

Charter of the ESG Committee of the Supervisory Board of ams-OSRAM AG

Ensuring the sustainable development of the company is of key importance in all management decisions at ams OSRAM. In order to achieve this strategic group goal, the Supervisory Board of ams-OSRAM AG has established a committee for environmental, social and governance matters (“**ESG**” and the “**ESG Committee**”).

The following principles apply to the ESG Committee:

1. The ESG Committee will consist of at least three (3) members comprising the Chairperson of the Audit Committee and at least one (1) expert in ESG-related matters.
2. The ESG Committee will be responsible for the following tasks:
 - Monitoring the development and implementation of the company’s ESG strategy, including but not limited to related governance structures, the integration of ESG in the company strategy, risk management and the potential for value creation.
 - Monitoring of ESG priority-setting, including but not limited to the definition of ESG-related “Key Performance Indicators” (KPIs) and related targets, as well as the periodic measurement of target achievements. To the extent that the setting of targets and the measurement of target achievements are relevant for the remuneration of the members of the Management Board or the award of long-term incentives, the ESG Committee will co-operate closely with the Remuneration Committee or the Long-Term Incentive Committee of the Supervisory Board, respectively.
 - Monitoring of compliance with laws and regulations in the field of ESG, including but not limited to relevant disclosure, reporting and auditing obligations. In this regard, the ESG Committee will co-operate closely with the Audit Committee of the Supervisory Board.
3. The ESG Committee will meet at least twice per year. The Chairperson will establish the agenda with input from the Management Board, members of the senior management or other members of the Committee. At least three (3) members are required to be present for a quorum.
4. The Chairperson will ensure any co-operation required with other committees of the Supervisory Board. The chairpersons of such committees will be invited to participate in meetings of the ESG Committee on a non-voting basis.
5. The ESG Committee may appoint one or more advisors from within or without the company. Such advisors may be invited as guests to ESG Committee meetings and may receive remuneration for their activities. They will attend meetings on a non-voting basis.

Premstaetten/Munich, December 2022

The Supervisory Board