



# ANNUAL REPORT 2023



**MOLECULAR**  
partners

## At a Glance

- Pioneering a new class of custom-built protein drugs known as DARPin therapeutics
- Advancing a diverse portfolio of unique DARPin product candidates that are designed to offer solutions for serious diseases other therapies cannot readily address
- Partnering with leading pharmaceutical companies to unlock new DARPin therapeutic capabilities to advance our portfolio and the drug class

## Company Profile

Molecular Partners AG (SIX: MOLN, NASDAQ: MOLN) is a clinical-stage biotech company pioneering the design and development of DARPin therapeutics for medical challenges other drug modalities cannot readily address. The Company has programs in various stages of pre-clinical and clinical development, with oncology as its main focus. Molecular Partners leverages the advantages of DARPins to provide unique solutions to patients through its proprietary programs as well as through partnerships with leading pharmaceutical companies. Molecular Partners was founded in 2004 and has offices in both Zurich, Switzerland and Concord, MA, USA. For more information, visit [www.molecularpartners.com](http://www.molecularpartners.com) and find us on [LinkedIn](#) and Twitter /X [@MolecularPrtnrs](#).

## About DARPin Therapeutics

DARPin (Designed Ankyrin Repeat Protein) therapeutics are a new class of custom-built protein drugs based on natural binding proteins that open new dimensions of multi-functionality and multi-target specificity in drug design. The flexible architecture, intrinsic potential for high affinity and specificity, small size and high stability of DARPins offer benefits to drug design over other currently available protein-based therapeutics. DARPin candidates can be radically simple, with a single DARPin unit acting as the delivery vector to a specific target; or multispecific, with the possibility of engaging more than five targets, and combining multiple and conditional functionalities in a unique DARPin drug candidate. The DARPin platform is a rapid and cost-effective drug discovery engine, producing drug candidates with optimized properties and high production yields. DARPin therapeutics have been clinically validated across several therapeutic areas and developed through to the registrational stage.

## Highlights in 2023

### Research & Development:

- Presented initial, encouraging data from early cohorts of ongoing Phase 1/2a clinical trial of MP0533 (CD33 x CD123 x CD70 x CD3) for patients with relapsed/refractory AML and AML/MDS at the 2023 Annual Meeting of the American Society of Hematology (ASH)
- Introduced the Switch-DARPin concept and platform at the 2023 Protein & Antibody Engineering Summit (PEGS Europe)

- Introduced the first program of the Switch-DARPin platform, a cKIT x CD16a x CD47 multispecific Switch-DARPin candidate as a next-generation conditioning regimen for hematopoietic stem cell transplantation in AML, at the 2024 J.P. Morgan Healthcare Conference.
- Continued to demonstrate the unique attributes of the Radio-DARPin Therapy (RDT) platform and presented positive preclinical data supporting it and the expansion of the RDT pipeline at multiple leading scientific conferences
- Entered a strategic collaboration with Orano Med in January 2024 to co-develop <sup>212</sup>Pb-based RDT for multiple oncology targets, including DLL3
- Presented positive preclinical data at the 2024 J.P. Morgan Healthcare Conference supporting progress of the DLL3 RDT candidate and expansion of the RDT platform learnings across additional targets
- Presented updated positive data from Phase 1 trial of M0317 monotherapy for patients with advanced solid tumors at the 2023 Annual Meeting of the Society for Immunotherapy of Cancer (SITC)

#### **Leadership & Governance:**

- Dr. Philippe Legenne, M.D., MBA, MHS, assumed responsibilities as acting Chief Medical Officer in August 2023

#### **Financial:**

- Net cash outflow from operating activities of CHF 59.0 million in 2023
- Ongoing strong financial position with CHF 186.9 million in cash and short-term deposits as of December 31, 2023, anticipated to support operations well into 2026

#### **2024 Outlook:**

- Full year 2024 operating expense guidance of CHF 70-80 million
- Data from the Phase 1/2a trial of MP0533, including safety and efficacy, to be presented in H1 2024; expansion of enrollment to higher dose cohorts planned in H2
- Initial preclinical data from first Switch-DARPin program cKIT x CD16a x CD47 expected in H1 2024; preclinical proof-of-concept studies expected in H2 2024, which should provide strong translational efficacy data
- Lead RDT candidate (DLL3) to be advanced into IND-enabling studies in H1 2024, and nomination of additional targets and lead candidates for the RDT pipeline; initiation of clinical studies and first-in-human data expected in 2025
- Full MP0317 Phase 1 dose-escalation data expected in H1 2024

# Contents

<b>At a Glance</b> .....	<b><a href="#">2</a></b>
• Company Profile	
• About DARPin Therapeutics	
• Highlights in 2023	
<b>Shareholder Letter</b> .....	<b><a href="#">6</a></b>
<b>Financial Summary</b> .....	<b><a href="#">9</a></b>
• Results and Overview	
• Financial Highlights	
• Outlook 2024 and Financial Calendar	
• Development of Employee Base	
<b>Research and Development</b> .....	<b><a href="#">15</a></b>
• Overview	
• R&D Strategy	
• Therapeutic Platforms, Pipeline & DARPin Candidates	
<b>Corporate Sustainability</b> .....	<b><a href="#">23</a></b>
<b>Corporate Governance</b> .....	<b><a href="#">28</a></b>
<b>Compensation Report</b> .....	<b><a href="#">51</a></b>
• Report of the Statutory Auditor on the Compensation Report	
<b>Financial Reports</b> .....	<b><a href="#">69</a></b>
• IFRS Consolidated Financial Statements	
• Report of the Statutory Auditor on the Consolidated Financial Statements (IFRS)	
• Molecular Partners AG Financial Statements	
• Report of the Statutory Auditor on the Molecular Partners AG Financial Statements	



## To Our Shareholders

***For the past several years our team has worked tirelessly toward developing highly differentiated programs for diseases where science has not yet lived up to its promise. Following our true north—the patient value—we were able to progress several programs and platforms in 2023 that lay the groundwork for future success.***

In 2023 we observed initial successes on our strategy to pioneer and develop DARPin-unique solutions for unmet medical needs. We saw the first patients benefiting from our tetraspecific T-cell engager, MP0533, designed to treat patients suffering from AML, a deadly blood cancer. We announced a new Switch-DARPin candidate, which we designed to create a potentially safer and more efficacious treatment for patients in need of a stem cell transplant, a procedure that is often life-saving but unavailable to many patients due to current conditioning regimens. We developed our Radio-DARPin Platform (RDT), which is perfectly positioned to expand the emerging field of radioligand therapeutics to access the vast majority of potential targets unavailable to other therapeutic platforms. Our innovative research and development pipeline is the core of our operations and we are pleased to report its progress on multiple fronts.

MP0533 (CD33 x CD123 x CD70 x CD3) is the first ever tetraspecific and non-antibody T cell engager to demonstrate clinical activity. We designed MP0533 to preferentially bind to and kill AML cells, while minimizing side effects on healthy cells. This unique DARPin design is a perfect showcase of our strategy in action. MP0533 is currently being investigated in a Phase 1/2a trial in patients with relapsed/refractory acute myeloid leukemia (r/r AML). We presented initial positive data from early dose cohorts at ASH. We expect to present more data and to outline our later stage clinical plans in 2024.

In January 2024, we introduced the first Switch-DARPin candidate (cKIT x CD16a x CD47), built as a next-generation conditioning regimen for hematopoietic stem cell transplantation (HSCT) in AML and other indications. This multispecific DARPin candidate is designed to kill HSCs and leukemic stem cells in a targeted manner via local and conditional activation of immune cells. This program showcases the uniqueness and depth of DARPin capabilities, in this case, the combination of multiple mechanisms of action in a single candidate for uniquely targeted action.

Our Radio-DARPin Therapy platform aims to expand the number of targets available in radiotherapy. At present, the number of targets is highly restricted and most current development efforts crowd around PSMA and other “ligandable” targets. DARPins could change this. There are two essential components required for DARPins to be fit for radio-therapy: we needed to reduce their kidney retention (“Stealth” DARPins) and increase tumor uptake (half-life engineering). We are happy to report that both dimensions were successfully engineered in 2023.

Based on these advances, we are now ready to expand our pipeline. To leverage our RDT platform, we have joined forces with Orano Med and signed a strategic co-development agreement in January 2024 for multiple oncology targets, including our lead RDT program targeting DLL3 for solid tumors. Orano Med's expertise in <sup>212</sup>Pb-based radionuclides is the premier choice to match our leadership and experience with DARPins for the development of <sup>212</sup>Pb-based Radio-DARPin Therapies. At the same time, we have fully-owned RDT programs and continue to progress our collaboration with Novartis. We plan to initiate this platform's first clinical studies in 2025.

In terms of financials, we remain well funded to operationalize our strategy well into the future, thanks in part to our partnership with Novartis during the COVID-19 pandemic and support from the capital markets in previous years. Our cash reserves total CHF 186.9 million as per December 31, 2023, continues to provide us with financial flexibility and a forecasted cash runway well into

2026 based on current development plans. For the financial year 2024, at constant exchange rates, we expect total operating expenses of CHF 70-80 million, of which around CHF 8 million will be non-cash effective costs.

We were pleased to appoint Philippe Legenne, M.D., MBA, MHS, as acting CMO as of August 24, 2023, following the departure of Dr. Nicolas Leupin. Dr. Legenne joined Molecular Partners in early 2020. Over this time, he has led the clinical development strategy and execution across the Molecular Partners portfolio and has been essential in the rapid progress of the MP0533 study. Prior to joining Molecular Partners, Dr. Legenne held positions of increasing responsibility at J&J, GSK, and Novartis, both in the U.S. and Europe.

On behalf of the Board of Directors and employees, we thank you for your continued support and belief in our endeavors. We look forward to sharing updates with you throughout the year as we advance our clinical and preclinical programs. We would like to thank the entire Molecular Partners team for their tireless work and dedication on behalf of patients in need as well as our strategic partners, investors and research collaborators for sharing our vision of delivering a new class of drugs.



Zurich-Schlieren, March 14, 2024  
Sincerely,

*Bill Burns*  
*Chairman of the Board*

*Patrick Amstutz*  
*Chief Executive Officer*



## Financial Summary

### Results and overview

The following discussion and analysis of the financial condition and results of operations of Molecular Partners AG and its subsidiary (collectively, Group) should be read in conjunction with the IFRS Consolidated Financial Statements, which have been prepared in accordance with the IFRS® Accounting Standards ("IFRS") as issued by the IASB.

In addition to historical data, this discussion contains forward-looking statements regarding our business and financial performance based on current expectations that involve risks, uncertainties and assumptions. Actual results may differ materially from those discussed in the forward-looking statements as a result of various factors.

<b>Key Financials</b> (CHF million, except per share, FTE data)	<b>FY 2023</b>	<b>FY 2022</b>	<b>Change</b>
<b>Total revenues and other income</b>	<b>7.0</b>	<b>189.6</b>	<b>(182.6)</b>
R&D expenses	(48.7)	(50.7)	2.0
SG&A expenses	(19.4)	(22.3)	2.9
<b>Total operating expenses (incl depr. &amp; amort.)</b>	<b>(68.1)</b>	<b>(73.0)</b>	<b>4.9</b>
<b>Operating result</b>	<b>(61.1)</b>	<b>116.6</b>	<b>(177.7)</b>
Net finance result	(0.9)	1.2	(2.1)
<b>Net result</b>	<b>(62.0)</b>	<b>117.8</b>	<b>(179.8)</b>
Basic net result per share (in CHF)	(1.89)	3.63	(5.52)
Diluted net result per share (in CHF)	(1.89)	3.54	(5.43)
Net cash from (used in) operating activities	(59.0)	118.6	(177.6)
Net cash used in investing activities	44.6	(101.1)	145.7
Net cash from (used in) financing activities	(1.1)	(1.6)	0.5
Exchange gain/(loss) on cash positions	(5.1)	0.2	(5.3)
Net increase (decrease) in cash and cash equivalents	(20.6)	16.1	(36.7)
<b>Cash and cash equivalents</b>	<b>67.3</b>	<b>87.9</b>	<b>(20.6)</b>
<b>Cash and cash equivalents (incl. short-term time deposits)</b>	<b>186.9</b>	<b>249.1</b>	<b>(62.2)</b>
Total non-current assets	5.9	7.5	(1.6)
Total current assets	192.5	254.8	(62.3)
Total shareholders' equity	176.4	235.2	(58.8)
Total non-current liabilities	7.5	9.8	(2.3)
Total current liabilities	14.5	17.3	(2.8)
<b>Number of total FTE</b>	<b>167.5</b>	<b>175.3</b>	<b>(7.8)</b>

## Financial highlights

The Group's cash position of CHF 186.9 million as of December 31, 2023, continues to provide financial flexibility and a forecasted cash runway well into 2026, excluding any potential receipts from R&D partners.

## Revenues and other income

In 2023, the Group recognized total revenues and other income of CHF 7.0 million, a significant decrease compared to the previous year (2022: CHF 189.6 million, that largely related to the Novartis agreement for ensovibep.). Revenues in 2023 were exclusively driven by the Novartis collaboration agreement for radioligand therapies.

As of December 31, 2023, the Group has CHF 4.3 million in contract liabilities related to the Novartis collaboration agreement for radioligand therapies, which is expected to be recognized as revenue in 2024.

## Operating expenses (incl. depreciation and amortization)

The Group's operating expenses consist primarily of costs associated with research, preclinical and clinical testing as well as of personnel-related costs. To a lesser extent they also reflect royalty and license fees, facility expenses, professional fees for legal, tax, audit and strategic purposes, administrative expenses and the depreciation of property, plant and equipment.

Overall, in 2023 total operating expenses decreased by CHF 4.9 million to CHF 68.1 million (2022: CHF 73.0 million). These costs included CHF 5.7 million in non-cash effective share-based compensation and pension costs as well as CHF 2.4 million in depreciation. The two major expense categories were personnel expenses of CHF 40.0 million (59% of total operating expenses) and external research costs totaling CHF 15.9 million (23% of total operating expenses).

Total R&D expenses in 2023 were CHF 48.7 million (2022: CHF 50.7 million). The Group charges all R&D expenses to the income statement when incurred.

Total SG&A expenses decreased by CHF 2.9 million (13%) to CHF 19.4 million (2022: CHF 22.3 million), mainly reflecting reductions in Directors and Officers insurance costs and professional service costs.

## Operating result

In 2023, the Group generated an operating loss of CHF 61.1 million (2022: Operating profit of CHF 116.6 million, driven by the revenues associated with the Novartis collaboration agreement and the corresponding funds received).

## Financial result

In 2023, Molecular Partners recorded a net financial loss of CHF 0.9 million, mainly driven by foreign exchange losses on the cash positions held in foreign currencies, whereas in 2022 there was a net financial gain of CHF 1.2 million, in 2022 mainly driven by interest income and foreign exchange gains on our cash positions.

## Income taxes

The Swiss legal entity of the Group did not have to pay nor accrue any income taxes in 2023. Including the net operating loss of 2023, the tax losses of CHF 144.5 million may be used as tax loss carry forwards to offset future taxable income over a period of seven years.

## Net result

In 2023, the Group recorded a net loss of CHF 62.0 million compared to a net gain of CHF 117.8 million in 2022.

## Balance sheet and capital resources

As of December 31, 2023, the Group's total balance of cash and cash equivalents (incl. short-term time deposits) decreased by CHF 62.2 million compared to year-end 2022 to a level of CHF 186.9 million. This continued strong cash and cash equivalents position (incl. the short-term time deposits) represented 94% of the total assets at December 31, 2023.

The total shareholders' equity position decreased to CHF 176.4 million as of December 31, 2023 (December 31, 2022: CHF 235.2 million). The Group's balance sheet continued to be debt-free in 2023.

Liabilities recorded in the balance sheet relate to contract liabilities, lease liabilities, trade payables and accrued expenses from the Group's operations as well as to pension liabilities as per IAS19. Total liabilities amount to CHF 22.0 million (2022: CHF 27.1 million), largely consisting of accrued expenses and contract liabilities with our collaboration partner Novartis. These non-cash effective contract liabilities represent an amount of CHF 4.3 million at the end of 2023 (2022: CHF 10.0 million). The contract liabilities are expected to be recognized as revenue in 2024.

## Cash flow statement

In 2023, Molecular Partners recorded a net cash outflow from operations of CHF 59.0 million, compared to a net cash inflow from operations of CHF 118.6 million in 2022, following the funds received from Novartis in January 2022.

In 2023, cash inflow from investing activities was a net CHF 44.6 million, compared to a CHF 101.1 million cash outflow in 2022. Cash flow from investing activities in both years was driven by movements in short-term time deposits. In 2023, a CHF 0.8 million outflow was recorded for capital expenditures related to equipment and intangible assets (2022: CHF 1.4 million outflow) and a CHF 3.8 million inflow was recorded from interest received (2022: CHF 0.5 million inflow).

In both years, the net cash outflow from financing activities of CHF 1.1 million was driven primarily by payments of our lease liabilities. In addition, the Group recorded a foreign exchange loss on foreign currency denominated cash positions of CHF 5.1 million in 2023 (2022: a gain of CHF 0.2 million).

Overall, this resulted in a net decrease of the Group's total cash balance and short-term time deposits by CHF 62.2 million from CHF 249.1 million at the end of 2022 to CHF 186.9 million at year-end 2023.

## Financial risk management

The Group is developing several therapeutic candidates and is currently not generating a constant revenue stream, which typically results in a negative cash flow from operating activities. At present, the lack of recurring positive operating cash flow may expose the Group to financing risks in the medium term. Risk management is carried out centrally under policies approved by the Board of Directors. Furthermore, the Group manages financial risks such as foreign exchange risk and liquidity.

Molecular Partners conducts its activities primarily in Switzerland, EU and U.S. As a result, the Group is exposed to a variety of financial risks, such as foreign exchange rate risk, credit risk, liquidity risk, cash flow and interest rate risk. The Group's overall financial risk management program focuses on the unpredictability of financial markets and seeks to minimize any potential adverse effects on the financial performance of the Group. The Group is not exposed to market price development as it has no salable products.

The following is a summary of how we manage and mitigate the key financial risks:

- Foreign exchange risk: The Group's primary exposure to the risk is due to fluctuation of exchange rates between CHF, EUR and USD. The Group's hedging policy is characterized by the following two elements: (1) to maximize natural hedging by matching expected future cash flows in the different currencies, and (2) if markets conditions allow, to consider hedging certain of the remaining expected net currency exposure as the need arises. Molecular Partners does not engage in speculative transactions.
- Interest rate risk: During 2023 Molecular Partners earned interest income on the cash and cash equivalents (including short-term time deposits) balances and its profit and loss may be influenced by changes in market interest rates. The Group is reviewing the development of interest rates on a regular basis and is investing part of its cash through money market investments in line with its treasury guidelines.
- Credit risk: The maximum credit risk on financial instruments corresponds to the carrying amounts of the Group's cash and cash equivalents and receivables. The Group has not entered into any guarantees or similar obligations that would increase the risk over and above the carrying amounts. All cash and cash equivalents are held with four major Swiss banks with ratings between A+ and AAA as per Standard & Poor's. The Group enters into partnerships with partners which have the appropriate credit history and a commitment to ethical business practices. Other receivables with credit risk mainly include interest receivables.
- Liquidity risk: Based on the Group's Business Plan 2024-2028, management estimates that the Group, with CHF 186.9 million of cash at hand (incl. cash equivalents and short-term time deposits) and with no debt on the balance sheet as per December 31, 2023, is funded well into 2026, excluding any potential receipts from R&D partners.

## Financial outlook 2024

For the financial year 2024, at constant exchange rates, we expect total operating expenses of CHF 70-80 million, of which around CHF 8 million will be non-cash effective costs for share-based payments, IFRS pension accounting and depreciation.

## Financial calendar 2024

The following table summarizes the scheduled financial calendar for the financial year 2024.

Date:	Event:
March 14, 2024	Expected Publication Date of Annual General Meeting Invitation 2024
April 17, 2024	Annual General Meeting
May 16, 2024	Interim Management Statement Q1 2024
August 26, 2024	Publication of Half-year Results 2024 (unaudited)
October 31, 2024	Interim Management Statement Q3 2024



## Research & Development

# Pioneering new therapeutic approaches through DARPin leadership

### Overview

We are a clinical-stage biotech company pioneering the design and development of DARPin therapeutics, a new class of custom-built protein drugs, for medical challenges other drug modalities cannot readily address. By harnessing DARPins' intrinsic advantages and leveraging our two decades of experience and leadership with DARPins, we believe our DARPin platform can close the gap between small molecule and antibody medicines as a new therapeutic modality poised to offer clinical breakthroughs.

Our approach has been validated through the development of seven clinical-stage candidates that have been extensively tested in more than 2,500 patients, and have been observed to be highly active and generally well-tolerated.

Molecular Partners was founded in 2004 by the inventors of DARPins. Our senior management, which includes two of our group's co-founders, has significant prior experience in oncology, research, drug development and finance. Members of our leadership team have served as senior executives at other well-established companies including Amgen, Bavarian Nordic, Genentech, GSK, J&J, Novartis, Roche, and Tesaro. Additionally, our board of directors includes current and former senior executives of AbbVie, Biogen, Novartis, Roche and Takeda (Millennium Pharmaceuticals, Shire).

### Intrinsic advantages of DARPins over other approaches

For more than two decades, we have pioneered DARPins as a new class of therapeutics, evolving our capabilities and mastery of DARPin design with an increasing focus on novel platforms and mechanisms of action that are highly differentiated to other drug classes. The intrinsic advantages of DARPins include:

- **Derivation from natural binding proteins:**
  - DARPins are based on natural protein binders that mediate protein interactions in most living cells on earth: ankyrin repeat domains. Evolved by nature and engineered by Molecular Partners, ankyrin repeat domains are the ideal foundation for an efficient, versatile and innovative approach to biologic drug design. An individual DARPin (Designed Ankyrin Repeat Protein) is a radically simple unit consisting of a robust backbone, or scaffold, supporting a binding surface that is shaped to bind its target with exquisite precision and strength. Unlike larger, more complex binding proteins, the basic repeating unit can be engineered against a vast array of different targets with very low risk of off-target effects or interactions outside the binding surface.

- **High affinity and specificity:**
  - DARPin's intrinsic potential for high affinity and high specificity mean DARPin candidates can tightly bind to their targets. This binding strength is matched by the specificity of DARPins to bind only to the intended target, limiting the potential of off-target effects.
- **Small size:**
  - Even when linked together, multispecific DARPins are smaller than large proteins such as antibodies, which allows a potentially greater tissue penetration. Additionally, every dose given to a patient contains more molecules per gram than larger molecules like antibodies.
- **Multispecificity:**
  - DARPins can be used in a radically simple format with single-target specificity or can be easily be linked together to enable multispecific drug candidates. DARPin candidates comprised of up to six DARPins and five target specificities have been tested in the clinic. The multispecificity is achieved without impacting affinity, potency, stability, or production yields compared to the single DARPin units.
- **“Either-or” specificity:**
  - The repeat structure of DARPins allows to fuse two different DARPins with different target specificities into one DARPin domain thereby enabling mutually exclusive “either-or” binding properties for either of the targets. This opens the possibility of creating “smart drugs” that are conditionally activated only where activity is desired.
- **High stability:**
  - The very high stability intrinsic to DARPins allows for radical engineering approaches, such as those applied to the DARPin backbone surface enabling the Stealth-DARPin design developed for RDT, without impact on the structure and binding characteristics of the engineered DARPins.

## **Our R&D strategy: Design DARPin-unique solutions for challenges other therapies cannot readily address**

DARPins have several intrinsic properties that differentiate them from other therapeutic modalities. We combine these unique properties with insights from our deep clinical experience and understanding of underlying disease biology to create molecules that offer new solutions to patients with high medical need.

### **Demonstrating true patient value with early clinical readouts**

In our projects, we aim for early clinical readouts based on single agent activity. We have the deepest experience and demonstrated leadership with DARPin drug development worldwide, having advanced seven clinical-stage programs across multiple disease areas that have been tested in more than 2,500 patients. In addition to an optimized preclinical development process, during which we stringently test our molecules in models with translatable value, our clinical

strategy prioritizes programs that have the potential to demonstrate single-agent activity in a defined number of patients to measure early proof-of-principle and enable swift decision making on further investment.

### Combining our capabilities with world-class partners to deliver a broad pipeline of innovative therapies

We intend to independently develop and commercialize product candidates in our core focus areas where we believe we have a clear clinical and regulatory approval pathway and the resources to commercialize successfully. In addition, we seek to combine our capabilities with world-class partners to deliver a broad pipeline of innovative therapies and accelerate the development of DARPin as a class. We also strive to collaborate with companies developing complementary technologies when there is a clear strategic rationale.

## Pipeline Update

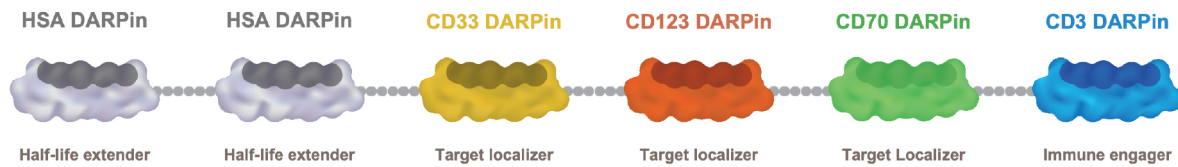
We believe our DARPin therapies have the potential to address defined medical problems that are not addressable by other drug classes. We remain focused on oncology through our robust pipeline of clinical and preclinical programs, with particular attention on MP0533 for AML, the RDT platform and pipeline, and the multispecific cKIT x CD16a x CD47 Switch-DARPin program and other next-generation immune cell engagers leveraging the Switch-DARPin platform.

Our pipeline chart as of March 2024 is illustrated below:

CANDIDATE	RESEARCH	PRE-CLINICAL	PHASE 1	PHASE 2	RIGHTS
MP0317	Advanced Solid Tumors FAP x CD40				MOLECULAR partners
MP0533	R/R AML and AML/MDS: CD33 x CD123 x CD70 x CD3				MOLECULAR partners
Switch-DARPin	AML/HSC T cKIT x CD16a x CD47				MOLECULAR partners
	Undisclosed				MOLECULAR partners
Radio-DARPin Therapy	DLL3	Co-development*			MOLECULAR partners oranomed
	Solid Tumors	In-house programs			MOLECULAR partners
	Solid Tumors	2 partnered programs			NOVARTIS
Virology					MOLECULAR partners

\*The co-development agreement with Orano Med includes up to three potential oncology targets including DLL3.

## MP0533

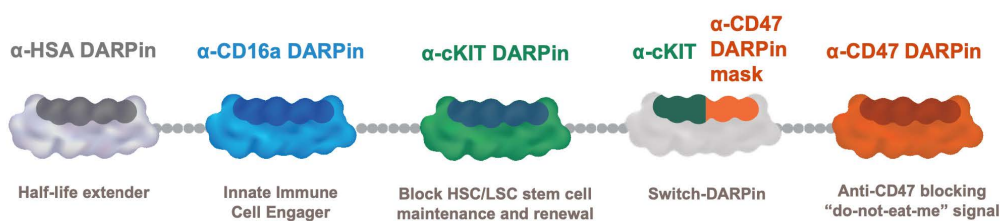


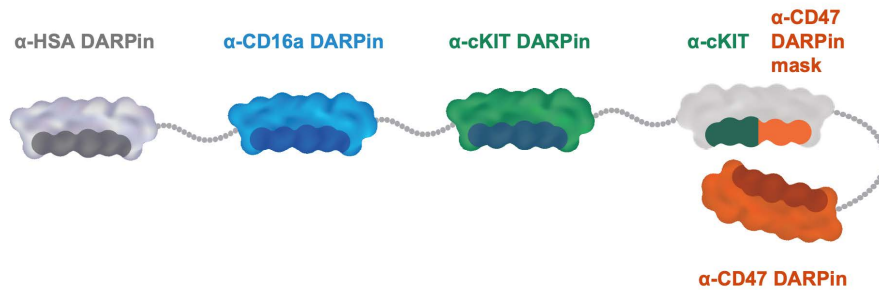
MP0533 is our novel tetra-specific T cell-engaging DARPin, which simultaneously targets the antigens CD33, CD123 and CD70 on AML cells as well as the immune activator CD3 on T cells. AML cells commonly co-express at least two of these three target antigens whereas most healthy cells only have one or none. MP0533 binds with increasing avidity as the number of its target antigens present increases, dramatically favoring binding to AML cells over healthy cells. This unique avidity-driven mode of action is designed to enable T cell-mediated killing of AML cells while preserving a therapeutic window that minimizes damage to healthy cells.

MP0533 is currently being investigated in a Phase 1/2a trial in patients with relapsed/refractory AML. In early 2023, the first patient was dosed with MP0533. In December 2023, we presented positive initial data from the first four dosing cohorts at the 65th American Society of Hematology (ASH) Annual Meeting and Exposition. The results from the first 11 patients treated with MP0533 indicated an acceptable safety profile as of the data cut-off across all four dosing regimens (DRs), with no dose-limiting toxicities observed. Two responders were observed at the time of presentation, including a patient achieving complete response (CR) in DR 4 and another patient with morphological leukemia-free state (MLFS) in DR 3. These responses are particularly notable for having occurred at dose levels below those predicted as therapeutically active.

The Phase 1/2a study is on track with dosing in DR 6 currently ongoing. The Company expects to present data from further cohorts receiving MP0533 in H1 2024. Based upon current safety and tolerability data from the ongoing study, and based upon discussion with treating investigators and key opinion leaders, a protocol amendment is being filed to expand enrollment to additional higher dose cohorts of MP0533 beyond the initially planned highest cohort (DR 7). The goal of the additional higher doses will be to explore the full potential efficacy of MP0533. The Company expects to enroll patients in the added higher cohorts seamlessly in H2 2024.

## Switch-DARPin Platform





Our Switch-DARPin platform represents a further evolution of our capabilities to deliver multispecific candidates to address different disease needs. It uses a dual-binding logic-gated DARPin (the "Switch") to provide an 'on/off' function to a multispecific DARPin candidate. The Switch function is modulated according to the presence of defined targets as well as their relative proximity and affinity to the "Switch", thereby allowing conditional activation of targets. The goal is the activation of a highly specific targeted immune response in a specific biological context.

In 2023, we debuted our Switch-DARPin platform and presented data supporting its mechanism of action at PEGS 2023. In January 2024, we introduced the first multispecific program from our Switch-DARPin platform targeting the proteins cKIT, CD16a and CD47.

The multispecific cKIT x CD16a x CD47 Switch-DARPin program is designed to induce exhaustive killing of stem cells that express cKIT to optimize the outcomes of current high- or reduced-intensity conditioning and HSCT for AML patients. The program thereby strives to further increase long-term disease control post HSCT for AML patients eligible for high-intensity induction therapy, including those with a poor cytogenetic risk profile. It may also provide an alternative approach with a better safety profile for patients currently not eligible for standard high-intensity conditioning. Our intent is to extend the access to potentially curative HSCT for more patients with AML and beyond, including other indications benefiting from HSCT such as genetic diseases.

The target-by-target rationale for this program's design is:

- cKIT is critical for stem cell maintenance and renewal and thus expressed on both hematopoietic and leukemic stem cells.
- The CD16a DARPin engages NK cells and macrophages to selectively kill cKIT-positive cells.
- The Switch-DARPin conditionally blocks the CD47 "don't eat me" signal in the presence of cKIT, leveraging the power of CD47 inhibition without its associated toxicity to healthy cells.

The Company expects to present initial pre-clinical data from first Switch-DARPin program cKIT x CD16a x CD47 in H1 2024 and to run preclinical proof-of-concept studies in H2 2024, which should provide strong translational efficacy data.

## Radio-DARPin Therapy (RDT)



Radiation therapy, particularly external beam radiation, is a frequently used approach to treating cancer. Due to its limited selectivity, this treatment can only be considered for localized or oligometastatic disease: radiation therapy often affects healthy tissues resulting in harmful side effects, which limits the amount of radioactivity that can be given to a patient. As a consequence, hard-to-reach tumor lesions or micrometastases are left untreated resulting in progression or relapse of the disease. Targeted radiotherapies delivering radioisotope selectively to the tumor while sparing healthy tissues have made great progress with great clinical results. A key limiting factor in expanding this treatment approach to a broad range of relevant cancer types is the lack of vectors matching targeted radiotherapy requirements & spanning a broad tumor target space.

Our Radio-DARPin Therapy (RDT) platform represents a unique targeting approach for highly effective and selective delivery of radioactive payloads to a broad range of tumors while sparing healthy tissues. The unique nature of DARPins as an engineered protein drug class may allow us to overcome the limitations of other radioligand therapies. DARPins have great intrinsic properties as vector – such as small size, high affinity and specificity – to enable robust, tumor-specific delivery of therapeutic radionuclides.

