

Requirements profile for the Supervisory Board

for SUSS MicroTec SE

(As of February 2025)

Requirements profile for the Supervisory Board of SUSS MicroTec SE

In compliance with the statutory requirements and recommendations of the German Corporate Governance Code (GCGC), the Supervisory Board of SUSS MicroTec SE (“Company”) has drawn up the following overall requirements profile for itself as a whole, consisting of a competence profile and diversity concept, including specific objectives for its composition.

Objectives of the Supervisory Board regarding its composition

The Supervisory Board of SUSS MicroTec SE strives for a composition that ensures qualified monitoring and consultation of the Management Board in the management of the company by the Supervisory Board at all times. Monitoring and advice also include sustainability issues.

Overall, the members of the Supervisory Board should have the knowledge, skills and professional experience required to properly perform the duties of a Supervisory Board in an internationally active, listed company in the semiconductor industry. It cannot be expected that each individual member of the Supervisory Board possesses all of the required knowledge and experience. In this context, a distinction must be made between the requirements for individual Supervisory Board members and the requirements for the composition of the Supervisory Board as a whole.

In addition to the individual requirements that apply to each member, there is a skills profile and a diversity concept for the Board as a whole. The Supervisory Board is of the opinion that diversity aspects play an important role for the effective work of the Supervisory Board - and therefore for the sustainable development of the company - in addition to professional and personal requirements. Different personalities, experiences and knowledge avoid groupthink, enable a more holistic approach and thus enrich the work of the Supervisory Board. In this respect, the following objectives serve as a guideline for long-term succession planning and the selection of suitable candidates and create transparency with regard to the key appointment criteria.

Against this backdrop, the Supervisory Board adopts the following objectives regarding its composition, taking into account the recommendations and suggestions of the GCGC:

Requirements for the individual members of the Supervisory Board

General requirements profile

Based on their personal and professional skills and experience, each Supervisory Board member should be able to perform the duties of a Supervisory Board member in an

internationally active, listed company and uphold the reputation of the SUSS Group in the public eye. With this in mind, every Supervisory Board member should fulfill the following requirements:

- Integrity and ethical behavior;
- Entrepreneurial thinking
- Willingness to perform;
- Analytical and structured thinking and foresight;
- Openness to innovative thinking and new ideas;
- Strong negotiation and argumentation skills;
- Social competence;
- Ability to work in a team;
- Understanding of cultural diversity.

These criteria are the basis for successful cooperation on the Supervisory Board. The Supervisory Board ensures that candidates fulfill all of these criteria to a high degree.

Availability and multiple mandates

Each member of the Supervisory Board is responsible for ensuring that they have sufficient time to properly perform their mandate. It should be noted that at least four ordinary Supervisory Board meetings are held each year, each of which requires appropriate preparation, sufficient time must be set aside for the examination of the annual and consolidated financial statements and, in the case of membership of one or more Supervisory Board committees, additional time is required. In addition, extraordinary meetings of the Supervisory Board or a committee may be necessary to deal with special issues and resolutions may need to be passed by way of circulation. Each member of the Supervisory Board should be prepared to be available at short notice with the necessary flexibility if urgent matters arise.

Supervisory Board members should comply with the limitation of Supervisory Board mandates recommended by the GCGC:

- A Supervisory Board member who is not a member of the Management Board of a listed company shall not hold more than a total of five Supervisory Board mandates at non-group listed companies or comparable functions, with one Supervisory Board chairmanship counting twice.
- A Supervisory Board member who is a member of the Management Board of a listed company should not hold more than two Supervisory Board mandates in non-group listed companies or comparable functions and should not chair the Supervisory Board of a non-group listed company.

Age limit for members of the Supervisory Board

As a rule, the members of the Supervisory Board should not be older than 75 years. This may be deviated from in justified individual cases.

Standard limit for length of membership

As a rule, the length of membership of the Supervisory Board should not exceed 12 years.

