



Remuneration report

The remuneration report summarizes the principles used to determine the total remuneration of the members of the Management Board of Evotec SE and explains the structure and amount of the remuneration paid to the members of the Management Board. It also describes the principles and amount of the remuneration paid to the members of the Supervisory Board. The remuneration report is based on the recommendations of the German Corporate Governance Code (GCGC) and includes the disclosures required by the Handelsgesetzbuch (HGB – German Commercial Code), Aktiengesetz (AktG – German Stock Corporation Act), German accounting standards (GAS) and International Financial Reporting Standards (IFRS). The remuneration report is part of the combined Management Report.

REMUNERATION SYSTEM FOR THE MEMBERS OF THE MANAGEMENT BOARD

The remuneration system for Evotec's Management Board is established by the Supervisory Board, based on a proposal by the Remuneration and Nomination Committee. After approval by the Supervisory Board, the remuneration system is submitted to the Annual Shareholders' meeting for endorsement ("say on pay"). The current system of Management Board remuneration was endorsed at the Annual Shareholders' Meeting on 19 June 2019, by a majority of about 89%. Following the rules of the German Act Implementing the Second Shareholder Rights Directive (ARUG II) and the recommendations of the revised GCGC, a revised system will be presented to the Annual Shareholders' meeting for approval in June 2021.

The current Management Board remuneration is based on the following principles:

► Focus on sustainable growth of Evotec

Management Board members are expected to make a long-term commitment to and on behalf of the Company. As a result, they can benefit from a sustained increase in the Company's value. For this reason, a substantial portion of their total remuneration is linked to the long-term performance of the Evotec share in the form of Share Performance Awards ("SPAs", as outlined below).

► Compensation linked to performance

Evotec's size and economic position is also to be reflected in Management Board remuneration. Exceptional achievements are to be adequately rewarded, while falling short of targets results in an appreciable reduction in remuneration.

**The following companies were included in the most recent peer group comparison: Abcam, Bachem, Biotest, Carl Zeiss Meditec, Charles River, Clinigen, Galapagos, Genmab, Ligand, Morphosys, QIAGEN, Siegfried Pharma, Stallergenes, Sartorius, Tecan, MedPace*

► Ensuring competitiveness

Evotec wants to attract outstanding candidates for the Management Board and retain members for the long term. Remuneration should be attractive compared to similar companies.

Following these principles, the Supervisory Board determines the structure of the remuneration system, the weighting of the compensation components, the individual target compensation and the monetary caps for both the variable compensation elements and the total compensation. Regular review by the Supervisory Board ensures that the remuneration system and the compensation levels are appropriate. Several criteria are applied for this purpose:

► Situation of the Company

The Supervisory Board takes the economic situation as well as Evotec's success and prospects into consideration when deciding on the structure and assessment of remuneration.

► Strategic alignment

The performance targets for the Management Board are set in line with Evotec's business strategy and the medium-term budget plans.

► Market practice

The Supervisory Board observes the remuneration levels for Management Board members in comparable companies. The peer group includes German and international biotech and pharmaceutical companies of similar size and complexity to fairly reflect Evotec's global presence and the potential markets to recruit Management Board members.*

► Senior management and staff remuneration

When reviewing the Management Board remuneration, the Supervisory Board considers the development of Management Board remuneration over time in relation to the compensation paid to Evotec's workforce in Germany. In this vertical comparison, the Supervisory Board determines the ratios of Management Board remuneration to the compensation paid to Evotec' senior management and to the remaining staff.

