

CORDIANT DIGITAL INFRASTRUCTURE LIMITED
(the "Company")

CERTIFICATED SUBSCRIPTION NOTICE
FOR SUBSCRIPTION SHARES

*This certificated subscription notice is for use only by persons holding Subscription Shares in certificated form (i.e. not via CREST). If you hold your Subscription Shares in uncertificated form via CREST do **NOT** use this form but refer to the instructions relating to the exercise of Subscription Rights via CREST on the Company's website at www.cordiantdigitaltrust.com.*

Computershare Investor Services PLC
The Pavilions
Bridgwater Road
Bristol
BS99 6AH

Notice of Exercise of Subscription Share Rights

I/We, the undersigned, being the registered holder(s) for the time being of _____*Subscription Shares in the Company hereby give notice that I/we elect to exercise all/_____* of such Subscription Shares in Ordinary Shares in the Company in accordance with the rights attaching to the Subscription Shares.

I/We enclose:

- (i) my/our share certificate for the Subscription Shares registered in my/our name; and
- (ii) a cheque made payable to CIS PLC RE: CDI Limited Subscription Account in the sum of £_____*, which is the aggregate exercise price for the Ordinary Shares in respect of which my/our Subscription Rights are being exercised.

**insert number as appropriate*

I/We represent, warrant, agree and acknowledge as follows:

- (a) I/We is/are either: (i) not a US Person, is/are not located within the United States and is/are not accepting the Ordinary Shares issued upon exercise of the Subscription Rights for the account or benefit of a US Person, or (ii) a Permitted US Shareholder.
- (b) I/We is/are accepting and/or acquiring the Ordinary Shares issued upon exercise of the Subscription Rights in an offshore transaction meeting the requirements of Regulation S.
- (c) I/We is/are not accepting and/or acquiring the Ordinary Shares issued upon exercise of the Subscription Rights with a view to the offer, sale, resale, transfer, delivery or distribution, directly or indirectly, of such Ordinary Shares issued upon exercise of the Subscription Rights into or within the United States.

- (d) I/We is/are aware that the Ordinary Shares issued upon exercise of the Subscription Rights have not been and will not be registered under the Securities Act and may not be offered or sold in the United States or to, or for the account or benefit of, US Persons (other than a Permitted US Shareholder), absent registration or an exemption from registration under the U.S. Securities Act.
- (e) I/We is/are aware that the Company has not been registered under the U.S. Investment Company Act and that the Company has put in place restrictions for transactions not involving any public offering in the United States, to ensure that the Company is not and will not be required to register under the U.S. Investment Company Act.
- (f) No portion of the assets used by me/us to purchase, and no portion of the assets used by me/us to hold the Ordinary Shares or any beneficial interest therein constitutes or will constitute the assets of (i) an "employee benefit plan" as defined in Section 3(3) of US Employee Retirement Income Security Act of 1976, as amended ("**ERISA**") (whether or not subject to the provisions of Title I of ERISA, but excluding plans maintained outside the US that are described in Section 4(b)(4) of ERISA); (ii) a plan, individual retirement account or other arrangement that is described in Section 4975 of the US Internal Revenue Code of 1986, as amended (the "**US Tax Code**"), whether or not such plan, account or arrangement is subject to Section 4975 of the US Tax Code; (iii) an insurance company using general account assets, if such general account assets are deemed to include assets of any of the foregoing types of plans, accounts or arrangements for purposes of Title I of ERISA or Section 4975 of the US Tax Code; or (iv) an entity which is deemed to hold the assets of any of the foregoing types of plans, accounts or arrangements that is subject to Title I of ERISA or Section 4975 of the US Tax Code.
- (g) If in the future I/We decide(s) to offer, sell, transfer, assign or otherwise dispose of the Ordinary Shares, I/We will do so only under circumstances which will not require the Company to register under the U.S. Investment Company Act and, in particular, I/We will offer, sell, transfer, assign or otherwise dispose of such Ordinary Shares only in an offshore transaction to a person not known to be a US Person or to the Company or an affiliate of the Company.
- (h) I/We is/are not accepting and/or acquiring any Ordinary Shares issued upon exercise of the Subscription Rights from within any Restricted Territory and my/our acceptance of such Ordinary Shares will not result in the contravention of any applicable legal requirement in any jurisdiction.

Defined terms used in this notice shall have the same meanings as set out in the Company's prospectus dated 29 January 2021 which can be viewed on the Company's website at www.cordiantdigitaltrust.com.

Execution by individuals:

First Applicant Signature		Date	
Second Applicant Signature		Date	
Third Applicant Signature		Date	
Fourth Applicant Signature		Date	

Execution by a company:

Executed by (Name of company):			Date	
Name of Director:		Signature	Date	
Name of Director/Secretary:		Signature	Date	
If you are affixing a company seal, please mark a cross here:		Affix Company Seal here:		