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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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**SCHEDULE 14D-9**  
**SOLICITATION/RECOMMENDATION**  
**STATEMENT UNDER SECTION 14(d)(4) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**  
**(AMENDMENT NO. 13)**

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**STRATASYS LTD.**  
*(Name of Subject Company)*

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**STRATASYS LTD.**  
*(Name of Persons Filing Statement)*

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**Ordinary Shares, par value NIS 0.01 per share**  
*(Title of Class of Securities)*

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**M85548101**  
*(CUSIP Number of Class of Securities)*

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*(Name, address, and telephone number of persons authorized to receive notices and communications on behalf of the person filing statement)*

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☐ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

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This Amendment No. 13 to Schedule 14D-9 amends and supplements the Solicitation/Recommendation Statement on Schedule 14D-9 (as amended from time to time, the “Statement”) originally filed by Stratasys Ltd., an Israeli company (“Stratasys”), with the Securities and Exchange Commission (the “SEC”) on May 30, 2023. The Statement relates to the unsolicited tender offer by Nano Dimension Ltd., an Israeli company (“Nano”), to purchase up to 25,266,458 ordinary shares, par value NIS 0.01 per share, of Stratasys (“Stratasys ordinary shares”) not already owned by Nano, which, together with the Stratasys ordinary shares already owned by Nano, represent no more than 51% (and at least 46%) of the issued and outstanding Stratasys ordinary shares upon consummation of the tender offer, for \$24.00 per share in cash, less any required withholding taxes and without interest, upon the terms and conditions set forth in the Offer to Purchase dated May 25, 2023, the Supplement to Offer to Purchase dated June 27, 2023, and the Second Supplement to Offer to Purchase, dated July 10, 2023, and in the related Second Amended Letter of Transmittal and the related Second Amended Notice of Objection contained in the Tender Offer Statement on Schedule TO filed by Nano with the SEC on July 10, 2023. Except as specifically noted herein, the information set forth in the Statement remains unchanged.

**Item 4. The Solicitation or Recommendation; Item 7. Purposes of the Transaction and Plans or Proposals**

Item 4 of the Statement and Item 7 of the Statement are hereby amended and supplemented as follows:

On July 12, 2023, Stratasys filed a proxy statement with the SEC in connection with its 2023 Annual General Meeting of Shareholders to be held on August 8, 2023. In the proxy statement, Stratasys has recommended that shareholders re-elect Stratasys' current directors.

**Item 9. Exhibits**

Item 9 of the Statement is hereby amended and supplemented by adding the following exhibits:

Exhibit Number	Exhibit Description	Incorporated by Reference to Filings Indicated			Filing Date	Filed Herewith
		Form	File No.	Exhibit		
(a)(30)	<a href="#">Press Release, dated July 12, 2023</a>					X
(a)(31)	<a href="#">Employee Letter, dated July 12, 2023</a>					X
(a)(32)	<a href="#">Letter to Shareholders, dated July 12, 2023</a>					X
(a)(33)	<a href="#">Stratasys Ltd. Shareholder Information Website</a>					X

**SIGNATURE**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 12, 2023

**STRATASYS LTD.**

By: /s/ Yoav Zeif  
Name: Yoav Zeif  
Title: Chief Executive Officer

FOR IMMEDIATE RELEASE

**Stratasys Files Proxy Statement for 2023 Annual General Meeting and Mails Letter to Shareholders***Urges Shareholders to Vote ONLY the WHITE Proxy Card “FOR” the Re-Election of Stratasys’ Directors*

**MINNEAPOLIS & REHOVOT, Israel – July 12** – Stratasys Ltd. (Nasdaq: SSYS) (“Stratasys” or the “Company”), a leader in polymer 3D printing solutions, today announced that it has filed a proxy statement with the U.S. Securities and Exchange Commission (“SEC”) in connection with its 2023 Annual General Meeting of Shareholders (the “Meeting”) to be held on August 8, 2023. Shareholders of record as of July 5, 2023 will be entitled to vote at the Meeting.

In connection with the proxy statement, Stratasys has mailed a letter to shareholders highlighting its track record of strong performance and its strategy for value creation. **Stratasys’ Board unanimously recommends that Stratasys shareholders vote ONLY the WHITE proxy card “FOR” the re-election of the Stratasys Slate, consisting of the eight highly qualified current members of Stratasys’ Board.** The letter can be found at [www.NextGenerationAM.com](http://www.NextGenerationAM.com) along with other materials related to the Meeting.

The full text of the letter follows:

**Dear Stratasys Shareholder,**

With a winning strategy for profitable growth, a highly experienced management team and a purpose-built Board of Directors, Stratasys is well positioned to create value in the near, mid and long term.

Stratasys is successfully executing its “North Star” strategy, moving to stronger and more profitable growth while expanding into new technologies, verticals and innovative use cases for its leading polymer capabilities and broad portfolio of solutions. In addition, our proposed combination with Desktop Metal, Inc., which we expect to be put to a shareholder vote later this year, will accelerate our mission of leading additive manufacturing into mass production. The combination will create a next-generation additive manufacturing company with enhanced growth and profitability, and is expected to generate more than \$1.6 billion of revenue and more than \$300 million of EBITDA in 2026 at base case.

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## **Nano's Self-Serving Campaign Risks Derailing Future Growth Opportunities**

We strongly believe the highly opportunistic, self-interested campaign by Nano Dimension Ltd. ("Nano") to take control of Stratasys puts your investment at risk by threatening to derail our significant progress, dismantle Stratasys' proposed combination with Desktop Metal and destroy value for Stratasys shareholders. The Stratasys Board has not changed its unanimous approval, recommendation and declaration of advisability of the Desktop Metal transaction.

If Nano's slate is elected, Nano would be able to accomplish its goal of acquiring control of Stratasys without paying Stratasys shareholders or closing the tender offer. To be clear, the election of Nano's slate **would not automatically result in the closing of Nano's partial tender offer**, which is subject to various conditions that are unlikely to be fulfilled by either the currently proposed expiration date of Nano's partial tender offer, or the date of the Stratasys Annual General Meeting.

Ahead of the Stratasys Annual General Meeting on Tuesday, August 8, 2023, **we urge you to vote "FOR" the re-election of the Stratasys slate consisting of the eight highly qualified current members of Stratasys' Board.**

## **Nano's Slate of Insider Candidates for the Stratasys Board is Unqualified and Its Campaign to Take Control of Stratasys is Built on Serving the Interests of Nano**

**Nano has nominated an unqualified slate of director candidates in an attempt to seize control of Stratasys.** Six of its seven nominees for the Stratasys Board are current Nano executives, including its CEO Yoav Stern, meaning that there would be significant conflicts of interest between their roles at Nano and their roles as directors of Stratasys. How could a board consisting of executives of another participant in the additive manufacturing industry, five of whom report to Mr. Stern, be trusted to act independently and in the interests of all Stratasys shareholders?

Only two Nano nominees have served on a public company board over nearly the last 20 years, and most of the nominees lack experience running 3D printing companies, as well as companies that are of a comparable scale to Stratasys.

**Nano's campaign is an attempt to distract its own shareholders from its failing business model, its track record of value destruction and its underwhelming operating results.** It is no surprise that Nano has nominated six of its own executives for the Stratasys Board. Nano's – and Mr. Stern's – history of corporate governance and management failings and blatant lack of regard for its own shareholders includes:

- Ä Under the leadership of Nano's nominees, Nano is trading at a significant discount to the value of its cash and tradable securities, reflecting Nano shareholders' lack of confidence in the ability of Nano's management, and consequently the Nano nominees, to create shareholder value.

- Ä Nano's business continues to burn significant cash, including nearly \$28 million in net cash used in operations in the first quarter of 2023. While Nano reported net income of more than \$22 million in the quarter, its investment in Stratasys generated more than \$40 million of profits in that time, meaning its business generates significant losses, as reflected by their negative \$23.7 million of adjusted EBITDA in the first quarter.
- Ä Consistent with the recommendations of all three major, independent proxy advisory firms, Nano's own shareholders voted to remove four members of Nano's Board and appoint two new members in their place at a special meeting on March 20, 2023, a fact that Nano's leadership refuses to accept and which they are now battling in an Israeli court. As a result, the legality and authority of Nano's Board and management team continue to be in question.
- Ä Nano pursues value destructive acquisitions to avoid returning cash to shareholders (e.g., DeepCube, NanoFabrica). The acquisitions they made in 2021 and 2022 cost Nano hundreds of millions of dollars, and yet Nano had to write off the value of these acquired businesses the same year they were acquired.
- Ä Nano does not disclose the voting results of its director elections and changes classification of directors to avoid facing shareholder votes. Further, Nano's classified Board with three-year terms limits the ability of shareholders to hold the Board accountable for performance.

The Nano Board intended to reprice Mr. Stern's severely out-of-the-money options, which proxy advisory firm Glass Lewis described as "excessive compensation" and which shareholders voted down at the special meeting in December 2022.<sup>1</sup>

- Ä The election of Nano's slate of nominees would take Stratasys out of compliance with the Nasdaq requirement that a majority of the board of directors be independent. Election of Nano's slate would also make Stratasys non-compliant with the Securities and Exchange Commission and Nasdaq audit and compensation committee corporate governance rules.

**Be aware: Mr. Stern's destructive behavior is nothing new.** Mr. Stern was removed as interim president and CEO of Magal Security Systems ("Magal") in 2009 after causing what Magal described as "an almost irreparable damage in the morale of the remaining employees" who "operated in a hostile environment and were terrified by his managerial style."<sup>2</sup> In a letter to shareholders regarding a challenge led by Mr. Stern to Magal's Board, Magal further noted that "After Mr. Stern joined the Company, he clearly indicated to certain employees that his real intention was to cause a management buy-out where the shares of the Company would be purchased at a low price by management."<sup>3</sup> Mr. Stern also reportedly attempted to extort Magal's largest shareholder in order to prevent him from voting at the shareholder meeting on Mr. Stern's board challenge.<sup>4</sup>

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<sup>1</sup> Glass Lewis, November 17, 2022. Permission to use quotations neither sought nor obtained.

<sup>2</sup> Letter to Shareholders from Magal Security Systems Board of Directors, July 22, 2010 [https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99\\_1.htm](https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99_1.htm)

<sup>3</sup> Letter to Shareholders from Magal Security Systems Board of Directors, July 22, 2010 [https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99\\_1.htm](https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99_1.htm)

<sup>4</sup> The Jerusalem Post, "Battle over Magal Securities Systems heats up," August 6, 2010

HELP ENSURE STRATASYS CAN CONTINUE TO BUILD ON ITS PROGRESS AND REALIZE THE VALUE CREATION OPPORTUNITY OF THE  
DESKTOP METAL COMBINATION

VOTE ONLY THE WHITE PROXY CARD “FOR” THE RE-ELECTION OF THE STRATASYS SLATE: S. Scott Crump, John J. McEleney, Dov Ofer, Ziva  
Patir, David Reis, Michael Schoellhorn, Yair Seroussi and  
Adina Shorr

**Thank you for your support.**

**The Stratasys Board of Directors**

For assistance voting your WHITE proxy card,  
please contact your broker or Stratasys’ information agent:

Morrow Sodali LLC  
509 Madison Avenue, 12th Floor  
New York, NY 10022

Call toll-free (800) 662-5200 or (203) 658-9400  
Email: [SSYS@info.morrowsodali.com](mailto:ssys@info.morrowsodali.com)

**Stratasys to Review Revised Unsolicited Partial Tender Offer from Nano Dimension**

On July 10, 2023, Nano increased the offer price of its unsolicited partial tender offer to acquire Stratasys ordinary shares not already owned by Nano from \$20.05 to \$24.00 per share in cash (the “Revised Offer”). Consistent with its fiduciary duties, and in consultation with its independent financial and legal advisors, the Stratasys Board of Directors will carefully review and evaluate the Revised Offer to determine the course of action that it believes is in the best interests of the Company and Stratasys shareholders. Stratasys shareholders are advised to take no action at this time with regard to the Revised Offer pending the Stratasys Board’s review and evaluation of the Revised Offer. Stratasys intends to advise shareholders of the Stratasys Board’s position regarding the Revised Offer within ten business days of July 10, 2023.

