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

SCHEDULE 14D-9 SOLICITATION/RECOMMENDATION STATEMENT UNDER SECTION 14(d)(4) OF THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 15)

STRATASYS LTD.

(Name of Subject Company)

STRATASYS LTD.

(Name of Persons Filing Statement)

Ordinary Shares, par value NIS 0.01 per share

(Title of Class of Securities)

M85548101

(CUSIP Number of Class of Securities)

Vered Ben Jacob, Adv. Chief Legal Officer 1 Holtzman Street Science Park, P.O. Box 2496 Rehovot 76124, Israel Tel: +972-74-745-4029

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

Copies to:

J. David Chertok, Adv. Dr. Shachar Hadar, Adv. Jonathan Atha, Adv. Meitar Law Offices 16 Abba Hillel Road Ramat-Gan 5250608, Israel Tel: +972-3-6103186 Adam O. Emmerich, Esq. Viktor Sapezhnikov, Esq. Wachtell, Lipton, Rosen & Katz 51 West 52nd Street New York, New York 10019 Tel: (212) 403-1000

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

This Amendment No. 15 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. As previously disclosed, on May 25, 2023, Nano Dimension Ltd., an Israeli company ("Nano"), commenced an unsolicited tender offer to purchase up to 27,925,689 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 55% (and at least 53%) of the issued and outstanding Stratasys ordinary shares upon consummation of the tender offer, for \$18.00 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 and in the related Letter of Transmittal and the related Notice of Objection contained in the Tender Offer Statement on Schedule TO filed by Nano with the SEC on May 25, 2023. Thereafter, on June 27, 2023, Nano announced that, as of 11:59 p.m., New York Time, on June 26, 2023 (the initial expiration date of the tender offer), 4,874,887 Stratasys ordinary shares had been validly tendered and not properly withdrawn pursuant to the tender offer, and approximately 899,973 Stratasys ordinary shares had been tendered pursuant to Notices of Guaranteed Delivery (together constituting approximately 8% of outstanding Stratasys ordinary shares). Nano subsequently revised its unsolicited tender offer to relate to up to 25,266,458 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 \$20.05 per share in cash, less any required withholding taxes and without interest, upon the terms and conditions set forth in the Supplement to Offer to Purchase dated June 27, 2023 and in the related First Amended Letter of Transmittal and the related First Amended Notice of Objection contained in the revised Tender Offer Statement on Schedule TO filed by Nano with the SEC on June 27, 2023. On July 10, 2023, Nano again revised its unsolicited tender offer to increase the offer consideration to \$24.00 per share in cash, less any required withholding taxes and without interest, upon the terms and conditions set forth in 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 revised Tender Offer Statement on Schedule TO filed by Nano with the SEC on July 10, 2023. The Statement relates to the unsolicited tender offer by Nano, including to respond to the offer as revised on July 10, 2023. Except as specifically noted herein, the information set forth in the Statement remains unchanged.

THE STRATASYS BOARD UNANIMOUSLY RECOMMENDS THAT STRATASYS SHAREHOLDERS REJECT THE CURRENT REVISED OFFER AND NOT TENDER ANY OF THEIR STRATASYS ORDINARY SHARES TO NANO PURSUANT TO THE CURRENT REVISED OFFER AND DELIVER A NOTICE OF OBJECTION AGAINST THE CURRENT REVISED OFFER.

Item 2. Identity and Background of Filing Person

The first paragraph in the subsection entitled "Tender Offer" is amended and restated in its entirety as follows.

This Statement relates to the unsolicited tender offer by Nano Dimension Ltd. ("Nano" or "Offeror"), an Israeli company, originally commenced on May 25, 2023, to purchase up to 27,925,689 Stratasys ordinary shares not already owned by Nano, which, together with the Stratasys ordinary shares already owned by Nano, represent no more than 55% (and at least 53%) of the outstanding Stratasys ordinary shares upon consummation of the tender offer, for \$18.00 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 terms of which have been subsequently revised (a) on June 27, 2023 to (1) reduce the number of Stratasys ordinary shares being sought in the offer to 25,266,458 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 outstanding Stratasys ordinary shares upon consummation of the tender offer, (2) increase the offer consideration to \$20.05 per share in cash, less any required withholding taxes and without interest, and (3) extend the expiration date to 5:00 P.M., New York Time, on July 24, 2023 (such time, as it may be extended, the "Expiration Date"), unless Nano extends or earlier terminates the Offer and (b) on July 10, 2023 to increase the Offer Consideration to \$24.00 per share in cash, less any required withholding taxes and without interest (the "Offer Consideration"), upon the terms and conditions set forth in the revised Offer to Purchase dated May 25, 2023, as supplemented by the Supplement to Offer to Purchase, dated June 27, 2023, and the Second Supplement to Offer to Purchase, dated July 10, 2023 (together with the initial Offer to Purchase and the Supplement to Offer to Purchase, the "Offer to Purchase"), and in the related Second Amended Letter of Transmittal, dated July 10, 2023 (the "Letter of Transmittal"), and the related Second Amended Notice of Objection, dated July 10, 2023 (the "Notice of Objection"), contained in the Tender Offer Statement on Schedule TO filed by Nano with the Securities and Exchange Commission (the "SEC") on May 25, 2023 (as amended and supplemented from time to time, the "Schedule TO"). The tender offer is denominated as a "special tender offer" under the provisions of the Israeli Companies Law, 5759-1999, as amended (the "Companies Law") applicable to tender offers as a result of which a person seeks to become a holder of a "control block." The tender offer and the value of the consideration offered thereby, as currently revised, together with all of the terms and conditions applicable to the special tender offer, is referred to collectively in this Statement as the "Offer." According to the Schedule TO, and as required under Israeli law, if the conditions in the Offer have been satisfied or, subject to applicable law, waived by Nano, holders of Stratasys ordinary shares who have not responded to the Offer by the Expiration Date, have filed a notice of objection with respect to the Offer or have tendered their Stratasys ordinary shares and subsequently withdrawn their ordinary shares, will be entitled to tender their Stratasys ordinary shares during an additional period of four (4) calendar days from the Expiration Date (being 5:00 P.M. New York Time on July 28, 2023, unless Nano extends or earlier terminates the Offer).

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 16, 2023, the Stratasys Board held a meeting with certain members of Stratasys' management team and advisors, including representatives of J.P. Morgan, Meitar, Wachtell Lipton and Joele Frank, to discuss and evaluate the revised Offer and the increase of the Offer Consideration to \$24.00 per share. At that meeting, J.P. Morgan rendered for the benefit of the Stratasys Board its oral opinion, subsequently confirmed in writing, that as of such date based upon and subject to the various assumptions, qualifications, limitations and other matters described in such written opinion, the consideration proposed to be paid to the holders (other than Nano and any of its affiliates) of Stratasys ordinary shares pursuant to the Offer was inadequate from a financial point of view to such holders. The Stratasys Board, following its discussion and evaluation of the revised Offer and the increase of the Offer Consideration to \$24.00 per share, taking into consideration the opinion rendered by J.P. Morgan, and the matters previously considered by the Stratasys Board in connection with the rejection of Nano's prior offer, as described in the section entitled "Background of the Offer and Reasons for Recommendation—Reasons for Recommendation," and the continuing applicability and relevance of those matters to the Offer, at the revised Offer Consideration and noting the partial nature of the Offer, unanimously determined that the Offer continues to be inadequate and substantially undervalue Stratasys' industry-leading position and growth opportunities, is highly opportunistic, coercive and self-interested, and if consummated (particularly taking into account Nano's proposed slate of directors for election), would pose significant risks for Stratasys' remaining shareholders in a Nano-controlled company (which could include Stratasys shareholders who tender their shares as part of the Offer), and was accordingly not in the best interests of Stratasys and its shareholders taken as a whole and did not constitute, and would not r

At the same meeting, representatives of J.P. Morgan described their financial analysis with respect to the July 13 3D Proposal. The Stratasys Board discussed and considered J.P. Morgan's financial analysis with respect to the July 13 3D Proposal, as well as the transactions contemplated by the Desktop Metal Merger Agreement and Stratasys' other prospects, and unanimously determined that the July 13 3D Proposal would reasonably be expected to result in a "Superior Proposal" pursuant to the terms of the Desktop Metal Merger Agreement and authorized Stratasys management to enter into discussions with 3D Systems with respect to the July 13 3D Proposal, subject to the requirements of the Desktop Metal Merger Agreement.

On July 17, 2023, Stratasys issued a press release announcing the Stratasys Board's recommendation that Stratasys shareholders reject the Offer, not tender any of their Stratasys ordinary shares to Nano pursuant to the Offer and deliver a Notice of Objection against the Offer. That same day, Stratasys also issued a press release announcing the Stratasys Board's determination that the July 13 3D Proposal would reasonably be expected to result in a "Superior Proposal" pursuant to the terms of the Desktop Metal Merger Agreement and Stratasys' intention to engage in discussions with 3D Systems with respect to the July 13 3D Proposal, subject to the requirements of the Desktop Metal Merger Agreement, and sent a letter to its employees regarding the rejection of the Offer and the Stratasys Board's determination regarding the July 13 3D Proposal.

Item 9. Exhibits

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

Incorporated by Reference to Filings Indicated

		Indicated				
Exhibit Number	Exhibit Description	Form	File No.	Exhibit	Filing Date	Filed Herewith
(a)(36)	Opinion of J.P. Morgan Securities LLC, dated July 16, 2023.					X
(a)(37)	Press Release, dated July 17, 2023, with respect to the rejection of Nano Dimension Ltd.'s Unsolicited Tender Offer.					X
(a)(38)	Press Release, dated July 17, 2023, with respect to Stratasys' Intent to Engage in Discussions with 3D Systems Corporation.					X
(a)(39)	Employee Letter, dated July 17, 2023					X
(a)(40)	Investor Presentation					X
(a)(41)	Investor E-Mail					X
(a)(42)	Stratasys Ltd. Shareholder Information Website					X
(a)(43)	Press Release, dated July 17, 2023, Reiterating Stratasys Board's Determination with respect to 3D Systems Corporation's Revised Unsolicited Proposal.					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 17, 2023

STRATASYS LTD.

By: /s/ Yoav Zeif

Name: Yoav Zeif
Title: Chief Executive Officer



July 16, 2023

The Board of Directors Stratasys Ltd. 7665 Commerce Way Eden Prairie, MN 55344

Members of the Board of Directors:

You have requested our opinion as to the adequacy, from a financial point of view, to the holders (other than the Offeror (as defined below) and its subsidiaries and affiliates) of ordinary shares of Stratasys Ltd. (the "Company") with a nominal amount of NIS 0.01 per share (the "Company Ordinary Shares") of the consideration proposed to be paid to such holders pursuant to the Offer (as defined below). Pursuant to the Second Supplement to the Offer to Purchase, dated as of July 10, 2023 and related amended letter of transmittal (collectively, the "Offer") contained in the Tender Offer Statement on Schedule TO, as amended and supplemented on July 10, 2023 (together with all annexes and exhibits thereto, the "Offer Documents") filed by Nano Dimension Ltd. (the "Offeror"), the Offeror has made an offer to acquire up to 25,266,458 Company Ordinary Shares pursuant to a tender offer in which the holder of each Company Ordinary Share tendered in the Offer would be entitled to receive, in respect of such share, an amount in cash equal to \$24.00 (the "Consideration"). If the Offer were consummated, Offeror would own up to and no more than 51% of the outstanding company Ordinary Shares upon consummation of the Offer and the Offer includes a minimum condition that Offeror would own at least 46% of the outstanding Company Ordinary Shares upon consummation of the Offer. For purposes of our opinion, we have assumed that Offeror would own more than 50% of the outstanding Company Ordinary Shares upon consummation of the Offer.

