

PRESS RELEASE

Shareholders approve the sale of Evolva AG to Lallemand Inc. Swiss subsidiary at extraordinary general meeting

Reinach, 21 December 2023 – The shareholders of Evolva Holding SA (SIX: EVE), a pioneer in the field of natural molecules and industrial biotech, approved all the proposals put forward by the Board of Directors at today's extraordinary general meeting (EGM).

The shareholders approved with large majorities (see details below) all proposals put forward by the Board of Directors: In particular, the sale by Evolva Holding SA of Evolva AG to Danstar Ferment AG, a Swiss affiliate of Lallemand Inc., was approved which secures the future of Evolva's operations. In addition, the dissolution and liquidation of Evolva Holding SA, the appointment of two board members as liquidators, the delisting of Evolva Holding SA (effective 6-12 months from the EGM) and the increase of the conditional capital to enable settlement of existing contractual obligations under remuneration programs was approved.

Stephan Schindler, chairman of Evolva Holding SA, commented: "The Board of Directors regrets that, despite substantial operational improvements achieved over the last 20 months under the new management, the financing challenges made it impossible for Evolva to continue to develop its value potential as an independent stock-listed company. Given the dire alternative solutions, the transaction with Lallemand Inc. is by far the best option available for employees, partners, customers and the shareholders. We would like to thank the Evolva shareholders for their support in securing the future of Evolva AG's operations."

The convocation of an EGM became necessary after Evolva Holding SA signed, on 20 November 2023, a share purchase agreement with Danstar Ferment AG regarding the sale of all shares in Evolva Holding SA's wholly owned subsidiary Evolva AG. Danstar Ferment AG is an affiliate of Lallemand Inc., a global leader in the development, production, and marketing of yeast, bacteria and specialty ingredients.

Closing of the transaction is subject to customary conditions precedent, including shareholder approval and receipt of a tax ruling. Both conditions precedent have now been satisfied. Closing is expected to occur on 28 December 2023.

The shareholders today approved the proposals put forward by the Board of Directors with the following majorities:

- Agenda item 1 (*Approval of the sale of Evolva AG to Danstar Ferment AG*): with 90.83% of the votes represented (votes represented: 3,052,011 votes of the total outstanding shares/votes of 6,827,012).
- Agenda item 2 (*Amendments to and increase of the conditional capital for employees, persons of similar status and members of the Board of Directors*): with 77.24% of the votes represented (votes represented: 3,052,011 votes of the total

- outstanding shares/votes of 6,827,012).
- Agenda item 3 (*Dissolution and liquidation of Evolva Holding SA*): with 90.35% of the votes represented (votes represented: 3,052,011 votes of the total outstanding shares/votes of 6,827,012).
 - Agenda item 4 (*Appointment of two current board members as liquidators*):
 - 4.1 Appointment of Stephan Schindler: with 92.38% of the votes represented (votes represented: 3,002,825 votes of the total outstanding shares/votes of 6,827,012).
 - 4.2 Appointment of Beat In-Albon: with 92.46% of the votes represented (votes represented: 3,011,555 votes of the total outstanding shares/votes of 6,827,012).
 - Agenda item 5 (*Delisting of Evolva Holding SA from SIX Swiss Exchange*): with 91.10% of the votes represented (votes represented: 3,052,011 votes of the total outstanding shares/votes of 6,827,012).

In addition, the EGM rejected a proposal by a shareholder at the meeting for a special investigation relating to the appropriateness of the purchase price consideration of the transaction with 99.85% of the votes represented (2,898,529 votes of the total outstanding shares/votes of 6,827,012).

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About Evolva Holding SA

Evolva is a Swiss biotech company focused on the research, development and commercialization of ingredients based on nature. We have leading businesses in Flavors and Fragrances, Health Ingredients and Health Protection. Evolva's employees, half of which are women, are dedicated to make the best products that can contribute to health, wellness and sustainability. Find out more at evolva.com.

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