



# Corporate Governance

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# Group Structure and Shareholders<sup>1</sup>

## Lonza Board of Directors



The Chair of the Board of Directors takes responsibility for all sustainability related issues

## Lonza Executive Committee (EC)



# Lonza



## Operational Group Structure

### Business Platforms

As from 1 April 2025, Lonza’s activities have been organized in the following three Business Platforms:

- Integrated Biologics
- Advanced Synthesis
- Specialized Modalities

Capsules & Health Ingredients continued to operate in its existing structure.

### Corporate Functions (non-exhaustive)

Corporate Functions include Human Resources (HR), Finance & Controlling, Tax, Treasury, Strategy, Procurement, Quality, Environment, Health and Safety (EHS), Sustainability, Communications, Investor Relations, Legal, Ethics & Compliance, Intellectual Property (IP), Engineering, IT, Audit Services, Insurance, and Supply Chain.

### Global Business Services Organization

Our Global Business Services Organization (GBSO) supports our Business Platforms and Group Functions with transactional services in finance and HR. The GBSO focuses on the standardization and automation of processes to drive productivity and higher quality services. Service delivery through the GBSO for EMEA and Americas regions is primarily centralized in Manchester (UK) and in San José (CR). APAC operations are handled at the country level.

## Holding Company and Listed Companies

Lonza Group Ltd (or “Lonza”), with a registered office in Basel (CH), is the ultimate parent company of the Lonza group (the “Lonza Group” or the “Group”). With the exception of Lonza Group Ltd, no equity securities of a company controlled by Lonza Group Ltd are listed. Please refer to the Shares and Participation Certificates section, page 207, for information on the listed shares and the stock exchanges on which Lonza Group Ltd is listed and the market capitalization.

## Principal Subsidiaries and Joint Ventures

The principal subsidiaries and joint ventures of the Lonza Group are shown in note 32, Principal Subsidiaries and Joint Ventures, page 130.

## Significant Shareholders

According to disclosure notifications filed with Lonza Group Ltd, the following shareholders held more than 3% of Lonza share capital as of 31 December 2025:

- BlackRock, Inc., New York, NY (USA): 9.85%;
- UBS Fund Management (Switzerland) AG: 6.246%.

The current significant shareholders as well as further disclosure notifications registered in 2025 can be found at the [SIX Swiss Exchange disclosure platform](#).

## Cross-Shareholdings

Lonza Group Ltd has not entered into any cross-shareholdings.

<sup>1</sup> As of 31 December 2025.

<sup>2</sup> The Nomination and Governance Committee has been renamed People and Governance Committee, effective 1 January 2026.

# Capital Structure

## Share Capital

As of 31 December 2025, the share capital of Lonza Group Ltd amounted to CHF 70,229,021, fully paid-in and divided into 70,229,021 registered shares, with a par value of CHF 1 each.

## Shareholder Structure

	31.12.2025		31.12.2024	
	Shareholders in %	Shares in %	Shareholders in %	Shares in %
Switzerland	86.87	22.48	87.75	21.45
UK	0.84	6.50	0.92	7.26
USA	3.45	1.37	2.73	2.42
Others	8.84	11.13	8.60	7.41
Shares in transit		57.98		59.25
Treasury shares without voting rights		0.55		0.12
Share buyback		0.00		2.09
<b>Total</b>	<b>100</b>	<b>100</b>	<b>100</b>	<b>100</b>
Total number of shares		70,229,021		72,226,184

## Share Register

	31.12.2025	31.12.2024
Registered shareholders	56,471	53,784
Registered shares with voting rights	24,619,656	24,431,971
<b>Share distribution:</b>		
1-100	45,785	43,020
101-1,000	9,421	9,511
1,001-10,000	1,027	1,016
10,001-100,000	206	202
100,001-1,000,000	27	31
Over 1,000,000	5	4
<b>Total registered shareholders</b>	<b>56,471</b>	<b>53,784</b>

## Capital Band and Conditional Capital

### Capital Band

Capital Band: At the Annual General Meeting held on 5 May 2023, the following capital band was introduced: the Board of Directors shall be authorized until 5 May 2028 to conduct one or more increases and/or reductions of the share capital within the upper limit of CHF 85,635,000, corresponding to 85,635,000 fully paid-up registered shares with a par value of CHF 1 each, and the lower limit of CHF 67,050,000, corresponding to 67,050,000 fully paid-up registered shares with a par value of CHF 1 each.

The additional terms and conditions of the capital band are set out in Article 4<sup>ter</sup> of the [Articles of Association of Lonza Group Ltd](#) ("Lonza's Articles of Association").

### Conditional Capital

Lonza's share capital may be increased through the issuance of a maximum of 7,500,000 fully paid-up registered shares with a par value of CHF 1 each up to a maximum aggregate amount of CHF 7,500,000. This conditional capital was created at the Annual General Meeting on 25 April 2017. The additional terms and conditions of the conditional capital (including the group of beneficiaries who have the right to subscribe for this additional capital) are set out in Article 4<sup>bis</sup> of [Lonza's Articles of Association](#).

According to Article 4<sup>quater</sup> of [Lonza's Articles of Association](#), the capital increases by way of using the capital band and the conditional capital may increase Lonza's share capital "on a non-pre-emptive basis" only by up to 10% of the share capital entered in the Register of Commerce, at the time of the respective resolution, but, in any case, by a maximum of 7,500,000 registered shares, fully paid up, each with a par value of CHF 1, from 5 May 2023 to 5 May 2028. Additional terms and conditions relating to this limit are set out in Article 4<sup>quater</sup> of [Lonza's Articles of Association](#).

## Changes in Capital

	2025	2024	2023	2022
Share capital in CHF	70,229,021	72,226,184	74,468,752	74,468,752
Registered shares	70,229,021	72,226,184	74,468,752	74,468,752
Par value in CHF / share	1	1	1	1

On 8 May 2025, the Board of Directors of Lonza Group Ltd resolved to reduce the share capital within the capital band by cancelling 1,997,163 registered shares with a par value of CHF 1 each, repurchased under the share buyback program. The previous year, on 7 May 2024, the Board had resolved to cancel 2,242,568 of those shares, also repurchased under the program.

## Profit-Sharing Certificates

Lonza has not issued any non-voting equity security ("Genussscheine", profit-sharing certificates).

## Limitations on Transferability and Nominee Registrations

Purchasers of registered shares who declare that they have acquired those shares in their own name and for their own account will be entered without limitation in the share register as registered shareholders with voting rights. Persons who do not declare to have acquired the respective shares in their own name and for their own account are considered "nominees". They will be entered with voting rights in the share register up to a maximum of 2% of the share capital, unless the actually entitled persons are revealed. The details are set out in Article 6 of [Lonza's Articles of Association](#). This restriction is not meant to serve as takeover defense. It may only be removed by a resolution of the Shareholders' Meeting with a quorum in accordance with Swiss law.

## Convertible Bonds

Neither Lonza Group Ltd nor any of its subsidiaries has outstanding convertible bonds.

## Options

As of 31 December 2025, no options or warrants to acquire shares issued by or on behalf of Lonza Group Ltd were outstanding.

## Shares and Participation Certificates

Lonza's registered shares, with a par value of CHF 1 each, are listed on the SIX Swiss Exchange (SIX), with a secondary listing on the SGX Singapore Exchange. In Switzerland, they have been included in the Swiss Market Index (SMI) since 3 May 2017.

Lonza has not issued any participation certificates ("Partizipationsscheine", non-voting shares).

### Stock Exchange Listing / Trading:

SIX Swiss Exchange  
SGX Singapore Exchange

### Common Stock Symbols:

Bloomberg LONN SW  
Reuters LONN.S  
Six Swiss Exchange LONN  
SGX Singapore Exchange O6Z

### Security Number:

Valor 001384101  
ISIN CH0013841017

On 31 December 2025, Lonza had a market capitalization of CHF 37,769 million (2024: CHF 38,699 million).

# Board of Directors

The Board of Directors (or the “Board”) comprises the following ten members as of 31 December 2025.

Name	Nationality	Year of birth	Year of initial appointment	Expiration of current term in office	Independence
Jean-Marc Huët	Dutch	1969	2024	2026	Independent
Jürgen Steinemann	German	1958	2014	2026	Independent
Christoph Mäder	Swiss	1959	2016	2026	Independent
Juan Andres	Spanish	1964	2025	2026	Independent
Eric Drapé	French	1961	2025	2026	Independent
Marion Helmes	German	1965	2022	2026	Independent
Angelica Kohlmann	German/Brazilian	1960	2018	2026	Independent
David Meline	Swiss/US	1957	2025	2026	Independent
Roger Nitsch	Swiss/German	1961	2022	2026	Independent
Barbara Richmond	British	1960	2014	2026	Independent

The following core competency matrix highlights the primary area of core competence for each Board member and nominee, rather than capturing the full range of their skills.