In connection with preparing our opinion, we have (i) reviewed the terms and conditions of the Offer as set forth in the Offer Documents; (ii) reviewed the draft as of July 16, 2023 of the Solicitation/Recommendation Statement of the Company to be filed on Schedule 14D-9 with the U.S. Securities and Exchange Commission on or about July 17, 2023; (iii) reviewed certain publicly available business and financial information concerning the Company and the industries in which it operates; (iv) compared the financial and operating performance of the Company with publicly available information concerning certain other companies we deemed relevant and reviewed the current and historical market prices of the Company Ordinary Shares and certain publicly traded securities of such other companies; (v) reviewed certain internal financial analyses and forecasts prepared by or at the direction of the management of the Company relating to its business; and (vi) performed such other financial studies and analyses and considered such other information as we deemed appropriate for the purposes of this opinion.

In addition, we have held discussions with certain members of the management of the Company with respect to certain aspects of the Offer, their assessment of the strategic rationale of the Offeror, and the potential benefits for the Offeror, of the Offer, and the past and current business operations of the Company, the financial condition and future prospects and operations of the Company, and certain other matters we believed necessary or appropriate to our inquiry.

In giving our opinion, we have relied upon and assumed the accuracy and completeness of all information that was publicly available or was furnished to or discussed with us by the Company or otherwise reviewed by or for us. We have not independently verified any such information or its accuracy or completeness and, pursuant to our engagement letter with the Company, we did not assume any obligation to undertake any such independent verification. We have not conducted or been provided with any valuation or appraisal of any assets or liabilities, nor have we evaluated the solvency of the Company or the Offeror under any state or federal laws relating to bankruptcy, insolvency or similar matters. In relying on financial analyses and forecasts provided to us or derived therefrom, we have assumed that they have been reasonably prepared based on assumptions reflecting the best currently available estimates and judgments by management as to the expected future results of operations and financial condition of the Company to which such analyses or forecasts relate. We express no view as to such analyses or forecasts or the assumptions on which they were based. We have also assumed that the Offer and the other transactions contemplated by the Offer Documents will have the tax consequences described in the Offer Documents and in discussions with, and materials furnished to us by, representatives of the Company, and will be consummated as described in the Offer Documents. We have also assumed that the disclosures made by the Offeror in the Offer Documents are and will be true and correct in all respects material to our analysis. We are not legal, regulatory or tax experts and have relied on the assessments made by advisors to the Company with respect to such issues. We have further assumed that all material governmental, regulatory or other consents and approvals necessary for the consummation of the Offer will be obtained without any adverse effect on the Company or on the contemplated benefits of the Offer.

Our opinion is necessarily based on economic, market and other conditions as in effect on, and the information made available to us as of, the date hereof. It should be understood that subsequent developments may affect this opinion and that we do not have any obligation to update, revise, or reaffirm this opinion. Our opinion is limited to the adequacy, from a financial point of view, of the Consideration proposed to be paid to the holders of the Company Ordinary Shares (other than the Offer and its subsidiaries and affiliates) pursuant to the Offer and we express no opinion as to the adequacy of any consideration proposed to be paid in connection with the Offer to the holders of any other class of securities, creditors or other constituencies of the Company, as to the underlying decision by any holder of Company Ordinary Shares to tender any Company Ordinary Shares in the Offer or as to the underlying decision by the Company whether or not to recommend that the holders of Company Ordinary Shares tender their shares in the Offer. We do not express any view on, and our opinion does not address, the fairness, from a financial point of view, of the Consideration proposed to be paid pursuant to the Offer or the fairness or adequacy of any other term or aspect of the Offer or the other transactions contemplated by the Offer Documents. Our opinion does not address the relative merits of the Offer as compared to other strategies or transactions that might be available to the Company or in which the Company might engage, including the transactions pursuant to the Agreement and Plan of Merger, dated May 25, 2023, among the Company, a wholly-owned subsidiary of the Company, and Desktop Metal, Inc. We express no opinion with respect to the effects of the Offer and the other transactions contemplated by the Offer Documents on any holder of Company Ordinary Shares who elects not to tender such shares in the Offer.

We have acted as financial advisor to the Company in connection with the Offer and will receive fees from the Company for our services, including for the delivery of this opinion. In addition, the Company has agreed to indemnify us for certain liabilities arising out of our engagement. During the two years preceding the date of this letter, we and our affiliates have had other commercial or investment banking relationships with the Company, for which we and such affiliates have received customary compensation. Such services during such period have included acting as financial advisor to the Company with respect to the Company's pending transaction with Desktop Metal, Inc., for which a fee became payable upon our delivery of an opinion and an additional fee will become payable upon consummation of such transaction. During the two years preceding the date of this letter, neither we nor our affiliates have had any material financial advisory or other material commercial or investment banking relationships with the Offeror. In addition, we and our affiliates hold, on a proprietary basis, less than 1% of the outstanding ordinary shares of each of the Company and the Offeror. In the ordinary course of our businesses, we and our affiliates may actively trade the debt and equity securities or financial instruments (including derivatives, bank loans or other obligations) of the Company or the Offeror for our own account or for the accounts of customers and, accordingly, we may at any time hold long or short positions in such securities or other financial instruments.

On the basis of and subject to the foregoing, it is our opinion as of the date hereof that the Consideration proposed to be paid to the holders of the Company Ordinary Shares pursuant to the Offer is inadequate, from a financial point of view, to such holders.

The issuance of this opinion has been approved by an opinion committee of J.P. Morgan Securities LLC. This letter is provided to the Board of Directors of the Company (in its capacity as such) in connection with and for the purposes of its evaluation of the Offer. This opinion does not constitute a recommendation to any shareholder of the Company as to whether such shareholder should tender its shares into the Offer or any other matter. This opinion may not be disclosed, referred to, or communicated (in whole or in part) to any third party for any purpose whatsoever except with our prior written approval. This opinion may be reproduced in full in any recommendation statement mailed to shareholders of the Company but may not otherwise be disclosed publicly in any manner without our prior written approval.

Very truly yours,

J.P. MORGAN SECURITIES LLC

/s/ J.P. Morgan Securities LLC

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

Releases Investor Presentation Highlighting Nano's Attempt to Destroy Significant Value and Growth Opportunities for ALL Stratasys Shareholders

Urges Shareholders NOT to Tender into Nano's Coercive Partial Tender Offer, to Withdraw Any Shares Previously Tendered AND to Contact Their Broker and Instruct Them to File a Notice of Objection

Urges Shareholders to Vote ONLY on the WHITE Proxy Card "FOR" the Re-Election of the Stratasys Slate of Directors

MINNEAPOLIS & REHOVOT, Israel – July 17, 2023 – Stratasys Ltd. (Nasdaq: SSYS) ("Stratasys" or the "Company"), a leader in polymer 3D printing solutions, today announced that its Board of Directors (the "Board"), after consultation with its independent financial and legal advisors, unanimously determined that the revised partial tender offer announced by Nano Dimension Ltd. (Nasdaq: NNDM) ("Nano") on July 10, 2023 to acquire ordinary shares of Stratasys for \$24.00 per share in cash is misleading, coercive, substantially undervalues the Company as a whole and is NOT in the best interests of all Stratasys shareholders. Accordingly, the Board unanimously recommends that shareholders reject the revised partial offer, deliver a Notice of Objection against the partial offer and do NOT tender their Stratasys shares in the partial offer.

Additional information is included in a new investor presentation that is available at www.investors.stratasys.com and www.NextGenerationAM.com. Highlights of the investor presentation include:

- Nano's <u>partial tender</u> means Stratasys shareholders who tender their shares may have as few as approximately 40% of their shares purchased, assuming full participation in the offer. If the partial tender offer is successful, additional shareholders are likely to tender their shares during the mandatory 4-day extension window, and shareholders may retain approximately 60% of their existing shares in a Nano-controlled Stratasys.
- The partial tender offer implies a blended valueof approximately \$15 to \$19 per share or less, assuming full participation in the offer, given that Stratasys being controlled by Nano is likely to lead to Stratasys shareholders' remaining shares trading at a heavily discounted level, which could be approximately \$9 to \$15 per share or less.¹
- Nano has destroyed significant value and trades at negative firm value. Yoav Stern, Nano's CEO, cannot be trusted, has made misrepresentations about Stratasys and is not qualified to manage Stratasys. Since Yoav Stern's appointment, Nano has spent more than \$500 million in cash and increased its revenue by only \$44 million.
- If the partial tender offer is successful, significant conflicts of interest would exist that are likely to be detrimental to Stratasys and its minority shareholders. Nano and Yoav Stern may not be incentivized to act in the best interest of minority shareholders of Stratasys, and Nano could block any future transaction that might maximize value for Stratasys and its minority shareholders, including Stratasys' ability to engage in discussions with 3D Systems.

¹ Assumes tendered shares that are not accepted as a result of proration trade similar to Nano's market cap discount to cash and investments as a controlling entity or SSYS' unaffected price at most. See investor presentation for further information.

The Stratasys Board Urges Shareholders NOT TO TENDER Their Shares, to Withdraw Any Shares That Have Already Been Tendered, AND to File a Notice of Objection

Unlike tender offers in the United States, under Israeli rules, Nano's partial tender offer will fail if the shares represented by submitted Notices of Objection are greater than or equal to the number of shares tendered in the offer. Therefore, in addition to not tendering, filing a Notice of Objection could help cause the tender to fail. Simply not tendering could result in non-tendering shareholders being left as minority shareholders in a company controlled by Nano. Therefore, we strongly urge shareholders to file their Notice of Objection in order to reduce the risk of becoming a minority shareholder in a Nano-controlled company.

To deliver a Notice of Objection, CONTACT YOUR BROKER and instruct them to deliver a Notice of Objection on your behalf. If you have already tendered your shares, you can still withdraw them.

In addition, in connection with Stratasys' 2023 Annual General Meeting of Shareholders, to be held on August 8, 2023, Nano has nominated an unqualified slate of director candidates as part of its campaign to acquire control of Stratasys. The Stratasys Board unanimously recommends that Stratasys shareholders vote ONLY on the WHITE proxy card "FOR" the re-election of the Stratasys Slate, consisting of the eight highly qualified current members of Stratasys' Board.

Voting for Nano's slate will enable Nano to take control of Stratasys without paying shareholders, irrespective of the partial tender offer. Once controlling the Stratasys Board, Nano could use numerous conditions to walk away from the partial tender offer. Nano's slate of director candidates is unqualified and has far less relevant experience and expertise than Stratasys' slate of directors. In addition, Nano's slate of director candidates has presided over serious corporate governance failings and value destruction.

On the contrary, Stratasys' slate of director candidates is highly qualified, truly independent and purpose-built. Stratasys' Board is highly focused on maximizing shareholder value and engages with multiple industry participants for the benefit of all Stratasys shareholders.

Advisors

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

Additional Information

The full basis for the Board's unanimous recommendation is set forth in an amendment to Stratasys' Schedule 14D-9 filed today with the SEC and is available on the SEC's website at www.sec.gov. Copies of the amended Schedule 14D-9 may also be obtained on the Company's website at https://www.stratasys.com/en/ or by contacting Morrow Sodali LLC toll-free at (800) 662-5200 or (203) 658-9400 or via email at SSYS@info.morrowsodali.com.

Visit www.NextGenerationAM.com for additional information about how Stratasys shareholders can deliver a Notice of Objection to protect their investment and vote the WHITE proxy card "FOR" the re-election of Stratasys' directors.

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, 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 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," "anticipates," "should," "estimates," and similar expressions. These forward-looking statements involve known and unknown risks and uncertainties, which may cause Stratasys' 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, filed with the Securities and Exchange Commission (the "SEC"), and in other filings by Stratasys 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, Inc. ("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

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' periodic reports and other filings with the SEC, including the risk factors identified in Stratasys' Annual Reports on Form 20-Fand its Form 6-K report that published its results for the quarter ended March 31, 2023, which it furnished to the SEC on May 16, 2023. The forward-looking statements included in this communication are made only as of the date hereof. Stratasys does not undertake 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. 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.

