

Dexus Convenience Retail REIT (ASX:DXC)

ASX release

20 October 2021

Notice of General Meeting

Dexus Convenience Retail REIT today confirmed details relating to its General Meeting (Meeting).

The Meeting will be held virtually on Tuesday 23 November 2021, commencing at 9.00 am (AEDT). Registration will commence at 8.30am (AEDT) via the link available at <https://agmlive.link/DXC2021>

The Notice of General Meeting, letter to Securityholders, a sample Proxy Form and the Virtual Online Meeting Guide are attached and will be provided to Dexus Convenience Retail REIT Securityholders today.

Authorised by the Board of Dexus Asset Management Limited.

For further information please contact:

Investor enquiries

Chris Brockett
Fund Manager
+61 03 8656 1000
chris.brockett@dexus.com

Media enquiries

Louise Murray
Senior Manager, Communications
+61 2 9017 1446
louise.murray@dexus.com

About Dexus Convenience Retail REIT

Dexus Convenience Retail REIT (ASX code: DXC) (formerly APN Convenience Retail REIT (ASX code: AQR)) is a listed Australian real estate investment trust which owns high quality Australian service stations and convenience retail assets. The fund's portfolio of 111 properties, valued at approximately \$762 million, is predominantly located on Australia's eastern seaboard and leased to leading Australian and international convenience retail tenants. The portfolio has a long lease expiry profile and contracted annual rent increases, delivering the fund a sustainable and strong level of income security. The fund has a conservative approach to capital management with a target gearing range of 25 – 40%. Dexus Convenience Retail REIT is governed by a majority Independent Board, and managed by Dexus (ASX code: DXS), one of Australia's leading fully integrated real estate groups, with over 35 years of expertise in property investment, funds management, asset management and development. www.dexus.com

Dexus Asset Management Limited (ACN 080 674 479, AFSL No. 237500) (the "Responsible Entity") as the responsible entity and issuer of the financial products in respect of Convenience Retail REIT No. 1 (ARSN 101 227 614), Convenience Retail REIT No. 2 (ARSN 619 527 829) and Convenience Retail REIT No. 3 (ARSN 619 527 856) collectively the Dexus Convenience Retail REIT (ASX code: DXC) stapled group. The Responsible Entity is a wholly owned subsidiary of Dexus (ASX code: DXS).

Level 30, 101 Collins Street, Melbourne VIC 3000 Australia. PO Box 18011 Melbourne Collins Street East VIC 8003 Australia

Dexus Convenience Retail REIT

Notice of General Meeting

Date of General Meeting

23 November 2021

Time of General Meeting

9.00am (AEDT)

Place of General Meeting

<https://agmlive.link/DXC2021>

A Proxy Form is enclosed

Please read this Notice of General Meeting and Explanatory Memorandum carefully.

If you are unable to attend the Meeting, please complete and return the enclosed Proxy Form in accordance with the specified directions.

Meeting information

In accordance with section 252S(1) of the Corporations Act 2001 (Cth) the Responsible Entity intends to appoint Independent Director and Chairman of the Board, Geoff Brunsdon, to act as Chair.

Notice is given that general meetings of Securityholders of Dexus Convenience Retail REIT, comprising Convenience Retail REIT No. 1 (ARSN 101 227 614), Convenience Retail REIT No. 2 (ARSN 619 527 829) and Convenience Retail REIT No. 3 (ARSN 619 527 856) (together, **Dexus Convenience Retail REIT** or the **Trusts**), will be held concurrently and virtually on Tuesday 23 November 2021, commencing at 9:00am (AEDT) (**Meeting**).

The health and safety of our Securityholders, employees, and the broader community is paramount. As a result of current government restrictions, the Meeting will be held virtually using the Link Market Services Limited (**Link**) online AGM platform.

We invite you to participate in the Meeting via the link available at <https://agmlive.link/DXC2021>.

Registration will open at 8:30am with the Meeting commencing at 9:00am.

How to participate

To participate in the Meeting, you will need a desktop, laptop or mobile/tablet device with internet access. When you log onto the AGM platform, you will need to provide your details (including SRN or HIN) to be verified as a Securityholders or proxyholder.

Proxyholders will need their login details which will be provided by Link no later than 24 hours before the Meeting.

