

# *Evotec*

## Corporate Governance Roadshow





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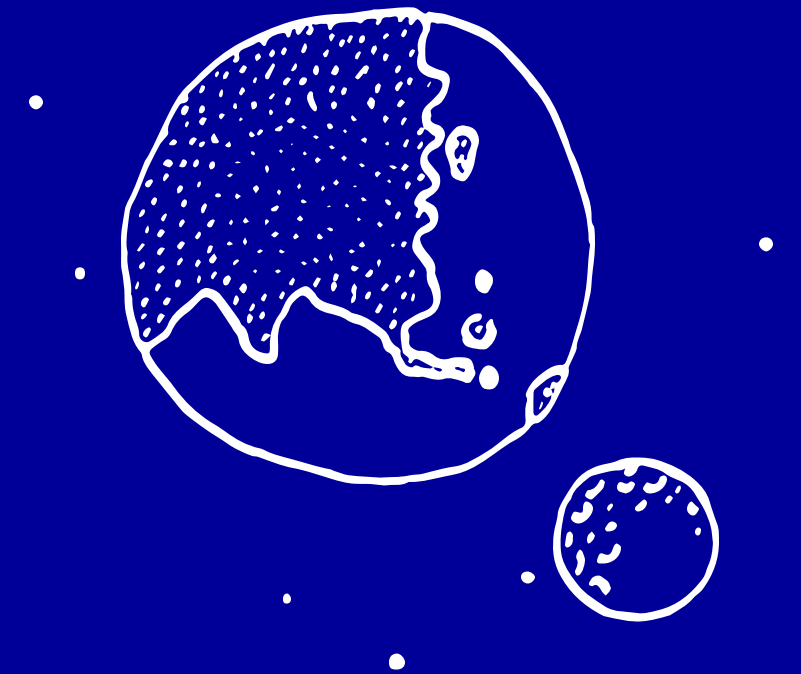
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# Agenda

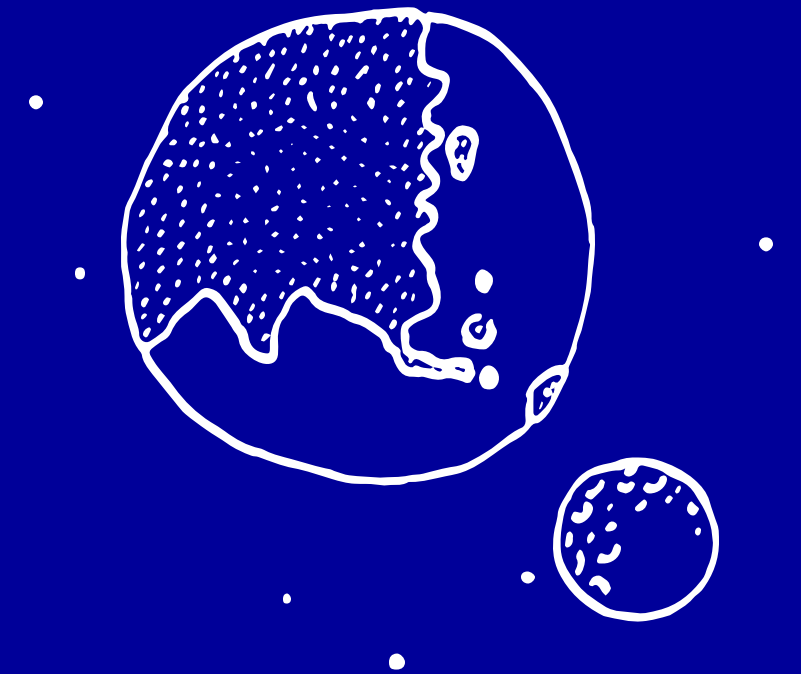
1. Strategic Outlook
2. Governance Structure & Board Activities
3. Annual General Meeting





# Agenda

1. Strategic Outlook
2. Governance Structure & Board Activities
3. Annual General Meeting





# Accelerating medicines that matter

About us

## **4,000++ scientists empowering Partners**

Across all disciplines and disease areas  
from target to commercial manufacturing

## **Co-creating pipelines**

Leveraging our assets, targets or proprietary platforms for licensing,  
co-development or potential NewCo creation, frequently combining  
with Partners' programs, and ideas

***R&D Biotech that offers accelerated, high-value  
pipeline-building, services and solutions***

## **Performance – “Beyond FTEs”**

Collaborating with “end in mind”,  
result-driven partnership models

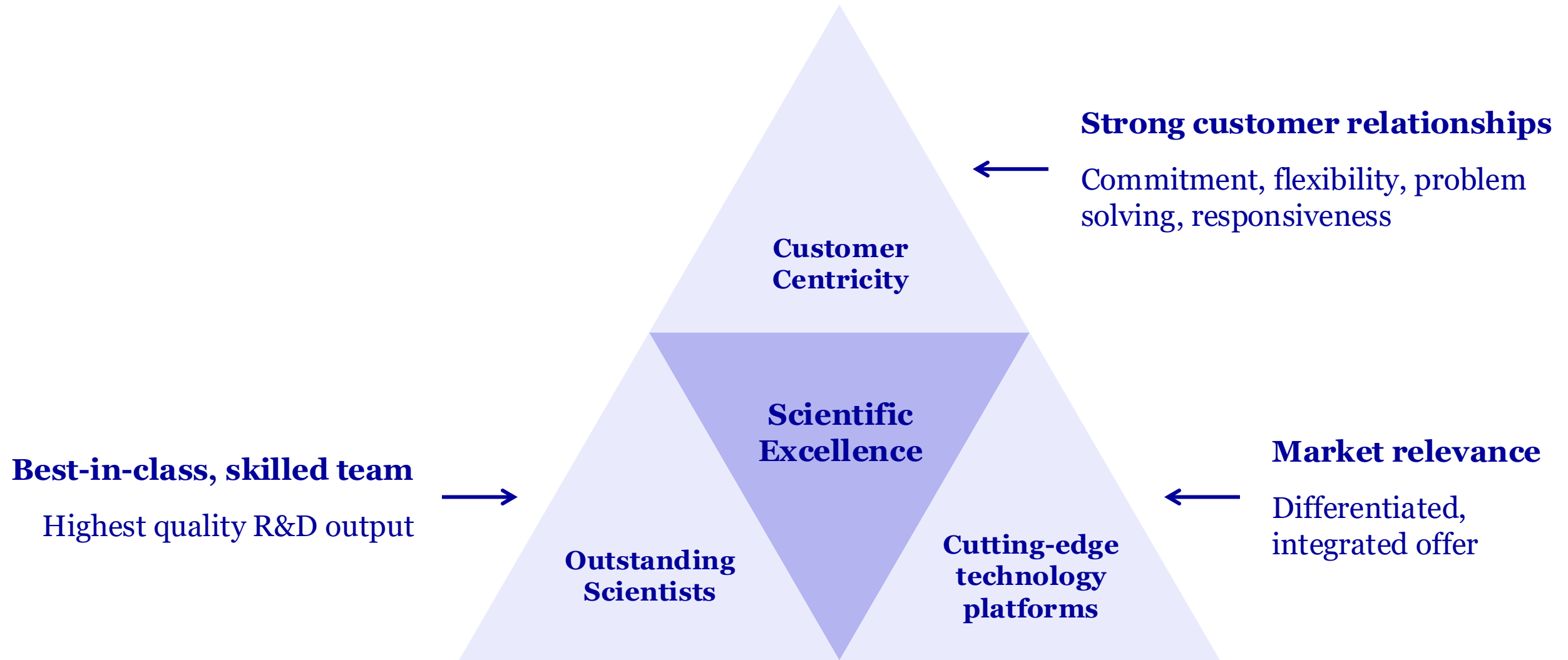
## **Together for Medicines that Matter**

Driving innovation together with partners to improve patients' outcomes and  
to contribute to a healthier, more equitable world



# Exceptional fundamentals in place ...

Core strengths are driving scientific excellence





## ... now pairing with operational excellence

Improvements to the way we work will elevate our performance

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→ *Delivering Growth & Performance*



