

FORM OF PROXY

Distil PLC

(Incorporated in England & Wales with registered number 3727483)

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 7 July 2022 at 11:00 a.m. at the offices of Turner Pope, 8 Frederick's Place, London, EC2R 8AB 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:

RESOLUTIONS		FOR	AGAINST	VOTE WITHHELD (see Note 3)
ORDINARY RESOLUTION				
1.	To receive the annual report			
2.	To appoint as auditors PKF Littlejohn LLP and empower the directors to determine their remuneration			
3.	To re-elect Don Goulding as a Director			
4.	To elect Michael Keiller as a Director			
5.	To empower the directors to allot relevant securities pursuant to Section 551 of the Act			
SPECIAL RESOLUTION				
6.	To disapply the pre-emptive rights contained in Section 561 of the Act			

Signed this day of 2022

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).
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 Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX; or
 - By emailing a scanned copy to voting@shareregistrars.uk.comso 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, 11:00 a.m. on 5 July 2022 or, if this meeting is adjourned, at the time of the adjourned meeting on the day two working 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. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Annual General Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual.

CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s) should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with CRESTCO Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual.

The message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent **7RA36** by the latest time(s) for receipt of proxy appointments specified above. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that CRESTCo Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of CREST by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

11. 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.