More information

More information about how to use the online AGM platform (including how to vote, ask questions via the conference call and online during the Meeting) is provided in the Virtual Meeting Online Guide which is available to download at www.dexus.com/DXC-General-Meeting. We recommend you read this guide and the other information available on the website prior to the start of the Meeting.

Questions

We encourage you to submit any questions you may have at the start of the Meeting or as early as you can during the Meeting to ensure they are received in time. Securityholders and proxyholders will be able to ask questions at the Meeting via a conference call telephone line. If you wish to submit questions prior to the Meeting, please download the Question Form from www.dexus.com/DXC-General-Meeting and return it to Link by Tuesday 16 November 2021.

If you wish to ask a question via the conference call telephone line, please contact Link on 1800 990 363 by 9.00am (AEDT) on 23 November 2021 to obtain a PIN to enable you to join the conference call.

More information about how to participate in the Meeting is available in the Virtual Meeting Online Guide available at www.dexus.com/DXC-General-Meeting or by contacting Link.

If you are unable to participate in the Meeting on 23 November 2021, a recording will be available to view after the Meeting at www.dexus.com/DXC-General-Meeting.

This Notice of General Meeting is issued by Dexus Asset Management Limited (ACN 080 674 479) in its capacity as responsible entity for Dexus Convenience Retail REIT.

Terms and abbreviations are defined in the Glossary at the end of this Notice of General Meeting and Explanatory Memorandum.

For further information please refer to the Explanatory Memorandum which accompanies and forms part of this Notice of General Meeting.

Business of the meeting

There is only one item of business for the meeting:

Resolution - Ratification of placement to investors under Listing Rule 7.1

To consider and, if thought fit to pass the following resolution as an **ordinary resolution**:

“That, for the purpose of Listing Rule 7.4 and for all other purposes, Securityholders ratify the issue of 12,500,000 Securities (at an issue price of \$3.60 per Security) pursuant to an institutional placement on 23 August 2021, under Dexus Convenience Retail REIT’s placement capacity under ASX Listing Rule 7.1 on the terms and conditions set out in the Explanatory Memorandum.”

Information on the Resolution is set out in the accompanying Explanatory Memorandum. You should also read the Procedural Notes which form part of this Notice of General Meeting.

By Order of the Board.



Geoff Brunsdon AM

Independent Chairman

Dexus Asset Management Limited

20 October 2021

Procedural notes

Dexus Convenience Retail REIT is the collective name of the three Trusts, and one unit in each of the Trusts together comprises a Security. As each Trust is a separate entity, each is required to conduct a separate meeting.

Geoff Brunsdon as Chair of the Meeting, has determined that because the Resolution to be proposed at each of the three meetings and the persons eligible to vote on the Resolution are the same, each of the three meetings will be conducted concurrently so that, from an administrative and attendee point of view, the conduct of the meetings will be as if they were a single meeting.

Quorum

The quorum necessary for this Meeting is at least two Securityholders present in person, by representative or by proxy holding or representing the holders of at least 10% of the Securities on issue unless the Trust has only one Securityholders that may vote on the Resolution, in which case that one Securityholders constitutes a quorum. If a quorum is not present within 15 minutes after the scheduled time for the Meeting, the Meeting will be adjourned as the Responsible Entity directs. For this Meeting, a quorum may be met by counting Securityholders (including by proxy) attending via the online AGM platform.

Direct voting at the Meeting

As there will be no physical meeting, the only way for you to vote at the Meeting is for you to do so by direct voting. The Directors have determined that at the Meeting, a Securityholder who is entitled to vote on a Resolution is entitled to a direct vote in respect of that Resolution. The Directors have also approved the use of the Link real-time online AGM platform as a means of delivering a direct vote.

If you wish to cast a direct vote at the Meeting, you should attend the Meeting online on 23 November 2021 via the link available at <https://agmlive.link/DXC2021>.

To log in, you will need your holder identifier (SRN or HIN) and postcode.

Voting will be available between the registration open of the Meeting (8:30am on Tuesday 23 November 2021) and the closure of voting as announced by the Chair during the Meeting.

More information regarding online participation at the Meeting including how to vote and ask questions is available in the Virtual General Meeting Online Guide. The Guide is available on the Dexus Convenience Retail REIT website at www.dexus.com/DXC-General-Meeting.

