

BD to Acquire Parata Systems

June 6, 2022



Caution Concerning Forward-Looking Statements

This press release contains certain estimates and other forward-looking statements (as defined under Federal securities laws). Forward looking statements generally are accompanied by words such as “will”, “expect”, or similar words, phrases or expressions. These forward-looking statements include statements regarding the estimated or anticipated future results of BD and anticipated benefits of the proposed acquisition of Parata, the expected timing of completion of the transaction, future growth in Parata’s relevant market segments, and other statements that are not historical facts. These statements are based on the current expectations of BD management and are subject to a number of risks and uncertainties regarding Parata’s business and the proposed acquisition, and actual results may differ materially from any anticipated results described, implied or projected in any forward-looking statement. These risks and uncertainties include, but are not limited to, the ability of the parties to successfully close the proposed acquisition, including the risk that the required regulatory approvals are not obtained, are delayed or are subject to unanticipated conditions that could adversely affect the combined company or the expected benefits of the transaction; risks relating to the integration of Parata’s operations, products and employees into BD and the time and resources required to do so and the possibility that the anticipated synergies and other benefits of the proposed acquisition will not be realized or will not be realized within the expected timeframe; the loss of key senior management or other associates; competitive factors, including the development of new technologies by other companies and pricing and market share pressures; changes in healthcare or other governmental regulation; risks relating to the ability to maintain favorable supplier arrangements and relationships; changes in regional, national or foreign economic conditions, as well as other factors discussed in BD’s filings with the Securities Exchange Commission. BD does not intend to update any forward-looking statements to reflect events or circumstances after the date hereof, except as required by applicable laws or regulations. Any reference herein to the financial performance guidance provided by BD on May 5, 2022 is not intended as an update or affirmation of such guidance. Such guidance will not be updated or affirmed unless and until we publicly announce updated or affirmed guidance.

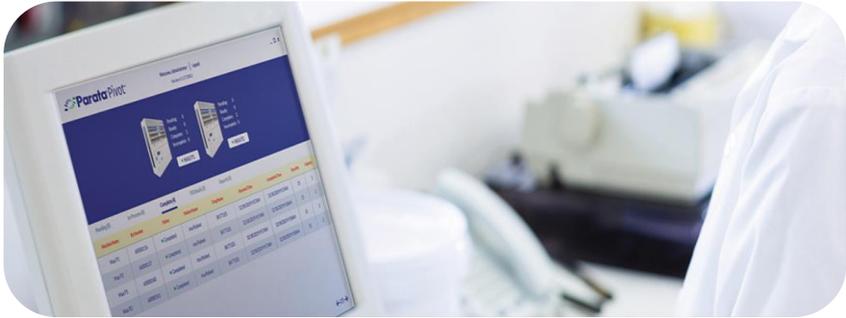
Parata is a Compelling Addition to Advance BD 2025 Strategy

- ✓ Expands BD transformative solutions to **provide new innovative pharmacy automation solutions** for **hospitals, retail pharmacy, long-term care** and **home settings**
- ✓ Portfolio powers a growing network of pharmacies to **reduce costs** and **enhance patient safety and experience**
- ✓ Allows pharmacists to focus more time on **higher value clinical work** and **patient interactions improving medication adherence and safety**, and **patient outcomes**
- ✓ Addresses a **\$600 million U.S. pharmacy automation market** that is expected to **grow ~10% annually** to \$1.5 billion in the U.S. alone over 10 years
- ✓ Expected to be **immediately accretive to revenue growth, adjusted operating margins and adjusted EPS** and enhances ability to achieve long-range growth profile

Advances BD 2025 strategy to accelerate innovation in smart, connected care and enable new care settings

Smart Connected Care

Robotics, digitization and informatics is transforming pharmacy workflow



New Care Settings

Increasing automation adoption and more centralized pharmacies serving retail, hospital, long-term care and home settings



Significant Macro Trends are Driving Long-Term Demand for Pharmacy Automation

Pharmacists performing higher value clinical work

77%
patients view pharmacists as integral part of the care team⁽¹⁾

“Now more than ever, pharmacists’ roles extend well-beyond dispensing drugs...the COVID vaccine rollout through pharmacies is a great example”
-Manager of chain retail pharmacy