Contacts

If you need any further assistance filing a Notice of Objection, 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 Investor Relations Yonah Lloyd CCO / VP Investor Relations Yonah.Lloyd@stratasys.com

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Stratasys to Engage in Discussions with 3D Systems

MINNEAPOLIS & REHOVOT, Israel – July 17, 2023 – Stratasys Ltd. (Nasdaq: SSYS) ("Stratasys"), a leader in polymer 3D printing solutions, today announced that its Board of Directors, after consultation with its financial advisor and outside legal counsel, has unanimously determined that the July 13, 2023 revised unsolicited proposal by 3D Systems Corporation (NYSE: DDD) ("3D Systems") to acquire Stratasys for \$7.50 in cash and 1.5444 newly issued shares of 3D Systems common stock per ordinary share of Stratasys would reasonably be expected to result in a "Superior Proposal" as defined in Stratasys' merger agreement with Desktop Metal, Inc. (NYSE: DM) ("Desktop Metal").

Stratasys intends to engage in discussions with 3D Systems with respect to 3D Systems' July 13, 2023 revised proposal, subject to the requirements of the Desktop Metal merger agreement.

As previously announced on May 25, 2023, Stratasys entered into a merger agreement with Desktop Metal, pursuant to which Desktop Metal agreed to combine with Stratasys in an all-stock transaction. Stratasys remains bound by the terms of the Desktop Metal merger agreement. Stratasys' Board has not determined that 3D Systems' July 13, 2023 revised proposal in fact constitutes a Superior Proposal as defined in the merger agreement with Desktop Metal, and the Stratasys Board has not changed its unanimous approval, recommendation and declaration of advisability of the transaction with Desktop Metal. Stratasys notes that there can be no assurance that the discussions with 3D Systems will result in a Superior Proposal, an agreement or a transaction.

J.P. Morgan is acting as exclusive 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, 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.

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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 Desktop Metal's website at https://ir.desktopmetal.com/sec-filings/all-sec-filings.

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 2023 Annual General Meeting of Shareholders, which was filed with the SEC on July 12, 2023, 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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To empower people to create without limits for an economical, personalized, and sustainab

Internal communication - not for distribution

Team Stratasys,

Following decisions made by our Board of Directors we issued two press releases today.

3D SYSTEMS PROPOSAL

The first release announced that we intend to engage in discussions with 3D Systems with respect to 3D Systems' July 13, 2023 revised unsolicited proposal, subject to the requirements of our merger agreement with Desktop Metal. You can read the press release here.

We continue to believe in the value of our pending combination with Desktop Metal, and the Stratasys Board has not changed its unanimous approval, recommendation and declaration of advisability of the transaction with Desktop Metal. However, after carefully reviewing the revised 3D Systems proposal in consultation with our financial advisors and outside legal counsel, and in accordance with its fiduciary duties and its obligations under Stratasys' merger agreement with Desktop Metal, the Board determined that the revised 3D Systems proposal would reasonably be expected to result in a "Superior Proposal," and accordingly Stratasys intends to engage in discussions with 3D Systems, subject to the requirements of the Desktop Metal merger agreement. It is important to keep in mind that our Board has not determined that the 3D Systems proposal in fact constitutes a "Superior Proposal," and there can be no assurance that the discussions with 3D Systems will result in a Superior Proposal, an agreement or a transaction.

NANO DIMENSION PARTIAL TENDER OFFER

In a separate press release, we also announced that our Board, after consultation with its independent financial and legal advisors, unanimously determined that the revised partial tender offer by Nano Dimension is misleading, coercive, substantially undervalues the Company as a whole and is not in the best interests of all of our shareholders. Accordingly, the Board unanimously recommends that shareholders reject the revised partial offer, deliver a Notice of Objection against the partial offer and do NOT tender their Stratasys shares in the partial offer.

While we recognize there have been a lot of developments regarding our company over the last few months, rest assured that the Board and management continue to be thorough and disciplined to ensure Stratasys is on the best path forward. At this time, and throughout this process, the most important thing for you to do is to stay focused on your day-to-day responsibilities and to continue delivering the exceptional products and services our customers expect from Stratasys.

Your dedication and commitment, which has fueled our success in the past, is greatly appreciated and serves as the foundation for our exciting future. I personally thank you for your continued effort and devotion to Stratasys.

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

Yours,

Yoav

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Important Additional Information

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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. 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 2023 Annual General Meeting of Shareholders, which was filed with the SEC on July 12, 2023, 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.

Protecting and maximizing value for all Stratasys shareholders

JULY 2023





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Use of Non-GAAP Financial Measures

This communication 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.



Why object to Nano's partial tender offer?

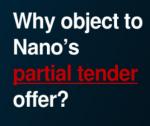


Why vote for the Stratasys slate?



Nano is unfit to run a large industry-leading public company

Agenda



- Nano's partial tender means you may have as little as ~40% of your shares purchased
- Partial tender offer implies a value of ~\$15 \$19 per share or less assuming full participation in offer; your SSYS remaining shares may trade at a heavily discounted level as a Nano-controlled company, which could be ~\$9 \$15 per share or less¹
- Nano has destroyed significant value; trades at negative firm value
 Yoav Stern cannot be trusted, has made misrepresentations and is not qualified to
 manage Stratasys
- Don't be coerced to tender. If the partial tender offer is successful, shareholders who don't participate will have a 4 day mandatory window to tender No risk of missing out
- Nano controlling Stratasys may create significant conflict of interest that potentially could lead to Nano blocking value maximizing transactions for Stratasys, to detriment of SSYS and SSYS minority shareholders

Don't be misled – Partial tender offer implies that your SSYS shares are valued at a price of ~\$15 – \$19 per share or significantly below, assuming full participation in the offer

¹ See details on slides 9 and 39; Assumes tendered shares that are not accepted due to proration trade similar to Nano's market cap discount to cash and investments as a controlling entity or SSYS' unaffected price at most

• Nano's partial tender means you may have as little as ~40% of your shares purchased

POTENTIAL OUTCOMES OF NANO'S PARTIAL TENDER OFFER

Successful

Potentially **every SSYS shareholder will tender** their shares in the mandatory 4-day extension window

SSYS shareholders could see **as little as ~40% of their shares purchased** assuming full
participation in the offer

You will still own ~60% of your existing shares in Nano-controlled SSYS

Not successful

Shareholders retain their SSYS holdings, with the share price currently trading at \$20.371 and with an estimated present value of \$24-\$292

Partial tender offers can be extremely misleading & value-destroying to shareholders

Source: 1 As of 7/14/2023; 2 Based on DCF range as disclosed in SSYS F-4 (6/20/2)

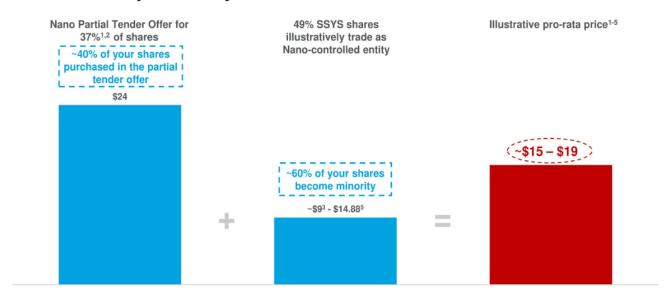
• Nano's partial tender means you may have as little as ~40% of your shares purchased (cont'd)

share for shareholders who tendered

Shares in a Nano-controlled company may trade at a significant discount

- Nano does not understand SSYS business
- Nano does not have experience in operating a large-scale business
- Significant conflict of interest will exist, likely detrimental to SSYS and SSYS minority shareholders
- Nano could block any future deal that might maximize value for minority shareholders of SSYS
- Float and liquidity will be significantly limited, leading to less efficient trading
- Customer concerns and employee attrition across the ranks could significantly damage SSYS business

Value of Nano's \$24 partial tender is illusory; If offer is accepted and assuming full participation, pro-rata price for SSYS shareholders is ~\$15 - \$19 or potentially less



Source: Company filings, Factset, Nano tender offer as of 07/10/2023

1 Assuming basic shares outstanding of 68.6mm; 2 Up to 25.3mm shares purchased as per TO; 3 Assumes SSYS trades as a Nano-controlled entity; Nano market capitalization has been trading at an average ~60% of its cash balance and investments YTD, applying same discount to SSYS unaffected price; rounded for illustrative purposes; 4 Implied pro rata prices assuming 25.3mm shares acquired at \$24.00/share as per TO and remaining shares trade at a discount to SSYS unaffected price; rounded for illustrative purposes; 8 Reflects unaffected SSYS price as of May 24, 2023

Yoav Stern is unqualified for Stratasys' Board

YOAV STERN'S PROFILE

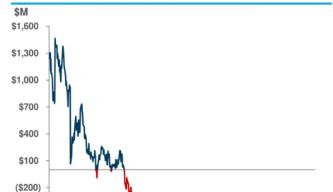
- * History of poor corporate governance
- * Overseen destruction of hundreds of millions of dollars of shareholder value at Nano
- * Attempted to take 10% of Nano's equity by a deceptive re-pricing of warrants below the cash value per share1
- * Refused to acknowledge the call for a special meeting by his own shareholder, Murchinson
- × Continues to contest the validity of the Murchinson convened meeting in the Israeli courts
- * Track record of misrepresenting the truth
- Does not respect the will of shareholders who voted him out of Nano by a vote of 92% of the shares that voted

Yoav Stern does not fundamentally understand SSYS' business and risks destroying value for SSYS shareholders

¹ As outlined in the Notice Of A Special General Meeting Of Shareholders from November 7, 20

Nano's leadership team has destroyed shareholder value at an alarming rate





(\$500)

(\$800)

IN THE LAST 2 YEARS NANO HAS SPENT \$500M+ CASH AND INCREASED ITS REVENUE BY ONLY \$44M



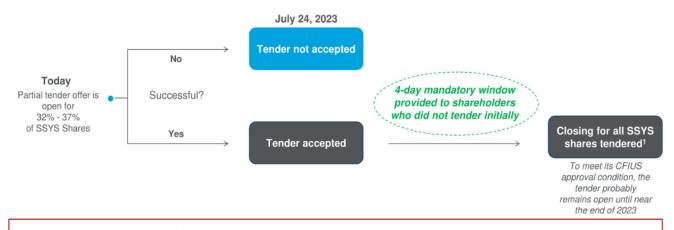
Lack of confidence in Nano's ability to deploy capital efficiently and create shareholder value

Source: Company filings: Enterprise Value accounts for Nano's investment in SSYS from 03 2022: 2 From Nano's Schedule Tender Offer filings

Mar-21 Jun-21 Oct-21 Jan-22 May-22 Aug-22 Dec-22 Mar-23 Jul-23

4 If the partial tender is successful, shareholders who did not participate will have a mandatory 4-day window to tender

SSYS SHAREHOLDERS SHOULD NOT TENDER THEIR SHARES TODAY



Do not let the coercive nature of Nano's offer prompt you to tender early

¹ Subject to Mandatory Conditions

- Sano controlling SSYS may create a significant conflict of interest that potentially could lead to Nano blocking value maximizing transactions at SSYS
 - On July 13, 3D Systems submitted proposal to acquire 100% of SSYS for \$7.50 / share in cash and 1.5444 newly issued shares of 3D Systems common stock per ordinary share of Stratasys
 - On July 17, SSYS announced that it intends to engage in discussions with 3D Systems
 - If Nano's partial tender offer is successful, Nano will own ~51% of SSYS
 - Given Nano's significant conflict of interest, Nano could block SSYS' ability to engage in discussions with 3D Systems or any other value maximizing transactions for SSYS shareholders, to the detriment of SSYS and SSYS minority shareholders

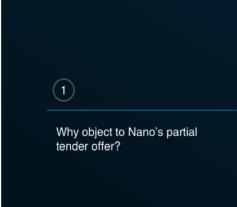
SSYS' Board unanimously recommends SSYS shareholders to NOT tender shares into the Nano partial tender offer

Just to refrain from tendering is simply not enough!

Not taking any action could lead to Nano acquiring a controlling interest in Stratasys

Stratasys shareholders <u>should take action to file a Notice of Objection</u> to block the partial tender offer

For assistance in withdrawing your Stratasys ordinary shares or filing a Notice of objection, you can contact your broker or Stratasys' information agent, Morrow Sodali LLC toll-free at (800) 662-5200 or (203) 658-9400 or via email at SSYS@info.morrowsodali.com





Why vote for the Stratasys slate?



