

KAMBI GROUP PLC

Form of Proxy for use at Extraordinary General Meeting

Please Insert Shareholder Name and Address:

Title / Name / Surname:

Address 1:

Address 2:

Address 3:

Country:

Postcode:

I/we (block capitals) a shareholder of Kambi Group plc, hereby appoint (**check the appropriate box as necessary**):

1. The Chairman of the Meeting

OR

2. Name:
ID/Passport No:.....
Address:.....

as my/our proxy to attend and vote for _____ shares* in the Company on my/our behalf at the Extraordinary General Meeting of the Company to be held at 11.00 CEST at the premises Kambi, Wallingatan 2, 4tr, 111 60 Stockholm on Friday 3 July 2020 and at any adjournment thereof.

My/Our Proxy is authorized to vote (**check the appropriate box as necessary**):

as he/she wishes;

OR

as indicated on the "Voting Instructions" overleaf (***in which case please refer to, complete and submit the separate 'Voting Instructions' sheet***)

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.

* Please insert number of shares covered by this proxy.

Shareholder Signature: _____

Personal identification number/passport number/company registration number of shareholder:

Tel/Mob: _____

E-mail address: _____

Voting Instructions

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 considered to be a vote and will not be counted in the calculation of the proportion of the votes 'for' and 'against' a resolution. If you fail to give proper instructions as to how the proxy shall vote on one or all of the resolutions below, your proxy shall exercise his/her discretion as to how to vote or whether to abstain from voting in respect of the relevant resolution/s.

	For	Against	Vote Withheld	At Discretion
<p><i>Resolution a</i></p> <p>That the Directors be and are hereby duly authorised and empowered in accordance with Articles 85(4) and 88(7) of the Companies Act (Cap.386 of the Laws of Malta) and Article 9 of the Articles with immediate effect and for a period of 5 years from the date of this resolution to issue options to be allotted with Ordinary 'B' shares in the Company having a nominal value of €0.003 up to the equivalent of 5% of the issued Ordinary 'B' Shares of the Company from time to time, solely for the purpose of issuing such shares to holders (if any) or future holders of options under the Kambi Group plc Share Option Plan 2020 as may from time to time be approved by the Directors for this purpose, without first offering the said options and the shares subject thereto to existing members of the Company. This resolution is being taken in terms of and for the purposes of the approvals necessary in the Companies Act and the Articles of Association of the Company</p>				
<p><i>Resolution b</i></p> <p>That the Directors be and are hereby duly authorised and empowered in accordance with Articles 85(1) and 88(7) of the Companies Act and Article 3 of the Articles, on one or several occasions prior to the date of the next Annual General Meeting of the Company, to issue and allot up to a maximum of 3,082,969 Ordinary 'B' shares in the Company of a nominal value of €0.003 each (corresponding to a dilution of 10%) for payment in kind or through a direct set-off in connection with an acquisition, and to authorise and empower the Directors to restrict or withdraw the right of pre-emption associated to the issue of the said shares. This resolution is being taken in terms and for the purposes of the approvals necessary in terms of the Companies Act and the Articles of Association of the Company.</p>				

	For	Against	Vote Withheld	At Discretion
<p><i>Resolution c</i></p> <p>That the Company be generally authorised to make purchases of Ordinary 'B' shares in the Company of a nominal value of €0.003 each in its capital, subject to the following:</p> <p>(a) the maximum number of shares that may be so acquired is 3,082,969, which is equivalent to 10% of total shares;</p> <p>(b) the minimum price that may be paid for the shares is SEK1 per share;</p> <p>(c) the maximum price that may be paid for the shares is SEK500 per share; and</p> <p>(d) the maximum aggregate number of shares that can either be i) issued and allotted under Resolution b and, ii) bought back under this Resolution c, shall not exceed 3,082,969; and</p> <p>(e) the authority conferred by this resolution shall expire on the date of the 2021 Annual General Meeting, but in any case shall not exceed the period of 18 months, but not so as to prejudice the completion of a purchase contracted before that date</p>				

Proxy Completion & Submission Instructions

1. A shareholder who is entitled to attend and vote at the Meeting, is entitled to appoint one or more proxies to attend and vote on his or her behalf. A proxy need not also be a shareholder. If the appointer of the proxy is an individual, the proxy form must be signed by the shareholder (or his authorised attorney) or comply with Article 126 of the Company's Articles of Association (the "Articles"). If the shareholder is a corporation, the proxy form must be signed on its behalf by an authorised attorney or a duly authorised officer of the corporation or comply with Article 126 of the Articles.
2. 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.
3. A shareholder may appoint a proxy of his own choice. If a Proxy other than the Chairman is preferred, please check the relevant box above and insert the details of the Proxy so chosen.
4. Shareholders must clearly indicate whether the proxy is to vote in their discretion or in accordance with the voting instructions sheet above. Your 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, generally or in respect of a particular resolution, the proxy shall exercise their discretion as to how to vote or whether to abstain from voting, generally or in respect of that particular resolution (as applicable).
5. Where the shareholder is a corporation, a document evidencing the signatory right of the officer signing the proxy form, must be submitted with the proxy form. Where the proxy form is signed on behalf of the shareholder by an attorney (rather than by an authorised representative, in the case of a corporation), the original power of attorney or a copy thereof certified or notarised in a manner approved acceptable to by the Board of Directors must be submitted to the Company, failing which the appointment of the proxy may be treated as invalid.
6. The original signed proxy form and, if applicable, other supporting documents (required pursuant to the above instructions), must be received by Euroclear Sweden AB no later than Thursday 11 June 2020

by (i) e-mail to kambi@euroclear.eu or (ii) mail to: Kambi Group plc, c/o Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden. Shareholders are therefore encouraged to submit their proxy forms (and other supporting documents, if any) as soon as possible. Electronically signed documents will be accepted.