**Advisors**

J.P. Morgan is acting as financial advisor to Stratasys, and Meitar Law Offices and Wachtell, Lipton, Rosen & Katz are serving as legal counsel.

## About Stratasys

Stratasys is leading the global shift to additive manufacturing with innovative 3D printing solutions for industries such as aerospace, automotive, consumer products, healthcare, fashion and education. Through smart and connected 3D printers, polymer materials, a software ecosystem, and parts on demand, Stratasys solutions deliver competitive advantages at every stage in the product value chain. The world's leading organizations turn to Stratasys to transform product design, bring agility to manufacturing and supply chains, and improve patient care.

To learn more about Stratasys, visit [www.stratasys.com](http://www.stratasys.com), the Stratasys blog, Twitter, LinkedIn, or Facebook. Stratasys reserves the right to utilize any of the foregoing social media platforms, including the Company's websites, to share material, non-public information pursuant to the SEC's Regulation FD. To the extent necessary and mandated by applicable law, Stratasys will also include such information in its public disclosure filings.

Stratasys is a registered trademark and the Stratasys signet is a trademark of Stratasys Ltd. and/or its subsidiaries or affiliates. All other trademarks are the property of their respective owners.

## Forward-Looking Statements

This document contains forward-looking statements that involve risks, uncertainties and assumptions. If the risks or uncertainties ever materialize or the assumptions prove incorrect, the actual results of Stratasys Ltd. and its consolidated subsidiaries ("Stratasys") may differ materially from those expressed or implied by such forward-looking statements and assumptions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements.

Such forward-looking statements include statements relating to the proposed transaction between Stratasys and Desktop Metal, Inc. ("Desktop Metal"), including statements regarding the benefits of the transaction and the anticipated timing of the transaction, and information regarding the businesses of Stratasys and Desktop Metal, including expectations regarding outlook and all underlying assumptions, Stratasys' and Desktop Metal's objectives, plans and strategies, information relating to operating trends in markets where Stratasys and Desktop Metal operate, statements that contain projections of results of operations or of financial condition and all other statements other than statements of historical fact that address activities, events or developments that Stratasys or Desktop Metal intends, expects, projects, believes or anticipates will or may occur in the future. Such statements are based on management's beliefs and assumptions made based on information currently available to management. All statements in this communication, other than statements of historical fact, are forward-looking statements that may be identified by the use of the words "outlook," "guidance," "expects," "believes," "anticipates," "should," "estimates," and similar expressions. These forward-looking statements involve known and unknown risks and uncertainties, which may cause Stratasys' or Desktop Metal's actual results and performance to be materially different from those expressed or implied in the forward-looking statements. Factors and risks that may impact future results and performance include, but are not limited to those factors and risks described in Item 3.D "Key Information - Risk Factors", Item 4 "Information on the Company", and Item 5 "Operating and Financial Review and Prospects" in Stratasys' Annual Report on Form 20-F for the year ended December 31, 2022 and Part 1, Item 1A, "Risk Factors" in Desktop Metal's Annual Report on Form 10-K for the year ended December 31, 2022, each filed with the Securities and Exchange Commission (the "SEC"), and in other filings by Stratasys and Desktop Metal with the SEC. These include, but are not limited to: factors relating to the partial tender offer commenced by Nano Dimension Ltd. ("Nano"), including actions taken by Nano in connection with the offer, actions taken by Stratasys or its shareholders in respect of the offer and the effects of the offer on Stratasys' businesses, or other developments involving Nano, the ultimate outcome of the proposed transaction between Stratasys and Desktop Metal, including the possibility that Stratasys or Desktop Metal shareholders will reject the proposed transaction; the effect of the announcement of the proposed transaction on the ability of Stratasys and Desktop Metal to operate their respective businesses and retain and hire key personnel and to maintain favorable business relationships; the timing of the proposed transaction; the occurrence of any event, change or other circumstance that could give rise to the termination of the proposed transaction; the ability to satisfy closing conditions to the completion of the proposed transaction (including any necessary shareholder approvals); other risks related to the completion of the proposed transaction and actions related thereto; changes in demand for Stratasys' or Desktop Metal's products and services; global market, political and economic conditions, and in the countries in which Stratasys and Desktop Metal operate in particular; government regulations and approvals; the extent of growth of the 3D printing market generally; the global macro-economic environment, including headwinds caused by inflation, rising interest rates, unfavorable currency exchange rates and potential recessionary conditions; the impact of shifts in prices or margins of the products that Stratasys or Desktop Metal sells or services Stratasys or Desktop Metal provides, including due to a shift towards lower margin products or services; the potential adverse impact that recent global interruptions and delays involving freight carriers and other third parties may have on Stratasys' or Desktop Metal's supply chain and distribution network and consequently, Stratasys' or Desktop Metal's ability to successfully sell both existing and newly-launched 3D printing products; litigation and regulatory proceedings, including any proceedings that may be instituted against Stratasys or Desktop Metal related to the proposed transaction; impacts of rapid technological change in the additive manufacturing industry, which requires Stratasys and Desktop Metal to continue to develop new products and innovations to meet constantly evolving customer demands and which could adversely affect market adoption of Stratasys' or Desktop Metal's products; and disruptions of Stratasys' or Desktop Metal's information technology systems.

These risks, as well as other risks related to the proposed transaction, are included in the registration statement on Form F-4 and joint proxy statement/prospectus that has been filed with the Securities and Exchange Commission ("SEC") in connection with the proposed transaction. While the list of factors presented here is, and the list of factors presented in the registration statement on Form F-4 are, considered representative, no such list should be considered to be a complete statement of all potential risks and uncertainties. For additional information about other factors that could cause actual results to differ materially from those described in the forward-looking statements, please refer to Stratasys' and Desktop Metal's respective periodic reports and other filings with the SEC, including the risk factors identified in Stratasys' and Desktop Metal's Annual Reports on Form 20-F and Form 10-K, respectively, and Stratasys' Form 6-K reports that published its results for the quarter ended March 31, 2023, which it furnished to the SEC on May 16, 2023, and Desktop Metal's most recent Quarterly Reports on Form 10-Q. The forward-looking statements included in this communication are made only as of the date hereof. Neither Stratasys nor Desktop Metal undertakes any obligation to update any forward-looking statements to reflect subsequent events or circumstances, except as required by law.

#### **No Offer or Solicitation**

This communication is not intended to and shall not constitute an offer to buy or sell or the solicitation of an offer to buy or sell any securities, or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made, except by means of a prospectus meeting the requirements of Section 10 of the U.S. Securities Act of 1933, as amended.

#### **Important Additional Information**

In connection with the proposed transaction, Stratasys filed with the SEC a registration statement on Form F-4 that includes a joint proxy statement of Stratasys and Desktop Metal and that also constitutes a prospectus of Stratasys. Each of Stratasys and Desktop Metal may also file other relevant documents with the SEC regarding the proposed transaction. This document is not a substitute for the joint proxy statement/prospectus or registration statement or any other document that Stratasys or Desktop Metal may file with the SEC. The registration statement has not yet become effective. After the registration statement is effective, the definitive joint proxy statement/prospectus will be mailed to shareholders of Stratasys and Desktop Metal. INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT, THE JOINT PROXY STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS THAT MAY BE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY IF AND WHEN THEY BECOME AVAILABLE BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. Investors and security holders will be able to obtain free copies of the registration statement and definitive joint proxy statement/prospectus and other documents containing important information about Stratasys, Desktop Metal and the proposed transaction, once such documents are filed with the SEC through the website maintained by the SEC at <http://www.sec.gov>. Copies of the documents filed with, or furnished, to the SEC by Stratasys will be available free of charge on Stratasys' website at <https://investors.stratasys.com/sec-filings>. Copies of the documents filed with the SEC by Desktop Metal will be available free of charge on Desktop Metal's website at <https://ir.desktopmetal.com/sec-filings/all-sec-filings>.

This communication is not an offer to purchase or a solicitation of an offer to sell the ordinary shares of Stratasys. In response to a tender offer commenced by Nano, Stratasys has filed with the Securities and Exchange Commission a Solicitation/Recommendation Statement on Schedule 14D-9. STRATASYS SHAREHOLDERS ARE ADVISED TO READ STRATASYS' SOLICITATION/RECOMMENDATION STATEMENT ON SCHEDULE 14D-9 AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION WHEN THEY BECOME AVAILABLE BEFORE MAKING ANY DECISION WITH RESPECT TO ANY TENDER OFFER BECAUSE THEY CONTAIN IMPORTANT INFORMATION. Stratasys shareholders may obtain a copy of the Solicitation/Recommendation Statement on Schedule 14D-9, as well as any other documents filed by Stratasys in connection with the tender offer by Nano or one of its affiliates, free of charge at the SEC's website at [www.sec.gov](http://www.sec.gov). In addition, investors and security holders may obtain free copies of these documents from Stratasys by directing a request to Stratasys Ltd., 1 Holtzman Street, Science Park, P.O. Box 2496, Rehovot 7612, Israel, Attn: Yonah Lloyd, VP Investor Relations, or by calling +972-74-745-4029.

## Participants in the Solicitation

Stratasys, Desktop Metal and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information about the directors and executive officers of Stratasys, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Stratasys' proxy statement for its 2022 Annual General Meeting of Shareholders, which was filed with the SEC on August 8, 2022, and Stratasys' Annual Report on Form 20-F for the fiscal year ended December 31, 2022, which was filed with the SEC on March 3, 2023. Information about the directors and executive officers of Desktop Metal, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Desktop Metal's proxy statement for its 2023 Annual Meeting of Stockholders, which was filed with the SEC on April 25, 2023 and Desktop Metal's Annual Report on Form 10-K for the fiscal year ended December 31, 2022, which was filed with the SEC on March 1, 2023. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, is contained in the joint proxy statement/prospectus and other relevant materials filed with the SEC regarding the proposed transaction. Investors should read the joint proxy statement/prospectus carefully before making any voting or investment decisions. You may obtain free copies of these documents from Stratasys or Desktop Metal using the sources indicated above.

## Contacts

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Internal communication – not for distribution

Team Stratasys Shareholders,

We are building on our momentum and I want to thank you for your hard work and dedication to Stratasys. As part of our commitment to keeping you informed, I am reaching out to share a few updates with you.

**Today we issued a press release in connection with our upcoming Annual General Meeting of Shareholders (the “Annual Meeting”) to be held on August 8, 2023.**

**You, as shareholders of the Company, will have the opportunity to re-elect Stratasys’ eight highly qualified members of the Board of Directors.**

This year’s vote is particularly important given that Nano Dimension is seeking to gain control of Stratasys’ Board through its unqualified slate of director candidates in order to accomplish its goal of acquiring control of Stratasys and derailing our significant value creation plans.

Please be aware that any and all Stratasys shareholders (as of the close of business on July 5, 2023) are eligible to vote on the proposals being considered at the Annual Meeting. **The deadline to vote is August 7, 2023 at 11:59 p.m. U.S. Eastern time.**

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As you know, earlier this week we issued a press release confirming that Nano Dimension revised its unsolicited partial tender offer to acquire between 31.9% and 36.9% of the outstanding ordinary shares of Stratasys, increasing the offer price to \$24.00 per share in cash. As we have done in the past, consistent with its fiduciary duties and in consultation with its independent financial and legal advisors, our Board will carefully review and evaluate the revised partial tender offer to determine the course of action it believes is in the best interests of Stratasys and its shareholders. The Board will publicly share its position regarding the tender offer in our filings with the U.S. Securities and Exchange Commission (SEC) and on our website within 10 business days of July 10, 2023.

*To be clear, the Annual Meeting is a matter separate from the Nano Dimension Unsolicited Tender Offer, and you should have received – or will soon receive – Stratasys proxy voting materials from E\*trade that entitle you to vote at the upcoming Annual Meeting.*

**CALL TO ACTION:**

On behalf of the entire Board, I urge you to vote **“FOR”** the re-election of Stratasys’ eight highly qualified current members of Stratasys’ Board today.

**The quickest and most efficient way to vote your shares is to vote online.**

**VOTING INSTRUCTIONS**

Soon, you will receive a “vote now” communication from E\*Trade, with your personal voting details.

