



Corporate Governance

194	Group Structure and Shareholders
196	Capital Structure
198	Board of Directors
210	Executive Committee
216	Compensation, Shareholdings and Loans
216	Shareholders' Participation Rights
217	Changes of Control and Defense Measures
217	Auditors
219	Information Policy and Key Reporting Dates

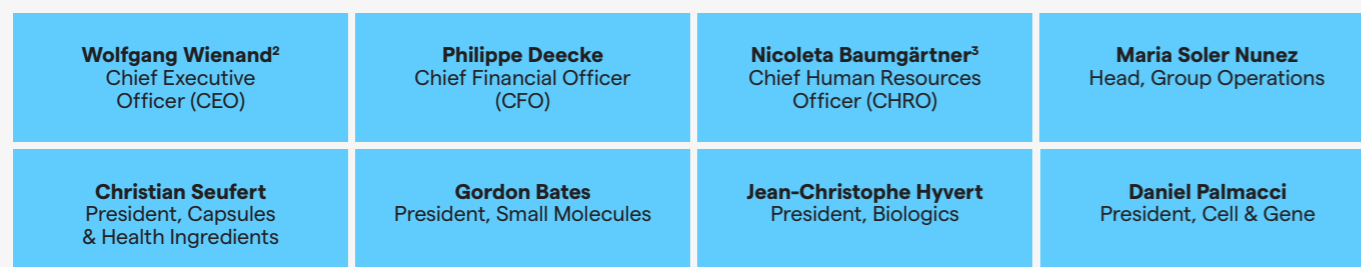
Group Structure and Shareholders¹

Lonza Board of Directors

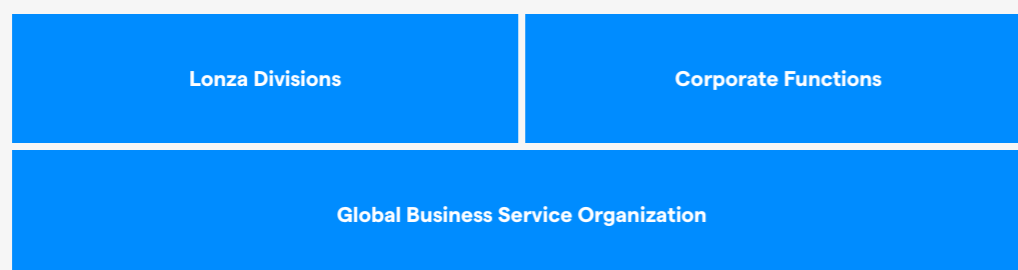


The Chair of the Board of Directors takes responsibility for all sustainability related issues

Lonza Executive Committee (EC)



Lonza



Operational Group Structure

Divisions

In 2024, Lonza’s activities were organized in the following four divisions:

- Biologics
- Small Molecules
- Cell & Gene
- Capsules & Health Ingredients

Corporate Functions (non-exhaustive)

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

Global Business Services Organization

Our Global Business Services Organization (GBSO) supports our divisions and corporate 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 is centralized in Manchester (UK) to support EMEA markets and in San José (CR) for the Americas and through in-country teams in APAC.

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 (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 197, 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 2024:

- 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 2024 can be found at the [SIX Swiss Exchange disclosure platform](#).

Cross-Shareholdings

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

¹ As of 31 December 2024.

² Albert M. Baehny was Chief Executive Officer (CEO) *ad interim* until June 2024. Wolfgang Wienand started in July 2024.

³ Ulrike Kaeppler was Chief Human Resources Officer (CHRO) until May 2024. Nicoleta Baumgärtner started in November 2024.

Capital Structure

Share Capital

As of 31 December 2024, the share capital of Lonza Group Ltd amounted to CHF 72,226,184, fully paid-in and divided into 72,226,184 registered shares, with a par value of CHF 1 each.

