

CORPORATE GOVERNANCE

LONG-TERM VALUE CREATION AND EFFICIENT COOPERATION

The principles of responsible and good corporate governance guide the actions of the LPKF Group's management and supervisory bodies. The following statements apply to LPKF Laser & Electronics SE (also referred to below as "LPKF SE") and its Group companies unless otherwise stated below. This chapter contains the corporate governance declaration pursuant to Sections 289f and 315d of the German Commercial Code (HGB). The corporate governance declaration for the company and the Group is part of the combined management and Group management report. The Management Board and the Supervisory Board also report on corporate governance at LPKF in this chapter.

DECLARATION ON CORPORATE MANAGEMENT

Declaration of compliance pursuant to Section 161 of the German Stock Corporation Act dated 16 February 2023

The Management Board and the Supervisory Board declare that LPKF Laser & Electronics SE (hereinafter "LPKF") has complied with all recommendations of the German Corporate Governance Code (hereinafter "Code") in the version dated April 28, 2022, as published by the Federal Ministry of Justice in the official section of the Federal Gazette since the update of its last regular Declaration of Conformity dated February 16, 2023, on October 24, 2023, and will continue to comply with them in the future.

In the period between the last regular Declaration of Conformity dated February 16, 2023 and the update of the Declaration of Conformity on October 24, 2023, LPKF complied with the recommendations of the Code with the following exceptions:

RECOMMENDATION ON THE CHAIRMANSHIP OF THE AUDIT COMMITTEE (CODE ITEM D.3, SENTENCE 5)

The Supervisory Board had established an Audit and Risk Committee, which complied with all but one of the Code's recommendations regarding the Audit Committee. There was one deviation from the recommendation that the Chairman of the Supervisory Board should not chair the Audit Committee.

In the opinion of the Supervisory Board, the Chairman of the Supervisory Board, Jean-Michel Richard, fully met the special professional requirements of the role of Chairman of the Audit Committee due to his professional background and practical experience and was best suited to this role among the incumbent members of the Supervisory Board until the election of Ms. Alexa Hergenröther.

The deviation from Code item D.3 sentence 5 no longer applies because the Chair of the Audit, Risk and ESG Committee is no longer held by the Chair of the Supervisory Board, but by Alexa Hergenröther since July 20, 2023.

RECOMMENDATIONS ON THE REMUNERATION OF THE MANAGEMENT BOARD (CODE ITEMS G.1 TO G.16)

The remuneration system for the Management Board approved by the Annual General Meeting on May 20, 2021 and the Management Board contracts concluded on this basis complied with the recommendations of the Code in sections G.1 to G.16 with the following exceptions:

- Contrary to section G.1, the remuneration system did not specify the relative share of fixed remuneration on the one hand and short-term variable and long-term variable remuneration components on the other in the target total remuneration. With regard to the long-term variable remuneration, the remuneration system only stipulated a basic amount of 50% of the annual fixed salary (excluding fringe benefits). A relative share for the short-term variable remuneration was not defined in the remuneration system, but in the service contracts of the current members of the Management Board. The target amount of the short-term variable remuneration was also set at 50% of the annual fixed salary (excluding fringe benefits). In accordance with the service contracts, the short-term variable and long-term variable remuneration - measured against the target direct remuneration - were therefore equally weighted.
- Contrary to section G.6, the variable remuneration resulting from the achievement of long-term targets did not exceed the share of short-term targets and, contrary to section G.10, sentence 1, the variable remuneration amounts were not predominantly invested in shares or granted on a share-based basis. In accordance with the employment contracts of the members of the Management Board, the short-term variable remuneration and the long-term variable remuneration to be invested in shares were each weighted equally at 50% - measured against the target direct remuneration. Due to the incentive effect, the Supervisory Board considered an equal weighting of the short-term and long-term variable remuneration components to be appropriate.
- The recommendation in section G.11 to take account of extraordinary developments within an appropriate framework and to be able to withhold or reclaim variable remuneration in justified cases, was taken into account by the reduction option in accordance with Section 87 (2) AktG and, in financial terms, in the case of long-term remuneration, by the obligation to invest granted tranches of the long-term bonus in full in shares of the company after deduction of taxes and to hold them for at least three years. The previous remuneration system thus also created a stronger link between the variable long-term remuneration and the company's performance. The financial value of the variable long-term remuneration for the Management Board was directly linked to the value of the company as measured by the share price. Any further possibility of reclaiming the remuneration granted in this way was deemed impracticable, as the Management Board would have had to sell the acquired shares again in order to be able to implement a corresponding reclaim claim. Due to this

special feature of the long-term bonus program, the Supervisory Board decided not to include an additional claw-back option in the narrower sense in order to avoid double discrimination.

