

**Convening notice for the
Annual General Meeting of Shareholders
on 24 April 2014**

RoodMicrotec N.V.
Registered office in Zwolle
PO Box 1042, 8001 BA Zwolle
Email: investor-relations@roodmicrotec.com

Shareholders and other persons holding attendance rights are invited to attend the annual general meeting of shareholders held on Thursday 24 April 2014 at 10 am in NYSE EURONEXT Amsterdam, Beursplein 5 in Amsterdam.

Items to be discussed at the meeting will include a proposal to adopt the 2013 annual accounts.

Attendance rights

Shareholders are classified as holding attendance rights if they are mentioned in a written statement of an affiliated institution as referred to in the Securities (Bank Giro Transactions) Act, meaning that the person referred to in the statement participates in its collective deposit with the stated number of shares. The provisions in the previous sentence also apply to those holding a right of usufruct or pledge on one or more shares. The statement referred to above must be filed no later than **4 pm on 16 April 2014** at the office of SNS Securities or by email to corporate.actions@snssecurities.nl.

Registration date

Based on statutory provisions, attendance and voting rights at the meeting are limited to those persons who (i) on **Thursday 27 March 2014** (the 'Registration Date'), after all additions and deletions as of that date have been processed, are registered as shareholders in the (partial) registers, and (ii) have also registered for the meeting as described below. The (partial) registers are designated as the records of the brokers as defined in the Securities (Bank Giro Transactions) Act, which show who are entitled to these shares on the Registration Date.

Registration and proxy

Persons holding attendance rights may be represented at the meeting by a written proxy, provided that this proxy is submitted to the office of the company no later than **16 April 2014** on the postal address mentioned above.

The person holding attendance rights and/or the proxy must submit the certificate of deposit and a copy of the proxy, if applicable, to the secretary. The relevant person must also show proof of identification.

Shareholders may obtain the full agenda free of charge on the website of the company, www.roodmicrotec.com and from SNS Securities (email: corporate.actions@snssecurities.nl).

Zwolle, 13 March 2014

The supervisory board and board of management