You may vote by submitting a proxy in one of the following ways:

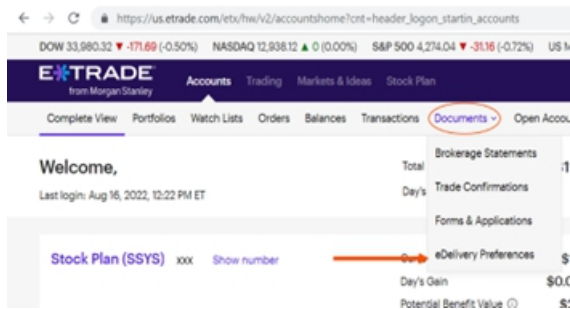
1. Returning the **WHITE** physical proxy card in the envelope mailed to your E\*Trade registered home address;  
OR
2. Submitting a proxy online at [www.proxyvote.com](http://www.proxyvote.com);

**A control number will be needed**, and it comes in either your e-mail or your regular mail package.

**NOTE:** In the coming weeks, you may also receive proxy materials sent by Nano by email from your broker and also by regular mail, including a different colored proxy card. We urge you to simply discard Nano’s proxy card and disregard this email, and only vote using Stratasys’ WHITE proxy card or online voting, as outlined above.



If you would like to adjust your registered alert preference (regular mail or e-mail) you can do so on E\*Trade.



1. Log in to your account

2. Click on “Accounts” at the top.

3 . Hover the mouse over “Documents” and the last option is “eDelivery Preferences” – click on it

There are five boxes, the last one includes proxies.

If it is checked, you should get it by email. If not, then it should come by regular mail.

Please check that they have your correct email address.

If you receive any calls from outside parties, including members of the media, investors and analysts, please forward them to Yonah Lloyd at Yonah.Lloyd@stratasys.com.

Thank you, always, for your hard work and commitment to Stratasys and our North Star journey to 3D Print a Better Tomorrow.

Yours,  
Yoav

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## Forward-Looking Statements

This document contains forward-looking statements that involve risks, uncertainties and assumptions. If the risks or uncertainties ever materialize or the assumptions prove incorrect, the actual results of Stratasys Ltd. and its consolidated subsidiaries (“Stratasys”) may differ materially from those expressed or implied by such forward-looking statements and assumptions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements.

Such forward-looking statements include statements relating to the proposed transaction between Stratasys and Desktop Metal, Inc. (“Desktop Metal”), including statements regarding the benefits of the transaction and the anticipated timing of the transaction, and information regarding the businesses of Stratasys and Desktop Metal, including expectations regarding outlook and all underlying assumptions, Stratasys’ and Desktop Metal’s objectives, plans and strategies, information relating to operating trends in markets where Stratasys and Desktop Metal operate, statements that contain projections of results of operations or of financial condition and all other statements other than statements of historical fact that address activities, events or developments that Stratasys or Desktop Metal intends, expects, projects, believes or anticipates will or may occur in the future. Such statements are based on management’s beliefs and assumptions made based on information currently available to management. All statements in this communication, other than statements of historical fact, are forward-looking statements that may be identified by the use of the words “outlook,” “guidance,” “expects,” “believes,” “anticipates,” “should,” “estimates,” and similar expressions. These forward-looking statements involve known and unknown risks and uncertainties, which may cause Stratasys’ or Desktop Metal’s actual results and performance to be materially different from those expressed or implied in the forward-looking statements. Factors and risks that may impact future results and performance include, but are not limited to those factors and risks described in Item 3.D “Key Information - Risk Factors”, Item 4 “Information on the Company”, and Item 5 “Operating and Financial Review and Prospects” in Stratasys’ Annual Report on Form 20-F for the year ended December 31, 2022 and Part 1, Item 1A, “Risk Factors” in Desktop Metal’s Annual Report on Form 10-K for the year ended December 31, 2022, each filed with the Securities and Exchange Commission (the “SEC”), and in other filings by Stratasys and Desktop Metal with the SEC. These include, but are not limited to: factors relating to the partial tender offer commenced by Nano Dimension Ltd. (“Nano”), including actions taken by Nano in connection with the offer, actions taken by Stratasys or its shareholders in respect of the offer and the effects of the offer on Stratasys’ businesses, or other developments involving Nano, the ultimate outcome of the proposed transaction between Stratasys and Desktop Metal, including the possibility that Stratasys or Desktop Metal shareholders will reject the proposed transaction; the effect of the announcement of the proposed transaction on the ability of Stratasys and Desktop Metal to operate their respective businesses and retain and hire key personnel and to maintain favorable business relationships; the timing of the proposed transaction; the occurrence of any event, change or other circumstance that could give rise to the termination of the proposed transaction; the ability to satisfy closing conditions to the completion of the proposed transaction (including any necessary shareholder approvals); other risks related to the completion of the proposed transaction and actions related thereto; changes in demand for Stratasys’ or Desktop Metal’s products and services; global market, political and economic conditions, and in the countries in which Stratasys and Desktop Metal operate in particular; government regulations and approvals; the extent of growth of the 3D printing market generally; the global macro-economic environment, including headwinds caused by inflation, rising interest rates, unfavorable currency exchange rates and potential recessionary conditions; the impact of shifts in prices or margins of the products that Stratasys or Desktop Metal sells or services Stratasys or Desktop Metal provides, including due to a shift towards lower margin products or services; the potential adverse impact that recent global interruptions and delays involving freight carriers and other third parties may have on Stratasys’ or Desktop Metal’s supply chain and distribution network and consequently, Stratasys’ or Desktop Metal’s ability to successfully sell both existing and newly-launched 3D printing products; litigation and regulatory proceedings, including any proceedings that may be instituted against Stratasys or Desktop Metal related to the proposed transaction; impacts of rapid technological change in the additive manufacturing industry, which requires Stratasys and Desktop Metal to continue to develop new products and innovations to meet constantly evolving customer demands and which could adversely affect market adoption of Stratasys’ or Desktop Metal’s products; and disruptions of Stratasys’ or Desktop Metal’s information technology systems.

These risks, as well as other risks related to the proposed transaction, are included in the registration statement on Form F-4 and joint proxy statement/prospectus that has been filed with the Securities and Exchange Commission ("SEC") in connection with the proposed transaction. While the list of factors presented here is, and the list of factors presented in the registration statement on Form F-4 are, considered representative, no such list should be considered to be a complete statement of all potential risks and uncertainties. For additional information about other factors that could cause actual results to differ materially from those described in the forward-looking statements, please refer to Stratasys' and Desktop Metal's respective periodic reports and other filings with the SEC, including the risk factors identified in Stratasys' and Desktop Metal's Annual Reports on Form 20-F and Form 10-K, respectively, and Stratasys' Form 6-K reports that published its results for the quarter ended March 31, 2023, which it furnished to the SEC on May 16, 2023, and Desktop Metal's most recent Quarterly Reports on Form 10-Q. The forward-looking statements included in this communication are made only as of the date hereof. Neither Stratasys nor Desktop Metal undertakes any obligation to update any forward-looking statements to reflect subsequent events or circumstances, except as required by law.

#### **Important Additional Information**

This communication is not an offer to purchase or a solicitation of an offer to sell the ordinary shares of Stratasys. In response to a tender offer commenced by Nano, Stratasys has filed with the Securities and Exchange Commission a Solicitation/Recommendation Statement on Schedule 14D-9. STRATASYS SHAREHOLDERS ARE ADVISED TO READ STRATASYS' SOLICITATION/RECOMMENDATION STATEMENT ON SCHEDULE 14D-9 AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION WHEN THEY BECOME AVAILABLE BEFORE MAKING ANY DECISION WITH RESPECT TO ANY TENDER OFFER BECAUSE THEY CONTAIN IMPORTANT INFORMATION. Stratasys shareholders may obtain a copy of the Solicitation/Recommendation Statement on Schedule 14D-9, as well as any other documents filed by Stratasys in connection with the tender offer by Nano or one of its affiliates, free of charge at the SEC's website at [www.sec.gov](http://www.sec.gov). In addition, investors and security holders may obtain free copies of these documents from Stratasys by directing a request to Stratasys Ltd., 1 Holtzman Street, Science Park, P.O. Box 2496, Rehovot 7612, Israel, Attn: Yonah Lloyd, VP Investor Relations, or by calling +972-74-745-4029.



July 12, 2023

## Dear Stratasys Shareholder,

With a winning strategy for profitable growth, a highly experienced management team and a purpose-built Board of Directors, Stratasys is well positioned to create value in the near, mid and long term.

Stratasys is successfully executing its "North Star" strategy, moving to stronger and more profitable growth while expanding into new technologies, verticals and innovative use cases for its leading polymer capabilities and broad portfolio of solutions. In addition, our proposed combination with Desktop Metal, Inc., which we expect to be put to a shareholder vote later this year, will accelerate our mission of leading additive manufacturing into mass production. The combination will create a next-generation additive manufacturing company with enhanced growth and profitability, and is expected to generate more than \$1.6 billion of revenue and more than \$300 million of EBITDA in 2026 at base case.



### Support Stratasys' Value Creation Strategy

Vote **"FOR"** the re-election of Stratasys' slate of directors



Visit <http://www.NextGenerationAM.com>

for additional details on how to vote for the Stratasys slate.

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## Nano's Self-Serving Campaign Risks Derailing Future Growth Opportunities

We strongly believe the highly opportunistic, self-interested campaign by Nano Dimension Ltd. ("Nano") to take control of Stratasys puts your investment at risk by threatening to derail our significant progress, dismantle Stratasys' proposed combination with Desktop Metal and destroy value for Stratasys shareholders. The Stratasys Board has not changed its unanimous approval, recommendation and declaration of advisability of the Desktop Metal transaction.

If Nano's slate is elected, Nano would be able to accomplish its goal of acquiring control of Stratasys without paying Stratasys shareholders or closing the tender offer. To be clear, the election of Nano's slate **would not automatically result in the closing of Nano's partial tender offer**, which is subject to various conditions that are unlikely to be fulfilled by either the currently proposed expiration date of Nano's partial tender offer, or the date of the Stratasys Annual General Meeting.

Ahead of the Stratasys Annual General Meeting on Tuesday, August 8, 2023, **we urge you to vote "FOR" the re-election of the Stratasys slate consisting of the eight highly qualified current members of Stratasys' Board.**

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## Nano's Slate of Insider Candidates for the Stratasys Board is Unqualified and Its Campaign to Take Control of Stratasys is Built on Serving the Interests of Nano

**Nano has nominated an unqualified slate of director candidates in an attempt to seize control of Stratasys.** Six of its seven nominees for the Stratasys Board are current Nano executives, including its CEO Yoav Stern, meaning that there would be significant conflicts of interest between their roles at Nano and their roles as directors of Stratasys. How could a board consisting of executives of another participant in the additive manufacturing industry, five of whom report to Mr. Stern, be trusted to act independently and in the interests of all Stratasys shareholders?

Only two Nano nominees have served on a public company board over nearly the last 20 years, and most of the nominees lack experience running 3D printing companies, as well as companies that are of a comparable scale to Stratasys.

**Nano's campaign is an attempt to distract its own shareholders from its failing business model, its track record of value destruction and its underwhelming operating results.** It is no surprise that Nano has nominated six of its own executives for the Stratasys Board. Nano's — and Mr. Stern's — history of corporate governance and management failings and blatant lack of regard for its own shareholders includes:

- ✗ Under the leadership of Nano's nominees, Nano is trading at a significant discount to the value of its cash and tradable securities, reflecting Nano shareholders' lack of confidence in the ability of Nano's management, and consequently the Nano nominees, to create shareholder value.
  - ✗ Nano's business continues to burn significant cash, including nearly \$28 million in net cash used in operations in the first quarter of 2023. While Nano reported net income of more than \$22 million in the quarter, its investment in Stratasys generated more than \$40 million of profits in that time, meaning its business generates significant losses, as reflected by their negative \$23.7 million of adjusted EBITDA in the first quarter.
  - ✗ Consistent with the recommendations of all three major, independent proxy advisory firms, Nano's own shareholders voted to remove four members of Nano's Board and appoint two new members in their place at a special meeting on March 20, 2023, a fact that Nano's leadership refuses to accept and which they are now battling in an Israeli court. As a result, the legality and authority of Nano's Board and management team continue to be in question.
- 



- ✗ Nano pursues value destructive acquisitions to avoid returning cash to shareholders (e.g., DeepCube, NanoFabrica). The acquisitions they made in 2021 and 2022 cost Nano hundreds of millions of dollars, and yet Nano had to write off the value of these acquired businesses the same year they were acquired.
- ✗ Nano does not disclose the voting results of its director elections and changes classification of directors to avoid facing shareholder votes. Further, Nano's classified Board with three-year terms limits the ability of shareholders to hold the Board accountable for performance. The Nano Board intended to reprice Mr. Stern's severely out-of-the-money options, which proxy advisory firm Glass Lewis described as "excessive compensation" and which shareholders voted down at the special meeting in December 2022.<sup>1</sup>
- ✗ The election of Nano's slate of nominees would take Stratasys out of compliance with the Nasdaq requirement that a majority of the board of directors be independent. Election of Nano's slate would also make Stratasys non-compliant with the Securities and Exchange Commission and Nasdaq audit and compensation committee corporate governance rules.

