

SEB Private Equity Opportunity Fund III S.C.A, SICAV-SIF

Société d'Investissement à Capital Variable - fonds d'investissement Spécialisé

Registered office: 4, rue Peternelchen

L-2370 Howald

RCS Luxembourg: B179461

(hereafter the "Company")

**PROXY FORM
FOR THE USE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY**

to be held on 30 June 2021 at 2:00 p.m. (Luxembourg time)

(hereafter the "Meeting")

I / We the undersigned,

Corporate Name / First Name(s): _____

Last Name: _____

(IN BLOCK CAPITAL LETTERS)

holder of (insert number of shares held) _____ share(s) in the Company

hereby appoint _____, or failing him or failing such appointment, the chairman of the Meeting, as our proxy with full power of substitution, to represent me/us at the Meeting to be held through the means of video conferencing on **30 June 2021 at 2:00 p.m. (Luxembourg time) or at any adjournment thereof**, in order to deliberate and vote on the following items of the agenda:

SEB Private Equity Opportunity Fund III S.C.A, SICAV-SIF

Société d'Investissement à Capital Variable - fonds d'investissement Spécialisé

Registered office: 4, rue Peternelchen

L-2370 Howald

RCS Luxembourg: B179461

(hereafter the "Company")

	For	Against	Abstain
1. Presentation of the report of the board of directors of the Company and the approved statutory auditor for the financial year ended on 31 December 2020	(no voting required for this item)		
2. Approval of the audited annual report for the financial year ended on 31 December 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the allocation of the result for the financial year ended on 31 December 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Discharge to the General Partner of the Company carrying out its duties during the financial year ended on 31 December 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Appointment of Ernst & Young, Société anonyme, as the approved statutory auditor in respect of the financial year ending on 31 December 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Notes:

1. Please indicate by inserting an **X** in the appropriate space the manner in which your proxy holder is to vote. Unless so indicated, your proxyholder will vote in favour ("for") of the resolutions specified.
2. If the number of shares held of the Company is not completed, this proxy form will relate to all shares held by the shareholder at the date of the Meeting.
3. If the number of shares held by the undersigned is lower at the date of the Meeting than indicated in this proxy form, the proxy form will only be valid for the number of shares effectively held by the undersigned at the date of the Meeting. If the number of shares held by the undersigned is higher at the date of the Meeting than indicated in the proxy form the proxy form will be valid for the number of shares effectively held by the undersigned at the date of the Meeting.
4. The proxy holder is hereby appointed to act with the same powers in all subsequent general meetings that might be held with the same agenda in case the Meeting could not be held for whatever reason or could not validly deliberate.
5. This proxy form can only be revoked or amended in writing by way of an instruction or a new proxy form from the undersigned provided that the instruction or new proxy form is received by the Company prior to the deadline mentioned in the convening notice.

SEB Private Equity Opportunity Fund III S.C.A, SICAV-SIF

Société d'Investissement à Capital Variable - fonds d'investissement Spécialisé

Registered office: 4, rue Peternelchen

L-2370 Howald

RCS Luxembourg: B179461

(hereafter the "**Company**")

6. The proxy holder is hereby appointed to approve and sign all acts and records with regard to the above agenda and in general to do anything necessary or useful for the execution of the present power of attorney with the commitment of the undersigned to ratify if needed.
7. The undersigned agrees to indemnify its proxy holder against any damage or loss it may incur in carrying out any of the powers conferred upon it by this proxy.

Dated: _____

Signature(s): _____

Name (printed): _____

Dated: _____

Signature(s): _____

Name (printed): _____