sale marketable securities and deferred cash-flow hedges increased to unrealized gains of USD 377 million at December 31, 2004 from unrealized gains of USD 81 million at December 31, 2003. The year-end debt/equity ratio stabilized at 0.20:1, the same level as in 2003.

In August 2004, Novartis announced the completion of the third share-repurchase program and the start of a fourth program to repurchase shares via a second trading line on the SWX Swiss Exchange. To complete the third program, a total of 22.8 million shares were repurchased in 2004 for USD 1.0 billion. Since the start of the fourth program, a total of 15.2 million shares have been repurchased for USD 0.8 billion. Overall in 2004, a total of 41 million shares were repurchased for USD 1.9 billion. The Novartis Board of Directors intends to ask shareholders at the Annual General Meeting on March 1, 2005, to approve the retirement of the shares bought through the repurchase programs via the second trading line.

#### Cash flow

Cash flow from operating activities increased by USD 73 million (+1%) to USD 6.7 billion. Depreciation, amortization and impairment charges remained at approximately the 2003 level of USD 1.4 billion, while current tax payments rose USD 241 million compared to the previous year.

#### Dividend

The Board of Directors proposes a dividend payment of CHF 1.05 per share for 2004, up from CHF 1.00 in 2003 for approval at the next Annual General Meeting on March 1, 2005. This dividend increase, which represents a 16% rise in USD (translated at year-end USD/CHF exchange rates 2004 vs. 2003), marks the eighth consecutive increase in the dividend payment per share since the creation of Novartis in December 1996. If shareholders approve the 2004 dividend proposal, dividends paid out on the outstanding shares are expected to total approximately USD 2.2 billion compared to USD 2.0 billion in 2003, resulting in a payout ratio of 39% of Group net income, unchanged from 2003. Based on the 2004 year-end share price of CHF 57.30, the Novartis dividend yield would be 1.8%, the same as in 2003. The payment date for the 2004 dividend has been set for March 4, 2005. All issued shares are dividend bearing, with the exception of 291 million Treasury shares.

#### Disclaimer

This release contains certain forward-looking statements relating to the Group's business, which can be identified by the use of forward-looking terminology such as "anticipate", "outlook", "expect", "should", "planned", "will be", "intends to", or similar expressions, or express or implied discussions regarding potential future sales of new or existing products, potential new products or potential new indications for existing products, or by other discussions of strategy, plans or intentions. Such statements reflect the current views of the Group with respect to future events and are subject to certain risks, uncertainties and assumptions. There can be no guarantee that any products will reach any particular sales levels, or that any new products will be approved for sale in any market, or that any new indications will be approved for existing products in any market. In particular, management's expectations could be affected by, among other things, new clinical data; unexpected clinical trial results; unexpected regulatory actions or delays or government regulation generally; the Group's ability to obtain or maintain patent or other proprietary intellectual property protection; competition in general; government, industry, and general public pricing pressures and other risks and factors referred to in the Group's current Form 20-F on file with the US Securities and Exchange Commission. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein as anticipated, believed, estimated or expected. Novartis is providing the information in this press release as of this date and does not undertake any obligation to update any forward-looking statements contained in this press release as a result of new information, future events or otherwise.

An advance version of our Annual Report is available on our website at www.novartis.com. The final version of the Annual Report will be posted on our website and available to shareholders as of March 1, 2005.

#### **About Novartis**

Novartis AG (NYSE: NVS) is a world leader in pharmaceuticals and consumer health. In 2004, the Group's businesses achieved sales of USD 28.2 billion and net income of USD 5.8 billion. The Group invested approximately USD 4.2 billion in R&D. Headquartered in Basel, Switzerland, Novartis Group companies employ about 81,400 people and operate in over 140 countries around the world.

For further information please consult http://www.novartis.com.

### **Further Important Dates**

March 1, 2005 Annual General Meeting April 21, 2005 First quarter results

July 14, 2005 First half and second quarter results October 18, 2005 Nine-month and third quarter results

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### Consolidated income statements

