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## **Remuneration Report 2022 Evotec SE**

The following remuneration report presents and explains the remuneration awarded and owed to the individual present and former members of the Management Board and Supervisory Board of Evotec SE (hereafter also known as “Company”) in the financial year 2021. The remuneration report meets the requirements of Sec. 162 AktG. This remuneration report will be presented for approval at the ordinary Annual General Meeting on 20 June 2023.

### **Resolution approving a remuneration system for the Executive Board and the Supervisory Board members.**

The structure of remuneration and the amounts paid to the Management Board members are defined and regularly reviewed by the Supervisory Board. The review follows the recommendations of the German Corporate Governance Code as amended on April 28, 2022 (“GCGC”) and meets the requirements of Section 87 AktG.

The Company’s Supervisory Board, with the support of the Remuneration and Nomination Committee, presented a remuneration system for the members of the Company’s Management Board (the “Remuneration system 2022”) to the Annual General Meeting on 22 June 2022 for approval. The Annual General Meeting 2022 approved the Remuneration system 2022 by a majority of 94.48% of votes cast.

The Remuneration system 2022 applies to all the members of the Company’s Management Board whose contract was signed or renewed after the Remuneration system 2022 came into effect at the Annual General Meeting 2022. As of 31 December 2022, this was Dr Cord Dohrmann (see B. below).

The Company’s Annual General Meeting on June 15, 2021 confirmed the remuneration of the Supervisory Board members last amended by resolution of the Annual General Meeting 2019 with a majority of 97.83% and adopted a corresponding remuneration system for the Supervisory Board members.

### **Remuneration system for Management Board members of Evotec SE**

#### *Overview of the changes to the remuneration system in 2022*

The Annual General Meeting 2021 approved the remuneration system 2021 by a majority of 56.63% of votes cast. After in-depth discussions with shareholders and notwithstanding this approval, the Supervisory Board decided to present a reviewed and revised remuneration system

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for approval at the Annual General Meeting 2022, which was approved by 94.48% of votes cast. The new Remuneration System 2022 included the following changes:

- In view of the NASDAQ listing the amount of target remuneration should be set based on two peer groups in future: recognizing the German market as the main indicator, the first group includes all the MDAX companies that can reasonably be compared with Evotec SE in terms of their size, region and transparency of Management Board remuneration. A second group is made up of international companies of similar size from the same industry, to reflect the talent pool and the operating environment of Evotec SE.
- To limit the discretion of the Supervisory Board, the Restricted Share Plan 2020 is no longer part of the new Remuneration system 2022 for the Management Board. No Restricted Share Awards have been made since it took effect on 22 June 2022. This eliminates the option of making a discretionary award and thus the cap for this remuneration component too, which was criticized as being too high. It also reduced the annual maximum remuneration for Management Board members.
- The award value of the Restricted Share Plan 2020 was divided between the short-term and long-term (Share Performance Plan 2022) remuneration components. This results in changes in the remuneration structure, while the target remuneration remains the same.
- The remuneration philosophy of Evotec SE provides for a strong focus on long-term, sustainable growth. By having a comparatively high share of “pay at risk”, the intention is to align the interests of the Management Board members with those of the shareholders.
- To ensure that the sustainable development of enterprise value is also reflected in short-term remuneration, 60% of bonus investments are made by each board member in the form of Evotec SE shares, which must be held for at least three years.
- When the bonus was revised, the structure of targets was also altered: in future they will be made up of 50% financial targets, 30% strategic targets and 20% ESG targets.
- To give long-term performance a greater weight in the Share Performance Plan, the LTI Performance Period was increased from one year to four. It should no longer be possible to lock in the annual target achievement in future.
- Based on market practice and the strategy of Evotec SE, the performance metrics for the Share Performance Plan include both internal targets (revenue growth) and external targets (relative Total Shareholder Return). The external target should have the TecDAX as its reference, because Evotec SE was listed in the TecDAX during

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financial year 2022, and the volatility of its share price is comparable with that of the index.

- The element of pay-for-performance in the Share Performance Plan has been strengthened by significantly more demanding targets for both variables: the target for revenue growth over 4 years has been set at 48%. The target for total shareholder returns over 4 years is set at 20 percentage points above the performance of the TecDAX.
- An additional ESG modifier should be included in the Share Performance Plan to ensure that sustainability aspects are embedded in the LTI. The ESG modifier results in a reduction of 10% in target achievement if the ESG target is not achieved in full. Over-achievement against the ESG target is explicitly ruled out.
- To align the long-term interests of shareholders with those of management, guidelines are to be introduced for holding shares over the entire term of office on the Management Board.

*Overview of main remuneration components*

The remuneration of Management Board members is made up of a fixed basic salary, a short-term annual bonus, and the long-term, multi-year remuneration. Other components of the remuneration system are ancillary benefits, including pension contributions, and the payment of travel expenses. Additional remuneration components may also be paid in individual cases in connection with the beginning and end of work as a Management Board member. Any expenses incurred are counted toward the maximum remuneration.

A strong focus on the growth targets for the Evotec Group – consisting of Evotec SE and its affiliated companies – in the short-term variable remuneration (bonus) and a clear alignment of long-term variable remuneration with the share performance (Share Performance Awards) are intended to encourage sustainable increases in enterprise value and avoid external and internal disincentives. The aim is to prevent the Management Board from making decisions that do not promise any sustainable commercial success to optimize their remuneration in the short term.

The amount of Management Board remuneration depends on the responsibilities of the respective Management Board members, their individual and collective performance and the economic, financial, strategic and sustainability performance of the Evotec Group. It is intended to incentivize sustainable, long-term corporate governance and align the interests of the Management Board members with those of Company shareholders.

The remuneration of the Management Board members meets the requirements of the German Stock Corporation Act and the German Corporate Governance Code in effect at the time the respective employment contracts were signed (unless any exception is mentioned).

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The Supervisory Board, with the support of its Remuneration and Nomination Committee, regularly appoints an external expert, to assess whether the scope of Management Board remuneration is appropriate and in line with market standards. To determine if the Management Board's remuneration is appropriate in a vertical comparison, i.e., within Evotec SE, the Supervisory Board looked particularly at changes in the remuneration of senior managers and the workforce overall, also over time. WTW examined the new remuneration and confirmed that it met market standards in terms of a horizontal and vertical comparison. The Supervisory Board monitors the level of Management Board remuneration at similar companies. The peer group<sup>1</sup> used for the last comparison in 2021 comprised German and international biotech and pharmaceutical companies of a similar size and complexity to reflect Evotec's global presence and potential markets for recruiting Management Board members. In future the benchmark used for the market comparison should be based on a peer group of German companies of a similar size and an additional peer group of international companies of similar size in a similar sector.

#### *Non-performance-related fixed remuneration components*

##### *Basic salary*

The Management Board members receive a contractually agreed fixed basic salary that is paid in twelve monthly instalments at the end of each month with the statutory payroll deductions. Basic salary is paid pro rata temporis if the Management Board member joins or leaves over the year.

The Evotec Group has achieved impressive growth in the past five years: the number of employees rose from around 2,200 at the start of 2018 to around 5,000 at the end of 2022, and the market capitalization increased over the same period from nearly €2 billion to sometimes more than €5 billion. The parent, Evotec SE, was included in the MDAX in September 2018 until May 2023 and has been listed on NASDAQ since November 2021. Against this backdrop, and to reflect the increasing range and complexity of their responsibilities, changes in line with the Company's current circumstances were made when the contracts with the Chief Operating Officer and Chief Scientific Officer were renewed in 2022. The resulting remuneration level is below the median for the peer group.

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<sup>1</sup>Abcam, Bachem, Biotest, Carl Zeiss Meditec, Charles River, Clinigen, Galapagos, Genmab, Ligand, Morphosys, QIAGEN, Siegfried Pharma, Stallergenes, Sartorius, Tecan and MedPace.

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The following table shows the annual basic salary for the Executive Board members in financial year 2022:

Executive Board member	Function	Basic salary 2022	Basic salary 2021
		(in € k) <sup>1</sup>	(in € k)
Dr. Werner Lanthaler	CEO	<b>600</b>	580
Dr. Cord Dohrmann	CSO	<b>417</b>	400
Dr. Matthias Evers	CBO	<b>267</b>	—
Dr. Craig Johnstone	COO	<b>400</b>	340
Enno Spillner	CFO	<b>320</b>	320

<sup>1</sup>The basic annual salary for Dr. Craig Johnstone was increased by €50,000 to €450,000 with effect from September 1, 2022. This means his average fixed basic salary for financial year 2022 was € 417,000.

