

# The Evotec Code of Ethics and Business Conduct

*Passion for what we do and how we do it*

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# A message from Laetitia Rouxel



Dear colleagues,

The driver of our daily actions is to address the root causes of diseases, not just their symptoms, by developing and manufacturing precise and innovative medicines. Through collaborations with leading pharmaceutical and biotechnology companies, as well as academic institutions, we work closely with organisations from different countries, each with their unique cultures, habits, and customs.

At the core of our success is the dedication and expertise of our diverse and passionate colleagues worldwide. While our team members possess remarkable expertise and educational qualifications, we acknowledge that success transcends these factors. The variety of cultures, backgrounds, and ways of thinking within our team enhances creativity, collaboration, and the exchange of ideas. We are committed to promoting all forms of diversity in a working environment where respect and diverse perspectives are highly valued, and prejudice has no place. We aim to create a psychologically safe, dynamic, and diverse environment that welcomes talent, knowledge, and experience to foster curiosity, growth, and collaboration, fueling our capacity for innovation. Through collective efforts, we will achieve the best results in creating impactful medicines and shape Medicines that Matter. Our core values—collaboration, innovation, and entrepreneurship—serve as the foundation of everything we do in our shared passion and drive to make a difference. They govern our interactions, decision-making processes, and daily practices. These values shape our partnerships, our commitment to patients, and our pursuit of scientific excellence.

Our mission to provide novel healthcare solutions that are both efficacious and safe to use is accompanied by a significant level of responsibility. Our Code of Ethics and Business Conduct represents our commitment to uphold ethical standards, ensure safety, comply with regulations, build trust, and promote responsible research and development. It is the cornerstone of our commitment to integrity, patient well-being, and environmental responsibility, fostering a respectful and harmonious culture. The Code of Ethics and Business Conduct is an integral part of our global corporate culture and applies universally across our organisation, protecting both you as individuals and the Company.

Together, let us shape a responsible future, for our employees, suppliers, business associates, customers, and in our approach to nature and resources.

Yours sincerely,

*Laetitia Rouxel*

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# A message from Prof. Dr. Iris Löw-Friedrich and Dr. Constanze Ulmer-Eilfort



Dear all,

We are happy to introduce our new Code of Ethics and Business Conduct, underlining our commitment to ethical values and responsible corporate practices.

Our company vision has always been on patient well-being, demanding the highest standards in research development, and drug manufacturing. The people at Evotec are our top priority, they define who we are and how we perform. Our Code of Ethics and Business Conduct not only covers these principles but also extends to protect the interests of shareholders, customers, and our broader community through responsible corporate citizenship. Furthermore, it highlights our commitment to diversity, equity and inclusion.

We aim to integrate these principles into our corporate culture to promote transparency, accountability and psychological safety, ensuring that these ethical principle are a fundamental part of Evotec. Therefore, we invite you all to adopt these principles.

Together, let us foster an ethical culture that meets the highest standards, contributing to a corporate environment characterised by success by way of ethical leadership.

Best regards,

*Prof. Dr. Iris Löw-Friedrich      Dr. Constanze Ulmer-Eilfort*

# Passion for what we do and how we do it

At Evotec we are united by our common mission and passion for what we do and how we do it. This is guided and mirrored by our core values of collaboration, innovation and entrepreneurship.

**Collaboration:** We believe the best results are achieved from building upon each other's strengths and through sharing our knowledge. As a drug discovery and development company partnered with many of the leading pharmaceutical companies, biotechs, and academic institutions, collaboration is part of our DNA.

**Innovation:** We see immense value in continuous innovation. Guided by our mission to discover and develop highly effective therapeutics and make them globally available to the patients who need them, we continuously strive to develop innovative and sustainable approaches and solutions to drug discovery and development.

**Entrepreneurship:** We are determined to transform our ideas into reality. With Evotec, a smart idea can unfold and mature, with the help of our many resources, into its own business within the Evotec Group.

Our core values serve as the foundation of everything we do in our shared passion and collective drive to make a difference.

## #RESEARCHNEVERSTOPS



# Shaping ethics that matter

Our values are underpinned by some key ethical principles that govern how we act with one another and during the conduct of our business. The principles that Evotec considers fundamental are outlined below and covered in more depth in the following pages.

