**Power of attorney form**

 **for the Annual General Meeting of Bergman & Beving AB (publ)**

**on 26 August 2020**

*Background*

Bergman & Beving AB’s (publ) (the “Company”) Annual General Meeting will be held on Wednesday, 26 August 2020, at 4:00 p.m. CET at IVA Conference Centre, Grev Turegatan 16, Stockholm, Sweden.

The Swedish Companies Act stipulates that a shareholder who does not intend to personally attend the General Meeting of Shareholders may exercise their voting rights at the meeting by proxy with a written power of attorney signed and dated by the shareholder. According to the Swedish Companies Act, the Company is also required to provide shareholders with a power of attorney form for this purpose.

*Notice of participation*

Shareholders who wish to participate in the proceedings of the Annual General Meeting must:

* be recorded in the shareholders’ register maintained by Euroclear Sweden AB on the record date on 20 August 2020, and
* by 20 August 2020 at the latest, file notice of their intention to participate via the link on the Company’s website, by post to Bergman & Beving Aktiebolag, “Annual General Meeting”, c/o Euroclear Sweden, Box 191, SE-101 23 Stockholm or by telephone at +46 8 402 90 66 (9:00 a.m. to 4:00 p.m. CET).

In the notice, the shareholder must include information about the shareholders’ name, personal identity number (corporate registration number), telephone number (daytime), registered shareholding and the names of any assisting counsel (maximum of two). All information submitted in the notice of participation will be processed and used for the 2020 Annual General Meeting.

To exercise their voting rights at the Meeting, shareholders whose shares are registered in the name of a trustee must temporarily re-register their shares in their own names. Such re-registration must be completed not later than 20 August 2020. This means that shareholders must inform the trustee/bank well in advance of this date.

**Special notice of participation at the Annual General Meeting must be made in accordance with the instructions in the notice even if shareholders wish to exercise their voting rights at the meeting via a proxy. A submitted power of attorney form is therefore not regarded as a notice of participation at the Annual General Meeting.**

*Additional information about the power of attorney*

In the case of participation by proxy authorised by a power of attorney, an original copy of a written power of attorney signed and dated by the shareholder and other relevant authorisation documents are to be presented prior to the start of the Meeting. When notifying the Company of their participation, representatives of legal entities must also submit a certified copy of the entity’s certificate of incorporation or corresponding authorisation documents showing that they are authorised to represent the legal entity.

The shareholder may withdraw the power of attorney. The withdrawal must take place not later than 20 August 2020 to the above address, or at +46 8 402 90 66 (9:00 a.m. to 4:00 p.m. CET).

**Power of attorney**

for the Annual General Meeting of Bergman & Beving AB (publ)

on 26 August 2020 at 4:00 p.m. CET

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| **Power of attorney for**  |
| Shareholder’s name/company |
| Shareholder’s personal identity number/corporate registration number  |
| **Proxy**  |
| Proxy’s name  |
| Personal identity number  |
| Postal address  |
| Postcode and town/city  |
| Telephone number during office hours  |
| □ The proxy is also participating in the Meeting through own shares.  |
| Signature by provider of the power of attorney/shareholder *Note that the power of attorney must be dated and signed.*  |
| Date  |
| Signature by provider of the power of attorney (when signing for a company, a current certificate of incorporation must be attached.)  |
| Clarification of signature  |

Voting instructions to the proxy are clarified on the following page. Please refer to the notice for the full text of the proposals.

The provider of the power of attorney shall hold the delegatee harmless from any demands, prosecution, harm, losses, damages, costs, fees, expenses or similar that may arise directly or indirectly for or against the delegatee as a result of or related to the lawful pursuit of rights, authorisations and powers granted through this power of attorney according to its wording.