The remuneration system for the members of the Management Board approved by the Annual General Meeting on May 17, 2023 and the Management Board service contracts updated since September 15, 2023 now fully comply with the recommendations in Code sections G.1 to G.16.

RECOMMENDATION ON SEPARATE REMUNERATION FOR MEMBERSHIP OF SUPERVISORY BOARD COMMITTEES (CODE ITEM G.17)

The provisions of the Articles of Association on the remuneration of Supervisory Board members took into account the greater time commitment of the Chairman and Deputy Chairman of the Supervisory Board and the chairmen of the committees. However, in deviation from item G.17, simple membership of the committees was not taken into account separately in the remuneration, as it was initially not possible to adequately estimate the time required for this.

On May 17, 2023, the Annual General Meeting resolved a remuneration for Supervisory Board members that also takes into account the separate remuneration for membership of Supervisory Board committees, meaning that there has been no deviation from the recommendation in Code item G.17 since it came into force.

Garbsen, 20 February 2024

On behalf of the Supervisory Board



Jean-Michel Richard

On behalf of the Management Board



Dr. Klaus Fiedler

REMUNERATION REPORT AND REMUNERATION SYSTEMS

The remuneration report for the 2023 financial year, the auditor's report on the audit of the remuneration report, the applicable remuneration systems for the members of the Management Board and Supervisory Board, and the most recent resolutions of the Annual General Meeting on the remuneration systems of the Management Board and Supervisory Board and the remuneration of the Supervisory Board are available on LPKF Laser & Electronics SE's website at www.lpkf.com/en/investor-relations/corporate-governance.

INFORMATION ON RELEVANT CORPORATE GOVERNANCE PRACTICES

RISK MANAGEMENT

The Management Board of LPKF SE has set up a Group wide reporting and control system to record, assess, monitor and manage risks. The internal control system and the risk management system also cover sustainability-related objectives including processes and systems for collecting and processing sustainability related data and comprise a compliance management system. The system is continuously evolving and adapted to changing conditions and periodically reviewed by the auditor. The Management Board regularly informs the Supervisory Board and more specifically its Audit, Risk and ESG Committee about existing risks and their development. Details on risk management in the LPKF Group are presented in the risk report as part of the Group management report. This contains the report on the entire internal control and risk management system, including a statement on the appropriateness and effectiveness of these systems.

COMPLIANCE – FUNDAMENTALS OF ENTREPRENEURIAL ACTION AND MANAGEMENT

Sustainable economic, environmental and social action that complies with applicable law is an essential element of LPKF's corporate culture. This includes trust, respect and integrity in dealing with each other. It is expressed in exemplary conduct towards employees, business partners, shareholders and the public. LPKF defines compliance as adherence to the law, the Articles of Association and internal regulations as well as voluntary commitments. LPKF SE attaches particular importance to raising awareness of compliance among all employees in the Group. Compliance is anchored in internal processes and a Group-wide compliance structure has been established. Employee training is provided on the Group-wide Compliance Code and on general compliance topics. In this way, potential breaches in compliance can be prevented for the benefit of the entire Group. The Compliance Office holds regular meetings in which current topics are discussed, if necessary also with the specialist officers. Reliable reporting channels for internal and external stakeholders help to ensure that possible irregularities can be reported confidentially, also anonymously if desired. In order to uncover any breaches in compliance, LPKF provides internal and external whistleblower communication channels for contacting the company, which are listed on the homepage (www.lpkf.com/en/company/compliance-management). Both the Compliance Officer and an independent lawyer can be reached through these channels in total confidence and confidentiality if this is required. Other contact points for employees can be found in the Compliance Code, on the intranet and on notice boards in the company. Group auditing, which is carried out by a reputable and internationally recognized auditing company as an

external service provider, also plays an important role in ensuring compliance. The corresponding audits are also used with regard to the further development of the internal control system.

