DIGITAL CORE REIT

(a real estate investment trust constituted on 10 November 2021
under the laws of the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of the holders of units in Digital Core REIT ("**Unitholders**") will be convened and held at NTUC Centre, 1 Marina Boulevard, Training Room 801 on Level 8, One Marina Boulevard, Singapore 018989 on Wednesday, 16 April 2025 at 9.00 a.m. (Singapore Time) to transact the following business:

ORDINARY BUSINESS

1. To receive and adopt the Report of Perpetual (Asia) Limited, as trustee of Digital Core REIT (the "**Trustee**"), the Statement by Digital Core REIT Management Pte. Ltd., as manager of Digital Core REIT (the "**Manager**"), and the Audited Financial Statements of Digital Core REIT for the financial period from 1 January 2024 to 31 December 2024 and the Auditors' Report thereon. **Ordinary Resolution 1**

2. To re-appoint KPMG LLP as Auditors of Digital Core REIT and to authorise the Manager to fix their remuneration. **Ordinary Resolution 2**

SPECIAL BUSINESS

To consider and, if supported by Unitholders, to pass with or without any modifications, the following resolutions:

3. That authority be and is hereby given to the Manager to: **Ordinary Resolution 3**

(a) **(i)** issue units in Digital Core REIT ("**Units**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,

at any time and upon such terms and conditions and for

such purposes and to such persons as the Manager may in its absolute discretion deem fit; and

(b) issue Units in pursuance of any Instrument made or granted by the Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

provided that:

(1) the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed fifty per cent (50.0%) of the total number of issued Units (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a *pro rata* basis to Unitholders (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed twenty per cent (20.0%) of the total number of issued Units (as calculated in accordance with sub-paragraph (2) below);

(2) subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the purpose of determining the aggregate number of Units that may be issued under sub-paragraph (1) above, the total number of issued Units shall be based on the total number of issued Units at the time this Resolution is passed, after adjusting for:

(a) any new Units arising from the conversion or exercise of any convertible securities or Unit options or vesting of Unit awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and

(b) any subsequent bonus issue, consolidation or subdivision of Units;

(3) in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the trust deed dated 10 November 2021 constituting Digital Core REIT (as amended) (the "**Trust Deed**") for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore);

(4) (unless revoked or varied by the Unitholders in a general meeting) the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next annual general meeting of Digital Core REIT or (ii) the date by which the next annual general meeting of Digital Core REIT is required by applicable laws and regulations or the Trust Deed to be held, whichever is earlier;

(5) where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and

(6) the Manager and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interests of Digital Core REIT to give effect to the authority conferred by this Resolution.

(Please see Explanatory Note 1)

4. That: **Ordinary Resolution 4**

(a) the exercise of all the powers of the Manager to repurchase issued Units for and on behalf of Digital Core REIT not exceeding in aggregate the Maximum Limit (as

hereafter defined), at such price or prices as may be determined by the Manager from time to time up to the Maximum Price (as hereafter defined), whether by way of:

(i) market repurchase(s) on the SGX-ST and/or, as the case may be, such other stock exchange for the time being on which the Units may be listed and quoted; and/or

(ii) off-market repurchase(s) (which are not market repurchase(s)) in accordance with any equal access scheme(s) as may be determined or formulated by the Manager as it considers fit in accordance with the Trust Deed,

and otherwise in accordance with all applicable laws and regulations including the rules of the SGX-ST or, as the case may be, such other stock exchange for the time being on which the Units may be listed and quoted, be and is hereby authorised and approved generally and unconditionally (the "**Unit Buy-Back Mandate**");

(b) (unless revoked or varied by the Unitholders in a general meeting) the authority conferred on the Manager pursuant to the Unit Buy-Back Mandate may be exercised by the Manager at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

(i) the date on which the next annual general meeting of Digital Core REIT is held;

(ii) the date by which the next annual general meeting of Digital Core REIT is required by applicable laws and regulations or the provisions of the Trust Deed to be held; or