Nano is unfit to run a large industry-leading public company

Agenda



- Voting for Nano slate will enable Nano to take control of Stratasys without paying shareholders, irrespective of the partial tender offer
- Nano's director candidates are not qualified
- 3 Nano's Board and CEO presided over serious corporate governance failings
- SSYS board is highly qualified, truly independent and purpose built
- SSYS board is highly focused on maximizing shareholder value and engages with multiple industry participants for the benefit of all SSYS shareholders

Voting for Nano slate will enable Nano to take control of Stratasys without paying shareholders, irrespective of the partial tender offer

NEGATIVE IMPLICATIONS FOR A NANO-CONTROLLED BOARD OF DIRECTORS

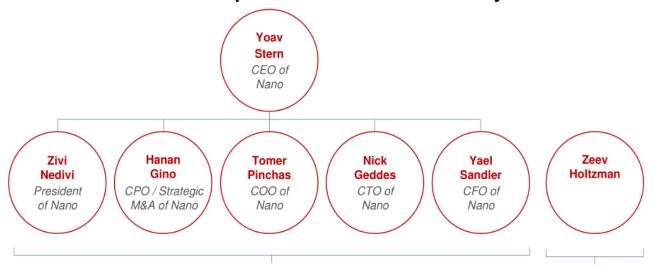
- Giving away control of SSYS without paying shareholders
- Once controlling the SSYS Board, Nano could use the numerous conditions contained in the offer to terminate the partial tender offer
- Nano-controlled Board could replace SSYS's highly experienced management team
- Nano-controlled Board could force SSYS into value eroding business combinations, such as paying a premium to acquire Nano
- Nano could block SSYS' ability to engage in discussions with 3D Systems or any other value maximizing transactions for SSYS shareholders to, the detriment of SSYS and SSYS minority shareholders

"You didn't get me to the point where I'm angry...you got me to a point where I've got nothing to lose. And that's a dangerous place to put a person" – Yoav Stern

> Financial Times, July 8, 2023

Nominating Nano's unqualified directors is a desperate attempt by Yoav Stern to control SSYS

2 Nano's slate is not independent and is controlled by Yoav Stern



Will blindly follow Yoav Stern or else their current Nano job will be at stake

Replaced after ~1.5 years from SSYS Board due to lack of contribution

Nano's nominated directors will continue to operate as Yoav Stern's subordinates Why was Yoav Stern unable to attract any credible independent director candidates to his slate?

Nano's director candidates are not qualified

Nano nominee	Yoav Stern	Zivi Nedivi	Hanan Gino	Tomer Pinchas	Nick Geddes	Yael Sandler	Zeev Holtzman ¹
Senior management at a \$500M+ revenue company	×	×	?	×	×	×	?
Generating profitable growth at Nano	×	×	×	×	×	×	×
Successful M&A strategy and integration at Nano	×	×	×	×	×	×	×
ESG, industry standards and compliance experience	×	?	?	?	×	×	×
Experience at a leading 3D printing company	×	×	×	×	×	×	X ¹

Nano's nominees lack the qualifications needed to run a billion dollar business

Note: Based on public information available and SSYS assessment; 1 Replaced after a year and a half from SSYS Board due to lack of contributio

Nano has disastrous governance policies

- Nano's classified Board with 3-year terms limits the ability of shareholders to hold the Board accountable for performance
- Each of the most recent Nano shareholder meetings have been adjourned due to lack of quorum¹
- Nano does not disclose the voting results specifics of its shareholders votes or director elections
- 5 of the 9 Nano directors have not been approved by a shareholder vote at all
- Nano does not respect the right for its shareholders to call special meetings (despite being required by Israeli Law)
- Nano does not accept the overwhelming vote (92%) of its own shareholders to reform its board

How will Nano's nominees act on SSYS Board if elected?

Source: Equity research; 1 Indicating that fewer than 25% of Nano's shares were represented at their meeting

SSYS Board has the right mix of experience and skills¹

SSYS nominee	Dov Ofer	S. Scott Crump	John McEleney	Ziva Patir	David Reis	Michael Schoellhorn	Yair Seroussi	Adina Shorr
Senior management at a \$500M+ revenue company	✓	✓	✓		✓	✓	✓	✓
Generating profitable growth	✓	✓	✓		✓	✓	\checkmark	\checkmark
Successful M&A strategy and integration	✓	✓	√		✓	✓	✓	✓
ESG, Industry Standards and compliance experience		✓		✓		✓		
Experience at a leading 3D printing company	✓	✓	\checkmark	✓	✓	✓	\checkmark	✓

SSYS Directors have deep expertise and knowledge across relevant industries and public Boards Shareholders have affirmed the Board's decision on composition by overwhelming support

¹ Please see slide 34 for further details on SSYS Board

SSYS Board engages with multiple industry participants for the benefit of all SSYS shareholders

VALUE ACCRETIVE TRANSACTION WITH DESKTOP METAL

- On May 25, SSYS announced merger agreement with Desktop Metal to create significant value for its shareholders
- Pro forma Board composition for SSYS and Desktop Metal merger:
 - Dov Ofer willingly relinquished his Chairman role
 - 3 SSYS Directors accepted to step down and not be Directors in the pro forma SSYS

ENGAGEMENT WITH 3D SYSTEMS

- 3D Systems increased its initial unsolicited offer from \$19 per share on June 2, to \$20 on June 27 to \$24 on July 13
- On July 17, SSYS announced that it intends to engage in discussions with 3D Systems

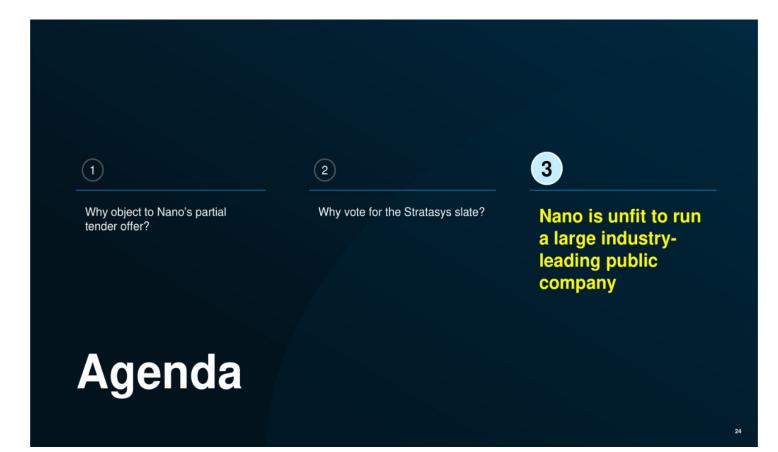
SSYS Board is highly focused on maximizing shareholder value

Vote "FOR" the re-election of the Stratasys Slate at the Annual General Meeting on August 8

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

For assistance voting your WHITE proxy card, please contact Stratasys' information agent: Morrow Sodali at (800) 662-5200 toll-free or (203) 658-9400 or via email at SSYS@info.morrowsodali.com



Nano's campaign is built on flawed assumptions and a poor understanding of Stratasys

NANO'S MISINFORMED VIEWS

- "The combination of Nano Dimension and Stratasys will create significant synergies"
- 2 "The market for polymers is full"
- 3 "The (services business) competes with their customers... (it) doesn't work"
- 4 "(Stratasys has) good islands of software... we will make it a continent"
- 5 "Stratasys has bought companies but has paid a lot (to acquire them)...and didn't really merge (the businesses)"

Source: Nano YouTube video: "Let's Talk #10 – Stratasys is a strategic financial opportunity for Nano Dimension" 03/14/23:

"Stratasys estimate based on: Wohler total market size and historical growth rate, Context for relative split between prototyping, polymer end parts

REALITY

Nano and SSYS have separate customers, a different GTM channels, diverse technologies, and no operational synergies

Polymer addressable market expected to grow at 20%+ CAGR to ~\$6B in 2027¹

Services business is an integral component of the SSYS innovation ecosystem and helps generate leads for internal sales team

Single and fully integrated software platform (GrabCAD) addressing every customer requirement from design through production

Successful track record of integrating prior acquisitions — 5 acquisitions successfully integrated since 2020 under Yoav Zeif's tenure and the current SSYS Board

Yoav Stern has repeatedly misrepresented facts

YOAV STERN'S INACCURATE CLAIMS

8

"[Nano] has held constructive, informal discussions with Stratasys regarding the offer and the merits of the combination"

REALITY



SSYS CEO Yoav Zeif had only one meeting with Yoav Stern and made it clear that SSYS would respond once the Board's review of Nano's proposal was completed



"I have met with two or three (current members of the Stratasys Board) ... (they said the company) is going nowhere"



No directors of SSYS have met with anyone from Nano under the context of a strategic transaction



"We are focusing on taking 100% of companies. We're not investment companies. We're not going to invest and take a partial stake in the company."²



Nano purchased minority stake in SSYS in July 2022. Nano's partial tender offer is for up to 51% stake in SSYS



Nano Dimensions reported Net Income for Q1 2023 of \$22M



Very small business, with Nano generating Q1 2023 an Operating Loss of \$31M, which was offset by a \$57M financial gain as a result of their stake in SSYS shares (\$45M) and interest income



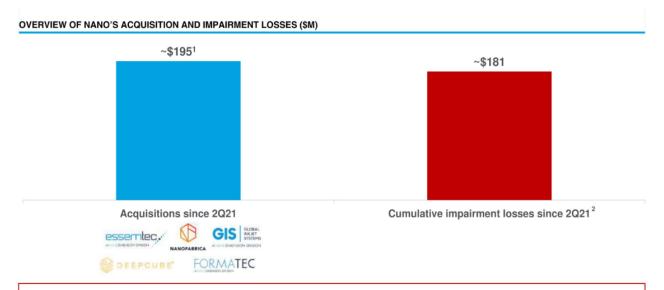
"We are winning in every way possible in all of [Murchinson's] attempts to [make] silly complaints to courts"



The U.S. District Court for the SDNY denied Nano's requested relief and dismissed all of its claims

Source: Nano YouTube video: "Let's Talk #10 – Stratasys is a strategic financial opportunity for Nano Dimension" 03/14/23 and "Let's Talk #21 - Analysis of Stratasys Transaction" 03/29/2023, Q12023 Earnings call; ¹ As of 05/25/2023; ² Nano earnings call 3/11/21

Yoav Stern led a series of questionable acquisitions that have been written off immediately after closing



Nano has a track record of taking over companies and then destroying value

Sources: Naroflotrica midpoint of management approx. in NNDM FY 2022 20-F, Essenthec cash plus earn-out plus shareholderic parameteristic for sources. The Armonic Parameteristic Paramete

Yoav Stern's short tenure at Magal should serve as a cautionary tail

YOAV STERN'S TENURE AT MAGAL SECURITY SYSTEMS

Timeline of key events

November 2008: MAGAL appoints Yoav Stern as acting President

February 2009: Yoav Stern is appointed acting President and CEO

July 2009: The Chairman of the Board fires Mr. Stern (within 8 months of appointment)

- Following his termination, Stern attempted to lead a group of funds in an activist fight to overhaul Magal's board and reclaim a corporate leadership position
- In response to this attempt, Magal published an open letter to its shareholders to shed light on his tenure as CEO
- Stern never sued Magal for libel a powerful signal of the validity of the letter's claims

Source: Company filings

QUOTES FROM MAGAL'S OPEN LETTER TO SHAREHOLDERS

"During his tenure, Mr. Stern terminated, or caused the termination, of numerous senior employees (some of whom were improperly terminated) and caused an almost irreparable damage in the morale of the remaining employees"

"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"

"Mr. Stern had recorded conversations with the company's employees, shareholders and Board members, without their knowledge. The Board views Mr. Stern's conduct as an attempt to damage the company's proper management and operations"

"[the nominated directors in the proxy fight] are all associated with Mr. Stern as they served together in the Israeli Air Force and some of them have been or are presently his business partners."

