

Explanation on agenda item 1 of the regular general shareholders meeting on May 17, 2023

No resolution is required for agenda item 1 of the regular general shareholders meeting of AIXTRON SE on May 17, 2023.

This agenda item reads:

Presentation of the adopted annual financial statements of AIXTRON SE as of December 31, 2022, the approved consolidated financial statements as of December 31, 2022 and the combined management report for AIXTRON SE and the Group for fiscal year 2022, the report of the Supervisory Board, the proposal of the Executive Board for the appropriation of the net profits as well as the explanatory report of the Executive Board on the information pursuant to §§ 289a para. 1, 315a para. 1 German Commercial Code.

These documents are available on the Company's website at www.aixtron.com/agm from the time the Annual General Meeting is convened. They will also be accessible during the Annual General Meeting via the aforementioned website and will be explained at the Annual General Meeting.

The Supervisory Board approved the annual financial statements and the consolidated financial statements prepared by the Executive Board on February 27, 2023 and thus adopted the annual financial statements in accordance with Art. 172 AktG.

The Executive Board and the Supervisory Board propose to the Annual General Meeting to distribute a dividend of EUR 0.31 per dividend-bearing share (total EUR 34,838,790.76) from the net profit of EUR 59,547,080.58 reported for the financial year 2022 and to carry forward the profit of EUR 24,708,289.82 to new account.

In accordance with the statutory provisions, the Annual General Meeting is not required to adopt the annual financial statements or approve the consolidated financial statements pursuant to Section 173 of the German Stock Corporation Act (AktG). Apart from the resolution on the appropriation of profits, which is made under agenda item 2, there is also no legal requirement for the Annual General Meeting to pass a resolution on the other documents referred to in agenda item 1 which are to be made available to the Annual General Meeting in accordance with section 176 (1) sentence 1 AktG.