	2004 USD m	2003 USD m	Change USD m	%
Total net sales Cost of Goods Sold	<b>28 247</b> -6 625	<b>24 864</b> -5 894	<b>3 383</b> -731	<b>14</b> 12
Cost of Goods Bold	-0 025	-5 074	-731	12
Gross profit	21 622	18 970	2 652	14
Marketing & Sales	-8 873	-7 854	-1 019	13
Research & Development	-4 207	-3 756	-451	12
General & Administration	-1 540	-1 381	-159	12
Other income & expense	-463	-90	-373	
Operating income	6 539	5 889	650	11
Result from associated companies	142	-200	342	
Financial income, net	227	379	-152	-40
Income before taxes and minority interests	6 908	6 068	840	14
Taxes	-1 126	-1 008	-118	12
Minority interests	-15	-44	29	-66
Net income	5 767	5 016	751	15
Average number of shares outstanding (million)	2 448.0	2 473.5		
Basic earnings per share (USD)	2.36	2.03	0.33	16
Diluted earnings per share (USD)	2.34	2.00	0.34	17
Fourth quarter (unaudited)				
			Chan	TO.
	Q4 2004 USD m	Q4 2003 USD m	Chanş USD m	
Total net sales		-	`	ge %
Total net sales Cost of Goods Sold	USD m	USD m	USD m	13
Cost of Goods Sold	7 578 -1 882	USD m  6 730 -1 608	USD m  848 -274	% 13 17
Cost of Goods Sold  Gross profit	7 578 -1 882 5 696	USD m  6 730 -1 608	USD m  848 -274	13 17
Cost of Goods Sold  Gross profit  Marketing & Sales	7 578 -1 882  5 696 -2 500	USD m  6 730 -1 608  5 122 -2 176	USD m  848 -274  574 -324	% 13 17 11 15
Cost of Goods Sold  Gross profit	7 578 -1 882 5 696	USD m  6 730 -1 608	USD m  848 -274	% 13 17 11 15 13
Cost of Goods Sold  Gross profit  Marketing & Sales Research & Development General & Administration	7 578 -1 882  5 696 -2 500 -1 234	<b>6 730</b> -1 608 <b>5 122</b> -2 176 -1 092	USD m  848 -274  574 -324 -142	13 17 11 15 13 12
Cost of Goods Sold  Gross profit  Marketing & Sales Research & Development General & Administration Other income & expense	7 578 -1 882  5 696 -2 500 -1 234 -452 24	<b>6 730</b> -1 608 <b>5 122</b> -2 176 -1 092 -403 155	S74 -324 -142 -49 -131	13 17 11 15 13 12 -85
Cost of Goods Sold  Gross profit  Marketing & Sales Research & Development General & Administration Other income & expense  Operating income	7 578 -1 882  5 696 -2 500 -1 234 -452	<b>6730</b> -1 608 <b>5 122</b> -2 176 -1 092 -403	USD m  848 -274  574 -324 -142 -49 -131	13 17 11 15 13 12 -85
Cost of Goods Sold  Gross profit  Marketing & Sales Research & Development General & Administration Other income & expense  Operating income Result from associated companies	7 578 -1 882  5 696 -2 500 -1 234 -452 24  1 534	6 730 -1 608 5 122 -2 176 -1 092 -403 155	S74 -324 -142 -49 -131	13 17 11 15 13 12 -85
Cost of Goods Sold  Gross profit Marketing & Sales Research & Development General & Administration Other income & expense  Operating income Result from associated companies Financial income, net	7 578 -1 882  5 696 -2 500 -1 234 -452 24  1 534 5 66	USD m  6 730 -1 608  5 122 -2 176 -1 092 -403 155  1 606 12 -16	SA48 -274  574 -324 -142 -49 -131  -72 -7 82	13 17 11 15 13 12 -85
Cost of Goods Sold  Gross profit  Marketing & Sales Research & Development General & Administration Other income & expense  Operating income Result from associated companies	7 578 -1 882  5 696 -2 500 -1 234 -452 24  1 534 5	USD m  6 730 -1 608  5 122 -2 176 -1 092 -403 155  1 606 12	USD m  848 -274  574 -324 -142 -49 -131  -72 -7	%

			Chai	nge
Net income	1 378	1 360	18	1
Average number of shares outstanding (million)	2 428.9	2 472.3		
Basic earnings per share (USD)	0.57	0.55	0.02	4
Diluted earnings per share (USD)	0.56	0.55	0.01	2
10				
10				

### Condensed consolidated balance sheets

	Dec 31, 2004 USD m	Dec 31, 2003 USD m	Change USD m
Assets			
Total long-term assets	29 858	27 044	2 814
Current assets			
Inventories	3 558	3 346	212
Trade accounts receivable	4 851	4 376	475
Other current assets	1 609	1 292	317
Cash, short-term deposits and marketable securities	14 593	13 259	1 334
Total current assets	24 611	22 273	2 338
Total assets	54 469	49 317	5 152
Equity, minority interests and liabilities	22.792	20.420	2 254
Equity, minority interests and liabilities  Total equity	33 783	30 429	3 354
Total equity	33 783 138	30 429 90	3 354 48
Total equity  Minority interests			
Total equity  Minority interests  Long-term liabilities			
Total equity  Minority interests  Long-term liabilities  Financial debts	2 736 6 734	90 3 191 6 287	-455 447
Total equity  Minority interests  Long-term liabilities  Financial debts Other long-term liabilities  Total long-term liabilities	138 2 736	<b>90</b> 3 191	<b>48</b> -455
Total equity  Minority interests  Long-term liabilities  Financial debts  Other long-term liabilities  Total long-term liabilities  Short-term liabilities	2 736 6 734 9 470	3 191 6 287 9 478	-455 447 -8
Total equity  Minority interests  Long-term liabilities  Financial debts Other long-term liabilities  Total long-term liabilities Short-term liabilities  Trade accounts payable	2 736 6 734 9 470 2 020	90 3 191 6 287 9 478 1 665	-455 447 -8
Total equity  Minority interests  Long-term liabilities  Financial debts Other long-term liabilities  Total long-term liabilities  Short-term liabilities  Trade accounts payable Financial debts and derivatives	2 736 6 734 9 470 2 020 4 119	90  3 191 6 287 9 478  1 665 2 779	-455 447 -8 355 1 340
Total equity  Minority interests  Long-term liabilities  Financial debts Other long-term liabilities  Total long-term liabilities Short-term liabilities  Trade accounts payable Financial debts and derivatives Other short-term liabilities	2 736 6 734 9 470 2 020 4 119 4 939	90  3 191 6 287 9 478  1 665 2 779 4 876	-455 447 -8 355 1 340
Total equity  Minority interests  Long-term liabilities  Financial debts Other long-term liabilities  Total long-term liabilities Short-term liabilities  Trade accounts payable Financial debts and derivatives	2 736 6 734 9 470 2 020 4 119	90  3 191 6 287 9 478  1 665 2 779	-455 447 -8 355 1 340
Total equity  Minority interests  Long-term liabilities  Financial debts Other long-term liabilities  Total long-term liabilities Short-term liabilities  Trade accounts payable Financial debts and derivatives Other short-term liabilities	2 736 6 734 9 470 2 020 4 119 4 939	90  3 191 6 287 9 478  1 665 2 779 4 876	-455 447 -8 355 1 340

