

# Proxy / Vote by Correspondence

netcompany

For use at the Annual General Meeting of Netcompany Group A/S on Wednesday, 11 March 2020, at 16:00 (CET)

## Name and address

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## VP account number

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## Nomination of proxy / voting by correspondence

If you do not wish to attend or are prevented from attending the General Meeting, you may vote by correspondence or appoint a person as your proxy to represent you at the General Meeting. This can be done electronically via Netcompany Group A/S' shareholder portal on <https://www.netcompany.com/int/Investor-Relations/General-meetings> by using NemID, or username and password, or by completing and returning this form.

PLEASE TICK OFF ONE BOX ONLY

**I hereby give proxy to the following named third party:** \_\_\_\_\_  
(Deadline: Sunday, 8 March 2020) Name and e-mail address (please use capital letters)

I request an admission card for an adviser to my proxy holder:

\_\_\_\_\_  
Name and e-mail address (please use capital letters)

**I hereby give proxy to the Chairman of the Board of Directors** (with a right of substitution) to vote on my/our behalf at the General Meeting in accordance with the Board of Directors' recommendations as stated below. (Deadline: Sunday, 8 March 2020)

**Proxy instructions:** in the table below, I have indicated how I wish the Chairman of the Board of Directors (with a right of substitution) to vote on my behalf at the General Meeting (please note that this proxy will only be used if a vote is requested by a shareholder at the General Meeting). (Deadline: Sunday, 8 March 2020)

**Voting by correspondence:** in the table below, I have indicated how I wish to vote at the General Meeting (please note that votes by correspondence cannot be withdrawn and that such votes will also be cast in case of proposed amendments to the items on the agenda). (Deadline: Tuesday, 10 March 2020, at 16:00 (CET))

Agenda (the full agenda and complete proposals are set out in the notice)	FOR	AGAINST	ABSTAIN	Board of Directors' recommendations
1. The Board of Directors' report on the Company's activities in the past financial year (not up for vote).	■	■	■	-
2. Presentation and approval of the Company's audited Annual Report 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
3. A resolution on the distribution in accordance with the adopted Annual Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
4. Approval of the remuneration for the Board of Directors for the current financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
5. Election of members to the Board of Directors: a. Bo Rygaard (Chairman) b. Pernille Fabricius c. Juha Christensen d. Scanes Bentley e. Robbert Kuppens	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	FOR FOR FOR FOR FOR
6. Election of Deloitte Statsautoriseret Revisionspartnerselskab as auditor.	<input type="checkbox"/>		<input type="checkbox"/>	FOR
7. Authorisation to acquire treasury shares (not up for vote).	■	■	■	
8. Proposals from the Board of Directors or shareholders.	■	■	■	
a. Proposal to approve the Company's Remuneration Policy.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
b. Approval of amended Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	FOR
9. Any other business.	■	■	■	

**If you have not ticked off the type of proxy or voting by correspondence, but otherwise have ticked off the items on the agenda in the table above, the form will be considered as a vote by correspondence. If the form is only dated and signed, it will be considered as a proxy to the Chairman of the Board of Directors (with a right of substitution) to vote in accordance with the Board of Directors' recommendations as set out in the table above.**

The proxy applies to all items discussed at the General Meeting. In the event, new proposals are submitted, including any amendments to proposals, or in the event of proposals for new candidates to the Board of Directors or auditor who are not on the agenda, the proxy holder will vote on your behalf according to his/her best belief. Written votes (voting by correspondence) will be taken into account if the new proposal is substantially the same as the original.

The proxy/written vote is valid for shares held by the undersigned on the record date, Wednesday, 4 March 2020, calculated on the basis of entries in the shareholders' register and any notice of ownership received by the Company for the purpose of registration in the Shareholders' Register.

Date: \_\_\_\_\_

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