

Invitation to the 2025 Annual General Meeting of Lonza Group Ltd

The Board of Directors of Lonza Group Ltd (Lonza) is pleased to invite you to the Annual General Meeting (AGM) to be held on:

Friday, 9 May 2025, at 10:00 a.m. CEST
at the Congress Center Messe Basel, Messeplatz 21, 4058 Basel.

Agenda

1. Approval of the Management Report, the Consolidated Financial Statements and the Financial Statements 2024

Proposal:

The Board of Directors **proposes** to approve the Management Report, the Consolidated Financial Statements and the Financial Statements for the financial year 2024.

Explanation: Under Swiss law, the Management Report, the Consolidated Financial Statements and the (stand-alone) Financial Statements of Lonza must be submitted for approval by the general meeting of shareholders (the Shareholders' Meeting). The Management Report (i.e., the information on the business, organization and strategy of Lonza), the Consolidated Financial Statements and the (stand-alone) Financial Statements for the financial year 2024 form part of the Lonza Annual Report 2024 (available at <https://www.lonza.com/annualreport/2024/>).

In their audit reports included in the Lonza Annual Report 2024, the auditors of Lonza, Deloitte Ltd, recommend without reservation that the Shareholders' Meeting approve the Consolidated Financial Statements and the Financial Statements for the financial year 2024.

2. Non-Financial Report 2024

Proposal:

The Board of Directors **proposes** to approve the Non-Financial Report for the financial year 2024.

Explanation: With the introduction of Art. 964a of the Swiss Code of Obligations, Lonza is required to prepare a report on non-financial matters. Details on compliance with this obligation can be found in the Lonza Sustainability Report 2024 (available at <https://www.lonza.com/annualreport/2024/sustainability>). Additionally, the report on non-financial matters must be submitted to the Shareholders' Meeting for its approval. The vote comprises the sections specified on pages 73 and 74 of the Lonza Sustainability Report 2024. Deloitte Ltd has undertaken an independent assurance for the sustainability information under the Lonza material topics disclosed in the Lonza Sustainability Report 2024. Deloitte Ltd has also been engaged to provide assurance on Lonza's compliance with Art. 964a-b of the Swiss Code of Obligations and the Swiss Ordinance on Climate Disclosures. Deloitte Ltd has provided an independent assurance report and unqualified limited assurance conclusion on page 76 of the Lonza Sustainability Report 2024.

3. Consultative Vote on the Remuneration Report 2024

Proposal:

The Board of Directors **proposes** to approve the Remuneration Report for the financial year 2024 (consultative vote).

Explanation: The Remuneration Report 2024 is included in the Lonza Annual Report 2024 (<https://www.lonza.com/annualreport/2024/remuneration>). In accordance with Swiss law, the Board of Directors submits the Remuneration Report to the Shareholders' Meeting for a separate consultative vote in addition to the binding approvals of compensation under agenda items 9 and 10.

The purpose of the Remuneration Report is to inform the shareholders about the compensation systems, policies and practices of the Board of Directors and the Executive Committee, as well as any changes implemented during the relevant financial year, if applicable. It also details the compensation paid to these bodies as approved by the shareholders at previous AGMs. The Remuneration Report is established in accordance with Swiss law and the regulations of SIX Swiss Exchange.

Lonza's reporting of executive remuneration continues to offer a high level of transparency via (i) the Remuneration Committee Chair's letter outlining the key activities and developments during the year, (ii) an "At a Glance" section, as well as (iii) enhanced visual graphics and tables throughout the report to facilitate the reading and understanding. This year, in addition to regular activities including succession planning for the Executive Committee and the Board of Directors, the relevance of KPIs in the bonus and LTIP plans have been monitored and reviewed with relative Total Shareholder Return (rTSR) included in the 2024 Long-term Incentive Plan (LTIP), aligning the plan with shareholder interests. Any ex ante disclosure of internal performance targets would provide insights into confidential and strategic considerations that could compromise Lonza's competitive advantage. Thus, by adopting the ex post disclosure approach, Lonza aims to protect its and its shareholders' interests by disclosing respective targets and actual achievements only after the completion of a plan period.

4. Discharge of the Members of the Board of Directors and the Executive Committee

Proposal:

The Board of Directors **proposes** that the discharge be granted to the members of the Board of Directors and the Executive Committee for their activities in the financial year 2024.

