

GlobalWafers GmbH

Munich, Germany

Announcement pursuant to section 23 para. 1 sent. 1 no. 2 of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz* – “WpÜG”) and regarding the fulfilment of completion conditions

On 21 December 2020, GlobalWafers GmbH, Munich, Germany, (“**Bidder**”) has published the offer document for its voluntary public takeover offer (cash offer) to the shareholders of Siltronic AG, Munich, Germany, to acquire their no-par value registered shares (ordinary shares) in Siltronic AG (ISIN DE000WAF3001) (“**Siltronic Shares**”) against payment of a cash consideration that has been increased in the meantime to now EUR 145.00 per Siltronic Share (“**Takeover Offer**”). Following the amendment of the Takeover Offer on 25 January 2021, the acceptance period of the Takeover Offer expired on 10 February 2021, 24:00 hours (local time Frankfurt am Main, Germany).

1 Announcement pursuant to section 23 para. 1 sentence 1 no. 2 WpÜG

- 1.1** Until the end of the acceptance period on 10 February 2021, 24:00 hrs (local time Frankfurt am Main, Germany) (“**Reference Date**”), the Takeover Offer has been accepted for a total of 12,975,305 Siltronic Shares. This corresponds to approx. 43.25 % of the share capital and the voting rights of Siltronic AG.
- 1.2** On the Reference Date, the Bidder directly held 2,840,625 Siltronic Shares. In addition, as of the Reference Date, the Bidder had entered into agreements on the purchase of 10,531 Siltronic Shares outside of the Takeover Offer, which were settled late on 11 February 2021. Together this corresponds to approx. 9.50 % of the share capital and the voting rights in Siltronic AG. In addition, GlobalWafers Co., Ltd., Hsinchu, Taiwan, a person acting jointly with the Bidder within the meaning of section 2 para. 5 WpÜG, directly held 650,000 Siltronic Shares on the Reference Date. This corresponds to approx. 2.17 % of the share capital and the voting rights in Siltronic AG. In addition, GlobalWafers B.V., Amsterdam, Netherlands, a person acting jointly with the Bidder within the meaning of section 2 para. 5 of the Takeover Act, directly held 600,021 Siltronic Shares on the Reference Date. This corresponds to approx. 2.00 % of the share capital and the voting rights in Siltronic AG.
- 1.3** The voting rights of the 650,000 Siltronic Shares held by GlobalWafers Co., Ltd. and the voting rights of the 600,021 Siltronic Shares held by GlobalWafers B.V. are attributed to Sino-American Silicon Products Inc., Hsinchu, Taiwan, pursuant to section 30 para. 1 sentence 1 no. 1 and sentence 3 WpÜG. The voting rights of the 600,021 Siltronic Shares held by GlobalWafers B.V. are also attributed to GlobalWafers Co., Ltd., GlobalWafers Singapore Pte. Ltd., Singapore, and GlobalWafers Singapore Pte. Ltd., Singapore, pursuant to section 30 para. 1 sentence 1 no. 1 and sentence 3 WpÜG. The voting rights of the 2,851,156 Siltronic Shares held by the Bidder (including the 10,531 Siltronic Shares in relation to which the purchases were settled after the Reference Date on 11 February 2021) are attributed to Sino-American Silicon Products Inc., GlobalWafers Co., Ltd., GlobalWafers Singapore Pte. Ltd., GlobalWafers Singapore Pte. Ltd. and GlobalWafers B.V. pursuant to section 30 para. 1 sentence 1 no. 1 and sentence 3 WpÜG.