*Ancillary benefits*

In addition to their fixed basic salary the Management Board members receive individual ancillary benefits, such as pension contributions and school fees for their own children, travel expenses, health and accident insurance, and the monetary value of their private use of a company car or a private car allowance. Furthermore, the Supervisory Board may at its professional discretion and having determined a significant additional need, refund the expenses for extraordinary ancillary benefits (e.g., security measures) on a temporary basis. Management Board members may also receive one-off benefits, when they join the Company, for example. The following table shows the ancillary benefits for each Executive Board member.

Executive Board member	Function	Retirement pension	Car allowance	Travel expense	Other
		contributions in (€ k)	(in € k)	allowance (in € k)	(in € k) <sup>1</sup>
Dr. Werner Lanthaler	CEO	<b>60</b>	<b>15</b>	<b>60</b>	<b>6</b>
Dr. Cord Dohrmann	CSO	<b>33</b>	<b>13</b>	—	<b>6</b>
Dr. Matthias Evers	CBO	<b>23</b>	<b>10</b>	—	<b>4</b>
Dr. Craig Johnstone	COO	<b>27</b>	<b>15</b>	—	—
Enno Spillner	CFO	<b>25</b>	<b>12</b>	<b>24</b>	<b>6</b>

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<sup>1</sup> Other ancillary benefits comprise various insurance policies for Executive Board members based in Germany.

### **Performance-related variable remuneration components**

In line with the principles mentioned above, the Management Board remuneration is linked to Company performance and sustainable Company growth. Under the Remuneration system 2021 that applied until the Annual General Meeting 2022, the Management Board remuneration comprised both short-term, annual remuneration (“bonus”) and long-term remuneration components (Share Performance Plan 2017 and Restricted Share Plan 2020), which were approved by the Annual General Meetings in 2017 and 2022. Payments for these components depend on achieving defined financial targets. If the targets are not achieved the payment of performance-based components may be reduced to zero. If the targets are significantly outperformed, however, the amount of the payment is capped. When the new Remuneration system 2022 took effect, the link to Company performance and sustainable Company growth described above was maintained, but the Restricted Share Plan 2020 is no longer part of the long-term remuneration component. The bonus policy was also modified. This policy applies as of 1 September 2022 and so to the renewed contract with Dr Cord Dohrmann.

#### *Short-term, one-year remuneration (bonus)*

The Management Board members receive a short-term, one-year remuneration (bonus) that rewards the operational implementation of the Evotec Group strategy in the financial year as the foundation for the Company’s positive long-term development. The bonus depends on the achievement of specific financial and non-financial targets set for each financial year by the Remuneration and Nomination Committee of the Supervisory Board and then approved by the Supervisory Board. The bonus is paid pro rata temporis if the Management Board member joins in the year.

A target amount is set for each Management Board member, which defines the amount of the bonus payment if the target achievement is 100%. The Remuneration system 2021 still applies to Dr Lanthaler, Dr Johnstone, Dr Evers, and Mr. Spillner and 100%) and stipulates that the target amount of variable remuneration for one year for the CEO is 100% of annual basic salary (2021: 100%) and for all other Management Board members at 70% of the annual basic salary (2021: 70%). By eliminating the Restricted Share Plan 2020 and redistributing part of it to the bonus it was possible to change the target amount in the Remuneration system 2022 without increasing the total target remuneration. The target amount for the bonus that the CEO receives if he achieves exactly 100% of the annual bonus targets corresponds to around 70% of basic salary for the direct payment portion of the bonus and to around 105% for the deferred portion. The corresponding figures for the ordinary members of the Management Board are around 43% of basic salary for the direct payment portion of the bonus and around 65% for the deferred portion, which represents a ratio of 40:60 between the direct payment and the deferred portion of the

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bonus. The target amount of 107.5% has already applied to Dr. Dohrmann since September 01, 2022.

The deferred portion of the bonus is invested in Evotec shares, which the respective Management Board member purchases through a service provider and must hold for at least 3 years. For this purpose, Evotec provides the relevant total amount for all Management Board members and specifies the period in which the purchases are to be made by the service provider for the Management Board members. The service provider then makes the purchases and books the acquired shares at a uniform average price with the corresponding lock-ups into the deposit accounts of the Management Board members.

At the beginning of the following financial year the Supervisory Board measures the achievement of the targets and determines the amount of the annual bonus.

Bonuses are agreed with Management Board members in their individual employment contracts. When the Management Board remuneration system was revised a maximum bonus payment of up to 150% of the target amount was made possible for the bonus plan. Since the contract with the Chief Executive Officer was renewed as of 1 March 2021 and that with the Chief Operating Officer as of 1 January 2022, the Chief Business Officer was appointed as of 1 May 2022 and the contract with the Chief Scientific Officer was renewed as of 1 September 2022, this cap now applies to the bonus for Dr Lanthaler, Dr Johnstone, Dr Dohrmann and Dr. Evers (partly pro rata temporis since the contract renewal). The higher payment cap for 2022 does not yet apply to the other Management Board members, for whom the cap remains at 70% of annual salary.

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For financial year 2021 the Supervisory Board defined the following performance criteria and their weighting for all Management Board members:

2021 targets	<u>Weighting</u>
<b>Continue revenue growth and implementation in EBITDA</b>	<b>40.0 %</b>
• Increase total revenue >10%	20.0 %
• Achieve growth in adjusted EBITDA > 10%	20.0 %
<b>Implement the Action Plan 2025</b>	<b>35.0 %</b>
• Build new “co-owned” alliances in line with the milestones in the Action Plan 2025 (e.g., iPSC, PanOmics & PanHunter, ORBeta, EvoCells...) (> €200 m tech value and significant upfront payments)	20.0 %
• Focus on accelerating the Just-Evotec Biologics strategy (opening of the J.POD in Q3 at the latest, Strategy beyond J.POD 1)	10.0 %
• Implement long-term EVT Equity strategy and build organizational structure, accelerate the BRIDGE strategy	5.0 %
<b>Go for LONG as ONE – Define the Evotec Infinite strategy</b>	<b>25.0 %</b>
• Prepare the U.S. IPO	10.0 %
<b>Leadership target:</b>	
• Recruit, build, work, and celebrate as ONE global team. Develop long-term leadership, learning and succession plans.	10.0 %
<b>Sustainability target:</b>	
Implement scientific, specific ESG targets. Strengthen and implement the long-term sustainability and diversity strategy.	5.0 %



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For financial year 2022 the Supervisory Board defined the following performance criteria and their weighting for all Management Board members:

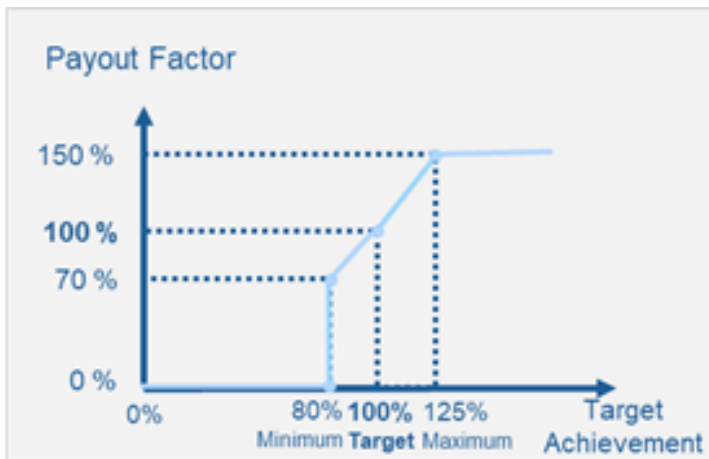
2022 targets	Weighting
<b>Expand basic business</b>	<b>50.0 %</b>
• Total revenue growth >€710 million	20.0 %
• Exceed stable Adjusted EBITDA >€110 million	20.0 %
• Maintain operating cash flow > €35 million	10.0 %
<b>Develop <del>EVO</del>Royalty, <del>EVO</del>Equity and accelerate technology pool for precision medicine</b>	<b>25.0 %</b>
• Build new joint alliances using the components of Action Plan 2025 (e.g., <del>iPSC, PanOmics &amp; PanHunter, ...</del> ) (>€300 million technical value and >€30 million upfronts))	10.0 %
• Accelerate commercial strategy of Just-Evotec Biologics (update MPR, strategy beyond J.POD 2)	10.0 %
• Implement a long-term operational venturing strategy / spin-off strategy	5.0 %
<b>ESG: Develop people, the Company and Best of Governance Sustainability, Leadership and Entrepreneurship</b>	<b>25.0 %</b>
• Achieve the environmental target of 1.5C in line with <del>SBTi</del> (i.e., prepare to reduce carbon emissions by 20% by 2025). Define targets and a roadmap by December 2022 – verified and approved by the Science-based Target Initiative.	5.0 %
• Investment of >10% of scientific footprint in areas addressed by UN SDG 3. Investments of >€10 million in women’s health, infectious diseases, global health, and AMR.	5.0 %
• Build leadership qualities, learning opportunities and succession, while keeping the Company’s fluctuation rate lower than in 2021 >75% of <del>EVO</del> grade 7-12 consist of the respective <del>EVO</del> leaders programmes. Fluctuation rate of <11% and growth of >700 new employees	15.0 %

