

## Remuneration report 2025 of 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 2025. The remuneration report meets the requirements of Sec. 162 German Stock Corporation Act (Aktiengesetz - “AktG”). This remuneration report will be presented for approval at the ordinary Annual General Meeting (“AGM”) on June 11, 2026.

### A. 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 (“GCGC”) as amended on April 28, 2022 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 AGM on June 22, 2022, for approval. The AGM 2022 approved the Remuneration system 2022 by a majority of 94.48% of votes cast. The Remuneration system 2022 can be viewed on the website of Evotec SE at <https://www.evotec.com/en/investor-relations/governance>. The intention is to present a revised remuneration system to the AGM 2026 for approval.

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 AGM 2022. As of December 31, 2025, this was Dr Cord Dohrmann, Paul Hitchin, Aurélie Dalbiez and Christian Wojczewski.

The Company’s AGM on June 10, 2024, confirmed the remuneration of the Supervisory Board members last amended by resolution of the AGM 2024 with a majority of 96.23% and adopted a corresponding remuneration system for the Supervisory Board members.

### B. Changes in the composition of the Management Board and Supervisory Board

Effective March 1, 2025, Ms. Laetitia Rouxel stepped down early from her position as Chief Financial Officer (CFO), and Paul Hitchin was appointed Chief Financial Officer for a three-year term.

### C. Remuneration system for the members of the Management Board of Evotec SE

After intensive discussions with shareholders, the Supervisory Board decided to submit a revised and updated remuneration system for the members of the Management Board to the AGM 2022 for approval, which was approved with 94.48 % of the votes in favor. We reported in detail on the adjustments in the 2022 remuneration report. In 2025, this remuneration system was not changed.

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The remuneration system 2022 applies to all members of the company's Management Board still acting on December 31, 2025.

The remuneration report for 2024 was approved by the AGM 2025 with 94.15% of votes in favor.

## **I. Overview of the 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. In individual cases, additional remuneration may be granted in connection with the commencement and termination of service as a member of the Management Board, in particular in compensation for lost earnings from previous employers. Other components of the remuneration system are ancillary benefits, including pension contributions, and the payment of travel expenses. Any expenses incurred are counted towards 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 - "SPA") are intended to encourage sustainable increases in enterprise value and avoid external and internal disincentives. In particular the aim is to prevent the Management Board from making decisions that do not promise any sustainable commercial success in order to optimize their remuneration in the short term.

The amount of Management Board remuneration depends in particular 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 GCGC in effect at the time the respective employment contracts were signed (unless any exception is mentioned).

The Supervisory Board, with the support of its Remuneration and Nomination Committee, regularly gathers external expertise to review the appropriateness of the Management Board's remuneration in terms of the amount, reasonableness, and market conformity of the Management Board's remuneration. 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. 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 in order to reflect Evotec's global presence and potential markets for recruiting Management Board members. The above-mentioned peer group from 2021 still applies to the financial year 2025. As part of the revision of the remuneration system to be presented at the AGM 2026, the benchmark used for market comparison is to be based on a peer group comprising German companies of comparable size and international companies of comparable size and industry. This

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new peer group will be defined in the context of the revised remuneration system 2026. The current peer group is also disclosed prospectively in the respective remuneration report.

## II. Non-performance-related fixed remuneration components

### *Basic remuneration*

The Management Board members receive a contractually agreed fixed basic salary that is paid in twelve monthly installments 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 in the course of the year. The following table shows the annual basic salary for the Executive Board members in financial year 2025:

<b>Executive Board member</b>	<b>Function</b>	<b>Basic salary 2025 (in € k)</b>	<b>Basic salary 2024 (in € k)</b>
Christian Wojczewski	CEO	900	450
Dr Cord Dohrmann	CSO	450	450
Paul Hitchin	CFO (since March 2025)	458	-
Aurélie Dalbiez	CPO	450	244
Laetitia Rouxel (until Feb 2025)	CFO (until March 2025)	113	450

### *Ancillary benefits*

In addition to their fixed basic salary the Management Board members receive individual ancillary benefits, such as pension contributions, 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.

<b>Executive Board member</b>	<b>Function</b>	<b>Retirement pension contributions (in € k)</b>	<b>Car allowance (in € k)</b>	<b>Travel expense allowance (in € k)</b>	<b>Other (in € k)<sup>1</sup></b>
Christian Wojczewski	CEO	120	15	105	-
Dr Cord Dohrmann	CSO	35	15	-	-
Paul Hitchin (since March 2025)	CFO (since March 2025)	60	-	60	-
Aurélie Dalbiez	CPO	35	-	60	-
Laetitia Rouxel (until Feb 2025)	CFO (until March 2025)	9	-	15	1

<sup>1</sup> Other ancillary benefits comprise various insurance policies for Executive Board members based in Germany; use of a company flat and exchange rate equalisation

### *Compensation payments*

In addition, the members of the Management Board may be granted one-off benefits such as special benefits on joining the company, e.g. as compensation for lost earnings with the previous employer or for projects that have been stopped. Payments to a Management Board member in the event of premature termination of the employment contract without good cause for the termination of the Management Board activity are limited to a maximum of two years' remuneration and do not exceed the annual remuneration for the remaining term of the employment contract (severance payment cap). If the employment contract is terminated for good cause for which the Management Board member is responsible, no payments are made to the Management Board member.

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The following table shows a breakdown of the compensation payments made per Executive Board member in the 2025 financial year:

<b>Executive Board member</b>	<b>Function</b>	<b>Equalisation payments<sup>1,2</sup></b>
Christian Wojczewski	CEO	<b>500</b>
Dr Cord Dohrmann	CSO	-
Paul Hitchin	CFO (since March 2025)	<b>300</b>
Aurélie Dalbiez	CPO	<b>150</b>
Laetitia Rouxel	CFO (until February 2025)	<b>1.506</b>

1 Sign-on bonus - Christian Wojczewski, Paul Hitchin, Aurélie Dalbiez

2 Severance payment - Laetitia Rouxel

### III. 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. When the remuneration system 2022 took effect, the Management Board remuneration comprised both short-term, annual remuneration (“bonus”) and long-term remuneration components (Share Performance Plan 2017 and 2022), which were approved by the AGMs 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. The Share Performance Plan 2017 was replaced by the Share Performance Plan 2023, under which SPAs were granted for the first time in the financial year 2023 and then also in the financial years 2024 and 2025. In addition, the bonus regulation was also adjusted. This rule applies to all the present Management Board members.

#### *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 course of 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 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 bonus. The deferred portion of the bonus is invested in Evotec shares, which the Management Board members buy via a service provider and have to hold for at least

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three years. Evotec provides the total applicable amount for all Management Board members and sets the timeframe within which the service provider must make the purchases on behalf of the Management Board members. The service provider then makes the purchases and transfers the shares purchased to the securities accounts of the Management Board members at a uniform average price with a corresponding lock-up period.

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 2022 was revised a maximum bonus payment of up to 150% of the target amount was made possible for the bonus plan. This cap has applied to the bonuses of all Management Board members.

For financial year 2024 the Supervisory Board defined the following performance criteria and their weighting for all Management Board members:

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2024 Targets*	Weighting
<b>Expand basic business</b>  Total sales growth to >€ 880 million  -Exceeding a stable adjusted EBITDA of €100million  - Achievement of operating cash flow break-even, adjusted for one-off restructuring costs	<b>60,0 %</b>  20,0 %  30,0 %  10,0 %
<b>Building global leadership with the 2025 Action Plan and the 2030 Strategy</b>  Establishment of new co-owned alliances (PanOtics, iPSC,...) (> € 1 billion business value)  Just-Evotec Biologics becomes profitable in 2024 with 2 J.PODS in operation  Establishment of a new organizational structure (Execute/Innovate fold-up) by the end of 2024	<b>20,0 %</b>  5,0 %  5,0 %  10,0 %
<b>ESG: Building the capabilities of employees, the company and best governance</b>  Improve SOX compliance and digitalization for more efficient work for all employees - no more than 2 material weaknesses by the end of the year  Significant improvement (>10%) in the second survey on engagement and implementation of 3 initiatives addressing the key points of the first survey  Develop and commit to a Climate Transition Plan (CTA) that includes climate adaptation measures and measures beyond the value chain to achieve Scope 1,2&3 Net-Zero by 2045	<b>20,0 %</b>  5,0 %  10,0 %  5,0 %

\* Adjusted as per SB resolution on May 15, 2024.