Shareholder Structure

	31.12.2024		31.12.2023	
	Shareholders in %	Shares in %	Shareholders in %	Shares in %
Switzerland	87.75	21.45	88.47	21.20
UK	0.92	7.26	0.89	6.42
USA	2.73	2.42	2.59	2.08
Others	8.60	7.41	8.05	9.06
Shares in transit		59.25		58.09
Treasury shares without voting rights		0.12		0.15
Share Buyback		2.09		3.01
Total	100	100	100	100
Total number of shares		72,226,184		74,468,752

Share Register

	31.12.2024	31.12.2023
Registered shareholders	53,784	51,720
Registered shares with voting rights	24,431,971	26,233,571
Share distribution:		
1 – 100	43,020	40,450
101 – 1,000	9,511	9,942
1,001 – 10,000	1,016	1,076
10,001 – 100,000	202	214
100,001 – 1,000,000	31	34
Over 1,000,000	4	4
Total registered shareholders	53,784	51,720

Capital Band and Conditional Capital

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^{ter} 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-in 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^{bis} of [Lonza’s Articles of Association](#).

According to Article 4^{quater} 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^{quater} of [Lonza’s Articles of Association](#).

Changes in Capital

	2024	2023	2022	2021
Share capital in CHF	72,226,184	74,468,752	74,468,752	74,468,752
Registered shares	72,226,184	74,468,752	74,468,752	74,468,752
Par value in CHF / share	1	1	1	1

On 7 May 2024, the Board of Directors of Lonza Group Ltd resolved to reduce the share capital within the capital band by cancelling 2,242,568 registered shares with a par value of CHF 1 each, repurchased under the share buyback program.

Profit-Sharing Certificates

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

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 (SGX). 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 2024, Lonza had a market capitalization of CHF 38,699 million (2023: CHF 26,340 million).

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 2024, no options or warrants to acquire shares issued by or on behalf of Lonza Group Ltd were outstanding.

Board of Directors

The Board of Directors (or the “Board”) comprises the following eight members as of 31 December 2024.

Name	Nationality	Year of birth	Year of initial appointment	Expiration of current term in office	Independence
Jean-Marc Huët	Dutch	1969	2024	2025	Independent
Marion Helmes	German	1965	2022	2025	Independent
Angelica Kohlmann	German/Brazilian	1960	2018	2025	Independent
Christoph Mäder	Swiss	1959	2016	2025	Independent
Roger Nitsch	Swiss/German	1961	2022	2025	Independent
Barbara Richmond	British	1960	2014	2025	Independent
Jürgen Steinemann	German	1958	2014	2025	Independent
Olivier Verscheure	Belgian	1972	2018	2025	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. Jean-Marc Huët and David Meline have core competencies in two areas.

Skills/ experience	Jean-Marc Huët	Jürgen Steinemann	Roger Nitsch	Christoph Mäder	Angelica Kohlmann	Marion Helmes	Barbara Richmond	Olivier Verscheure	Juan Andres ¹	Eric Drapé ¹	David Meline ¹
Public Company Chair / CEO Experience	x	x									
Financial Acumen	x					x	x				x
Sustainability and Governance				x							
Business Services / IT											x
Scientific Expertise			x		x			x			
Pharma / Manufacturing Experience									x	x	

After serving as a Board member for seven years and as Chair for six years at Lonza, Albert M. Baehny did not stand for re-election at the Annual General Meeting held on 8 May 2024 (the “2024 AGM”). Consequently, his mandate as Board member and Chair terminated at completion of the 2024 AGM. At the same meeting, Jean-Marc Huët was elected as a new Board member and Chair of Lonza.

The Board will propose the election of Juan Andres, Eric Drapé and David Meline as new Board members at the upcoming Annual General Meeting to be held in 2025 (the “2025 AGM”). Juan Andres, Eric Drapé and David Meline would join the Board of Directors as independent members.

After seven years as a Board member at Lonza, Olivier Verscheure decided not to stand for re-election at the 2025 AGM.

The composition of the Board of Directors 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 of Directors 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.

Internal Organizational Structure

The Board of Directors consists of the Chair, the Vice-Chair and the other Board members. The Board of Directors strives to select the committee members based on their professional background and experience. In accordance with [Lonza's Articles](#)

Elections and Terms of Office

Each member of the Board of Directors is individually elected at 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 of Directors can extend this limit. The Chair of the Board of Directors is elected at the Shareholders’ Meeting. The Vice-Chair is appointed by the Board of Directors. The members of the Remuneration Committee are elected at the Shareholders’ Meeting on an annual basis. The members of the other Board Committees are appointed by the Board of Directors. The Chairs of the Board Committees are nominated by the Board of Directors.

