

**KINDRED GROUP plc**

**FORM OF PROXY**

For use at the Extraordinary General Meeting convened for Friday 16 February 2024 at 10:00 am CET at Kindred's office, Regeringsgatan 25, Stockholm, Sweden.

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 or

as my/our proxy and to attend and vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held on 16 February 2024 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 Extraordinary General Meeting (see Note 2). **Remember to register the SDRs in the register kept by Euroclear Sweden AB by Tuesday 6 February 2024.**

<b>EXTRAORDINARY RESOLUTION – SPECIAL BUSINESS</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
That the current Memorandum and Articles of Association of the Company be replaced in their entirety by the new Memorandum and Articles of Association (a copy of which was made available to shareholders at the registered office of the Company, at the Company's office in Sweden and on the Company's website since the dispatch of the notice convening this meeting).			

DATED

Signed or sealed (see Note 4)

(Signature)

**Notes:**

1. Any alteration or deletion must be signed or initialled.
2. 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 Extraordinary 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).
3. 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.
4. **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 notary certified copy of such power or authority to Kindred Group, c/o Euroclear Sweden AB, Box 191, 101 23 Stockholm, Sweden, on Friday 9 February 2024, or any adjournment thereof or, in the case of a poll, not less than 48 hours before the time appointed for taking the poll.**