For financial year 2025 the Supervisory Board defined the following performance criteria and their weighting for all Management Board members:

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2025 targets	Weighting
<p><b>Expand core business</b></p> <ul style="list-style-type: none"> <li>• Increase total revenue to €876m</li> <li>• Achieve positive operating cash flow</li> <li>• Achieve break-even in operating cash flow, adjusted for non-recurring restructuring expenses</li> </ul>	<p><b>50,0 %</b></p> <p>20,0 %</p> <p>20,0 %</p> <p>10,0 %</p>
<p><b>Complete strategy review and accelerate transformation</b></p> <p>Define, communicate and establish a new vision, strategic course and detailed planning</p> <p>Design and implement a new operating model and a new organisational structure</p> <p>Set new priorities Draw up agenda for operational excellence, including revised STI rules, prioritise sustainable performance and contribution to 2025 budget</p>	<p><b>30,0 %</b></p> <p>10,0 %</p> <p>10,0 %</p> <p>10,0 %</p>
<p><b>ESG: Develop and implement sustainability targets</b></p> <p>Define leadership competences, evaluate top management positions and current holders, define individual development plans and draw up a talent development strategy and a roadmap based on the new strategy</p> <p>Start to implement a uniform cultural framework that reflects values and conduct consistent with the new strategic vision</p> <p>Develop a sustainability strategy in accordance with the revised corporate strategy; review the materiality assessment on the basis of the revised corporate strategy; define three to five strategic priorities in terms of ESG; develop an operating agenda to implement these priorities with concrete milestones and timetables</p>	<p><b>20,0 %</b></p> <p>10,0 %</p> <p>5,0 %</p> <p>5,0 %</p>

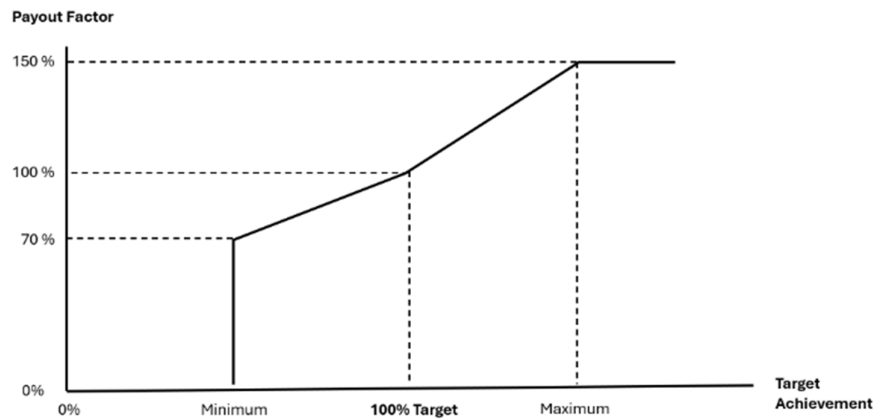
The adjusted EBITDA was calculated in accordance with the EBITDA published in the annual report and the specified definition therein. The calculation of adjusted EBITDA performance is performed before taking variable compensation into account.

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The Supervisory Board defines a uniform percentage of target achievement for all the individual targets, which can be between 0% and 125%. The target achievement percentage is converted into a payment factor (“bonus payment factor”) of between 0% and 150%. 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 between zero and 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:



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Bonus target achievement for 2024 was as follows:

STI targets & target achievement 2024				
2024 Targets*	Result	Weighting	Target achievement	Weighted factor
<b>Expand basic business</b>		<b>60,0 %</b>		
Total sales growth to >€ 880 million	Total sales 2024: 797.0 M€	20,0 %	86,5 %	17,3 %
-Exceeding a stable adjusted EBITDA of €100million	Adjusted EBITDA 2024: € 22.6 million	30,0 %	0,0 %	0,0 %
- Achievement of operating cash flow break-even, adjusted for one-off restructuring costs	Operating cash flow: € 18.2 million (from € 36.4 million in 2023)	10,0 %	0,0 %	0,0 %
<b>Building global leadership with the 2025 Action Plan and the 2030 Strategy</b>		<b>20,0 %</b>		
Establishment of new co-owned alliances (PanOmics, iPSC,...) (> € 1 billion business value)	BMS antiviral collaboration; Novo Nordisk cell therapy collaboration (total deal volume cannot be disclosed, > € 1bn)	5,0 %	100,0 %	5,0 %
Just-Evotec Biologics becomes profitable in 2024 with 2 J.PODS in operation	Positive EBITDA of € 9.9m for Just-Evotec Biologics; sales growth of 71.1% to € 185.6m; opening of J.POD 2 in Toulouse on 20.09.2024	5,0 %	100,0 %	5,0 %
Establishment of a new organizational structure (Execute/Innovate fold-up) by the end of 2024	Financial reporting was adjusted and the Execute/Innovate division was dissolved. However, the organizational structure was not adjusted in 2024. This will only take place after the strategy update in 2025	10,0 %	0,0 %	0,0 %
<b>ESG: Building the capabilities of employees, the company and best governance</b>		<b>20,0 %</b>		
Improve SOX compliance and digitalization for more efficient work for all employees - no more than 2 material weaknesses by the end of the year	Improvement compared to 2025 due to reduction in material weaknesses, but still three material weaknesses	5,0 %	0,0 %	0,0 %
Significant improvement (>10%) in the second survey on engagement and implementation of 3 initiatives addressing the key points of the first survey	Implementation initiative launched globally, functionally and at team level; second survey conducted in January 2025; engagement score decreased	10,0 %	0,0 %	0,0 %
Develop and commit to a Climate Transition Plan (CTA) that includes climate adaptation measures and measures beyond the value chain to achieve Scope 1,2&3 Net-Zero by 2045	The project to conduct a climate risk assessment as a first important step to develop a Climate Transition Plan (CTA) was paused due to cost savings related to the de-prioritization in 2024. In parallel, measures to reduce Scope 1 and Scope 2 emissions were implemented (e.g. increasing the share of green electricity, installation of a heat pump in Verona) and Evotec is well ahead of schedule to achieve the short-term Scope 1 and Scope 2 targets for 2032.	5,0 %	0,0 %	0,0 %

\*Adjusted by resolution of the Supervisory Board dated May 15,2024

Target achievement calculated before taking into account adjustments to variable compensation

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The target achievement for the bonus for the financial year 2025 was as follows:

2025 targets	Result	Weighting	Achievement	Weighting factor
<b>Expand core business</b>		<b>50,0 %</b>		
•Increase total revenue to €876m	Total revenue 2025: €788.4m	20,0 %	90,0 %	17,0 %
•Achieve positive operating cash flow	Adjusted EBITDA 2025: €41.1m	20,0 %	57%*	0,0 %
• Achieve break-even in operating cash flow, adjusted for non-recurring restructuring expenses	Cash flow from operating activities 2025: €(9.2)m (2024: €18.2m)	10,0 %	-920,0 %	0,0 %
<b>Complete strategy review and accelerate transformation</b>		<b>30,0 %</b>		
Define, communicate and embed new vision, strategic direction and detailed planning	Corporate Strategy, Purpose, Vision, developed, aligned with and approved by SB Further detailing of Corporate Strategy by segment and functions and in implementation Communicated to entire company in April, all-sites roadshow to explain and engage with employees Understanding of strategy +7 pts in September Pulse Survey	10,0 %	80,0 %	7,0 %
Design and implement new operating model and organizational structure	New Operating Model communicated to SB in Q1 and entire org end of April New Organizational Structure defined and communicated for MB-1 in June 88% of Top-Level structure appointed by December 2025 MB-2 and below underway based on TOM, Org Design Principles (Span of Control, layers, etc.) and Horizon	10,0 %	80,0 %	7,0 %
Execute priority reset. Build operational excellence agenda including revised STI scheme, prioritizing sustainable performance and contributing to 2025 budget	Project Foundation (Priority Reset) cost out exceeded target (€ 60m) STI payout modeling secured to ensure fairer distribution to lower grades in case of missed EBITDA Built culture of operational performance via new operating mechanisms (monthly business performance reviews, investment committees etc.) Assessed capacity & footprint optimization, developed detailed plan to deliver +100m savings	10,0 %	90,0 %	8,5 %
<b>Sustainability</b>		<b>20,0 %</b>		
Define leadership competencies, assess top roles and incumbents, define individual development plans and establish a talent development strategy and roadmap aligned with the new strategy	Talent Development Strategy and roadmap defined and communicated in Q2 Leadership Competencies Framework for Evotec defined and shared with entire organization in Q4 Informal roll-out of leadership model with senior managers as of Jan 26	10,0 %	100,0 %	10,0 %
Start implementation of a unified culture framework reflecting values and behaviors that align to the new strategic vision	Culture/values workshops organized in Q4 with People Strategy volunteers Leadership behaviors derived from leadership competency framework rolled out to all Senior Leaders in Q4 and communicated to the organization in December Leadership competency framework embedded into Evotalks for 2026	5,0 %	100,0 %	5,0 %
Develop a Sustainability Strategy following the revised Corporate Strategy; conduct a check of the materiality assessment based on the revised Corporate Strategy	Materiality assessment check conducted Brodie Partners contracted to initiate Sustainability Strategy work (stakeholder interviews conducted in Q4) Head of Sustainability hired, start date February 2026	5,0 %	50,0 %	0,0 %
<b>Total target achievement</b>				<b>54,5 %</b>

\*The calculation of adjusted EBITDA performance is performed before taking variable compensation into account.

