



One of the World's Largest Manufacturers of  
**Discrete Semiconductors and Passive Components**

# SPIN-OFF VISHAY PRECISION GROUP



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- On October 27<sup>th</sup>, 2009, Vishay Intertechnology announced its intention to spin-off its measurements business into an independent, publicly traded company to be named Vishay Precision Group
- The spin-off is expected to take the form of a tax-free stock dividend to Vishay's shareholders
- It is anticipated that holders of Vishay common stock will receive common stock of Vishay Precision Group and holders of Vishay Class B common stock will receive Class B common stock of Vishay Precision Group
- Vishay Precision Group is not a core component of Vishay's overall operations. VPG employs a strategy of "vertical product integration", largely focused on designing, manufacturing, marketing, installing and servicing precision measurement products and customized precision measurement systems. Foil resistor technology is the basis of resistive strain gages and provides the technology for Vishay Precision Group's future development
- The spin-off will enable the management teams of both companies to better focus on the unique issues facing their respective businesses and permit each company to pursue its own business, resource allocation and growth strategies, and attract the best personnel
- Key management of Vishay Precision Group:
  - President & CEO: Ziv Shoshani, currently Vishay's EVP, COO and Head of the Specialty Group, which will become the Vishay Precision Group
  - Chairman: Marc Zandman who will continue to serve as Vishay's Vice Chairman of the Board and Chief Administration Officer
  - CFO: William M. Clancy, currently Vishay's SVP, Corporate Controller and Secretary
- Vishay Precision Group will be headquartered in the U.S.
- The transaction is expected to close in the first half of 2010

# VISHAY PRECISION GROUP OVERVIEW

- Vishay Precision Group (“VPG”) is a leading designer, manufacturer and marketer of sensors, weighing modules, and weighing systems for a wide variety of applications
- VPG is comprised of the “Measurements Group” business and the foil resistor business, currently part of the resistors business. It is part of our business segment Passive Components
- VPG manufactures and sells individual components for weighing systems and also designs, manufactures and sells complete solutions for weighing applications
- VPG’s vertically integrated products and solutions include:
  - Resistive foil sensor product lines (resistive foil strain gages, resistive foil current sensors and ultra precision foil resistive standards)
  - Weighing modules (transducers and load cells)
  - Weighing systems (containing VPG transducers, VPG instruments, VPG software)
- VPG’s solutions are used mainly for specific industrial applications such as weighing and force measurement systems for residential waste management, process control, on board weighing and data acquisition systems for stress measurements
- VPG generated approximately \$179 million in net revenue in the last twelve months or approximately 9% of total revenues
- Going forward, VPG’s primary strategy is to focus on growing its weighing and force measurement systems