



Bernin, June 26, 2025

Additional information on the 14th resolution submitted to Soitec shareholders at the July 22, 2025 General Meeting

To Soitec shareholders,

Soitec is publishing the following details related to the compensation policy of the Chief Executive Officer, which is the subject of the 14th resolution submitted for approval to the General Meeting to be held on July 22, 2025.

During its meeting on May 27, 2025, the Board of Directors expressed continued confidence in the Chief Executive Officer, whose term of office will expire in 2026. After having reviewed the results of a benchmarking study on the compensations allocated to the Chief Executive Officers of comparable companies, the Board of Directors has wished to increase the fixed compensation of the Chief Executive Officer to a gross annual amount of 583,000 euros to bring his fixed compensation closer to the median and to provide for an additional grant of performance shares to the benefit of the Chief Executive Officer covering important strategic objectives. The Board has also decided to provide for a possible grant of exceptional compensation in very specific circumstances.

Pierre Barnabé thanks the Board of Directors for the trust it places in him, but requests that discussions regarding changes to his compensation policy to be initially implemented during fiscal year 2025-2026, be postponed until fiscal year 2026-2027, so that they may take place in the context of his renewal.

Following this request and after discussions with the Chair of the Board of Directors and the Chair of the Compensation, Nominations and Board Governance Committee, the Board of Directors, meeting on June 25, 2025, decided to postpone the discussions on the revision of the overall compensation policy of the Chief Executive Officer. This decision also took into account market practices recommending aligning the timing with the renewal of the Chief Executive Officer mandate.

- The increase in the fixed compensation of the Chief Executive Officer to an annual gross amount of 583,000 euros provided in the compensation policy submitted to the vote of the General Meeting to be held on July 22, 2025 (section 4.2.2.3 of the 2024-2025 Universal Registration Document) will not be applied for the 2025-2026 fiscal year, in the event that the 14th resolution would be positively voted. As a result, the fixed compensation of the Chief Executive Officer amounts to 530,000 euros and will remain set at this amount until March 31, 2026.

Consequently, all elements relating to the fixed compensation of the Chief Executive Officer, and in particular the determination of his short-term variable compensation for the fiscal year 2025-2026, will be calculated based on his current annual fixed compensation.

- The additional grant of performance shares to the benefit of the Chief Executive Officer provided for in the compensation policy submitted to the vote of the General Meeting to be held on July 22, 2025 (section 4.2.2.3 of the 2024-2025 Universal Registration Document) will not be implemented for the 2025-2026 fiscal year, in the event that the 14th resolution will be positively voted.

Regarding long-term variable compensation, the Chief Executive Officer will only benefit from the annual grant of performance shares for the 2025-2026 fiscal year.

With respect thereto, the vesting and achievements metrics of the performance criteria relating to this annual grant will be disclosed in the corporate governance report submitted to the next Annual General Meeting called to approve the compensation elements paid or awarded for the 2025-2026 fiscal year (ex-post vote), pursuant to Article L. 22-10-34, II of the French Commercial Code.

- The possibility to pay an exceptional compensation provided for in the compensation policy submitted to Soitec shareholders at the General Meeting to be held on July 22, 2025 (section 4.2.2.3 of the 2024-2025 Universal Registration Document) will not be implemented during the fiscal year 2025-2026.

For the compensation attributed to the Chief Executive Officer for the 2025-2026 fiscal year, the weight of his long-term variable compensation in the compensation structure will remain unchanged and will therefore amount to 56% at target and 49% to the maximum.

The Board of Directors also confirmed that the TSR performance objective will only be met if the TSR is equal to or higher than said median, or in other words, that the target level of TSR will only be reached if the company's TSR surpasses the median. This excludes the performance condition to start vesting below median level.

Given the upcoming end of the term of the office of the Chief Executive Officer, these components of compensation will be reviewed by the Compensation, Nominations and Board Governance Committee during the 2025-2026 fiscal year and will be re-discussed by the Board of Directors when adopting the compensation policy of the Chief Executive Officer for the 2026-2027 fiscal year, which will be submitted for approval to the General Meeting of shareholders to be held in 2026.

The Board of Directors therefore requests the support of Soitec shareholders for the 2025-2026 compensation policy of the Chief Executive Officer, demonstrating its commitment to maintaining a balance between performance, fairness and social responsibility.