Since the activity underlying the annual bonus for 2025 was fully performed in the financial year 2025, it is allocated to the remuneration granted and owed in the financial year 2025 within the meaning of Section 162 para. 1 sentence 2 no. 1 AktG and consequently reported in this remuneration report. In order to ensure a transparent and comprehensible presentation of the compensation granted to the members of the Management Board for a financial year, the annual bonus for the financial year 2024 is also voluntarily disclosed in this compensation report.

In view of the financial situation, the Management Board in office on December 31, 2024 waived its claims to a bonus for the financial year 2024. Pro rata bonuses for target achievement in 2024 were paid to the Management Board members who left during the year: Dr Mario Polywka and Dr Matthias Evers:

Executive Board member	Floor based on 0% target achievement		Target based on 100% target achievement <sup>1</sup>		Cap based on maximum target achievement <sup>1</sup>		Payment factor 2024 (corresponds to total target achievement)	Bonus payment amount 2024 <sup>2</sup>	
	in k €	in % of basic salary	in k €	in % of basic salary	in k €	in % of basic salary		in k €	in % of basic salary
Dr Christian Wojczewski <sup>1,2</sup>	-	0,0 %	1.575	175,0 %	2.363	150,0 %	0,0 %	-	0,0 %
Dr Cord Dohrmann <sup>1,2</sup>	-	0,0 %	484	107,5 %	726	161,3 %	0,0 %	-	0,0 %
Laetitia Rouxel <sup>1,2</sup>	-	0,0 %	484	107,5 %	726	161,3 %	0,0 %	-	0,0 %
Aurélié Dalbiez <sup>1,2</sup>	-	0,0 %	484	107,5 %	726	161,3 %	0,0 %	-	0,0 %
Dr Werner Lanthaler	-	0,0 %	600	100,0 %	900	150,0 %	0,0 %	-	0,0 %
Dr Matthias Evers <sup>3</sup>	-	0,0 %	210	70,0 %	315	105,0 %	27,3 %	57	19,1 %
Dr Craig Johnstone <sup>2</sup>	-	0,0 %	280	70,0 %	420	105,0 %	0,0 %	-	0,0 %
Dr Mario Polywka <sup>3</sup>	-	0,0 %	306	100,0 %	459	150,0 %	27,3 %	84	27,3 %

<sup>1</sup> Based on the remuneration system adopted by the General Meeting 2022. 60% of the bonus payment is invested in shares that must be held for at least 3 years

<sup>2</sup> Dr Christian Wojczewski, Laetitia Rouxel, Aurélié Dalbiez, Dr Cord Dohrmann and Dr Craig Johnstone waived the payment of a bonus for 2024

<sup>3</sup> Dr Matthias Evers and Dr Mario Polywka receive a pro rata bonus for their period of office in 2024

For financial year 2025 the overall target achievement for the bonus was as follows:

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<b>Executive Board member</b>	Floor based on 0% target achievement		Target based on 100% target achievement <sup>1</sup>		Cap based on maximum target achievement <sup>1</sup>		Payment factor 2025 (corresponds to total target achievement)	Bonus payment amount 2025 <sup>2</sup>	
	in k €	in % of basic salary	in k €	in % of basic salary	in k €	in % of basic salary	in %	in k €	in % of basic salary
Dr Christian Wojczewski <sup>1</sup>	-	0,0 %	1.575	175,0 %	2.363	262,5 %	54,5 %	858	95,4 %
Dr Cord Dohrmann <sup>1</sup>	-	0,0 %	484	107,5 %	726	161,3 %	54,5 %	264	58,6 %
Paul Hitchin	-	0,0 %	591	107,5 %	887	161,3 %	54,5 %	322	58,6 %
Aurélie Dalbiez <sup>1</sup>	-	0,0 %	484	107,5 %	726	161,3 %	54,5 %	264	58,6 %
Laetitia Rouxel <sup>2</sup>	-	0,0 %	484	107,5 %	726	161,3 %	-	-	0,0 %

<sup>1</sup> Based on the remuneration system adopted by the General Meeting 2022. 60% of the bonus payment is invested in shares that must be held for at least 3 years  
<sup>2</sup> Laetitia Rouxel received a pro rata bonus payment for her period in office in 2025 as part of her severance payment

### 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 programs that extend over several years. There are two different share-based programs, 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 since 2022 no longer part of the long-term remuneration component.

### Share Performance Plan 2022

In addition to their variable one-year remuneration, the Management Board members are entitled to an annual allocation of SPA in accordance with the Share Performance Plan 2022. 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 GCGC 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 an SPA. By eliminating the Restricted Share Plan 2020 and redistributing part of it to the SPA, the remuneration system 2022 adopted at the AGM made it possible to change the target amount without increasing the total target remuneration. The target amount for the SPA 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 SPA may not exceed 350% of the target amount when they are exercised (cap).

The following table shows the number of SPA awarded in financial year 2025:

<b>Executive Board member</b>	Target amount for performance shares (SPA)		Market value of one SPA at the award date	Number of SPA awarded in FY 2024
	in k €	% of basic salary	in €	units
Christian Wojczewski	2.025	225,0 %	9,83	206.003
Dr Cord Dohrmann	731	162,5 %	9,83	74.390
Paul Hitchin	894	162,5 %	9,83	90.921
Aurélie Dalbiez	731	162,5 %	9,83	74.390

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The Share Performance Plan 2022 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 AGM 2022 set two equally weighted KPIs for long-term value creation: the relative total shareholder returns (“TSR”) and revenue growth. This is supplemented by performance against an additional ESG target (modifier).

The performance indicators are measured for each year of the performance measurement period. The performance in a given 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 has to be achieved before (some of) the SPA can be exercised, and a maximum target after which all the SPA for that KPI (100%) may be exercised. One SPA entitles the bearer to subscribe for a maximum of two whole shares in Evotec SE.

Relative TSR is an indicator for the return on an investment in Company shares compared with an investment in the TecDAX. Relative TSR measure 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. 100% of the key performance indicator (“KPI”) TSR is achieved for a performance measurement period, i.e. four calendar years, when the TSR for the shares of the Company (average share price of the Company at the closing auction of Xetra trading (or a successor system) on the thirty (30) trading days at Frankfurt Stock exchange prior to the relevant date plus dividends, and adjusted for any equity issuance or share-splits, is at least 20 percentage points higher than the average TSR of the companies listed in the German TecDAX index (or a comparable stock index) during the same period. The minimum target for the performance target TSR is achieved when the TSR for the shares of the Company matches the average TSR of the companies listed in the TecDAX. The maximum target, at which all the SPAs for the performance indicator TSR can be exercised at a ratio of 1:2, is achieved when the annual average TSR for the shares of the Company is at least 60 percentage points above the average TSR of the companies listed in the TecDAX during the respective performance period.

Relevant values of the TSR of the Company and of the average To of the companies listed in the TecDAX will be calculated based on the average TecDAX (Total Return Index) during the thirty (30) trading days at Frankfurt Stock exchange prior to the relevant date.

100% of the KPI “Group Revenue” is achieved (“Target Group Revenue”) when the cumulative growth in Group revenue of Evotec SE in the performance measurement period, i.e. four calendar years, corresponds to the cumulative growth in Group revenue of Evotec SE planned by the Management Board with the approval of the Supervisory Board on the basis of a mid-range plan. The Management Board, with the approval of the Supervisory Board, should generally prepare the mid-range plan for a five-year period every year, on the basis of a sustainable corporate development with demanding, relevant target parameters. The “performance measurement period” is the four-year period starting on January 1 of the year in which the individual tranche of the subscription rights is awarded. “Group Revenue” is the revenue in the consolidated income statement. Cumulative Group revenue, and so revenue growth, is calculated on the basis of the audited and approved consolidated financial statements (IFRS) of

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Evotec SE for the respective performance measurement period, less revenue from out licensed development programs. The minimum target for the performance indicator "Group Revenue" is achieved when the cumulative growth in Group revenue of Evotec SE in the performance measurement period is equal to or greater than 50% of the target Group revenue growth defined for the respective performance measurement period. The maximum target for the performance indicator "Group Revenue" is achieved when the cumulative growth in Group revenue of Evotec SE in the performance measurement period is equal to or greater than 150% of the target Group revenue growth defined for the respective performance measurement period.

