

Appendix 2

Brain+ Annual general meeting 2025 - Proxy form and postal vote

Time: **Friday, 30 May 2025, at 08:00 CEST**

Place: **Svanevej 22, 2., DK-2400 Copenhagen**

As a prerequisite for participation and voting at the Annual General Meeting, a shareholder must be registered by name in the share register of Brain+ A/S no later than the Record Date, Friday, 23 May 2025 at 23:59 (CEST). If you are in doubt whether your shareholding is correctly registered by name, please coordinate with your custodian bank.

Name and address: _____

VP account number:

Please return this
form via e-mail
to:

contact@brain-
plus.com

Note:

The VP account number *MUST* be stated to identify you as a shareholder.

If in doubt, please contact your custodian bank.

Proxy/postal vote

If you do not wish to attend or are prevented from attending the Annual General Meeting, you may either vote by postal vote or by proxy. Both proxy and postal voting can take place by submitting this proxy/postal vote form to Brain+ A/S by e-mail at contact@brain-plus.com

Proxy and postal votes must be received no later than on Tuesday, 27 May 2025 at 23:59 CEST.

Please indicate the type of proxy or postal vote by ticking the appropriate box below.

PLEASE TICK ONLY ONE BOX:

☐ **I/we hereby give proxy to the chairman of the Board of Directors** of Brain+ 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)

☐ **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Please note that the postal vote cannot be withdrawn, and that it will also be cast in case of proposed amendments to the items on the agenda, provided the items as amended in all material respects are the same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 the Board of Directors
1) Election of Chairman of the meeting				FOR
2) The Board of Directors' report on the company's activities during the past accounting year				
3) Approval of the Annual Report for 2024				FOR
4) Resolution as to the appropriation of profits or the covering of losses according to the approved annual accounts				FOR
5) Election of members of the Board of Directors				
I. Tim Juergens				FOR
II. Anish Shindore Chouksey				FOR
III. Per Johan Luthman				FOR
IV. Vishal Shah				FOR
6) Election of auditor				
Re-election of Deloitte Statsautoriseret Revisionspartnerselskab				FOR

The proxy applies to all items discussed at the Annual General Meeting. In the event new proposals are submitted, including amendments or proposals of new members to the Board of Directors or appointment of an 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 of Friday, 23 May 2025 at 23:59 (CEST) as per Brain+ A/S' share register.

Date

Signature of shareholder