WORKING METHODS AND COMPOSITION OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD AND THEIR COMMITTEES

LPKF SE is a publicly listed European Company (Societas Europaea, SE) and has a dual management system with a Management Board and a Supervisory Board.

The Management Board and the Supervisory Board of LPKF SE work closely together in managing and monitoring the company.

MANAGEMENT BOARD

The Management Board of LPKF SE consists of two members with one acting as Chief Executive Officer (CEO). The specific composition of the Management Board in the 2023 financial year as well as the disclosures pursuant to Section 285 no. 10 of the German Commercial Code can be found in the combined management and group management report in this Annual Report. As the management body, it is the responsibility of its members to manage the company's business with the aim of creating long-term sustainable value and in the company's best interests. The Management Board systematically identifies and assesses the risks and opportunities associated with social and environmental factors, as well as the ecological and social impacts of the activities of LPKF SE. In addition to long-term economic objectives, the corporate strategy also gives appropriate consideration to ecological and social objectives. Corporate planning includes corresponding financial and sustainability-related objectives.

The Management Board performs its management duties as a collegial body. Notwithstanding the overall responsibility, the individual Management Board members manage the departments assigned to them on their own responsibility within the framework of the Management Board resolutions. The allocation of responsibilities between the Management Board members is set out in the business distribution plan. Information on areas of responsibility as well as curricula vitae of the Management Board members are available on the company's website at www.lpkf.com/en/company/management. The Management Board meets regularly for joint meetings.

The rules of procedure for the Management Board are available on the company's website (www.lpkf.com/en/investor-relations/corporate-governance).

SUPERVISORY BOARD

The Supervisory Board consists of five members elected by the Annual General Meeting by way of individual election. The specific composition of the Supervisory Board in the 2023 financial year as well as the disclosures pursuant to Section 285 no. 10 of the German Commercial Code can be found in the combined management and group management report

in this Annual Report. CVs of the Supervisory Board members are available on the company's website at www.lpkf.com/en/company/management.

The Supervisory Board advises and monitors the Management Board in the management of the company, including sustainability issues. It is involved in strategy and planning as well as in all issues of fundamental importance to the company. The Articles of Association and the rules of procedure require the Management Board to obtain the approval of the Supervisory Board for major business transactions. The chairman of the Supervisory Board coordinates the work of the Supervisory Board, chairs its meetings and represents the interests of the board externally.

The Management Board informs the Supervisory Board promptly and comprehensively in writing as well as in the regular meetings about the planning, the business development and the situation of the Group, including matters related to risk management and compliance. In the event of significant incidents and if required, an extraordinary meeting of the Supervisory Board is convened. The Supervisory Board has established rules of procedure for its own work. The rules of procedure for the Supervisory Board are available on the company's website (www.lpkf.com/en/investor-relations/corporate-governance).

As a matter of principle, on an annual basis, the Supervisory Board reviews how effectively the Supervisory Board and its committees perform their duties. A survey is prepared with detailed questions and sent to all members of the Supervisory Board. The survey contains questions on the organizational, personnel and content-related performance of the body and on the structure and processes of cooperation in the Supervisory Board and its committees, as well as on the provision of information, in particular by the Management Board. The last self-assessment of the work of the Supervisory Board and its committees took place by means of a survey in December 2023. The results of the review were presented and discussed in the Supervisory Board and confirmed professional, constructive cooperation within the Supervisory Board and its committees as well as with the Management Board. The results also confirmed the efficient organization and conduct of meetings and appropriate provision of information.

LPKF SE has taken out directors' and officers' liability insurance (D&O insurance) for all members of the Management Board and Supervisory Board.

When proposing candidates for election to the Supervisory Board, attention shall be paid to the knowledge, skills and professional experience required to perform the duties, as well as to diversity in composition in line with the objectives for the composition of the Supervisory Board set out below. For its proposals for the election of new Supervisory Board members to the Annual General Meeting, the Supervisory Board shall ascertain from the respective candidate that he/she is able to devote the expected amount of time.

Detailed CVs of all Supervisory Board members are published on the company's website.

SUPERVISORY BOARD COMMITTEES

The Supervisory Board has formed an Audit, Risk and ESG Committee, a Remuneration and Nomination Committee and a Strategy Committee.

