

## DIGITAL CORE REIT

### MINUTES OF ANNUAL GENERAL MEETING

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<b>DETAIL</b>	:	Held by way of electronic means
<b>DATE</b>	:	Thursday, 20 April 2023
<b>TIME</b>	:	08:30 a.m.
<b>PRESENT/ IN ATTENDANCE</b>	:	Via Live Webcast or Audio Conference
<b>CHAIRMAN OF MEETING</b>	:	Mr John Herbert

#### CHAIRMAN

Mr John Herbert, Lead Independent Director of Digital Core Management Pte. Ltd., the manager of Digital Core REIT (the “**Manager**”), took the chair of the Annual General Meeting (“**AGM**” or “**Meeting**”) and extended a warm welcome to all present and introduced the Board of Directors as well as the Chief Executive Officer (“**CEO**”) and Chief Financial Officer of the Manager.

#### QUORUM

As a quorum was present, Chairman declared the Meeting open at 8:30 a.m.

#### NOTICE

With the consent of the Unitholders, the Notice convening the Meeting was taken as read.

#### INTRODUCTION

Chairman informed the Unitholders that a “live” voting, as well as a “live” question and answer session (“**Q&A**”) would be conducted at this AGM.

Digital Core REIT had responded to key questions received from Unitholders before the Meeting. The detailed responses to key questions from Unitholders were announced via SGXNet on 19 April 2023 and the same had been posted on Digital Core REIT’s website.

Chairman added that CEO would be giving Unitholders a presentation prior to the commencement of the “live” Q&A and voting.

CEO took the Meeting through the presentation. For further details, please refer to the AGM presentation slides released to Singapore Exchange Securities Trading Limited (“**SGX-ST**”) after the AGM held on 20 April 2023.

A short video on how to use the audio-visual platform to submit questions and votes during the course of this AGM was presented to Unitholders and Chairman invited Unitholders to submit their questions.

It was noted that there were no questions raised by the Unitholders during the “live” Q&A.

#### CONDUCT OF THE VOTING

Chairman informed at the Meeting that voting on all resolutions tabled at this Meeting would be conducted by poll and Unitholders and appointed proxies attending the Meeting via the audio-visual platform would be able to vote in real time. Reliance 3P Advisory Pte. Ltd. (“**Reliance**”) had been appointed as scrutineer (“**Scrutineer**”) for the poll.

**APPOINTMENT OF CHAIRMAN AS PROXY**

Chairman informed at the Meeting that, in his capacity as Chairman of the Meeting, he had been appointed as proxy by Unitholders who had directed him to vote on their behalf. As such, he would in that capacity, be voting on the resolutions to be tabled at the Meeting, in accordance with the expressed wishes of the Unitholders.

Chairman proceeded to read out the resolutions tabled at this AGM as set out below.

**AS ORDINARY BUSINESS**

- 1. ORDINARY RESOLUTION 1 – TO RECEIVE AND ADOPT THE REPORT OF PERPETUAL (ASIA) LIMITED, AS TRUSTEE OF DIGITAL CORE REIT (THE “TRUSTEE”), THE STATEMENT BY THE MANAGER, THE AUDITED FINANCIAL STATEMENTS OF DIGITAL CORE REIT FOR THE FINANCIAL PERIOD FROM 6 DECEMBER 2021 TO 31 DECEMBER 2022 AND THE AUDITORS’ REPORT THEREON.**

Chairman proposed Ordinary Resolution 1 to receive and adopt the Trustee’s Report, the Statement by the Manager, the Audited Financial Statements of Digital Core REIT for the financial period from 6 December 2021 to 31 December 2022 and the Auditors’ Report thereon.

- 2. ORDINARY RESOLUTION 2 – RE-APPOINTMENT OF KPMG LLP AS AUDITORS OF DIGITAL CORE REIT AND TO AUTHORISE THE MANAGER TO FIX THE AUDITORS’ REMUNERATION**

Chairman proposed Ordinary Resolution 2 to re-appoint KPMG LLP as Auditor of Digital Core REIT to hold office until the conclusion of the next AGM, and to authorise the Manager to fix their remuneration. KPMG LLP had expressed their willingness to continue in office.

**AS SPECIAL BUSINESS**

- 3. ORDINARY RESOLUTION 3 – TO AUTHORISE THE MANAGER TO ISSUE UNITS AND TO MAKE OR GRANT CONVERTIBLE INSTRUMENTS**

Chairman proposed Ordinary Resolution 3 to authorise the Manager to issue units and to make or grant convertible instruments as set out in the Notice of AGM.

- 4. ORDINARY RESOLUTION 4 – RENEWAL OF THE UNIT BUY-BACK MANDATE**

Chairman proposed Ordinary Resolution 4 to approve the renewal of the unit buy-back mandate as set out in the Notice of AGM.

**CLOSING OF POLL AND RESULTS**

Chairman informed Unitholders that all resolutions have been put to a vote at this AGM and reminded Unitholders to cast their votes via the polling system, following which the poll would be closed and the polling results would be presented to Unitholders.

The votes of Unitholders who had cast their votes “live” had been counted and verified by the Scrutineers and the polling results were as follows:

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Resolution number and details	Total number of units represented by votes for and against the relevant resolution	For		Against	
		Number of Units	Percentage %	Number of Units	Percentage %
<b>Ordinary Resolution 1</b> To receive and adopt the Trustee's Report, the Manager's Statement, the Audited Financial Statements of Digital Core REIT for the financial period from 6 December 2021 to 31 December 2022 and the Auditors' Report thereon.	868,712,839	868,520,839	99.98%	192,000	0.02%
<b>Ordinary Resolution 2</b> To re-appoint KPMG LLP as the Auditors of Digital Core REIT and authorise the Manager to fix the Auditors' remuneration.	868,140,939	861,263,826	99.21%	6,877,113	0.79%
<b>Ordinary Resolution 3</b> To authorise the Manager to issue Units and to make or grant convertible instruments.	869,053,239	859,914,471	98.95%	9,138,768	1.05%
<b>Ordinary Resolution 4</b> To approve the renewal of the Unit Buy-Back Mandate.	868,464,130	861,620,115	99.21%	6,844,015	0.79%

Based on the results of the poll, Chairman declared Resolutions 1 to 4 carried. A copy of the Scrutineer's Certificate issued by Reliance is annexed to these minutes as "Appendix A".

## CONCLUSION

There being no other business, the Chairman declared the Meeting closed at 8:56 a.m. and thanked everyone for their attendance.

**CONFIRMED AS TRUE RECORD OF PROCEEDINGS HELD**

**JOHN HERBERT  
CHAIRMAN OF THE MEETING**


**Reliance 3P Advisory Pte. Ltd.**

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**SCRUTINEERS' CERTIFICATE**
**Date : 20 April 2023**

To: The Chairman of the ANNUAL GENERAL MEETING  
**DIGITAL CORE REIT**

Dear Sir,

As scrutineers appointed for the purpose of the Poll taken at the Annual General Meeting of the Members of the Company held on 20 April 2023, WE HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES TOTAL</b>
ORDINARY RESOLUTION 1	868,520,839	99.98	192,100	0.02	868,712,939
ORDINARY RESOLUTION 2	861,263,826	99.21	6,877,113	0.79	868,140,939
ORDINARY RESOLUTION 3	859,914,471	98.95	9,138,768	1.05	869,053,239
ORDINARY RESOLUTION 4	861,620,115	99.21	6,844,015	0.79	868,464,130

**Verified by:**

**Name: Donovan Chan**  
**Lead Scrutineer**  
**On behalf of Reliance 3P Advisory Pte Ltd**