Below we have set out some of the teams and departments that can offer help with specific aspects of the Code. Your local Compliance counsels and the Global Compliance team are always here to help if you are unsure about any aspect of the Code.



As well the departments set out in this table, you can find a range of policies and supporting resources on EVOzone.

# Some questions answered

## Why do we have a Code of Ethics and Business Conduct?

We take our legal and ethical obligations very seriously. Since **#COMPLIANCEVERSTOPS**, this Code of Ethics and Business Conduct (the “Code”) provides rules and practical guidance on how to put our values into action and how to do business with integrity.



*“In theory, there is no difference between theory and practice. But, in practice, there is.” — Manfred Eigen*

We expect all employees to behave in a way that is compliant with all applicable laws and regulations and consistent with the values and principles set out in this Code.

### For all employees this means:

- Be guided by the values and principles set out in the Code in your work at Evotec.
- Never be afraid to ask for help if you are uncertain about anything.
- Speak up if you see anything at work that concerns you or that you believe does not meet the expectations set out in this Code.

### For managers this means:

- Advocate and demonstrate our values and ethical principles in your work at Evotec.
- Always listen to any concerns that are raised. Treat them seriously and maintain confidentiality.
- Never retaliate against anyone who raises a concern in good faith.
- Maintain oversight of the actions of your team members and business partners to ensure compliance with the Code.

## Does the Code apply to me?

This Code applies to all full and part-time, permanent or temporary, employees of the Evotec group of companies including interns, students, the Management Board and the Supervisory Board.

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## What should I do if I am unsure?

The Code cannot address every issue that may be encountered and it is not a substitute for exercising good judgment.

If you are unsure about a decision you are making, ask yourself:

- Does my choice align with Evotec's values?
- What would our partners and customers think about my choice?
- Might my choice violate any laws or regulations to which I or Evotec are subject?



If you have any questions related to the Code or a specific situation that may be unclear, please reach out and ask your manager, HR business partner or Compliance counsel in your local legal team.

## What happens if there is a breach of the Code?

We take any breach of the Code of Ethics and Business Conduct very seriously. Breaches of the Code will be investigated thoroughly and impartially and may result in remedial, corrective or disciplinary actions up to and including termination of employment.<sup>1</sup>



<sup>1</sup> Any waiver for a member of the Supervisory Board or Management Board may be made only by the Supervisory Board (or a Supervisory Board committee) and shall be disclosed to Evotec's shareholders, along with the reasons for the waiver, as required by the Securities and Exchange Commission (hereinafter referred to as the "SEC") and NASDAQ rules.



# Collaborating ethically

We believe the best results are achieved from building upon each other's strengths and through sharing our knowledge.

Effective collaboration depends on a respectful and inclusive work environment where everyone is treated with fairness and dignity and where all opinions, ideas and contributions are valued. Collaboration also depends on open and inclusive communication but with appropriate care for the privacy of our colleagues and business partners and the confidentiality of our business information.

## Collaboration in practice

### We value diversity and provide equal opportunities

At Evotec people are recruited and rewarded on the basis of their capabilities, skills, talents and qualifications. We do not tolerate discrimination against anyone and aim to create an appreciative work environment irrespective of ethnicity, skin colour, religious beliefs, sexual orientation, mental and physical abilities, social background, gender, age or nationality.

We are committed to providing fair working conditions and do not tolerate any form of harassment or bullying in the workplace.

#### What is Harassment?

Harassment is unwanted behaviour, sexual or otherwise, that violates a person's dignity and creates a hostile or offensive working environment. Harassment can occur as a single incident or a pattern of behaviour that builds up over time. The key to determining if a behaviour can be defined as harassment is if an objective observer would consider that the behaviour concerned would not be desired or accepted by the person concerned.



**DID YOU  
KNOW?**



*Evotec signed the Charter of Diversity in 2020 and joined the Proud Science Alliance in 2022.*

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A diverse and inclusive workplace means that everyone is valued, supported, and respected, so they feel safe, are able to thrive at work, create meaningful collaborations and bring their most innovative ideas to work.

It means we can attract the best talent and draw on different backgrounds, perspectives and experiences in our work. This can improve decision-making and foster collaboration, innovation and creativity.

## **We protect the health, safety, and well-being of ourselves and our colleagues**

We prioritise the health, safety, and wellbeing of everyone connected to our business. We are committed to operating our facilities safely, protecting the health and safety of our employees, our customers, our business partners and the communities within which we work.

