

Convening notice
for the Annual General Meeting of Shareholders
to be held on Tuesday June 6, 2023, at 15:00 CEST
at the Amsterdam Stock Exchange (EURONEXT), Beursplein 5,
1012 JW Amsterdam, the Netherlands

RoodMicrotec N.V.
with its registered office in Deventer, the Netherlands

Shareholders and other persons holding attendance rights of RoodMicrotec N.V. ('the Company') are invited to attend the Annual General Meeting of Shareholders ('the AGM') which will be held on Tuesday, June 6, 2023, at 15:00 CEST at the Amsterdam Stock Exchange (Euronext), Beursplein 5, 1012 JW Amsterdam, The Netherlands ('the Meeting').

Agenda

1. Opening and announcements.
2. Annual Report for the 2022 financial year:
 - (a) Report of the Board of Management on the Company's activities during the 2022 financial year, including risk policy and corporate governance policy;
 - (b) Report of the Supervisory Board on the 2022 financial year;
 - (c) Remuneration report (**advisory vote**);
 - (d) Adoption of the 2022 financial statements (**voting item**);
 - (e) Appropriation of the 2022 net result (**voting item**).
3. Discharge of the members of:
 - (a) the Board of Management from liability for their management in 2022 (**voting item**);
 - (b) the Supervisory Board from liability for their supervision in 2022 (**voting item**).
4. Approval of the remuneration policy (**voting item**).
5. Proposal to re-appoint Mr. Arvid Ladega as member of the Board of Management for a 4-year period (**voting item**).
6. Proposal to re-appoint Mr. Marc Verstraeten as a member of the Supervisory Board for a 4-year period (**voting item**).
7. Proposal to grant the audit engagement to KPMG for 2023 – 2026 (**voting item**).
8. Designation of the Board of Management as the body authorized:
 - (a) to issue shares and to grant rights to acquire shares (**voting item**);
 - (b) to restrict or exclude pre-emptive rights upon the issue of shares and the granting of rights to acquire shares (**voting item**).
9. Any other business.
10. Closing.

Availability of meeting documents

The agenda with explanatory notes for the AGM, as well as the 2022 Annual Report, which contains the Financial Statements for the financial year 2022, and other relevant documents, are made available from today on the Company's website (www.roodmicrotec.com/en/investor-relations-en/annual-general-meeting). These documents are also available for inspection by shareholders (by appointment) at the offices of the Company, Zutphenseweg 29 D1, 7418 AH in Deventer, the Netherlands, and can be obtained free-of-charge as well via ABN AMRO per email: ava@nl.abnamro.com.

Number of shares outstanding and number of voting rights

At the date of this notice, the number of issued shares is 75,076,267, of which 4,100 shares are currently held by the Company. Consequently, the number of outstanding shares and the number of voting rights as of the date of this notice amounts to 75,072,167.

Registration Date

Pursuant to applicable Dutch law, the following individuals are eligible to attend, and vote during, the Company's AGM of June 6, 2023: those who (i) on **Tuesday May 9, 2023**, after close of trading (i.e. after all credit and debit transactions have been processed), were listed as of said date ('the Registration Date') in one of the registers specified below, and (ii) had been registered in writing in accordance with the procedure described below. The provisions in the previous sentence also apply to those holding a right of usufruct or pledge on one or more shares. The Board of Management has designated as registers the accounts and records of agents, as defined in the Dutch Securities (Bank Giro Transactions) Act (*Wet giraal effectenverkeer*), and the Company's Shareholders' Register, which specify who is entitled to the shares on the Registration Date.

Registration for, and access to, the Meeting

Those eligible to attend the AGM can only do so provided they have registered in advance. They are required to register for the AGM registering electronically with ABN AMRO via www.abnamro.com/evoting or via the agent through which their shares are administrated as from the Registration Date and by no later than Tuesday May 30, 2023 at 17.30 CEST. The agent must issue an electronic statement to ABN AMRO at the latest on 31 May, 2023, at 14.00 CEST via www.abnamro.com/intermediary stating the number of shares that the Shareholder holds at the Registration Date and submitted for registration. With the statement, agents are furthermore requested to include the full address details of the relevant Shareholder in order to be able to verify the shareholding on the Registration Date in an efficient matter. ABN AMRO will send to these shareholders, via their respective agent, a proof of registration.

Proxies and voting instructions

Voting rights may, insofar the person entitled to vote is not present in person, only be exercised by a person holding a written or electronic proxy. Shareholders wishing to make use of such proxy should register their shares in accordance with the registration procedure set out above.

A proxy with voting instructions can be issued electronically via www.abnamro.com/evoting no later than on Tuesday May 30, 2023 at 17.30 CEST.



If a shareholder is unable to issue a proxy with voting instructions electronically, a proxy with voting instructions can alternatively be issued in writing. Proxy forms can be obtained free of charge from the Company (Zutphenseweg 29 D1, 7418 AH Deventer, The Netherlands), ABN AMRO. (email: ava@nl.abnamro.com) and can also be downloaded from the Company's website: www.roodmicrotec.com. The completed proxy form must be received no later than on Tuesday May 30, 2023 at 17.30 CEST by ABN AMRO by e-mail: ava@nl.abnamro.com

Other matters

RoodMicrotec N.V. is an international company and its corporate language is English. The AGM will therefore be conducted in English.

Deventer, the Netherlands, April 20, 2023
The Supervisory Board and the Board of Management