

VOTING FORM FOR POSTAL VOTING

*In accordance with the Swedish Act (2020:198) on temporary exceptions to facilitate the execution of general meetings of companies and other associations, the Board of Directors of Karnov Group AB (publ), reg.no 559016-9016 (the “**Company**”), has decided that the shareholders are to be able to exercise their voting rights by post prior to the annual general meeting.*

The undersigned shareholder is hereby exercising their voting rights for all shares that the shareholder holds in the Company at the annual general meeting on 5 May 2020 in the way set out in Appendix A.

Appendix A sets out how the shareholder votes in the matters set out in the proposed agenda in the notice to the annual general meeting. The shareholder cannot give any instructions other than by marking one of the boxes stated for each item in the form. If the shareholder wishes to abstain from voting on an item, do not mark any box for such item.

Please refer to the Company’s webpage for the complete proposed resolutions. In the event of any deviations between this form and the notice, the notice to the annual general meeting shall prevail.

Only one form per shareholder will be considered. If more than one form is submitted, the form with the latest date will be considered. An incomplete or wrongfully completed form may be discarded without being considered.

The form can be withdrawn by contacting the Company in writing on the address set out below up to and including 4 May 2020. If the shareholder is present (in person or by proxy) at the general meeting, the voting form will not be counted since it is assumed that the shareholder will exercise their rights while attending the meeting.

Please note that the shareholder must give notice of intent to participate at the annual general meeting and, if applicable, temporarily enter the shares held via bank or other nominee in their own name (as stated in the notice of the annual general meeting) even if the shareholder intends to carry out their voting rights by postal voting.

The completed and signed form and any documents of authority, if applicable, shall in due time be sent to the Company by mail to Karnov Group AB (publ), Att: Annual General Meeting, Warfvinges väg 39, 112 51 Stockholm or by e-mail to AGM@karnovgroup.com. The voting form shall have reached the Company no later than **4 May 2020**.

For questions, please contact: Erik Berggren, by telephone +45 52 19 65 52 or by e-mail erik.berggren@karnovgroup.com.

Shareholders name/corporate name	Pers. id. No. /Corp. reg.no.
E-mail address	Phone number
Date and place	
Signature	Printed name

APPENDIX A – VOTING INSTRUCTION

Shareholders name/corporate name	Pers. id. No. /Corp. reg.no.
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The below votes was given of the shareholder above for the resolution items at the annual general meeting 5 May 2020 in Karnov Group AB (publ), reg.no 559016-9016, in accordance with the proposed resolutions, where applicable, as stated in the notice to the annual general meeting.

ITEM ON THE PROPOSED AGENDA		
1. Election of chairman of the meeting	Yes <input type="checkbox"/>	No <input type="checkbox"/>
2. Preparation and approval of the voting register	Yes <input type="checkbox"/>	No <input type="checkbox"/>
3. Approval of the agenda	Yes <input type="checkbox"/>	No <input type="checkbox"/>
4. Election of one or two persons to verify the minutes	Yes <input type="checkbox"/>	No <input type="checkbox"/>
5. Determination of whether the meeting has been duly convened	Yes <input type="checkbox"/>	No <input type="checkbox"/>
7. Resolutions regarding:		
a) adoption of the income statement and balance sheet, as well as the consolidated income statement and consolidated balance sheet,	Yes <input type="checkbox"/>	No <input type="checkbox"/>
b) appropriation of the Company's profit or loss according to the adopted balance sheet,	Yes <input type="checkbox"/>	No <input type="checkbox"/>
c) discharge from liability for the members of the Board of Directors and the CEO		
<i>Magnus Mandersson (chairman of the Board of Directors)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Ulf Bonnevier (member of the Board of Directors)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Lone Møller Olsen (member of the Board of Directors)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Mark Redwood (member of the Board of Directors)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Samuel Offer (member of the Board of Directors)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Vivek Kumar (member of the Board of Directors)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Flemming Breinholt (CEO)</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
8. Resolution on the number of members of the Board of Directors and the number of auditors	Yes <input type="checkbox"/>	No <input type="checkbox"/>
9. Resolution on the fees to be paid to the members of the Board of Directors and the auditor	Yes <input type="checkbox"/>	No <input type="checkbox"/>
10. Election of members of the Board of Directors, chairman of the Board of Directors and auditor		
<i>Re-election of Magnus Mandersson as member of the Board of Directors</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<i>Re-election of Ulf Bonnevier as member of the Board of Directors</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>

	<i>Re-election of Lone Møller Olsen as member of the Board of Directors</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
	<i>Re-election of Mark Redwood as member of the Board of Directors</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
	<i>Election of Salla Vainio as new member of the Board of Directors</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
	<i>Re-election of Magnus Mandersson as chairman of the Board of Directors</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
	<i>Re-election of PricewaterhouseCoopers AB as accounting firm</i>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
11.	Resolution on guidelines for appointment of Nomination Committee and instructions for the Nomination Committee	Yes <input type="checkbox"/>	No <input type="checkbox"/>
12.	Resolution on guidelines for compensation of senior executives	Yes <input type="checkbox"/>	No <input type="checkbox"/>
13.	Resolution on the establishment of a long-term incentive program (LTIP 2020) including		
	(A) establishment of LTIP 2020, (B) authorisation for the Board of Directors to resolve on directed issue of shares of series C, (C) authorisation for the Board of Directors to resolve on acquisition of own shares of series C, (D) transfer of own ordinary shares.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
14.	Resolution regarding authorisation for the Board of Directors to resolve on new issues of shares	Yes <input type="checkbox"/>	No <input type="checkbox"/>
15.	Resolution regarding amendment of the Articles of Association	Yes <input type="checkbox"/>	No <input type="checkbox"/>