

To the General Meeting of  
CRISPR Therapeutics AG, Zug

Basle, February 11, 2025

## Report of the statutory auditor on the audit of the compensation report



### Opinion

We have audited the compensation report of CRISPR Therapeutics AG (the Company) for the year ended December 31, 2024. The audit was limited to the information pursuant to Art. 734a-734f of the Swiss Code of Obligations (CO) in the section 3.1.1 to 4 of the compensation report.

In our opinion, the information pursuant to Art. 734a-734f CO in the accompanying compensation report complies with Swiss law and the Company's articles of incorporation.



### Basis for opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the compensation report" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



### Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include section 3.1.1 to 4 in the compensation report, the consolidated financial statements, the stand-alone financial statements and our auditor's reports thereon.

Our opinion on the compensation report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the compensation report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the audited financial information in the compensation report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



### Board of Directors' responsibilities for the compensation report

The Board of Directors is responsible for the preparation of a compensation report in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the

preparation of a compensation report that is free from material misstatement, whether due to fraud or error. It is also responsible for designing the remuneration system and defining individual remuneration packages.



### **Auditor's responsibilities for the audit of the compensation report**

Our objectives are to obtain reasonable assurance about whether the information pursuant to Art. 734a-734f CO is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this compensation report.

As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement in the compensation report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Ernst & Young Ltd

Licensed audit expert  
(Auditor in charge)

Licensed audit expert

### **Enclosures**

- ▶ Compensation report

## 1. Compensation Committee

The Compensation Committee consists of four (4) members and is chaired by Simeon J. George, M.D., member of the Board of Directors.

The Company's Board of Directors (or the "Board") has determined that each current and proposed member of our Compensation Committee is independent under the Nasdaq listing standards, are outside directors within the definition of Section 162(m) of the U.S. Internal Revenue Code of 1986, as amended (the "Code"), and are "non-employee directors" for purposes of Rule 16b-3 promulgated by the SEC, and Rule 10C-1(b)(1) of the Exchange Act.

The Compensation Committee held four formal meetings during 2024.

### 1.1 Tasks and Competences

The Compensation Committee supports the Board's responsibilities relating to compensation of the Company's directors and executives, oversees the Company's overall compensation structure, policies and programs, reviews the Company's processes and procedures for the consideration and determination of director and executive compensation, and is responsible for preparing a report for inclusion in the Company's proxy statement relating to the general meeting of shareholders or annual report on Form 10-K, in accordance with applicable rules and regulations. A primary objective of the Compensation Committee is to develop and implement compensation policies and plans that are appropriate for the Company in light of all relevant circumstances and which provide incentives that further the Company's long-term strategic plan and are consistent with the culture of the Company and the overall goal of enhancing shareholder value.

At the beginning of the year, the Compensation Committee reviews and recommends to the Board of Directors that it approves of the primary elements of compensation—base salary increases, annual cash bonuses, and annual equity awards—for our CEO and members of our Executive Committee (which includes our other NEOs). In addition, the Compensation Committee may deem it advisable to review and approve subsequent compensation opportunities for our NEOs, and may deem it advisable to recommend such opportunities to the Board of Directors for final review and approval.

<b>Compensation</b>	<b>CEO</b>	<b>Compensation Committee</b>	<b>Board of Directors</b>	<b>AGM</b>
Compensation of Non-Executive Directors		Proposes	Approves	Approves max. amount
Compensation of CEO		Proposes	Approves	Approves max. amount
Compensation of Executive Committee	Proposes	Recommends	Approves	Approves max. amount

The Compensation Committee has the responsibility to, among other things:

