

#### Notice is hereby given of the

# Extraordinary General Meeting of shareholders (EGM) of

**SHURGARD SELF STORAGE SA,** with registered office at 11, rue de l'Industrie, L-8399 Windhof, Grand Duchy of Luxembourg, RCS Luxembourg B 218238 (**Company**),

to be held on:

#### TUESDAY 6 DECEMBER 2022 AT 10:30 A.M. (LUXEMBOURG TIME)

## **PROPOSED AGENDA**

- To approve, with effect as from and subject to the issuance of the certificate of registration by the Guernsey registrar of companies evidencing the registration, incorporation and continuance of the Company as a company incorporated under the laws of the Island of Guernsey ("Guernsey") (the "Effective Date"), the transfer of (a) the registered office (siège social) of the Company from the Grand Duchy of Luxembourg to Guernsey for the redomiciliation of the Company and its registration, incorporation and continuation under Guernsey law, as well as of (b) the central administration (administration centrale) of the Company and the place of effective management of the Company to the United Kingdom, and to acknowledge the change of nationality and of the legal form of the Company (the "Migration") and to acknowledge that the Company will only adopt the Guernsey nationality and lose its Luxembourg nationality on the Effective Date.
- To approve, with effect as of the Effective Date, the change of the name of the Company into "Shurgard Self Storage Limited".
- To approve, with effect as of the Effective Date, the new memorandum and articles of incorporation of the Company in order to comply with Guernsey law (the "New Memorandum and Articles of Incorporation").
- To acknowledge, with effect as of the Effective Date, that the following directors of the Company shall no longer be directors of the Company in the form of a public limited liability company (société anonyme) governed by the laws of the Grand-Duchy of Luxembourg and to grant them full discharge, with effect as of the Effective Date, and to resolve that the following directors of the Company shall continue as directors of the Company, in the form of a company incorporated under the laws of the Island of Guernsey, with effect as of the Effective Date:
  - (i) Z. Jamie Behar, (ii) Muriel de Lathouwer, (iii) Olivier Faujour, (iv) Frank Fiskers, (v) Ronald L. Havner, Jr., (vi) Ian Marcus, (vii) Padraig McCarthy, (viii) Everett B. Miller III, (ix) Isabelle Moins, (x) Marc Oursin and (xi) Daniel C. Staton.
- To delegate powers to implement the above items of the agenda and, with effect as of the Effective Date, to proceed with the deregistration of the Company in the Grand Duchy of Luxembourg and all other related formalities.



Resolutions concerning agenda items 1 to 3, in order to be adopted, require the participation of shareholders representing at least half of the Company's share capital and must be carried by a two third majority.

Resolutions concerning agenda items 4 to 5, in order to be adopted, do not require any shareholder participation threshold but must be carried by a simple majority.

## Right to participate

#### Right to participate at the EGM

Following the outbreak of the COVID-19 pandemic in the Grand Duchy of Luxembourg, using its emergency powers, the Luxembourg Government adopted a Grand Ducal Regulation on December 17, 2021, extending the law of June 20, 2020, which introduced certain measures relating to the holding of meetings in companies and other legal entities who have their registered office in the Grand-Duchy of Luxembourg (the "Emergency Regulation"). Among others, the measures provided under the Emergency Regulation allow Luxembourg companies to organize shareholders' meetings without the requirement of any physical attendance of the participants.

The right of a shareholder to vote at the EGM in respect of his/her/its shares, by power of attorney or by voting by correspondence, shall be determined with respect to the shares held by the shareholder on **November 22, 2022** at midnight (Luxembourg time) (the "**Registration Date**"/"**Record Date**"). There is no minimum shareholding required to be able to vote at the EGM. Only those who are shareholders on the Registration Date shall have the right to participate and vote at the EGM.

In accordance with the Emergency Regulation and in light of the extraordinary circumstances surrounding the COVID-19 crisis, the Company has decided that a shareholder, wishing to participate and vote at the EGM can **only** do so by choosing between the two options set out below.