**Be aware: Mr. Stern's destructive behavior is nothing new.** Mr. Stern was removed as interim president and CEO of Magal Security Systems ("Magal") in 2009 after causing what Magal described as "an almost irreparable damage in the morale of the remaining employees" who "operated in a hostile environment and were terrified by his managerial style."<sup>2</sup> In a letter to shareholders regarding a challenge led by Mr. Stern to Magal's Board, Magal further noted that "After Mr. Stern joined the Company, he clearly indicated to certain employees that his real intention was to cause a management buy-out where the shares of the Company would be purchased at a low price by management."<sup>3</sup> Mr. Stern also reportedly attempted to extort Magal's largest shareholder in order to prevent him from voting at the shareholder meeting on Mr. Stern's board challenge.<sup>4</sup>

## Help Ensure Stratasys can Continue to Build on its Progress and Realize the Value Creation Opportunity of the Desktop Metal Combination

Vote only the **WHITE** proxy card **"FOR"** the re-election of the Stratasys Slate:

- |                    |              |                       |                 |
|--------------------|--------------|-----------------------|-----------------|
| • S. Scott Crump   | • Dov Ofer   | • David Reis          | • Yair Seroussi |
| • John J. McEleney | • Ziva Patir | • Michael Schoellhorn | • Adina Shorr   |

Thank you for your support.

### The Stratasys Board of Directors

#### Stratasys to Review Revised Unsolicited Partial Tender Offer from Nano Dimension

On July 10, 2023, Nano increased the offer price of its unsolicited partial tender offer to acquire Stratasys ordinary shares not already owned by Nano from \$20.05 to \$24.00 per share in cash (the "Revised Offer"). Consistent with its fiduciary duties, and in consultation with its independent financial and legal advisors, the Stratasys Board of Directors will carefully review and evaluate the Revised Offer to determine the course of action that it believes is in the best interests of the Company and Stratasys shareholders. Stratasys shareholders are advised to take no action at this time with regard to the Revised Offer pending the Stratasys Board's review and evaluation of the Revised Offer. Stratasys intends to advise shareholders of the Stratasys Board's position regarding the Revised Offer within ten business days of July 10, 2023.

<sup>1</sup> Glass Lewis, November 17, 2022. Permission to use quotations neither sought nor obtained.

<sup>2</sup> Letter to Shareholders from Magal Security Systems Board of Directors, July 22, 2010 [https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99\\_1.htm](https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99_1.htm)

<sup>3</sup> Letter to Shareholders from Magal Security Systems Board of Directors, July 22, 2010 [https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99\\_1.htm](https://www.sec.gov/Archives/edgar/data/896494/000091066210000311/ex99_1.htm)

<sup>4</sup> The Jerusalem Post, "Battle over Magal Securities Systems heats up," August 6, 2010



For assistance voting your WHITE proxy card, please contact your broker or Stratasys' information agent:

Morrow Sodali LLC  
509 Madison Avenue, 12th Floor  
New York, NY 10022



Email: [SSYS@info.morrowsodali.com](mailto:ssys@info.morrowsodali.com)  
Call toll-free (800) 662-5200 or (203) 658-9400

#### Forward-Looking Statements

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#### No Offer or Solicitation

This communication is not intended to and shall not constitute an offer to buy or sell or the solicitation of an offer to buy or sell any securities, or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made, except by means of a prospectus meeting the requirements of Section 10 of the U.S. Securities Act of 1933, as amended.

#### Important Additional Information

In connection with the proposed transaction, Stratasys filed with the SEC a registration statement on Form F-4 that includes a joint proxy statement of Stratasys and Desktop Metal and that also constitutes a prospectus of Stratasys. Each of Stratasys and Desktop Metal may also file other relevant documents with the SEC regarding the proposed transaction. This document is not a substitute for the joint proxy statement/prospectus or registration statement or any other document that Stratasys or Desktop Metal may file with the SEC. The registration statement has not yet become effective. After the registration statement is effective, the definitive joint proxy statement/prospectus will be mailed to shareholders of Stratasys and Desktop Metal. INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT, THE JOINT PROXY STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS THAT MAY BE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY IF AND WHEN THEY BECOME AVAILABLE BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. Investors and security holders will be able to obtain free copies of the registration statement and definitive joint proxy statement/prospectus and other documents containing important information about Stratasys, Desktop Metal and the proposed transaction, once such documents are filed with the SEC through the website maintained by the SEC at <http://www.sec.gov>. Copies of the documents filed with, or furnished, to the SEC by Stratasys will be available free of charge on Stratasys' website at <https://investors.stratasys.com/sec-filings>. Copies of the documents filed with the SEC by Desktop Metal will be available free of charge on Desktop Metal's website at <https://ir.desktopmetal.com/sec-filings/all-sec-filings>.

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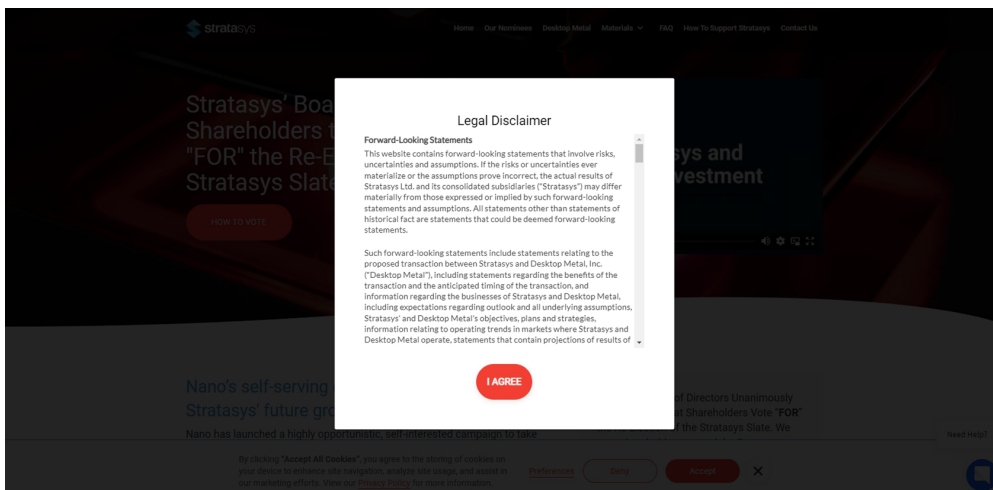
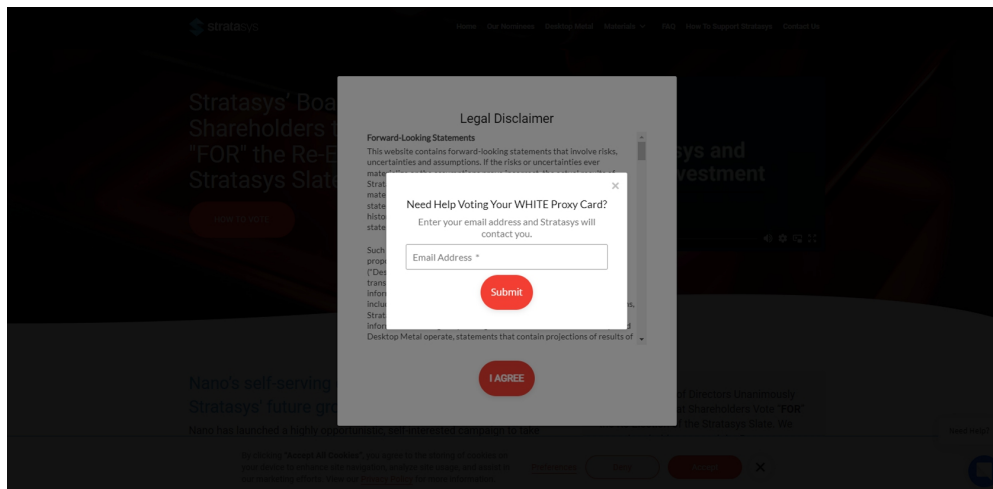
#### Participants in the Solicitation

Stratasys, Desktop Metal and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information about the directors and executive officers of Stratasys, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Stratasys' proxy statement for its 2022 Annual General Meeting of Shareholders, which was filed with the SEC on August 8, 2022, and Stratasys' Annual Report on Form 20-F for the fiscal year ended December 31, 2022, which was filed with the SEC on March 3, 2023. Information about the directors and executive officers of Desktop Metal, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Desktop Metal's proxy statement for its 2023 Annual Meeting of Stockholders, which was filed with the SEC on April 25, 2023 and Desktop Metal's Annual Report on Form 10-K for the fiscal year ended December 31, 2022, which was filed with the SEC on March 1, 2023. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, is contained in the joint proxy statement/prospectus and other relevant materials filed with the SEC regarding the proposed transaction. Investors should read the joint proxy statement/prospectus carefully before making any voting or investment decisions. You may obtain free copies of these documents from Stratasys or Desktop Metal using the sources indicated above.

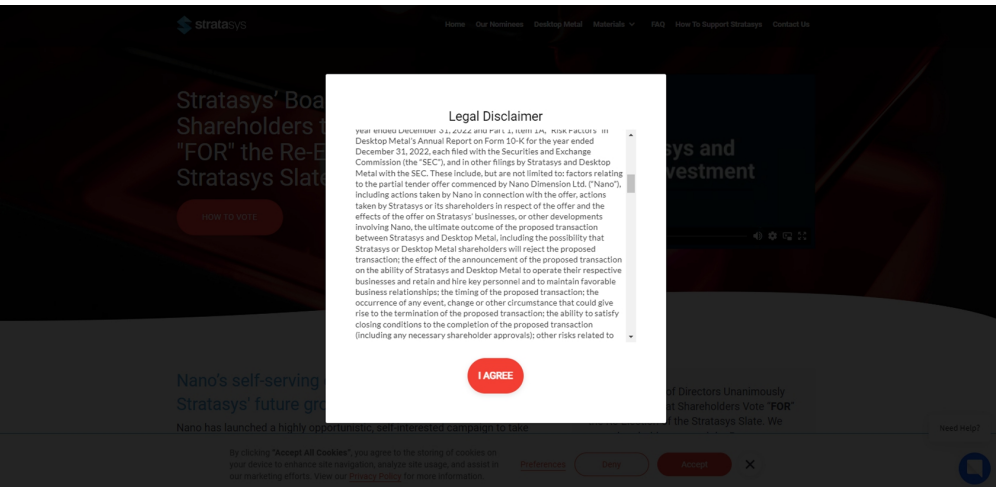
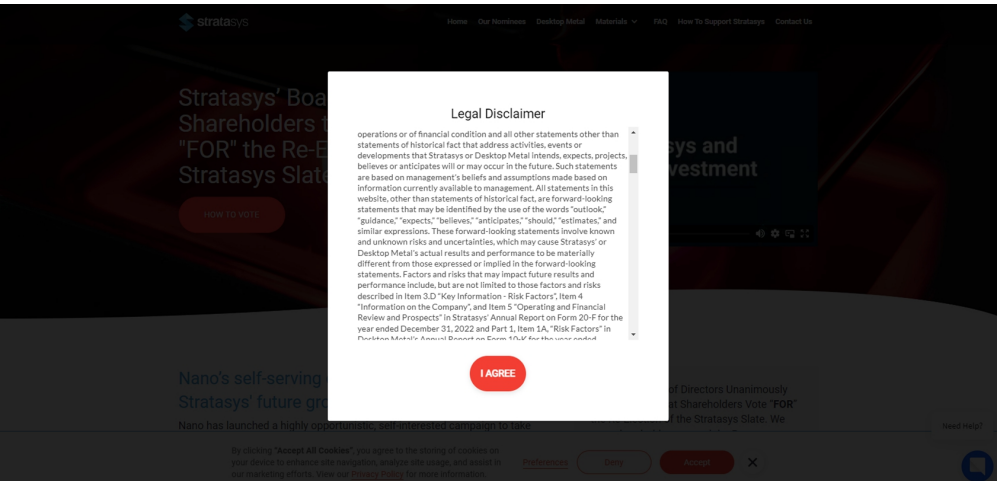


