

PROXY FORM

Annual General Meeting of NYAB Plc 2024

The undersigned (hereinafter also the “principal” or “shareholder”) authorises the following proxy representative, or any person appointed by them, alone (hereinafter also the “proxy representative”) to represent and to vote on behalf of me/us with all my/our shares in accordance with the voting instructions given below at the Annual General Meeting of NYAB Plc (Business ID: 2393685-6) on 11 April 2024.

Name of the proxy representative	
Date of birth of the proxy representative	
Email address and/or phone number of the proxy representative	
Shareholder's name	
Shareholder's date of birth/business ID	
Email address and/or phone number of the shareholder	

The completed and signed proxy form and voting instructions shall be delivered as an attachment in connection with the registration by e-mail to ir@nyabgroup.com, or in original to NYAB Plc, Attn: General Meeting, Miestentie 7, 02150 Espoo, Finland. Documents must be received by 4 April 2024 at the latest.

The principal accepts everything that the proxy representative legally does or fails to do under this proxy document. The principal also agrees to the transmission of information in accordance with the proxy document to NYAB Plc, to be used in connection the meeting and the processing of thereto related necessary registrations.

I/we understand that if I/we give the proxy document as a representative of an entity (incl. estate), the legal representative of the entity or a person authorised by the entity must provide necessary documents to prove the right to represent the entity (e.g. trade register extract or authenticated copy of board resolution). Documents are requested to be attached to this form. If the documents are not submitted before the end of the registration period or they are otherwise incomplete, the shares of such entity will not be included as shares represented at the meeting. Original proxy documents shall be presented to the company upon request.

The personal information provided on this proxy is used to identify a shareholder through a comparison to information in the book-entry system, as well as to confirm shareholdings on the record date of the Annual General Meeting.

Place and date _____ / _____ 2024

Signature / Signatures

Name in capital letters / name of the legal person and its representative

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Voting instructions

At the Annual General Meeting, the proxy representative shall exercise the voting rights of the shareholder granting the authorisation on each of the items on the agenda of the Annual General Meeting as indicated with a cross (X) below.

- The option “For” or “Yes” means that the shareholder is in favour of approving the proposal.
- The option “Against” or “No” means that the shareholder objects to the acceptance of the proposal.
- The option “Abstain from voting” means giving an empty vote and that the shareholder’s shares are represented at the meeting with regard to the item in question, but they are not counted as votes in favour or against the proposal.
- The option “Not voted” means that the shareholder’s shares will be removed from the number of shares represented at the meeting with regard to the item in question and will not be considered in favour of any option.

The difference between the option “Abstain from voting” and “Not voted” is relevant in situations where the resolution must receive a specified share of both cast votes and shares represented at the meeting. This is the case, for example, where a decision must be taken by a qualified majority (agenda item 15). Abstaining from voting thus affects the result of the vote. Shareholders should be aware of this, especially if voting against the proposal is not their intention.

The shareholder’s shares are not considered as shares represented at the Annual General Meeting and not counted as cast votes with regard to a certain agenda item if

- no voting instructions have been indicated,
- there is more than one voting instruction on the same item, or
- other text or markings than a cross (X) have been used to indicate a voting instruction.

Unless otherwise stated by the shareholder, the given voting instructions are assumed to concern all shares held by the shareholder.

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Agenda items at the Annual General Meeting 2024:

Agenda items 7 to 15 set out below cover proposals of NYAB Plc's Board of Directors to the Annual General Meeting in accordance with the notice of the meeting.

Agenda item	For/Yes	Against/No	Abstain from voting	Not voted
7. Adoption of the financial statements and the consolidated financial statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the use of profits shown on the balance sheet and the distribution of assets	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the discharge of the members of the Board of Directors and the CEO from liability	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on the remuneration of the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Resolution on the number of members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Election of members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Resolution on the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Election of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. Authorizing the Board of Directors to decide on a share issue, as well as on an issuance of options and other special rights entitling to shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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