### **Option 1: Attendance by Power of Attorney**

In accordance with the first article, (1), 2° of the Emergency Regulation, the Company has designated the chairman of the meeting as the sole special attorney-in-fact authorized to represent any shareholder wishing to be represented at the EGM.

A shareholder wishing to appoint the chairman of the meeting who will attend the EGM in his/her/its name as representative by power of attorney, must fill in and sign the **Participation Form 1: Power of Attorney Form**, which is attached under Appendix 1: Participation Form, together with a **proof of identity** and return them to the Banque et Caisse d'Epargne de l'Etat, Luxembourg, Securities Department, 1, rue Zithe, L-2954 Luxembourg, Phone number: +352 4015-4522 ("**SPUERKEESS**") preferably via the custody chain, **no later than November 29, 2022 at midnight** (Luxembourg time).

In addition, **no later than November 29, 2022 at 5:00 p.m.** (Luxembourg time), the shareholder needs to provide SPUERKEESS with **a bank certificate** (or a brokerage account statement) disclosing the number of shares held on November 22, 2022, being the Registration Date.



# **Option 2: Voting by Correspondence**

A shareholder wishing to vote without representation by power of attorney must fill in and sign the **Participation Form 2: Voting by Correspondence Form**, which is attached under Appendix 1: Participation Form, together with a **proof of identity** and return them to SPUERKEESS, preferably via the custody chain, **no later than November 29, 2022 at midnight** (Luxembourg time).

In addition, **no later than November 29, 2022 at 5:00 p.m**. (Luxembourg time), the shareholder needs to provide SPUERKEESS with a **bank certificate** (or a brokerage account statement) disclosing the number of shares held on the Registration Date.

### **Amendments to the Agenda**

In accordance with the Luxembourg Shareholder Rights Law (as defined in the articles of association of the Company), shareholders holding individually or collectively at least 5% of our issued share capital

- (a) Have the right to add items on the agenda of the EGM; and
- (b) Have the right to table draft resolutions for items included or to be included on the agenda of the EGM.

The request must be accompanied by a justification or a draft resolution to be adopted during the EGM and shall include the electronic or mailing address at which we can acknowledge receipt of the request. Any such request from shareholders must be received by SPUERKEESS **no later than November 14, 2022 at 5:00 p.m.** (Luxembourg time).

## Right to ask questions

Shareholders shall only have the right to ask questions related to the items on the agenda of the EGM by submitting them in writing to SPUERKEESS **no later than November 29, 2022 at 5:00 p.m**. (Luxembourg time). The Company shall answer the questions put to it by the shareholders and publish such answers shortly after the EGM on the following websites: <a href="www.SPUERKEESS.lu/shurgard">www.SPUERKEESS.lu/shurgard</a> and <a href="https://corporate.shurgard.eu/">https://corporate.shurgard.eu/</a>. The right to ask questions and the obligation of the Company to answer are subject to the Company being able to identify the relevant shareholders, the good order of the general meeting and its preparation as well as the protection of confidentiality and business interests of the Company.

## Documents made available at the Company and at SPUERKEESS

Documents made available by the Company for the purpose of this meeting are available on the following website <a href="www.SPUERKEESS.lu/shurgard">www.SPUERKEESS.lu/shurgard</a> and <a href="https://corporate.shurgard.eu/">https://corporate.shurgard.eu/</a>. The full, unabridged text of the documents may also be obtained at the postal address of SPUERKEESS.



For any question or returning documents:

Banque et Caisse d'Epargne de l'Etat (SPUERKEESS)

To the attention of Support Opérationnel / customerdesk / Shurgard Self Storage SA

1, rue Zithe

L-2954 LUXEMBOURG

 $\textbf{Mail address:} \ \underline{\textbf{customerdesk.sec@SPUERKEESS.lu}}$