Voting before the Meeting

If you are unable to attend the Meeting in person you may appoint a proxy to attend the Meeting in your place.

If you appoint a proxy, the proxy does not need to be a Securityholder. If you are entitled to cast two or more votes, then you may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

If no proportion or number is specified, each proxy may exercise half of your votes.

Securityholders may appoint a proxy online at www.linkmarketservices.com.au or by submitting a Proxy Form to the securities registry. In order to be effective, Proxy Forms (and any other accompanying documents) must be received by no later than 9:00am (AEDT) on Sunday 21 November 2021. If you lodge your Proxy Form via post, you should consider potential delays to postal services caused by the current government lockdown in meeting this deadline.

To log in, you will need your holder identifier (SRN or HIN) and postcode.

If you sign a Proxy Form and do not appoint the Chair or specify an individual or body corporate as your proxy, you will have appointed the Chair as your proxy by default. In that case, you will also be deemed to have directed the Chair to vote in favour of the Resolution.

If you appoint the Chair as your proxy and do not specifically direct the Chair how to vote on a Resolution, you will be deemed to have directed the Chair to vote in favour of that Resolution.

Submitting your Proxy Form prior to the Meeting

Proxy Forms can be submitted in one of the following ways:

By mail: Dexus Convenience Retail REIT
C/-Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

By fax: +61 2 9287 0309

By hand: Link Market Services Limited
Level 12, 680 George Street, Sydney NSW 2000

Online: www.linkmarketservices.com.au

Step 1: Select Investor Login from the right-hand menu

Step 2: Select Dexus Convenience Retail REIT as the Issuer

Step 3: Enter your Holder Identifier (which appears under the barcode on the front of your Proxy Form) and your postcode or Country

Step 4: Enter the security code, tick the box to accept the terms and conditions and click 'Login'

Step 5: Select 'Voting' from the top menu and follow the prompts to lodge your Proxy

If a Proxy Form is signed under a power of attorney, it must be accompanied by the original power of attorney under which the Proxy Form is signed, or a certified copy of that power of attorney.

Corporate representatives

A corporation that is a Securityholder may appoint an individual to act as its representative and cast its vote at the Meeting. The appointment must comply with section 253B of the Corporations Act. The representative must provide evidence of their appointment including any authority under which it is signed and a 'Certificate of Appointment of Representative'. A form of the certification may be obtained from Link and must be returned to the Security Registry, Link, so it is received no later than 9:00am (AEDT) on Sunday 21 November 2021.

Please see the attached Explanatory Notes for further information in respect of the Resolution.

Joint holdings

If your Securities are jointly held, only one of the joint Securityholders is entitled to vote. If both joint Securityholders attend the Meeting through the online AGM platform, only the vote of the person whose name is first on the Register will be counted. In the case of joint Securityholders, the Proxy Form may be completed by any one Securityholder.

Eligibility to vote

Securityholders registered as holders of stapled securities in Dexus Convenience Retail REIT (comprising units in the Trusts) as at 9:00am (AEDT) on 21 November 2021 will be entitled to attend the Meeting and vote on the Resolution.

Required majority

The Resolution is an ordinary resolution and will be passed if more than 50% of the votes cast by Securityholders present (in person or by representative or by proxy) and eligible to vote are cast in favour of that Resolution.

Poll

The Resolution and any procedural matters arising during the Meeting will be decided on a poll. On a poll, each Securityholder has one vote for each Security held.

Voting exclusion

In accordance with section 253E of the Corporations Act, the Responsible Entity and its Associates are not entitled to vote on the Resolution if they have an interest in the resolution in the Resolution other than as a Securityholder. The Responsible Entity and its associates may still vote as proxies, if their appointments specify the way they are to vote, and they vote that way.

Certain persons are not entitled to vote on the Resolution under the ASX Listing Rules. Refer to the Voting Exclusion Statement in the Explanatory Memorandum for further information.

Enquiries

If you have any questions about the Resolution, attending the Meeting, how to vote on the Resolution or completing the Proxy Form, please contact Link on 1300 554 474 Monday to Friday between 8:30am and 5:30pm (Sydney time) or consult your financial or other professional advisor.

Issued by Dexus Asset Management Limited (ACN 080 674 479 AFSL 237500) as the Responsible Entity of the Trusts.