We do not tolerate the misuse of alcohol and/or legally prohibited substances on company premises. You must not come to work or conduct business on behalf of Evotec when under the influence of alcohol or illegal substances. In jurisdictions where drug use (e.g. cannabis) is legal, recreational use of such drugs is not permitted during work hours or on company premises. If such drugs are prescribed for you by an appropriately qualified medical practitioner, please discuss the matter with your manager or HR business partner.

### **DID YOU KNOW?**

*We offer flu vaccinations to all employees globally and dependent on risk other vaccinations (e.g. Hepatitis B) are offered.*

*The mental well-being app, Headspace, is available to all employees.*



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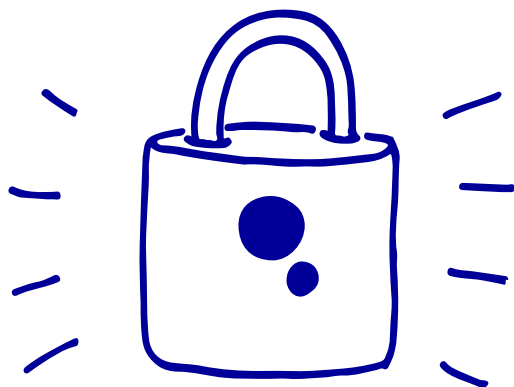
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## We protect personal data

We value the privacy of our employees, applicants, clients, suppliers and other third parties and safeguard any personal data that they entrust to us. We collect, access, use and share personal data only where there is a legitimate legal basis and for approved business purposes. We take care to protect personal data from illegal use, loss, or destruction.



## We handle confidential information with care

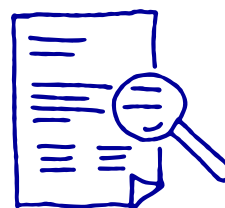
Effective collaboration depends on sharing knowledge but we do so with due care for Evotec's trade secrets and company confidential information. We take care when using social media for personal or professional use not to disclose company confidential information. We also respect the confidential information of our clients, suppliers and business partners. Confidential information must only be shared where it is permitted by statutory law or contract. We therefore follow the central concept of the need-to-know principle.



## Putting theory into practice

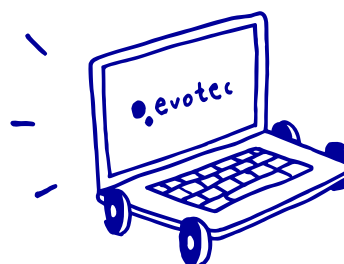
### We always:

- ✓ Disclose personal data or confidential information only to those with a legitimate need to know and only for the intended purpose.
- ✓ Collect, process and transfer personal data to third parties only where there is a legal basis to do so.
- ✓ Limit personal data processing to what is necessary in relation to the purposes for which they are collected.
- ✓ Retain personal data for only as long as it is required.
- ✓ Protect devices such as mobile phones and laptops from loss or theft.
- ✓ Print documents only when necessary and take care with the use, storage and disposal of physical documents.
- ✓ Alert the appropriate department if any personal data or confidential information in Evotec's care may have been lost, leaked, or misused in any way.
- ✓ Take care when discussing, or working with, personal data or confidential information in public places.



### We never:

- ✗ Access confidential information or personal data except for approved business purposes and not out of personal interest or for personal gain.
- ✗ Share any personal data or confidential information gained as a result of a previous employment.
- ✗ Use personal e-mail or devices for business purposes without full compliance with the relevant information security policies and procedures.



# Innovating with integrity

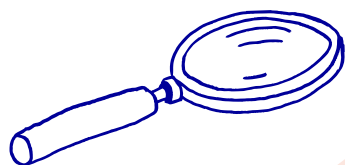
We continuously strive to develop innovative approaches and solutions to drug discovery and development. Innovation is key to Evotec's mission but when we innovate we do so responsibly and ethically with due care for the environment, the communities in which we operate and anyone that might be impacted by our work.

## Innovation in action

### We adopt ethical working practices

Through innovation we discover and develop highly effective therapeutics and support making them globally available to the patients who need them. The products that we help to develop directly impact the health and well-being of individuals. Our research sometimes involves the use of human-derived biological materials, such as tissues, cells, blood, or genes. Where this is the case, we conduct our research in accordance with the regulations in the country concerned and with due regard for the privacy, wellbeing, rights and dignity of the research subjects.