We have built on these innate advantages by making further engineering advancements across our RDT portfolio. We have designed our candidates to minimize kidney retention, one of the key challenges of the broader radiotherapy class, through our use of Stealth-DARPins - DARPins whose backbone is surface engineered to be excreted by kidneys in urine instead of being re-absorbed. These results were presented at several conferences in 2023 including AACR and SNMMI. Building on these results, we established a half-life engineering (HLE) toolbox which led to increased tumor uptake across multiple tumor targets, which we presented at EANM 2023 and at J.P. Morgan in January 2024.

Taken together, our half-life engineering (HLE) toolbox combined with Stealth-DARPin technology has enabled us to reach improved tumor uptake and reduced kidney reabsorption, which supports expansion of the RDT pipeline and the development of a first generation of RDT pipeline candidates, including for Delta-like ligand 3 (DLL3). We presented relevant data on our DLL3 RDT program at J.P. Morgan in January 2024.

Furthermore, in January 2024, we entered a strategic collaboration with Orano Med to co-develop  $^{212}\text{Pb}$ -based RDTs for patients with solid tumors. The deal combines the power of DARPins, as a highly differentiated modality for tumor-targeted delivery of radioisotopes, with Orano Med's leading capabilities and supply in Targeted Alpha Therapy and supply to further advance our RDT platform and expand our RDT portfolio.  $^{212}\text{Pb}$  has ideal properties for radiotherapeutic applications: a very clean decay chain, which releases one high-energy alpha particle, and relatively short decay half-life of 10.6 hours, which ensures that the majority of the radioactivity is deposited at the tumor site resulting in efficient cell killing. The short half-life is also beneficial for waste management.

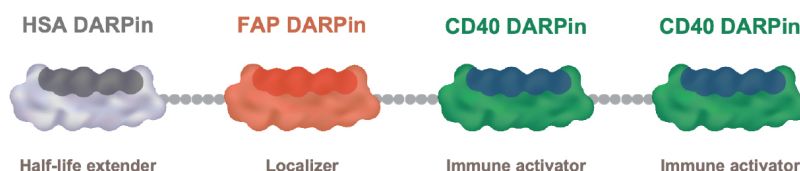
The tumor-associated protein DLL3 was selected as the target of our lead RDT program to be advanced into IND-enabling studies in H1 2024. Expression of DLL3 is low in healthy tissues but

significantly increased in certain tumor types, providing an opportunity for selective targeting through the high affinity and specificity offered by DARPin.

The initiation of clinical studies and first-in-human data are expected in 2025 through our co-development agreement with Orano Med. We also expect to nominate additional targets and RDT candidates in 2024.

In addition to the above updates, we continued to progress the projects in our RDT portfolio that are partnered with Novartis, the world leader in radio-oncology.

## MP0317



We designed our MP0317 program to enable tumor-localized immune activation through simultaneously targeting the immunostimulatory protein CD40 and fibroblast activation protein (FAP). FAP is expressed in high amounts in the fibrous tumor microenvironment (TME) around and throughout tumors. Through this proposed mechanism of action, MP0317 is designed to activate immune cells specifically within the TME, potentially delivering greater efficacy with fewer side effects compared to systemic CD40-targeting therapies.

In November 2023, we presented additional positive dose-escalation data from the Phase 1 study of MP0317 in patients with advanced solid tumors at the 38th Annual Meeting of the Society for Immunotherapy of Cancer (SITC). These data from 46 patients corroborated earlier reported findings (cf. 2023 ASCO Annual Meeting) of MP0317-induced CD40 activation and related remodeling of the tumor microenvironment (TME). At the time of the presentation, MP0317 monotherapy continued to display a favorable safety profile across all dosing cohorts up to the highest planned dose.

Enrollment in the phase 1 study of MP0317 has concluded. We expect to report the full dataset from the Phase 1 study dose-escalation in H1 2024.

## Legacy programs

Our continued expansion of our capabilities and those of our DARPin candidates is due in part to our deep clinical experience with DARPin programs, across development stages through to the registrational phase. Our work today is informed by the past development of abicipar, for the treatment of neovascular age-related macular degeneration (nAMD) and Diabetic Macular Edema (DME); ensovibep, our trispecific candidate for COVID-19; and MP0310, which we designed to target both localizing target fibroblast activation protein (FAP) on tumor cells and 4-1BB, an immune modulatory protein on T cells. All programs showed activity and an acceptable safety profile in the clinic. These programs are no longer in active development.

In January 2024, Novartis returned the rights to the ensovibep program, previously under investigation for the treatment of COVID-19, to Molecular Partners. Clinical work on the ensovibep program ended in 2022 and the program remains terminated.

# Corporate Sustainability

At Molecular Partners, we are driven to develop treatments for patients suffering from serious diseases. Our core value as a company is to support our people and the patients we serve. We act as global citizens, committed to creating a healthier and more sustainable world.

To help accomplish this, we have identified areas we are prioritizing within our ESG strategy where we feel we can make the greatest positive impact:

- Board Oversight of ESG and Corporate Sustainability
- Human Capital Management and Diversity, Equity, and Inclusion
- Product Service and Safety
- Access to Medicine
- Business Ethics

As we continue to make progress across these priorities, we maintain our long-standing commitment to ethical communication with all stakeholders.

## Board Oversight of ESG and Corporate Sustainability

- Corporate Sustainability is a theme in both our executive and Board practices. In 2021-2022, the responsibility for corporate sustainability responsibility was formally established at a Board level. The Finance and Audit Committee leads oversight of our ESG policies for the Board. To fully integrate our ESG strategy within our organization, we have created an ESG Circle of key internal stakeholders to ensure we are making progress across our priorities.
- We have also engaged external support to enhance our ESG work. Currently, we are focusing our ESG efforts in the five priority areas listed below:



**Board Oversight of ESG and Corporate Sustainability**



**Human Capital Management & DEI**



**Product Service & Safety**



**Business Ethics**



**Access to Medicine**

## Human capital management & Diversity, Equity, and Inclusion

- Molecular Partners offers generous benefits spanning health, wellness and retirement planning to its employees:



- We also provide flexible working arrangements so our employees can care for their growing families, aging parents and make time for their interests outside of work:



- We're committed to the growth of our team and offer training programs for our employees:



Leadership training programs



Full company LinkedIn Learning



Certification training programs



Technical trainings: language, IT trainings

- Fostering diversity and inclusion is a key element of our recruitment process. To accomplish this objective, we have committed to:

- Well-defined hiring procedures
- Employee referral program
- Diversity of interviewers
- Encouraging internal applications

- The Molecular Partners team is comprised of individuals who are committed to creating and maintaining a sustainable environment, which we are proud to support. Many of the employee engagement initiatives have a sustainable focus to ensure the team is working together to reduce our collective environmental impact:

▶ Our team is comprised of individuals who are committed to creating and maintaining a sustainable environment, which Molecular Partners is proud to support. Many of our employee engagement initiatives have a sustainable focus to ensure we are working together to reduce our collective environmental impact:



Employees created a green area on the MP terrace



One of our main employee initiatives is our bike-to-work program, which is in its seventh year.

2023 METRICS

TEAMS

8

PARTICIPANTS

32

% OF BIKE DAYS

80%

TOTAL KM

10'822

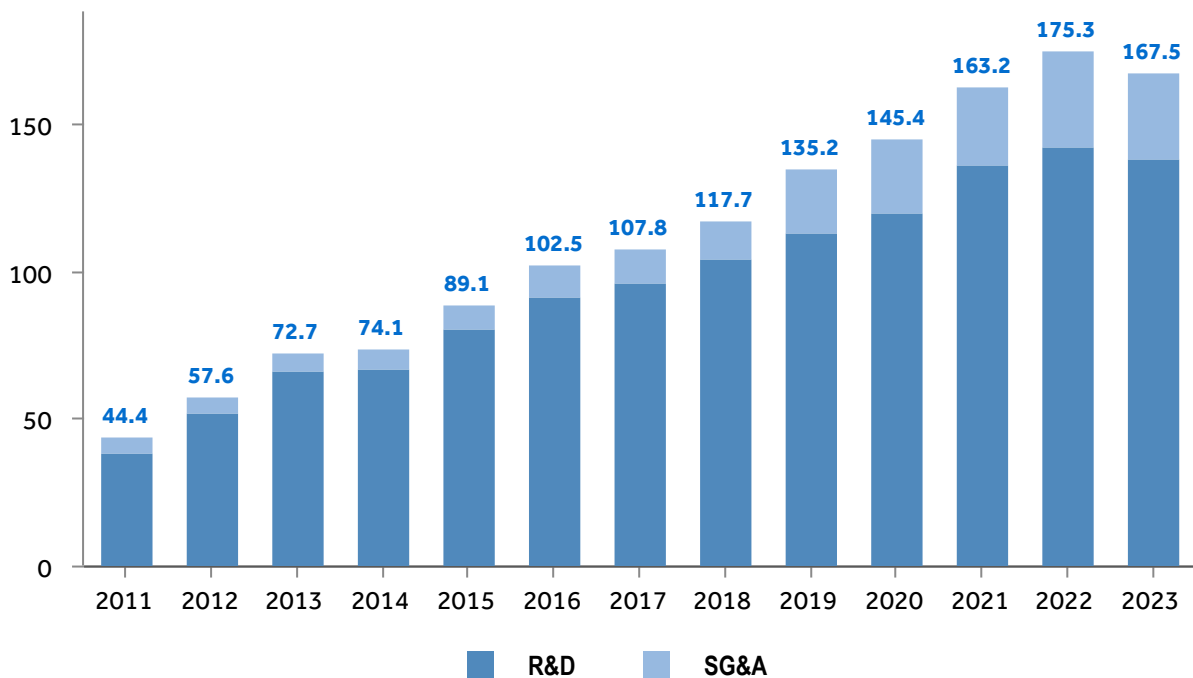
DURATION

MAY

- JUNE

## Development of employee base

Total FTE (full-time equivalent) reduced by 4% to 167.5, of which about 83% are employed in R&D-related areas.



## Data protection & cybersecurity

- The protection of our internal and patients' data is a top strategic priority for Molecular Partners. We have implemented cutting edge IT systems and continually make technology upgrades to ensure the highest standard of data protection:



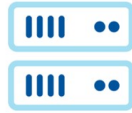
Awareness training



SOC Type II  
compliant



IT security policy reviewed  
and signed by all employees



Backup infrastructure  
ensures data protection



High-level disaster  
recovery plan is in place

## Supply chain management

- Suppliers are audited for quality, with a focus on "Good x Practice" (GXP) aspects.
- All of the Group's Contract Development and Manufacturing Organizations (CDMOs) are based in Western Europe where human rights, health & safety, child labor protections and minimum wages are regulated by the national laws. Our CDMOs are licensed by their respective national authorities.

## Access to Medicine

- At Molecular Partners, we believe that beyond developing medicines for patient populations that have no other solutions, it is important to be able to provide these drugs globally. When previously partnered with Novartis to fight COVID-19, Molecular Partners agreed to waive future royalties from ensovibep in developing regions as part of our commitment to corporate social responsibility in a time of urgent global medical need.

## Product quality & safety

- Molecular Partners has established and employs methods to assure our trial participants are as safe as possible:



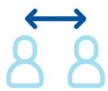
Fully documented Quality Management System (QMS) are in place to ensure compliance with regulations and standards and to control all activities related to product quality and patient safety



Well- and continuously-trained and qualified personnel



Continuous improvement of the QMS ensuring product quality and patient safety



Close oversight of vendors and trials both pre-clinical and clinical with robust qualification and controlling procedures

## Business Ethics

- Molecular Partners follows a strict code of conduct that applies to every member of our team. All employees in the organization adhere to the policies below:
  - \* [Privacy Policy](#)
  - \* [Corporate Code of Ethics & Conduct](#)
  - \* [Anti-Bribery & Corruption](#)
  - \* [Whistle Blower Policy](#)
  - \* [Human Rights and Modern Slavery Policy](#)

## Board Diversity

As per December 31, 2023, the board of directors included seven male directors and one female director. Two of our board members identify as underrepresented individuals in their home country jurisdiction. One of our board members identifies as LGBTQ+.

# Corporate Governance Report

The information published in this report follows the SIX Swiss Exchange (SIX) Directive on Information relating to Corporate Governance dated June 29, 2022 (Directive on Corporate Governance, the DCG).

## 1. Group Organization and Shareholders

### 1.1 Group Structure

Molecular Partners AG (the Company) is a listed company located at Wagistrasse 14, 8952 Schlieren, Switzerland. The Company's registered shares are traded at the SIX Swiss Exchange under the valor symbol MOLN, valor number 25'637'909 and the ISIN CH0256379097.

Since June 2021, the Company has listed American Depositary Shares (ADSs) on the Nasdaq Global Selected Market under the ticker symbol "MOLN". Each ADS represents the right to receive one registered share of the Company and the ADSs may be evidenced by American Depositary Receipts (ADRs). The market capitalization of the Company as of December 31, 2023, was CHF 125 million.

The Company is the sole shareholder of the following non-listed subsidiary:

Company	Registered Office	Shares	Par Value
Molecular Partners Inc.	Cambridge, USA	10,000	USD 0.0001 per share

Molecular Partners Inc. which is primarily active within investor relations, business development and regulatory and the Company are hereafter referred to as the Group.

### 1.2 Significant Shareholders and Groups of Shareholders

On December 31, 2023 the most significant shareholders disclosed to the Company based on the most recent published shareholding notifications to the SIX Disclosure Office are:

Shareholders <sup>1</sup>	Shares Held <sup>2</sup>	% of Voting Rights <sup>3</sup>
<b>Mark N. Lampert (Biotechnology Value Funds)</b>	8,696,205	24.13 %
<b>Suvretta Capital Management, LLC</b>	1,750,000	4.86 %
<b>Novartis AG</b>	1,739,130	4.82 %

<sup>1</sup> The persons indicated as shareholders are the beneficial owners.

<sup>2</sup> This table presents the number of shares (including shares underlying ADS, if applicable) held on December 31, 2023 by the shareholders listed therein. The options, Performance Share Units (each a PSU) and Restricted Share Units (each a RSU) held by such shareholders are not included. For an overview of the options, PSUs and RSUs held by members of the Board of Directors and of the Management Board, please refer to note 21 of the Molecular Partners AG Financial Statements of the Annual Report.

<sup>3</sup> Based on the share capital registered in the Swiss Commercial Register on December 31, 2023 (i.e. CHF 3,604,470.60, divided into 36,044,706 registered shares).

On December 31, 2023, no shareholder lock-up groups or other groups of shareholders were in place. The individual disclosure notifications of shareholders of the Company as published on the reporting platform of the SIX Disclosure Office can be found at <https://www.ser-ag.com/en/resources/notifications-market-participants/significant-shareholders.html#/>.

### 1.3 Cross-shareholdings

There are no cross-shareholdings of the Company that exceed 5% of the capital shareholdings or voting rights.

## 2. Capital Structure

### 2.1 Ordinary Share Capital

On December 31, 2023, the issued share capital of the Company amounted to CHF 3,635,429.70 divided into 36,354,297 fully paid up registered shares with a par value of CHF 0.10 per share.

The Company's share capital (including treasury shares<sup>1</sup>) registered with the Swiss Commercial Register on December 31, 2023 amounted to CHF 3,604,470.60 divided into 36,044,706 fully paid up registered shares with a par value of CHF 0.10 per share.<sup>2</sup>

### 2.2 Authorized Share Capital

On December 31, 2023, the Company had an authorized share capital in the amount of up to CHF 457,316.20 which allows for the issuance of up to 4,573,162 fully paid up registered shares with a par value of CHF 0.10 per share, which is valid until April 13, 2024. This authorized capital of up to CHF 457,316.20 equates to approximately 13% of the existing share capital.

The Board of Directors is authorized to determine the issue price, the type of payment, the time of the issuance, the conditions for the exercise of the preemptive rights and the date from which the shares carry the right to dividends. The Board of Directors can issue new shares by means of an underwriting by a bank or another third party followed by offering these shares to existing shareholders or third parties (if the preemptive rights of the existing shareholders have been denied or not been duly exercised). The Board of Directors is authorized to permit, to restrict or to deny the trade of preemptive rights. The Board of Directors may permit preemptive rights that have been granted but not exercised to expire or it may place these rights and the related shares at market conditions or use them for other purposes that are in the interest of the Company.

The Board of Directors is further authorized to restrict or deny the preemptive rights of shareholders and to allocate them to third parties (i) for the acquisition of companies, parts of companies or participation, for the acquisition of products, intellectual property rights or licenses, for investment projects or for the financing or refinancing of such transactions through a placement of shares, (ii) for the purpose of broadening the shareholder constituency or in connection with the listing of shares on domestic or foreign stock exchanges, (iii) if the issue price of the new shares is determined by reference to the market price, (iv) for purposes of granting an over-allotment option (greenshoe) of up to 20% of the total number of shares in a placement or sale of shares to the respective initial purchasers or underwriters, (v) if a shareholder or a group of shareholders acting in concert have accumulated shareholdings in excess of 15% of the share capital registered in the Swiss Commercial Register without having submitted to the other shareholders a takeover offer recommended by the Board of Directors, or (vi) for the defense of an actual, threatened or potential takeover bid, which the Board of Directors has not recommended to the shareholders to accept on the basis that the Board of Directors has not found the takeover bid to be financially fair to the shareholders.

---

<sup>1</sup> On Aug 29, 2022, the Company acquired 3,500,000 shares through a capital increase. Please refer to note 12 of the IFRS Financial Statements.

<sup>2</sup> As a result of the vesting of Performance Share Units (PSU) and Restricted Share Units (RSU) from the PSU and RSU plans for 2020, 2021 and 2022, the Company's share capital increased (out of conditional capital) by CHF 30,959.10 from CHF 3,604,470.60 to CHF 3,635,429.70. This capital increase was registered with the Swiss Commercial Register on January 31, 2024. No options were exercised in the year ending December 31, 2023.

## 2.3 Conditional Share Capital

On December 31, 2023, the conditional share capital available as per Article 3b of the Articles of Incorporation of the Company (the Articles)<sup>3</sup> amounted to CHF 105,337.20 divided into 1,053,372 registered shares with a par value of CHF 0.10 per share, representing a reduction in the available conditional share capital in the amount of CHF 30,959.10 compared to December 31, 2022 as a result of a share capital increase out of conditional share capital. This conditional share capital can be used for the direct or indirect issuance of shares, options or preemptive rights thereof granted to employees and members of the Board of Directors as well as to members of any advisory boards. For more details, please refer to Article 3b of the Articles. The conditional share capital of CHF 105,337.20 equates to approximately 3% of the existing share capital.

In addition pursuant to Article 3c of the Articles, the share capital may be increased in an amount not to exceed CHF 226,087.00 by the issuing up to 2,260,870 fully paid up registered shares with a par value of CHF 0.10 per share through the exercise or mandatory exercise of conversion, exchange, option, warrant or similar rights for the subscription of shares granted to shareholders or third parties alone or in connection with bonds, notes, options, warrants or other securities or contractual obligations by or of the Company. This conditional share capital of CHF 226,087.00 equates to approximately 6% of the existing share capital.

## 2.4 Changes to Capital Structure

The following changes in the capital structure have been made during the last three financial years:

On 31 Dec	Ordinary Share Capital	Authorized Share Capital	Conditional Share Capital (Article 3b) <sup>2</sup>	Conditional Share Capital (Article 3c) <sup>2</sup>
2023	CHF 3,635,429.70 <sup>1</sup>	CHF 457,316.20	CHF 105,337.20 <sup>3</sup>	CHF 226,087.00 <sup>3</sup>
2022	CHF 3,604,470.60 <sup>4</sup>	CHF 457,316.20	CHF 136,296.30	CHF 226,087.00
2021	CHF 3,229,264.80	CHF 428,675.00	CHF 161,502.10	CHF 226,087.00

1 For more details, please refer to section 2.1 above.

2 <https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

3 For more details, please refer to section 2.3 above.

4 On December 31, 2022, the issued share capital of the Company amounted to CHF 3,604,470.60 whereas the registered share capital amounted to CHF 3'579,264.80. The capital increase was registered with the Swiss Commercial Register on February 3, 2023.

## 2.5 Participation Certificates and Dividend-Right Certificates

The Company has not issued participation certificates nor dividend-right certificates.

<sup>3</sup> <https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

## 2.6 Options

Details of the Restricted Share Units (each an RSU) and Performance Share Units (each a PSU) issued to members of the Board of Directors, the Management Board and other employees or consultants of the Company are set out in section 3.2.3 of the Compensation Report included in this Annual Report.

The table below shows the outstanding options that have been granted to the Board of Directors, the Management Board as well as other employees and consultants of the Company as per December 31, 2023. Not other options or convertible bonds are outstanding:

No. of options outstanding	Last expiry date	Exercise price	Subscription ratio	Amount of share capital concerned (in CHF)
15,450	July 10, 2024	6.06	1:1	1,545
266,655	October 31, 2024	6.94	1:1	26,666
<b>282,105</b>				<b>28,211</b>

The above number of all outstanding options equates to approximately 0.8% of the existing share capital. Should all these options been exercised, the issued share capital would amount to CHF 3,663,640.20.

The number of outstanding options held by the individual members of the Board of Directors and the Management Board can be found in note 21 to the Molecular Partners AG Financial Statements of this Annual Report.

## 3. Shareholders' Participation

### 3.1 Shareholders' Voting Rights

The Company has only one form of shares (registered shares), and each registered share grants one vote.

Shareholders must be registered in the share register no later than within six (6) business days prior to the general meeting of shareholders in order to be entitled to vote. The Board of Directors approves the deadline for recording shareholders into the share register when it approves the invitation to the general meeting of shareholders. Except for the cases described under section 3.2 below, there are no voting rights restrictions limiting the shareholders' rights.

### 3.2 Limitation on Transferability of Shares and Nominee Registration

Voting rights and appurtenant rights associated therewith may be exercised by a shareholder, a usufructuary of shares or a nominee only to the extent that such person is recorded in the share register as a shareholder with voting rights. The Company's shares are freely transferable, but an acquirer of shares will only upon request be recorded in the share register as a shareholder with voting rights, if such acquirer expressly declares to have acquired the shares in her/his own name and for her/his own account.

Persons who do not declare to hold the shares for their own account (Nominees) may be recorded in the share register as shareholders with voting rights, if such Nominee (i) has entered into an agreement with the Company regarding the Nominee's position and (ii) is subject to a recognized banking or finance supervision.

After hearing a registered shareholder, the Board of Directors may cancel the registration of such shareholder as a shareholder with voting rights in the share register with retroactive effect as of the date of registration, if such registration was made based on false or misleading information. The relevant shareholder shall be informed of the cancellation.

In special cases, the Board of Directors may grant exemptions from the rule concerning Nominees. In 2023, no such exemption was granted.

The limitations on the transferability of shares may be removed by an amendment of the Articles by a shareholders' resolution requiring the approval of at least 2/3 of the votes and the majority of the par value of shares, each as represented at the general meeting of shareholders.

### **3.3 Shareholders' Dividend Rights**

Since its inception, the Company has paid no dividends or other distributions and does not anticipate paying dividends or other distributions in the foreseeable future.

In order for the Company to declare and pay distributions, such distribution must be approved by shareholders holding a majority of the shares represented at the general meeting of shareholders. The Board of Directors may propose distributions in the form of an ordinary dividend or in the form of a distribution of cash or property that is based upon a reduction of the Company's share capital as recorded in the Swiss Commercial Register.

Ordinary dividends may only be paid if the Company has sufficient distributable profits from previous years or freely distributable reserves, in each case as presented on the balance sheet in the Molecular Partners AG Financial Statements prepared in accordance with the provisions of the Swiss Law on Accounting and Financial Reporting (32<sup>nd</sup> title of the Swiss Code of Obligations).

A distribution of cash or property that is based on a reduction of the Company's share capital requires a special audit report confirming that the claims of the Company's creditors remain fully covered by the Company's assets despite the reduction in the share capital as recorded in the Swiss Commercial Register.

### **3.4 Shareholders' Participation Rights**

A shareholder may be represented at the general meeting of shareholders by the independent voting rights representative (unabhängiger Stimmrechtsvertreter) (by way of a written or electronic proxy), her/his legal representative or, by means of a written proxy, by any other proxy who need not be a shareholder. All shares held by one shareholder must be represented by only one representative. According to article 10a of the Articles, the Board of Directors may also provide that the general meeting of shareholders will be held by electronic means without a venue.

One or more shareholders whose combined shareholdings represent an aggregate par value of at least 0.5% of the share capital or votes may request that an item be included on the agenda of a general meeting of shareholders or that a proposal relating to an agenda item be included in the notice convening the general meeting of shareholders. Such inclusion must be requested in writing at least 45 calendar days prior to the meeting and shall specify the agenda item(s) and proposal(s) of such shareholder(s). The Articles do not contain provisions regarding the issuing of instructions to the independent voting rights representative (unabhängiger Stimmrechtsvertreter).

## 4. Board of Directors

### 4.1 Responsibilities, Organization and Working Methods

The Articles<sup>4</sup> provide that the Board of Directors shall consist of a minimum of three and a maximum of 11 members. On December 31, 2023, the Board of Directors consisted of eight members (including the chairman of the Board of Directors (the Chairman)). Members of the Board of Directors are appointed to, and removed from, the Board of Directors by a shareholders' resolution.

The essential roles and responsibilities of the Board of Directors, the Chairman and the standing Committees of the Board are defined by the Articles and the Organizational Rules<sup>5</sup> (including Charters for the Nomination and Compensation Committee<sup>6</sup>, the Audit and Finance Committee<sup>7</sup> as well as the Research and Development Committee<sup>8</sup>). The allocation of tasks within the Board of Directors is determined following the annual general meeting of shareholders (Annual General Meeting) in accordance with the Articles and the Organizational Rules.

The Board of Directors is entrusted with the ultimate direction of the Company's business and the supervision of the persons entrusted with the Company's management. The Board of Directors represents the Company towards third parties and manages all matters which have not been delegated to another body of the Company by law, the Articles or by other regulations.

The Board of Directors may elect from its members a vice-chairman (the Vice-Chairman), and shall also appoint a secretary (the Secretary) who does not need to be a member of the Board of Directors. Should the Chairman be temporarily unable or unavailable to exercise her/his functions they shall be assumed by the Vice-Chairman. Resolutions of the Board of Directors are passed by way of the majority of the votes cast. In the case of a tie, the acting Chairman has the deciding vote. Subject to the exemptions set forth below, to validly pass a resolution, a majority of the members of the Board of Directors must attend the meeting or be present by telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. The Chairman may seek a resolution in writing for urgent or routine matters, provided that no member of the Board of Directors requests an oral deliberation. No quorum is required for confirming resolutions and for amendments of the Articles in connection with (i) capital increases or measures related thereto pursuant to articles 652e, 652g and 653g of the Swiss Code of Obligations or (ii) approvals pursuant to articles 23 et seq. of the Swiss Federal Merger Act.

The Chairman or, should she/he be unable to do so, any other member of the Board of Directors shall convene meetings of the Board of Directors if and when the need arises or whenever a member indicating the reasons so requests in writing or via email or another form of electronic communication. Meetings may also be held by telephone or video conference. Notice of meetings shall be given at least 10 days prior to the meeting and shall include the agenda. The agenda of the meetings of the Board of Directors shall be determined by the Chairman. Each member may request an item to be put on the agenda.

The Board of Directors meets at least on a quarterly basis. In 2023, the Board of Directors met two times in person, and in addition conducted five meetings by telephone conference and one circular resolution. The vast majority of the members was present at each meeting. Depending on the topics, further participants from the Management Board, the auditors or other individuals of the Company were invited. The physical meetings lasted approximately four hours, telephone conference meetings for approximately two and a half hours. The Board of Directors also held ad hoc meetings or telephone conferences to discuss specific issues, when the situation so required.

---

<sup>4</sup> <https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

<sup>5</sup> <https://investors.molecularpartners.com/-/media/Files/M/Molecular-Partners/articles/20200429-organizational-rules.pdf>

<sup>6</sup> <http://investors.molecularpartners.com/-/media/Files/M/Molecular-Partners/articles/charter-of-the-compensation-committee-20141003.pdf>

<sup>7</sup> <http://investors.molecularpartners.com/-/media/Files/M/Molecular-Partners/articles/charter-of-the-audit-committee-20141003.pdf>

<sup>8</sup> <http://investors.molecularpartners.com/-/media/Files/M/Molecular-Partners/articles/20190205-charter-research-and-development-committee.pdf>

In addition, members of the Management Boards had multiple meetings or telephone conferences with members of the Board of Directors.

The Management Board reports on, and the Board of Directors then takes decisions on, relevant matters, except when the Board of Directors has delegated specific decisions to any of its committees.<sup>9</sup> If the Management Board presents its report to a committee of the Board of Directors, the committee takes a preliminary decision, which is reported by the committee together with details of the matter to the entire Board of Directors, which then takes the final decision.

In accordance with Swiss law, the Articles and the Organizational Rules<sup>10</sup>, the Board of Directors has delegated the Company's management to the chief executive officer of the Company (the CEO).

## **4.2 Information and Control Instruments Vis-à-vis the Management Board**

The Board of Directors receives regular reports from the Management Board regarding the financial and business situation of the Company as required by the situation, but at least on a quarterly basis. In addition, the Audit and Finance Committee receives, and the Board of Directors reviews and approves prior to their release to the public, reports from the Management Board on the semi-annual and annual financial results.

A system of internal control has been put in place that is designed to (i) safeguard the assets and income of the Company, (ii) assure the integrity of Company's financial statements and (iii) maintain compliance with the Company's ethical standards, policies, plans and procedures, as well as with applicable laws and regulations. The design and implementation of this system of internal control is assessed by the Audit and Finance Committee.

The Audit and Finance Committee receives and reviews the Molecular Partners AG Financial Statements and the IFRS Consolidated Financial Statements as well as the reports prepared by the external auditor, which include audit findings and recommendations, any material audit adjustments, material changes of accounting policies, methods applied to account for significant and / or unusual transactions, serious difficulties (if any) encountered in dealing with the Management Board during the performance of the audit, subsequent events, as well as any findings or observations related to internal controls over financial reporting. The Audit and Finance Committee discusses these matters with the vice president finance (VP Finance) as principal financial officer of the Company and the CEO and, should the occasion warrant, with the external auditor.

The chairperson of the Audit and Finance Committee reports to and updates the Board of Directors at the next Board of Directors' meeting on the activities and decisions of the Audit and Finance Committee as well as on the considerations which led to such decisions. Important findings arising from the Audit and Finance Committee's activities, which are urgent and should be immediately known to the Chairman, are reported to the Chairman by the chairperson of the Audit and Finance Committee. Upon request of the Chairman, the chairperson of the Audit and Finance Committee shall report on any other relevant matters.

## **4.3 Elections and Term of Office**

The shareholders elect the members of the Board of Directors and the Chairman individually at a general meeting of shareholders for a maximum term of office of one year. Members of the Board of Directors may be re-elected.

---

<sup>9</sup> Please refer to section 4.6 of this Corporate Governance Report for more details on areas of responsibilities of each committee of the Board of Directors.

<sup>10</sup> For more details on the powers and duties of the CEO, please refer to section 15 of the Organizational Rules available under the following link: <https://investors.molecularpartners.com/-/media/Files/M/Molecular-Partners/articles/20200429-organizational-rules.pdf>

#### 4.4 Members

The following table sets forth the name, nationality, function and committee membership of each member of the Board of Directors on December 31, 2023, followed by a short description of each member's birth year, business experience, education and activities.

Name	Nationality	Function	Committee Membership(s)	First elected	End current period
<b>William M. Burns</b>	British	Chairman	Nomination and Compensation Committee (Chair)	2017	2024
<b>Agnete Fredriksen, Ph.D.</b>	Norwegian	Member	Research and Development Committee	2021	2024
<b>Dominik Höchli, M.D.</b>	Swiss	Member	Audit and Finance Committee Research & Development Committee	2021	2024
<b>Steven H. Holtzman</b>	U.S.	Member	Audit and Finance Committee Nomination and Compensation Committee	2014	2024
<b>Sandip Kapadia</b>	U.S.	Member	Audit and Finance Committee (Chair)	2020	2024
<b>Vito J. Palombella, Ph.D.</b>	U.S.	Member	Research and Development Committee	2020	2024
<b>Michael Vasconcelles, M.D.</b>	U.S.	Member	Research and Development Committee (Chair) Nomination and Compensation Committee	2020	2024
<b>Patrick Amstutz, Ph.D.</b>	Swiss	Member	-	2017	2024

On December 31, 2023, except for Patrick Amstutz, CEO, all members of the Board of Directors are non-executive. None of the members of the Board of Directors has any significant business connections with the Company or was a member of the Management Board except for Patrick Amstutz who has been a member of the Management Board since its inception. No changes occurred in the membership of the Board of Directors during 2023.

The business address of the Board of Directors is Wagistrasse 14, 8952 Schlieren, Switzerland.



**William M. Burns, born in 1947**

William "Bill" Burns is the Chairman of the board of directors of Molecular Partners. His professional career has been spent in the life sciences sector. His career in Roche took him to CEO of the Pharma Division and to the Boards of Genentech and Chugai. From 2010 to 2014 he also served as a Non-Executive Director of F Hoffmann La Roche. He is currently chair of Vestergaard sarl, vice chair of Mesoblast in Australia and is a Trustee of the Institute of Cancer Research in London. He also serves on a Cancer Advisory board to the Universities of Aachen/Bonn/Cologne and Dusseldorf. Mr. Burns holds an honors degree in economics from the University of Strathclyde, Glasgow, Scotland.



**Agnete Fredriksen, Ph.D., born in 1977**

Agnete Fredriksen, Ph.D., is a co-founder, and Chief Business Officer of Nykode Therapeutics AS (formerly Vaccibody AS) a clinical-stage biopharmaceutical company dedicated to the discovery and development of novel immunotherapies for cancer and infectious diseases. She has served in various roles including Chief Scientific Officer from 2007-2022. Prior to founding Vaccibody, Dr. Fredriksen previously held research roles at Affitech AS, a private technology transfer company, and Medinnova AS, a technology transfer company. She is the author of numerous scientific papers in the field of immunology, immunotherapy and vaccines, and has been awarded several patents in the field of immunotherapy. She holds an MSc and a Ph.D. from the Institute of Immunology, Rikshospitalet Medical Center in Oslo, Norway.



**Dominik Höchli, M.D., born in 1967**

Dominik Höchli has 20 years of experience in as a marketing and medical affairs executive. Since spring 2021 he is the CEO of Catapult Therapeutics, a clinical stage biotech company in the Netherlands. Previously he worked at AbbVie as Vice President, Head of Global Medical Affairs and member of the R&D and the Commercial leadership team. He led global product launches for major blockbuster products, including HUMIRA, Maviret, Venetoclax and Skyrizi, and his leadership experience ranges from smaller country organizations to large global functions. He began his corporate career at McKinsey & Co. Mr. Höchli is a Swiss national and obtained his medical degree (M.D.) from the University of Bern.



**Steven H. Holtzman, born in 1954**

Steven H. Holtzman has served as chair of the board of directors of, and strategic business advisor to, CAMP4 Therapeutics Corporation, a private biopharmaceutical company, since October 2019, executive chair of the board of directors of, and a strategic business advisor to, Qihan Biotech, a private biopharmaceutical company, since April 2019, and as a founder, a strategic business advisor, and a member and the lead independent director of the board of directors of Shoreline Bio, a private biopharmaceutical company, since June 2020. From July 2016 to January 2020, Mr. Holtzman was the first President and Chief Executive Officer and a member of the board of directors of Decibel Therapeutics, Inc., a public biopharmaceutical company. From January 2011 to March 2016, he served as the Executive Vice President of Corporate Development at Biogen, Inc., a public biopharmaceutical company. From 2001 to 2010, he served as a founder, chair of the board of directors, and Chief Executive Officer of Infinity Pharmaceuticals, Inc., a public biopharmaceutical company. Additionally, Mr. Holtzman was Chief Business Officer of Millennium Pharmaceuticals, Inc., a public biopharmaceutical company, from May 1994 to June 2001, and a founder, member of the board of directors, and Executive Vice President of DNX Corporation, a public biopharmaceutical company, from August 1986 to March 1994. He is a trustee of The Berklee College of Music and a Senior Fellow at the Belfer Center for Science and International Affairs at the Harvard Kennedy School. He received his B.A. in Philosophy from Michigan State University and his B.Phil. in Philosophy from Corpus Christi College, Oxford University, which he attended as a Rhodes Scholar.



**Sandip Kapadia, born in 1970**

Sandip Kapadia brings over 25 years of science industry experience and has served as the Chief Financial Officer (CFO) for Harmony Biosciences since March 2021. Previously Mr. Kapadia was CFO for Intercept Pharmaceuticals. Before Intercept, Mr. Kapadia served in various leadership capacities within finance for more than 19 years at Novartis International AG and Novartis affiliates in the United Kingdom, Netherlands, Switzerland and the US. Mr. Kapadia received a BS in Accounting from Montclair State University and an MBA from Rutgers University, and is also a US Certified Public Accountant. Mr. Kapadia currently serves on the boards of directors of Passage Bio and previously on the board of directors of Vectiv Bio AG and Therachon AG.



**Vito J. Palombella, Ph.D., born in 1962**

Vito J. Palombella, Ph.D., has 30 years of scientific leadership and experience advancing first-in-class therapeutic programs, as well as a successful track record of building drug discovery and development organizations. Currently, Dr. Palombella is the chief scientific officer of TRIANA Biomedicines, where he is leading the company's drug discovery and translational research efforts. Prior to joining TRIANA Biomedicines, Dr. Palombella was chief scientific officer at Surface Oncology from 2016 to 2023 where he was responsible for drug discovery and preclinical development. Prior to that he was executive vice president and chief scientific officer from 2010 to 2016, and vice president, biology/research, from 2004 to 2010, at Infinity Pharmaceuticals. Prior to that, he was director of molecular biology and protein chemistry at Syntonix Pharmaceuticals, and senior director of cell and molecular biology at Millennium Pharmaceuticals and held a number of positions at LeukoSite and ProScript. Dr. Palombella was involved in the discovery and development of bortezomib (Velcade®), a proteasome inhibitor, and duvelisib (Copiktra®), a PI3K-delta/gamma inhibitor, both for cancer therapy. Dr. Palombella earned his bachelor's degree in microbiology from Rutgers University and a master's degree and doctorate degree in viral oncology and immunology from the New York University Medical Center and completed his post-doctoral training at Harvard University.



**Michael Vasconcelles, M.D., born in 1963**

Michael Vasconcelles, M.D., is currently Executive Vice President, Research, Development, and Medical Affairs at Immunogen. He was most recently the chief medical officer and Head of the Medical and Scientific Organization at Flatiron Health, a healthcare technology and services company focused on creating digital solutions to accelerate cancer research and improving patient care. Prior to joining Flatiron Health in 2019, Dr. Vasconcelles served as the Chief Medical Officer of Unum Therapeutics Inc. (Unum) from 2015-2019. A Cambridge, MA-based cell and gene therapy company, Prior to Unum, Dr. Vasconcelles spent several years at Takeda/Millennium, where he was Senior Vice President, Head of the Oncology Therapy Area Unit and member of the R&D Executive Team, accountable for strategic and operational oversight of the oncology research and development portfolio globally. Prior to Takeda/Millennium, Dr. Vasconcelles was Group Vice President and the Global Therapeutic Area Head, Transplant and Oncology, at Genzyme Corporation, where he was responsible for clinical development of the transplant and oncology portfolio and a member of the Transplant and Oncology Business Unit Management Team. Following Sanofi's acquisition of Genzyme, Dr. Vasconcelles joined Sanofi Oncology as Head, Personalized Medicine and Companion Diagnostics. From 1996 -2021, Dr. Vasconcelles was a faculty member of the Harvard Medical School and an associate physician at Brigham and Women's Hospital and Dana-Farber Cancer Institute. He received both his B.A. and M.D. from Northwestern University.



#### **Patrick Amstutz, Ph.D., born in 1975**

Patrick Amstutz, Ph.D., has been CEO of Molecular Partners since November 2016. He co-founded Molecular Partners and has been a member of the company's management team since its inception in 2004, also holding the positions of CBO and COO. In those roles, Patrick was responsible for business development, alliance management and research and development operations. He has established a wide range of commercial collaborations and licensed several key technologies. In 2022, Patrick was elected President of the Swiss Biotech Association. Patrick holds a Master of Science from the ETH Zurich and a Ph.D. in molecular biology from the University of Zurich.

As CEO of the Company, Patrick Amstutz is not member of any committees of the Board of Directors of the Company.

#### **4.5 Rules Regarding Mandates in the Articles**

According to Article 33 of the Articles<sup>11</sup>, the number of mandates in a board of directors of a legal entity outside the Group which is to be registered in the Swiss Commercial Register or a similar foreign register, is limited to 15 mandates of which no more than 4 may be in listed companies for each member of the Board of Directors. Mandates in different legal entities being part of the same group or for the same group are deemed to be one mandate. Mandates in associations, charitable organizations, family trusts and foundations relating to post-retirement benefits are not subject to the above limitations. No member of the Board of Directors shall hold more than 10 of such mandates.

Except as listed in section 4.4 above, none of the members of the Board of Directors holds any position of relevance under the aspect of corporate governance in any:

- a. governing or supervisory bodies of important Swiss or foreign organizations, institutions or foundations under private and public law;
- b. permanent management or consultancy function for important Swiss or foreign interest groups; or
- c. official functions or political posts.

---

<sup>11</sup> <https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

## 4.6 Board Committees

The Board of Directors has established an Audit and Finance Committee, a Nomination and Compensation Committee and a Research and Development Committee. The duties and objectives of these board committees are set forth in the Articles, the Charter of the Audit and Finance Committee<sup>12</sup>, the Charter of the Nomination and Compensation Committee<sup>13</sup> and the Charter of the Research and Development Committee<sup>14</sup>.

### 4.6.1 Audit and Finance Committee

The chairperson and the other members of the Audit and Finance Committee are appointed by the Board of Directors. The term of office of the members of the Audit and Finance Committee is one year whereby re-election is possible.

The function of the Audit and Finance Committee is to make an independent assessment of the quality of the financial statements and of the internal control system of the Company. The Audit and Finance Committee assist the Board of Directors in overseeing the Company's accounting and financial reporting process, and shall have direct responsibility for the appointment of external auditors (subject to the election of the Company's statutory auditors by the general meeting of shareholders) and the compensation, retention and oversight of the work of external auditors.

In particular, the Audit and Finance Committee<sup>15</sup> has the following responsibilities:

- assessing the quality and effectiveness of the external audit;
- assessing the quality of the internal control system, including risk management and the efficiency and state of compliance and monitoring with applicable norms within the Company;
- reviewing the Company's financial statements and the Group's consolidated financial statements as well as all reporting prepared by the external auditor;
- deciding whether the year-end Company's financial statements and the Group's consolidated financial statements be recommended to the Board of Directors for presentation to the general shareholders' meeting;
- assessing the performance and the fees charged by the external auditors and ascertain their independence;
- annually review written disclosures from the external auditors delineating all relationships between the external auditors and the Company and take appropriate action to oversee the independence of the external auditors;
- reviewing the scope of the prospective external audit, the estimated fees thereof and any other matters pertaining to such audit;
- approve the annual engagement letter of external auditor, including the scope of the audit and the fees and terms for the planned audit works;
- pre-approve all audit review or attest services and permitted non-audit services by the external auditors;

---

<sup>12</sup> <https://investors.molecularpartners.com/static-files/2d69537f-16ba-4dfc-b15c-e4a190cae056>

<sup>13</sup> <http://investors.molecularpartners.com/~media/Files/M/Molecular-Partners/articles/charter-of-the-compensation-committee-20141003.pdf>

<sup>14</sup> <http://investors.molecularpartners.com/~media/Files/M/Molecular-Partners/articles/20190205-charter-research-and-development-committee.pdf>

<sup>15</sup> As a rule, the Audit and Finance Committee has the power to take decisions. The approval of the internal control system and the approval of the Molecular Partners AG Financial Statements as well as of the IFRS Consolidated Financial Statements remains subject to the decision of the entire Board of Directors.

- taking notice of all comments from the external auditors on accounting procedures and systems of control;
- reviewing with the external auditors and/or the VP Finance / CEO any questions, comments or suggestions they may have regarding the internal control, risk management, accounting practices and procedures of the Company and its subsidiary;
- discussing with the Management Board any legal matters that may have a material impact on the Company's financial statements and any material reports or inquiries from regulatory or governmental agencies which could materially impact the Company's contingent liabilities and risks;
- reviewing with Management Board and the external auditors, as appropriate, the Company's MD&A disclosures;
- annually reviewing and discussing with Management Board the Management Board's report in relation to internal controls over financial reporting pursuant to the Sarbanes-Oxley Act of 2002;
- reviewing and approving in advance any transaction that could be within the scope of a related party transaction;
- establishing procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters and the confidential and anonymous submission by employees of concerns regarding questionable accounting or auditing matters;
- supporting the Board of Directors with regard to the financial planning as well as the principles of accounting and financial control;
- evaluating management's principles and proposals for, and formulate recommendations to the board of directors in regard to financial planning (capital structure, management of resources, inter-company financing), dividend policy and capital market relations;
- reviewing proposed concepts of financial objectives such as costs of capital, enhancement of shareholders' value, Company objectives, project objectives (capital expenditures and M&A); and
- reviewing finance policy and operations in treasury, controlling, insurance, taxes and investment and acquisitions.

The Audit and Finance Committee holds meetings as often as required, but in any event at least twice a calendar year. In 2023, the Audit and Finance Committee held six meetings of approximately one hour and a half each. The meetings are convened by the chairperson of the Audit and Finance Committee on her/his own initiative or on the initiative of a member of the Audit and Finance Committee. In 2023, the Audit and Finance Committee met with the external auditor four times.

On December 31, 2023, the Audit and Finance Committee consisted of Sandip Kapadia (chairperson), Dominik Höchli and Steven Holtzman.

## 4.6.2 Nomination and Compensation Committee

The Nomination and Compensation Committee supports the Board of Directors in establishing and reviewing the compensation strategy and guidelines as well as in preparing the compensation plans and proposals to the general meeting of shareholders regarding the compensation of the Board of Directors and of the Management Board. The Nomination and Compensation Committee administers the compensation plans and submits proposals to the Board of Directors for performance metrics, target values and other compensation-related matters. Following a meeting of the Nomination and Compensation Committee, the chairperson of the Nomination and Compensation Committee reports to, and updates the Board of Directors at the next Board of Directors' meeting on the Nomination and Compensation Committee's activities, decisions taken and considerations which led to such decisions. Important findings arising from the Nomination and Compensation Committee's activities, which are urgent and should be known to the Chairman, must be immediately reported to the Chairman by the chairperson of the Nomination and Compensation Committee. Upon request of the Chairman, the chairperson of the Nomination and Compensation Committee shall report on any other relevant matters. Please refer to section 2.2 of the Compensation Report included in this Annual Report for an overview of the tasks of the Nomination and Compensation Committee regarding compensation and the items which remain subject to the approval of the entire Board of Directors.

The members of the Nomination and Compensation Committee are appointed by the annual general meeting of shareholders for a term of office until completion of the next Annual General Meeting, whereby re-election is possible. The Nomination and Compensation Committee consists of no less than two members. In case of vacancies on the Nomination and Compensation Committee, the Board of Directors appoints substitutes from its members for a term of office until completion of the next Annual General Meeting.

The Nomination and Compensation Committee holds meetings as often as required, but in any event at least twice a year. In 2023, four meetings of the Nomination and Compensation Committee took place and lasted on average for one hour and a half. The meetings are convened by the chairperson of the Nomination and Compensation Committee on her/his own initiative or on the initiative of a member of the Nomination and Compensation Committee. The chairperson of the Nomination and Compensation Committee reports to, and updates the Board of Directors at the next meeting of the Board of Directors on the recent Nomination and Compensation Committee's activities.

On December 31, 2023, the Nomination and Compensation Committee consisted of William M. Burns (chairperson), Steven Holtzman and Michael Vasconcelles.

### **4.6.3 Research and Development Committee**

The Research and Development Committee provides (i) strategic advice and brings recommendations to the Management Board and the Board of Directors regarding current and planned research and development programs, (ii) strategic advice to the Board of Directors regarding emerging science and technology issues and trends and (iii) a review of the effectiveness and competitiveness of the research and development function. The Research and Development Committee is only acting in an advisory role.

The members of the Research and Development Committee are elected by the Board of Directors for a term of office until completion of the next Annual General Meeting. The Board of Directors may remove or replace individual members at any time. A majority of the members should have a scientific background. The Research and Development Committee shall consist of no less than two members of the Board of Directors. All members may be re-elected.

The Research and Development Committee holds meetings as often as required, but in any event at least twice a year. In 2023, six meetings of the Research and Development Committee took place and lasted on average for two hours. The meetings are convened by the chairperson of the Research and Development Committee on her/his own initiative or upon the initiative of a member of the Research and Development Committee. The chairperson of the Research and Development Committee reports to, and updates the Board of Directors at the next meeting of the Board of Directors on the recent Research and Development Committee's activities. The Research and Development Committee invited from time to time internal experts or external consultants who joined part of the committee meeting.

On December 31, 2023, the Research and Development Committee consisted of Michael Vasconcelles (chairperson), Agnete Fredriksen, Dominik Höchli and Vito Palombella.

### **4.7 Compensation of Board of Directors, Loan and Credit Facilities and Shareholdings**

Information about the compensation of the Board of Directors, including compensation related rules in the Articles and rules on loans, credit facilities and post-employment benefits as well as about loans, credit facilities and post-employment benefits can be found in sections 2.4 and 4 of the Compensation Report included in this Annual Report. Information about shareholdings of the members of the Board of Directors can be found in note 5 of the Compensation Report.

## 5. Management Board

### 5.1 Responsibilities and Organization

In accordance with Swiss law, the Articles<sup>16</sup> and the Organizational Rules<sup>17</sup>, and subject to non-delegatable matters and inalienable duties of the Board of Directors by Swiss law, the Articles and/or the Organizational Rules, the Board of Directors has delegated the executive management of the Company to the CEO, who is supported by the other members of the Management Board.

Under the control of the Board of Directors, the CEO, together with the other members of the Management Board, conducts the operational management of the Company pursuant to the Organizational Rules and provides reports to the Board of Directors on a regular basis.

### 5.2 Election

The members of the Management Board are appointed by the Board of Directors.

### 5.3 Members

The following table sets forth the name, nationality and function of each member of the Management Board on December 31, 2023, followed by a short description of each member's birth year, business experience, education and activities.

Name	Nationality	Appointed	Function
Dr. Patrick Amstutz	Swiss	2016	Chief Executive Officer (from 2014 to 2016 Chief Operating Officer, from 2006 to 2014 Chief Business Officer)
Renate Gloggnier	Swiss	2022	EVP People and Community
Dr. Nicolas Leupin <sup>x</sup>	Swiss	2019	Chief Medical Officer
Dr. Michael Tobias Stumpff	German	2022	EVP Projects (from 2018 to 2022 Chief Operating Officer, from 2006 to 2018 Chief Scientific Officer)
Alexander Zürcher	Swiss	2022	Chief Operating Officer

<sup>x</sup> On August 24, 2023, the Company announced the departure of the Chief Medical Officer Dr. Nicolas Leupin, M.D., PhD by the end of 2023 for personal reasons.

The business address of all members of the Management Board is Wagistrasse 14, 8952 Schlieren, Switzerland.



#### **Patrick Amstutz Ph.D., born in 1975**

Patrick Amstutz, Ph.D., has been CEO of Molecular Partners since November 2016. He co-founded Molecular Partners and has been a member of the company's management team since its inception in 2004, also holding the positions of CBO and COO. In those roles, Patrick was responsible for business development, alliance management and research and development operations. He has established a wide range of commercial collaborations and licensed several key technologies. In 2022, Patrick was elected President of the Board of Directors of the Swiss Biotech Association. Patrick holds a Master of Science from the ETH Zurich and a Ph.D. in molecular biology from the University of Zurich.

<sup>16</sup> <https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

<sup>17</sup> <https://investors.molecularpartners.com/static-files/997f2ae1-95f1-4c6d-bb53-c881d2f15b11>



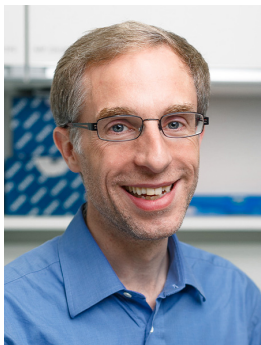
**Renate Gloggner, born in 1970**

Renate Gloggner is EVP People and Community and a Member of the Management Board of Molecular Partners. She joined the company in October 2021. Prior to joining Molecular Partners, Renate held European and International Human Resource leadership positions at two US companies, Global Blood Therapeutics and Tesaro Bio. In both companies, she built strong teams with an engaging culture in the European headquarter as well as in several European countries, allowing these teams to successfully gain market access and launch products. Renate began her career in biotech at Biogen and Amgen working in a variety of HR roles in the international headquarter as well as in country roles. She holds an MBA from the University of Bern, Switzerland and an executive coaching degree from the University of the West of England, Bristol.



**Nicolas Leupin M.D., Ph.D., born in 1973**

Nicolas Leupin, M.D., Ph.D., served as Chief Medical Officer of Molecular Partners from September 2019 until December 31, 2023. Nicolas is a medical oncologist with a proven track record in drug development, most recently as Chief Medical Officer of argenx, a clinical-stage biotechnology company developing antibody-based therapies for treatment of severe autoimmune diseases and cancer. In that role he led the company's global clinical strategy and execution, successfully supporting the company's transformation into a late-stage clinical company, and was responsible for translating preclinical hypotheses into innovative proof-of concept clinical trials. Prior to argenx, Nicolas held roles of increasing responsibility at Celgene, where he supported the clinical development of several drug candidates in lymphoma and multiple myeloma, resulting in regulatory filings in Europe and the U.S.



**Michael Tobias Stumpp Ph.D., born in 1972**

Michael Tobias Stumpp, Ph.D., is EVP Projects and a Member of the Management Board of Molecular Partners. Michael is a co-founder of Molecular Partners and was part of the team that invented the DARPIn technology. Michael previously served as Chief Scientific Officer of Molecular Partners, in which capacity he oversaw development of the DARPIn pipeline. He started his scientific career at the ETH Zurich and then progressed to the Imperial College London and the Tokyo Institute of Technology. Michael has published his research in many international, peer-reviewed scientific journals and presented his findings at numerous congresses.



**Alexander Zürcher, born in 1975**

Alexander Zürcher is Chief Operating Officer and a Member of the Management Board of Molecular Partners since 2022. Prior to this role, he served as SVP of Development, where he oversaw project and portfolio management, manufacturing, pharmacology, and quality assurance activities. Alexander has also previously been VP Operations and Director of CMC. He has more than 20 years of industry experience, with prior work in drug development as Director of Drug Product Development at Cytos Biotechnology and Head of R&D Operations at Spirig Pharma. Alexander holds a M.Sc. degree in biology from the University of Basel, as well as certificates in business and project management from the University of Zurich.

## 5.4 Rules Regarding Mandates in the Articles

According to Article 33 of the Articles<sup>18</sup>, the number of mandates of the members of the Management Board in a legal entity outside the Group which is to be registered in the Swiss Commercial Register or a similar foreign register is limited to 5 mandates of which no more than 1 may be in a listed company for each member of the Management Board. Each mandate is subject to the approval by the Chairperson of the Board of Directors. Members of the Management Board are not allowed to hold chairs in other listed companies.

Mandates in different legal entities being part of the same group or for the same group are deemed to be one mandate. Mandates in associations, charitable organizations, family trusts and/or foundations relating to post-retirement benefits are not subject to the above limitations. No member of the Management Board shall hold more than 10 of such mandates.

Apart from section 5.3 above, none of the members of the Management Board holds any position of relevance under the aspect of corporate governance in any:

- a. governing or supervisory bodies of important Swiss or foreign organizations, institutions or foundations under private and public law;
- b. permanent management or consultancy functions for important Swiss or foreign interest groups; or
- c. official functions or political posts.

## 5.5 Compensation of Management Board and Shareholdings

Information about the compensation of the Management Board, including compensation related rules in the Articles and rules on loans, credit facilities and post-employment benefits, can be found in sections 2.4, 4.2 and 4.3 of the Compensation Report included in this Annual Report. Information about shareholdings of the members of the Management Board can be found in note 5 of the Compensation Report.

## 5.6 Management Contracts

The Company may enter into employment agreements with the members of the Management Board for a fixed term or for an indefinite term. The duration of fixed term agreements may not exceed one year. A renewal of a fixed term agreement is permissible. Agreements for an indefinite term may have a termination notice period of a maximum of one year. Finally, the Company may enter into non-competition agreements with members of the Management Board for the period after the termination of the employment agreement. The duration of any such post-contractual non-competition undertaking must not exceed two years and the consideration to be paid for such non-competition undertaking must not exceed the sum of the total annual compensation of the respective member of the Management Board last paid and in no event exceed the average of the compensation of the last three financial years. On December 31, 2023, all four remaining members of the Management Board held employment agreements with an indefinite term.

There are no management contracts in place between the Company and companies not belonging to the Group.

## 6. Employee Participation Programs

In order to align its employees' interests with those of the Company, the Company operates long and short term incentive plans which are linked to the Company's shares. A more detailed description of these incentive plans can be found in section 3.2 of the Compensation Report included in this Annual Report.

---

<sup>18</sup> <https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

## **7. Duty to Make a Public Tender Offer**

The Articles do not contain any provisions raising the threshold (opting-up) or waiving the duty (opting-out) to make a public tender offer pursuant to articles 125 and 135 of the Swiss Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (Financial Market Infrastructure Act, FMIA).

## **8. Clauses on Change of Control**

The Company granted options to employees, members of the Board of Directors and of the Management Board as well as to consultants and advisors of the Company under three Employee Stock Option Plans (each an ESOP) which all contain change of control provisions. According to these provisions, there is an accelerated vesting in case of a change of control, i.e., all options immediately and fully vest upon completion of a change of control of the Company.

Under ESOP 2007<sup>19</sup> and ESOP 2009, a "change of control" is deemed to occur when (a) any person or group of persons directly or indirectly becomes the beneficial owner or has the right to acquire such beneficial ownership of voting securities representing 50% or more of the combined voting power of all outstanding voting securities of the Company, (b) the shareholders of the Company approve an agreement to merge or consolidate the Company with or into another corporation (and such other corporation also approves such agreement) as a result of which less than 50% of the outstanding voting securities of the surviving or resulting entity are or will be owned by the former shareholders of the Company, (c) the shareholders of the Company approve the sale of all or substantially all of the Company's business and/or assets to a person or entity which is not a wholly-owned subsidiary of the Company, or (d) the Board of Directors decides to list the Company on a stock exchange (the Initial Public Offering or IPO). As a consequence of (d), all options under ESOP 2007 and ESOP 2009 have fully vested as of the Company's IPO at the SIX Swiss Exchange on November 5, 2014.

Whereas vesting of options granted under ESOP 2014 is also accelerated in case of change of control, the Board of Directors amended ESOP 2014, effective as of July 18, 2014, by removing the 100% accelerated vesting at an IPO (but the 100% accelerated vesting upon other forms of change of control remains in place). Any new option grants after that date were issued under this amended ESOP 2014 and thus did not automatically vest upon the Company's IPO at the SIX Swiss Exchange on November 5, 2014.

As of 2015, the Company had in place two new long-term incentive plans (each an LTI). Under the Performance Share Plan, the Company may grant Performance Share Units (each a PSU) to members of the Management Board, other employees as well as consultants. In the event of a "change of control" of the Company, all PSUs, in respect of which the vesting date has not occurred by the date of the change of control yet, will immediately vest. Under the Restricted Share Plan, the Company may grant Restricted Share Units (each an RSU) to members of the Board of Directors and consultants. In the event of a "change of control" of the Company, all RSUs, in respect of which the vesting date has not occurred by the date of the change of control yet, will vest immediately.

No other change of control provisions exist for the benefit of members of the Board of Directors or of the Management Board.

## **9. Auditor**

### **9.1 Auditor**

The Company's statutory auditor is KPMG AG, Badenerstrasse 172, 8036 Zurich, Switzerland.

The shareholders of the Company must appoint the auditor on an annual basis at the general meeting of shareholders.

---

<sup>19</sup> At the reporting date, there were no outstanding options under the Employee Stock Option Plan 2007.

## 9.2 Duration of the Mandate and Term of Office of the Auditor in Charge

KPMG AG assumed its auditing mandate in 2009. The auditor in charge and responsible for the mandate, Michael Blume, began serving in this function in respect of the financial year ending on December 31, 2019. The external auditor in charge is required by Swiss law to serve no longer than seven years.

## 9.3 Auditing and Additional Fees Paid to the Auditor

In CHF thousands	2023	2022
Auditing fees	571	643
Other assurance related services	—	—
Tax related services	—	—

## 9.4 Information Relating to External Audits

The Audit and Finance Committee is responsible for reviewing the internal control systems for the accounts and finances of the Company via its supervisory role over the audit function (see section 4.2 above). The Audit and Finance Committee receives and reviews the IFRS Consolidated Financial Statements and the Molecular Partners AG Financial Statements as well as the reports prepared by the external auditor (see section 4.2 above). The Audit and Finance Committee discusses these financial statements as well as the reports of the external auditor with the VP Finance as principal financial officer and the CEO, and should the occasion warrant, with the external auditor.

The external auditor also provides timely reports to the Audit and Finance Committee on critical accounting policies and practices used by the Company, and on other material written communication with the Management Board. The Board of Directors may at any time request the auditor to conduct special audits, including interim audits, and to submit a respective report. In 2023, the Audit and Finance Committee held four meetings with the external auditor.

The Audit and Finance Committee also evaluates the independence and quality of the external auditor from a risk analysis perspective. With regard to selecting the external auditor, the Audit and Finance Committee will, from time to time, assess offers and presentations from several appropriate, independent external audit firms and will then make a proposal to the full Board of Directors based on predefined service level and quality criteria. This information serves as basis for the Board of Directors' proposal for the election of the external auditor by the shareholders at the general meeting of shareholders.

## 10. Information Policy

The Company as a listed company is committed to communicate to its shareholders, potential investors, financial analysts, customers, suppliers, the media and other interested parties in a timely and consistent way. The Company is required to disseminate material information pertaining to its businesses in a manner that complies with its obligations under the rules of the Swiss stock exchange (SIX) and as well as the federal securities laws of the United States of America and the rules and regulations of the U.S. Securities and Exchange Commission and Nasdaq to the extent applicable to foreign private issuers.

The Company publishes an annual report that provides (i) audited consolidated financial statements in accordance with the IFRS® Accounting Standards ("IFRS"), Swiss law and the Articles as well as (ii) information about the Company including its business results, strategy, products and services, corporate governance and executive remuneration. The Company also publishes its results on a semi-annual basis as press releases, distributed pursuant to the rules and regulations of SIX. The press releases on semi-annual results contain unaudited financial information prepared in accordance with IFRS. Furthermore, for the sake of transparency and in addition to the annual and semi-annual reporting, the Company may voluntarily publish unaudited financial information in the form of quarterly management statements at the end of the first quarter (Q1) and at the end of the third quarter (Q3), respectively. Any such quarterly management statements will be published as press releases and distributed pursuant to the rules and regulations of SIX and filed with the SEC in Form 6-K. An archive containing Annual Reports, semi-annual results releases, any published quarterly management statements and related presentations can be found in the investors' section at <https://investors.molecularpartners.com/financials-and-filings/financial-reportss/annual-and-financial-reports/> and at <https://investors.molecularpartners.com/news-and-events/presentations>. SEC filings of the Company can be found at <https://investors.molecularpartners.com/financials-and-filings/sec-filings>

For the financial calendar and events, please refer to the following link:  
[investors.molecularpartners.com/financial-calendar-and-events/](https://investors.molecularpartners.com/financial-calendar-and-events/).

To subscribe to important press releases, please register for email news releases at <https://investors.molecularpartners.com/ir-resources/email-alerts>.

Ad hoc notices can also be found in ad-hoc news section on [www.molecularpartners.com/news/](http://www.molecularpartners.com/news/).

The Company's official means of communication is the Swiss Official Gazette of Commerce ([www.shab.ch](http://www.shab.ch)).

The invitation to a general meeting of shareholders may also be sent by mail or email to registered shareholders.

For investor relations related information or questions, the Company may be contacted at:

Mail: [investors@molecularpartners.com](mailto:investors@molecularpartners.com)

Phone: +41 44 755 7700

Molecular Partners AG, Wagistrasse 14, 8952 Schlieren, Switzerland

## 11. Quiet Periods

Instead of quiet periods or blackout periods, Molecular Partners has four trading windows per year which, as a rule, are applicable to all employees, members of the Management Board and members of the Board of Directors. As a rule, each of these four trading windows starts on the second trading day following the public release of financial data, i.e., the public release of the annual results, the semi-annual results and the results of Q1 and Q3. Each trading window usually lasts for ten trading days. The Board of Directors (or the Audit and Finance Committee if delegated by the Board of Directors) may set other ad hoc trading windows from time to time, where considered necessary or appropriate, including following the public announcement of insider information in accordance with ad hoc publicity requirements.



# Compensation Report

This Compensation Report contains details of the compensation paid to members of the Board of Directors and the Management Board for the year 2023 in accordance with Section 5 of the Annex to the Directive on Corporate Governance of the SIX Swiss Exchange (DCG), and Articles 732-735d of the Swiss Code of Obligations.

## 1. Compensation Policy

Molecular Partners' success depends to a large extent on the quality and commitment of its employees. Its compensation policy is designed to attract, motivate and retain its employees. In addition, the award of performance-related and in particular, share-based compensation components is intended to promote an entrepreneurial mindset and approach.

## 2. Compensation Governance

### 2.1 Nomination and Compensation Committee

The Nomination and Compensation Committee (NCC) supports the Board of Directors in establishing and reviewing the compensation strategy and guidelines. Further, the Nomination and Compensation Committee supports the Board of Directors in preparing the proposals to the general meeting of shareholders regarding the compensation of the Board of Directors and the Management Board. For a more detailed description of the Nomination and Compensation Committee please refer to section 4.6.2 of the Corporate Governance Report.

### 2.2 Responsibilities of the Board of Directors and the Nomination and Compensation Committee

The table on the following page summarizes the responsibilities of the Board of Directors and the Nomination and Compensation Committee regarding compensation matters:

<b>Compensation Items</b>	<b>Proposed</b>	<b>Approved</b>
Compensation report to the shareholders	NCC	Board of Directors
Compensation strategy, system and guidelines	NCC	Board of Directors
Adoption of compensation and benefit plans	NCC	Board of Directors
Definition of performance criteria (for cash bonus and PSUs) <sup>1</sup>	NCC	Board of Directors
Assessment of performance achievement and decision on vesting multiple for PSU <sup>1</sup> plan	NCC	Board of Directors
Determination of the compensation of the Board of Directors (cash and RSUs <sup>1</sup> )	NCC	Board of Directors <sup>2</sup>
Determination of the base compensation (cash) of the Management Board	NCC	Board of Directors <sup>2</sup>
Determination of the variable compensation (cash bonus and PSUs <sup>1</sup> ) of the Management Board	NCC	Board of Directors <sup>2</sup>
Grant of PSUs <sup>1</sup> other than to the Board of Directors and the Management Board	NCC	Board of Directors
Proposals to the shareholders' meeting for maximum compensation of Management Board and Board of Directors	NCC	Board of Directors

<sup>1</sup> PSU = Performance Share Units, RSU = Restricted Share Units, more details under section 3.2.3

<sup>2</sup> Final approval of the maximum compensation by shareholders

The Nomination and Compensation Committee informs the Board of Directors of its activities and its recommendations in the following Board of Directors meeting. As a rule, the CEO attends the meetings of the Nomination and Compensation Committee, but may be required to leave the meetings for matters related to the CEO and/or the Management Board. As a rule, the Management Board attends the meeting of the Board of Directors, but the Board of Directors holds part of the Board meeting in absence of the Management Board in particular if the agenda topic relates to nomination or compensation matters regarding the Management Board.

In 2023, four meetings of the Nomination and Compensation Committee and the Board of Directors took place in January, March, September and December dealing with compensation matters. Meetings of the Nomination and Compensation Committee related to the 2023 compensation and Compensation Report were held in January and February 2024. The Nomination and Compensation Committee and the Board of Directors discussed and approved the following primary compensation matters:

Month	Compensation Topics
January 2023	Review of Compensation Report 2022 Review of Corporate Goals 2023
March 2023	Approval of Compensation Report 2022 Long-term equity incentive plans 2023 and allocation of related PSUs/RSUs Motions to Annual General Meeting 2023 regarding compensation
September 2023	Interim review of achievement of corporate goals 2023 Changes in senior management
December 2023	Final review of achievement of Corporate Goals 2023 Compensation of Board of Directors, Management Board and employees for 2024 Review of Corporate Goals 2024
January 2024	Final approval of achievement of Corporate Goals 2023 Review of Compensation Report 2023 Final review of Corporate Goals 2024 Second review of compensation for Management Board
February 2024	Approval of Compensation Report 2023 Motion to Annual General Meeting 2024 regarding Compensation

### 2.3 Description of Benchmarks Used, Salary Comparisons and Support from External Consultants

In February 2022, a compensation benchmarking study was performed by an external consultancy firm to assess market competitiveness of Molecular Partners' compensation levels for the Board of Directors and the Management Board. This compensation study has been used to benchmark the compensation 2023 of the Board of Directors and the Management Board. In this analysis, compensation data of 15 European and dual-listed biotech Swiss companies<sup>20</sup>, 18 biotech companies listed on the NASDAQ<sup>21</sup> and 27 Swiss companies cross-industry<sup>22</sup> were collected. According to the above benchmark data, the cash and equity compensation of the Board of Directors was found for the chairman to be above the median of NASDAQ and European/dual-listed peer groups and at median of Swiss benchmark group and for the other Directors to be below median of NASDAQ peer group, slightly below European/dual-listed peer group and slightly above median of Swiss benchmark group. For the bonus and long-term incentives the benchmark data showed that the over-achievement of 120% on bonus target and on vesting multiples of long-term incentives was below the median of all peer groups. The over-achievement ratio was increased by the Annual General Meeting in 2022 to 150%. According to the above benchmarking data the cash and equity compensation for the CEO and the other members of the Management Board to be below the median or at the median of all the peer groups. Though it should be noted that the NASDAQ and European dual-listed peer group companies primarily grant equity via stock options, i.e., with significantly higher risk profile compared to performance share units granted by the Company.

<sup>20</sup> Idorsia, Basilea, Pharming, Philogen SpA, Genmab A/S, argenx SE, Galapagos NV, Valneva SA, MorphoSys AG, Zealand Pharma A/S, Calliditas therapeutics AB, Evotec, CRISPR Therapeutics AB, Prothena Corp. Plc, Merus N.V..

<sup>21</sup> Enanta, ADC Therapeutics, macrogenics, CureVac NV, Bicycle Therapeutics Ltd, iTeos therapeutics Inc, merus BV, Immunocore Holdings plc, Pardes Biosciences, Janux Therapeutics Inc, Silence Therapeutics, IGM Biosciences Inc, Vor BioPharma, Curis, FATE Therapeutics, Inhibrx, Shattuck Labs, AC Immune SA.

<sup>22</sup> Sensirion, Bobst, relief therapeutics, Meyer Burger, Vetropack, Jungfraubahn, Valora, Autoneum, TX Group, Komax, Aryzta, Basilea, APG SGA, Aluflexpack, Zehnder, V-Zug, Medartis, Coltene, Orior, Swiss Teel, Ascom, Rieter, Mobilezone, Phoenix, Implenla, CPH, U-Blox.

## 2.4 Rules in the Articles Regarding Compensation

The rules regarding (i) compensation of the Board of Directors and the Management Board (Articles 27 to 29), (ii) agreements regarding compensation of the Board of Directors and the Management Board (Article 30) and (iii) loans and credits, as well as post-retirement benefits (Articles 31 and 32) can be found in the Company's Articles of Association.<sup>23</sup>

### A. Rules on Performance-Related Pay and Supplementary Amount

Article 27 of the Articles sets the principle on performance related pay, including the short-term variable compensation elements, the long-term compensation elements, the responsibilities for determining the performance metrics and target levels of the short- and long-term variable compensation elements.

According to Article 29 of the Articles, the Company or companies under its control shall be authorized to pay a supplementary amount of compensation ratified by the shareholders at a general meeting of shareholders to members of the executive management who joined or were promoted during a compensation period for which the maximum aggregate amount of compensation has already been approved, but is insufficient to cover compensation of such members of the executive management. The supplementary amount per compensation period per member shall not exceed 50% of the maximum aggregate amount of compensation of the executive management last approved.

### B. Rules on Loans, Credit Facilities and Post-Employment Benefits

Please refer to section 4.3 below.

### C. Rules on Vote on Pay at the General Meeting of Shareholders

The Swiss Code of Obligations Art. 735 requires a "say on pay" approval mechanism for the compensation of the Board of Directors and the Management Board pursuant to which the shareholders must vote separately on the compensation of the Board of Directors and the Management Board on an annual basis. In accordance therewith, Article 28 of the Articles provides that the shareholders' meeting must, each year, vote separately on the proposals by the Board of Directors regarding the maximum aggregate amounts of:

- the compensation of the Board of Directors for the next term of office (until the next Annual General Meeting);
- the fixed compensation of the Management Board for the period of July 1 of the current year until June 30 of the following year; and
- the variable compensation elements of the Management Board for the current financial year.

The Board of Directors may submit for approval by the Annual General Meeting deviating, additional or conditional proposals relating to the maximum aggregate amount or maximum partial amounts for the same or different periods and/or specific compensation components and/or in relation to additional amounts for specific compensation components.

Compensation may be paid out prior to approval by the general meeting of shareholders subject to subsequent approval.

---

<sup>23</sup> <https://investors.molecularpartners.com//static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>

If the shareholders' meeting does not approve a proposal of the Board of Directors, the Board of Directors determines the maximum aggregate amount or maximum partial amounts taking into account all relevant factors and submits such amounts for approval to the same shareholders' meeting, to an extraordinary shareholders' meeting or to the next ordinary shareholders' meeting for retrospective approval.

### **3. Compensation Components**

#### **3.1 Principles**

The compensation of the members of the Board of Directors consists of fixed compensation only. The total compensation takes into account the position and level of responsibility of the respective member of the Board of Directors (including Board and Committee chair and membership).

The compensation of the members of the Management Board consists of fixed and variable compensation. Fixed compensation comprises the base salary and the corresponding pension contributions. Variable compensation comprises short-term and long-term variable compensation elements:

- The short-term variable compensation (cash bonus) is determined exclusively by the achievement of predefined annual corporate goals (see section 3.2.2 below).
- The long-term variable compensation (Performance Share Units, PSUs) is determined based on (i) the achievement of annual corporate goals, (ii) the achievement of long-term value driving milestones outside of such annual corporate goals and (iii) the development of the share price of the Company (see section 3.2.3 below).

In order to foster long-term shareholder alignment the majority of the variable compensation of the Management Board is linked to Molecular Partners' long-term incentive plans (see section 3.2.3 below). In summary, the compensation strategy aims at the following compensation split:

- Board of Directors: Approximately 35% cash fee (base fee), no short-term cash bonus and approximately 65% in form of RSUs under the LTI Plan (RSUs with 1 year vesting and 3 year blocking period);
- Management Board: Approximately 50% fixed compensation, 15% short-term cash bonus and 35% in the form of PSUs under the LTI Plan (PSUs with 3 year cliff-vesting).

The overall balance between the cash fee and the RSU component of the compensation of the Board of Directors and the fixed and variable components of the compensation of the Management Board reflects the Company's strong focus on entrepreneurial drive and ensures a high level of accountability as well as alignment with the long-term shareholder interest.

## 3.2 General Description of Compensation Components

Members of the Board of Directors are paid for their service over one year starting with their election at the ordinary shareholders' meeting and ending with the subsequent ordinary shareholders' meeting. Compensation of the members of the Board of Directors consists of a cash fee and RSUs. Actual out of pocket expenses are borne by the Company.

Members of the Management Board are paid for their service over a 12-month period. Compensation of the members of the Management Board consists of fixed and variable compensation. The fixed compensation is paid in the form of a base compensation in cash. The variable compensation is paid in the form of a cash bonus and PSUs.

### 3.2.1 Base Cash Compensation

#### Board of Directors

The base cash compensation for the non-executive members of the Board of Directors consists of a fixed annual fee, paid out quarterly. Such fixed annual fee is composed of a fixed fee for Board of Directors membership, additional fixed fee(s) for committee membership and/or chair, as applicable, and a fixed travel fee. For the period from the Annual General Meeting 2023 to the Annual General Meeting 2024, such fees are as follows:

Type of Fee	Amount
Chairmanship Fee	CHF 125,000 <sup>1</sup>
Board Membership Fee	CHF 20,000
Committee Fee	CHF 10,000
AFC Chair Fee	CHF 5,000
Travel Fee	CHF 10,000

<sup>1</sup> This fee is a lump sum fee which includes the Chairman's membership and chair of the NCC and the travel fee

#### Management Board

The base cash compensation of the Management Board consists of a fixed annual salary, which reflects the individual's responsibility, ability and experience. Except pension contributions, no other fixed compensation elements are granted to the Management Board<sup>24</sup>.

#### Employees

The base cash compensation of employees consists of a fixed annual salary, which reflects the individual's responsibility, ability and experience.

<sup>24</sup> Please refer to the respective footnotes 1 in the 2023 and 2022 compensation tables in section 4.2 of the Compensation Report.

### 3.2.2 Cash Bonus

#### Board of Directors

The members of the Board of Directors do not receive a cash bonus.

#### Management Board

Cash bonuses are awarded to reward members of the Management Board. The cash bonus depends exclusively on the level of achievement of Company predefined corporate goals during a one-year period (annual corporate goals). No other parameters are relevant for the calculation of the cash bonus. The corporate goals are the same for all employees, including the members of the Management Board (no individual goals).

The amount of the cash bonus in % of the base salary depends on the level of responsibility. The target bonus for the members of the Management Board in 2023 were as follows (unchanged compared to 2022):

Position	Target Bonus
Chief Executive Officer	50% of base salary
Other members of the Management Board (CMO, COO, EVPs)	40% of base salary

At the beginning of each year, the Nomination and Compensation Committee proposes and the Board of Directors approves corporate goals for the calendar year. At the end of the year, the Nomination and Compensation Committee reviews the achievement of those predefined corporate goals set for the previous year and the Board of Directors approves such achievement.

The cash bonus can be between 0% and a maximum (cap) of 150% (2021 cap was 120%) of the target bonus depending on the achievement of the corporate goals. In any event, not more than 150% of the target bonus will be paid out. The maximum cap increase from 120% to 150% of the target bonus was adjusted based on a benchmark study done in February 2022 (please refer to Section 2.3 of the Compensation Report for further detail) and the adjustment was approved by the annual general meeting on April 13, 2022.

The corporate goals for 2023 were divided into three categories with different priorities which were reflected by a predetermined weighting in %:

#### Corporate Goals 2023

Priorities <sup>1</sup>	Category
+++	Strengthen the DARP in portfolio - e.g., advance projects towards the clinic, clinical candidate selection and filling the pipeline with new projects
++	Secure an additional year of runway - e.g., through potential partnering
++	Develop an effective and sustainable organization - e.g., through project organization and trainings

<sup>1</sup> High priorities are indicated with +++

Each category includes precise goals and specific key results with a timing requirement for the achievement of such key results by the end of a particular quarter or at the end of the year. Please refer to Section 4.2 of the Compensation Report for an overview of the achievement ratios of the

annual corporate goals for the years 2019 to 2023. None of the corporate goals are tied to financial information.

## Employees

Employees are rewarded with a cash bonus based on the achievement of the same predefined corporate goals as those applicable to the Management Board above. The target bonus depends on the level of responsibility of the respective employee.

### 3.2.3 Long-term Incentive Plans (LTI Plans)

In 2014, the Board of Directors adopted a framework of Long-term Incentive Plans (LTI Plans). The LTI Plans 2023 were approved by the Board of Directors in March 2023.

Under the LTI Plans members of the Board of Directors are eligible to be granted Restricted Share Units (RSUs) and members of the Management Board as well as all employees and selected consultants are eligible to be granted Performance Share Units (PSUs).

#### Restricted Share Units (RSUs)

RSUs are contingent rights to receive a certain number of shares at the end of a three-year blocking period. The number of shares to be received is not variable, i.e., the number of shares does not depend on the achievement of certain predefined performance metrics. In certain circumstances, including a change of control, a full or partial early vesting of the RSUs may occur.

Members of the Board of Directors received their grants of RSUs under the RSU Plan 2023 after the ordinary shareholders' meeting of 2023, i.e., after shareholders' approval of the compensation amount for the Board of Directors.

#### Performance Share Units (PSUs)

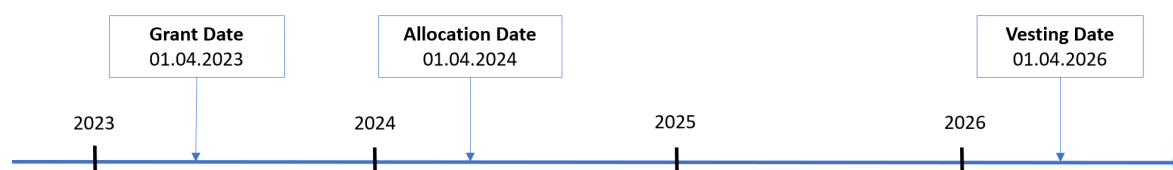
##### *Management Board*

PSUs for the *Management Board* are contingent rights to receive a variable number of shares at the end of a three-year cliff-vesting period (vesting date). The number of the PSUs granted depends on the level of responsibility of the relevant participant.

The amount of the PSUs granted to the members of the Management Board in 2023 are as follows (unchanged compared to 2022):

<b>Position</b>	<b>Grant</b>
Chief Executive Officer	100% of base salary
Other members of the Management Board (COO, CMO, EVPs)	80% of base salary

From a time perspective, the PSU plan 2023 for the Management Board can be summarized as follows:



While the PSUs are designed to let the beneficiaries participate in the long-term share price development, the number of shares to be effectively earned in relation to a PSU depends on the following two factors (the so-called LTI scorecard), being evaluated after 12 months (the so-called allocation date) from the grant date:

<b>Factors</b>	<b>Weighting 2023</b>
Achievement of the corporate goals for the year 2023 (see section 3.2.2. above)	Between 0% and maximum 120%
Achievement of other long-term value driving milestones outside of the corporate goals	n.a.
Share price performance <sup>1</sup> of Molecular Partners over 12 months since grant date: <ul style="list-style-type: none"> <li>• 20% is reached if the share price performance is larger than/equal to 10% compared to the average performance of NBI/SPI indices;</li> <li>• 0% is reached if share price performance is less than /equal to 0% compared to the average performance of NBI/SPI indices;</li> <li>• pro rata if share price is between 0-10% compared to the average performance of the NBI/SPI indices.</li> </ul>	Between 0% and maximum 30%
<i>Total</i>	<i>Between 0% and maximum 150%</i>

<sup>1</sup> The relevant share price and NBI/SPI indices are the average of the last paid price/index of the trading days during the two months prior to the grant date compared to the same period in year plus one. (For PSUs 2023 granted on 1 April 2023: 1 February to 31 March 2023 vs 1 February to 31 March 2024)

Please refer to Section 4.2 of the Compensation Report for an overview of the achievement ratio of the LTI scorecard for the years 2019 to 2023.

Accordingly, the number of shares to be issued based on the PSUs at the end of the vesting period can be between zero and a maximum (cap) of 150% of the number of PSUs granted. Even after the determination of goal achievement (allocation date), participants may lose their entitlements in full or in part depending on certain conditions relating to their employment. In certain circumstances, including a change of control, a full or partial early vesting of the PSUs may occur.

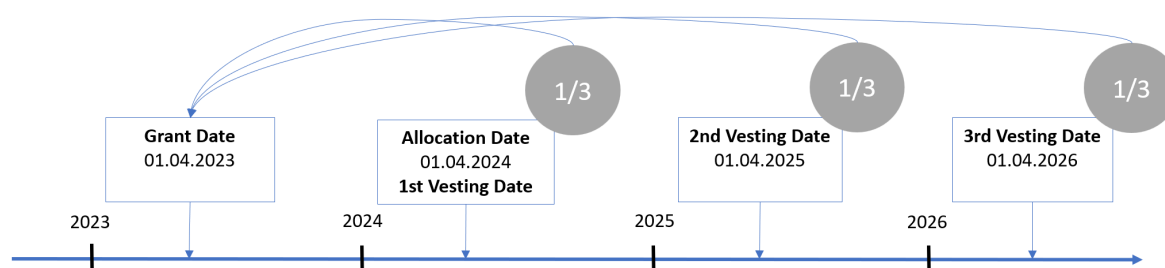
At the beginning of each year, the Nomination and Compensation Committee proposes and the Board of Directors approves the two factors above for the calendar year. At the end of the year, the

Nomination and Compensation Committee reviews the achievement of the corporate goals and the Board of Directors approves such achievement. In March of the following year, the achievement of the last factor, the share price performance, is calculated.

### Employees

PSUs granted to employees in 2023 are contingent rights to receive a variable number of shares in three tranches of one third each during a period of three years on the first, second and third anniversary of the grant date (graded vesting period). The number of the PSUs granted depends on the level of responsibility of the relevant participant.

From a time perspective, the PSU plan 2023 for the employees can be summarized as follows:



The number of shares to be effectively earned by an employee in relation to a PSU depends on the same two factors as for the Management Board and is also evaluated after 12 months (the so-called allocation date) from the grant date.

Existing employees and members of the Management Board<sup>25</sup> received PSU grants on April 1, 2023 and the employees who joined Molecular Partners after April 1, 2023 received PSU grants depending on their entry date on July 1, 2023, October 1, 2023 or January 1, 2024.

### 3.2.4 Stock Options

The Company established three stock option plans in connection with two pre-IPO financing rounds that were closed in 2007<sup>26</sup> and in 2009: the Employee Stock Option Plan 2007 (the ESOP 2007) and the Employee Stock Option Plan 2009 (the ESOP 2009). In June 2014, the Board of Directors adopted an amended version of the ESOP 2009, the ESOP 2014, which did not anymore provide for accelerated vesting of options in case of an initial public offering of the Company. Options granted under the ESOP 2014 allow participating employees, members of the Board of Directors and members of the Management Board to purchase common shares at a strike price of 30% of the fair market value at grant date. All such option grants were made prior to the initial public offering of the Company in November 5, 2014. No more grants have been and will be made under these stock option plans.

As of December 31, 2023, a total of 282,105 options were outstanding under the Employee Stock Option Plan 2009 and 2014<sup>27</sup>. For additional information reference is made to note 18.2 of the IFRS Consolidated Financial Statements of this Annual Report.

<sup>25</sup> For members of the Management Board, the grant is made subject to approval by the ordinary shareholders' meeting 2023 of the variable compensation amount for the year 2023.

<sup>26</sup> At the reporting date, there were no outstanding options under the Employee Stock Option Plan 2007.

<sup>27</sup> For details on the number of options held by the members of the Board of Directors and the Management Board, please refer to note 5 in this Compensation report.

### 3.3 Change of Control Clauses

Please refer to section 8 of the Corporate Governance Report of the Company.

## 4. Compensation for Financial Year under Review

### 4.1 Compensation to the Members of the Board of Directors in 2023 and 2022

The tables below summarize the compensation of the members of the Board of Directors in 2023 and 2022:

Year 2023 (audited) in CHF 1,000, except for number of RSUs	Base compensation		RSUs Granted in 2023		Total Compensation
	Base fee (cash gross)	Social security and pension contributions	Number of RSUs	Value of RSUs	
William Burns Member/Chairman	125	9	30,036	170	304
Steven Holtzman Member	50	—	15,018	85	135
Sandip Kapadia Member	45	—	15,018	85	130
Vito J. Palombella Member	40	—	15,018	85	125
Michael Vasconcelles Member	50	—	15,018	85	135
Agnete Fredriksen Member	40	5	15,018	85	130
Dominik Höchli Member	48	3	15,018	85	136
Dr. Patrick Amstutz Member <sup>1</sup>	—	—	—	—	—
<b>Total</b>	<b>398</b>	<b>17</b>	<b>120,144</b>	<b>680</b>	<b>1,095</b>

<sup>1</sup> Please refer to Section 4.2 for the CEO's compensation.

Year 2022 (audited) in CHF 1,000, except for number of RSUs	Base compensation		RSUs Granted in 2022		Total Compensation
	Base fee (cash gross)	Social security and pension contributions	Number of RSUs	Value of RSUs	
William Burns Member/Chairman	125	16	8,253	170	311
Steven Holtzman Member	50	—	4,127	85	135
Sandip Kapadia Member	45	—	4,127	85	130
Vito J. Palombella Member	40	—	4,127	85	125
Michael Vasconcelles Member	50	—	4,127	85	135
Agnete Fredriksen Member	40	6	4,127	85	131
Dominik Höchli Member	40	3	4,127	85	128
Dr. Patrick Amstutz Member <sup>1</sup>	—	—	—	—	—
<b>Total</b>	<b>390</b>	<b>25</b>	<b>33,015</b>	<b>680</b>	<b>1,095</b>

<sup>1</sup> Please refer to Section 4.2 for the CEO's compensation.

The total compensation paid to the Board of Directors in 2023 remained largely unchanged compared to 2022.

In 2023, the portion of compensation delivered in the form of RSUs amounted to 63% (2022: 64%) of the total compensation paid to the members of the Board of Directors.

The compensation paid out to the Board of Directors in 2023 and 2022 did not exceed the respective budgets approved by the Annual General Meetings 2023 and 2022.

### **Compensation Paid to Former Members of the Board of Directors**

In 2023 and 2022, no compensation was paid to former members of the Board of Directors or to related parties of current or former members of the Board of Directors.

## 4.2 Compensation to the Management Board in 2023 and 2022

The tables below summarize the compensation of the members of the Management Board in 2023 and 2022:

Year 2023 (audited) in CHF 1,000, except for number of PSUs	Fixed compensation			Variable compensation		Total Compensation
	Base salary (cash gross) <sup>1</sup>	Social security and pension contributions	Bonus (cash gross)	Number of PSUs <sup>1</sup>	Value of PSUs	Total Compensation
Total Management Board	1,690	400	674	257,875	1,429	4,193
Patrick Amstutz (CEO)	385	95	182	69,495	385	1,047

<sup>1</sup> Number of PSUs granted in the year 2023 at target (100%). The number of shares to be issued based on the PSUs at the end of the vesting period can be between zero and a maximum (cap) of 150% depending on the achievement of the predefined factors set out in the applicable LTI scorecard (see Section 3.2.3 above).

Year 2022 (audited) in CHF 1,000, except for number of PSUs	Fixed compensation			Variable compensation		Total Compensation
	Base salary (cash gross) <sup>1</sup>	Social security and pension contributions	Bonus (cash gross)	Number of PSUs <sup>1</sup>	Value of PSUs	Total Compensation
Total Management Board	1,982	535	787	83,295	1,679	4,983
Patrick Amstutz (CEO)	383	113	179	19,098	385	1,060

<sup>1</sup> Number of PSUs granted in the year 2022 at target (100%). The number of shares to be issued based on the PSUs at the end of the vesting period can be between zero and a maximum (cap) of 150% depending on the achievement of the predefined factors set out in the applicable LTI scorecard (see Section 3.2.3 above).

The total compensation paid to the Management Board in 2023 decreased compared to 2022. This decrease is essentially due to the decrease in the number of Management Board members from 6 in 2022 to 5 in 2023. While the average base salaries paid to these executives remained unchanged compared to 2022, the relative bonus amount slightly increased. This increase is a function of a higher achievement ratio of the corporate goals in 2023 compared to the achievement ratio of the corporate goals in 2022<sup>28</sup>. The relative value of the PSUs granted to the Management Board remained also largely unchanged in 2023.

For the entire Management Board, the variable compensation (cash bonus and PSUs, excluding social security and pension contributions) represented 52% of the total compensation in 2023 (2022: 51%).

As of 1 January 2024 the Management Board decreased to four with the departure of our CMO Nicolas Leupin.

<sup>28</sup> The achievement ratio of the corporate goals 2022 reached 88% while the achievement ratio of the corporate goals 2023 reached 94%. Please refer to section 3.2.2 above for more information on the determination of the cash bonus.

## Achievement Ratio of Corporate Goals (Bonus) and LTI Scorecard in Previous Years

Reporting year	Achievement Ratio Bonus	Achievement Ratio LTI Scorecard
2023	94 %	To be determined on March 31, 2024
2022	88 %	71 %
2021	120 %	100 %
2020	115 %	100 %
2019	72 %	83 %

### Use of Supplementary Amount

#### *Financial Year 2023*

The fixed and variable compensation paid to the Management Board in 2023 did not exceed the respective budget approved by the annual general meetings 2022 and 2023.

#### *Financial Year 2022*

The fixed and variable compensation paid to the Management Board in 2022 did not exceed the respective budget approved by the annual general meetings 2021 and 2022.

### Compensation Paid to Former Members of the Management Board

In 2023, Andreas Emmenegger, the former CFO who stepped down from his Management Board role as per December 31, 2022, received a base salary of TCHF 57, TCHF 21 of bonus plus TCHF 25 of social security and pension contributions for the remainder of his contractual notice period that ended in March 2023.

In 2023, no other compensation was paid to former members of the Management Board.

## 4.3 Loans, Credit Lines, Post-retirement Benefits to Board of Directors, Management Board and Related Persons

In accordance with the Swiss Code of Obligations Art. 734b, the Articles<sup>29</sup> provide that loans and credit lines to members of the Board of Directors and the Management Board may solely be granted at standard market rates and that the aggregate amount of loans and credit lines to the member of the Board of Directors or the Management Board may not exceed double the total annual compensation of the respective member last paid or payable for the first time. In addition, the Articles<sup>30</sup> provide that the Company may grant to members of the Board of Directors and the Management Board post-retirement benefits beyond the occupational benefit scheme only if such post-retirement benefits do not exceed 100% of the total annual compensation of the respective member last paid.

As of December 31, 2023 and 2022, the Company has not granted any loans, credit lines or post-retirement benefits beyond the occupational benefit schemes to members of the Board of Directors or the Management Board. Furthermore, the Company has not paid any compensation to nor granted any loans or credit lines to former members of the Board of Directors or related persons. No loans, credit lines or post-retirement benefits were outstanding as of 31 December, 2023.

Persons related to the Board of directors are (i) their spouse, (ii) their children under age, (iii) any legal entities that they own or otherwise control, (iv) any legal or natural person who is acting as their fiduciary or agent and (v) any family trust.

<sup>29</sup> See Article 31 of the Articles (<https://investors.molecularpartners.com/https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>)

<sup>30</sup> See Article 32 of the Articles (<https://investors.molecularpartners.com/https://investors.molecularpartners.com/static-files/da697af0-8e29-41c3-8ace-a2dc14ff58ff>)

## 5. Share Ownership Information

Shares and options owned by the members of the Board of Directors and the Management Board and their related persons are disclosed below. For the functions of the Board of Directors and Management Board please refer to the Corporate Governance Report Section 4.4 respectively Section 5.3.

<b>Board of Directors (audited)</b>	<b>Shares</b>	<b>RSUs</b>	<b>Options</b>
William M. Burns	26,951	45,668	—
Steven H. Holtzman	14,717	22,835	20,000
Sandip Kapadia	3,507	22,835	—
Vito J. Palombella	3,505	22,835	—
Michael Vasconcelles	3,507	22,835	—
Agnete B. Fredriksen	—	22,835	—
Dominik Höchli	—	22,835	—
<b>Total Board of Directors as of December 31, 2023</b>	<b>52,187</b>	<b>182,678</b>	<b>20,000</b>

<b>Management Board (audited)</b>	<b>Shares</b>	<b>PSUs</b>	<b>Options</b>
Patrick Amstutz	735,095	97,306	70,080
Renate Gloggner	23,006	58,339	—
Nicolas Leupin	29,168	73,793	—
Michael Tobias Stumpp	767,524	63,293	36,070
Alexander Zürcher	25,706	57,369	13,040
<b>Total Management Board as of December 31, 2023</b>	<b>1,580,499</b>	<b>350,100</b>	<b>119,190</b>

<b>Board of Directors (audited)</b>	<b>Shares</b>	<b>RSUs</b>	<b>Options</b>
William M. Burns	18,222	25,194	—
Steven H. Holtzman	11,212	12,598	20,000
Sandip Kapadia	—	12,598	—
Vito J. Palombella	—	12,598	—
Michael Vasconcelles	—	12,598	—
Agnete B. Fredriksen	—	7,817	—
Dominik Höchli	—	7,817	—
<b>Total Board of Directors as of December 31, 2022</b>	<b>29,434</b>	<b>91,220</b>	<b>20,000</b>

<b>Management Board (audited)</b>	<b>Shares</b>	<b>PSUs</b>	<b>Options</b>
Patrick Amstutz	695,920	51,540	70,080
Andreas Emmenegger	238,485	24,052	36,070
Renate Gloggner	3,912	21,137	—
Nicolas Leupin	16,800	39,073	—
Michael Tobias Stumpp	757,044	33,359	36,070
Alexander Zürcher	19,079	26,396	13,040
<b>Total Management Board as of December 31, 2022</b>	<b>1,731,240</b>	<b>195,557</b>	<b>155,260</b>



# Report of the statutory auditor

## To the General Meeting of Molecular Partners AG, Schlieren

### Report on the Audit of the Compensation Report

#### Opinion

We have audited the Compensation Report of Molecular Partners AG (the Company) for the year ended December 31, 2023. The audit was limited to the information pursuant to Art. 734a-734f of the Swiss Code of Obligations (CO) included in sections 4 and 5 of the Compensation Report within the Annual Report.

