QIAGEN N.V.

Managing Board Remuneration Policy

To be approved by the Annual General Meeting in 2026

Introduction

Background

The Supervisory Board has prepared an updated Remuneration Policy for the Managing Board, as set out below.

This Policy will be submitted for approval to the Annual General Meeting (AGM) on June 24, 2026.

Under Dutch law, adoption requires an affirmative vote representing at least 75% of the votes cast at the AGM. When adopted, the Policy will enter into force the day after the AGM.

This Policy complies with Dutch law, including the provisions implementing the EU Shareholder Rights Directive II. It further complies with corporate governance best practices in the U.S. and Germany as QIAGEN shares are listed on the New York Stock Exchange (NYSE) and the Frankfurt Stock Exchange. Explanation is provided when, by exception, proven remuneration practices of QIAGEN are given precedence.

The Supervisory Board believes executive remuneration must serve as a disciplined instrument for long-term value creation. The Policy is therefore designed to reinforce QIAGEN's longstanding pay-for-performance philosophy, under which a substantial portion of remuneration is variable, performance-based and aligned with the experience of shareholders over time.

In developing this Policy, the Supervisory Board took into account QIAGEN's international business, competitive environment and leadership footprint. The United States remains QIAGEN's largest market, representing more than 40% of total sales, and is also home to a significant portion of leadership talent and key competitors. Against this backdrop, it is essential that QIAGEN maintains a remuneration framework that supports attracting and retaining high-caliber leaders in a highly competitive global market, while remaining grounded in robust governance, transparency and accountability.

In preparing this Policy, we have considered feedback expressed by shareholders in regular engagements.

We anticipate that this updated Policy will receive shareholder approval given the attention to best practices, and our commitment to implement compensation for the Managing Board in line with the Policy in the coming years.

Targeted evolution of Managing Board Remuneration Policy

Following a thorough review of our Policy, including the significant changes implemented in 2021 and 2025, we have concluded that the overall framework remains fit for purpose.

At the same time, based on feedback from stakeholder engagement and in light of the Chief Executive Officer transition process initiated in 2025, the Supervisory Board undertook a focused review of the Policy to identify targeted areas for enhancement.

The proposed 2026 updates are limited and targeted in nature to further strengthen alignment with stakeholders in terms of long-term value creation and ensure continued competitiveness in the global market for executive talent.

The proposed changes involve:

- Introduction of relative Total Shareholder Return (TSR) as part of our LTI performance framework: The addition of a relative TSR measure will further strengthen alignment between long-term incentive outcomes and shareholder returns by measuring QIAGEN's performance relative to an appropriate peer group.
- Increase in performance-based remuneration opportunity: The target Short-Term Incentive (STI) opportunity will increase to 135% of fixed remuneration, and the Long-Term Incentive (LTI) grant level will increase to 400% of fixed remuneration. These adjustments are intended to increase the proportion of remuneration at risk and contingent on performance.

Policy principles

Remuneration as a strategic instrument

The Remuneration Policy supports the long-term development and strategy of QIAGEN in a highly dynamic environment and incentivizes maintaining an acceptable risk profile.

This Policy aims to reflect input received from various stakeholders. It builds on remuneration principles and practices that have proven to be both fitting and effective for QIAGEN. The Supervisory Board ensures that the Policy and its implementation are linked to our strategic objectives.

QIAGEN remains true to its mission of advancing molecular testing and its vision of making improvements in life possible.

QIAGEN is a global leader in providing a differentiated portfolio of products and services spanning the continuum from research in Life Sciences to clinical healthcare using novel diagnostics. Founded in Germany in 1984, QIAGEN has grown by developing new solutions based on consumables kits, related instruments and bioinformatics to meet diverse and rapidly changing customer needs.

QIAGEN's strategy is focused on innovation and long-term value creation with an emphasis on driving growth, efficiency, engagement and customer experience. To develop and implement this strategy successfully, we need to attract and retain highly experienced employees at all levels, including the executive management level. U.S. best practices have been considered in setting competitive remuneration levels given that a significant number of our leaders, senior managers, customers, competitors and employees are based in this country.

