

Annual General Meeting 2025

Report of the Supervisory Board

Supplementary documents for agenda item 1

Report of the Supervisory Board

In the 2024 financial year, the Supervisory Board carried out its duties with due diligence pursuant to the statutory requirements, articles of incorporation, and Company bylaws. The Supervisory Board monitored the work of the Management Board diligently and regularly. On the following pages, the Supervisory Board reports on its activities in the 2024 financial year.

Dear shareholders,

The 2024 financial year was a successful and eventful year for SUSS. It was successful in the sense that SUSS experienced outstanding development over the past financial year. The Group's revenue increased by 46.6 percent compared to the previous year, reaching a new all-time high of € 446.1 million. Never before has the Company built and delivered as many systems as in 2024. With an EBIT of € 75.1 million and an EBIT margin of 16.8 percent, the result for the past financial year is outstanding.

Thanks to the strong performance in 2024, SUSS has already achieved its mid-term targets for 2025 – namely, Group sales of € 400 million and an EBIT margin of 15 percent. It is worth noting that these targets still included the contribution of the MicroOptics segment, which was sold in January 2024. This development should therefore be regarded as a significant success. In the 2024 financial year, the Company was able to demonstrate the potential that lies within SUSS.

In addition to the operational success of our semiconductor equipment business, there were several notable events in 2024: the completion of the sale of the MicroOptics segment in January, the celebrations for the Company's 75th anniversary in the summer, the decision to establish a new site in Taiwan, and the launch of our new brand identity in the fall. The Supervisory Board has closely monitored these developments. The Supervisory Board has also overseen current and upcoming (regulatory) requirements and the associated challenges, such as preparing for the significantly increased demands in sustainability reporting.



Dr. David Dean,
Chairman of the Supervisory Board

In our supervisory work, we have closely monitored the overall economic and political developments as well as market trends in the semiconductor market and analyzed their impact on the Company. The Management Board regularly updated the Supervisory Board on the current business performance, the Company's net assets, financial position, and results of operations, as

well as ESG and sustainability topics. In addition to the Supervisory Board meetings, the Chair of the Supervisory Board was in close contact with the Management Board and informed himself about significant business transactions. Additionally, the Chair of the Audit Committee engaged in regular and in-depth exchanges with CFO Dr. Cornelia Ballwießer and the auditors from Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft, based in Düsseldorf with a branch in Munich, on topics related to financial reporting, the year-end audit, governance systems, and the review of non-financial reporting.

Continuous Dialogue with the Management Board

The Supervisory Board has once again fulfilled its duties, as required by law, the Articles of Incorporation, and the Company Bylaws, with the utmost diligence. To this end, the Management Board and the Supervisory Board have worked together in a spirit of trust, always in the best interest of the Company. The Supervisory Board monitored the Management Board throughout the financial year and provided guidance on corporate control. The communication between the Supervisory Board and the Management Board, whether in person or virtually, was constructive and characterized by focused and productive discussions.

The Supervisory Board was involved in all decisions that were of vital importance to the Company. The business development, financial situation, and strategic direction of the SUSS Group and its subsidiaries were regularly discussed by the Supervisory Board. The Management Board regularly informed the Supervisory Board through detailed written and oral reports on the intended business policy, corporate planning – particularly financial, investment, and personnel planning – and the strategy and developments in order intake, sales, liquidity, and earnings. The Supervisory Board always had the opportunity to critically examine the reports and proposals of the Management Board. Deviations in business performance from targets and plans, as well as measures to address these deviations, were explained in detail by the Management Board and reviewed by the Supervisory Board.

Even outside the Supervisory Board meetings, both I, as the Chairperson of the Supervisory Board, and the respective Chair of the committees maintained close contact with the Management Board. The Supervisory Board was comprehensively and promptly informed about current developments and significant business matters. The continuous briefing of the Chair of the Supervisory Board on significant business transactions, which were essential for assessing the Company's situation and business development, was always ensured.