In our opinion, the information pursuant to Art. 734a-734f CO in the 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 the tables marked "audited" in the Compensation Report, the consolidated financial statements, the Molecular Partners AG 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. The Board of Directors is also responsible for designing the compensation system and defining individual compensation 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 judgement 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 Audit and Finance 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 Audit and Finance 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.

KPMG AG

A handwritten signature in blue ink that reads 'Michael Blume'.

Michael Blume  
Licensed Audit Expert  
Auditor in Charge

A handwritten signature in blue ink that reads 'Greg Puccetti'.

Greg Puccetti

Zurich, March 12, 2024



# IFRS Consolidated Financial Statements

<b>Consolidated statement of financial position as of December 31,</b>		<b>2023</b>	<b>2022</b>
in CHF thousands			
	Note		
<b>Assets</b>			
Property, plant and equipment	6	5,681	7,235
Intangible assets	7	212	271
<b>Total non-current assets</b>		<b>5,893</b>	<b>7,506</b>
Short-term time deposits	11	119,580	161,198
Other current assets	9	3,617	4,589
Trade and other receivables	10	1,953	1,019
Cash and cash equivalents	11	67,309	87,946
<b>Total current assets</b>		<b>192,459</b>	<b>254,752</b>
<b>Total assets</b>		<b>198,352</b>	<b>262,258</b>
<b>Shareholders' equity and liabilities</b>			
Share capital	12	3,635	3,604
Additional paid-in capital		365,530	360,323
Treasury share reserve		(981)	(981)
Cumulative losses		(191,755)	(127,780)
<b>Total shareholders' equity</b>		<b>176,429</b>	<b>235,166</b>
Contract liability	15	—	3,637
Lease liability	22	2,444	3,652
Employee benefits	18.1	5,063	2,552
<b>Total non-current liabilities</b>		<b>7,507</b>	<b>9,841</b>
Trade and other payables	13	1,328	2,143
Accrued expenses	14	7,547	7,501
Contract liability	15	4,333	6,409
Lease liability	22	1,208	1,198
<b>Total current liabilities</b>		<b>14,416</b>	<b>17,251</b>
<b>Total liabilities</b>		<b>21,923</b>	<b>27,092</b>
<b>Total shareholders' equity and liabilities</b>		<b>198,352</b>	<b>262,258</b>

See accompanying notes, which form an integral part of these consolidated financial statements.

**Consolidated statement of comprehensive income  
for the year ended December 31,**

		2023	2022	2021
in CHF thousands	Note			
<b>Revenues and other income</b>				
Revenues from research and development collaborations		7,038	189,556	9,330
Other income		—	44	424
<b>Total revenues and other income</b>	5	<b>7,038</b>	<b>189,600</b>	<b>9,754</b>
<b>Operating expenses</b>				
Research and development expenses	16	(48,784)	(50,749)	(55,718)
Selling, general and administrative expenses	16	(19,362)	(22,238)	(17,454)
<b>Total operating expenses</b>		<b>(68,146)</b>	<b>(72,987)</b>	<b>(73,172)</b>
<b>Operating result</b>		<b>(61,108)</b>	<b>116,613</b>	<b>(63,418)</b>
Financial income	19	4,279	1,859	191
Financial expenses	19	(5,155)	(619)	(556)
<b>Net finance result</b>		<b>(876)</b>	<b>1,240</b>	<b>(365)</b>
<b>Result before income taxes</b>		<b>(61,984)</b>	<b>117,853</b>	<b>(63,783)</b>
Income taxes	20	—	—	(2)
<b>Net result, attributable to shareholders</b>		<b>(61,984)</b>	<b>117,853</b>	<b>(63,785)</b>
<b>Other comprehensive result</b>				
<b>Items that will not be reclassified to profit or loss</b>				
Remeasurement of net pension liabilities, net of tax	18.1	(1,975)	5,334	8,012
<b>Items that are or may be reclassified subsequently to profit or loss</b>				
Exchange differences on translating foreign operations		(16)	(17)	(3)
<b>Other comprehensive result, net of tax</b>		<b>(1,991)</b>	<b>5,317</b>	<b>8,009</b>
<b>Total comprehensive result, attributable to shareholders</b>		<b>(63,975)</b>	<b>123,170</b>	<b>(55,776)</b>
Basic net result per share (in CHF)	21	(1.89)	3.63	(2.06)
Diluted net result per share (in CHF)	21	(1.89)	3.54	(2.06)

See accompanying notes, which form an integral part of these consolidated financial statements.

**Consolidated statement of cash flows for the year ended December 31,**

		<b>2023</b>	<b>2022</b>	<b>2021</b>
in CHF thousands				
	Note			
Net result attributable to shareholders		(61,984)	117,853	(63,785)
Adjustments for:				
Depreciation and amortization	6/7	2,420	2,388	2,565
Share-based compensation costs	18	5,207	5,088	4,085
Change in employee benefits		535	1,147	1,073
Income tax	20	—	—	2
Financial income	19	(4,279)	(1,859)	(191)
Financial expenses	19	5,155	619	556
Changes in working capital:				
Change in other current assets		1,424	1,787	(4,445)
Change in trade and other receivables		(933)	25,264	(23,374)
Change in trade and other payables		(812)	(5,339)	1,656
Change in contract liability	15	(5,713)	(25,190)	(10,651)
Change in accrued expenses		45	(2,434)	2,290
Exchange (loss) gain on working capital positions		(21)	(98)	(144)
Interest paid		(34)	(646)	(583)
Income taxes paid		—	—	—
Other financial expense		(15)	(14)	(8)
<b>Net cash (used in) from operating activities</b>		<b>(59,005)</b>	<b>118,566</b>	<b>(90,953)</b>
Proceeds from investments in short-term time deposits		319,443	199,219	67,876
Investments in short-term time deposits		(277,825)	(299,417)	(88,876)
Acquisition of property, plant and equipment	6	(575)	(1,177)	(933)
Acquisition of intangible assets	7	(233)	(240)	(374)
Interest received		3,827	494	70
<b>Net cash from (used in) investing activities</b>		<b>44,637</b>	<b>(101,121)</b>	<b>(22,237)</b>
Proceeds from issuance of new shares, net of transaction costs	12	—	—	51,493
Investments in treasury shares	12	—	(631)	—
Proceeds from exercise of stock options, net of transaction costs	12	31	250	267
Payment of lease liabilities		(1,198)	(1,189)	(1,179)
<b>Net cash (used in) from financing activities</b>		<b>(1,167)</b>	<b>(1,570)</b>	<b>50,581</b>
Exchange (loss) gain on cash positions		(5,102)	258	701
<b>Net (decrease) increase in cash and cash equivalents</b>		<b>(20,637)</b>	<b>16,133</b>	<b>(61,907)</b>
Cash and cash equivalents at January 1		87,946	71,813	133,721
<b>Cash and cash equivalents at December 31</b>	11	<b>67,309</b>	<b>87,946</b>	<b>71,813</b>

See accompanying notes, which form an integral part of these consolidated financial statements.

**Consolidated statement of changes  
in equity**

	Share capital	Additional paid-in capital	Treasury share reserve	Cumulative losses	Total shareholders' equity
in CHF thousands					
<b>At January 1, 2021</b>	<b>2,915</b>	<b>299,479</b>	<b>—</b>	<b>(195,174)</b>	<b>107,220</b>
Net result	—	—	—	(63,785)	(63,785)
Remeasurement of net pension liabilities <sup>(1)</sup>	—	—	—	8,012	8,012
Exchange differences on translating foreign operations	—	—	—	(3)	(3)
<b>Total comprehensive loss</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(55,776)</b>	<b>(55,776)</b>
Share-based compensation costs <sup>(1)</sup>	—	4,085	—	—	4,085
Issuance of new shares, net of transaction costs <sup>(2)</sup>	300	51,193	—	—	51,493
Exercise of stock options, net of transaction costs <sup>(2)</sup>	14	253	—	—	267
<b>At December 31, 2021</b>	<b>3,229</b>	<b>355,010</b>	<b>—</b>	<b>(250,950)</b>	<b>107,289</b>
<b>At January 1, 2022</b>	<b>3,229</b>	<b>355,010</b>	<b>—</b>	<b>(250,950)</b>	<b>107,289</b>
Net result	—	—	—	117,853	117,853
Remeasurement of net pension liabilities <sup>(1)</sup>	—	—	—	5,334	5,334
Exchange differences on translating foreign operations	—	—	—	(17)	(17)
<b>Total comprehensive income</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>123,170</b>	<b>123,170</b>
Share-based compensation costs <sup>(1)</sup>	—	5,088	—	—	5,088
Issuance of new shares, net of transaction costs <sup>(2)</sup>	350	—	—	—	350
Issuance of treasury shares incl. transaction costs <sup>(2)</sup>	—	—	(981)	—	(981)
Exercise of stock options, net of transaction costs <sup>(2)</sup>	25	225	—	—	250
<b>At December 31, 2022</b>	<b>3,604</b>	<b>360,323</b>	<b>(981)</b>	<b>(127,780)</b>	<b>235,166</b>
<b>At January 1, 2023</b>	<b>3,604</b>	<b>360,323</b>	<b>(981)</b>	<b>(127,780)</b>	<b>235,166</b>
Net result	—	—	—	(61,984)	(61,984)
Remeasurement of net pension liabilities <sup>(1)</sup>	—	—	—	(1,975)	(1,975)
Exchange differences on translating foreign operations	—	—	—	(16)	(16)
<b>Total comprehensive loss</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(63,975)</b>	<b>(63,975)</b>
Share-based compensation costs <sup>(1)</sup>	—	5,207	—	—	5,207
Exercise of stock options, net of transaction costs <sup>(2)</sup>	31	—	—	—	31
<b>At December 31, 2023</b>	<b>3,635</b>	<b>365,530</b>	<b>(981)</b>	<b>(191,755)</b>	<b>176,429</b>

(1) See note 18

(2) See note 12

See accompanying notes, which form an integral part of these consolidated financial statements.

# Notes to the IFRS Consolidated Financial Statements

## 1. General information

Molecular Partners AG ("Company") and its subsidiary (collectively "Molecular Partners" or, "Group") is a clinical-stage biotech company pioneering the design and development of DARPin therapeutics for medical challenges other drug modalities cannot readily address. The Company has programs in various stages of pre-clinical and clinical development, with oncology as its main focus. Molecular Partners leverages the advantages of DARPins to provide unique solutions to patients through its proprietary programs as well as through partnerships with leading pharmaceutical companies.

The Company was founded on November 22, 2004, and is domiciled at Wagistrasse 14, 8952 Schlieren, Canton of Zurich, Switzerland. It is subject to the provisions of the articles of association and to article 620 et seq. of the Swiss Code of Obligations, which describe the legal requirements for limited companies ("Aktiengesellschaften").

Molecular Partners Inc. is a wholly owned subsidiary of Molecular Partners AG. Molecular Partners Inc. was incorporated in the United States in the State of Delaware on October 8, 2018. Molecular Partners Inc. is based in Cambridge, Massachusetts.

These audited consolidated financial statements as of and for the year ended December 31, 2023 comprise Molecular Partners AG and Molecular Partners Inc.

The Company's shares are listed on the SIX Swiss Exchange (Ticker: MOLN) since November 5, 2014 and on the Nasdaq Global Select Market (Ticker: MOLN) since June 16, 2021.

## 2. Summary of material accounting policies

### Basis of preparation

These consolidated financial statements have been prepared in accordance with the IFRS® Accounting Standards ("IFRS") as issued by the IASB. The accounting policies set forth below have been consistently applied to all years presented. Unless stated otherwise, all financial statements are presented in thousands of Swiss Francs ("TCHF").

The consolidated financial statements have been prepared under the historical cost convention. The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4 "Critical accounting estimates and judgments".

Based on the Group's cash and short-term time deposits positions at December 31, 2023, the Group deemed there to be no material uncertainties that would cast doubt on the Group's ability to operate on a going concern basis.

The consolidated financial statements as of and for the year ended December 31, 2023 were approved for issuance by the Company's Board of Directors on March 12, 2024.

Due to rounding, the numbers presented in the financial statements might not precisely equal those included in the accompanying notes.

### **Basis of consolidation**

#### (i) Subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

#### (ii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated.

### **New or revised IFRS standards and interpretations**

The following new or revised standards that became effective during 2023 did not have a material effect on these consolidated financial statements:

- Disclosure of Accounting Policies - Amendments to IAS 1
- Definition of Accounting Estimates / Amendments to IAS 8

Several new or revised standards have been published that are not yet effective and that have not been early adopted. No significant impacts on the Group's consolidated financial statements are expected.

### **Segment reporting**

The Group operates in one segment, focusing on the discovery, development and prospective commercialization of a new class of biopharmaceutical products. The executive management, acting together as the chief operating decision makers, assess the financial performance and allocate resources on an aggregated level, and monitor the Group's operating expenses. Accounting policies applied are the same for both internal and external reporting purposes. The Group derives its research and collaboration revenues from research and development collaborations with third parties.

### **Foreign currency translation / transactions**

The consolidated financial statements are presented in thousands of CHF. The presentation currency of the Group is the functional currency of the Company. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of the respective balance sheet;

- income and expenses for each consolidated statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the exchange rates at the dates of the transactions); and
- all resulting exchange differences are recognized in other comprehensive result.

### **Property, plant and equipment**

Laboratory equipment, Office equipment, IT hardware and Leasehold improvements are stated at historical cost less accumulated depreciation and any impairment. Historical cost includes expenditures that are directly attributable to the acquisition of the items. Depreciation is calculated on a straight-line basis over the expected useful lives of the individual assets or asset categories. The applicable estimated useful lives are as follows:

Laboratory equipment:	5 years
Office equipment:	3 years
IT hardware:	2 years

Leasehold improvements and right-of-use assets are depreciated using the straight line method over the shorter of their estimated useful life and the lease term.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date. An asset's carrying amount is written down to its recoverable amount, if the asset's carrying amount exceeds its estimated recoverable amount.

### **Intangible assets**

Intangible assets are solely comprised of software. They are stated at historical cost less accumulated amortization and any impairment. Historical cost includes expenditures that are directly attributable to the acquisition of the items. Amortization is calculated on a straight-line basis over the expected useful lives of the individual assets or asset categories. The applicable estimated useful life of intangible assets is determined to be two years.

### **Leases**

At inception of a contract, the Group assesses whether a contract is, or contains a lease. This is the case if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group has elected not to recognize right-of-use assets and lease liabilities for leases of low-value assets (threshold of CHF 5,000) and short-term leases. Short-term leases are leases with a lease term of twelve months or less that do not contain a purchase option. For all other leases the Group recognizes a right-of-use asset and a lease liability at the lease commencement date.

The Group does not provide residual value guarantees and does not have any leases not yet commenced to which it is committed. The Group is presenting right-of-use assets in Property, Plant and Equipment, whereas lease liabilities are presented separately within current and non-current liabilities in the consolidated statement of financial position.

## **Financial assets at amortized costs**

### *Classification*

Cash and cash equivalents / short-term deposits / trade and other receivables (except for VAT and withholding taxes) (and when applicable accrued interest income) are all considered held-to-collect items and are labeled under financial assets measured at amortized costs, with the following definition / accounting policy:

Financial assets measured at amortized cost are assets that meet both of the following conditions: (1) the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (2) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

They arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivable. They are included in current assets, except for maturities longer than 12 months after the balance sheet date which are classified as non-current assets. Interest income on the short-term deposit is accounted for on the statement of comprehensive income as financial income.

### *Measurement*

Initially, financial assets, except for trade receivables, are measured at their fair value plus, in the case of financial assets not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset; for the Group these are considered to be immaterial. Trade receivables are initially measured at their transaction price.

Subsequent measurement for the financial assets mentioned above which are classified as measured at amortized cost, is based on the effective interest method, reduced by any impairment loss.

For trade receivables, the Group applies a simplified approach which requires expected credit losses to be recognized from initial recognition (measuring the loss allowance at an amount equal to lifetime expected credit losses). This takes into consideration past history, combined with predictive information which accounts for the specific circumstances of the customer (e.g., credit rating etc.), and other relevant factors such as the economic environment.

### *Other financial assets at amortized costs*

Other receivables generally arise from transactions outside the usual operating activities of the Group.

## **Financial liabilities at amortized costs**

Trade payables and non-employee related accrued expense are measured at amortized costs and classified as financial liabilities.

## **Cash and cash equivalents**

Cash includes cash at banks. The Group considers all short-term, highly liquid investments convertible into known amounts of cash with maturities of three months or less from the date of acquisition to be cash equivalents, provided that they are subject to an insignificant risk of changes in value. The cash flow statement is based on cash and cash equivalents.

## **Share capital / Additional paid-in capital**

Common shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction from the proceeds. The Group has not paid any dividends since its inception and does not anticipate paying dividends in the foreseeable future.

## **Treasury shares**

The amount of the consideration paid for the acquisition of treasury shares, which includes directly attributable costs, is recognized as a deduction from equity. When treasury shares are sold subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is presented in additional paid-in capital.

## **Income taxes**

Income taxes include current and deferred taxes. Current income taxes are recognized on taxable profits at applicable tax rates.

Deferred taxes are calculated using the balance sheet liability method. Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Deferred tax assets and liabilities are measured using the tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled based on tax rates enacted or substantially enacted at the balance sheet date.

Deferred tax assets are recognized if it is probable that sufficient taxable profits will be available against which the deferred tax assets can be utilized. At each balance sheet date, the Group reassesses unrecognized deferred tax assets and the carrying amount of recognized deferred tax assets. The Group recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. The Group conversely reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or the entire deferred tax asset to be utilized.

The amount of deferred tax liabilities and deferred tax assets reflects the tax consequences on the balance sheet date of the Group's expectation of recovery or settlement of the carrying amounts of its assets and liabilities. Deferred tax assets and liabilities are not discounted and are classified as non-current assets and liabilities in the statement of financial position. They are offset against each other if they relate to the same taxable entity and tax authority.

Molecular Partners Inc, the Group's U.S. subsidiary, is subject to U.S. federal and Massachusetts and New York state minimal tax.

## **Employee benefits**

### *Postretirement benefits (pension plans)*

The Company provides retirement, death and disability benefits to its Swiss employees in line with local customs and requirements through two separate plans, which are both accounted for as defined benefit plans.

The first plan is the compulsory defined benefit plan which is funded through employer (60%) and employee (40%) contributions to VSAO, a Switzerland based plan. This Company-wide plan has been in place since inception of the Company and all employees of the Company are eligible to its benefits. On retirement, the plan participant will receive his or her accumulated savings, which

consist of all contributions paid in by the employer and the employee (net of any withdrawals) and the interest granted on those savings at the discretion of the pension foundation.

At that time, the plan participant has the right to choose between a lump-sum payment and an annuity, or a combination thereof. The annuity is calculated using a fixed conversion rate determined by the pension foundation. The VSAO's plan assets are pooled and the Company's share is calculated based on its share of retirement savings. Additional funding requirements may be determined by the pension foundation in case of a severe underfunding. Should the Company withdraw from the plan, the withdrawal may qualify as a partial liquidation under Swiss law.

The second plan is a voluntary complementary defined management benefit scheme established as of January 1, 2014, in which only employees with a certain management level and / or above a certain salary level are eligible to participate. 29 of the 29 eligible employees participated in this plan as of December 31, 2023 (2022: 33 out of 33).

This plan is set up as a collective foundation with Swiss Life, a Switzerland-based insurance company, for which contributions are 30% funded by the employee and 70% funded by the Company. The purpose of this voluntary plan is to allow higher savings opportunity in a tax effective manner and risk benefits for senior management. In addition, plan participants are entitled to a lump sum payment of five times their annual base salary in case of death. This is a fully insured Swiss pension plan that covers all investment and actuarial risks, including invalidity and death.

The VSAO pension plan accounts for over 90% of both the Company's defined benefit obligation and plan assets. The liability recognized in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligations at the balance sheet date less the fair value of plan assets.

The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows. Pension liabilities are determined on an actuarial basis using a number of assumptions, such as the discount rate and expected salary increases applied to determine the defined benefit obligation and an estimate of the fair value of plan assets attributable to the Company. In determining the appropriate discount rate, for example, the Company considers the interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability. In determining the fair value of plan assets, the Company adds to the participants' savings a share of the pension plan's technical and fluctuation reserves. Additional information is disclosed in note 18.1.

Current and past service costs as well as the net interest on the defined benefit obligation are recognized in profit or loss in the period in which they are incurred, and are presented as part of personnel expenses. Remeasurements of the defined benefit pension plans are recognized in other comprehensive result.

The Group has set up a 401k plan for its U.S. based employees. Under the plan the U.S. entity matches the employee's contribution and provides a true-up in matched contributions at year end. The 401k plan qualifies as a defined contribution plan and the associated expenses, that are deemed immaterial, are presented under operating expenses in the statement of comprehensive income.

The Group has set up a defined contribution plan for its UK based employees. Under the plan the Company and the employee both contribute into the plan. The associated expenses, that are

deemed immaterial, are presented under operating expenses in the statement of comprehensive income.

#### *Share-based compensation*

The Group operates share-based compensation plans that qualify as equity-settled plans. The fair value of the employee services received in exchange for the grant of equity instruments is recognized as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the equity instruments granted, which is determined at grant date. The fair values are determined by management with the assistance of an independent valuation expert. At each reporting date, estimates of the number of equity instruments that are expected to vest are revised. The impact of the revision of the previous estimates, if any, is recognized as part of share-based compensation (non-cash effective) with a corresponding adjustment to equity. When the vested equity instruments are exercised, any proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and additional paid-in capital.

#### *Bonus plan*

The Group recognizes an accrual where contractually obliged or where there is a past practice that has created a constructive obligation. Bonuses are based on a formula that takes into consideration the achievement of the Group's goals.

### **Revenue recognition**

As a guiding principle of IFRS 15, revenues from research and development collaboration agreements are recognized when earned based upon the performance requirements of the respective agreements. For revenue arrangements with separately identifiable components (separate performance obligations), the revenue recognition criteria are applied to each component. The transaction price is determined as the consideration expected to be received from the arrangement and is allocated amongst the separate components based on their relative stand-alone selling prices. The corresponding amount of transaction price allocated to each component is recognized as revenue when (or as) the Group satisfies the performance obligation by transferring the good or service to the customer, which generally is over time for upfront payments or at a point in time for milestone payments and development option payments. Payments received in excess of revenue recognized are recorded as contract liabilities.

Revenues may include fees such as upfront payments received in connection with out-licensing of products and/or access the knowledge without transfer of a license as well as R&D support and services, participation in Joint Steering Committees and other involvement in collaboration agreements. In exchange for these non-refundable upfront fees, the Group does not immediately transfer a good or a service to the customer, rather the upfront fee consists of an advance payment for future services and the right to access the underlying intellectual property of the Group. For such arrangements, the Group has determined that the promised goods and services are not distinct and are accounted for as one performance obligation. The Group recognizes revenue for this performance obligation over time using an input-based method to measure its progress towards complete satisfaction of the performance obligation. Accordingly, revenue is recognized over time based on the percentage of actual costs incurred to date relative to the Group's estimate of total costs expected to satisfy the performance obligation. Estimated costs are reviewed and updated routinely for contracts in progress to reflect any changes of which the Group becomes aware. The cumulative effect of any change in estimate is recorded in the period when the change in estimate is determined.

Revenues could include fees such as milestone and development option payments received in connection with out-licensing of products and in connection with discovery alliances. Upon

meeting the set milestone or upon a development option being exercised, the Group obtains a right to a non-refundable payment and the customer has typically acquired the right to use the underlying intellectual property, without any remaining performance obligations for the Group. Consequently, the related revenues are typically recognized at a point in time, either when the milestone is met or the option is exercised by the customer.

Revenue could also include reservation fees that will be recognized into revenue in case of successful development of a final drug and exercise or lapse of the related reservation right or, alternatively, in case the results from the research will not justify further development of the drug.

Consideration payable to a customer is recorded as a reduction of the arrangement's transaction price, if it relates to the same arrangement, thereby reducing the amount of revenue recognized, unless the payment is for a distinct good or service received from the customer consistent with IFRS 15.

The details of the accounting policy, based on the type of payments received, are set out below. Under IFRS 15, revenue is recognized as or when a customer obtains control of the services. Determining the timing of the transfer of control - at a point in time or over time - requires judgment.

<b>Type of payments received</b>	<b>Timing of revenue recognition</b>
----------------------------------	--------------------------------------

Revenue recognition of upfront payments	Upfront payments received in connection with out-licensing arrangements are typically non-refundable fees for which the Group does not transfer a good or a service to the customer, rather the upfront payments consists of an advance payment for future services and/or an acquisition of the right to the current or future access to the underlying intellectual property of the Group. For such arrangements, the Group has determined that the promised goods and services are not distinct and are accounted for as one performance obligation. The Group recognizes revenue for this performance obligation over time using an input based method to measure its progress towards complete satisfaction of the performance obligation.
---	---

Revenue recognition of milestone payments	Milestone payments received in connection with out-licensing or other arrangements are typically non-refundable fees entitling the Group to a right to payment upon such milestone being met. At that time, the customer has typically acquired the right to use the underlying intellectual property or additional knowledge about drug candidate(s), without any remaining performance obligation of the Group. Considering the uncertainty surrounding the outcome of such development activities, the revenue is consequently recognized at a point in time, when the milestone is reached. At this stage it is highly probable that a reversal of the cumulative revenue will not occur.
---	---

Revenue recognition of payments received for development options exercises	Development option payments received in connection with out-licensing arrangements are typically non-refundable fees entitling the Group to a right to payment upon such option being exercised. At that time, the customer has typically acquired the right to use the underlying intellectual property, without any remaining performance obligations of the Group. Considering the fact that the exercise of any option is outside the control of the Group, revenue for options that provide the right to use is recognized at a point in time at the effective exercise of the option. At this stage it is highly probable that a reversal of the cumulative revenue will not occur.
--	---

Revenue recognition for reservation fees	Reservation fees received are typically non-refundable fees. The timing of revenue recognition depends on whether development of the final drug is successful. If development is successful, revenue will be recognized when the related reservation right is exercised or lapses (as the exercise of any reservation right is outside the control of the Group). Alternatively, revenue will be recognized at the point in time when the results from the research will not justify further development of the drug. At this stage it is highly probable that a reversal of the cumulative revenue will not occur.
--	---

**Research and development expenses**

Research and development expenses as disclosed in note 16 consist primarily of compensation and other expenses related to:

- research and development personnel;
- preclinical studies and clinical trials of the Group's product candidates, including the costs of manufacturing the product candidates;
- research and services performed under collaboration agreements;

- research and development services outsourced to research institutions; and
- attributable facility expenses, including depreciation of equipment and amortization.

Internal development costs are capitalized as intangible assets only when there is an identifiable asset that can be completed that will generate probable future economic benefits, and when the cost of such an asset can be measured reliably. The Group does not currently have any such internal development costs that qualify for capitalization as intangible assets.

The Group charges all research and development expenses, including internal patent filing and patent maintenance costs, to profit or loss when incurred, as the criteria for recognition as an asset are not currently met.

### **3. Financial risk management**

#### **Financial risk factors**

The Group is subject to risks common to companies in the biopharmaceutical industry, including, but not limited to, uncertainties regarding the effectiveness and safety of new drugs, new and unproven technologies, development process and outcome of clinical trials, rigorous governmental regulation and uncertainty regarding regulatory approvals, long product development cycles, continuing capital requirements to fund research and development, history of operating losses and uncertainty of future profitability, uncertainty regarding commercial success and acceptance, third party reimbursements, uncertainties regarding patents and legally protected products or technologies, uncertainty regarding third party intellectual property rights, dependence on third parties, dependence on publicly available scientific findings and research data, lack of experience with production facilities, dependence on third party manufacturers and service providers, competition, concentration of operations, product liability, dependence on important employees, environment, health, data protection and safety, lack of experience in marketing and sales, litigation, currency fluctuation risks and other financial risks, volatility of market value, as well as limited liquidity and shares eligible for future sale.

The Group is developing several products currently not generating constant revenue streams which results in volatile cash flow from operating activities. Currently and in the periods presented, the Group's revenues stem mainly from irregular and difficult to predict income from product out-licensing, milestone payments and fees from R&D collaboration agreements. This will likely remain the same at least until the first product reaches the market on the Group's own or through a partner. This results in a lack of regular positive operating cash flow, which may expose the Group to financing risks in the medium-term. Furthermore, management has taken actions to manage financial risks, such as foreign exchange risk and liquidity risk.

Molecular Partners conducts research and development activities primarily in Switzerland, the European Union and the United States. As a result, the Group is exposed to a variety of financial risks, such as foreign exchange rate risk, credit risk, liquidity risk, cash-flow and interest rate risk. The Group's overall financial risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Group. Further details are disclosed under note 25.

#### **Capital management**

The Group is not regulated and not subject to specific capital requirements. The amount of equity depends on the Group's funding needs and statutory capital requirements. The Group monitors capital periodically on an interim and annual basis. From time to time, the Group may take

appropriate measures or propose capital increases to its shareholders to ensure the necessary capital remains intact. The Group did not have any short-term or long-term debt outstanding as of December 31, 2023 and 2022.

#### **4. Accounting estimates and judgments**

The Group's accounts are prepared on a going concern basis. The preparation of the consolidated financial statements in conformity with IFRS requires that management and the Board of Directors make estimates and assumptions which affect the amounts of the assets and liabilities, contingent liabilities, as well as the income and expenses reported in the consolidated financial statements. These estimates take into consideration historic experience as well as developments in the economic circumstances and are further based on management's best knowledge of current events and actions that the Group may undertake in the future. These estimates are subject to risks and uncertainties. The actual results can deviate from these estimates.

#### **5. Revenue, other income and entity-wide disclosures**

The Group assesses and estimates the progress of its projects with alliance partners at each reporting date.

##### **License and Collaboration Agreement with Novartis in the Area of DARPIN-Conjugated Radioligand Therapies, or the Novartis Radioligand Agreement**

On December 14, 2021, the Group entered into a License and Collaboration Agreement with Novartis to develop DARPIn-conjugated radioligand therapeutic candidates for oncology. Under the agreement, both parties will collaborate on the discovery and optimization of the therapeutic candidates. The Group will be primarily responsible for the generation of DARPins for tumor-specific delivery of radioligands. The Group is eligible to invoice Novartis for its employee-related expenses associated with the research activities. Novartis is responsible for all clinical development and commercialization activities. As of December 31, 2021 the Group recognized a receivable for the upfront fee of USD 20 million (CHF 18.6 million) payable from Novartis in trade and other receivables and a corresponding contract liability in the consolidated statement of financial position. In January 2022, Novartis paid Molecular Partners the upfront fee. The Group will be eligible to receive milestone payments of up to USD 560 million, relating to development, regulatory and commercialization activities, plus tiered royalties based on commercial sale levels from mid-single digit to low double-digit percentages of royalties on net sales of products commercialized by Novartis.

The Group identified one combined performance obligation consisting of the license and the research activities to be provided. Revenue related to the upfront payment of USD 20 million (CHF 18.6 million) is being recognized over time in line with the progress made over the duration of the contractually agreed research plan. Progress towards completion of the research plan is based on the cost-based method and is measured by employee costs on the related research activities as specified in the agreement relative to the total employee costs estimated to be incurred. During 2023, the Group recognized total revenue of CHF 7.0 million of which CHF 5.7 million related to the recognition of the upfront fee and CHF 1.3 million related to the recharge of employee-related expenses (2022 total revenue of CHF 9.8 million, 2021: CHF nil).

In June and December 2023, the Group increased its estimate of the total future costs required to satisfy the performance obligation under this Novartis collaboration. This change in estimate affects the allocation of revenue over time and has no impact on the total amount recognized or to be recognized into revenue under the agreement with Novartis. The increase in total estimated

future costs is primarily related to the continued development of various DARPIn-conjugated radioligand therapeutic candidates.

Future milestone payments and royalties under the agreement will be recognized as revenue at a point in time, when a milestone is achieved or any subsequent sales by Novartis occur.

