

The Court Meeting of UK Commercial Property REIT Limited ("UKCM" or the "Company") will be held on 2 May 2024 at 10.00 a.m. at Eventspace, Salisbury House, 114 London Wall, London EC2M 5QD.

Shareholder Reference Number

Please detach this portion before posting this proxy form

Form of Proxy – UK Commercial Property REIT Limited Court Meeting to be held on 2 May 2024



Cast your Proxy online 24/7 ...It's fast, easy and secure!
www.investorcentre.co.uk/eproxy

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown above and agree to certain terms and conditions. You can view the Scheme Document and the notice of the Court Meeting online at: www.ukcpreit.com/en-gb/merger/access.

Control Number: 919104

SRN:

PIN:

To be effective, all proxy appointments must be lodged with Computershare Investor Services (Guernsey) Limited (the "Registrar") at: Computershare Investor Services (Guernsey) Limited, c/o The Pavilions, Bridgwater Road, Bristol, United Kingdom BS99 6ZY, or electronically through the share portal service at www.investorcentre.co.uk/eproxy, by 10.00 a.m. on 30 April 2024. A copy of this blue Form of Proxy may also be handed to a representative of the Registrar or the Chairman of the Court Meeting before the start of and at the Court Meeting.

Explanatory Notes:

- Full details of the resolution to be proposed at the Court Meeting, with explanatory notes, are set out in the shareholder circular made available to members of the Company ("UKCM Shareholders") on 9 April 2024 (the "Scheme Document"). Unless otherwise defined, all capitalised words and phrases in this Form of Proxy and these Explanatory Notes shall have the meanings given to them set out in the Scheme Document.
- Pursuant to Regulation 41 of the Uncertificated Securities (Guernsey) Regulations 2009, entitlement to attend, speak and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company (the "Register of Members") at 6.00 p.m. on 30 April 2024 (or, if the meeting is adjourned or postponed, at 6.00 p.m. on the date which two Business Days prior to the date set for the adjourned or postponed meeting). Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend, speak and vote at the meeting.
- If someone else signs your Form of Proxy on your behalf, the power of attorney or other authority under which it is signed (or a notarially certified copy of such power of attorney or authority) must accompany the Form of Proxy. In the case of a corporation, your Form of Proxy must be executed either under the corporation's common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary). In the case of joint holders, only the holder elected by such joint holders to represent them and vote in their name (or, where no such election has been made, the person whose name stands first in the Register of Members in respect of that joint holding) will be entitled to vote in respect of the relevant joint holding. Any vote cast by such joint holder shall be accepted to the exclusion of the votes of the other joint holders.
- Every Scheme Shareholder (as defined in the Scheme Document) has the right to appoint the chairman of the Court Meeting (the "Chairman") (or some other person(s)), as his or her proxy to exercise all or any of his or her rights, to attend, speak and vote on their behalf at the meeting. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box on the reverse hereof the number of shares in relation to which the proxy is authorised to act as your proxy. If left blank, the proxy will be deemed to be appointed in respect of your full voting entitlement.
- The completion and return of this Form of Proxy (or transmission of a proxy appointment or voting instruction electronically, through CREST or by any other procedure described in the Scheme Document) will not prevent you from attending, speaking, asking questions and voting at the Court Meeting. If a member attends the meeting and votes, any proxy appointment will be terminated and the proxy vote disregarded in respect of those shares so voted.
- To be valid, this Form of Proxy must be returned so as to be received by the Registrar at Computershare Investor Services (Guernsey) Limited, c/o The Pavilions, Bridgwater Road, Bristol, United Kingdom BS99 6ZY, or electronically through the share portal service at www.investorcentre.co.uk/eproxy, no later than 10.00 a.m. on 30 April 2024 (or in the case of an adjourned or postponed meeting not later than 48 hours (excluding any non-Business Days) prior to the time and date set for the adjourned or postponed meeting). If the forms are not so returned, they may be handed to a representative of the Registrar or to the Chairman, before the start of the Court Meeting and will still be valid.
- To appoint more than one proxy in respect of a different share or shares, an additional Form of Proxy may be obtained by contacting the Registrar's helpline on +44 (0)370 707 4040 or you may photocopy this Form of Proxy. Please indicate in the box on the reverse the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All Forms of Proxy must be signed and should be returned together in the same envelope (if possible).
- Please indicate by signing in the boxes overleaf to show how you wish your vote to be cast. If you sign in more than one box, this Form of Proxy will be invalid. If returned without an indication as to how the proxy shall vote on any particular matter, this Form of Proxy will be invalid. Unless otherwise instructed, the proxy will exercise his/her discretion as to any other business (including amendments to the Scheme and any procedural matters, including any resolution to adjourn) which may come before the Court Meeting.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 48 hours (excluding any non-Business Days) before the time appointed for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 34 of the Uncertificated Securities (Guernsey) Regulations 2009.
- A corporation which is a shareholder can by resolution of its directors or other governing body appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member (other than to appoint a proxy) provided that no more than one corporate representative exercises powers over the same share.
- This Form of Proxy must be signed in order to be valid. Any alterations made to this Form of Proxy should be initialled.
- If you have any questions relating to this Form of Proxy, please ring the Registrar's helpline on +44 (0)370 707 4040. This helpline cannot provide advice on the merits of the Scheme nor give any financial, legal or taxation advice.

Kindly Note: This Form of Proxy is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Guernsey) Limited accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chairman of the Court Meeting as your proxy. Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

I/We hereby appoint the Chairman of the Court Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Court Meeting of UKCM to be held at **Eventspace, Salisbury House, 114 London Wall, London EC2M 5QD on 2 May 2024 at 10.00 a.m.**, and at any adjourned or postponed meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 7 (see front) and enter the number of shares in respect of which the proxy is appointed in the box below.

☐ Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



Number of shares over which the proxy is appointed.

Civil action no. 2554

In the Royal Court of Guernsey (Ordinary Division)

In the Matter of UK Commercial Property REIT Limited and in the Matter of the Companies (Guernsey) Law, 2008 (as amended)

If you wish to vote in favour of the approval of the Scheme, sign in the box marked 'FOR the Scheme', or if you wish to vote against the Scheme, sign in the box marked 'AGAINST the Scheme'.

PLEASE SIGN IN ONLY ONE OF THE BOXES BELOW. THE FORM MUST BE SIGNED IN ORDER TO BE VALID. HOWEVER, IF YOU SIGN MORE THAN ONE BOX THIS FORM OF PROXY WILL BE INVALID.

FOR the Scheme

Signed

AGAINST the Scheme

Signed

I/We instruct my/our proxy as indicated on this Form of Proxy. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting other than the resolution to approve the Scheme which may come before the Court Meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this Form of Proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).