

Fragrant Prosperity Holdings Limited

(Incorporated in British Virgin Islands under the BVI Business Companies Act, 2004 (as amended) with registered number 1905051)

FORM OF PROXY FOR USE AT 2025 ANNUAL GENERAL MEETING

For use by holders of Ordinary shares in the capital of Fragrant Prosperity Holdings Limited (“**FPP**” or the “**Company**”) at the 2025 Annual General Meeting of the Company to be held at Hill Dickinson LLP, The Broadgate Tower, 20 Primrose St, London, EC2A 2EW, United Kingdom at 11 a.m. BST on 27 June 2025 (the “**AGM**”) (and at any adjournment thereof).

I/We _____ (Full Name in Block Letters)
of _____ (Full Address)
being a registered shareholder of _____ (no. of share(s)) Ordinary shares in the capital of
FPP hereby appoint _____ (Full Name in Block Letters) of
_____ (Full Address) or, failing
him/her, the Chairman of the AGM to act as my/our proxy to vote for me/us and on my/our behalf in respect
of _____ (number of share(s)) Ordinary shares in the capital of FPP at the AGM to be
held at Hill Dickinson LLP, The Broadgate Tower, 20 Primrose St, London, EC2A 2EW, United Kingdom
at 11 a.m. BST on 27 June 2025, and at any adjournment thereof, on the undermentioned resolutions as
indicated below:

Please indicate with an ‘X’ in the spaces below how you wish your vote to be cast. If no indication is given your proxy will vote for or against the resolutions or abstain from voting as he thinks fit.

No.	Ordinary Resolutions	For	Against	Withheld
1.	To receive and adopt the Annual Report and Accounts of the Company for the financial year ended 31 March 2022, together with the Directors’ Report and the Auditor’s Report.			
2.	To receive and adopt the Annual Report and Accounts of the Company for the financial year ended 31 March 2023, together with the Directors’ Report and the Auditor’s Report.			
3.	To receive and adopt the Annual Report and Accounts of the Company for the financial year ended 31 March 2024, together with the Directors’ Report and the Auditor’s Report.			
4.	To retrospectively approve the appointment of Shipleys LLP as the auditors of the Company for the 2022 Accounts and the determination by the Directors of the auditors’ remuneration in respect of the 2022 Accounts			

5.	To retrospectively approve the appointment of Shipleys LLP as the auditors of the Company for the 2023 Accounts and the determination by the Directors of the auditors' remuneration in respect of the 2023 Accounts			
6.	To retrospectively approve the appointment of Shipleys LLP as the auditors of the Company for the 2024 Accounts and the determination by the Directors of the auditors' remuneration in respect of the 2024 Accounts			
7.	To approve the appointment of RPG Crouch Chapman LLP as the auditors of the Company for the accounts of the Company for the financial year ended 31 March 2025 (the " 2025 Accounts ") and to authorise the Directors to determine their remuneration in respect of the 2025 Accounts.			
8.	To re-appoint Simon Retter, the retiring Director from the Board by rotation, as a Director of the Company with effect from the close of the meeting.			
9.	To re-appoint Mahesh s/o Pulandaran, the retiring Director from the Board by rotation, as a Director of the Company with effect from the close of the meeting.			
10.	To re-appoint Richard Samuel, the retiring Director from the Board by rotation, as a Director of the Company with effect from the close of the meeting.			
11.	To re-appoint Daniel Reshef, the retiring Director from the Board by rotation, as a Director of the Company with effect from the close of the meeting.			
12.	To retrospectively approve the Directors' remuneration as set out in the 2022 Accounts.			
13.	To retrospectively approve the Directors' remuneration as set out in the 2023 Accounts.			

14.	To retrospectively approve the Directors' remuneration as set out in the 2024 Accounts.			
15.	To approve the adoption of the New Articles			

For individual shareholder(s)

Signed:

Date: _____

For corporate shareholder(s)

Signed by:

for and on behalf of: _____

Position: _____

Date: _____

Notes:

1. To appoint as a proxy a person other than the Chairman of the AGM insert the full name in the space provided. A proxy need not be a shareholder of the Company. You can also appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by you. The following options are available:
 - 1.1. To appoint the Chairman as your sole proxy in respect of all your shares, simply fill in any voting instructions in the appropriate box and sign and date the Form of Proxy;
 - 1.2. To appoint a person other than the Chairman as your sole proxy in respect of all your shares, delete the words 'the Chairman of the AGM (or)' and insert the name and address of your proxy in the spaces provided. Then fill in any voting instructions in the appropriate box and sign and date the Form of Proxy; or
 - 1.3. To appoint more than one proxy, please enter the number of shares in relation to which they are authorized to act as your proxy on each Form of Proxy, sign and date the Form of Proxy (which, in aggregate, should not exceed the number of shares held by you) and indicate how you wish each proxy to vote or abstain from voting. If you wish to appoint the Chairman as one of your multiple proxies, simply write 'the Chairman of the AGM'.
2. Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
3. In the case of:
 - 3.1. an individual, this Form of Proxy must be signed by the relevant shareholder appointing the proxy or a duly appointed attorney on behalf of such shareholder; and
 - 3.2. a corporation, this Form of Proxy must be executed under its common seal or signed on its behalf by an officer of the company or duly appointed attorney for the company.

4. To be valid, this Form of Proxy and the power of attorney of other authority (if any) under which it is signed, or a notarially certified copy of such power, must reach Computershare Investor Services PLC either by post or courier to The Pavilions, Bridgwater Road, Bristol, BS99 6ZY, United Kingdom, or by email #ukcsbrs.externalproxyqueries@computershare.co.uk no later than 48 hours before the time fixed for the AGM which is 11 a.m. BST on 25 June 2025.
5. The completion of this Form of Proxy will not preclude a shareholder from attending the AGM and voting in person. If you attend the AGM in person, your proxy appointment will automatically be terminated.
6. The Form of Proxy is for use in respect of the shareholder account specified above only and should not be amended or submitted in respect of a different account.
7. The 'Vote Withheld' option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
8. Any alteration of this Form of Proxy must be initialed.
9. In the case of joint holders:
 - 9.1. where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted; and
 - 9.2. the vote of the most senior holder who tenders a vote (whether in person or by proxy) shall be accepted to the exclusion of the votes of all other joint holders. Seniority is determined by the order in which the names of the joint holders appear in the Company's Register of Members in respect of the joint holding (the first named being the most senior).
10. The right to vote at the meeting shall be determined by reference to the Register of Members of the Company. Only those shareholders whose names are entered on the Register of Members of the Company by 6 p.m. BST on 25 June 2025 (or, in the event of any adjournment, 48 hours before the time of the adjourned meeting) shall be entitled to attend and vote in respect of the number of shares registered in their names at that time.
11. See the Notes set out in the notice convening the AGM for further guidance in submitting the Form of Proxy.