

**DISRUPTIVE CAPITAL ACQUISITION COMPANY LIMITED**

Registration Number: 69150

(the "Company")

**FORM OF PROXY**

**FORM OF PROXY** for the meeting of the Warrant Holders (the "**Warrant Holder Meeting**") of the Company to be held at 10:45 BST on 18 May 2023 at First Floor, 10 Lefebvre Street, St Peter Port, Guernsey GY1 2PE

I/We .....

of .....

being a Warrant Holder/Warrant Holders of the Company hereby appoint the Chairman of the Warrant Holder Meeting, 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 Warrant Holder Meeting to be held on 18 May 2023 at 10:45 BST 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 20 April 2023, as subsequently amended and published on the website of the Company (the "**Circular**").

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

	<b>RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>	<b>WITHELD</b>
<b>1.</b>	<b>Amendment of Warrant T&amp;Cs</b>  It is hereby resolved by ordinary resolution that the Warrant T&Cs contained in the warrant agreement dated 5 October 2021 entered into between the Company and Van Lanschot Kempen N.V., as amended on 26 January 2023 (the " <b>Warrant Instrument</b> "), following approval of the Warrant T&Cs by the meeting of holders of DCAC Warrants on 11 January 2023, be amended in accordance with the New Warrant T&Cs in the form attached at Appendix 3 of the Circular.  To the extent that the adoption of the New Warrant T&Cs modifies, varies or abrogates the rights attaching to the DCAC Warrants of the Company, any such modification, variation or abrogation be and is hereby approved.			

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

.....  
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 Warrant Holder Meeting 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](mailto:disruptive@admina.gg)), not less than forty-eight hours before the time appointed for holding the Warrant Holder Meeting 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 Warrant Holder Meeting 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.