### **Novartis Option and Equity Rights Agreement**

In October 2020, the Group entered into the Option and Equity Rights Agreement with Novartis, granting Novartis the exclusive option to in-license global rights in relation to MP0420 (ensovibep). Under the terms of the agreement, in 2020, the Group received an upfront, non-refundable fee of CHF 20 million for the technology transfer and manufacturing of MP0420. As of December 31, 2021, the entire CHF 20 million has been utilized for the manufacturing of commercial supply for MP0420.

### **Ensovibep License Agreement**

In January 2022, following positive Phase 2 clinical trial results, Novartis exercised its option for ensovibep, triggering a milestone payment of CHF 150 million to the Group, which was received in 2022. Relatedly, the Group was eligible to invoice Novartis CHF 13.1 million for other items related to ensovibep.

In January 2023, Novartis informed the Group that it has submitted a request to withdraw, with an effective date of January 25, 2023 the Emergency Use Authorization (EUA) application from the U.S. Food and Drug Administration (FDA) for ensovibep. Ensovibep is not presently in clinical development.

On January 5, 2024, Novartis has agreed the termination of the License Agreement for ensovibep, previously under investigation for the treatment of SARS Cov-2, and Novartis has returned the rights to the ensovibep program to the Company. Clinical work on the ensovibep program ended in 2022, and the program remains terminated.

### **Reservation Agreement with the Swiss Federal Office of Public Health / Bundesamt für Gesundheit, or the FOPH Agreement**

On August 11, 2020, the Group announced the reservation by the FOPH of a defined number of initial doses of the Group's anti-COVID-19 candidate, MP0420. Under the terms of the agreement, the Group received a reservation fee of CHF 7.0 million which resulted in a contract liability of CHF 7.0 million. With the exercise of the option by Novartis in January 2022 and the subsequent assignment of the agreement to Novartis, the Group recognized the CHF 7.0 million as revenue in 2022.

### **License and Collaboration Agreement with Amgen, or the Amgen Collaboration Agreement**

In December 2018, the Group entered into a license and collaboration agreement with Amgen for the clinical development and commercialization of MP0310 / AMG 506. Under the agreement the Group received a non-refundable upfront payment of USD 50 million. The Group recognized the related revenue using the cost-based method to measure its progress by reference to actual costs incurred in relation to the Group's best estimate of total expected costs to satisfy the performance obligation.

On April 26, 2022 the Group announced that Amgen, had informed the Group of its decision to return the global rights of MP0310 following a strategic pipeline review. With no remaining

performance obligations under the Amgen Collaboration Agreement, the Group recognized the remaining balance of the Amgen contract liability of TCHF 9,653 as revenue in 2022.

During the years ended December 31, 2023, 2022 and 2021, the Group recognized revenues as disclosed in the table below. Revenues in the table below are attributable to individual countries and are based on the location of the Group's alliance partner.

### Revenues by country

in CHF thousands, for the years ended December 31	2023	2022	2021
Revenues Switzerland	7,038	179,903	—
Revenues USA	—	9,653	9,330
<b>Total revenues</b>	<b>7,038</b>	<b>189,556</b>	<b>9,330</b>

### Analysis of revenue by major alliance partner

in CHF thousands, for the years ended December 31	2023	2022	2021
Novartis AG, Switzerland	7,038	172,903	—
FOPH, Switzerland	—	7,000	—
Amgen Inc., USA	—	9,653	9,330
<b>Total revenues</b>	<b>7,038</b>	<b>189,556</b>	<b>9,330</b>

### Other income

In the first quarter of 2021 the Group entered into an agreement with Novartis to facilitate manufacturing of MP0420 drug supply at a third party supplier. The related agency services earned during 2022 amounted to TCHF 44 (2021: TCHF 424) and are presented as Other income in the consolidated statement of comprehensive income. No such services were performed during 2023.

## 6. Property, plant and equipment

in CHF thousands	Lab equipment	Office equipment	IT hardware	Right-of-use assets	Leasehold improvements	Total
<b>2023</b>						
<b>Cost</b>						
At January 1, 2023	9,646	731	1,315	9,616	624	21,932
Additions	397	6	163	—	9	575
Disposals	(303)	(14)	(167)	—	—	(484)
<b>At December 31, 2023</b>	<b>9,740</b>	<b>723</b>	<b>1,311</b>	<b>9,616</b>	<b>633</b>	<b>22,023</b>
<b>Accumulated depreciation</b>						
At January 1, 2023	(7,660)	(687)	(1,172)	(4,815)	(364)	(14,697)
Depreciation charge for the year	(711)	(27)	(120)	(1,200)	(70)	(2,128)
Disposals	303	14	167	—	—	484
<b>At December 31, 2023</b>	<b>(8,068)</b>	<b>(700)</b>	<b>(1,125)</b>	<b>(6,015)</b>	<b>(434)</b>	<b>(16,342)</b>
<b>Carrying amount at December 31, 2023</b>	<b>1,672</b>	<b>23</b>	<b>186</b>	<b>3,601</b>	<b>199</b>	<b>5,681</b>

The right-of-use assets relate to the facilities the Group is leasing in Schlieren, Switzerland.

in CHF thousands	Lab equipment	Office equipment	IT hardware	Right-of-use assets	Leasehold improvements	Total
<b>2022</b>						
<b>Cost</b>						
At January 1, 2022	8,754	711	1,199	9,616	607	20,887
Additions	1,019	20	121	—	17	1,177
Disposals	(127)	—	(5)	—	—	(132)
<b>At December 31, 2022</b>	<b>9,646</b>	<b>731</b>	<b>1,315</b>	<b>9,616</b>	<b>624</b>	<b>21,932</b>
<b>Accumulated depreciation</b>						
At January 1, 2022	(7,164)	(653)	(1,012)	(3,615)	(298)	(12,741)
Depreciation charge for the year	(623)	(34)	(165)	(1,200)	(66)	(2,088)
Disposals	127	—	5	—	—	132
<b>At December 31, 2022</b>	<b>(7,660)</b>	<b>(687)</b>	<b>(1,172)</b>	<b>(4,815)</b>	<b>(364)</b>	<b>(14,697)</b>
<b>Carrying amount at December 31, 2022</b>	<b>1,986</b>	<b>44</b>	<b>143</b>	<b>4,802</b>	<b>260</b>	<b>7,235</b>

## 7. Intangible assets

in CHF thousands	Software
<b>2023</b>	
<b>Cost</b>	
At January 1, 2023	2,122
Additions	233
Disposals	(59)
<b>At December 31, 2023</b>	<b>2,296</b>
<b>Accumulated amortization</b>	
At January 1, 2023	(1,851)
Amortization charge for the year	(292)
Disposals	59
<b>At December 31, 2023</b>	<b>(2,084)</b>
<b>Carrying amount at December 31, 2023</b>	<b>212</b>

in CHF thousands	Software
<b>2022</b>	
<b>Cost</b>	
At January 1, 2022	1,904
Additions	240
Disposals	(22)
<b>At December 31, 2022</b>	<b>2,122</b>
<b>Accumulated amortization</b>	
At January 1, 2022	(1,574)
Amortization charge for the year	(299)
Disposals	22
<b>At December 31, 2022</b>	<b>(1,851)</b>
<b>Carrying amount at December 31, 2022</b>	<b>271</b>

## 8. Financial instruments

in CHF thousands	Financial assets at amortized costs
<b>2023</b>	
Cash and cash equivalents	67,309
Trade receivables	295
Accrued income	1,131
Short-term time deposits	119,580
<b>Balance at December 31</b>	<b>188,315</b>
<b>2022</b>	
Cash and cash equivalents	87,946
Trade receivables	521
Accrued income	679
Short-term time deposits	161,198
<b>Balance at December 31</b>	<b>250,344</b>

The above mentioned amounts were neither past due nor impaired at the end of the respective reporting period. Please also see note 25.

in CHF thousands	Financial liabilities at amortized cost
<b>2023</b>	
Trade payables	410
Accrued project costs and royalties	1,827
Lease liabilities	3,652
Other non-employee related accrued expenses	704
<b>Balance at December 31</b>	<b>6,593</b>
<b>2022</b>	
Trade payables	997
Accrued project costs and royalties	2,167
Lease liabilities	4,850
Other non-employee related accrued expenses	556
<b>Balance at December 31</b>	<b>8,570</b>

The carrying amount of financial assets and financial liabilities not measured at fair value (except for lease liabilities) is a reasonable approximation of fair value.

## 9. Other current assets

in CHF thousands	2023	2022
Prepayments	2,486	3,910
Accrued income	1,131	679
<b>Balance at December 31</b>	<b>3,617</b>	<b>4,589</b>

Accrued income relates to interest income accrued on the Group's balances of cash and cash equivalents and short-term time deposits.

## 10. Trade and other receivables

in CHF thousands	2023	2022
Trade receivables	295	521
Value added tax	253	250
Withholding tax	1,339	173
Other receivables	66	75
<b>Balance at December 31</b>	<b>1,953</b>	<b>1,019</b>

Trade receivables are denominated in the following currencies:

in CHF thousands	2023	2022
CHF	—	160
EUR	—	—
USD	295	361
<b>Balance at December 31</b>	<b>295</b>	<b>521</b>

## 11. Cash and cash equivalents and short-term time deposits

in CHF thousands	2023	2022
Cash at bank in CHF	57,379	67,611
Cash at bank in EUR	4,948	7,685
Cash at bank in USD	4,829	12,520
Cash at bank in GBP	153	130
<b>Total cash at bank at December 31</b>	<b>67,309</b>	<b>87,946</b>
Short-term time deposits in CHF	77,500	110,000
Short-term time deposits in EUR	—	4,938
Short-term time deposits in USD	42,080	46,260
<b>Total short-term deposits at December 31</b>	<b>119,580</b>	<b>161,198</b>

All short-term time deposits at December 31, 2023 and 2022 were held with Swiss banks. As of December 31, 2023, the deposits denominated in CHF contained six positions with three banks.

the deposits denominated in USD contained five positions with two banks. As of December 31, 2022, there were six deposits denominated in CHF with three banks, where the short-term time deposits denominated in USD contained three positions with three banks and the short-term time deposits in EUR contained one position with one bank. Please refer to note 25.

## 12. Shareholders' equity

In August 2022, the Company issued 3,500,000 common shares at par value CHF 0.10 per share. The shares were fully subscribed for by Molecular Partners Inc., a fully owned subsidiary of the Company. As of December 31, 2023 and 2022, all 3,500,000 common shares were held as treasury shares of the Company. The purpose of the share issuance was to replenish the Company's pool of treasury shares that the Company can use in the future to raise funds, including in connection with the Company's at-the-market sales program for American Depositary Shares established in July 2022.

The total amount presented as Treasury shares reserve in the consolidated statement of financial position, is comprised of CHF 350,000 of the nominal value of the treasury shares and CHF 631,336 of transaction costs incurred directly related to the issuance. The amount of CHF 350,000 was a non-cash transaction for the Group.

### Classes of share capital

#### *Ordinary share capital*

On December 31, 2023, the Company's issued share capital amounted to CHF 3,635,430 divided into 36,354,297 fully paid registered shares with a par value of CHF 0.10 each. Ordinary shares are entitled to one vote per share and rank equally with regard to the Company's residual assets and dividends (if any should be declared in the future).

	<b>Ordinary shares</b>
<b>Shares in issue at December 31, 2020</b>	<b>29,146,992</b>
Issued in relation to June 2021 IPO	3,000,000
Issued in relation to vesting of PSU, RSU and options	145,656
<b>Shares in issue at December 31, 2021</b>	<b>32,292,648</b>
Issued in relation to creation of treasury shares in August 2022	3,500,000
Issued in relation to vesting of PSU, RSU and options	252,058
<b>Shares in issue at December 31, 2022</b>	<b>36,044,706</b>
Issued in relation to vesting of PSU, RSU and options	309,591
<b>Shares in issue at December 31, 2023</b>	<b>36,354,297</b>

The Company's share capital registered with the Swiss Commercial Register on December 31, 2023 amounted to CHF 3,604,471 divided into 36,044,706 fully paid up registered shares with a par value of CHF 0.10 per share.

The capital increases in 2023 triggered by the option exercises and the vesting of Performance Share Units ("PSU") and Restricted Share Units ("RSU"), from the RSU Plan 2020 and PSU Plans 2020, 2021 and 2022 was registered with the Commercial Register on January 31, 2024.

#### *Authorized share capital*

On December 31, 2023, the Company had an authorized share capital in the amount of up to CHF 457,316 which allows for the issuance of up to 4,573,162 fully paid up registered shares with a par

value of CHF 0.10 per share, which is valid until April 13, 2024. This authorized capital of up to CHF 457,316 equates to approximately 13% of the existing share capital. As approved by the annual general meeting on April 13, 2022, the authorized share capital was increased by CHF 350,000 from CHF 457,316 to CHF 807,316. In August 2022, the authorized share capital was subsequently reduced by CHF 350,000 from CHF 807,316 to CHF 457,316 due to the creation of treasury shares.

The Board of Directors is authorized to determine the issue price, type of payment, time of the issuance, conditions for the exercise of the preemptive rights and the date from which the shares carry the right to dividends. The Board of Directors can issue new shares by means of an underwriting arrangement by a bank or another third party with a subsequent offer of these shares to the existing shareholders or third parties (if the preemptive rights of the existing shareholders have been denied or not been duly exercised). The Board of Directors is authorized to permit, to restrict or to deny the trade of preemptive rights. The Board of Directors may permit preemptive rights that have been granted but not exercised to expire or it may place these rights respectively the shares as to which preemptive rights have been granted but not exercised, at market conditions or use them for other purposes in the interest of the Group.

The Board of Directors is further authorized to restrict or deny the preemptive rights of shareholders and to allocate them to third parties: (a) for the acquisition of companies, parts of companies or participations, for the acquisition of products, intellectual property or licenses, for investment projects or for the financing or refinancing of such transactions through a placement of shares, (b) for the purpose of broadening the shareholder constituency or in connection with a listing of shares on domestic or foreign stock exchanges, (c) if the issue price of the new shares is determined by reference to the market price, (d) for purposes of granting an over-allotment option (greenshoe) of up to 20% of the total number of shares in a placement or sale of shares to the respective initial purchasers or underwriters, (e) following a shareholder or a group of shareholders acting in concert having accumulated shareholdings in excess of 15% of the share capital registered with the commercial register of the Canton of Zurich, without having submitted to the other shareholders a take-over offer recommended by the Board of Directors, or (f) for the defense of an actual, threatened or potential takeover bid, in relation to which the Board of Directors has not recommended to the shareholders acceptance on the basis that the Board of Directors has not found the takeover bid to be financially fair to the shareholders.

#### *Conditional share capital*

As of December 31, 2023 the Company's share capital was allowed to be increased by an amount not to exceed CHF 105,337 through the issuance of up to 1,053,372 fully paid up shares with a par value of CHF 0.10 per share through the direct or indirect issuance of shares, options or preemptive rights granted to employees, members of the Board of Directors or members of any advisory boards. During 2023, the share capital was increased out of this conditional capital for employee participation (Article 3b of the Articles of Association). As a result, the available conditional capital for employee participation was reduced by CHF 30,959 from CHF 136,296 to CHF 105,337.

In addition, the share capital may be increased by an amount not to exceed CHF 226,087 through the issuance of up to 2,260,870 fully paid up shares with a par value of CHF 0.10 per share through the exercise or mandatory exercise of conversion, exchange, option, warrant or similar rights for the subscription of shares granted to shareholders or third parties alone or in connection with bonds, notes, options, warrants or other securities or contractual obligations by or of the Company. During 2023, this conditional capital for financing transactions and other purposes (Article 3c of the Articles of Association) remained unchanged.

In 2023, 2022 and 2021 the cash proceeds from the exercise of share options and the vesting of Performance Share Units ("PSU") and Restricted Share Units ("RSU"), amounted to CHF 30,959, CHF 251,957 and CHF 269,552 respectively and all resulted from the issuance of new shares (conditional share capital).

### 13. Trade and other payables

in CHF thousands	2023	2022
Trade payables	410	997
Social security	918	1,146
<b>Balance at December 31</b>	<b>1,328</b>	<b>2,143</b>

Trade payables are denominated in the following currencies:

in CHF thousands	2023	2022
CHF	227	790
EUR	161	104
USD	22	103
<b>Balance at December 31</b>	<b>410</b>	<b>997</b>

### 14. Accrued expenses

in CHF thousands	2023	2022
Accrued project costs and royalties	1,827	2,167
Accrued payroll and bonuses	5,012	4,763
Other	708	571
<b>Balance at December 31</b>	<b>7,547</b>	<b>7,501</b>

## 15. Contract liability

The Group expects the contract liability to be recognized as revenue as follows:

in CHF thousands	Contract liability
Expected revenue recognition in year one after balance sheet date	4,333
<b>Balance at December 31, 2023</b>	<b>4,333</b>

in CHF thousands	Contract liability
Expected revenue recognition in year one after balance sheet date	6,409
Expected revenue recognition in year two after balance sheet date	3,637
<b>Balance at December 31, 2022</b>	<b>10,046</b>

The table below presents the movement on the contract liability:

in CHF thousands	Contract liability at January 1, 2023	Additions	Recognized as revenue	Contract liability at December 31, 2023
Novartis	10,046	—	(5,713)	4,333
<b>Balance</b>	<b>10,046</b>	<b>—</b>	<b>(5,713)</b>	<b>4,333</b>

in CHF thousands	Contract liability at January 1, 2022	Additions	Recognized as revenue	Contract liability at December 31, 2022
Amgen	9,653	—	(9,653)	—
Novartis	18,584	—	(8,538)	10,046
FOPH	7,000	—	(7,000)	—
<b>Balance</b>	<b>35,237</b>	<b>—</b>	<b>(25,191)</b>	<b>10,046</b>

in CHF thousands	Current	Non-current	Contract liability
Novartis	4,333	—	4,333
<b>Balance at December 31, 2023</b>	<b>4,333</b>	<b>—</b>	<b>4,333</b>

in CHF thousands	Current	Non-current	Contract liability
Novartis	6,409	3,637	10,046
<b>Balance at December 31, 2022</b>	<b>6,409</b>	<b>3,637</b>	<b>10,046</b>

## 16. Additional information on the nature of expenses

### Research and development expenses

in CHF thousands	2023	2022	2021
Research consumables and external research and development expenses	(15,892)	(17,154)	(26,342)
Personnel expenses <sup>(1)</sup> , see also note 18	(28,376)	(28,101)	(25,647)
Depreciation and amortization	(2,053)	(1,971)	(2,016)
Intellectual property	(853)	(957)	(636)
Facility expenses	(940)	(854)	(758)
Other research and development expenses	(660)	(703)	(259)
Royalties and license fees, see also note 17	(10)	(1,010)	(60)
<b>Total year ended December 31</b>	<b>(48,784)</b>	<b>(50,749)</b>	<b>(55,718)</b>

### Selling, general and administrative expenses

in CHF thousands	2023	2022	2021
Personnel expenses <sup>(2)</sup> , see also note 18	(11,640)	(11,788)	(10,604)
Other administrative expenses	(7,283)	(9,965)	(6,242)
Depreciation and amortization	(367)	(416)	(549)
Facility expenses	(72)	(69)	(60)
<b>Total year ended December 31</b>	<b>(19,362)</b>	<b>(22,238)</b>	<b>(17,454)</b>

**Total operating expenses** **(68,146)** **(72,987)** **(73,172)**

<sup>(1)</sup> Research and development non-cash effective pension and share-based compensation costs were TCHF 3,447 in 2023, TCHF 3,856 in 2022 and TCHF 3,045 in 2021.

<sup>(2)</sup> Selling, general and administrative non-cash effective pension and share based compensation costs were TCHF 2,260 in 2023, TCHF 2,329 in 2022 and TCHF 2,113 in 2021.

## 17. Royalties and license fees

The Group holds a non-exclusive perpetual license from the University of Zurich on patent applications and patents relating to Phage Display technology. The amount payable by the Group is CHF 10,000 per annum.

## 18. Personnel expenses

in CHF thousands	2023	2022	2021
Salaries	(27,022)	(27,737)	(25,909)
Share-based compensation (non-cash effective)	(5,207)	(5,088)	(4,085)
Pension costs	(2,632)	(3,192)	(3,059)
Social security costs	(2,201)	(2,399)	(2,535)
Other personnel expenses	(2,954)	(1,473)	(663)
<b>Total year ended December 31</b>	<b>(40,016)</b>	<b>(39,889)</b>	<b>(36,251)</b>

Full-time equivalents and head count	2023	2022	2021
Average number of full-time equivalents	167.8	167.4	158.3
Full-time equivalents at year end	167.5	175.3	163.2
Headcount at year end	182	191	177

### 18.1 Pension costs and liabilities

in CHF thousands	2023	2022
<b>Defined benefit pension plans</b>		
<b>Actuarial assumptions</b>		
Discount rate at January 1	2.25 %	0.40 %
Discount rate at December 31 <sup>(1)</sup>	1.50 %	2.25 %
Future salary increases at December 31	2.00 %	2.00 %
Mortality tables	BVG2020 GT	BVG2020 GT
Date of last actuarial valuation	31.12.2023	31.12.2022

#### Reconciliation of the amount recognized in the statement of financial position

Defined benefit obligation at December 31	56,347	52,529
Fair value of plan assets at December 31	51,627	50,284
<b>Net defined benefit liability at December 31 <sup>(2)</sup></b>	<b>4,720</b>	<b>2,245</b>

#### Components of defined benefit cost in profit or loss

Current service cost (employer)	2,507	3,137
Past service cost	43	—
Interest expense on defined benefit obligation	1,182	231
Interest income on plan assets	(1,126)	(203)
Administrative cost excl. cost for managing plan assets	26	27
<b>Defined benefit cost recognized in profit or loss</b>	<b>2,632</b>	<b>3,192</b>
thereof service cost and administrative cost	2,576	3,164
thereof net interest expense on the net defined benefit liability	56	28

in CHF thousands	2023	2022
<b>Reconciliation of net defined benefit liability</b>		
Net defined benefit liability at January 1	2,245	6,483
Defined benefit cost recognized in profit or loss <sup>(3)</sup>	2,632	3,192
Remeasurement of net pension liabilities	1,975	(5,334)
Contributions by the employer <sup>(3)</sup>	(2,132)	(2,096)
<b>Net defined benefit liability at December 31 <sup>(2)</sup></b>	<b>4,720</b>	<b>2,245</b>
<b>Reconciliation of defined benefit obligation</b>		
Defined benefit obligation at January 1	52,529	54,461
Interest expenses on defined benefit obligation	1,182	231
Current service cost (employer)	2,507	3,137
Contributions by plan participants	1,344	1,317
Benefits (paid)/deposited	(3,918)	2,032
Past service cost	43	—
Administrative cost (excl. cost for managing plan assets)	26	27
Actuarial (gain)/loss on defined benefit obligation	2,634	(8,676)
<b>Defined benefit obligation at December 31</b>	<b>56,347</b>	<b>52,529</b>
<b>Reconciliation of amount recognized in OCI</b>		
Actuarial (gain) / loss on changes in financial assumptions	3,644	(12,222)
Actuarial (gain) / loss on changes in demographic assumptions	(10)	—
Actuarial (gain) / loss arising from experience adjustments	(1,000)	3,546
<b>Actuarial (gain)/loss on defined benefit obligation</b>	<b>2,634</b>	<b>(8,676)</b>
Return on plan assets excluding interest income	(659)	3,342
<b>Remeasurement of net pension liabilities</b>	<b>1,975</b>	<b>(5,334)</b>
<b>Reconciliation of fair value of plan assets</b>		
Fair value of plan assets at January 1	50,284	47,979
Interest income on plan assets	1,126	203
Contributions by the employer	2,132	2,096
Contributions by plan participants	1,344	1,317
Benefits (paid)/deposited	(3,918)	2,032
Return on plan assets excl. interest income	659	(3,342)
<b>Fair value of plan assets at December 31</b>	<b>51,627</b>	<b>50,284</b>
<b>Best estimate of contributions of next year</b>		
Contributions by the employer	2,156	2,231
<b>Plan asset classes</b>		
Cash and cash equivalents	7,684	7,896
Equity instruments	21,810	20,754
Debt instruments (e.g. bonds)	9,047	8,200
Real estate funds	1,821	1,793
Others	1,792	1,748
<b>Total plan assets at fair value (quoted market price)</b>	<b>42,154</b>	<b>40,391</b>
Others	9,473	9,892
<b>Total plan assets at fair value (non-quoted market price)</b>	<b>9,473</b>	<b>9,892</b>
<b>Total plan assets at fair value at December 31</b>	<b>51,627</b>	<b>50,284</b>

in CHF thousands	2023	2022
<b>Total plan assets at fair value at December 31</b>	<b>51,627</b>	<b>50,284</b>
thereof entity's own transferable financial instruments	—	—
thereof property occupied or other assets used by the entity	—	—

#### Sensitivity <sup>(4)</sup>

Defined benefit obligation at December 31 with discount rate -0.25%	58,683	54,524
Defined benefit obligation at December 31 with discount rate +0.25%	54,179	50,672
Defined benefit obligation at December 31 with interest rate on retirement savings capital -0.25%	55,437	51,699
Defined benefit obligation at December 31 with interest rate on retirement savings capital +0.25%	57,283	53,383
Defined benefit obligation at December 31 with salary increases -0.25%	55,974	52,253
Defined benefit obligation at December 31 with salary increases +0.25%	56,707	52,768
Defined benefit obligation at December 31 with life expectancy +1 year	57,071	53,090
Defined benefit obligation at December 31 with life expectancy -1 year	55,619	51,961

#### Maturity profile of defined benefit obligation

Weighted average duration of defined obligation in years at December 31	16.2	15.0
Weighted average duration of defined obligation in years at December 31 for active members	16.1	14.8
Weighted average duration of defined obligation in years at December 31 for pensioners	17.3	16.3

<sup>(1)</sup> Discount rates are based on industry benchmarks related to benefits with a 20 year duration.

<sup>(2)</sup> In liabilities for employee benefits, as presented in the consolidated statement of financial position included are also TCHF 343 (2022: TCHF 307; 2021: TCHF 257) for accrued sabbatical cost.

<sup>(3)</sup> The sum of these two positions represent the non-cash effective pension costs recognized in the profit and loss section of the consolidated statement of comprehensive income of which TCHF 390 are research and development costs (2022: TCHF 846; 2021: TCHF 837) and TCHF 110 are selling, general and administrative costs (2022: TCHF 250; 2021: TCHF 235).

<sup>(4)</sup> For the most important parameters which influence the pension obligation of the Company a sensitivity analysis was performed. The discount rate and the assumption for salary increases were modified by a certain percentage value. Sensitivity on mortality was calculated by changing the mortality with a constant factor for all age groups. With this procedure the Company could change the longevity for most of the age categories by one year longer or shorter than the baseline value.

The table below presents the amounts that are reflected in the statement of comprehensive income for the periods indicated:

in CHF thousands	<b>2023</b>	<b>2022</b>	<b>2021</b>
<b>Components of defined benefit cost in profit or loss</b>			
Current service cost (employer)	2,507	3,137	3,097
Past service cost	43	—	(94)
Interest expense on defined benefit obligation	1,182	231	114
Interest income on plan assets	(1,126)	(203)	(86)
Administrative cost excl. cost for managing plan assets	26	27	27
<b>Defined benefit cost recognized in profit or loss</b>	<b>2,632</b>	<b>3,192</b>	<b>3,059</b>
thereof service cost and administrative cost	2,576	3,164	3,031
thereof net interest expense on the net defined benefit liability	56	28	28
<b>Reconciliation of amount recognized in OCI</b>			
Actuarial (gain) / loss on changes in financial assumptions	3,644	(12,222)	(2,303)
Actuarial (gain) / loss on changes in demographic assumptions	(10)	—	(2,432)
Actuarial (gain) / loss arising from experience adjustments	(1,000)	3,546	(773)
<b>Actuarial (gain)/loss on defined benefit obligation</b>	<b>2,634</b>	<b>(8,676)</b>	<b>(5,508)</b>
Return on plan assets excluding interest income	(659)	3,342	(2,504)
<b>Remeasurement of net pension liabilities</b>	<b>1,975</b>	<b>(5,334)</b>	<b>(8,012)</b>

## 18.2 Share-based compensation

### 18.2.1 Employee Share Option Plans ("ESOP")

1. ESOP 2009 established in December 2009
2. ESOP 2014 established in July 2014

An ESOP is an incentive tool that fosters the entrepreneurial spirit and performance by way of financial participation in the Group's long term success. It gives employees, members of the Board of Directors and selected advisors a beneficial opportunity to purchase shares of the Company. Each option entitles its holder to purchase one share of the Company at a pre-defined exercise price. The number of options granted to each participant was determined by the Board of Directors based on a participant's position and level of responsibility. The options generally vested quarterly over four years, with vesting of 25% after one year. At the end of the 10 year option term, unexercised options expire without value.

As of December 31, 2023 and December 31, 2022, an aggregate of 282,105 options were outstanding under the ESOP 2009 and ESOP 2014. All these options are fully vested at the reporting date.

Since the initial public offering of the Company on the SIX Swiss Exchange on November 5, 2014, no further option grants have been made under any of these two share option plans.

### **18.2.2 Long Term Incentive ("LTI") Plans: Restricted Share Units ("RSU") and Performance Share Units ("PSU")**

- LTI plans 2019 established in March 2019
- LTI plans 2020 established in March 2020
- LTI plans 2021 established in March 2021
- LTI plans 2022 established in March 2022
- LTI plans 2023 established in March 2023

Under the LTI plans, members of the Board of Directors are eligible to be granted RSUs, whereas members of the Management Board and other employees are eligible to be granted PSUs.

RSUs are contingent rights to receive a certain number of shares of the Company at the end of a three-year blocking period. The number of RSUs per plan participant is a function of the approved CHF amount per position divided by the fair value of each RSU as at the grant date. In certain circumstances, including a change of control, a full or partial accelerated vesting of the RSUs may occur. RSUs vest over a one-year period from date of grant.

PSUs are contingent rights to receive a variable number of shares of the Company. Since 2021, PSUs granted to employees (except for members of the Management Board) will vest in three tranches of one third each. The first tranche of the PSUs shall vest on the first anniversary of the grant date, the second tranche on the second anniversary of the grant date and the third tranche on the third anniversary of the grant date. For the members of the Management Board PSUs will vest at the end of a three year cliff-vesting period. PSUs granted to all employees under PSU plans prior to 2021 will continue to vest at the end of a three-year cliff-vesting period.

The number of PSUs per plan participant is a function of the approved CHF amount per position divided by the fair value of each PSU as of the grant date. While the PSUs are designed to let the beneficiaries participate in the long-term share price development, the number of shares to be earned in relation to a PSU also depends on the achievement of pre-defined corporate goals for the respective year. Accordingly, the number of shares to be issued based on the PSUs can be between zero and 150% of the number of PSUs granted. Even after the determination of goal achievement, participants may lose their entitlements in full or in part depending on certain conditions relating to their employment. In certain circumstances, including a change of control, a full or partial accelerated vesting of the PSUs may occur.

The LTI plans are issued annually, which allows the Board of Directors to review the terms and determine the targets on an annual basis. Employees generally receive the grants on April 1 of each calendar year, or for new employees on the first day of the calendar quarter after the start of their employment. Members of the Management Board and the Board of Directors receive the annual grants after the approval of the ordinary shareholders' meeting.

As of December 31, 2023, 1,347,983 PSUs and 182,678 RSUs were outstanding. As of December 31, 2022, 604,800 PSUs and 96,001 RSUs were outstanding.

### 18.2.3 Conditions attached to and measurement of fair values of equity-settled share-based payment arrangements

The following table provides the conditions as well as the inputs used in the measurement of the values at grant dates:

<b>RSU/PSU, conditions and assumptions</b>	<b>2023</b>	<b>2022</b>
Nature of arrangement	Grant of PSU/RSU	Grant of PSU/RSU
Grant date RSU	April 4, 2023	April 13, 2022
Grant dates PSU	Jan 1 - Oct 1	Jan 1 - Oct 1
Number of RSU granted	120,144	33,015
Number of PSU granted	1,162,228	307,137
Weighted average exercise price (CHF)	0.10	0.10
Share price (CHF)	3.86 - 6.16	6.55 - 18.88
Vesting period for RSU (years)	1.00	1.00
Full contractual life for RSU (years)	3.00	3.00
Vesting period for PSU (years), Management Board	3.00	3.00
Vesting period for PSU (years), employees excluding Management Board	3.00 (pro-rata annual vesting)	3.00 (pro-rata annual vesting)
Full contractual life for PSU (years)	3.00	3.00
Settlement	Common Shares	Common Shares
Expected volatility on Common shares	67.08 - 77.51	64.69 - 76.84
Risk-free interest rate p. a. (%) / CHF LIBOR / Common shares	(0.24) - 1.17	(0.54) - (0.71)
Expected volatility on NBI	23.36 - 28.66	25.89 - 28.16
Risk-free interest rate p. a. (%) / USD LIBOR / NBI	5.30 - 6.04	0.58 - 4.78
Expected volatility on SPI	13.20 - 17.27	15.57 - 17.02
Risk-free interest rate p. a. (%) / CHF LIBOR / SPI	(0.24) - 1.17	(0.54) - (0.71)
Expected dividend (CHF)	—	—
Weighted average fair value of rights granted (CHF)	5.20	17.08
Latest expiry date	Sep 30, 2026	Sep 30, 2025
Valuation model	Monte Carlo	Monte Carlo

Additional comments:

- Expected volatility: Historical share prices of the Company have been used.
- The indices, Nasdaq Biotechnology Index ("NBI") and Swiss performance Index ("SPI") are used as inputs in determining the fair values for the 2022 and 2023 PSU Plans.