Explanation: By granting discharge to the members of the Board of Directors and the Executive Committee, Lonza and the approving shareholders declare that they will no longer hold accountable those responsible for matters that occurred during the past financial year and were brought to the attention of the Shareholders' Meeting.

5. Appropriation of Available Earnings / Reserves from Capital Contributions

Proposal:

The Board of Directors **proposes** the appropriation of the balance sheet profit and a dividend of CHF 4.00 (gross) in cash per share in accordance with the terms set out in the table below:

Balance Sheet Profit

Available earnings brought forward	CHF	6,422,711,903
Share cancelation	CHF	(496,095,158)
Loss for the year	CHF	(130,933,402)
Available earnings at the disposal of the AGM	CHF	5,795,683,343
Payment of a dividend (out of available earnings brought forward) of CHF 2.00 per share on the share capital eligible for dividend of CHF 70,636,547 ¹	CHF	(141,273,094)
Available earnings carry-forward	CHF	5,654,410,249

Reserves from Capital Contributions

Legal capital reserves qualified as reserves from capital contributions	CHF	1,584,067,625
Reserves from capital contributions	CHF	1,584,067,625
Payment of a dividend (out of reserves from capital contributions) of CHF 2.00 per share on the share capital eligible for dividend of CHF 70,636,547 ¹	CHF	(141,273,094)
Available reserves from capital contributions carry-forward	CHF	1,442,794,531

Proposed payment of a dividend out of available earnings	CHF	141,273,094
Proposed payment of a dividend out of reserves from capital contributions	CHF	141,273,094
Total proposed payment of a dividend	CHF	282,546,188

¹ As of 31 December 2024. Actual payout is depending on the amount of share capital eligible for dividend on the record date of 14 May 2025. No dividend will be paid out on treasury shares held by Lonza.

The last trading day with entitlement to receive the dividend is 12 May 2025. As from 13 May 2025 (ex-dividend date), the shares will be traded ex-dividend. The dividend will be payable from 15 May 2025.

Explanation: If the above proposal for the appropriation of available earnings and the distribution of reserves from capital contributions is approved, a total dividend of CHF 4.00 (gross) per share will be paid. 50% of such dividend will be paid out as repayment from reserves from capital contributions without deduction of Swiss withholding tax, while the other 50% of the dividend that is paid out of available earnings will be subject to 35% Swiss withholding tax. Under Swiss tax laws, Lonza may not pay out more than 50% of the dividend on a withholding tax-free basis.

The auditors of Lonza, Deloitte Ltd, have audited the proposed appropriation of available earnings / reserves from capital contributions, including the dividend payment, and have confirmed that the proposal of the Board of Directors complies with Swiss law and Lonza's Articles of Association.

6. Re-elections and Elections to the Board of Directors, Re-election of the Chair of the Board of Directors, and Re-elections and Elections to the Remuneration Committee

6.1 Re-elections to the Board of Directors

All current members of the Board of Directors, with the exception of Olivier Verscheure, are standing for re-election.

Proposal:

The Board of Directors **proposes** the re-election of the following individuals to the Board of Directors, each for a term of office until the completion of the AGM 2026:

- 6.1.1 Marion Helmes
- 6.1.2 Jean-Marc Huët
- 6.1.3 Angelica Kohlmann
- 6.1.4 Christoph Mäder
- 6.1.5 Roger Nitsch
- 6.1.6 Barbara Richmond
- 6.1.7 Jürgen Steinemann

Explanation: The term of office of the current members of the Board of Directors ends upon completion of the AGM 2025. Each member of the Board of Directors who is standing for re-election is proposed for re-election by the Board upon recommendation of the Nomination and Governance Committee and is deemed independent. Background information on the current members of the Board of Directors can be found in the Corporate Governance Report in the Lonza Annual Report 2024 (<https://www.lonza.com/annualreport/2024/governance>). Re-elections are held individually.

6.2 Elections to the Board of Directors

Proposal:

The Board of Directors **proposes** the election of the following individuals to the Board of Directors, each for a term of office until the completion of the AGM 2026:

- 6.2.1 Juan Andres
- 6.2.2 Eric Drapé (election effective as from 14 May 2025)
- 6.2.3 David Meline

Explanation:

Juan Andres is a Spanish national and currently lives in the United States of America. He has a career spanning more than 35 years during which he has held a variety of executive leadership positions. He was President, Strategic Partnerships and Enterprise Expansion at Moderna and led all manufacturing and technical development there during the pandemic. Prior to that, he led manufacturing worldwide and other strategic roles at Novartis for 12 years after spending more than 15 years at Eli Lilly. He has a deep strategic understanding of technical operations and quality that is complemented by international business expertise. If elected, Juan Andres would join the Board of Directors as an independent member.