[of Association](#), there must be at least five Board members. The members of the Board of Directors sat on the following committees in 2024:

Name	Audit and Compliance Committee	Nomination and Governance Committee ¹	Remuneration Committee ²	Innovation and Technology Committee
Jean-Marc Huët ³		Chair		Member
Marion Helmes	Member	Member		
Angelica Kohlmann			Member	Chair
Christoph Mäder	Member		Chair	
Roger Nitsch		Member		Member
Barbara Richmond	Chair			
Jürgen Steinemann		Member	Member	
Olivier Verscheure				Member

¹ The Nomination and Governance Committee replaced the Nomination and Compensation Committee as from 1 August 2024 with respect to governance and succession planning matters.

² The Remuneration Committee replaced the Nomination and Compensation Committee as from 1 August 2024 with respect to compensation matters.

³ Elected as Board member and Chair at the 2024 AGM. Albert M. Baehny was a member of the Innovation and Technology Committee until the 2024 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 and 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 of Directors 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 of Directors 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 confirms the objectives for the Chief Executive Officer (CEO) and the Executive Committee and 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.

Innovation and Technology Committee

The Innovation and Technology Committee (ITC) monitors potential technology breakthroughs, including ESG developments and artificial intelligence, supports management in driving innovation projects and provides and facilitates contacts, e.g. with academia and research institutions. With regard to the tasks assigned to it, the Innovation and Technology Committee regularly informs the Board of Directors on all matters discussed and decided in its meetings, in accordance with the Innovation and Technology Committee Charter. All Innovation and Technology Committee members are independent.

Number of Meetings, Duration and Attendance

Name	Board of Directors	Audit and Compliance Committee	Nomination and Governance Committee ¹	Remuneration Committee ²	Innovation and Technology Committee
Number of meetings	12	8	2	7	5
Average duration (hours)	2:47	2:18	1:00	2:00	2:45
Overall attendance	94.79%	100%	100%	95.24%	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 of Directors in their respective areas of responsibility. The Board of Directors 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 Innovation and Technology 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. The 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 ¹	Remuneration Committee ²	Innovation and Technology Committee
Meeting Total	12	8	2	7	5
Albert M. Baehny ³	7				2
Marion Helmes	12	8	2		
Jean-Marc Huët ⁴	5		2		3
Angelica Kohlmann	12			7	5
Christoph Mäder	12	8		7	
Roger Nitsch	12		2		5
Barbara Richmond	11	8			
Jürgen Steinemann ⁵	8		2	7	
Olivier Verscheure	12				5

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 of Directors 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 of Directors has – with the exception of non-delegable and inalienable duties – delegated the management of the company to the Executive Committee. The Board of Directors 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 Group General

Counsel and Company Secretary, manages identified material topics (as shown in the double materiality assessment (DMA) matrix in the Sustainability Report 2024) and is responsible for sustainability reporting. The Head of Global Sustainability and the Head of Global Environment, Health and Safety (EHS) and their teams are responsible for proposing the corporate sustainability strategy and implementing and overseeing the Safety and Sustainability Policy. The Global Sustainability and EHS teams report to Lonza's Group General Counsel and Company Secretary.

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 of Directors 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 of Directors 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.

¹ Indication as from 1 August 2024.

² Indication with respect to the Nomination and Compensation Committee (until 31 July 2024) and the Remuneration Committee (as from 1 August 2024).

³ Albert M. Baehny was a member and Chair of the Board of Directors until the 2024 AGM. He attended all meetings which were held prior to his departure.

⁴ Jean-Marc Huët has been elected member and Chair of the Board of Directors at the 2024 AGM. He attended all meetings which were held after his election.

⁵ Jürgen Steinemann had to excuse himself for three extraordinary Board calls that were scheduled at short notice.

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 divisions;
- 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 divisions 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 of Directors 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 control 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 2024, seven internal audit reports and an additional seven 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 supervised 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 yearly 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. 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 2024, the Board of Directors 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 2024

**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 AGM. Jean-Marc brings a strong international leadership track record, with current Chair roles at Heineken and Vermaat, 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.

Jean-Marc Huët holds an MBA from INSEAD, Fontainebleau (FR).

