

Frenkel Topping Group plc

(Registered in England and Wales with number 04726826)

(the "Company")

FORM OF PROXY FOR GENERAL MEETING OF THE COMPANY to be held at the offices of the Company at 11.00 a.m. on 17 August 2020

Before completing this form of proxy, please read the explanatory notes below

I/We being a member of the Company appoint the chair of the meeting or

(see note 3) as my/our proxy to attend, speak and vote on my/our behalf at the General Meeting of the Company to be held on 17 August 2020 at 11.00 a.m. and at any adjournment of the meeting.

If you wish to appoint multiple proxies, please see note 4 below.

Please tick here if you are appointing more than one proxy:

Enter the number of shares in relation to which your proxy is authorised or leave box blank to authorise your proxy to act in relation to your full voting entitlement (notes 1 and 4).

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'.

RESOLUTIONS	For	Against	Vote withheld
ORDINARY RESOLUTION 1. seeking authority to issue and allot Ordinary Shares up to an aggregate amount of £162,500 in the share capital of the Company			
SPECIAL RESOLUTION 2. disapplying statutory pre-emption rights under the Companies Act to facilitate the issue for further Ordinary Shares pursuant to the general authority to allot sought under Resolution 1.			

Signature:

Date:.....

SEE NOTES TO THE FORM OF PROXY OVERLEAF

Notes to the proxy form

1. If you wish to appoint a proxy other than the Chairman of the Meeting please delete the words 'the Chairman of the Meeting or' and substitute the name the appointed proxy. Where you appoint a proxy other than the Chairman, you are responsible for ensuring they are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly. Please see the important notice set out in paragraph 7 of the circular concerning the implications that COVID-19 will have on attendance at the General Meeting and the measures that the Company is putting in place in respect of the same.
2. To appoint more than one proxy you may copy this form. Please indicate in the space provided the number of shares in relation to which the appointed person is authorised to act as your proxy (which, in aggregate, should not exceed the number of ordinary shares held by you). Please also indicate by ticking the box if the proxy appointment is a multiple appointment. Multiple proxy appointments should be returned together in the same envelope.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you.
4. Appointment of a proxy does not preclude you from attending the meeting and voting in person. In this case your proxy appointment will automatically be terminated.
5. In the case of joint holders, any one holder may sign this form. The vote of the senior holder (first named registered shareholder) who tenders a vote whether in person or by proxy will be accepted to the exclusion of votes from other joint holders.
6. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or other duly authorised attorney or representative. Please enter the signatory capacity beneath signature.
7. To be effective this proxy must be;
 - completed and signed;
 - sent or delivered to Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD;
 - or by scanning a signed copy and emailing this to use info@nevilleregistrars.co.uk; and
 - received by Neville Registrars Limited no later than 11.00 a.m. on 15 August 2020.being 48 hours before the time appointed for the Meeting or not less than 48 hours before the time appointed any adjournment thereof (not including weekends or public holidays).
8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
9. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
10. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (as amended), the Company specifies that entitlement to attend and vote at the general meeting, and the number of votes which may be cast at the General Meeting, will be determined by reference to the Company's register of members at 6.00 p.m. (London time) on 15 August 2020 or, if the general meeting is adjourned, at close of business on the date which is two days before the day of the adjourned general meeting (as the case may be). In each case, changes to the register of members after such time will be disregarded.
11. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual which can be viewed at www.euroclear.com. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Neville Registrars Limited (ID 7RA11) by 11.00 a.m. on 15 August 2020. See the notes to the notice of meeting for further information on proxy appointment through CREST
12. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
13. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.
14. Any alteration made in this form should be initialed.