

Company number 10638872

PRIVATE COMPANY LIMITED BY SHARES WRITTEN RESOLUTION
of
The Bristol Distilling Company Limited ("Company")

12th May 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company ("**Directors**") note that the following are passed as ordinary and special resolutions as specified ("**Resolution**").

ORDINARY RESOLUTION (1): Authority to Allot

That, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot Ordinary Shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £34.08 provided that this authority shall, unless renewed, varied or revoked by the Company, expire 12 months after the date of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION (2): Disapplication of Pre-Emption Rights

That, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if paragraph 5.2 to 5.4 of the Articles of Association did not apply to any such allotment, provided that this power shall be limited to the nominal amount and time period specified in resolution 1 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Signed below on behalf of the board of directors following the receipt of agreement to the resolutions from over 75% of shareholders within 30 days of the circulation date.

Signed by

James Black

Signature

[Signature]

Date

12/5/23

