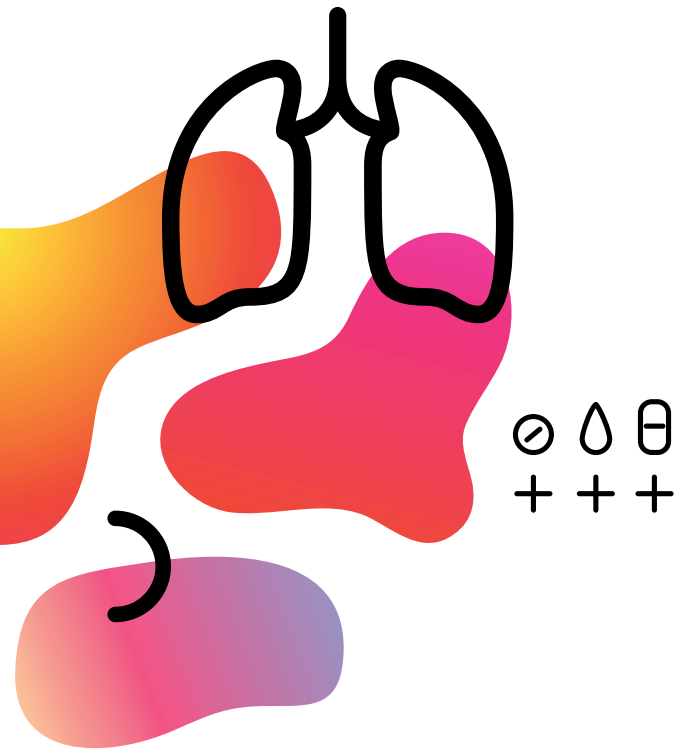


Supplement to the Invitation to the Annual General Meeting 2026



idorsia

Agenda item 4 for the Annual General Meeting concerns the Board elections

Item 4.1: (Re-)election of members of the Board of Directors

Proposal of the Board of Directors:

The Board of Directors proposes, inter alia, that Natalia Misciattelli and Gabriel Baertschi be elected as independent directors for a term of office until the conclusion of the Annual General Meeting 2027. The nominations are based on their deep experience in global operations, biopharmaceutical innovation, commercial execution, and long-term strategic execution.

The Board of Directors further proposes that André C. Muller be elected as non-independent director for a term of office until the conclusion of the Annual General Meeting 2027. Mr. Muller's non independence is based on his service as Chief Executive Officer from June 2024 to

July 2025, and previously as Chief Financial Officer. His extensive executive experience provides the Board with valuable continuity and a unique insight into Idorsia's business and financial position.





Dr Natalia Misciattelli

Dr Natalia Misciattelli is the Chief Executive Officer and a member of the Board of Directors at AAVantgarde Bio, a biotechnology company developing next-generation gene therapies. She brings more than 25 years of international executive experience spanning from advancement of novel therapeutic platforms, operational transformation, corporate development & capital strategy.

Her extensive experience combined with her leadership across multiple innovative biotech environments – will provide valuable insight as Idorsia advances its pipeline and growth priorities.

Dr Misciattelli has been Chief Executive Officer and a member of the Board of Directors at AAVantgarde Bio since 2022. Prior to joining AAVantgarde, she served as Chief Business Officer at NovalGen and Senior Vice President of Strategy & Operations at Freeline. Her earlier career includes roles at Arthur Andersen in London, corporate development at GE Healthcare, and partnership leadership at PA Consulting, advising global clients across Europe, the United States, Asia, and Latin America.

Nationality: Danish

Year of birth: 1972

Education: B.Sc. and Ph.D. in Microbiology, Bangor University, University of Wales, UK

Board membership: Fishmonger Livery Company (non-listed)



Gabriel Baertschi

Gabriel Baertschi currently serves as Chief Executive Officer of Grünenthal, a global leader in pain research and management. With more than 20 years of international pharmaceutical experience, he has held senior leadership roles across Europe, Asia, and in global therapeutic area strategic roles, consistently delivering portfolio expansion, operational excellence, and organizational transformation.

His proven track record in commercial strategy, market expansion, M&A, and patient-focused innovation will support Idorsia's commitment to sustainable long-term value creation. If elected, Gabriel Baertschi is expected to be appointed as chair of the Nomination, Governance and Compensation Committee.

Gabriel Baertschi has served as Chief Executive Officer and Chairman of the Corporate Executive Board of Grünenthal since 2016. He previously held senior international leadership roles at AstraZeneca, including Company President for Japan, Germany, and Thailand, and General Manager for Vietnam and Indonesia.

