

# DRUM Income Plus REIT plc

The Drum Income Plus REIT plc (“Drum” or the “Company”) General Meeting will be held on 19 October 2021 at 10.15 a.m. (or as soon thereafter as the Court Meeting has been concluded or adjourned) at the offices of Dickson Minto W.S. at 16 Charlotte Square, Edinburgh EH2 4DF.

## Attendance

In light of the ongoing COVID-19 pandemic and resulting restrictions on large gatherings, if you wish to attend the General Meeting in person, you must send an email to [DRIP.REIT@itcgroup.com](mailto:DRIP.REIT@itcgroup.com) by 10.15 a.m. on 15 October 2021 to make an advance booking for your attendance. You will also be asked to comply with the COVID-19 enhanced safety measures in place at the venue. The Company will notify shareholders of any changes to these arrangements prior to the General Meeting via a Regulatory Information Service and on its website, [www.dripreit.co.uk/investor-centre/](http://www.dripreit.co.uk/investor-centre/).

## Form of Proxy – Drum Income Plus REIT plc General Meeting to be held on 19 October 2021



Cast your Proxy online 24/7 ...It's fast, easy and secure!  
[www.investorcentre.co.uk/eproxy](http://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 Notice of Drum Income Plus REIT plc General Meeting online at: [www.dripreit.co.uk/investor-centre/](http://www.dripreit.co.uk/investor-centre/).

Control Number: 917454

SRN:

PIN:

To be effective, all proxy appointments must be lodged with Computershare Investor Services PLC (the “Registrars”) at:  
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 10.15 a.m. on 15 October 2021.

## Explanatory Notes:

1. Full details of the resolution to be proposed at the General Meeting, with explanatory notes, are set out in the shareholder circular made available to members of the Company on 28 September 2021 (the “Scheme Document”). All capitalised but undefined terms in this Form of Proxy and these Explanatory Notes shall have the meaning as set out in that shareholder circular.
2. In light of the ongoing COVID-19 pandemic and resulting restrictions on large gatherings, if you wish to attend the General Meeting in person, you must send an email to [DRIP.REIT@itcgroup.com](mailto:DRIP.REIT@itcgroup.com) by 10.15 a.m. on 15 October 2021 to make an advance booking for your attendance. You will also be asked to comply with the COVID-19 enhanced safety measures in place at the venue. The Company will notify shareholders of any changes to these arrangements prior to the General Meeting via a Regulatory Information Service and on its website, [www.dripreit.co.uk/investor-centre/](http://www.dripreit.co.uk/investor-centre/).
3. 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, asking questions and voting at the General Meeting in person, if you are entitled to and wish to do so (subject to any COVID-19 restrictions in force at the time). Drum Shareholders may also submit questions to be considered at the General Meeting at any time up to 48 hours (excluding any part of a day that is not a working day) before the General Meeting by emailing [DRIP.REIT@itcgroup.com](mailto:DRIP.REIT@itcgroup.com).
4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the General Meeting and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company at 6.00 p.m. on 15 October 2021 (or, if the General Meeting is adjourned, at 6.00 p.m. on the date which is not later than 48 hours (excluding any part of a day that is not a working day) prior to the date set for the adjourned meeting). Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the General Meeting.
5. Every member of the Company has the right to appoint the Chair of the General Meeting (or some other person) 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 General 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.
6. To be valid, this Form of Proxy must be returned so as to be received by the Registrars at Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, United Kingdom no later than 10.15 a.m. on 15 October 2021 (or in the case of an adjourned meeting not later than 48 hours (excluding any part of a day that is not a working day) prior to the time and date set for the adjourned meeting). This Form of Proxy cannot be handed to the Chair of the General Meeting nor can it be emailed on the day of the General Meeting.
7. To appoint the proxy more than once 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 1222 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).
8. Please indicate with an 'X' to show how you wish your vote to be cast. If you mark an 'X' 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, the proxy will exercise his/her discretion as to whether, and if so how, he/she votes (or if this Form of Proxy has been issued in respect of a designated account for a shareholder, the Chair will exercise his discretion as to whether, and if so how, he votes). Unless otherwise instructed, the person appointed as 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 General Meeting.
9. The 'Vote Withheld' option overleaf is provided to enable you to abstain on the resolutions. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' the resolutions.
10. 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 (or in the case of an adjourned meeting not later than 48 hours (excluding any part of a day that is not a working day) before the time appointed for holding the General 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 35(5)(a) of the Uncertificated Securities Regulations 2001. You may also appoint a proxy electronically by logging on to [www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy).
11. The above is how your address appears on the register of members of the Company. If this information is incorrect please ring the Registrar's helpline on +44 (0) 370 707 1222 to request a change of address form or go to [www.investorcentre.co.uk](http://www.investorcentre.co.uk) to use the online Investor Centre service.
12. As an alternative to appointing a proxy, any Shareholder which is a corporation may appoint one or more corporate representatives who may exercise on its behalf all its powers as a member, provided that if two or more corporate representatives purport to vote in respect of the same shares, if they purport to exercise the power in the same way as each other, the power is treated as exercised in that way, and in other cases the power is treated as not exercised.
13. This Form of Proxy must be signed in order to be valid. Any alterations made to this Form of Proxy should be initialled.
14. In the case of joint holders of a share the vote of the senior holder who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company.
15. If you have any questions relating to this Form of Proxy, please ring the helpline on +44 (0) 370 707 1222. This helpline cannot provide advice on the merits of the resolutions or 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 PLC 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 Chair of the General Meeting as your proxy. Please leave this box blank if you want to select the Chair. Do not insert your own name(s).



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I/We hereby appoint the Chair of the General 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 General Meeting to be held at the offices of **Dickson Minto W.S. at 16 Charlotte Square, Edinburgh EH2 4DF on 19 October 2021 at 10.15 a.m.** (or as soon thereafter as the Court Meeting has been concluded or adjourned) and at any adjourned meeting.

\* For the appointment of more than one proxy, please refer to Explanatory Note 11 (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.

X
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Number of shares over which the proxy is appointed.

## Special Resolution

1. For the purposes of the Scheme:

- a. to authorise the directors of the Company to take all such action as they may consider necessary or appropriate for carrying the Scheme into effect;
- b. to amend the articles of association of the Company; and
- c. to re-register the Company as a private company with the name Custodian Real Estate (Drop Holdings) Limited.

For	Against	Vote Withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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 General Meeting.

**Signature**

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**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).

