

## Convening notice for the Annual General Meeting of Shareholders to be held on June 9, 2022 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 9, 2022 at 15:00 CEST by webcast ('the Meeting').

### **Remote participation only, as in previous years 2020-2021**

In light of the COVID-19 (coronavirus) pandemic and the ongoing safety measures, which the Dutch government imposed in the previous years 2020 and 2021, the Company at that time took all the recommended precautionary measures to protect the health and safety of its employees, shareholders and other stakeholders to the extent possible. The Board of Management and Supervisory Board decided to organize the AGM's in 2020 and 2021 in such manner, that these could only be attended by registered shareholders through a webcast. Shareholders did not have the option to attend the AGM in person, as these meetings were held remotely via a digital platform. The Board of Management and Supervisory Board have decided to organize this year's AGM in this same manner and therefore the Meeting will be held remotely via a digital platform (virtual meeting) and shareholders will not have the option to attend the AGM in person.

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 2, 2022 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 the virtual character of the Meeting, 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 6, 2022 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 any government measures related to COVID-19 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 2021 financial year:
  - (a) Report of the Board of Management on the Company's activities during the 2021 financial year, including risk policy and corporate governance policy;
  - (b) Report of the Supervisory Board on the 2021 financial year;
  - (c) Adoption of the 2021 financial statements and remuneration report (**voting item**);
  - (d) Appropriation of the 2021 net result (**voting item**).
3. Discharge of the members of:
  - (a) the Board of Management from liability for their management in 2021 (**voting item**);
  - (b) the Supervisory Board from liability for their supervision in 2021 (**voting item**).
4. 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**).
5. Any other business.
6. Closing.

## Availability of meeting documents

The agenda with explanatory notes for the AGM, as well as the Annual Report 2021, which contains the Financial Statements for the financial year 2021, 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 9, 2022: those who (i) on **Thursday, May 12, 2022**, 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 2, 2022**. 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 2, 2022** 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 3, 2022 by 14:00 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 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.

### **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 28, 2022  
The Supervisory Board and the Board of Management