

Invitation to the **Annual General Meeting 2021**

of Siltronic AG on April 29, 2021



Overview with information pursuant to Section 125 of the German Stock Corporation Act (AktG) in conjunction with Table 3 of the Implementing Regulation (EU) 2018/1212 (EU-IR)

A. Specification of the Message		
A1	Unique identifier	Virtual Annual General Meeting of Siltronic AG on April 29, 2021 <i>(in the format specified in EU-IR: 89257940b680eb11811b005056888925)</i>
A2	Type of message	Notice of General Meeting <i>(in the format specified in EU-IR: NEWM)</i>
B. Specification of the Issuer		
B1	ISIN	DE000WAF3001 DE000WAF3019
B2	Name of the issuer	Siltronic AG
C. Specification of the Meeting		
C1	Date of the General Meeting	April 29, 2021 <i>(in the format specified in EU-IR: 20210429)</i>
C2	Time of the General Meeting	10:00 a.m. (CEST) <i>(in the format specified in EU-IR: 08:00 a.m. UTC)</i>
C3	Type of General Meeting	Annual General Meeting as virtual General Meeting without the physical presence of shareholders or their proxies. <i>(in the format specified in EU-IR: GMET)</i>
C4	Location of the General Meeting	Location of the General Meeting within the meaning of the German Stock Corporation Act: Haus der Bayerischen Wirtschaft, Max-Joseph-Str. 5, 80333 Munich. The physical presence at the location of the General Meeting is not possible. URL to the shareholder portal to follow the video and audio broadcast of the General Meeting as well as to exercise shareholders' rights: https://www.siltronic.com/en/investors/annual-general-meeting.html
C5	Record Date	Technical record date before the beginning of the re-registration stop is April 22, 2021, 24:00 p.m. (CEST) <i>(in the format specified in EU-IR: 20210422)</i>
C6	Uniform Resource Locator (URL)	https://www.siltronic.com/en/investors/annual-general-meeting.html

Further information on the invitation to the Annual General Meeting is published under the URL above. There you can find the invitation including the agenda, requirements for participation and information on further shareholder rights.

Siltronic AG

Munich

WKN: WAF300, WAF301

ISIN: EN000WAF3001, DE000WAF3019

**Notice of the Annual General Meeting 2021
as virtual Annual General Meeting**

Dear Shareholders,

We hereby convene the Annual General Meeting of Siltronic AG as a virtual general meeting without the physical presence of shareholders or their proxies on

Thursday, April 29, 2020, at 10:00 a.m.

The Annual General Meeting will be broadcasted live on the internet for shareholders or their proxies. The shareholders' voting rights will be exercised - by the shareholders themselves or by proxies - exclusively by way of postal vote or by granting power of attorney to the proxies appointed by the Company. The place of the Annual General Meeting pursuant to the German Stock Corporation Act (AktG) is the Haus der Bayerischen Wirtschaft, Max-Joseph-Str. 5, 80333 Munich.

Agenda

- 1. Presentation of the adopted annual financial statements and the approved consolidated financial statements together with the combined management report of Siltronic AG and the Group as of December 31, 2020, as well as the report of the Supervisory Board for the fiscal year 2020 and the explanatory report of the Executive Board on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB)**

With the exception of the approved annual financial statements, the documents mentioned above are an integral part of the Annual Report 2020. They are available on the Siltronic AG homepage at

<https://www.siltronic.com/en/investors/annual-general-meeting.html>.

They will also be available online to shareholders during the Annual General Meeting.

The Supervisory Board has already approved the annual financial statements and consolidated financial statements prepared by the Executive Board; the annual financial statements are thus adopted. Therefore, in accordance with the applicable legal provisions, no resolution on Agenda Item 1 is proposed to be adopted.