Skills/ experience	Jean-Marc Huët	Jürgen Steinemann	Christoph Mäder	Juan Andres	Eric Drapé	Marion Helmes	Angelica Kohlmann	David Meline	Roger Nitsch	Barbara Richmond	Claudia Süssmuth-Dyckerhoff <sup>1</sup>	Sami Atiya <sup>1</sup>	Stephen Fry <sup>1</sup>
Chair / Strategy	x	x									x		
Financial / IT Acumen						x		x		x			
Governance / Sustainability / Organization			x										x
Scientific / Technology Expertise							x		x			x	
Pharma / Manufacturing Experience				x	x								

After serving as a Board member of Lonza for seven years, Olivier Verscheure decided not to stand for re-election at the Annual General Meeting held on 9 May 2025 (the “2025 AGM”).

Following their twelve-year tenures with Lonza, Jürgen Steinemann and Barbara Richmond will not stand for re-election at the Annual General Meeting to be held in 2026 (the “2026 AGM”). Roger Nitsch has also decided not to stand for re-election, in order to focus on his entrepreneurial activities.

The Board will propose the election of Claudia Süssmuth-Dyckerhoff, Sami Atiya, and Stephen Fry as new Board members at the 2026 AGM. All three would join the Board as independent members.

The composition of the Board meets the gender representation threshold set out in Article 734f of the Swiss Code of Obligations.

## Limitation of Number of Mandates

According to Article 26 of [Lonza's Articles of Association](#), no member of the Board of Directors may hold more than:

- Eight additional mandates in listed and non-listed companies, out of which not more than four mandates may be in listed companies;
- Five mandates at the request of Lonza Group Ltd or companies controlled by it, for a legal entity not affiliated with the Group (including in pension funds or joint ventures); and
- Ten mandates in associations, trusts and employee welfare foundations, educational institutions and similar organizations (in all cases only to the extent they are an undertaking with an economic purpose).

The Chair of the Board may not hold more than eight additional mandates in listed and non-listed companies, out of which no more than three may be in listed companies.

Mandates shall mean any membership of the board of directors, the executive committee, the advisory board or any comparable function under foreign law, of an undertaking with an economic purpose. Mandates in different legal entities that are under joint control or the same beneficial ownership (including family asset management structures) are deemed one mandate. Mandates in companies that are controlled by Lonza Group Ltd or that control Lonza Group Ltd are not subject to the limitation set forth above.

All Board members comply with the provisions regarding their mandates. This is verified by Lonza on a regular basis.

## Elections and Terms of Office

Each member of the Board of Directors is individually elected by the Shareholders’ Meeting for a term of office of one year until the end of the next Annual General Meeting. Board members may not serve more than twelve complete terms of office on the Board. If deemed in the best interest of Lonza Group Ltd, the Board can extend this limit. The Chair of the Board is elected by the Shareholders’ Meeting. The Vice-Chair is appointed by the Board. The members of the Remuneration Committee are elected by the Shareholders’ Meeting on an annual basis. The members of the other Board Committees are appointed by the Board. The Chairs of the Board Committees are appointed by the Board.

## Internal Organizational Structure

The Board of Directors consists of the Chair, the Vice-Chair and the other Board members. In accordance with Article 15 of [Lonza's Articles of Association](#), there must be at least five Board

members. The Board strives to select the committee members based on their professional background and experience. The members of the Board sat on the following committees in 2025:

Name	Audit and Compliance Committee	Nomination and Governance Committee	Remuneration Committee	Strategy and Innovation Committee <sup>1</sup>
Jean-Marc Huët		Chair		Member
Jürgen Steinemann		Member	Member	
Christoph Mäder	Member		Chair	
Juan Andres		Member		Member
Eric Drapé	Member		Member	
Marion Helmes	Member	Member		
Angelica Kohlmann			Member	Chair
David Meline	Member		Member	
Roger Nitsch		Member		Member
Barbara Richmond	Chair			
Olivier Verscheure <sup>2</sup>				Member

<sup>1</sup> The Strategy and Innovation Committee replaced the Innovation and Technology Committee, effective 1 August 2025.

<sup>2</sup> Olivier Verscheure was a member of the Innovation and Technology Committee until the 2025 AGM.

### Audit and Compliance Committee

The Audit and Compliance Committee (ACC) meets and consults regularly with the Executive Committee, Lonza Audit Services and the independent external auditors. In doing so, they review the scope and results of their work as well as their performance, according to the Audit and Compliance Committee Charter. Among other responsibilities, the Audit and Compliance Committee reviews: (i) the external auditors' independence; (ii) the systems of internal control and financial reporting; (iii) the risk management system, including enterprise risk such as cyber and IT security; (iv) compliance with laws, regulations and policies; (v) Lonza's financial statements and results (including releases) and (vi) the reporting and assurance process for ESG. The Lonza Audit Services are overseen by the Audit and Compliance Committee and have a direct reporting line to the Chair of the Audit and Compliance Committee. The Audit and Compliance Committee is fully empowered to decide the tasks assigned to it and regularly informs the full Board of Directors on all matters discussed and decided in its meetings. All Audit and Compliance Committee members are independent.

### Nomination and Governance Committee

The Nomination and Governance Committee (NGC) is responsible for overseeing Lonza's governance, including, but not limited to, the company's culture, values, organization, people and leadership. Key responsibilities of this Committee include managing succession plans for the Board of Directors, Board Committees and Executive Committee, as well as assessing the Board composition and functioning. Additionally, the Committee evaluates and proposes potential members for the Board and the Executive Committee and oversees the Executive Committee's training and talent development programs. With regard to the tasks assigned to it, the Nomination and Governance Committee regularly informs the Board on all matters discussed and

decided in its meetings, in accordance with the Nomination and Governance Committee Charter. All Nomination and Governance Committee members are independent.

### Remuneration Committee

The Remuneration Committee (RemCo) is entrusted with the review and recommendation of compensation policies and approving compensation plans. This includes approving the terms of employment for Executive Committee members. The Committee also reviews and approves the objectives for the Chief Executive Officer (CEO) and the Executive Committee and regularly evaluates their performance against these targets. With regard to the tasks assigned to it, the Remuneration Committee regularly informs the Board of Directors on all matters discussed and decided in its meetings, in accordance with the Remuneration Committee Charter. All Remuneration Committee members are independent.

### Strategy and Innovation Committee

The Strategy and Innovation Committee (SIC) monitors potential technology breakthroughs, supports management in driving innovation projects, reviews and proposes innovation strategies in alignment with long-term business goals, including R&D, venture funds, innovation and pipeline portfolios as well as related M&A projects; it assesses emerging trends and innovative technology projects in Lonza market environment that could present significant long-term opportunities, including in artificial intelligence and ESG. It also provides and facilitates contacts with external partners such as academia and research institutions. With regard to the tasks assigned to it, the Strategy and Innovation Committee regularly informs the Board of Directors on all matters discussed and decided in its meetings, in accordance with the Strategy and Innovation Committee Charter. All Strategy and Innovation Committee members are independent.

### Number of Meetings, Duration and Attendance

Name	Board of Directors	Audit and Compliance Committee	Nomination and Governance Committee	Remuneration Committee	Strategy and Innovation Committee
Number of meetings	6 <sup>1</sup>	7	3	8	5
Average duration (hours:minutes)	3:56	2:33	2:20	1:34	2:05
Overall attendance	100%	100%	100%	97.5%	100%

The [Regulations Governing Internal Organization and Board Committees](#) set out in detail the powers and responsibilities of the Board of Directors, its Committees and the Executive Committee. The Board Committees provide support to the Board in their respective areas of responsibility. The Board meets with all members of the Executive Committee at each ordinary Board meeting for business updates and to take decisions. The Chief Executive Officer (CEO) is a permanent guest of the Strategy and

Innovation Committee and is regularly invited to the meetings of the Nomination and Governance Committee. The Chief Financial Officer (CFO) attends all meetings of the Audit and Compliance Committee. The Chief Human Resources Officer (CHRO) is regularly invited to the meetings of the Remuneration Committee. Executive Committee members are not present during the Remuneration Committee meetings when their own performance and compensation are discussed.