Remuneration principles

QIAGEN strongly believes in competitive remuneration as a precondition to attracting intrinsically motivated top talent throughout all levels of the organization.

We also believe in pay for performance to create a shared focus on achieving operational and strategic targets.

A system of corporate and individual performance incentives applies to all members of our global workforce. The weighting toward Corporate Goals, relative to individual Personal Goals, increases as job levels rise. Likewise, the variable portion of pay linked to performance as a share of total direct compensation increases with each job level, in line with greater responsibility and a more significant impact on our results.

At the executive level, QIAGEN believes that pay for performance should primarily support long-term value creation for shareholders and other stakeholders.

Short-Term Incentives (STIs) are essential to highlight the operational targets that are a precondition to realizing our strategy. At the highest level, only Corporate Goals (comprised of annual Corporate Financial Goals and Team Goals approved by the Supervisory Board) apply.

Long-Term Incentives (LTIs) are designed so that value is only realized if QIAGEN performs successfully against ambitious targets for a three-year period, while also contributing to retention. These incentives represent the largest element of total remuneration, and are clearly aligned with our commitment to long-term value creation for shareholders. As an example, since 2021, only Performance Share Units (PSUs) with rigorous vesting targets have been issued to Managing Board members.

The remuneration principles are simple, transparent and provide internal consistency. They help the Supervisory Board and Managing Board maintain equitable internal pay ratios that support efficient talent recruitment, development and succession planning. These principles are embedded in our culture and have proven effective in attracting the global talent QIAGEN needs to successfully develop and implement a sustainable growth strategy.

Remuneration principles

Simple and transparent	Remuneration schemes are clear and practical
Compliant	Remuneration conforms to high governance standards
Aligned	Remuneration is true to our mission, vision and strategy, ensures internal pay consistency
Competitive	Remuneration is competitive and benchmarked to relevant peers
Performance-driven	Major portion of remuneration value is at risk
Long-term focus	Share-based incentives focused on sustainable long-term value creation

Support for our Remuneration Policy

As a global company incorporated in the Netherlands, with stock market listings in the U.S. and Germany, QIAGEN intends to fully comply with all applicable legal requirements and governance best practices.

We engage on a regular basis with stakeholders on our policies and seek their feedback. Within QIAGEN, employee policies are transparent and have received broad support across teams around the world. Key attributes include linking compensation for all employees to our performance and ensuring strong internal consistency.

The Compensation & Human Resources Committee monitors the evolving views on compensation among shareholders and other stakeholders in the U.S. and Europe, which are important regions for attracting and retaining a significant share of leaders, senior managers and employees. The level of support for the Remuneration Policy is important to us and has been taken into account in formulating the various elements. Due consideration has also been given to the level of support among QIAGEN's employees, as well as their pay and employment conditions. Based on feedback received from shareholders and other stakeholders, including employees, we believe this Policy will receive broad support.

Reference group benchmarking

Remuneration levels offered to members of the Managing Board are benchmarked regularly against a selected group of reference companies to ensure overall competitiveness. These companies are selected based on their market capitalization, scope of international activities, industries in which they are present, talent they compete for and their level of data transparency.

The reference group is composed of a minimum of 14 companies that reflect QIAGEN's geographic position with a balance between U.S. and European companies. The Compensation & Human Resources Committee may adjust the composition annually, replacing companies that no longer fit the selection criteria due to mergers and acquisitions or changes in size and character. The annual composition of the reference group is published annually in the Remuneration Report, with an explanation for any changes.

The median remuneration in this group serves as a reference level for total remuneration. The Supervisory Board may, after having obtained the advice of the Compensation & Human Resources Committee, decide to deviate from the median in setting remuneration depending on the unique experience or skill set, track record and other specific circumstances to avoid remuneration becoming a barrier to attract top talent for our business.

