

ROFIN-SINAR Technologies Inc.

Plymouth, MI, US

NASDAQ: RSTI, Prime Standard FSE: ISIN US7750431022

Invitation to Special Meeting of Stockholders

Dear Stockholder:

You are cordially invited to attend the special meeting of stockholders (the "Special Meeting") of ROFIN-SINAR Technologies Inc. (Nasdaq: RSTI, ISIN US7750431022) to be held on

June 29, 2016, at 10:00 a.m., local time, at ROFIN's corporate headquarters,

40984 Concept Drive, Plymouth, MI 48170.

As previously announced, ROFIN and Coherent, Inc., a Delaware corporation ("Coherent"), have entered into a Merger Agreement (the "Merger Agreement"), dated as of March 16, 2016. Pursuant to the terms of the Merger Agreement, a subsidiary of Coherent will merge with and into ROFIN (the "Merger"), with ROFIN surviving the Merger as a wholly-owned subsidiary of Coherent. At the Special Meeting you will be asked, amongst other things, to consider and vote upon a proposal to adopt the Merger Agreement. If the Merger is completed, you will be entitled to receive \$32.50 in cash, without interest and less any applicable withholding taxes, for each share of ROFIN common stock that you own as of the date of the Merger (unless you have properly exercised your appraisal rights), which represents a premium of approximately 42% to the closing price of ROFIN common stock on March 16, 2016, the date on which ROFIN entered into the Merger Agreement. **The Merger cannot be completed unless the holders of at least a majority of the outstanding shares of ROFIN common stock vote to adopt the Merger Agreement. A failure to vote, a broker non-vote or an abstention will have the same effect as a vote "AGAINST" the adoption of the Merger Agreement.**

Proposals to be voted on at the Special Meeting:

1. **Adoption of the Merger Agreement** ("Merger Proposal")
2. **To approve the adjournment of the Special Meeting, if necessary or appropriate, to solicit additional proxies if there are insufficient votes to adopt the Merger Agreement at the time of the Special Meeting** ("Adjournment Proposal")
3. **To approve, on a non-binding, advisory basis, the compensation that will or may become payable to the Company's named executive officers in connection with the Merger** ("Merger-Related Named Executive Officer Compensation Proposal")

The above items are fully discussed in the Company's Proxy Statement for the Special Meeting, which can be downloaded below or which will be sent to you on request via separate mail. In addition, non-US shareholders may request the proxy material at M.M. Warburg & CO (AG & Co.) KGaA, Wertpapierverwaltung, Ferdinandstr. 75, 20095 Hamburg/Germany.

Board Recommendation:

The ROFIN Board of Directors unanimously recommends that you vote 1. **FOR** the Merger Proposal, 2. **FOR** the Adjournment Proposal and 3. **FOR** the Merger-Related Named Executive Officer Compensation Proposal.

Your vote is very important. All US and NON-US stockholders are cordially invited to attend the Special Meeting in person. Whether or not you expect to attend the Special Meeting, you are urged to submit your vote so that your shares can be voted at the Special Meeting in accordance with your instructions.

Prerequisite for Participation:

Only stockholders of record as of the close of business on May 12, 2016 (the "Record Date") are entitled to notice of and to vote at the Special Meeting or any adjournment thereof. If you plan to attend the Special Meeting in person, please advise the Company directly at 40984 Concept Drive, Plymouth, MI 48170, USA.

Non-US shareholders who want to attend the special meeting in person, need a confirmation from their depository bank as proof of share ownership at the Record Date (depositing certificate of the custodian bank). We ask all non-US shareholders to vote in written form via their custodian bank or to issue a corresponding power of attorney. Non-US shareholders should ask their depository bank to transfer the votes to Clearstream **until 20:00 German Time (2:00 PM US Eastern Time) at the latest**. The exercise of voting rights or authorization of a voting representative or the proxies appointed by the Company is effected by means of the "proxy card". Non-US shareholders may not vote directly at the Special Meeting.

US shareholders should refer to the proxy statement that they will receive on how to vote.

Total number of shares outstanding and shares entitled to vote at the Special Meeting:

As of the close of business on the Record Date, there were 33,589,487 issued shares of Common Stock of the Company, 28,332,903 shares thereof are outstanding and entitled to vote at the Special Meeting. The Company holds 5,256,584 shares in treasury, which are not entitled to vote.

This **Special Meeting** is **in addition to**, and **not in lieu of**, the 2016 **Annual Meeting of Stockholders** (the "Annual Meeting"), which we expect to hold at the same place where the Special Meeting will be held as soon as practicable after the Special Meeting is concluded. The invitation and proxy materials for the Annual Meeting will be published separately.

Please do not hesitate to contact us for further information.

ROFIN-SINAR Technologies
Investor Relations

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