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The Supervisory Board defines a uniform percentage of target achievement for all the individual targets, which can be up to 125%. The percentage target achievement is converted to a payment factor (a “bonus payment factor”) of up to 150% (except for the CFO, whose payment factor is still capped at 100% since the contract was signed before the Remuneration system 2021 took effect). The bonus payment factor is multiplied by the target bonus amount for each individual target in order to determine the amount of the bonus payment for each individual target. Ultimately, the bonus amount can vary up to 150% of the target bonus amount (capped at 100% in total for the CFO).

The bonus payment amounts for the individual targets are added to determine the total bonus payment amount.

The following graph shows how the bonus payment factor works:



Bonus target achievement for 2021 was as follows:

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2021 targets	Weighting
<b>Continue revenue growth and implementation in EBITDA</b>	<b>40.0 %</b>
• Increase total revenue >10%	20.0 %
• Achieve growth in adjusted EBITDA > 10%	20.0 %
<b>Implement the Action Plan 2025</b>	<b>35.0 %</b>
• Build new “co-owned” alliances in line with the milestones in the Action Plan 2025 (e.g., iPSC, PanOmics & PanHunter, QRBeta, EvoCells...) (> €200 m tech value and significant upfront payments)	20.0 %
• Focus on accelerating the Just-Evotec Biologics strategy (opening of the J.POD in Q3 at the latest, Strategy beyond J.POD 1)	10.0 %
• Implement long-term EVT Equity strategy and build organizational structure, accelerate the BRIDGE strategy	5.0 %
<b>Go for LONG as ONE – Define the Evotec Infinite strategy</b>	<b>25.0 %</b>
• Prepare the U.S. IPO	10.0 %
<b>Leadership target:</b>	
• Recruit, build, work, and celebrate as ONE global team. Develop long-term leadership, learning and succession plans.	10.0 %
• Sustainability target:	

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Implement scientific, specific ESG targets. Strengthen and implement the long-term sustainability and diversity strategy.

5.0 %

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<sup>1</sup> The assumption for the bonus provision was 100% of last basic salary.

<sup>2</sup> excluding provisions for potentially differing interpretation of selected contracts (see note (17))



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Total target achievement for the 2021 bonus is as follows:

Executive Board member	Floor based on 0% target		Target based on 100% target		Cap based on maximum target		(corresponds to total target achievement)	Bonus payment	
	achievement		achievement		achievement <sup>1</sup>			amount 2021	
	in % of basic		in % of basic		in % of basic			in % of basic	
	in k €	salary	in k €	salary	in k €	salary		in %	in k €
Dr. Werner Lanthaler	—	0.0 %	580	100.0 %	830	143.1 %	101.6 %	590	101.6 %
Dr. Cord Dohrmann	—	0.0 %	280	70.0 %	280	70.0 %	98.2 %	275	68.7 %
Dr. Craig Johnstone	—	0.0 %	238	70.0 %	238	70.0 %	98.2 %	234	68.7 %
Enno Spillner	—	0.0 %	224	70.0 %	224	70.0 %	98.2 %	220	68.7 %

<sup>1</sup> When the contract with the CEO was renewed as of 1 March 2021 the maximum payment was raised pro rata temporis from 100% to 150% of annual salary.

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2022 targets	Weighting
<b>Expand basic business</b>	<b>50.0 %</b>
• Total revenue growth >€710 million	20.0 %
• Exceed stable Adjusted EBITDA >€110 million	20.0 %
• Maintain operating cash flow > €35 million	10.0 %
<b>Develop EVORoyalty, EVOEquity and accelerate technology pool for precision medicine</b>	<b>25.0 %</b>
• Build new joint alliances using the components of Action Plan 2025 (e.g., iPSC, PanOmics & PanHunter, ...) (>€300 million technical value and >€30 million upfronts))	10.0 %
• Accelerate commercial strategy of Just-Evotec Biologics (update MPR, strategy beyond J.POD 2)	10.0 %
• Implement a long-term operational venturing strategy / spin-off strategy	5.0 %
<b>ESG: Develop people, the Company and Best of Governance Sustainability, Leadership and Entrepreneurship</b>	<b>25.0 %</b>
• Achieve the environmental target of 1.5C in line with SBTi (i.e., prepare to reduce carbon emissions by 20% by 2025).  Define targets and a roadmap by December 2022 – verified and approved by the Science-based Target Initiative.	5.0 %

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- Investment of >10% of scientific footprint in areas addressed by UN SDG 3.

Investments of >€10 million in women's health, infectious diseases, global health, and AMR.

5.0 %

- Build leadership qualities, learning opportunities and succession, while keeping the Company's fluctuation rate lower than in 2021

>75% of EVOgrade 7-12 consist of the respective EVOleaders programmes.

Fluctuation rate of <11% and growth of >700 new employees

15.0 %

Executive Board member	Floor based on 0% target		Target based on 100% target		Cap based on maximum target		(corresponds to total target achievement)	Bonus payment	
	achievement		achievement		achievement <sup>1</sup>			amount 2022	
	in % of basic		in % of basic		in % of basic			in % of basic	
	in k €	salary	in k €	salary	in k €	salary	in %	in k €	salary
Dr. Werner Lanthaler	—	0.0 %	600	100.0 %	900	150.0 %	96.4 %	578	96.4 %
Dr. Cord Dohrmann	—	0.0 %	348	83.5 %	429	102.9 %	96.4 %	335	80.5 %
Dr. Matthias Evers	—	0.0 %	187	70.0 %	280	105.0 %	96.4 %	180	67.5 %
Dr. Craig Johnstone	—	0.0 %	280	70.0 %	420	105.0 %	96.4 %	270	67.5 %
Enno Spillner	—	0.0 %	224	70.0 %	224	70.0 %	96.4 %	216	67.5 %



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<sup>1</sup> When the contract with the CSO was renewed as of 1 September 2022 the annual target bonus was raised pro rata temporis from 70% to 107.5% and the maximum payment was raised pro rata temporis from 100% to 150% of annual salary.

Since the work for the annual bonus 2022 was completed in full in financial year 2022, it is attributed to the remuneration awarded and owed in 2022 within the meaning of Section 162 (1) sentence 2 no. 1 AktG, and so included in this remuneration report. To ensure the transparent, comprehensible presentation of remuneration awarded to Management Board members in a given financial year, the annual bonus for 2021 is also included in this remuneration report on a voluntary basis.

### Long-term, multi-year variable remuneration

The Management Board members also receive long-term, multi-year remuneration in the form of their participation in various Company remuneration programmes that extend over several years. There are two different share-based programmes, with payments after a waiting period of four years. This incentivizes the individual Management Board members to contribute to the Company's long-term, sustainable development and aligns their interests with those of shareholders. When the new Remuneration system 2022 took effect, the link to Company performance and sustainable Company growth described above was maintained, but the Restricted Share Plan 2020 is no longer part of the long-term remuneration component.