Managing Board remuneration structure

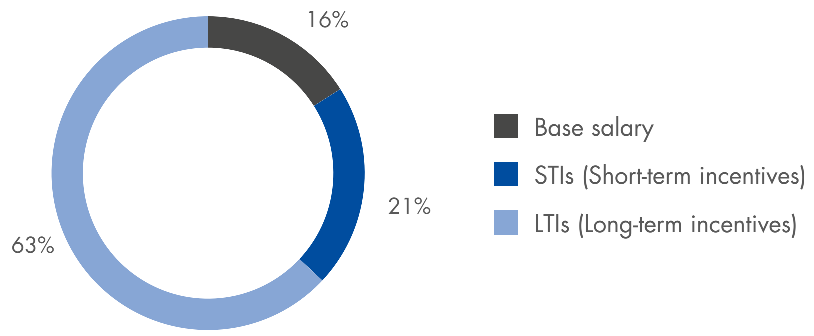
Overview

Remuneration for Managing Board members consists of a combination of base salary, Short-Term Incentives (STIs) in cash tied to the achievement of annual Corporate Goals (comprised of annual Corporate Goals and Team Goals) and Long-Term Incentives (LTIs) granted in the form of Performance Share Units (PSUs) that only vest after a multi-year period upon the achievement of ambitious predefined targets. In addition, Managing Board members can receive deferred compensation contributions and other benefits in line with market practice.

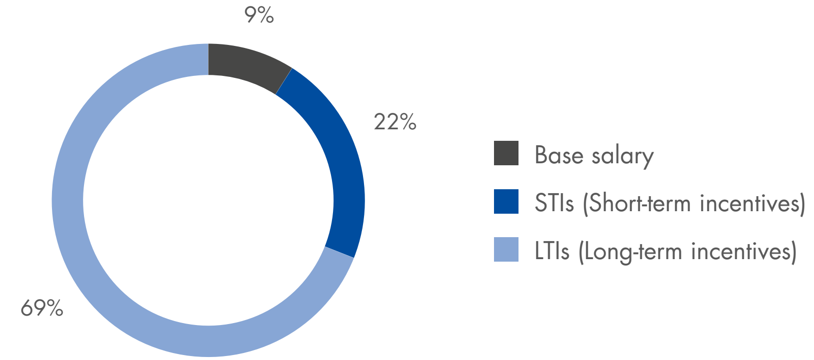
The remuneration package for Managing Board members is designed to have a significant portion of total compensation in variable awards. The value of these awards can differ substantially from year to year depending on actual performance. Within the variable component, the incentives for short-term operational performance have a lower weight than those for long-term incentives, which are aimed at delivering sustainable value creation for shareholders and other stakeholders.

The following charts outline remuneration elements for Managing Board members at target and maximum performance at policy level, in particular the relatively low level of base salary and high level of performance-based variable compensation.

Policy Pay mix at target performance



Policy Pay mix at maximum performance



Fixed remuneration

Base salary

QIAGEN aims to provide members of its Managing Board with a base salary that is consistent with internal pay levels. It is set up to the median of the reference group to allow for a larger proportion of at-risk, variable remuneration to underscore the performance-driven strategy of this Policy. Base salary levels are reviewed annually, and any increase is expected to be in line with the increase for the general workforce.

Deferred compensation plans and other benefits

Managing Board members participate in deferred compensation, defined contribution and similar plans. A contribution of an amount equal to up to 25% of the amount of base salary can be made to these plans. Customary other benefits may be provided, including health and life insurance coverage, company car costs, legal and tax assistance, and tax amounts paid by the Company to authorities in order to avoid double-taxation under multi-tax jurisdiction employment agreements or similar benefits. Additional benefits and allowances may be offered in certain circumstances, such as relocation support, expatriation, commuting, housing or other allowances, tax equalization, reimbursement for international schools, expense reimbursement and other benefits that reflect local market practice.

Variable remuneration

Short-Term Incentive (STIs)

Short-Term Incentives (STIs) consist of an annual variable cash bonus award that is based upon the achievement of predetermined annual Corporate Goals (comprised of Corporate Financial Goals and Team Goals).