► Responsibilities and achievements

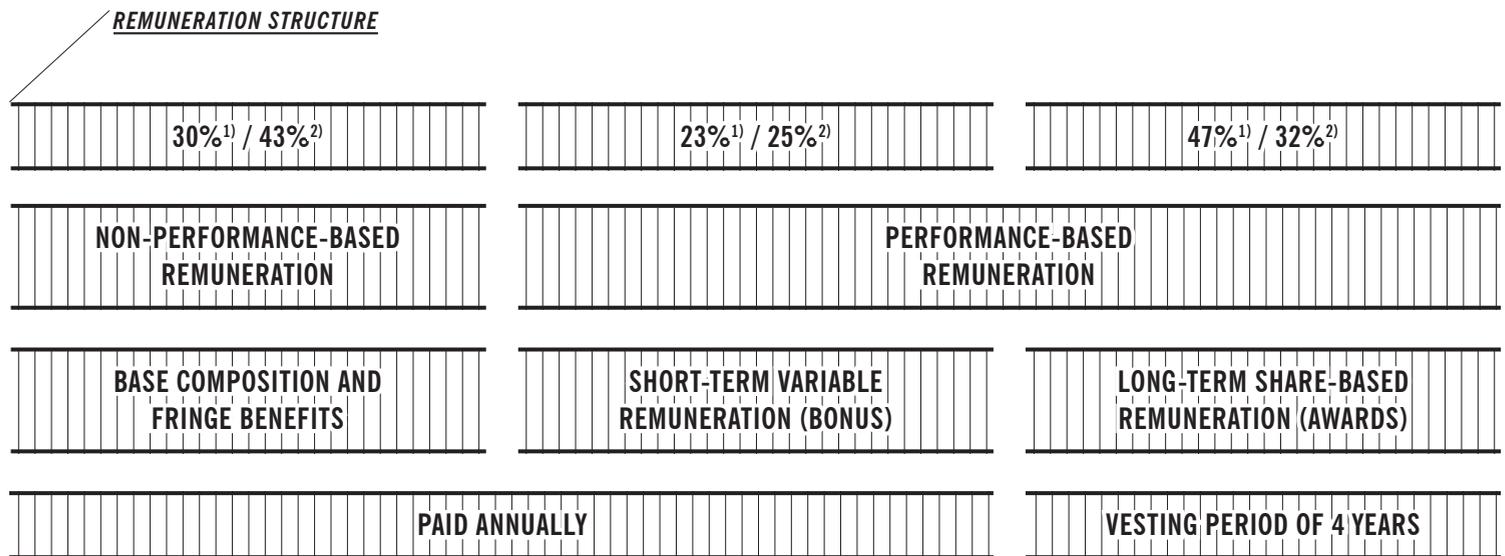
The criteria for determining the individual remuneration include the tasks and responsibilities of the members of the Management Board and their individual performance.

► Corporate Governance best practices

The Supervisory Board considers corporate governance best practices when revising the remuneration system. If needed, advice is obtained from independent external remuneration experts.

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**STRUCTURE AND COMPONENTS OF
 THE MANAGEMENT BOARD REMUNERATION**
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The Management Board remuneration comprises both non-performance-based and performance-based components and is divided into three main elements: base compensation, short-term variable compensation, and long-term share-based compensation. Fringe benefits and pension allowances are also part of the remuneration system.



¹⁾ CEO target remuneration ²⁾ CSO, COO, CFO target remuneration

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**OVERALL TARGET AND MAXIMUM
 MANAGEMENT BOARD REMUNERATION**
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Considering the remuneration levels in the peer group and the development of the compensation for the top management tier and overall staff as well as corresponding thoughts on appropriateness, the Supervisory Board determined the total target compensation in fiscal year 2020 for the individual members of the Management Board as shown further below in the “Remuneration Granted” table.

The minimum and maximum remuneration amounts of a Management Board member for fiscal year 2020 are also shown in the table. The maximum possible remuneration constitutes the maximum expenditure of Evotec SE for each member of the Management Board for 2020. The amounts were calculated as the total of all components of the remuneration for the Management Board in the event of minimum and maximum target achievement, respectively. Please note that the maximum pay-out for 2020 is 100% of target value for the short-term variable compensation and 350% of target value for the long-term variable compensation.

