

Aviso de Derechos para emisoras del SIC

FECHA: 25/03/2019



BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO	94806
FOLIO DE REFERENCIA INDEVAL	25400C001
TIPO DE MENSAJE	NEW
COMPLETO / INCOMPLETO	COMPLETE
CONFIRMADO / NO CONFIRMADO	CONFIRMED

CLAVE DE COTIZACIÓN	NVS
RAZÓN SOCIAL	NOVARTIS AG
SERIE	N
ISIN	US66987V1098
MERCADO PRINCIPAL	NEW YORK STOCK EXCHANGE

TIPO DE EVENTO	SPIN-OFF
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MANDATORIO / OPCIONAL / VOLUNTARIO	Mandatory
FECHA EXDATE	09/04/2019
FECHA REGISTRO	01/04/2019

OPCIÓN	1
TIPO	Security
DEFAULT	true

TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Credit
FECHA DE PAGO	08/04/2019

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RATIO	AdditionalQuantityForExistingSecurities
	1 / 5
VALORES A RECIBIR	NewIssue
	CH0432492467

NOTAS DEL EVENTO CORPORATIVO

NOTA

(25/03/2019)

Due Bill Redemption Date: 10-Apr-2019

Shares in Alcon, the eye care business being spun-off by Novartis, are expected to start trading on April 9 on the Swiss Market and the New York Stock Exchange.

"Alcon obtained approval for listing on SIX Swiss Exchange and New York Stock Exchange," Novartis said in a statement, adding that Alcon would enter the SMI, Switzerland's blue-chip stock index, on its first trading day. Novartis added Alcon had secured debt financing of \$3.5 billion, adding that Bank of America Merrill Lynch and UBS AG were advising Novartis on the transaction.

Under the distribution, each Novartis shareholder will receive one Alcon share for every five Novartis shares or American depositary receipts they hold at the close of business on April 8.

Security Name: Novartis AG – Spin-off Announcement - CUSIP: 66987V109

NYSE Symbol: NVS

Each American depositary share ("ADS") representing one share of Novartis AG (the "Company")

Please be advised of the following share distribution information for the above noted issuer:

ADS Applicable Dates: Record Date: April 1, 2019. Anticipated Payment Date: April 8, 2019

Foreign Dates: Record Date: April 10, 2019. Anticipated Payment Date: April 11, 2019

J.P. Morgan has received notice that, at the shareholders' meeting of the Company held on February 28, 2019, shareholders approved the spin-off of the Alcon business (in the form of shares of Alcon Inc.) from the Company. As notified by the Company, the spin-off will be effected by distributing one (1) ordinary share of Alcon Inc. for every five (5) ADSs. Computershare Trust Company, N.A. has been appointed as distribution agent (the "Distribution Agent") for the Company and, in connection therewith, will distribute the spun-off Alcon Inc. shares directly to the holders of ADSs entitled thereto. According to the Company's notice delivered to the New York Stock Exchange, Inc. it is anticipated that the Distribution Agent (or the Company) will distribute the Alcon shares after the close of business on April 8, 2019 to ADR holders entitled thereto. The Company has appointed the Distribution Agent to make the distribution referred to herein. The Distribution Agent and the Company are solely responsible for the actual timing of such distribution and the Depositary shall have no responsibility with respect thereto.

1. The Depositary only takes responsibility for the ADS Record Date set forth herein. All other dates were selected by the Company without any input by the Depositary.
2. The foreign record date and payment date are according to terminology and definitions applied by the Swiss settlement system.
3. Included based on the information contained in the Company's notice to the New York Stock Exchange.

On June 29, 2018, we announced plans to separate our Alcon business from the rest of Novartis by means of a spin-off of a newly formed company named Alcon Inc., which will contain our eye care devices business, consisting of our surgical and vision care businesses. Novartis will remain focused on building a leading medicines company, including the Innovative Medicines and Sandoz businesses.

As two distinct publicly traded companies, we believe Novartis and Alcon will be better positioned to capitalize on significant growth opportunities and focus resources on their respective businesses and strategic priorities.