Explanatory Memorandum

This Explanatory Memorandum is intended to provide Securityholders with sufficient information to assess the merits of the Resolution contained in the accompanying Notice of General Meeting.

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Memorandum.

Resolution 1: Ratification of previous issues of Securities

On 23 August 2021, each of the Trusts issued 12,500,000 Securities (at an issue price of \$3.60 per Security) through an institutional placement (**Placement**).

For the purposes of Listing Rules 7.1 and 7.4, Securityholders are asked to approve the issue of 12,500,000 Securities under the Placement (**Placement Securities**).

Chapter 7 of the Listing Rules limits the number of ordinary securities that may be issued in the capital of a listed entity in any 12-month rolling period without securityholders' approval to 15% of the entity's capital, unless an exception set out in Listing Rule 7.2 applies to the issue. No exceptions under Listing Rule 7.2 apply to the Placement.

Listing Rule 7.4 permits the ratification of previous issues of Securities made without prior Securityholder approval, provided the issue did not breach the 15% threshold set by Listing Rule 7.1. The Resolution seeks ratification under Listing Rule 7.4 of the issue of the Placement Securities in order to restore the ability of Dexu Convenience Retail REIT to issue further Securities within the 15% limit during the next 12 months.

The approval of the issue of the Placement Securities, by passing the Resolution, will exclude those Securities for the purposes of calculating the number of Securities that may be issued in a 12-month period under Dexu Convenience Retail REIT's placement capacity as set by the Listing Rules.

The approval will provide flexibility for Dexu Convenience Retail REIT to undertake fundraising in the future, as opportunities arise, by maximising the number of Securities that can be issued over the next 12 months without further approval from Securityholders. If the Resolution is not approved, all of the Securities issued under the Placement will count towards the limit under Listing Rule 7.1 and Dexu Convenience Retail REIT's ability to issue additional Securities in the future (for example, to raise capital), should the need arise, will be restricted to the extent of its 15% placement capacity.

In accordance with Listing Rule 7.5, the following information in relation to the Securities issued under the Placement:

- a) Number and class of securities issued: 12,500,000 fully paid stapled securities were issued under the Placement
- b) Price at which the Securities were issued: \$3.60 per Security
- c) Terms of the Securities: The Securities issued under the Placement rank equally in all respects with the existing Securities on issue
- d) Date on which the Securities were issued: 23 August 2021
- e) Basis on which allottees of the Securities were determined: The units were issued to certain institutional, professional and other wholesale investors who were identified by MA Moelis Australia Advisory Pty Limited, the underwriters of the institutional placement
- f) The use (or intended use) of the funds raised: To fund the acquisition of and associated transaction costs of acquiring service station and convenience retail properties set out in the presentation dated 17 August 2021 and associated transaction costs incurred in connection with the Placement

Voting exclusion statement

Dexus Convenience Retail REIT will disregard any votes cast in favour of the Resolution by or on behalf of:

- a) A person who participated in the Placement
- b) An Associate of that person

However, Dexus Convenience Retail REIT need not disregard a vote in favour of the Resolution if it is cast by:

- a) A person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote in that way
- b) The Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides
- c) A Securityholder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - The beneficiary provides written confirmation to the Securityholders that the beneficiary is not excluded from voting, and is not an Associate of a person excluded from voting on the Resolution
 - The Securityholders votes on the Resolution in accordance with the directions given by the beneficiary to the Securityholders to vote in that way

The Resolution will be decided by poll. The Resolution must be decided by at least 50% of votes cast at the Meeting by Securityholders entitled to vote on the Resolution.

Recommendation

The board of the Responsible Entity recommends that Securityholders vote in favour of the Resolution.