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**NON-PERFORMANCE-BASED
 REMUNERATION**
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Non-performance-based remuneration comprises fixed base compensation paid in 12 monthly instalments at the end of each month and fringe benefits such as pension allowances, contribution to commuting expenses, contributions to certain premiums for insurance policies as well as the benefit derived from the private use of a company car or a car allowance. In addition to the aforementioned remuneration, business-related private payments, expenditures, and expenses are reimbursed.

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**PERFORMANCE-BASED
 REMUNERATION**
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With reference to the principles mentioned above, Management Board remuneration is linked to company performance and sustainable growth of the company. Consequently, the Management Board remuneration



comprises both a short-term and a long-term performance-based element: a short-term variable compensation (“Bonus”) and a long-term share-based compensation (“Share Performance Plan”), which was approved by the AGMs 2015 and 2017. The pay-out amount of these two components depend on the extent predefined goals were attained. In case these goals were not met, the pay-out amount of the performance-based components may be reduced to zero. If, however, the targets were significantly exceeded, the pay-out amount is subject to a ceiling or “cap”.

Short-term variable compensation (bonus)

The bonus is determined based on the attainment of certain targets specified by the Remuneration and Nomination Committee of the Supervisory Board and subsequently approved by the Supervisory Board for each financial year.

The STI bonus scheme for the Management Board is based on the achievement of clearly measurable corporate objectives equally set for each Management member by the Supervisory Board rather than individual objectives. Such corporate objectives are geared to support the mid- and long-term growth strategy of the Company. They generally relate to financial objectives, such as growth in total revenues, adjusted EBITDA and total deal value from new partnerships and alliances, as set in accordance with the relevant guidance for that specific financial year, as well as additional operational, strategic, cultural and sustainability objectives. In its March meeting after a financial year, the Supervisory Board reviews the achievement of these corporate objectives and approves the respective bonus pay-outs.

The target bonuses for the one-year variable compensation amount to 100% of the fixed remuneration for the Chief Executive Officer (2019: 100%) and to 70% of the fixed remuneration for all other members of the Management Board (2019: 70%). Currently, the remuneration system does not account for over-achievement of corporate objectives. As a result, the pay-out amount cannot exceed the target value. However, the Supervisory Board plans to allow for up to 150% pay-out of the target values in case of success as part of the revised Management Board remuneration system.

Long-term variable compensation (Share Performance Plan)

In addition to the one-year variable compensation, the members of the Management Board are eligible for an annual grant of Share Performance Awards (SPAs) under Evotec’s Share Performance Plan 2017. The Evotec Share Performance Plan is an important step in supporting the interests of the Company’s shareholders and in establishing an attractive state-of-the-art long-term compensation that is in line with remuneration and corporate governance standards as well as the German Corporate Governance Code.

The number of granted SPAs is determined by dividing a defined percentage of the Board member’s total direct compensation (base salary, target annual bonus and target long-term incentives) by the applicable fair market value of an SPA. The percentage amounts to 50% of total direct compensation for the Chief Executive Officer (2019: 50%) and to 35% of total direct compensation for all other members of the Management Board (2019: 35%). To provide for a more concise approach to calculate target values, the Supervisory Board plans to show the target value as percentage of base salary instead of percentage of total direct compensation beginning in 2021 (200% of base salary for CEO and 91.5% of base salary for other members of Management Board).

The Share Performance Plans are based on a forward-looking, multi-year assessment period. For each annual award of SPAs, a performance measurement period of four consecutive calendar years applies. Two equally weighted key performance indicators (KPIs) have been set forth by the Annual General Meeting 2017 oriented on long-term value creation and consisting of “Share Price” (Aktienkurs) and “Relative Total Shareholder Return” (relative Aktienrendite). Relative Total Shareholder Return is a measure to determine the performance of an investment in the shares of the Company compared to the TecDAX. Relative Total Shareholder Return measures the return on a share investment over time, including dividends as well as share price performance (positive and negative) and adjusted for any equity issues or share-splits. The KPIs are measured for each year of the performance measurement period. The achieved performance for a year is locked-in for the remaining Vesting Period.