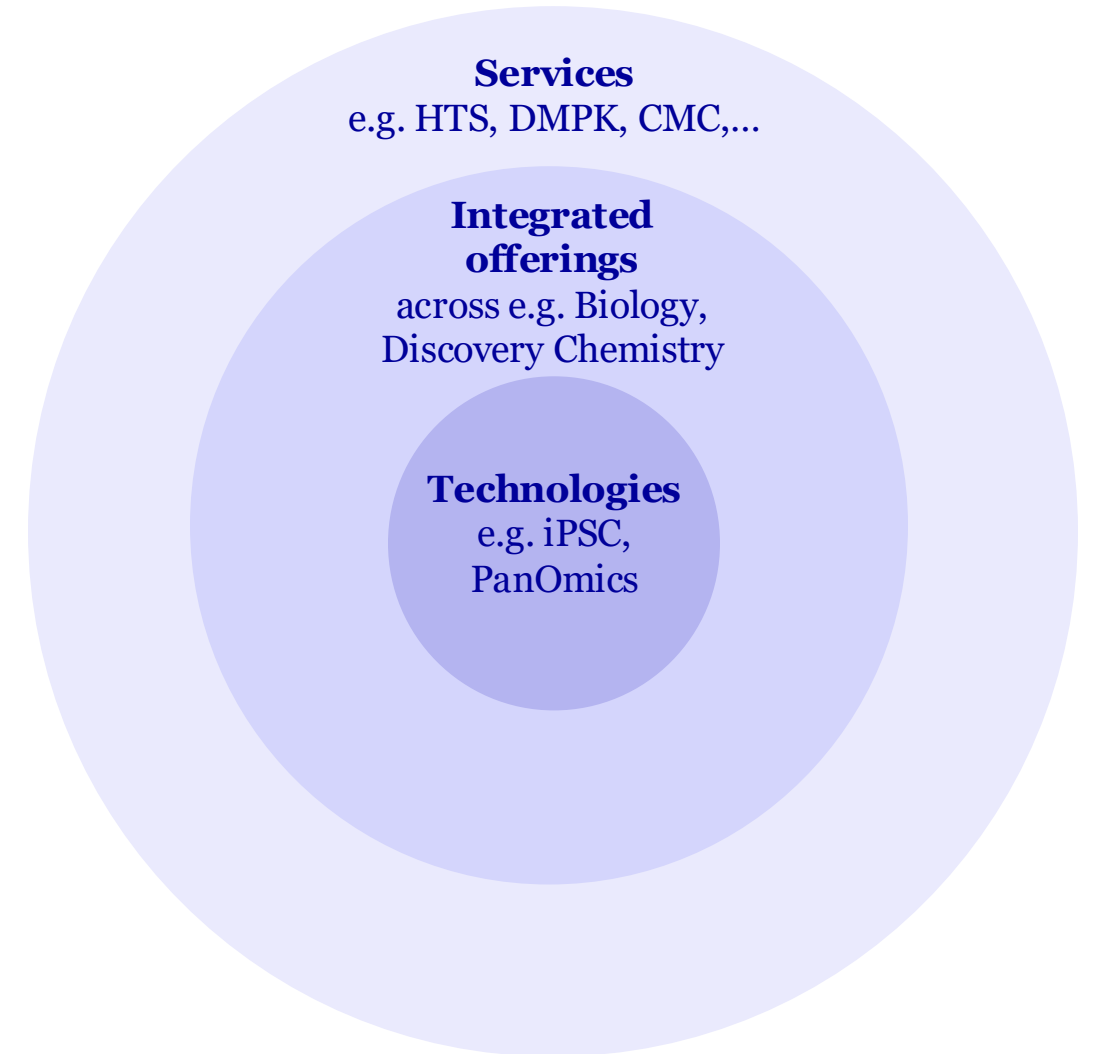
# A business model to generate profitable & sustainable growth

Offering & commercialization streams *today*

- Transactional services
- Distinct work packages
- Partner: Entire Pharma – Biotech spectrum / Academia
- Revenue model: FTE-based revenues (FTE)

- 
- Integrated partnerships
  - Multi-step research campaigns
  - Partner: Large Biotech / Pharma
  - Revenue model: FTE, Milestones (MS)

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- Basis of Strategic Alliances; Fully scalable
  - Co-ownership & pipeline building
  - Partner: Pharma
  - Revenue model: FTE, MS, Royalties



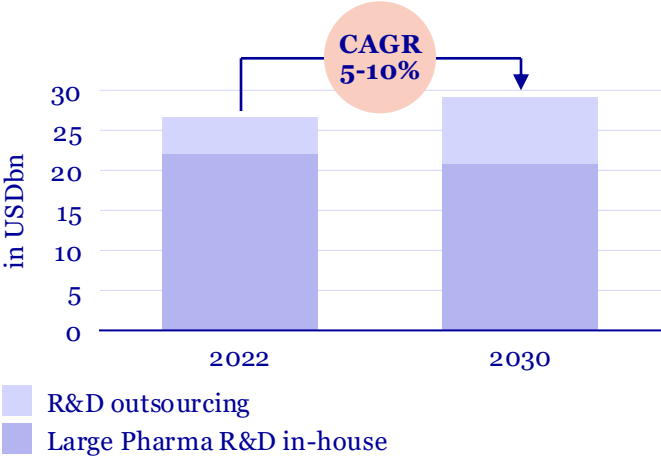




# Positioned in attractive markets – Technology as accelerator

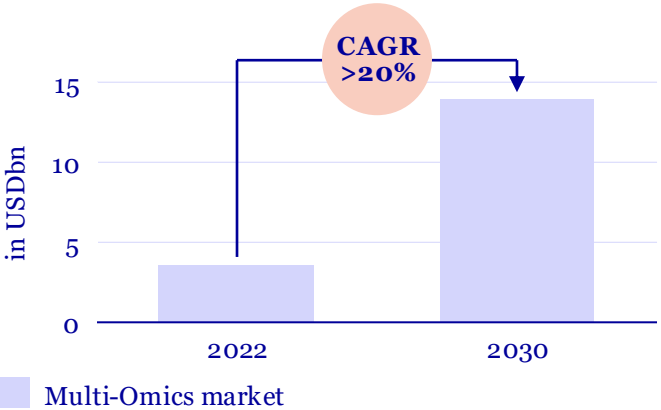
## Growth dynamics in our industry – Overview

### R&D Outsourcing

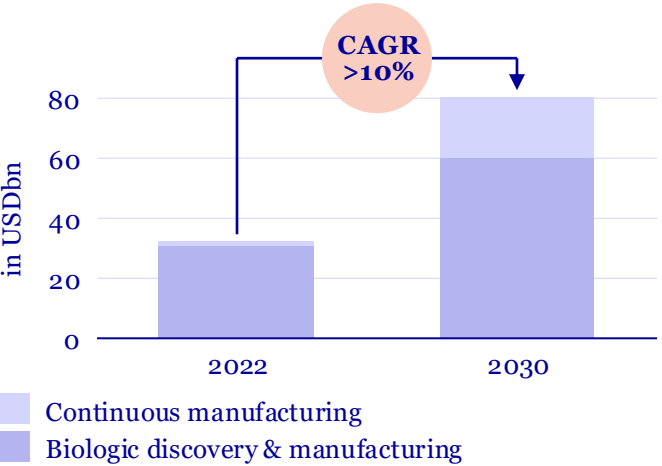


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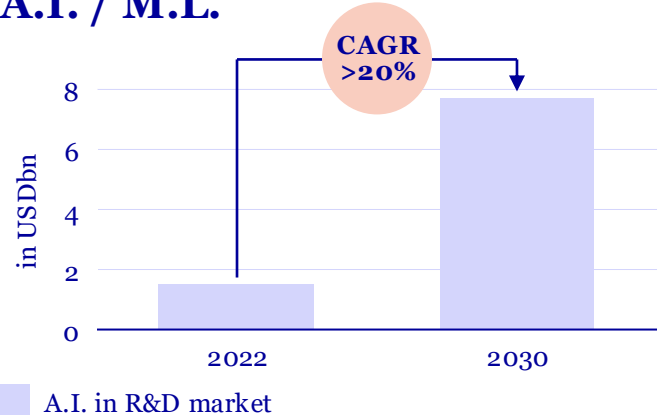
### PanOmics



