

FORM OF PROXY

Distil plc

(Incorporated in England & Wales with registered number 3727483)

At the date of this Notice, indoor gatherings are strictly limited under government restrictions in place to address the COVID-19 pandemic. While the Company is very much looking forward to engaging with its stakeholders, it will still be required to comply with the rules and guidance in place in relation to social distancing and maximum capacities at present. The Company is unable to confirm which restrictions will be in place at the time of the AGM and how they will apply to shareholder meetings but expects that the six- person rule will mean that attendance at the AGM will need to be strictly limited. Shareholders are therefore strongly encouraged not to attend the AGM in person but to ensure that their vote is counted by submitting a proxy vote before the deadline of 10 a.m. on 13 July 2021. Instructions are set out in this proxy form. The Company has arranged for a quorum to be present on the day to ensure that the business of the Meeting can proceed, and the Chair will propose that each resolution is taken on a poll.

Please complete in block capitals:

I/We

Of

Being (a) Shareholder(s) of Distil plc (the **Company**) hereby appoint the chairman of the meeting/or (see Note 1)

.....

As my /our proxy to attend, vote and speak for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 15 July 2021 at 10 a.m. at Suite 113, 3 More London Riverside, London, SE1 2RE and at any adjournment thereof.

This form of proxy relates to Ordinary Shares held by me/us in the Company (see Note 2).

I/we direct my/our proxy to vote on the resolutions set out in the notice convening the Annual General Meeting as follows:

RESOLUTION	FOR	AGAINST	VOTE WITHHELD (see Note 3)
ORDINARY RESOLUTIONS			
1.	To receive the annual report		
2.	To appoint as auditors BDO LLP and empower the directors to determine their remuneration.		
3.	To re-elect Shaun Claydon as a director		
4.	To elect Kate O'Connell as a director		
5.	To elect Roland Grain as a director		
6.	To empower the directors to allot relevant securities pursuant to Section 551 of the Act		
SPECIAL RESOLUTION			
7.	To disapply the pre-emptive rights contained in Section 561 of the Act		

Signedthis day of2021

NOTES

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). Shareholders are encouraged to appoint the Chairman of the Meeting as their proxy due to potential attendance restrictions in place as a result of the COVID-19 pandemic.
2. If no number of shares is entered, the proxy will be authorised to act on your behalf in relation to your entire shareholding in the Company. On each proxy form, please enter the number of shares in relation to which that proxy is authorised to act on your behalf. The total number of shares entered on all the proxy forms you submit must not exceed the number of share you hold in the Company. All forms must be signed and should be returned together in the same envelope.
3. To direct your proxy how to vote on the resolutions, please mark the appropriate box with an "X". To abstain from voting on a resolution, select the relevant "Vote Withheld" box. A vote withheld is not a vote in law, which means 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 also vote or abstain at his or her discretion on any additional matter coming before the meeting.
4. In the case of a corporation, this form of proxy must be under seal or signed by a duly authorised officer or attorney.
5. In the case of joint holders, the signature of any one joint holder is sufficient. If more than one joint holder tenders a vote in person or by proxy, the vote of the person whose name stands first in the register will be accepted to the exclusion of the votes of the other joint holders.
6. To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be returned by any of the following methods to the Company's registrars, Share Registrars Limited:
 - By post, courier or by hand to Share Registrars The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR; or
 - By emailing a scanned copy to voting@shareregistrars.uk.com; or
 - By fax to 01252 719232So as to be received no later than 48 hours before the time for holding the meeting, excluding weekends and public holidays.
7. When two or more valid, but differing, proxy forms are delivered in respect of the same share for use at the same meeting, the one which is signed last shall be treated as replacing and revoking the other or others as regards that share. If the Company is unable to determine which proxy form was last validly delivered, none of them shall be treated as valid in respect of that share.
8. In accordance with Regulation 41 of the Uncertified Securities Regulations 2001, to have the right to attend and vote at the meeting a member must first have his or her name entered in the Company's register of members by no later than, 10 a.m. on 13 July 2021 or, if this meeting is adjourned, at 10 a.m. on the day two days prior to the adjourned meeting (excluding weekends and public holidays). Changes to entries on that register after that time shall be disregarded in determining the rights of any member to attend and vote at the meeting.
9. Appointing a proxy will not prevent you from attending the meeting and voting in person if you wish to do so. Your proxy appointment will automatically be terminated if you vote in person.
10. If you any queries about this form of proxy, please contact the Company's registrars, Share Registrars Limited, on telephone number 01252 821390 or email them at enquiries@shareregistrars.uk.com.