The movements in the number of all issued RSUs, PSUs and share options are as follows:

Share option / PSU / RSU movements	Total (numbers)	Weighted average exercise price (CHF)	Options (numbers)	Weighted average exercise price (CHF)	PSU/RSU (numbers)	Weighted average exercise price (CHF)
<b>Balance outstanding at December 31, 2021</b>	<b>962,022</b>	<b>2.35</b>	<b>318,902</b>	<b>6.87</b>	<b>643,120</b>	<b>0.10</b>
Granted	340,152	0.10	—	—	340,152	0.10
(Performance adjustment) <sup>(1)</sup>	—	0.10	—	—	—	0.10
(Forfeited) <sup>(2)</sup>	(63,990)	0.10	—	—	(63,990)	0.10
(Expired)	(3,220)	5.40	(3,220)	5.40	—	—
(Exercised options, vested PSU / RSU) <sup>(3)</sup>	(252,058)	1.00	(33,577)	6.85	(218,481)	0.10
<b>Balance outstanding at December 31, 2022</b>	<b>982,906</b>	<b>2.05</b>	<b>282,105</b>	<b>6.89</b>	<b>700,801</b>	<b>0.10</b>
Granted	1,282,372	0.10	—	—	1,282,372	0.10
(Performance adjustment) <sup>(1)</sup>	(79,703)	0.10	—	—	(79,703)	0.10
(Forfeited) <sup>(2)</sup>	(63,218)	0.10	—	—	(63,218)	0.10
(Expired)	—	—	—	—	—	—
(Exercised options, vested PSU / RSU) <sup>(3)</sup>	(309,591)	0.10	—	—	(309,591)	0.10
<b>Balance outstanding at December 31, 2023</b>	<b>1,812,766</b>	<b>1.16</b>	<b>282,105</b>	<b>6.89</b>	<b>1,530,661</b>	<b>0.10</b>

<sup>(1)</sup> Performance adjustments indicate forfeitures due to non-market performance conditions not achieved

<sup>(2)</sup> Forfeited due to service conditions not fulfilled

<sup>(3)</sup> The weighted average share prices at the dates of exercising options during the year 2022 amounted to CHF 22.35. There were no options exercised in 2023.

The following table applies to all share options, PSUs and RSUs outstanding at December 31, 2023:

Exercise price CHF	Options / PSU/RSU (number)	Remaining life (years)	Thereof exercisable options
Options			
6.06	15,450	0.4	15,450
6.94	266,655	0.7	266,655
PSU/RSU			
0.10	1,530,661	1.4	
<b>Total</b>	<b>1,812,766</b>		<b>282,105</b>

The following table applies to all share options, PSUs and RSUs outstanding at December 31, 2022:

<b>Exercise price CHF</b>	<b>Options / PSU/RSU (number)</b>	<b>Remaining life (years)</b>	<b>Thereof exercisable options</b>
Options			
6.06	15,450	1.4	15,450
6.94	266,655	1.7	266,655
PSU/RSU			
0.10	700,801	1.1	
<b>Total</b>	<b>982,906</b>		<b>282,105</b>

The non-cash costs for share-based payments recognized in the statement of comprehensive income can be attributed to the Group's two functions as follows:

in CHF thousands	<b>2023</b>	<b>2022</b>	<b>2021</b>
Research and development	3,057	3,010	2,208
Selling, general and administrative	2,150	2,078	1,877
<b>Total year ended December 31</b>	<b>5,207</b>	<b>5,088</b>	<b>4,085</b>

## 19. Financial income and financial expense

### Financial income

in CHF thousands	2023	2022	2021
Interest income on financial assets held at amortized costs	4,279	1,142	99
Net foreign exchange gain	—	717	92
<b>Total year ended December 31</b>	<b>4,279</b>	<b>1,859</b>	<b>191</b>

### Financial expense

in CHF thousands	2023	2022	2021
Net foreign exchange loss	(5,106)	—	—
Negative interest on financial assets held at amortized costs	—	(562)	(495)
Interest expense on leases	(34)	(43)	(53)
Other financial expenses	(15)	(14)	(8)
<b>Total year ended December 31</b>	<b>(5,155)</b>	<b>(619)</b>	<b>(556)</b>

## 20. Income Taxes

### Current taxes

The Company generated taxable losses in 2023 and 2021 whereas in 2022 the Company generated a taxable profit in Switzerland. In 2023, the Company did not have to pay or accrue any income taxes during the reporting period, as the Company incurred a taxable loss in 2023. Any potential future taxable income will be subject to Swiss federal, cantonal and communal income taxes. The Company's applicable income tax rate (after tax) for the year 2023 is 19.3% (2022: 19.4%; 2021: 19.4%).

Molecular Partners Inc., which is incorporated in the United States in the State of Delaware, is subject to statutory U.S. federal corporate income taxes and minimal state taxes for Massachusetts and New York.

For the year ended December 31, 2023, current income tax expense of TCHF 0.4 (or in thousands of US Dollars ("TUSD") 0.5) was recognized by the Group's U.S. based subsidiary for estimated U.S. tax obligations of the subsidiary based on intra-Group activity (for the year ended December 31, 2022: tax expense of TCHF 0.3 (TUSD 0.3) and for the year ended December 31, 2021: tax credit of TCHF 2 (TUSD 2)). The tax expense amount comprises of the sum of the minimal taxes payable for federal taxes and for the various states in which Molecular Partners Inc. is liable for taxes. The applicable income tax rates are 21% U.S. federal tax plus 8.00% state tax (Massachusetts) and 6.50% (New York).

### Deferred taxes

The Company's net loss before income taxes amounted to TCHF 56,285 in 2023 whereas the prior years generated a net income before income taxes of TCHF 124,020 in 2022 and a net loss before income taxes of TCHF 58,632 in 2021. The cumulative tax losses as of December 31, 2023 of TCHF 144,483 may be used as tax loss carry forwards to offset future taxable income over a period of seven years.

No deferred tax assets have been recognized for these tax loss carry forwards, because as of December 31, 2023, it was not considered probable that such loss carry forwards can be utilized in the foreseeable future. In addition, no deferred tax positions were recognized on other deductible temporary differences (e.g., pension liabilities under IAS 19 for a total of TCHF 4,720, see also note 18.1) due to the tax losses carried forward. Income tax expense has been calculated for the year ending December 31, 2023, based on the effective income tax rate expected for the full financial year, being 0% on December 31, 2023.

Given the facts above, as well as the fact that the Company incurred no significant tax expense in the reporting periods presented, a numerical reconciliation of the effective tax rate is not provided. The primary reconciling item is the effect of unrecognized deferred tax assets for tax losses and deductible temporary differences.

The following table shows the expiry of tax loss carry forwards for the Company, for which no deferred tax asset was recognized:

in CHF thousands	<b>2023</b>	<b>2022</b>
2027	(29,566)	(29,566)
2028	(58,632)	(58,632)
2030	(56,285)	—
<b>Total tax loss carry forwards as at December 31</b>	<b>(144,483)</b>	<b>(88,198)</b>

## 21. Earnings per share

Basic earnings per share is calculated by dividing the net result attributable to the shareholders of the Company by the weighted average number of shares issued and outstanding during the reporting period, excluding any shares held as treasury shares. Diluted earnings per share additionally takes into account the potential conversion of all dilutive potential ordinary shares.

	<b>2023</b>	<b>2022</b>	<b>2021</b>
Weighted average number of shares used in computing basic earnings per share	32,770,665	32,469,957	31,005,171
Weighted average number of shares used in computing diluted earnings per share	32,770,665	33,265,567	31,005,171

At December 31, 2023 and December 31, 2021, all potential ordinary shares were anti-dilutive (1,526,976 and 835,422). At December 31, 2022, the number of shares that were dilutive, is 795,610.

## 22. Leases

The Group leases office and laboratory facilities in Schlieren, Switzerland. These leases generally have terms between 2 and 10 years and contain extension or terminations options exercisable by the Group up to one year before the end of the non-cancellable contract period. These terms are used to maximize operational flexibility in terms of managing contracts. The options to extend are held by the Company and the termination options are held both by the Company and the lessor. As of December 31, 2020, the Group exercised the option to extend the lease on its facilities in Schlieren by five years with a new lease term ending on December 31, 2026. The earliest contractual termination date for both the lessor and the Group on the major real estate lease is December 31, 2025. For information about the right-of-use assets please also see note 6.

Set out below are the carrying amounts of the lease liabilities and the movements during the period:

in CHF thousands	2023	2022
as at January 1,	4,850	6,039
Additions / new leases	—	—
Remeasurements	—	—
Recognition of interest on lease liabilities	34	43
Payments	(1,232)	(1,232)
<b>Balance as at December 31,</b>	<b>3,652</b>	<b>4,850</b>
Current	1,208	1,198
Non-current	2,444	3,652
<b>Balance as at December 31,</b>	<b>3,652</b>	<b>4,850</b>

The following are the expense amounts recognized in the consolidated statement of comprehensive income.

in CHF thousands	2023	2022	2021
Depreciation on right-of-use assets	1,200	1,200	1,200
Interest expense on lease liabilities	34	43	53
Short term leases	—	—	—
<b>Total amount recognized in profit or loss</b>	<b>1,234</b>	<b>1,243</b>	<b>1,253</b>

The total cash outflow for leases for the year ended December 31, 2023 amounted to TCHF 1,232 (year ended December 31, 2022 TCHF 1,232; year ended December 31, 2021 TCHF 1,232).

#### Contractual maturities of financial liabilities at December 31, 2023

in CHF thousands	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total contractual cash-flows	Carrying Amount lease liabilities
Lease liabilities	1,232	1,232	1,232	—	3,696	3,652

#### Contractual maturities of financial liabilities at December 31, 2022

in CHF thousands	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total contractual cash-flows	Carrying Amount lease liabilities
Lease liabilities	1,232	1,232	2,464	—	4,928	4,850

## 23. Related party disclosures

Compensation costs of key management, which includes executive management and the Board of Directors, are as follows:

in CHF thousands	2023	2022	2021
Short-term employee benefits	2,761	3,159	2,423
Post-employment benefits	253	297	203
Share-based compensation	1,914	2,111	1,784
<b>Total year ended December 31</b>	<b>4,928</b>	<b>5,567</b>	<b>4,410</b>

## 24. Capital commitments

As of December 31, 2023 and December 31, 2022, the Group did not have any capital commitments.

## 25. Financial risk management

### Foreign exchange risk

In order to reduce its foreign exchange exposure, Molecular Partners may enter into currency contracts with selected high-quality financial institutions to hedge against foreign currency exchange rate risks. The Group's primary exposure to financial risk is due to fluctuation of exchange rates between CHF, USD and EUR.

During 2023 and 2022, the Group did not enter into any forward currency transactions. No forward currency transactions were outstanding as of December 31, 2023 and 2022.

The following table demonstrates the sensitivity to a reasonably possible change in exchange rates for the Group's main foreign currencies, USD and EUR, with all other variables held constant, of the Group's result before taxes. There is no direct impact on the Group's equity.

in % and CHF thousands	<b>Incr./Decr. exchange rate</b>	<b>Effect on result before tax (in TCHF)</b>
USD Positions		
2023	+10%	4,718
	-10%	(4,718)
2022	+10%	5,904
	-10%	(5,904)
2021	+10%	6,633
	-10%	(6,633)
EUR Positions		
2023	+10%	479
	-10%	(479)
2022	+10%	1,252
	-10%	(1,252)
2021	+10%	2,019
	-10%	(2,019)

### **Interest rate risk**

Molecular Partners earns interest on cash and cash equivalents, and its profit and loss may be influenced by changes in market interest rates. The Group does invest its cash balances into a variety of current and deposit accounts in four different Swiss banks to optimize interest. In addition, the Group does invest a portion of its cash into risk free money market investments in line with its treasury guidelines.

The Group strives to optimize the net balance of interest paid and interest received by monitoring the interest rates applicable over the major currencies the Group holds as well as the offered holding periods.

The following table demonstrates the sensitivity of the main currencies used in the Group, to reasonably possible changes in interest rates, with all other variables held constant, of the Group's results before tax. There is no direct impact on the Group's equity.

in % and CHF thousands	Incr./Decr. interest rate	Effect on result before tax (in TCHF)
CHF Positions		
2023	+0.5%	674
	-0.5%	(674)
2022	+0.5%	888
	-0.5%	(888)
2021	+0.5%	323
	-0.5%	(323)
USD Positions		
2023	+0.5%	235
	-0.5%	(235)
2022	+0.5%	294
	-0.5%	(294)
2021	+0.5%	234
	-0.5%	(234)
EUR Positions		
2023	+0.5%	25
	-0.5%	(25)
2022	+0.5%	63
	-0.5%	(63)
2021	+0.5%	102
	-0.5%	(102)

### Credit risk

The maximum credit risk on financial assets corresponds to the carrying amounts of the Group's cash and cash equivalents, short-term time deposits and receivables. The Group has not entered into any guarantees or similar obligations that would increase the risk over and above the carrying amounts.

The cash and cash equivalents and short-term deposits are considered low risk and were held at Swiss banks with Standard & Poor long-term credit ratings as of December 31, 2023 of AAA (Zürcher Kantonalbank), AA (Luzerner Kantonalbank) and A+ (UBS and Credit Suisse) and therefore any impact resulting from the expected credit loss model is considered immaterial. Analysis performed included assessing the cumulative default rates by credit rating category and applying these rates to the cash and short-term deposit balances at reporting dates. The calculated loss allowance based on the ECL is considered immaterial.

The Group enters into agreements with partners that have appropriate credit history and a commitment to ethical business practices.

The maximum credit risk as of the balance sheet date was as follows:

<b>Credit risk</b>		
in CHF thousands	<b>2023</b>	<b>2022</b>
Cash and cash equivalents	67,309	87,946
Trade receivables	295	521
Accrued income	1,131	679
Short-term time deposits	119,580	161,198
<b>Total credit risk as at December 31</b>	<b>188,315</b>	<b>250,344</b>

### Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's liquidity risk is considered low by management due to the financial assets at the reporting date, giving the Group a secure source of funding for its research and development activities.

## 26. Putative Class Action

On July 12, 2022, a putative class action complaint was filed in the U.S. District Court for the Southern District of New York against the Company, its directors, and certain of its executive officers. On May 23, 2023, an amended complaint was filed. The amended complaint alleged that the defendants violated federal securities laws by, among other things, making misrepresentations and omissions regarding its product candidate MP0310 and an associated licensing agreement. The amended complaint sought unspecified compensatory damages, as well as an award of reasonable attorneys' fees and other costs, on behalf of persons and/or entities which purchased the Company's American Depositary Shares (ADSs) pursuant to certain offering documents issued in connection with the Company's initial public offering of ADSs. The Company and named individual defendants moved to dismiss the amended complaint on July 24, 2023. Plaintiffs filed their opposition on September 7, 2023 and the Company and named individual defendants filed their reply brief on October 5, 2023. On February 5, 2024, the court dismissed the amended complaint without prejudice and gave plaintiff the opportunity to amend the complaint by February 26, 2024. On February 23, 2024, plaintiff filed a stipulation of dismissal with prejudice. On February 29, 2024 the court ordered the case closed.

## 27. Events after the balance sheet date

On January 5, 2024 the Group announced it entered into a co-development agreement with Orano Med to co-develop <sup>212</sup>Pb-based Radio Darpin Therapies (RDT). Under the terms of the co-development agreement, Molecular Partner's previously disclosed RDT target DLL3 (delta-like ligand 3) will be included in the collaboration with Orano Med. Both companies are developing additional radioligand therapy candidates in partnership with other companies, with Molecular Partners having announced its first collaboration with Novartis in December 2021.

Expression of DLL3 is low in healthy tissue but significantly increased in certain tumor types, such as small-cell lung cancer, providing an opportunity for selective tumor-targeting. DLL3 will be exclusively developed by Molecular Partners and Orano Med as a RDT target.

Molecular Partners maintains the option to explore DLL3 for targeted therapy outside of the radiotherapy space. Both companies commit to sharing the cost of preclinical and clinical development with additional commitments to supply of their respective materials. Additional agreements are being put in place for future development and commercialization of any potential programs that proceed into the clinical stage of development.

On January 5, 2024, Novartis has agreed the termination of the License Agreement for ensovibep, previously under investigation for the treatment of SARS Cov-2, and Novartis has returned the rights to the ensovibep program to the Company. Clinical work on the ensovibep program ended in 2022, and the program remains terminated.

No other events occurred between the balance sheet date and the date on which these consolidated financial statements were approved by the Board of Directors that would require adjustment to the consolidated financial statements or disclosure under this heading.



# Statutory Auditor's Report

To the General Meeting of Molecular Partners AG, Schlieren

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the consolidated financial statements of Molecular Partners AG and its subsidiary (the Group), which comprise the consolidated statement of financial position as at December 31, 2023, and the consolidated statement of comprehensive income, the consolidated statement of cash flows and the consolidated statement of changes in equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements (pages 69 to 111) give a true and fair view of the consolidated financial position of the Group as at December 31, 2023, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS® Accounting Standards (IFRS) and comply with Swiss law.

### Basis for Opinion

We conducted our audit in accordance with Swiss law, International Standards on Auditing (ISA) 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 Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the provisions of Swiss law, together with the requirements of the Swiss audit profession, as well as those of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), 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.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

### 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 the consolidated financial statements, the Molecular Partners AG financial statements, the Compensation Report and our auditor's reports thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements 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 Consolidated Financial Statements**

The Board of Directors is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS and the provisions of Swiss law, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are 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, ISA 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 these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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 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.

From the matters communicated with the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report, unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

KPMG AG

A handwritten signature in blue ink that reads 'Michael Blume'.

Michael Blume  
Licensed Audit Expert  
Auditor in Charge

A handwritten signature in blue ink that reads 'Greg Puccetti'.

Greg Puccetti

Zurich, March 12, 2024

# Molecular Partners AG Financial Statements

<b>Balance sheet as of December 31,</b>		<b>2023</b>	<b>2022</b>
in CHF thousands	note		
<b>Assets</b>			
Cash and cash equivalents	3	67,223	87,774
Trade accounts receivables	4	295	521
Other short-term receivables	4	1,657	498
Other current assets	5	3,600	4,570
Short-term time deposits	3	119,580	161,198
<b>Total current assets</b>		<b>192,355</b>	<b>254,561</b>
Investments	1	—	—
Property, plant and equipment:			
- Right-of-use asset for leased office buildings	6	3,601	4,802
- Other property, plant and equipment	6	2,080	2,433
Total property, plant and equipment		5,681	7,235
Intangible assets	7	212	271
<b>Total non-current assets</b>		<b>5,893</b>	<b>7,506</b>
<b>Total assets</b>		<b>198,248</b>	<b>262,067</b>
<b>Shareholders' equity and liabilities</b>			
Trade accounts payable		409	983
Other short-term payables	8	1,113	1,261
Lease liability	22	1,208	1,198
Accrued expenses	9	7,318	7,285
Contract liability	10	4,333	6,409
<b>Total current liabilities</b>		<b>14,381</b>	<b>17,136</b>
Lease liability	22	2,444	3,652
Contract liability	10	—	3,637
Long-term provisions		339	303
<b>Total non-current liabilities</b>		<b>2,783</b>	<b>7,592</b>
<b>Total liabilities</b>		<b>17,164</b>	<b>24,728</b>
Share capital	11	3,635	3,604
Legal capital reserves			
- Reserves from capital contributions		179,227	179,227
Free reserves			
- Reserves from capital contributions	11	148,000	148,000
Treasury shares		(981)	(981)
Cumulative losses:			
- Loss carried forward		(92,512)	(216,532)
- Net result for the year		(56,285)	124,020
Total cumulative losses		(148,797)	(92,512)
<b>Total shareholders' equity</b>	11	<b>181,084</b>	<b>237,339</b>
<b>Total liabilities and shareholders' equity</b>		<b>198,248</b>	<b>262,067</b>

See accompanying notes, which form an integral part of these financial statements.

<b>Income statement for the year ended December 31,</b>		<b>2023</b>	<b>2022</b>
in CHF thousands			
	note		
<b>Revenues and other income</b>			
Revenues from research and development collaborations	12	7,038	189,556
Other income		—	44
<b>Total revenues and other income</b>		<b>7,038</b>	<b>189,600</b>
<b>Operating expenses</b>			
Research and development expenses	13	(45,318)	(46,861)
Selling, general and administrative expenses	14	(17,130)	(19,960)
<b>Total operating expenses</b>		<b>(62,448)</b>	<b>(66,821)</b>
<b>Operating result</b>		<b>(55,410)</b>	<b>122,779</b>
Financial income	15	4,279	2,589
Financial expenses	15	(5,154)	(1,348)
<b>Result before income taxes</b>		<b>(56,285)</b>	<b>124,020</b>
Income taxes	16	—	—
<b>Net result</b>		<b>(56,285)</b>	<b>124,020</b>

See accompanying notes, which form an integral part of these financial statements.

<b>Cash flow statement for the year ended December 31,</b>		<b>2023</b>	<b>2022</b>
in CHF thousands	Note		
Net result		(56,285)	124,020
Adjustments for:			
Depreciation and amortization		2,420	2,388
Non-cash personnel expenses		36	50
Financial income	15	(4,279)	(2,589)
Financial expenses	15	5,154	1,348
Changes in working capital:			
Change in other current assets		1,423	1,781
Change in trade and other receivables		(933)	25,264
Change in trade and other payables		(720)	(5,382)
Change in contract liability	10	(5,713)	(25,190)
Change in accrued expenses		33	(2,386)
Exchange loss on working capital positions		(6)	(81)
Interest paid		(34)	(646)
Other financial expense		(15)	(13)
<b>Net cash (used in) from operating activities</b>		<b>(58,919)</b>	<b>118,564</b>
Proceeds from investments in short-term time deposits		319,443	199,219
Investments in short-term time deposits		(277,825)	(299,417)
Acquisition of property, plant and equipment		(575)	(1,178)
Acquisition of intangible assets		(233)	(239)
Interest received		3,827	494
<b>Net cash from (used in) investing activities</b>		<b>44,637</b>	<b>(101,121)</b>
Proceeds from issuance of new shares, net of transaction costs	11	—	350
Investments in treasury shares	11	—	(981)
Proceeds from exercise of stock options, net of transaction costs	11	31	250
Payment of principal portion of lease liabilities		(1,198)	(1,189)
<b>Net cash used in financing activities</b>		<b>(1,167)</b>	<b>(1,570)</b>
Exchange (loss) gain on cash positions		(5,102)	258
<b>Net (decrease) increase in cash and cash equivalents</b>		<b>(20,551)</b>	<b>16,131</b>
Cash and cash equivalents at January 1		87,774	71,643
<b>Cash and cash equivalents at December 31</b>	3	<b>67,223</b>	<b>87,774</b>

See accompanying notes, which form an integral part of these financial statements.

## Notes to the Molecular Partners AG Financial Statements

### 1. General information

Molecular Partners AG (SIX: MOLN, NASDAQ: MOLN) is a clinical-stage biotech company pioneering the design and development of DARPIn therapeutics for medical challenges other drug modalities cannot readily address. The Company has programs in various stages of pre-clinical and clinical development, with oncology as its main focus. Molecular Partners leverages the advantages of DARPins to provide unique solutions to patients through its proprietary programs as well as through partnerships with leading pharmaceutical companies.

The Company was founded on November 22, 2004, and is domiciled at Wagistrasse 14, 8952 Schlieren, Canton of Zurich, Switzerland. It is subject to the provisions of the articles of association and to article 620 et seq. of the Swiss Code of Obligations, which describe the legal requirements for limited companies ("Aktiengesellschaften"). The Company's shares are listed on the SIX Swiss Exchange (Ticker: MOLN) since November 5, 2014.

#### *Investments*

The Company has one wholly owned subsidiary, Molecular Partners Inc. This entity was incorporated on October 8, 2018 under the laws of the state of Delaware, USA and has its offices at 245 Main Street, Cambridge MA 02142, USA. The Company made a capital contribution of USD 1 for 10,000 shares with a par value of USD 0.001. All shares are held by Molecular Partners AG. The investment value of the Company in Molecular Partners Inc. therefore is USD 1 (equals 1 CHF).

## 2. Summary of significant accounting policies

### Basis of preparation

The financial statements of Molecular Partners for the year ended December 31, 2023 have been prepared in accordance with the provisions of the Swiss Law on Accounting and Financial Reporting (32<sup>nd</sup> title of the Swiss Code of Obligations). Unless stated otherwise, the financial statements are presented in thousands of Swiss Francs ("TCHF").

Due to rounding, the numbers presented in the financial statements might not precisely equal those included in the accompanying notes.

Significant accounting policies that are not prescribed by law are described below.

### Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and any impairment. Historical cost includes expenditures that are directly attributable to the acquisition of the items. Depreciation is calculated on a straight-line basis over the expected useful lives of the individual assets or asset categories. The applicable estimated useful lives are as follows:

Laboratory equipment:	5 years
Office equipment:	3 years
IT hardware:	2 years

Leasehold improvements and right-of-use assets are depreciated using the straight line method over the shorter of their estimated useful life and the lease term.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date. An asset's carrying amount is written down to its recoverable amount, if the asset's carrying amount exceeds its estimated recoverable amount.

### Intangible assets

Intangible assets are solely comprised of software. They are stated at historical cost less accumulated amortization and any impairment. Historical cost includes expenditures that are directly attributable to the acquisition of the items. Amortization is calculated on a straight-line basis over the expected useful lives of the individual assets or asset categories. The applicable estimated useful life of intangible assets is determined to be two years.

### Investments

Investments in subsidiary companies are stated at cost less impairment provision, which is recognized as an expense in the period, in which the impairment is identified.

### Revenue recognition

As a guiding principle of the accounting policy, revenues from research and development collaboration agreements are recognized when earned based upon the performance requirements of the respective agreements. For revenue arrangements with separately identifiable components (separate performance obligations), the revenue recognition criteria are applied to each component. The transaction price is determined as the consideration expected to be received from the arrangement and is allocated amongst the separate components based on their relative stand-

alone selling prices. The corresponding amount of transaction price allocated to each component is recognized as revenue when (or as) the Company satisfies the performance obligation by transferring the good or service to the customer, which generally is over time for upfront payments or at a point in time for milestone payments and development option payments. Payments received in excess of revenue recognized are recorded as contract liabilities.

Revenues may include fees such as upfront payments received in connection with out-licensing of products and/or access the knowledge without transfer of a license as well as R&D support and services, participation in Joint Steering Committees and other involvement in collaboration agreements. In exchange for these non-refundable upfront fees, the Company does not immediately transfer a good or a service to the customer, rather the upfront fee consists of an advance payment for future services and the right to access the underlying intellectual property of the Company. For such arrangements, the Company has determined that the promised goods and services are not distinct and are accounted for as one performance obligation. The Company recognizes revenue for this performance obligation over time using an input-based method to measure its progress towards complete satisfaction of the performance obligation. Accordingly, revenue is recognized over time based on the percentage of actual costs incurred to date relative to the Company's estimate of total costs expected to satisfy the performance obligation. Estimated costs are reviewed and updated routinely for contracts in progress to reflect any changes of which the Company becomes aware. The cumulative effect of any change in estimate is recorded in the period when the change in estimate is determined.

Revenues could include fees such as milestone and development option payments received in connection with out-licensing of products and in connection with discovery alliances. Upon meeting the set milestone or upon a development option being exercised, the Company obtains a right to a non-refundable payment and the customer has typically acquired the right to use the underlying intellectual property, without any remaining performance obligations for the Company. Consequently, the related revenues are typically recognized at a point in time, either when the milestone is met or the option is exercised by the customer.

Revenue could also include reservation fees that will be recognized into revenue in case of successful development of a final drug and exercise or lapse of the related reservation right or, alternatively, in case the results from the research will not justify further development of the drug.

Consideration payable to a customer is recorded as a reduction of the arrangement's transaction price, if it relates to the same arrangement, thereby reducing the amount of revenue recognized, unless the payment is for a distinct good or service received from the customer.

Depending on the complexity of the relevant agreements, judgment (for instance in regard to the performance obligations recognized using the cost based method, where revenue is recognized based on costs incurred in relation to the Company's estimate of total estimated costs to complete satisfaction of the underlying performance obligations) is required to reflect the substance of the arrangement in the recognition of revenues. The Company's estimate of total costs to be incurred on the project is based on actual project-related contracts and history of similar contracts of other collaborations as well as industry experience. The Company is required to evaluate whether any changes in operational and/or technical collaboration and project requirements could lead to a change in the timing and/or amount of estimated project costs, and how such changes, if any, impact the recognition of revenue. Other revenue related judgments with regard to the determination of performance obligations under reservation agreements, relate to assumptions on future production costs and market prices.

The details of the accounting policy, based on the type of payments received, are set out below. Under the accounting policy, revenue is recognized as or when a customer obtains control of the

services. Determining the timing of the transfer of control - at a point in time or over time - requires judgment.

<b>Type of payments received</b>	<b>Timing of revenue recognition</b>
Revenue recognition of upfront payments	Upfront payments received in connection with out-licensing arrangements are typically non-refundable fees for which the Company does not transfer a good or a service to the customer, rather the upfront payments consists of an advance payment for future services and/or an acquisition of the right to the current or future access to the underlying intellectual property of the Company. For such arrangements, the Company has determined that the promised goods and services are not distinct and are accounted for as one performance obligation. The Company recognizes revenue for this performance obligation over time using an input based method to measure its progress towards complete satisfaction of the performance obligation.
Revenue recognition of milestone payments	Milestone payments received in connection with out-licensing or other arrangements are typically non-refundable fees entitling the Company to a right to payment upon such milestone being met. At that time, the customer has typically acquired the right to use the underlying intellectual property or additional knowledge about drug candidate(s), without any remaining performance obligation of the Company. Considering the uncertainty surrounding the outcome of such development activities, the revenue is consequently recognized at a point in time, when the milestone is reached. At this stage it is highly probable that a reversal of the cumulative revenue will not occur.
Revenue recognition of payments received for development options exercises	Development option payments received in connection with out-licensing arrangements are typically non-refundable fees entitling the Company to a right to payment upon such option being exercised. At that time, the customer has typically acquired the right to use the underlying intellectual property, without any remaining performance obligations of the Company. Considering the fact that the exercise of any option is outside the control of the Company, revenue for options that provide the right to use is recognized at a point in time at the effective exercise of the option. At this stage it is highly probable that a reversal of the cumulative revenue will not occur.
Revenue recognition of reservation fees	Reservation fees received are typically non-refundable fees. The timing of revenue recognition depends on whether development of the final drug is successful. If development is successful, revenue will be recognized when the related reservation right is exercised or lapses (as the exercise of any reservation right is outside the control of the Company). Alternatively, revenue will be recognized at the point in time when the results from the research will not justify further development of the drug. At this stage it is highly probable that a reversal of the cumulative revenue will not occur.

## Share-based compensation plans

The Company operates share-based compensation plans that qualify as equity-settled plans as follows:

### Employee stock option plans ("ESOP")

- ESOP 2009 established in December 2009
- ESOP 2014 established in July 2014

An ESOP is an incentive tool that fosters the entrepreneurial spirit and performance by way of financial participation in the Company's long term success. It gives employees, members of the Board of Directors and selected advisors a beneficial opportunity to purchase shares of the Company. Each option entitles its holder to purchase one share of the Company at a pre-defined exercise price. The number of options granted to each participant was determined by the Board of Directors based on a participant's position and level of responsibility. The options generally vested quarterly over four years, with vesting of 25% after one year. At the end of the 10 year option term, unexercised options expire without value.

As of December 31, 2023 and December 31, 2022, an aggregate of 282,105 options were outstanding under the ESOP 2009 and ESOP 2014. All these options are fully vested at the reporting date.

Since the initial public offering of the Company on the SIX Swiss Exchange on November 5, 2014, no further option grants have been made under any of these two share option plans.

