X-FAB Silicon Foundries SE · Transportstraat 1 · 3980 Tessenderlo-Ham, Belgium

Minutes of the general meeting of shareholders held on Thursday 30 April 2026 at Transportstraat 1, 3980 Tessenderlo-Ham, Belgium

The meeting is opened at 14h00 CET under the chairmanship of Mr. Roland Duchatelet, director. The company's articles of association stipulate that the shareholders' meeting is chaired by the chairman of the board of directors. However, the chairman of the board of directors, Tan Sri Hamid Bin Bugo, does not speak Dutch.

Language

The Chair notes that, in accordance with the Law, Dutch is the official language of the meeting. Since some members of the board of directors don't speak Dutch, Mr. Roland Duchatelet will provide the necessary explanatory notes in English. He invites the persons who do not speak Dutch to express themselves in English.

Bureau

In accordance with Article 37 of the Articles of Association is appointed as secretary of the meeting:

- Mr. Manuel VANGOITSENHOVEN, who works in the Company as Legal Counsel.

Is appointed as recorder of the votes:

- Ms. Alba MORGANTI, who is CFO of the Company.

The Chair, the Secretary and the recorder of the votes form the Bureau and are physically present. Mr. Damien Macq, permanent representative of the person in charge of the daily management (FAJEL CONSULTANTS BV), Mr. Rudi DE WINTER, director, and the statutory auditor, represented by Herwig Carmans, are physically present as well.

The other directors present, take part in the meeting remotely and via electronic means.:

- Mr. Thomas Hans-Jürgen STRAUB;
- Ms. Estelle IACONA;
- Ms. Christel VERSCHAEREN;
- Aurore NV (represented by Ms. Christine JULIAM); and
- Mr. Dato Sri Dr. Wan Lizozman bin Wan Omar (represented by Encik Ahmad Faizal Yaman bin Ahmad Shafieet).

Verifications by the Bureau – Attendance list

The Chair reports to the meeting about the verifications and conclusions made by the Bureau during and after the fulfillment of the registration formalities by the participants, in view of the composition of the meeting:

I. The convocation to this General Meeting has been published as follows:

- ✓ by means of media that may reasonably be relied upon for the effective dissemination of information to the public throughout the European Economic Area and that is accessible fast and on a non-discriminatory basis, i.e. by publication on the website of the Company as well as via a message to all persons subscribed to the "X-FAB's investor news" and on the website of Guberna;
- ✓ by means of a publication of the convening notice on the platform (i.e. STORI) of the competent authority, being the FSMA;
- ✓ by means of notifications sent on 31 March 2026 by e-mail to the Directors and the Statutory Auditor of the Company.

II. The convocation mentioned sub I, as well as all other information mentioned in article 7:129 of the Belgian Companies and Associations Code, has been made available for the shareholders on the website of the Company www.xfab.com without interruption as of 31 March 2026 until today. This information will remain available on the website for a period of five (5) years as of today.

III. The Company hasn't received any notices from shareholders holding alone or together at least 10% of the share capital of the Company who wished to make use of their right to have items added to the agenda or to file resolution proposals in relation to items already on or to be added to the agenda. Consequently the agenda as included in the convocation mentioned sub I remained unchanged.

IV. The Bureau has concluded and informs the Meeting:

- ✓ that all shareholders mentioned on the attendance list have timely complied with the provisions of article 7:134 of the Belgian Companies and Associations Code and the Articles of Association in order to be admitted to the Meeting;
- ✓ that all proxies that have been presented comply with the provisions of article 7:143 of the Belgian Companies and Associations Code and have been timely received by the Company. None of the proxy holders appointed in the proxies has a capacity as mentioned in article 7:143 of the Belgian Companies and Associations Code that could cause a potential conflict of interest between an appointed proxy holder and the shareholder that he represents, except for Mr. DE WINTER and Ms. MORGANTI Alba, aforementioned, who declare to have a position in the Company respectively as directors and manager with leading responsibility, as mentioned before after their name, and who declare having received specific voting instructions for each and every item on the agenda;
- ✓ that the Company requested the shareholders to participate in the Meeting by means of an electronic communication tool made available by the Company and allows to vote at distance prior to the Meeting by letter by means of a form made available by the Company. As explained in the convening notice of meeting, the Company does not provide for the possibility of voting by electronic means at the meeting itself. The electronic means of communication does, however, enable shareholders to take direct, simultaneous and

uninterrupted notice of the proceedings at the meeting, to participate in the deliberations and to exercise the right to ask questions.

The accuracy of these facts is examined by the Meeting and acknowledged as being correct. Therefore all shareholders mentioned on the attendance list, including all proxy holders appointed in the submitted proxies, are admitted to the Meeting to participate in the deliberation and voting over the items on the agenda of the Meeting.

Subsequently the Meeting approves the attendance list as determined by the Bureau in its entirety as well as all attached private proxies that have been presented to the Bureau, and also approves the proxy holders appointed in these proxies. To the extent necessary each and every potential nullity in the proxies submitted to the Bureau, in form or for any other reason, is explicitly waived. These approvals are provided with unanimity.