Eric Drapé is a French national and currently lives in France. He held the role of EVP, Head of Global Operations, Company Officer and Member of the Executive Committee at Teva Pharmaceuticals. For more than 35 years, he has served in multiple leadership roles in the pharmaceutical industry, covering global operations and quality at Teva Pharmaceuticals, Ipsen Pharma and Novo Nordisk. He has a wealth of international experience, having held positions in Denmark, France, Israel and the US. If elected, Eric Drapé would join the Board of Directors as an independent member. His term of office would start on 14 May 2025 after the expiry of current contractual commitments.

David Meline is a US and Swiss citizen and currently lives in the United States of America. He has served as CFO of three publicly listed industrial and biotech companies and worked in various capital-intensive industries throughout his career. After serving as CFO and CAO of 3M Company as well as CFO of Amgen, one of the world's largest independent biotech companies, he was CFO of Moderna during the COVID-19 pandemic. He has extensive governance, financial and industry experience. If elected, David Meline would join the Board of Directors as an independent member.

Following evaluation by the Nomination and Governance Committee and after careful consideration, the Board of Directors is convinced that the Board, in its composition as proposed under agenda items 6.1 and 6.2, maintains an appropriate balance of skills, experience, diversity and knowledge of Lonza's business to effectively fulfill its duties and responsibilities.

6.3 Re-election of the Chair of the Board of Directors

Proposal:

The Board of Directors **proposes** the re-election of Jean-Marc Huët as Chair of the Board of Directors for a term of office until the completion of the AGM 2026.

Explanation: According to Article 16 of Lonza's Articles of Association and Swiss law, the Shareholders' Meeting elects the Chair of the Board of Directors for a term of office until the completion of the next AGM. Jean-Marc Huët is proposed for re-election as Chair by the Board of Directors upon recommendation of the Nomination and Governance Committee.

6.4 Re-elections and Elections to the Remuneration Committee

Proposal:

The Board of Directors **proposes** the re-election and the election of the following individuals to the Remuneration Committee, each for a term of office until the completion of the AGM 2026:

- 6.4.1 Angelica Kohlmann
- 6.4.2 Christoph Mäder
- 6.4.3 Jürgen Steinemann
- 6.4.4 Eric Drapé
- 6.4.5 David Meline

Explanation: The term of office of the current members of the Remuneration Committee ends upon completion of the AGM 2025. According to Article 20, para. 2, of Lonza's Articles of Association and Swiss law, the Shareholders' Meeting elects the members of the Remuneration Committee for a term of office until the completion of the next AGM. As part of the Board of Directors succession planning, Eric Drapé and David Meline are proposed to join the Remuneration Committee if elected as members of the Board of Directors by the Shareholders' Meeting. Re-elections and elections are held individually.

After careful consideration, the Board of Directors is convinced that with the proposed members, the Remuneration Committee is sufficiently independent and has an appropriate balance of skills, experience and knowledge of Lonza's business and key market insights to effectively fulfill its duties and responsibilities. If re-elected as a member of the Board of Directors by the Shareholders' Meeting, the Board of Directors intends to re-elect Christoph Mäder as Chair of the Remuneration Committee.

7. Re-election of the Auditors for 2026

Proposal:

The Board of Directors **proposes** the re-election of Deloitte Ltd, Zurich, as auditors for the financial year 2026.

Explanation: The auditors are elected annually by the Shareholders' Meeting. Deloitte Ltd fulfills the legal requirements and is available for re-election. Further information on Deloitte Ltd can be found in the Corporate Governance Report in the Lonza Annual Report 2024 (<https://www.lonza.com/annualreport/2024/governance>).

8. Election of the Independent Proxy

Proposal:

The Board of Directors **proposes** the election of Lenz Caemmerer, Attorneys at Law & Notaries, Elisabethenstrasse 15, 4010 Basel, as the independent proxy for a term of office until the completion of the AGM 2026.