- review and recommend that our Board of Directors approve the compensation of our executive officers;
- review and recommend to our Board of Directors the compensation of our directors;
- review and recommend that our Board of Directors approve the terms of compensatory arrangements with our executive officers;
- review management succession plans;
- administer our share and equity incentive plans;
- select independent compensation consultants and assess whether there are any conflicts of interest with any of the committee's compensation advisers;
- review and approve, or recommend that our Board of Directors approve, incentive compensation and equity plans, and any other compensatory arrangements for our executive officers and other senior management, as appropriate;
- review and establish general policies relating to compensation and benefits of our employees and reviewing our overall compensation philosophy; reviewing and discussing with management the compensation discussion and analysis to be included in our annual proxy statement or annual report on Form 10-K;
- annually review corporate goals and objectives relevant to the compensation of our chief executive officer and our other executive officers;
- evaluate the performance of our chief executive officer and our other executive officers in light of such corporate goals and objectives and make recommendations to the Board of Directors for approval of the compensation of our chief executive officer and our other executive officers based on such evaluation;
- review and approve the compensation of all members of our senior management (other than the executive officers), including with respect to any incentive-compensation plans and equity-based plans;
- review and establish our overall management compensation philosophy and policy;

- oversee and administer our compensation and similar plans; and
- review and make such recommendations to the Board of Directors as deemed advisable with regard to our policies and procedures for the grant of equity-based awards.

The Compensation Committee engages an external compensation consultant to assist it by providing information, analysis and other advice relating to our executive compensation program. In August 2023, Alpine Rewards, LLC, or Alpine, was appointed by the Compensation Committee to be the Compensation Committee's new third-party compensation consultant to advise on executive compensation matters, replacing Aon's Human Capital Solutions practice, a division of Aon plc (formerly known as Radford), or Aon, to advise on executive compensation matters. For 2024, the Compensation Committee again engaged Alpine as its compensation consultant to advise on executive compensation matters including:

- review and analysis of the compensation for our executive officers, including our NEOs;
- review and analysis of market practice and support in the consideration and amendment of our post-employment compensation policy for our executive officers;
- research, development and review of our compensation peer group; and
- support on other compensation matters as requested throughout the year.

Alpine reports directly to the Compensation Committee and to the Compensation Committee chairman. Alpine also coordinates with our management for data collection and job matching for our executive officers. Alpine did not provide any other services to us in 2024. The Compensation Committee has evaluated Alpine's independence pursuant to the listing standards of the relevant Nasdaq Listing Rules and SEC rules and has determined that no conflict of interest has arisen as a result of the work performed by Alpine.

## 2. Compensation System

### 2.1 Board of Directors Compensation Elements

The Compensation Committee reviews and proposes to the Board the resolution to be submitted to the annual general meeting of shareholders for the total Board compensation.

Our Board of Directors adopted a non-employee director compensation policy, which became effective upon the closing of our initial public offering in October 2016. A revised non-employee director compensation policy was approved and adopted in March 2024. The non-employee director compensation policy currently in effect is designed to provide a total compensation package that enables us to attract and retain, on a long-term basis, high caliber non-employee directors.

Under the non-employee director compensation policy, our non-employee directors are compensated as follows:

<b>Annual retainers 2024</b>	<b>USD</b>	<b>CHF<sup>1</sup></b>
<b>Board Membership</b>	50,000	44,362
<b>Audit Committee</b>		
Chairmanship	20,000	17,745
Membership	10,000	8,872
<b>Compensation Committee</b>		
Chairmanship	15,000	13,309
Membership	7,500	6,654
<b>Nominating Committee</b>		
Chairmanship	10,000	8,872
Membership	5,000	4,436
<b>Lead Independent Director</b>	15,000	13,309

(1) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.88723 to USD 1 based on the average Swiss tax rate for 2024.

Upon initial election or appointment to our Board of Directors, each new non-employee director will be granted a non-qualified stock option to purchase 26,000 common shares upon his or her initial election and appointment, which vest in substantially equal monthly installments during the 36 months following the grant date, subject to continued service as a director.

On the date of each annual meeting of shareholders, each non-employee director previously serving who is re-elected to the Board will be granted a non-qualified stock option to purchase 13,000 common shares, which will vest in substantially equal monthly installments during the 12 months following his or her re-election as a director, subject to continued service as a director through such date.

All cash fees are paid quarterly, or upon the earlier resignation or removal of the non-employee director. The amount of each payment is prorated for any portion of a quarter that a non-employee director is not serving on our Board of Directors, based on the number of calendar days served by such non-employee director.

Each non-employee director is also entitled to reimbursement for reasonable travel and other expenses incurred in connection with attending meetings of the Board of Directors and any committee on which he or she serves.