By resolution of the AGM 2025 the performance target "Revenue growth" was replaced by the performance target "Growth in adjusted Group EBITDA". In accordance with the strategy as modified in 2025, growth in adjusted Group EBITDA seems to be more relevant as a performance indicator than revenue growth. This supports and incentivizes the shift away from pure revenue growth towards sustainably profitable growth. Adjusted Group EBITDA is an indicator of actual operating performance and the Group's actual profitability, as well as its cash flow generation capacity.

The performance target CAGR is 100% achieved ("Target growth in adjusted Group EBITDA") when the average growth rate in adjusted Group EBITDA that has been set is achieved in the performance period taking compounding effects at Evotec SE into account. The performance period is four calendar years. Target growth in adjusted Group EBITDA is based on the average growth in adjusted Group EBITDA in the performance period planned by the Management Board with the approval of the Supervisory Board on the basis of a mid-range plan. The Management Board, with the approval of the Supervisory Board, should generally prepare the mid-range plan for a five-year period every year, on the basis of a sustainable corporate development with demanding, relevant target parameters. The "performance measurement period" is the four-year period starting on January 1 of the year in which the individual tranche of the subscription rights is awarded. Adjusted Group EBITDA is calculated in accordance with the EBITDA defined and published in the annual report. The minimum target for the performance target "Growth in adjusted Group EBITDA" is achieved when the average growth rate in adjusted Group EBITDA determined in the performance period, taking the compounding effect at Evotec SE into account, is equal to or greater than 50% of the target growth rate set for that performance period. The maximum target for the performance target "Growth in adjusted Group EBITDA" is achieved when the average growth rate in adjusted Group EBITDA determined in the performance period, taking the compounding effect at Evotec SE into account, is equal to or greater than 150% of the target growth rate set for that performance period. If the minimum target for the performance target "Growth in adjusted Group EBITDA" is only not achieved because of the recognized expenses for the Share Performance Plan, these expenses are to be ignored until the minimum target is achieved when the definitive EBITDA amount is calculated for the respective performance period for Group EBITDA.

The SPAs awarded in the financial year were issued before the AGM and accordingly with the performance targets defined in 2022: "Revenue growth" and "Total shareholder return".

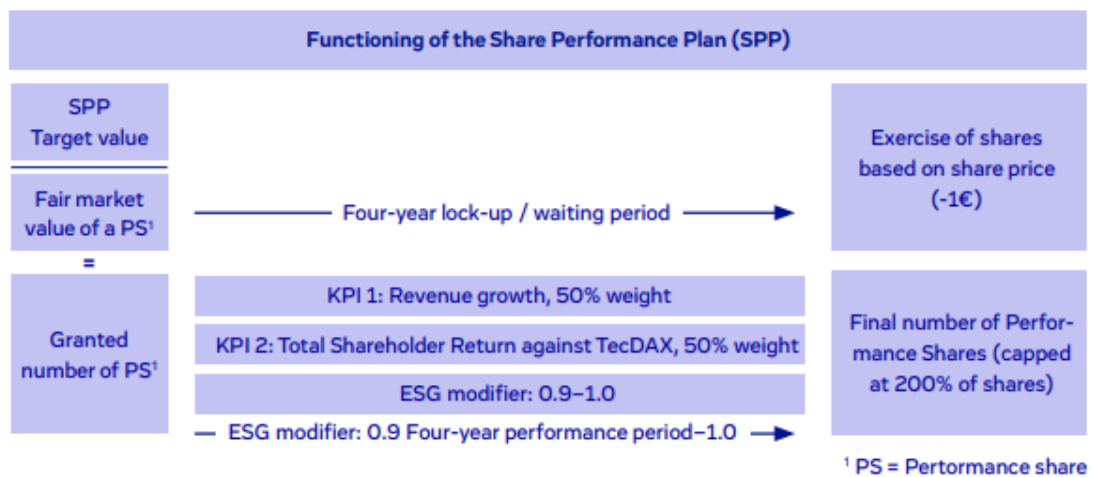
The ESG modifier is a figure for measuring long-term research spending on socially relevant illnesses (e.g., infectious diseases or women's health). The ESG modifier distinguishes between

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complete (modifier: 1.0) and incomplete target achievement (modifier: 0.9) and is multiplied by the sum of target achievement in the two performance indicators TSR and “Group revenue”. The Supervisory Board is authorized to determine the level of target achievement. The ESG target cannot be achieved by more than 100%.

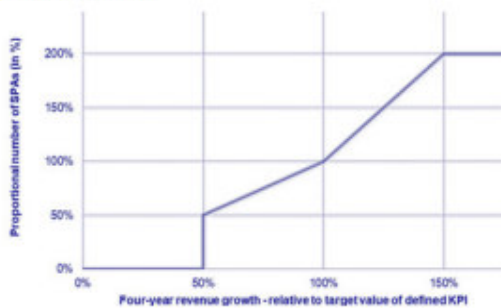
If the minimum target for any performance indicator is not achieved, the corresponding number of SPA expires. If the target is exactly achieved (100% target achievement) the corresponding number of SPA are converted into the same number of subscription rights to shares in Evotec SE at the end of the 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.

Until the performance targets were modified by resolution of the AGM 2025, the SPA 2022 worked as follows:

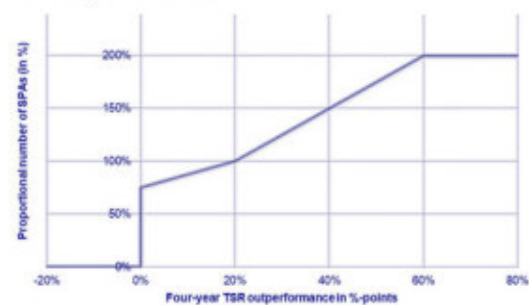


The payout curves of the performance indicators revenue growth and relative TSR out performance are shown below:

**Revenue growth**



**TSR outperformance**



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At the AGM 2025 the performance target “Revenue growth” was simply replaced by the performance target “Growth in adjusted Group EBITDA”. The payment curves and other aspects remain unchanged. The first grants with the new performance targets will be awarded in financial year 2026.



The right to exercise the subscription rights resulting from converting the SPA only vests at the end of the performance period. At the end of the four-year performance period for the SPA the target achievement is measured for the two performance indicators, the corresponding number of subscription rights is calculated and fixed. There is no dividend equivalent.

#### Share Performance Plan 2017

The Share Performance Plan 2017 is based on a forward-looking, multi-year measurement period. Each SPA allocation is subject to a period of four consecutive calendar years in which specific performance is measured (performance measurement period). The 2017 Annual General Meeting defined two equally weighted key performance indicators (KPIs) that are based on long-term value creation: the share price and the *relative total shareholder return*. The relative total shareholder return is a key figure for determining the performance of an investment in the company's shares compared to the TecDAX. The relative total shareholder returns measures the return on a share investment over time, including dividends and share price performance (positive and negative), adjusted for any share issues or share splits. The performance indicators are measured for each year of the performance measurement period. The performance achieved in one year is fixed for the remaining vesting period.

For each of the two performance indicators, there is a minimum target that must be achieved at the end of the vesting period for the Share Performance Awards to be (partially) exercised and a maximum target after which all Share Performance Awards for the relevant performance indicator (100%) can be exercised in full (one Share Performance Award entitles the owner to subscribe for a maximum of two whole shares in Evotec SE).

The target for the share price increase ("Target Share Price") is exactly achieved in a calendar year (100% target achievement) if the average price of the Evotec share in the closing auction of XETRA trading (or a corresponding successor system) on the last 30 trading days of the Frankfurt Stock Exchange in the relevant performance period, i.e. calendar year ("Closing Price"), exceeds the average price of the Evotec share in the closing auction of XETRA trading (or a corresponding

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successor system) on the last 30 trading days prior to the beginning of the calendar year. i.e. calendar year ("closing price"), exceeds the average price of the Evotec share in the closing auction of XETRA trading (or an equivalent successor system) on the last 30 trading days prior to the beginning of the relevant performance period ("opening price") by 8%. The minimum target is reached when the closing price equals the opening price (0% target achievement). The maximum target in a calendar year is reached if the closing price is 16% or more above the opening price (target achievement 200%).

The performance indicator "Relative Total Shareholder Return" is a measure of the development of the value of an equity investment over a period of time and takes into account both the dividends accrued and price increases or losses (adjusted for all capital measures and share splits). The target for total shareholder return is exactly achieved in a calendar year (100% target achievement) if the return on Evotec shares corresponds to the average return of the TecDAX-listed companies in the same period. The return on Evotec shares is calculated as the sum of the closing price and the dividend paid per share in that year (adjusted for all capital measures and share splits) in relation to the opening price.

