

Additional Information pursuant to Section 176 (1) German Stock Corporation Law (AktG)

The common stock of SUSS MicroTec AG amounting to EUR 19,115,538 is divided into 19,115,538 voting shares. Since July 5, 2011, the shares are registered shares, up to this day they were made out to bearer. There are no distinct stock categories.

The Board of the Company is not aware of any restrictions on the voting rights or the transfer of shares.

As of the reporting date, there are no direct or indirect investments in the capital of SUSS MicroTec AG that exceed 10%.

No extraordinary rights of shareholders that grant controlling authority exist.

With the existing stock option plans, employees hold a stake in the Company's capital after exercising their options. The controlling rights that they thereby acquire are exercised immediately.

The rules for appointing members of the Management Board of SUSS MicroTec AG and asking them to step down are set out in Sections 84 et seq of the German Stock Corporation Law (AktG). The articles of incorporation do not include any additional provisions in this regard. The number of members of the Management Board is determined by the Supervisory Board in accordance with Section 7 of the articles of incorporation. The Supervisory Board may also appoint the Chief Executive Officer or the spokesperson for the Management Board and another member to serve as Deputy Chairman.

Changes to the articles of incorporation are governed by Sections 133 and 179 of German Stock Corporation Law (AktG). According to Section 26 (1) of the articles of incorporation in accordance with Section 179 (2) (2)(2) of German Stock Corporation Law (AktG), changes to the articles of incorporation can be decided by a simple majority of the share capital represented when the vote is taken. Under Section 17 (3) of the articles of incorporation in accordance with Section 179 (1)(2) of German Stock Corporation Law (AktG), the

Supervisory Board is authorized to resolve amendments to the articles of incorporation that affect only the wording.

Upon resolution by the Shareholders' Meeting on June 19, 2008, the Management Board has been authorized to increase the Company's nominal capital in the period through June 19, 2013 one or more times by up to a total of € 2,552,863 through the issuance of up to 2,552,863 new individual share certificates for cash or non-cash contributions with the approval of the Supervisory Board. Shares of common stock and/or non-voting preferred shares may be issued. The Management Board is also authorized to exclude the subscription rights of shareholders with the approval of the Supervisory Board and under certain conditions.

Upon resolution by the Shareholders' Meeting on June 21, 2011, the Management Board has been authorized to increase the Company's nominal capital in the period through June 21, 2016 one or more times by up to a total of € 6,500,000 through the issuance of up to 6,500,000 new individual share certificates for cash or non-cash contributions with the approval of the Supervisory Board. The Management Board is also authorized to exclude the subscription rights of shareholders with the approval of the Supervisory Board and under certain conditions.

As of the balance sheet day, one credit relationship with a volume of 2.5 million euros and limited to March 31, 2013, contains a right to extraordinary cancellation if there is a change of control and the parties have not reached a timely agreement regarding proceeding under possibly different conditions, for example with respect to interest, security, or other arrangements. The subsequent contract as of April 1, 2013 has a volume of 1.5 million euros and also includes this extraordinary right of termination. The other credit agreements are not subject to a change of control following a takeover bid.

There are no other significant agreements on the part of SUSS MicroTec AG subject to the condition of a change of control resulting from a corporate takeover bid.

No compensation agreements or similar with employees or members of the Management Board exist in the event of a corporate takeover bid.

We point out that the Annual Report of SUSS MicroTec AG as well as the Group Management Report describe the essential characteristics of the internal control and risk management system in relation to the financial reporting process in accordance with Section 289 (5) and Section 315 (2)(5) German Commercial Code (HGB).

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