

## PROXY FORM

In accordance with the provisional rules for annual general meetings for companies and organisations to facilitate the conduct of annual general meetings for companies and organisations, the board of directors of NCAB Group AB (publ) (company reg.no. 556733-0161) (the "**Company**") is permitted to collect proxy forms in accordance with the procedure specified in Chapter 7, section 4, paragraph 2 of the Swedish Companies Act.

Shareholders who wish to authorise Anders Forsén (CFO of the Company) to represent their shares at the annual general meeting on 5 June 2020 ("**AGM**") must submit a complete form including **appendix 1** and any enclosed authorisation documents to the Company. The form must be received by the Company no later than 17.00 p.m. CEST on Thursday 4 June 2020.

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Name of shareholder and Swedish personal identity number or company registration number:      The form shall be sent to:

Address:

NCAB Group AB (publ)  
"AGM"  
Mariehällsvägen 37 A  
168 65 Bromma

E-mail and Telephone number:

or  
[agm@ncabgroup.com](mailto:agm@ncabgroup.com)

I hereby authorise Anders Forsén, CFO of NCAB Group AB (publ), to participate and vote for all my shares in the Company on my behalf at the AGM in accordance with the instructions provided by the marked boxes set out in appendix 1 below.

*The Swedish personal identity number/the company registration number MUST be provided to identify you as a shareholder.*

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If the shareholder is a legal entity, a certificate of registration or other equivalent authorisation document must be enclosed with the form. Note that the shares must be registered in your own name (if the shares are nominee-registered) by 29 May 2020 and a notification of attendance at the AGM must have been given by 1 June 2020 at latest, even if the shareholder chooses to vote by proxy. Instructions for this can be found in the notice of the AGM.

## APPENDIX 1

The shareholder cannot give any instructions other than by marking one of the boxes for each item listed below in this form. If the shareholder has provided the form with special instructions or conditions, or changed or made additions to the printed text, the vote will be regarded as invalid.

If the shareholder wishes to abstain from voting on an item, do not mark any box for that item. Only one form per shareholder will be taken into consideration. If more than one form is received by the Company, only the most recently dated form will be taken into consideration. If two or more forms have the same date, only the form that is most recently received by the Company will be taken into consideration. Incomplete or incorrectly completed forms may be disregarded.

If the shareholder attends the AGM in person, this form will not be taken into account as the shareholder is expected to exercise his or her rights while attending the meeting.

Complete proxy form including appendix 1 and any enclosed authorisation documents must be received by the Company no later than 17.00 p.m. CEST on 4 June 2020. The proxy form can be withdrawn up to and including 17.00 p.m. CEST on 4 June 2020 by emailing this to [agm@ncabgroup.com](mailto:agm@ncabgroup.com). After 17.00 p.m. CEST on 4 June 2020, the proxy form can only be withdrawn by means of the shareholder attending the meeting in person.

For the complete proposals for resolutions, please see the notice of the AGM and the complete proposals at [www.ncabgroup.com](http://www.ncabgroup.com).

For information on how the Company processes your personal data, please refer to the privacy policy available on Euroclear Sweden AB's website: [www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf](http://www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf).

The boxes below refer to the proposals of the board of directors and the nomination committee (which have been specified in the notice of the AGM), unless otherwise stated in the form below.

	YES	NO
1. Opening of the meeting		
2. Appointment of the chairman for the meeting	<input type="checkbox"/>	<input type="checkbox"/>
3. Preparation and approval of the voting register	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the agenda	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of one or two persons to approve the minutes	<input type="checkbox"/>	<input type="checkbox"/>
6. Examination of whether the meeting has been duly convened	<input type="checkbox"/>	<input type="checkbox"/>
7. Presentation of annual report and the auditor's report and consolidated accounts and auditor's report for the group		
8. Resolution on		
(a) adopting the profit and loss statement and the balance sheet and consolidated profit and loss statement and balance sheet;	<input type="checkbox"/>	<input type="checkbox"/>
(b) allocation of the Company's profit according to the adopted balance sheet; and	<input type="checkbox"/>	<input type="checkbox"/>
(c) discharge from liability for the directors of the board and the managing director		
1. Christian Salamon	<input type="checkbox"/>	<input type="checkbox"/>

2. Jan-Olof Dahlén	<input type="checkbox"/>	<input type="checkbox"/>
3. Per Hesselmark	<input type="checkbox"/>	<input type="checkbox"/>
4. Magdalena Persson	<input type="checkbox"/>	<input type="checkbox"/>
5. Hans Ramel	<input type="checkbox"/>	<input type="checkbox"/>
6. Gunilla Rudebjer.	<input type="checkbox"/>	<input type="checkbox"/>
7. Hans Ståhl (board director)	<input type="checkbox"/>	<input type="checkbox"/>
8. Hans Ståhl (managing director)	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the number of directors of the board to be appointed	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution to establish the remuneration for the directors of the board and the auditor:		
1. the nomination committee's proposal for remuneration to the directors of the board	<input type="checkbox"/>	<input type="checkbox"/>
2. the nomination committee's proposal for remuneration to the auditors to be paid according to current approved account.	<input type="checkbox"/>	<input type="checkbox"/>
11. Appointment of the board of directors (re-election)		
1. Christian Salamon	<input type="checkbox"/>	<input type="checkbox"/>
2. Jan-Olof Dahlén	<input type="checkbox"/>	<input type="checkbox"/>
3. Per Hesselmark,	<input type="checkbox"/>	<input type="checkbox"/>
4. Magdalena Persson	<input type="checkbox"/>	<input type="checkbox"/>
5. Hans Ramel	<input type="checkbox"/>	<input type="checkbox"/>
6. Gunilla Rudebjer.	<input type="checkbox"/>	<input type="checkbox"/>
7. Hans Ståhl	<input type="checkbox"/>	<input type="checkbox"/>
8. Appointment of Christian Salamon as chairman of the board of directors (re-election)	<input type="checkbox"/>	<input type="checkbox"/>
12. Appointment of ÖhrlingsPriceWaterhouseCoopers AB as auditor (re-election)	<input type="checkbox"/>	<input type="checkbox"/>
13. Resolution on nomination committee	<input type="checkbox"/>	<input type="checkbox"/>
14. Resolution to adopt the guidelines regarding remuneration to executive management.	<input type="checkbox"/>	<input type="checkbox"/>
15. Resolution on authorisation for the board of directors to issue shares.	<input type="checkbox"/>	<input type="checkbox"/>
16. Resolution to adopt new articles of association	<input type="checkbox"/>	<input type="checkbox"/>
17. Closing of the meeting	<input type="checkbox"/>	<input type="checkbox"/>

Please note that the Company cannot be held responsible for any delay in the submission of the documentation. This form including appendix 1 and any enclosed authorisation documents must be received by the Company no later than 17.00 p.m. CEST on 4 June 2020 by sending the requested documents by regular mail to: NCAB Group AB (publ), "AGM", Mariehällsvägen 37 A, 168 65 Bromma, or by e-mail (scanned copy) to [agm@ncabgroup.com](mailto:agm@ncabgroup.com).

Date:

Signature:

Printed name: