

Profile of Skills and Expertise for the Supervisory Board of Pfeiffer Vacuum Technology AG

In accordance with the articles of association, the Supervisory Board of Pfeiffer Vacuum Technology AG consists of a total of six members composed, pursuant to the German One-Third Participation Act, of four shareholders to be elected at the Annual General Meeting (Ms. Ayla Busch, Chairwoman; Mr. Götz Timmerbeil, Vice Chairman; Mr. Filippo Th. Beck; Mr. Henrik Newerla) and two employee representatives (Mr. Manfred Gath; Mr. Matthias Maedler). In consideration of the legal requirements and recommendations of the German Corporate Governance Code (DCGK), the Supervisory Board has prepared a Profile of Skills and Expertise that applies to the body overall, including concrete goals for the composition of the Supervisory Board.

Overall, the Supervisory Board should embrace the business model of Pfeiffer Vacuum Technology AG and possess the knowledge, skills and experience necessary to properly supervise and advise the Management Board. At least one shareholder representative on the Supervisory Board and on the Audit Committee should possess sufficient knowledge of the sector in which the company operates. The individual members of the Supervisory Board should complement each other in terms of their expertise and professional experience, allowing the body to draw from the broadest possible reservoir of experience and diverse specialized knowledge. Members of the Supervisory Board should be open to innovation, new technologies and means of communication; share their experiences with each other; and support the integration of this experience into the Company's procedures. Crucial competencies and requirements for the Supervisory Board as a body overall are knowledge and experience in the following areas in particular:

- Research, development, manufacturing and sales in the product and technology areas relevant to Pfeiffer Vacuum Technology AG (especially **Ms. Ayla Busch, Mr. Manfred Gath, Mr. Matthias Maedler, Mr. Henrik Newerla**)
- Digitalization and IT (especially **Mr. Henrik Newerla**)
- Controlling and risk management (especially **Ms. Ayla Busch, Mr. Götz Timmerbeil**)
- Finance, accounting and auditing (especially **Mr. Götz Timmerbeil**)
- Legal, corporate governance and compliance (especially **Mr. Filippo Beck**)
- Human resources (mainly in relation to members of the Management Board) (especially **Ms. Ayla Busch**)

- Employee matters (especially **Ms. Ayla Busch, Mr. Manfred Gath, Mr. Matthias Maedler**)

In further developing the criteria that were previously used for selecting candidates for the Supervisory Board, and also in consideration of legal requirements and recommendations of the German Corporate Governance Code, the Supervisory Board has set the following goals for the board's composition:

- **Internationality:** The composition of the Supervisory Board should reflect the national and international orientation of Pfeiffer Vacuum Technology AG. In order to guarantee an appropriate level of internationality and thus accurately reflect the international orientation of Pfeiffer Vacuum Technology AG, the Supervisory Board has set a proportion of at least 50% for internationally oriented members of the Supervisory Board who should, in particular, have many years of international experience (especially **Ms. Ayla Busch, Mr. Filippo Beck, Mr. Henrik Newerla**).

- **Potential conflicts of interest:** In order to avoid potential conflicts of interest, the Supervisory Board has set the goal that at least half of the shareholder representatives on the Supervisory Board should not play an advisory or executive role with customers, suppliers, creditors or other third parties, nor have a business or personal relationship with the Company or its parts that could in its specific form constitute a conflict of interest. Should (potential) conflicts of interest arise in a specific situation, these will be solved by the Supervisory Board, e.g., through restriction of the flow of information, through abstention from voting or by not participating in discussions or elections.

- **Independence:** In order to guarantee independent advising and supervising of the Management Board by the Supervisory Board, the Supervisory Board has set the goal that at least half of the shareholder representatives in the Supervisory Board should be independent as defined in Item 5.4.2, Sentence 2 of the DCGK. In addition, the Supervisory Board should contain no more than two previous members of the Management Board of Pfeiffer Vacuum Technology AG. The employee representatives on the Supervisory Board do not count as non-independent members of the Supervisory Board as defined by Item 5.4.2, Sentence 2 of the DCGK solely on the basis of their employment relationship to Pfeiffer Vacuum Technology AG or a subsidiary of the Company (independent members of the Supervisory Board are currently: **Mr. Filippo Beck, Mr. Manfred Gath, Mr. Matthias Maedler, Mr. Henrik Newerla, Mr. Götz Timmerbeil**).

- **Availability:** Members of the Supervisory Board should have sufficient time to carry out their mandate as members with due regularity and care. For this reason, the Supervisory Board takes care to ensure, in the sense of Item 5.4.5 of the DCGK, that no member of the Supervisory Board who is also on the management board of another listed company, including the mandate as a

member of the Supervisory Board of Pfeiffer Vacuum Technology AG, holds more than three positions on the supervisory boards of listed companies or on supervisory boards of comparable companies outside of the Group.

• **Generational diversity and age limit:** The Supervisory Board takes care to ensure sufficient generational diversity among members of the Supervisory Board, and intends that at least half of the shareholder representatives on the Supervisory Board be 62 years old or younger at the time of their (re)election. The Supervisory Board has set the goal that only persons who are, at the time of the election, no more than 70 years old should be put forth as candidates for election to a full period of office. No member of the Supervisory Board was 70 years old or older at the time of their election.

• **Period of membership:** The Supervisory Board has set a specified limit of 15 years for the period of membership on the Supervisory Board. All members of the Supervisory Board fulfil this requirement, with the exception of Mr. Götz Timmerbeil; the Supervisory Board made an exception for him, since he possesses a high level of expertise and many years of knowledge of the Company, which the Supervisory Board would not like to forgo at this point in time and after the resolved changes to the Supervisory Board in the past three years.

• **Diversity:** The Supervisory Board aims to foster diversity in its staffing. This includes differences in professional background, experience and ways of thinking. The Supervisory Board will take care to appropriately consider women in its staffing; in January 2018, in accordance with legal requirements for a flexible women's quota pursuant to § 111 Sub-Para. 5 AktG, the Supervisory Board set a target of 16.67%, to be met by December 31, 2020. The Supervisory Board has already gone beyond its obligations in fulfilling this goal as there is one woman on the Supervisory Board (**Ms. Ayla Busch**).

The Supervisory Board currently fulfills the Profile of Skills and Expertise as well as the goals for its composition as specified above. Five of the six members of the Supervisory Board are independent, as defined by Item 5.4.2, Sentence 2 of the DCGK. Overall, the members of the Supervisory Board possess the specialized knowledge required to properly carry out their tasks as well as professional, analytical and industry-specific knowledge, skills and experience; they possess the necessary entrepreneurial vision and reflect the international orientation of Pfeiffer Vacuum Technology AG. Diversity of the Supervisory Board has been given appropriate consideration.

Beyond legal requirements, Company statutes and recommendations by the German Corporate Governance Code, the Supervisory Board's nominations of shareholder representatives for election by the Annual General Meeting should also consider the previously named goals and criteria and strive to fulfill the Profile of Skills and Expertise for the body overall. While it takes into account all circumstances of each specific case, the Company's interest is always a deciding factor in the Supervisory Board's election proposal to the Annual General Meeting.