

Agenda

for the Annual General Meeting of Shareholders
to be held on Monday May 27, 2024 at 14:00 CEST
at the offices of the Company,
Zutphenseweg 29 D1, 7418 AH in Deventer, the Netherlands

RoodMicrotec N.V.

with its registered office in Deventer, the Netherlands

1. Opening and announcements.
2. Annual Report for the financial year 2023:
 - (a) Report of the Board of Management on the Company's activities during the financial year 2023;
 - (b) Adoption of the 2023 financial statements (**voting item**);
 - (c) Appropriation of the 2023 net result (**voting item**).
3. Discharge of the members of:
 - (a) the Board of Management from liability for their management in 2023 (**voting item**);
 - (b) the Supervisory Board from liability for their supervision in 2023 (**voting item**).
4. Any other business.
5. Closing.

Deventer, the Netherlands, April 25, 2024

The Supervisory Board and the Board of Management

Explanatory notes

to the Agenda for the Annual General Meeting of Shareholders ('the Meeting') of **RoodMicrotec N.V.** ('the Company') to be held on Monday May 27, 2024 at 14:00 CEST at the offices of the Company, Zutphenseweg 29 D1, 7418 AH in Deventer, the Netherlands.

Re. 2. (a) Report of the Board of Management on the Company's activities during the financial year 2023

Presentation by the Board of Management on the Company's activities and its performance during the financial year 2023 and, in accordance with clause 29.3(a) of the Company's Articles of Association, discussion on the report of the Board of Management, which is included in the 2023 Annual Report.

Re. 2. (b) Adoption of the 2023 financial statements (voting item)

The Supervisory Board has approved the financial statements for the financial year 2023, as drawn up by the Board of Management and included in the 2023 Annual Report. In accordance with clause 29.3(b) of the Company's Articles of Association, it is proposed to the Meeting to adopt the 2023 financial statements.

Re. 2. (c) Appropriation of the 2023 net result (voting item)

In accordance with clauses 27.2 and 29.3(b) of the Company's Articles of Association, it is proposed to the Meeting that the net profit of the Company for the financial year 2023 in the amount of EUR 775,000 is added to the retained earnings reserve within the equity of the Company.

Re. 3. (a) Discharge of the members of the Board of Management from liability for their management in 2023 (voting item)

In accordance with clause 29.3(c) of the Company's Articles of Association, it is proposed to the Meeting that the members of the Board of Management are granted discharge from liability for their management during the financial year 2023.

Re. 3. (b) Discharge of the members of the Supervisory Board from liability for their supervision in 2023 (voting item)

In accordance with clause 29.3(c) of the Company's Articles of Association, it is proposed to the Meeting that the members of the Supervisory Board are granted discharge from liability for their supervision during the financial year 2023.

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