Some Evotec affiliates may use laboratory animals when it is impossible to use valid, accepted alternatives or when required by regulatory authorities. We are fully committed to our legal, ethical and moral responsibility to treat animals respectfully, with pain and stress minimised. We comply with high, internationally recognised standards for animal testing.



### DID YOU KNOW?

*Evotec has established an internal, cross-functional Human Sample Ethics and Compliance Committee (HSECC) that meets once per quarter.*

*Evotec animal facilities are AAALAC accredited or in the process of first accreditation and undergo regular visits by AAALAC.*

## We are compliant in our interactions with healthcare providers

Our relationships with healthcare providers who work for our clients and business partners are a vital part of our success. However, in order to ensure the ongoing trust of key stakeholders such as regulators, patients and potential partners, we must ensure that all of our interactions with healthcare professionals are legally compliant, transparent, ethical, and professional at all times.

### What is a healthcare provider?

Healthcare providers are individuals or organisations characterised by their ability to prescribe, purchase, supply, recommend or administer medicinal products, and include in particular:

- Healthcare professionals: individuals that are members of the medical, pharmacy or nursing professions, as well as any other person who, in the course of his/her profession has those abilities, including members of the public sector as officials or employees of a government, agency, or other public institution;
- Healthcare organisations: any legal person/entity that is a healthcare, medical or scientific association or organisation, foundation, university, other medical teaching institution or learned society.

## We protect the environment

We are committed to sustainable development and conserving natural resources, protecting biodiversity, and minimising the environmental impact of our activities and products on people, affected communities and the planet. For Evotec, environmental protection has the same priority as high product quality and commercial efficiency. This means that we design our processes and products, throughout the product lifecycle, to have as little negative impact on the environment as possible and in line with statutory legal requirements.



### DID YOU KNOW?

Evotec is a signatory to the Science Based Targets initiative (SBTi) [sciencebasedtargets.org](https://sciencebasedtargets.org) and is committed to becoming net carbon neutral by 2050 at the latest.

Evotec has published a sustainability report since 2020. You can find out how we contribute to the UN's Sustainable Development Goals (SDGs) in the latest report.

## We respect human rights

At Evotec, we innovate in order to contribute to the wellbeing of humanity and we conduct our business operations in a manner that respects and protects human rights and complies with statutory legal requirements. We believe in fair and safe labour practices, including freedom of association, the right to collective bargaining, fair remuneration, reasonable working hours, and safe working conditions.

We oppose forced labour, child labour, and any form of exploitative practices in our own operations or in those of our business partners and/or suppliers



### DID YOU KNOW?

*Evotec supports the Universal Declaration of Human Rights and is guided by the International Labour Organisation's (ILO) Declaration on Fundamental Principles and Rights at Work.*

## We protect and respect intellectual property rights

Intellectual property is an important asset for the success of our company. We constantly create new intellectual property in the form of discoveries, inventions, technical improvements, formulae and processes and safeguard it.

Keeping the Company's and our customers' and business partners' intellectual property and proprietary information confidential is essential to our business.

### Putting theory into practice

#### We always:

- ✓ Protect our intellectual property through patents, trademarks and other intellectual property rights.
- ✓ Share know-how and knowledge with care and appropriate protection measures only to the extent that is necessary to fulfil our duties or to protect our rights.
- ✓ Protect our and our clients' property, including proprietary tangible items, against unauthorised access and transfer to third parties.
- ✓ Respect and take into due consideration any third-party intellectual property rights including copyrights, patents, trademarks, and trade secrets of others.