The Supervisory Board discussed significant business transactions in detail with the Management Board. The Supervisory Board granted its approval for transactions requiring approval. In addition, the Supervisory Board regularly confirmed that the Management Board acted properly, lawfully, and appropriately. The Supervisory Board was given the necessary access to the Company's relevant business documents.

Meetings and Main Topics of Discussion

Eleven Supervisory Board meetings were held in 2024. Five of the meetings were regular sessions held on March 22, 2024, June 10, 2024, October 10, 2024, October 11, 2024, and December 5, 2024. The following table provides an overview of the individual meeting attendance of the Supervisory Board members.

Supervisory Board Meetings

Supervisory Board member	Attendance at meetings (during reporting period)	Of which: Attended in person	Of which: Attended virtually	Presence (during reporting period)
Dr. David Dean	11/11	7	4	100%
Dr. Myriam Jahn	11/11	6	5	100%
Dr. Bernd Schulte	11/11	8	3	100%
Jan Smits	11/11	5	6	100%
Prof. Dr. Mirja Steinkamp	11/11	7	4	100%

The incumbent Supervisory Board members participated in all Supervisory Board meetings and resolutions. In accordance with the recommendations of the German Corporate Governance Code (DCGK) to hold Supervisory Board meetings without the Management Board, the Supervisory Board also met without the Management Board on February 16, 2024, March 22, 2024, October 11, 2024, and December 5, 2024. In addition to the regular and extraordinary meetings, several resolutions were passed by written procedure.

The business development, financial situation, and strategic direction of SUSS MicroTec SE and its subsidiaries were regularly discussed. The Management Board provided the Supervisory Board with comprehensive information on corporate planning, strategic decisions, and developments in order intake, sales, earnings, and liquidity. In the regular meetings of the Supervisory Board, in addition to the recurring standard reports from the Management Board and the reports from the Supervisory Board committees, the following key topics were addressed.

In the regular Supervisory Board meeting on March 22, 2024, the annual financial statements prepared by the Management Board, the consolidated financial statements, and the combined management report of the Company and the Group, including the non-financial Group statement, were reviewed and approved by the Supervisory Board. This confirmed the adoption of the

annual financial statements. In addition, the compensation report for the 2023 financial year was discussed and approved. There was an in-depth exchange with the auditors regarding the key focus areas of the financial audit for the 2023 financial year.

Furthermore, the outlook for the 2024 financial year, as well as the changing reporting and corporate organization requirements due to the Corporate Sustainability Reporting Directive (CSRD), were discussed. Additionally, the agenda for the 2024 Shareholders' Meeting was approved.

In the second regular meeting on June 10, 2024, the Supervisory Board analyzed and discussed the corporate and location strategy of SUSS. The Supervisory Board discussed and approved new Company Bylaws for the Management Board, the Supervisory Board, and the Supervisory Board committees.

In the regular meeting on October 10, 2024, the discussions focused on the Company's corporate and portfolio strategy. In the meeting, the Management Board presented the corporate strategy and outlined various scenarios. The results serve as the basis for mid-term planning. As part of the presentation on strategy and strategic initiatives, the Supervisory Board received in-depth reports on the business units, sales and service, research and development, operations, and human resources, which were discussed with the Management Board.

In the regular meeting on October 11, 2024, the Supervisory Board focused on the internal organization of the committee, selected ESG topics, and the development of individual company locations.

In the final regular meeting of the year on December 5, 2024, the Supervisory Board discussed the budget plan for the 2025 financial year and reviewed the progress of strategy implementation. In the meeting, the Supervisory Board and the Management Board jointly issued the Declaration of Compliance regarding the German Corporate Governance Code (DCGK).

As in the previous year, the Supervisory Board also addressed, based on the findings and recommendations of the Audit Committee, the monitoring of the financial and non-financial reporting process, the effectiveness of the internal control system, the risk management system, the compliance management system, and internal auditing, as well as the independence of the external auditor.

The Supervisory Board also discussed the status and further development of corporate governance in the Company. In particular, compliance with the recommendations of the German Corporate Governance Code (DCGK) was discussed.