2. Resolution on the appropriation of the net income of Siltronic AG for distribution of a dividend

The Supervisory Board and Executive Board propose that Siltronic AG's unappropriated net income for the previous fiscal year 2020 amounting to 74.628.591,34 € be appropriated as follows:

- | | |
|--|-----------------|
| - Distribution of a dividend of 2.00 € per share entitled to receive a dividend
(as of March 1, 2021: 30,000,000) | 60.000.000,00 € |
| - Profit carried forward: | 14.628.591,34 € |

Should the number of no-par value ordinary shares entitled to the dividend for the past fiscal year 2020 change before the date of the Annual General Meeting, the above proposal will be amended accordingly and presented for resolution at the Annual General Meeting, with an unchanged dividend of 2.00 € per no-par value share entitled to the dividend as well as suitably amended amounts for the sum to be distributed and the carryforward.

Pursuant to Section 58 (4) sentence 2 of the German Stock Corporation Act (AktG), the entitlement to the dividend is due for payment on the third business day following the resolution of the Annual General Meeting, i.e. on May 4, 2021.

3. Resolution on the discharge of the members of the Executive Board

The Executive Board and Supervisory Board propose that the acts of the members of the Executive Board in office during the fiscal year 2020 be ratified for that period.

4. Resolution on the discharge of the members of the Supervisory Board

The Executive Board and the Supervisory Board propose that the acts of the members of the Supervisory Board in office during the fiscal year 2020 be ratified for that period.

5. Election of the auditor

The Supervisory Board proposes - based on the recommendation of the Audit Committee - that KPMG AG Wirtschaftsprüfungsgesellschaft, Munich, be appointed as auditor of the annual financial statements and the consolidated financial statements for the fiscal year 2021 and as auditor for the review of the condensed financial statements and the interim management report for the Group for the first half of the fiscal year 2021.

The Audit Committee has stated that its recommendation is free from undue influence by third parties and that no clause restricting the choice within the meaning of Article 16(6) of the EU Regulation on statutory auditors or audit firms (Regulation (EU) No 537 / 2014 of the European Parliament and of the Council of April 16, 2014 on specific requirements for the statutory audit of public interest entities and repealing Commission Decision 2005/909/EC) has been imposed on it.

6. Resolutions on amendments to Article 1 (5) and Article 4 (2) of the Articles of Association with regard to the Act Implementing the Second Shareholders' Directive (ARUG II)

The Act Implementing the Second Shareholders' Rights Directive (ARUG II) of December 12, 2019 has, among other things, deleted Section 128 of the German Stock Corporation Act (AktG) and amended the provisions on the share register. Pursuant to Section 67 (1) of the German Stock Corporation Act (AktG) as amended by ARUG II, shareholders are required to provide further information than previously for entry in the share register.

- a. The Executive Board and Supervisory Board therefore propose that sentences 2 and 3 of Article 1 (5) of the Articles of Association be deleted without replacement and that Article 1 (5) be reworded as follows:

“Information to the Company’s shareholders may, to the extent permitted by law, also be transmitted by means of remote data transmission.”

- b. The Executive Board and the Supervisory Board further propose that the last half-sentence of Article 4 (2) sentence 2 of the Articles of Association be deleted and that Article 4 (2) be reworded as follows:

“The shares of the Company are registered. The shareholders of the Company shall provide the Company with the information required by law and any changes thereto for entry in the share register.”

Further information and notes

Number of shares and voting rights

At the time the Annual General Meeting is convened, the Company's share capital is divided into 30,000,000 no-par value shares, each of which grants one vote. The Company does not hold any treasury shares at this time.

Information on conducting the virtual Annual General Meeting

With the consent of the Supervisory Board, the Annual General Meeting shall be held as a virtual annual general meeting without the physical presence of shareholders or their proxies, in accordance with the provisions of the Law on Measures in the Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID 19 Pandemic (Article 2 of the Law on Mitigation of the Effects of the COVID 19 Pandemic in Civil, Insolvency and Criminal Proceedings, as amended by Articles 11 and 12 of the Act on the Further Shortening of the Residual Debt Exemption Procedure and on the Adjustment of Pandemic-Related Provisions in the Law on Companies, Cooperatives, Associations and Foundations, and in the Law on Tenancy and Leases of December 22, 2020.