The Audit, Risk and ESG Committee consists of three Supervisory Board members, currently Alexa Hergenröther (Chairwoman), Jean-Michel Richard and Anka Wittenberg.

The members of the Audit, Risk and ESG Committee are, as a group, familiar with the sector in which the company operates.

Alexa Hergenröther is independent and, due to her training in business administration and as a tax advisor, her professional background as a manager and, in particular, her experience as Chairwoman of the Audit and Risk Committee of listed company SMA Solar Technology AG, is a recognized financial expert with particular knowledge and experience in the areas of auditing and accounting, including specific knowledge and experience in applying accounting principles and internal control and risk management systems, and in the area of ESG, with accounting and auditing also including sustainability reporting and its audit and assurance.

Jean-Michel Richard is also independent and a recognized financial expert who, due to his professional background and his practical experience as Chairman of the Audit Committee of other international enterprises and, inter alia, former CFO of Dialog Semiconductor Plc, has extensive expertise in the area of accounting, including specific knowledge and experience in applying accounting principles and internal control and risk management systems, and in the area of auditing of financial statements, with accounting and auditing also including sustainability reporting and its audit and assurance.

As a chair and non-executive director in various national, international and global roles and due to her degree in economics, Anka Wittenberg, who is also independent, has particular knowledge in the area of auditing. She also has many years of experience in the areas of sustainability, ESG and CSR, both in terms of implementation as well as from a strategic and financial perspective.

Meetings of the Audit, Risk and ESG Committee take place at least once every calendar quarter.

The Audit, Risk and ESG Committee deals with the review of the accounting, the monitoring of the accounting process, the effectiveness of the internal control system, the risk management system and the internal audit system, as well as the audit of the financial statements and compliance, and prepares the resolutions of the Supervisory Board required in this context. The accounting includes in particular the consolidated financial statements and the Group management report (including any CSR reporting), any interim financial information and the separate financial statements in accordance with the German Commercial Code (HGB).

The Audit, Risk and ESG Committee prepares the Supervisory Board's proposal to the Annual General Meeting on the election of the auditor and the Supervisory Board's decision on the determination of key audit areas, the award of the audit contract to the auditor and the fee agreement. To this end, it also deals with the prescribed independence of the auditor. The Audit, Risk and ESG Committee decides on whether to approve the provision of permissible non-audit services by the auditor and regularly assesses the quality of the audit. It also prepares the selection and commissioning of any external audit of any non-financial (Group) statement or separate non-financial (Group) report by the Supervisory Board. The Audit, Risk

and ESG Committee discusses with the auditor the audit risk assessment, the audit strategy and audit planning, and the audit results. The Chairwoman of the Audit, Risk and ESG Committee regularly discusses the progress of the audit with the auditor and reports thereon to the committee. The Audit, Risk and ESG Committee consults with the external auditors on a regular basis without the Management Board.

The Audit, Risk and ESG Committee issues recommendations to the Supervisory Board to facilitate and prepare the decision of the Supervisory Board on the approval of the annual financial statements and the approval of the consolidated financial statements.

Furthermore, the Audit, Risk and ESG Committee also deals with environmental, social, governance, sustainability, health and safety, and social responsibility topics (together the "ESG topics"). It advises the Supervisory Board and the Management Board on ESG topics, and monitors and mentors the measures taken by the Management Board to implement them. In particular, it is responsible for preparing for the Supervisory Board's audit of reporting on ESG topics, particularly as part of the non-financial (Group) statement or the separate non-financial (Group) report.

The Remuneration and Nomination Committee consists of three Supervisory Board members, currently Anka Wittenberg (Chairwoman), Jean-Michel Richard and Dr. Dirk Rothweiler. Meetings of the Remuneration and Nomination Committee are held at least twice per calendar year. The Remuneration and Nomination Committee facilitates and prepares the Supervisory Board's decisions on Management Board members, in particular by making proposals for the appointment, reappointment and dismissal of Management Board members. In addition, the Remuneration and Nomination Committee prepares long-term succession planning for the Management Board on behalf of the Supervisory Board, deals with personnel policy and the principles and structures of personnel development and planning in the area of executives and consults with the Management Board and the Supervisory Board on these issues.

