

The British Land Company PLC

Annual General Meeting (AGM) being held on Tuesday 12 July 2022 at 9:30am at 100 Liverpool Street, London, EC2M 2RH

We will once again be hosting a hybrid meeting, giving shareholders the option to attend in-person or electronically from the comfort of their own home. Details of how to join the AGM electronically are included in the Notice of AGM on pages 15 to 17. You will require the following details:

Meeting ID: 175-652-304

Username: Shareholder Reference Number (SRN)

PIN: First and last two digits of your SRN

Notice of Availability

The 2022 Annual Report and Accounts and the Notice of Annual General Meeting are now available on the Company's website at www.britishland.com/reports and www.britishland.com/aggm respectively. You should read these documents carefully before taking any decision. This notification is not a summary of those documents and should not be regarded as a substitute for reading them.

If you wish to receive electronic communications and manage your shareholding online please visit the website of our Registrar, Equiniti, at www.shareview.co.uk and click at the top of the page to register.

Printed copies of any shareholder communications may be requested from Equiniti on 0371 384 2143 from within the UK (or +44 121 415 7047 if calling from outside the UK), or by writing to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA (lines are open from 8.30am to 5.30pm Monday to Friday).



+

Form of proxy

+

1430-0189

Voting ID

Task ID

Shareholder Reference Number

To be used for the Annual General Meeting of The British Land Company PLC (the Company) to be held as a hybrid meeting at 100 Liverpool Street, London, EC2M 2RH and electronically at 9:30am on Tuesday 12 July 2022 (the AGM).

☐ Please indicate here with an 'X' if this form of proxy is one of multiple forms of proxy being submitted by you, and refer to Note 4 overleaf.

I/We being (a) holder(s) of ordinary shares of 25 pence each in the Company hereby appoint the chairman of the meeting or the following person:

in respect of all my shares or of my shares, to be my/our proxy and to exercise my/our right to vote on my/our behalf prior to the AGM and at any adjournment of the meeting. I/we also authorise my/our proxy to vote (or withhold the vote) as he or she thinks fit in relation to any other matter which is properly put before the meeting

Please indicate your votes by marking the appropriate boxes in black ink like this. ☒ In the absence of any direction, the chairman of the meeting, or the proxy named above, will exercise his, her or its discretion as to whether, and if so how, he, she or it votes.

Please refer to Note 5 overleaf.

Resolutions 1 to 20 are proposed as ordinary resolutions. Resolutions 21 to 24 are proposed as special resolutions.

Resolutions	Vote			Resolutions	Vote		
	For	Against	Withheld		For	Against	Withheld
1 To receive the Annual Report and audited financial statements for the year ended 31 March 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15 To re-appoint PricewaterhouseCoopers LLP as auditor of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To approve the Directors' Remuneration Report for the year ended 31 March 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16 To authorise the Audit Committee to agree the auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To approve the Directors' Remuneration Policy.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17 To authorise the Company to make political donations and political expenditure of not more than £20,000 in total.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To declare a final dividend of 11.60p per ordinary share for the year ended 31 March 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18 To authorise the Directors to pay dividends as shares (SCRIP dividends).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To elect Mark Aedy as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19 Renewal of the British Land Share Incentive Plan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-elect Simon Carter as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20 To authorise the Directors to allot shares, up to a specified amount.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To re-elect Lynn Gladden as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21 To empower the Directors to allot shares for cash, without making a pre-emptive offer to shareholders, up to the specified amount.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-elect Irvinder Goodhew as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	22 To empower the Directors to allot additional shares for cash, without making a pre-emptive offer to shareholders, up to the specified amount for use in connection with an acquisition or capital investment.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To re-elect Alastair Hughes as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	23 To authorise the Company to purchase its own shares, up to the specified limit.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To elect Bhavesh Mistry as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	24 To authorise the calling of general meetings (other than an annual general meeting) on not less than 14 clear days' notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To re-elect Preben Prebensen as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
12 To re-elect Tim Score as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
13 To re-elect Laura Wade-Gery as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
14 To re-elect Loraine Woodhouse as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

☐ Please mark this box if you are signing on behalf of the shareholder, and refer to Note 7 overleaf.