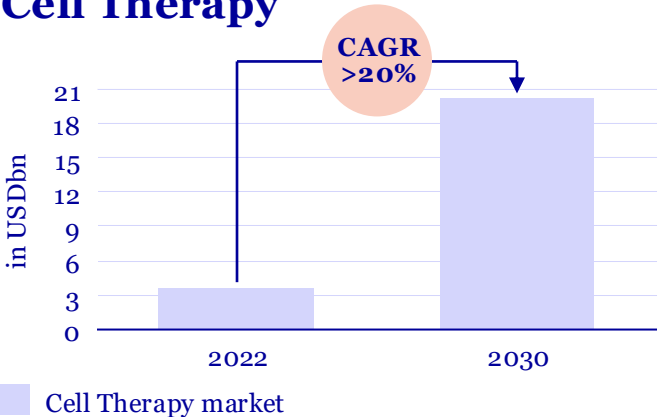
### Biologics manufacturing



### A.I. / M.L.



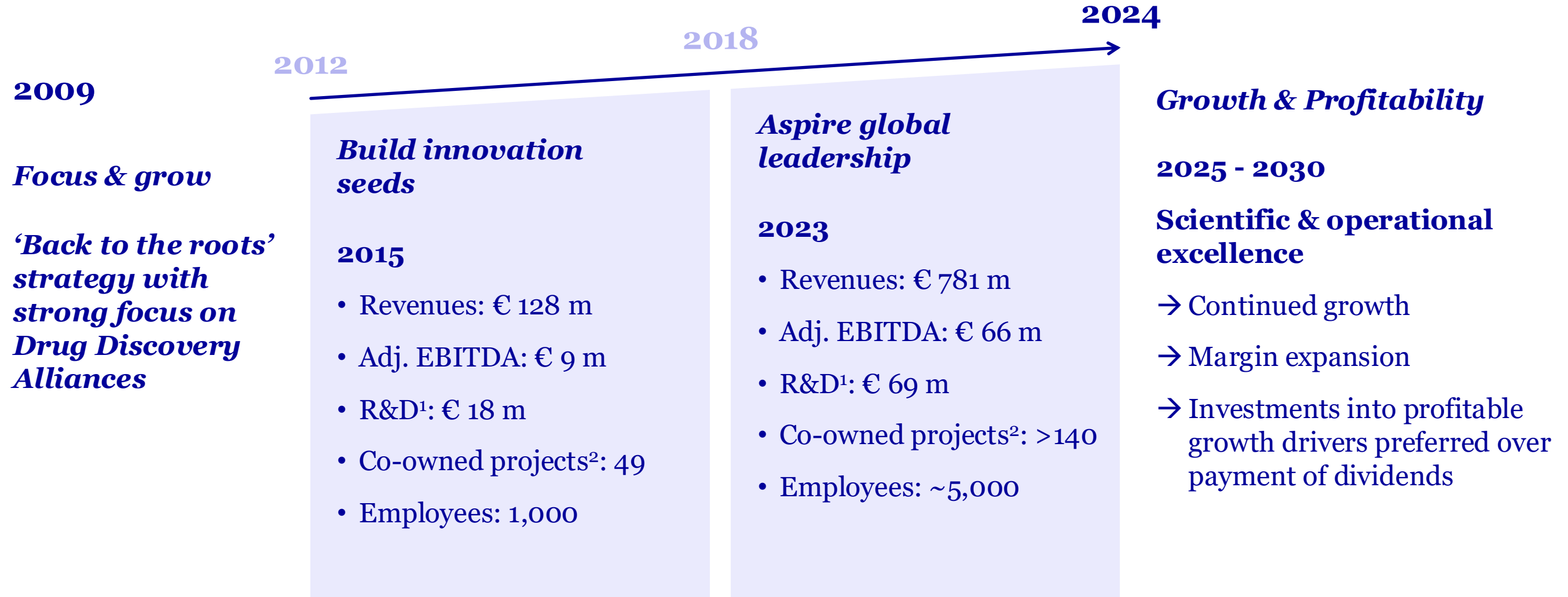
### Cell Therapy





# Opening a new chapter: Growth & Profitability

Strategic review to strengthen profitable growth

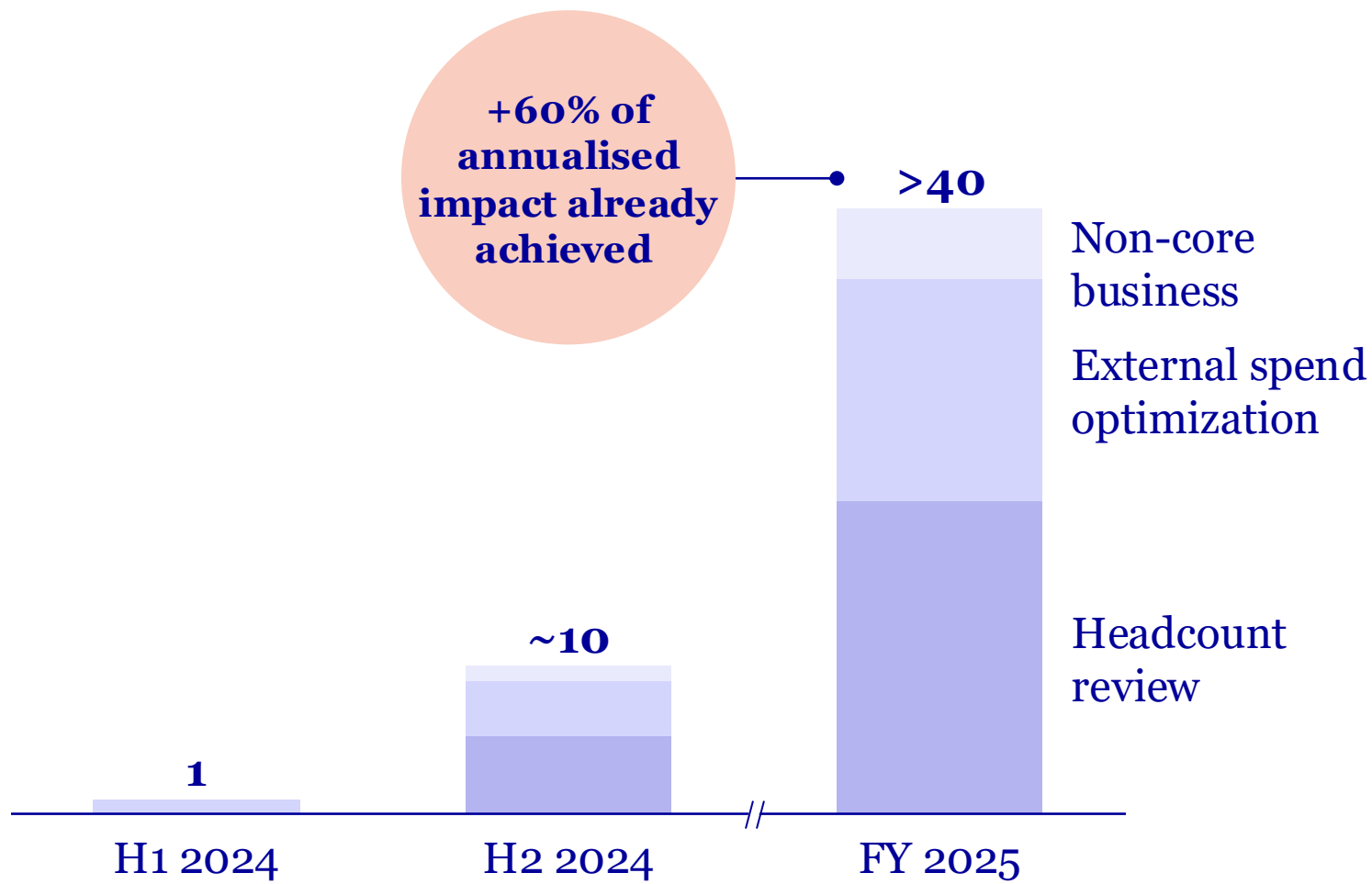




# On track delivering cost optimisation plan & improved one-off cost

EBITDA contribution of Reset measures

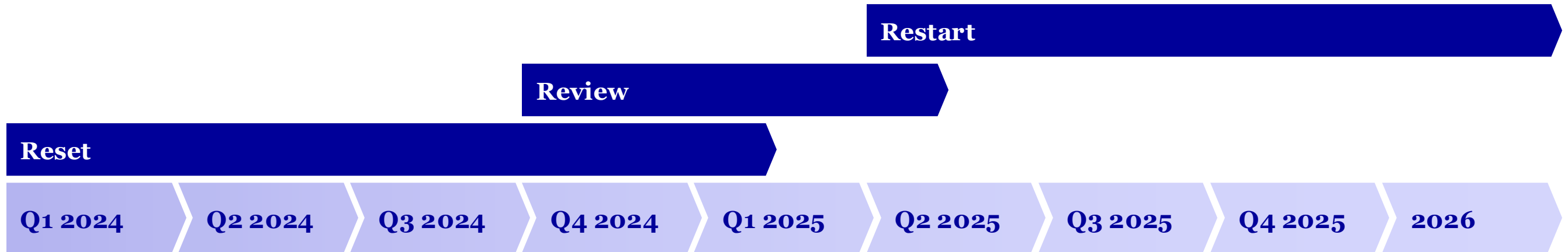
## Expected adj. EBITDA impact, in €m



- **De-prioritisation of non-core business**  
Exit of gene therapy and large-scale API manufacturing
- **External spend optimisation**  
Reduction of external workers, global purchasing optimisation programme and active demand management
- **Headcount review**  
Identified reduction potential of ~400 roles (8% of total headcount) across global footprint; first measures effective as of July 2024
- **Recurring annual saving exceeding € 40 m with one-off expenses of € 62 m**  
(€ 6 m improvement vs. H1)



# Change is in progress, with more to come



## *Reset:*

### **Strong performance so far**

- Visible savings as of Q3/24:  
Delivering € 40 m savings in short time
- Focused on capacity right sizing
- Footprint optimisation is advancing  
with 1/3 of the reduction completed<sup>1</sup>

## *Review:*

### **Broad spectrum program will cover**

- Strategy, Portfolio, Priorities
- Organisational model
- Strengthening Enabling Functions
- Processes, Systems
- Operations, Footprint