Explanation: The independent proxy allows shareholders to be represented by an independent third party at the AGMs. According to Lonza's Articles of Association and Swiss law, the Shareholders' Meeting elects the independent proxy for a term of office until the completion of the next AGM. Lenz Caemmerer fulfills the legal requirements and is available for election.

9. Approval of the Compensation for the Board of Directors

Proposal:

The Board of Directors **proposes** to approve a maximum aggregate amount of compensation of the Board of Directors for the period from the AGM 2025 to the AGM 2026 of up to CHF 4,250,000.

Explanation:

Why this approval?

This approval is a prospective and binding vote according to Article 22, para. 1, letter a) of Lonza's Articles of Association. It allows the Shareholders' Meeting to approve the aggregate maximum compensation of the Board of Directors for the forthcoming term of office.

How is the proposed maximum amount calculated?

The maximum amount has been derived from adding the following components:

1. Gross fixed compensation of CHF 3,800,000 comprising the gross Chair fee (CHF 950,000), the gross Vice Chair fee (CHF 250,000), gross membership of the Board of Director fees (CHF 225,000 per member of the Board of Directors), gross committee chair fees (CHF 80,000 per committee chair), and gross committee membership fees (CHF 40,000 per committee member) for ten members of the Board of Directors proposed for re-election and election under agenda items 6.1 and 6.2, respectively;
2. Mandatory employer contributions to social security and pension fund of approximately CHF 250,000; and
3. A reduced reserve of CHF 200,000 (CHF 250,000 in the prior period) for unforeseen events has been included in the proposed maximum amount. The Board of Directors will only make use of this reserve amount in exceptional circumstances (e.g. changes to the committees or changes in social security or mandatory contributions to ensure compliance with legal requirements in relevant jurisdictions or with legal changes during the year).

The fixed compensation above is expected to remunerate all activities to be performed by the members of the Board of Directors.

The Board of Directors compensation will be paid in quarterly instalments, 50% in cash and 50% in shares. The number of shares will be determined based on the average closing share price of the last five trading days of each quarter, the first time at the end of June 2025. These shares are blocked for a period of three years and are eligible to receive dividends. For further details on the compensation of the Board of Directors, please refer to the Remuneration Report 2024 (<https://www.lonza.com/annualreport/2024/remuneration>).

Does the proposed maximum amount represent an increase compared with the previous reference period?

At the beginning of 2025, the Remuneration Committee reviewed comprehensively the Board of Director fee levels. The Remuneration Committee wanted to ensure relevant Swiss market competitiveness, recognize the changes in Board roles (Vice Chair), committee structure (introduction of a Nomination and Governance Committee) and number of committee meetings since 2024, as well as overall expected time and engagement levels. Board of Director base annual fee levels have not changed since 2013. Fee levels were reviewed with external support against a more refined benchmarking peer group which more comprehensively considers the new One Lonza strategy. The refined benchmarking peer group comprises Swiss companies of various sectors that are comparable in type of business, complexity of operations, size (market capitalization, sales and headcount) and geographic footprint.

The revised peer group also takes into account new publicly listed companies and now comprises ABB Ltd, Richemont SA, Givaudan SA, Sika AG, Alcon Inc., Galderma AG, Holcim AG, Straumann Holding AG, Sandoz AG, Sonova Holding AG and Geberit AG. Following the benchmarking review and considering the revised One Lonza strategy as well as the defined growth ambitions, the Board of Directors agreed to an increase to the Chair fee from CHF 750,000 to CHF 950,000 to reflect market alignment as well as the significantly increased number of meetings and overall time involvement. Board of Director membership fees will be aligned to the market median and increase from CHF 200,000 to CHF 225,000. To underscore good governance as well as the expectations for the Vice Chair role, this position is proposed to receive a fee of CHF 250,000. Committee chair and membership fees remain unchanged at CHF 80,000 and CHF 40,000, respectively. These proposed changes align Lonza to the market median of the benchmarking peer group.

As a result of the revised Board of Director fee levels, new membership appointments, the creation and introduction of the Nomination and Governance Committee as well as the respective Committee appointments, the proposed maximum amount for the period from the AGM 2025 to the AGM 2026 reflects a comprehensive 41% increase in budget compared to the maximum aggregate amount of compensation that was approved by the Shareholders' Meeting at the AGM 2024 for the previous reference period (AGM 2024 to AGM 2025). The proposed increase in number of members facilitates a strengthening of the Board of Directors not only with higher representation in the committees, and importantly supports continuity, and planned succession realization of the members of the Board of Directors. Excluding the proposed increase by two additional members of the Board of Directors, the proposed increase reflects 17%. As in the past, the expectation is that these fees will remain unchanged for a number of years.