### Attendance

Name	Board of Directors	Audit and Compliance Committee	Nomination and Governance Committee	Remuneration Committee	Strategy and Innovation Committee
<b>Meeting Total</b>	<b>6</b>	<b>7</b>	<b>3</b>	<b>8</b>	<b>5</b>
Jean-Marc Huët	6		3	8	5
Jürgen Steinemann	6		3	8	
Christoph Mäder	6	7		8	
Juan Andres <sup>1</sup>	3		3		4
Eric Drapé <sup>2</sup>	3	4		3	
Marion Helmes	6	7	3		
Angelica Kohlmann	6			8	5
David Meline <sup>3</sup>	3	4		4	
Roger Nitsch	6		3		5
Barbara Richmond	6	7			
Olivier Verscheure <sup>4</sup>	3				2

### Areas of Responsibility

In accordance with the law and [Lonza's Articles of Association](#), the Board of Directors is the supreme governance body of Lonza Group Ltd. The Board is responsible for the tasks assigned to it according to (i) Article 18 of [Lonza's Articles of Association](#) and (ii) the [Regulations Governing Internal Organization and Board Committees](#) (Article 2.8). The Board defines the strategic direction of Lonza and is responsible for the ultimate management of Lonza. It also supervises the persons entrusted with the group management and is responsible for issuing the necessary instructions, especially with regard to compliance with the law, the Articles of Association and the regulations and directives. In compliance with the law and the Articles of Association, the Board has – with the exception of non-delegable and inalienable duties – delegated the management of the company to the Executive Committee. The Board commits itself to maintaining the highest standards of integrity and transparency in its governance of Lonza. On an annual basis, the Board undertakes a self-assessment process. The aim is to achieve continuous improvement in the functioning of the Board.

Governance and oversight of sustainability and environmental, social and governance (ESG) topics is with the Board of Directors, headed by the Chair of the Board, with specific aspects to be covered by the Board Committees. While the Board acts as sponsor and overall owner of the program, the implementation is the responsibility of the Executive Committee. The Board and its Committees review and endorse Lonza's sustainability efforts and reporting. Sustainability includes ESG topics of importance relating to Lonza's business and stakeholders. The Sustainability and Risk Committee (SRC), led by the Lonza Chief Legal &

Corporate Affairs Officer, manages identified material topics (as shown in the Materiality Matrix in the Sustainability Report 2025) and is responsible for sustainability reporting. The Head of Global Sustainability and the Head of Global Environment, Health and Safety and their teams are responsible for proposing the corporate sustainability strategy and implementing and overseeing the Safety and Sustainability Policy. The Global Sustainability team report to the Chief Legal & Corporate Affairs Officer.

### Information and Control Instruments

The Board of Directors receives sufficient information from the Executive Committee to perform its supervisory duty and to make the decisions that are reserved for the Board through several means discussed below.

### Board Information

[The Regulations Governing Internal Organization and Board Committees](#) require the Chief Executive Officer (CEO) to inform the Executive Committee about business activities of the Group and, together with the Chair, inform the Board of Directors on the business activities of the Group and keep the Board constantly informed on all important business transactions and issues. During Board meetings, each member of the Board may request information from the other members of the Board, as well as from the members of the Executive Committee present on all affairs of Lonza and the Group. Outside of Board meetings, each member of the Board may request from the members of the Executive Committee information concerning the course of business of Lonza and the Group.

<sup>1</sup> Juan Andres was elected to the Board of Directors at the 2025 AGM. He attended all meetings which were held after his election.

<sup>2</sup> Eric Drapé was elected to the Board of Directors at the 2025 AGM. He attended all meetings which were held after his election, with the exception of one Remuneration Committee meeting, which he was unable to attend for family reasons.

<sup>3</sup> David Meline was elected to the Board of Directors at the 2025 AGM. He attended all meetings which were held after his election.

<sup>4</sup> Olivier Verscheure was a member of the Board of Directors until the 2025 AGM. He attended all meetings which were held prior to his departure.

<sup>1</sup> In addition to the formal Board meetings, a two day joint Board and Executive Committee strategy offsite and an additional Board Learning Day were held in 2025.

**Regular Reports to the Board**

In addition to the documents required to pass resolutions, the Board of Directors receives the following reports:

- Reports on the sales and earnings performance of the Group structured by Business Platforms;
- Reports on the cash flows, debt and debt-equity ratio, plus other relevant key figures for the Group on a quarterly basis;
- Qualitative assessments of the Business Platforms on a quarterly basis;
- Reports of the external audit for the full-year results and procedures performed on the half-year results (through the Audit and Compliance Committee);
- In cases involving extraordinary events of considerable commercial relevance, the Board receives direct, immediate information;
- Risk assessment reports submitted at least once per year; they are designed to provide the Board with a consistent, Group-wide perspective of key risks;
- Ethics & Compliance update, including information on hotline reports.

**Internal Audit**

The Board of Directors, through the Audit and Compliance Committee, is assisted by Lonza Audit Services. The team of internal auditors provides the Audit and Compliance Committee and the Executive Committee with independent, risk-based and objective assurance on the Group's financial, operational and information technology activities. The mandate of Lonza Audit Services includes evaluating the adequacy and effectiveness of the organization's system of internal controls as well as the compliance with company policies, procedures, and external regulations. The annual audit plan is validated by the Executive Committee and approved by the Audit and Compliance Committee. The results and remediation status of the audit engagements are reported to the Audit and Compliance Committee. Accordingly, in 2025, ten internal audit reports and four follow-up audit reports were delivered to the Audit and Compliance Committee.

**Internal Control System**

Lonza has implemented a financial control framework, in accordance with the requirements of the Swiss law, comprising relevant policies, procedures and controls. It provides the Executive Committee and the Board of Directors with a reasonable degree of assurance that business processes are performed efficiently and effectively, in compliance with policies and laws, assets are safeguarded and financial statements are reliable.

**Compliance Instruments**

In addition to the above-mentioned control instruments, Lonza has implemented various other measures to improve compliance within the Group. The implementation of these measures is overseen by the Audit and Compliance Committee. One of these measures is the issuance of a Code of Conduct that expresses Lonza's core principles and values in regard to professional business behavior and provides assistance in recognizing, understanding and complying with the laws and ethical standards that govern Lonza's business activities. The Code of Conduct is available to all employees and information about it has been widely circulated within the Group. Lonza employees have to pass online training courses, dealing with topics such as those addressed by the Code of Conduct, in particular Anti-Corruption, Conflicts of Interest, Fair Dealing, Reporting and Non-Retaliation, Workplace Harassment and Human Rights. In addition to these measures, Lonza offers a "whistleblower" hotline (known as the "Lonza Ethics Hotline"), which is operated by an external company. Internal investigations and any corresponding remediation measures are handled internally by Ethics & Compliance, with support by outside counsel from time to time. Cases disclosed through the "whistleblower" hotline are ultimately reported to the Audit and Compliance Committee. Lonza periodically reviews and updates its policies to address changes in laws and regulations and to further strengthen its compliance programs.

**Risk Assessment**

The Board of Directors carries out risk assessments on an annual basis at a minimum. The objective of the risk assessments is to make the principal risks to which Lonza is exposed more transparent and to improve risk mitigation. In its risk assessment for 2025, the Board identified inter alia strategic, operational, and/or macroeconomic and geopolitical risks for which corresponding risk mitigation measures have been adopted.



## CVs Board of Directors

Members of the Board of Directors as of 31 December 2025



### Jean-Marc Huët

Nationality: Dutch  
Year of birth: 1969

Chair of the Board of Directors of Lonza Group Ltd (since May 2024), Independent member of the Board of Directors of Lonza Group Ltd (since May 2024).

Jean-Marc Huët was elected as Chair of the Board of Directors at the 2024 Annual General Meeting. Jean-Marc brings a strong international leadership track record, with current Chair roles at Heineken Holding and Schuberg Phillis, among other senior responsibilities.

He has extensive international strategic leadership experience in the consumer, pharma and nutrition industries, having previously served as Chief Financial Officer of Unilever, Bristol-Myers Squibb and Royal Numico.

He holds an MBA from INSEAD, Fontainebleau (FR).

#### Current Activities and Functions

Jean-Marc Huët is the Chair of the People and Governance Committee, which is responsible for overseeing governance, talent development, and succession planning for the Board and Executive Committee.

He is also a member of the Strategy and Innovation Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

#### Public Company Boards

- Chair, Heineken Holding NV (since 2025)

#### Further Appointments

- Chair, Schuberg Phillis (since 2025)

#### Former Activities and Functions

- Chair, Vermaat (2019–2025)
- Chair, Heineken NV (2014–2025)
- Member of the Board, Picnic (2020–2024)
- Member of the Board, Canada Goose (2017–2023)
- Member of the Board, SHV (2015–2019)
- Member of the Board, Formula One (2012–2017)
- Executive Director and Chief Financial Officer, Unilever (2010–2015)
- Member of the Board, Mead Johnson Nutrition (2009)
- Executive Vice President and Chief Financial Officer, Bristol-Myers Squibb (2008–2009)
- Member of Executive Board and Chief Financial Officer, Royal Numico (2003–2007)
- Executive Director, Investment Banking, Goldman Sachs International (1993–2003)
- Commercial Manager, Clement Trading (1991–1993)



### Jürgen Steinemann

Nationality: German  
Year of birth: 1958

Vice-Chair of the Board of Directors of Lonza Group Ltd (since August 2024); Independent member of the Board of Directors of Lonza Group Ltd (since April 2014).