The Remuneration and Nomination Committee prepares the Supervisory Board's resolution on the remuneration system for the Management Board and reviews it regularly. It also reviews and assesses the appropriateness of the total remuneration of the individual members of the Management Board as well as the determination and review of the targets for variable remuneration by the Supervisory Board and prepares the respective resolutions of the Supervisory Board as well as the Supervisory Board's resolution on the remuneration report to be prepared annually. The Remuneration and Nomination Committee nominates suitable candidates to the Supervisory Board for its proposals to the Annual General Meeting for the election of Supervisory Board members.

The Strategy Committee consists of three Supervisory Board members, currently Dr. Dirk Rothweiler (Chairman), Prof. Ludger Overmeyer and Alexa Hergenröther. Meetings of the Strategy Committee are held at least twice per calendar year. The Strategy Committee advises the Management Board on fundamental issues pertaining to corporate strategy and the company's ongoing strategic development as well as on projects of strategic relevance and prepares Supervisory Board resolutions on such matters, particularly Supervisory Board resolutions on acquisitions, investments, divestments or changes in company structure

requiring the approval of the Supervisory Board in accordance with the Articles of Association or Management Board rules of procedure or as determined by the Supervisory Board.

SETTING TARGETS FOR THE PROPORTION OF FEMALE MEMBERS ON THE SUPERVISORY BOARD, THE MANAGEMENT BOARD AND THE TWO MANAGEMENT LEVELS BELOW THE MANAGEMENT BOARD

As a listed European Company not subject to the German Co-Determination Act, LPKF SE is legally obliged to set targets for the proportion of women on the Supervisory Board, the Management Board and the two management levels below the Management Board.

On 27 February 2019 the Supervisory Board set a target of 1/3 (or 33.33%) for the proportion of women on the Supervisory Board and a target of 0% for the proportion of women on the Management Board. The deadline for achieving both targets was 26 February 2024. On this date, the proportion of women on the Supervisory Board reached 40% and thus exceeded the target set. The proportion of women on the Management Board was 0% on the reporting date, thus corresponding to the target.

With effect from 20 February 2024, the Supervisory Board set new targets of 40% for the proportion of women on the Supervisory Board and a target of zero (corresponding to a target rate of 0%) for the proportion of women on the two-member Management Board. The proportion of women on the Supervisory Board also reached 40% on this date, thus exceeding the target set. The proportion of women on the Management Board was 0% on that date, thus corresponding to the target. Should the Management Board be expanded in future, the Supervisory Board will review the targets and intends in such a case to set a new target of at least one woman on any Management Board with more than two members. On March 18, 2024, the Supervisory Board extended the resolution of February 20, 2024 to the effect that it will review the target figure for the proportion of women on the Management Board again if there is a new appointment within the two-member Executive Board.

The deadline for achieving both new targets is 19 February 2029.

When setting the target of zero for the Management Board, the Supervisory Board was guided by the following considerations and provides the following reasons for setting this target: The Supervisory Board respects the objectives pursued via the introduction of a women quota and attaches importance to equal treatment of and equal opportunities for women and men as well as further diversity. At present, the Management Board has two male members whose current Management Board employment contracts run until 31 December 2024 (Dr. Klaus Fiedler) and 30 April 2025 (Christian Witt); a decision will be made during the course of 2024 regarding extension of these contracts. The Supervisory Board would like to appoint the most suitable candidates in the best interests of the company, taking into account their professional qualifications and personal suitability and independent of the matter of their gender. In the case of a Management Board consisting of just two persons, however, that would be virtually impossible to achieve with a target for the proportion of women of more than 0%. The Supervisory Board does not currently see the necessity to increase the number of Management Board members. However, the Supervisory

Board will continue to monitor business requirements. Should the Management Board be expanded in future, the Supervisory Board will review the targets and intends in such a case to set a new target of at least one woman on any Management Board with more than two members. In the event of a new appointment within the two-member Management Board, the Supervisory Board will review the target figure for the proportion of women again.

In 2022, the Management Board defined targets for the future proportion of women in the two management levels below the Management Board to be reached by 30 June 2027. They amount to 30% for the first and 20% for the second management level below the Management Board, based on projected employee figures in the management levels by 30 June 2027. On 31 December 2023, the proportion of women was 36% in the first management level and 12% in the second management level.