For each of the two KPIs there is a “Minimum Target”, which has to be reached for Share Performance Awards to be exercised (partially), and a “Maximum Target”, which, once it is met, allows for all Share Performance Awards for the respective KPI (100%) to be exercised to the full amount, once the Vesting Period has expired (one Share Performance Award entitles the holder to subscribe to no more than two shares of Evotec SE).

100% of the KPI “Share Price” (the “Target Share Price”) is achieved for a calendar year if the average share price of the Company stock in the closing auction of XETRA trading (or a corresponding successor system) on the last thirty (30) trading days in the respective performance period, i.e. a calendar year (the “Closing Price”) exceeds by 8% the average share price of the Company stock in the closing auction of XETRA trading (or a corresponding successor system) on the last thirty (30) trading days before the start of the respective performance period (the “Opening Price”). The Minimum Target for the KPI “Share Price” is reached if the Closing Price is higher than the Opening Price. The Maximum Target for the KPI “Share Price”, which entitles all Share Performance Awards for this KPI to be exercised for the respective performance period, is reached if the Closing Price is 16% or more above the Opening Price.

100% of the KPI “Relative Total Shareholder Return” is achieved for a calendar year (the “Target Relative Total Shareholder Return”), if the Total Shareholder Return for the shares of the Company (average share price of the Company at the closing auction of XETRA trading, or a successor system, on the 30 trading days prior to the relevant date plus dividends, and adjusted for any equity issuance or share-splits), matches the Total Shareholder Return of the German TecDAX index during the same period. The Minimum Target for the KPI “Relative Total Shareholder Return” is achieved when the annual Total Shareholder Return for the shares of the Company is 10%-points below the Total Shareholder Return of the TecDAX during the respective performance period (i.e. each calendar year). The Maximum Target, at which all the Share Performance Awards for the KPI “Relative Total Shareholder Return” can be exercised, is achieved when the annual Total Shareholder Return for the shares of the Company is at least 10%-points above the average Total Shareholder Return of the TecDAX during the respective performance period. Relevant values of the Total Shareholder Return of the Company and of the Total Shareholder Return of the TecDAX will be calculated annually and based on the average TecDAX (Total Return Index) during the 30 trading days prior to the relevant date.

The right to exercise awards from the Share Performance Plan arises only on expiry of the Vesting Period. Depending on the achievement of the Key Performance Indicators for each of the four years, each Share Performance Award entitles the participant to the subscription of up to a maximum of two Company shares (200% cap). After each of the four performance periods (i.e. each calendar year) for a tranche of Share Performance Awards has ended, the target achievement for the two KPIs is determined for the respective calendar year and the corresponding numbers of subscription rights are calculated and provisionally set. At the end of all the four performance periods, i.e. the four calendar years of one tranche, the subscription rights determined for each year are added and represent the total number of exercisable subscription rights.

Each participant is required to make a payment of the nominal amount of € 1 (one Euro) per share to Evotec upon exercising, regardless of the trading price of the Evotec share at that point in time. The new shares received are not subject to any specific lock-up; they are freely tradable immediately subject to insider trading rules which are the sole responsibility of each participant.

The Supervisory Board reserves the right at its sole discretion to replace the shares to be allocated to the participants with a cash payment and/or Evotec shares kept in treasury by the Company. The value of the shares to be used in calculating the cash payment shall be the average share price during the 30 day trading period immediately before the Vesting date.

While the Share Performance Plan 2017 includes a monetary cap with a maximum pay-out of 350% of the initial target value, the preceding Share Performance Plan 2015 defines a maximum regarding the number of share-based awards (SPA) upon allocation. The monetary value of the allocated shares under these plans is primarily determined by the market price at execution and not capped.

— EXCEPTIONAL DEVELOPMENTS —

The criteria for the assessment of the performance-related compensation and the annual targets set at the beginning of a fiscal year by the Supervisory Board do not change over the fiscal year. Any retroactive amendment of the target figures or the comparison parameters is excluded.