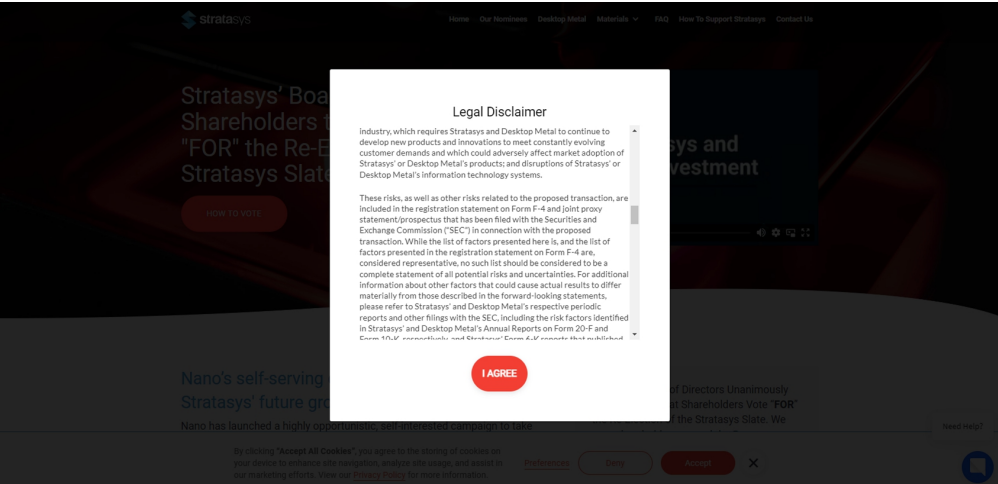
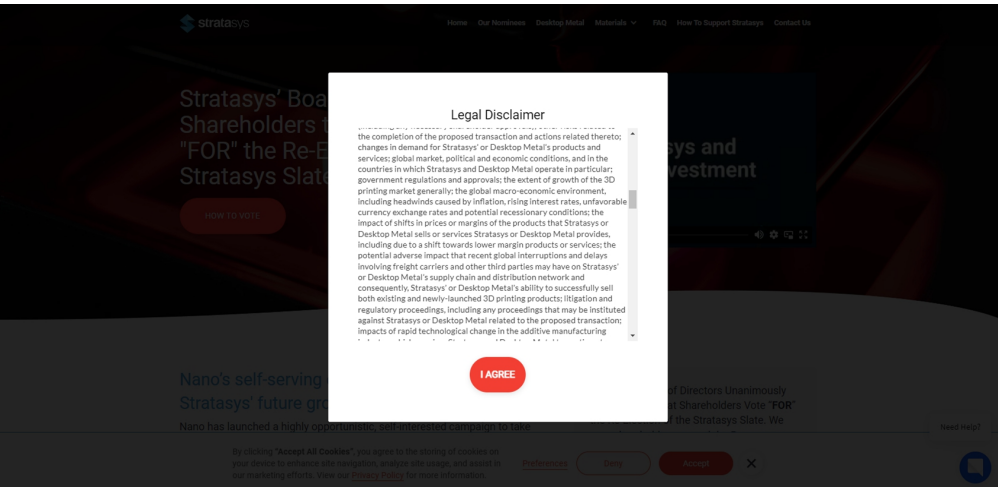
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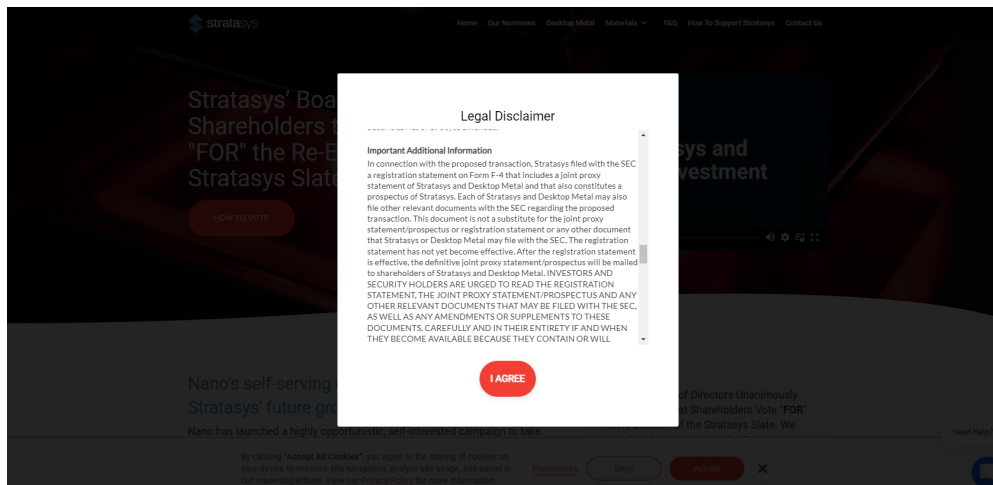
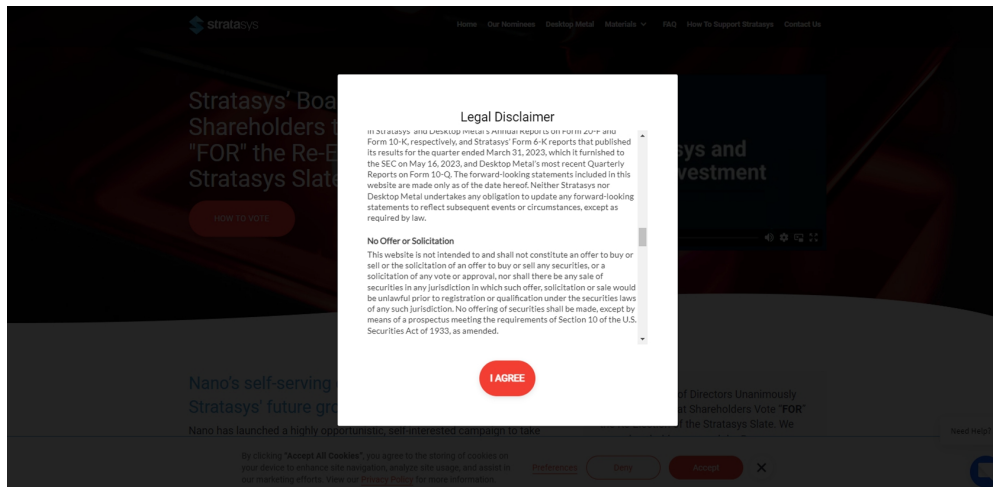
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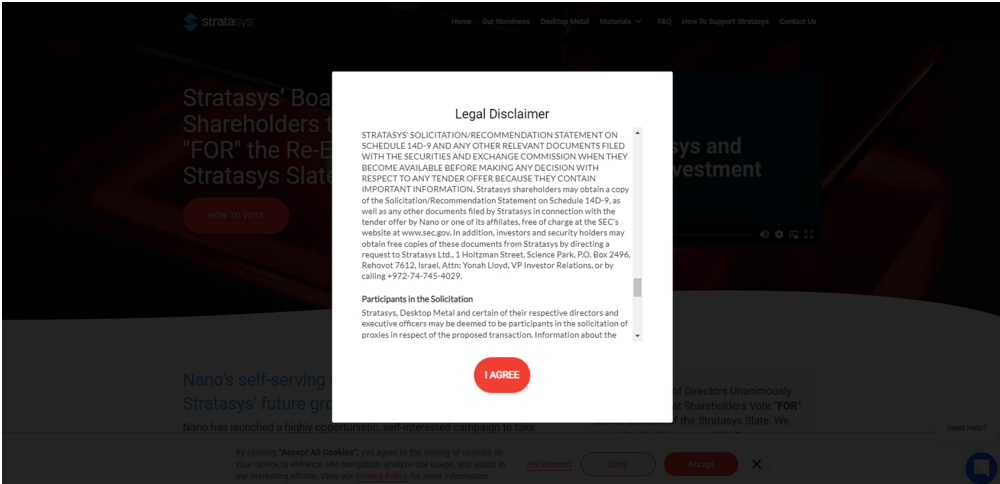
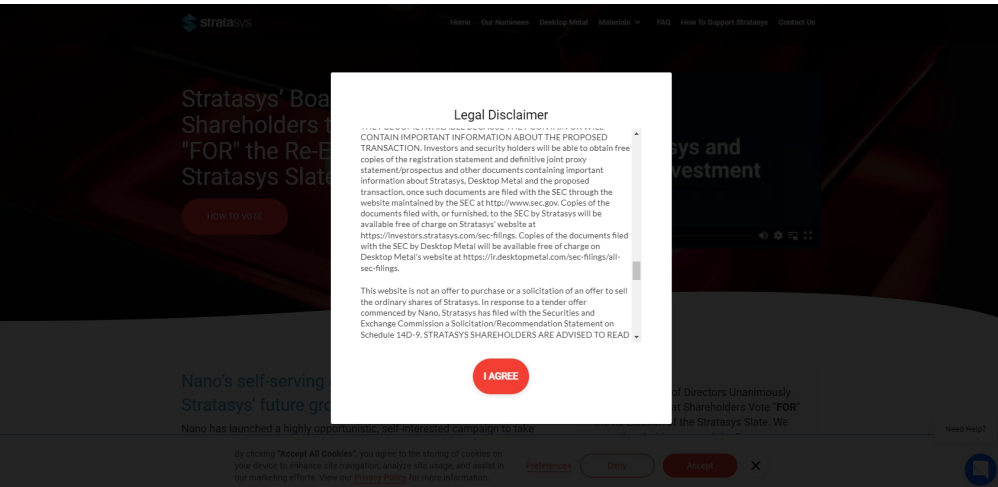












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Stratasys' Board of Directors Unanimously Voted "FOR" the Re-Election of Directors to the Stratasys Slate

How to vote

Nano's self-serving agenda is not in Stratasys' future growth

Nano has launched a highly opportunistic, self-interested campaign to take

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Use of Non-GAAP Financial Measures

This website contains certain forward-looking non-GAAP measures, which are based on internal forecasts and represent management's best judgment. Reconciliation of such measures to the most directly comparable GAAP financial measures cannot be furnished without unreasonable efforts due to inherent difficulty in forecasting the amount and timing of certain adjustments that are necessary for such reconciliations and which may significantly impact our GAAP results. In particular, sufficient information is not available to calculate certain adjustments that are required to prepare a forward-looking statement of revenue, margin and EBITDA in accordance with GAAP for fiscal years 2024 and beyond. Stratasys also believes that such reconciliations would also imply a degree of precision that would be confusing or inappropriate for these forward-looking measures, which are inherently uncertain. All revenue, margin, EBITDA and other P&L references are non-GAAP unless specified otherwise.