### Share Performance Plan 2017

In addition to their variable one-year remuneration, the Management Board members are entitled to an annual allocation of Share Performance Awards (SPA) in accordance with the Share Performance Plan 2017. The Share Performance Plan is a key step for supporting the interests of the Company shareholders and developing a modern, long-term remuneration model, which complies with the current German Corporate Governance Code at the time of its inception.

The number of SPA to be allocated is determined by dividing a fixed percentage of the Management Board member's basic remuneration by the relevant market value of a SPA. The percentage for the CEO for financial year 2022 is 200% of basic salary (2021: 200%) and for all other Management Board members 91.5% of basic salary (2021: 91.5%). By eliminating the Restricted Share Plan 2020 and redistributing part of it to the Share Performance Award, the Remuneration system 2022 adopted at the Annual General Meeting made it possible to change the target amount without increasing the total target remuneration. The target amount for the Share Performance Awards is around 225% of basic salary for the CEO and around 163% for the other members of the Management Board. The amount paid out for the Share Performance Awards may not exceed 350% of the target amount when they are exercised (cap).

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The following table shows the number of SPA awarded in financial year 2022:

Executive Board member	Target amount for performance shares (SPA)		Market value of one SPA at the award date	awarded in FY 2022
	% of basic			
	in k €	salary	in €	units
Dr. Werner Lanthaler	1,200	200.0 %	44.38	27,040
Dr. Cord Dohrmann	600	150.0 %	44.38	13,520
Dr. Matthias Evers	–	0.0 %	–	–
Dr. Craig Johnstone	600	150.0 %	44.38	13,520
Enno Spillner	408	150.0 %	44.38	10,816

The Share Performance Plan 2017 is based on a prospective, multi-year measurement period. For each allocation of SPA there is a period of four consecutive calendar years in which certain performance indicators are measured (performance measurement period). The Annual General Meeting 2017 set two equally weighted key performance indicators (KPI) for long-term value creation: the share price and the relative total shareholder return. Relative total shareholder return is an indicator for the return on an investment in Company shares compared with an investment in the TecDAX. Relative total shareholder returns measures the return on an equity investment over time, including dividends and changes in the share price (positive and negative), adjusted for any share issues or splits. The performance indicators are measured for each year of the performance measurement period. The performance each year is fixed for the remainder of the vesting period.

At the end of the vesting period there is a minimum target for each of the two KPI that must be achieved before (some of) the Share Performance Awards can be exercised, and a maximum target after which all the Share Performance Awards for that KPI (100%) may be exercised. One Share Performance Award entitles the bearer to subscribe for a maximum of two whole shares in Evotec SE.

The target for the share price increase in a calendar year is achieved exactly (100%) if the average price of the Evotec share in the closing auction of XETRA trading (or a successor system) on the last 30 trading days at the Frankfurt Stock Exchange in the relevant performance period, i.e. the calendar year (“closing price”) is more than 8% higher than the average price of the Evotec share in the closing auction of XETRA trading (or a successor system) on the last 30 trading days before the start of the relevant performance period (“opening price”). The minimum target is achieved if the closing price is the same as the opening price (0% target achievement). The maximum target

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is achieved in a calendar year if the closing price is 16% or more above the opening price (200% target achievement).

The KPI relative total shareholder return measures the return on a share investment over a period, including dividends as well as share price performance (positive and negative) and adjusted for any equity issues or share-splits. The target for total shareholder return is achieved exactly in a calendar year (100%) if the return on the Evotec share matches the average return on the shares of the companies listed in the TecDAX over the same period. The return on the Evotec share is determined based on the closing price and the dividend per share paid in that year (adjusted for any equity issues and share-splits) in relation to the opening price:

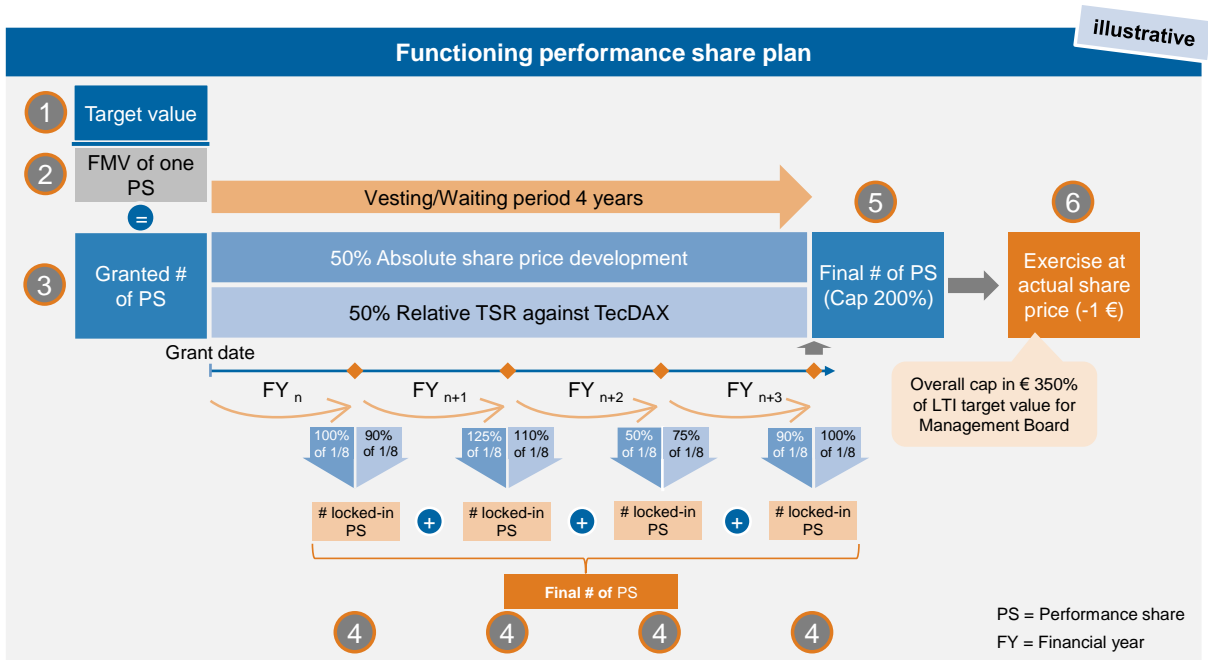
The relevant values of the average relative total shareholder return of the companies listed in the TecDAX will be calculated and based on the average TecDAX -(Total Return Index) during the thirty (30) trading days at Frankfurt Stock Exchange prior to the relevant date. The return is therefore based on the relation between the average TecDAX value in the closing auction of XETRA trading (or a successor system) in the last 30 trading days of the relevant performance period, i.e., the calendar year (“final value”) and the average TecDAX value in the closing auction of XETRA trading (or a successor system) on the last 30 trading days before the start of the relevant performance period (“starting value”).

The minimum target is achieved (0% target achievement) if the return on the Evotec share is less than 10% below the average total shareholder return for the companies in the TecDAX in the relevant performance period (i.e., in each calendar year). The maximum target is achieved (200% target achievement) if the return on the Evotec share is at least 10% higher than the average total shareholder return for the companies in the TecDAX in the relevant performance period.

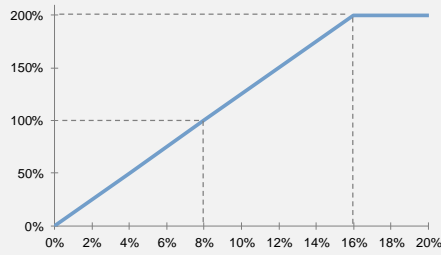
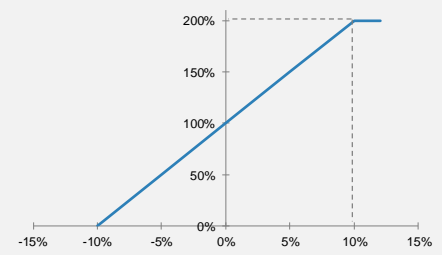
If the minimum target for one performance indicator is not achieved in a calendar year, the corresponding number of SPA (12.5% of the SPA granted at the start of the performance period) are forfeit. If the target is exactly achieved (100% target achievement) the corresponding number of SPA are converted into the same number of subscription rights to shares in Evotec SE at the end of the performance period. If the maximum target is achieved (200% target achievement) the corresponding number of SPA are converted into twice the number of subscription rights to shares in Evotec SE at the end of the performance period. Between these figures the values are interpolated on a linear basis.