The directors' compensation is paid without regard to achievement of corporate goals or objectives and it is not conditioned or dependent upon the performance of the director.

## 2.2 Executive Compensation System

The Compensation Committee discharges many of the responsibilities of our Board of Directors relating to the compensation of our executive officers. The Compensation Committee oversees and evaluates our compensation and benefits policies generally, and the compensation plans, policies, and practices applicable to our CEO and other executive officers.

At the beginning of the year, the Compensation Committee reviews and recommends to the Board of Directors that it approves of the primary elements of compensation—base salary increases, annual cash bonuses, and annual equity awards—for our CEO and members of our Executive Committee. In addition, the Compensation Committee may deem it advisable to review and approve subsequent compensation opportunities for our Executive Committee and may deem it advisable to recommend such opportunities to the Board of Directors for final review and approval.

<b>Executive Compensation</b>	<b>Compensation Committee</b>	<b>Board of Directors</b>	<b>AGM</b>
<b>Base Salary and Benefits</b> Based on scope and level of responsibility of the position and the knowledge and experience required to fulfill the role. Statutory benefits and other allowances.	Proposes	Approves	Approves max. amount
<b>Annual Cash Bonus</b> Incentivizes the achievement of annual financial and individual performance goals. Target award is a percentage of base salary.	Proposes	Approves	Approves max. amount
<b>Deferred Equity Bonus</b> Designed to incentivize and retain the Company's key executives.	Proposes	Approves	Approves max. amount
<b>Non-Equity Grant</b> Aligns executive compensation with shareholders returns.	Proposes	Approves	Approves max. amount

### 2.2.1 Executive Compensation Philosophy

The Company's executive compensation program is guided by our overarching philosophy of paying for demonstrable performance. Consistent with this philosophy, we have designed our executive compensation program to achieve the following primary goals:

- attract, motivate and retain top-performing senior executives;
- establish compensation opportunities that are competitive and reward performance; and
- align the interests of our senior executives with the interests of our shareholders to drive the creation of sustainable long-term value.

### 2.2.2 Executive Compensation Elements

The Company's executive compensation program is designed to be reasonable, competitive and balance our goal of attracting, motivating, rewarding and retaining top-performing senior executives with our goal of aligning their interests with those of our shareholders. The Compensation Committee annually evaluates our executive compensation program to ensure that it is consistent with our short-term and long-term goals and the dynamic nature of our business and makes a recommendation to the Board of Directors.

Our executive compensation program consists of a mix of compensation elements that balance achievement of our short-term goals with our long-term performance. We provide short-term incentive compensation opportunities in the form of annual cash bonuses

which focus on our achievement of annual corporate goals. We also provide long-term incentive compensation opportunities in the form of equity awards.

When reviewing and recommending to the Board of Directors the amount of each compensation element and the target total compensation opportunity for our Executive Committee, the Compensation Committee considers the following factors:

- our performance against the annual corporate goals established by the Compensation Committee in consultation with management;
- each Executive Officer's skills, experience and qualifications relative to other similarly situated executives at the companies in our compensation peer group;
- the scope of each Executive Officer's role compared to other similarly situated executives at the companies in our compensation peer group;
- the performance of each Executive Officer, based on an assessment of his or her contributions to our overall performance, ability to lead his or her department and work as part of a team, all of which reflect our core values;
- compensation parity among our Executive Officers;
- our retention goals;
- our financial performance relative to our peers;
- the compensation practices of our compensation peer group and the positioning of each Executive Officer's compensation in a ranking of peer company compensation levels; and
- the recommendations provided by our CEO with respect to the compensation of our other Executive Officer's.

These factors provide the framework for compensation decisions for each of our executive officers. The Compensation Committee and the Board of Directors, as applicable, do not assign relative weights or rankings to these factors and do not consider any single factor as determinative in the compensation of our executive officers. Rather, the Compensation Committee and the Board of Directors, as applicable, rely on their own knowledge and judgment in assessing these factors and making compensation decisions.