The different sets of goals have their own opportunity:

- Corporate Financial Goals comprise a minimum 60% of the STI performance assessment. The award for the Corporate Financial Goals is 0% if the minimum threshold achievement is not achieved, 100% for full achievement and up to a maximum 200% in case of over-performance. Corporate Financial Goals are selected from a predefined list of measures on an annual basis and are set in accordance with the budget, which is reviewed and approved by the Supervisory Board. Financial targets may include sales, profitability and cash flow measures. Details and the weightings of the Corporate Financial Goals for each year are disclosed in the annual Remuneration Report. The Corporate Financial Goals may be adjusted in case of significant or extraordinary events during a year that could not be foreseen at the time the budget was adopted. Any details will be disclosed in the Remuneration Report regarding the year in which they occurred.
- Team Goals comprise a minimum 20% of the STI performance assessment. These Goals are a set of annual cross-functional targets aimed at achieving QIAGEN's strategy focused on innovation and sustainable value creation, and the metrics are often based on targets from multi-year plans. Team Goals may include product development and commercialization goals, operational excellence measures, strategic initiatives, customer interaction scores, Human Resources targets or other non-financial measures. For Team Goals with multiple components, the outcome can either be no achievement, partial achievement or full achievement. For Team Goals with a single component, they are either fully met or not met. The maximum achievement level is 130% of the target level. At the same time, the payout for STIs is zero if all of the disclosed minimum thresholds are not achieved.

For Managing Board members, the target STI payout can be up to 135% of fixed remuneration.

The actual target payout level will be set for each new Managing Board member by the Supervisory Board upon appointment and reviewed over time.

As the actual target levels set each year are considered commercially sensitive, the targets and results will be published in the Remuneration Report for the relevant year.

Long-Term Incentive (LTIs)

Managing Board members are granted Long-Term Incentives (LTIs) on an annual basis in the form of Performance Share Units (PSUs). The value of the regular annual long-term incentive awards at the grant date (adjusted due to factors such as risk of forfeiture, the risk of failure to achieve QIAGEN's long-term initiatives, comparability to market data and the length of the vesting terms) can be up to 400% of fixed remuneration.

As part of the conditional grant of PSUs, the Supervisory Board, on recommendation of the Compensation & Human Resources Committee, sets ambitious and quantifiable targets over a three-year period. Due to the competitively sensitive nature of this information, the predefined LTI targets and achievement levels will be published after completion of the applicable three-year performance period.

The core performance categories are sales growth and adjusted operating income margin. These two measures are key financial metrics that reflect the profitable growth central to QIAGEN's strategy. Each category is weighted within a range of 40% to 60%, with the specific weighting for a given year disclosed in the Remuneration Report.

In line with the reference companies, QIAGEN reports adjusted results, as well as results on a constant exchange rate (CER) basis and other non-U.S. GAAP figures (generally accepted accounting principles), to provide additional insight into its performance. Details on these results can be found in QIAGEN's quarterly reports at www.qiagen.com.

In addition, the Supervisory Board may apply a relative Total Shareholder Return (TSR) measure to further strengthen alignment with long-term shareholder value creation. If applied, relative TSR will be measured over the same three-year performance period as the PSU award against a peer group determined by the Supervisory Board. Based on QIAGEN's relative TSR performance, the payout of the PSU award may be adjusted downward or upward by up to 20%, subject to the overall maximum payout under the Policy. The peer group, methodology and outcome will be disclosed in the Remuneration Report.

Vesting of PSUs is subject to achievement against the predefined performance targets over a three-year period. If the performance targets are fully met, all granted PSUs will vest. In the case of over-performance, up to two times the granted PSUs may vest, subject to any adjustment resulting from the application of a relative TSR measure and the overall maximum payout under the Policy.

No PSUs will vest if the minimum threshold performance levels are not achieved.

LTI targets	Weight	Grant value (of fixed remuneration)	Maximum opportunity
Net sales (in $ million CER)	40-60%	Up to 200%	2x shares granted
Adjusted operating income margin (% of sales)	40-60%	Up to 200%	2x shares granted
Total	**100%**	**Up to 400%**	**2x total shares granted**

Shareholding requirement

QIAGEN's remuneration practice has been to grant a large majority of total remuneration in the form of variable elements, and the vast majority of this amount in the form of share-based compensation to ensure alignment with the long-term interests of shareholders. This is underpinned by a long-standing requirement to hold a significant amount of QIAGEN common shares.

