

## **Description of the remuneration system for members of the Supervisory Board (item 7.3. of the agenda)**

In accordance with Section 113 of the German Stock Corporation Act (AktG), Supervisory Board remuneration should be commensurate with the duties of the Supervisory Board members and the situation of the company. The personal demands on the members of the Supervisory Board, in particular on the Chairman, in terms of their qualifications and time commitment have increased considerably in recent years. Evotec assumes that this development will continue in the future and will be accompanied by higher risk and increasing liability risks for Supervisory Board members. The Company is in international competition for high-caliber Supervisory Board candidates who meet the requirements profile of Evotec SE.

The members of Evotec's Supervisory Board are entitled to fixed remuneration and reimbursement of expenses in accordance with Section 13 (1) of Evotec's Articles of Association. In accordance with the recommendations of the Code, the positions of Chairman and Deputy Chairman of the Supervisory Board as well as the positions as Chairman or member of a committee are taken into account when determining the remuneration of the individual members. Following approval by the 2024 Annual General Meeting, each member of the Supervisory Board will receive fixed remuneration of EUR 65,000.00 instead of the previous EUR 50,000.00. The Chairman will continue to receive EUR 125,000.00 and the Deputy Chairman EUR 105,000.00 instead of the previous EUR 60,000.00. The members of Supervisory Board committees will receive EUR 15,000.00 instead of the previous EUR 10,000.00 per committee; the Chairman of a committee will receive EUR 30,000.00 instead of the previous EUR 25,000.00.

§ Section 13 of the Articles of Association following approval by the 2024 Annual General Meeting:

### **"§ 13** *Remuneration*

- (1) In addition to the reimbursement of their documented expenses and any value added tax payable on their remuneration and expenses, the members of the Supervisory Board receive fixed remuneration for each financial year, starting with the 2024 financial year, in accordance with the following provisions.*
- (2) The fixed annual remuneration payable after the end of the financial year amounts to € 65,000.00 per ordinary member of the Supervisory Board. The Chairman of the Supervisory Board receives an annual fixed remuneration of € 125,000.00 and his deputy € 105,000.00.*
- (3) In addition to the fixed remuneration in accordance with paragraph (1), members of Supervisory Board committees receive an annual fixed remuneration of € 15,000.00 per committee membership; the chairman of a committee receives € 30,000.00. The above amounts for committee memberships require that the committee in question has met in the financial year. The additional committee remuneration is payable together with the Supervisory Board remuneration in accordance with paragraph (2).*
- (4) If membership of the Supervisory Board does not last for the entire financial year, the Supervisory Board member in question shall receive the remuneration pro rata temporis. If a member of the Supervisory Board does not exercise a function associated with increased or additional remuneration for the entire financial year, the above sentence shall apply accordingly with*

*regard to the part of the remuneration associated with the function in question.*

- (5) The company insures the members of the Supervisory Board at its own expense against civil and criminal claims in connection with the performance of their mandates to an appropriate amount (D&O insurance) and assumes the costs of legal defense in connection with such a claim as well as any taxes incurred on this assumption of costs.*
  
- (6) Insofar as members of the Supervisory Board undertake the training and further education measures required for their duties in accordance with the provisions of the German Corporate Governance Code as amended, the company shall reimburse them for the reasonable costs incurred."*

The proposed remuneration of the Supervisory Board members is within the usual market range for MDAX and TecDAX companies and does not exceed it. The remuneration system, which continues to provide exclusively for fixed remuneration and no additional variable component, also corresponds to the predominantly common system of Supervisory Board remuneration of the above-mentioned companies, which were used for a comparison by an independent external remuneration consultant in 2023.

In addition, there is the additional reimbursement of expenses to which the members of the Supervisory Board are entitled by law, as well as inclusion in a group D&O insurance policy, whereby each member of the Supervisory Board must pay an appropriate deductible of currently EUR 10,000.00.