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The Share Performance Plan 2017 works as follows:



The payment curves for the KPI absolute share price performance and relative total shareholder return are shown below:

	Absolute share price development	Relative TSR
<b>Weighting</b>	<ul style="list-style-type: none"> <li>50% of granted performance shares</li> </ul>	<ul style="list-style-type: none"> <li>50% of granted performance shares</li> </ul>
<b>Measurement</b>	<ul style="list-style-type: none"> <li>After each year</li> </ul>	<ul style="list-style-type: none"> <li>After each year</li> </ul>
<b>Comparison</b>	<ul style="list-style-type: none"> <li>30 trading days average before the start/end of each year</li> </ul>	<ul style="list-style-type: none"> <li>Against TecDAX</li> <li>30 trading days average before the start/end of each year</li> </ul>
<b>Calibration</b>		
	<ul style="list-style-type: none"> <li>Within the range of 0% and 200%, the target achievement is calculated by using linear interpolation.</li> </ul>	

The right to exercise the subscription rights resulting from converting the Share Performance Awards only vests at the end of the performance period. At the end of each of the four

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performance periods (i.e., each calendar year) for the Share Performance Awards the target achievement is measured for the two performance indicators in the relevant calendar year, the corresponding number of subscription rights are calculated and provisionally fixed. At the end of all four performance periods, i.e., the four calendar years of an award, the subscription rights calculated for each year are added to obtain the total number of subscription rights.

Share Performance Awards from the 2018 grant became exercisable in 2022. The following table shows the target achievement for the individual performance criteria per year and in aggregate:

	Target achievement 2018	Target achievement 2019	Target achievement 2020	Target achievement 2021	Total target achievement
	(in %)	(in %)	(in %)	(in %)	(in %)
Relative share price performance	200%	124%	200%	200%	181%
Relative TSR	200%	0%	200%	200%	150%

The final number of exercisable Share Performance Awards from the 2018 grant is shown in the following table for each Executive Board member:

Executive Board member	Function	Target achievement relative to		Target achievement	Number of SPA in 2018	
		Number of SPA awarded from 2018 tranche	share price performance (in %)		tranche based on target achievement	Number of SPA from 2018 tranche actually exercised (subject to remuneration cap) <sup>1</sup>
Dr. Werner Lanthaler	CEO	57,065	181 %	150 %	94,443	85,495
Dr. Cord Dohrmann	CSO	16,828	181 %	150 %	27,851	25,212
Dr. Craig Johnstone <sup>2</sup>	COO	—	—	—	—	—
Enno Spillner	CFO	13,990	181 %	150 %	23,154	20,959

<sup>1</sup> The strong share performance in combination with the payment cap meant that the number of SPA actually exercised declined compared with the number granted.

<sup>2</sup> Dr. Craig Johnstone was appointed to the Executive Board in January 2019; he was therefore not granted any SPA from the 2018 tranche for his Executive Board work.

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*Restricted Share Plan 2020*

In the event of unusual circumstances, relating above all to competition, the Supervisory Board could at its professional discretion and having determined that it is appropriate, grant additional Restricted Share Awards if this was expected to have a positive influence on the long-term performance of the Evotec Group. The Supervisory Board determines the target amount of Restricted Share Awards in the individual case. The amount of the Restricted Share Awards may not exceed 400% of the target amount (cap).

Active discussions with shareholders gave the Supervisory Board to understand that the Restricted Share Plan 2020 and the Supervisory Board discretion that this implies are viewed critically. It therefore decided no longer to issue this remuneration component when the new remuneration system takes effect after the Annual General Meeting 2022. Management Board members' rights under existing awards of this long-term incentive component are not affected, so Restricted Share Awards were issued to both Dr Craig Johnstone and Dr Matthias Evers in May 2022 in line with existing commitments. There will be no further awards to Management Board members under the Restricted Share Plan 2020.

Restricted Share Awards (RSA) were granted to members of the Management Board in 2022 on this one-off basis in accordance with the provisions of the Restricted Share Plan 2020 as determined by resolution of the Annual General Meeting 2020. The number of RSA was determined by dividing the target amount by the relevant market value of an RSA.

The following table shows the number of RSA awarded in financial year 2022:

Executive Board member	Target amount for restricted		awarded in FY	
	shares (RSA)		Market value as of award date	
	in k €	% of basic salary	in €	units
Dr. Werner Lanthaler	—	0.0 %	—	—
Dr. Cord Dohrmann	—	0.0 %	—	—
Dr. Matthias Evers	900	225.0 %	22.87	39,353
Dr. Craig Johnstone	800	200.0 %	22.87	34,980
Enno Spillner	—	0.0 %	—	—

The Restricted Share Plan defines for each award a performance period of four consecutive calendar years in which the performance is measured. The Annual General Meeting 2020 defined Adjusted EBITDA as the performance indicator. The performance indicator is measured for each

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year in the performance period. The performance each year is fixed for the remainder of the lock-up period.

To measure performance, Adjusted EBITDA is calculated for each year of the performance period and compared with the Adjusted EBITDA forecast for the financial year in the first quarter of that year. The forecast and the actual financial ratio for the previous year are published in the annual report.

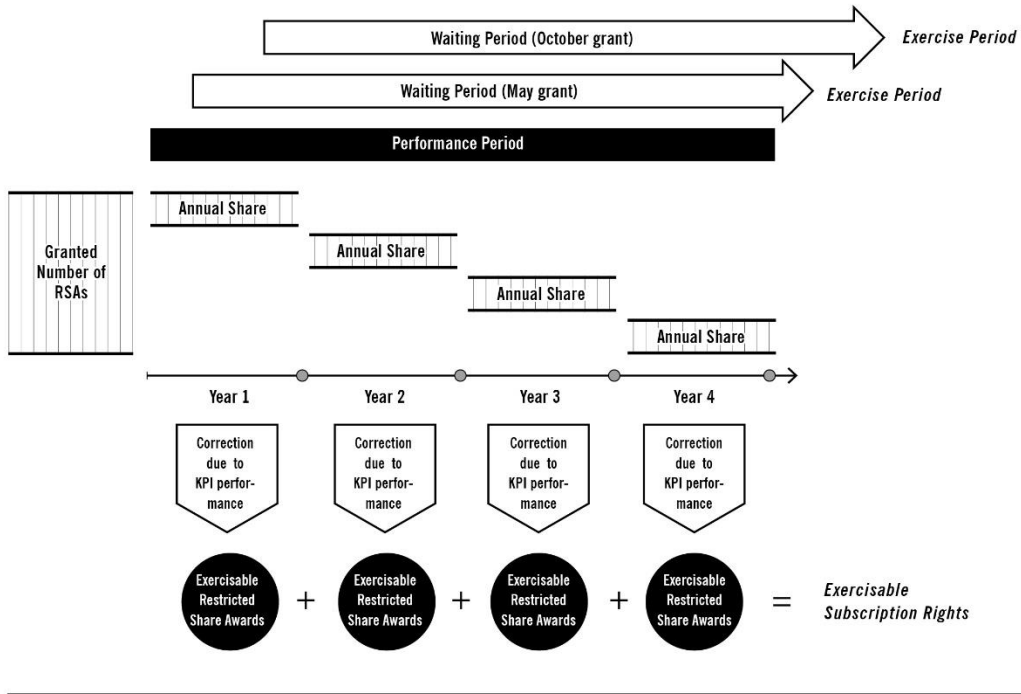
The key performance indicator for the respective year is achieved when Adjusted EBITDA corresponds to or exceeds forecast Adjusted EBITDA. The minimum target is achieved when Adjusted EBITDA corresponds to or exceeds 75% of forecast Adjusted EBITDA.

If the minimum target is not achieved in a financial year, 25% of the Restricted Share Awards are forfeit. If the target is achieved in a financial year, 25% of the Restricted Share Awards are converted into subscription rights, each for one share in Evotec SE. If the minimum target is achieved exactly in a financial year, 12.5% of the Restricted Share Awards are converted into subscription rights, each for one share in Evotec SE. If the minimum target is achieved in a financial year, but not the target, between 12.5% and 25% of the Restricted Share Awards, depending on the actual target achievement, are converted into subscription rights, each for one share in Evotec SE.

