

Invitation to the SMARTRAC N.V. 2008 Annual General Meeting of Shareholders

to be held at the office of NautaDutilh N.V., Strawinskylaan 1999, 1077 XV Amsterdam, The Netherlands, on Friday, April 25, 2008, at 9.00 a.m. local time with the following agenda:

1. Opening of the meeting
2. Report of the Management Board for the year 2007
3. Adoption of the 2007 annual accounts (resolution)
4. Discharge of the Management Board for its management (resolution)
5. Discharge of the Supervisory Board for its supervision (resolution)
6. Profit appropriation
 - a. discussion of reserve and dividend policy
 - b. appropriation of the 2007 profits (resolution)
7. Authorisation of the Management Board in relation to the repurchase of shares (resolution)
8. Appointment of the auditor for 2008 (resolution)
9. Implementation of the Stock Option Scheme 2008 (resolution)
10. Amendment of the Stock Plan (resolution)
11. Remuneration of the members of the Supervisory Board (resolution)
12. Appointment of Stephen Juge as member B of the Management Board (resolution)
13. Any other business
14. Closing of the meeting

The 2007 annual accounts, the 2007 annual report, the agenda of the meeting with explanatory notes, the draft Stock Option Scheme 2008 and other meeting documents are available at the office of SMARTRAC N.V., WTC Amsterdam, Tower C, 8th Floor (C-8), Strawinskylaan 851, 1077 XX Amsterdam and at the office of Deutsche Bank, TSS/GES, Post IPO Services, 60262 Frankfurt am Main, Germany. These documents are also available on the website of the company (www.smartrac-group.com) and can be obtained at the aforementioned addresses free of charge.

Record date

Shareholders who wish to participate at the shareholders meeting or to be represented at the shareholders meeting have to register their shareholding via their depositary bank at the latest on April 21, 2008, with Deutsche Bank AG in Frankfurt am Main by providing proof of their shareholding in SMARTRAC N.V. on April 18, 2008, (the "record date"). If shareholders register their shares before the record date these shares will be locked up until the end of the record date. Registration is also possible in the way that the shares are held and locked up with another bank until the end of the record date with the approval of the depositary institution.

Deutsche Bank will provide a receipt to the persons recorded, such receipt being also a ticket for the shareholders meeting.

Persons who wish to be personally present at the shareholders meeting need to show a proof of identity like a driver's licence or a passport.

Invitation to the SMARTRAC N.V. 2008 Annual General Meeting of Shareholders

Powers of attorney

The persons with meeting or voting rights may be represented by a proxy holder authorised in writing. Shareholders and other persons with meeting rights, who wish to be represented by a proxy holder, have to deposit their proxy at the office of SMARTRAC N.V. by telefax +31 20 30 50 155 or by e-mail at agm2008@smartrac-group.com on April 21, 2008, at the latest. By these means written voting instructions can be submitted to the company as well by shareholders who have registered their shares. A respective proxy form can be requested at the above mentioned contact details of the company. Furthermore, the proxy holder must submit the record receipt and a copy of the power of attorney at the registration desk of the meeting.

Majority and quorum

Each share gives the right to cast one vote. All resolutions put on the agenda can be passed by an absolute majority of validly cast votes in a meeting, in which at least one fifth of the issued share capital is represented.

The Management Board