Current Activities and Functions

Jean-Marc Huët is the Chair of the Nomination 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 Innovation and Technology Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

Public Company Boards

- Chair, Heineken (since 2014)

Further Appointments

- Chair, Vermaat (since 2019)

Former Activities and Functions

- Member of the Board of Picnic (2020 – 2024)
- Member of the Board of Canada Goose (2017 – 2023)
- Member of the Board of SHV (2015 – 2019)
- Member of the Board of Formula One (2012 – 2017)
- Member of the Board of Mead Johnson Nutrition (2009)
- Executive Director and Chief Financial Officer, Unilever (2010 – 2015)
- 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 Nomination and Governance Committee, which is responsible for overseeing governance, talent development, and succession planning for the Board and Executive Committee.

Public Company Boards

- Chair of the Supervisory Board of Metro AG (2015 – 2025)

Further Appointments

- Managing Director of JBS Holding GmbH (since 2017)
- Chair of the Supervisory Board of Barentz International B.V. (since 2020)
- Member of the Supervisory Board of Bankiva B.V. (since 2017)
- Chair *ad interim* of the Supervisory Board of Big Dutchman AG (2024 – 2025)

Former Activities and Functions

- Deputy Chair of the Supervisory Board of Big Dutchman AG (2023 – 2024)
- Member of the Supervisory Board of Big Dutchman AG (2015 – 2023)
- Member of the Advisory Board of Tower Brook Capital Partners LP (2017 – 2022)
- Member of the Advisory Board of EQT (2019 – 2023)
- Member of the Board of Directors of Barry Callebaut AG (2015 – 2020)
- Chief Executive Officer of Barry Callebaut (2009 – 2015)
- Member of the Executive Board and Chief Operating Officer of Nutreco (2001 – 2009)
- Chief Executive Officer of Lodders Croklaan (1999 – 2001)
- Various senior positions in business-to-business marketing and sales with the former Eridania Béghin-Say Group, ultimately in the «Corporate Plan et Stratégie» unit at the head office in Paris (1990 – 1998)
- Member of the Board of 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, Switzerland, 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)
- President of Economiesuisse (since 2020)
- Member of the Board of Directors Assivalor AG (since 2019)
- Member of the Advisory Board of Accenture Switzerland (since 2019)
- Partner at the law firm Becker | Gurini | Partner (since 2019)
- Member of the Council of Schweizer Jugend forscht (since 2018)
- Member of the Advisory Board of Vereinigung Schweizerischer Unternehmen in Deutschland (since 2016)
- Member of the Advisory Board of Loeba GmbH (since 2014)

Former Activities and Functions

- Vice-Chair of the Board of Directors of Lonza Group Ltd (2020 – 2024)
- Member of the Board of EMS Chemie Holding AG (2018 – 2023)
- Member of the Group Executive Committee of Syngenta (2000 – 2018)
- Member of the Board Committee of economiesuisse (2008 – 2019)
- 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)
- Member of the Board of science industries (2006 – 2018)
- Member of the Board of the Basel Chamber of Commerce (2002 – 2018)
- Head of Legal & Public Affairs for Novartis Crop Protection AG (1999 – 2000)
- Senior Corporate Counsel for Novartis International AG (1992 – 1998)

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

Former Activities and Functions

- Vice Chair of the Board of Directors of ProSiebenSat.1 Media SE (2014 – 2023)
- Member of the Board of Directors of British American Tobacco plc (2016 – 2022)
- Member of the Board of Directors of Uniper SE (2017 – 2020)
- Member of the Board of Directors of Bilfinger SE (2016 – 2018)
- Member of the Board of Directors of 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 of 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

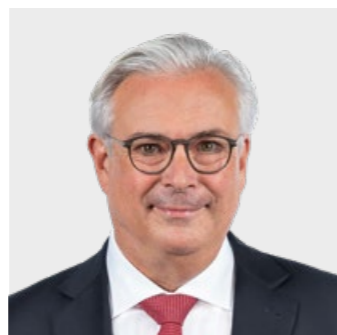
Angelica Kohlmann is the Chair of the Innovation and Technology Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

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.

- Chair Board of Directors, Bloom Diagnostics AG (since 2018)
- Member International Advisory Board IE University and Business School, Madrid (since 2017)
- Chair 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 (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 (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 (1990 – 1992)
- Member Board Staff Hoechst AG, Germany (1988 – 1990)
- International Marketing Group Leader at Behringwerke AG (1986 – 1988)
- MD Anderson Cancer Center, Houston and Memorial Sloan Kettering Cancer Center, New York, USA – various cancer research functions



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 Innovation and Technology Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

He is also a member of the Nomination 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 of Neurimmune Group (since 2006)
- Member of the Advisory Board of PUREOS Bioventures (since 2017)
- Member of the Board of Directors of NOVAGO Therapeutics AG (since 2015)
- Member of the Board of Directors of 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 APOPIS 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. From August 2024 until retirement in August 2025, Barbara acts as Integration and Synergies Director Redrow.