Jürgen Steinemann holds a degree in Economics and Business Management from the European Business School in Wiesbaden (DE), London (UK) and Paris (FR).

#### Current Activities and Functions

Jürgen Steinemann is a member of the Remuneration Committee, which is responsible for reviewing and recommending compensation policies and plans, agreeing employment terms and evaluating the performance of the Executive Committee and the Chief Executive Officer.

He is also a member of the People and Governance Committee, which is responsible for overseeing governance, talent development, and succession planning for the Board and Executive Committee.

- Chair of the Supervisory Board, Viega (since 2025)
- Member of the Supervisory Board, Barentz International B.V. (since 2020)
- Managing Director, JBS Holding GmbH (since 2017)
- Member of the Supervisory Board, Bankiva B.V. (since 2017)
- Deputy Chair of the Supervisory Board, Big Dutchman AG (since 2025)

#### Former Activities and Functions

- Chair *ad interim* of the Supervisory Board, Big Dutchman AG (2024–2025)
- Deputy Chair of the Supervisory Board, Big Dutchman AG (2023–2024)
- Member of the Supervisory Board, Big Dutchman AG (2015–2023)
- Chair of the Supervisory Board, Metro AG (2015–2025)
- Member of the Advisory Board, Tower Brook Capital Partners LP (2017–2022)
- Member of the Advisory Board, EQT (2019–2023)
- Member of the Board of Directors, Barry Callebaut AG (2015–2020)
- Chief Executive Officer, Barry Callebaut (2009–2015)
- Member of the Executive Board and Chief Operating Officer, Nutreco (2001–2009)
- Chief Executive Officer of Lodders Croklaan, Unilever (1999–2001)
- Various senior positions in business-to-business marketing and sales with the former Eridania Béghin-Say Group (1990–1998)
- Member of the Board, NGO African Parks Germany (2019–2023)



### Christoph Mäder

Nationality: Swiss  
Year of birth: 1959

Lead Independent Director of the Board of Directors of Lonza Group Ltd (since November 2019); Independent member of the Board of Directors of Lonza Group Ltd (since April 2016).

Christoph Mäder holds a Master's degree in law from the University of Basel (CH) and is admitted to the Swiss Bar.

#### Current Activities and Functions

Christoph Mäder is the Chair of the Remuneration Committee, which is responsible for reviewing and recommending compensation policies and plans, agreeing employment terms and evaluating the performance of the Executive Committee and the Chief Executive Officer.

He is also a member of the Audit and Compliance Committee, which is in charge of overseeing the systems of internal control and financial reporting, and compliance with laws and regulations, including the reporting and assurance process for ESG.

#### Public Company Boards

- Member of the Board of Directors, Schindler Holding Ltd (since 2024)
- Member of the Board of Directors, Baloise Holding Ltd (since 2019)

#### Further Appointments

- Member of the Bank Council, Swiss National Bank (since 2021)
- Chair, economiesuisse (since 2020)
- Member of the Board of Directors, Accivalor AG (since 2019)
- Member of the Advisory Board, Accenture Switzerland (since 2019)
- Partner at the law firm Becker | Gurini | Partner (since 2019)
- Member of the Advisory Board, VSUD (Vereinigung Schweizerischer Unternehmen in Deutschland) (since 2016)
- Member of the Advisory Board, Loeba GmbH (since 2014)

#### Former Activities and Functions

- Vice-Chair of the Board of Directors, Lonza Group Ltd (2020–2024)
- Member of the Board, EMS Chemie Holding AG (2018–2023)
- Member of the Board Committee, economiesuisse (2008–2019)
- Member of the Board, scienceindustries (2006–2018)
- Member of the Board, the Basel Chamber of Commerce (2002–2018)
- Member of the Group Executive Committee, Syngenta (2000–2018)
- Member of the Executive Board of the Business and Industry Advisory Committee (BIAC) for the Organization for Economic Co-operation and Development (OECD) (2012–2016)
- Head of Legal & Public Affairs, Novartis Crop Protection AG (1999–2000)
- Senior Corporate Counsel, Novartis International AG (1992–1998)



### Juan Andres

Nationality: Spanish  
Year of birth: 1964

Independent member of the Board of Directors of Lonza Group Ltd (since May 2025).

Juan Andres has a career spanning more than 35 years during which he has held a variety of executive leadership positions. He was President, Strategic Partnerships and Enterprise Expansion at Moderna and led all manufacturing and technical development there during the COVID-19 pandemic. Prior to that, he led manufacturing worldwide and held other strategic roles at Novartis for 12 years, after spending more than 15 years at Eli Lilly. He has a deep strategic understanding of technical operations and quality that is complemented by international business expertise.

Juan holds a Master of Pharmacy from Alcala de Henares University (ES) and has completed the Accelerated Development Program at London Business School (UK).

#### Current Activities and Functions

Juan Andres is a member of the People and Governance Committee, which is responsible for overseeing governance, talent development, and succession planning for the Board and Executive Committee.

He is also a member of the Strategy and Innovation Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

#### Public Company Boards

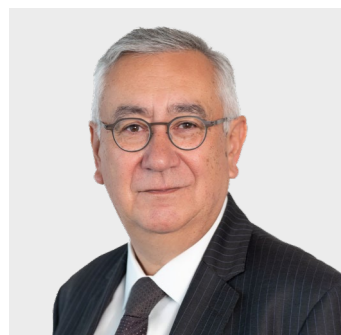
- Independent Member of the Board of Directors, Avantor (since 2019)

#### Further Appointments

- Member of the USA National Academy of Engineering (since 2022)

#### Former Activities and Functions

- Independent Member of the Board of Directors, Evelo Biosciences (2019–2023)
- President, Strategic Partnerships and Enterprise Expansion, Moderna (2017–2023)
- Chief Technical Operations and Quality Officer, Moderna (2018–2022)
- SVP Technical Development, Manufacturing and Quality, Moderna (2017–2018)
- Head of Technical Operations, Novartis (2015–2017)
- Head of Global Technical Operations, Novartis (2013–2015)
- Group Head of Quality, Novartis (2009–2012)
- Global Head of Technical Research and Development, Novartis (2007–2009)
- Global Head of Pharmaceutical Operations, Novartis (2005–2007)
- Global Vice President, Pharmaceutical Manufacturing, Eli Lilly & Company (2002–2005)
- Various quality, production and site head roles for Eli Lilly & Company (1988–2004)



### Eric Drapé

Nationality: French  
Year of birth: 1961

Independent member of the Board of Directors of Lonza Group Ltd (since May 2025).

For more than 35 years, Eric Drapé has served in multiple leadership roles in the pharmaceutical industry at Teva Pharmaceuticals, Ipsen Pharma and Novo Nordisk. He has a wealth of international experience, having held positions in Denmark, France, Israel and the US.

Eric holds a Doctorate in Pharmacy and a DESS in Analytical Chemistry from Paris XI (FR). He also holds an Executive MBA from SIMI (now Copenhagen Business School) (DK).

#### Current Activities and Functions

Eric Drapé is a member of the Remuneration Committee, which is responsible for reviewing and recommending compensation policies and plans, agreeing employment terms and evaluating the performance of the Executive Committee and the Chief Executive Officer.

He is also a member of the Audit and Compliance Committee, which is in charge of overseeing the systems of internal control and financial reporting, and compliance with laws and regulations, including the reporting and assurance process for ESG.

#### Public Company Boards

- Independent Member of the Board of Directors, Laboratoires Guerbet (since 2025)

#### Further Appointments

- Independent Member of the Board of Directors, LFB (since 2018)
- Member of the Board of Directors, Eukarÿs (since 2025)

#### Former Activities and Functions

- EVP, Head of Global Operations, Company Officer and Member of the Executive Committee, Teva (2019–2024)
- Member of the Board, Teva-Takeda Business Venture (2017–2022)
- EVP and Chief Quality Officer, Teva (2015–2019)
- Head of Biologics Operations, Teva (2014–2017)
- Senior VP, Technical Operations Steriles, Respiratory and Biologics, Teva (2014–2015)
- Executive VP, Technical Operations, Ipsen Pharma (2007–2014)
- Independent Member of the Board of Directors, NNE Pharmaplan France (2004–2007)
- Senior VP, Diabetes Finished Products, Novo Nordisk (2004–2007)
- Increasingly senior roles in Quality and as a Site Head in Novo Nordisk (1990–2004)
- Independent Member of the Board of Directors, A3P (1994–2001)
- Analytical Development roles in Air Force R&D and Servier (1987–1990)



### Marion Helmes

Nationality: German  
Year of birth: 1965

Independent member of the Board of Directors of Lonza Group Ltd (since May 2022).

Marion Helmes has extensive financial expertise as well as global operational experience from a career that includes Chief Financial Officer positions at Celesio, Q-Cells and with ThyssenKrupp's Elevator and Stainless divisions. She currently holds Board Memberships with Siemens Healthineers AG and Heineken N.V.