For the Executive Board members who were not granted Restricted Share Awards in 2022 the Supervisory Board defined other performance criteria, covering revenue growth by the Evotec Group, the number of partnered projects, the implementation of an ESG strategy and long-term organizational development. For competition reasons these are only published retrospectively after the performance period has come to an end.

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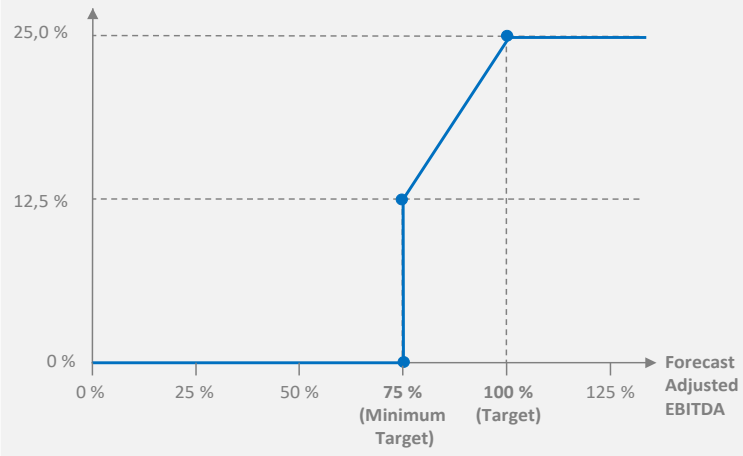
The Restricted Share Plan 2020 works as follows:





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The payment curve for the KPI adjusted EBITDA is as follows:

Key Performance Indicator	Adjusted EBITDA									
Target	Adjusted EBITDA forecast for full fiscal year									
Minimum Target	75 % of Adjusted EBITDA forecast for full fiscal year									
Performance Check	Annually after approval of the Annual Report by the Supervisory Board									
Result of Performance Check	Applicable Percentage for last fiscal year									
Calibration	Applicable Percentage of total Number of granted Awards									
	 <table border="1"> <caption>Data points for Calibration Graph</caption> <thead> <tr> <th>Forecast Adjusted EBITDA (%)</th> <th>Applicable Percentage (%)</th> </tr> </thead> <tbody> <tr> <td>0</td> <td>0</td> </tr> <tr> <td>75 (Minimum Target)</td> <td>0</td> </tr> <tr> <td>100 (Target)</td> <td>25.0</td> </tr> <tr> <td>125</td> <td>25.0</td> </tr> </tbody> </table>	Forecast Adjusted EBITDA (%)	Applicable Percentage (%)	0	0	75 (Minimum Target)	0	100 (Target)	25.0	125
Forecast Adjusted EBITDA (%)	Applicable Percentage (%)									
0	0									
75 (Minimum Target)	0									
100 (Target)	25.0									
125	25.0									
Exercisable Restricted Share Awards	Applicable percentage of Number of granted Restricted Share Awards									

Forecast Adjusted EBITDA for the financial year 2022 came to €110 million for the Restricted Share Plan. In fact, Adjusted EBITDA for the financial year was €104.1 million, or 95% of the target figure.

*Outlook for variable remuneration*

Transparent and quantifiable ESG criteria were included in the variable remuneration components in the Remuneration system 2022. A substantial part of the short-term annual remuneration will have to be invested in Company shares and held for three years in future, to better align the interests of Management Board members with those of shareholders. The performance period for the Share Performance Plan 2022 adopted by the Annual General Meeting on 22 June 2022 was increased to four years and the pay-for-performance approach was strengthened. The first shares will be awarded under the Share Performance Plan 2022 in 2023. Concrete targets will be published prospectively in the remuneration report for the year 2023. In addition, the Restricted Share Plan 2020 no longer forms part of the new remuneration system and is no longer issued to members of the Management Board now that the new system is in effect.

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### **Other remuneration rules**

#### *Benefits promised or granted by third parties.*

No benefits were promised or granted to a Management Board member by any third party concerning their work as a Management Board member.

#### *Penalty and clawback rules*

If necessary, the Supervisory Board may withhold (penalty clause) or retract (clawback) variable remuneration components if a Management Board member is in serious breach of their obligations, particularly their compliance obligations. The current employment contracts of all Management Board members include such clawback provisions.

The Company did not make use of its right to withhold or retract variable remuneration in financial year 2022.

#### *Severance payments*

Payments to a Management Board member if the service contract is terminated prematurely, without there being an important reason for the termination, are limited to two annual salaries and may not exceed the annual remuneration for the remainder of the service contract (cap on severance pay). No payments are made to the Management Board member if the employment contract is terminated for an important reason for which the Management Board member is responsible. The annual remuneration used to calculate the severance payment is the basic salary plus target bonus.

#### *Change of control*

To the extent that their tasks and responsibilities change because of the change of control, Management Board members have the exceptional right to terminate their employment contract if a shareholder or third party acquires at least 30% of the shares in Evotec SE. The termination right may be exercised, giving three months' notice, at any time within twelve months of the change of control. At the end of the notice period the Company is no longer obliged to pay any remuneration benefits, except for a one-off severance payment of 18 months' salary for the Management Board member concerned, made up of basic pay and the monetary value of any ancillary benefits.

If a change of control takes place during the vesting period for the Share Performance Awards, the allocations to all participants made as part of the Share Performance Plan 2017 are irrevocably transferred and fully settled in cash up to certain limits. In the Share Performance Plan 2022 the

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threshold for a change of control that triggers the irrevocable transfer and payment of the Share Performance Awards was raised from 30% to >50%. It was also determined that this irrevocable transfer and settlement only takes place if the Management Board member concerned exercises their exceptional right to terminate their contract because their tasks and responsibilities have been significantly altered because of the change of control.

If a change of control takes place during the vesting period for the Restricted Share Awards, the allocations made as part of the Restricted Share Plan 2020 are settled immediately in cash when they fall due, subject to certain restrictions. The settlement amount is to be calculated based on the notional number of exercisable subscription rights and subject to the applicable cap. It should assume that the targets for the respective KPI have been achieved for those years for which no definitive assessment has been made at this time.

*Non-competition clause*

Non-competition clauses have been agreed with the Management Board members for the time after their departure. Evotec SE pays compensation for twelve months after the employment contract comes to an end. The compensation payments comprise 50% of direct remuneration paid (basic salary and variable remuneration) in the year before the employment contract ended and are paid in equal monthly instalments.

*Maximum remuneration*

The maximum remuneration defined in the Remuneration system 2021 applies to all the members of the Management Board whose contract was signed or renewed before the Remuneration system 2022 came into effect at the Annual General Meeting 2022. For the maximum remuneration defined in the Remuneration system 2021 the Supervisory Board worked from the current annual target remuneration of the Management Board members. Allowing for a possible (moderate) increase in the fixed salary and one grant of Restricted Share Awards to each Management Board member during the forecast four-year duration of the remuneration system gives the maximum annual remuneration as defined in § 87a para. 1 sentence 2 no. 1 AktG:

Function	Maximum remuneration for years in which no Restricted Share Awards are granted (in € k)	
	Maximum remuneration for years in which no Restricted Share Awards are granted (in € k)	Maximum remuneration for years in which no Restricted Share Awards are granted (in € k)
CEO	6,000	15,600
Member of the Executive Board	3,500	7,100

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The maximum remuneration defined in the Remuneration system 2022 applies to all the members of the Management Board whose contract was signed or renewed after the Remuneration system 2022 came into effect at the Annual General Meeting 2022. The annual maximum remuneration within the meaning of Section 87a (1) sentence 2 number 1 AktG for contracts signed after the effective date of the Remuneration system 2022 is:

Function	Maximum remuneration for years in which no Restricted Share Awards are granted (in € k)
CEO	<b>7,050</b>
Member of the Executive Board	<b>3,400</b>

The relevant cap was not exceeded in the reporting year.

*Share Ownership Guideline*

The remuneration system 2022 obliges the Management Board members to hold shares in Evotec SE for the duration of their appointment to the Management Board, whereby this obligation must first be met no later than five years after they were first appointed to the Management Board (“build-up phase”). The share ownership program is intended to incentivize Management Board members to increase enterprise value in the interests of shareholders. The amount to be invested depends on the gross basic salary of the respective Management Board member. The CEO undertakes to invest 300% of their gross basic salary in Evotec shares and the other ordinary Management Board members invest 100% of their respective gross basic salary.