I AGREE

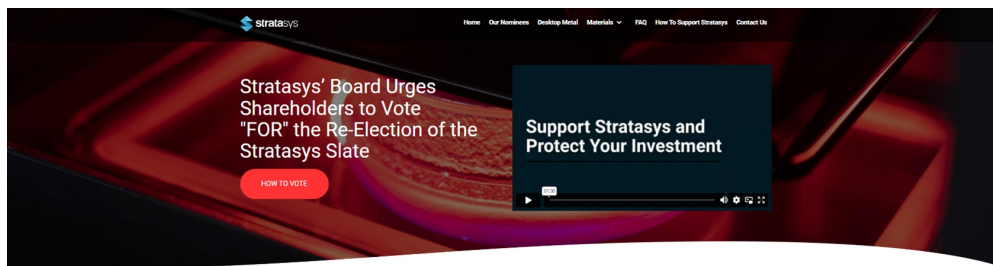
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## Nano's self-serving campaign risks derailing Stratasys' future growth opportunities

Nano has launched a highly opportunistic, self-interested campaign to take control of Stratasys by nominating an unqualified slate of director candidates to stand for election to Stratasys' Board of Directors. If Nano's slate is elected, Nano would be able to accomplish its goal of acquiring control of Stratasys without paying Stratasys shareholders or closing the tender offer.

**Nano's campaign risks derailing Stratasys' future growth opportunities and threatens to destroy value for Stratasys shareholders.**

Ahead of the Stratasys Annual General Meeting on Tuesday, August 8, 2023, the Stratasys Board urges shareholders to vote **ONLY** the **WHITE** proxy card **"FOR"** the re-election of the Stratasys slate consisting of the eight highly qualified current members of Stratasys' Board.

[MEET OUR BOARD](#)

[CLICK TO VOTE](#)

Stratasys Board of Directors Unanimously Recommends that Shareholders Vote **"FOR"** the Re-Election of the Stratasys Slate. We urge shareholders to read the Proxy Statement for the 2023 Annual General Meeting carefully and in its entirety so you will be fully informed as to your Board's recommendation.

[PRESS RELEASE](#)

[PROXY STATEMENT](#)

[PROXY CARD](#)

## Stratasys to Review Revised Unsolicited Partial Tender Offer from Nano Dimension

On July 10, 2023, Nano increased the offer price of its unsolicited partial tender offer to acquire Stratasys ordinary shares not already owned by Nano from \$20.05 to \$24.00 per share in cash (the "Revised Offer"). Consistent with its fiduciary duties, and in consultation with its independent financial and legal advisors, the Stratasys Board of Directors will carefully review and evaluate the Revised Offer to determine the course of action that it believes is in the best interests of the Company and Stratasys shareholders. Stratasys shareholders are advised to take no action at this time pending the Stratasys Board's review and evaluation of the Revised Offer. Stratasys intends to advise shareholders of the Stratasys Board's position regarding the Revised Offer within ten business days.

[READ THE PRESS RELEASE](#)

## Your Participation is Important

HOW TO SUPPORT STRATASYS

Shareholders are urged to support Stratasys' value creation strategy and reject Nano's attempt to take control of Stratasys and destroy the value of their investment. Ahead of the Annual General Meeting, vote **ONLY** the WHITE proxy card **"FOR"** the re-election of the Stratasys slate.

If Nano's slate is elected, Nano would be able to accomplish its goal of acquiring control of Stratasys without paying Stratasys shareholders or closing the tender offer.

### Stratasys

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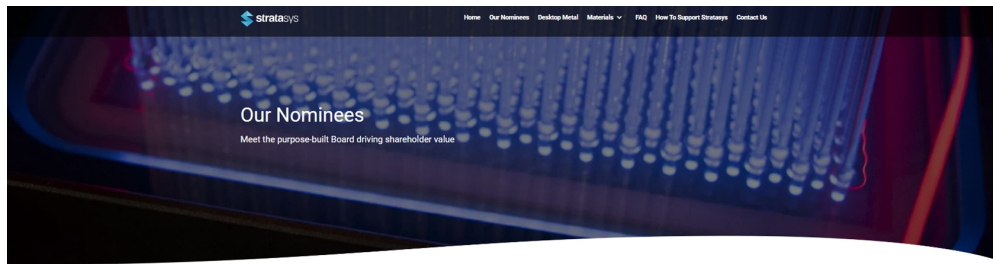
### Desktop Metal

#### INVESTOR RELATIONS









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#### MEDIA RELATIONS

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Our Board is highly qualified with relevant sector experience and expertise and is purpose-built to oversee Stratasys' growth strategy and drive shareholder value

Board Member								
	<b>Dov Ofer</b>	<b>S. Scott Crump</b>	<b>John McElaney</b>	<b>Ziva Patir</b>	<b>David Reis</b>	<b>Michael Schoellhorn</b>	<b>Yair Seroussi</b>	<b>Adina Shorr</b>
Title	Chairman	Director	Director	Director	Director	Director	Director	Director
Senior Management	✓	✓	✓	✓	✓	✓	✓	✓
Global Business	✓	✓	✓	✓	✓	✓	✓	✓
Strategic Planning	✓	✓	✓	✓	✓	✓	✓	✓
Industrial Products	✓	✓	✓	✓	✓	✓	✓	✓
Industry Expertise	✓	✓	✓	✓	✓	✓	✓	✓
IT/Technology	✓	✓	✓	✓	✓	✓	✓	✓
Sales and Marketing	✓	✓	✓	✓	✓	✓	✓	✓
Human Capital Management	✓	✓	✓	✓	✓	✓	✓	✓
ESG	✓	✓	✓	✓	✓	✓	✓	✓
Finance/Accounting	✓	✓	✓	✓	✓	✓	✓	✓
Corporate Governance	✓	✓	✓	✓	✓	✓	✓	✓
Public board experience	✓	✓	✓	✓	✓	✓	✓	✓
Experience running \$1B public company	✓	✓	✓	✓	✓	✓	✓	✓
Experience running a 3D Printing company	✓	✓	✓	✓	✓	✓	✓	✓
<b>Total</b>	<b>14/14</b>	<b>14/14</b>	<b>14/14</b>	<b>9/14</b>	<b>14/14</b>	<b>13/14</b>	<b>13/14</b>	<b>14/14</b>

Stratasys Board of Directors urges shareholders to vote **"FOR"** the re-election of the Stratasys slate consisting of the eight highly qualified current members of Stratasys' Board. **Your vote is important.** We urge shareholders to read the proxy statement carefully and vote your shares promptly, regardless of the number of shares you own.

[LETTER TO STRATASYS SHAREHOLDERS FROM THE BOARD OF DIRECTORS](#)

[PROXY STATEMENT](#)

[PROXY CARD](#)

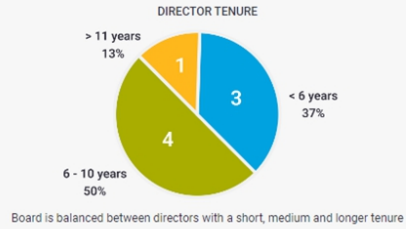
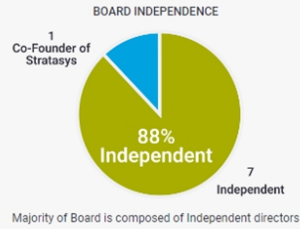


## Stratasys' Board is purpose-built

We continuously evaluate Stratasys' board composition to maintain the right balance of skills, experience, diversity and tenure. As part of this process, we take into consideration the feedback and views of shareholders through active engagement to help inform our decision-making and ensure the board composition that is in the best interests of the Company and all our shareholders.

Stratasys operates in a highly technical field requiring a vast amount of experience and industry relationships across 3D printing, other high-tech enterprises, manufacturing and software in order to succeed as a company – and our Board brings the right operational and technical expertise, diverse and unique insights into industry relationships and ESG best practices to drive Stratasys' growth.

### Board Composition Highlights



### Meet our director nominees



**Dov Ofer**

Chairman of the Board since May 2020,  
director since July 2017

[READ BIO](#)



**Scott Crump**

Director since November 2021

[READ BIO](#)



**John J. McEleney**

Director since December 2007

[READ BIO](#)



**Ziva Patir**

Director since June 2013

[READ BIO](#)



**David Reis**

Director since June 2013

[READ BIO](#)



**Michael Schoellhorn**

Director since November 2020

[READ BIO](#)



**Yair Seroussi**

Director since July 2017

[READ BIO](#)



**Adina Shorr**

Director since July 2018

[READ BIO](#)

**Dov Ofer**  
Chairman of the Board since May 2020, director since July 2017

[READ BIO](#)

**David Reis**  
Director since June 2013

[READ BIO](#)

**Meet our director nominees**

Majority of Board

88% Independent

7

6 - 10 years

4

< 6 years

37%

medium and longer tenure

**EXPERIENCE**

Chief Executive Officer (2007 – 2013), **Lumenis Ltd.**, a publicly held medical laser device company

Corporate Vice President and General Manager (2005 - 2007), **HP Scitex** (formerly a subsidiary of Scitex Corporation Ltd., a producer of large format printing equipment)

President and Chief Executive Officer (2002 - 2005), **Scitex Vision Ltd**

**EDUCATION**

B.A., Economics, Hebrew University in Israel

M.B.A., University of California Berkeley in California

**OTHER PUBLIC BOARDS**

Director, Komit Digital Ltd., a provider of industrial and commercial printing solutions for the garment, apparel and textile industries (2015 – present)

Chairman, Scodix Ltd., a provider of digital print embellishment solutions for the graphic arts industry (2020 – present); joined board in 2013

Chairman, Plastipol Hazorea Company Ltd., a company that develops, manufactures and markets flexible barrier films and technologically advanced packaging solutions for chilled foods (2013 – 2018)

**QUALIFICATIONS**

Mr. Ofer brings significant strategic and leadership skills gained over his 25 years in executive management and board positions in the emerging Israeli high-tech sector, which has resulted in a strong history of introducing innovation and driving technology development. It also has resulted in his deep expertise in 2D printing gained while serving as an executive at Scitex Vision and subsequently HP Scitex, and as a director at Scodix and Komit. This expertise is very valuable for the 3D journey of Stratasys. He also has intimate knowledge of the medical devices market, an essential vertical for Stratasys, which he gained in his previous position leading Lumenis. His M&A expertise, gained while participating in various mergers and acquisitions within the industry, allows him to bring critical insights related to evaluation of potential transactions and provide guidance to the Board as Stratasys continues to grow. His service on the oversight committee of the Board, which guided executive management during the interim period prior to the appointment of the current, permanent chief executive officer, gave Mr. Ofer deep knowledge of the Company's specific operations.

**Scott Crump**  
Director since November 2021

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**Dov Ofer**  
Chairman of the Board since July 2017

[READ BIO](#)

**David Reis**  
Director since June 2013

[READ BIO](#)

**Meet our director nominees**

Majority of Board

88% Independent

7

6 - 10 years

4

< 6 years

37%

medium and longer tenure

**EXPERIENCE**

Chief External Affairs and Innovation Officer (2020), Chairman of Stratasys Ltd (2012-2015), Chairman of the Executive Committee of the Board (2015 – 2020), Chief Innovation Officer (2013 – 2020), **Stratasys Ltd.**

Stratasys Inc Co-Founder, Chairman, Chief Executive Officer, President, Treasurer (1988 – 2012), Chief Financial Officer (1990 – 1997)

**EDUCATION**

B.S., Mechanical Engineering, Washington State University


Entrepreneurial Studies, Anderson School of UCLA

**QUALIFICATIONS**

Mr. Crump is regarded as one of the two pioneers in the creation of the 3D printing industry due to his invention of Stratasys' printing technology, Fused Deposition Modeling (FDM). FDM is currently the world's most proliferated 3D printing technology. Mr. Crump is also responsible for many other innovations and, in total, he is a named inventor on 28 patents around the world. Since inventing the technology and co-founding Stratasys in 1988 along with Lisa H. Crump, his wife, he grew the Company to be one of the largest 3D printing companies in the world. His years serving as the head of Stratasys and then as its Chief Innovation Officer have provided him with deep fundamental knowledge of the Company's AM applications, operations, products and competitive landscape. His continued service as a technology expert on the Board is invaluable as it provides extensive insight into current and developing technology and makes him an essential member of the Board.


Majority of Board

Meet our director nominees




**Dov Ofer**  
Chairman of the Board since July 2017

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**David Reis**  
Director since June 2013

READ BIO



**John J. McElenny**  
Director since December 2007

**EXPERIENCE**

Co-Founder and Chief Executive Officer (2012 – 2019, when acquired by PTC), **Onshape Inc.**, a venture-backed start-up company focused on applying modern computing to the 3D product design market

Chief Executive Officer (2009 – 2011, when acquired by Verizon), **Cloud Switch**, a provider of cloud software technology

Chief Executive Officer (2001 – 2007), served in several capacities, including Chief Operating Officer and Vice President, Americas Sales after joining company in 1996, **SolidWorks Corporation**, a wholly owned subsidiary of Dassault Systemes S.A.