To implement the separation, Novartis will first transfer its eye care devices business to Alcon, and will subsequently distribute all of the Alcon shares held by Novartis to Novartis shareholders, prorata to their respective holdings. Each Novartis shareholder will receive 1 Alcon share for every 5 Novartis shares or 5 Novartis American Depositary Receipts they hold or have acquired and do not sell or otherwise dispose of prior to the close of business on April 8, 2019. The distribution generally should not be taxable to Novartis

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shareholders for Swiss withholding or income tax or US federal income tax purposes. An application will be made to list the Alcon shares on the SIX Swiss Exchange (SIX) and the New York Stock Exchange (NYSE) and trading in Alcon shares is expected to begin on the SIX and the NYSE on April 9, 2019.

You do not need to take any action to receive Alcon shares to which you are entitled as a Novartis shareholder, and you do not need to pay any consideration or surrender or exchange your Novartis shares or American Depositary Receipts.

We encourage you to read Form 20-F, which is being made available to all Novartis shareholders and is also publicly available. The Form 20-F describes the separation in more detail and contains important business and financial information about Alcon.

We believe the separation provides tremendous opportunities for our businesses and our shareholders, as we work to continue building long-term shareholder value. We appreciate your continuing support of Novartis, and look forward to your future support of both companies.

Separation from Novartis

Since our acquisition by Novartis in 2011, we have operated as a division within Novartis. Before or substantially concurrently with the separation and the spin-off, Novartis will transfer to us substantially all of the assets and liabilities of its eye care devices business, consisting of our surgical and vision care businesses. In addition, before or substantially concurrently with the spin-off, we and Novartis intend to enter into, or have entered into, a series of agreements that will provide a framework for our ongoing relationship. For a description of these agreements, see "Item 7. Major Shareholders and Related Party Transactions 7.B. Related Party Transactions—Agreements Between Novartis and Us"

In connection with the separation and the spin-off, Alcon will apply to list its shares on the SIX and the NYSE and will register its shares with the SEC under applicable U.S. federal securities laws and, subject to the receipt of necessary authorizations, the completion of legal formalities and the satisfaction of the conditions precedent, Novartis will distribute to its shareholders all of the Alcon shares it holds immediately prior to the spin-off, in proportion to their share ownership in Novartis based on a ratio of 1 Alcon share for every 5 Novartis shares or 5 Novartis ADRs.

Reasons for the Separation and Spin-off

On June 29, 2018, Novartis announced that its strategic review of the Alcon Business had concluded that the separation of the Alcon Business from the remainder of its businesses would be in the best interests of Novartis and its shareholders and that the Novartis Board intended to seek shareholder approval for the spin-off at the Novartis Annual General Meeting of shareholders held in Basel, Switzerland on February 28, 2019 (the "Novartis AGM"). We and Novartis believe that the separation and the spin-off will provide a number of benefits to our business, to the business of Novartis and to Novartis shareholders.

The New York Stock Exchange certifies its approval for listing and registration of the Ordinary Shares, nominal value CHF 0.04 per share of Alcon Inc. under the Exchange Act of 1934.

Novartis International AG / Alcon confirms commitment to Switzerland ahead of proposed spinoff from Novartis.

Global headquarters to be co-located in Geneva alongside Alcon's Europe, Middle East and Africa regional office.

The listed Alcon company will be incorporated in Fribourg, where Alcon already has significant operations, alongside other key sites in Rotkreuz and Schaffhausen.

Alcon's current divisional headquarters in Fort Worth, Texas, will remain a key global hub.

Alcon, the global leader in eye care and a division of Novartis, announced plans to locate its future global headquarters in the Canton of Geneva, Switzerland, following completion of its proposed spinoff from Novartis.

Alcon's new global headquarters in Geneva will be the primary location for Alcon's senior corporate leadership and other corporate and commercial functions. It will be co-located with Alcon's Europe, Middle East, and Africa (EMEA) regional office, which is already based in the city. The new premises will be in a modern office complex offering world-class services and amenities, including close proximity to the Geneva international airport.

"We are delighted to announce Geneva as the location of Alcon's new global headquarters following the proposed spinoff from Novartis," said David Endicott.