Nano Board and CEO presided over corporate governance failings

Lagging performance

 Nano's stock price has traded well below the cash value per share on its balance sheet for over a year, raising questions whether Nano's Board and management will misuse its cash

Pay and performance misalignment

- The Nano Board tried to re-price CEO and Chairman Yoav Stern's severely out-of-the-money options to a strike price well below Nano's cash and securities per share
- Shareholders voted this proposal down at the meeting in December 2022

Corporate governance failures / concerns

- All three major, independent proxy advisory firms recommended to remove four sitting Nano directors including Yoav Stern at a special meeting on March 20, 2023
- 92% of Nano shareholders who voted supported removal of the four directors, and the election of two new independent directors nominated by Murchinson

Yoav Stern and the Nano Board have demonstrated a blatant lack of regard for the voice of their own shareholders and the recommendation of all the Independent Proxy Advisory firms.

How would they treat the public minority shareholders of Stratasys?

Source: Company filings, ISS, Glass Lewis, Egan Jones

Legal legitimacy of Nano Dimension's entire campaign is questionable

The March '23 Nano shareholder vote raises doubts if Nano's Board has legitimate authority. Is this campaign designed to act as a distraction for Nano's shareholders from Nano's ongoing internal issues?

Murchinson proposed to reform Nano's corporate governance practices and replace 4 Nano Directors with two of its chosen independent candidates

- March 12, 2023: ISS, Glass Lewis and Egan-Jones recommend Nano shareholders support Murchinson's nominees and proposals
- March 20, 2023: At the Special Meeting, Nano shareholders overwhelmingly (approx. 92% of the votes cast for the Special meeting) supported all four Murchinson proposals

Rather than accepting the vote of its own shareholders, Nano Board filed a lawsuit against Murchison

Composition of Nano's Board and the legality of its actions remain in question and is under adjudication in Israeli courts

Nano's partial tender offer, both in terms of timing and its ability to close, is subject to significant uncertainty due to its legal battles

NANO'S PENDING LEGAL BATTLES

- On April 25, 2023, Nano filed a Statement of Claim to an Israeli court, seeking a declaration of the illegality of SSYS Rights Plan
- The validity of Murchinson's special meeting is currently under review in the Israeli court
- On July 11, 2023, Murchinson announced that the New York Court had dismissed the Section 13(d) claims filed by Nano against Murchinson with prejudice

"We believe the Israeli courts will decide the legality of Stratasys' poison pill and the recent Nano shareholder vote to remove several members of Nano's board and management team.

If Nano loses either of these court cases, we believe it is game over regarding their attempt to acquire Stratasys"

Troy Jensen Lake Street, June 28, 2023

Nano CFO Yael Sandler in her court affidavit in relation to the Nano tender offer: "...on the basis of legal advice I received, even if there were a basis for the claim of lack of authority, [Nano] is able to retroactively approve an action that was carried out without authority"

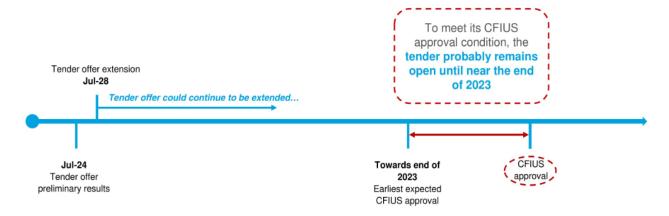
This position further highlights what may turn out to be a legally chaotic situation both for those shareholders who tender and for those who do not.

Supporting Materials

Agenda

SSYS shareholders may not see money for tendered shares for a long time

Nano's conditions to its partial tender offer will not be satisfied by the July 24 Expiration Date



Nano consistently misleads Stratasys shareholders with respect to when they would get paid for their tendered shares

SSYS Board is highly qualified with relevant sector experience and expertise



Age: 68 | Chairman





John J. McEleney Age: 60 | Director

- Chairman of the Board since May 2020, director since July 2017
- · Former CEO of Lumenis Computerized Systems (Nasdag: LMNS)
- Previous Corporate Vice President and General Manager at HP Scitex. and former President and CEO of Scitex Vision
- · Currently serves as Director of Kornit Digital



- · Co-founder and previous CEO of Onshape, a 3D product design software company
- . Former CEO of Cloud Switch, former CEO of SolidWorks (Dassault Systemes)
- · Currently serves as a Director of InNeuroco, a medical device company focused on neurological access devices



David Reis Age: 62 | Director

- · Director since June 2013, former CEO of Stratasys and Objet
- · Previous CEO of NUR Macroprinters (acquired by HP)
- · Former CEO and president of ImageID, and of Scitex Vision
- · Currently serves as Chairman of Enercon Technologies, Director of Tuttnauer, Director of Seed-X and as a Director of Scodix



Age: 67 | Director

- Director since 2017
- . Former Chairman and Board member of Bank Hapolim
- · Founder of the Israeli office and former head of Morgan Stanley Israel
- · Served in the Israeli Ministry of Finance, where he held several senior positions
- Currently a Director at DSP Group, Advisory Team Member at SkyFund and Chairman of ZIM Integrated Shipping Services



S. Scott Crump Age: 69 | Director



Ziva Patir Age: 72 | Director



Michael Schoellhorn Age: 57 | Director



Adina Shorr Age: 62 | Director

- Director since November 2021, previous SSYS Board experience dating to 1988
- Inventor of FDM technology and Co-founder of Stratasys
- Former Stratasys Chief External Affairs and Innovation Officer, and Chief Innovation Officer, in addition to Stratasys previous Chairman, CEO and President
- Deep industry and operational experience dating to the earliest days of 3D Printing technology
- Consultant to governments on issues of strategy and compliance, risk-based regulatory enforcement activities, standardization and policy
- Deep expertise in ESG-related matters
- Previous experience at Better Place, Road Safety Authority (RSA) of Israel Standard Institution of Israel, and the International Organization for Standardization
- · Currently serves as a Director of ABRA and ELTA Systems
- · Director since November 2020
- Current CEO, Aribus Defence and Space and former COO of Airbus
- · Previous experience as Chief Operating Officer of BSH Home Appliances and various positions at Bosch
- Currently serves as member of the Supervisory Board, Premium Aerospace Group, and President of BDLI, the German aerospace industries association

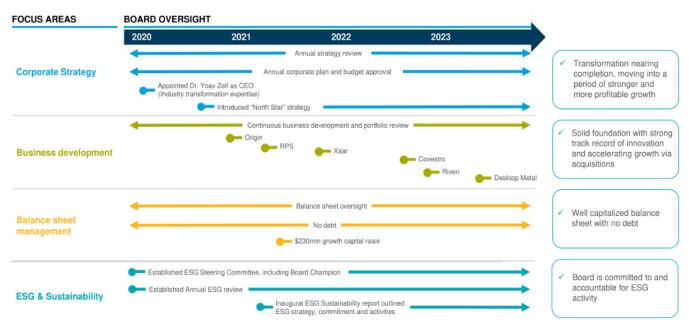


- · Former CEO of Scodix
- Director since July 2018
- · Board member of Vision Technology and Highcon Systems
- Former CEO and Chairman of Lucidlogix Technologies, CEO of CellGuide and CEO
- · Prior experience as executive in Creo, Scitex and IBM
- Served as a Board member at Objet Geometries and Advanced Vision Technology

SSYS keeps a balanced Board tenure with 3 directors < 6 years, 4 directors 6 - 10 years and 1 director > 11 years

SSYS Board has overseen a multi-year transition to stronger growth

The Board has the right skills and experience to support and guide management



Stratasys actively engages with shareholders and incorporates input

ROBUST ENGAGEMENT PROGRAM

- · Management engages directly with shareholders
- We engage with investors, stewardship committees, and proxy advisory firms to listen to their views on our business and corporate governance
- Year-round engagement program seeks continuous feedback and not just near our annual meeting

KEY STATISTICS OF ENGAGEMENT

Over 80 calls and in-person meetings with shareholders in 1H 2023

Attended 6 bank conferences in the past 12 months

Enhanced IR website to engage and communicate with shareholders

Met with investors across multiple non-deal roadshows and at industry trade shows

Stratasys' Directors are compensated in line with market standards and their incentives are aligned with shareholders

DIRECTOR COMPENSATION BREAKDOWN



Directors are at risk for the vast majority of their compensation, putting their interests alongside shareholders

Based on compensation in 20-F filing on 03/03/2023; excludes retainer fees paid for chair and committee responsibilities

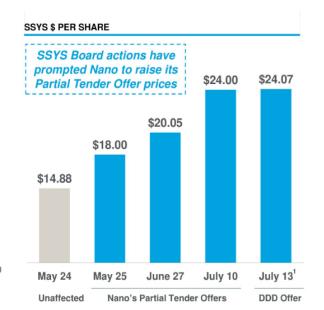
COMMENTARY

- Stratasys directors' compensation is 70% equity-based and therefore aligns directors' interests with the interests of Stratasys shareholders
- Director cash compensation is less
 than half of the S&P 500 firm average
- Equity compensation is comprised of 50% RSU's and 50% stock options

SSYS board has taken the right measures to protect its shareholders



- Denied Nano to buy shares from SSYS shareholders at discounted prices
- Forced Nano to raise its Partial Tender Offer price
- Recommended shareholders to not tender its shares to Nano
- Safeguards minority shareholders from Nano's manipulative and self-centered campaign
- Protects company from value erosion
- Stratasys to engage in discussions with 3D Systems
- On July 17, SSYS announced that it intends to engage in discussions with 3D Systems



¹ Based on DDD's July 13th proposal of \$7.50 / SSYS share in cash and 1.5444 newly issued shares of 3D Systems common stock per ordinary share of Stratasys; implied using 3D Systems share price of \$10.73 on July 12

Illustrative pro-rata share price assuming full participation in Nano's partial tender offer

ASSUMPTIONS

- Shares acquired by Nano via partial tender offer ("TO"): 25.3M
- Nano partial tender offer price: \$24.00 per share
- Remaining shares not purchased by Nano: 33.6M¹

Nano market capitalization has been on average ~58% of its cash and investments position; applying same discount to SSYS unaffected to imply illustrative trading price of remaining shares² PER SHARE ITEMS IN \$		ASSUMES SSYS trades at 0.5x-1.0x EV / 23E revenue IN MILLIONS, PER SHARE ITEMS IN \$			SSYS UNAFFECTED SHARE PRICE		
					Assumes SSYS remaining shares trade at SSYS unaffected price of \$14.88		
					PER SHARE ITEMS IN \$		
Harffeeted COVC price and above	\$14.88	EV / 23E revenue	0.5x	1.0x	Unaffected SSYS price per share	\$14.88	
Unaffected SSYS price per share		23E SSYS revenue (mid point guidance)	\$650	\$650			
Name to divertise factor	58%	Implied EV	\$325	\$650			
Nano trading factor		Implied market cap ⁴	\$662	\$987			
Illustrative trading price of remaining shares	~\$9	Illustrative trading price of remaining shares ⁵	~\$9	~\$14	Illustrative trading price of remaining shares	\$14.88	
Illustrative pro rata price per share ³	~\$15	Illustrative pro rata price per share ³	~\$16	~\$18	Illustrative pro rata price per share ³	~\$19	

Note: All analysis highly illustrative; 168.6M outstanding shares less 9.7M shares owned by Nano already and less 25.3M shares theoretically acquired at partial TO; Reflects average Nano YTD trading as of 7/14/23; Calculated as the blended share price assuming successful partial TO and illustrative trading price; Adjusted for net cash (incl. unconsolidated investments) of \$337M; Based on SSYS FDSO of 72.7M shares





Hello,

I am reaching out to make sure you saw two announcements that Stratasys made this morning.

After careful review and consultation with its independent financial and legal advisors, the Stratasys Board has announced that following the July 13, 2023 revised unsolicited proposal by 3D Systems Corporation to acquire Stratasys for \$7.50 in cash and 1.5444 newly issued shares of 3D Systems common stock per ordinary share of Stratasys, the Company intends to engage in discussions with 3D Systems, subject to the requirements of the Desktop Metal merger agreement.

