

**Minutes of the Annual General Meeting of Shareholders of
RoodMicrotec N.V. (“the Meeting”)**

held on Monday, 27 May 2024 at 14:00 hours CEST
at the offices of RoodMicrotec N.V. (“the Company”), Zutphenseweg 29 D1,
7418 AH in Deventer, the Netherlands

Present:

<i>Shareholder(s)</i>	Microtest S.p.A. (proxy)	
<i>Board of Management</i>	Martin Sallenhag	CEO
	Luca Civita	CIO
	Arvid Ladega (Secretary)	CFO
<i>Supervisory Board</i>	Ruud van der Linden (Chair)	
	Marc Verstraeten	
	Franco Prestigiacomo	
	Giuseppe Amelio	
	Stefano Calabrò	

1. Opening and announcements

The Meeting is opened by the Chair at 14:00 hours CEST.

General comments:

- The Meeting was convened by the Board of Management and the Supervisory Board on 25 April 2024.
- The registration date for the Meeting was set at 30 April 2024.
- The minutes will be prepared by Mr. Arvid Ladega, who will act as Secretary of the Meeting.
- All documents for the Meeting have been published and made generally available on the corporate website of the Company as from 25 April 2024, the date of convocation.
- The total number of 82,561,267 shares have been issued by the Company.
- The total number of shares eligible to vote is 82,561,267.
- According to the attendance list, holders of in aggregate 78,506,409 shares are attending or are represented at the Meeting.
- Consequently, together a nominal share capital of 8,635,704.99 euro is represented constituting a total of 95.09% of the Company’s issued share capital.

Prior to the Meeting, Microtest S.p.A. has granted a power of attorney with voting instructions to the Secretary of the Meeting. Microtest S.p.A. has provided its vote in favour for all voting items on the agenda. The Secretary will cast the votes by Microtest S.p.A. in accordance with these instructions at the Meeting today.

2. Annual Report for the financial year 2023

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

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, the report of the Board of Management, which is included in the 2023 Annual Report, are presented by the Board of Management and discussed by the Meeting.

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.

Given the proxy with voting instruction for this item on the agenda, as received from Microtest S.p.A. and casted accordingly by the Secretary, the Chair concludes that the Meeting is unanimous in favour of the proposal, and therefore the 2023 financial statement are adopted.

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,

Given the proxy with voting instruction for this item on the agenda, as received from Microtest S.p.A. and casted accordingly by the Secretary, the Chair concludes that the Meeting is unanimous in favour of the proposal, and therefore 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.

3. Discharge of the members of the Board of Management and the Supervisory Board

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.

Given the proxy with voting instruction for this item on the agenda, as received from Microtest S.p.A. and casted accordingly by the Secretary, the Chair concludes that the Meeting is unanimous in favour of the proposal, and therefore the members of the Board of Management are discharged from liability for their management in 2023.

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.

Given the proxy with voting instruction for this item on the agenda, as received from Microtest S.p.A. and casted accordingly by the Secretary, the Chair concludes that the Meeting is unanimous in favour of the proposal, and therefore the members of the Supervisory Board are discharged from liability for their supervision in 2023.

4. Any other business

No other business was discussed at the Meeting.

5. Closing

The Meeting was closed by the Chair at 14:10 hours CEST.