Marion has a degree in Business Administration from Freie Universität Berlin and a PhD from the University of St. Gallen.

#### Current Activities and Functions

Marion Helmes is a member of the Audit and Compliance Committee, which is responsible for overseeing the systems of internal control and financial reporting, and compliance with laws and regulations, including the reporting and assurance process for ESG.

She is also a member of the People and Governance Committee, which is responsible for overseeing governance, talent development, and succession planning for the Board and Executive Committee.

#### Public Company Boards

- Member of the Board of Directors, Chair of the Audit Committee, Heineken N.V. (since 2018)
- Member of the Board of Directors, Chair of the Audit Committee, Siemens Healthineers AG (since 2018)

#### Former Activities and Functions

- Vice-Chair of the Board of Directors, ProSiebenSat.1 Media SE (2014–2023)
- Member of the Board of Directors, British American Tobacco plc (2016–2022)
- Member of the Board of Directors, Uniper SE (2017–2020)
- Member of the Board of Directors, Bilfinger SE (2016–2018)
- Member of the Board of Directors, NXP Semiconductors N.V. (2013–2018)
- Chief Financial Officer, Celesio AG. From 2013, Speaker of the Management Board (2012–2014)
- Member of the Board of Directors, Fugro N.V. (2009–2014)
- Chief Financial Officer, Q-Cells SE (2010–2011)
- Chief Financial Officer, ThyssenKrupp Elevator AG (2006–2010)
- Chief Financial Officer, ThyssenKrupp Stainless AG (2005–2006)
- Various positions in Mergers & Acquisitions, Corporate Development and Controlling, ThyssenKrupp AG (1997–2005)
- Project Manager, St. Gallen Consulting Group (1996–1997)
- Manager Restructuring, Privatisation, Treuhandanstalt (1991–1994)



### Angelica Kohlmann

Nationality: German, Brazilian  
Year of birth: 1960

Independent member of the Board of Directors of Lonza Group Ltd (since May 2018).

Angelica Kohlmann holds a MD and doctorate in medicine from Hamburg University (DE).

#### Current Activities and Functions

Angelica Kohlmann is the Chair of the Strategy and Innovation Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

She is also a member of the Remuneration Committee, which is responsible for reviewing and recommending compensation policies and plans, agreeing employment terms and evaluating the performance of the Executive Committee and the Chief Executive Officer.

- Member of the Board, Foundation Prince Liechtenstein SFLIII (since 2025)
- Chair of the Board of Directors, Bloom Diagnostics AG (since 2018)
- Member International Advisory Board IE University and Business School, Madrid (since 2017)
- Chair of Board of Directors, Kohlmann & Co AG (since 2013)
- International investor in biotech and tech, based in Switzerland (since 2014)
- Chair of the Advisory Board Peter Drucker Society Europe / Global Peter Drucker Forum, Vienna (since 2009)

#### Former Activities and Functions

- Board Observer Teralytics AG (2017–2023)
- Member Advisory Board UBS Unique (2017–2018)
- Director Trinnacle Fund Ltd (2016–2017)
- Member Board of Directors Teralytics AG (2013–2016)
- Founder & CEO Ifitech GmbH, Germany (2010–2017)
- International investor in biotech and tech, based in Germany (2000–2013)
- International consultant for strategy, management, investments and restructuring (1992–1999)
- Head global restructuring Behringwerke AG, Germany (1990–1992)
- Member Board Staff Hoechst AG, Germany (1988–1990)
- International Marketing Group Leader, Behringwerke AG (1986–1988)
- MD Anderson Cancer Center, Houston and Memorial Sloan Kettering Cancer Center, New York, USA – various cancer research functions



### David Meline

Nationality: Swiss, US  
Year of birth: 1957

Independent member of the Board of Directors of Lonza Group Ltd (since May 2025).

David has served as CFO of three publicly listed industrial and biotech companies and worked in various capital-intensive industries throughout his career. After serving as CFO and CAO of 3M Company as well as CFO of Amgen, one of the world's largest independent biotech companies, David was CFO of Moderna during the COVID-19 pandemic. He has extensive governance, financial and industry experience, including business and IT services.

David holds a bachelor's degree in Mechanical Engineering from Iowa State University (US), a master's degree in Economics from London School of Economics (UK), and an MBA in Finance from the University of Chicago (US).

#### Current Activities and Functions

David Meline is a member of the Remuneration Committee, which is responsible for reviewing and recommending compensation policies and plans, agreeing employment terms and evaluating the performance of the Executive Committee and the Chief Executive Officer.

He is also a member of the Audit and Compliance Committee, which is in charge of overseeing the systems of internal control and financial reporting, and compliance with laws and regulations, including the reporting and assurance process for ESG.

#### Public Company Boards

- Non-Executive Member of the Board, and Audit Committee, Eikon Therapeutics (since 2025)
- Member of the Board, Member of the Finance, Investment and Technology Committee (since 2023), Chair of the Audit Committee (since 2024), HP Inc.
- Non-Executive Member of the Board of Directors, and Chair of the Finance, Audit and Compliance Committee, ABB Ltd (since 2016)

#### Further Appointments

- Vice-Chair of the Board of Directors, Los Angeles Philharmonic, a non-profit organization (since 2016)

#### Former Activities and Functions

- Member of the Board and Member of the Audit Committee, Pacific Biosciences of California, Inc. (2023–2025)
- Chief Financial Officer, Moderna (2020–2022)
- Chief Financial Officer, Amgen (2014–2019)
- Chief Financial Officer, 3M Company (2011–2014)
- Corporate Controller and Chief Accounting Officer, 3M Company (2008–2011)
- Chief Financial Officer North America, General Motors (2007–2008)
- Chief Financial Officer Europe, General Motors (2004–2007)
- Chief Financial Officer Daewoo, General Motors (2002–2004)
- Chief Financial Officer Brazil, General Motors (2000–2001)
- Finance and management roles in Brazil, Kenya and the US (1986–1999)
- Product Design Engineer, AT&T (1980–1983)



### Roger Nitsch

Nationality: Swiss, German  
Year of birth: 1961

Independent member of the Board of Directors of Lonza Group Ltd (since May 2022).

Roger Nitsch serves as CEO and President of Neurimmune, which he founded in 2006 with two business partners. A neuroscientist with a background in medicine, Roger is recognized as an opinion leader in neurodegenerative diseases with over 30 years of experience in Alzheimer's disease research and drug development. A Potamkin Prize winner and Member of the German Academy of Sciences, Roger served as a founding director of the Institute for Regenerative Medicine (IREM), University of Zurich.

Roger Nitsch holds an MD degree from the University of Heidelberg and earned his post-doctoral qualification at the Massachusetts Institute of Technology and Harvard Medical School.

#### Current Activities and Functions

Roger Nitsch is a member of the Strategy and Innovation Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments. He is also a member of the People and Governance Committee, which is responsible for overseeing governance, talent development, and succession planning for the Board and Executive Committee.

- CEO and President of the Board of Directors, Neurimmune Group (since 2006)
- Member of the Board of Directors, OphthaNova Therapeutics AG (since 2025)
- Member of the Advisory Board, PUREOS Bioventures (since 2017)
- Member of the Board of Directors, NOVAGO Therapeutics AG (since 2015)
- Member of the Board of Directors, INTEGRA Biosciences Holding AG (since 2002)

#### Former Activities and Functions

- Professor at the University of Zurich (1998–2024)
- Director and co-founder of the Institute for Regenerative Medicine University of Zurich (2016–2020)
- Overseas Visiting Professor of Health Science Aino University, Osaka, Japan (2016–2018)
- Member of the Advisory Board Max-Planck-Institute for Psychiatry, Munich (2009–2012)
- Member and Chair of the Scientific Advisory Board Institute for Advanced Studies (2006–2012)
- Chair, Board of Trustees, Center for Clinical Research University Hospital Zurich (2002–2014)
- Vice Dean Research, Medical Faculty at the University of Zurich (2002–2008)
- Coordinator of the European Union DIADEM and APOPIIS Research Consortia (1999–2006)
- Director at the Psychiatric University Hospital Zurich (1998–2005)
- Member of the Board of Directors and co-founder EVOTEC Neurosciences (1995–1998)
- Post-Doc, M.I.T. and Harvard Medical School (1990–1995)
- Post-Doc, University of Heidelberg (1987–1990)
- Research Fellow, Max-Planck Institute for Medical Research, Heidelberg (1983–1987)



### Barbara Richmond

Nationality: British  
Year of birth: 1960

Independent member of the Board of Directors of Lonza Group Ltd (since April 2014).

Barbara Richmond holds a first-class degree in management science from the University of Manchester Institute of Science and Technology in England. Barbara Richmond has substantial knowledge as a financial expert, demonstrated by her roles as CFO for various companies. She is a Fellow of the Institute of Chartered Accountants in England and Wales.