Committee Meetings
Personnel Committee

As of December 31, 2024, the Personnel Committee (which also serves as the Nomination and Compensation Committee) continued to consist of the Supervisory Board members Dr. David Dean (Chair), Dr. Myriam Jahn, and Jan Smits. The Personnel Committee deals with matters related to the Management Board and, in particular, prepares the Supervisory Board's personnel decisions. Furthermore, the Personnel Committee proposes suitable candidates to the Supervisory Board for its recommendations to the Shareholders' Meeting regarding the election of Supervisory Board members and regularly reviews the qualification profile for the Supervisory Board. The following table provides an overview of the individual meeting attendance of the members of the Personnel Committee.

The committee met for a regular session on December 2, 2024, and held extraordinary meetings on January 25, 2024, and February 8, 2024. The meetings were held in a virtual format. All members of the committee attended all meetings. In the first half of the year, the committee focused on long-term succession planning and the anticipated achievement of the sustainability-related variable compensation components of the Management Board's remuneration. The committee determined the achievement level of the sustainability-related targets for the Management Board's short-term variable compensation (STI) and long-term variable compensation (LTI) in preparation for the full Supervisory Board. In the second half of the year, the committee developed the sustainability targets for the STI and LTI of the Management Board's compensation for the 2025 financial year and the 2025–2027 period.

Meetings of the Personnel Committee

Supervisory Board member	Attendance at meetings (during reporting period)	Of which: Attended in person	Of which: Attended virtually	Presence (during reporting period)
Dr. David Dean	3/3	–	3	100%
Dr. Myriam Jahn	3/3	–	3	100%
Jan Smits	3/3	–	3	100%

Audit Committee

As of December 31, 2024, and continuing thereafter, the Audit Committee consisted of Prof. Dr. Mirja Steinkamp (Chair), Dr. David Dean, Dr. Bernd Schulte, and Jan Smits. The Audit Committee primarily deals with issues related to financial reporting, risk management, the internal control system, internal auditing, and the compliance management system, as well as the financial statement audit. In particular, it focuses on the selection and independence of the external auditor, the quality of the audit, and the fee agreement.

The Audit Committee discusses with the auditor the assessment of the audit risk, the audit strategy, the audit planning, and the audit results. The Chair of the Audit Committee regularly discussed the progress of the audit with the auditor and reported on this to the committee. The Audit Committee also met with the auditor without the presence of the Management Board.

The Audit Committee remained apprised of business development through regular review of the management reporting during the year. The five regular meetings of the Audit Committee in the reporting year took place on February 15, 2024, March 14, 2024, May 2, 2024, August 1, 2024, and November 4, 2024. All meetings were held in a hybrid format.

The following table provides an overview of the individual meeting attendance of the members of the Audit Committee.

Meetings of the Audit Committee				
Supervisory Board member	Attendance at meetings (during reporting period)	Of which: Attended in person	Of which: Attended virtually	Presence (during reporting period)
Prof. Dr. Mirja Steinkamp	5/5	3	2	100%
Dr. David Dean	5/5	4	1	100%
Jan Smits	4/5	-	4	80%
Dr. Bernd Schulte	5/5	4	1	100%

The meeting in the first quarter focused on the audit of the financial statement. The focus was on reviewing and auditing the annual financial statements of the individual entities, the consolidated financial statements, including the condensed Management Report for the Company and the Group according to HGB and IFRS, as well as the audit of non-financial reporting in preparation for the Supervisory Board meeting to adopt the financial statements. The Audit Committee also addressed the internal control system, the early risk detection system, the risk management system, the compliance management system, and internal auditing, as well as the assessment of the effectiveness of these five governance systems.

In the second quarter, the Audit Committee discussed with the Management Board the quarterly statement for the first quarter of 2024 and the initial forecast for the current financial year. The Audit Committee and the Management Board reviewed the preparation process and audit of the annual and consolidated financial statements, including the condensed Management Report and non-financial reporting, and derived improvements for the following year. Furthermore, the committee discussed the status of preparations for sustainability reporting in accordance with the European Sustainability Reporting Standards (ESRS).