Exceptional developments, whose effects substantially distort the actual target achievement may be appropriately taken into consideration by the Supervisory Board for the target assessment in justified and rare exceptional cases. This may result in an increase or decrease of the STI pay-out amount (bonus). Possible exceptional developments during the year include, for example, exceptional changes in the economic situation (for example, due to an economic crisis, healthcare crisis with an impact on the global economy) because of which the original corporate targets become irrelevant, provided that they were unforeseeable. Generally unfavourable market developments are not considered exceptional intra-year developments. Should exceptional developments requiring an adjustment emerge, the Company will report on them in detail and with transparency. The Supervisory Board may also take appropriate account of such exceptional developments in justified and rare exceptional cases by limiting the content and the extent of the subscription rights granted under LTI.

If justified, the Supervisory Board may retain or reclaim variable remuneration components (clawback). Such clawback provisions are included in the actual service contracts with all Management Board members.

**REMUNERATION REPORT OF
THE MANAGEMENT BOARD**

The Management Board compensation for 2020 was carried out in full compliance with the Company's Remuneration System as approved by the AGM and the monetary caps for both the total compensation and the respective compensation components.

The 2020 corporate objectives related to financial objectives, such as growth in total revenues, adjusted EBITDA and total deal value from new partnerships and alliances. This was, among other things, to be achieved by executing significant integrated collaboration in EVT Execute and EVT Innovate with a total volume of more than € 100 million in transaction value. Further targets included building at least two new academic BRIDGES and preparing the Company for sustainable growth. The individual corporate objectives for 2020 are set out in the following table:



CORPORATE OBJECTIVES 2020

	<i>When</i>	<i>End product</i>	<i>Weighting</i>
1. Continue growth path with optimal integration of Just – Evotec Biologics			
Grow total revenues > € 460 m	Q4	€ 500.9 m	20%
Achievement of a stable adjusted EBITDA > € 110 m	Q4	€ 106.6 m	20%
2. Make co-ownership value visible and more investable			
New alliances from existing platforms (e.g. iPSC, Nurture, EvoTox) (total > € 100 m value)	Q4	Novo Nordisk, Bayer, Takeda	20%
Expand with at least 2 high value BRIDGES and implement EVT Equity strategy	Q4	Autobahn Labs, Dark-Blue, ...	5%
Make EVT Innovate values better tangible and investable (e.g. project valuations, spin-offs, ...)	Q4	Valuation simulation, Capital Markets Days, Curexsys, ...	5%
3. Go for LONG as ONE – Define Evotec Infinite Strategy			
Implement “Action Plan 2025” with focus on long-term growth drivers in all modalities	Q4	Integration of Just – Evotec Biologics, Evotec GT, QRBeta, ...	15%
Leading Goal: Way of thinking and working as ONE next generation global and long-term team	Q4	Multiple trainings and growth initiatives	5%
Sustainability & Diversity Goal: Define specific long-term Sustainability & Diversity Strategy	Q4	Science targets, ESG manager, strategy formulation	5%

The bonus for the financial year 2020 will be paid out to the Management Board members in March 2021. Based on the actual achievement of the Corporate Objectives 2020 the total bonus for the members of the Management Board for the financial year 2020 amounts to T€ 1,211 (for 2019: T€ 1,157), thereof T€ 476 for Dr Werner Lanthaler (for 2019: T€ 470), T€ 277 for Dr Cord Dohrmann (2019: T€ 252), T€ 236 for Craig Johnstone (for 2019: T€ 238) and T€ 222 for Enno Spillner (for 2019: T€ 197).

In addition to their one-year variable compensation, the members of the Management Board received a total of 77,214 SPAs in January 2020 (2019: 86,283) under the Company’s Share Performance Plan, thereof 38,400 SPAs for Dr Werner Lanthaler, 14,647 SPAs for Dr Cord Dohrmann, 12,450 SPAs for Craig Johnstone and 11,717 SPAs for Enno Spillner. The fair value of all SPAs granted as multi-year variable compensation amounted to T€ 1,930 on the day of calculation on 1 January 2020. The reduced amount of SPAs in 2020 compared to 2019 is due to the increased fair market value recognised per SPA. The SPAs that were granted in January 2020 vest and become exercisable after four years in January 2024. The SPAs can be exercised either by selling the respective shares that were granted pursuant to the achievement of the relevant KPIs on the open market or by lodging the shares into a personal share account.