## *Restart:*

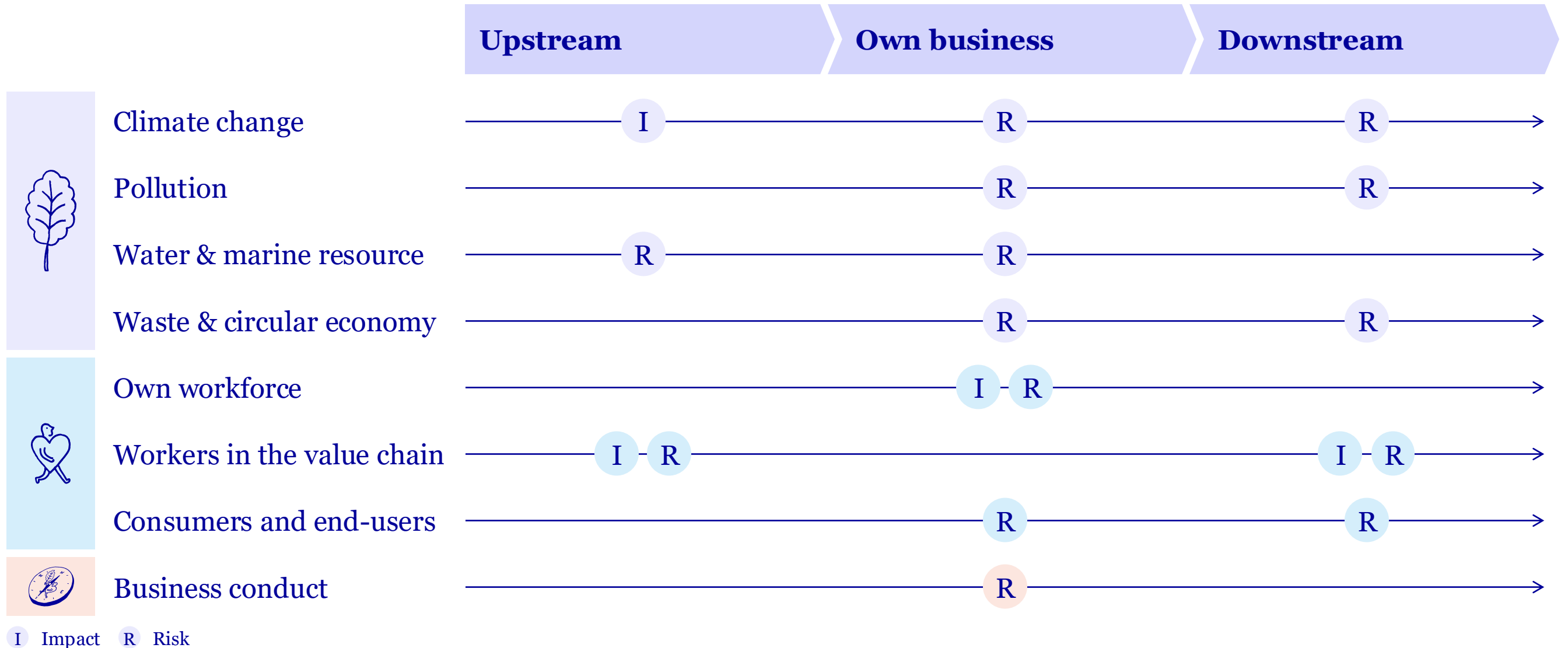
### **Activation of new strategy and accelerated transformation**

Further details in next Capital Market Briefing



# Strategic review also reflecting non-financial material topics<sup>1</sup>

List of material topics according to ESRS and the location of their IROs<sup>2</sup> in value chain





# Proactive risk management to anticipate future challenges

Constant monitoring & management of Global Developments and regulatory Obligations

The primary risks for Evotec stem from **Cyber & IT Security, Compliance Obligations**, and challenges related to retaining or hiring **Key Personnel**

Top risks of Evotec acc. to quarterly Risk Report

Unmet Customer IT Security Obligations	
Ransomware & Data Exfiltration	
System failures	
GxP Non-Compliance	
SOx Non-Compliance	
Antitrust	
Non-fulfillment of ESG standards	
Loss of key personnel	
Lagging technological innovation (AI)	

## Management Board’s Role in Risk Monitoring and Management

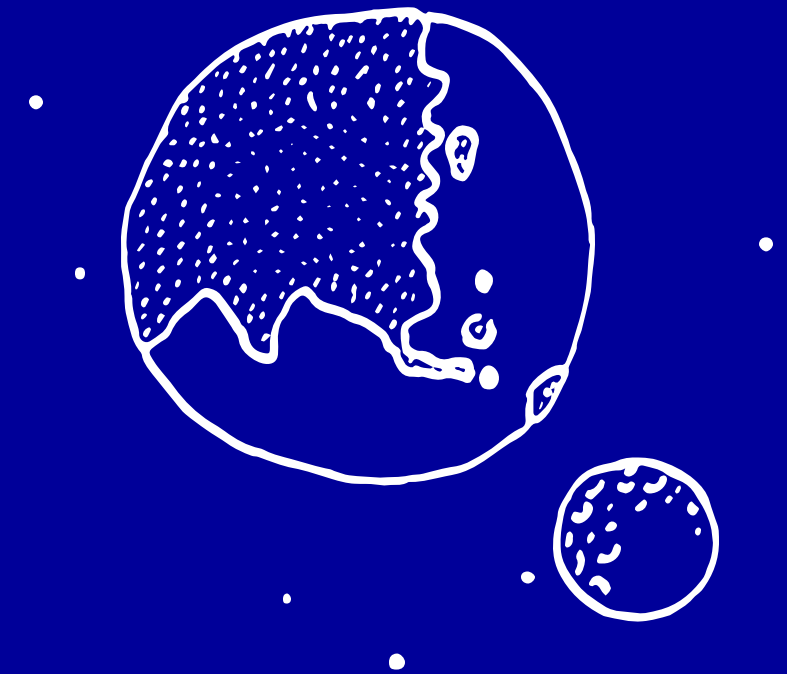
- **Regular Reviews:** Frequent assessments of evolving risks and effectiveness of mitigation strategies and treatments
- **Continuous Monitoring and Reporting:** Ensuring the establishment of monitoring mechanisms for existing risks and initial reporting on material changes
- **Collaboration:** Close engagement with internal and external stakeholders to ensure alignment and proactive risk management
- **Scenario Planning:** Conducting simulations and recovery plans to evaluate preparedness for extreme scenarios

*Proactive monitoring and management of (global) risk developments ensure organizational resilience and sustained growth*



# Agenda

1. Strategic Outlook
2. Governance Structure & Board Activities
3. Annual General Meeting





# Experienced team under new leadership and set-up for refined strategy

## The management team



**Christian Wojczewski**

*CEO (as of 1 July 2024)*

### Experience

- 2017 – 2022: CEO of MediQ
- 2005 – 2017: Various leadership positions at Linde Group, since 2007 member of the Group Executive Committee & Head of Global Business Unit Healthcare
- 2000 – 2005: McKinsey & Company

### Responsibilities

- Corp. Development & Strategy
- Biologics
- Global R&D and Manufacturing
- Quality Management
- Regulatory Affairs
- IR & ESG
- Legal & Compliance



**Laetitia Rouxel**

*CFO (since 2023)*

### Experience

- 2021 – 2023: Global CFO of Wavin
- 2018 – 2021: Divisional CFO, SVP M&A of Coty
- 1996 – 2018: Different finance functions & leadership roles at Pfizer, J&J and Danone

### Responsibilities

- Finance & Controlling
- Treasury
- Tax
- Risk & Insurances
- Internal Audit
- Procurement & Supply Chain
- Global Data & IT (incl. IT Security)



**Aurélie Dalbiez**

*CPO (as of 15 June 2024)*

### Experience

- 2021 – 2024: Chief Human Resources Officer at Corbion
- Prior to Corbion, various leadership positions at Lonza AG and Novartis AG
- More than 25 years of experience in international HR leadership

### Responsibilities

- Global HR
- Global EHS



**Cord Dohrmann**

*CSO (since 2010)*

### Experience

- 1999 – 2010: Leading DeveloGen from a start-up to an internationally recognised metabolic disease company
- 20 years in biomedical research at leading academic institutions and in the biotech industry

### Responsibilities

- Global R&D Portfolio
- Cell Therapy
- Evagnostics & Panhunter
- Global Bioinformatics
- Global Partnering / Business Development
- Strategic Marketing
- Academic collaborations and operational VC





# Global view and deep experience for best governance

## Independent, diverse and highly competent Supervisory Board



**Iris Löw-Friedrich**

*CEO (as of 1 July 2024)*

- Since 2014: Member of Evotec's Supervisory Board (2021 Chairperson)
- 2008 – 2024: CMO of UCB S.A., Brussels (Belgium)
- 2001-2007: Member of the Executive Board of Schwarz Pharma AG, responsible for global R&D



**Roland Sackers**

*CFO & Managing Director  
QIAGEN N.V.*

- Since 2019: Member of the Supervisory Board (2021 Vice Chair Person) and Chairman of the Audit Committee of Evotec
- Since 2004: CFO of QIAGEN N.V.
- Since 1999: QIAGEN N.V.
- 1995-1999: Auditor at Arthur Andersen



**Camilla Macapili  
Languille**

*Deputy CEO Direct  
Investments Mubadala  
Investment Company*

- Since 2022: Member of Evotec's Supervisory Board
- Since 2013: Different positions at Mubadala Investment Company, (UAE)
- 2011-2013: Senior Manager Mergers & Acquisitions Daiwa Capital Advisory Partners (France)
- 2007-2010: Investment Manager at Virgin Management Ltd. (UK)
- 2005-2007: Analyst at JPMorgan Securities, Inc. (UK/USA)



**Duncan McHale**

*Founder and Director  
of Weatherden Ltd.*

- Since 2024: Member of Evotec's Supervisory Board
- Since 2017: Founder and Director of Weatherden Ltd.
- 2017-2023: CMO of Evelo
- 2011-2017: Vice President and Head Global Exploratory Development at UCB
- 2008-2011: AstraZeneca, most recent as Vice President Personalized Healthcare and Biomarkers
- 1999-2007: Pfizer, most recent position Executive Director