- 1.4** On 9 December 2020, the Bidder has concluded an agreement on the publication and the acceptance of a public takeover offer for Siltronic AG with Wacker Chemie AG, Munich, Germany, with respect to 9,250,000 Siltronic Shares ("**Agreement**"). The Bidder and indirectly the additional control acquirors (i.e. Sino-American Silicon Products Inc., GlobalWafers Co., Ltd., GWafers Singapore Pte. Ltd., GlobalWafers Singapore Pte. Ltd. and GlobalWafers B.V.) therefore held an instrument within the meaning of Sec. 38 para. 1 sentence 1 no. 2 of the German Securities Trading Act (*Wertpapierhandelsgesetz – WpHG*) with respect to 30.83 % of the share capital and voting rights in Siltronic AG. On the Reference Date, based on the Agreement Wacker Chemie AG had accepted the Takeover Offer for the 9,250,000 Siltronic Shares. This corresponds to approx. 30.83 % of the share capital and voting rights of Siltronic AG. These 9,250,000 Siltronic Shares are already included in the total number of Siltronic Shares for which the Takeover Offer has been accepted pursuant to Section 1.1 of this announcement.
- 1.5** Apart from this, on the Reference Date, neither the Bidder nor persons acting jointly with the Bidder within the meaning of section 2 para. 5 WpÜG nor their subsidiaries held any Siltronic Shares, instruments relating thereto pursuant to sections 38 and 39 of the German Securities Trading Act (WpHG), or any rights to demand transfer of Siltronic Shares. Moreover, no voting rights from Siltronic Shares were attributed to them pursuant to section 30 WpÜG on the Reference Date.
- 1.6** The minimum acceptance threshold of the Takeover Offer (as described in Section 13.1.3 of the offer document as amended by section 2 of the offer amendment dated 25 January 2021) is equivalent to 50 % of all Siltronic Shares issued at the end of the acceptance period. The acceptance rate for Siltronic Shares to be taken into account for this minimum acceptance threshold at the end of the acceptance period is 17,076,482 Siltronic Shares. This corresponds to approx. 56.92 %.

2 Fulfilment of Completion Conditions

Pursuant to Section 13.1 of the offer document, the Takeover Offer and the agreements with the shareholders of Siltronic AG which came into existence as a result of the acceptance of the Takeover Offer will only be completed if the Bidder has validly waived the fulfilment of the completion conditions described therein at least one working day prior to the expiry of the acceptance period (and prior to the non-fulfilment of the relevant completion condition) or the completion conditions have been fulfilled within the periods specified therein.

The completion conditions set out in Section 13.1.3 ("Minimum acceptance threshold") of the offer document (as amended by Section 2 of the offer amendment dated 25 January 2021), Section 13.1.4 ("No Target Material Adverse Change") and Section 13.1.5 ("No material decrease of the PHLX Semiconductor Sector or MDAX index") of the offer document have been fulfilled. Therefore, the Takeover Offer still remains subject to the fulfilment of the remaining completion conditions which apply after the end of the acceptance period, i.e. Section 13.1.1 ("Merger control clearances") bullets (ii) to (viii) and Section 13.1.2 ("Foreign investment control clearances") of the offer document.

3 Additional acceptance period

Shareholders of Siltronic AG who have not yet accepted the Takeover Offer may still accept the Takeover Offer pursuant to section 16 para. 2 sent. 1 WpÜG within two weeks following this announcement, i.e. within the period from

Convenience Translation
- Only the German version is legally binding -

16 February 2021 to 1 March 2021, 24.00 hrs (local time Frankfurt am Main)

The final number of Siltronic shares tendered under the Takeover Offer following the expiry of the additional acceptance period is expected to be published on 4 March 2021 once confirmation of the final outcome has been obtained.

Important information:

This announcement is neither an offer to purchase nor a solicitation of an offer to sell shares of Siltronic AG. The terms and further provisions regarding the public takeover by GlobalWafers GmbH to the shareholders of Siltronic AG are set forth in the offer document. Investors and shareholders of Siltronic AG are strongly recommended to read the offer document and all other announcements and documents published in connection with the Takeover Offer because they contain important information.

Munich, 15 February 2021

GlobalWafers GmbH

The Managing Director