### Long term incentive (LTI) plans: Restricted Share Units (RSU) and Performance Share Units (PSU)

- LTI plans 2019 established in March 2019
- LTI plans 2020 established in March 2020
- LTI plans 2021 established in March 2021
- LTI plans 2022 established in March 2022
- LTI plans 2023 established in March 2023

Under the LTI plans, members of the Board of Directors are eligible to be granted RSUs, whereas members of the Management Board and other employees are eligible to be granted PSUs.

RSUs are contingent rights to receive a certain number of shares of the Company at the end of a three-year blocking period. The number of RSUs per plan participant is a function of the approved CHF amount per position divided by the fair value of each RSU as at the grant date. In certain circumstances, including a change of control, a full or partial accelerated vesting of the RSUs may occur. RSUs vest over a one-year period from date of grant.

PSUs are contingent rights to receive a variable number of shares of the Company. Since 2021, PSUs granted to employees (except for members of the Management Board) will vest in three tranches of one third each. The first tranche of the PSUs shall vest on the first anniversary of the grant date, the second tranche on the second anniversary of the grant date and the third tranche on the third anniversary of the grant date. For the members of the Management Board PSUs will vest at

the end of a three year cliff-vesting period. PSUs granted to all employees under PSU plans prior to 2021 will continue to vest at the end of a three-year cliff-vesting period.

The number of PSUs per plan participant is a function of the approved CHF amount per position divided by the fair value of each PSU as of the grant date. While the PSUs are designed to let the beneficiaries participate in the long-term share price development, the number of shares to be earned in relation to a PSU also depends on the achievement of pre-defined corporate goals for the respective year. Accordingly, the number of shares to be issued based on the PSUs can be between zero and 150% of the number of PSUs granted. Even after the determination of goal achievement, participants may lose their entitlements in full or in part depending on certain conditions relating to their employment. In certain circumstances, including a change of control, a full or partial accelerated vesting of the PSUs may occur.

The LTI plans are issued annually, which allows the Board of Directors to review the terms and determine the targets on an annual basis. Employees generally receive the grants on April 1 of each calendar year, or for new employees on the first day of the calendar quarter after the start of their employment. Members of the Management Board and the Board of Directors receive the annual grants after the approval of the ordinary shareholders' meeting.

As of December 31, 2023, 1,347,983 PSUs and 182,678 RSUs were outstanding. As of December 31, 2022, 604,800 PSUs and 96,001 RSUs were outstanding.

The Company does not recognize any expense at the date of grant of the contingent rights (RSUs/ PSUs). When options under the ESOPs above are exercised or shares under the LTI Plans issued, the difference between the par value of new shares issued and any proceeds received is recognized in the legal capital reserves.

### **Treasury shares**

The amount of the consideration paid for the acquisition of treasury shares, which includes directly attributable costs, is recognized as a deduction from equity. When treasury shares are sold subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is presented in legal capital reserves.

### **Leases**

All leasing transactions are recognized on the balance sheet according to a substance over form basis with exception of short-term agreements (up to twelve months) and low value items. This is considered to provide more relevant and reliable information to the users of the financial statements based on an economic view of the lease arrangements.

At inception of a contract, the Company assesses whether a contract is, or contains a lease. This is the case if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company has elected not to recognize right-of-use assets and lease liabilities for leases of low-value assets (threshold of CHF 5,000) and short-term leases. Short-term leases are leases with a lease term of twelve months or less that do not contain a purchase option. For all other leases the Company recognizes a right-of-use asset and a lease liability at the lease commencement date.

The Company does not provide residual value guarantees and does not have any leases not yet commenced to which it is committed. The Company is presenting right-of-use assets in Property, Plant and Equipment, whereas lease liabilities are presented separately within current and non-current liabilities in the balance sheet.

### 3. Cash and cash equivalents and short-term time deposits

#### Balance at December 31

in CHF thousands	2023	2022
Cash and cash equivalents denominated in CHF	57,379	67,611
Cash and cash equivalents denominated in EUR	4,948	7,685
Cash and cash equivalents denominated in USD	4,743	12,348
Cash and cash equivalents denominated in GBP	153	130
<b>Total cash at bank and at hand</b>	<b>67,223</b>	<b>87,774</b>
Short-term time deposits in CHF	77,500	110,000
Short-term time deposits in EUR	—	4,938
Short-term time deposits in USD	42,080	46,260
<b>Total short-term time deposits</b>	<b>119,580</b>	<b>161,198</b>

All short-term time deposits at December 31, 2023 and 2022 were held with Swiss banks. As of December 31, 2023, the deposits denominated in CHF contained six positions with three banks, the deposits denominated in USD contained five positions with two banks. As of December 31, 2022, there were six deposits denominated in CHF with three banks, where the short-term time deposits denominated in USD contained three positions with three banks and the short-term time deposits in EUR contained one position with one bank.

### 4. Trade accounts receivables and other short-term receivables

#### Trade accounts receivables

in CHF thousands	2023	2022
Trade accounts receivables	295	521
<b>Balance at December 31</b>	<b>295</b>	<b>521</b>

#### Other short-term receivables

in CHF thousands	2023	2022
Value added tax	253	250
Withholding tax	1,339	173
Other receivables	65	75
<b>Balance at December 31</b>	<b>1,657</b>	<b>498</b>

All amounts presented are receivables against third parties.

## 5. Other current assets

in CHF thousands	2023	2022
Prepayments	2,469	3,891
Accrued income	1,131	679
<b>Balance at December 31</b>	<b>3,600</b>	<b>4,570</b>

Accrued income relates to interest income accrued on the Company's balances of cash and cash equivalents and short-term time deposits.

## 6. Property, plant and equipment

in CHF thousands	2023	2022
Lab equipment	1,672	1,986
Office equipment	23	44
IT hardware	186	143
Leasehold improvements	199	260
<b>Other property, plant and equipment</b>	<b>2,080</b>	<b>2,433</b>
Right-of-use assets	3,601	4,802
<b>Property, plant and equipment at December 31</b>	<b>5,681</b>	<b>7,235</b>

The right-of-use assets relate to the facilities the Company is leasing in Schlieren, Switzerland. (Please also see note 22)

## 7. Intangible assets

in CHF thousands	2023	2022
Software	212	271
<b>Intangible assets at December 31</b>	<b>212</b>	<b>271</b>

## 8. Other short-term payables

in CHF thousands	2023	2022
Social security	668	888
Pension liability	250	258
Payables to subsidiary	195	115
<b>Balance at December 31</b>	<b>1,113</b>	<b>1,261</b>

The amounts presented are payables against third parties, except for the payables to subsidiary.

## 9. Accrued expenses

in CHF thousands	2023	2022
Accrued project costs	1,827	2,167
Accrued payroll and bonuses	4,820	4,589
Other	671	529
Balance at December 31	7,318	7,285

## 10. Contract liability

The Company expects the contract liability to be recognized as revenue as follows:

in CHF thousands	Contract liability
Expected revenue recognition in year one after balance sheet date	4,333
<b>Balance at December 31, 2023</b>	<b>4,333</b>

in CHF thousands	Contract liability
Expected revenue recognition in year one after balance sheet date	6,409
Expected revenue recognition in year two after balance sheet date	3,637
<b>Balance at December 31, 2022</b>	<b>10,046</b>

The table below presents the movement on the contract liability:

in CHF thousands	Contract liability at January 1, 2023	Additions	Recognized as revenue	Contract liability at December 31, 2023
Novartis	10,046	—	(5,713)	4,333
<b>Balance</b>	<b>10,046</b>	<b>—</b>	<b>(5,713)</b>	<b>4,333</b>

in CHF thousands	Contract liability at January 1, 2022	Additions	Recognized as revenue	Contract liability at December 31, 2022
Amgen	9,653	—	(9,653)	—
Novartis	18,584	—	(8,538)	10,046
FOPH	7,000	—	(7,000)	—
<b>Balance</b>	<b>35,237</b>	<b>—</b>	<b>(25,191)</b>	<b>10,046</b>

in CHF thousands	Current	Non-current	Contract liability
Novartis	4,333	—	4,333
<b>Balance at December 31, 2023</b>	<b>4,333</b>	<b>—</b>	<b>4,333</b>

in CHF thousands	Current	Non-current	Contract liability
Novartis	6,409	3,637	10,046
<b>Balance at December 31, 2022</b>	<b>6,409</b>	<b>3,637</b>	<b>10,046</b>

## 11. Shareholder's equity

In August 2022, the Company issued 3,500,000 common shares at par value CHF 0.10 per share. The shares were fully subscribed for by Molecular Partners Inc., a fully owned subsidiary of the Company. As of December 31, 2023 and 2022, all 3,500,000 common shares were held as treasury shares of the Company. The purpose of the share issuance was to replenish the Company's pool of treasury shares that the Company can use in the future to raise funds, including in connection with the Company's at-the-market sales program for American Depositary Shares established in July 2022.

The total amount presented as Treasury shares as per December 31, 2023 is comprised of CHF 350,000 of the nominal value of the treasury shares and CHF 631,336 of transaction costs incurred directly related to the issuance (December 31, 2022: CHF 981,336).

### Classes of share capital

#### *Ordinary share capital*

On December 31, 2023, the Company's issued share capital amounted to CHF 3,635,429.70 divided into 36,354,297 fully paid registered shares with a par value of CHF 0.10 each. Ordinary shares are entitled to one vote per share and rank equally with regard to the Company's residual assets and dividends (if any should be declared in the future).

	Ordinary shares
<b>Shares in issue at December 31, 2021</b>	<b>32,292,648</b>
Issued in relation to creation of treasury shares in August 2022	3,500,000
Issued in relation to vesting of PSU, RSU and options	252,058
<b>Shares in issue at December 31, 2022</b>	<b>36,044,706</b>
Issued in relation to vesting of PSU, RSU and options	309,591
<b>Shares in issue at December 31, 2023</b>	<b>36,354,297</b>

The Company's share capital registered with the Swiss Commercial Register on December 31, 2023 amounted to CHF 3,604,470.60 divided into 36,044,706 fully paid up registered shares with a par value of CHF 0.10 per share.

The capital increases in 2023 triggered by the option exercises and the vesting of Performance Share Units ("PSU") and Restricted Share Units ("RSU"), from the RSU Plan 2020 and PSU Plans 2020, 2021 and 2022 was registered with the Commercial Register on January 31, 2024.

#### *Authorized share capital*

On December 31, 2023, the Company had an authorized share capital in the amount of up to CHF 457,316 which allows for the issuance of up to 4,573,162 fully paid up registered shares with a par value of CHF 0.10 per share, which is valid until April 13, 2024. This authorized capital of up to CHF 457,316 equates to approximately 13% of the existing share capital. As approved by the annual general meeting on April 13, 2022, the authorized share capital was increased by CHF 350,000 from CHF 457,316 to CHF 807,316. In August 2022, the authorized share capital was subsequently reduced by CHF 350,000 from CHF 807,316 to CHF 457,316 due to the creation of treasury shares.

#### *Conditional capital*

As of December 31, 2023 the Company's share capital was allowed to be increased by an amount not to exceed CHF 105,337.20 through the issuance of up to 1,053,372 fully paid up shares with a par value of CHF 0.10 per share through the direct or indirect issuance of shares, options or preemptive rights granted to employees, members of the Board of Directors or members of any advisory boards. During 2023, the share capital was increased out of this conditional capital for employee participation (Article 3b of the Articles of Association). As a result, the available conditional capital for employee participation was reduced by CHF 30,959.10 from CHF 136,296.30 to CHF 105,337.20.

In addition, the share capital may be increased by an amount not to exceed CHF 226,087.00 through the issuance of up to 2,260,870 fully paid up shares with a par value of CHF 0.10 per share through the exercise or mandatory exercise of conversion, exchange, option, warrant or similar rights for the subscription of shares granted to shareholders or third parties alone or in connection with bonds, notes, options, warrants or other securities or contractual obligations by or of the Company. During 2023, this conditional capital for financing transactions and other purposes (Article 3c of the Articles of Association) remained unchanged.

In 2023 and 2022 the cash proceeds from the exercise of share options and the vesting of Performance Share Units ("PSU") and Restricted Share Units ("RSU"), amounted to CHF 30,959 and CHF 251,957 respectively and all resulted from the issuance of new shares (conditional share capital).

#### *Reserves from capital contributions*

From the amount of TCHF 327,227 as presented in the balance sheet as of December 31, 2023, in November 2023 reserves from capital contributions as of December 31, 2021, in the amount of TCHF 316,332 were confirmed by the Federal Tax Administration.

## **12. Revenue, other income and entity-wide disclosures**

The Company assesses and estimates the progress of its projects with alliance partners at each reporting date.

### **License and Collaboration Agreement with Novartis in the Area of DARPIN-Conjugated Radioligand Therapies, or the Novartis Radioligand Agreement**

On December 14, 2021, the Company entered into a License and Collaboration Agreement with Novartis to develop DARPIn-conjugated radioligand therapeutic candidates for oncology. Under the agreement, both parties will collaborate on the discovery and optimization of the therapeutic

candidates. The Company will be primarily responsible for the generation of DARPin for tumor-specific delivery of radioligands. The Company is eligible to invoice Novartis for its employee-related expenses associated with the research activities. Novartis is responsible for all clinical development and commercialization activities. As of December 31, 2021 the Company recognized a receivable for the upfront fee of USD 20 million (CHF 18.6 million) payable from Novartis in trade accounts receivables and a corresponding contract liability in the balance sheet. In January 2022, Novartis paid Molecular Partners the upfront fee. The Company will be eligible to receive milestone payments of up to USD 560 million, relating to development, regulatory and commercialization activities, plus tiered royalties based on commercial sale levels from mid-single digit to low double-digit percentages of royalties on net sales of products commercialized by Novartis.

The Company identified one combined performance obligation consisting of the license and the research activities to be provided. Revenue related to the upfront payment of USD 20 million (CHF 18.6 million) is being recognized over time in line with the progress made over the duration of the contractually agreed research plan. Progress towards completion of the research plan is based on the cost-based method and is measured by employee costs on the related research activities as specified in the agreement relative to the total employee costs estimated to be incurred. During 2023, the Company recognized total revenue of CHF 7.0 million of which CHF 5.7 million related to the recognition of the upfront fee and CHF 1.3 million related to the recharge of employee-related expenses (2022 total revenue of CHF 9.8 million).

In June and December 2023, the Company increased its estimate of the total future costs required to satisfy the performance obligation under this Novartis collaboration. This change in estimate affects the allocation of revenue over time and has no impact on the total amount recognized or to be recognized into revenue under the agreement with Novartis. The increase in total estimated future costs is primarily related to the continued development of various DARPin-conjugated radioligand therapeutic candidates.

Future milestone payments and royalties under the agreement will be recognized as revenue at a point in time, when a milestone is achieved or any subsequent sales by Novartis occur.

### **Novartis Option and Equity Rights Agreement**

In October 2020, the Company entered into the Option and Equity Rights Agreement with Novartis, granting Novartis the exclusive option to in-license global rights in relation to MP0420 (ensovibep). Under the terms of the agreement, in 2020, the Company received an upfront, non-refundable fee of CHF 20 million for the technology transfer and manufacturing of MP0420. As of December 31, 2021, the entire CHF 20 million has been utilized for the manufacturing of commercial supply for MP0420.

### **Ensovibep License Agreement**

In January 2022, following positive Phase 2 clinical trial results, Novartis exercised its option for ensovibep, triggering a milestone payment of CHF 150 million to the Company, which was received in 2022. Relatedly, the Company was eligible to invoice Novartis CHF 13.1 million for other items related to ensovibep.

In January 2023 Novartis informed the Company that it has submitted a request to withdraw, with an effective date of January 25, 2023 the Emergency Use Authorization (EUA) application from the U.S. Food and Drug Administration (FDA) for ensovibep. Ensovibep is not presently in clinical development.

## Reservation Agreement with the Swiss Federal Office of Public Health / Bundesamt für Gesundheit, or the FOPH Agreement

On August 11, 2020, the Company announced the reservation by the FOPH of a defined number of initial doses of the Company's anti-COVID-19 candidate, MP0420. Under the terms of the agreement, the Company received a reservation fee of CHF 7.0 million which resulted in a contract liability of CHF 7.0 million. With the exercise of the option by Novartis in January 2022 and the subsequent assignment of the agreement to Novartis, the Company recognized the CHF 7.0 million as revenue in 2022.

## License and Collaboration Agreement with Amgen, or the Amgen Collaboration Agreement

In December 2018, the Company entered into a license and collaboration agreement with Amgen for the clinical development and commercialization of MP0310 / AMG 506. Under the agreement the Company received a non-refundable upfront payment of USD 50 million. The Company recognized the related revenue using the cost -based method to measure its progress by reference to actual costs incurred in relation to the Company's best estimate of total expected costs to satisfy the performance obligation.

On April 26, 2022 the Company announced that Amgen, had informed the Company of its decision to return the global rights of MP0310 following a strategic pipeline review. With no remaining performance obligations under the Amgen Collaboration Agreement, the Company recognized the remaining balance of the Amgen contract liability of TCHF 9,653 as revenue in 2022.

During the years ended December 31, 2023, and 2022, the Company recognized revenues as disclosed in the table below. Revenues in the table below are attributable to individual countries and are based on the location of the Company's alliance partner.

### Revenues by country

in CHF thousands, for the years ended December 31	2023	2022
Revenues Switzerland	7,038	179,903
Revenues USA	—	9,653
<b>Total revenues</b>	<b>7,038</b>	<b>189,556</b>

### Analysis of revenue by major alliance partner

in CHF thousands, for the years ended December 31	2023	2022
Novartis AG, Switzerland	7,038	172,903
FOPH, Switzerland	—	7,000
Amgen Inc., USA	—	9,653
<b>Total revenues</b>	<b>7,038</b>	<b>189,556</b>

### Other income

In the first quarter of 2021 the Company entered into an agreement with Novartis to facilitate manufacturing of MP0420 drug supply at a third party supplier. The related agency services earned during 2022 amounted to TCHF 44 and are presented as Other income in the income statement. No such services were performed during 2023.

### 13. Research and development expenses

in CHF thousands	2023	2022
Research consumables and costs	(15,892)	(17,154)
Personnel expenses	(24,929)	(24,244)
Depreciation and amortization	(2,053)	(1,971)
Research and development expenses charged by subsidiary	—	(1)
Intellectual property	(853)	(957)
Facility expenses	(920)	(823)
Other expenses	(661)	(701)
Royalties and license fees	(10)	(1,010)
<b>Total year ended December 31</b>	<b>(45,318)</b>	<b>(46,861)</b>

### 14. Selling, general and administrative expenses (SG&A)

in CHF thousands	2023	2022
Personnel expenses	(8,525)	(8,536)
Other expenses	(7,094)	(9,750)
Depreciation and amortization	(367)	(416)
SG&A expenses charged from subsidiary	(1,075)	(1,194)
Facility expenses	(69)	(64)
<b>Total year ended December 31</b>	<b>(17,130)</b>	<b>(19,960)</b>

### 15. Financial income and financial expenses

#### Financial income

in CHF thousands	2023	2022
Interest income on loans and receivables	4,279	1,142
Foreign exchange gain	—	1,447
<b>Total year ended December 31</b>	<b>4,279</b>	<b>2,589</b>

#### Financial expenses

in CHF thousands	2023	2022
Foreign exchange loss	(5,106)	(730)
Negative interest on cash and short-term time deposits	—	(562)
Other financial expenses	(48)	(56)
<b>Total year ended December 31</b>	<b>(5,154)</b>	<b>(1,348)</b>

## 16. Income Taxes

### Current taxes

The Company generated a taxable loss in 2023 whereas in 2022 the Company generated a taxable profit in Switzerland. In 2023, the Company did not have to pay or accrue any income taxes during the reporting period, as the Company incurred a taxable loss in 2023. Any potential future taxable income will be subject to Swiss federal, cantonal and communal income taxes. The Company's applicable income tax rate (after tax) for the year 2023 is 19.3% (2022: 19.4%).

## 17. Full-time equivalents and headcount

	2023	2022
Average number of full-time equivalents	165.6	164.6
Full-time equivalents at year end	164.5	173.3
Headcount at year end	179	189

## 18. Capital commitments and contingent liabilities

As of December 31, 2023 and December 31, 2022, the Company did not have any capital commitments or contingent liabilities.

## 19. Major shareholders

As of December 31, the largest shareholders known to the Company based on the published notifications to the SIX or the share register, as applicable, are:

### Shareholders with over 5% of share capital registered with the Commercial Register

	2023	2022
Mark N. Lampert (Biotechnology Value Funds)	24.13 %	12.31 %
Oleg Nodelman (EcoR1 Capital Funds)	— %	5.73 %
Hansjoerg Wyss	— %	5.70 %

The percentages above are based on (i) the number of shares held by such shareholders, and (ii) for the year ended December 31, 2023, 36,044,706 common shares, which is the share capital registered with the commercial registry on December 31, 2023 (December 31, 2022, 35,792,648 common shares).

## 20. PSU/RSU granted to the members of the Board of Directors, management and employees

in CHF	Number	Value TCHF
Total grants to the members of the Board of Directors	120,144	680
Total grants to the members of the management	257,875	1,429
Total grants to other employees	904,794	4,991
<b>Total grants in 2023</b>	<b>1,282,813</b>	<b>7,100</b>

in CHF	Number	Value TCHF
Total grants to the members of the Board of Directors	33,015	680
Total grants to the members of the management	83,295	1,716
Total grants to other employees	223,842	4,244
<b>Total grants in 2022</b>	<b>340,152</b>	<b>6,640</b>

The Company has not granted any loans, credits or post-retirements benefits beyond the occupational benefit schemes to members of the Board of Directors or to the Management Board or other employees.

## 21. Ownership of shares, PSU/RSU and Options by key management personnel

Board of Directors	Shares	RSUs	Options
William M. Burns	26,951	45,668	—
Steven H. Holtzman	14,717	22,835	20,000
Sandip Kapadia	3,507	22,835	—
Vito J. Palombella	3,505	22,835	—
Michael Vasconcelles	3,507	22,835	—
Agnete B. Fredriksen	—	22,835	—
Dominik Höchli	—	22,835	—
<b>Total Board of Directors as of December 31, 2023</b>	<b>52,187</b>	<b>182,678</b>	<b>20,000</b>

Management Board	Shares	PSUs	Options
Patrick Amstutz	735,095	97,306	70,080
Renate Gloggner	23,006	58,339	—
Nicolas Leupin	29,168	73,793	—
Michael Tobias Stumpp	767,524	63,293	36,070
Alexander Zürcher	25,706	57,369	13,040
<b>Total Management Board as of December 31, 2023</b>	<b>1,580,499</b>	<b>350,100</b>	<b>119,190</b>

Board of Directors	Shares	RSUs	Options
William M. Burns	18,222	25,194	—
Steven H. Holtzman	11,212	12,598	20,000
Sandip Kapadia	—	12,598	—
Vito J. Palombella	—	12,598	—
Michael Vasconcelles	—	12,598	—
Agnete B. Fredriksen	—	7,817	—
Dominik Höchli	—	7,817	—
<b>Total Board of Directors as of December 31, 2022</b>	<b>29,434</b>	<b>91,220</b>	<b>20,000</b>

<b>Management Board</b>	<b>Shares</b>	<b>PSUs</b>	<b>Options</b>
Patrick Amstutz	695,920	51,540	70,080
Andreas Emmenegger	238,485	24,052	36,070
Renate Gloggner	3,912	21,137	—
Nicolas Leupin	16,800	39,073	—
Michael Tobias Stumpp	757,044	33,359	36,070
Alexander Zürcher	19,079	26,396	13,040
<b>Total Management Board as of December 31, 2022</b>	<b>1,731,240</b>	<b>195,557</b>	<b>155,260</b>

## 22. Leases

The Company leases office and laboratory facilities in Schlieren, Switzerland. These leases generally have terms between 2 and 10 years and contain extension or terminations options exercisable by the Company up to one year before the end of the non-cancellable contract period. These terms are used to maximize operational flexibility in terms of managing contracts. The options to extend are held by the Company and the termination options are held both by the Company and the lessor. As of December 31, 2020, the Company exercised the option to extend the lease on its facilities in Schlieren by five years with a new lease term ending on December 31, 2026. The earliest contractual termination date for both the lessor and the Company on the major real estate lease is December 31, 2025. For information about the right-of-use assets please also see note 6.

Set out below are the carrying amounts of the lease liabilities and the movements during the period:

in CHF thousands	<b>2023</b>	<b>2022</b>
as at January 1,	4,850	6,039
Additions / new leases	—	—
Remeasurements	—	—
Recognition of interest on lease liabilities	34	43
Payments	(1,232)	(1,232)
<b>Balance as at December 31,</b>	<b>3,652</b>	<b>4,850</b>
Current	1,208	1,198
Non-current	2,444	3,652
<b>Balance as at December 31,</b>	<b>3,652</b>	<b>4,850</b>

The following are the expense amounts recognized in the income statement.

in CHF thousands	<b>2023</b>	<b>2022</b>
Depreciation on right-of-use assets	1,200	1,200
Interest expense on lease liabilities	34	43
Short term leases	—	—
<b>Total amount recognized in profit or loss</b>	<b>1,234</b>	<b>1,243</b>

The total cash outflow for leases for the year ended December 31, 2023 amounted to TCHF 1,232 (year ended December 31, 2022 TCHF 1,232).

### Contractual maturities of financial liabilities at December 31, 2023

in CHF thousands	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	<b>Total contractual cash-flows</b>	Carrying Amount lease liabilities
Lease liabilities	1,232	1,232	1,232	—	3,696	3,652

### Contractual maturities of financial liabilities at December 31, 2022

in CHF thousands	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	<b>Total contractual cash-flows</b>	Carrying Amount lease liabilities
Lease liabilities	1,232	1,232	2,464	—	4,928	4,850

### 23. Auditing and additional fees as incurred from the statutory auditor

in CHF thousands	<b>2023</b>	<b>2022</b>
Auditing services	571	643
<b>Balance at December 31</b>	<b>571</b>	<b>643</b>

### 24. Equal pay analysis

The Company carried out the equal pay analysis required by the Swiss Gender Equality Act (GEA), using January 2020 as the reference month. The analysis shows that the Company meets the tolerance threshold for gender-specific pay discrimination. In accordance with art 13d GEA, the equal pay analysis was audited by a licensed audit firm. In its report, issued in February 2021, the audit firm states that the Company is compliant with the legislation.

### 25. Events after balance sheet date

These financial statements were approved for issuance by the Board of Directors on March 12, 2024.

On January 5, 2024 the Company announced it entered into a co-development agreement with Orano Med to co-develop <sup>212</sup>Pb-based Radio Darpin Therapies (RDT). Under the terms of the co-development agreement, Molecular Partner's previously disclosed RDT target DLL3 (delta-like ligand 3) will be included in the collaboration with Orano Med. Both companies are developing additional radioligand therapy candidates in partnership with other companies, with Molecular Partners having announced its first collaboration with Novartis in December 2021.

Expression of DLL3 is low in healthy tissue but significantly increased in certain tumor types, such as small-cell lung cancer, providing an opportunity for selective tumor-targeting. DLL3 will be exclusively developed by Molecular Partners and Orano Med as a RDT target.

Molecular Partners maintains the option to explore DLL3 for targeted therapy outside of the radiotherapy space. Both companies commit to sharing the cost of preclinical and clinical development with additional commitments to supply of their respective materials. Additional

agreements are being put in place for future development and commercialization of any potential programs that proceed into the clinical stage of development.

On January 5, 2024, Novartis has agreed the termination of the License Agreement for ensovibep, previously under investigation for the treatment of SARS Cov-2, and Novartis has returned the rights to the ensovibep program to the Company. Clinical work on the ensovibep program ended in 2022, and the program remains terminated.

No other events occurred between the balance sheet date and the date on which these financial statements were approved by the Board of Directors that would require adjustment to the financial statements or disclosure under this heading.

<b>Proposed appropriation of accumulated (profit) loss</b>	<b>2023</b>	<b>2022</b>
in CHF thousands		
Accumulated loss at the beginning of period	92,512	216,532
Net result for the period	56,285	(124,020)
<b>Balance to be carried forward</b>	<b>148,797</b>	<b>92,512</b>

#### **Carry forward of accumulated losses**

The Board of Directors proposes to carry forward the loss of TCHF 56,285, thereby bringing the loss carried forward position from TCHF 92,512 to TCHF 148,797.

#### **Transfer of Reserves**

The board of directors proposes to transfer TCHF 148,000 from the sub-position "Reserves from capital contributions" within the free reserves to the "Reserves from capital contributions" within the legal capital reserves.



# Statutory Auditor's Report

## To the General Meeting of Molecular Partners AG, Schlieren

### Report on the Audit of the Molecular Partners AG Financial Statements

#### Opinion

We have audited the financial statements of Molecular Partners AG (the Company), which comprise the balance sheet as at December 31, 2023, and the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (pages 115 to 136) comply 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 Financial Statements" section of our report. We are independent of the Company in accordance with the provisions of Swiss law, together with 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.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

#### 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 the consolidated financial statements, the Company's financial statements of the Company, the Compensation Report and our auditor's reports thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements 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 Financial Statements

The Board of Directors is responsible for the preparation of the financial statements 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going



concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are 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 these financial statements.

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 of the financial statements, 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.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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 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.

From the matters communicated with the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report, unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



## Report on Other Legal and Regulatory Requirements

In accordance with article 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of financial statements according to the instructions of the Board of Directors.

We further confirm that the proposed carry forward of the accumulated losses and the proposed transfer of reserves complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

KPMG AG

A handwritten signature in blue ink that reads "Michael S. Blume".

Michael Blume  
Licensed Audit Expert  
Auditor in Charge  
Zurich, March 12, 2024

A handwritten signature in blue ink that reads "Greg Puccetti".

Greg Puccetti



## CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS:

Any statements contained in this press release that do not describe historical facts may constitute forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995, as amended, including, without limitation, implied and express statements regarding the clinical development of Molecular Partners' current or future product candidates, expectations regarding timing for reporting data from ongoing clinical trials or the initiation of future clinical trials, the potential therapeutic and clinical benefits of Molecular Partners' product candidates, the selection and development of future programs, and Molecular Partners' expected business and financial outlook, including anticipated expenses and cash utilization for 2024 and its expectation of its current cash runway. These statements may be identified by words such as "guidance", "believe", "expect", "may", "plan", "potential", "will", "would" and similar expressions, and are based on Molecular Partners' current beliefs and expectations. These statements involve risks and uncertainties that could cause actual results to differ materially from those reflected in such statements. Some of the key factors that could cause actual results to differ from Molecular Partners' expectations include its plans to develop and potentially commercialize its product candidates; Molecular Partners' reliance on third party partners and collaborators over which it may not always have full control; Molecular Partners' ongoing and planned clinical trials and preclinical studies for its product candidates, including the timing of such trials and studies; the risk that the results of preclinical studies and clinical trials may not be predictive of future results in connection with future clinical trials; the timing of and Molecular Partners' ability to obtain and maintain regulatory approvals for its product candidates; the extent of clinical trials potentially required for Molecular Partners' product candidates; the clinical utility and ability to achieve market acceptance of Molecular Partners' product candidates; the potential that Molecular Partners' product candidates may exhibit serious adverse, undesirable or unacceptable side effects; the impact of any health pandemic, macroeconomic factors and other global events on Molecular Partners' preclinical studies, clinical trials or operations, or the operations of third parties on which it relies; Molecular Partners' plans and development of any new indications for its product candidates; Molecular Partners' commercialization, marketing and manufacturing capabilities and strategy; Molecular Partners' intellectual property position; Molecular Partners' ability to identify and in-license additional product candidates; unanticipated factors in addition to the foregoing that may impact Molecular Partners' financial and business projections and guidance and may cause Molecular Partners' actual results and outcomes to materially differ from its guidance; and other risks and uncertainties that are described in the Risk Factors section of Molecular Partners' Annual Report on Form 20-F for the fiscal year ended December 31, 2023, filed with Securities and Exchange Commission (SEC) on March 14, 2024 and other filings Molecular Partners makes with the SEC. These documents are available on the Investors page of Molecular Partners' website at [www.molecularpartners.com](http://www.molecularpartners.com). Any forward-looking statements speak only as of the date of this press release and are based on information available to Molecular Partners as of the date of this release, and Molecular Partners assumes no obligation to, and does not intend to, update any forward-looking statements, whether as a result of new information, future events or otherwise.



Molecular Partners AG  
Wagistrasse 14  
8952 Zürich-Schlieren,  
Switzerland

Phone: +41 44 755 77 00  
Fax: +41 44 755 77 07  
[molecularpartners.com](http://molecularpartners.com)  
Custom-built biology for patients