LONG-TERM SUCCESSION PLANNING FOR THE MANAGEMENT BOARD, DIVERSITY CONCEPT

One of the duties of the Supervisory Board is to work on the long-term succession planning for the Management Board together with the Management Board. In addition to the requirements of the German Stock Corporation Act and the Code, the succession planning takes into account the diversity concept as adopted by the Supervisory Board for the composition of the Management Board. Taking into account the specific qualification requirements and the aforementioned criteria, the Supervisory Board develops an ideal candidate profile and draws up a shortlist of available professionals. Structured interviews are conducted with these candidates. If necessary, the Supervisory Board is supported by external consultants in the development of the candidate briefs and the selection of candidates.

With regard to the composition of the Management Board, the Supervisory Board pursues a diversity concept and fully embraces diversity, taking into account the following aspects:

- The members of the Management Board shall, as a whole, possess the knowledge, skills and professional experience necessary for the proper performance of their duties.
- The members of the Management Board must be familiar with the relevant industrial environment. At least individual members of the Management Board should also have knowledge in the Laser Technology business field and in the area of capital markets and financing. At least the member of the Management Board responsible for finance must have expertise in the fields of accounting or auditing and individual members of the Management Board should have experience in managing a medium-sized company.
- Diversity shall also be considered in the search for qualified personnel for the board. The extent to which different, mutually complementary professional profiles, professional and life experiences as well as an appropriate representation of both genders benefit the work of the board should also be appreciated.
- As a rule, only those who have not yet reached the age of 65 shall be members of the Management Board. The age of the Management Board members shall therefore also be taken into account in the appointment.
- For the proportion of women on the Management Board, the Supervisory Board has set the target described above and the above deadline for achieving it.

Diversity is intended to benefit the work of the board as a whole. The Supervisory Board decides with which individual a specific Management Board position should be filled in the best interest of the company and under consideration of all circumstances of the individual case.

In the reporting period the Management Board of LPKF SE had two members with professional and personal qualifications in different areas. In the opinion of the Supervisory Board, the diversity concept for the Management Board was complied with during the reporting period and also currently.

OBJECTIVES FOR THE COMPOSITION OF THE SUPERVISORY BOARD, COMPETENCE PROFILE, DIVERSITY CONCEPT

The Supervisory Board, with the support of the Remuneration and Nomination Committee, has set objectives regarding its composition and has prepared a competence profile including diversity that is taken into account when proposing new candidates for the Supervisory Board.

The Supervisory Board as a whole shall have the knowledge, skills and professional experience necessary to perform its duties. The members of the Supervisory Board as a whole shall be familiar with the sector in which the company operates. At least one member of the Supervisory Board must have expertise in the field of accounting and least one further member of the Supervisory Board must have expertise in the field of auditing.

a) Independence and avoidance of potential conflicts of interest

The Supervisory Board shall include an appropriate number of independent members on the shareholder side within the meaning of Recommendation C.6 of the German Corporate Governance Code of 28 April 2022 (GCGC 2022). A member of the Supervisory Board shall be considered independent within the meaning of this recommendation if he or she is independent of the company and its Management Board and independent of a (possible) controlling shareholder. The Supervisory Board has set the following lower thresholds for an appropriate number of independent members:

More than half of the shareholder representatives shall be independent of the company and the Management Board. According to the definition of recommendation C.7 GCGC 2022, a Supervisory Board member is independent of the company and its Management Board if he or she has no personal or business relationship with the company or its Management Board that could constitute a material and not merely temporary conflict of interest. In assessing independence, the Supervisory Board takes into account the indicators listed in recommendation C.7 GCGC 2022.

At least one shareholder representative shall be independent of a (possible) controlling shareholder. According to recommendation C.9 GCGC 2022, a Supervisory Board member is independent of the controlling shareholder if he or she or a close family member is neither a controlling shareholder nor a member of the controlling shareholder's executive body nor

has a personal or business relationship with the controlling shareholder that may give rise to a material and not merely temporary conflict of interest.

No member shall be a member of the Supervisory Board who exercises an executive or advisory function at a significant third-party competitor of the company or the Group or who has a personal relationship with a significant third-party competitor.