(iii) the date on which repurchases of Units by the Manager pursuant to the Unit Buy-Back Mandate are carried out to the full extent mandated;

(c) in this Resolution:

"**Average Closing Price**" means the average of the closing market prices of the Units over the last five Market Days, on which transactions in the Units were recorded, immediately preceding the date of the market repurchase or, as the case may be, the date of the making of the offer pursuant to the off-market repurchase, and deemed to be adjusted for any corporate action that occurs during the relevant five Market Days and the date of the market repurchase or, as the case may be, the date of the making of the offer pursuant to the off-market repurchase;

"**date of the making of the offer**" means the date on which the Manager makes an offer for an off-market repurchase, stating therein the repurchase price (which shall not be more than the Maximum Price for an off-market repurchase calculated on the foregoing basis) for each Unit and the relevant terms of the equal access scheme for effecting the off-market repurchase;

"**Market Day**" means a day on which the SGX-ST and/or, as the case may be, such other stock exchange for the time being on which the Units may be listed and quoted, is open for trading in securities;

"**Maximum Limit**" means that number of Units representing 10.0% of the total number of issued Units as at the date of the passing of this Resolution; and

"**Maximum Price**" in relation to a Unit to be repurchased, means the repurchase price (excluding brokerage, stamp duty, commission, applicable goods and services tax and other related expenses) which shall not exceed 105.0% of the Average Closing Price of the Units for both a market repurchase and an off-market repurchase; and

(d) the Manager and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interests of Digital Core REIT to give effect to the transactions contemplated and/or authorised by this Resolution.

(Please see Explanatory Note 2)

By Order of the Board of Digital Core REIT Management Pte. Ltd.
(as Manager of Digital Core REIT)
(Company Registration No. 202123160H)

John J. Stewart
Chief Executive Officer

Singapore
26 March 2025

IMPORTANT NOTICE:

1. The AGM is being convened and will be held in a **wholly physical format** at NTUC Centre, 1 Marina Boulevard, Training Room 801 on Level 8, One Marina Boulevard Singapore 018989 on **Wednesday, 16 April 2025 at 9.00 a.m. (Singapore Time)**. There will be **no option to participate virtually**.

   Printed copies of this Notice have been sent to Unitholders. This Notice will also be made available on Digital Core REIT's website at https://www.digitalcorereit.com/investor-relations/agm-egm/ and will also be made available on the SGX-ST website at https://www.sgx.com/securities/company-announcements.

2. Unitholders, including SRS investors, and (where applicable) their duly appointed proxy(ies) will be able to attend the AGM in person. They will first need to register personally at the registration counter(s) outside the AGM venue on the day of the event and should bring along their NRIC/passport to enable the Manager to verify their identity for entry to, and (where applicable) be provided with a handheld device for electronic voting at, the AGM.

   Registration will commence at **8.00 a.m. on Wednesday, 16 April 2025**. Unitholders are advised not to attend the AGM if they are feeling unwell.

3. A Unitholder who is not a relevant intermediary (as defined below) entitled to attend, speak and vote at the AGM is entitled to appoint not more than two proxies to attend, speak and vote in the Unitholder's stead. A proxy need not be a Unitholder.

4. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless the Unitholder specifies in the proxy form the proportion of the Unitholder's holdings (expressed as a percentage of the whole) to be represented by each proxy.

5. A Unitholder who is a relevant intermediary entitled to attend, speak, and vote at the AGM is entitled to appoint more than two proxies to attend, speak and vote instead of the Unitholder, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder appoints more than one proxy, the appointments shall be invalid unless the Unitholder specifies the number of Units in relation to which each proxy has been appointed.

   "**relevant intermediary**" means:

   (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;

   (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds Units in that capacity; or

   (c) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act 1953 of Singapore, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

6. Unitholders, including SRS investors, may submit questions related to the resolutions to be tabled for approval at the AGM, in advance of, or live at, the AGM.