In the third quarter, the Audit Committee focused on the Interim Report as of June 30, 2024, the risk management system, the internal audit system, and the progress in preparing sustainability reporting in accordance with the Corporate Sustainability Reporting Directive (CSRD) in 2024.

In the fourth quarter, the committee discussed the quarterly statement for the third quarter of 2024, the third forecast for the financial year, and the auditors' current audit approach, including the status of the audit of non-financial reporting. Furthermore, the committee discussed the tender process for the financial statement audit for the 2025 financial year. The Audit Committee also received an update on the further development of the risk management system, the compliance management system, and internal auditing. In addition, the Supervisory Board defined the key audit areas for the 2024 audit of the annual and consolidated financial statements. Additionally, the provision of non-audit services by the external auditors was discussed.

ESG Committee

As of December 31, 2024, and continuing thereafter, the ESG Committee (Sustainability Committee) consisted of the Supervisory Board members Dr. Myriam Jahn (Chair), Jan Smits, and Prof. Dr. Mirja Steinkamp. The Sustainability Committee is responsible for monitoring and advising on the Company's environmental and sustainability programs as well as monitoring and advising

on social and governance guidelines. In 2024, the committee focused extensively on the impact of the Corporate Sustainability Reporting Directive (CSRD) on SUSS and the implementation of measures to align reporting with the requirements of the European Sustainability Reporting Standards (ESRS).

Meetings of the ESG Committee

Supervisory Board member	Attendance at meetings (during reporting period)	Of which: Attended in person	Of which: Attended virtually	Presence (during reporting period)
Dr. Myriam Jahn	3/3	2	1	100%
Jan Smits	3/3	-	3	100%
Prof. Dr. Mirja Steinkamp	3/3	2	1	100%

During the reporting period, three regular meetings of the Sustainability Committee were held. All meetings were held in a hybrid format. In addition to the topics already mentioned, the committee's March meeting focused on SUSS's sustainability strategy, the development of key sustainability-related metrics, and various sustainability programs and initiatives. In the September meeting, the committee discussed the progress toward achieving the sustainability targets linked to the Management Board's remuneration. Furthermore, the committee discussed the impact of AI applications on the Company and the related aspects of corporate governance. In the December meeting, the discussions focused on regulatory requirements in the areas of IT, digitalization,

and data organization, including the Cyber Resilience Act, NIS2, and the EU Data Act. Furthermore, the Company's emissions accounting and the results of the first Company-wide employee survey were presented and discussed.

Corporate Governance and Declaration of Compliance

As usual, the Supervisory Board dealt with corporate governance and compliance issues in the past financial year. In December 2024, the Declaration of Compliance for the year 2024 was adopted, stating that there were no deviations from the current version of the German Corporate Governance Code. The declaration, along with the statements from previous years, has been published on the Company's website. Further information on corporate governance within the Company can be found in the Corporate Governance Declaration. A detailed report on the amount and structure of the remuneration of the Management Board and Supervisory Board can be found in the Remuneration Report. On February 16, 2024, the Supervisory Board conducted its annual self-assessment and analyzed how effectively the full board and its committees fulfill their responsibilities. This is reported in detail in the Corporate Governance Declaration.

In the 2024 reporting year, there continued to be no consultancy agreements or other service or labor contracts between the members of the Supervisory Board and the Company. Conflicts of interest involving Management Board or Supervisory Board members, which must be promptly disclosed to the Supervisory Board, were not reported during the 2024 financial year.

Audit of the Annual and Consolidated Financial Statements

Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft, based in Düsseldorf, with a branch in Munich, audited the annual financial statements of SUSS MicroTec SE as of December 31, 2024 prepared in accordance with the provisions of the German Commercial Code (HGB) and the consolidated financial statements as of December 31, 2024 prepared in accordance with International Financial Reporting Standards (IFRS) as well as the combined management report for the Company and the Group for fiscal year 2024 and has issued an unqualified audit opinion in each case. The consolidated financial statements were prepared in accordance with Section 315e HGB on the basis of the International Financial Reporting Standards (IFRS) as adopted by the EU. The Group Sustainability Statement of SUSS, which is part of the combined management report and uses the European Sustainability Reporting Standards (ESRS) provided by the Corporate Sustainability Reporting Directive (CSRD) as a framework, was subjected to a voluntary limited assurance engagement by the auditor and received an Auditor's report.