Public Company Boards

- Member of the Board of Directors of Barry Callebaut AG (since 2024)

Former Activities and Functions

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



Olivier Verscheure

Nationality: Belgian
Year of birth: 1972

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

Olivier Verscheure is a Professor of Computer Science at EPFL (ETH Lausanne) and the co-founder and Executive Director of the Swiss Data Science Center, a national hub for applied Artificial Intelligence (AI) and Data Science, jointly hosted at EPFL in Lausanne and ETH Zurich since 2016. Olivier also co-leads an executive training program in Data Science and Management with HEC Lausanne, blending his expertise in academia and industry. Before joining EPFL, he held various research and leadership positions at IBM in the United States and Ireland.

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

Current Activities and Functions

Olivier Verscheure is a member of the Innovation and Technology Committee, which is responsible for reviewing innovation and technology initiatives at Lonza, including ESG developments.

- 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)

Former Member of the Board of Directors in 2024¹

Albert M. Baehny

Nationality: Swiss
Year of birth: 1952

Chief Executive Officer (CEO) *ad interim* (from October 2023 until June 2024), Chair of the Board of Directors of Lonza Group Ltd (from 2018 until May 2024), Independent member of the Board of Directors of Lonza Group Ltd (from 2017 until May 2024).

Albert M. Baehny holds a degree in biology from the University of Fribourg (CH).

Current Activities and Functions

- Member of the Board of Directors of Investis Group Holding SA (since 2016)
- Chair of the Board of Directors of Geberit AG (since 2011)

Former Activities and Functions

- CEO *ad interim* of Lonza Group Ltd (2019 – 2020)
- CEO of Geberit Group (2005 – 2014)
- Head of Group Division Marketing and Sales Europe for Geberit Group (2003 – 2004)
- Senior Vice-President at Wacker Chemie AG (2001 – 2002)
- Various Marketing, Sales, Strategic Planning and Global Management Positions with:
 - Vantico (2000 – 2001)
 - Ciba-Geigy / Ciba Specialty Chemicals (1994 – 2000)
 - Dow Chemicals Europe (1981 – 1993)
 - Serono-Hypolab (1979 – 1981)



¹ 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. 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 divisions, the corporate functions and the global business service organization. The Executive Committee is also responsible for leadership development.

Members of the Executive Committee

Name	Nationality	Year of Birth	Function
Albert M. Baehny	Swiss	1952	Chief Executive Officer <i>ad interim</i> (until June 2024)
Wolfgang Wienand	German	1972	Chief Executive Officer (since July 2024)
Philippe Deecke	Swiss / German / French	1972	Chief Financial Officer
Maria Soler Nunez	Spanish	1969	Head, Group Operations
Ulrike Kaeppler	German	1967	Chief Human Resources Officer (until May 2024)
Nicoleta Baumgärtner	Romanian / US / Canadian / Swiss	1971	Chief Human Resources Officer (since November 2024)
Christian Seufert	German	1975	President, Capsules & Health Ingredients
Gordon Bates	British	1965	President, Small Molecules
Jean-Christophe Hyvert	Swiss / French	1972	President, Biologics
Daniel Palmacci	German / Italian / US	1969	President, Cell & Gene

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).

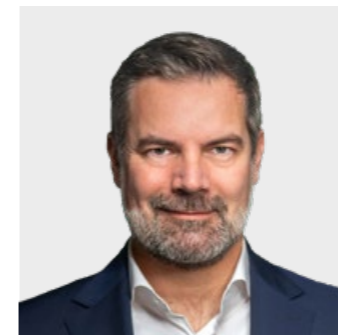
Mandates shall mean any membership of the board of directors, the executive committee, the advisory board or any comparable function under foreign law, of an undertaking with an economic purpose. Mandates in different legal entities that are under joint control or same beneficial ownership (including 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 2024



Wolfgang Wienand

Nationality: German
Year of birth: 1972

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

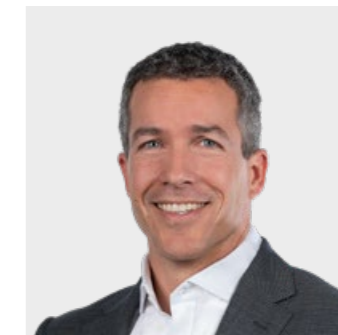
Wolfgang holds a PhD in Organic and Bioorganic Chemistry from the University of Cologne (DE), as well as an Executive Master of Science in Finance from HEC Paris (FR).