The Board has not determined that 3D Systems' revised proposal constitutes a Superior Proposal as defined in the merger agreement with Desktop Metal, and there is no assurance that the discussions with 3D Systems will result in a Superior Proposal, an agreement or a transaction. The Stratasys Board has not changed its unanimous approval, recommendation and declaration of advisability of the transaction with Desktop Metal at this time.

We also issued a press release announcing that the Stratasys Board of Directors unanimously rejected Nano Dimension's revised partial tender offer, as well as an accompanying investor presentation that highlights Nano's attempts to destroy significant value and growth opportunities for all Stratasys shareholders.

Key highlights of the investor presentation include:

- Nano's <u>partial tender</u> means Stratasys shareholders who tender their shares may have as few as approximately 40% of their shares purchased, assuming full participation
 in the offer. If the partial tender offer is successful, additional shareholders are likely to tender their shares during the mandatory 4-day extension window, and
 shareholders may retain approximately 60% of their existing shares in a Nano-controlled Stratasys.
- The partial tender offer implies a blended value of approximately \$15 to \$19 per share or less, assuming full participation in the offer, given that Stratasys being
 controlled by Nano is likely to lead to Stratasys shareholders' remaining shares trading at a heavily discounted level, which could be approximately \$9 to \$15 per share
 or less.¹
- Nano has destroyed significant value and trades at negative firm value. Yoav Stern, Nano's Chairman and CEO, cannot be trusted, has made misrepresentations about
 Stratasys and is not qualified to manage Stratasys. Since Yoav Stern's appointment, Nano has spent more than \$500 million in cash and increased its revenue by only \$44
 million
- If the partial tender offer is successful, significant conflicts of interest would exist that are likely to be detrimental to Stratasys and its minority shareholders. Nano and Yoav Stern may not be incentivized to act in the best interest of minority shareholders of Stratasys, and Nano could block any future transaction that might maximize value for Stratasys and its minority shareholders, including Stratasys' ability to engage in discussions with 3D Systems.

You can learn more by reading both releases here. We also posted the presentation on the Investor Relations section of our website and at www.NextGenerationAM.com.

Please let us know if you're interested in a call to discuss this news further.

Best, Yonah

¹ Assumes tendered shares that are not accepted as a result of proration trade similar to Nano's market cap discount to cash and investments as a controlling entity or SSYS' unaffected price at most. See investor presentation for further information.

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://irv.desktopmetal.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://irv.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. 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 2023 Annual General Meeting of Shareholders, which was filed with the SEC on July 12, 2023, 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.

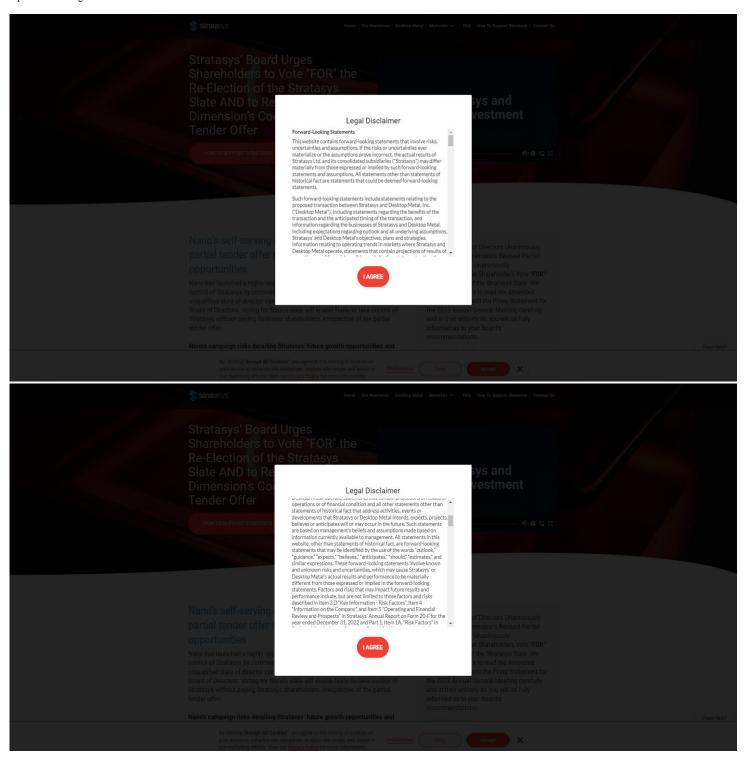
Contacts

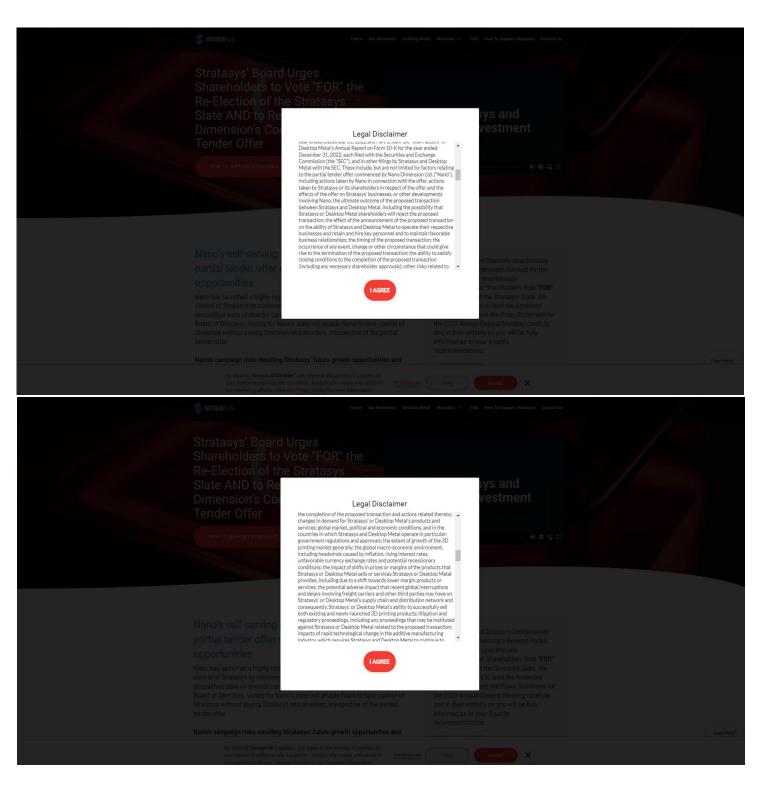
Investor Relations Yonah Lloyd CCO / VP Investor Relations Yonah.Lloyd@stratasys.com

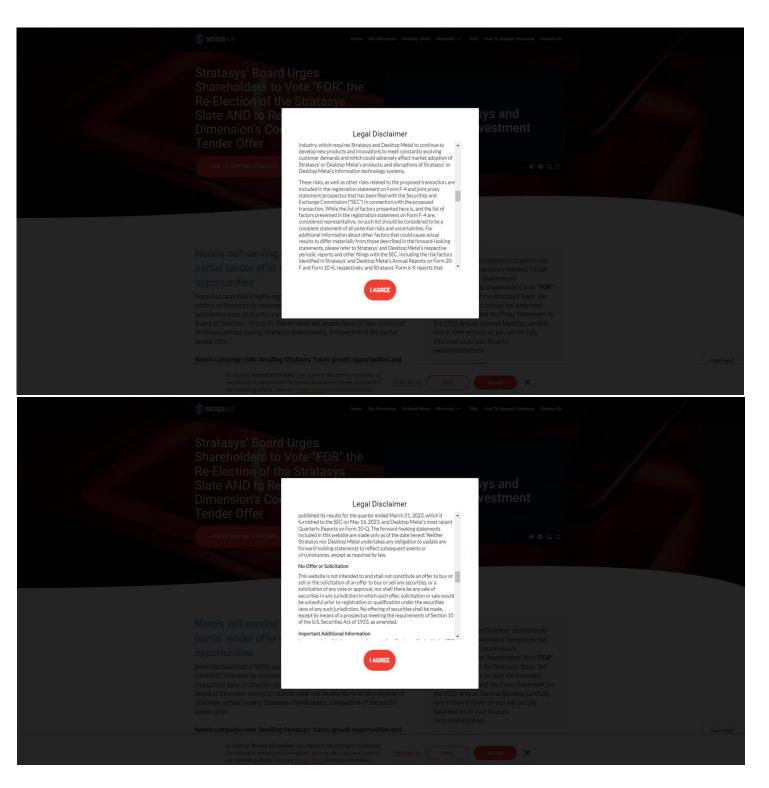
U.S. Media Ed Trissel / Joseph Sala / Kara Brickman Joele Frank, Wilkinson Brimmer Katcher (212) 355-4449

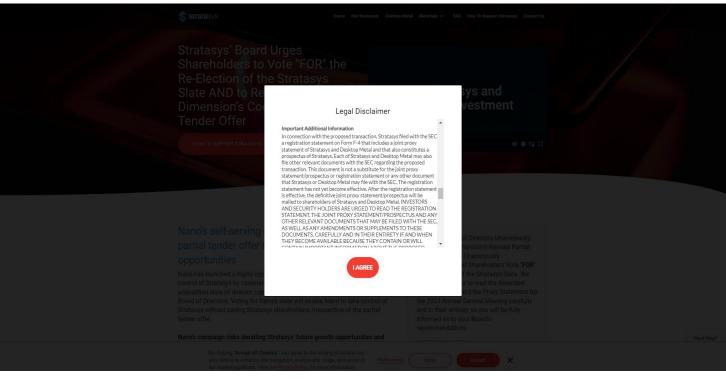
Israel Media Rosa Coblens VP Sustainability, Public Relations IL & Global Internal Communications Rosa.Coblens@stratasys.com

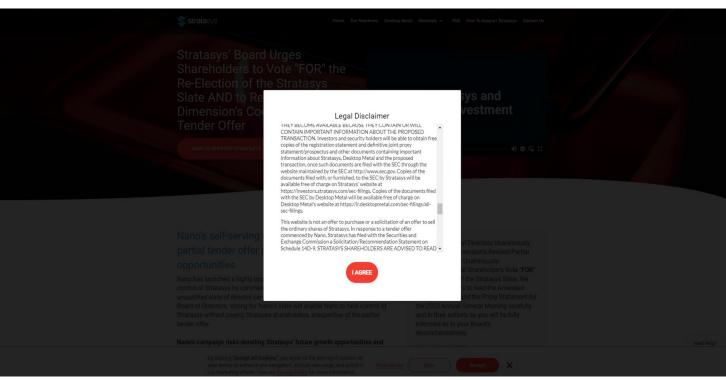
Yael Arnon Scherf Communications yaela@scherfcom.com +972527202703

