

# SPH REIT

A REAL ESTATE INVESTMENT TRUST CONSTITUTED UNDER THE LAWS OF THE REPUBLIC OF SINGAPORE PURSUANT TO A TRUST DEED DATED 9 JULY 2013 (AS AMENDED))

## PROXY FORM ANNUAL GENERAL MEETING

(PLEASE SEE NOTES OVERLEAF BEFORE COMPLETING THIS FORM)

### IMPORTANT

1. The Annual General Meeting is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. **Printed copies of the Notice of Annual General Meeting will not be sent to Unitholders (but will be made available on request).** Instead, the Notice of Annual General Meeting will be sent to Unitholders by electronic means via publication on SPH REIT's website at the URL <http://sphreit.listedcompany.com/agm2020.html> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Please refer to paragraph 10 of the Notes to the Notice of Annual General Meeting on how to make a request for a printed copy of the Notice of Annual General Meeting.
2. Alternative arrangements relating to attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the Annual General Meeting, addressing of substantial and relevant questions at or before the Annual General Meeting and voting by appointing the Chairman of the Meeting as proxy at the Annual General Meeting, are set out in SPH REIT's announcement dated 4 November 2020. This announcement may be accessed at SPH REIT's website at the URL <http://sphreit.listedcompany.com/agm2020.html> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. **Due to the current COVID-19 situation in Singapore, a Unitholder will not be able to attend the Annual General Meeting in person. A Unitholder (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such Unitholder wishes to exercise his/her/its voting rights at the Annual General Meeting.**
4. CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 17 November 2020**.
5. **Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Meeting as a Unitholder's proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting.**

### Personal data privacy

By submitting an instrument appointing the Chairman of the Meeting as proxy, the Unitholder accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 4 November 2020.

I/We \_\_\_\_\_ of \_\_\_\_\_  
(Name and identification number)

\_\_\_\_\_  
(Address)

being a unitholder/unitholders of SPH REIT, hereby appoint the Chairman of the Meeting as my/our proxy/ proxies to vote for me/us on my/our behalf at the Seventh Annual General Meeting (the "**Meeting**") of Unitholders of SPH REIT to be convened and held by way of electronic means on Thursday, 26 November 2020 at 2.30 p.m. (Singapore time) and at any adjournment thereof. I/We direct the Chairman of the Meeting as my/our proxy to vote for or against or to abstain from voting on the Resolutions proposed at the Meeting as indicated hereunder.

Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to vote all your units "For" or "Against" the relevant resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please insert the relevant number of units "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please indicate with an "X" in the "Abstain" box provided in respect of that resolution. Alternatively, please insert the relevant number of units in the "Abstain" box provided in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.**

| No. | Resolutions relating to:                                                                                                                                                                                                                                                                                                                                                   | For | Against | Abstain |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|---------|
| 1.  | To receive and adopt the Report of DBS Trustee Limited, as trustee of SPH REIT (the " <b>Trustee</b> "), the statement by SPH REIT Management Pte. Ltd., as manager of SPH REIT (the " <b>Manager</b> "), and the Audited Financial Statements of SPH REIT for the financial year ended 31 August 2020 together with the Auditors' Report thereon. (Ordinary Resolution 1) |     |         |         |
| 2.  | To re-appoint KPMG LLP as the Auditors of SPH REIT to hold office until the conclusion of the next Annual General Meeting of SPH REIT, and to authorise the Manager to fix their remuneration. (Ordinary Resolution 2)                                                                                                                                                     |     |         |         |
| 3.  | To authorise the Manager to issue Units and to make or grant convertible instruments. (Ordinary Resolution 3)                                                                                                                                                                                                                                                              |     |         |         |

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

\_\_\_\_\_  
Signature(s) of Unitholder(s) /  
Common Seal of Corporate Unitholder

**Total number of Units held**

**IMPORTANT: PLEASE READ THE NOTES TO PROXY FORM BELOW**

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Postage will be  
paid by  
addressee.

For posting in  
Singapore only.

**BUSINESS REPLY SERVICE  
PERMIT NO. 09059**



**SPH REIT Management Pte. Ltd.**  
(as Manager of SPH REIT)  
c/o Boardroom Corporate & Advisory  
Services Pte. Ltd.  
50 Raffles Place  
#32-01 Singapore Land Tower  
Singapore 048623

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**Notes:**

1. Please insert the total number of units in SPH REIT ("Units") held by you. If you have Units entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of Units. If you have Units registered in your name in the Register of Unitholders, you should insert that number of Units. If you have Units entered against your name in the Depository Register and Units registered in your name in the Register of Unitholders, you should insert the aggregate number of Units entered against your name in the Depository Register and registered in your name in the Register of Unitholders. If no number is inserted, the instrument appointing the Chairman of the Meeting as proxy shall be deemed to relate to all the Units held by you.
2. **Due to the current COVID-19 situation in Singapore, a Unitholder will not be able to attend the Annual General Meeting in person. A Unitholder (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Meeting if such Unitholder wishes to exercise his/her/its voting rights at the Meeting.** This proxy form may be downloaded from SPH REIT's website at the URL <http://sphreit.listedcompany.com/agm2020.html> and from the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of this proxy form will be made available to Unitholders upon request. Please refer to paragraph 10 of the Notes to the Notice of Annual General Meeting on how to make a request. Where a Unitholder (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the instrument appointing a proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
3. CPF and SRS investors who wish to appoint the Chairman of the Meeting as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 17 November 2020**.
4. The Chairman of the Meeting, as proxy, need not be a Unitholder of SPH REIT.
5. The instrument appointing the Chairman of the Meeting as proxy must be submitted to SPH REIT in the following manner:
  - (a) if submitted by post, be lodged at the office of SPH REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
  - (b) if submitted electronically:
    - (i) be submitted via email to SPH REIT's Unit Registrar at [sphreitagm2020@boardroomlimited.com](mailto:sphreitagm2020@boardroomlimited.com); or
    - (ii) be uploaded onto the website at <http://sphreit.listedcompany.com/agm2020.html>,

in each case, by **2.30 p.m. on 23 November 2020**, being 72 hours before the time fixed for the Meeting.

A Unitholder who wishes to submit an instrument of proxy must complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above or uploading it onto the website at the URL provided above.

**Due to the current COVID-19 situation in Singapore, Unitholders are strongly encouraged to submit completed proxy forms electronically via email or the website at the URL provided above.**

6. The instrument appointing the Chairman of the Meeting as proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with SPH REIT), if the instrument appointing the Chairman of the Meeting as proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the Chairman of the Meeting as proxy is submitted electronically via email or the website at the URL provided above, be emailed or submitted via the website at the URL provided above with the instrument of proxy, failing which the instrument may be treated as invalid.
7. The Manager shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the Meeting as proxy. In addition, in the case of Units entered in the Depository Register, the Manager may reject any instrument appointing the Chairman of the Meeting as proxy lodged or submitted if the Unitholder, being the appointor, is not shown to have Units entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Manager.

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