The first SPA grant under the current Share Performance Plan 2017 occurred after the Annual General Meeting on 14 June 2017. Given a vesting period of four years, these SPAs will vest in September 2021 and will be reported on in the remuneration report 2021.

Remuneration tables

For 2020, the performance-unrelated and one-year variable compensation of the active members of the Management Board totalled T€ 3,079, of which the variable part amounted to T€ 1,311.

The following tables present for each Management Board member:

- ▶ The remuneration granted in the year under review including fringe benefits (such as pension allowances, contribution to commuting expenses, contributions to certain premiums for insurance policies as well as the benefit derived from the private use of a company car or a car allowance) and including the maximum and minimum amounts for variable compensation components
- ▶ The allocation of fixed compensation, fringe benefits, short-term variable compensation and long-term variable compensation in the year under review, broken down into the relevant reference years

REMUNERATION REPORT

Remuneration granted (in T€)																	
	I				II				III				IV				
a	Dr Werner Lanthaler				Enno Spillner				Dr Cord Dohrmann				Dr Craig Johnstone				
b	CEO				CFO				CSO				COO				
c																	
d	2019	2020	2020 (min)	2020 (max)	2019	2020	2020 (min)	2020 (max)	2019	2020*	2020 (min)	2020 (max)	2019	2020	2020 (min)	220 (max)	
1	Fixed compensation	470	480	480	480	315	320	320	320	360	400	400	400	340	340	340	340
2	Fringe benefits	107	105	80	130	54	66	44	70	16	15	15	22	42	42	42	66
3	Total	577	585	560	610	369	386	364	390	376	415	415	422	382	382	382	406
4	One-year variable compensation for 2020	420	476	0	480	171	222	0	224	238	377	0	280	74	236	0	238
5	Multi-year variable compensation	840	960	0	3,360	206	293	0	1,026	248	366	0	1,281	311	311	0	1,089
5a	"Long-term incentive ("SPA", as described in the text above) (Plan term until 5 years after grant) (Number of SPA granted x fair market value at calculation date)	840	960	0	3,360	206	293	0	1,026	248	366	0	1,281	311	311	0	1,089
6	Total	1,837	2,015	560	4,450	746	876	364	1,640	862	1,033	415	1,983	767	931	382	1,733
7	Service cost	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
8	Total	1,837	2,015	560	4,450	746	876	364	1,640	862	1,033	415	1,983	767	931	382	1,733

* A special bonus of € 100,000 was granted

Notes:

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| <p>a Name of the Management Board member</p> <p>b Function of the Management Board member, e.g. CEO, CFO</p> <p>c Date on which the member joined/left the Management Board, if in the financial year under consideration n (year under review) or n-1</p> <p>d Financial year under consideration n (year under review) or n-1</p> <p>I Benefits granted in financial year n-1</p> <p>II Benefits granted in financial year n (year under review)</p> <p>III Minimum value of granted compensation components that can be achieved in financial year n (year under review), e.g. Zero</p> <p>IV Maximum value of granted compensation components that can be achieved in financial year n (year under review)</p> <p>1 Non-performance-related components, e.g. fixed salary, fixed annual pay-off payments (amounts correspond to amounts in "Allocation" table); values in columns II, III and IV are identical</p> <p>2 Non-performance-related components, e.g. benefits in kind and fringe benefits (amounts correspond to amounts in "Allocation" table); values in columns II, III and IV are identical</p> | <p>3 Total of non-performance-related components (1+2) (amounts correspond to amounts in "Allocation" table); values in columns II, III and IV are identical</p> <p>4 One-year variable compensation for fiscal year (pay-out in March the year after), e.g. bonus, short-term incentive (STI), share in profits, without deferred components</p> <p>5 Multi-year variable compensation (total of rows 5a - ...), e.g. multi-year bonus, deferred components from one-year variable compensation, long-term incentive (LTI), subscription rights, other share-based compensation</p> <p>5a Multi-year variable compensation, broken down into plans and stating the period of time</p> <p>6 Total of non-performance-related components and variable components (1+2+4+5)</p> <p>7 Service cost in accordance with IAS 19 from pension schemes and other benefits (amounts correspond to amounts in "Allocation" table); values in columns II, III and IV are identical</p> <p>8 Total of non-performance-related components and variable components and service cost (1+2+4+5+7)</p> |
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REMUNERATION REPORT

