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 above-named company, hereby appoint (cir:

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 09.30 a.m. CET at Vinge Advokatbyrå’s office at 09.30 on 8 May 2019 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.

**Proxy holder is to complete the enclosed Disclosure Form and return it with the Form of Proxy.**

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 certified copy of a certificate of registration or similar evidencing the signatory right of the officer signing the proxy form, must be received no later than 8 April 2019 by Euroclear Sweden AB at Raketech Group Holding P.L.C., c/o Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden. 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 delete 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.*

**VOTING INSTRUCTIONS – RAKETECH GROUP HOLDING PLC AGM 2019**

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, 2018. |  |  |  |  |
| **9.** | No declaration of dividends in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **10.** | Approval of the appointment of Mr. Christian Lundberg, Mr. Erik Skarp, Mr. Fredrik Svederman, Mr. Johan Svensson and Ms. Annika Billberg as directors 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 2020 in accordance with the proposal of the Nomination Committee. |  |  |  |  |
| **15.** | Approval of guidelines for remuneration of senior management in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **16.** | Approval of the adoption of a 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.** | Approval of the Company’s right to acquire its own shares in accordance with the proposal of the Board of Directors. |  |  |  |  |
| **18.** | Approval of the amendment of the Company’s Memorandum and Articles of Association in respect of an amendment to article 4(b), 4(c), and 4(d) of the Company’s Articles of Association, the Company´s issued share capital and corrections to minor typographical errors. |  |  |  |  |