

THE COMPANIES ACT 2006

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS

of

ABERDEEN STANDARD EUROPEAN LOGISTICS INCOME PLC

(the "Company")

At a **GENERAL MEETING** of the above-named Company duly convened and held on 30 September 2021 at 11.00 a.m. at the offices of Aberdeen Standard Investments, Bow Bells House, 1 Bread Street, London EC4M 9HH the following Resolutions were duly passed, in the case of Resolutions 1 and 2 as ordinary resolutions and, in the case of Resolutions 3 and 4 as special resolutions.

ORDINARY RESOLUTIONS

1. **THAT**, the Directors are 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 allot up to 91,743,120 ordinary shares of £0.01 each in the capital of the Company ("**Issue Shares**") in connection with the Issue (as such term is defined in the circular to Shareholders in the Company dated 8 September 2021 (the "**Circular**")), such authority to expire on the conclusion of the Company's next annual general meeting (unless previously renewed, varied or revoked by the Company in general meeting), 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 allotment of Issue Shares in pursuance of such an offer or agreement as if such authority had not expired.
2. **THAT**, the Directors are generally and unconditionally authorised in accordance with section 551 of the Act to exercise all the powers of the Company to allot, in aggregate, up to 250 million ordinary shares of £0.01 each and/or C shares or £0.10 each in the capital of the Company ("**Share Issuance Programme Shares**") in connection with the Share Issuance Programme (as such term is defined in the circular to Shareholders in the Company dated 8 September 2021), such authority to expire on 30 September 2022 (unless previously renewed, varied or revoked by the Company in general meeting), 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 allotment of Share Issuance Programme Shares in pursuance of such an offer or agreement as if such authority had not expired.

SPECIAL RESOLUTIONS

3. **THAT**, conditionally upon the passing of Resolution 1, the Directors are generally empowered (pursuant to section 570 of the Act) to allot Issue Shares for cash pursuant to the authority referred to in Resolution 1 above as if section 561 of the Act did not apply to any such allotment, such power to expire on the conclusion of the Company's next annual general meeting (unless previously renewed, varied or revoked by the Company in general meeting), 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 Issue Shares to be allotted

after the expiry of such power and the Directors may allot Issue Shares in pursuance of such an offer or agreement as if such power had not expired.

4. **THAT**, conditionally upon the passing of Resolution 2, the Directors are generally empowered (pursuant to section 570 of the Act) to allot Share Issuance Programme Shares for cash pursuant to the authority referred to in Resolution 2 above as if section 561 of the Act did not apply to any such allotment, such power to expire on 30 September 2022 (unless previously renewed, varied or revoked by the Company in general meeting), 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 Share Issuance Programme Shares to be allotted after the expiry of such power and the Directors may allot Share Issuance Programme Shares in pursuance of such an offer or agreement as if such power had not expired.

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CHAIR

CERTIFIED A TRUE COPY



**CHARLES MEARNES
FOR ABERDEEN ASSET MANAGEMENT PLC
COMPANY SECRETARY**