+

Date

Signature (see Notes 6 and 7 overleaf)

+

This card should not be used for any comments, change of address or other queries.

Equiniti
Aspect House
Spencer Road
LANCING
BN99 8DU



Business Reply Plus
Licence Number
RTAK-JHGX-TBXY



Notes on completing the form of proxy

1. As a registered member of the Company entitled to attend and vote at the AGM, you may appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. A proxy need not be a member of the Company, but must attend the meeting to represent you. You may not use any electronic address provided in these notes to communicate with the Company for any purposes other than those expressly stated.
2. You may appoint a proxy or proxies:
 - by completing and returning the form of proxy by post in the pre-paid envelope provided;
 - by going to www.sharevote.co.uk and following the instructions provided. You will need the Voting ID, Task ID and Shareholder Reference Number shown on your form of proxy;
 - if you have registered with the Equiniti online portfolio service, by logging onto your portfolio via www.shareview.co.uk and clicking on the link to vote, then following the instructions provided;
 - if you are a user of the CREST system (including CREST Personal Members), by having an appropriate CREST message transmitted. To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer's agent (ID number RA19) by 9.30am on 08 July 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members, and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings, please refer to the CREST Manual (which can be accessed through www.euroclear.com). We may treat a proxy appointment sent by CREST as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001; and
 - if you are an institutional investor you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 9.30am on 8 July 2022 in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy.

A proxy appointment submitted through www.sharevote.co.uk, www.shareview.co.uk, or the CREST system will not be accepted at any time if found to contain a computer virus.

IMPORTANT: In any case your instructions or the form of proxy in respect of the AGM must be received by the Company's Registrars, Equiniti, no later than 9.30am on 8 July 2022.

3. You are encouraged to appoint the chairman of the meeting as your proxy at the AGM. If you wish to appoint the chairman of the meeting, you need not change this part of the proxy form. If you appoint someone else to be your proxy please delete the words 'the chairman of the meeting or' and write the name of the person you wish to be your proxy in the space provided.
4. You may use multiple proxy forms to instruct your proxy to vote in a different manner in respect of different shares. Shareholders may not use multiple proxy forms in respect of the same share(s). To appoint more than one proxy, please photocopy the form of proxy for each additional proxy instruction, delete the words 'all my shares or' and indicate, in the box next to the proxy's name, the number of shares in relation to which you authorise them to act as your proxy. Please also mark the appropriate box on each form to indicate that the form of proxy is one of multiple instructions being given by you.
5. You may instruct your proxy how to vote by marking the appropriate box next to each resolution on the form of proxy. Details of the resolutions and the explanatory notes are contained in the Notice of AGM circular; this is either enclosed with this form of proxy, or available on the Company's website if you have elected to receive certain shareholder communications this way. If in respect of any resolution you have not given specific instructions on how your proxy should vote, your proxy will have discretion to vote on that resolution as they see fit. Your proxy will also have discretion to vote as they see fit at any adjournment of the meeting. A vote withheld is not a vote in law, which means that a vote withheld will not be counted in the calculation of votes for or against a resolution.
6. This form must be signed. Please note that:
 - in the case of a corporation, the form of proxy should be signed by a duly authorised officer or person, under its common seal or in any other manner authorised by its constitution; and
 - in the case of joint holders (i) only one need sign, and (ii) the vote of the senior holder who tenders a vote, whether in person or by proxy or (in the case of a corporation) by authorised representative, will alone be counted. For this purpose seniority will be determined by the order in which the names appear on the register of members of the Company in respect of the joint holding.
7. If necessary, someone else may sign the form on your behalf. In that case, the authority (or a notarially certified copy of such authority) under which the proxy form is signed must be sent with the form. If a proxy is being appointed by an attorney, the power of attorney (or a notarially certified copy of such power of attorney) must be sent with the proxy form, unless it has been previously lodged with the Company's registrars.
8. Please initial any amendments made to this form.
9. Please refer to the Notice of Annual General Meeting 2022 for full details on participating in the AGM. Submitting a form of proxy or making an appointment electronically will not prevent you from attending and voting at the meeting. Shareholders are reminded that neither they nor their proxies should attend the physical meeting if they have COVID, or if they are experiencing any of its main symptoms on the day of, or in the days leading up to, the AGM.