Held several key management positions at CAD software pioneer, **Computervision**, and at defense contractor, **Raytheon**

**EDUCATION**

B.S., Mechanical Engineering, University of Rochester

M.S., Manufacturing Engineering, Boston University

M.B.A., Northeastern University

**OTHER BOARDS/ORGANIZATIONS**


Director, **InNeuroco**, a medical device company focused on neurological access devices (2018 – present)

**QUALIFICATIONS**

Mr. McElenny is a visionary technology executive who has shaped the software industry in relation to 3D printing. He has deep understanding of software for 3D and 2D printing, gained over his more than 30 years of experience in mechanical design and software. Throughout his career, Mr. McElenny has been extensively involved in transforming businesses, driving corporate strategy and forecasting future trends in product development and manufacturing. He is uniquely positioned to understand the innovation challenges Stratays' customers face. This background makes him valuable to the Board as his insights help guide the Company's strategy and innovation development.


Majority of Board

Meet our director nominees




**Dov Ofer**  
Chairman of the Board since July 2017

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**David Reis**  
Director since June 2013

READ BIO



**Ziva Patir**  
Director since June 2013

**EXPERIENCE**

Consultant to governments on issues of strategy and compliance, risk-based regulatory enforcement activities, sustainability, standardization and policy (2018 – present)

Vice President of Standards, Policy and Sustainability (2008 – 2013), **Better Place**, an electric vehicles infrastructure company providing technology design and service for switchable battery cars

Vice President and Chair of the Technical Management Board (2004 – 2008), **International Organization for Standardization (ISO)**, the world's largest developer and publisher of international standards

Director General (1996 - 2008), **The Standards Institution of Israel (SII)**

**EDUCATION**

B.S., Chemistry, Tel-Aviv University

M.Sc., Chemistry/Polymer Science, Weizmann Institute of Science

Certified Quality Engineer

**OTHER PUBLIC BOARDS**

ABRA, an IT services and IT consulting provider (2016 – present)

**OTHER BOARDS/ORGANIZATIONS**

Chair of the Board, **Habima National Theatre of Israel in Tel Aviv, Israel** (2022 – present)


Director, **Lahav at Tel-Aviv University**, the leading provider of executive education in Israel (present)

Director, **ELTA Systems Ltd.**, a privately held radar company that develops advanced defense and intelligence electronics (2014-2017)

Director, **A. Luzon Real Estate & Finance**, an investing and financing real estate company (2016 – 2022)

Chair of the Board, **Road Safety Authority (RSA) in Israel** (2008 – 2010)

Member, **International Electrotechnical Commission Council Board** (1998 – 2000)




**David Reis**  
Director since June 2013

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**QUALIFICATIONS**

Ms. Patir brings to the Board unparalleled sustainability and quality management expertise and regulatory experience, gained over her career in roles setting and overseeing regulatory- and policy-based standards and compliance focused on sustainable operations. This includes her time at ISO, where she authored the ISO 26000 standard developed to help organizations effectively assess and address social responsibilities that are relevant and significant to their business, including operations and processes, and to their stakeholders, including customers, employees, and the communities where they operate. The standard addresses the broad topics of organizational governance, human rights, labor practices, the environment, fair operating practices, consumer issues, and community involvement and development. Following those roles, her time as Vice President of Standards, Policy and Sustainability at Better Place provided her with insights into the practical, company-specific requirements of meeting those standards. These experiences and expertise provide her with valuable perspectives that are essential to Stratsays and its sustainability strategy.



**Dorit**  
Director since July 2018

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**David Reis**  
Director since June 2013

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**EXPERIENCE**

Chief Executive Officer (2012 – 2016), **Stratsays Ltd.**

Chief Executive Officer and Director (2009 – 2012, when merged with Stratsays Inc.), **Objet Ltd.**

Chief Executive Officer and President (2006 – 2008, when acquired by HPI), **NUR Macroprinters Ltd.**, a publicly held wide format printer manufacturer

Chief Executive Officer and President (2002 – 2005), **ImagelD**, an automatic identification and data capture solution provider

Chief Executive Officer and President (1996 – 2001), **Schex Vision (Idanit)**, a publicly held developer and manufacturer of wide-format printers

**EDUCATION**

B.A., Economics and Management, Technion-Israel Institute of Technology

M.B.A., University of Denver

Graduate, Harvard Business School Advanced Management Program

**OTHER PUBLIC BOARDS**

Director, **Soodix Ltd.** (2022 – present)

**OTHER BOARDS/ORGANIZATIONS**


Chairman, **Enercon Technologies Ltd.**, a provider of integrated electronic product design & contract manufacturing services to the medical, industrial, and defense segments (2017 – present)

Chairman, **Tuttnauer Ltd.**, a manufacturer of autoclave sterilizers and plasma sterilizers, and a provider of washer disinfectors and other infection control products in the Healthcare and Life Science Industries (2017 – present)

Chairman, **Seed-X Inc.**, an AI and Deep Learning company optimizing seed & food supply chains with a seed analysis platform (2020 – present)


**QUALIFICATIONS**

Mr. Reis has extensive senior leadership experience, including as a CEO, leading fast growing startups and large-scale high-tech operations spread over different geographies and cultures, including successful leadership of companies in the areas of 3D and 2D printing, software, medical devices, electronics, and POS systems. David has proven experience in managing global businesses, including innovation and R&D across multiple disciplines, and has been particularly committed to research, long-term planning and market analysis. His experience with both private and public companies and involvement in numerous global M&A and IPO transactions allows him to provide important perspectives to the Board and Company.



**Dov Ofer**  
Chairman of the Board since July 2017

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**David Reis**  
Director since June 2013


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Co-Founder of Stratasy

Majority of Board


Meet our director nom



Dov Ofer

Chairman of the Board since July 2017


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David Reis

Director since June 2013

READ BIO



Michael Schoellhorn

Director since November 2020

EXPERIENCE

Chief Executive Officer, Defence and Space (2021 – present), Chief Operating Officer (2019 – 2021), member of the Executive Committee (2019 – present), **Airbus**

Chief Operating Officer and a member of the Management Board (2015 – 2019), **BSH Home Appliances GmbH**, a leading German manufacturer of home appliances owned by the Robert Bosch Group

Held various operational international senior management positions in the automotive division, resulting in being appointed Executive Vice President for Manufacturing and Quality (2012 – 2014), **Robert Bosch GmbH** (1999 – 2014)

Research Assistant (1994 – 1999), **Helmut Schmidt University** (University of the German armed forces)

Officer and a helicopter pilot, **German Armed Forces** (1984 – 1994)

EDUCATION

M.S., Mechanical Engineering, Helmut Schmidt University

Ph.D., Control Engineering, Helmut Schmidt University

Studied at IMD Business School (Lausanne, Switzerland), Tepper School of Business (Pittsburgh, USA), Bosch-Carnegie-Institute (Pittsburgh, USA), and the Robert-Bosch-Kolleg (Stuttgart, Germany)

OTHER BOARDS/ORGANIZATIONS

Member, Supervisory Board, Premium Aerospace Group (2022 – present)

President, BDL, the German aerospace industries association (2021 – present)

Member, Baden-Baden Entrepreneur Talks, a discussion forum for German business and political leaders (present)

Chairman, Supervisory Board, Airbus Operations GmbH (2020 – 2022)


QUALIFICATIONS

Mr. Schoellhorn's more than 23-year career has provided him with extensive operational and manufacturing experience, including his time as COO at Airbus where he led the production, quality, procurement and information management organizations, transforming and building the manufacturing system of the future. In his current role, Mr. Schoellhorn's responsibilities include defence, unmanned air services and connected intelligence activities. During his time at Bosch, Mr. Schoellhorn gained broad expertise in production, engineering, quality, supply chain management as well as digitalization and end-to-end process optimization in the U.S., Czech Republic and Germany. His operational expertise, global manufacturing experience and deep knowledge of three of the Company's key verticals – aerospace, automotive and defence – allow him to provide the Board and Company with relevant and valuable insights.

< 6 years

37%


medium and longer tenure



tir

since June 2013

BIO




hort

since July 2018

BIO

14



**Yair Seroussi**  
 Director since July 2017

#### EXPERIENCE

Member of the Advisory Team, **SkyFund**, a leading mid-market Israeli private equity fund (present)

Chairman of the Board (2009 – 2016), **Bank Hapoalim**

Founder and Head (1993 – 2009), **Morgan Stanley Israel**

Founder and Chairman, **Mustang Mezzanine Fund**

Served in the **Israeli Ministry of Finance**, where he held several senior positions, including as Head of the Office of the Ministry of Finance in the U.S. and Head of the Commodities Division in NY (1987 – 1992)

#### EDUCATION

B.S., Economics and Political Science, Hebrew University in Israel

#### OTHER PUBLIC BOARDS

Chairman, ZIM Integrated Shipping Services Ltd., a publicly held international cargo shipping company (2020 – present)

Board member and Chairman of the audit committee, Bank Hapoalim (1997 – 2002)

#### OTHER BOARDS/ORGANIZATIONS

Director, DSP Group, Inc. a privately held manufacturer of chipsets for VoIP, multimedia, and digital cordless applications (2002 – present)

Board of Governors, Hebrew University (present)

Chairman, Eli Hurvitz Strategic Management Institute at the Tel Aviv University (present)


Chairman of the Investment Committee, Mivtachim, Israel's largest pension fund (2003 – 2009)

President, Israeli Bank Association (formerly)

Director, Israel Corp and Frutarom Industries (formerly)


#### QUALIFICATIONS

Mr. Seroussi has extensive financial and investment expertise developed over his remarkable career that included service in the Israeli Ministry of Finance, during which time he was head of the Commodities Division, and as a member of the team that created the Yozma Program, which initiated the venture capital industry in Israel. In addition, his roles at various critical financial institutions, including as founder and head of Morgan Stanley Israel and Chairman of Bank Hapoalim, and as a member of various investment committees of private equity funds, have resulted in his deep knowledge of capital markets, which is essential for the Company and his role as Chairman of the Audit Committee.




**Dov Ofer**  
 Chairman of the Board since July 2017

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**David Reis**  
 Director since June 2013

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Adina Shorr

Director since July 2018

EXPERIENCE

Chief Executive Officer (2018 – 2020), **Scodix**, a company that provides digital press solutions for print enhancement

Chief Executive Officer and Chairman of the Board (2013 – 2018), **Lucidlogix Technologies Ltd.**

Chief Executive Officer (2009 – 2013), **CellGuide Ltd.** (which was acquired by Lucidlogix)

Chief Executive Officer and President (2003 – 2009), **Objet Ltd.** (formerly known as Objet Geometries, Ltd.)

Corporate Vice President, Leaf Products (2000 – 2003), **Creo Inc.**

Served for nine years at **Scitex**, four years of which she was President of the Scitex Input Division

Worked for IBM in a sales support capacity and for Unisys in Program Management, with responsibility for the management of the business facets of the Unisys Network Computing Division

EDUCATION

B.A., Michigan State University with honors

M.B.A., Michigan State University with honors

OTHER PUBLIC BOARDS

Director, **Objet Geometries Ltd.** (2012 – 2013)

Director, **Advanced Vision Technology Ltd.** (2014 – 2017 acquired by Danaher)

Director **Highcon Systems** 2018-present


OTHER BOARDS/ORGANIZATIONS

Director, **SPO Precision Optics** 2020-present

Director, **Resonal** 2017-2021

QUALIFICATIONS


Ms. Shorr has extensive experience in senior leadership and management of technology, systems and solutions stemming from her more than 30-year career in the technology sector, both in the United States and Israel. This includes her service as CEO of **Objet**, one of the companies **Stratasys** acquired, which positioned the Company as a leader within the high-growth 3D printing and direct digital manufacturing industry, as well as her time at **Creo**, where she initiated and led in 2000 the establishment of **Leaf Products**, a start-up for professional digital photography within **Creo**. Her substantial technology knowledge and expertise is of particular value to **Stratasys** and the Board.



