

Acceptance form and power of attorney for Ocean Bidco Limited's offer to the shareholders of AdCityMedia AB (publ)

To be submitted to:
Transaction Support
Carnegie Investment Bank AB (publ)
Regeringsgatan 56
103 38 Stockholm
Sweden

Acceptance period:
25 November – 16 December 2019
Consideration:
SEK 165 per share

This acceptance form must be received by Carnegie Investment Bank AB (publ) no later than 3.00 pm (CET) on 16 December 2019

Terms in summary

Ocean Bidco Limited ("Ocean Bidco") is offering the shareholders of AdCityMedia AB (publ) ("AdCityMedia"), to transfer all shares in AdCityMedia to Ocean Bidco for a cash payment (the "Offer"). Shareholders who wishes to accept the Offer and whose shares are directly registered with Euroclear Sweden AB ("Euroclear"), shall use this acceptance form. For each share in AdCityMedia SEK 165 in cash is offered. No commission will be charged. Following Carnegie's receipt and registration of correctly completed acceptance forms, the shares offered for sale will be transferred to a newly opened, blocked VP-account (a non-cash transfer account, Sw. *appportkonto*) in the name of the shareholder. In connection therewith, Euroclear will send a statement (Sw. *VP-avi*) showing that the shares in AdCityMedia have been de-registered from the original securities account and a statement showing the number of shares in AdCityMedia that have been transferred to the newly opened blocked securities account. Settlement is expected to be initiated as soon as possible after expiry of the acceptance period and is expected to occur around 20 December 2019, provided that the conditions for completion of the Offer has been fulfilled. For full terms and conditions, please see the offer document ("Offer document") that was published on 21 November 2019.

Undersigned shareholder, whose shares are directly registered with Euroclear, hereby accept the Offer in accordance with the terms in the Offer document and transfer the following amount of shares to Ocean Bidco:

shares in AdCityMedia

Undersigned has taken part of the Offer document and is aware of, respectively permits and acknowledges that:

- Only one acceptance form per shareholder will be taken into account, where the first sent in will be taken into account
- Information regarding VP-account, address and cash account for payment will be collected from Euroclear
- Improperly completed, incomplete or late acceptance forms may be disregarded
- No changes or additions to the printed text on the acceptance form are allowed
- The undersigned has taken part of the text "Important information" on the backside of this acceptance form
- Acceptance has not been preceded by investment advice or other advice, I/we have independently made the decision to sell the shares

Shares for acceptance are registered on VP-account:

VP-account number
0 0 0

Please note that shareholders whose shares are registered in the name of a bank or another nominee have to register their acceptance through their nominee and in accordance with their instructions.

For information regarding the Offer, please see the Offer document or call +46 (0) 8 5886 9482.

Undersigned authorises Carnegie to take the measures deemed necessary by Carnegie to execute the transfer in accordance with the Offer and to administrate the transfer of shares and to credit the cash account registered with the VP-account on my/our behalf.

Information regarding seller (Note! Mandatory)

Please write clearly!

Personal identity number/Company registration number	Legal Entity Identifier, LEI* (Mandatory for companies/legal entities)
Surname/Company	First name
Postal address	Postal code and city
Phone daytime	E-mail address
City and date	Signature (or where applicable guardian's signature)

Information regarding guardians and trustees

If the decision regarding the sale of shares is made by a guardian or trustee a specific form, "Guardians and Authorised Agents", has to be filled in and attached to the acceptance form for the acceptance to be valid. The form can be ordered from Carnegie by telephone on +46 (0) 8 5886 9482 or downloaded from Carnegie's website, www.carnegie.se

National ID – NID**

If the one who signs is a natural person, NID has to be submitted

Citizenship, if several all need to be specified	Birthday (Year, Month, Day)	NID** (see backside)
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Pledged shares

The fields below are mandatory if the shares in AdCityMedia are pledged. If the shares are pledged, the pledgee also has to sign the acceptance form

Information regarding pledgee	Surname/Company	First name
Address	Signature of pledgee	

Important information:

This acceptance form and the other documents relating to the Offer described above do not constitute an offer in any jurisdiction where such offer would be illegal. Persons receiving this acceptance form and the Offer documents must inform themselves of, and observe, all laws and regulations applicable to the Offer in their jurisdiction. Failure to do so may constitute a violation of the securities laws in such jurisdiction.

