

KINDRED GROUP plc

FORM OF PROXY

For use at the Annual General Meeting convened for Wednesday 12 May 2021 at 9.00 CEST at Kindred People's office, Regeringsgatan 25, Stockholm,

I/We

(Print the name of the **SDR owner**)

(See instructions at the end of this document)

of

(City)

being SDR holder(s) of the Company hereby appoint the Chairman of the Meeting (see Note 1) as my/our proxy and to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 12 May 2021 and at any adjournment thereof. My/our proxy is to vote as indicated below in respect of the Resolutions set out in the Notice of Annual General Meeting (see Note 2). **Remember to register the SDRs in the register kept by Euroclear Sweden AB by 17.00 CEST Friday 30 April 2021;**

- | | FOR | AGAINST | ABSTAIN |
|--|-----|---------|---------|
| a. Declaration of Dividend in cash | | | |
| b. To receive, consider and approve the Report of the Directors and the Consolidated Financial Statements (Annual Report) prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2020, together with the Report of the Auditors ¹ . | | | |
| c. To approve the remuneration report set out on pages 49-52 of the Company's Annual Report and Financial Statements for the year ended 31 December 2020. | | | |
| d. To determine the number of Board members. | | | |
| e. To determine the Board members' fees. | | | |
| f. To re-elect Peter Boggs as director of the company. | | | |
| g. To re-elect Gunnel Duveblad as director of the company. | | | |
| h. To re-elect Erik Forsberg as a director of the company. | | | |
| i. To re-elect Carl-Magnus Månsson as a director of the company. | | | |
| j. To elect Evert Carlsson as new director of the Company. | | | |
| k. To elect Fredrik Peyron as new director of the Company. | | | |
| l. To elect Heidi Skogster as new director of the Company. | | | |
| m. To appoint Evert Carlsson the Chairman of the Board. | | | |
| n. To reappoint PricewaterhouseCoopers as auditors and to authorise the directors to determine their remuneration. | | | |

- o. To approve the guidelines for how the Nomination Committee shall be appointed.

Extraordinary Resolutions

- p. To vote on revisions to the remuneration policy
- q. To authorise the Company to make purchases of ordinary shares/SDRs of GBP 0.00625 each in its capital, subject to the following:
- (a) the maximum number of shares/SDR's that may be so acquired is 23,012,620;
 - (b) the minimum price that may be paid for the shares/SDR is 1 SEK per share/SDR exclusive of tax;
 - (c) the maximum price that may be paid for the shares/SDR's be 300 SEK per share/SDR exclusive of tax;
 - (d) the purchases may take place on multiple occasions and will be based on actual market price and terms, and
 - (e) the authority conferred by this resolution shall expire on the date of the 2022 Annual General Meeting but not so as to prejudice the completion of a purchase contracted before that date.
- r. To authorise the Company
- (i) that the issued share capital of the Company be reduced by means of a cancellation of any shares/SDRs acquired pursuant to the Company's share buy-back program up to a maximum amount of GBP 14,382.89, representing a maximum of 23,012,620 shares/SDRs;
 - (ii) that the board of directors of the Company be authorised to carry out all acts necessary for the purposes of giving effect to such cancellation of shares/SDRs, at such intervals as it deems appropriate;
 - (iii) that in accordance with Article 83(1) of the Companies Act, (Cap. 386 of the Laws of Malta), the Company shall be authorised to give effect to the reduction of issued share capital and consequent cancellation of shares/SDRs only following the lapse of three months from the date of the publication of the statement referred to in Article 401(1)(e) of the said Act;
 - (iv) that upon the lapse of the period referred to in paragraph (iii) above, the board of directors of the Company be authorised to submit one or more revised and updated Memorandum of Association of the Company so as to inter alia reflect the change in issued share capital following such reduction/s.

DATED

(Date)

Signed or sealed (see Note 4)

(Signature)

Notes:

1. Due to the risk of the spread of Covid-19 and in light of the instructions and advice from the authorities regarding the avoidance of physical gatherings a shareholder/SDR holder may not appoint as a proxy a person other than the Chairman of the Meeting.
2. Any alteration or deletion must be signed or initialled.
3. A shareholder/SDR holder should indicate by marking the box headed either FOR, AGAINST or ABSTAIN with an 'X' to show how he wishes his vote to be cast in respect of each of the resolutions set out in the Notice of Annual General Meeting. Unless so instructed, the proxy will vote or abstain as he thinks fit. The proxy will act at his discretion in relation to any other business arising at the Meeting (including any resolution to amend a resolution or to adjourn the Meeting).
4. In the case of a corporation this form of proxy should be given under its seal or signed on its behalf by an attorney or duly authorised officer. In the case of joint holders the form of proxy should be signed by the senior holder and the names of all joint holders should be shown.
5. **In light of the instructions from the authorities, all SDR holders are encouraged to consider using the option of proxy form as instead of attending the meeting in person.**
6. **To be valid, this form of proxy must be lodged together with the power of attorney or other authority (if any) under which it is signed, or a notarily certified copy of such power or authority to Kindred Group plc, c/o Kindred People, Regeringsgatan 25, 111 53, Stockholm, Sweden, no later than 17.00 CEST on Friday 7 May 2021, or any adjournment thereof or, in the case of a poll, not less than 48 hours before the time appointed for taking the poll.**