Requirements for the composition of the full committee

Professional knowledge and experience

Overall, the Supervisory Board should have the skills that are considered essential in view of the activities of the SUSS Group. In particular, this includes in-depth experience and knowledge in the following areas of expertise:

Senior-level management experience in a technology company, ideally in a medium-sized and international environment or as a member of the Management Board of a listed company;

Experience in the semiconductor and semiconductor equipment sector, or with the relevant customers and technologies;

International experience in the main sales markets of SUSS;

Expertise with strategy development and implementation in the technology sector, as well as with the resulting transformation processes;

Expertise in digitalization, IT, cyber security and artificial intelligence, as well as with the underlying business processes

Expertise in innovation, product design and R&D processes, as well as in the digitalization of products, solutions and processes

Experience in sales, marketing and after-sales service in the machinery and plant engineering business, in the sales markets relevant to SUSS

Expertise in production in the machinery and plant engineering business, including supply chain and quality management;

Experience of international HR planning and management, including talent management and organizational development;

Knowledge of relevant legal and regulatory background for business processes and products relevant to SUSS (national and international);

Experience with M&A, joint ventures, capital markets and business finance and their legal framework, especially for listed companies;

Experience of sustainability issues (ESG), including environmental and social governance (ESG - Environmental, Social, Governance);

Experience with corporate governance systems: Internal Control System (ICS), Compliance Management System and Risk Management System (CMS, RMS), as well as Internal Audit (IR);

Expertise in accounting, financial reporting and non-financial/sustainability reporting within the meaning of Section 100 (5) AktG;

Expertise in auditing and in the review of financial statements and auditing non-financial and sustainability reporting within the meaning of Section 100 (5) AktG

The Supervisory Board strives for a composition in which at least one member is available as a competent contact person for each of the aforementioned areas of expertise.

In addition, in view of the requirements of Section 100 (5) AktG, at least one member of the Supervisory Board must have expertise in the field of accounting (accounting expert) and at least one other member of the Supervisory Board must have expertise in the field of auditing (auditing expert); the members as a whole must be familiar with the sector in which the company operates. The expertise in the field of accounting should consist of special knowledge and experience in the application of accounting principles and internal control and risk management systems and the expertise in the field of auditing should consist of special knowledge and experience in auditing. Accounting and auditing also include sustainability reporting and its audit.

Diversity concept

The Supervisory Board strives for sufficient diversity in its composition with regard to gender, educational and professional background and age distribution, but also with regard to internationality, personality, expertise and experience, and takes the following criteria into account for its composition:

- The Supervisory Board as a whole should have a balanced age structure and thus provide for both younger, professional personalities and older, more professionally and life-experienced personalities on the Supervisory Board.
- When electing Supervisory Board members, it is important to ensure that, in addition to their suitability in terms of personal and professional competence, both male and female members are represented on the Supervisory Board. The composition must be based on the applicable legal requirements or on the defined targets based on the Act on Equal Participation of Women and Men in Leadership Positions.
- The Supervisory Board is made up of individuals who, in addition to their personal and professional expertise, also have a variety of educational and professional backgrounds - including technical, commercial, legal and other humanities training and professions.
- At least two of the shareholder representatives should have many years of international experience in the procurement and sales markets of SUSS.

Independence and conflicts of interest

In order to ensure independent advice and monitoring of the Management Board by the Supervisory Board, the Supervisory Board should include an appropriate number of independent shareholder representatives, including the Chairman of the Supervisory Board, the Audit Committee and the Personnel and Nomination Committee. A Supervisory Board member is considered independent if he or she is independent of the company, its Management Board and any controlling shareholder. When assessing the independence of its members, the Supervisory Board takes particular account of the recommendations and criteria of the GCGC.

In order to avoid (potential) conflicts of interest, the Supervisory Board should not include more than two former members of the company's Management Board and no persons who perform a board function or advisory tasks for major competitors of the company or who have a personal relationship with a major competitor.

Note: This is a translation of the Requirements Profile for the Supervisory Board of SUSS MicroTec SE. Every effort has been made to provide a faithful translation. However, only the German version is authoritative.

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