### **2.2.3 Executive Management Performance**

At the beginning of each year, the Compensation Committee, after reviewing management's proposal, establishes the annual corporate performance goals that it believes will be the most significant drivers of our short-term and long-term success. The corporate performance goals include target achievement dates based on calendar quarters. The Compensation Committee then recommends to the Board of Directors that it approves of the proposed corporate performance goals. Each corporate performance goal has a percentage weighting and may include an additional percentage weighting for over-achievement based on the Compensation Committee's assessment of the goal's relative significance. Each executive officer is eligible to receive an annual performance-based cash bonus based primarily on achievement of corporate performance goals as assessed by our Compensation Committee and Board of Directors, with input on individual performance achievement from our Chief Executive Officer. Each executive officer has a target annual bonus award amount expressed as a percentage of each executive officer's base salary then in effect. After the fiscal year is completed, the Compensation Committee reviews actual performance against the stated goals and determines subjectively what it believes to be the appropriate level of cash bonus, if any, for our executive officers.

### **3. Compensation for the Members of the Board of Directors and Executive Management**

At the beginning of the year after the corporate performance goals are established, the Compensation Committee, after reviewing management's self-assessment, evaluates our achievement of the prior year's corporate performance goals and our overall success in the prior year and determines our total percentage achievement level. Our CEO evaluates the other executive officers' achievement of their prior year's individual performance goals and makes recommendations for total percentage achievement level. The Compensation Committee considers our CEO's recommendations, and independently reviews and approves the total percentage achievement level for each of the other executive officers.

#### **3.1 Board of Directors**

As of 31 December 2024, the Board of Directors was comprised of ten (10) members consisting of the Company's CEO and Chairman and nine (9) non-employee directors holding office for one-year terms. Sandesh Mahatme, LL.M. and Christian Rommel, Ph.D. were elected as members of the Board of Directors on 30 May 2024 at the 2024 Annual General Meeting of Shareholders.

The following persons are members of the Board of Directors as of 31 December 2024:

**Samarth Kulkarni, Ph.D.** – Chief Executive Officer and Chairman

**Ali Behbahani, M.D.** – Member of the Compensation Committee and member of the Nominating and Corporate Governance Committee

**Maria Fardis, Ph.D.** – Member of the Audit Committee

**Harold Edward Fleming, Jr, M.D.** - Member of the Compensation Committee

**Simeon J. George, M.D.** – Chairman of the Compensation Committee

**John T. Greene** – Chairman of the Audit Committee and member of the Compensation Committee

**Katherine A. High, M.D.** – Member of the Nominating and Corporate Governance Committee

**Sandesh Mahatme, LL.M.** - Member of the Audit Committee

**Christian Rommel, Ph.D.** - Member

**Douglas A. Treco, Ph.D.** - Member of the Audit Committee, chairman of the Nominating and Corporate Governance Committee and Lead Independent Director

##### **3.1.1 Board of Directors Compensation**

In 2024, the Company granted no loans to present or former members of the Board and as of 31 December 2024, no such loans of credit payments existed to present or former members or to related parties of present or former members. In 2024, no compensation was paid to former members of the Board of Directors.

The following table sets forth a summary of the compensation paid to our non-employee directors in 2024.

