

UCB announces changes on Board of Directors

Brussels (Belgium), March 15, 2024 –6:00 PM (CET) - UCB SA/NV announces the following changes in the composition of its Board of Directors.

Fiona du Monceau, currently serving as Vice-Chair of the Board and Chair of the Governance, Nomination, and Compensation Committee (**GNCC**), will transition from her position on the Board of Directors to assume an executive role at UCB.

We would like to thank Fiona for her contribution to the Board which illustrated her dedication to people and society, her leadership and strong business acumen. We warmly anticipate the positive impact she will continue to make in her new capacity. Link to [Bio](#).

We are pleased to announce that Fiona du Monceau will be replaced in her role as Vice-Chair of the Board by **Charles-Antoine Janssen** already member of the Board since 2012 and Member of the Audit Committee since 2015 Link to [Bio](#). In accordance with UCB's Charter of Corporate Governance, the role of Vice-President of the Board is to be attributed to a representative of the Reference Shareholder. Charles-Antoine will bring forward his long-standing Board experience as well as his breadth of business experience across the healthcare space. He will also join the Governance, Nomination and Compensation Committee and he will be replaced by **Cedric van Rijckevorsel** as member of the Audit Committee. Link to [Bio](#).

Kay Davies, independent member of the Board, will replace Fiona du Monceau as Chair of the Governance, Nomination and Compensation (GNCC) Committee. Kay Davies has been a Member of the Board and a Member of the Scientific Committee since 2014. In 2017 she joined as a Member of the GNCC, bringing a rich experience to her new role as Chair of this Committee. Link to [Bio](#). An amendment to the UCB Charter of Corporate Governance has been decided to allow an independent Board member to be appointed as Chair of the GNCC. Additionally, Kay Davies will continue to serve as a member of the scientific committee alongside Susan Gasser and Board nominee Dolca Thomas.

Ulf Wiinberg, independent Member of the Board since 2016, will also join the Governance, Nomination and Compensation Committee. Link to [Bio](#).

Bert De Graeve, who has been an independent Board Member from 2010 to 2022 will step down from the Board after the Annual General Meeting of April 25, 2024, as his successive mandates at UCB exceed 12 years. We

would like to sincerely thank Bert for his exceptional contribution over the years. He has brought deep expertise to the Audit Committee as well a strong independent leadership to the Board. Link to [Bio](#).

The following Board mandates will be proposed for renewal at the next Annual General Meeting of April 25, 2024:

- Renewal of the mandate of **Pierre Gurdjian**, as independent director, for a term of 4 years. Pierre Gurdjian will continue to be a Member of the Governance, Nomination and Compensation Committee. Link to [Bio](#).
- Renewal of the mandate of **Ulf Wiinberg**, as independent director, for a term of 4 years and as stated above, he will become a Member of the Governance, Nomination and Compensation Committee.
- Renewal of the mandate of **Charles-Antoine Janssen** as director, for a term of 4 years and as stated above, he will become Vice-Chair of the Board and member of the Governance, Nomination and Compensation Committee.

The Board of Directors also proposes to the UCB Annual General Meeting the appointment of the following 3 new Board Members:

- **Nefertiti Greene**, as new independent director, for a term of 4 years. Link to [Bio](#).
- **Dolca Thomas**, as new independent director, for a term of 4 years. Link to [Bio](#).
- **Rodolfo Savitzky** as new independent director, for a term of 4 years. Link to [Bio](#).

Upon their respective appointment by the UCB Annual General Meeting, Nefertiti Greene will become a member of the Governance, Nomination and Compensation Committee. Dolca Thomas will become a member of the Scientific Committee and Rodolfo Savitzky will become member and Chair of the Audit Committee.

The UCB Board will continue to be chaired by an independent director, **Jonathan Peacock** (link to [Bio](#)). If the above 3 proposed renewals and appointments are approved by our Annual General Meeting of April 25, 2024, the Board will continue to be composed of a majority of independent directors (10 out of 14 members) and the Audit Committee and the Governance, Nomination and Compensation Committee will be chaired by independent directors, respectively Kay Davies and Rodolfo Savitzky. From a gender diversity perspective, the Board will be composed of 6 women and 8 men.

