



News Release

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MSD to Acquire Rigontec, RIG-I Therapeutics Pioneer, Advancing Leadership in Immuno-Oncology

KENILWORTH, N.J. & MUNICH, GERMANY, August [XX], 2017 – MSD (tradename of Merck & Co., Inc., Kenilworth, N.J., USA (NYSE: MRK)), and Rigontec today announced that MSD will acquire Rigontec. Rigontec is a pioneer in accessing the retinoic acid-inducible gene I (RIG-I) pathway, part of the innate immune system, as a novel and distinct approach in cancer immunotherapy to induce both immediate and long-term anti-tumor immunity. Rigontec’s lead candidate, RGT100, is currently in Phase I development evaluating treatment in patients with various tumors. Under the terms of the agreement, MSD, through a subsidiary, will make an upfront cash payment of €115 million to Rigontec’s shareholders; based on the attainment of certain clinical, development, regulatory and commercial milestones, MSD may make additional contingent payments of up to €349 million. The transaction is subject to certain closing conditions.

“Rigontec’s immuno-oncology approach of engaging the innate immune system to safely eliminate cancer cells complements our strategy and our current pipeline,” said Dr. Eric Rubin, vice president of early-stage development, clinical oncology, MSD Research Laboratories. “We are eager to build upon Rigontec’s science as we continue our efforts in bringing forward meaningful advances for patients with cancer.”

“MSD is a true pioneer in the immuno-oncology space and we are thrilled that our technology will benefit from their experience and leadership position,” said Christian Schetter, PhD, CEO of

Rigontec. “We are confident that our programs will be in the best hands and that the team at MSD will continue the work we established with our scientific founders and brought into the clinic within three years since our foundation as a company.”

About Rigontec

Rigontec is the leader in RIG-I targeting therapeutics. Utilizing the proprietary RIG-I agonist approach, the company harnesses one of the most essential pathways in the innate immune system to pioneer a novel immuno-oncology treatment approach. Rigontec’s proprietary agonists specifically activate RIG-I, inducing both immediate and long-term anti-tumor immunity and have proven substantial local and systemic tumor regression in several relevant *in vivo* models. In addition to malignant diseases, proprietary RNA molecules can be developed for the treatment of infectious and inflammatory diseases.

Rigontec was founded in 2014 as a spin-out of the University Bonn, Germany, and has to date raised close to €30 million from experienced life science investors including Boehringer Ingelheim Venture Fund, Forbion Capital Partners, High-Tech Gründerfonds, MP Healthcare Venture Management, NRW.BANK, Sunstone Capital and Wellington Partners Life Sciences.

MSD’s Focus on Cancer

Our goal is to translate breakthrough science into innovative oncology medicines to help people with cancer worldwide. At MSD, helping people fight cancer is our passion and supporting accessibility to our cancer medicines is our commitment. Our focus is on pursuing research in immuno-oncology and we are accelerating every step in the journey – from lab to clinic – to potentially bring new hope to people with cancer.

As part of our focus on cancer, MSD is committed to exploring the potential of immuno-oncology with one of the fastest-growing development programs in the industry. We are currently executing an expansive research program that includes more than 550 clinical trials evaluating our anti-PD-1 therapy across more than 30 tumor types. We also continue to strengthen our immuno-oncology portfolio through strategic acquisitions and are prioritizing the development of several promising immunotherapeutic candidates with the potential to improve the treatment of advanced cancers.

About MSD

For more than a century, MSD, a leading global biopharmaceutical company, has been inventing for life, bringing forward medicines and vaccines for many of the world’s most challenging

diseases. MSD is a tradename of Merck & Co., Inc., Kenilworth, N.J., USA. Through our prescription medicines, vaccines, biologic therapies and animal health products, we work with customers and operate in more than 140 countries to deliver innovative health solutions. We also demonstrate our commitment to increasing access to health care through far-reaching policies, programs and partnerships. Today, MSD continues to be at the forefront of research to advance the prevention and treatment of diseases that threaten people and communities around the world - including cancer, cardio-metabolic diseases, emerging animal diseases, Alzheimer's disease and infectious diseases including HIV and Ebola. For more information, visit www.msd.com.

Forward-Looking Statement of Merck & Co., Inc., Kenilworth, N.J., USA

This news release of Merck & Co., Inc., Kenilworth, N.J., USA (the "company") includes "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. These statements are based upon the current beliefs and expectations of the company's management and are subject to significant risks and uncertainties. There can be no guarantees with respect to pipeline products that the products will receive the necessary regulatory approvals or that they will prove to be commercially successful. If underlying assumptions prove inaccurate or risks or uncertainties materialize, actual results may differ materially from those set forth in the forward-looking statements.

Risks and uncertainties include but are not limited to, general industry conditions and competition; general economic factors, including interest rate and currency exchange rate fluctuations; the impact of pharmaceutical industry regulation and health care legislation in the United States and internationally; global trends toward health care cost containment; technological advances, new products and patents attained by competitors; challenges inherent in new product development, including obtaining regulatory approval; the company's ability to accurately predict future market conditions; manufacturing difficulties or delays; financial instability of international economies and sovereign risk; dependence on the effectiveness of the company's patents and other protections for innovative products; and the exposure to litigation, including patent litigation, and/or regulatory actions.

The company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise. Additional factors that could cause results to differ materially from those described in the forward-looking statements can be found in the company's 2016 Annual Report on Form 10-K and the company's other filings with the Securities and Exchange Commission (SEC) available at the SEC's Internet site (www.sec.gov).

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