

## NOTICE OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

### SENSATA TECHNOLOGIES HOLDING N.V.

Notice is hereby given that an Extraordinary Meeting of Shareholders (the “General Meeting”) of Sensata Technologies Holding N.V. (the “Company”) will be held on February 16, 2018, beginning at 6:00 p.m. Central European Time, at the offices of Loyens & Loeff N.V., located at Fred. Roeskestraat 100, 1076 ED Amsterdam, the Netherlands, in relation to the contemplated legal cross-border merger between the Company (as disappearing company) and Sensata Technologies Holding plc (as acquiring company, the “Acquiring Company”), as a consequence whereof the Company ceases to exist and the Acquiring Company acquires, under universal title of succession, all assets and liabilities of the Company, in conformity with common draft terms of the cross-border legal merger, drawn up by the management boards of the Company and the Acquiring Company, dated October 26, 2017 (the “Merger”), more specifically for the following purpose:

Open

1. To amend the Company's Articles of Association to include a criterion, as referred to in paragraph 2 of article 2:333h of the Dutch Civil Code, on the basis of which the cash compensation payable to shareholders of the Company that vote against the Merger and who exercise their withdrawal right in accordance with paragraph 1 of article 2:333h DCC can be readily determined, and to authorize each member of the Board of Directors and each employee of Loyens & Loeff N.V. to execute the deed of amendment;
2. To resolve to approve and effect the Merger; and
3. To transact such other business as may properly come before the General Meeting or any adjournments thereof.

Close

The Board of Directors has determined that all holders of ordinary shares of the Company as of the close of business on 19 January, 2018 according to American Stock Transfer & Trust Company or our shareholders' register in The Netherlands, or such shareholders' proxies, are entitled to receive notice of, and to attend, address, and vote at, the General Meeting and any adjournments thereof.

In accordance with our Articles of Association, if you wish to attend the General Meeting you must notify the Board of Directors of your intention no later than February 15, 2018, by submitting your name and number of shares beneficially owned to: Sensata Technologies Holding N.V., c/o Sensata Technologies, Inc., attention: Investor Relations, 529 Pleasant Street, Attleboro, Massachusetts 02703, or to [investors@sensata.com](mailto:investors@sensata.com). If you own your ordinary shares through a broker and you wish to attend the General Meeting, you must provide us with appropriate evidence of ownership of and authority to vote the shares no later than February 15, 2018. Access to the General Meeting is permitted only after verification of personal identification.

In connection with the proposed change in domicile and related Merger, the Acquiring Company has filed with the SEC a registration statement on Form S-4 that included a preliminary proxy statement/prospectus for the General Meeting, and each of the Company and the Acquiring Company may file with the SEC other documents that contain other relevant materials in connection with the Merger. A definitive proxy statement/prospectus including a proxy card will be mailed to the shareholders of the Company in respect of the matters to be voted upon at the General Meeting. The definitive proxy statement will include detailed instructions regarding how to submit a proxy to vote your shares on the matters to be voted upon at the General Meeting, as well as how to later revoke a proxy. **INVESTORS ARE ADVISED TO READ THE PROXY STATEMENT/PROSPECTUS CAREFULLY AND ANY OTHER MATERIALS WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE COMPANY AND THE MATTERS TO BE VOTED UPON AT THE GENERAL MEETING.**

You may obtain a free copy of the proxy statement/prospectus and other relevant documents filed with the SEC from the SEC's web site at [www.sec.gov](http://www.sec.gov) or at the Company's website at [www.sensata.com](http://www.sensata.com). Copies of the proxy statement/prospectus, the agenda for the General Meeting and related documents may be obtained

free of charge at our offices in Hengelo, the Netherlands and Attleboro, Massachusetts by shareholders and other persons entitled to attend the General Meeting and their representatives as of the date hereof until the close of the General Meeting. Copies of these documents are also available on our website ([www.sensata.com](http://www.sensata.com)) or by contacting us at Sensata Technologies Holding N.V., c/o Sensata Technologies, Inc., attention: Investor Relations, 529 Pleasant Street, Attleboro, Massachusetts 02703, or [investors@sensata.com](mailto:investors@sensata.com).

**THE BOARD OF DIRECTORS**

Hengelo, the Netherlands

January 12, 2018