

# Profile

## Supervisory Board of A.W.L. Techniek Holding B.V.

### *Company Profile*

A.W.L. Techniek Holding B.V. (AWL) is a systems integrator of state-of-the-art automated high-tech systems for joining and handling processes with more than 700 employees throughout the world. From our facilities in the Netherlands, the Czech Republic, China, Mexico, the United Kingdom and the United States, we support our customers, anywhere in the world. We guarantee the global productivity of our customers through smart and reliable solutions in the field of high-end automation, robotization and joining technologies. In a rapidly shifting market we are convinced that over the coming years automation and robotization will shape the world in which we live and work. AWL strives for a leading position in the market through innovation and strong partnerships. In this respect we work on the global development of our company and the diversification of the markets in which we operate.

### *Role of the Supervisory Board*

The role of the Supervisory Board is focused on contributing entrepreneurial ideas that support the company's development through means of giving advice and supervising the general course of affairs of AWL, its affiliated companies and the performance of the Executive Board. The Supervisory Board sees to it that policy is pursued in accordance with principles of sound business practices focused on the company's continuity. The Supervisory Board provides the Executive Board with assistance and advice in this respect. The Supervisory Board's performance is further set out in the Supervisory Board Regulations. Over time, the Supervisory Board can be expanded to four members. The Supervisory Board's supervision and advisory role relates to the following aspects:

- The realization of AWL's objectives;
- The strategy and risks linked to the company's activities;
- The structure and operation of internal risk management and control systems;
- The financial reporting process;
- Compliance with laws and regulations;
- The annual evaluation of the performance of the Executive Board under the articles of association.

Members of the Supervisory Board are appointed by the Annual General Meeting of Shareholders. In principle, members of the Supervisory Board can be appointed for a maximum of three four-year terms unless the company's interests dictate otherwise. Examples might include the contribution of specific knowledge and experience, and the continuity of certain company developments.



### *Meeting Frequency*

The Supervisory Board meets at least six times per year; four times in the presence of the Executive Board, once in the presence of shareholders and the Executive Board and once independently to discuss its own performance and that of the Executive Board. Once every three years, the Supervisory Board engages an external expert to review its self-evaluation. The permanent education of every member of the Supervisory Board concerning governance developments and their applicability is highly valued. Additional agreements may be formulated in this respect pursuant to the Supervisory Board's annual self-evaluation.

Within its team, the Supervisory Board strives for diversity in various areas, such as knowledge, area of experience, background and gender. The Supervisory Board currently operates as a single entity on all arising issues and currently does not have any subcommittees.

Aside from the meeting schedule, the Supervisory Board may be asked to make itself available for special matters, such as strategy development, shareholders' issues, partnerships and acquisitions. Supervisory Board members are expected to be able to free up time for and devote attention to such issues.

### *Relationship with External Auditor*

Each year in its meeting, the Supervisory Board in the presence of the external auditor discusses the management letter prepared by the external auditor, as well as the draft and final financial statements.

### *Management and Supervision (Public and Private Companies) Act (WBT)*

The Company, and therefore the Supervisory Board, falls under the Management and Supervision (Public and Private Companies) Act (WBT).

### *Profile for the new Supervisory Board member*

Within the Supervisory Board's collective responsibility, each Supervisory Board member has the following responsibilities:

- Monitor the general policy pursued by the Executive Board and the manner in which the company's business operations are organized/managed;
- Identify and analyze issues and risks and ensure supporting research is carried out;
- Advise the Supervisory Board and/or Executive Board in respect of company development, in particular for the long term;
- Serve as the first point of contact for the Executive Board in respect of his/her own areas of experience.

For the current vacancy you are expected to contribute a great deal of knowledge and experience of managing and developing a company in an international dynamic market and capital goods industry.

You have experience as the person ultimately responsible for an industrial company. Experience with the complex commercial, financial and legal aspects of doing project-oriented business in the global market is preferred. You have knowledge of and experience with compliance and governance principles.

You are expected to have a loyal attitude whereby you enjoy cooperating with the Supervisory Board team. Over time, you would be able to assume the role of chair.

*We are looking for a candidate who as a member of the Supervisory Board has:*

- Passion for technology and the associated complex high-tech mechanical engineering;
- Insight into and proven experience with international companies in the capital goods industry (working on a project-oriented basis);
- A matter-of-fact, energetic and inspiring personality befitting our dynamic environment;
- General management experience and competencies (experience in executive management and/or supervisory boards is preferred);
- An affinity for acting as a sounding board for the Executive Board;
- The ability to monitor AWL's policy and the performance of the Executive Board;
- Is ethical and committed, has a sense of responsibility and is able to take an independent position;
- Insight into requirements relating to quality, efficiency and continuity that apply to a leading Dutch manufacturing company in the international mechanical engineering industry primarily working for the automotive industry, logistics services sector and adjoining sectors.
- Sufficient available time, a minimum of six meetings annually including the required prior thorough preparation time.

*Application*

For further information you can contact the persons listed below at [pz@awl.nl](mailto:pz@awl.nl):

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