Nationality: Swiss

Year of birth: 1974

Education: Master of Science in Biology, University of Neuchâtel; "Leading Enterprise Transformation" program, Harvard Business School

Board membership: DKSH Holding AG (listed), MedXCell (non-listed)





André C. Muller

André C. Muller previously served as Chief Executive Officer of Idorsia, having joined the company at its creation in 2017 as Chief Financial Officer. He played a central role in Idorsia's development, transformation initiatives, and business development strategy over several years, and continues to advise the organization.

His nomination as a non-independent Board member reflects the Board's confidence in the value of his deep understanding of Idorsia's business, assets, and strategic trajectory. Mr Muller brings extensive leadership experience across pharmaceutical R&D strategy, finance, and long-term business planning.

André C. Muller joined Idorsia at its creation in June 2017 as Chief Financial Officer, having previously served as CFO of Actelion since 2013. He became Idorsia's Chief Executive Officer in June 2024 following the retirement of founder and CEO Jean-Paul Clozel, serving for one year before transitioning to an advisory role. Before Actelion, he held senior financial leadership positions at Pierre Fabre SA.

Nationality: French

Year of birth: 1963

Education: Master's degree in Business Administration, EMLYON Business School, Lyon, France

Board membership: Collectis (listed), Chiron Investments AG (non-listed)

Agenda item 5 for the Annual General Meeting concerns the approval of Board compensation and Executive Committee compensation

Item 5.1: Approval of Board compensation (Non-Executive Directors) for the 2026–2027 term of office

Proposal of the Board of Directors:

The Board of Directors proposes the approval of the aggregate maximum amount of compensation for the Board of Directors of CHF 1.2 million (excluding employer social security and obligatory minimum pension contributions) for the term of office until the Annual General Meeting 2027.

Explanation by the Board of Directors:

Pursuant to the CO, the Annual General Meeting is responsible for voting on compensation for the Board of Directors. Each year, the Board of Directors submits to the Annual General Meeting for approval the aggregate maximum amount of compensation for the Board of Directors

for the period until the next Annual General Meeting. The Board of Directors decides upon the fee structure and levels for Board members. In addition, the company pays employer social security and obligatory pension contributions as required by law.

The aggregate maximum amount of compensation for Board members for the AGM 2026–AGM 2027 term of office proposed for approval at the AGM 2026 is CHF 1.2 million. This excludes employer social security and obligatory pension contributions and is based on the expected fees payable to the proposed five Board members.

This amount (CHF 1.2 million) represents a 20% increase over the CHF 1.0 million approved for the previous term of office, and is solely due to the increase of Board members (six Board members vs. five for the previous period). Considering the current share price and to limit share dilution, the Board compensation structure for the period from the AGM 2026 to the AGM 2027 will remain as follows: 50% to be paid out in cash, and 50% in shares. The fee levels which were reduced by approximately 15% for the term of office from AGM 2024 to AGM 2025 remain at the same reduced level, in view of Idorsia's financial situation.

Detailed information:

Of the total compensation for Board members, 50% is paid in cash and 50% in shares blocked for one year. The compensation will be as follows:

Board compensation for the 2026-2027 term of office

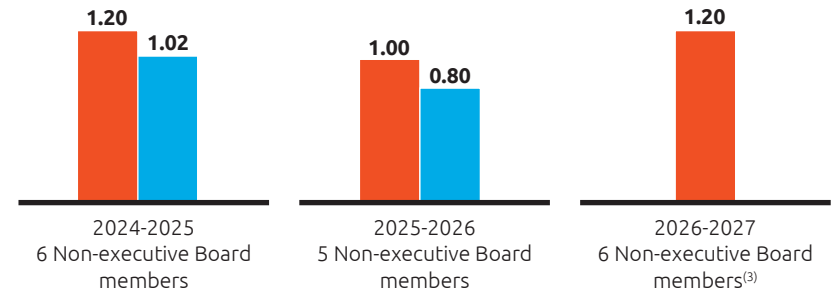
	(in CHF)
Board Chair	300'000
Board Vice-Chair	180'000
Board Member	130'000
Additional fee for Committee Chairs	15'000

The actual aggregate compensation for the current four non-executive Board Members¹ for the AGM 2025–AGM 2026 term of office is approximately CHF 0.80 million, excluding social security and pension contributions (CH 0.81 million including social security and pension contributions). This amount includes actual compensation paid to Board members for the four quarters of the 2025-2026 term.

The following chart shows the progression in the aggregate maximum amount of Board members compensation for each term of office from AGM 2024 until AGM 2027.