#### Current Activities and Functions

Barbara Richmond is the Chair of the Audit and Compliance Committee, which is responsible for overseeing the systems of internal control and financial reporting, and compliance with laws and regulations, including the reporting and assurance process for ESG.

#### Public Company Boards

- Independent Non-Executive Member of the Board, Berkeley Group Holdings plc (since 2026)
- Member of the Board of Directors, Barry Callebaut AG (since 2024)

#### Former Activities and Functions

- Integration and Synergies Director, Barratt Redrow plc (2024–2025)
- Group Finance Director, Barratt Redrow plc (2010–2024)
- Group CFO, Inchcape plc (2006–2009)
- Non-Executive Director and Audit Committee Chair, Scarborough Building Society until its merger with The Skipton Building Society (2005–2009)
- Non-Executive Director, Senior Independent Director and Audit Committee Chair, Carclo Group plc (2000–2006)
- Group CFO, Croda International plc (1997–2006) with dual role as Group CFO and President of Active Ingredients and Industrial Chemicals (2002–2006)
- Group CFO, Whessoe plc in 1993 (1993–1997)
- Various financial roles in Alstom Group SA (1987–1992)
- Auditor and management consultant, Arthur Andersen (1981–1984)

### Former Member of the Board of Directors in 2025<sup>1</sup>

#### Olivier Verscheure

Nationality: Belgian  
Year of birth: 1972

Independent member of the Board of Directors of Lonza Group Ltd (from May 2018 until May 2025).

Olivier Verscheure holds a PhD in Computer Science from EPFL (July 1999).

#### Current Activities and Functions

- Member of the Foundation Council, SWITCH (since 2019)
- Co-Director of the Executive Education program in Data Science and Management, HEC Lausanne and EPFL (since 2018)
- Member of the Scientific Advisory Board, ETH Strategic Initiative on Personalized Health and Related Technologies (since 2017)
- Co-Founder and Executive Director of the Swiss Data Science Center (since 2016)

#### Former Activities and Functions

- Research Program Director at IBM Research, Ireland (2010–2016)
- Senior Research Manager at the IBM T.J. Watson Research Center, New York (2004–2010)
- Senior member of the research staff at the IBM T.J. Watson Research Center, New York (1999–2004)



<sup>1</sup> Information tracked until the end of the mandate with Lonza Group Ltd.

# Executive Committee

The Board of Directors appoints the members of the Executive Committee (EC). Lonza's Executive Committee performs the duties assigned to it by the Board of Directors under the terms of the [Regulations Governing Internal Organization and Board Committees](#). It is responsible for managing Lonza worldwide and for implementing policies and strategies as defined by the Board of Directors. The Executive Committee supports and coordinates

the activities of the Business Platforms, the Group Functions and the Global Business Services Organization. The Executive Committee is also responsible for leadership development.

The Executive Committee comprises the following ten members as of 31 December 2025:

## Members of the Executive Committee

Name	Nationality	Year of Birth	Function
Wolfgang Wienand	German	1972	Chief Executive Officer
Philippe Deecke	Swiss / German / French	1972	Chief Financial Officer
Maria Soler Nunez	Spanish	1969	Chief Quality Officer
Nicoleta Baumgärtner	Romanian / US / Canadian / Swiss	1971	Chief Human Resources Officer
Andreas Bohrer	Swiss	1968	Chief Legal & Corporate Affairs Officer
Jason Berndt	US	1978	Head of Group Operations
Gordon Bates	British	1965	Head of Integrated Biologics
Christian Seufert	German	1975	Head of Advanced Synthesis
Daniel Palmacci	German / Italian / US	1969	Head of Specialized Modalities
Jean-Christophe Hyvert	Swiss / French	1972	Head of Capsules & Health Ingredients

## Limitation of Number of Mandates

According to Article 26 of [Lonza's Articles of Association](#), no member of the Executive Committee may hold more than:

- one additional mandate in a listed company;
- two additional mandates in non-listed companies; and
- ten mandates in associations, trusts and employee welfare foundations, educational institutions and similar organizations (in all cases only to the extent they are an undertaking with an economic purpose).

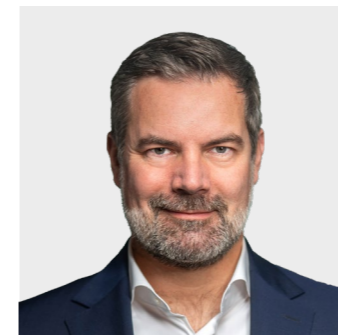
Mandates shall mean any membership of the board of directors, the executive committee, the advisory board or any comparable function under foreign law, of an undertaking with an economic purpose. Mandates in different legal entities that are under joint control or same beneficial ownership (including family asset management structures) are deemed one mandate. Mandates in companies that are controlled by Lonza or that control Lonza are not subject to the limitation set forth above. No member of the Executive Committee may hold more than five mandates at the request of Lonza or companies controlled by it, for a legal entity not affiliated with the group (including pension funds or joint ventures).

## Management Contracts

Lonza Group Ltd has not entered into management contracts with companies or natural persons not belonging to the Group.

## CVs Executive Committee

Members of the Executive Committee as of 31 December 2025



### Wolfgang Wienand

Nationality: German  
Year of birth: 1972

Chief Executive Officer (CEO) and Member of the Executive Committee (since July 2024).

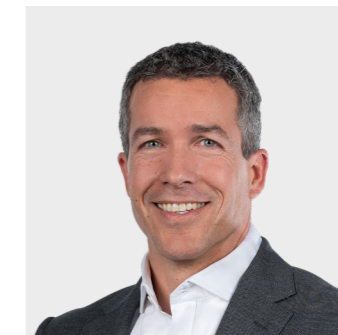
Wolfgang holds a PhD in Organic and Bioorganic Chemistry from the University of Cologne (DE), as well as an Executive Master of Science in Finance from HEC Paris (FR).

#### Current Activities

- Non-Executive Director of the Board, Mettler-Toledo International Inc. (since 2023)

#### Former Activities and Functions

- Chief Executive Officer, Siegfried Holding AG (2019–2024)
- Chief Scientific and Strategy Officer, and Member of the EC, Siegfried Holding AG (2017–2018)
- Chief Strategy Officer and Member of the EC, Siegfried Holding AG (2011–2017)
- Chief Scientific Officer and Member of the EC, Siegfried Holding AG (2010–2012)
- Vice President, Strategy and Business Development, Evonik Industries AG (2008–2010)
- Director, Process Research Biocatalysis and Homogenous Catalysis, Evonik Industries AG (2006–2008)
- Director, Strategy & Market Intelligence, Evonik Industries AG (2005–2006)
- Project Leader, Evonik Industries AG (formerly Degussa AG) (2002–2004)



### Philippe Deecke

Nationality: Swiss, German, French  
Year of birth: 1972

Chief Financial Officer (CFO) and Member of the Executive Committee (since December 2021).

Philippe holds a master's degree in Industrial Management and Manufacturing and a Bachelor's Degree in Computer Science from the Swiss Federal Institute of Technology (ETH), Zurich (CH), as well as an MBA from Cornell University's Johnson School (US).

#### Current Activities

- Member of the Board of Directors, Swisscom (since 2026)
- Member of the Board of Directors, Assura (since 2023)

#### Former Activities and Functions

- CFO, Novartis Oncology (2021)
- CFO, Sandoz, division of Novartis (2017–2021)
- CFO, Alcon EMEA, division of Novartis (2015–2017)
- Head Group Business planning and Analysis, Novartis International AG (2012–2015)
- CFO, Chief Financial and Administration Officer, Novartis Schweiz AG (2010–2012)
- Project Director, Novartis International AG (2008–2010)
- Head Finance, Novartis Pharmaceutical Inc. (US) (2006–2008)
- Assistant to CEO, Novartis International AG (2005–2006)
- Associate Principal, McKinsey (1998–2005)



### Maria Soler Nunez

Nationality: Spanish  
Year of birth: 1969

Chief Quality Officer (since October 2025) and Member of the Executive Committee (since August 2022).

Maria Soler Nunez holds a PhD in Pharmacy in the area of Genetics, Molecular Biology from the Universidad Complutense de Madrid (ES).

#### Former Activities and Functions

- Head of Group Operations, Lonza Group Ltd (2022–2025)
- Chief Quality Officer, Novartis (2020–2022)
- Head Global Manufacturing Functions, Novartis (2018–2020)
- Head Packaging and Manufacturing, Science & Technology, Novartis (2018)
- Head Manufacturing, Science & Technology, Novartis (2016–2017)
- Various regional and global leadership positions in Manufacturing and Quality at Novartis and Lilly (1997–2016)



### Nicoleta Baumgärtner

Nationality: Romanian, Canadian, US and Swiss  
Year of birth: 1971

Chief Human Resources Officer (CHRO) and Member of the Executive Committee (since November 2024).