### Condensed consolidated changes in equity

2004 USD m	2003 USD m	Change USD m
30 429	28 269	2 160
-1 968	-1 724	-244
-1 864	-273	-1 591
-301		-301
1 400	2 363	-963
5 767	5 016	751
	-3 458	3 458
320	236	84
33 783	30 429	3 354
	USD m  30 429 -1 968 -1 864 -301 1 400 5 767 320	USD m USD m  30 429 28 269 -1 968 -1 724 -1 864 -273 -301 1 400 2 363 5 767 5 016 -3 458 320 236

### Condensed consolidated cash flow statements

	2004 USD m	2003 USD m	Change USD m
Net income	5 767	5016	751
Reversal of non-cash items			
Taxes	1 126	1 008	118
Depreciation, amortization and impairments	1 388	1 386	2
Net financial income	-227	-379	152
Other	-350	-81	-269
Net income adjusted for non-cash items	7 704	6 950	754
Interest and other financial receipts	464	575	-111
Interest and other financial payments	-273	-240	-33
Taxes paid	-1 083	-842	-241
Cash flow before working capital and provision changes	6 812	6 443	369
Restructuring payments and other cash payments out of provisions	-219	-248	29
Change in net current assets and other operating cash flow items	132	457	-325
Cash flow from operating activities	6 725	6 652	73
Investments in property, plant & equipment	-1 269	-1 329	60
Decrease/ Increase in marketable securities, intangible and financial assets	-1 950	31	-1 981
Cash flow used for investing activities	-3 219	-1 298	-1 921
Cash flow used for financing activities	-3 124	-5 764	2 640
Translation effect on cash and cash equivalents	55	258	-203
Change in cash and cash equivalents	437	-152	589
Cash and cash equivalents at January 1	5 646	5 798	-152
Cash and cash equivalents at December 31	6 083	5 646	437
13			

### ${\color{red} \textbf{Condensed consolidated cash flow statements}} \ (\textbf{unaudited})$

## Fourth quarter

04 Q4 2003 m USD m	
78 1 360	18
70 1 300	10
24 248	-24
60 432	
66 16	
82 -116	
14 1 940	-126
12 105	7
67 -142	-25
97 -152	-45
62 1 751	-189
57 -105	48
56 239	17
61 1 885	-124
87 -503	116
47 168	479
60 -335	595
20 -588	1 408
62 0	62
03 962	1 941
80 4 684	-1 504
83 5 646	437
8	30 4 684

### Net sales by Division & Business Unit

	2004 USD m	2003 USD m	% chan USD	ge lc
Pharmaceuticals	18 497	16 020	15	10
Sandoz	3 045	2 906	5	-1
OTC	1 975	1 772	11	5
Animal Health	756	682	11	5
Medical Nutrition	1 121	815	38	31
Infant & Baby	1 441	1 361	6	6
CIBA Vision	1 412	1 308	8	2
Consumer Health	9 750	8 844	10	5
Total	28 247	24 864	14	9
Fourth quarter (unaudited)	04.2004	04 2002	% aha	ngo
Fourth quarter (unaudited)	Q4 2004 USD m	Q4 2003 USD m	% cha USD	nge lc
Fourth quarter (unaudited)  Pharmaceuticals				
Pharmaceuticals Sandoz	USD m 4 969 867	USD m 4 379 768	USD	9 7
Pharmaceuticals Sandoz OTC	USD m 4 969 867 532	USD m  4 379  768 499	13 13 7	9 7 1
Pharmaceuticals Sandoz OTC Animal Health	USD m  4 969  867 532 209	USD m  4 379  768 499 180	13 13 7 16	9 7 1 12
Pharmaceuticals  Sandoz OTC Animal Health Medical Nutrition	USD m  4 969  867 532 209 285	USD m  4 379  768 499 180 208	13 13 7 16 37	9 7 1 12 31
Pharmaceuticals  Sandoz OTC Animal Health Medical Nutrition Infant & Baby	USD m  4 969  867 532 209 285 354	USD m  4 379  768 499 180 208 348	13 13 7 16 37 2	7 1 12 31 2
Pharmaceuticals  Sandoz OTC Animal Health Medical Nutrition	USD m  4 969  867 532 209 285	USD m  4 379  768 499 180 208	13 13 7 16 37	9 7 1 12 31
Pharmaceuticals  Sandoz OTC  Animal Health  Medical Nutrition  Infant & Baby	USD m  4 969  867 532 209 285 354	USD m  4 379  768 499 180 208 348	13 13 7 16 37 2	9 7 11 12 31 2

