

YOUR VOTE IS IMPORTANT. PLEASE VOTE TODAY.

**Vote by Internet – QUICK ★★ EASY
IMMEDIATE – 24 Hours a Day, 7 Days a Week or by Mail**

NEXTERS INC.

Your Internet vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card. Votes submitted electronically over the Internet must be received by 11:59 p.m., Eastern Time, on August 25, 2022.



INTERNET –

www.cstproxyvote.com

Use the Internet to vote your proxy. Have your proxy card available when you access the above website. Follow the prompts to vote your shares.



Vote at the Meeting –

If you plan to attend the virtual online annual general meeting, you will need your 12 digit control number to vote electronically at the annual general meeting.

To attend the annual general meeting, visit:

<https://www.cstproxy.com/nexters/2022>



MAIL – Mark, sign and date your proxy card and return it in the postage-paid envelope provided.

**PLEASE DO NOT RETURN THE PROXY CARD
IF YOU ARE VOTING ELECTRONICALLY.**

PROXY

▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS
NEXTERS INC.**

This notice (the “**Notice**”) is given to inform that the Company will hold its 2022 annual general meeting (the “**AGM**”) of the members of the Company (the “**Members**”) on August 26, 2022, at 3:00 p.m. Cypriot time (8:00 a.m. Eastern time) at the Company’s offices at: 55, Griva Digeni, Limassol, Cyprus. The AGM will be held virtually by telecommunications means.

Nexters Inc. Virtual Shareholder Meeting Information:

Meeting Date: Friday, August 26, 2022

Meeting Time: 8:00 a.m. Eastern Time (EDT)

Annual Meeting-meeting webpage (information, webcast, telephone access and replay):

<https://www.cstproxy.com/nexters/2022>

Telephone access (listen-only):

Within the U.S. and Canada: 1 800-450-7155 (toll-free)

Outside of the U.S. and Canada: +1 857-999-9155 (standard rates apply)

Conference ID: 7936452#

Record Date:

Only Members as of the end of business on July 26, 2022, are entitled to attend and vote at the AGM either personally or by proxy, and such proxy need not be a Member of the Company.

Proxy:

A Member may be represented at the AGM by a proxy who may speak and vote on behalf of the Member. The instrument appointing a proxy shall be produced before the time for holding the AGM. The instrument appointing a proxy shall be in substantially the form attached to this Notice.

Original of any instrument of proxy or its notarized copy shall be deposited at the Company’s offices at: 55, Griva Digeni, Limassol, Cyprus, or by e-mail to investor@nexters.com.

The cut-off time to provide proxies is 2:00 p.m. Cypriot time (7 a.m. Eastern time) on August 26, 2022. Proxies submitted thereafter will not be considered.

Voting

According to Clause 6.1 of the Company’s Memorandum of Association, each ordinary share in the Company confers upon the Member the right to one vote at the AGM.

Materials

Copies of materials related to the AGM, including this Notice and form of instruments appointing proxy, are available for no charge on the Company’s website: investor.nexters.com.

(Continued and to be marked, dated and signed on the other side)

Important Notice Regarding the Internet Availability of Proxy Materials for the Annual General Meeting

**To view the 2022 Proxy Statement and to Attend the
Annual General Meeting, please go to:
<https://www.cstproxy.com/nexters/2022>**

PROXY

The following agenda items are proposed for consideration and, if thought proper, for approval by the Members:

1. Appointment of the Company's auditors

On the recommendation of the Audit Committee, the Company's board of directors (the "Board") recommends to the AGM to appoint an office of the global KPMG network ("KPMG"), as the Company's auditors to hold office from the conclusion of this AGM until the Members appoint another auditor. The remuneration of the auditor shall be fixed by resolution of Directors in such manner as the Directors may determine or in a manner required by the rules and regulations of the stock exchange applicable to the Company.

The following resolution is proposed:

To approve the appointment of KPMG, as the Auditors to hold office from the conclusion of this AGM until the Members appoint another auditor. The remuneration of the auditor shall be fixed by resolution of Directors in such manner as the Directors may determine or in a manner required by the rules and regulations of the stock exchange applicable to the Company.

FOR	AGAINST	ABSTAIN
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2. Election of Directors

According to Regulation 9.5 of the Company's Articles of Association, each Director holds office for a term expiring at the Company's next AGM immediately following their appointment, or until their earlier death, resignation or removal, and can be re-elected for successive terms. Upon the recommendation of the Nomination and Compensation Committee, the Board recommends to the AGM to re-elect the following Directors of the Company:

		FOR	AGAINST	ABSTAIN
Natasha Braginsky Mounier	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dmitrii Bukhman*	Non-Executive Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Andrey Fadeev*	Director and CEO of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Andrew Sheppard	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* These directors are, pursuant to Regulation 9.2 of the Articles, subject to nomination and appointment by Everix and FG (as defined in the Articles) and are subject to election by resolution of those persons only.

In addition to the re-elections proposed above, and upon the recommendation of the Nomination and Compensation Committee, the Board further recommends to the AGM to elect the following persons to act as additional Directors of the Company:

		FOR	AGAINST	ABSTAIN
Marie Holive	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Olga Loskutova	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Tal Shoham	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The following resolution is proposed:

To elect or re-elect, as the case may be, the following Directors of the Company:

		FOR	AGAINST	ABSTAIN
Natasha Braginsky Mounier	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Marie Holive	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Olga Loskutova	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Andrew Sheppard	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Tal Shoham	Independent Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Form of Instrument Appointing a Proxy to Exercise Discretion

I/We being a Member of the above Company
HEREBY APPOINT [Insert Full Name of Proxy,
passport No. _____,
residing at _____] of

_____ of

_____ [Insert Full Name of Additional Proxy, as necessary,

passport No. _____
residing at _____] of

_____ [Insert Full Name of the Legal Entity]

_____ to be my/our
proxy to vote for me/us at the meeting of Members to be held on
August 26, 2022 and at any adjournment thereof.

Item of the Agenda

	FOR	AGAINST	ABSTAIN
1. Appointment of the Company's auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Election of Directors:			
(a) Natasha Braginsky Mounier	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Marie Holive	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Olga Loskutova	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Andrew Sheppard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(e) Tal Shoham	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

By this instrument the Proxy is empowered and authorized to participate in the selection of the chairman of the AGM and request a poll if the Proxy thinks fit.

Signed this day of _____, 2022.

Signature: _____

Name of the Member: _____

Represented by: _____

CONTROL NUMBER

Signature _____ **Signature, if held jointly** _____ **Date** _____ **2022.**

Note: Please sign exactly as name appears hereon. When shares are held by joint owners, both should sign. When signing as attorney, executor, administrator, trustee, guardian, or corporate officer, please give title as such.