Nicoleta holds a master's degree in Economics from the Academy of Economic Studies in Bucharest (RO).

#### Former Activities and Functions

- Global Head of HR, Biologics division, Lonza Group Ltd (2024)
- Global Head of HR, Capsules & Health Ingredients division, Lonza Group Ltd (2021–2024)
- Global Head Rewards, Novartis Pharmaceuticals (2018–2021)
- Head HR, Global Supply Chain, Global Strategy & OpEx, Novartis (2016–2018)
- Head HR, Global Functions, Pharma TechOps, Novartis (2015–2016)
- Head Compensation & Benefits, Pharma Technical Operations, Novartis (2014–2015)
- Performance Management and Compensation Leader, Roche (2006–2014)
- Various Compensation and Sales Effectiveness roles at AMD, Wells Fargo, Phillip Morris, and Kodak (1998–2006)



### Andreas Bohrer

Nationality: Swiss  
Year of birth: 1968

Chief Legal & Corporate Affairs Officer and Member of the Executive Committee (since July 2025).

Andreas holds a Master of Laws (LLM) from New York University (US), a Habilitation in Law from the University of Zurich (CH) and is admitted as attorney-at-law in Zurich (CH).

#### Current Activities and Functions (representation of Lonza in business associations):

- Chair of the Board, SwissHoldings (association of the multinational companies in Switzerland, since 2025; Board member since 2024)
- Vice-Chair of the Board, Scienceindustries (association of the life sciences companies in Switzerland, since 2025; Board member since 2019)
- Member of the Board Committee, economiesuisse (association of the Swiss economy, since 2024; Board member since 2021)
- Member of the Executive Board, BIAC/Business at OECD (business association, since 2025)

#### Former Activities and Functions

- Group General Counsel and Company Secretary, Lonza Group Ltd (2015–2025)
- General Counsel and Member of the Executive Committee, Novartis Animal Health Division (2014–2015)
- Head Legal Transactions, Novartis Group (2010–2014)
- General Counsel Switzerland, UBS AG (2009–2010)
- General Counsel and Chief Risk Officer EMEA, UBS Global Asset Management (2004–2009)
- Executive Director, M&A, Group Legal, UBS AG (2003–2004)
- Corporate Attorney, Lenz & Staehelin, (1999–2003)
- Corporate Associate, Covington & Burling (Howard Smith & Levin LLP), New York (1998–1999)



### Jason Berndt

Nationality: US  
Year of birth: 1978

Head of Group Operations and Member of the Executive Committee (since October 2025).

Jason holds a bachelor of science from the United States Military Academy (US) and MBA from University of Michigan (US).

#### Former Activities and Functions

- Senior Vice President, Head of Global Technical Services, Bristol Meyers Squibb (2024–2025)
- Head of Global Operations, Gingko Bioworks (2022–2024)
- Senior Vice President, Head of Global Biologics Operations, Teva Pharmaceutical Industries (2022)
- Senior Vice President, Head of Global Transformation Office, Teva Pharmaceutical Industries (2020–2022)
- Vice President and General Manager, Japan Operations, Teva Pharmaceutical Industries (2017–2020)
- Site General Manager, Cincinnati Ohio, Teva Pharmaceutical Industries (2015–2017)
- Senior Director, Head of Operational Excellence, Americas Region, Teva Pharmaceutical Industries (2014–2015)
- Consultant specializing in operational restructuring, transformation and operational strategy, McKinsey & Company (2012–2014)
- Various roles in manufacturing and supply chain leadership, Procter & Gamble Company (2006–2012)
- Military officer, US Army (2001–2006)



### Gordon Bates

Nationality: British  
Year of birth: 1965

Head of Integrated Biologics (since April 2025) and Member of the Executive Committee (since April 2021)

Gordon Bates holds a master's degree in Engineering Business Management from the University of Warwick (UK).

#### Former Activities and Functions

- President, Lonza Small Molecules Division (2021–2025)
- President, Lonza Chemical Division (2018–2020)
- Senior Vice President, Business Unit Head, Lonza Chemical and Microbial Manufacturing (2015–2017)
- Global Head of Sales, Lonza Pharma Custom Manufacturing (2013–2015)
- Head of Operations and Site Manager, Lonza Slough (UK) (2007–2013)
- Global Head of Lonza Operational Excellence (2003–2007)



### Christian Seufert

Nationality: German  
Year of birth: 1975

Head of Advanced Synthesis (since April 2025) and Member of the Executive Committee (since July 2022).

Christian Seufert holds a master's degree in Business Administration and Economics from the University of Hohenheim (DE).

#### Former Activities and Functions

- President, Lonza Capsules & Health Ingredients Division (2022–2025)
- Senior Vice President Pharma Solutions/Nutrition & Health Americas, BASF (2018–2022)
- Vice President, Global Segment Management Aroma Ingredients, BASF (2015–2018)
- Vice President, Regional Business Management Home Care, Industrial and Institutional Cleaning, Europe & EAWA, BASF (2012–2014)
- Vice President/Director, Regional Business Management Formulation Technologies, North America, BASF (2009–2012)
- Various regional and global leadership positions in Strategy, Sales and Marketing at BASF (2002–2009)



### Daniel Palmacci

Nationality: German, Italian, US  
Year of birth: 1969

Head of Specialized Modalities (since April 2025) and Member of the Executive Committee (since November 2022).

Daniel Palmacci holds a master's degree in Chemistry and Process Engineering with High Honors from the Technical University Berlin (DE).

#### Current Activities

- Member of the Board of Directors, LOWENCO (since September 2022)

#### Former Activities and Functions

- President, Lonza Cell & Gene Division (2022–2025)
- Senior Vice President, Global Head Technical Operations, MorphoSys (2020–2022)
- Global Head Vaccines & Biologics Strategic Facility Creation, Merck Sharp & Dohme (2019–2020)
- Global Head Drug Substance Biopharma Manufacturing/CEO Sandoz GmbH, Novartis (2018–2019)
- Site Head, Drug Product Schafftenau, Novartis (2017–2018)
- Global Head External Supplier Operations, Biopharma, Sandoz – Novartis (2015–2017)
- Global Head Technical Operations, Biopharma, Sandoz – Novartis (2015)
- Global Product Leader & Global Head Manufacturing, Science & Technology (MS&T), Sandoz – Novartis (2013–2015)
- Head of Manufacturing, Bayer Healthcare (2008–2013)
- Director of Operations – Plant Manager, Bayer Healthcare (2006–2008)
- Various Project Manager and QA Manager roles, Berlex LCC, Schering AG, Schering do Brazil, ingea depotec and GTZ (1994–2006)



### Jean-Christophe Hyvert

Nationality: Swiss, French  
Year of birth: 1972

Head of Capsules & Health Ingredients (since April 2025) and Member of the Executive Committee (since April 2021).

Jean-Christophe Hyvert holds a master's degree in Physics from INSA, Rennes (FR) and an MBA from the Northwestern University (USA).

#### Current Activities

- Senior Advisor to Astorg (02/2025–01/2026)
- Member of the Board, Solvias (since 2025)

#### Former Activities and Functions

- President, Lonza Biologics Division (2021–2025)
- President, Lonza Cell & Gene Division (2021–2022)
- Chief Commercial Officer, Lonza Pharma Biotech & Nutrition Segment (2019–2020)
- Vice President, Finance, Lonza Pharma & Biotech Segment (2017–2019)
- Finance Director ECEMEA, Baxter International (2016–2017)
- Senior Director EMEA Business Development, Baxter International (2015–2016)
- Finance Director, Baxter International (2013–2014)
- Various leadership positions in Finance and Corporate Development at Newell Rubbermaid, Lehman Brothers and Legris (covering M&A and Supply Chain) (1995–2013)

# Compensation, Shareholdings and Loans

Details of Board and Executive Committee compensation are contained in the Remuneration Report, respectively on pages 193 and 184.

## Shareholders' Participation Rights

### Voting Rights Restrictions and Representation

Only persons with valid entries in the share register are recognized as shareholders or usufructuaries. A shareholder may only be represented at the Shareholders' Meeting by the independent proxy, a legal representative or, by means of written proxy, by a representative of their choice. Persons who do not declare to have acquired the respective shares in their own name and for their own account are considered "nominees". They will be entered with voting rights in the share register up to a maximum of 2% of the share capital, unless the actually entitled persons are revealed. The details are set out in Article 6 of [Lonza's Articles of Association](#). This restriction is not meant to serve as takeover defense. It may only be removed by a resolution of the Shareholders' Meeting with a quorum in accordance with Swiss law. Each share has the right to one vote and is entitled to dividends. The shares held by Lonza or Group entities are not entitled to vote and bear no dividends. Lonza may use an electronic voting system for all the resolutions to be taken at a Shareholders' Meeting. [Lonza's Articles of Association](#) do not contain any other rules on the electronic participation in the Shareholders' Meeting, nor specific rules on the issue of instructions to the independent proxy.