From the attendance list it appears that 20 shareholders voted by mail, are present or represented with a total of 96,201,757 shares.

V. The share capital of the Company amounts to six hundred fifty-seven million, four hundred fifty-six thousand, eight hundred fifty euro and sixty-eight cents (€ 657,456,850.68), represented by one hundred thirty million seven hundred eighty-one thousand six hundred sixty-nine (130,781,669) shares without nominal value mentioned.

VI. All the shares of the Company are voting shares and each share is entitled to one (1) vote, except one hundred forty-nine thousand seven hundred forty-eight (149,748) shares that have been acquired by "X-FAB Semiconductor Foundries GmbH", a private company under German law, registered at the districts court of Jena with the number (HRB) 111661, with registered office at D-99097 Erfurt, Haarbergstrasse 67, which is a direct controlled subsidiary of the Company, and which shares to date are still held in possession by its directly controlled subsidiary, and because of which their voting rights are currently suspended.

VII. No bonds, warrants or certificates have been issued.

VIII. The Chair gives the floor to Mr. Damien Macq, representative of FAJEL CONSULTANTS BV, person in charge of the daily management, who explains the general policy of the Company and the group in a global context and draws attention to a few key points of the annual report of the Board of Directors on the financial year 2025.

IX. As of the publication of the convening notice until April 24th, 2026, the company received some written questions. The managing director responds to these questions. Subsequently, the Chair invites the participants to raise any questions related to any of the agenda items. The directors process these questions.

X. Before proceeding to the agenda, the external auditor of the company explained its audit activities and report for the fiscal year ended December 31st, 2025.

XI. The convening formalities were therefore complied with according to the abovementioned applicable legal provisions. The Meeting confirms with unanimity this explanation by the Chair and proceeds with the discussion of the agenda.

XII. Said Meeting was convened to deliberate and to decide upon the following:

AGENDA AND RESOLUTION PROPOSALS AS MENTIONED IN THE CONVENING NOTICE REFERRED TO SUB I:

Annual Shareholders' Meeting

1. Statutory annual report of the board of directors and the report of the statutory auditor regarding the statutory annual accounts for the financial year ended on December 31, 2025.

   Explanatory statement*: Pursuant to Articles 3:5 and 3:6 of the Belgian Code on Companies and Associations (BCCA) the directors have drafted an annual report in which they account for their management. Pursuant to articles 3:74 and 3:75 BCCA the statutory auditor has drafted a detailed report. These reports do not need to be approved by the shareholders.*

2. Communication of the consolidated annual accounts for the financial year ending on December 31, 2025.

   Explanatory statement*: This item relates to the submission of the consolidated annual accounts of the Company. Pursuant to article 3:32 BCCA the directors have drafted a report on these consolidated annual accounts; the statutory auditor has drafted a detailed report pursuant to Article 3:80 BCCA. These consolidated annual accounts and reports do not need to be approved by the shareholders.*

3. Approval of the statutory annual accounts for the financial year ended on December 31, 2025, and allocation of the financial result.

   Proposed resolution: *Subsequent to the examination of the statutory annual report and the report of the statutory auditor and to the discussion of the statutory annual accounts and the consolidated annual accounts for the financial year ended on December 31, 2025 (together with the directors' and auditor's reports on the consolidated annual accounts), the statutory annual accounts for the financial year ended on December 31, 2025, are approved.*

   The ordinary result amounts to negative EUR 40,327,311. Including the result carried forward from the financial year ending on December 31, 2024, the total result to be appropriated for the financial year ending on December 31, 2025, amounts to EUR 353,664,362. It is approved that this result be allocated as determined in the annual accounts closed on December 31, 2025, as follows:

   - *Result to be carried forward: EUR 353,664,361*
   - *Addition to legal reserves: EUR 0*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	96,177,658
Number of votes against:	2,030
Number of abstentions:	22,069

4. Approval of the remuneration report.

***Proposed resolution:** The shareholders' meeting approves the remuneration report regarding the financial year ended on December 31, 2025.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	93,029,933
Number of votes against:	3,161,601
Number of abstentions:	10,223

5. Approval of the remuneration policy.

***Explanatory statement**: Following the change in CEO, the variable remuneration of the CEO has been aligned with the other members of the executive mangement. In addition, a long-term component has been introduced for the variable remuneration of all executive managers. There are no other content changes since the previous remuneration policy as well as the most recent remuneration report were approved at the previous annual shareholders' meeting.*

***Proposed resolution:** The shareholders' meeting approves the remuneration policy drawn up in accordance with article 7:89/1 BCCA and the Belgian Corporate Governance Code 2020.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	93,042,660
Number of votes against:	3,158,488
Number of abstentions:	609

6. Discharge from liability to the directors.

***Proposed resolution**: The directors and their permanent representatives are discharged from liability for their mandate executed during the financial year ended on December 31, 2025.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	95,799,584
Number of votes against:	288,871
Number of abstentions:	113,302