Unitholders, including SRS investors, can submit to the Chairman of the AGM substantial and relevant questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM. Such questions must be received by the Manager no later than **5.30 p.m. on Wednesday, 2 April 2025**, and can be submitted in the following manner:

(i) if submitted electronically, be submitted via email to Digital Core REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at digitalcorereit@boardroomlimited.com; or

(ii) if submitted by post, be deposited at the office of Digital Core REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632.

Unitholders, including SRS investors, who submit questions via email or by post to Digital Core REIT's Unit Registrar must provide the following information:

(1) the Unitholder's full name;

(2) the Unitholder's full NRIC / Passport Number;

(3) the Unitholder's address; and

(4) the manner in which the Unitholder holds Units in Digital Core REIT (e.g., via CDP or SRS).

The Manager will endeavour to address all substantial and relevant questions received in advance of the AGM from Unitholders, prior to or during the AGM. The Manager will publish the responses to such questions which the Manager will not be addressing during the AGM, on Digital Core REIT's website and on SGX-ST website prior to the AGM. Where substantially similar questions are received, the Manager will consolidate such questions and consequently not all questions may be individually addressed.

The Manager will publish the minutes of the AGM on Digital Core REIT's website and on the SGX-ST website, and the minutes will include the responses to the substantial and relevant questions from Unitholders which are addressed during the AGM.

7. Unitholders can vote at the AGM themselves or through their duly appointed proxy(ies).

Upon their registration at the AGM venue, Unitholders, including SRS investors, or where applicable, their duly appointed proxy(ies), will be provided with a handheld device for electronic voting at the AGM.

As an alternative to the above, Unitholders may also vote at the AGM by appointing the Chairman of the AGM as their proxy to vote on their behalf. Please refer to paragraph 8 below for the manner of submission of the proxy form.

8. **Unitholders who wish to submit an instrument of proxy for his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM must do so in accordance with the instructions on the accompanying proxy form for the AGM** ("**Proxy Form**"). The Proxy Form may be downloaded from the SGX-ST website at the URL https://www.sgx.com/securities/company-announcements or from Digital Core REIT's website at https://www.digitalcorereit.com/. For convenience, printed copies of the Proxy Form will also be sent by post to Unitholders. Additional printed copies of the Proxy Form, if required, can be requested from Digital Core REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., by calling +65 6536 5355 (during

office hours) or via email at digitalcorereit@boardroomlimited.com. Requests for printed copies of the Proxy Form should be made by **5.30 p.m.** on **Friday, 4 April 2025**.

The Proxy Form must be submitted to the Manager c/o Digital Core REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., in the following manner by **9.00 a.m. on Sunday, 13 April 2025**, being not less than 72 hours before the time fixed for holding the AGM:

(i) if submitted electronically, be submitted via email to Digital Core REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at digitalcorereit@boardroomlimited.com; or

(ii) if submitted by post, be deposited at the office of Digital Core REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632.

A Unitholder who wishes to submit the Proxy Form by post or via email can either use the printed copy of the Proxy Form which has been sent to the Unitholder by post or download a copy of the Proxy Form from the SGX-ST website or Digital Core REIT's website, and complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

Completion and submission of an instrument appointing a proxy(ies) by a Unitholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of a proxy(ies) for the AGM shall be deemed to be revoked if the Unitholder attends the AGM, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.

9. Unitholders who hold their Units through a relevant intermediary, other than SRS investors, and who wish to participate in the AGM by:

(a) attending the AGM in person;

(b) submitting questions to the Chairman of the AGM in advance of, or at, the AGM; and/or

(c) voting at the AGM (i) themselves; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf,

should approach their respective relevant intermediary through which they hold such Units as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

SRS investors who wish to vote at the AGM should approach their respective SRS Operators to submit their votes by **9.00 a.m.** on **Monday, 7 April 2025**, being seven working days before the date of the AGM.

