

## PROXY INSTRUCTIONS / POSTAL VOTE

**The annual general meeting of Nordic Waterproofing Holding A/S will be held on Wednesday 24 April 2019 at 11:00 am CEST at Radisson Blu Metropol Hotel, Carl Krooks gata 16, in Helsingborg, Sweden.**

### Nomination of proxy and postal voting:

If you do not wish to attend or are prevented from attending the general meeting, you may authorise a person as your proxy to represent you at the general meeting or submit a postal vote.

Proxy nominations/instructions must be received by the company no later than **Wednesday 17 April 2019**. Postal votes must be received by the company no later than **Tuesday 23 April 2019 at 12 noon CEST**.

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Name, address and phone: \_\_\_\_\_

\_\_\_\_\_

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This form must be returned to:

Nordic Waterproofing Holding A/S,  
Drottninggatan 11  
252 23 Helsingborg

or

agm@nordicwaterproofing.com

ID number:

\_\_\_\_\_

Number of shares:

\_\_\_\_\_

***ID number MUST be indicated to identify you as a shareholder.***

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**I hereby give proxy to the chairman of the board of directors** of Nordic Waterproofing Holding A/S, or a substitute duly appointed by him, to attend and vote on my/our behalf at the general meeting in accordance with the recommendations by the board of directors.

**I hereby give proxy to:** \_\_\_\_\_  
Name and address (please use block letters)

to attend and vote on my/our behalf at the general meeting.

I request admission card for an advisor to my proxy holder.

\_\_\_\_\_

Name and address (please use block letters)

**Proxy instructions:** In the table on the next page, I have indicated how I wish the chairman of the board of directors, or a substitute duly appointed by him, 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 third party.

**Voting by post:** In the table on the next page, I have indicated how I wish to vote at the general meeting. Please note that postal votes cannot be withdrawn, and that they will also be cast in case of proposed amendments to the items on the agenda.

Please note that the company cannot be held responsible for any delay in submitting the material. This form must be received by the company no later than 17 April 2019 - however, for postal votes no later than 23 April 2019 at 12 noon CEST - by returning the form by regular mail to Nordic Waterproofing Holding A/S, Drottninggatan 11, SE-252 21 Helsingborg, Sweden or by email (scanned copy) to agm@nordicwaterproofing.com.

**PROXY INSTRUCTIONS / POSTAL VOTE**

**The annual general meeting of Nordic Waterproofing Holding A/S will be held on Wednesday 24 April 2019 at 11:00 am CEST at Radisson Blu Metropol Hotel, Carl Krooks gata 16, in Helsingborg, Sweden.**

<b>Items on the agenda of the annual general meeting to be held on Wednesday 24 April 2019 (short form, please refer to the notice for the complete agenda):</b>	FOR	AGAINST	ABSTAIN	Recommendation by the board
1. The board of directors' report				
2. Adoption of the annual report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
3. Appropriation of profit or settlement of loss	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
4. Resolution to grant discharge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
5. Election of members of the board of directors:				
a) Ulf Gundemark (chairman)	<input type="checkbox"/>		<input type="checkbox"/>	For
b) Allan Jørgensen	<input type="checkbox"/>		<input type="checkbox"/>	For
c) Riitta Palomäki	<input type="checkbox"/>		<input type="checkbox"/>	For
d) Mats O. Paulsson	<input type="checkbox"/>		<input type="checkbox"/>	For
e) Kristina Willgård	<input type="checkbox"/>		<input type="checkbox"/>	For
f) Steffen Baungaard	<input type="checkbox"/>		<input type="checkbox"/>	For
6. Election of and remuneration for the auditor				
a) Deloitte Statsautoriseret Revisionspartnerskab	<input type="checkbox"/>		<input type="checkbox"/>	For
b) Remuneration for the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
7. Proposals from the board of directors and shareholders, if any:				
1. Resolution to authorize the board of directors to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
2. Resolution to authorize the board of directors to resolve to establish a Long Term Incentive Program 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
3. Resolution to authorize the transfer of treasury shares to persons eligible to participate in the Long Term Incentive Program 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
4. Resolution to approve the remuneration of the board of directors for the financial year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
5. Resolution to authorize the board of directors to increase the share capital of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For
8. Authorisation to the chairman of the general meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	For

If you have not nominated a proxy or failed to indicate that you wish to vote by post, but have otherwise properly completed the table above, your instructions will be treated as a postal vote.

\_\_\_\_\_ Date

\_\_\_\_\_ Signature

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