**Wesley Wheeler**

*CEO of LabConnect*

- Since 2024: Member of Evotec's Supervisory Board
- Since 2024: CEO of LabConnect
- 2019-2023: President of UPS Healthcare
- 2011-2019: CEO & Director of Marken
- 2007-2010: CEO & Director of Patheon
- 2003-2007: President of Valeant Pharmaceuticals International
- 2002-2003: CEO of DSM Pharmaceuticals
- 1989-2002: SVP Manufacturing & Supply GlaxoSmithKline



**Constanze  
Ulmer-Eilfort**

*Partner at Peters,  
Schönberger & Partner*

- Since 2021: Member of Evotec's Supervisory Board
- 1994 – 2021: Baker McKenzie
- 2017 – 2021: Member of the Global Executive Committee of Baker McKenzie



# Composition of Supervisory Board reflects good corporate governance

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## **Age Limit**

SB member should be no older than 72 years at the time of (re-)election

## **Appropriate number of independent members**

- Majority of SB members to be considered as independent incl. Chair of SB, Chair of ACC and Chair of RemCom
- Currently all members are considered as independent
  - Iris Löw-Friedrich (Former Board Member of UCB): The business relationship with UCB as a customer of EVT is considered immaterial (~0.5% of 2023 group revenue)
  - Camilla Macapili Languille (Mubadala Investment Company): Mubadala holds ~7% of Evotec's shares but does not have control as defined in C.9 of GCGC

## **No “Over-boarding”**

- The Chairperson Iris Löw-Friedrich resigned from UCB Management Board in July 2024
- Details of current mandates in listed and non-listed companies can be found in the CVs as published on [www.evotec.com](http://www.evotec.com)
- In summary, all SB members show a strong commitment and attendance rate at SB and Committee meetings

## **Standard Term of Office**

New SB members to be elected for initial term of 2 years; re-elected SB members for term of 3 years → facilitates also staggered tenures of office

## **Maximum Tenure of SB membership**

Supervisory Board has agreed to a rule membership of a maximum of 12 years



# Work in committees conforms Corporate Governance Code

## Supervisory Board Committees

		Audit & Compliance Committee	Remuneration & Nomination Committee	ESG Committee
Tasks		Supports the Supervisory Board in independently monitoring the Company’s financial reporting activities and in audit reports. Scrutinises the Company’s accounting processes, the effectiveness of the internal control system as well as its risk management and compliance management systems.	Prepares the appointment of Management Board members and to prepare recommendations concerning their remuneration system and the grants of Share Performance Awards.	Together with the Management Board, the ESG Committee defines the priorities of Company with respect to environment, people, and governance on a rolling basis, and is advising on and monitoring the implementation of such priorities.
Members	Prof. Dr. Iris Löw-Friedrich (Chairperson)	–	X (Chair)	— <sup>1</sup>
	Roland Sackers (Vice-Chairperson)	X (Chair)	X	–
	Camilla Macapili Languille	X	–	–
	Dr. Duncan McHale	–	–	X
	Dr. Constanze Ulmer-Eilfort	X	–	X (Chair)
	Wesley Wheeler	–	X	–

<sup>1</sup> Iris Löw-Friedrich is permanent guest to ESG Committee after resignation from Camilla Macapili Languille following her appointment to the ACC



# Strong commitment and attendance by all Supervisory Board members

Frequency of meetings and attendance

Supervisory Board member	Member since	SB Meetings	ACC	RemCom	ESG Committee	Total Presence
Prof. Dr. Iris Löw-Friedrich (Chairperson)	2014	12/12	–	2/2	–	100%
Roland Sackers (Vice-Chairperson)	2019	11/12	7/7	2/2	–	95%
Camilla Macapili Languille	2022	12/12	7/7	–	2/3 <sup>2</sup>	100% <sup>2</sup>
Dr. Duncan McHale	2024	4/4	–	–	1/3 <sup>2</sup>	100% <sup>2</sup>
Dr. Constanze Ulmer-Eilfort	2021	11/12	7/7	–	3/3	94%
Wesley Wheeler <sup>1</sup>	2024	4/4	–	0/0	–	100%

<sup>1</sup> Joined RemCom after AGM (no RemCom meetings in H2 2024)  
<sup>2</sup> Transition of membership from Camilla Macapili Languille to Duncan McHale after AGM



# Enlarge and update competencies within Supervisory Board

## Suggested skills and expertise matrix for Supervisory Board 2024 ff.

<b>Skills / Expertise</b>	<b>Iris Löw-Friedrich</b> (Chair; RemCom Chair)	<b>Roland Sackers</b> (Deputy Chair; ACC Chair)	<b>Camilla Macapili Languille</b>	<b>Constanze Ulmer-Eilfort</b> (ESG Chair)	<b>Wesley Wheeler</b>	<b>Duncan McHale</b>
Independent Supervisory Board members (Chairman, ACC Chair, RemCom Chair; majority of total members)	X <sup>1</sup>	X	X <sup>2</sup>	X	X	X
Research & Development	X	–	–	–	–	X
Biologics Manufacturing	–	–	X	–	X	–
Biopharma	X	–	X	–	X	X
Small Biotech	–	–	X	–	X	X
Pharma Services	X	X	X	–	–	X
Commercial / B2B	–	–	–	–	X	–
M&A / Partnering	–	–	X	X	X	X
Capital Markets	X	X	X	–	–	–
Accounting / P&L / Risk Management	X	X <sup>3,4</sup>	X <sup>4</sup>	–	–	–
Auditing & Sustainability Reporting	X	X <sup>3,4</sup>	–	X	–	–
Digitization	X	X	–	–	–	–
IT and Cybersecurity	–	X	–	–	–	–
General Management	X	X	X	X	X	X
Legal & Compliance	–	X	–	X	–	–
Environment and Sustainability	X	X	X	X	–	–
Social and HR	–	X	–	X	–	–
Governance	X	X	X	X	X	X
Age of Supervisory Board candidate does not exceed 72 years at the time of the proposal	X (1960)	X (1968)	X (1983)	X (1962)	X (1956)	X (1966)
Nationality	German	German	Canadian	German	US	British
Regional experience in EU, USA, Asia	EU, USA, Asia	EU, USA	EU, USA, MENA	EU	USA	EU, USA
Female Supervisory Board members (at least 30%)	X	–	X	X	–	–

<sup>1</sup> Former Management Board member of UCB (until July 2024): the commercial relationship with UCB as a customer of Evotec is considered to be immaterial (approx. 0.5% of Group revenue in 2023)

<sup>2</sup> Head of Life Sciences at Mubadala Investment Company: Mubadala Investment Company holds some 7% of the shares in Evotec, but does not exercise control within the meaning of C.9 GCGC

<sup>3</sup> Experience of auditing

<sup>4</sup> Experience of accounting



# Smooth handover planned after long-term leadership

## Succession Planning for Chairperson

- Term of the current chair ending at the AGM in June 2026
- Supervisory Board started the discussion on potential successors
- Supervisory Board competency profile further updated to allow for further specifying profile of potential Chair successor
- Initial draft profile for new Chairperson generally accepted as the foundation on which to build:
  - Acknowledging the R&D focus of the company, the SB prefer to again appoint an MD or PhD as the Chair
  - Market knowledge in life sciences is a must as well as the ability to think strategically about M&A to be an advisor to the CEO
  - New Chair shall operate successfully in a European cultural context



# ESG Governance put on broadened base





# ESG Committee members and steady guests

New Team composition

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## SB Representatives



**Constanze**

*Committee Lead*



**Duncan**

*Operational Expert*

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## Topic Owners



**Iris**

*Governance*



**Christian**

*MB responsibility*



**Aurélie**

*People Topics*



**Volker**

*Head of ESG*

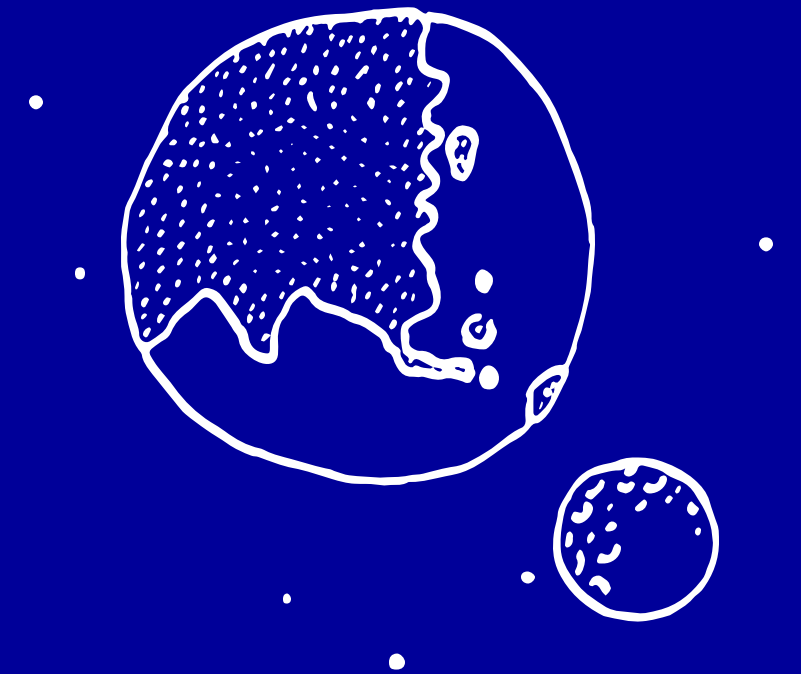
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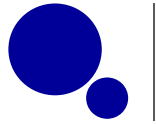




