

## Convening notice for the Annual General Meeting of Shareholders to be held on June 10, 2021 at 15:00 CEST

**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 Thursday, June 10, 2021 at 15:00 CEST by webcast ('the Meeting').

### Remote participation only in view of COVID-19

In light of the COVID-19 (coronavirus) pandemic and the ongoing safety measures still imposed by the Dutch government at the time of publication of this notice, the Company will take all the recommended precautionary measures to protect the health and safety of its employees, shareholders and other stakeholders to the extent possible. This means, among other things, that the Board of Management and Supervisory Board have decided to organize the AGM in such manner, that it can only be attended by registered shareholders through a webcast. Shareholders do not have the option to attend the AGM in person, as the Meeting will only be held remotely via a digital platform (virtual meeting).

Shareholders can exercise their voting rights by means of an electronic voting instruction prior to the Meeting. For further details on how to exercise voting rights using an electronic voting instruction, we refer you to [www.abnamro.com/evoting](http://www.abnamro.com/evoting). The deadline for submitting your electronic voting instruction is **Thursday, June 3, 2021 at 17:00 CEST**. Registered shareholders intending to attend the webcast can send an email to [investor-relations@roodmicrotec.com](mailto:investor-relations@roodmicrotec.com) (quoting your registration number, as obtained from ABN AMRO Bank N.V. ('ABN AMRO') when registering for the Meeting) to obtain the login details.

Due to these exceptional circumstances, registered shareholders are offered the opportunity to submit up to five questions in relation to the agenda items for this AGM prior to the Meeting. You must send your questions to [investor-relations@roodmicrotec.com](mailto:investor-relations@roodmicrotec.com) (quoting your registration number, as obtained from ABN AMRO when registering for the Meeting) **before Monday, June 7, 2021 at 15:00 CEST**. We will endeavor to answer during the Meeting all questions (arranged and combined per agenda item and within each agenda item per subject, if appropriate) received prior to this time. The Company may postpone answering questions if answering the number of questions exceeds the time frame of the AGM.

We will be monitoring developments related to the COVID-19 pandemic and any government measures on an ongoing basis, and will inform you if any of these measures have implications for the Meeting. We refer you to our website ([www.roodmicrotec.com/en/investor-relations-en/annual-general-meeting](http://www.roodmicrotec.com/en/investor-relations-en/annual-general-meeting)) for the most recent information on our AGM and recommend that you regularly check the website.

## Agenda

1. Opening and announcements.
2. Annual Report for the 2020 financial year:
  - (a) Report of the Board of Management on the Company's activities during the 2020 financial year, including risk policy and corporate governance policy;
  - (b) Report of the Supervisory Board on the 2020 financial year;
  - (c) Adoption of the 2020 financial statements and remuneration report (**voting item**);
  - (d) Appropriation of the 2020 net result (**voting item**).
3. Discharge of the members of:
  - (a) the Board of Management from liability for their management in 2020 (**voting item**);
  - (b) the Supervisory Board from liability for their supervision in 2020 (**voting item**).
4. Proposal to re-appoint Mr. Vic Tee as a member of the Supervisory Board for a 1-year period (**voting item**).
5. Proposal to appoint Mr. Ruud van der Linden as a member of the Supervisory Board for a 4-year period (**voting item**).
6. 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**).
7. Any other business.
8. Closing.

## Availability of meeting documents

The agenda with explanatory notes for the AGM, as well as the Annual Report 2020, which contains the Financial Statements for the financial year 2020, and other relevant documents, are made available from today on the Company's website ([www.roodmicrotec.com/en/investor-relations-en/annual-general-meeting](http://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](mailto:ava@nl.abnamro.com).

### Registration Date

Pursuant to applicable Dutch law, the following individuals are eligible to attend, and vote during, the Company's AGM of June 10, 2021: those who (i) on **Thursday, May 13, 2021**, 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 webcast (virtual meeting)

Those eligible to vote and attend the Meeting can only do so by webcast, provided they have registered in advance. They are required to first register for the AGM at [www.abnamro.com/evoting](http://www.abnamro.com/evoting) or through their agent. Once your application has been processed, the shareholder will receive an email from ABN AMRO containing the voting instruction provided and the unique registration number. This registration number, along with the application to attend the virtual meeting, must be submitted by email to [investor-relations@roodmicrotec.com](mailto:investor-relations@roodmicrotec.com) no later than **17:00 CEST on Thursday, June 3, 2021**. Shareholders will then receive their personal login details for the webcast by email.

### Voting based on voting instruction

Shareholders can only cast their vote through an electronic voting instruction prior to the Meeting and must provide their electronic voting instruction **before 17:00 CEST on Thursday, June 3, 2021** through the above-mentioned website, [www.abnamro.com/evoting](http://www.abnamro.com/evoting). The relevant agent must provide ABN AMRO with an electronic statement on **Friday, June 4, 2021 by 13:00 CEST** at the latest (through [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary)), specifying the number of shares held by the relevant holder on the Registration Date.

### Virtual attendance

Only shareholders who have registered in advance can attend the meeting by webcast.

### Number of shares outstanding and number of voting rights

At the date of this notice, the number of issued shares is 74,896,267, 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 74,892,167.

### 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 29, 2021

The Supervisory Board and the Board of Management