

# PROXY

## Napatech A/S (the "Company")

### Proxy Solicited for Annual General Meeting 25 April 2024

The undersigned hereby authorise, constitute and appoint \_\_\_\_\_ or, in case of no write-in, the chair of the board of directors (or failing the chair of the board of directors, any individual duly appointed by such chair) to represent the undersigned at the annual general meeting of shareholders of the Company to be held at **Napatech Office, Tobaksvejen 23A, 2860 Soeborg, Denmark on Thursday, 25 April 2024 at 10:00 a.m. CEST** or any adjournment thereof, for the purposes set forth below and in the notice of annual general meeting issued by the Company on 3 April 2024.

Please mark your votes as in this example.

Item	Resolutions	FOR	AGAINST	ABSTAIN
1.	The board of directors' report on the activities of the Company			
2.	Presentation and adoption of the annual report			
3.	Distribution of profit or covering of loss according to the adopted annual report			
4.	Presentation of and advisory vote on the remuneration report			
5.	Proposals from the board of directors or shareholders			
5.A	Increase of the authorisation to the board of directors to issue share options pursuant to article 7.10			
5.B	New authorization to issue new shares without pre-emption rights			
5.C	New authorization to acquire own shares			
5.D	Approval of the Company's revised remuneration policy			
6.	Election of the board of directors including its chair			
6.a	Re-election of [TBC] <sup>1</sup>			
7.	Approval of the board of directors' remuneration			
8.	Election of member to the Nomination Committee			
8.A	Election of Ole Peter Lorenzen			
9.	Election of auditors			

Alternatively:

I will attend the general meeting in person and vote for my/our shares.

<sup>1</sup> Candidates not yet concluded. Updated forms will be published once candidates have been concluded.

Signature(s) \_\_\_\_\_ Date: \_\_\_\_\_

Note: Please sign exactly as name appears below, joint owners should each sign. When signing as attorney, executor, administrator or guardian, please give full title as such.

Name of shareholder in block letters: \_\_\_\_\_

Your proxy is to be received by DNB Bank ASA, Registrars Department, Oslo, no later than **Friday, 19 April 2024 at 11.59 p.m. CEST**. The P.O. Box address is: DNB Bank ASA, Registrars Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway. Alternatively, send the proxy as PDF to [vote@dnb.no](mailto:vote@dnb.no) within the aforementioned date and time.