# Alternating order of physical and virtual formats

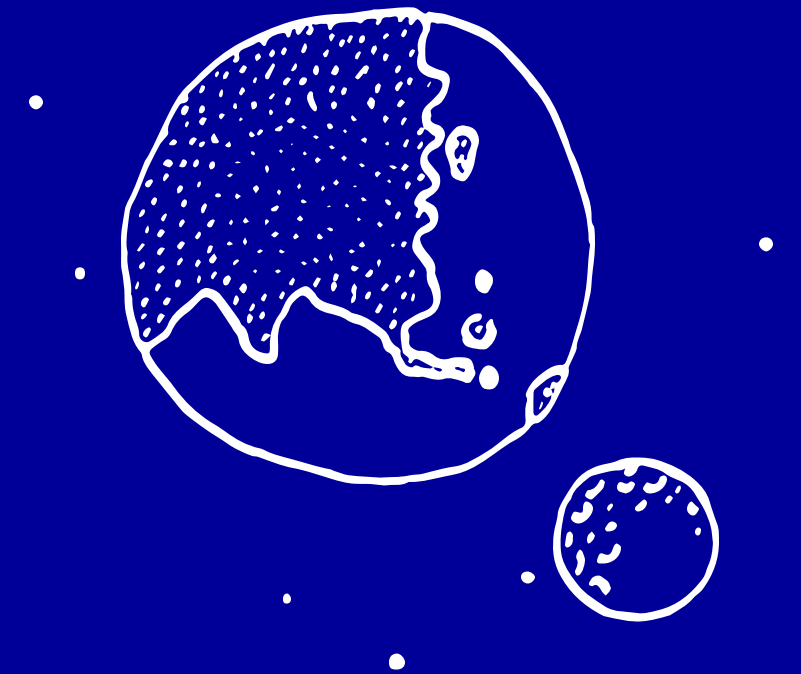
Annual General Meeting 2025

- Physical annual shareholder meeting in 2024 (Cinemaxx movie theatre in Hamburg)
- Considering, the start of a new CEO and several changes within the Management Board since 2024, the Management Board together with the Supervisory Board decided to have the annual shareholder meeting in 2025 again in person
- The Management Board and Supervisory Board shall be present at the AGM
- The Management Board and the Supervisory Board will, however, seek to extend the authorization for virtual general meetings beyond 31 July 2025 but again time limited for another presumably 2 years. The idea is to have the AGM alternating between physical and virtual format on an annual basis, unless Management Board together with approval from Supervisory Board decide to deviate from that rhythm
- Any future virtual AGM will fully respect all shareholder rights, i.e. no diminution of shareholder rights, restriction to questions etc.



## Back Up:

- Board Activities
- ESG
- Compliance Framework on MAR





# Supervisory Board self-evaluation process

## Evaluation & review of feedback

- Solicit detailed input from each Supervisory Board member regarding performance and efficiency of the Supervisory Board and its committees at half-day workshop during Board meeting in September

## Use of feedback

- Feedback is discussed by full Supervisory Board in workshop format facilitated by the Chairperson
- Areas for improvement are identified:
  - Focus on discussion during SB meetings by providing upfront questions more pre-read expectations
  - More direct interaction with senior leadership team below Management Board level
  - Further structuring of the onboarding plans for new Supervisory Board and Management Board members, not only on business but also Governance

## Changes implemented

- Approved changes have been implemented in the course of 2024
- Format of next evaluation (i.e. with or without external facilitation) still under discussion



# Complete Board subject to the revised Remuneration Framework

## Strong support for Remuneration Report at AGM 2024 (85%)

	Remuneration framework until AGM 2022	Remuneration framework since AGM 2022
Remuneration Structure	<ul style="list-style-type: none"><li>• Fixed components: Base salary &amp; fringe benefits (incl. pension contribution)</li><li>• Short-term-incentive</li><li>• Long-term-incentive<ul style="list-style-type: none"><li>– Share Performance Plan – rolling plan type</li><li>– Restricted Share Plan – sequential (granted once per Management Board member, discretionary)</li></ul></li></ul>	<ul style="list-style-type: none"><li>• Fixed components: Base salary &amp; fringe benefits (incl. pension contribution)</li><li>• Short-term-incentive<ul style="list-style-type: none"><li>– No change in mechanics, <b>60% of the net payout to be invested in company shares with a three-year holding requirement</b></li></ul></li><li>• Long-term-incentive<ul style="list-style-type: none"><li>– Share Performance Plan – rolling plan type</li><li>– <b>Elimination of Restricted Share Plan, annualized grant value to be included in STI and LTI</b></li></ul></li></ul>
Short-term-Incentive	<ul style="list-style-type: none"><li>• Cap at 150% target achievement</li><li>• Financial &amp; strategic KPIs, annual performance measurement</li></ul>	<ul style="list-style-type: none"><li>• Cap at 150% target achievement</li><li>• <b>Revised KPI structure</b>, annual performance measurement:<ul style="list-style-type: none"><li>– <b>50% Financial KPIs</b></li><li>– <b>30% Strategic KPIs</b></li><li>– <b>20% ESG KPIs</b></li></ul></li><li>• <b>40% are paid upfront in cash on an annual basis, 60% of net payout are invested in company shares with a three-year holding requirement</b></li></ul>
Long-term-incentive	<p>Share Performance Plan – rolling plan type</p> <ul style="list-style-type: none"><li>• 200% cap on number of shares &amp; additional 350% payout cap</li><li>• Annual performance measurement with annual lock-ins</li><li>• Two KPIs<ul style="list-style-type: none"><li>– Abs. share price development (50%)</li><li>– Relative TSR (Outperformance) compared to TecDAX (50%)</li></ul></li></ul>	<ul style="list-style-type: none"><li>• Elimination of Restricted Share Plan for Management Board [Please note that in May 2022 two already contractually committed RSP grants have been made to COO and CBO]</li><li>• Share Performance Plan – rolling plan type<ul style="list-style-type: none"><li>– 200% cap on number of shares &amp; additional 350% payout cap</li><li>– <b>Four-year performance period, elimination of annual lock-ins</b></li><li>– Two KPIs plus ESG modifier to adjust numbers of shares based on achievement<ul style="list-style-type: none"><li>• <b>Int. measure (Revenue growth; 50%)</b></li><li>• Ext. measure (Relative TSR (Outperformance) compared to TecDAX; 50%)</li><li>• ESG modifier (0.9 – 1.0) to be selected from basket of ESG objectives</li></ul></li></ul></li></ul>
SOG & CIC	<ul style="list-style-type: none"><li>• No Share ownership guidelines implemented</li><li>• Clawback and Malus clauses for both incentive schemes are included into the service agreements of the Management Board</li></ul>	<ul style="list-style-type: none"><li>• <b>Share ownership guidelines will be implemented based on market practice</b></li><li>• Clawback and Malus clauses are included into the service agreements of the Management Board</li></ul>
Replacement Awards	<ul style="list-style-type: none"><li>• Sign on bonus in full discretion of Supervisory Board</li></ul>	<ul style="list-style-type: none"><li>• Special joining bonuses <b>only to compensate for loss of salary from a previous employment</b> or to cover relocation costs at the professional discretion of the Supervisory Board (e.g. replacement award to compensate from foregone earnings at previous employer)</li></ul>



# Stronger governance influencing incentive plans

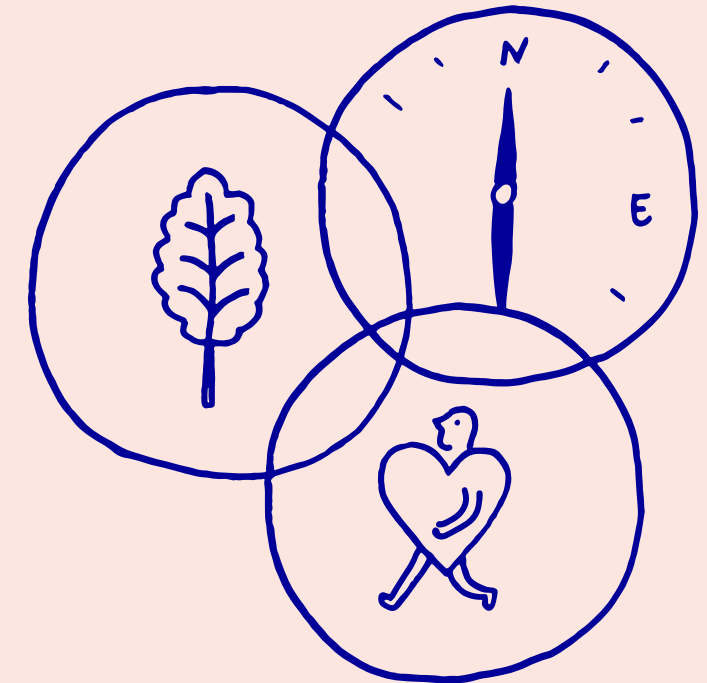
Non-financial metrics design 2025 to determine STI and ESG Modifier in LTI plan