The Annual General Meeting will be broadcasted live in sound and vision on April 29, 2021, starting at 10:00 a.m. (CEST) on our shareholder portal on the Company's website at <https://www.siltronic.com/en/investors/annual-general-meeting.html>. Shareholders that wish to exercise their voting rights must register in advance (see below under "Requirements for exercising voting rights in the virtual Annual General Meeting"). Physical participation by shareholders or their proxies is excluded. The voting rights of shareholders or their proxies are therefore exercised exclusively by way of postal vote or by granting power of attorney to the proxies appointed by the Company.

Requirements for exercising voting rights in the virtual Annual General Meeting

Only those shareholders - in person or by proxy - who are entered as shareholders in the Company' share register on the day of the Annual General Meeting and who have registered in good time are entitled to exercise their voting rights in the Annual General Meeting. The registration must be received by the Company no later than **April 22, 2021, 24:00 hours** (last day of registration).

The registration can be made via the shareholder portal on the website <https://www.siltronic.com/en/investors/annual-general-meeting.html> either by voting (postal vote) or by granting a proxy. The information required for accessing the shareholder portal (shareholder number and individual access password) will be sent by post to shareholders entered in the share register together with the registration documents.

If shareholders do not receive the registration documents without being further asked - for example, because they are not yet entered in the share register on the day on which the documents are sent - the documents will be sent to the shareholders upon their request. Such a request must be sent to the registration address stated below.

Siltronic AG
c/o Computershare Operations Center
80249 Munich
fax: +49 89 3090 3746 75
e-mail: anmeldestelle@computershare.de

In addition to registering via the shareholder portal, registration can also be made in text form (Section 126b German Civil Code (BGB)) using the above address.

In view of possible delays in postal delivery due to the Corona pandemic, we recommend that you register electronically via the shareholder portal, as late registrations will not be considered.

Intermediaries (e.g. credit institutions) and - insofar as they are treated as equivalent to these pursuant to Section 135 (8) of the German Stock Corporation Act (AktG) – shareholders' associations, voting rights advisors and persons who offer to exercise voting rights in the Annual General Meeting in a businesslike manner vis-à-vis shareholders, may only exercise the voting rights for shares which do not belong to them but as the holders of which they are entered in the share register, on the basis of an authorization by the shareholder.

Registration for the Annual General Meeting has no effect on the transferability of the shares concerned. Please note, however, that in relation to the Company, rights and obligations arising from shares exist only for persons entered in the share register (Section 67 (2) sentence 1 of the German Stock Corporation Act (AktG)). The right to vote and the number of voting rights is therefore determined by the status of the share register on the day of the Annual General Meeting.

Please also note that in the period between **April 23, 2021, 00:00 hours**, and **April 29, 2020, 24:00 hours**, there is a so-called “**re-registration stop**” for organizational reasons, i.e. no entries or deletions will be made in the share register. In their own interest, all purchasers of shares not yet entered in the share register are therefore requested to submit applications for registration as soon as possible.

Broadcasting of the virtual Annual General Meeting on the internet

Shareholders can follow the entire Annual General Meeting in sound and vision in the shareholder portal with their appropriate access data at <https://www.siltronic.com/en/investors/annual-general-meeting.html>. Proxies of properly registered shareholders have the same option by entering their individualized access data which they will receive after their authorization. The opening of the virtual Annual General Meeting by the chairman of the meeting and the speech by the Chairman of the Executive Board will also be broadcasted live in sound and vision at <https://www.siltronic.com/en/investors/annual-general-meeting.html> for everyone to access.