The Supervisory Board shall not include more than one former member of the Management Board.

b) Setting an age limit

The age limit for the members of the Supervisory Board was set in the rules of procedure of the Supervisory Board at not older than 72 years at the time of election.

c) Determination of a standard limit for the length of membership in the Supervisory Board

In order to ensure a balanced mix of experience and renewal on the Supervisory Board, the Supervisory Board has set a standard limit for the average length of service on the Supervisory Board of ten years from the date of taking office.

d) Consideration of diversity

In the search for qualified individuals for the Supervisory Board, attention shall also be paid to diversity. The extent to which different, mutually complementary professional profiles, professional and life experience as well as an appropriate representation of both genders on the Supervisory Board benefit the work of the Supervisory Board shall also be acknowledged. For the proportion of women on the Supervisory Board, the Supervisory Board has set the target described above and the above deadline for achieving it.

e) Further requirements

With regard to the requirements of individual Supervisory Board members, the Supervisory Board determined the following in its competence profile:

- Supervisory Board members shall have entrepreneurial or operational experience.
- They shall be able to assess the economic efficiency, expediency and legality of the business decisions to be evaluated in the course of the Supervisory Board's work as well as the material accounting documents, where appropriate with the support of the auditor. They should be in a position to assess any economic challenges faced by the company so as to be able to make well-informed decisions.
- They shall be prepared to engage substantively to a sufficient degree.
- LPKF Laser & Electronics SE's international activities have been taken into account in the composition of the Supervisory Board to date and will continue to be taken into account in the Supervisory Board's election proposals to the Annual General Meeting. In addition to knowledge of spoken and written English, professional experience gained in other internationally active German or foreign companies, whether in management or in supervisory bodies, as well as an understanding of global economic contexts is essential. The criterion of internationality for the composition of the Supervisory Board does not necessarily require one or more Supervisory Board members with a foreign

nationality, as German nationals can also contribute the desired level of experience. This said, the Supervisory Board should have at least one member with international experience.

- At least one member of the Supervisory Board should have expertise in the environmental, social, governance (ESG) field including, in particular, in the key sustainability matters affecting the company.
- At least one member of the Supervisory Board should have knowledge of the Laser Technology business field and at least one member of the Supervisory Board should have knowledge in the electronics market/semiconductor market business field. It is sufficient for one member of the Supervisory Board to have the relevant knowledge.

The implementation status regarding the profile of skills and expertise for the entire Supervisory Board and other objectives for the composition of the Supervisory Board is set out in following qualification matrix. According to this, in its current composition the Supervisory Board as a whole meets the targets set and fulfills the diversity concept as well as the competency profile. At least one Supervisory Board member has relevant knowledge and/or experience in each of the competency fields.

In particular, the Supervisory Board considers all of its current members – Jean-Michel Richard, Alexa Hergenröther, Anka Wittenberg, Dr. Dirk Michael Rothweiler and Prof. Ludger Overmeyer – to be independent, so that the Supervisory Board has the required number of independent members.

Qualification matrix of the Supervisory Board of LPKF Laser & Electronics SE, 2023

		Jean-Michel Richard (Chairman)	Dr. Dirk Rothweiler (Deputy Chairman)	Alexa Hergenröther	Prof. Ludger Overmeyer	Anka Wittenberg
Affiliation	Member since	2020	2017	2023	2019	2023
	Elected until	2025	2026	2027	2024	2027
Personal suitability	Independence					
	of the Company and the Management Board*	✓	✓	✓	✓	✓
	of any controlling shareholder**	✓	✓	✓	✓	✓
	No overboarding***	✓	✓	✓	✓	✓
Diversity	Year of birth	1963	1963	1970	1964	1963
	Gender	m	m	w	m	w
	Nationality	Swiss	German	German	German	German
	International experience	✓	✓	✓	✓	✓
Professional suitability (company-specific)	Knowledge					
	Business areas					
	Laser technology		✓		✓	
	Electronics market / semiconductor market	✓	✓		✓	
	General					
	Environment, Social, Governance (ESG)	✓	✓	✓		✓
	Legal, Corporate Governance & Compliance	✓		✓		✓
	Business Administration, Financing & Investment	✓	✓	✓		✓
Human Resources / Compensation			✓		✓	
Special knowledge	Financial Experts					
	Accounting expert****	✓	✓	✓		
	Audit expertise****	✓		✓		✓
Committees						
	Audit, Risk and ESG Committee	✓		Chair		✓
	Remuneration and Nomination Committee	✓	✓			Chair
	Strategy Committee		Chair	✓	✓	

