RAKETECH GROUP HOLDING P.L.C. (the “Company”)

**Form of Proxy for use at Annual General Meeting**

**«Name»**

**«Adress»**

I/we (block capitals) **«Name»** a shareholder of the Company, hereby appoint

1. The Chairman of the Meeting

or

2. Name: …………………………….…………………………..............

ID/Passport No:.………………………………..................................

Address:……………………………………………………...............

as my/our proxy to attend and vote for **«Number\_of\_shares»** shares in the Company on my/our behalf at the Annual General Meeting to be held at 10.30 a.m. CET at Vinge Advokatbyrå’s office on 15 May 2020 and at any adjournment thereof.

Unless I/we indicate on this Form of Proxy my/our voting preferences overleaf, my/our Proxy is authorized to vote as he/she thinks fit.

My/Our Proxy is authorized to vote:

[ ]  as he/she wishes

[ ]  as indicated on the “Voting Instructions” overleaf (***in which case please refer to separate ‘Voting Instructions’***)

Shareholder Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Personal identification number/company registration number of shareholder: \_\_\_\_\_\_\_\_\_\_

Tel/Mob: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

E-mail address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*1) The original signed proxy form and, where the shareholder is a corporation, a certificate of registration or similar evidencing the signatory right of the officer signing the proxy form, must be received no later than 12.00 pm (CET) on 15th April 2020 by Euroclear Sweden AB at Raketech Group Holding P.L.C., c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden or by email at* *raketech@euroclear.eu**. In default of such timely receipt the proxy will not be treated as valid. Shareholders are, therefore, encouraged to send or deliver their proxy forms (and, if applicable certified copies of certificates of registration or similar) as soon as possible.*

*2) If a Proxy other than the Chairman is preferred, please strike out the reference to the Chairman of the Meeting in Section 1 of the box above, and insert the details of the Proxy so chosen in Section 2 of the box above (strike out whichever is not desired).*

*3) The appointment of a proxy must be in writing and in its form must comply with Articles 88 and 89 (as applicable) of the Articles of Association of the Company and (a) where the shareholder is an individual, be signed by him/her or (b) where the shareholder is a corporation, be signed by a duly authorized officer of the corporation.*

*4) In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.*

*5) The person appointed as proxy shall vote as you have directed in respect of the above resolutions or on any other resolution that is properly put to the meeting. If this form is returned without any indication as to how the proxy shall vote, the proxy shall exercise their discretion as to how to vote or whether to abstain from voting.*

*6) For information on how your personal data is processed, see the integrity policy that is available at Euroclear’s webpage* [*www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf*](http://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf)*.*

**VOTING INSTRUCTIONS – RAKETECH GROUP HOLDING PLC AGM 2020**

Please indicate with an ‘X’ in the relevant boxes for each resolution below how you wish your votes to be cast. The ‘vote withheld’ option below is provided to enable you to abstain on any particular resolution. However, it should be noted that a ‘vote withheld’ is not a vote in law and will not be counted in the calculation of the proportion of the votes ‘for’ and ‘against’ a resolution.

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **NO.** | **GENERAL (ORDINARY RESOLUTIONS)** | **FOR** | **AGAINST** | **VOTES WITHHELD** | **AT DISCRETION** |
| **2.** | Approval of Christian Lundberg as chairman of the Annual General Meeting in accordance with the proposal of the Nomination Committee.  |  |  |  |  |
| **3.** | Approval of voting list of the Annual General Meeting. |  |  |  |  |
| **4.**  | Approval of one or two persons to verify and sign the minutes of the Annual General Meeting |  |  |  |  |
| **5.** | Approval of the agenda of the Annual General Meeting. |  |  |  |  |
| **NO.** | **ORDINARY BUSINESS (ORDINARY RESOLUTIONS)** | **FOR** | **AGAINST** | **VOTES WITHHELD** | **AT DISCRETION** |
| **8.** | Approval of Audited Financial Statements, Directors’ Report and Auditors’ Report for the year ended 31st December, 2019 in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **9.** | Resolution not to declare any dividends in accordance with the proposal and recommendations of the Board of Directors. |  |  |  |  |
| **10.** | Approval of the appointment of Mr. Christian Lundberg as a director of the Company for the period until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **10.** | Approval of the appointment of Mr. Erik Skarp as a director of the Company for the period until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **10.** | Approval of the appointment of Mr. Fredrik Svederman as a director of the Company for the period until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **10.** | Approval of the appointment of Mr. Johan Svensson as a director of the Company for the period until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **10.** | Approval of the appointment of Ms. Annika Billberg as a director of the Company for the period until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **10.** | Approval of the appointment of Mr. Partik Bloch as a director of the Company for the period until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **11.** | Approval of fees for the members of the Board of Directors in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **12.** | Approval of the appointment of PricewaterhouseCoopers Malta as auditors of the Company until the end of the next Annual General Meeting in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **13.** | Approval of fees for the auditor in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **NO.** | **SPECIAL BUSINESS (ORDINARY RESOLUTIONS)** | **FOR** | **AGAINST** | **VOTES WITHHELD** | **AT DISCRETION** |
| **14.** | Approval of the Nomination Committee of the Company for the Annual General Meeting of 2021 in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **15.** | Approval of remuneration guidelines for remuneration of senior management in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **16.** | Approval of the adoption of a long-term share incentive program for senior management staff members and other employees within the Raketech Group in accordance with proposal of the Board of Directors. |  |  |  |  |
| **NO.** | **SPECIAL BUSINESS (EXTRAORDINARY RESOLUTIONS)** | **FOR** | **AGAINST** | **VOTES WITHHELD** | **AT DISCRETION** |
| **17.** | Extraordinary resolution on the Company’s right to acquire its own shares in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **18.** | Extraordinary resolution to amend article 4 of the Company’s Articles of Association (Board authorisation to issue shares in respect of incentive programmes & certain other changes) in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **19.** | Extraordinary resolution in respect of an amendment to article 68 of the Company’s Articles of Association (Quorum requirement for general meetings) in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **20.** | Extraordinary resolution to cancel the shares held by the Company and amend the Company’s Articles of Association following share buy backs in accordance with the proposal of the Board of Directors. |  |  |  |  |