Glossary

\$ means Australian dollars

AEDT means Australian Eastern Daylight Time

Associate has the meaning given to that term in the Listing Rules

ASX means ASX Limited ACN 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited

Corporations Act means *Corporations Act 2001* (Cth)

Explanatory Memorandum means the explanatory memorandum accompanying this Notice of General Meeting

Link means Link Market Services Limited (ACN 083 214 537)

Listing Rules means the ASX Listing Rules

Meeting means the general meetings convened by this Notice of General Meeting

Notice of General Meeting means this Notice of General Meeting dated 20 October 2021

Proxy Form means the proxy form accompanying this Notice of General Meeting

Resolution means the resolution contained in this Notice of General Meeting

Responsible Entity means Dexus Asset Management Limited (ACN 080 674 479)

Security a stapled security comprising one unit in each of the Trusts

Securityholder means a securityholder of Dexus Convenience Retail REIT from time to time

Trusts means together, Convenience Retail REIT No. 1 (ARSN 101 227 614), Convenience Retail REIT No. 2 (ARSN 619 527 829) and Convenience Retail REIT No. 3 (ARSN 619 527 856)

Directory

Convenience Retail REIT No. 1 (ARSN 101 227 614)

Convenience Retail REIT No. 2 (ARSN 619 527 829)

Convenience Retail REIT No. 3 (ARSN 619 527 856)

Responsible Entity

Dexus Asset Management Limited

ABN 60 080 674 479

AFSL 237500

Registered office of the Responsible Entity

Level 30, 101 Collins Street

Melbourne Victoria 3000 Australia

Telephone: +61 (3) 8656 1000

Fax: +61 (3) 8656 1010

Directors of the Responsible Entity

Geoff Brunsdon AM

Jennifer Horrigan

Howard Brenchley

Michael Johnstone

Deborah Coakley

Joseph De Rango (Alternate Director for Howard Brenchley)

Secretaries of the Responsible Entity

Chantal Churchill

Brett Cameron

Investor enquiries

Telephone: +61 1300 554 474

Email: registrars@linkmarketservices.com.au

Website: www.dexus.com

For enquiries regarding your holding please contact the Security Registry, or access your Security holding at <https://investorcentre.linkmarketservices.com.au/Login>

Security registry

Link Market Services Limited

Level 12, 680 George Street Sydney NSW 2000

Locked Bag A14

Sydney South NSW 1235

Telephone: 1300 554 474

Fax: +61 2 9287 0303

Email: registrars@linkmarketservices.com.au

Website: www.linkmarketservices.com.au

Monday to Friday between 8:30am and 5:30pm (Sydney time)

Australian Securities Exchange

ASX Code: DXC

Social Media

Dexus engages with its followers via LinkedIn, Twitter and Facebook



dexus

dexus.com

Responsible Entity
Dexus Asset Management Limited

ABN 60 080 674 479

Australian Financial Services Licence Holder
(Licence Number 237500)

Registered Office

Level 30, 101 Collins Street
Melbourne VIC 3000

Australia

PO Box 18011

Melbourne Collins Street East VIC 8003
Australia

Dexus Asset Management Limited
ACN 080 674 479
AFSL No. 237500
Dexus Convenience Retail REIT
(ASX ticker code: DXC)

Convenience Retail REIT No.1 ARSN 101 227 614
Convenience Retail REIT No.2 ARSN 619 527 829
Convenience Retail REIT No.3 ARSN 619 527 856

All Registry communications to:
Link Market Services Limited
Locked Bag A14, Sydney South NSW 1235
T: (+61) 1300 554 474
E: registrars@linkmarketservices.com.au
W: www.linkmarketservices.com.au

Dear Securityholder

On behalf of the Board, I advise that Dexus Convenience Retail REIT's General Meeting (**Meeting**) will be held on Tuesday, 23 November 2021 commencing at 9.00am (AEDT).

At the General Meetings, we will propose a resolution to ratify an institutional placement conducted in August 2021 and the issue of securities under a security purchase plan conducted in September 2021 for the purposes of refreshing the Dexus Convenience Retail REIT's ongoing placement capacity.

In light of the current government restrictions, the health and safety of our Securityholders, employees, and the broader community, is paramount.

As a result, this year we will be holding a virtual Meeting using the Link Market Services online platform available at <https://agmlive.link/DXC2021>

Securityholders and proxyholders will be able to ask questions at the Meeting via a conference call telephone line. If you wish to submit questions prior to the Meeting, please download the Question Form from www.dexus.com/DXC-General-Meeting and return it to Link by Tuesday, 16 November 2021.

If you wish to ask a question via the conference call telephone line, please contact Link on 1800 990 363 by 9.00am (AEDT) on 23 November 2021 to obtain a PIN to enable you to join the conference call.