# Operating income by Division & Business Unit

	200	4	200	13	
	USD m	% of sales	USD m	% of sales	Change in %
Pharmaceuticals	5 253	28.4	4 423	27.6	19
Sandoz	235	7.7	473	16.3	-50
OTC	351	17.8	309	17.4	14
Animal Health	78	10.3	88	12.9	-11
Medical Nutrition	32	2.9	82	10.1	-61
Infant & Baby	274	19.0	254	18.7	{
CIBA Vision Divisional Management costs	236 -25	16.7	153 -39	11.7	54 -36
Consumer Health	1 181	12.1	1 320	14.9	-11
Corporate income & expense, net	105		146		-28
Total	6 539	23.1	5 889	23.7	11
Fourth quarter (unaudited)	Q4 20		Q4 20		
<b>Fourth quarter</b> (unaudited)	Q4 20 USD m	004 % of sales	Q4 20 USD m	003 % of sales	Change in %
Fourth quarter (unaudited)  Pharmaceuticals	-		-		Change in %
Pharmaceuticals Sandoz	USD m  1 251	% of sales	USD m  1 174	% of sales	-
Pharmaceuticals Sandoz OTC	USD m  1 251  22 58	% of sales  25.2  2.5 10.9	USD m  1 174  122 93	% of sales  26.8  15.9 18.6	-82 -38
Pharmaceuticals Sandoz OTC Animal Health	USD m  1 251  22 58 36	% of sales  25.2  2.5 10.9 17.2	USD m  1 174  122  93 27	% of sales  26.8  15.9 18.6 15.0	-82 -38 33
Pharmaceuticals Sandoz OTC Animal Health Medical Nutrition	USD m  1 251  22 58 36 -39	% of sales  25.2  2.5 10.9 17.2 -13.7	USD m  1 174  122  93  27  28	% of sales  26.8  15.9 18.6 15.0 13.5	-82 -38 33 -239
Pharmaceuticals Sandoz OTC Animal Health Medical Nutrition Infant & Baby	USD m  1 251  22 58 36 -39 68	% of sales  25.2  2.5 10.9 17.2 -13.7 19.2	USD m  1 174  122  93  27  28 66	% of sales  26.8  15.9 18.6 15.0 13.5 19.0	-82 -38 33 -239
Pharmaceuticals Sandoz OTC Animal Health Medical Nutrition	USD m  1 251  22 58 36 -39	% of sales  25.2  2.5 10.9 17.2 -13.7	USD m  1 174  122  93  27  28	% of sales  26.8  15.9 18.6 15.0 13.5	-82 -38 33 -239
Pharmaceuticals  Sandoz  OTC  Animal Health  Medical Nutrition  Infant & Baby  CIBA Vision	USD m  1 251  22 58 36 -39 68 51	% of sales  25.2  2.5 10.9 17.2 -13.7 19.2	USD m  1174  122  93  27  28  66  16	% of sales  26.8  15.9 18.6 15.0 13.5 19.0	-82 -38 33 -239 3
Pharmaceuticals  Sandoz OTC Animal Health Medical Nutrition Infant & Baby CIBA Vision Divisional Management costs	USD m  1 251  22 58 36 -39 68 51 -12	25.2  2.5 10.9 17.2 -13.7 19.2 14.1	USD m  1 174  122 93 27 28 66 16 -22	26.8  15.9 18.6 15.0 13.5 19.0 4.6	-82 -38 33 -239 3 219 -45

### Consolidated income statements

	Pharmaceutical 2004 USD m	s Division 2003 USD m	Consumer Healt 2004 USD m	th Division 2003 USD m	Corpora 2004 USD m	2003 USD m	Total 2004 USD m	2003 USD m
Net sales to third parties Sales to other Divisions	<b>18 497</b> 146	<b>16 020</b> 133	<b>9 750</b> 98	<b>8 844</b> 98	-244	-231	28 247	24 864
Sales of Divisions Cost of Goods Sold	<b>18 643</b> -2 568	<b>16 153</b> -2 360	<b>9 848</b> -4 310	<b>8 942</b> -3 768	<b>-244</b> 253	<b>-231</b> 234	<b>28 247</b> -6 625	<b>24 864</b> -5 894
Gross profit Marketing & Sales Research & Development General & Administration Other income & expense	16 075 -6 099 -3 480 -641 -602	13 793 -5 322 -3 079 -582 -387	<b>5 538</b> -2 774 -566 -573 -444	<b>5 174</b> -2 532 -529 -485 -308	9 -161 -326 583	-148 -314 605	21 622 -8 873 -4 207 -1 540 -463	18 970 -7 854 -3 756 -1 381 -90
Operating income Result from associated companies Financial income, net	5 253	4 423	1 181	1 320	105	146	6 539 142 227	<b>5 889</b> -200 379
Income before taxes and minority interests Taxes Minority interests							<b>6 908</b> -1 126 -15	<b>6 068</b> -1 008 -44
Net income							5 767	5 016
			17					