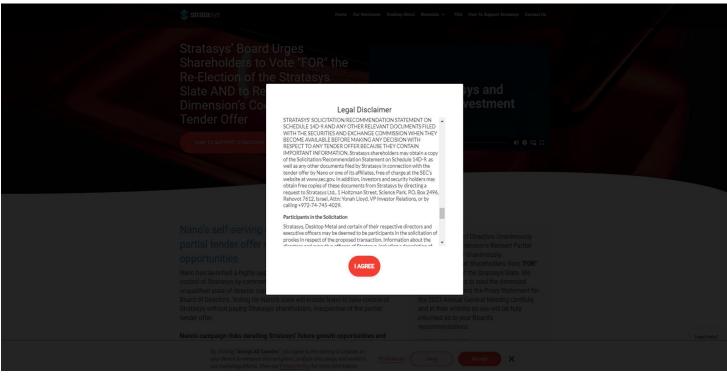


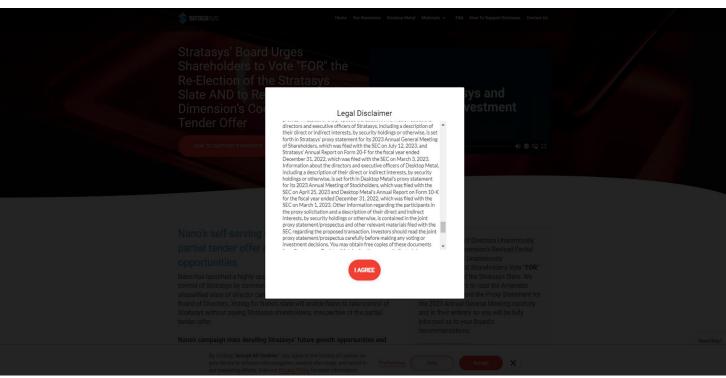


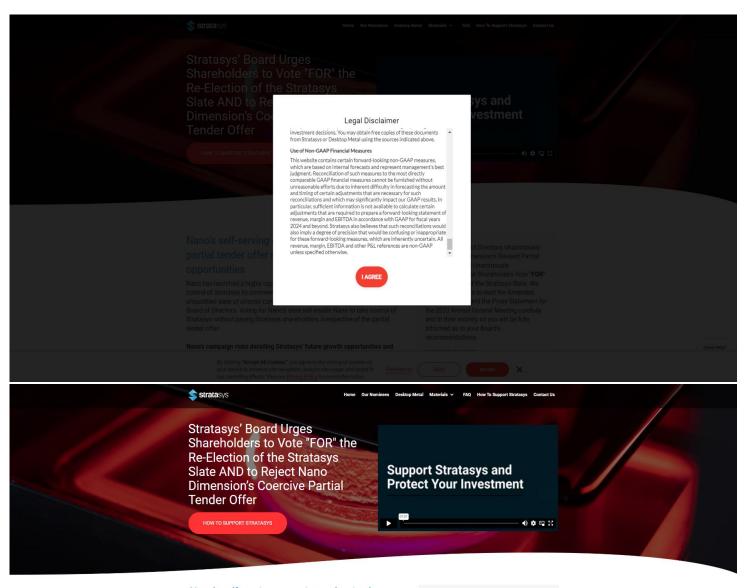












Nano's self-serving campaign and revised partial tender offer risk derailing future growth opportunities

Nano has launched a highly opportunistic, self-interested campaign to take control of Stratasys by commencing a partial tender offer and nominating an unqualified slate of director candidates to stand for election to Stratasys' Board of Directors. Voting for Nano's slate will enable Nano to take control of Stratasys without paying Stratasys shareholders, irrespective of the partial 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 on 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

Nano's opportunistic, coercive, highly conditional partial tender offer is not in the best interests of all Stratasys shareholders.

On July 10, 2023, Nano increased the offer price of its unsolicited partial tender offer from \$20.05 to \$24.00 per share in cash, seeking to acquire up to 36.9% of Stratasys ordinary shares not already owned by Nano. The Stratasys Board unanimously determined that the revised partial tender offer is NOT in the best interests of all Stratasys shareholders

Nano's partial tender means Stratasys shareholders who tender their shares may have as few as approximately 40% of their shares purchased, assuming full participation in the offer.

The partial tender offer implies a value of approximately \$15 to \$19 per share or less, assuming full participation in the offer, given that Stratasys being controlled by Nano is likely to lead to Stratasys shareholders' remaining shares trading at a heavily discounted level, which could be approximately \$9 to \$15 per share or less1

Stratasys Board of Directors Unanimously Rejects Nano Dimension's Revised Partial Tender Offer and Unanimously Recommends that Shareholders Vote "FOR" the Re-Election of the Stratasys Slate. We urge shareholders to read the Amended Schedule 14D-9 and the Proxy Statement for the 2023 Annual General Meeting carefully and in their entirety so you will be fully informed as to your Board's recommendations

NOTICE OF OBJECTION

LETTER TO STRATASYS SHAREHOLDERS

PRESS RELEASE

SHAREHOLDER PRESENTATION

PROXY STATEMENT

PROXY CARD



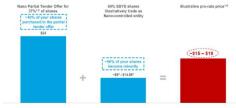


The Stratasys Board urges shareholders to reject Nano's revised partial offer, deliver a Notice of Objection against the partial offer and **NOT** to tender their Stratasys shares in the partial offer.

PROTECTING AND MAXIMIZING VALUE FOR ALL STRATASYS SHAREHOLDERS

HOW TO DELIVER A NOTICE OF OBJECTION

Value of Nano's \$24 partial tender is illusory



Company filings. Factises, Nano tender of fer as of 671/0.2023

**Lasouming basic barea outstanding of 68 demir, 20 to 15.5 films shares purchased as per TO; 34 sources 55°S trades as a Nano-controlled entiry, Nano market capitalization has been trading at an average -60°N of its cash balance and investmen discount to 55°S unaffected price; rounder for illustrative purposes, filmiled prior as tradings as assuming 25.5 mm shares accurred at \$2.4.00 /hare as per TO and remaining shares store at a discount to 55°S unaffected price; rounded for illustrative purposes. Sheffetted price; rounded for illustrative purposes.

Partial Tender Offer

- On May 30, 2023, Stratasys rejected Nano's previous partial tender offer to acquire ordinary shares of Stratasys for \$18.00
- On June 30, 2023, Stratasys rejected Nano's revised partial tender offer to acquire ordinary shares of Stratasys for \$20.05 per share
- On July 17, 2023, Stratasys rejected Nano's revised partial tender offer to acquire ordinary shares of Stratasys for \$24.00 per share
- Nano's partial tender means Stratasys shareholders who tender their shares may have as few as approximately 40% of their shares purchased, assuming full participation in the offer. If the partial tender offer is successful, additional shareholders are likely to their their shares uning the mandatory 4-day extension window, and shareholders will still own approximately 60% of their existing shares in a Nano-controlled Stratasys.
- The partial tender offer implies a blended value of approximately \$15 to \$19 exhause of least, assuming full participation in the offer, given that Stratasys being controlled by Nano is likely to lead to Stratasys shareholders' remaining shares trading at a heavily discounted level, which could be approximately \$50 to \$15 per share or less*

Assumes tendered shares that are not accepted as a result of proration trade similar to Nano's market cap discount to cash and investments as a controlling entity of SSYS' unaffected price at not. See investor presentation for further information

Need Help



Your Participation is Important

HOW TO SUPPORT STRATASYS

6

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 on the WHITE proxy card "FOR" the re-election of the Stratasys slate of directors.

Voting for Nano's slate will enable Nano to take control of Stratasys without paying Stratasys shareholders, irrespective of the partial tender offer.

Stratasys shareholders are also strongly urged NOT to tender their shares into Nano's revised partial tender offer AND to deliver a Notice of Objection. If you have already tendered your shares, you can still withdraw them.

Simply refraining from tendering shares could result in non-tendering shareholders being left as minority shareholders in a company controlled by Nano.

Stratasys

INVESTOR RELATIONS

Yonah Lloyd CCO / VP Investor Relations Yonah Lloyd⊚stratasys.com

U.S. MED

Ed Trissel / Joseph Sala / Kara Brickman Joele Frank, Wilkinson Brimmer Katcher (212) 355-4449

ISRAEL MEDIA

Rosa Coblens VP Sustainability, Public Relations IL & Global Internal Communications

Yael Arnon Scherf Communications yaela@scherfcom.com +972527202703

Desktop Metal

INVESTOR RELATIONS

Jay Gentzkow jaygentzkow@desktopmetal.com (781) 730-2110

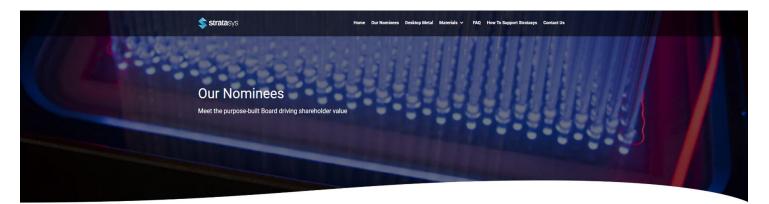
MEDIA RELATIONS

Sarah Webster

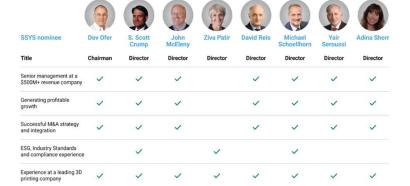
(313) 715-6988







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



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.

Stratasy's 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



DIRECTOR TENURE Board is balanced between directors with a short, medium and longer tenure

Meet our director nominees



V Ofer irman of the Board since May 2020, ctor since July 2017



READ BIO



READ BIO



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

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.

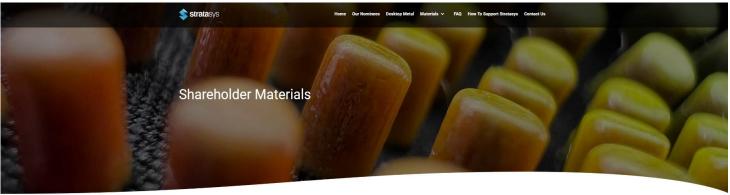
Help ensure Stratasys can continue to build on its progress and maximize shareholder value.

Vote ONLY on the \mbox{WHITE} proxy card "FOR" the re-election of the Stratasys slate.

Stratasys shareholders are also urged **NOT** to tender shares into Nano's coercive partial tender offer, to withdraw any shares previously tendered AND to contact your broker and instruct them to file a Notice of Objection.

HOW TO SUPPORT STRATASYS





2023 Annual General Meeting Materials

Proxy Card JULY 12, 2023 Stratasys Files Proxy Statement for the 2023 Annual General Meeting and Mails Letter to Shareholders Letters JULY 12, 2023 Letter to Stratasys Shareholders from the Board of Directors DOWNLOAD DOWNLOAD 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 $_{\rm MAY}$ 25, 2023 Stratasys to Combine with Desktop Metal in Approximately \$1.8 Billion All-Stock Transaction Presentations Delivering superior value with Desktop Metal combination DOWNLOAD MAY 31, 2023 Stratasys: Positioned to deliver outsized and enduring shareholder value DOWNLOAD Stratasys and Desktop Metal to Combine DOWNLOAD Investor Q&A JUNE 20, 2023 Stratasys Investor Update Q&A DOWNLOAD Need Help? Webcasts LINK TO WEBCAST Stratasys Investor Update MAY 25, 2023 Stratasys to Combine with Desktop Metal LINK TO WEBCAST **Notice of Objection** Click here to download a Notice of Objection Nano's Coercive Tender Offer

Press Releases

JULY 17, 2023
Stratasys Board of Directors Unanimously Rejects Nano Dimension's Revised Partial Tender Offer

DOWNLOA

JULY 10, 2023
Stratasys to Review Revised Unsolicited Partial Tender Offer from Nano Dimension

DOWNLOA

Need Help?



DOWNLOAD

INVESTOR RELATIONS Yonah Lloyd CCO / VP Investor Relations

Ed Trissel / Joseph Sala / Kara Brickma Joele Frank, Wilkinson Brimmer Katcher (212) 355-4449

ISRAEL MEDIA

U.S. MEDIA

Rosa Coblens VP Sustainability, Public Relations IL & Global Internal Communications

INVESTOR RELATIONS Jay Gentzkow (781) 730-2110

Sarah Webster

(313) 715-6988

Need Help?







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 commencing a partial tender offer and nominating an unqualified slate of director candidates to stand for election to Stratasys Board of Directors. Voting for Nano's slate will enable Nano to take control of Stratasys without paying Stratasys shareholders, irrespective of the partial 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 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.

Further, the Stratasys Board of Directors unanimously determined that the revised partial tender offer announced by Nano Dimension to acquire ordinary shares of Stratasys for \$24.00 per share in cash is misleading, coercive, substantially undervalues Stratasys as a whole and is NOT in the best interests of all Stratasys shareholders. Accordingly, the Board urges shareholders NOT to tender their shares into Nano's revised offer, to withdraw any shares that have already been tendered, AND to deliver a Notice of Objection against the offer, Learn more bres.

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) 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 resociation to Broadridge, our agent for tallying the votes at the Meeting. Any such revocation or later proxy must be received by 1 1:59 p.m., U.S. Esstern time, on Monday, August 7, 2025, for it to be effective. If you initially voted online, you can follow the same instructions as you did initially in order to surply our 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. 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 Sodall LLC by calling toll-free (800) 662-5200 or (203) 658-9400 or emailing \$55Y\$@info.morrowsodall.com.