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**Target remuneration of current Management Board members for financial year 2022**

		Dr. Werner Lanthaler			
		CEO			
		2022		2021	
		in %		in %	
		in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>					
	Basic salary <sup>1</sup>	600	23.6 %	580	12.5 %
	+ Ancillary benefits	141	5.6 %	131	2.8 %
	<b>= Total</b>	<b>741</b>	<b>29.2 %</b>	<b>711</b>	<b>15.3 %</b>
	<b>Short-term, one-year</b>				
<b>Performance-related Remuneration</b>	<b>+ remuneration (STI)</b>				
	Bonus	600	23.5 %	580	12.5 %
	<b>Long-term, multi-year</b>				
	<b>+ remuneration (LTI)</b>				
	Restricted Share Plan 2020	-	0.0 %	2,400	51.6 %
	Share Performance Plan 2017	1,200	47.6 %	960	20.6 %
	<b>= Total target remuneration</b>	<b>2,541</b>	<b>100.0 %</b>	<b>4,651</b>	<b>100.0 %</b>

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		Dr. Cord Dohrmann				Dr. Matthias Evers			
		CSO				CBO			
		2022		2021		2022		2021	
		in %		in %		in %		in %	
		in k €	Total	in k €	Total	in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>									
	Basic salary <sup>1</sup>	417	29.4 %	400	19.1 %	267	19.2 %	-	0.0 %
	+ Ancillary benefits	52	3.7 %	51	2.4 %	37	2.7 %	-	0.0 %
	<b>= Total</b>	<b>469</b>	<b>33.1 %</b>	<b>451</b>	<b>21.5 %</b>	<b>304</b>	<b>21.9 %</b>	<b>-</b>	<b>0.0 %</b>
	<b>Short-term, one-year</b>								
<b>Performance-related remuneration</b>	<b>+ remuneration (STI)</b>								
	Bonus	348	24.6 %	280	13.3 %	187	13.4 %	-	0.0 %
	<b>Long-term, multi-year</b>								
	<b>+ remuneration (LTI)</b>								
	Restricted Share Plan 2020	-	0.0 %	1,000	47.7 %	900	64.7 %	-	0.0 %
	Share Performance Plan 2017	600	42.3 %	366	17.5 %	-	0.0 %	-	0.0 %
	<b>= Total target remuneration</b>	<b>1,417</b>	<b>100.0 %</b>	<b>2,097</b>	<b>100.0 %</b>	<b>1,391</b>	<b>100.0 %</b>	<b>-</b>	<b>0.0 %</b>

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		Dr. Craig Johnstone				Enno Spillner			
		COO				CFO			
		2022		2021		2021		2020	
		in %		in %		in %		in %	
		in k €	Total	in k €	Total	in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>	Basic salary	400	18.9 %	340	36.5 %	320	29.3 %	320	35.5 %
	+ Ancillary benefits	42	2.0 %	42	4.5 %	67	6.2 %	64	7.1 %
	<b>= Total</b>	<b>442</b>	<b>20.9 %</b>	<b>382</b>	<b>41.0 %</b>	<b>387</b>	<b>35.5 %</b>	<b>384</b>	<b>42.6 %</b>
<b>Performance-related Remuneration</b>	<b>+ Short-term, one-year remuneration (STI)</b>								
	Bonus	280	13.2 %	238	25.6 %	224	20.5 %	224	24.9 %
	<b>+ Long-term, multi-year remuneration (LTI)</b>								
	Restricted Share Plan 2020	800	37.7 %	0	0.0 %	-	0.0 %	-	0.0 %
	Share Performance Plan 2017	600	28.3 %	311	33.4 %	480	44.0 %	293	32.5 %
	<b>= Total target remuneration</b>	<b>2,112</b>	<b>100.0 %</b>	<b>931</b>	<b>100.0 %</b>	<b>1,091</b>	<b>100.0 %</b>	<b>901</b>	<b>100.0 %</b>

<sup>1</sup>The basic annual salary for Dr. Werner Lanthaler was increased from € 480,000 to € 600,000 with effect from March 1, 2021. This means his fixed basic salary for financial year 2021 was € 580,000.

### Remuneration awarded and owed to current Management Board members in the financial year pursuant to Section 162 AktG

The following tables show the fixed and variable remuneration components awarded and owed to the Management Board members in 2021 and 2022 in accordance with Section 162 (1) sentence 2 no. 1 AktG. Since the work for the annual bonus 2022 was completed in full in financial year 2022, it is attributed to the remuneration awarded and owed in 2022 and so included in this remuneration report.

In addition to the amount of remuneration, the individual fixed and variable remuneration components are shown as a proportion of total remuneration in accordance with Section 162 (1) sentence 2 no. 1 AktG. The proportions are based on the remuneration components awarded and owed in the respective financial year, in accordance with Section 162 (1) sentence 1 AktG.

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		Dr. Werner Lanthaler			
		CEO			
		2022		2021	
		in %		in %	
		in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>	Basic remuneration for the FY <sup>1</sup>	600	23.8 %	580	12.4 %
	+ Ancillary benefits for the FY	141	5.6 %	131	2.8 %
	<b>= Total</b>	<b>741</b>	<b>29.4 %</b>	<b>711</b>	<b>15.2 %</b>
<b>Performance-related remuneration</b>	<b>+ Short-term, one-year remuneration (STI)</b>				
	Bonus for the FY <sup>2</sup>	578	23.0 %	590	12.6 %
	<b>+ Long-term, multi-year remuneration (LTI)</b>				
	Restricted Share Plan 2020	-	0.0 %	2,400	51.4 %
	Share Performance Plan 2017	1,200	47.6 %	960	20.6 %
	<b>= Total remuneration as defined in Sec. 162 AktG</b>	<b>2,519</b>	<b>100.0 %</b>	<b>4,661</b>	<b>100.0 %</b>



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		Dr. Cord Dohrmann				Dr. Matthias Evers			
		CSO				CBO			
		2022		2021		2022		2021	
		in %		in %		in %		in %	
		in k €	Total	in k €	Total	in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>									
	Basic remuneration for the FY <sup>1</sup>	417	29.7 %	400	19.1 %	267	19.3 %	-	0.0 %
	+ Ancillary benefits for the FY	52	3.7 %	51	2.4 %	37	2.7 %	-	0.0 %
	<b>= Total</b>	<b>469</b>	<b>33.4 %</b>	<b>451</b>	<b>21.5 %</b>	<b>304</b>	<b>22.0 %</b>	<b>-</b>	<b>0.0 %</b>
<b>Performance-related remuneration</b>									
	<b>+ Short-term, one-year remuneration (STI)</b>								
	Bonus for the FY <sup>2</sup>	335	23.9 %	275	13.1 %	180	13.0 %	-	0.0 %
	<b>+ Long-term, multi-year remuneration (LTI)</b>								
	Restricted Share Plan 2020	-	0.0 %	1,000	47.7 %	900	65.0 %	-	0.0 %
	Share Performance Plan 2017	600	42.7 %	366	17.5 %	-	0.0 %	-	0.0 %
	<b>= Total remuneration as defined in Sec. 162 AktG</b>	<b>1,464</b>	<b>100.0 %</b>	<b>2,092</b>	<b>100.0 %</b>	<b>1,384</b>	<b>100.0 %</b>	<b>-</b>	<b>0.0 %</b>

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		Dr. Craig Johnstone				Enno Spillner			
		COO				CFO			
		2022		2021		2022		2021	
		in %		in %		in %		in %	
		in k €	Total	in k €	Total	in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>	Basic remuneration for the FY	400	18.9 %	340	36.5 %	320	29.5 %	320	35.5 %
	+ Ancillary benefits for the FY	42	2.0 %	42	4.5 %	67	6.2 %	64	7.1 %
	<b>= Total</b>	<b>442</b>	<b>20.9 %</b>	<b>382</b>	<b>41.0 %</b>	<b>387</b>	<b>35.7 %</b>	<b>384</b>	<b>42.6 %</b>
<b>Performance-related remuneration</b>	<b>+ Short-term, one-year remuneration (STI)</b>								
	Bonus for the FY	270	12.8 %	234	25.2 %	216	19.9 %	220	24.5 %
	<b>+ Long-term, multi-year remuneration (LTI)</b>								
	Restricted Share Plan 2020	800	37.9 %	-	0.0 %	-	0.0 %	-	0.0 %
	Share Performance Plan 2017	600	28.4 %	311	33.4 %	480	44.3 %	293	32.5 %
	<b>= Total remuneration as defined in Sec. 162 AktG</b>	<b>2,112</b>	<b>100.0 %</b>	<b>927</b>	<b>100.0 %</b>	<b>1,083</b>	<b>100.0 %</b>	<b>897</b>	<b>100.0 %</b>

<sup>1</sup> The basic annual salary for Dr. Werner Lanthaler was increased from € 480,000 to € 600,000 with effect from March 1, 2021. This means his fixed basic salary for financial year 2021 was € 580,000.