Board Member	Fees Earned or Paid in Cash <sup>(1)</sup>		Option Awards <sup>(2)</sup>		Number of Options		Total				
	2024 <sup>(3)</sup>	2023 <sup>(4)</sup>	2024 <sup>(3)</sup>	2023 <sup>(4)</sup>	2024 <sup>(3)</sup>	2023 <sup>(4)</sup>	2024 <sup>(3)</sup>	2023 <sup>(4)</sup>			
Ali Behbahani, M.D.	\$	60,426	62,500	\$	409,680	482,560	13,000	13,000	\$	470,106	545,060
	CHF	53,612	53,208	CHF	363,480	410,818	—	—	CHF	417,092	464,026
Maria Fardis, Ph.D.	\$	57,926	50,278	\$	409,680	482,560	13,000	13,000	\$	467,606	532,838
	CHF	51,394	42,803	CHF	363,480	410,818	—	—	CHF	414,874	453,621
H. Edward Fleming, Jr., M.D.	\$	55,426	53,681	\$	409,680	482,560	13,000	13,000	\$	465,106	536,241
	CHF	49,176	45,700	CHF	363,480	410,818	—	—	CHF	412,656	456,518
Simeon J. George, M.D.	\$	62,926	60,000	\$	409,680	482,560	13,000	13,000	\$	472,606	542,560
	CHF	55,830	51,080	CHF	363,480	410,818	—	—	CHF	419,310	461,898
John T. Greene	\$	75,426	72,500	\$	409,680	482,560	13,000	13,000	\$	485,106	555,060
	CHF	66,920	61,721	CHF	363,480	410,818	—	—	CHF	430,400	472,539
Katherine A. High, M.D.	\$	52,926	50,000	\$	409,680	482,560	13,000	13,000	\$	462,606	532,560
	CHF	46,958	42,567	CHF	363,480	410,818	—	—	CHF	410,438	453,385
Sandesh Mahatme, LL.M	\$	35,110	—	\$	409,680	—	13,000	—	\$	444,790	—
	CHF	31,151	—	CHF	363,480	—	—	—	CHF	394,631	—
Christian Rommel, Ph.D.	\$	29,258	—	\$	862,940	—	26,000	—	\$	892,198	—
	CHF	25,959	—	CHF	765,626	—	—	—	CHF	791,585	—
Douglas A. Treco, Ph.D.	\$	91,167	70,000	\$	409,680	482,560	13,000	13,000	\$	500,847	552,560
	CHF	80,886	59,593	CHF	363,480	410,818	—	—	CHF	444,366	470,411
<b>Total</b>	\$	<b>520,591</b>	<b>418,959</b>	\$	<b>4,140,380</b>	<b>3,377,920</b>			\$	<b>4,660,971</b>	<b>3,796,879</b>
	CHF	<b>461,886</b>	<b>356,672</b>	CHF	<b>3,673,466</b>	<b>2,875,726</b>			CHF	<b>4,135,352</b>	<b>3,232,398</b>

(1) Amounts reported represent fees earned by each director for their board service in the respective year, including their respective roles as chairman of the board, chairman of a committee of the board and as members of one or more committees of the board.

(2) Amounts represent the aggregate grant date fair value of option awards granted to our directors. The amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions. The amounts above reflect our aggregate accounting expense for these awards and do not necessarily correspond to the actual value that will be recognized by the directors.

(3) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.88723 to USD 1 based on the average Swiss tax rate for 2024.

(4) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.85133 to USD 1 based on the average Swiss tax rate for 2023.

### 3.1.2 Shares and Share Options owned by Board Members

The total number of shares and share options owned by members of the Board of Directors, excluding those owned by Dr. Kulkarni, is shown in the table below.

	<b>31.12.2024</b>	<b>31.12.2023</b>
<b>Number of share and share options</b>		
Ali Behbahani, M.D. <sup>1</sup>	133,937	119,839
Bradley Bolzon, Ph.D.	—	—
Maria Fardis, Ph.D	41,667	19,583
H. Edward Fleming, Jr., M.D.	58,667	40,416
Simeon J. George, M.D.	133,667	119,583
John T. Greene	98,667	84,583
Katherine A. High, M.D.	88,667	74,583
Sandesh Mahatme, LL.M. <sup>2</sup>	18,778	—
Christian Rommel, Ph.D.	5,778	—
Douglas A. Treco, Ph.D. <sup>3</sup>	75,667	61,583
<b>Total</b>	<b>655,495</b>	<b>520,170</b>

(1) Consists of (a) 256 common shares owned directly, (b) 14 common shares held by The Ali Behbahani Revocable Trust, of which Dr. Behbahani serves as trustee, and (c) 133,667 common shares issuable upon exercise of share options granted to Dr. Behbahani that are vested and exercisable as of 31 December 2024.

(2) The table above excludes 1,444 share options granted to Mr. Mahatme which were vested and exercisable as of 31 December 2023, or prior to his election to the Board of Directors on 30 May 2024.

(3) Consists of (a) 2,000 common shares owned directly and (b) 73,667 common shares issuable upon exercise of share options granted to Dr. Treco that are vested and exercisable as of 31 December 2024.