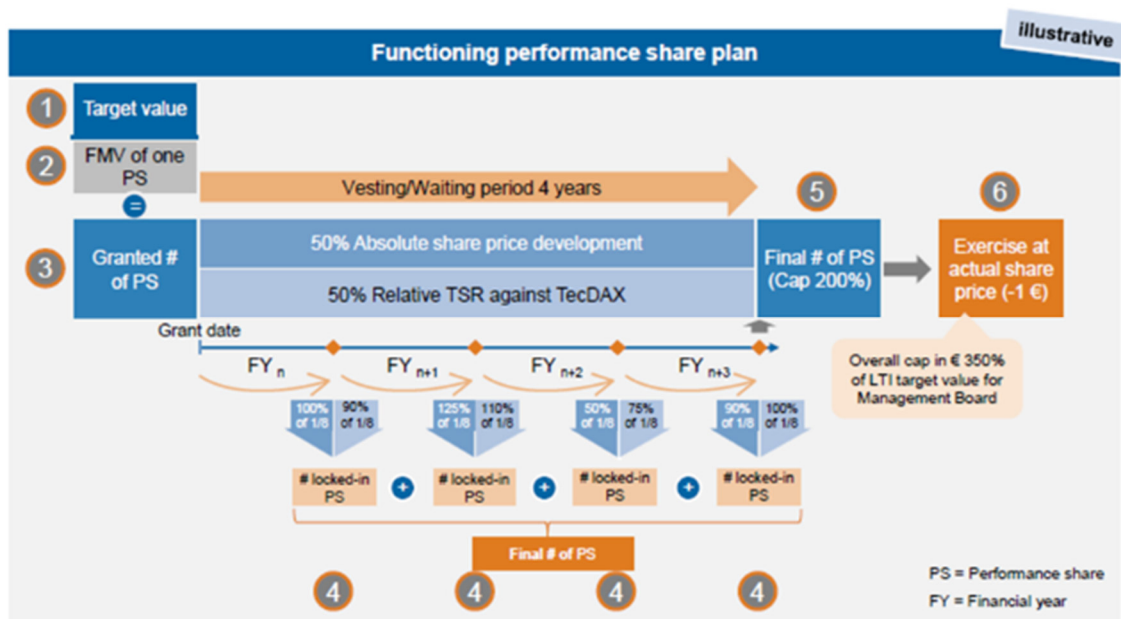
The relevant values for the average relative total shareholder return of the companies listed in the TecDAX are determined on the basis of the average TecDAX index (total return index) of the last thirty (30) trading days (Frankfurt am Main) prior to the relevant date. Accordingly, the return is calculated from the ratio of the average TecDAX value in the closing auction of XETRA trading (or a corresponding successor system) on the last 30 trading days in the relevant performance period, i.e. calendar year ("final value") to the average TecDAX value in the closing auction of XETRA trading (or a corresponding successor system) on the last 30 trading days before the start of the relevant performance period ("initial value").

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

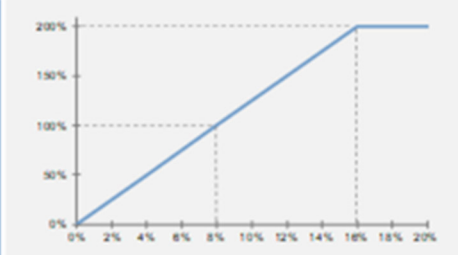
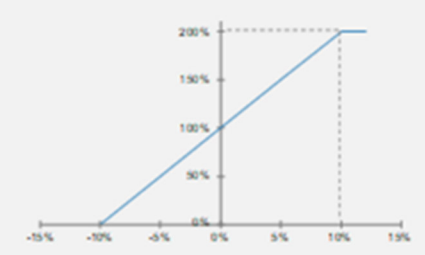
If the minimum target for a performance indicator is not achieved in a calendar year, the pro rata number of SPAs (12.5% of the total number of SPAs granted at the beginning of the performance period) is forfeited. If the target is achieved exactly (100% target achievement), the pro rata number of SPA's will be converted into the same number of subscription rights to Evotec SE shares after the end of the performance period. If the maximum target is reached (200% target achievement), the pro rata number of SPA's is converted into twice the number of subscription rights to shares of Evotec SE after the end of the performance period. Linear interpolation is applied between the values.

The Share Performance Plan 2017 works as follows:

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

	Absolute share price development	Relative TSR
Weighting	<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>
Measurement	<ul style="list-style-type: none"> <li>After each year</li> </ul>	<ul style="list-style-type: none"> <li>After each year</li> </ul>
Comparison	<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>
Calibration	 <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 SPA only vests at the end of the performance period. At the end of each of the four performance periods (i.e. each calendar year) for the SPAs 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. There is no dividend equivalent.

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SPAs from the 2021 grant became exercisable in 2025. The following table shows the target achievement for the individual performance criteria per year and in aggregate:

	Target achievement 2021 (in %)	Target achievement 2022 (in %)	Target achievement 2023 (in %)	Target achievement 2024 (in %)	Total target achievement (in %)	Total target achievement (in %)
Relative share price performance	200%	0%	200%	0%	100%	100%
Relative TSR	200%	0%	200%	0%	100%	100%

The target achievement reached in 2025 relevant for the 2022 grant exercisable in 2026 was 0% for both performance indicators. In accordance with the relevant Share Performance Plan 2017, both KPIs, the absolute share price performance and the relative TSR compared to the TecDAX, are based on publicly available information. For the sake of simplicity, the actual target achievement as well as the absolute targets and the target achievement per KPI are shown below:

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2021:		2022:	
KPI "Share Price"		KPI "Share Price"	
Average last 30 trading days 2020	26,713	Average last 30 trading days 2021	41,558
Average last 30 trading days 2021	41,558	Average last 30 trading days 2022	16,125
Increase	55,57%	Increase	-61,20%
KPI "Share Price" achievement	200,0%	KPI "Share Price" achievement	0,0%
KPI "TSR"		KPI "TSR"	
Evotec TSR 2021 vs. 2020	55,57%	Evotec TSR 2022 vs. 2021	-61,20%
TecDAX TSR 2021 vs. 2020	23,74%	TecDAX TSR 2022 vs. 2021	-21,54%
Relative TSR Evotec vs. TecDAX	31,84%	Relative TSR Evotec vs. TecDAX	-39,66%
KPI "TSR" achievement	200,0%	KPI "TSR" achievement	0,0%
<b>Overall Performance Achievement</b>	<b>200,0%</b>	<b>Overall Performance Achievement</b>	<b>0,0%</b>
2023:		2024:	
KPI "Share Price"		KPI "Share Price"	
Average last 30 trading days 2022	16,125	Average last 30 trading days 2023	19,382
Average last 30 trading days 2023	19,382	Average last 30 trading days 2024	8,942
Increase	20,20%	Increase	-53,87%
KPI "Share Price" achievement	200,0%	KPI "Share Price" achievement	0,0%
KPI "TSR"		KPI "TSR"	
Evotec TSR 2023 vs. 2022	20,20%	Evotec TSR 2024 vs. 2023	-53,87%
TecDAX TSR 2023 vs. 2022	6,82%	TecDAX TSR 2024 vs. 2023	6,54%
Relative TSR Evotec vs. TecDAX	13,38%	Relative TSR Evotec vs. TecDAX	-60,41%
KPI "TSR" achievement	200,0%	KPI "TSR" achievement	0,0%
<b>Overall Performance Achievement</b>	<b>200,0%</b>	<b>Overall Performance Achievement</b>	<b>0,0%</b>
2025:			
KPI "Share Price"			
Average last 30 trading days 2024	8,942		
Average last 30 trading days 2025	5,359		
Increase	-40,07%		
KPI "Share Price" achievement	0,0%		
KPI "TSR"			
Evotec TSR 2025 vs. 2024	-40,07%		
TecDAX TSR 2025 vs. 2024	2,79%		
Relative TSR Evotec vs. TecDAX	-42,86%		
KPI "TSR" achievement	0,0%		
<b>Overall Performance Achievement</b>	<b>0,0%</b>		

The final number of SPAs from the 2021 grant exercisable in 2025 is shown in the following table for each Executive Board member:

Executive Board member	Function	Number of SPA awarded from 2021 tranche	Target achievement rel. share price performance (in %)	Target achievement Relative TSR (in %)	Number of SPA in 2021 tranche based on target achievement	Number of SPA from 2021 tranche actually exercised (subject to remuneration cap)
Dr. Cord Dohrmann	CSO	11.105	100%	100%	11.104	11.104
Craig Johnstone 1	COO	9.439	100%	100%	9.438	9.438
Enno Spillner 1	CFO	8.884	100%	100%	5.554	5.554

<sup>1</sup> Craig Johnstone left in 2024 and Enno Spillner in 2023

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One SPA corresponds to one Evotec share, which at the time of exercise in January 2025 was trading at about € 6.50/share.

