

# Timeline for RoodMicrotec N.V. Shareholders regarding the Public Offer made by Microtest S.p.A.

13 JUNE 2023

## Announcement of Public Offer

RoodMicrotec and Microtest (conditionally) agree on a recommended all-cash offer of EUR 0.35 per share

31 AUGUST 2023

## Announcement of Offer launch

Microtest launches recommended all-cash offer for all issued and outstanding ordinary Shares in RoodMicrotec

- Publication of Offer Memorandum by Microtest
- Publication of Position Statement by RoodMicrotec

### ACCEPTANCE PERIOD

19 OCTOBER 2023

## Extraordinary General Meeting

of RoodMicrotec to discuss the Offer with Shareholders and to vote on resolutions relating to the Offer

1 SEPTEMBER 2023

## Start of Offer Period

Shareholders can tender their Shares under the Offer as of 09:00 CEST from this date onwards

27 OCTOBER 2023

## End of Offer Period

Final day for Shareholders to tender their Shares – unless the Offer Period is extended

**MAX. 3 BUSINESS DAYS AFTER END OF OFFER PERIOD**

## Unconditional Date

Microtest announces whether the Offer is declared unconditional

**LATEST ON THE 3<sup>RD</sup> BUSINESS DAY AFTER UNCONDITIONAL DATE**

## Settlement Date

Transfer of, and payment of, the Offer Price for each Share tendered during the (extended) Offer Period

### POST-ACCEPTANCE PERIOD

**LATEST ON THE 3<sup>RD</sup> BUSINESS DAY AFTER UNCONDITIONAL DATE**

## Commencement of Post-Acceptance Period

- In case the Offer is declared unconditional, Microtest shall announce a two weeks' Post-Acceptance Period
- During the Post-Acceptance Period, Shareholders who did not tender their Shares during the Acceptance Period have the opportunity to tender their Shares on the same terms and conditions as the Offer

**LATEST ON THE 3<sup>RD</sup> BUSINESS DAY AFTER POST-ACCEPTANCE PERIOD**

## Close of Post-Acceptance Period

Settlement of Shares tendered during Post-Acceptance Period

### POSSIBLE POST-CLOSING ACTIONS

**TO BE DETERMINED**

## Possible Post-Settlement Actions

- If Microtest holds >95%: initiate a procedure to buy out any remaining minority Shareholders, or
- If Microtest holds >80%: intention to implement Legal Merger, Share Sale and Liquidation