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), Zürich (CH), as well as an MBA from Cornell University's Johnson School (US).

Current Activities

- Member of the Board of Directors, Assura (since May 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

Head, Group Operations and Member of the Executive Committee (since August 2022).

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

Former Activities and Functions

- 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)



Christian Seufert

Nationality: German
Year of birth: 1975

President, Capsules & Health Ingredients Division (since July 2022) 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

- 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)



Gordon Bates

Nationality: British
Year of birth: 1965

President, Small Molecules Division (since January 2021) 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 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)



Jean-Christophe Hyvert

Nationality: Swiss, French
Year of birth: 1972

President, Biologics (since January 2021) 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 (US).

Former Activities and Functions

- 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)



Daniel Palmacci

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

President, Cell & Gene (since November 2022) 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

- 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 at Berlex LCC, Schering AG, Schering do Brazil, ingea depotec and GTZ (1994 – 2006)

Former Members of the Executive Committee in 2024¹

Albert M. Baehny

Please see CV in Board of Directors section (page 208).

Ulrike Kaepler

Nationality: German
Year of birth: 1965

Chief Human Resources Officer, Lonza Group Ltd (from January 2024 until May 2024).

Ulrike holds a graduate degree in Business Administration from Staatliche Berufsakademie Stuttgart.

Former Activities and Functions

- Senior Vice President, Various HR Leadership Positions, Smith + Nephew (2015 – 2023)
- Member of the Board/Chair Compensation Nomination Committee, REHAU (2017 – 2020)
- Vice President, Various HR Leadership Positions, Smith + Nephew (2009 – 2014)
- HR Director, SC Johnson (1993 – 2009)

¹ Information tracked until the end of employment with Lonza Group Ltd.

Compensation, Shareholdings and Loans

Details of Board and Executive Committee compensation are contained in the Remuneration Report, respectively on pages 185 and 176.

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 197. There are no special rules in [Lonza's Articles of Association](#) concerning a deadline for entry in the share register. For the 2025 AGM, the share register will be closed on Thursday, 24 April 2025 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 all 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 176).

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 AGM held on 5 May 2023 for the financial year 2024 and as statutory auditor of Group companies for the same financial year. At the

2024 AGM, Deloitte AG has been re-elected as external statutory auditor for the financial year 2025.

Fabien Lussu from Deloitte AG has been nominated as lead auditor for the financial year 2024, his first year in this role. 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 incurred respectively with Deloitte AG (for the year under audit ended 31 December 2024) and KPMG AG (for the year under audit ended 31 December 2023) are as follows:

Million CHF	2024	2023
Audit services	3.801	4.397
Audit-related services		
– Assurance – transaction related		
– Assurance – other	0.964	0.983
– Non-statutory audits		
Tax services	0.274	0.318
Other services	0.295	0.027
Total	5.334	5.725

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 four Audit and Compliance Committee meetings. In those meetings, the external auditors presented the 2024 audit strategy and their 2024 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 2024 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 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 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 2024, Lonza hosted financial results presentations via webcast and conference call, along with an Investor Update meeting in Basel and via 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 2985) or email (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 19 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 at the 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 2024, no exceptions to the rules regarding regular black-out periods and special trading bans were granted.

Legal Disclaimer

Forward-Looking Statements

This Annual Report includes statements that are, or may be deemed to be “forward-looking statements”. Forward-looking statements are qualified in their entirety as there are certain factors that could cause results to differ materially from those anticipated. Forward-looking statements are not statements of historical fact and may be identified by forward-looking terminology, including the words “outlook,” “guidance,” “believes,” “plans,” “anticipates,” “expects,” “estimates”, “may”, “will”, “should”, or in each case, their negative or other variations, or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. Investors are cautioned that all forward-looking statements involve risks and uncertainty because they relate to future events and circumstances.

