

1 February 2024

Dear Custodian Property Income REIT plc investor

CUSTODIAN PROPERTY INCOME REIT PLC GENERAL MEETING, SHAREHOLDER ACTION REQUIRED

A General Meeting of Custodian Property Income REIT plc ("CREI") will be held at Deutsche Numis, 45 Gresham Street, London EC2V 7BF, United Kingdom on 27 February 2024 at 9:30am ("the Meeting"). The Notice of General Meeting is available to view at www.custodianreit.com/shareholder-information/

Purpose of the Meeting and terms of the Merger

The Boards of CREI and abrdn Property Income Trust Limited ("API") recently announced a recommended all-share merger, pursuant to which CREI will acquire the entire issued share capital of API (the "Merger").

Under the terms of the Merger, API shareholders will receive, for each API share held, 0.78 new CREI shares. This exchange ratio is based on the rolled-forward unaudited EPRA net tangible asset value ("NTA") of each of CREI and API as at 31 December 2023, subject to certain adjustments to reflect recent asset disposals, the fair value of each company's debt and derivatives, the relative levels of dividend cover between the two companies and the costs expected to be incurred by each party in connection with the Merger.

In order to allot and issue the new CREI shares, CREI is required to seek the approval of its shareholders at the Meeting ("the Resolution").

Rationale for the Merger

CREI and API share an income-focused investment strategy with an emphasis on regional, below-institutional-sized assets that are well-positioned to capture the rental growth and yield advantage available in order to generate higher income returns and capital growth for shareholders. The Boards of CREI and API believe there is a compelling strategic and financial rationale for the Merger. In particular, shareholders in the combined group are expected to benefit from:

- a substantially larger portfolio with enhanced diversification by asset, geography and tenant, with broad-based regional exposure
- meaningful reversionary potential with the combined estimated rental value of £84.3 million, exceeding the combined passing rent of £68.1 million by 24% at 31 December 2023

- a shared commitment to sustainability
- material cost savings, comprising:
 - £1.0 million of recurring annual cost savings, realised principally from a reduction in management fees due to CREI's tiered fee structure and the removal of duplicated corporate expenses and other potential operational efficiencies; and
 - £2.1 million of additional non-recurring cost savings during the first two years as a result of a reduction in management fees payable to Custodian Capital
- a stronger and more resilient balance sheet
- continued commitment to paying a fully covered dividend

More detail on the compelling rationale for the Merger can be found at the following link:

[London stock exchange - CREI recommended-all-share-merger](#)

Recommendation

The CREI Directors, which include Ian Mattioli, consider the Merger to be in the best interests of CREI shareholders as a whole and unanimously recommend that CREI shareholders vote in favour of the Resolution to be proposed at the Meeting. The CREI Directors have irrevocably undertaken to vote in favour of the Resolution on their aggregate holding of 6,204,817 CREI shares, representing approximately 1.41% of the ordinary share capital of CREI.

Mattioli Woods' independent view is to support the Resolution but please note, this is our view and you do have the right and freedom to vote as you wish.

Voting process

As a CREI investor, where your investment is held on the Pershing platform and retained in the name of Pershing nominees, we are required to instruct Pershing to send the vote on your behalf.

By clicking the below button, you are registering to vote in line with the CREI Board's recommendation for all your holdings in Custodian Property Income REIT whether they are held within a pension scheme, ISA or personally. If you are voting on behalf of a pension scheme, clicking the below button confirms you have sought consent from all members of the pension scheme who have unanimously agreed to vote as above and have delegated the voting to you.

Furthermore, you (and when acting on behalf of a scheme, having sought consent from all members of the pension scheme) give your explicit consent for the details about you/your pension scheme to be used for the purposes of the Custodian Property Income REIT General Meeting. Under the provisions of the General Data Protection Regulation, you are entitled to rights with regard to the management of your information.

Details of those rights and how you can exercise these can be found within the Mattioli Woods Privacy Notice, which is available at: www.mattioliwoods.com/privacy-notice.

If you wish to vote against the Resolution, withhold your vote, or would like further information, please do not hesitate to contact your consultant.

Costs

No fees are incurred for voting. Votes need to be received before 21 February 2024 to be registered.

With kind regards,
The Investment Team