Voting instructions to the proxy \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ for the shareholder \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, personal identity/corporate registration number \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ for the decision points at the Annual General Meeting of Bergman & Beving AB (publ) on 26 August 2020

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| **2. Election of the Chairman to preside over the Meeting in accordance with the Election Committee’s proposal**Yes □ No □ Abstain □ |
| **3. Compilation and approval of electoral register**Yes □ No □ Abstain □ |
| **4. Approval of the agenda proposed by the Board for the Meeting**Yes □ No □ Abstain □ |
| **5. Election of one or two persons to approve the minutes taken at the Meeting**Yes □ No □ Abstain □ |
| **6. Determination of whether or not the Meeting has been duly convened**Yes □ No □ Abstain □ |
| **9.a) Resolution concerning the adoption of the income statement and balance sheet, and of the consolidated income statement and consolidated balance sheet** |
|  Resolution concerning the adoption of the income statement and balance sheet Yes □ No □ Abstain □ |
|  Resolution concerning the adoption of the consolidated income statement and consolidated balance sheet Yes □ No □ Abstain □ |
| **9.b) Resolution concerning the appropriation of the Company’s profit or loss as shown in the balance sheet adopted by the Meeting in accordance with the Board’s proposal**Yes □ No □ Abstain □ |
| **9.c) Resolution concerning the discharge of the directors and the President & CEO from personal liability** |
|  Resolution concerning the discharge of Johan Sjö from personal liability for his administration as a director from 1 April 2019 until 26 August 2019, inclusive.  Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Roger Bergqvist from personal liability for his administration as a director from 1 April 2019 until 26 August 2019, inclusive.  Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Anders Börjesson from personal liability for his administration as a director from 1 April 2019 until 26 August 2019, inclusive.  Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Jörgen Wigh from personal liability for his administration as a director from 26 August 2019 until 31 March 2020, inclusive.  Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Fredrik Börjesson from personal liability for his administration as a director from 26 August 2019 until 31 March 2020, inclusive.  Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Alexander Wennergren Helm from personal liability for his administration as a director from 26 August 2019 until 31 March 2020, inclusive.  Yes □ No □ Abstain □ |
| Resolution concerning the discharge of Henrik Hedelius from personal liability for his administration as a director for the entire 2019/2020 financial year Yes □ No □ Abstain □ |
| Resolution concerning the discharge of Louise Mortimer Undén from personal liability for her administration as a director for the entire 2019/2020 financial year Yes □ No □ Abstain □ |
| Resolution concerning the discharge of Malin Nordesjö from personal liability for her administration as a director for the entire 2019/2020 financial year Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Lillemor Backström from personal liability for her administration as a director and employee representative for the entire 2019/2020 financial year Yes □ No □ Abstain □ |
|  Resolution concerning the discharge of Anette Swanemar from personal liability for her administration as a director and employee representative for the entire 2019/2020 financial year Yes □ No □ Abstain □ |
| Resolution concerning the discharge of Pontus Boman from personal liability for his administration as President & CEO for the entire 2019/2020 financial year Yes □ No □ Abstain □ |
| **11. Determining the number of directors in accordance with the Election Committee’s proposal**Yes □ No □ Abstain □ |
| **12. Adoption of fees to the Board and auditors in accordance with the Election Committee’s proposal** |
| Adoption of fees to the BoardYes □ No □ Abstain □ |
|  Adoption of fees to the auditors Yes □ No □ Abstain □ |
| **13. Election of directors and Chairman of the Board in accordance with the Election Committee’s proposal** |
|  Re-election of Jörgen Wigh as director Yes □ No □ Abstain □ |
|  Re-election of Fredrik Börjesson as director Yes □ No □ Abstain □ |
|  Re-election of Henrik Hedelius as director Yes □ No □ Abstain □ |
|  Re-election of Malin Nordesjö as director Yes □ No □ Abstain □ |
|  Re-election of Alexander Wennergren Helm as director Yes □ No □ Abstain □ |
|  Election of Charlotte Hansson as new director Yes □ No □ Abstain □ |
|  Re-election of Jörgen Wigh as Chairman of the Board Yes □ No □ Abstain □ |
| **14. Election of auditors in accordance with the Election Committee’s proposal** |
|  Re-election of the registered accounting firm KPMG AB as the Company’s auditor Yes □ No □ Abstain □ |
| **15. Adoption of guidelines for remuneration to senior management in accordance with the Board’s proposal**Yes □ No □ Abstain □ |
| **16. Resolution on the issuance of call options on repurchased shares and the transfer of repurchased shares to executives (“2020 share-based incentive programme”) in accordance with the Board’s proposal**Yes □ No □ Abstain □ |
| **17. Resolution regarding the authorisation of the Board to decide on the acquisition and conveyance of treasury shares in accordance with the Board’s proposal**Yes □ No □ Abstain □ |
| **18. Resolution on changes to the Articles of Association in accordance with the Board’s proposal** Yes □ No □ Abstain □ |