

Proxy Document for AGM (including voting instructions)

Kempower Corporation's Annual General Meeting on 13 April 2022

The undersigned (hereinafter also the "principal" or "shareholder") authorises the following proxy representative alone (hereinafter also the "proxy representative") to represent himself/herself/itself and vote with his/her/its all shares in accordance with the voting instructions given below at Kempower Corporation's Annual General Meeting on 13 April 2022:

Fill in the name of the proxy representative: _____

Fill in the date of birth of the proxy representative: _____

The completed and signed proxy form and voting instructions shall be delivered primarily as an attachment in connection with the registration and advance voting, or alternatively by e-mail to agm@innovatics.fi or as originals by mail to Innovatics Oy, Annual General Meeting / Kempower Oyj, Ratamestarinkatu 13 A, FI-00520 Helsinki, Finland. Documents must be received at the latest by 8 April 2022 at 10.00 hours (Finnish time).

The principal accepts everything that the proxy representative legally does or fails to do under this proxy document. The principal also agrees to the transmission of information in accordance with this proxy document to Kempower Corporation and Innovatics Ltd, as well as between these parties, to be used in connection with the Annual General Meeting and the processing of thereto related necessary registrations.

A shareholder who is a legal person shall in connection with the delivery of the proxy form and voting instructions deliver evidence of the proxy form signatory's/signatories' right to represent the legal person (for example, a Trade Register extract or a certified copy of a board resolution).

Proxy documents in original shall be presented to the company upon request.

Information of the principal:

The personal information provided on this proxy is used to identify a shareholder through a comparison to information in the book-entry system, as well as to confirm shareholdings on the record date of the General Meeting. The personal information will be stored in Innovatics Ltd's database for General Meetings for the company's use, and information will not be used for any other purposes or for any other General Meetings.

Shareholder's name
Date of birth or business ID (Y-tunnus)
Address
Postal code and town/city
Country
Phone number
E-mail
Place and date

Signature(s)

Name(s) in block letters

Voting instructions:

At the Annual General Meeting, the proxy representative shall exercise the voting rights of the shareholder granting the authorisation in each of the items of the agenda of the meeting as indicated with a cross (X) below.

If no voting instructions have been indicated below, or if there are more than one voting instruction on the same item, or if other text or markings other than a cross (X) have been used to indicate a voting instruction, the item will be marked as “No action” when the votes are registered. This means that the shareholder’s shares are not taken into consideration in the item in question. The shareholder’s shares are not considered as shares represented at the meeting and the votes are not counted as cast votes with regard to the item in question.

I/we understand that if I/we give the proxy document as a representative of an entity (incl. estate), the legal representative of the entity or a person authorised by the entity must provide necessary documents to prove the right to represent the entity (e.g. Trade Register extract or board resolution). Documents are requested to be attached to these voting instructions. If the documents are not submitted during the registration period or they are otherwise incomplete, the shares of the entity will not be included as shares represented at the General Meeting.

Matters to be decided at Kempower Corporation’s Annual General Meeting 2022:

Agenda items 7 to 17 cover proposals of the Board of Directors and the Remuneration and Nomination Committee of the Board of Directors of Kempower Corporation to the Annual General Meeting in accordance with the notice of the meeting. The option “Yes” means that the shareholder is in favor of approving the proposal. The option “No” means that the shareholder objects to the acceptance of the proposal. By voting in advance, it is not possible to submit a counterproposal to the meeting or demand a voting. “Abstain from voting” means giving an empty vote and the shares are considered to be represented in the meeting, which is meaningful in resolutions requiring qualified majority. In qualified majority items, all shares represented at the meeting are taken into account and abstentions thus have the same effect as votes “Against/No”. Therefore, abstaining from voting affects the voting result. Shareholders should be aware of this, especially if giving a vote against is not their intention. If not otherwise communicated, the voting instructions are presumed to concern all the shares that the shareholder holds.

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		In favour/ Yes	Against/ No	Abstain from voting
7.	Adoption of the annual accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Resolution on the use of the profit shown on the balance sheet and the payment of dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Resolution on the discharge of the members of the Board of Directors and the CEO from liability for the financial year of 1 January 2021 to 31 December 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	Handling of the remuneration policy for governing bodies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	Handling of the remuneration report for governing bodies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12.	Resolution on the remuneration of the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13.	Resolution on the number of members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14.	Election of members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15.	Resolution on the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16.	Election of auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17.	Authorizing the Board of Directors to decide on the repurchase of the company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>