

Translation for Convenience Purposes

Explanation regarding agenda item 1 of the Ordinary General Meeting on May 15, 2019

Under agenda item 1 of the Ordinary General Meeting on May 15, 2019 of AIXTRON SE no resolution is required.

This agenda item reads as follows:

Presentation of the adopted annual financial statements of AIXTRON SE as of December 31, 2018 and the management report for fiscal year 2018, the approved consolidated financial statements as of December 31, 2018, the Group management report for fiscal year 2018 and the report of the Supervisory Board and the explanatory report of the Executive Board regarding the information pursuant to §§ 289a (1), 315a (1) of the German Commercial Code

These documents will be made available on the Company's homepage at www.aixtron.com/agm from the date on which the General Meeting is convened. They will also be provided and explained at the General Meeting.

On February 25, 2019, the Supervisory Board has approved the annual financial statements and the consolidated financial statements prepared by the Executive Board; the annual financial statements have therefore been adopted as provided for in § 172 of the German Stock Corporation Act ("AktG"). The 2018 loss will be carried forward and consequently no dividend payment shall be made for 2018.

The adoption of the annual financial statements and the approval of the consolidated financial statements by the Annual General Meeting in accordance with section 173 of the AktG is not required by law. There is also no statutory provision for the Annual General Meeting to pass a resolution on the other documents referred to in agenda item 1 to be submitted to the Annual General Meeting.

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