Allocation (in T€)

	Dr Werner Lanthaler		Enno Spillner		Dr Cord Dohrmann		Dr Craig Johnstone	
	CEO		CFO		CSO		COO	
	2019	2020	2019	2020	2019	2020*	2019	2020
1 Fixed compensation	470	480	315	320	360	400	340	340
2 Fringe benefits	107	105	54	66	16	15	42	42
3 Total	577	585	369	386	376	415	382	382
4 One-year variable compensation for 2020	420	476	171	222	238	377	74	236
5 Multi-year variable compensation	12,980	5,450	0	0	6,699	6,072	320	616
5a Share Performance Programme 2012 (term until 2019)	12,980	0	0	0	5,732	0	320	0
Share Performance Programme 2015 (term until 2021)	0	5,450	0	0	0	5,347	0	616
5d Stock Option Programme 2001 (term until 2021)	0	0	0	0	0	725	0	0
5h Stock Option Programme 2011 (term until 2019)	0	0	0	0	967	0	0	0
6 Other	0	0	0	0	0	0	0	0
7 Total	13,977	6,505	540	583	7,313	6,739	776	1,236
8 Service cost	0	0	0	0	0	0	0	0
9 Total	13,977	6,505	540	583	7,313	6,739	776	1,236

* A special bonus of € 100,000 was granted

Notes:

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| <p>a Name of the Management Board member</p> <p>b Function of the Management Board member, e.g. CEO, CFO</p> <p>c Date on which the member joined/left the Management Board, if in the financial year under consideration n (year under review) or n-1</p> <p>d Financial year under consideration n (year under review) or n-1</p> <p>1 Non-performance-related components, e.g. fixed salary, fixed annual pay-off payments (amounts correspond to amounts in "Remuneration granted" table)</p> <p>2 Non-performance-related components, e.g. benefits in kind and fringe benefits (amounts correspond to amounts in "Remuneration granted" table)</p> <p>3 Total of non-performance-related components (1+2) (amounts correspond to amounts in "Remuneration granted" table)</p> <p>4 One-year variable compensation for fiscal year (pay-out in March the year after), e.g. bonus, short-term incentive (STI), share in profits, without deferred components</p> | <p>5 Multi-year variable compensation (total of rows 5a - ...), e.g. multi-year bonus, deferral, long-term incentive (LTI)</p> <p>5a-h Multi-year variable compensation, broken down into plans and stating the period of time</p> <p>6 Other, e.g. clawbacks, which are entered as a negative amount with reference to previous disbursements</p> <p>7 Total of non-performance-related components and variable components (1+2+4+5+6)</p> <p>8 Service cost in accordance with IAS 19 from pension schemes and other benefits (amounts correspond to amounts from row 4 of the "Remuneration granted" table and row 7 of the "Allocation table"); this is not an allocation in the financial year</p> <p>9 Total of non-performance-related components and variable components and service cost (1+2+4+5+6+8)</p> |
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Term of contract and early termination clauses

In accordance with the Code, new members of the Management Board are appointed for three years. Prolongations of existing contracts might be up to five years as has been agreed with the Chief Executive Officer and with the Chief Scientific Officer.