Wage inflation / staffing shortages

12%-17%
increase in pharmacy tech attrition⁽²⁾

75%
of pharmacists reporting burnout⁽³⁾

10%-15%
pharmacy tech wage inflation since 2019⁽²⁾

Shift to central-fill pharmacies relying on automation

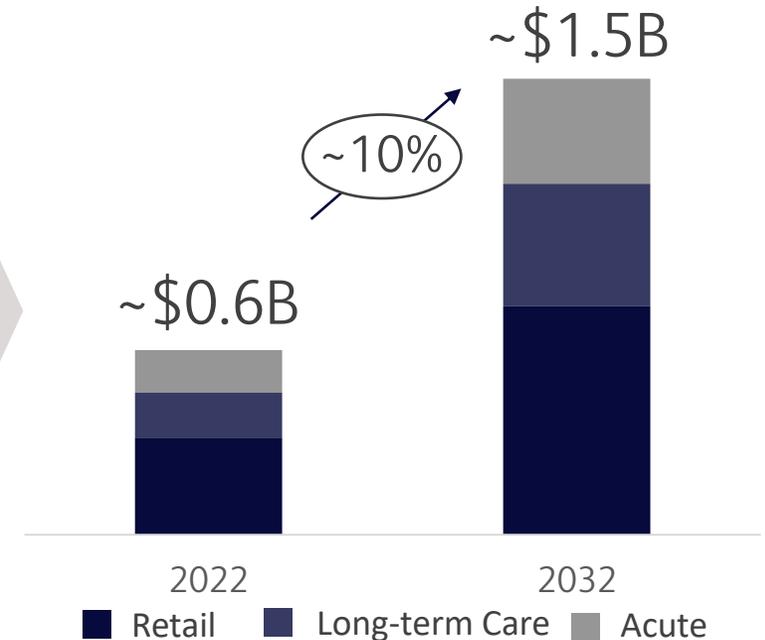
93%
of Integrated Delivery Networks considering a move to a central-fill pharmacy⁽²⁾

Digital pharmacy / mail order

~17%
Mail order pharmacy annual growth rate (2020-2027)⁽⁴⁾

\$3B+
capital raised by digital pharmacies since 2017⁽⁵⁾

Expect Double-Digit U.S. Pharmacy Automation Market Growth



(1) Source: https://www.publichealth.columbia.edu/sites/default/files/the_prescription_of_trust_final.pdf
 (2) Source: Internal pharmacy automation market survey
 (3) Source: Journal Of American Pharmacists Association: "Prevalence and risk factors of burnout in community pharmacists"
 (4) Source: The Insight Partners: Mail Order Pharmacy Market Forecast to 2027
 (5) Source: Public filings

Parata: Innovator in Pharmacy Automation and Workflow Solutions

Portfolio of **innovative pharmacy automation solutions** power a growing network of pharmacies to **reduce costs** and **enhance patient safety and experience**

Solution Breadth

Vial, Pouch, Blister, Workflow

Channel Breadth

Acute, Long-Term Care and Retail

Site Scalability

On-site pharmacy to central-fill



Vial Filling Automation



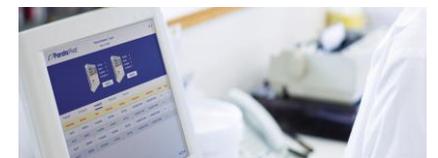
Pouch Packaging Automation



Blister Pack Automation



Central Fill Automation



Intelligent Workflow Solutions

Creating Meaningful Value for Shareholders

Transaction details

- **\$1.525B all-cash transaction** expected to close **by the end of the first half of FY23** ⁽¹⁾

Financial highlights

- LTM revenue **~\$220M as of March 31, 2022**
- Strong **double-digit growth profile** expected to be **immediately accretive** to BDX **revenue growth, adjusted operating margin** and **adjusted earnings per share**
- Expect transaction diligence costs incurred in fiscal 2022 to be **managed within our current fiscal 2022 guidance range**

Value Creation

- Highly attractive financial profile and compelling value proposition that **meets BD's rigorous investment criteria** on **growth, profitability** and **returns**.
- Transaction **supports the achievement of our BD 2025 financial goals** and enhances our ability to deliver **operating margins of ~25% by the end of FY25**