## Focused and Committed to Driving Value

### OUR AMBITIONS

*Change the trajectory of blood cancer by providing patients with two medicines by 2025*

<table>
<thead>
<tr>
<th>PELABRESIB</th>
<th>Monjuvi®</th>
<th>Tulmimetostat (CPI-0209)</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Enhance standard of care in myelofibrosis</td>
<td>- Drive use in second-line diffuse large B-cell lymphoma (DLBCL) and expand into new indications</td>
<td>- Demonstrate potential in different advanced solid tumors and lymphomas</td>
</tr>
<tr>
<td>- Expand into other myeloid diseases with unmet patient need</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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Monjuvi® (tafasitamab-cxix) is approved under accelerated approval by the U.S. FDA in combination with lenalidomide for the treatment of adult patients with relapsed or refractory DLBCL not otherwise specified, including DLBCL arising from low grade lymphoma, and who are not eligible for autologous stem cell transplant (ASCT).
Positioned for Success

**ADVANCED PIPELINE**
- Two late–stage and one mid-stage programs
- Hematology-oncology focus

**CLINICAL DEVELOPMENT**
- Operational excellence
- Track record in late-stage development and drug approvals

**COMMERCIALIZATION**
- Established commercial team focused on hematology-oncology

**FINANCES**
- Strong balance sheet
- Disciplined capital allocation
Dr Jean-Paul Kress
Chief Executive Officer
MANAGEMENT BOARD

Sung Lee
Chief Financial Officer
MANAGEMENT BOARD

Dr Tim Demuth
Chief Research and Development Officer

Dr. Barbara Krebs-Pohl
Chief Business Officer

Joe Horvat
General Manager MorphoSys US

Charlotte Lohmann
SVP General Counsel

Maria Castresana
SVP Global Head of Human Resources

Luisa Ciccarelli
SVP Global Head of Technical Operations

Year of birth
1965
1970

Nationality
French
US-American

On MOR AG Management Board since
2019
2021

End of appointment
2025

Memberships
Chairman of the Board of Directors, Erytech Pharma SA, Lyon, France (publicly listed Company)

Detailed CV’s can be found here: https://www.morphosys.com/en/leadership

EXECUTIVE COMMITTEE

Sung Lee will leave MOR on March 17, 2023, search for new CFO is ongoing
AGM 2023 - Agenda items to be discussed in this presentation

- Resolution on the (re-)election of members of the Supervisory Board
- Resolution on the cancellation of Authorized Capital 2021-I and the creation of a new Authorized Capital 2023-I
  - Creation of a new Authorized Capital 2023-I in the amount of 20 percent of the capital stock
- Resolution on the cancellation of Authorized Capital 2021-II and the creation of a new Authorized Capital 2023-II
  - Creation of a new Authorized Capital 2023-II in the amount of 10 percent of the capital stock
- Resolution on amendments to the Articles of Association with regard to the authorization to hold a virtual Annual General Meeting and with regard to the virtual participation of Supervisory Board members in an Annual General Meeting
## Supervisory Board Members 2022

<table>
<thead>
<tr>
<th>Name</th>
<th>Nationality</th>
<th>Year of birth</th>
<th>On MOR SVB Board since</th>
<th>Proposed for re-election at 2023 AGM</th>
<th>End of period</th>
<th>Memberships in statutory SVBs and/or comparable domestic or foreign Supervisory Bodies of commercial enterprises</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>DR. MARC CLUZEL</strong></td>
<td>French</td>
<td>1955</td>
<td>2012</td>
<td></td>
<td>2024</td>
<td>2 Memberships (private)*</td>
</tr>
<tr>
<td><strong>Chairman</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>DR. GEORGE GOLUMBESKI</strong></td>
<td>US-American</td>
<td>1957</td>
<td>2018</td>
<td></td>
<td>2023</td>
<td></td>
</tr>
<tr>
<td><strong>Deputy Chairman</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>DR. ANDREW CHENG</strong></td>
<td>US-American</td>
<td>1967</td>
<td>2022</td>
<td></td>
<td>2025</td>
<td>1 Membership (public)</td>
</tr>
<tr>
<td><strong>Member</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>KRISJA VERMEYLEN</strong></td>
<td>Belgian</td>
<td>1962</td>
<td>2017</td>
<td></td>
<td>2024</td>
<td>1 Membership (public)</td>
</tr>
<tr>
<td><strong>Member</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>MICHAEL BROSNAN</strong></td>
<td>US-American</td>
<td>1955</td>
<td>2018</td>
<td></td>
<td>2023</td>
<td>1 Membership (private)*</td>
</tr>
<tr>
<td><strong>Member, Independent Financial Expert</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>SHARON CURRAN</strong></td>
<td>Irish</td>
<td>1968</td>
<td>2019</td>
<td></td>
<td>2024</td>
<td>1 Membership (public)</td>
</tr>
<tr>
<td><strong>Member</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Not available for re-election; new SVB candidate search ongoing**

All Supervisory Board Members are independent in the meaning of the Corporate Governance Code.

