

To: **UPYACHTING MANAGEMENT PLC**

1 Iasonos, Athanasia Building , 3rd floor, 1082, Nicosia, Cyprus

director@upyachting.eu

PROXY / POWER OF ATTORNEY

I/We, the undersigned, ..., member of **UPYACHTING MANAGEMENT PLC**, a company registered in Cyprus with registration number HE430447 and with its registered office address at **1 Iasonos, Athanasia Building , 3rd floor, 1082, Nicosia, Cyprus**, ("**Company**"), hereby appoint, holder of passport no. ("**Proxy**"), as my/our proxy to vote in my/our name and on my/our behalf at the Extraordinary General Meeting of the members of the Company which is to be held on 17/07/2026, at 10:00 am (Cyprus Time) at **1 Iasonos, Athanasia Building , 3rd floor, 1082, Nicosia, Cyprus** ("**EGM**"). My/our proxy is authorized to vote as such proxy thinks fit, unless the method of voting is indicated below:

	Resolutions	
1	To approve, confirm and ratify, the entry into and performance by the Company of the following implementation by the Company of the following actions and transactions: (a) Listing of Shares on GIFT City – India Proceed with the preparation and submission of all necessary documents and applications for the listing of the Company's shares on the Gujarat International Finance Tec-City (GIFT City) International Financial Centre in India, as part of the Company's strategic development and international expansion plan for the period 2026–2030	For: Against: Abstain:
2.	To authorise the board of directors of the Company to prepare, negotiate, issue, deliver and submit all necessary documents (special resolution), applications, declarations, and statements, and to take all necessary action at the Registrar of Companies, for That the name of the Company be amended from "UPYACHTING MANAGEMENT PLC" to "UP VENTURES PLC" either one as it is approved by the Registrar of Companies and by the general meeting of the shareholders, or if the	For: Against: Abstain:

	Registrar of Companies raises objection to those and/or accepts an alternative similar name, then to such alternative name as approved by the Registrar of Companies, provided that the proposed name approved by the Registrar of Companies is communicated by the board of directors of the Company to the shareholders in advance of the general meeting of the shareholders.	
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Please note that in case more than one option (For, Against, Abstain) is selected in respect of each item to be voted for, that vote will be null and void.

Note:

- The proxy need not be a member of the Company and it can be a natural or legal person. A legal person appointed as proxy shall, by resolution of its directors or other governing body, authorise such a natural person as it thinks fit to act as its representative at the meeting.
- Members and/or their proxies who will participate at the general meeting are requested to carry with them their identity card or other proof of identification.
- The instrument appointing a proxy shall be in writing under the hand of the appointee or of his attorney duly authorised in writing, or, if the appointee is a corporation, it must be under seal or signed by an officer or a duly authorised attorney of the corporation.
- The signed form of proxy (and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy thereof) must be received **no later than 48 hours before the time appointed for holding the meeting** in hard copy at the registered office of the Company, at **1 Iasonos, Athanasia Building , 3rd floor, 1082, Nicosia, Cyprus** or via email director@upyachting.eu
- Individuals appointed as representatives of proxies who are legal persons are required to carry with them a certified copy of the resolution from which they derive their authority. In the case of joint holders, they may elect one of the joint holders to represent them and to vote whether in person or by proxy in their name. In default of such election, the vote of the senior of such joint holders who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names of such holders stand in the register of members.

Date:

Shareholder's Signature:

Communication details of shareholder: Tel

Fax

Communication details of proxy: Tel

Fax