The Notice of Meeting and Virtual Meeting Online Guide are available to download at www.dexus.com/DXC-General-Meeting

We enclose for your convenience:

- A Proxy Form
- A reply-paid envelope

The Virtual Meeting Online Guide provides information on browser compatibility with the online platform, as well as step-by-step instructions to log in, navigate the site, vote and ask questions. We note that you may ask questions using the Question Form, or via the conference call telephone line as described above.

We encourage you to participate in the General Meeting via the link available at <https://agmlive.link/DXC2021>

To do this you will need to:

- Use a desktop, laptop or mobile / tablet device with internet access
- Download and read the Notice of Meeting and Virtual Meeting Online Guide
- If you wish to vote on the resolutions to be put to Securityholders at the General Meetings, please ensure that your Proxy Form is received by Link by 9.00am (AEDT) Sunday,

21 November 2021. Alternatively, you may vote at the Meeting using the online platform. To vote at the Meeting you will need to provide your SRN/HIN and postcode to be verified as a Securityholder

- Log onto the online platform at least 15 minutes prior to the Meeting commencing. You will need to provide your full name, email address and company (if applicable)
- Proxyholders will need to provide their Proxy number issued by Link 24 hours prior to the General Meetings

Our Board and Management team always enjoy the opportunity to meet with our Securityholders in person. Unfortunately, this will not be possible this year and we look forward to being able to connect with you next year in the usual way.

Thank you for your continued support of Dexus Convenience Retail REIT. We look forward to your virtual attendance and the opportunity to engage with you at our Meeting.

Yours sincerely

A handwritten signature in black ink, appearing to read 'G. Brunsdon', written over a horizontal line.

Geoff Brunsdon
Independent Chairman
Dexus Asset Management Limited
20 October 2021

LODGE YOUR VOTE

-  **ONLINE**
www.linkmarketservices.com.au
-  **BY MAIL**
 Dexus Convenience Retail REIT
 C/- Link Market Services Limited
 Locked Bag A14
 Sydney South NSW 1235 Australia
-  **BY FAX**
 +61 2 9287 0309
-  **BY HAND**
 Link Market Services Limited
 Level 12, 680 George Street, Sydney NSW 2000
-  **ALL ENQUIRIES TO**
 Telephone: 1300 554 474 Overseas: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a member(s) of Dexus Convenience Retail REIT (**DXC**) and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the general Meeting of DXC to be held concurrently at **9:00am (AEDT) on Tuesday, 23 November 2021** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted virtually. You can participate by logging in online at <https://agmlive.link/DXC2021> (refer to details in the Virtual Meeting Online Guide).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

If you wish to direct your proxy's vote at the Meeting, please complete Step 2.

VOTING DIRECTIONS

Proxies will only be valid and accepted by DXC if they are signed and received no later than 9:00am (AEDT) on Sunday, 21 November 2021.

Please read the voting instructions overleaf before marking any boxes with an

Resolutions

For Against Abstain*

1 Ratification of placement to investors under Listing Rule 7.1

 * If you mark the Abstain box for a particular resolution, you are directing your proxy not to vote on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED

Securityholder 1 (Individual)

 or Sole Director and Sole Company Secretary or attorney

Joint Securityholder 2 (Individual)

 or Director/Company Secretary or attorney

Joint Securityholder 3 (Individual)

 or Director or attorney

This form should be signed by the securityholder. If a joint holding, either securityholder may sign. If signed by the securityholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).



HOW TO COMPLETE THIS SECURITYHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on DXC's security register. If this information is incorrect, please make the correction on the form. Securityholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your securities using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a securityholder of DXC.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted in favour of the relevant resolution.

VOTES ON RESOLUTIONS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each resolution. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark a box opposite each resolution, your proxy may vote as he or she chooses on that resolution. If you mark more than one box on a resolution your vote on that resolution will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional proxy form may be obtained by telephoning DXC's security registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first proxy form and the second proxy form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint holding: where the holding is in more than one name, either securityholder may sign.

Power of attorney: to sign under power of attorney, you must lodge the power of attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the power of attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001* (Cth)) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This proxy form (and any power of attorney under which it is signed) must be received at an address given below by **9:00am (AEDT) on Sunday, 21 November 2021**, being not later than 48 hours before the commencement of the Meeting. Any proxy form received after that time will not be valid for the scheduled Meeting.

