

The British Honey Company plc (the "Company")

Annual General Meeting

Proxy Form

Before completing this form, please read the explanatory notes below

I /We (name(s))

of

.....(address(es))

being (a) member(s) of the Company appoint the Chairman of the meeting or

.....

as my/our proxy in respect of all my/our shares or of my/our shares to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company (AGM) to be held at Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW, commencing at 11:00 a.m. on 25 September 2020 for the purposes set out below.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

RESOLUTIONS	For	Against	Vote Withheld
ORDINARY RESOLUTIONS			
1 To re-appoint PKF Littlejohn LLP as auditor of the Company.			
2 To authorise the directors to allot equity securities (as defined in Section 560 of the Companies Act 2006) generally pursuant to Section 551 of that Act.			
3 To authorise the directors to allot equity securities (as defined in Section 560 of the Companies Act 2006) generally pursuant to Section 551 of that Act in connection with the acquisition of some or all of the remaining equity of List Distillery LLC.			
SPECIAL RESOLUTIONS			
4 To authorise the directors to allot equity securities (as defined in Section 560 of the Companies Act 2006) as if Section 561(1) of that Act did not apply to such allotment.			

5	To authorise the directors to allot equity securities (as defined in Section 560 of the Companies Act 2006) as if Section 561(1) of that Act did not apply to such allotment in connection with the acquisition of some or all of the remaining equity of List Distillery LLC.			
6	To resolve in accordance with section 701 of the Act that the Company be and is generally and unconditionally authorised to make market purchases.			

Signature	Date

The Company is closely monitoring the COVID-19 situation, including UK Government guidance and will continue to do so in the lead up to the AGM. The health of our shareholders, employees and stakeholders remains extremely important to us and accordingly, the Board has taken into consideration the current measures that have been published by the UK Government restricting public gatherings. Should these directives remain in place up to the AGM, shareholders, advisers and other guests will not be allowed to attend the AGM in person and anyone seeking to attend the meeting will be refused entry. As such, shareholders should note they are not entitled to attend the AGM in person unless notified otherwise.

Shareholders are requested to therefore submit their votes, in respect of the business to be discussed, via proxy as early as possible. Shareholders should appoint the Chair of the meeting as their proxy. If a shareholder appoints someone else as their proxy, that proxy will not be able to attend the meeting in person or cast the shareholder's vote.

Notes to the proxy form

- 1 As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- 2 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. 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). If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account). All forms must be signed and should be returned together in one envelope.
- 3 To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

- 4** To appoint a proxy using this form, the form must be:
- completed and signed;
 - sent or delivered to Neville Registrars Limited at Neville House, Neville House, Steelpark Road, Halesowen, B62 8HD, United Kingdom; and
 - received by Neville Registrars Limited no later than **48 hours** before the time of the meeting.
- 5** In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- 6** In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
- 7** CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Neville Registrars Limited (ID 7RA11) not less than **48 hours** before the time of the meeting.