### $Consolidated\ income\ statements\ (unaudited)$

## Fourth quarter

			Consumer	Health				
	Pharmaceutica	als Division	Divisi	on	Corpoi	rate	Tota	ıl
	Q4 2004 USD m	Q4 2003 USD m	Q4 2004 USD m	Q4 2003 USD m	Q4 2004 USD m	Q4 2003 USD m	Q4 2004 USD m	Q4 2003 USD m
Net sales to third parties Sales to other Divisions	<b>4 969</b> 38	<b>4 379</b> 47	<b>2 609</b> 38	<b>2 351</b> 33	-76	-80	7 578	6 730
Sales of Divisions	5 007	4 426	2 647	2 384	-76	-80	7 578	6 730
Cost of Goods Sold	-731	-671	-1 217	-1 023	66	86	-1 882	-1 608
Gross profit	4 276	3 755	1 430	1 361	-10	6	5 696	5 122
Marketing & Sales	-1 759	-1 508	-741	-668			-2 500	-2 176
Research & Development	-1 011	-896	-174	-150	-49	-46	-1 234	-1 092
General & Administration	-187	-175	-171	-134	-94	-94	-452	-403
Other income & expenses	-68	-2	-160	-79	252	236	24	155
Operating income	1 251	1 174	184	330	99	102	1 534	1 606
Result from associated companies							5	12
Financial income, net							66	-16
Income before taxes and minority interest	ts						1 605	1 602
Taxes	-~						-224	-248
Minority interests							-3	6
Net income							1 378	1 360
			18					

#### Notes to the financial report for the year ended December 31, 2004

#### 1. Basis of preparation

This financial report has been prepared in accordance with the accounting policies set out in the 2004 Annual Report.

### 2. Changes in the scope of consolidation and other significant transactions

The following significant transactions were made during 2004 and in 2003:

2004

#### **Pharmaceuticals**

On July 21, Idenix completed an Initial Public Offering (IPO) of its shares. Novartis retained its existing stake at 57%. As a result, Group liquidity increased by USD 60 million.

#### Sandoz

On June 30, Novartis acquired the Danish generics company Durascan A/S from AstraZeneca plc. Goodwill of USD 23 million has been recorded on this transaction.

On August 13, Novartis completed the acquisition of Sabex Holdings Ltd., a Canadian generic manufacturer with a leading position in generic injectables, for USD 565 million in cash. Based on a preliminary estimate, goodwill of USD 329 million has been recorded on this transaction.

A total of USD 61 million in net sales were recorded since the closure of these two transactions in 2004.

#### **Medical Nutrition**

On February 13, Novartis completed the acquisition of Mead Johnson & Company's global adult medical nutrition business for USD 385 million in cash. These activities are included in the consolidated financial statements from that date with USD 220 million of net sales being recorded in 2004. Goodwill of USD 183 million has been recorded on this transaction.

### Corporate

In 2004, Group financial income, net, benefited from an exceptional recycled translation gain of USD 301 million from the partial repayment of capital of a subsidiary offset by USD 180 million of realized losses on marketable securities and the additional impairment charge of USD 101 million from the change in accounting estimate on available-for-sale securities.

2003

### **Pharmaceuticals**

On February 11, Novartis announced the completed sale of the US rights to its *Fioricet* and *Fiorinal* lines (tension headache treatments) to Watson Pharmaceuticals, Inc. for USD 178 million.

On April 23, the urinary incontinence treatment *Enablex/Emselex* (darifenacin) was acquired from Pfizer for a total of up to USD 225 million, part of which is conditional on certain marketing approvals in the US. *Enablex* received approval in both the US and EU in 2004.

On May 8, an additional 51% of the fully diluted capital stock of Idenix Pharmaceuticals Inc. was acquired for an initial payment of USD 255 million in cash. This company is included in the

consolidated financial statements from that date. Goodwill of USD 297 million has been recorded on this transaction.

### 3. Principal currency translation rates

	Average rates Full year 2004 USD	Average rates Full year 2003 USD			od-end rates Dec 31, 2003 USD
1 CHF	0.805	0.745	0.8	881	0.800
1 EUR	1.243	1.131	1.3		1.247
1 GBP	1.831	1.636	1.9	-	1.774
100 JPY 4. Condensed consolidated change in liquidity (un	<b>0.926</b> naudited)	0.867	0.9	064	0.935
Full year					
			2004 USD m	2003 USD m	Change USD m
Change in cash and cash equivalents			437	-152	589
Change in marketable securities, financial debt and f	financial derivatives		12	469	-457
Change in net liquidity			449	317	132
Net liquidity at January 1			7 289	6 972	317
Net liquidity at December 31 Fourth quarter			7 738	7 289	449
			Q4 2004 USD m	Q4 2003 USD m	Change USD m
Change in cash and cash equivalents			2 903	962	1 941
Change in marketable securities, financial debt and f	financial derivatives		-1 819	100	-1 919
Change in net liquidity			1 084	1 062	22
Net liquidity at October 1			6 654	6 227	427
				•	

The Group's consolidated financial statements have been prepared in accordance with IFRS, which, as applied by the Group, differs in certain significant respects from US GAAP. The effects of the application of US GAAP to net income and equity are set out in the tables below.