Proxy forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the proxy form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, securityholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link www.linkmarketservices.com.au into your mobile device. Log in using the Holder Identifier and postcode for your securityholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Dexus Convenience Retail REIT
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
Level 12
680 George Street
Sydney NSW 2000

*during business hours Monday to Friday (9:00am - 5:00pm) and subject to public health orders and restrictions

Virtual Meeting Online Guide

Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

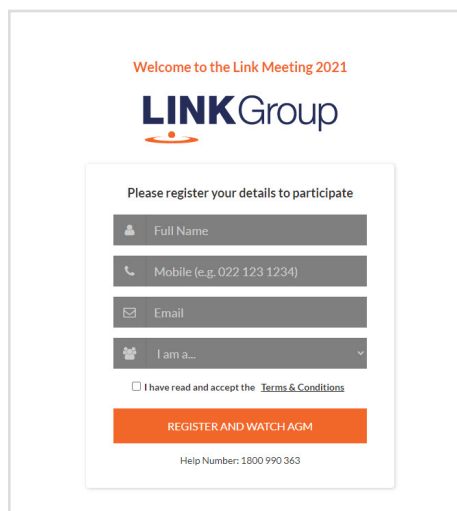
- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer 9 and up
- Microsoft Edge - 92.0 and after

To attend and vote you must have your securityholder number and postcode.

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

Please make sure you have this information before proceeding.

Virtual Meeting Online Guide



Step 1

Open your web browser and go to <https://agmlive.link/DXC2021>

Step 2

Log in to the portal using your full name, mobile number, email address, and participant type.

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

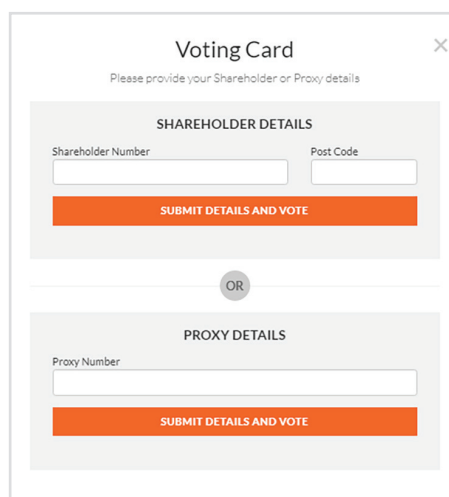
- On the left – a live audio webcast of the Meeting
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.

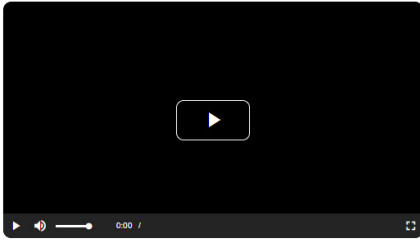


If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

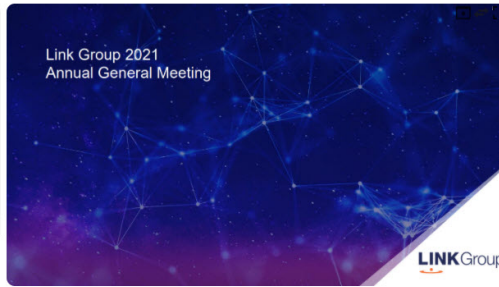
If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.



The presentation will begin at XX:XX am/pm ZONE



+
Get a Voting Card

?
Ask a Question

Downloads

- Speakers Bio
- Sustainability Report
- Notice of meeting
- Online Guide

ABC COMPANY PTY LTD X123456789

Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the Unitholder's voting instructions.

Full Vote Partial Vote

Resolution 2B	<input checked="" type="radio"/> For	<input type="radio"/> Against	<input type="radio"/> Abstain
RE-ELECTION OF MR. ABC AS A DIRECTOR			
Resolution 2C	<input checked="" type="radio"/> For	<input type="radio"/> Against	<input type="radio"/> Abstain
RE-ELECTION OF MS XYZ AS A DIRECTOR			
Resolution 3	<input checked="" type="radio"/> For	<input type="radio"/> Against	<input type="radio"/> Abstain
INCREASE TO DIRECTORS' MAXIMUM FEE POOL LIMIT			
Resolution 4	<input checked="" type="radio"/> For	<input type="radio"/> Against	<input type="radio"/> Abstain
ADOPTION OF REMUNERATION REPORT			
SUBMIT VOTE			

Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

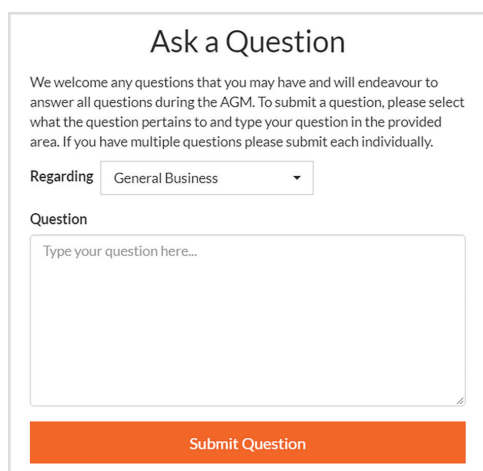
Once voting has been closed all submitted voting cards cannot be changed.

2. How to ask a question

Note: Only securityholders are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your securityholder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The 'Ask a Question' box will then pop up with two sections for completion.



The 'Ask a Question' form is titled 'Ask a Question'. It contains a welcome message: 'We welcome any questions that you may have and will endeavour to answer all questions during the AGM. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.' Below this is a 'Regarding' section with a dropdown menu currently set to 'General Business'. Underneath is a 'Question' section with a text input field containing the placeholder 'Type your question here...'. At the bottom of the form is an orange 'Submit Question' button.

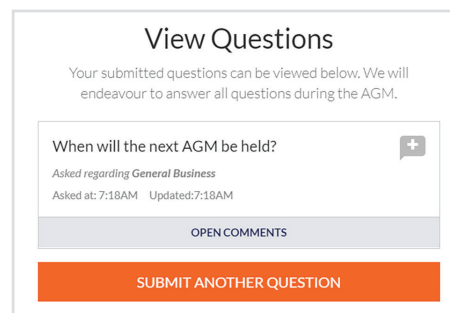
In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



The 'View Questions' box is titled 'View Questions'. It contains a message: 'Your submitted questions can be viewed below. We will endeavour to answer all questions during the AGM.' Below this is a question card for 'When will the next AGM be held?'. The card includes the text 'Asked regarding General Business' and 'Asked at: 7:18AM Updated:7:18AM'. There is a plus icon in the top right corner of the card. Below the card is a grey 'OPEN COMMENTS' button and an orange 'SUBMIT ANOTHER QUESTION' button.

3. Downloads

View relevant documentation in the Downloads section.

4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

5. Phone Participation

What you will need

- a) Land line or mobile phone
- b) The name and securityholder number of your holding/s
- c) To obtain your unique PIN, please contact Link Market Services on +61 1800 990 363 by 8:00am (AEDT) on 23 November 2021.

Joining the Meeting via Phone

Step 1

From your land line or mobile device, call:
Conference Call Number: 1800 798 136
International Number: +61 2 9189 1102

Step 2

You will be greeted with a welcome message and provided with instructions on how to participate in the Meeting. Please listen to the instructions carefully.

At the end of the welcome message you will be asked to provide your PIN by the moderator. This will verify you as a securityholder and allow you to ask a question on the resolutions at the Meeting.

Step 3

Once the moderator has verified your details you will be placed into a waiting room where you will hear music playing.

Note: If your holding cannot be verified by the moderator, you will attend the Meeting as a visitor and will not be able to ask a question.

Step 4

At the commencement of the Meeting, you will be admitted to the Meeting where you will be able to listen to proceedings.

Asking a Question

Step 1

When the Chairman calls for questions on each resolution, you will be asked to **press *1** on your keypad should you wish to raise your hand to ask a question.

Step 2

Please advise if your question relates to an item of business or General Business. The moderator will make a note and ask if you have any additional questions.

Step 3

When it is time to ask your question, the moderator will introduce you to the meeting, your line will be unmuted and you can then start speaking.

Note: If at any time you no longer wish to ask your question, you can lower your hand by **pressing *2** on your key pad. If you have also joined the Meeting Online, we ask that you mute your laptop, desktop, tablet or mobile device while you ask your question.

Step 4

Your line will be muted once your question has been answered.

Contact us

Australia
T +61 1800 990 363
E info@linkmarketservices.com.au