Under the policy, Managing Board members must build up a shareholding equal in value to five times their annual net base salary (after taxes). The minimum shareholding may be built up over a multi-year period based on the after-tax value of shares after vesting and does not require any personal share purchases. All vested shares are locked up until this guideline is fulfilled. This very high level ensures that Managing Board members hold shares during and beyond the five-year lock-up period that is consistent with best practice.

Fairness test and adjustments

As QIAGEN operates in an industry subject to dynamic trends and intense competition for talent, the Supervisory Board has a duty to review the fairness of variable compensation payouts in light of the results achieved.

When results as calculated under the Remuneration Policy are not reasonable or deemed fair under the prevailing circumstances, the Supervisory Board can use its discretionary authority to adjust payouts upwards or downwards. Any deviations will be explained in the Remuneration Report for the period concerned.

Contract terms

Term and termination

Members of the Managing Board are appointed on a one-year service contract, which is aligned with the annual appointment of the Managing Board members by the AGM.

Upon reappointment, the contract is automatically extended for the same term as outlined in the re-appointment term, and ends by operation of law at the end of the term of appointment.

The contracts of the Managing Board members can be orderly terminated by the Managing Board member at any time with six months notice and by the Company with 12 months notice.

In case of dismissal without cause or resignation by mutual agreement, the Supervisory Board may determine a suitable severance payment that will not exceed the annual base salary. Legacy contracts will be honored. The agreements of Managing Board members with QIAGEN affiliates in jurisdictions outside the Netherlands may have different notice or severance conditions.

Change of control

In the event of a change of control (as defined in the applicable agreements), Managing Board members who choose to resign may receive a payment up to a maximum of one time annual base salary. The vesting of PSU awards for which the performance period is incomplete will be at 100% of all shares conditionally granted. QIAGEN believes this approach is in line with international standards, in particular in the U.S. and Germany. Legacy contracts will be honored.

Clawback provisions

The Supervisory Board has the right to recover variable remuneration from Managing Board members based on its statutory powers in case of a payment based on incorrect information in respect of target performance, a material financial restatement or individual gross misconduct.

Any value adjustment or clawback is at the discretion of the Supervisory Board. Should such an adjustment occur, it will be disclosed in the Remuneration Report regarding the year concerned.

Loans

Managing Board members are not eligible for any loans.

Decision-making process

Overview

The Compensation & Human Resources Committee periodically conducts a comprehensive review of market developments and legal requirements in order to assess our policies and their implementation.

The outcome of this review can result in recommendations to the Supervisory Board to adjust remuneration within the boundaries set by this Policy or to propose an amendment to the AGM.

Under the EU Shareholder Rights Directive II, a Remuneration Policy for the Managing Board is to be submitted to the AGM for adoption at least once every four years. In the case of this Policy, a new proposal will be submitted no later than the AGM of 2030.

Subject to approval of the full Supervisory Board, this Policy is prepared by the Compensation & Human Resources Committee and takes into consideration:

- Feedback received through shareholder engagement, commentary from shareholders at the AGMs and broader societal context.
- The identity, mission, business strategy, as well as the long-term interests and sustainability of QIAGEN.
- The pay and employment conditions of employees.