For further comments regarding the nature of these adjustments please consult note 32 of the Novartis 2004 annual report.

	2004 USD m	2003 USD m
Net income under IFRS	5 767	5 016
US GAAP adjustments:		
Purchase accounting: Ciba-Geigy	-366	-339
Purchase accounting: Other acquisitions	17	-175
Purchase accounting: IFRS goodwill amortization	170	172
Available-for-sale securities and financial instruments	-183	-240
Pension provisions	-6	-18
Share-based compensation	-326	-273
Consolidation of employee share-based compensation foundation	-4	-3
Deferred taxes	100	-63
In-process Research & Development arising on acquisitions	-55	-260
Reversal of currency translation recycling gain	-301	
Other	13	-20
Deferred tax effect on US GAAP adjustments	163	-9
Net income under US GAAP	4 989	3 788
Basic earnings per share under US GAAP (USD)	2.12	1.59
Diluted earnings per share under US GAAP (USD)	2.11	1.57
	Dec 31, 2004 USD m	Dec 31, 2003 USD m
Equity under IFRS		
US GAAP adjustments:	USD m	USD n 30 429
US GAAP adjustments: Purchase accounting: Ciba-Geigy	USD m	30 429 3 13
US GAAP adjustments: Purchase accounting: Ciba-Geigy Purchase accounting: Other acquisitions	USD m 33 783	30 429 3 13
US GAAP adjustments: Purchase accounting: Ciba-Geigy Purchase accounting: Other acquisitions Purchase accounting: IFRS goodwill amortization	USD m  33 783  3 049 2 803 554	30 429 3 13 2 808
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments	USD m  33 783  3 049 2 803 554 -64	30 429 3 13 2 800 32
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions	USD m  33 783  3 049 2 803 554 -64 1 346	30 429 3 13 2 808 32 1 209
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions  Share-based compensation	USD m  33 783  3 049 2 803 554 -64 1 346 -129	30 429 3 13 2 808 32' 1 209 -96
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions  Share-based compensation  Consolidation of employee share-based compensation foundation	USD m  33 783  3 049 2 803 554 -64 1 346 -129 -864	30 429 3 13 2 808 32' 1 209 -90 -728
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions  Share-based compensation  Consolidation of employee share-based compensation foundation  Deferred taxes	USD m  33 783  3 049 2 803 554 -64 1 346 -129 -864 -510	30 429 3 13 2 808 32' 1 209 -90 -728 -609
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions  Share-based compensation  Consolidation of employee share-based compensation foundation  Deferred taxes  In-process Research & Development arising on acquisitions	USD m  33 783  3 049 2 803 554 -64 1 346 -129 -864 -510 -1 489	30 429 3 13 2 808 32' 1 209 -90 -728 -609 -1 338
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions  Share-based compensation  Consolidation of employee share-based compensation foundation  Deferred taxes  In-process Research & Development arising on acquisitions  Minimum pension liability	USD m  33 783  3 049 2 803 554 -64 1 346 -129 -864 -510 -1 489 -501	30 429 3 131 2 808 327 1 209 -96 -728 -609 -1 338 -37
US GAAP adjustments:  Purchase accounting: Ciba-Geigy  Purchase accounting: Other acquisitions  Purchase accounting: IFRS goodwill amortization  Available-for-sale securities and derivative financial instruments  Pension provisions  Share-based compensation  Consolidation of employee share-based compensation foundation  Deferred taxes  In-process Research & Development arising on acquisitions	USD m  33 783  3 049 2 803 554 -64 1 346 -129 -864 -510 -1 489	USD n

### **Supplementary information** (unaudited)

### Free cash flow

	2004 USD m	2003 USD m	Change USD m
Cash flow from operating activities	6 725	6 652	73
Purchase of property, plant & equipment	-1 269	-1 329	60
Purchase of intangible and financial assets	-928	-1 030	102
Sale of tangible, intangible and financial assets	799	1 059	-260
Dividends	-1 968	-1 724	-244
Free cash flow	3 359	3 628	-269
Fourth quarter			
	Q4 2004 USD m	Q4 2003 USD m	Change USD m
Cash flow from operating activities	1 761	1 885	-124
Purchase of property, plant & equipment	-387	-503	116
Purchase of intangible and financial assets	-254	-161	-93
Sale of tangible, intangible and financial assets	181	223	-42
Free cash flow	1 301	1 444	-143
Share information			
		Dec 31, 2004	Dec 31, 2003
Number of shares outstanding (million)		2 426.8	2 467.8
Registered share price (CHF)		57.30	56.15
ADS price (USD)		50.54	45.89
Market capitalization (USD billion)		122.6	110.9
Market capitalization (CHF billion)		139.1	138.6
22			