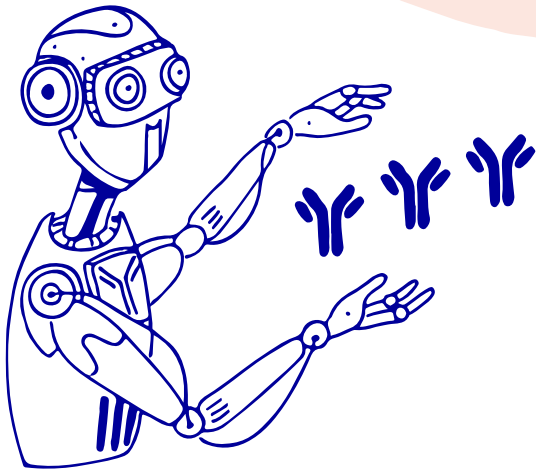
## We use Artificial Intelligence (AI) responsibly

At Evotec we recognise the transformative potential of AI in enhancing our ability to innovate. Where we use AI in our work, we maintain positive healthcare outcomes for patients as our primary focus. We maintain transparency, rigour and honesty in our AI driven research and development processes and identify and mitigate biases in AI systems to ensure equitable outcomes.

### DID YOU KNOW?

*Artificial Intelligence (AI) is an umbrella term for computer software that mimics human cognition in order to perform complex tasks and learn from them. Machine learning (ML) is a subfield of AI that uses algorithms trained on data to produce adaptable models that can perform a variety of complex tasks.*

*If you use AI chatbots, be careful not to input sensitive or proprietary or personal data in your queries as there is a risk of it being accessed by unauthorised parties.*





# Ethical entrepreneurs

We are determined to transform our ideas into reality. With Evotec, a smart idea can unfold and mature, with the help of our many resources, into its own business within the Evotec Group. All of the businesses that evolve within Evotec operate with integrity and with due regard for high ethical standards and applicable national and international laws, rules and regulations.

## Building ethical businesses

### We do not tolerate bribery and corruption

Bribery and corruption are means to facilitate economic, political and social abuse. At Evotec we have zero tolerance for any form of bribery or corruption and we take care to ensure our interactions with government officials are appropriate.

We never offer or accept anything of value, directly or indirectly, for the purpose of improperly obtaining or retaining a business advantage. This may include, but is not limited to, cash, gifts, entertainment, travel, political and charitable contributions, business opportunities, discounts, medical care, and promises or favours of any kind.

#### What is a government official?

A government official is an individual who holds a role within a government entity or an entity that is owned or controlled in whole or in part by a government. In many jurisdictions this can include healthcare professionals and academics. In certain cases, this could include immediate family members of the individual concerned.



### Putting theory into practice

#### We always:

- ✓ Ensure that any gifts or hospitality, whether given or received, are permitted according to Evotec procedures and recorded accurately and completely.
- ✓ Compete for and earn business through the quality of our personnel, products, and services

#### We never:

- ✗ Use improper means to influence another's business decision.
- ✗ Give or accept anything that could be perceived to be a bribe whether directly or through a third party.
- ✗ Make charitable or political donations without appropriate approvals.

## We compete fairly

Business conduct that restrains competition also stifles innovation and efficiency while free and fair competition enables entrepreneurs to thrive.

We do not collude, or appear to collude, with our competitors on practices that affect prices, fees, or the ability of others to compete.

## Putting theory into practice

### We always:

- ✓ Remove ourselves immediately from any conference or trade membership meetings if discussions drift into inappropriate areas and ask that the minutes reflect the fact.

### We never:

Share information with competitors that:

- ✗ involves competitively sensitive variables such as price, output, costs or strategic business plans
- ✗ is non-public such as company data or processes that are not immediately relevant to a legitimate business negotiation
- ✗ involves quality ratings of suppliers/business partners (particularly discussions that may cause a competitor to cease purchasing from a particular supplier or working with a potential partner)
- ✗ involves details of the structure of the market such as market share and market allocation.



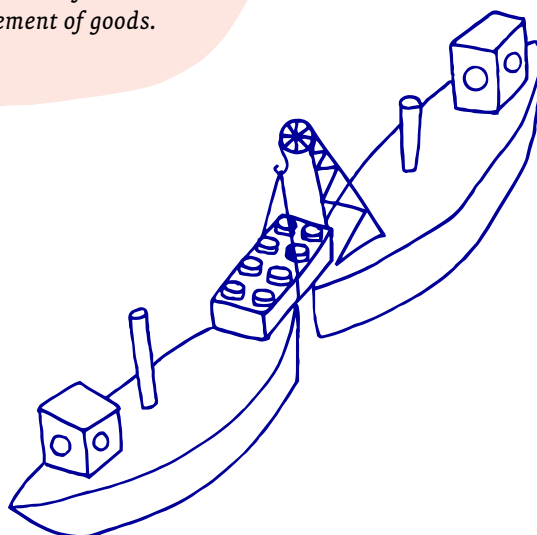
## We comply with trade controls

It is our policy to comply with all controls, laws and regulations that govern global trade including customs and import/export regulations and trade sanctions and embargoes.