Dov Ofer

Chairman of the Board since July 2017

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David Reis

Director since June 2013

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## Your Participation is Important

### Protect Your Investment and Reject Nano's Attempt to Take Control of Stratasys

The highly opportunistic, self-interested campaign by Nano to take control of Stratasys risks derailing our future growth opportunities and threatens to destroy value for Stratasys shareholders.

Help ensure Stratasys can continue to build on its progress and maximize shareholder value.

Vote **ONLY** the **WHITE** proxy card **"FOR"** the re-election of the Stratasys slate.

[HOW TO SUPPORT STRATASYS](#)

## Stratasys

### INVESTOR RELATIONS

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## Desktop Metal

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## Shareholder Materials

## 2023 Annual General Meeting Materials

### Press Releases

JULY 12, 2023

Stratasys Files Proxy Statement for the 2023 Annual General Meeting and Mails Letter to Shareholders

DOWNLOAD

### Letters

JULY 12, 2023

Letter to Stratasys Shareholders from the Board of Directors

DOWNLOAD

### Proxy Card

Click here to download a proxy card

DOWNLOAD



## Stratasys' Combination with Desktop Metal

### Press Releases

JUNE 20, 2023

Stratasys Files Preliminary Form F-4 and Additional Revenue and EBITDA Estimates for Superior Value Combination with Desktop Metal

[DOWNLOAD](#)

MAY 25, 2023

Stratasys to Combine with Desktop Metal in Approximately \$1.8 Billion All-Stock Transaction

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### Presentations

JUNE 20, 2023

Delivering superior value with Desktop Metal combination

[DOWNLOAD](#)

MAY 31, 2023

Stratasys: Positioned to deliver outsized and enduring shareholder value

[DOWNLOAD](#)

MAY 25, 2023

Stratasys and Desktop Metal to Combine

[DOWNLOAD](#)

#### [Presentations](#)

JUNE 20, 2023

Delivering superior value with Desktop Metal combination

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MAY 31, 2023

Stratasys: Positioned to deliver outsized and enduring shareholder value

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MAY 25, 2023

Stratasys and Desktop Metal to Combine

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#### [Investor Q&A](#)

JUNE 20, 2023

Stratasys Investor Update Q&A

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#### [Webcasts](#)

JUNE 20, 2023

Stratasys Investor Update

[LINK TO WEBCAST](#)

MAY 25, 2023

Stratasys to Combine with Desktop Metal

[LINK TO WEBCAST](#)

## Notice of Objection

Click here to download a Notice of Objection

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## Nano's Inadequate Tender Offer

### Press Releases

JULY 10, 2023

Stratasys to Review Revised Unsolicited Partial Tender Offer from Nano Dimension

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JUNE 30, 2023

Stratasys Board of Directors Unanimously Rejects Nano Dimension's Revised Partial Tender Offer

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JUNE 27, 2023

Stratasys to Review Revised Unsolicited Partial Tender Offer from Nano Dimension

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JUNE 21, 2023

Stratasys Urges Shareholders NOT to Tender into Nano Dimension's Inadequate, Unsolicited, Partial Tender Offer

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JUNE 7, 2023

Stratasys Mails Letter to Shareholders

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MAY 30, 2023	Stratasys Board of Directors Unanimously Rejects Nano Dimension's Partial Tender Offer	<a href="#">DOWNLOAD</a>
MAY 25, 2023	Stratasys to Review Unsolicited Special Tender Offer From Nano Dimension	<a href="#">DOWNLOAD</a>
APRIL 13, 2023	Stratasys Board of Directors Unanimously Rejects the Nano Dimension Revised Unsolicited Proposal of \$20.05 Per Share	<a href="#">DOWNLOAD</a>
APRIL 4, 2023	Stratasys Confirms Receipt of Revised Unsolicited Acquisition Proposal From Nano Dimension	<a href="#">DOWNLOAD</a>
APRIL 3, 2023	Stratasys Board of Directors Unanimously Rejects the Nano Dimension Revised Unsolicited Proposal of \$19.55 Per Share	<a href="#">DOWNLOAD</a>
MARCH 29, 2023	Stratasys Confirms Receipt of Revised Unsolicited Acquisition Proposal From Nano Dimension	<a href="#">DOWNLOAD</a>
MARCH 22, 2023	Stratasys Board of Directors Unanimously Rejects Unsolicited Proposal from Nano Dimension	<a href="#">DOWNLOAD</a>
MARCH 9, 2023	Stratasys Confirms Receipt of Unsolicited Acquisition Proposal From Nano Dimension	<a href="#">DOWNLOAD</a>
<b>Letters</b>		
	Letter to Stratasys Shareholders from the Board of Directors	<a href="#">DOWNLOAD</a>
<b>Presentations</b>		
MAY 31, 2023	Stratasys: Positioned to deliver outsized and enduring shareholder value	<a href="#">DOWNLOAD</a>
<b>Investor Q&amp;A</b>		
JUNE 30, 2023	Key Facts to Object to Nano Dimension's Inadequate and Coercive Revised Partial Tender Offer	<a href="#">DOWNLOAD</a>

## Stratasys

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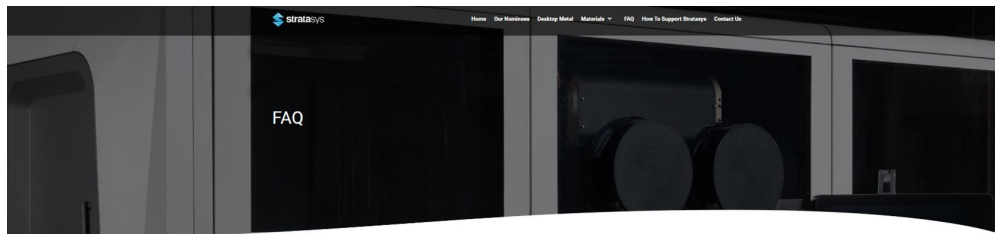
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### What does the Stratasys Board of Directors recommend I do with my shares?

Nano has launched a highly opportunistic, self-interested campaign to take control of Stratasys by nominating an unqualified slate of director candidates to stand for election to Stratasys' Board of Directors. If Nano's slate is elected, Nano would be able to accomplish its goal of acquiring control of Stratasys without paying Stratasys shareholders or closing the tender offer.

The Board strongly believes the **highly opportunistic, self-interested campaign by Nano Dimension to take control of Stratasys puts your investment at risk** by threatening to derail our significant progress, dismantle Stratasys' proposed combination with Desktop Metal and destroy value for Stratasys shareholders.

**Stratasys' Board unanimously recommends that Stratasys shareholders vote "FOR" the re-election of the Stratasys slate consisting of the eight highly qualified current members of Stratasys' Board ahead of the Stratasys Annual General Meeting on Tuesday, August 8, 2023.** Learn more [here](#).

On July 10, 2023, Nano increased the offer price of its unsolicited partial tender offer to acquire Stratasys ordinary shares not already owned by Nano from \$20.05 to \$24.00 per share in cash (the "Revised Offer"). Consistent with its fiduciary duties, and in consultation with its independent financial and legal advisors, the Stratasys Board of Directors will carefully review and evaluate the Revised Offer to determine the course of action that it believes is in the best interests of the Company and Stratasys shareholders.

### How do I vote my shares at the 2023 Stratasys Annual General Meeting?

Whether or not you plan to attend the 2023 Annual General Meeting, your vote is important, regardless of the number of shares you own. You can vote your shares by internet (at [www.cesvote.com](http://www.cesvote.com)) or by mail. Simply follow the instructions on the WHITE proxy card or voting instruction form provided to you. **If you vote online, your vote must be received by 11:59 p.m., U.S. Eastern time, on Monday, August 7, 2023 in order to be counted towards the tally of votes at the Meeting.** Learn more [here](#).

### Who is eligible to vote at the 2023 Stratasys Annual General Meeting?

You are entitled to vote if you were a shareholder of Stratasys as of the close of business on Wednesday, July 5, 2023. **Your vote is important, regardless of the number of shares you own.**

### When can I vote my shares at the 2023 Stratasys Annual General Meeting?

Shareholders of record can vote ahead of the Annual General Meeting on Tuesday, August 8, 2023. **Your vote must be received by 11:59 p.m., U.S. Eastern time, on Monday, August 7, 2023 in order to be counted towards the tally of votes at the Meeting.**

### Can I change my vote?

Yes. If you are a shareholder of record and have submitted a proxy card, you can change your vote at any time before it is voted by sending a written and dated notice of revocation to Broadridge, our agent for tallying the votes at the Meeting. Any such revocation or later proxy must be received by 11:59 p.m., U.S. Eastern time, on Monday, August 7, 2023, for it to be effective. If you initially voted online, you can follow the same instructions as you did initially in order to submit your revised vote.

**What should I do if I do not have a proxy card?**

If you lose or misplace your WHITE proxy card, you can print a copy of the proxy card from [here](#), or our website at [www.stratasys.com](http://www.stratasys.com). If you receive proxy materials sent by Nano, we urge you to simply discard Nano's proxy card.

If you need additional copies of the proxy statement or the proxy card or voting instruction form, you can contact Morrow Sodali LLC by calling toll-free (800) 662-5200 or (203) 658-9400 or emailing [SSYS@info.morrow-sodali.com](mailto:SSYS@info.morrow-sodali.com).

**Who can I contact for more information?**

If you need assistance delivering your Notice of Objection, or have further questions, please contact Morrow Sodali LLC by calling toll-free (800) 662-5200 or (203) 658-9400 or emailing [SSYS@info.morrow-sodali.com](mailto:SSYS@info.morrow-sodali.com).

Investors can contact Yonah Lloyd, COO / VP Investor Relations, by emailing [Yonah.Lloyd@stratasys.com](mailto:Yonah.Lloyd@stratasys.com).

U.S. media can contact Ed Trissel / Joseph Sala / Kara Brickman at Joelle Frank, Wilkinson Brimmer Katcher by calling (212) 355-4449.

Israel media can contact Moti Scherf by calling +972527202700 or emailing [moti@schferfoam.com](mailto:moti@schferfoam.com).

**Stratasys**

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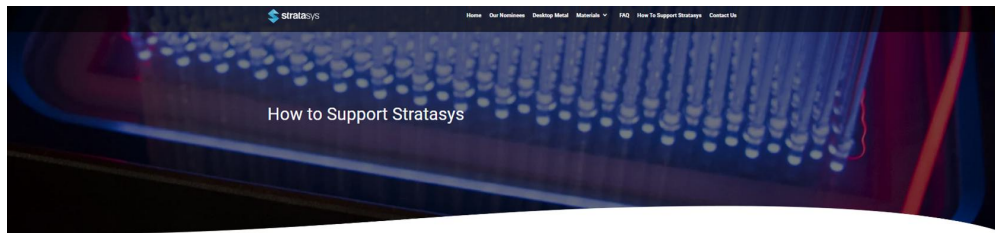
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## How to Vote

Ahead of the Stratasys Annual General Meeting on Tuesday, August 8, 2023, we urge shareholders to vote **"FOR"** the re-election of the Stratasys slate consisting of the eight highly qualified current members of Stratasys' Board.

Whether or not you plan to attend, your vote is important, **regardless of the number of shares you own. You can vote your shares by internet or mail.** Simply follow the instructions on the **WHITE** proxy card or voting instruction form provided to you.

Shareholders should receive Stratasys' proxy materials and **WHITE** proxy card by email from your broker or by regular mail.

If you receive proxy materials sent by Nano, we urge you to simply discard Nano's proxy card.



### Online

[www.cesvote.com](http://www.cesvote.com)

Please have your proxy card in hand when accessing the website. There are easy-to-follow directions to help you complete the electronic voting instruction form.



### Mail

Mark, sign and date your proxy card or voting instruction form and return it in the postage-paid envelope provided to you.

For assistance voting your **WHITE** proxy card, please contact Stratasys' proxy solicitation agent:

**Morrow Sodali LLC**  
509 Madison Avenue, 12th Floor  
New York, NY 10022

Call toll-free (800) 662-5200 or (203) 658-9400

Email: [SSYS@info.morrowsodali.com](mailto:SSYS@info.morrowsodali.com)

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