#### 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 AGM 2022. No Restricted Share Awards were made as a result in 2025.

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

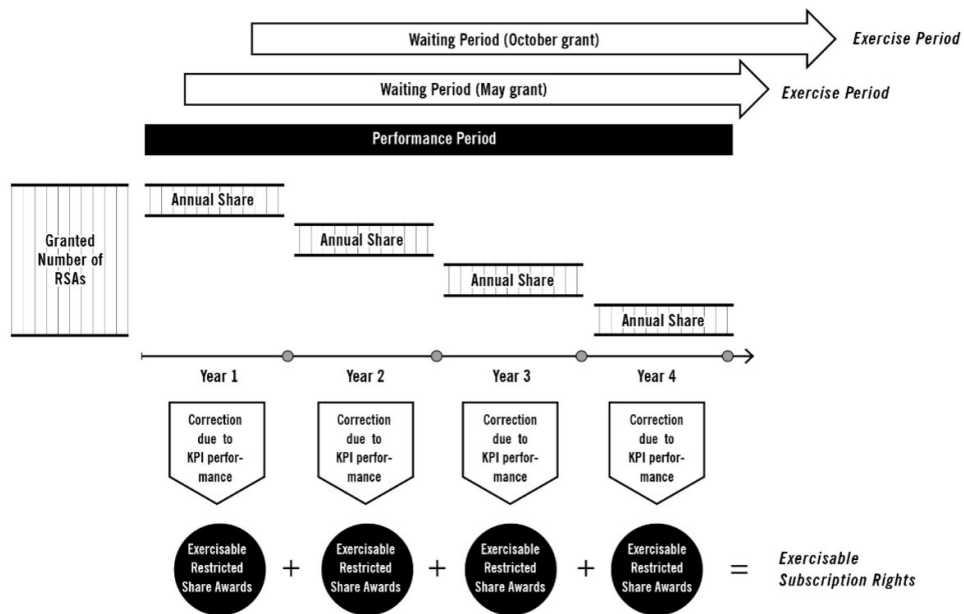
If the minimum target is not achieved in a financial year, 25% of the Restricted Share Awards are forfeit. If the target is achieved in a financial year, 25% of the Restricted Share Awards are converted into subscription rights, each for one share in Evotec SE. If the minimum target is achieved exactly 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. There is no dividend equivalent.

For the Management Board members who were granted Restricted Share Awards for the last time 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

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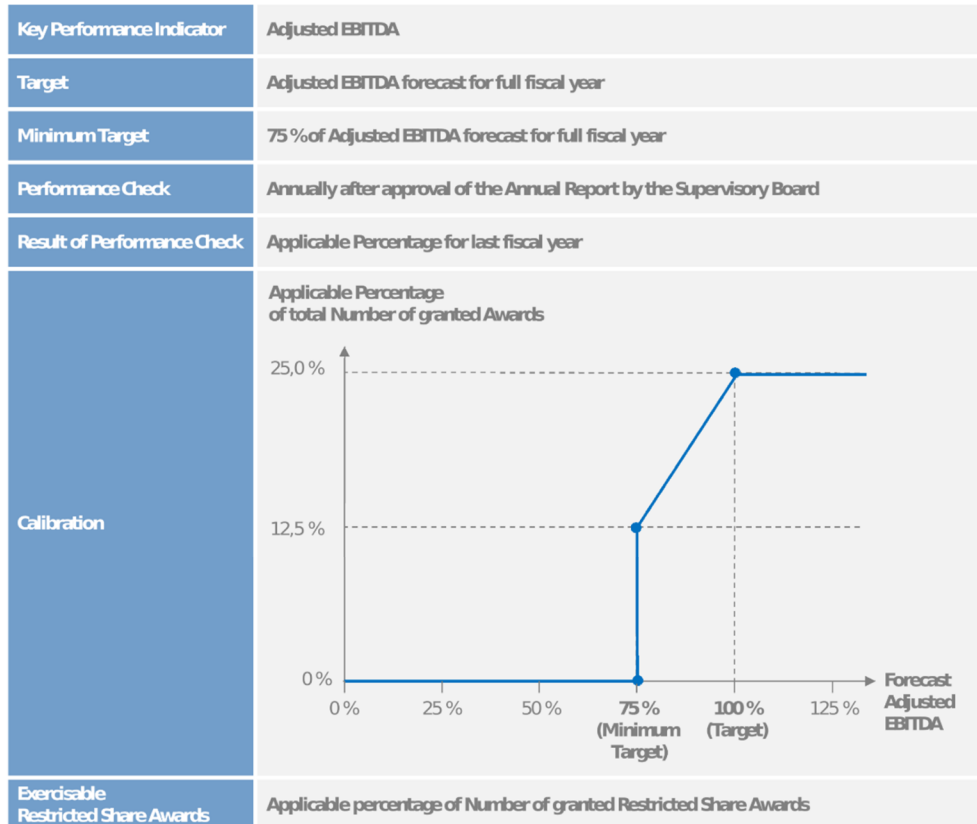
and long-term organizational development. For competition reasons these are only published retrospectively after the performance period has come to an end.

The Restricted Share Plan 2020 works as follows:



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The payout curve for the KPI Adjusted EBITDA is as follows:



No Restricted Share Awards were granted to Management Board members in 2025. However, there are still Restricted Share Awards granted in the past, before the remuneration system 2022 took effect, which were exercisable in 2025 and will be exercisable in 2026.

Executive Board member	Function	Number of RSP awarded from 05-2021 tranche	Target achievement adj. EBITDA (in %)	Number of SPA in 2021 tranche based on target achievement	Number of SPA from 2020 tranche actually exercised (subject to remuneration cap)		
Dr Cord Dohrmann	CSO	29.851	41,8%	12.462	12.462		
		Target achievement 2021 (in %)	Target achievement 2022 (in %)	Target achievement 2023 (in %)	Target achievement 2024 (in %)	Total target achievement (in %)	
		Adjusted EBITDA	87%	80%	0%	0%	41,8%

\*Not yet exercised due to one year exercising period Automatic exercise 05-2026.

### Outlook for variable remuneration

One intention of the remuneration system to be presented to the AGM in 2026 is to reduce the target amount for short-term and long-term variable remuneration for all Management Board members when they sign new contracts after the remuneration system 2026 takes effect. At the same time the intention is to weigh the financial targets higher, with a total of 80%, and the strategic targets with 20%. A modifier of 0.8 to 1.2 will also be introduced, which the Supervisory

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Board will define annually as another individual or collective target for the Management Board members. The obligation to invest 60% of the short-term remuneration in Company shares over the long term and hold them for three years is to be abolished. However, the obligation to hold shares in Evotec SE while they are Management Board members will remain, in order to align the interests of the Management Board members with those of shareholders. The CEO will undertake to invest 200% of gross basic salary in Evotec shares and the other Management Board members to invest 100% of their respective gross basic salary. The performance targets for the long-term variable remuneration in the form of the Share Performance Plan remain Growth in Group EBITDA and Total shareholder return, whereby Total shareholder return will not be measured in relation to the TecDAX, but to a suitably defined international peer group. The ESG modifier in the Share Performance Plan with a range of 0.8 to 1.2 will also be given greater weighting. The performance period is to be changed from four years to three years with an extra year waiting period. The reason for the changes is to align the remuneration system with international market standards, to ensure that Evotec is not at a competitive disadvantage in the search for international top talents.

#### **IV. Other remuneration regulations**

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 claw back rules

If necessary, the Supervisory Board may withhold (penalty clause) or retract (claw back) 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 claw back provisions.

The Company did not make use of its right to withhold or retract variable remuneration in financial year 2025.

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

The Company made use of this right in 2025 and when it terminated the contract with Management Board member Laetitia Rouxel ahead of schedule, provided her a severance

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payment of around €1,506,000 in total to settle her annual remuneration for the remainder of the contract term, outstanding bonus payments for the financial year 2025, existing claims under the Share Performance Awards and contractually agreed employer contributions to the Swiss social security system.

#### Change of control

To the extent that their tasks and responsibilities change as a result 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, with the exception of 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 SPA, 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 threshold for a change of control that triggers the irrevocable transfer and payment of the SPA 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 as a result of the change of control.

If a change of control takes place during the vesting period for the RSA, 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. In return, Evotec SE will make compensation payments for a period of twelve months after the end of the employment contract, unless the company waives the non-competition clause by resolution of the Supervisory Board. 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 installments. However, any severance payments will be fully offset.

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#### Maximum remuneration

The maximum remuneration defined in the remuneration system 2022 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 AGM 2022. The annual maximum remuneration within the meaning of Section 87a para. 1 sentence 2 no 1 AktG for contracts signed after the effective date of the remuneration system 2022 is:

<u>Function</u>	<u>Maximum remuneration for years without granting restricted share awards (in € thousand)</u>
Chief Executive Officer (CEO)	<b>7.050</b>
Member of the Management 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.

