

Balance Sheet in Accordance with German GAAP (HGB)

MorphoSys AG Financial Statements as of December 31, 2004
and December 31, 2003

	in €	12/31/2004	12/31/2003
Assets			
A. Fixed Assets			
I. Intangible Assets			
1. Franchises, Trademarks, Patents Licenses, and Similar Rights and Licences to Such Rights		6,628,787	7,877,584
II. Tangible Assets			
1. Land, Leasehold Rights and Buildings, Including Leasehold Improvements		484,381	518,777
2. Other Equipment, Furniture and Fixtures		1,846,614	983,625
		2,330,995	1,502,402
III. Financial Assets			
1. Shares in Subsidiary Companies		184,916	184,916
2. Loans to Affiliated Companies		24,009,332	25,000,000
		24,194,248	25,184,916
B. Current Assets			
I. Inventories			
1. Raw Materials, Supplies and Production Materials		83,380	40,755
2. Work in Progress		116,037	119,360
3. Advanced Payments		19,240	-
		218,657	160,115
II. Receivables and Other Assets			
1. Trade Accounts Receivable all Due within One Year		2,197,630	1,992,350
2. Other Assets, Due after One Year € 7,892 (Prior Year: € 7,555)		233,572	1,188,655
		2,431,202	3,181,005
III. Securities			
1. Treasury Stock		11,033	21,934
2. Other Securities		24,320,191	16,627,644
		24,331,224	16,649,578
IV. Cash on Hand and Cash in Banks		7,292,353	6,782,279
C. Prepaid Expenses		405,934	397,981
		67,833,400	61,735,860

in €	12/31/2004	12/31/2003
Liabilities and Shareholders' Equity		
A. Equity		
I. Capital Subscribed	16,316,556	14,703,996
II. Capital Surplus	68,007,357	59,291,294
III. Earnings Reserves		
Reserve for Treasury Stock	11,033	21,934
IV. Accumulated Deficit	(32,780,353)	(32,167,506)
	51,554,593	41,849,718
B. Accruals		
Other Accruals	3,170,854	1,980,495
	3,170,854	1,980,495
C. Liabilities		
1. Bonds, thereof Convertible € 49,914 (Prior Year: € 63,400)	99,692	151,800
2. Trade Accounts Payable	531,681	454,854
3. Liabilities Due to Affiliated Companies	2,046	4,265,675
4. Other Liabilities Due within One Year € 1,922,198 (Prior Year: € 1,313,747) thereof for Taxes € 730,773 (Prior Year: € 177,721) thereof for Social Security € 156,897 (Prior Year: € 117,933)	2,922,198	3,313,747
	3,555,617	8,186,076
D. Deferred Income	9,552,336	9,719,571
	67,833,400	61,735,860