

# DESCRIPTION OF THE REMUNERATION SYSTEM FOR THE SUPERVISORY BOARD MEMBERS AND THE CORRESPONDING AMENDMENT TO THE ARTICLES OF INCORPORATION



The remuneration of the Supervisory Board of SUSS MicroTec SE is set out in Section 20 of the articles of incorporation. The Management Board and Supervisory Board propose the following resolution be adopted:

The remuneration for Supervisory Board Members set out in Section 20 of the articles of incorporation shall be revised as follows:

## “Section 20 Remuneration of the Supervisory Board

- (1) The Supervisory Board Members receive fixed annual remuneration of EUR 45,000.00. The Chairman of the Supervisory Board receives 2.0 times and the Deputy Chairman 1.5 times the remuneration granted in accordance with sentence 1. In addition, each Member of the Audit Committee receives an annual fixed remuneration of EUR 15,000.00, ~~and~~ each Member of the Personnel Committee receives an annual fixed remuneration of EUR 10,000.00 and each member of other committees formed by the Supervisory Board an annual fixed remuneration of EUR 10,000.00 per committee. The Chairpersons of the committees each receive 2.0 times the aforementioned amounts. If a Supervisory Board Member belongs ~~to more than one two~~ committees at the same time, only the committee membership with the highest remuneration is paid in addition to the fixed annual remuneration pursuant to sentence 1. If a Supervisory Board member is a member of more than two committees at the same time, only the membership of the two highest-paid committees shall be remunerated in addition to the fixed annual compensation pursuant to sentence 1.
- (2) In addition, each Supervisory Board Member receives meeting attendance compensation of EUR 1,000.00 for participating in meetings of the Supervisory Board and meetings of a committee of which he or she is a member such as face-to-face meetings, telephone or video conferences, or a corresponding connection. Multiple meetings (regardless of whether they are meetings for the Supervisory Board or committees) held on the same day are not remunerated more than once.
- (3) The Supervisory Board Members are included in a directors and officers liability insurance policy taken out by the Company for the benefit of the Members of the Management Board and Supervisory Board at standard market conditions.
- (4) The remuneration pursuant to sections 1 and 2 shall be payable after the close of the Shareholders' Meeting that resolves on the discharge of liability for the Supervisory Board for the respective past fiscal year. Supervisory Board Members who have been Members of the Supervisory Board or a committee for only part of the fiscal year shall receive pro rata remuneration for each month or part

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thereof of their service. Each Supervisory Board Member shall be reimbursed for expenses incurred in the performance of his or her duties. In addition, the Supervisory Board Members shall receive a refund of any value added tax payable on the reimbursement of expenses or the Supervisory Board remuneration to the extent that they are entitled to invoice the Company separately for the value added tax and exercise this right.”

Non-binding English Translation



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