We consider the possibility of cross-border implications of all our transactions. All cross-border transactions must be undertaken with the support of the Export Compliance Office in compliance with Export Control Law.

### DID YOU KNOW?

*Our EVOdeliver shipping tool helps us to manage cross border transactions in compliance with all relevant laws and regulations and should always be used to manage the movement of goods.*



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## We maintain financial integrity

Proper use of corporate funds, accurate financial records and strong financial controls are key to the success of any business in the Evotec group. Financial books, records, and statements must properly document all assets and liabilities, and accurately reflect all transactions of Evotec.

We have zero tolerance for any form of money laundering and ensure that adequate know your customer checks are carried out and documented in relation to Evotec clients.

### What is money-laundering?

Money-laundering disguises the origin of cash or goods that have arisen from criminal activities. It transforms the proceeds of illicit activities into legal assets or funds that appear to come from legitimate sources. Put simply, money laundering makes 'dirty' money appear 'clean'.

## Putting theory into practice

### We always:

- ✓ Maintain adequate controls regarding corporate assets and accounting.
- ✓ Ensure that all funds and assets of Evotec are properly recorded and accounted for.
- ✓ Ensure that all regulatory filings (such as with the SEC) and public communications about the financial and business condition of the Company provide full, accurate, and timely disclosure.

### We Never:

- ✗ Create inaccurate or false books and records.
- ✗ Undertake transactions or make payments, on behalf of Evotec with the intention or understanding that the transaction or payment is different in nature to the documented transaction or payment.

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## We build integrity into our relationships with suppliers

We are committed to sustainable and responsible procurement practices, throughout our supply chain, that protect the environment and respect human rights.

We seek to build relationships based on honesty, trust and transparency with our suppliers and expect our suppliers to maintain ethical standards in their own businesses that are consistent with the principles set out in this Code.

Our Procurement team conducts extensive initial and ongoing due diligence to ensure that we select and maintain relationships with suppliers that meet all relevant legal and regulatory requirements. All supplier selection and onboarding should, therefore, be undertaken with the support of the Procurement Department.



### DID YOU KNOW?

*The Procurement team tracks the external and internal sustainability performance of our suppliers, communicating outcomes in our sustainability report.*

*The team also prioritises initiatives that enable value creation (e.g. Zero-carbon supply base, waste reduction, circularity and zero tolerance on human-rights).*

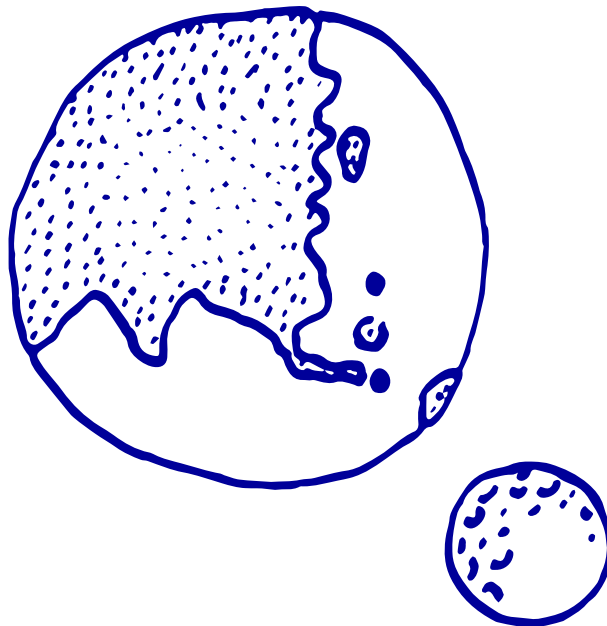


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## We avoid conflicts of interest

A conflict of interest refers to a situation where the personal interests of an Evotec employee may compete with or compromise the best interests of Evotec. Conflicts of interest can arise when our personal interests, financial or otherwise, interfere or have the potential to interfere with the impartial and objective fulfilment of our professional duties and responsibilities.