### 3.2 Executive Management

In 2024, total executive compensation reported increased to USD 55,220,735 (2024) from USD 24,666,602 (2023) for the reporting period.

As of 31 December 2024, executive management consisted of:

**Samarth Kulkarni, Ph.D.**, Chief Executive Officer  
**Julianne Bruno**, Chief Operating Officer (1)  
**Naimish Patel, M.D.**, Chief Medical Officer (2)  
**Raju Prasad, Ph.D.**, Chief Financial Officer  
**James Kasinger**, General Counsel & Corporate Secretary

(1) Julianne Bruno was promoted to Chief Operating Officer effective 23 May 2024.  
(2) Naimish Patel, M.D., was appointed as Chief Medical Officer effective 28 May 2024.

Phuong Khanh Morrow, M.D. FACP, our former Chief Medical Officer, resigned effective 26 January 2024.

The following tables present a summary of Executive Management's 2024 compensation.

#### *Chief Executive Officer*

The Chief Executive Officer was the highest earning member of the executive management team in 2024. In 2024, the compensation of the Chief Executive Officer was reported for a full year:

<b>Samarth Kulkarni, Ph.D.</b>	<b>2024 USD</b>	<b>2023 USD</b>	<b>2024 CHF<sup>(1)</sup></b>	<b>2023 CHF<sup>(2)</sup></b>
Base salary	746,235	724,500	662,085	616,789
Pension benefits <sup>(3)</sup>	11,481	11,578	10,186	9,857
Bonus <sup>(4)</sup>	618,723	507,150	548,952	431,752
Share awards <sup>(5)</sup>	25,344,025	4,435,690	22,486,064	3,776,236
Number of shares	478,750	102,000	478,750	102,000
Option awards <sup>(5)</sup>	6,436,600	6,531,705	5,710,766	5,560,636
Number of options	160,000	240,500	160,000	240,500
<b>Total Compensation</b>	<b>33,157,064</b>	<b>12,210,623</b>	<b>29,418,053</b>	<b>10,395,270</b>
Employer social security <sup>(6)</sup>	171,635	110,834	152,280	94,356

(1) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.88723 to USD 1 based on the average Swiss tax rate for 2024.

(2) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.85133 to USD 1 based on the average Swiss tax rate for 2023.

(3) Company contributions to broad-based pension and retirement savings plans and annualized expenses accrued for supplementary executive retirement benefits.

(4) Amounts represent bonuses paid in the year ending 31 December 2024 and 2023, respectively.

(5) Amounts represent the aggregate grant date fair value of stock and option awards granted to our Executive Management team. The amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions. The amounts above reflect our aggregate accounting expense for these awards and do not necessarily correspond to the actual value that will be recognized by the Executive Management team.

(6) 2024 estimated social security charges based on 2024 compensation; 2023 estimated social security charges based on 2023 compensation.

## Executive Management Team

No loans to members or former members of the Executive Management team were granted and as of 31 December 2024, and no such loans or credit payments existed to present or former members of the Executive Management team, or to related parties of present or former members of the Executive Management team as of 31 December 2024. In 2024, no compensation was paid to former members of the Executive Management team.

