



**招商局商業房託基金**

China Merchants Commercial REIT

**China Merchants Commercial Real Estate Investment Trust**

(a Hong Kong collective investment scheme authorized under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))

(Stock Code: 01503)

Managed by  
China Merchants Land Asset Management Co., Limited

**FORM OF PROXY  
FOR THE EXTRAORDINARY GENERAL MEETING OF UNITHOLDERS  
TO BE HELD ON 29 DECEMBER 2021**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ unit(s) of China Merchants Commercial Real Estate Investment Trust (“CMC REIT”) hereby appoint <sup>(Note 3)</sup> \_\_\_\_\_ of \_\_\_\_\_ or failing him/her/them, THE CHAIRMAN OF THE MEETING <sup>(Note 3)</sup> to act as my/our proxy/proxies to attend and act on my/our behalf at the extraordinary general meeting of unitholders of CMC REIT (“EGM”) to be held at JW Marriott Ballroom (Salon 1-3), Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Wednesday, 29 December 2021 at 11 a.m. and at any adjournment thereof, and specifically direct my/our proxy to vote on the undermentioned resolution(s) as indicated below.

NO.	ORDINARY RESOLUTIONS	VOTE FOR ("✓") <sup>(Note 4)</sup>	VOTE AGAINST ("✓") <sup>(Note 4)</sup>
1.	<p><b>THAT:</b></p> <p>(a) the CM Leasing Framework Agreement, the CM Tenancies under the CM Leasing Framework Agreement and the proposed annual caps applicable thereto for the three years ending 31 December 2022, 2023 and 2024, be and are hereby approved, confirmed and ratified; and</p> <p>(b) the Manager, any Director, the Trustee and any authorised signatory of the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing the CM Leasing Framework Agreement and all such documents as may be required) as the Manager, such Director, the Trustee and/or such authorised signatory of the Trustee, as the case may be, may consider desirable, expedient or necessary or in the interest of CMC REIT to implement or give effect to all matters contemplated and/or authorised in paragraph (a) of this resolution.</p>		
2.	<p><b>THAT:</b></p> <p>(a) the Operations and Property Management Framework Agreement, the Operations and Property Management Transactions under the Operations and Property Management Framework Agreement and the proposed annual caps applicable thereto for the three years ending 31 December 2022, 2023 and 2024, be and are hereby approved, confirmed and ratified; and</p> <p>(b) the Manager, any Director, the Trustee and any authorised signatory of the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing the Operations and Property Management Framework Agreement and all such documents as may be required) as the Manager, such Director, the Trustee and/or such authorised signatory of the Trustee, as the case may be, may consider desirable, expedient or necessary or in the interest of CMC REIT to implement or give effect to all matters contemplated and/or authorised in paragraph (a) of this resolution.</p>		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2021

Signature(s) of unitholder(s) <sup>(Note 5)</sup> \_\_\_\_\_

Notes:

1. Full name(s) and address(es) are to be inserted in BLOCK letters.
2. Please insert the number of units registered in your name(s) or insert the number of units for this proxy. If no number is inserted, this form of proxy will be deemed to relate to all the units of CMC REIT registered in your name(s).
3. Any unitholder entitled to attend the EGM (or any adjournment thereof) is entitled to appoint no more than two proxies to attend and vote (as the case may be) in its/his/her stead. Any unitholder being a corporation may by resolution of its directors (or other governing body) authorise any person to act as its representative at any meeting of unitholders and a person so authorised shall at such meeting be entitled to exercise the same powers on behalf of the corporation as the corporation could exercise as if it were an individual unitholder. The person appointed to act as proxy or corporate representative need not be a unitholder. If any proxy other than the Chairman of the EGM is preferred, please insert the name and address of the proxy desired in the space provided and strike out the words "or, failing him/her, THE CHAIRMAN OF THE MEETING".
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK ("✓") THE APPROPRIATE BOX MARKED "VOTE FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE APPROPRIATE BOX MARKED "VOTE AGAINST".** If no specific direction as to voting is given, the proxy will vote or abstain from voting at its discretion, as it will on any other matter arising at the EGM.
5. This form of proxy must be signed in writing under the hand of you or your attorney duly authorised in writing or, in the case of a corporation, must be either under the common seal or under the hand of an officer or attorney duly authorised in accordance with its constitutional documents.
6. In order to be valid, this form of proxy and any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at CMC REIT's unit registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish and, in such event, this form of proxy shall be deemed to have been revoked.
7. Where a resolution is put to any meeting of unitholders, in the case of joint registered unitholders of a unit, the vote of the senior who tenders a vote (whether in person or by proxy) shall be accepted to the exclusion of the votes of the other joint registered unitholders and for this purpose, seniority shall be determined by the order in which the name stands in the register of unitholders in respect of such unit.
8. Any alternation made to this form of proxy must be initialed by the person who signs it.

**PERSONAL INFORMATION COLLECTION STATEMENT**

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this form of proxy (the "Purposes"). If you fail to supply sufficient information, CMC REIT may not be able to process your instructions. CMC REIT may disclose or transfer the Personal Data to its unit registrar and/or third party service provider who provides administrative, computer and other services to CMC REIT for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Investor Services Limited at the above address.