Will the effective pay-out be disclosed?

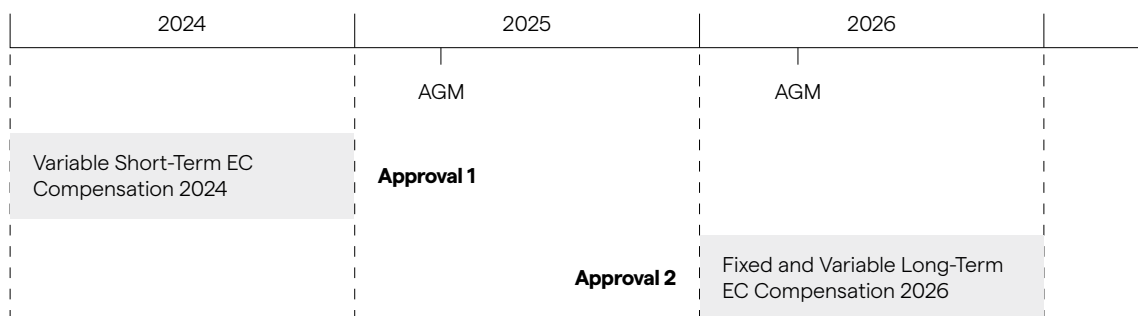
The actual pay-out to the members of the Board of Directors for the term of office from the AGM 2025 to the AGM 2026 will be disclosed in the Remuneration Reports 2025 and 2026. Please note that the compensation of the Board of Directors disclosed in the Remuneration Report reflects the total amount for the full period (1 January to 31 December) of the applicable calendar year, while the maximum amount reflects the period between two AGMs.

10. Compensation of the Executive Committee

At the AGM 2023, the shareholders approved the introduction of a simplified compensation voting system reflecting pay-for-performance principles, consisting of the following:

1. A retrospective vote according to Article 22, para. 1, letter c) of Lonza's Articles of Association which allows the shareholders to approve the aggregate variable short-term compensation (Lonza Bonus) of the Executive Committee (i.e., a vote in 2025 for the financial year 2024); and
2. A prospective vote according to Article 22, para. 1, letter b) of Lonza's Articles of Association regarding the maximum aggregate amount of fixed compensation and variable long-term compensation under the Long-Term Incentive Plan (LTIP) of the Executive Committee for the next financial year (i.e., a vote in 2025 for the financial year 2026).

The following chart shows the votes for the Executive Committee compensation:



10.1 Approval of the Aggregate Amount of Variable Short-Term Compensation for the Executive Committee for 2024

Proposal:

The Board of Directors **proposes** to approve an aggregate amount of variable short-term compensation under the Lonza Bonus plan for the Executive Committee for the financial year 2024 of CHF 5,067,000.

Explanation:

Why this approval?

This approval is a retrospective, binding vote according to Article 22, para. 1, letter c) of Lonza's Articles of Association. It allows the Shareholders' Meeting to approve the aggregate variable short-term compensation of the Executive Committee. This retrospective vote on the variable short-term compensation of the Executive Committee for the financial year 2024 provides for optimal accountability towards the shareholders and fully implements the notion of "say on pay".

How is the proposed amount calculated?

This amount results from the addition of the following components:

1. Cash bonus of CHF 4,090,000;
2. Bonus provided in shares reflecting a value of CHF 687,000. Lonza Bonus is paid out as 50% cash and 50% shares to those Executive Committee members (EC members) who are yet to meet the Minimum Shareholding Guideline. See page 175 of the Remuneration Report 2024 for further details; and
3. Total employer contributions in respect of social security CHF 290,000.

For more details on the proposed Lonza Bonus pay-out (including targeted percentage of base salary, financial and ESG performance metrics together with the target, maximum and actual outcome, as well as the link between pay and performance), please refer to pages 179 and 180 of the Remuneration Report 2024.

Does the proposed amount represent an increase compared with the previous reference period?