10. Digital Core REIT's Annual Report 2024 and the Letter to Unitholders dated 26 March 2025 (in relation to the proposed renewal of the Unit Buy-Back Mandate) may be accessed at Digital Core REIT's website at https://www.digitalcorereit.com/investor-relations/agm-egm/ and will also be made available on the SGX-ST website at https://www.sgx.com/securities/company-announcements. Printed copies of these documents will not be sent to Unitholders. Any Unitholder who wishes to receive printed copies of Digital Core REIT's Annual Report 2024 and the Letter to Unitholders dated 26 March 2025 should submit his/her/its request via the request form, of which a printed copy has been sent to Unitholders. A digital copy of the request form is also accessible at Digital Core REIT's website at https://www.digitalcorereit.com/investor-relations/agm-egm/. Any

request for printed copies of Digital Core REIT's Annual Report 2024 and the Letter to Unitholders dated 26 March 2025 should be received by the Manager no later than **5.30 p.m.** on **Friday**, **4 April 2025**.

11. The Manager may be required to change the arrangements for the AGM at short notice. Unitholders should check Digital Core REIT's website at https://www.digitalcorereit.com/investor-relations/agm-egm/ or the SGX-ST website at https://www.sgx.com/securities/company-announcements for the latest updates on the status of the AGM.

12. Any reference to a time of day is made by reference to Singapore time.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) to attend, speak and vote at the AGM and/or any adjournment thereof and/or submitting any question to the Chairman of the AGM in advance of the AGM in accordance with this Notice of AGM, a Unitholder consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents) for the purpose of the processing and administration by the Manager and the Trustee (or their agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Manager and the Trustee (or their agents) to comply with any applicable laws, listing rules, regulations and/or guidelines.

EXPLANATORY NOTES:

1. Ordinary Resolution 3

Ordinary Resolution 3, if passed, will empower the Manager to issue Units and to make or grant Instruments and to issue Units in pursuance of such Instruments from the date of the annual general meeting of Digital Core REIT until (i) the conclusion of the next annual general meeting of Digital Core REIT or (ii) the date by which the next annual general meeting of Digital Core REIT is required by applicable laws and regulations or the provisions of the Trust Deed to be held, whichever is the earlier, unless such authority is earlier revoked or varied by the Unitholders in a general meeting. The aggregate number of Units which the Manager may issue (including Units to be issued pursuant to Instruments) under this Resolution must not exceed fifty per cent (50.0%) of the total number of issued Units with a sub-limit of twenty per cent (20.0%) for issues other than on a *pro rata* basis to Unitholders.

For the purpose of determining the aggregate number of Units that may be issued, the total number of issued Units will be based on the total number of issued Units at the time Ordinary Resolution 3 is passed, after adjusting for (i) new Units arising from the conversion or exercise of any convertible securities or Unit options or vesting of Unit awards which were issued and are outstanding or subsisting at the time this Resolution is passed and (ii) any subsequent bonus issue, consolidation or subdivision of Units.

Fund raising by issuance of new Units may be required in instances of property acquisitions or debt repayments. In any event, if the approval of Unitholders is required under the Listing Manual of the SGX-ST and the Trust Deed or any applicable laws and regulations, in such instances, the Manager will then obtain the approval of Unitholders accordingly.

2. Ordinary Resolution 4

Ordinary Resolution 4, if passed, will empower the Manager from the date of the annual general meeting of Digital Core REIT until (i) the date on which the next annual general meeting of Digital Core REIT is held, (ii) the date by which the next annual general meeting of Digital Core REIT is required by applicable laws and regulations or the provisions of the Trust Deed to be held, or (iii) the date on which the repurchases of Units pursuant to the Unit Buy-Back Mandate are carried out to the full extent mandated, whichever is earliest, to exercise all the powers to repurchase issued Units for and on behalf of Digital Core REIT not exceeding in aggregate 10.0% of the total number of Units as at the date of the passing of this Resolution, whether by way of market repurchase(s) or off-market repurchase(s), on the terms of the Unit Buy-Back Mandate set out in the Letter to Unitholders dated 26 March 2025, unless such authority is revoked or varied by the Unitholders in a general meeting.