Detailed CV’s can be found here: [https://www.morphosys.com/en/leadership](https://www.morphosys.com/en/leadership)

**Re-election during AGM**
## Attendance Rate of Supervisory Board and Committee Meetings 2022*

<table>
<thead>
<tr>
<th>SVB Member</th>
<th>Supervisory Board</th>
<th>Audit Committee</th>
<th>Remuneration &amp; Nomination Committee</th>
<th>Science &amp; Technology Committee</th>
<th>Participation quota</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dr. Marc Cluzel</td>
<td>9/9</td>
<td></td>
<td>6/6</td>
<td></td>
<td>100%</td>
</tr>
<tr>
<td>Dr. George Golumbeski</td>
<td>9/9</td>
<td></td>
<td>5/5</td>
<td></td>
<td>100%</td>
</tr>
<tr>
<td>Wendy Johnson**</td>
<td>4/9</td>
<td>3/6</td>
<td>3/5</td>
<td></td>
<td>100%</td>
</tr>
<tr>
<td>Dr. Andrew Cheng***</td>
<td>5/9</td>
<td></td>
<td>2/5</td>
<td></td>
<td>100%</td>
</tr>
<tr>
<td>Krisja Vermeylen</td>
<td>9/9</td>
<td>4/4</td>
<td>6/6</td>
<td></td>
<td>100%</td>
</tr>
<tr>
<td>Michael Brosnan</td>
<td>9/9</td>
<td>4/4</td>
<td>6/6</td>
<td></td>
<td>100%</td>
</tr>
<tr>
<td>Sharon Curran****</td>
<td>9/9</td>
<td>4/4</td>
<td>2/5</td>
<td></td>
<td>100%</td>
</tr>
</tbody>
</table>

* Meetings were held physically, via video conference or by phone  
** Until AGM, May 18, 2022  
*** Since AGM, May 18, 2022  
**** New member of S&T Committee since May 18, 2022  

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Corporate Governance Roadshow 2023
Virtual format of Shareholders‘ Meeting on May 17, 2023

Annual Shareholders’ Meeting 2023 shall be held as virtual meeting in accordance with the new provisions of the German Stock Corporation Act.

- Under the new legal framework, virtual format is not a “second best option” compared to a physical AGM (as was during COVID-19 crisis), but now ensures that full scope of all shareholders' rights that can be exercised in a physical meeting can also be exercised in the virtual AGM, including live interaction between management and shareholders.

- A virtual AGM as currently planned by MorphoSys offers the opportunity for all shareholders to review the presentation and speech of the Management Board beforehand:
  - Ask questions that will be answered in writing one day ahead of the AGM on the AGM website
  - Follow-up questions can be asked live during the virtual AGM via video communication

- Virtual AGM offers opportunity for all shareholders (including international shareholders) to participate – no travel required and limited efforts for all shareholders, therefore at the same time being a sustainable format with lower costs.

- Virtual AGM offers greater planning security than physical AGM – Pandemic situation remains dynamic which makes organization of a physical AGM challenging.
Seeking authorization to provide that AGMs can be held virtually for 2 years

- Amendment of Articles of Association regarding virtual shareholders’ meetings limited to 2 years – Decision on a yearly basis

- Amendment of Articles of Association allowing Management Board to determine that shareholders’ meetings be held as virtual shareholders’ meetings

- Amendment of Articles of Association allowing Supervisory Board Members to attend virtually via two-way communication at virtual shareholders’ meetings
## Proposed Changes to existing Capitals for AGM 2023
### Authorized and Conditional Capitals

<table>
<thead>
<tr>
<th>Capital pursuant to current Articles of Association</th>
<th>Purpose</th>
<th>Usage since authorization</th>
<th>Proposed Resolution to the AGM 2023</th>
<th>% of current registered share capital (as now proposed)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Authorized Capital 2021-I: Issuance of approx. 20% of then-current share capital</td>
<td>Contribution in cash; exclusion of subscription rights up to 10%</td>
<td>Not used</td>
<td>Cancel authorized capital</td>
<td>~14%</td>
</tr>
<tr>
<td>Replacement - Authorized Capital 2023-II: Issuance of approx. 20% of now-current share capital</td>
<td>Replacement of Authorized Capital 2021-I</td>
<td>n. a.</td>
<td>Authorized capital for capital increase against contribution in cash and/or in kind</td>
<td>20% (10% w/o subscription rights*)</td>
</tr>
<tr>
<td>Authorized Capital 2021-II: Issuance of approx. 10% of then-current share capital</td>
<td>Contribution in cash; exclusion of subscription rights up to 10%</td>
<td>New ordinary shares issued (3,9%) for RPI in July 2021</td>
<td>Cancel authorized capital</td>
<td>~6%</td>
</tr>
<tr>
<td>Replacement - Authorized Capital 2023-II: Issuance of approx. 10% of now-current share capital</td>
<td>Replacement of Authorized Capital 2021-II</td>
<td>n. a.</td>
<td>Authorized capital for capital increase against contribution in cash</td>
<td>10% (10% w/o subscription rights*)</td>
</tr>
<tr>
<td>Reduction – Conditional Capital 2016-III</td>
<td>The Condition Capital 2016-III is now partially no longer required and can be reduced to € 416,297.00</td>
<td>Not used</td>
<td>Reduce conditional capital</td>
<td>1.21%</td>
</tr>
<tr>
<td>Reduction – Authorized Capital 2019-I</td>
<td>The Authorized Capital 2019-I is now partially no longer required and can be reduced to € 42,715.00</td>
<td>Not used</td>
<td>Reduce authorized capital</td>
<td>0.12%</td>
</tr>
<tr>
<td>Reduction – Authorized Capital 2021-III</td>
<td>The Authorized Capital 2021-III is now partially no longer required and can be reduced to € 41,552.00</td>
<td>Not used</td>
<td>Reduce authorized capital</td>
<td>0.12%</td>
</tr>
</tbody>
</table>

*The proposed authorization to serve corporate financing purposes would in total not allow for exclusion of subscription rights by more than 10% (excluding authorizations serving incentive programs for employees and Management Board (also max. 10%)).

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Corporate Governance Roadshow 2023
Thank you