The Offer is not being made, and will not be made, directly or indirectly, to persons located, residing or organised in Australia, Canada, Hong Kong, Japan, New Zealand, South Africa, Switzerland, the United States or in any other jurisdiction (each, a "Restricted Jurisdiction") where such offer or its acceptance would be illegal or would require registrations, qualifications or actions other than those required under Swedish law. Accordingly, this acceptance form, the Offer document and the information contained therein are not being, and must not be, taken, sent, transmitted or distributed into or within any Restricted Jurisdiction. Acceptances of the Offer from shareholders located, residing or organised in a Restricted Jurisdiction will be invalid. Ocean Bidco, to the furthest extent permitted by applicable law, disclaims all responsibility for possible violations of the securities laws by persons accepting or purporting to accept the Offer.

Any purported acceptance of the Offer resulting directly or indirectly from a violation of the above restrictions may be disregarded as invalid.

Carnegie handles administrative information in the Offer. Carnegie's receipt and handling of acceptance forms does not lead to a customer relationship between the participant in the Offer and Carnegie. This means among other things that neither a so called client categorisation nor a so called suitability assessment will be made regarding the sale of shares.

***Requirement of LEI-code for legal entity**

Legal Entity Identifier (LEI) is a global identification code for legal entities. From 3 January 2018 legal entities need to have a LEI-code to be able to make a security transaction. If there is no such code Carnegie is not allowed to execute the transaction for the legal entity. Accepting shareholders that need to acquire a LEI-code should contact any of the suppliers available on the market. Keep in mind to apply for a registration of a LEI-code in due time since the code needs to be submitted with the acceptance form. More information regarding the requirements of the LEI can be found on the Swedish Financial Supervisory Authority's (Sw. *Finansinspektionen*) website www.fi.se.

****Requirements of NID-number for natural persons**

National ID or National Client Identifier (NID-number) is a global identification code for natural persons. From 3 January 2018 all natural persons have a NID-number which needs to be specified to be allowed to make a security transaction. If such a number is not specified Carnegie might be prevented from executing the transaction for the natural person. If you only have a Swedish citizenship your NID-number will be "SE" followed by your personal identity number. If you do not have a Swedish citizenship or have more than one citizenship your NID-number may consist of another number. For more information about how NID-numbers are obtained please contact your bank. Please obtain your NID-number in due time since the number has to be submitted with the acceptance form.

Personal data that is submitted to Carnegie, for example contact information and personal identification number, or which is otherwise registered in connection with the preparation or administration of the offer, is processed by Carnegie, as controller of the personal data, for the administration and execution of the offer. Processing of personal data also takes place to enable Carnegie to comply with its statutory duties. Personal data may for a defined purpose, in observance of bank secrecy rules, occasionally be disclosed to other companies within the Carnegie Group or to undertakings which co-operate with Carnegie, within and outside the EU/EEA in accordance with EU's approved and appropriate protective measures. In certain cases Carnegie is also under a statutory duty to provide information, e.g. to the Swedish Financial Supervisory Authority and Swedish Tax Agency.

Similarly to the Securities Market Act, the Banking and Financing Business Act contains confidentiality provisions according to which all of Carnegie's employees are bound by a duty of confidentiality with regard to clients of Carnegie and other parties to whom services are provided. The duty of confidentiality also applies between and within the various companies in the Carnegie Group.

Information regarding what personal data is processed by Carnegie, deletion of personal data, limitation on the processing of personal data, data portability or the rectification of personal data can be requested from Carnegie's Data Protection Officer. It is also possible to contact the data protection officer to obtain further information about how Carnegie processes personal data. If the seller wishes to make a complaint regarding Carnegie's processing of personal data, the seller is entitled to turn to the Swedish Data Protection Authority in its capacity as supervisory authority.

Personal data shall be deleted if it is no longer needed for the purposes for which it was originally collected or otherwise processed, provided that Carnegie has no legal obligation to preserve the personal data. The normal storage time for personal data is 10 years.

Address to Carnegie's data protection officer: dpo@carnegie.se