

H. Carol Bernstein



H. Carol Bernstein is the Vice President, Secretary, and General Counsel of CMC Materials, Inc. (Nasdaq: CCMP), a worldwide leader in the development, manufacture and supply of highly-engineered electronic and performance materials, primarily serving the semiconductor industry. She has responsibility for legal, compliance and governance matters, as well as the global environmental, health and safety and intellectual property functions. In addition, she has responsibility for indirect procurement and government relations.

Ms. Bernstein has more than 30 years of experience advising senior management and boards of directors on governance, legal, strategic and operational matters, with particular expertise in publicly-traded, growth-oriented global technology and specialty materials manufacturing companies that operate and serve a customer base in the U.S., Asia (China, Japan, Korea, Singapore, Taiwan) and Western Europe (France, Italy, U.K.). She has a demonstrated record of leadership, and practical and pro-active approaches in environmental/sustainability, social and governance (ESG), crisis/BCP management, and investor relations matters. As part of CMC's C-suite over the past 20 years as CMC's chief legal and governance officer, she has been a catalyst for the company's transformation from its pre-IPO roots serving one aspect of the semiconductor industry to a multinational performance materials leader recently named to *Forbes' 2020 America's Best Mid-Size Companies* list. She has experience in cross-border mergers and acquisitions, entity and operations formation and growth, human capital management, technology development, protection and transfer, and trade and supply chain matters.

Ms. Bernstein has deep roots in large technology, manufacturing and science and engineering-based organizations, beginning her professional career with the IBM Corporation and growing through several attorney and managing attorney positions with the company throughout her thirteen-year tenure, culminating in serving as an Associate General Counsel after having been the Vice-President, Secretary and General Counsel of Advantis, a networking technology joint venture of IBM and Sears. In 1998, following her time at IBM and until assuming her present position at CMC in 2000, Ms. Bernstein pivoted to civic service, and served as the General Counsel and Director of Technology Transfer of Argonne National Laboratory, which is operated by the University of Chicago for the United States Department of Energy, and is one of the nation's largest federally-funded multi-program scientific laboratories. At each CMC, Argonne/the University of Chicago, and IBM, Ms. Bernstein has committed herself to building high performing legal departments comprising diverse individuals with complementary experience and skills, in order to deliver results and collaborate with and inspire other parts of the organization from a foundation of ethics, excellence and "can do" pragmatism.

Ms. Bernstein has been an occasional and visiting lecturer on various law, technology and multinational business and governance topics at institutions such as the University of Chicago, Northwestern University, Rensselaer Polytechnic Institute, the United States Military Academy at West Point, and Vassar College. She is a member of the Dean's Advisory Council of the Physical Sciences Division of the University of Chicago, the Chicago Network, and the Economic Club of Chicago. She mentors young technology founders, as well as students from her South Side Chicago community, and volunteers for community-based organizations that provide educational opportunities such as High Jump. Ms. Bernstein received her B.A. from Colgate University, and her J.D. from Northwestern University; she is a member of the Bar of the States of Illinois and New York. Ms. Bernstein is married, has two children, and is devoted to open-water swimming in Lake Michigan and the Gulf of Maine.