**10%** 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

**5%** Start implementation of a unified culture framework reflecting values and behaviors that align to the new strategic vision

**5%** Develop a Sustainability Strategy following the revised Corporate Strategy; conduct a check of the materiality assessment based on the revised Corporate Strategy; define three to five strategic priorities with respect to ESG; and develop an operational agenda to implement such priorities with specific milestones and timelines

**Close engagement score gap to Life Sciences benchmark (73%) by 2/3<sup>rd</sup> by 2028 with annual improvement of 5.5% on average**

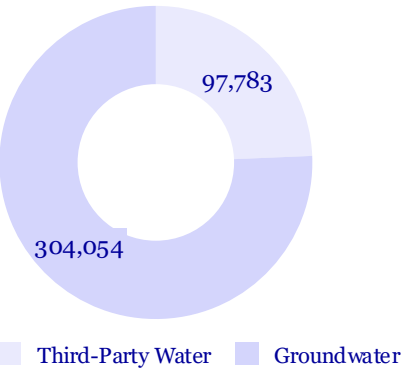




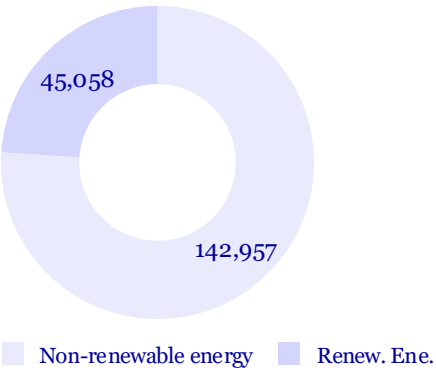
# ESG Performance

## Protecting the Planet Environmental

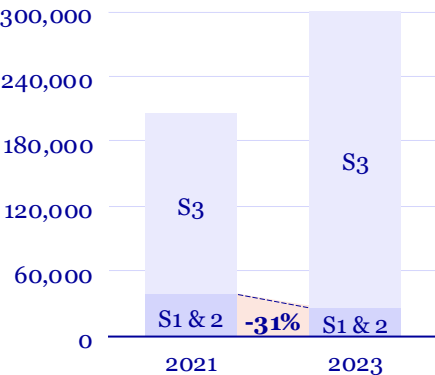
### Water withdrawal (m3)



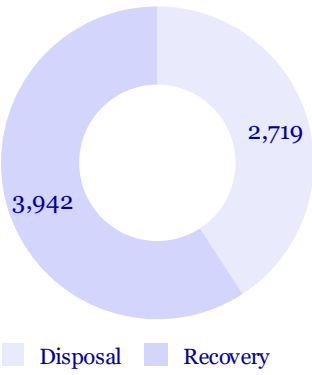
### Energy (mwh)



### Emissions (tCO2e)



### Waste



## Empowering People Social

**5,160**  
Employees  
worldwide

**93**  
Nationalities

**54.4%**  
Women

**31.9%**  
Of women in  
leadership

*Proud Science  
Alliance member*

*German Diversity  
Chart signatory*

Oncology

Global  
health

Women's  
health

Metabolic

**Projects  
involving  
Evotec IP  
>140 in 2023**

Neurology  
and  
ophthalmology

Virology  
and anti-  
bacterials

## Responsible Business Governance

*We are monitoring  
our suppliers with  
EcoVadis*

*ESG committee  
established  
since 2022*

**>5,600** Suppliers  
being assessed for  
ESG criteria

**>72.8%**  
Completion rate  
compliance training



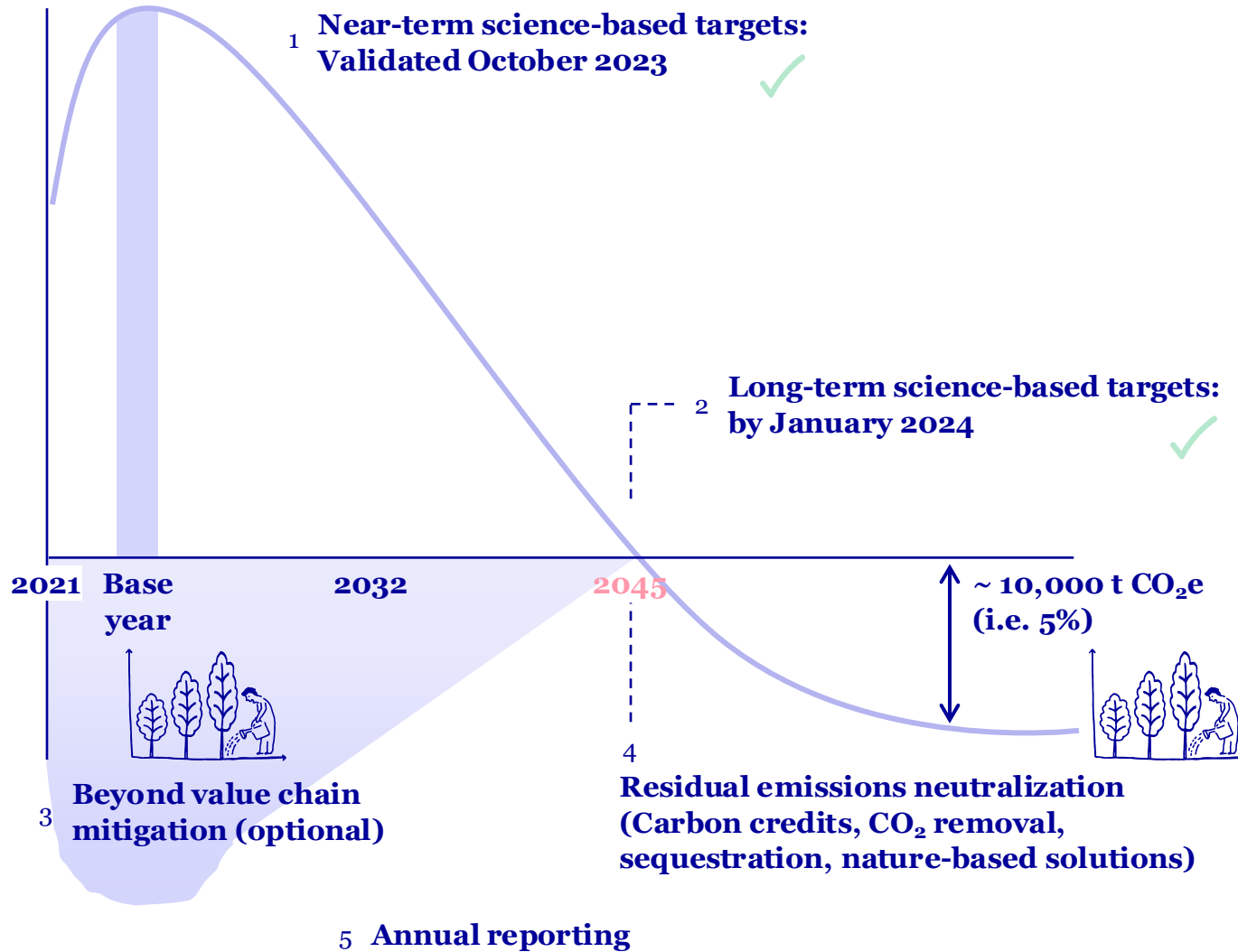
**Sustainability champions  
at all our sites selected 2023**