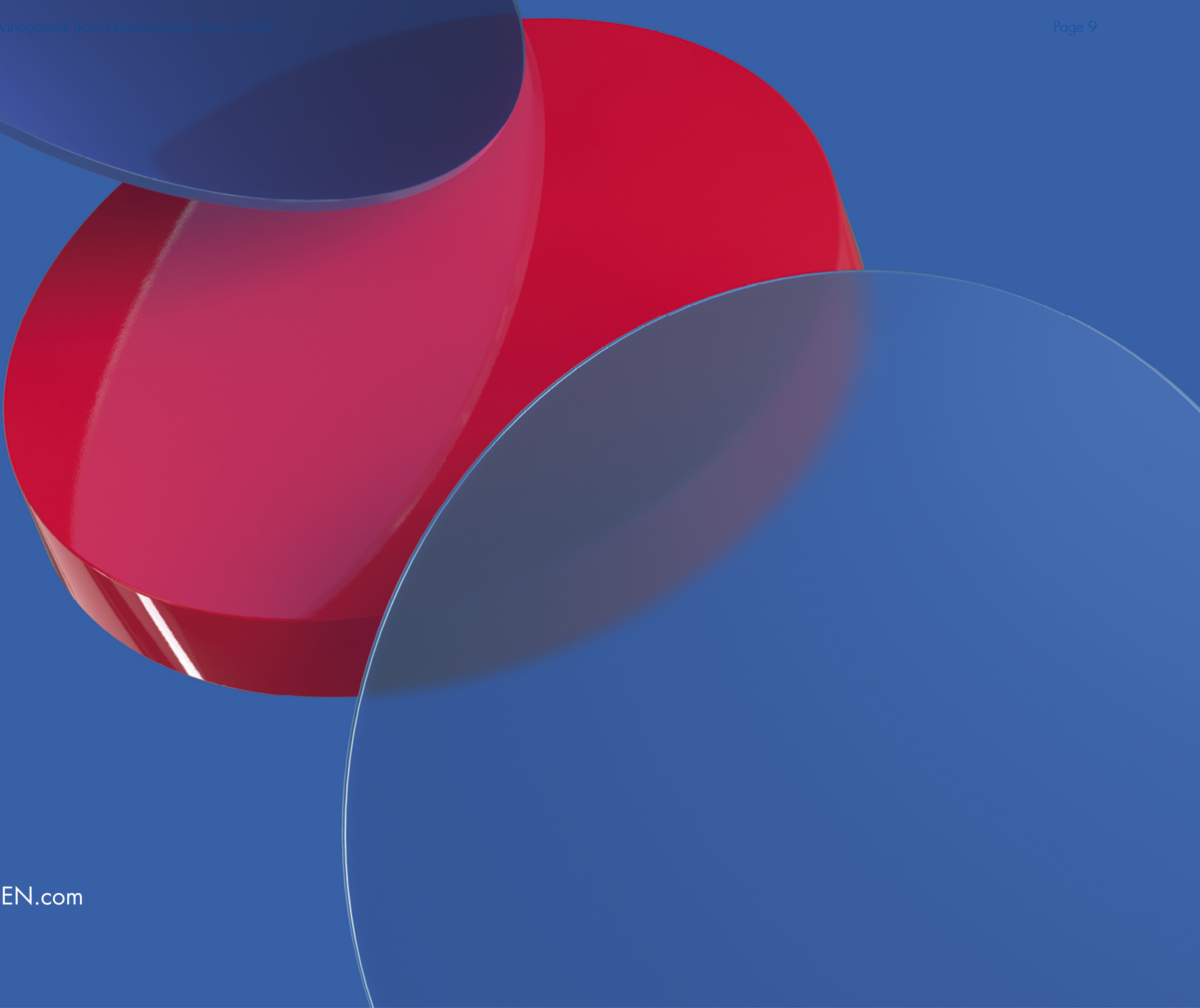
Under Dutch law, a proposed remuneration policy requires at least 75% of the votes cast at the AGM. When approved by the AGM, the Remuneration Policy will be published without delay in the Investor Relations section of QIAGEN's website at www.qiagen.com. If a proposal is not approved, the existing Remuneration Policy will continue to apply, and the Supervisory Board will consider to submit a revised proposal at the next AGM.

Derogation

In exceptional circumstances, the Supervisory Board may at its own discretion, upon recommendation of the Compensation & Human Resources Committee, decide to temporarily derogate from the Remuneration Policy. A derogation for exceptional circumstances may be applied where necessary to serve the long-term interests and sustainability of the Company as a whole or to assure its viability. Derogation can apply, but is not limited to, provisions on base salary, variable remuneration and other contractual benefits as set out above to facilitate the recruitment or to secure new Managing Board members.

New hire awards

Upon attracting a new member of the Managing Board from outside QIAGEN, the Supervisory Board may at its discretion, in addition to the other components within this Remuneration Policy, offer a one-off compensation in the form of either cash and/or shares for variable remuneration or other rights lost at the previous employer by accepting the position at QIAGEN or as an inducement to join QIAGEN. The rationale and detail of any award will be disclosed in the Remuneration Report. In case of internal promotion, commitments made prior to the appointment as a Managing Board member may continue to be honored.



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