

MEMORANDUM

BOARD APPROVED
October 10, 2025
Cindy Ream
Corporate Secretary

To: Compensation Committee, Board of Trustees
From: Steven R. Schultz, SVP and General Counsel
Cc: Chris Ruhl, EVP, CFO and Treasurer
Amy Boyle, VP of Human Resources
Date: October 6, 2025
Re: Amendment to Employment Agreement – President Mung Chiang

Purpose. The memo seeks Compensation Committee (and ultimately Board) approval of a proposed amendment to President Chiang’s employment agreement, as described below.

Description. Based on information provided by Trustee Carter in her capacity as chair of the Compensation Committee, the President’s employment agreement is proposed to be amended to:

- Extend the base employment term through June 30, 2031 (extended from the current expiration date of June 30, 2029), and to convert it to a “five-year rolling term.” Under this concept, the agreement will automatically be extended for one additional year beyond the then-current five-year term unless the Board, in its sole discretion, gives written notice to President Chiang, on or before June 30 of the then-current fiscal year, that it does not wish to give effect to the automatic one-year extension at the end of the then-current five-year rolling term.
- Increase base salary from the current amount of approximately \$459,000 (reflecting merit increases given effect since 2023) to \$600,000 effective January 1, 2026, with the potential, subject to Board approval, for future annual merit increases in line with the percentage available to university employees generally.
- Reset the existing baseline for President Chiang’s retention incentive starting with fiscal year 2026 and providing for an increase of \$50,000 per year for as long as Chiang remains President, illustrated through fiscal year 2031 as follows:

<u>Retention Incentive Payment:</u>	<u>If Employed Through:</u>	<u>Payable By:</u>
\$500,000	June 30, 2026	July 31, 2026
\$550,000	June 30, 2027	July 31, 2027
\$600,000	June 30, 2028	July 31, 2028
\$650,000	June 30, 2029	July 31, 2029
\$700,000	June 30, 2030	July 31, 2030
\$750,000	June 30, 2031	July 31, 2031

- Supplement Section 6.d. to confirm that all other uses of Purdue aircraft are in accordance with university- and Purdue Research Foundation-promulgated guidelines, protocols and procedures to comply with applicable government regulations, consistent with longstanding practice.

Requested Action. Compensation Committee and Board approval of the foregoing modifications are respectfully requested, together with delegated authority granted to the Board Chair and the Compensation Committee Chair to work with the Office of Legal Counsel to prepare the formal amendment document and to executive and deliver it once finalized.