Forward-looking statements are not guarantees of future performance and the financial position and results of operations of the Group, and the development of the markets and the industries in which members of the Group operate, may differ materially from those described in, or suggested by, the forward-looking statements contained in this Annual Report. There are a number of important factors that could cause actual results or events to differ materially from those indicated by such forward-looking statements, including the timing and strength of its product, service or technology offerings; pricing strategies of competitors; interruption or delays in manufacturing; the company’s ability to continue to receive adequate products from its vendors on acceptable terms, or at all, and to continue to obtain sufficient financing to meet its liquidity needs; difficulty to maintain relationships with employees, customers and other business partners; and changes in the political, social and regulatory framework in which the company operates, or in economic or technological trends or conditions, including currency fluctuations, increased tariffs, trade restrictions, and changing trade policies, inflation and consumer confidence, on a global, regional or national basis.

No Warranty and No Liability

While Lonza Group Ltd and its affiliates (collectively and individually, the “Lonza Group”) make efforts to include accurate and up-to-date information, they make no representations or warranties, express or implied, as to the accuracy or completeness of the information provided in this publication and disclaim any liability for the use of this publication or any site linked to it. Lonza Group may change this publication at any time without notice but does not assume any responsibility to update it. Lonza Group makes no warranties, express or implied, and assumes no liability in connection with any use of this publication. Every user agrees that all access and use of this publication and of any site linked to from this publication and the information contained herein and therein are at their own risk. Neither Lonza Group (including its agents, directors, and employees) nor any other party involved in creating this publication is liable for any direct, incidental, special, consequential, indirect or punitive damages or other damages arising out of your access to or use of this publication, including but not limited to viruses or malware that may infect your computer equipment or software and any damages for lost profits, business interruption, loss of programs or other data on your information handling system or otherwise, even if Lonza Group or any other person or entity is advised of the possibility of such damages and irrespective of whether such damages arise in an action of contract, negligence or other tortious or legal action.

No Offer and No Solicitation

The information provided in this publication does not constitute an offer of or solicitation for the purchase or disposal of, trading or any transaction in any Lonza Group securities. Investors must not rely on this information for investment decisions.

Limited Use

Lonza Group hereby grants you the right to display, store and reproduce copies of this publication for personal use subject to the following conditions:

1. The publication may be used for internal purposes only and may not be sold or distributed for commercial or political purposes;
2. The publication may not be modified, diffused, reposted or transmitted in any respect;
3. The copyright notice must appear on every copy of the work or portion thereof.

Trademarks

The trademarks, logos and service marks (collectively, the “Trademarks”) used or mentioned on this publication are registered and unregistered trademarks of Lonza Group Ltd, one of its affiliates or third parties and are legally protected in Switzerland and/or USA or European Union. Be aware that certain product names are trademarks, even if not specifically mentioned.

Nothing in this publication should be construed as granting, by implication, estoppel or otherwise, any license or right in or to the Trademarks without the express prior written permission of Lonza Group Ltd or such other third party. Your misuse of the Trademarks on this publication and in its conditions is strictly prohibited.

Legal and Regulatory Disclosure

Lonza Group Ltd has its headquarters in Basel, Switzerland, and is listed on the SIX Swiss Exchange. It has a secondary listing on the Singapore Exchange Securities Trading Limited (“SGX-ST”). Lonza Group Ltd is not subject to the SGX-ST’s continuing listing requirements but remains subject to Rules 217 and 751 of the SGX-ST Listing Manual.

For publications and further information, please contact:

Lonza Group Ltd

Muenchensteinerstrasse 38
4002 Basel, Switzerland
Tel +41 61 316 81 11
www.lonza.com

Investor Relations

investor.relations@lonza.com

Media Relations

media@lonza.com

Share Register

c/o Computershare Schweiz AG
P.O. Box 4601 Olten, Switzerland
Tel +41 62 205 77 00
Fax +41 62 205 77 90
share.register@computershare.ch

Production Details:

Corporate Communications, Lonza Group Ltd, Basel (CH)
Design and Illustration: SevenThree Creative, Edinburgh (UK) and Lonza Design Team
Lonza Online Annual Report: Sears Davies Ltd, London (UK)
Pictures: Getty Images, Lonza
Board of Directors, Executive Committee Members and Leadership Portraits: Lonza

The 2024 Annual Report PDF version legally prevails over the 2024 Online Annual Report.

© 2025 Lonza Ltd / All rights reserved