"I am thrilled with the recent updates to our Board, which reflect the continued strong support from our reference shareholder and highlight our commitment to diversity and broad experience among our independent board members," stated **Jonathan Peacock**, UCB's Chair of the Board. *"With a clear focus on innovation and growth, UCB is well-positioned to maintain its growth trajectory, backed by a robust Board committed to putting patients at the heart of everything we do."*

For further information, contact UCB:

About UCB

UCB, Brussels, Belgium (www.ucb.com) is a global biopharmaceutical company focused on the discovery and development of innovative medicines and solutions to transform the lives of people living with severe diseases of the immune system or of the central nervous system. With approximately 9 000 people in approximately 40 countries, the company generated revenue of € 5.3 billion in 2023. UCB is listed on Euronext Brussels (symbol: UCB). Follow us on Twitter: @UCB_news

Forward looking statements

This press release contains forward-looking statements, including, without limitation, statements containing the words “potential”, “believes”, “anticipates”, “expects”, “intends”, “plans”, “seeks”, “estimates”, “may”, “will”, “continue” and similar expressions. These forward-looking statements are based on current plans, estimates and beliefs of management. All statements, other than statements of historical facts, are statements that could be deemed forward-looking statements, including estimates of revenues, operating margins, capital expenditures, cash, other financial information, expected legal, arbitration, political, regulatory or clinical results or practices and other such estimates and results. By their nature, such forward-looking statements are not guaranteeing future performance and are subject to known and unknown risks, uncertainties, and assumptions which might cause the actual results, financial condition, performance or achievements of UCB, or industry results, to be materially different from any future results, performance, or achievements expressed or implied by such forward-looking statements contained in this press release.

Important factors that could result in such differences include but are not limited to: global spread and impacts of wars and pandemics, changes in general economic, business and competitive conditions, the inability to obtain necessary regulatory approvals or to obtain them on acceptable terms or within expected timing, costs associated with research and development, changes in the prospects for products in the pipeline or under development by UCB, effects of future judicial decisions or governmental investigations, safety, quality, data integrity or manufacturing issues; potential or actual data security and data privacy breaches, or disruptions of our information technology systems, product liability claims, challenges to patent protection for products or product candidates, competition from other products including biosimilars, changes in laws or regulations, exchange rate fluctuations, changes or uncertainties in tax laws or the administration of such laws, and hiring and retention of its employees. There is no guarantee that new product candidates will be discovered or identified in the pipeline, or that new indications for existing products will be developed and approved. Movement from concept to commercial product is uncertain; preclinical results do not guarantee safety and efficacy of product candidates in humans. So far, the complexity of the human body cannot be reproduced in computer models, cell culture systems or animal models. The length of the timing to complete clinical trials and to get regulatory approval for product marketing has varied in the past and UCB expects similar unpredictability going forward. Products or potential products which are the subject of partnerships, joint ventures or licensing collaborations may be subject to disputes between the partners or may prove to be not as safe, effective or commercially successful as UCB may have believed at the start of such partnership. UCB's efforts to acquire other products or companies and to integrate the operations of such acquired companies may not be as successful as UCB may have believed at the moment of acquisition. Also, UCB or others could discover safety, side effects or manufacturing problems with its products and/or devices after they are marketed. The discovery of significant problems with a product similar to one of UCB's products that implicate an entire class of products may have a material adverse effect on sales of the entire class of affected products. Moreover, sales may be impacted by international and domestic trends toward managed care and health care cost containment, including pricing pressure, political and public scrutiny, customer and prescriber patterns or practices, and the reimbursement policies imposed by third-party payers as well as legislation affecting biopharmaceutical pricing and reimbursement activities and outcomes. Finally, a breakdown, cyberattack or information security breach could compromise the confidentiality, integrity and availability of UCB's data and systems.

Given these uncertainties, you are cautioned not to place any undue reliance on such forward-looking statements. These forward-looking statements are made only as of the date of this press release, and do not reflect any potential impacts from the evolving conflicts, wars, pandemics, as well as any other adversity, unless indicated otherwise. The company continues to follow the development diligently to assess the financial significance of these events, as the case may be, to UCB.

UCB expressly disclaims any obligation or duty to update any forward-looking statements in this press release, either to confirm the actual results or to report or reflect any change in its forward-looking statements with regard thereto or any change in events, conditions or circumstances on which such statement is based, unless such statement is required pursuant to applicable laws and regulations.