Why does the Board believe rejecting Nano's partial tender offer and delivering a Notice of Objection against the offer is in the best interests of Stratasys shareholders?

Nano's partial tender means Stratasys shareholders who tender their shares may have as few as approximately 40% of their shares purchased

If the partial tender offer is successful, additional shareholders are likely to tender their shares during the 4-day mandatory extension window, and shareholders will still own -60% of their existing shares in a Nano-controlled Stratasys.

The partial tender offer implies a blended value of approximately \$15 to \$19 per share or less, assuming full participation in the offer, given that Stratasys being controlled by Nano is likely to lead to Stratasys shareholders' remaining shares trading at a heavily discounted level, which could be approximately \$9 to \$15 per share or less.\frac{1}{2}.

Nano has destroyed significant value and trades at negative firm value. Yoav Stem, Nano's CEO, cannot be trusted, has made misrepresentations about Stratasys and is not qualified to manage Stratasys. Since Stem's appointment, Nano has spent more than \$500 million in cash and increased its revenue by only \$44 million.

If the partial tender offer is successful, significant conflicts of interest would exist that are likely to be detrimental to Stratasys and its minority shareholders. Nano and Yoav Stern may not be incentivized to act in the best interest of minority shareholders of Stratasys, and Nano could block any future transaction that might maximize value for Stratasys and its minority shareholders.

What is a tender offer?

A tender offer is a public offer to purchase stock of a corporation from its shareholders at a certain price (in this case \$24.00 per share) within a stated time limit, often in an effort to win control of the company. A tender offer must comply with the rules and regulations of the SEC, which include certain minimum offering periods, withdrawal rights, manner of publication and other requirements.

What is the difference between a tender offer in Israel versus in the U.S.?

Under Israell tender offer rules, an acquisition of shares of an Israeli public company must be made by means of a special tender offer if as a result of the acquisition the purchaser would become a holder of 25% or more of the voting rights in the company. This requirement does not apply if there is already another holder of at least 25% of the voting rights in the company. A special tender offer in Israel will fall if the shares covered by submitted Notices of Objection are greater than or equal to the number of shares tendered in the offer.

Need Help?



Need Help





How do Stratasys shareholders deliver a Notice of Objection?

Please contact your broker and instruct them to deliver a Notice of Objection on your behalf. If you have already tendered your shares, you can still withdraw them. Further information can be found here.

If I already delivered a Notice of Objection against Nano's previous partial tender offers for \$18.00 per share or \$20.05 per share, do I need to deliver another Notice of Objection against the revised offer?

No. If you have already submitted a Notice of Objection, you are deemed to have objected to the offer. If you have already tendered your shares, you can still withdraw them and deliver a Notice of Objection.

Who can I contact for more information?

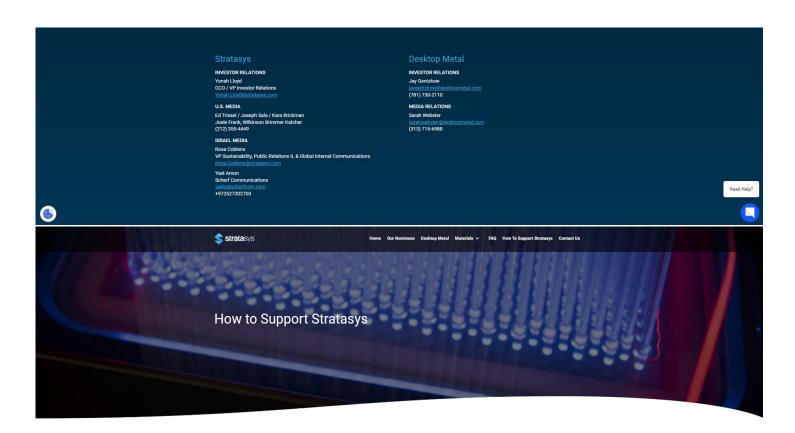
If you need assistance delivering your Notice of Objection or voting your WHITE proxy card, or have further questions, please contact Morrow Sodali LLC by calling toll-free (800) 662-5200 or (203) 658-9400 or emailing \$\frac{\text{SYS_Qinfo_morrowsodali.com}}{\text{Comparison}}\$.

Investors can contact Yonah Lloyd, CCO / VP Investor Relations, by emailing Yonah Lloyd@stratasys.com.

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

 $Is rael \ media\ can\ contact\ Motti\ Scherf\ by\ calling\ \textbf{+972527202700}\ or\ emailing\ \underline{\textbf{motti@scherfcom.com}}.$

**LAssumes tendered shares that are not accepted as a result of proration trade similar to Nano's market cap discount to cash and investments as a controlling entity or SSYS unaffected price at most. See investor presentation for further information.



How to Vote

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

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

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.

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

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



Step 1: Visit www.cesvote.com

Step 2: Enter your 11-digit electronic voting number. Locate the Control Number listed on your WHITE proxy card or voting materials you should have received either via e-mail or your regular mail package.

Step 3: Follow the directions to complete the electronic voting instruction form. 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.



Step 1: Locate Stratasys' proxy materials and WHITE proxy card you received in your regular mail package.

Step 2: Mark, sign and date your WHITE proxy card or voting instruction

Step 3: Return the physical proxy card in the postage-paid envelope provided to you.

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.morrowsodali.com.

How to Deliver a Notice of Objection

To deliver a Notice of Objection, CONTACT YOUR BROKER and instruct them to deliver a Notice of Objection on your behalf. If you have already tendered your shares, you can still withdraw them

Remember to check your inbox and spam folder frequently for communication from your broker.

Under Israeli tender offer rules, Nano's offer will fail if the shares covered by submitted Notices of Objection are greater than or equal to the number of shares tendered in the offer. Therefore, in addition to not tendering, filing a Notice of Objection could help cause the tender to fail. Simply not tendering could result in non-tendering shareholders being left as minority shareholders in a company controlled by Nano.

We strongly urge shareholders to file their Notice of Objection in order to reduce the risk of becoming a minority shareholder.

For assistance delivering a Notice of Objection or withdrawing your Stratasys ordinary shares, 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





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ISRAEL MEDIA

Rosa Cobiens VP Sustainability, Public Relations IL & Global Internal Communications

Desktop Metal

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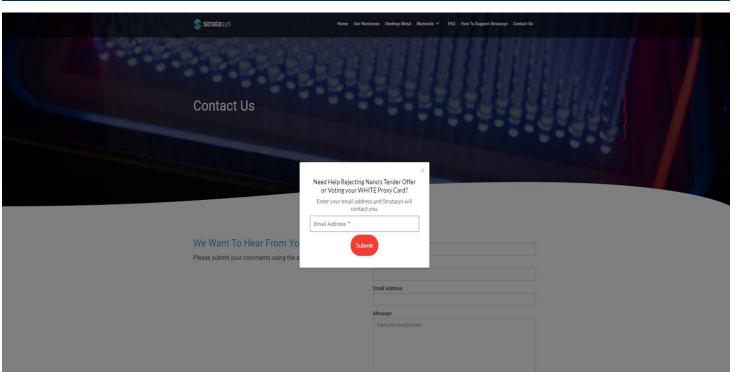
Sarah Webster

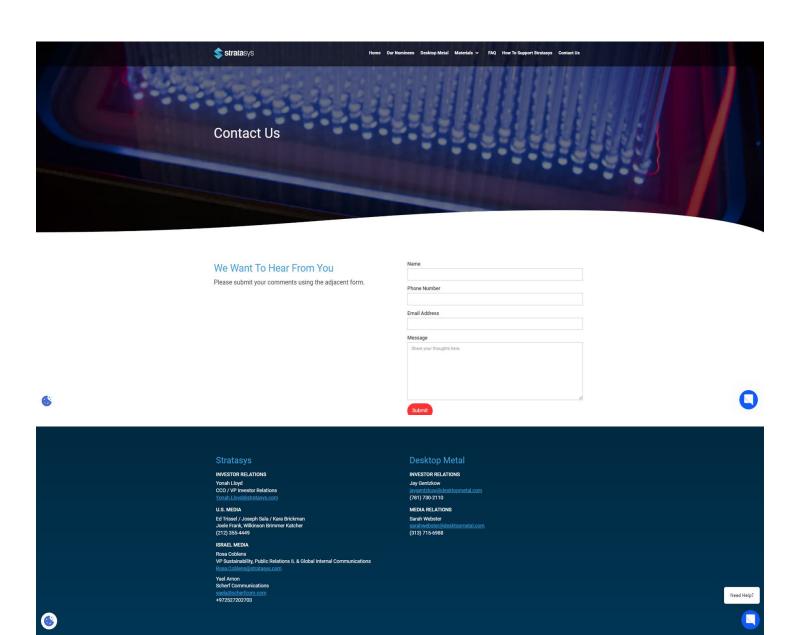
(313) 715-6988











Stratasys Intends to Engage in Discussions with 3D Systems to Determine Whether 3D Systems Would Ultimately Make a "Superior Proposal"

Stratasys Reiterates and Provides Additional Details on Board Determination that at this Time the 3D Systems Revised Unsolicited Proposal is Not a "Superior Proposal" as Defined in Stratasys' Merger Agreement with Desktop Metal

MINNEAPOLIS & REHOVOT, Israel – July 17, 2023 – Stratasys Ltd. (Nasdaq: SSYS) ("Stratasys" or "the Company"), a leader in polymer 3D printing solutions, today issued the following statement reiterating and providing additional details on its comments regarding 3D Systems' July 13, 2023 revised unsolicited proposal:

On July 17, 2023, Stratasys announced that Stratasys' Board of Directors, after consultation with its financial advisor and outside legal counsel, has unanimously determined that the July 13, 2023 revised unsolicited proposal by 3D Systems Corporation (NYSE: DDD) ("3D Systems") to acquire Stratasys for \$7.50 in cash and 1.5444 newly issued shares of 3D Systems common stock per ordinary share of Stratasys would reasonably be expected to result in a "Superior Proposal" as defined in Stratasys' merger agreement with Desktop Metal.

To determine whether 3D Systems would ultimately make a "Superior Proposal", Stratasys must first conduct proper due diligence on 3D Systems' business and prospects. This includes examining 3D Systems' forecast of \$100 million of synergies and 3D Systems' revenue growth and profitability. In addition, Stratasys also intends to negotiate terms with 3D Systems, subject to the requirements of the Desktop Metal merger agreement.

As previously announced on May 25, 2023, Stratasys entered into a merger agreement with Desktop Metal, pursuant to which Desktop Metal agreed to combine with Stratasys in an all-stock transaction. Stratasys remains bound by the terms of the Desktop Metal merger agreement. Stratasys' Board has not determined that 3D Systems' July 13, 2023 revised proposal in fact constitutes a Superior Proposal as defined in the merger agreement with Desktop Metal, and the Stratasys Board has not changed its unanimous approval, recommendation and declaration of advisability of the transaction with Desktop Metal.

Stratasys continues to recommend that shareholders reject Nano Dimension's revised partial offer, deliver a Notice of Objection against the partial offer and do NOT tender their Stratasys shares in the partial offer.

To deliver a Notice of Objection, CONTACT YOUR BROKER and instruct them to deliver a Notice of Objection on your behalf. If you have already tendered your shares, you can still withdraw them.

In addition, the Stratasys Board unanimously recommends that Stratasys shareholders vote ONLY on the WHITE proxy card "FOR" the re-election of the Stratasys Slate, consisting of the eight highly qualified current members of Stratasys' Board.

Advisors

J.P. Morgan is acting as exclusive 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, 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. In addition, there can be no assurance that the discussions with 3D Systems will result in a Superior Proposal, an agreement or a transaction. 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 Desktop Metal's website at https://ir.desktopmetal.com/sec-filings/all-sec-filings.

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 2023 Annual General Meeting of Shareholders, which was filed with the SEC on July 12, 2023, 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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