# Achieving Net-Zero, Our SBTi Commitment

Short and Long-Term Target in place



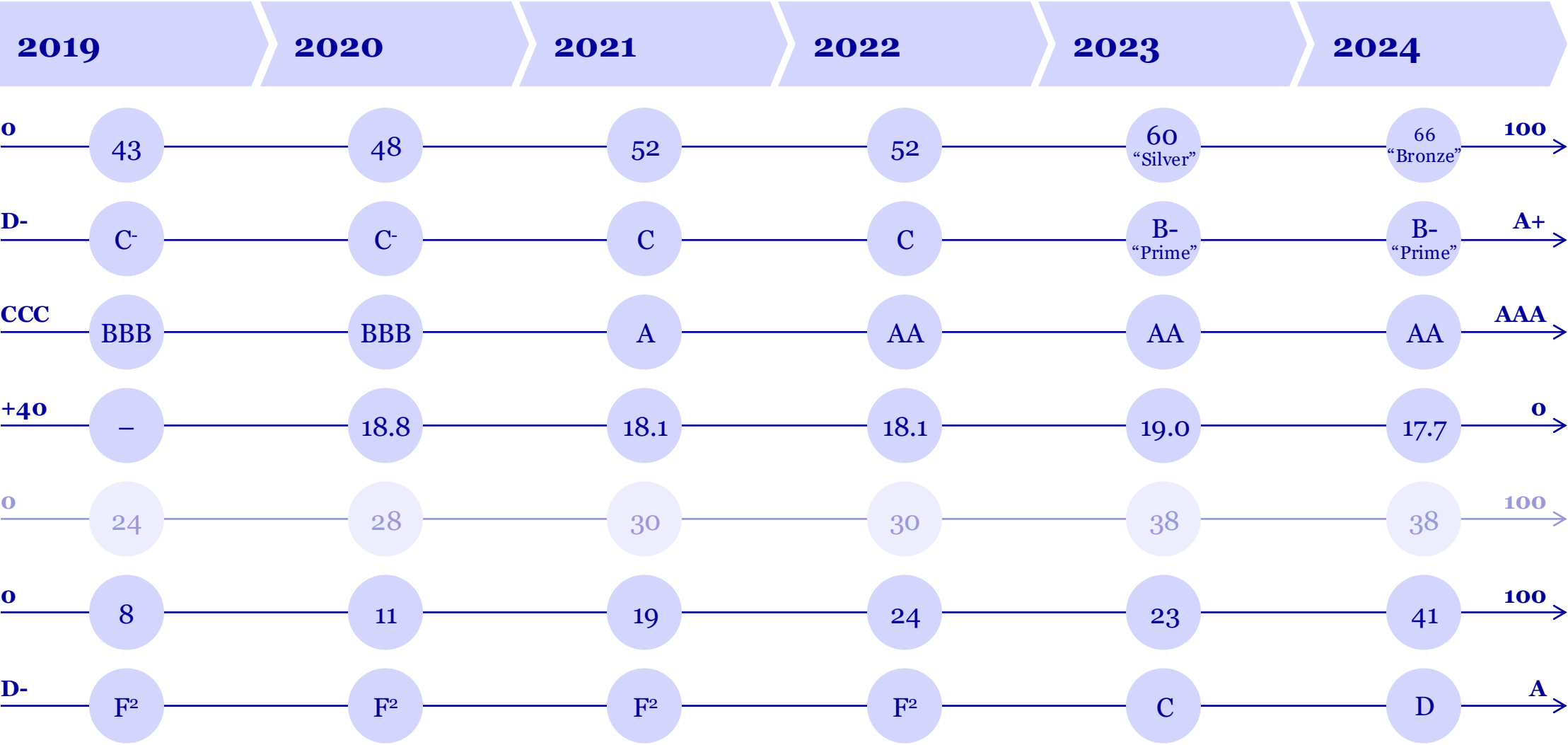
- **Long-term science-based targets (validated & approved)**
  - Covering 95% of Scopes 1 & 2 emissions
  - Covering 90% of Scope 3 emissions
  - Reduction of Scopes 1 & 2 > 90%
  - Absolute reduction of Scope 3 emissions > 90% or 97% reduction in intensity<sup>1</sup>
  - A year must be selected to achieve net-zero; 2050 is the limit – 2045 is the Gold-Standard
- **Short-term science-based targets (validated & approved)**
  - Scope 1 and 2 GHG emissions -50.4% by 2032
  - Increase annual sourcing of renewable electricity from 25% in base year to 100% by 2026
  - Reduce Scope 3 GHG from purchased goods and services and capital goods by 72% per revenue
  - 80% of suppliers by emissions to have science-based targets by 2027
- **Good to know**
  - Reaching Scope 1&2 goals earlier is very likely





# The work pays off

Improved perception by all relevant rating agencies





# List of material IROs – Environment

Material topic and associated ESRS standard	What the topic covers (sub-topic: sub-sub topic)	Impact and/or financial materiality	Location in value chain of impacts
Climate change (E1)	Climate change mitigation	Risks of high share of S3 emissions in the Company footprint with limited control leading to the risks of liabilities and reputation	Upstream, own business and downstream
		Risk of reduction in sales due to unmet emission reduction or high carbon footprint of products and services provided to clients/customers	
	Climate change adaptation	Negative impact related to locked-in GHG emitting assets contributing to climate change	Upstream, own business and downstream
		Risk of higher cost related to inadequate adaptation of supply chain and own operations to	
	Energy	Natural hazards occurring from climate change	–
		Risk of high financial impact of new energy-related regulatory changes for new facilities (e.g., EU EED) and policies	
Pollution (E2)	Pollution to air	Risk of unplanned increasing costs for systemic and geopolitical issues such as wars	–
	Pollution to air	The risk of failure to meet regulatory and/or customer requirement framework related air pollution affects market access and customer's interest towards the Group's products	Own business and downstream
	Pollution to water	The risk of contaminating ground water through leakages	Own business and downstream
Water and marine resources (E3)	Pollution to soil	The risk of contaminating ground water and soil through spillage	Own business and downstream
	Substances of concern	The risk of managing facilities using biological process to produce basic pharmaceutical products – infective biological compound	Own business and downstream
	Water consumption	Risk of shortages in the areas of high water stressed areas where Evotec operates	Upstream and own business
	Water withdrawal	Risk of high volumes of withdrawal in areas of high-water stress leading to shortages	Upstream and own business
Resource use and circular economy (E5)	Waste	Risk of high cost for developing robust management processes for hazardous waste recovery including regulatory compliance related upgrades	–



# List of material IROs – Social

Material topic and associated ESRS standard	What the topic covers (sub-topic: sub-sub topic)	Impact and/or financial materiality	Location in value chain of impacts
Own workforce (S1)	Working conditions: health and safety	Negative impacts from a fatal or life-changing event, associated with workplace risks Negative health impacts from exposure to health risks in the workplace e.g. chemical, noise, bio-agent exposures	Own business
	Equal treatment and opportunities for all: gender equality and equal pay for work of equal value	Negative impacts from discrimination, harassment and inequalities related to gender identity within the workplace	Own business
	Equal treatment and opportunities for all: measures against violence and harassment in the workplace	Risk of reputational damages leading to loss of clients and potential decrease in partnerships	Own business
	Other-work related rights: privacy	Risk of fines, penalties and/or litigation for mishandling or breach in data security leading to theft of employees/ costumers/ patients data	Own business
Workers in the value chain (S2)	Working conditions: freedom of association, including the existence of work councils	Negative impacts related to not having channels and/or process to ensure participation workers might be affected given unfit actions and measures not addressing the right issues in the workplace, including lack of trust towards the undertaking, unsafe workplaces leading to stress and/or accidents, unfair working agreements/conditions, among others of workers in the value chain	Upstream and downstream
	Working conditions: health and safety	Negative impact on workers in the value chain for health risks linked to exposure to the products they produce that pollute and/or to chemicals' discharges	Upstream and downstream
		Risk of loss of products during handling and delivery given poor H&S practices causing delays in project deliveries and increase in operational costs	
		Risk of reputational damages due to poor Health and Safety practices of partners leading to loss of clients and potential decrease in partnerships for engaging with high-risk suppliers (suppliers not meeting EU regulatory requirements/standards)	
	Other-work related rights: child labour	Negative impact on children development because children have to work	Upstream and downstream
Consumers and end-users (S4)	Other-work related rights: privacy	Negative impact of breach of privacy and data security Risks of fines, penalties and/or litigation for mishandling or breach in data security leading to theft of employees/ costumers/ patient's data	Upstream and downstream
	Personal safety of consumers and/or end users: security of a person	Risk related to causing harm of security of the person for consumers and/or end-users causing reputational damages	Own business and downstream
	Personal safety of consumers and/or end users: protection of children	Risk related to causing harm of children through product leads to lawsuit and reputational damage	Own business and downstream
	Social inclusion of consumers and/or end users: responsible marketing practices	Risk related to irresponsible marketing and greenwashing leads to lawsuit and reputational damage	Own business and downstream



# List of material IROs – Governance

Material topic and associated ESRS standard	What the topic covers (sub-topic: sub-sub topic)	Impact and/or financial materiality	Location in value chain of impacts
Business conduct (G1)	Climate change mitigation	Risk of unhealthy corporate culture leading to non-compliance with corporate conduct and mission	Own business
	Corruption and bribery: prevention and detection including training	Risks of corruption and bribery through insufficient prevention and detection of corruption and bribery	Own business
	Corruption and bribery: Incidents	Risks of corruption and bribery incidents	Own business



# Full compliance with EU Market Abuse Regulation (MAR)

State-of-the art compliance framework & good governance

- **Insider-Policy**

- Revised dedicated Insider-Policy (supplementary to Code of Conduct) in place since NASDAQ IPO in November 2021
  - Approved by MB and SB and published on Website (Code of Conduct → [Link](#))
  - Clear definitions of what is an insider information and consequential trade prohibition
  - Clear definition and explanation of Black Out Periods (30 days prior to announcement of quarterly/annual results)
  - Mandatory clearance proceeding obliged to prior clearance of any trade in Company shares with General Counsel

- **Code of Conduct**

- CoC sets standards for general compliance with insider trading laws and prevention of conflicts of interest
- Approved by MB and SB and published on Website (Code of Conduct → [Link](#))

- **Insider lists**

- Insider lists pursuant Article 18 MAR available and managed through state-of-the art electronic tool

- **Shareholdings reconciliation**

- General Counsel reaches out to SB and MB members regularly in December to confirm shareholdings, LTI, RSP as of 31 Dec.

*Prof. Dr. Iris Löw-Friedrich, Chairperson of Supervisory Board*

*Volker Braun, Global Head of IR & ESG*

*Dr. Christian Dargel, Global Head of Legal & Compliance*

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