Procedure for voting by postal vote

Shareholders may cast their votes through the shareholder portal by means of electronic communication (postal vote). Only those registered shareholders - in person or by proxy - who have registered **no later than April 22, 2021** are entitled to exercise their voting rights by way of postal vote (as specified above under “Requirements for exercising voting rights in the virtual Annual General Meeting”). The registration status in the share register on the day of the Annual General Meeting is also decisive for voting rights exercised by postal vote; due to the above-mentioned re-registration stop, this registration status will correspond to the number of shares recorded in the share register at the end of **April 22, 2021**.

Votes can be cast electronically in the shareholder portal with the respective access data at <https://www.siltronic.com/en/investors/annual-general-meeting.html>. There, the votes may be cast until immediately before the start of the vote count at the virtual Annual General Meeting. Until this time, votes can also be changed and revoked in the shareholder portal. As stated above, the requirement for casting and changing postal votes is always the timely registration for the virtual Annual General Meeting.

Authorized intermediaries, shareholders’ associations, voting consultants and other equivalent persons pursuant to Section 135 (8) of the German Stock Corporation Act (AktG) may also use postal votes in compliance with the specified deadlines. Upon request, the Company will provide them with an electronic voting channel.

Procedure for voting by proxy and proxy voting

Shareholders who are entered in the share register on the day of the Annual General Meeting may also have their voting rights exercised by a proxy, e.g. by a shareholders’ association or the proxies appointed by the Company. In this case, too, the shareholder or a proxy must ensure timely registration.

If the shareholder authorizes more than one person, the Company may reject one or more of them.

Proxies (with the exception of the Company's proxies) may not physically participate in the virtual Annual General Meeting. They can only exercise the voting rights of shareholders they represent by means of a postal vote or by granting (sub-)proxy to the proxies appointed by the Company.

Separate access data to the shareholder portal is provided for proxies.

Authorization

If neither intermediaries (e.g. credit institutions) nor - insofar as they are treated as equivalent to these in accordance with Section 135 (8) of the German Stock Corporation Act (AktG) – shareholders' associations, voting rights advisors or persons who offer to exercise voting rights in the Annual General Meeting in a businesslike manner vis-à-vis shareholders are authorized, the granting of the power of attorney, its revocation and the proof of authorization vis-à-vis the Company must be in text form.

Proxy may be granted and revoked both by declaration to the Company and by declaration to the person to be authorized. However, if the authorization is given to the person to be authorized, the authorization must be proven to the Company in text form. When properly registered, proxies may be granted and revoked by declaration to the Company until immediately prior to the start of the vote count in the virtual Annual General Meeting via the shareholder portal using the relevant access data at <https://www.siltronic.com/en/investors/annual-general-meeting.html> or until **April 28, 24:00 hours**, at the address, fax number or e-mail address specified for registration in the preceding section.

Please use the reply form enclosed with the registration documents to grant a proxy. Shareholders and their proxies may submit proof of authorization or revocation of a proxy by declaration to the person to be authorized to act as proxy to the Company by no later than **April 28, 2021, 24:00 hours**, at the address, fax number or e-mail address specified in the above section for registration.

When authorizing intermediaries (e.g. banks) and - insofar as they are treated as equivalent to them in accordance with Section 135 (8) of the German Stock Corporation Act (AktG) – shareholders' associations, voting rights advisors or persons who, in a businesslike manner, offer to exercise voting rights in the Annual General Meeting vis-à-vis shareholders, the special statutory provisions of Section 135 of the German Stock Corporation Act (AktG) apply, which provide, inter alia, that the proxy must be recorded in a verifiable manner.

Exceptions to the text form requirement may therefore apply. The recipients of the power of attorney sometimes define their own rules for their authorization, which must be observed. We therefore recommend that you consult with the relevant proxy recipients in good time about the respective form and procedure for the authorization.

