

Declaration of Corporate Governance

AIXTRON is committed to the principles of transparent and responsible corporate governance aimed at creating sustainable value. Through appropriate management and supervision of the Company, we – the Executive Board and the Supervisory Board – aim to merit the trust placed in us by our shareholders, the financial markets, our customers, business partners, employees, and the general public. We are convinced that this approach to corporate governance, as well as the responsible actions of our employees, are an essential basis for the success of our Company.

The Declaration of Corporate Governance in accordance with Sections 289f, 315d of the German Commercial Code (“Handelsgesetzbuch”, HGB), as well as the current Declaration of Conformity in accordance with Section 161 of the German Stock Corporation Act (“Aktengesetz”, AktG) as adopted by the Executive Board and the Supervisory Board in February 2023, are permanently available on our website at [Investors/Corporate Governance](#).

Declaration of Conformity

The German Corporate Governance Code (“Deutsche Corporate Governance Kodex”, DCGK) was revised during the year under review. The new version dated April 28, 2022 became the basis for the Declaration of Conformity upon publication in the Federal Gazette on June 27, 2022 (“GCGC 2022”). The Executive Board and the Supervisory Board of AIXTRON SE declare that AIXTRON SE has complied with the recommendations of the GCGC 2022 and will continue to comply with them in the future with the following exception:

Consideration of the higher time commitment of the Chair and Deputy Chair of the Supervisory Board as well as the Chair and the members of committees in Supervisory Board compensation (G.17 GCGC 2022)

According to G.17 GCGC 2022, the remuneration of Supervisory Board members shall take into account, in an appropriate manner, the higher time commitment of the Chair and the Deputy Chair of the Supervisory Board as well as of the Chair and the members of committees. The Supervisory Board remuneration resolved by the Annual General Meeting on May 16, 2018, only takes into account the Chair and Deputy Chair of the Supervisory Board and the Chair of the Audit Committee in addition to membership of the Supervisory Board.

Further consideration of the Deputy Chair of the Audit Committee, Chair or Deputy Chair of other committees, and membership of committees is not deemed appropriate, as the time and effort involved in these activities is already adequately covered by the Supervisory Board remuneration.

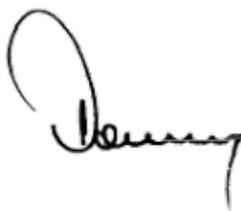
Herzogenrath, February 27, 2023

AIXTRON SE

The Executive Board of AIXTRON SE



Dr. Felix Grawert
Chairman



Dr. Christian Danninger
Member



Dr. Jochen Linck
Member

For the Supervisory Board of AIXTRON SE



Kim Schindelhauer
Chairman of the Supervisory Board