<b>Executive Management (excl. CEO)</b>	<b>2024 USD</b>	<b>2023 USD</b>	<b>2024 CHF<sup>(1)</sup></b>	<b>2023 CHF<sup>(2)</sup></b>
Base salary	1,751,040	1,477,848	1,553,581	1,258,136
Pension benefits <sup>(3)</sup>	43,481	40,934	38,578	34,848
Bonus <sup>(4)</sup>	617,942	376,851	548,259	320,825
Share awards <sup>(5)</sup>	10,254,300	3,988,605	9,097,957	3,395,619
Number of shares	170,000	90,340	170,000	90,340
Option awards <sup>(5)</sup>	9,196,908	6,436,549	8,159,803	5,479,628
Number of options	247,833	231,786	247,833	231,786
All Other Compensation	200,000	135,192	177,447	115,093
<b>Total Compensation</b>	<b>22,063,671</b>	<b>12,455,979</b>	<b>19,575,625</b>	<b>10,604,149</b>
Employer social security <sup>(6)</sup>	140,868	89,778	124,983	76,430
<b>Executive Management Total</b>	<b>2024 USD</b>	<b>2023 USD</b>	<b>2024 CHF<sup>(1)</sup></b>	<b>2023 CHF<sup>(2)</sup></b>
Base salary	2,497,275	2,202,348	2,215,666	1,874,925
Pension benefits <sup>(3)</sup>	54,962	52,512	48,764	44,705
Bonus <sup>(4)</sup>	1,236,665	884,001	1,097,210	752,577
Share awards <sup>(5)</sup>	35,598,325	8,424,295	31,584,021	7,171,855
Number of shares	648,750	192,340	648,750	192,340
Option awards <sup>(5)</sup>	15,633,508	12,968,254	13,870,569	11,040,264
Number of options	407,833	472,286	407,833	472,286
All Other Compensation	200,000	135,192	177,447	115,093
<b>Total Compensation</b>	<b>55,220,735</b>	<b>24,666,602</b>	<b>48,993,677</b>	<b>20,999,419</b>
Employer social security <sup>(6)</sup>	312,503	200,612	277,263	170,787

(1) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.88723 to USD 1 based on the average Swiss tax rate for 2024.

(2) Amounts shown in CHF are indicative and have been converted from USD at an exchange rate of CHF 0.85133 to USD 1 based on the average Swiss tax rate for 2023.

(3) Company contributions to broad-based pension and retirement savings plans and annualized expenses accrued for supplementary executive retirement benefits.

(4) Amounts represent bonuses paid in the year ending 31 December 2024 and 2023, respectively.

(5) Amounts represent the aggregate grant date fair value of stock and option awards granted to our Executive Management team. The amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions. The amounts above reflect our aggregate accounting expense for these awards and do not necessarily correspond to the actual value that will be recognized by the Executive Management team.

(6) 2024 estimated social security charges based on 2024 compensation; 2023 estimated social security charges based on 2023 compensation.

### 3.2.1 Shares and Share Options owned by Executive Management

The total number of shares and share options owned by members of the executive management team as of 31 December 2024 and 2023 are shown in the tables below:

	<u>31.12.2024</u>	<u>31.12.2023</u>
<b>Number of shares</b>		
Samarth Kulkarni, Ph.D. <sup>1</sup>	280,913	387,377
Julianne Bruno <sup>2</sup>	6,745	—
James Kasinger	62,597	55,459
Phuong Khanh Morrow, Ph.D. <sup>3</sup>	—	4,411
Naimish Patel, Ph.D. <sup>4</sup>	—	—
Raju Prasad, Ph.D.	6,476	—
<b>Total</b>	<u>356,731</u>	<u>447,247</u>
<b>Number of share options exercisable</b>		
Samarth Kulkarni, Ph.D.	1,113,122	1,091,114
Julianne Bruno <sup>2</sup>	43,638	—
James Kasinger	343,304	296,416
Phuong Khanh Morrow, Ph.D. <sup>3</sup>	—	47,420
Naimish Patel, Ph.D. <sup>4</sup>	763	—
Raju Prasad, Ph.D.	55,328	576
<b>Total</b>	<u>1,556,155</u>	<u>1,435,526</u>

(1) Shares owned by Dr. Kulkarni as of 31 December 2024 consist of (i) 181,540 shares owned directly and (ii) 85,622 shares Dr. Kulkarni indirectly beneficially owns that were transferred to The Kulkarni 2023 GRAT.

(2) Ms. Bruno was promoted to Chief Operating Officer effective 23 May 2024. The table above excludes 1,271 shares owned and 28,049 share options exercisable as of 31 December 2023, prior to her executive appointment.

(3) Dr. Morrow resigned as Chief Medical Officer effective 26 January 2024.

(4) Dr. Patel was appointed as Chief Medical Officer effective 28 May 2024.

#### 4.0 Board of Directors External Mandates

As of 31 December 2024, several members of our Board of Directors have certain mandates in external companies. The following presents those external mandates in both listed and non-listed companies.

