

Virtual general meeting Nedap N.V. (“Nedap”)

having its registered office at Groenlo

The annual general meeting of Nedap (“Annual general meeting”) will be held on **Thursday, 8 April 2021 at 11 a.m. in Groenlo, Parallelweg 2**. In connection with the situation regarding COVID-19, the Annual general meeting will, by using the Temporary COVID-19 Justice and Security Act (“Emergency Act”), be held **entirely virtual** and shareholders will **not** be able to **physically** attend the Annual general meeting.

Nedap facilitates participation in the virtual Annual general meeting in the following way:

- Shareholders can follow the general meeting via a **live webcast**. The meeting can only be followed by shareholders who have registered themselves with ABN AMRO in the manner set out below.
- Shareholders who have registered themselves for the Annual general meeting may submit questions relating to items on the agenda of the meeting prior to the Annual General Meeting by e-mail until [4 April 2021], 5 p.m. at the latest, by sending them to corporate.governance@nedap.com. Shareholders are requested to state their name and the registration number they can receive through their bank. If these details are missing, Nedap reserves the right not to answer the questions.
- Nedap intends to answer all questions raised in advance of the meeting during the Annual general meeting, thematically or otherwise and to the extent appropriate for the orderly conduct of the meeting and to the extent the number of questions fits within the time frame of the Annual general meeting.
- All shareholders who have registered themselves for the meeting can also ask questions electronically (including by telephone) during the Annual General Meeting which questions will be answered during the meeting. Shareholders will receive further instructions after registration.
- Shareholders can **only vote by granting a power of attorney with voting instructions** prior to the Annual general meeting, in the manner set out below in this notice.
- The chairman may impose further conditions with a view to the orderly conduct of the meeting.

If the Emergency Act no longer applies on the date of the Annual general meeting, the meeting will then be held in Groenlo, at the offices of Nedap, Parallelweg 2 te Groenlo. In that case, the possibilities as described above are still offered, provided that shareholders will no longer be able to ask questions electronically during the meeting. Shareholders will then be able to attend the meeting physically by sending an e-mail to corporate.governance@nedap.com, provided that the Board of Directors and the Supervisory Board reserve the right to take any measures necessary in the light of the then prevailing developments regarding COVID-19. The Board of Directors and the Supervisory Board will inform shareholders by means of a notice on the website (www.nedap.com) if and as soon as it is made known by the government that the Emergency Act will not be extended, and therefore it will no longer be possible to hold the meeting virtually. The Board of Directors and Supervisory Board will also make other announcements to shareholders on the website of Nedap (www.nedap.com), should there be other developments or measures to be taken.

Meeting documents

As of today, shareholders can download this convening notice, including the agenda with explanatory notes and the report for 2020 (which includes the financial statements), the information as referred to in article 2:142(3) of the Dutch Civil Code in connection with the nomination for the (re)appointment of a member of the Supervisory Board, the proposal for the amendment of the articles of association and the proposal for the adoption of the remuneration policy of the Board of Directors and the Supervisory Board, from the company’s website: <https://nedap.com/investors/annual-general-meeting-of-shareholders/>

Registration date

Persons entitled to vote and attend meetings, are those who on 11 March 2021, after processing of all entries and deletions as of that date, have those rights and who have been registered for the meeting in the manner described below (the “Registration Date”).

Registration/Attendance

Shareholders who wish to register for the general meeting must, to this end, provide a power of attorney with voting instructions through www.abnamro.com/evoting or through their bank or broker where their shares are administered, at the latest by **Thursday, 1 April 2021 (before 12 p.m.)**. The shareholder concerned will receive an e-mail confirming his registration, with the necessary information to log on to the webcast, and with information to ask questions prior to and during the Annual general meeting.

Banks and brokers must issue an electronic statement to ABN AMRO via www.abnamro.com/intermediary, no later than **1 April 2021 at 5 p.m.**, stating the number of shares that the shareholder holds on the Registration Date and that are being registered for participation, as well as the shareholder’s full address details.

Power of attorney with voting instructions

Shareholders must grant a power of attorney with voting instructions to Manon Cremers (notaris van Stibbe N.V.) or her legal substitute (*waarnemer*), with the right of substitution, electronically via www.abnamro.com/evoting, at the latest by Thursday, 1 April 2021 (12 p.m.). A shareholder can, as an alternative, grant a written power of attorney with voting instructions (as published on the website of Nedap, www.nedap.com) to Manon Cremers or her legal substitute (*waarnemer*), with the right of substitution, at the latest by Thursday, 1 April 2021 (12 p.m.), to be send by e-mail to judith.smithaffmans@nedap.com of manon.cremers@stibbe.com.

Groenlo, 23 February 2021

The Board of Directors
