

DISRUPTIVE CAPITAL ACQUISITION COMPANY LIMITED

Registration Number: 69150

(the "Company")

FORM OF PROXY

FORM OF PROXY for the Extraordinary General Meeting (the "EGM") of the Company to be held at 11:30 (CET) on 15 February 2023 at First Floor, 10 Lefebvre Street, St Peter Port, Guernsey GY1 2PE

I/We

of

being a Member/Members of the Company hereby appoint the Chairman of the EGM, or failing him, an authorised representative of Admina Fund Services Limited, or, as my/our proxy to vote for me/us on my/our behalf at the EGM of the Company to be held on 11:30 (CET) on 15 February 2023 and at any adjournment thereof.

Any defined terms used in this Form of Proxy shall have the same meaning as those set out in the shareholder circular of the Company dated 25 January 2023 (the "Circular").

Please indicate with an X in the spaces below how you wish your votes to be cast.

	ORDINARY RESOLUTIONS	FOR	AGAINST	WITHELD
1.	THAT , subject to the passing of resolution 2 below, it is hereby approved by ordinary resolution that the Company tender for repurchase up to 5% of the DCAC Ordinary Shares and all accompanying DCAC Public Warrants held by DCAC Ordinary Shareholders and DCAC Public Warrant Holders (the Stub Tender Offer) in accordance with the terms and conditions set out in the circular issued by the Company to DCAC Ordinary Shareholders and DCAC Public Warrant Holders dated 25 January 2023.			
2.	THAT , subject to and conditional upon the passing of resolution 1, in addition to an authority to make market acquisitions of DCAC Ordinary Shares approved by resolutions of the DCAC Shareholders at the adjourned extraordinary general meeting of the Company held on 18 January 2023, the Company be and is hereby authorised, in accordance with section 315 of the Companies Law, to make additional market acquisitions of DCAC Ordinary Shares, provided that: (i) the maximum number of additional DCAC Ordinary Shares authorised to be acquired is 325,000 DCAC Ordinary Shares; (ii) the minimum price payable by the Company for each DCAC Ordinary Share			

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	(iii)	acquired pursuant to this authority is £0.01 per DCAC Ordinary Share; and the maximum price payable by the Company for each DCAC Ordinary Share acquired pursuant to this authority is £2.20 per DCAC Ordinary Share; and			
	(iv)	such authority shall expire on the earlier of 18 April 2024 and the conclusion of the annual general meeting of the Company to be held in 2024.			

Unless otherwise instructed, the proxy will vote or abstain from voting as he thinks fit.

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Signed this day of 2023 (See note 3 below)

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Notes:

1. If any other proxy is preferred, strike out the words “the Chairman of the EGM or, failing him an authorised representative of Admina Fund Services Limited” and add the name and address of the proxy you wish to appoint and initial the alteration. The proxy need not be a shareholder.
2. If the appointer is a corporation this form must be completed under its common seal or under the hand of some officer or attorney duly authorised in writing.
3. The signature of any one of joint holders will be sufficient, but the names of all the joint holders should be stated.
4. To be valid, this form and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power must reach the Secretary of the Company, Admina Fund Services Limited, First Floor, 10 Lefebvre Street, St Peter Port, Guernsey, GY1 2PE (disruptive@admina.gg), not less than forty-eight hours before the time appointed for holding the EGM or any adjournment thereof as the case may be.
5. The completion of this form will not preclude a shareholder from completing a further form, such form to supersede any previous forms completed, or attending the EGM and voting in person.
6. Any alteration of this form must be initialled.
7. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder’s name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
8. In the event that a form of proxy is returned without an indication as to how the proxy shall vote on the resolutions, the proxy will exercise his discretion as to whether and, if so, how he votes.
9. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes for or against a resolution.
10. In accordance with article 19.3 of the Company's articles of incorporation, a shareholder must be entered into the register of members by 19:00 (CET) on the day prior to the EGM in order to have the right to attend or vote at the EGM or appoint a proxy to do so.