<b>Board of Directors</b>	<b>Mandates in listed companies</b>	<b>Mandates in non-listed companies</b>
Ali Behbahani, M.D.	Member of the Board of Directors of Adaptimmune Therapeutics Member of the Board of Directors of Arcellx Member of the Board of Directors of Black Diamond Therapeutics, Inc. Member of the Board of Directors of Korro Bio, Inc. Member of the Board of Directors of Nkarta, Inc. Member of the Board of Directors of Monte Rosa Therapeutics, Inc.	Partner of NEA, Inc. Member of the Board of Directors of 858 Therapeutics, Inc. Member of the Board of Directors of Cardionomic, Inc. Member of the Board of Directors of SpyGlass Ophthalmics Member of the Board of Directors of Stablix Member of the Board of Directors of Revelio Therapeutics Member of the Board of Directors of Tune Therapeutics Member of the Board of Directors of Nexo Therapeutics Member of the Board of Directors of Enceladus Bio, Inc. Member of the Board of Directors of Red Ridge Bio, Inc.
Maria Fardis, Ph.D.	None	Member of the Board of Directors of Alliance for Cancer Gene Therapy Venture Partner of Frazier Life Sciences Chief Executive Officer of Lassen Therapeutics Executive Chair of the Board of Obsidian Therapeutics Member of the Board of Directors of Quanta Therapeutics
Harold Edward Fleming, Jr, M.D.	Member of the Board of Directors of Upstream Bio	Executive Vice President of Enavate Sciences Member of the Board of Directors of Egnite Health Member of the Board of Directors of Komodo Health Member of the Board of Directors of OrsoBio, Inc. Member of the Board of Directors of Sionna Therapeutics Member of the Board of Directors of Sudo Biosciences
Simeon J. George, M.D.	Chief Executive Officer of SR One Capital Management Member of the Board of Directors of Nkarta, Inc. Member of the Board of Directors of Design Therapeutics, Inc.	Member of the Board of Directors of Simcha Therapeutics Member of the Board of Directors of XAP Therapeutics Member of the Board of Directors of ADARx Pharmaceuticals, Inc. Member of the Board of Directors of Avenzo Therapeutics, Inc. Member of the Board of Directors of Rezo Therapeutics, Inc. Member of the Board of Directors of Econic Biosciences
John T. Greene	Executive Vice President and Chief Financial Officer of Discover Financial Services	
Katherine A. High, M.D.	Member of the Board of Directors of Incyte	Chief Executive Officer of RhyGaze Member of the Science Advisory Board of Rejuvenate Bio Member of the Board of Directors of Tr1X Bio Member of the Board of Directors of Virion Therapeutics
Sandesh Mahatme, Ph.D.	Member of the Board of Directors of Idorsia Pharmaceuticals	Member of the Board of Directors of Empirium Bio
Christian Rommel, Ph.D.	EVP, Global Head of Research of Bayer Pharmaceuticals	Member of the Board of Directors of Vividion Therapeutics Member of the Board of Directors of BlueRock Therapeutics Member of the Board of Directors of AskBio
Doug Treco, Ph.D.	Chief Executive Officer and Chairman of the Board of Directors of Inozyme Pharma, Inc.	Advisor and Investor of AcuraStem, Inc. Scientific Advisor of Lightstone Ventures Investor in Little Sparrows Technologies, Inc.

### ***Executive Management External Mandates***

As of 31 December 2024, members of Executive Management have certain mandates in external companies. The following presents those external mandates in both listed and non-listed companies.

<b>Executive Management</b>	<b>Mandates in listed companies</b>	<b>Mandates in non-listed companies</b>
Samarth Kulkarni, Ph.D.	Member of the Board of Directors of Black Diamond Therapeutics, Inc. Member of the Board of Directors of Centessa Pharmaceuticals Member of the Board of Directors of Repare Therapeutics Inc. Member of the Board of Directors of Oruka Therapeutics	None
Julianne Bruno	None	None
James Kasinger	None	None
Naimish Patel, M.D.	None	None
Raju Prasad, Ph.D.	None	Member of the Board of Directors of Averno Therapeutics Member of the Advisory Board of Portal Innovations