The contracts of the Management Board members contain a change-of-control clause, which allows them to terminate their current contracts in the event of a change of control. Should members of the Management Board make use of their right to terminate their contracts in the event of a

change of control, they are entitled to severance payments determined as follows: for Dr Werner Lanthaler, the severance payment shall be equal to 24 times his monthly base salary (changed to 18 months of base salary plus target bonuses for this period of time in the new contract starting March 2021); and for Dr Cord Dohrmann, Dr Craig Johnstone and Enno Spillner, the payment shall be equal to 18 times their monthly base salary plus target bonuses for this period of time. In no case shall the respective severance payment be higher than the total compensation due for the remaining term of the respective Management Board member's contract.

REMUNERATION REPORT

In accordance with the Code, in case of an early termination of their respective service agreement in the absence of a change-of-control situation, payments to the members of the Management Board shall not exceed the amount of two annual remunerations and shall not exceed the amount of remuneration that would be due until the expiration date of the service agreement.

REMUNERATION PAID TO MANAGEMENT BOARD FOR OTHER BOARD MANDATES

Members of the Management Board do not receive any remuneration for intra-group director or board roles. If Supervisory Board mandates are assumed at non-group entities, the Supervisory Board decided that such remuneration received for non-group supervisory board or board of director mandates shall not be offset.

PENSION PROVISIONS FOR FORMER MANAGEMENT BOARD MEMBERS

The Company has made a provision for a pension for one former Management Board member amounting to T€ 205 (2019: T€ 190). No such further provisions are due for other former Management Board members or their surviving dependants.

REMUNERATION OF THE SUPERVISORY BOARD

The remuneration of the members of the Supervisory Board is prescribed in the Company's Articles of Association.

According to section 113 AktG, Supervisory Board remuneration is to be appropriate to the task of the Supervisory Board members and the situation of the Company. The personal requirements of Supervisory Board members, especially of the Chair of the Supervisory Board, regarding qualification and the amount of time have increased significantly in recent years. Evotec SE expects this trend to continue in the future, which is accompanied by an increasing risk exposure and higher liability risks of Supervisory Board members.

The members of Evotec's Supervisory Board are entitled to fixed payments as well as out-of-pocket expenses. In accordance with the recommendations of the Code, the Chair and the Vice Chair positions on the Supervisory Board as well as the Chair positions and memberships in committees are considered when determining the remuneration of individual members. Consequently, following the approval of the AGM 2019, the fixed compensation is T€ 50 per Supervisory Board member. The Chair of the Supervisory Board is paid T€ 125, and the Vice Chair is paid T€ 60. Supervisory Board members serving on its committees shall be paid T€ 10 per committee membership; the Chair of a committee shall be paid T€ 25.

For their contributions in 2020, the individual members of the Evotec Supervisory Board received the following compensation in 2020:

REMUNERATION OF THE SUPERVISORY BOARD 2020

* Tenure ended at AGM 2020

** Tenure started at AGM 2020

	Total remuneration in T€ ¹
Prof. Dr Wolfgang Plischke	150
Prof. Dr Iris Löw-Friedrich	70
Kasim Kutay**	32.5
Dr Mario Polywka	50
Roland Sackers	85
Dr Elaine Sullivan	60
Michael Shalmi*	27.5
Total	475

¹ Cash remuneration

There are currently no consultancy agreements in place between Evotec and current or former members of the Supervisory Board.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE (D&O INSURANCE)*

Evotec procured directors' and officers' liability insurance cover for its Management and Supervisory Board members, its senior management and the directors of its subsidiaries at a cost to the Company of T€ 139 (2019: T€ 132). An appropriately sized deductible was agreed upon for the members of the Supervisory Board. The deductible agreed upon for the members of the Management Board is in line with the stipulations of the legal provisions of the VorstAG.

Hamburg, 16 March 2021

Dr Werner Lanthaler

Dr Cord Dohrmann

Dr Craig Johnstone

Enno Spillner

* This section of the Management Report is not subject to audit