Compared with the bonus for the financial year 2023 of CHF 4,335,000, the proposed Lonza Bonus amount for the financial year 2024 represents an increase of 17%. The number of eligible EC members, inclusive of departing EC members per contractual terms remained comparable (8.4 in 2024, compared to 8.6 in 2023). The increase is driven by higher overall performance outcomes (considering both company and personal performance factors combined). Company performance was 107% in 2024 (112% in 2023) and personal performance was on average higher in 2024 as compared to 2023, considering among others individual contributions to the development of the new One Lonza strategy and setting the organization up for future growth, whilst ensuring delivery of solid full-year company results.

In addition, base salary increases (reflecting significant expanded business scope and responsibilities and ensuring market competitive compensation) for two EC members in 2024 led to a corresponding increase to the target bonus awards. For further details, please refer to the Remuneration Report 2024 (<https://www.lonza.com/annualreport/2024/remuneration>).

What information will be disclosed to shareholders, and when?

The proposed amount corresponds to the effective pay-out (subject to approval at the AGM 2025) as disclosed in the Remuneration Report 2024.

10.2 Approval of the Maximum Aggregate Amount of Fixed Compensation and Variable Long-Term Compensation for the Executive Committee for 2026

Proposal:

The Board of Directors **proposes** to approve a maximum aggregate amount of fixed compensation and variable long-term compensation under the Long-Term Incentive Plan (LTIP) of the Executive Committee for the period from 1 January 2026 to 31 December 2026 of up to CHF 25,600,000.

Explanation:

Why this approval?

This approval is a prospective, binding vote according to Article 22, para. 1, letter b) of Lonza's Articles of Association. It allows the Shareholders' Meeting to approve the maximum aggregate fixed compensation and variable long-term compensation of the Executive Committee for the following financial year.

The LTIP 2026 is an equity-based plan under which equity awards will be granted to EC members in 2026. Those awards will only vest after a three-year vesting period if the predetermined performance metrics are fully or partially met as of year-end 2028. If the performance metrics are not met, no LTIP award will vest.

How is the proposed maximum amount calculated?

This maximum amount has been derived by adding the following components:

1. Gross base salaries of CHF 5,750,000 as of 1 January 2026 comprise gross levels and market aligned salaries for nine anticipated EC members including eight continuing EC members and one new EC member, a Chief Legal and Corporate Affairs Officer. The announced One Lonza strategy and organizational structure will be activated in 2025, and the proposed budget allows the Board of Directors to appoint the new EC member to support this continued journey of growth and driving future advantage by strengthening the EC through the expansion of complementary skills, capabilities and experience. Furthermore, this amount allows consideration for a maximum aggregate increase of up to CHF 160,000 in base salaries across the continuing EC members. This amount will only be applied (or partially applied) to ensure competitive market salaries and, if necessary to bring the base salary level of EC members closer towards the market median based on, e.g. development in role, strong successful sustained performance, expansion of scope of responsibility. Any application of this amount would be disclosed in the Remuneration Report 2026 to be brought to a consultative shareholder vote at the AGM 2027. For further details on the EC primary benchmarking peer group, please refer to the Remuneration Report 2024 (<https://www.lonza.com/annualreport/2024/remuneration>);
2. Variable long-term compensation for LTIP 2026 of CHF 16,350,000, assuming a full allocation of additional fixed compensation, the proposed appointment of a new EC member, as well as a maximum 200% of target achievement. The value of the LTIP 2026 at target (100%) would amount to CHF 8,175,000. The number of equity awards to be granted will be calculated according to the average closing prices over the period of the one-month prior to the grant date in January 2026. At the vesting date, three years after the grant, the CEO and EC members may receive between 0% and 200% of the target equity awards granted, subject to the achievement of predetermined performance metrics during the performance period. For transparency, Lonza has decided to use the maximum vesting at

- 200% for the proposed amount under this agenda item 10.2, i.e., a maximum LTIP compensation of CHF 16,350,000;
3. Maximum employer contributions to social security and pension related to fixed compensation (CHF 1,400,000) and variable long-term compensation (CHF 1,000,000) and totaling CHF 2,400,000;
 4. Other benefits such as transportation allowance and medical and wellbeing allowance of CHF 600,000; and
 5. A reserve of CHF 500,000 for unforeseen events has been included in the proposed maximum amount. In light of the announced One Lonza strategy, upcoming leadership changes, and defined growth ambitions, this reserve has been increased to enable flexibility should it be required in exceptional circumstances (e.g. recognizing increased or newly allocated responsibilities amongst the EC members in line with corresponding business growth) as well as to account for the increased number of EC members. Further, the reserve may be used for compliance purposes (e.g. changes in social security or mandatory contributions where mid-year changes may be implemented in relevant jurisdictions).