## **Supplementary tables: Full year 2004** Net sales of top twenty pharmaceutical products (unaudited)

		1	U <b>S</b>	Rest o	f world	Total	% c	hange
Brands	Therapeutic area	USD m	% change in local currencies	USD m	% change in local currencies	USD m	in USD	in local currencies
Diovan/Co-Diovan	Hypertension	1 323	20%	1 770	25%	3 093	28%	229
Gleevec/Glivec	Chronic myeloid leukemia	368	23%	1 266	41%	1 634	45%	369
Lamisil (group)	Fungal infections	528	23%	634	7%	1 162	19%	149
Zometa	Cancer complications	630	10%	448	29%	1 078	21%	179
Neoral/Sandimmun	Transplantation	180	-17%	831	-4%	1 011	-1%	-79
Lotrel	Hypertension	920	18%	0	0%	920	18%	189
Sandostatin (group)	Acromegaly	374	18%	453	11%	827	19%	149
Lescol	Cholesterol reduction	284	-8%	474	3%	758	3%	-29
Voltaren (group)	Inflammation/pain	9	13%	629	1%	638	7%	19
Trileptal	Epilepsy	391	28%	127	30%	518	30%	299
			4.50		4 6 00	44 (20	21.0	4.6
Top ten products total		5 007	15%	6 632	16%	11 639	21%	169
Visudyne	Macular degeneration	209	15%	239	25%	448	25%	209
Exelon	Alzheimer's disease	179	-1%	243	20%	422	15%	109
Tegretol (incl. CR/XR)	Epilepsy	103	-16%	293	5%	396	3%	-29
-	Breast cancer	166	137%	220 141	29%	386 377	70%	629 -69
Femara	0	226						
Miacalcic	Osteoporosis	236	-1%		-13%		-3%	
Miacalcic Elidel	Eczema	279	36%	70	123%	349	49%	479
Miacalcic Elidel Foradil	Eczema Asthma	279 13	36% 44%	70 308	123% 1%	349 321	49% 11%	479 29
Miacalcic Elidel Foradil Leponex/Clozaril	Eczema Asthma Schizophrenia	279 13 72	36% 44% -16%	70 308 236	123% 1% -3%	349 321 308	49% 11% 0%	479 29 -79
Miacalcic Elidel Foradil Leponex/Clozaril	Eczema Asthma	279 13	36% 44%	70 308	123% 1%	349 321	49% 11%	479 29 -79 809
Miacalcic Elidel Foradil Leponex/Clozaril Zelmac/Zelnorm Famvir	Eczema Asthma Schizophrenia Irritable bowel syndrome	279 13 72 249 160	36% 44% -16% 89% 10%	70 308 236 50 95	123% 1% -3% 45% 0%	349 321 308 299 255	49% 11% 0% 81% 9%	479 29 -79 809 69
Miacalcic Elidel Foradil Leponex/Clozaril Zelmac/Zelnorm Famvir Top twenty products	Eczema Asthma Schizophrenia Irritable bowel syndrome	279 13 72 249	36% 44% -16% 89%	70 308 236 50	123% 1% -3% 45%	349 321 308 299	49% 11% 0% 81%	479 29 -79 809
Miacalcic Elidel Foradil Leponex/Clozaril Zelmac/Zelnorm Famvir	Eczema Asthma Schizophrenia Irritable bowel syndrome	279 13 72 249 160	36% 44% -16% 89% 10%	70 308 236 50 95	123% 1% -3% 45% 0%	349 321 308 299 255	49% 11% 0% 81% 9%	479 29 -79 809 69

### **Supplementary tables: Q4 2004** Net sales of top twenty pharmaceutical products (unaudited)

### Rest of world

		1	US % change		% change	Total	% c	hange
Brands	Therapeutic area	USD m	in local currencies	USD m	in local currencies	USD m	in USD	in local currencies
Diovan/Co-Diovan	Hypertension	314	17%	502	19%	816	22%	18%
Gleevec/Glivec	Chronic myeloid leukemia	100	22%	366	36%	466	40%	33%
Lamisil (group)	Fungal infections	125	13%	176	6%	301	12%	8%
Zometa	Cancer complications	167	13%	123	24%	290	21%	17%
Neoral/Sandimmun	Transplantation	45	-18%	224	-6%	269	-3%	-8%
Lotrel	Hypertension	259	41%	0	0%	259	41%	41%
Sandostatin (group)	Acromegaly	107	24%	118	12%	225	22%	17%
Lescol	Cholesterol reduction	77	-19%	129	3%	206	-3%	-7%
Voltaren (group)	Inflammation/pain	2	0%	178	4%	180	10%	6%
Trileptal	Epilepsy	106	22%	36	28%	142	26%	23%
Visudyne Exelon Tegretol (incl. CR/XR) Femara Miacalcic Elidel Foradil Leponex/Clozaril Zelmac/Zelnorm	Macular degeneration Alzheimer's disease Epilepsy Breast cancer Osteoporosis Eczema Asthma Schizophrenia Irritable bowel syndrome	55 44 28 51 54 74 4 18	17% 2% -26% 183% 2% 25% 100% -18% 12%	69 65 85 64 38 19 83 56	32% 13% 5% 30% -15% 62% -3% -14%	124 109 113 115 92 93 87 74 72	29% 14% 0% 83% -2% 33% 10% -11%	24% 8% -4% 74% -5% 31% 0% -15%
Famvir	Antiviral	39	11%	25	-8%	64	7%	3%
Top twenty products total		1 726	16%	2 371	12%	4 097	19%	14%
Rest of portfolio		168	-26%	704	-5%	872	-5%	-10%
Total		1 894	11%	3 075	8%	4 969	13%	99

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Net sales by region (unaudited)