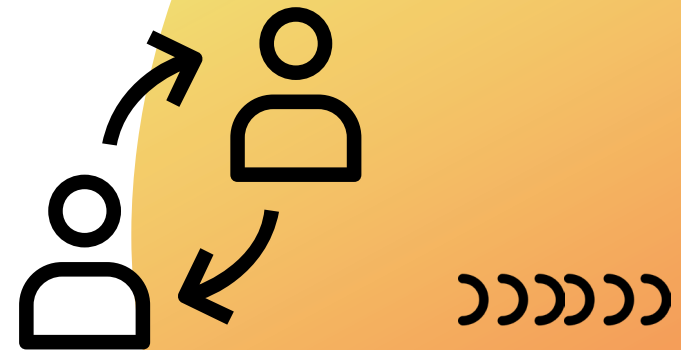
CHF million

● Maximum ⁽¹⁾
● Actual ⁽¹⁾



⁽¹⁾ There were five non-executive Board Members for the period from the AGM 2025 until June 30, 2025, when Srishti Gupta stepped into the CEO role and became executive Board Member.
⁽²⁾ Employer social security contributions and obligatory pension contributions in line with applicable law are not included in the aggregate maximum amount or in the actual values shown.
⁽³⁾ Subject to shareholder approval at the AGM 2026.

Additional details on the actual compensation paid to the Board are provided in the Compensation Report 2025.



Item 5.2: Approval of Executive Committee compensation for 2027

Proposal of the Board of Directors:

The Board of Directors proposes the approval of the aggregate maximum amount of compensation for the Idorsia Executive Committee (IEC) of CHF 12.9 million for the financial year 2027 (excluding employer social security contributions).

Explanation by the Board of Directors:

Pursuant to the CO, the Annual General Meeting is responsible for voting on compensation for the Executive Committee. Each year, the Board of Directors submits to the Annual General Meeting for approval the aggregate maximum amount of compensation for the IEC for the next financial year. The proposed amount of CHF 12.9 million for the 2027 financial year is approximately 3% higher than the CHF 12.5 million approved for the 2026 financial year, due to the increase of the total compensation of one Executive Committee

member who has increased their working time, the increase of the total compensation of two Executive Committee members, and adjusting the total compensation of a potential additional Executive member. This amount includes base salaries, benefits such as pension and allowances (e.g., transportation, child allowances etc.) payable in 2027, as well as the Short-Term Incentive Plan (STIP) relating to the financial year 2027 and the Long-Term Incentive Plan (LTIP) to be awarded in 2027.

The aggregate maximum amount of compensation assumes a potential of 6 IEC members in 2027, as was also planned for 2026. This would allow for a potential additional member without utilizing the supplementary compensation amount for new members foreseen in the Articles of Association. It represents a budget, incorporating the maximum amount payable

to all IEC members, excluding employer social security contributions. Actual payouts and awards will depend on company performance and individual achievements.



Detailed information:

The 2027 budget for the IEC is calculated on the following basis:

1. Base salary and benefits

This comprises the aggregate salaries and benefits (allowances, employer pension savings contributions).

2. Short-Term Incentive Plan (STIP)

In setting the maximum budget for the STIP awards, a maximum potential payout of 200% of the current aggregate IEC target bonus level, as permitted under the company's Articles of Association, is used. The Nominating, Governance & Compensation Committee (NGCC), however, continues to apply a cap of 150% in terms of maximum payout and has not yet determined whether it will be appropriate for the maximum payout to be set at 200% of the target for the financial year 2027.

The budget aims to accommodate any possible level of performance in 2027 and to enable the company to fulfill its legal obligations. The actual payouts will depend on the company's performance against targets, as well as individual achievements.

3. Long-Term Incentive Plan (LTIP)

In setting the maximum possible fair value of the awards, a maximum potential payout of 200% of the aggregate IEC target level, as permitted under the company's Articles of Association, is used. However, the NGCC has not yet determined whether it will be appropriate for 2027 to increase the maximum potential award payout from the current maximum set by the Committee at 150% of target.

The following table shows an indicative breakdown of the aggregate maximum IEC compensation (excluding employer social security contributions) for 2027.

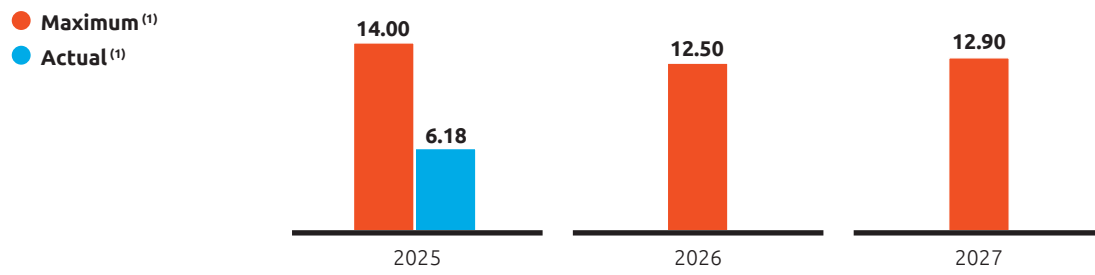
Compensation elements

	Maximum amount in CHF millions
Base salary and benefits	3.1
Short-Term Incentive Plan	3.5
Long-Term Incentive Plan	6.3
Total 2027	12.9

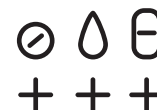
The chart below shows the progression in the aggregate maximum amount of IEC compensation from 2025 to 2027 and compares the actual amount for 2025 with the maximum previously approved by the shareholders of Idorsia.