<sup>2</sup> The basic annual salary for Dr. Cord Dohrmann was increased from € 400,000 to € 450,000 with effect from September 1, 2022. This means his fixed basic salary for financial year 2022 was € 417,000.

#### Remuneration awarded and owed to former Management Board members in the 2022 financial year pursuant to Section 162 AktG

No members left the Management Board in 2022. There are therefore no benefits or agreed benefits to former Management Board members to be reported.

#### Remuneration awarded and owed to current Supervisory Board members in the 2022 financial year pursuant to Section 162 AktG

Convenience translation – German version is binding

The members of the Evotec Supervisory Board are entitled to a fixed salary and the reimbursement of out-of-pocket expenses in accordance with Article 13 para 1 of Evotec SE's Articles of Association. In accordance with the recommendations of the German Corporate Governance Code, the positions of Chair and Vice-Chair of the Supervisory Board and the positions of Chair or member of a committee are considered when setting the remuneration of the individual members. Each Supervisory Board member receives a fixed salary of €50,000 as approved by the Annual General Meeting 2019. The Chair receives €125,000 and the Vice-Chair €60,000. Members of Supervisory Board committees receive €10,000 per committee, and the committee Chair receives €25,000.

		Basic salary		Committee salary		Total remuneration
		in %		in %		in €
		in €	Total	in €	Total	
Prof. Dr. Iris Löw-Friedrich	2022	125,000	83.3 %	25,000	16.7 %	150,000
(since 06/2014)	2021	95,438	84.0 %	18,178	16.0 %	113,616
Roland Sackers	2022	60,000	63.2 %	35,000	36.8 %	95,000
(since 06/2019)	2021	55,452	61.3 %	35,000	38.7 %	90,452
Dr. Mario Polywka	2022	50,000	83.3 %	10,000	16.7 %	60,000
(since 06/2019)	2021	50,000	90.2 %	5,452	9.8 %	55,452
Dr. Elaine Sullivan	2022	50,000	76.6 %	15,275	23.4 %	65,275
(since 06/2015)	2021	50,000	83.3 %	10,000	16.7 %	60,000
Kasim Kutay	2022	23,626	83.3 %	4,725	16.7 %	28,351
(since 06/2020)	2021	50,000	83.3 %	10,000	16.7 %	60,000
Dr. Constanze Ulmer-Eilfort	2022	50,000	68.3 %	23,187	31.7 %	73,187
(since 06/2021)	2021	27,260	83.3 %	5,452	16.7 %	32,712
Camilla Macapili Languille	2022	26,374	83.3 %	5,275	16.7 %	31,649
(since 06/2022)	2021	–	–	–	–	–
Prof. Dr. Wolfgang Plischke	2022	–	–	–	–	–
(until 05/2021)	2021	56,849	83.3 %	11,370	16.7 %	68,219

Convenience translation – German version is binding

### **Comparison of changes in remuneration and profitability**

In accordance with Section 162 (1) sentence 2 no. 2 AktG the following table shows the relative change in the remuneration awarded and owed to members of the Management Board and Supervisory Board in the financial year, compared with the average remuneration of employees on a full-time equivalent basis, as well as selected earnings indicators for the Evotec Group.

To show the profitability of the Group the comparison includes the net income recognized in the Company's separate financial statements, Adjusted EBITDA and revenue of the Evotec Group, as well as the share price performance and the relative total shareholder return (TSR) for Evotec SE.

To show the average remuneration of employees the target remuneration for all employees is used (not including apprentices, students and interns) on a full-time equivalent basis. This relates to the workforce of Evotec SE in Germany.

## Convenience translation – German version is binding

Financial year	2022	Change in %	2021	Change in %	2020	Change in %	2019	Change in %	2018
<b>Earnings performance</b>									
Net income for Evotec SE (HGB) in €m	(8.3)	70.1%	(27.8)	(14.9)%	(24.2)	(187.7)%	27.6	(56.6) %	63.5
Adjusted EBITDA Evotec Group in €m	101.7	(5.2) %	107.3	0.6%	106.7	(13.5) %	123.3	29.0 %	95.6
Revenue Evotec Group in €m	751.4	21.6 %	618.0	23.4 %	500.9	12.2 %	446.4	18.9 %	375.4
Share price Evotec SE in €	16.1	(61.2) %	41.6	55.6 %	26.7	29.7 %	20.6	9.9 %	18.7
Relative TSR of Evotec SE vs. TecDAX in % points	(39.7)	—	31.8	—	27.1	—	(10.1)	—	42.9
<b>Average employee remuneration (in € k)</b>									
Average remuneration	78	5.0 %	75	5.2 %	71	4.9 %	68	7.1 %	63
<b>Management Board remuneration (in € k)</b>									
Dr. Werner Lanthaler	2,519	(45.9) %	4,661	130.6 %	2,021	10.0 %	1,837	3.3 %	1,779
Dr. Cord Dohrmann	1,404	(32.9) %	2,092	80.6 %	1,158	34.4 %	862	2.9 %	838
Dr. Matthias Evers	1,384	—	—	—	—	—	—	—	—
Dr. Craig Johnstone	2,112	—	927	(0.2) %	929	21.1 %	767	—	—
Enno Spillner	1,083	20.7 %	897	(0.5) %	901	20.8 %	746	4.8 %	712
<b>Former Management Board remuneration (in € k)</b>									
Dr Mario Polywka (until 12/2018)	—	—	—	—	—	—	—	(100.0) %	846
<b>Supervisory Board remuneration (in € k)</b>									
Prof. Dr. Iris Löw-Friedrich (since 06/2014)	150,000	32.0 %	113,616	62.3 %	70,000	7.1 %	65,357	86.7 %	35,000

### Convenience translation – German version is binding

Roland Sackers (since 06/2019)	95,000	5.0 %	90,452	6.4 %	85,000	86.7 %	45,536	0.0 %	—
Dr. Mario Polywka (since 06/2019)	60,000	8.2 %	55,452	10.9 %	50,000	86.7 %	26,786	0.0 %	—
Dr. Elaine Sullivan (since 06/2015)	65,275	8.8 %	60,000	0.0 %	60,000	0.0 %	60,000	71.4 %	35,000
Kasim Kutay (since 06/2020)	28,351	(52.7) %	60,000	84.3 %	32,548	—	—	—	—
Dr. Constanze Ulmer-Eilfort (since 06/2021)	73,187	123.7 %	32,712	—	—	—	—	—	—
Camilla Macapili Languille (since 06/2022)	31,649	—	—	—	—	—	—	—	—

#### Former Supervisory Board remuneration (in € k)

Bernd Hirsch (until 06/2019)	—	—	—	—	—	(100.0)%	44,107	(37.0) %	70,000
Dr. Claus Braestrup (until 06/2019)	—	—	—	—	—	(100.0)%	27,857	(20.4) %	35,000
Michael Shalmi (until 06/2020)	—	—	—	(100.0) %	27,452	(54.2) %	60,000	71.4%	35,000
Prof. Dr. Wolfgang Plischke (until 06/2021)	—	(100.0)%	68,219	(54.5)%	150,000	0.0 %	150,000	57.9 %	95,000

#### Miscellaneous

Evotec has Directors and Officers (D&O) liability insurance for the Management Board members. This insurance policy covers the personal liability of Management Board members for any claims made against them for damages in the exercise of their duties. The insurance includes an excess or deductible for the Management Board members in accordance with the German Stock Corporation Act.

#### Additional remarks

This English report is a translation of the German original. In the event of any differences, the German version is authoritative.