The Management Board members reported the following shareholdings as of December 31, 2025.

	Shares	(thereof, restricted Shares from STI Payout)	Outstanding Shares from vested SPA's	Granted unvested SPA's (total)	Outstanding Shares from vested RSA's	Granted unvested RSA's (total)
<b>Management Board</b>						
Dr Christian Wojczewski	100.000	0	0	206.002	0	0
Dr Cord Dohrmann	141.084	10.679	0	166.202	0	29.851
Aurélie Dalbiez	9.500	0	0	74.390	0	0
Paul Hitchin	12.500	0	0	90.921	0	0

Dr. Christian Wojczewski, Paul Hitchin and Aurélie Dalbiez are still in the so-called build up phase.

#### **D. Target remuneration of the current members of the Executive Board for the financial year 2024**

The following table shows the target remuneration of Management Board members for financial year 2025, and on a voluntary basis for financial year 2024. This comprises the agreed target remuneration for the respective financial year, of which 100% is paid if the targets are achieved.

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If the appointment as a member of the Management Board begins or ends during a financial year, the remuneration is stated pro rata temporis.

		Dr Christian Wojczewski CEO				Dr Cord Dohrmann CSO			
		2025 #		2024		2025 #		2024	
		in k €	in % Total	in k €	in % Total	in k €	in % Total	in k €	in % Total
<b>Non-performance-related remuneration</b>	Basic salary	900	17,2 %	450	-	450	26,3 %	450	26,2 %
	+ Ancillary benefits	240	4,6 %	120	-	50	2,9 %	50	2,9 %
	+ Equalisation payments	500	9,5 %	500	-	-	0	-	0,0 %
	= Total	1.640	31,3 %	1.070	-	500	29,2 %	500	29,2 %
<b>Performance-related Remuneration</b>	<b>Short-term, one-year remuneration (STI)</b>								
	Bonus	1.575	30,1 %	788	-	483	28,2 %	484	28,2 %
	<b>Long-term, multi-year remuneration (LTI)</b>								
	Restricted Share Plan 2020	-	0,0 %	-	-	-	0,0 %	-	0,0 %
	Share Performance Plan 2017/ 2022	2.025	38,6 %	-	-	731	42,7 %	731	42,6 %
= Total target remuneration	5.240	100,0 %	1.858	-	1.714	100,0 %	1.715	100,0 %	

		Laetitia Rouxel CFO (until 31/03/2025)				Paul Hitchin CFO (since 03/2025)			
		2025 #		2024		2025 #		2024	
		in k €	in % Total	in k €	in % Total	in k €	in % Total	in k €	in % Total
<b>Non-performance-related remuneration</b>	Basic salary	113	6,8 %	450	19,9 %	458	20,2 %	-	0,0 %
	+ Ancillary benefits	25	1,5 %	297	13,1 %	120	5,3 %	-	0,0 %
	+ Equalisation payments	1.506	91,6 %	300	13,3 %	300	13,3 %	-	0,0 %
	= Total	1.644	100,0 %	1.047	46,3 %	878	38,8 %	-	0,0 %
<b>Performance-related Remuneration</b>	<b>Short-term, one-year remuneration (STI)</b>								
	Bonus	-	0,0 %	484	21,4 %	492	21,7 %	-	0,0 %
	<b>Long-term, multi-year remuneration (LTI)</b>								
	Restricted Share Plan 2020	-	0,0 %	-	0,0 %	-	0,0 %	-	0,0 %
	Share Performance Plan 2017/ 2022	-	0,0 %	731	32,3 %	894	39,5 %	-	0,0 %
= Total target remuneration	1.644	100,0 %	2.262	100,0 %	2.264	100,0 %	-	0,0 %	

		Aurélie Dalbiez CPO			
		2025 #		2024	
		in k €	Total	in k €	Total
<b>Non-performance-related remuneration</b>	Basic salary	450	23,6 %	244	33,3 %
	+ Ancillary benefits	95	5,0 %	75	10,2 %
	+ Equalisation payments	150	7,9 %	150	20,5 %
	= Total	695	36,4 %	469	64,0 %
<b>Performance-related Remuneration</b>	<b>Short-term, one-year remuneration (STI)</b>				
	Bonus	483	25,3 %	263	36,0 %
	<b>Long-term, multi-year remuneration (LTI)</b>				
	Restricted Share Plan 2020	-	0,0 %	-	0,0 %
	Share Performance Plan 2017/ 2022	731	38,3 %	-	0,0 %
= Total target remuneration	1.909	100,0 %	732	100,0 %	

**E. Remuneration granted and owed to current members of the Management Board in the financial year in accordance with Section 162 AktG**

The following tables show the fixed and variable remuneration components awarded and owed to the Management Board members in 2024 and 2025 in accordance with Section 162 (1) sentence 2 no. 1 AktG. Since the work for the annual bonus 2025 was completed in full in financial year 2025, it is attributed to the remuneration awarded and owed in 2025 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 Christian Wojczewski CEO				Dr Cord Dohrmann CSO			
		2025 #		2024		2025 #		2024	
		in k €	in % Total	in k €	in % Total	in k €	in % Total	in k €	in % Total
<b>Non-performance-related remuneration</b>	Basic remuneration for the FY	900	19,9 %	450	42,1 %	450	30,1 %	450	36,6 %
	+ Ancillary benefits for the FY	240	5,3 %	120	11,2 %	50	3,3 %	50	4,1 %
	+ Equalisation payments	500	11,1 %	500	46,7 %	-	0,0 %	-	0,0 %
	= <b>Total</b>	<b>1.640</b>	<b>36,3 %</b>	<b>1.070</b>	<b>100,0 %</b>	<b>500</b>	<b>33,5 %</b>	<b>500</b>	<b>40,6 %</b>
<b>Performance-related remuneration</b>	Short-term, one-year remuneration (STI)								
	+ Bonus for the FY <sup>2</sup>	858	19,0 %	-	0,0 %	263	17,6 %	-	0,0 %
	Long-term, multi-year remuneration (LTI)								
	+ Restricted Share Plan 2020	-	0,0 %	-	0,0 %	-	0,0 %	-	0,0 %
	+ Share Performance Plan 2017/ 2022	2.025	44,8 %	-	0,0 %	731	48,9 %	731	59,4 %
	= <b>Total remuneration as defined in Sec. 162 AktG</b>	<b>4.523</b>	<b>100,0 %</b>	<b>1.070</b>	<b>100,0 %</b>	<b>1.494</b>	<b>100,0 %</b>	<b>1.231</b>	<b>100,0 %</b>
		Laetitia Rouxel CFO (until 02/2025)				Paul Hitchin CFO (since 03/2025)			
		2025 #		2024		2025 #		2024	
		in k €	in % Total	in k €	in % Total	in k €	in % Total	in k €	in % Total
<b>Non-performance-related remuneration</b>	Basic remuneration for the FY	113	6,8 %	450	25,3 %	458	22,5 %	-	0,0 %
	+ Ancillary benefits for the FY	25	1,5 %	297	16,7 %	120	5,9 %	-	0,0 %
	+ Equalisation payments	1.506	91,6 %	300	16,9 %	300	14,7 %	-	0,0 %
	= <b>Total</b>	<b>1.644</b>	<b>100,0 %</b>	<b>1.047</b>	<b>58,9 %</b>	<b>878</b>	<b>43,1 %</b>	<b>-</b>	<b>0,0 %</b>
<b>Performance-related remuneration</b>	Short-term, one-year remuneration (STI)								
	+ Bonus for the FY <sup>2</sup>	-	0,0 %	-	0,0 %	268	13,1 %	-	0,0 %
	Long-term, multi-year remuneration (LTI)								
	+ Restricted Share Plan 2020	-	0,0 %	-	0,0 %	-	0,0 %	-	0,0 %
	+ Share Performance Plan 2017/ 2022	-	0,0 %	731	41,1 %	894	43,8 %	-	0,0 %
	= <b>Total remuneration as defined in Sec. 162 AktG</b>	<b>1.644</b>	<b>100,0 %</b>	<b>1.778</b>	<b>100,0 %</b>	<b>2.040</b>	<b>100,0 %</b>	<b>-</b>	<b>0,0 %</b>
		Aurélie Dalbiez CPO							
		2025 #		2025					
		in k €	in % Total	in k €	in % Total				
<b>Non-performance-related remuneration</b>	Basic remuneration for the FY	450	26,6 %	244	52,0 %				
	+ Ancillary benefits for the FY	95	5,6 %	75	16,0 %				
	+ Equalisation payments	150	8,9 %	150	32,0 %				
	= <b>Total</b>	<b>695</b>	<b>41,1 %</b>	<b>469</b>	<b>100,0 %</b>				
<b>Performance-related remuneration</b>	Short-term, one-year remuneration (STI)								
	+ Bonus for the FY <sup>2</sup>	263	15,6 %	-	0,0 %				
	Long-term, multi-year remuneration (LTI)								
	+ Restricted Share Plan 2020	-	0,0 %	-	0,0 %				
	+ Share Performance Plan 2017/ 2022	731	43,3 %	-	0,0 %				
	= <b>Total remuneration as defined in Sec. 162 AktG</b>	<b>1.689</b>	<b>100,0 %</b>	<b>469</b>	<b>100,0 %</b>				

As a rule, the cost of the Management Board members' work is allocated appropriately to the Group companies.