Exercise of voting rights by proxy of the Company

We offer our duly registered shareholders and their proxies the option of being represented by Company employees in the exercise of voting rights at the Annual General Meeting in accordance with your instructions. Our proxies can only vote according to instructions. For this reason, the proxy must be accompanied by mandatory instructions for the exercise of voting rights.

Please note that the proxies can therefore only exercise the voting right on those Agenda Items for which you have given instructions. Instructions to file an objection against resolutions of the Annual General Meeting or to ask questions or propose motions are also not possible.

If you wish to authorize one of our proxies, please either use the shareholder portal at <https://www.siltronic.com/en/investors/annual-general-meeting.html> with the access data sent to you or use the reply form enclosed with the registration documents. If you are not using the shareholder portal, please send the reply form together with the relevant instructions as well as any amendments or revocations in good time so that they reach the Company no later than **April 28, 2021, 24:00 hours**, at the address, fax number or e-mail address specified for registration in the section "Requirements for exercising voting rights in the virtual Annual General Meeting".

On the day of the Annual General Meeting, the issue of a power of attorney and instructions to the Company's proxies and their amendment or revocation can be made in the shareholder portal at <https://www.siltronic.com/en/investors/annual-general-meeting.html> until immediately before the counting of votes in the virtual Annual General Meeting begins.

Authorized intermediaries, shareholders' associations, voting consultants and other persons equated pursuant to Section 135 (8) of the German Stock Corporation Act (AktG) may also be represented by the Company's proxy in accordance with the specified deadlines. Upon request, the Company will provide them with an electronic channel for the authorization and instructions or the corresponding reply form.

Inquiries, motions, election proposals, requests for information

(Information on shareholders' rights in accordance with Sections 122 (2), 126 (1), 127 of the German Stock Corporation Act (AktG), Section 1 (2) no. 3, 4 COVID-19-Law)

Requests for Additions to the Agenda at the request of a minority pursuant to Section 122 (2) of the German Stock Corporation Act (AktG)

Shareholders whose shares together represent a proportionate amount of the share capital of € 500,000.00 (this corresponds to 125,000 shares) may request that items be placed on the Agenda and be published. In addition, in accordance with Section 87 (4) of the German Stock Corporation Act (AktG) in conjunction with Section 122 (2) of the German Stock Corporation Act (AktG), they can request the General Meeting to pass a resolution on the reduction of the maximum compensation determined in accordance with Section 87a (1) sentence 2 no. 1 of the German Stock Corporation Act (AktG). Each new item must be accompanied by an explanation or a draft resolution.

The request must be addressed in writing to the Executive Board of Siltronic AG and must be received by the Company at least 30 days prior to the meeting, i.e. no later than **24:00 hours on March 29, 2021**. Please send your request to the following address:

Siltronic AG
Executive Board
Attn: Investor Relations
Einsteinstraße 172
81677 Munich

The applicants must prove that they have held the shares for at least 90 days prior to the date of receipt of the request and that they will hold the shares until the decision of the Executive Board on the request, whereby Section 70 of the German Stock Corporation Act (AktG) applies when calculating the period of share ownership. The day of receipt of the request shall not be counted. A postponement from a Sunday, Saturday or public holiday to a preceding or following working day shall not be considered. Sections 187 to 193 of the German Civil Code (BGB) shall not apply mutatis mutandis.

Requests for additions to the Agenda that have to be published will be announced in the Federal Gazette immediately after receipt of the request. They are also published on the Internet at <https://www.siltronic.com/en/investors/annual-general-meeting.html> and communicated to the shareholders entered in the share register in accordance with Section 125 (2), (1) sentence 3 of the German Stock Corporation Act (AktG).

Motions and nominations by shareholders pursuant to Sections 126 (1), 127 of the German Stock Corporation Act (AktG), Section 1 (2) of the COVID-19-Law

Each shareholder is entitled to submit to the Company countermotions to a proposal of the Executive Board and/or Supervisory Board on a specific Agenda Item as well as proposals for the election of Supervisory Board members or auditors.