More information on the total compensation awarded to IEC members for 2025 is provided in the 2025 Compensation Report, submitted to the Annual General Meeting for a non-binding consultative vote.

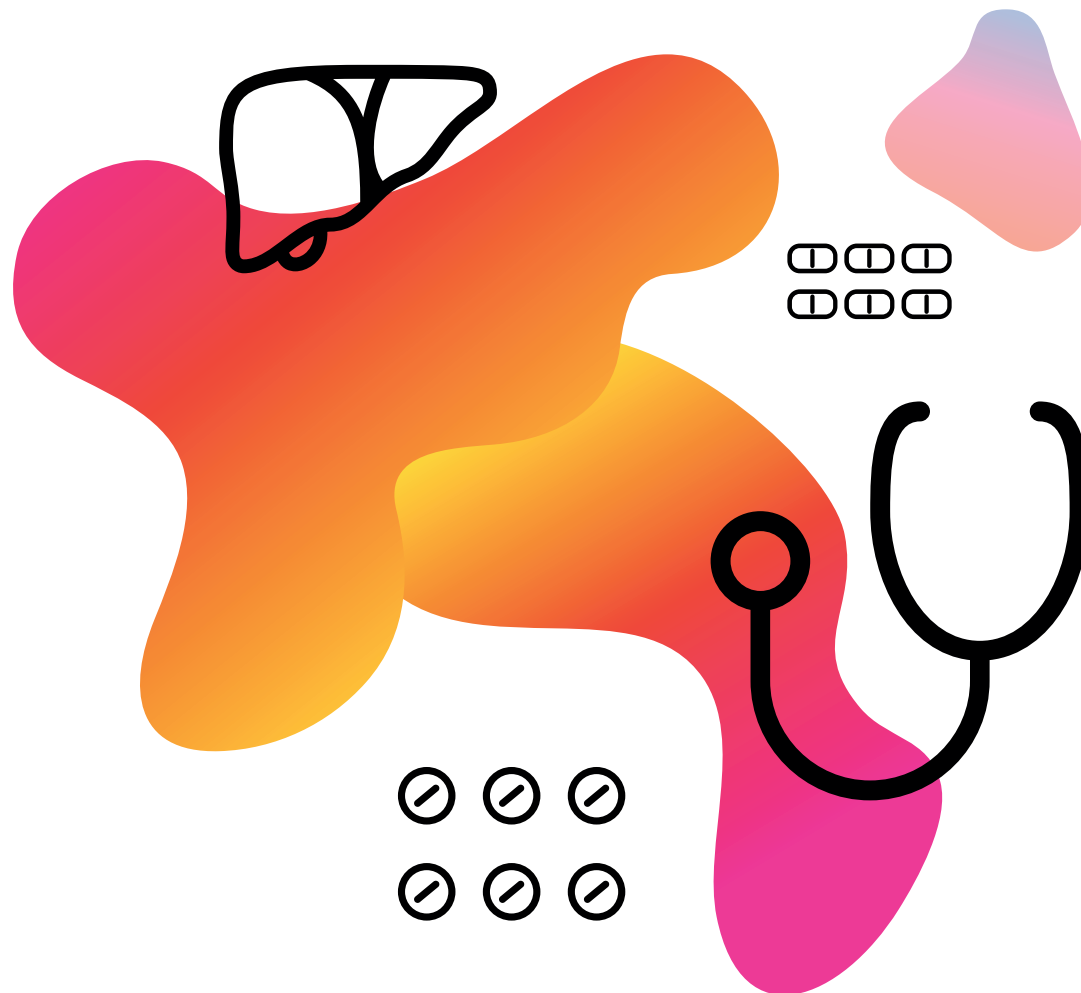
CHF million



⁽¹⁾ Employer social security contributions and risk premiums to the Pension Fund in line with applicable law are not included in the aggregate maximum amount or in the actual values shown. Likewise, the social security contributions for LTIP awards are not included, as they are only due at exercise of the stock options; they are expected to trigger employer social security costs up to 7% of the gain at exercise.



Curious to learn more?
Reach out to us.



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