In the financial year 2025, Laetitia Rouxel (CFO) received a severance payment of a total of around € 1,506,000.

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Dr. Christian Wojczewski received a sign-on bonus of €500,000 in financial year 2024, which was paid in July 2024, in compensation for lost earnings and commitments from his previous work. Another tranche of the same amount was paid in July 2025.

Aurélié Dalbiez already received a sign-on bonus of €150,000 in the financial year 2024, as compensation for lost earnings and promises made to her by her previous employer, which was paid out in July 2024. A further tranche of the same amount was paid out in July 2025.

Paul Hitchin received a sign-on bonus of €300,000 in financial year 2025, which was paid in March 2025, in compensation for lost earnings and commitments from his previous work. Another tranche of the same amount will be due for payment in March 2026.

#### **F. Remuneration granted and owed to former members of the Management Board in the 2025 financial year in accordance with Section 162 AktG**

In the financial year 2025, Laetitia Rouxel (CFO) left the Management Board. When the contract with Management Board member Laetitia Rouxel was terminated ahead of schedule the Company made her a severance payment of a total of around €1,506,000 in total to settle her annual remuneration for the remainder of the contract term, outstanding bonus payments for the financial year 2025, existing claims under the Share Performance Awards and contractually agreed payments to the Swiss social security system.

#### **G. Remuneration granted and owed to current Supervisory Board members in the 2025 financial year in accordance with Section 162 AktG**

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 GCGC, the positions of Chair and Vice-Chair of the Supervisory Board and the positions of Chair or member of a committee are taken into account when setting the remuneration of the individual members. For example, following the approval of the adjusted remuneration system for the Supervisory Board by the AGM in 2022, each member of the Supervisory Board will receive fixed remuneration in the amount of €65,000. The Chair receives € 125,000 and the Vice-Chair €105,000. Members of Supervisory Board committees receive €15,000 per committee, and the committee Chair receives €30,000.

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		Basic salary		Committee salary		Total remuneration
		in €	in %	in €	in %	in €
			Total		Total	
Prof. Dr Iris Löw-Friedrich	2025	125.000	80,6%	30.000	19,4%	155.000
(since 06/2014)	2024	125.000	80,6%	30.000	19,4%	155.000
Roland Sackers	2025	105.000	70,0%	45.000	30,0%	150.000
(since 06/2019)	2024	105.000	70,0%	45.000	30,0%	150.000
Dr Constanze Ulmer-Eilfort	2025	65.000	59,1%	45.000	40,9%	110.000
(since 06/2021)	2024	65.000	59,1%	45.000	40,9%	110.000
Camilla Macapili Languille	2025	65.000	68,4%	30.000	31,6%	95.000
(since 06/2022)	2024	65.000	70,6%	27.123	29,4%	92.123
Wesley Wheeler	2025	65.000	81,3%	15.000	18,8%	80.000
(since 06/2024)	2024	36.329	81,2%	8.384	18,8%	44.713
Dr Duncan McHale	2025	65.000	81,3%	15.000	18,8%	80.000
(since 06/2024)	2024	36.329	81,2%	8.384	18,8%	44.713
Dr Mario Polywka	2025	-	-	-	-	-
(until 06/2024)	2024	2.315	86,7%	356	13,3%	2.671
Dr Elaine Sullivan	2025	-	-	-	-	-
(until 06/2024)	2024	28.671	68,4%	13.232	31,6%	41.903

## H. 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 FTE-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 as of December 31 in each case and the relative 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 FTE- basis. This relates to the workforce of Evotec SE in Germany.

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Financial year	2025	Change in %	2024	Change in %	2023	Change in %	2022	Change in %	2021	Change in %
<b>Earnings performance</b>										
Net income/loss for Evotec SE (HGB) in €m	(32.6)	3063.6 %	1.1	101.1 %	(97.9)	-475.9 %	(17.0)*	38.8 %	(27.8)	-14.9 %
Adjusted EBITDA Evotec Group in €m	41.1	81.9 %	22.6	-66.0 %	66.4	-34.7 %	101.7	-5.2 %	107.3	0.6 %
Revenue Evotec Group in €m	788.4	-1.1 %	797.0	2.0 %	781.4	4.0 %	751.4	21.6 %	618.0	23.4 %
Share price Evotec SE in €	5.3	-35.3 %	8.2	-57.7 %	19.4	20.2 %	16.1	-61.2 %	41.6	55.6 %
Relative TSR of Evotec SE vs. TecDAX in % points	(42.9)	-	(65.9)	-	13.4	-	(39.7)	-	31.8	-
<b>Average employee remuneration (in € k)</b>										
Average remuneration	80.0	17.8 %	67.9	-12.6 %	77.7	-0.6 %	78	5.0 %	75	5.2 %
<b>Management Board remuneration (in € k)</b>										
Christian Wojcizewski (since 07/2024)	4.523	322.7 %	1.070	-	-	-	-	-	-	-
Dr Cord Dohrmann (since 2010)	1.494	21.4 %	1.231	-16.8 %	1.479	-	1.404	-32.9 %	2.092	80.6 %
Paul Hitzhin (since 03/2025)	2.040	-	-	-	-	-	-	-	-	-
Aurèle Dabiez (since 06/2024)	1.689	260.4 %	469	-	-	-	-	-	-	-
<b>Former Management Board remuneration (in € k)</b>										
Dr Werner Lanthaler (until 01/2024)	-	-100.0 %	31	-98.4 %	1.941	-22.9 %	2.519	-46.0 %	4.661	130.6 %
Dr Matthias Evers (until 09/2024)	-	-100.0 %	995	-16.7 %	1.194	-13.7 %	1.384	-	-	-
Dr Craig Johnstone (until 12/2024)	-	-100.0 %	2.402	103.2 %	1.182	-44.0 %	2.112	127.9 %	927	-0.2 %
Laëtitia Rouxel (until 04/2025)	1.644	-7.6 %	1.778	99.9 %	890	-	-	-	-	-
Mario Polywka (01/ 2024-6/2024)	-	-100.0 %	425	-	-	-	-	-	-	-
Enno Spillner (until 03/2023)	-	-	-	-100.0 %	610	-43.7 %	1.083	20.7 %	897	-0.4 %
<b>Supervisory Board remuneration (in € k)</b>										
Prof. Iris Löw-Friedrich (since 06/2014)	155	0.0 %	155	3.3 %	150	0.0 %	150	31.6 %	114	62.9 %
Roland Sackers (since 06/2019)	150	0.0 %	150	57.9 %	95	-1.0 %	96	6.7 %	90	5.9 %
Dr Constanze Ulmer-Eilfort (since 06/2021)	110	0.0 %	110	29.4 %	85	16.4 %	73	121.2 %	33	-
Camilla Macapili Lanquille (since 06/2022)	95	3.3 %	92	53.3 %	60	87.5 %	32	-	-	-
Dr Duncan McHale (since 06/2024)	80	77.8 %	45	-	-	-	-	-	-	-
Wesley Wheeler (since 06/2024)	80	77.8 %	45	-	-	-	-	-	-	-
<b>Former Supervisory Board remuneration (in € k)</b>										
Prof. Wolfgang Plischke (until 06/2021)	-	-	-	-	-	-	-	-100.0 %	68	-54.7 %
Kasim Kutay (until 06/2022)	-	-	-	-	-	-	28	-53.3 %	60	81.8 %
Dr Mario Polywka (until 06/2024)	-	-100.0 %	3	-95.0 %	60	0.0 %	60	9.1 %	55	10.0 %
Dr Elaine Sullivan (until 06/2024)	-	-100.0 %	41	-41.4 %	70	7.7 %	65	8.3 %	60	0.0 %

\*Result 2022 corrected from €(8.3) million to €(17.0) million compared to 2022 report.

## I. Miscellaneous

Evotec maintains financial loss liability insurance for the members of the Executive Board, the members of the Supervisory Board, and designated officers (D&O insurance) and pays the premium for this insurance. 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.

## J. Supplementary notes

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