

**H+H International A/S's annual general meeting****Thursday 2 April 2020 at 10.00 CEST at Charlottelhaven, Hjørringgade 12C, 2100 Copenhagen Ø, Denmark****Name and address****VP account number**

(NB! VP account number MUST be stated to identify you as a shareholder. In general, the VP account number is the same as your securities account number. In some cases, the VP account number is your securities account number plus a prefix identification number to your bank. If in doubt, please contact your depository bank.)

Nomination of proxy/postal vote

If you do not wish to attend or are prevented from attending the general meeting, you may either vote by postal vote or appoint someone as your proxy. Nomination of a proxy or voting by post can take place electronically via the H+H Shareholder Portal at www.HplusH.com/shareholder-portal or by submitting this proxy/postal vote form to Computershare A/S, Lottenborgvej 26 D, 2800 Kgs. Lyngby, Denmark either by letter or by e-mail at gf@computershare.dk.

- Proxy must be received no later than on **Friday 27 March 2020**.
- Postal vote must be received no later than on **Wednesday 1 April 2020 at 12.00 CEST (noon)**.

Please indicate the type of proxy or postal vote by ticking the appropriate box below. **PLEASE TICK ONE BOX ONLY:**

☐ **I/we hereby give proxy to the chairman of the Board of Directors** of H+H International A/S, or a substitute duly appointed by the chairman of the Board of Directors, to vote on my/our behalf at the annual general meeting in accordance with the recommendations by the Board of Directors, as set out in the table below.

☐ **I/we hereby give proxy to:** _____
Name and address of the proxy holder (please use capital letters)

to attend and vote on my/our behalf at the annual general meeting, and I/we hereby order an admission card on behalf of the proxy holder. If the proxy holder wants to bring an adviser, there must also be ordered admission card to said person. I/we hereby order the admission card to the adviser of the proxy holder:

Name and address of the adviser to the proxy holder (please use capital letters)

☐ **Proxy instructions.** In the table below, I/we have indicated how I/we wish to vote at the annual general meeting.

☐ **Postal vote.** In the table below, I/we have indicated how I/we wish to vote at the annual general meeting. Please note that the postal vote cannot be withdrawn, and that it will also be cast in case of proposed amendments to the items on the agenda, provided the items as amended in all material respects are the same as the original items on the agenda.

If the form is only dated and signed, it will be considered a proxy to the chairman of the Board of Directors to vote in accordance with the recommendations of the Board of Directors as indicated in the table below. If the type of proxy/postal vote is not indicated by ticking one of the boxes above, but the form is otherwise correctly completed and signed, the form will be considered as a postal vote.

Items on the agenda (the complete agenda appears from the notice):	FOR	AGAINST	ABSTAIN	Recommendations by Board of Directors
1. Management's report on the company's activities in the past year (not subject to a vote)				
2. Presentation and adoption of the audited 2019 annual report				FOR
3. Resolution on discharging the Executive Board and the Board of Directors from liability				FOR
4. Resolution concerning distribution of profit or covering of loss acc. to the adopted 2019 annual report				FOR
5. Resolution concerning the Board of Directors' remuneration for 2020				FOR
6. Election of members to the Board of Directors:				
a. Re-election of Kent Arentoft				FOR
b. Re-election of Stewart A. Baseley				FOR
c. Re-election of Volker Christmann				FOR
d. Re-election of Pierre-Yves Jullien				FOR
e. Re-election of Miguel Kohlmann				FOR
f. Re-election of Helen MacPhee				FOR
7. Appointment of auditor: Re-appointment of Deloitte Statsautoriseret Revisionspartnerselskab				FOR
8. Proposals by the Board of Directors:				
a. Authorisation of the Board of Directors to permit the company to acquire treasury shares (up to 10% of the company's share capital)				FOR
b. Amendment to article 2A.1 of the Articles of Association in order to authorise the Board of Directors to increase the company's share capital by up to a nominal value of DKK 17,983,365 with preemptive subscription rights for the company's existing shareholders				FOR
c. Amendment to article 9 of the Articles of Association regarding the items on the agenda for the annual general meeting. In addition to general clarifications and a change of the sequence of some of the items, an indicative vote on the remuneration report for the past financial year is added to the items				FOR
d. Amendment to article 14.6 of the Articles of Association to include remuneration policy and remuneration reports in the documents which shall be prepared and presented in English				FOR
e. Approval of remuneration policy				FOR
f. Authority to the chairman of the annual general meeting				FOR
9. Any other business (not subject to a vote)				

The proxy applies to all items discussed at the annual general meeting. In the event new proposals are submitted, including amendments or proposals of members to the Board of Directors or appointment of auditor not on the agenda, the proxy holder will vote on your behalf according to his/her best belief. The proxy/postal vote is valid for shares the shareholder holds at the record date, Thursday 26 March 2020, calculated on the basis of the company's share register and notifications of ownership, which the company has received but not yet registered in the share register.

Date

Signature of shareholder

Please note that H+H International A/S and Computershare A/S are not responsible for any delay in submission of the form.