7. Discharge from liability to the statutory auditor.

***Proposed resolution**: The statutory auditor is discharged from liability for its mandate executed during the financial year ended on December 31, 2025.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	96,081,539
Number of votes against:	6,927
Number of abstentions:	113,291

8. Reappointment of Dato Sri Dr. Wan Lizozman bin Wan Omar as director.

Proposed resolution*: Upon proposal of the board of directors, and in accordance with the recommendation of the Nomination and Remuneration Committee, the meeting decides to reappoint Dato Sri Dr. Wan Lizozman bin Wan Omar as non-executive director for a term of four years starting today and ending immediately after the annual shareholders' meeting deciding on the annual accounts for the financial year ending on December 31, 2029.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	86,067,483
Number of votes against:	10,133,657
Number of abstentions:	617

9. Reappointment of Aurore NV, permanently represented by Christine Juliam, as independent director.

Proposed resolution*: Upon proposal of the board of directors, and in accordance with the recommendation of the Nomination and Remuneration Committee, the meeting decides to reappoint Aurore NV, permanently represented by Christine Juliam as an independent non-executive director for a term of four years starting today and ending immediately after the annual shareholders' meeting deciding on the annual accounts for the financial year ending on December 31, 2029. The board of directors has determined that Christine Juliam meets the independence criteria set out in article 7:87 of the Companies and Associations Code and article 3.5 of the Belgian Corporate Governance Code 2020, Mrs. Juliam has declared not having any connections with the Company or a major shareholder that would interfere with her independence, and there is no indication of any element that could cast doubt on her independence.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	88,572,086
Number of votes against:	7,626,920
Number of abstentions:	2,751

10. Appointment of Rudi De Winter as director.

Proposed resolution*: Upon proposal of the board of directors, and in accordance with the recommendation of the Nomination and Remuneration Committee, the meeting decides to appoint Rudi De Winter (initially co-opted on February 3, 2026) as non-executive director for a term of four years starting today and ending immediately after the annual shareholders' meeting deciding on the annual accounts for the financial year ending on December 31, 2029.*

***Explanatory note:** Based on the advice of the Nomination and Remuneration Committee, the board of directors decided on 3 February 2026 to fill the vacant mandate, following the resignation of Sensinnovat BV, temporarily with Rudi De Winter, until the actual nomination by the next shareholder meeting. The meeting acknowledges that the director has waived any remuneration for this mandate.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	86,808,468
Number of votes against:	9,392,683
Number of abstentions:	606

11. Appointment of Fajel Consultants BV, permanently represented by Damien Macq, as director.

    Proposed resolution: *Upon proposal of the board of directors, and in accordance with the recommendation of the Nomination and Remuneration Committee, the meeting decides to appoint Fajel Consultants BV, permanently represented by Damien Macq as executive director for a term of four years starting today and ending immediately after the annual shareholders' meeting deciding on the annual accounts for the financial year ending on December 31, 2029.*

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	92,458,296
Number of votes against:	3,740,710
Number of abstentions:	2,751

12. Appointment of statutory auditor for for the audit of the annual accounts and the consolidated financial statements and for certifying the corporate sustainability reporting.

    Proposed resolution: *Upon proposal of the Board of Directors, acting on the recommendation of the Audit Committee, the General Meeting decides to appoint EY Bedrijfsrevisoren BV, with registered office at Kouterveldstraat 7b 001, 1831 Diegem, Belgium, represented by Mr. Olaf Janssen, as auditor for a term of three years, specifically for the financial years ending December 31, 2026, 2027 and 2028. The auditor's mandate shall terminate immediately after the General Meeting of Shareholders deciding on the financial statements for the financial year ending December 31, 2028. The auditor shall be responsible for the audit of the annual accounts and the consolidated financial statements.*

    The auditor is also charged with the engagement regarding the assurance of sustainability information for a period of three years. This assignment on sustainability information is mandated by EU Directive 2022/2464 of 14 December 2022 of the European Parliament and the European Council on sustainability reporting by enterprises (the "Corporate Sustainability Reporting Directive" or "CSRD"), which is transposed into Belgian law on 28 November 2024. This sustainability information also includes the information required under Article 8 of the European Regulation (EU) 2020/852 establishing a framework to facilitate sustainable investment (the "EU Taxonomy").

    The auditor's annual fee, subject to indexation, is set at € 671.000 (excluding VAT and expenses) per year.

Number of shares with a valid vote:	130,631,921
Number of valid votes cast:	96,201,757
Number of votes for:	90,025,750
Number of votes against:	6,161,860
Number of abstentions:	14,147

It is explicitly confirmed and recorded that for all the above mentioned decisions each proxy holder has voted according to the voting instructions of the shareholder that appointed him. The Company will keep a joint register of the voting instructions on behalf of all proxy holders and will keep such register at its registered office in view of the compliance with the information duty towards the shareholders according to article 7:143 of the Belgian Companies and Associations Code.

Closing of the Meeting

There were no technical problems or incidents that prevented or disrupted electronic participation in the general assembly.

There being no other items on the agenda, this annual meeting is closed by the Chair at 15h30.

After reading, the members of the Bureau and the shareholders who request to do so, sign the minutes.