Countermotions (possibly accompanied by the reasons for the motion) and election proposals must be sent exclusively to the following address:

Siltronic AG

Investor Relations
Einsteinstraße 172
81677 Munich
fax: +49 89 8564 3904
e-mail: investor.relations@siltronic.com

Countermotions and election proposals to be made accessible, which are received at the above address no later than 14 days prior to the Annual General Meeting, i.e. by **24.00 hours April 14, 2021**, will be published at <https://www.siltronic.com/en/investors/annual-general-meeting.html> without delay after receipt, including the name of the shareholder and the reasons to be made accessible - if applicable, together with the additional content to be provided pursuant to Section 127 sentence 4 of the German Stock Corporation Act (AktG). Any comments by the management will also be published on the Siltronic AG website.

Nominations do not have to be published if the nomination does not contain the information required under stock corporation law in accordance with Sections 124 (3) sentence 4 and 125 (1) sentence 5 of the German Stock Corporation Act (AktG) (name, profession and place of residence of the auditor or Supervisory Board candidate as well as information on the Supervisory Board candidate's membership of other statutory supervisory boards).

In addition, the Company may refrain from making a countermotion or election proposal accessible in the cases set out in Section 126 (2) or (3) of the German Stock Corporation Act (AktG).

Motions or nominations by shareholders which must be made available pursuant to Section 126 or Section 127 of the German Stock Corporation Act (AktG) shall be deemed to have been made at the meeting if the shareholder making the motion or nomination is duly authorized and has registered for the Annual General Meeting in accordance with the above requirements.

Right to raise questions according to Section 1 (2) no. 3 COVID-19-Law

Shareholders and their proxies, with the exception of proxies appointed by the Company, have the right to ask questions by way of electronic communication in accordance with Section 1 (2) no. 3 of the COVID-19-Law. The right to ask questions is only available to shareholders and their proxies who have registered for the virtual General Meeting in accordance with the above guidelines.

Questions can only be submitted electronically in the shareholder portal at <https://www.siltronic.com/en/investors/annual-general-meeting.html> with the access data by **April 27, 2021, 10:00 a.m.** In accordance with Section 1 (2) of the COVID-19-Law, the Executive Board in its due, sole discretion decides how to answer questions.

Possibility to raise an objection against resolutions of the virtual Annual General Meeting in accordance with Section 1 (2) no. 4 of the COVID-19-Law

Notwithstanding Section 245 no. 1 of the German Stock Corporation Act (AktG), shareholders who exercise their voting rights by postal vote or by proxy may - in person or by proxy - raise an objection to resolutions of the virtual Annual General Meeting during the virtual Annual General Meeting in the shareholder portal at <https://www.siltronic.com/en/investors/annual-general-meeting.html> using the access data sent to them, without physically appearing at the Annual General Meeting.

Publications on the Company's website (Section 124a of the German Stock Corporation Act (AktG))

This invitation to the Annual General Meeting as well as the documents and motions of shareholders to be made available by law and further explanations of the rights of shareholders pursuant to Sections 122 (2), 126 (1), 127 of the German Stock Corporation Act (AktG), Section 1 (2) 4 COVID-19-Law are also available on the Company's website at the following link: <https://www.siltronic.com/en/investors/annual-general-meeting.html>.

The voting results are published on the Company's website after the Annual General Meeting.

Information on data protection for shareholders

Your personal data will be processed for the purposes of maintaining the share register as required by the German Stock Corporation Act (AktG), for communicating with you as a shareholder, for holding our Annual General Meetings and for operating the shareholder portal.

In addition, your data will be used for related purposes and to fulfil further legal obligations (e.g. obligations to provide proof or to retain data). Further information on data protection for shareholders and shareholder representatives is available at <https://www.siltronic.com/en/investors/annual-general-meeting.html>.

Munich, March 2021

Siltronic AG

The Executive Board