*within the meaning of C. 7 GCGC

**within the meaning of C. 9 GCGC

***within the meaning of C. 4 and C. 5 GCGC

****within the meaning of Section 100 (5) AktG, D. 3 GCGC

SHAREHOLDERS AND ANNUAL GENERAL MEETING

The shareholders of LPKF SE exercise their co-determination and control rights at the Annual General Meeting, which is held at least once a year. This resolves on all matters determined by law. Each share entitles the holder to one vote.

Every shareholder who registers in good time is entitled to attend the Annual General Meeting. Shareholders who are unable to attend in person have the option of having their voting rights exercised by a bank, a shareholders' association, the proxies appointed by LPKF SE who are bound by instructions, or another proxy of their choice. Shareholders can follow the Annual General Meeting or parts thereof via the internet. The Management Board may provide for shareholders to cast their votes in writing or by way of electronic communication (postal vote) and, in case of General Meetings with physical attendance in general, for shareholders to participate in the Annual General Meeting without being present on site and to exercise all or some of their rights in whole or in part by way of electronic communication. The invitation to the Annual General Meeting and the reports, documents and information required by law for the Annual General Meeting are published in accordance with the provisions of the German Stock Corporation Act and made available on LPKF SE's website in German and English.

TRANSPARENCY

LPKF regularly informs capital market participants and the interested public about the Group's economic situation and important developments. The annual report, the half-yearly financial report and the quarterly financial reports are published within the prescribed deadlines. Press releases and, if necessary, ad hoc announcements provide information on current events and new developments. All information is published via suitable electronic media such as e-mail and the internet. The website www.lpkf.com also provides extensive information on the LPKF Group and LPKF shares.

The planned dates of the main recurring events and publications – such as the Annual General Meeting, annual report, quarterly financial reports and analysts' conferences – are compiled in a financial calendar. The calendar is published sufficiently in advance and made available on LPKF SE's website.

SHARE TRANSACTIONS OF THE MEMBERS OF THE GOVERNING BODIES

Information on directors' dealings is published by LPKF SE on the internet (www.lpkf.com/en/investor-relations/publications/mandatory-publications) and reported to the relevant supervisory authorities.

ACCOUNTING AND AUDITING

LPKF SE prepares its consolidated financial statements and the interim consolidated financial statements in accordance with the International Financial Reporting Standards (IFRS) as applicable in the European Union. The annual financial statements of LPKF SE are prepared in accordance with the German Commercial Code (HGB). The annual and consolidated

financial statements are prepared by the Management Board, reviewed by the Audit, Risk and ESG Committee and the Supervisory Board and audited by externally appointed auditors. The interim reports and the half-year financial report are discussed by the Supervisory Board, its Audit, Risk and ESG Committee and with the Management Board prior to publication. There was a change of auditor in 2023. From the company's perspective it was necessary to change the auditor because the audit costs charged by the auditor increased significantly in the 2022 financial year and no longer conformed to the market rate. This was in addition to several changes to the audit team from 2019 to 2022. The consolidated financial statements and annual financial statements of LPKF SE were audited by Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft, Düsseldorf, which was elected by the Annual General Meeting on 17 May 2023 as the auditor of the company's annual financial statements and consolidated financial statements for the 2023 financial year. Baker Tilly GmbH & Co. KG has audited the annual financial statements and consolidated financial statements of LPKF SE since the 2023 financial year. Since the 2023 financial year, the German Public Auditor responsible for the engagement has been Marco Brokemper. The audits were conducted in accordance with German auditing regulations and the generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany). They also covered risk management and compliance with corporate governance declaration requirements pursuant to Section 161 of the German Stock Corporation Act (AktG).

It was also contractually agreed with the auditors that they would inform the Supervisory Board immediately of any possible grounds for disqualification or partiality as well as of any significant findings and occurrences during the audit. There was no reason to do so during the audits for the 2023 financial year.

Garbsen, 19 March 2024



JEAN-MICHEL RICHARD
the Supervisory Board



KLAUS FIEDLER
the Management Board