

Company No: 12596933

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

M&G SHARED OWNERSHIP REIT PLC (the "Company")

ANNUAL GENERAL MEETING RESOLUTIONS

PASSED ON 30th SEPTEMBER 2022

At the Annual General Meeting of the Company duly convened and held by video conference at 13:00 on 30th September 2022 the following resolutions were duly passed as ordinary resolutions and special resolutions:

RESOLUTIONS

As Ordinary Resolutions

1. To receive the Company's Annual Report and Accounts for the year ended 31 March 2022, together with the Director's report and Auditor's report thereon.
2. To re-appoint Mr Stephen Mark Davie as a Director of the Company with effect from the end of the meeting.
3. To re-appoint Mr Alexander Greaves as a Director of the Company with effect from the end of the meeting.
4. To re-appoint Mr Christopher Perkins as a Director of the Company with effect from the end of the meeting.
5. To re-appoint EY as Auditor of the Company, to hold office until the end of the next general meeting at which accounts are laid before the Company.
6. To authorise the Directors of the Company to determine the remuneration of the Auditors of the Company.
7. That, the Directors be authorised to declare and pay all dividends of the Company as interim dividends and for the last dividend referable to a financial year not to be categorised as a final dividend that is subject to shareholder approval.
8. That, in substitution for any existing authority to allot shares, the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "**Act**") to exercise all the powers of the Company to issue and allot up to 50 billion ordinary shares of £0.01 each in the capital of the Company (the "**Ordinary Shares**"), provided that such number of Ordinary Shares may not exceed 50 billion Ordinary Shares, such authority to expire at the conclusion of the next annual general meeting of the Company, save that the Company may, at any time prior to the expiry of such authority, make an offer or enter into an agreement which would or might require the issue and allotment of Ordinary Shares in pursuance of such an offer or agreement as if such authority had not expired.

RESOLUTIONS

As special resolutions

9. That, the Directors be and are hereby generally empowered (pursuant to sections 570 and 573 of the Act) to allot equity securities (as defined in section 560 of the Act) and to sell Ordinary Shares held by the Company as treasury shares (as defined in section 724 of the Act) for cash pursuant to the authority conferred by Resolution 8 above, as if section 561(1) of the Act did not apply to any such allotment or sale, such power to expire at the conclusion

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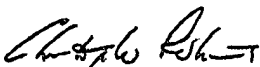
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of the next annual general meeting of the Company, save that the Company may, at any time prior to the expiry of such power, make an offer or enter into an agreement which would or might require equity securities to be allotted or treasury shares sold after the expiry of such power, and the Directors may allot equity securities (and sell treasury shares) in pursuance of such an offer or an agreement as if such power had not expired.

10. That, the Company be authorised to call a general meeting of the Company other than an annual general meeting on not less than 14 clear days' notice.

Signed: 

Director: Christopher Perkins

Dated: 30 September 2022

Registered Office: 10 Fenchurch Avenue, London, EC3M 5AG