### Statutory Quora

Except as otherwise stipulated by law, an absolute majority of the votes represented at a Shareholders' Meeting is required for resolutions and elections. For certain important matters such as a change of the company purpose and domicile, the dissolution of the company, and certain matters relating to capital changes, Article 704 of the Swiss Code of Obligations requires at least two-thirds of the voting rights represented and an absolute majority of the nominal value of shares represented.

### Convocation of Shareholders' Meetings

Ordinary Shareholders' Meetings are called in accordance with the law and [Lonza's Articles of Association](#). Extraordinary Shareholders' Meetings must be called upon resolution of a Shareholders' Meeting or if demanded by one or more shareholders representing at least 5% of the share capital. Lonza sends the invitation to shareholders at least 20 days before the Shareholders' Meeting and publishes it on its website as well as in the Swiss Official Gazette of Commerce.

### Agenda

One or more shareholders representing at least 0.134% of the share capital or the voting rights may request an item to be included in the agenda of a Shareholders' Meeting. The request to include an item must be submitted in writing at least 40 days before the meeting, stating the item to be included and the motions.

### Entry in the Share Register

Purchasers of Lonza shares may submit a request to be entered, without limitation, as shareholders with voting rights in the share register, provided they expressly declare that they have acquired the shares in their own name and for their own account. Special rules exist for persons who do not expressly declare in the entry application that they hold the shares for their own account (nominees) – see Limitations on Transferability and Nominee Registrations section, page 207. There are no special rules in [Lonza's Articles of Association](#) concerning a deadline for entry in the share register. For the 2026 AGM, the share register will be closed on Wednesday, 29 April 2026 at 5:00 pm CEST.

## Changes of Control and Defense Measures

### Duty to Make an Offer

According to the Swiss Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (Financial Market Infrastructure Act, FinMIA), an investor who acquires more than 33 1/3% of the voting rights (directly, indirectly or in concert with third parties), whether exercisable or not, is required to submit a takeover offer for all shares outstanding. No special opting-out or opting-up dispositions are contained in [Lonza's Articles of Association](#).

### Clauses on Change of Control

The employment agreements of the Executive Committee members contain certain clauses on change of control, which are outlined in the Compensation of the Executive Committee section of the Remuneration Report. In addition, Lonza's Long-Term Incentive Plan (LTIP) provides that unvested awards or blocked shares unconditionally vest upon change of control (see Compensation of the Executive Committee section of the Remuneration Report, page 184).

## Auditors

### Duration of the Mandate and Term of Office of the Lead Auditor

The external statutory auditor is elected at the Annual General Meeting for a period of one financial year. Deloitte AG, Pfingstweidstrasse 11, 8005 Zurich (CH), was elected as external statutory auditor of Lonza Group Ltd at the Annual General Meeting held on 5 May 2023 for the financial year 2024 and as statutory auditor of Group companies for the same financial

year. Deloitte AG was re-elected at the Annual General Meeting 2024 for the financial year 2025 and again at the 2025 AGM for the financial year 2026. Fabien Lussu from Deloitte AG has been nominated as lead auditor for the financial year 2025. Lonza's Audit and Compliance Committee ensures that the lead auditor is rotated at least every seven years.

## Auditing Fees and Additional Fees

The fees for professional services due to Deloitte AG for the year under audit ended 31 December 2025 are as follows:

Million CHF	2025	2024
Audit services	3.702	3.801
Audit-related services		
– Assurance – transaction related	1.280	0.000
– Assurance – other	1.210	0.964
– Non-statutory audits		
Tax services	0.109	0.274
Other services	0.036	0.295
<b>Total</b>	<b>6.337</b>	<b>5.334</b>

Audit services are provided as required by law and include the audit of the consolidated financial statements of Lonza Group Ltd as well as the required statutory audits of Lonza Group entities. Audit-related services include other assurance and accounting services provided by the independent auditors but which may not exclusively be provided by the statutory auditors. These services go beyond the legal requirements and may include, inter alia, other attestation services, comfort letters, audits in connection with non-recurring transactions, consents and consultations, as well as audit services related to the performance of carve-out financial statements. Tax services represent tax compliance, assistance with historical tax matters, and other related services.

### Supervisory and Control Instruments vis-à-vis the Auditors

The Audit and Compliance Committee is responsible for evaluating the performance and independence of the external auditors on behalf of the Board of Directors. This evaluation occurs at least once a year. The criteria applied for the assessment include professional competence, sufficiency of resources, the ability to provide effective and practical recommendations and coordination of the external auditors with the Audit and Compliance Committee and senior management. In the reporting year, Deloitte AG attended five Audit and Compliance Committee meetings. In those meetings, the external auditors presented the 2025 audit strategy and their 2025 results. The Comprehensive

Auditor's Report to the Board of Directors prepared by Deloitte AG summarizes the reports presented to the Audit and Compliance Committee throughout the year. Within the scope of the approved and budgeted amount, the Chief Financial Officer can delegate non-audit-related mandates to the external auditors, subject to all applicable auditor independence regulations. The Board of Directors has determined the rotation interval for the lead auditor in charge to be at least every seven years, as defined by the Swiss Code of Obligations. The Audit and Compliance Committee reviews Lonza's financial reporting process on behalf of the Board of Directors. Lonza's management is responsible for preparing the financial statements and the reporting process, including the system of internal controls. The Audit and Compliance Committee is also responsible for overseeing the conduct of the activities by Lonza's management and the external auditors.

The external auditor, Deloitte AG, is responsible for expressing an opinion on the accounting records and the financial statements prepared in accordance with Swiss law and [Lonza's Articles of Association](#). Deloitte AG is also responsible for expressing an opinion on the consolidated financial statements (balance sheet, income statement, statement of comprehensive income, cash flow statement, statement of changes in equity and notes) prepared in accordance with the International Financial Reporting Standards (IFRS), which is issued by the International Accounting Standards Board (IASB), and with Swiss law. Deloitte AG also audited the Remuneration Report 2025 with respect to the information required by the Swiss Code of Obligations.

# Information Policy and Key Reporting Dates

Lonza pursues a proactive and professional communication policy. Lonza publishes price-sensitive information in accordance with the obligation to disclose price-sensitive facts as required by the SIX Swiss Exchange. Ad hoc notices are made available on [Lonza's news site](#) and submitted to SIX Swiss Exchange. Additionally, Lonza's website provides a [news and subscription service](#) that allows interested parties to receive, via e-mail distribution, free and timely notification of price-sensitive facts.

Corporate Communications reports directly to the Chief Executive Officer. Investor Relations reports to the Chief Financial Officer. On basic matters of general corporate policy, Corporate Communications and Investor Relations receive their directives from the Executive Committee.

Lonza makes the Annual Report, the Sustainability Report, the Half-Year Results and the Full-Year Results available to all interested parties as a [PDF download](#).

The invitation to the Annual General Meeting is published on Lonza's website and in the Swiss Official Gazette of Commerce. It is also sent by mail or e-mail to the shareholders entered in the share register. Lonza's website is regularly updated and provides relevant information such as share-price development, news releases and presentations.

In 2025, Lonza hosted financial results presentations in Zürich (CH) via webcast and conference call. In addition, Lonza manages an annual program of investor meetings, attending investor conferences and hosting roadshows in key financial hubs. Shareholders, potential investors and financial analysts are also welcomed at our headquarters at Münchensteinerstrasse 38, 4002 Basel (CH) or can contact Investor Relations via telephone (+41 61 316 29 85) or email ([investor.relations@lonza.com](mailto:investor.relations@lonza.com)).

### Anticipated Key Reporting Dates

The list of all corporate events of special interest is subject to change during the year as dates are adjusted and added. Updated information is found on the [Investor Relations](#) page of our website or on page 17 of the Annual Report.

### Black-out Periods and Trading Bans

Lonza Group Ltd has two regular black-out periods which start on (i) 9 June and (ii) 10 December every year and end on the day after the public announcement of the company's Half-Year and Full-Year Results, respectively. During these black-out periods, members of the Board of Directors and Executive Committee as well as several employees (which are deemed to potentially have access to sensitive information during these periods) are not allowed to trade Lonza securities.

In addition, Lonza may issue a special trading ban outside of the regular black-out periods for persons which potentially have access to sensitive information (such as in the case of working on specific projects or matters which may lead to ad hoc announcements). These special trading bans are upheld for as long as the potentially sensitive information has not been made public. The persons in scope are informed of the start and the end of a special trading ban and are not allowed to trade Lonza securities during this period.

In 2025, no exceptions to the rules regarding regular black-out periods and special trading bans were granted.