The auditor conducted the audit in compliance with German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer in Deutschland e.V. (IDW).

The audit reports of Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft, based in Düsseldorf with a branch in Munich, were made available to all members of the Supervisory Board in a timely manner and were thoroughly discussed in the Supervisory Board's balance sheet meeting on March 21, 2025, in the presence of the auditor. The auditor reported on the key findings of the audit. In particular, the auditor provided explanations on the net assets, financial position, and results of operations of the Company and the Group and was available to the Supervisory Board in order to provide additional information. The auditor also elaborated on the scope, key findings, and costs of the audit. Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft, based in Düsseldorf with a branch in Munich, was first appointed as the auditor for SUSS for the 2022 financial year. The lead auditor for the 2024 financial year was the auditor Tibor Abel, who was responsible for the audit of the financial statements and consolidated financial statements of SUSS alongside the auditor Valerie Knaack. Ms. Knaack conducted the audit for SUSS MicroTec SE for the second time, while Tibor Abel audited the Company for the third time.

The key audit matters for the SUSS Group's annual financial statements were determined to be the assessment of the impairment of goodwill and the deconsolidation of SUSS MicroOptics S.A.

Based on its own review of the annual and consolidated financial statements, the condensed Management Report for the Company and the Group, and the Management Board's proposal for the allocation of profits, the Supervisory Board raised no objections and took note of the results of the audit by Baker Tilly with approval. In its meeting on March 21, 2025, the Supervisory Board approved the annual financial statements, the consolidated financial statements, and the condensed management report of SUSS MicroTec SE and the Group for the 2024 financial year, as prepared by the Management Board. The annual financial statements have thus been adopted. The Supervisory Board has endorsed the Management Board's proposal for the allocation of profits.

Composition of the Management and Supervisory Boards

In the past year, there were no changes in the composition of the Management Board or the Supervisory Board of SUSS MicroTec SE. As stipulated in the Articles of Incorporation, the Management Board consisted of three members during the financial year. In the reporting year, the Management Board consisted of Burkhardt Frick as Chief Executive Officer (CEO), Dr. Cornelia Ballwießer as Chief Financial Officer (CFO), and Dr. Thomas Rohe as Chief Operations Officer (COO).

The Supervisory Board consisted of five members during the financial year. The Chair of the Supervisory Board was Dr. David Dean. The Deputy Chair was Dr. Myriam Jahn. The other members of the Supervisory Board were Jan Smits, Dr. Bernd Schulte, and Prof. Dr. Mirja Steinkamp. In accordance with Section 100 (5) of the German Stock Corporation Law (AktG), Dr. David Dean was appointed as an expert for financial reporting and Prof. Dr. Mirja Steinkamp as an expert for auditing in the reporting period.

Education and Training of the Supervisory Board

The members of the Supervisory Board are responsible for the training and further education measures required for their tasks. These can include changes to the legal framework, technological developments, and sustainability issues. As in every year, the Supervisory Board members continued their education on current topics, with a focus on sustainability reporting under the Corporate Sustainability Reporting Directive (CSRD), responsible supply chains, IT, and cybersecurity, as well as the risks and opportunities of artificial intelligence applications.

Thanks

My special thanks once again go to all employees who made 2024 the most successful year in the Company's history. The outstanding operational performance of SUSS in 2024 would not have been possible without their dedication. With the conclusion

of the 2024 financial year, SUSS has already achieved its medium-term goals, which were set in 2018, one year ahead of our goal. We would like to highlight and sincerely thank all employees for their continuous dedication, which extends beyond the financial year and has made SUSS an important company in the global semiconductor industry.

I would like to thank the current members of the Management Board for their dedication and commitment in 2024, particularly for their significant efforts in implementing our new corporate strategy and successfully identifying a suitable location to expand production capacities in Taiwan.

Garching, Germany, March 2025

Signed

Dr. David Dean

Chairman of the Supervisory Board