	2004 USD m	2003 USD m	WSD	change local currencies	2004 % of total	2003 % of total
Pharmaceuticals	7 269	6 501	12	12	40	41
US Rest of world	7 368 11 129	6 584 9 436	12 18	12 9	40 60	41 59
TOTAL	18 497	16 020	15	10	100	100
Sandoz	001	1.000			22	20
US Rest of world	981 2 064	1 098 1 808	-11 14	-11 5	32 68	38 62
Total	3 045	2 906	5	-1	100	100
отс						
US Rest of world	521 1 454	531 1 241	-2 17	-2 9	26 74	30 70
Total	1 975	1 772	11	5	100	100
Animal Health						
US Rest of world	308 448	255 427	21 5	20 -4	41 59	37 63
Total	756	682	11	5	100	100
Medical Nutrition						
US Rest of world	415 706	255 560	63 26	63 16	37 63	31 69
Total	1 121	815	38	31	100	100
Infant & Baby						
US Rest of world	1 184 257	1 096 265	-3	8 -1	82 18	81 19
Total	1 441	1 361	6	6	100	100
CIBA Vision						
US Rest of world	481 931	461 847	4 10	4	34 66	35 65
Total	1 412	1 308	8	2	100	100
Consumer Health						
US Rest of world	3 890 5 860	3 696 5 148	5 14	5 6	40 60	42 58

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			% cha	nge		
TOTAL	9 750	8 844	10	5	100	100
Group						
US	11 258	10 280	10	9	40	41
Rest of world	16 989	14 584	16	8	60	59
TOTAL	28 247	24 864	14	9	100	100
	25					

### Net sales by region (unaudited)

## Fourth quarter

			%	change		
	Q4 2004 USD m	Q4 2003 USD m	USD	local currencies	Q4 2004 % of total	Q4 2003 % of total
Pharmaceuticals						
US Rest of world	1 894 3 075	1 711 2 668	11 15	11 8	38 62	39 61
TOTAL	4 969	4 379	13	9	100	100
Sandoz	272	272	0	1	21	25
US Rest of world	272 595	272 496	0 20	-1 11	31 69	35 65
Total	867	768	13	7	100	100
отс						
US Rest of world	143 389	153 346	-7 12	-6 4	27 73	31 69
Total	532	499	7	1	100	100
Animal Health						
US Rest of world	91 118	76 104	20 13	18 7	44 56	42 58
Total	209	180	16	12	100	100
Medical Nutrition						
US Rest of world	105 180	67 141	57 28	56 19	37 63	32 68
Total	285	208	37	31	100	100
Infant & Baby						
US Rest of world	290 64	280 68	-6	-6	82 18	80 20
Total	354	348	2	2	100	100
CIBA Vision						
US Rest of world	120 242	117 231	3 5	3 -2	33 67	34 66
Total	362	348	4	0	100	100
Consumer Health						
US Rest of world	1 021 1 588	965 1 386	6 15	6 7	39 61	41 59

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			% char	nge		
TOTAL	2 609	2 351	11	6	100	100
Consum						
Group						
US	2 915	2 676	9	9	38	40
Rest of world	4 663	4 054	15	7	62	60
TOTAL	7 578	6 730	13	8	100	100
	26					

### Quarterly analysis (unaudited)

## Key figures by quarter

	04.2004	02 2004	Chan	ge
	Q4 2004 USD m	Q3 2004 USD m	USD m	%
Γotal net sales	7 578	7 057	521	7
Operating income	1 534	1 717	-183	-11
Financial income, net	66	35	31	89
Taxes	-224	-317	93	-29
Net income	1 378	1 547	-169	-11
et sales by region				
			Change	
	Q4 2004 USD m	Q3 2004 USD m	USD m	%
US .	2 915	2 881	34	1
Europe	2 734	2 506	228	9
est of world	1 929	1 670	259	16
otal	7 578	7 057	521	7
let sales by Division & Business Unit			Cl	
	Q4 2004	Q3 2004	Chan	
	USD m	USD m	USD m	%
harmaceuticals	4 969	4 646	323	7
andoz	867	722	145	20
OTC	532	478	54	11
nimal Health	209	194	15	8
Iedical Nutrition	285	289	-4	-1
nfant & Baby	354	371	-17	-5
IBA Vision	362	357	5	1
Consumer Health	2 609	2 411	198	8

# Operating income by Division & Business Unit

			Change		
	Q4 2004 USD m	Q3 2004 USD m	USD m	%	
Pharmaceuticals	1 251	1 387	-136	-10	
Sandoz	22	4	18		
OTC	58	105	-47	-45	
Animal Health	36	1	35		
Medical Nutrition	-39	30	-69		
Infant & Baby	68	76	-8	-11	
CIBA Vision	51	67	-16	-24	
Divisional Management costs	-12	-5	-7		
Consumer Health	184	278	-94	-34	
Corporate income & expense, net	99	52	47	90	
Total	1 534	1 717	-183	-11	
	28				

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, Novartis AG has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

### **NOVARTIS AG**

Date: January 20, 2005 By: /s/ MALCOLM CHEETHAM

Name: Malcolm Cheetham

Title: Head Group Financial Reporting and

Accounting

QuickLinks

**SIGNATURES**