### Putting theory into practice

#### We always:

- ✓ Disclose actual or potential conflicts of interest promptly to a supervisor or manager.
- ✓ Obtain prior approval as necessary from our manager, HR partner or Compliance counsel before accepting academic engagements for which we are offered a fee, royalty, honorarium, or other payment. Materials to be used during presentations, talks or panels may need to be reviewed before the engagement.

#### We Never:

- ✗ Have outside employment or other business interests that conflict with the interests of Evotec.
- ✗ Accept payments, gifts, or hospitality that could or could be perceived to, improperly influence a business decision.
- ✗ Put ourselves in a situation in which we are competing with Evotec by, for example, using Evotec resources to pursue improper interests, headhunting Evotec personnel away from Evotec, or accepting commission on an Evotec transaction.
- ✗ Make use of an opportunity to which Evotec is entitled for personal gain.



# We do not engage in insider trading

Insider trading (sometimes called insider dealing) means buying or selling a security based on non-public information that could give an individual or entity an unfair advantage in the market. Insider trading undermines market integrity, fairness, and investor confidence, and is strictly regulated. Evotec strictly prohibits insider trading.

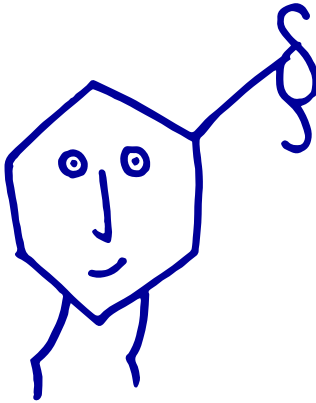
We never make use of or share any internal information that is not already in the public domain for the benefit of third parties.

## What is material non-public information?

Material non-public information is information about a publicly traded company that has not been disclosed to the general public and is of significant importance or relevance to the company's financial health or stock price.

### DID YOU KNOW?

*In many countries insider trading is considered a serious white-collar crime. Individuals who engage in insider trading can face criminal charges, including fines and imprisonment.*



# Raising Concerns

This Code sets clear expectations for the behaviour of all Evotec employees. If you know or suspect any illegal, unethical, or improper behaviour, or you have a question about what to do in a certain situation, we expect you to speak up. Speaking up can be difficult but it is the right thing to do.

You are encouraged to speak to your manager or supervisor in the first instance when you believe they are unaware of and not implicated in potential wrong doing, but you can always e-mail [compliance@evotec.com](mailto:compliance@evotec.com), contact our Compliance department directly, or you can use EVOwhistle, our reporting hotline that is hosted outside of Evotec's network. The EVOwhistle website includes options for anonymous reporting, where permitted by law, and can be found at <https://evotecgroup.integrityline.org/>.

Whatever channel you choose, we will listen to your concerns, take them seriously and investigate them thoroughly, objectively and confidentially. You have a duty to cooperate fully with any investigation conducted by or on behalf of Evotec.

We encourage you to speak up with questions and concerns and to be unafraid to do so. Retaliation, including adverse employment actions, is prohibited against any person who reports suspected misconduct in good faith. Any person who participates in any such retaliation is subject to disciplinary action, up to and including termination.



*“You must never be fearful of what you are doing when it is right.”*

— Marie Curie



# A closing message from Kathrin Brandstätter and Christian Dargel



Dear colleagues,

When we started revising Evotec's Code of Ethics and Business Conduct, we thought about what message we could convey, one that really reflects our shared values and serves as a testament to our dedication to excellence in science.

We all felt that "Passion for what we do and how we do it" perfectly reflects our core principles. This goes beyond just performing tasks, it extends to how tasks are performed. Compliance is an essential part of Evotec's core principles and business model, guiding us towards a future built on trust, transparency, and passion.

Furthermore, this Code is meant to be accessible and to simplify legal complexity. It should be seen as a guiding companion on our journey. Together, we can build a workplace and a business that thrives on positive drive, integrity, transparency, and setting the standard for others to follow.

As we take each step forward, we encourage each of you to consider whether your actions align with the spirit of compliance, and whether they are right or wrong not just in the eyes of the law, but in our hearts and minds.

We are here to provide guidance and support you, and we want to express our heartfelt thanks to all of you who have been involved in shaping this Code, as well as to every employee for your unwavering support.

Best regards

*Kathrin Brandstätter      Christian Dargel*

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