

## Annual General Meeting 2017 – Form of Proxy

I/We: (block capitals please)

Address:

being a member/members of Majestic Wine plc (the “Company”), hereby appoint the Chairman of the meeting or (see note 1)

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday 9 August 2017 at 11.30 a.m. and at any adjournment thereof.

Signature:

Date:

I have indicated with an ‘X’ in the spaces below how I/we wish my/our votes to be cast on the following resolutions:

### Resolutions

Please mark ‘X’ to indicate how you wish to vote	For	Against	Withheld
1. To receive the Strategic Report, Directors’ Report, Auditor’s Report and Financial Statements of the Company for the year ended 3 April 2017.			
2. Declaration of a final dividend			
3. To re-elect Anita Balchandani as a Director, who retires by rotation in accordance with the Company’s articles of association.			
4. To re-elect James Crawford as a Director, who retires by rotation in accordance with the Company’s articles of association.			
5. To re-elect Ian Harding as a Director, who retires by rotation in accordance with the Company’s articles of association.			
6. To re-appoint Deloitte LLP as Auditor of the Company and to authorise the Directors to fix their remuneration.			
7. To authorise the Directors to allot shares under section 551 of the Companies Act 2006.			
8. To authorise the Directors to allot shares on a non-pre-emptive basis in accordance with sections 570 and 573 of the Companies Act 2006.			

### Notes

1. A member of the Company may appoint a proxy of his/her own choice. To appoint as a proxy a person other than the Chairman of the meeting, delete the words “the Chairman of the Meeting” and insert the full name of the person in the space provided. A proxy need not be a member of the Company.
2. Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
3. You are entitled to appoint more than one proxy provided that each proxy is appointed to exercise rights attached to a different share or shares held by you. 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, or (an) additional proxy form(s) may be obtained by contacting the Registrars’ helpline on 0871 664 0300. Calls cost 12p per minute plus your phone company’s access charge. If you are outside the United Kingdom, please call +44 371 664 0300. Calls outside the United Kingdom will be charged at the applicable international rate. We are open between 9.00 am – 5.30 pm, Monday to Friday excluding public holidays in England and Wales. Please indicate in the box next to the proxy holder’s name the number of shares in relation to which they are authorised to act as your proxy. All forms must be signed and should be returned together in the same envelope.
4. The “Vote Withheld” option is provided to enable you to instruct the registered holder to abstain from voting. 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.
5. To be valid, this form must be completed and deposited at the office of the Company’s registrars, by post or by hand to Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU during normal business hours, not less than 48 hours before the time fixed for holding the meeting or adjourned meeting. On line voting is available on our registrar’s website: [www.signalshares.com](http://www.signalshares.com) (All votes need to be received at least 48 hours before the meeting).
6. The return of a completed proxy form will not preclude a member from attending the Annual General Meeting and voting in person if he/she wishes to do so.
7. If the appointor is a corporation, this form must be under its common seal or under the hand of some officer or attorney duly authorised in that behalf.
8. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
9. If this form is returned without any indication as to how the person appointed proxy shall vote, he/she will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting.
10. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service, using the agent ID: RA10 in accordance with the procedures set out in the CREST manual. Please find full details in the notice of Meeting.