Does the proposed maximum amount represent a change compared with the previous reference period?

Compared with the maximum aggregate amount approved by the shareholders at the AGM 2024 (CHF 7,248,000 in respect of fixed compensation and CHF 16,150,000 in respect of variable long-term compensation inclusive respectively of employer contributions to social security and pension fund) for the previous reference period (1 January 2025 to 31 December 2025), the proposed aggregate maximum amount for the upcoming reference period (1 January 2026 to 31 December 2026) reflects a maximum increase of 9%.

This increase takes into account full allocation of any approved budget, including application of the full aggregate base salary and fixed compensation increase budget which further leads to a corresponding increase in the value of the LTIP awards for the Executive Committee.

The number of EC members considered in the proposed maximum amount is anticipated to be nine in 2026 (should the new EC member be appointed) as compared to eight as previously anticipated for 2025. If the maximum fixed compensation budget (excluding the reserve which is anticipated to be used only in exceptional unforeseen circumstances) were applied, the per capita value for EC members increases by maximum 7% when comparing to the previous reference period of 1 January 2025 to 31 December 2025.

What information will be disclosed to shareholders, and when?

The actual fixed compensation paid out to the EC members for the period from 1 January 2026 until 31 December 2026 and the amount of variable long-term compensation under the LTIP granted to the EC members under the LTIP 2026 will be disclosed in the Remuneration Report 2026 to be brought to a consultative shareholder vote at the AGM 2027. Furthermore, target, maximum and actual outcomes relating to the LTIP 2026 will be fully disclosed in the Remuneration Report 2028.

Documentation and Attendance Procedures

The German invitation published in the Swiss Official Gazette of Commerce (www.sogc.ch) on 3 April 2025, is the original version. In case of inconsistencies between the German version and the English version, the German version prevails.

Documentation

Shareholders may consult the Lonza Annual Report 2024 (which includes the Management Report, the Consolidated Financial Statements, the Financial Statements, the audit reports, and the Remuneration Report 2024) and the Sustainability Report 2024, online at <https://www.lonza.com/annualreport/2024/>.

Questions regarding the Lonza Annual Report 2024, the Lonza Sustainability Report 2024, or the AGM 2025 may be directed to Investor Relations (investor.relations@lonza.com).

Shareholders Entitled to Vote

Shareholders who are entered in the share register with voting rights on 24 April 2025, 5:00 p.m. CEST, are entitled to vote at the AGM 2025. Shareholders who have sold their shares prior to the AGM 2025 are no longer entitled to vote.

Personal Attendance

Shareholders who wish to attend the AGM 2025 in person can order their admission card either by means of the enclosed Order Form and Power of Attorney or via the shareholder online platform (as set out below). The admission cards are expected to be mailed as from 25 April 2025.

Power of Attorney and Instructions

Shareholders who cannot attend the AGM 2025 in person may arrange to be represented by:

- a) their legal representative or by a representative of their choice, as authorized in writing by using the enclosed Order Form and Power of Attorney or via the shareholder online platform (as set out below); or
- b) the independent proxy, ThomannFischer, Attorneys at Law and Notaries, Elisabethenstrasse 30, 4010 Basel. In this case, the shareholders are requested to authorize and instruct the independent proxy (a) by completing and returning the enclosed Order Form and Power of Attorney to the share register of Lonza Group Ltd (Lonza Group Ltd, c/o Computershare Switzerland Ltd, P.O. Box, 4601 Olten) or (b) by using the shareholder online platform (as set out below), by 6 May 2025, 5:00 p.m. CEST, at the latest.

Use of Shareholder Online Platform

Shareholders may use the shareholder online platform www.gvote.ch to electronically order their admission card, grant a power of attorney, and issue voting instructions to the independent proxy. To open a shareholder online platform account, please refer to the separate shareholder platform explanations. Power of attorney and instructions can be issued electronically by 6 May 2025, 5:00 p.m. CEST.

Basel, 31 March 2025

On behalf of the Board of Directors,

Jean-Marc Huët

Chair of the Board of Directors

Language

The AGM will be held in German with simultaneous translation into English.

Annexes

- Order Form and Power of Attorney
- Letter regarding electronic registration and issuance of power of attorney via shareholder platform www.gvote.ch

