

## **Profile of Skills and Expertise for the Supervisory Board of Pfeiffer Vacuum Technology AG Status March 22, 2021**

*In accordance with the Articles of Association, the Supervisory Board of Pfeiffer Vacuum Technology AG consists of a total of six members; its composition is determined in accordance with the One-Third Participation Act (Drittelbeteiligungsgesetz). It therefore comprises four shareholder representatives and two employee representatives. In 2018, the Supervisory Board developed a profile of skills and expertise for the entire body and defined therein specific objectives for its composition. Following an update in December 2020, which was limited to adjustments required as a result of the new version of the German Corporate Governance Code (GCGC), the Supervisory Board critically reviewed and adjusted the competence profile with a view to the end of the term of office of its incumbent members at the close of the 2021 Annual General Meeting. In the future, it will be worded as follows:*

The Supervisory Board as a whole shall embrace the business model of Pfeiffer Vacuum Technology AG and possess the knowledge, skills and experience required for the proper provision of qualified supervision of and advice to the Management Board. At least one shareholder representative on the Supervisory Board and the Audit Committee should possess particular knowledge of the sector in which the Company operates. In addition, at least one shareholder representative shall have expertise in the fields of accounting and auditing. The individual members of the Supervisory Board should complement each other in terms of their expertise and professional experience to such extent that the body can draw on as broad a range of experience and specialist knowledge as possible; the 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 operations. Key competencies and requirements for the Supervisory Board as a whole include, in particular, knowledge and experience in the following areas

- Innovation, research and development;
- Production and sales in the field of products and technologies relevant for the company;
- Digitization and IT;
- Controlling, Risk Management and Compliance;
- Finance, Accounting and Auditing;
- Human Resources expertise, in particular recruitment and development of managers as well as employee issues.

In further developing the criteria previously used for selecting Supervisory Board candidates, the Supervisory Board has set itself the following objectives for the Supervisory Board's composition, which also take into account the statutory requirements and the recommendations of the German Corporate Governance Code (GCGC):

- **Internationality:** The composition of the Supervisory Board should reflect the international orientation of the Company. The Supervisory Board has therefore set itself the goal that at least half of the shareholder representatives should have many years of international experience.
- **Potential conflicts of interest:** In order to avoid potential conflicts of interest, the Supervisory Board has set itself the goal that at least half of the shareholder representatives on the Supervisory Board should not assume an advisory or board function with customers, suppliers, creditors or other third parties, nor have a business or personal relationship with the Company or its executive bodies that could in its specific form constitute a conflict of interest.
- **Independence:** In order to assure independent advice to and supervision of the Management Board by the Supervisory Board, the Supervisory Board has set itself the objective that more than half of the shareholder representatives on the Supervisory Board are independent of the Company and its Management Board as recommended in C.7 of the German Corporate Governance Code (GCGC) and that at least one shareholder representative is independent of the controlling shareholder within the meaning of the recommendation in C.9 German Corporate Governance Code (GCGC). In addition, the Supervisory Board should contain no more than two previous members of the Management Board of Pfeiffer Vacuum Technology AG.
- **Availability:** Members of the Supervisory Board should have sufficient time to carry out their Supervisory Board mandate with due regularity and diligence. The members of the Supervisory Board should therefore only hold external mandates within the scope of recommendations C.4 and C.5 of the German Corporate Governance Code (GCGC).
- **Generational diversity and age limit:** The Supervisory Board aims to achieve a sufficient generation mix among the Supervisory Board members. At least half of the Supervisory Board members on the shareholder side should therefore be 62 years of age or younger at the time of their (re-)election. The Supervisory Board has also set itself the goal of only nominating candidates for election as Supervisory Board members for a full term of office who have not exceeded the age of 70 at the time of election.
- **Diversity:** The composition of the Supervisory Board shall take into account the principle of diversity. The aim is therefore to achieve a diversity of professional backgrounds, experience and ways of thinking on the Supervisory Board. In particular, the Supervisory Board should include an appropriate number of women; specifically, the Supervisory Board has therefore set itself the objective of having at least two women on the shareholder side.