



China Merchants Commercial Real Estate Investment Trust

(a Hong Kong collective investment scheme authorised 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 30 JUNE 2022

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ unit(s) of **China Merchants Commercial Real Estate Investment Trust ("CMC REIT")** hereby appoint ^(Note 3) _____
of _____

_____ or failing him/her/them,
THE CHAIRMAN OF THE MEETING ^(Note 3) 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 Small Connaught Room, Mandarin Oriental, 5 Connaught Road Central, Hong Kong on 30, June 2022 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 ("✓") ^(Note 4)	VOTE AGAINST ("✓") ^(Note 4)
1.	<p>THAT approval (where relevant, shall include approval by way of ratification) be and is hereby given for the Transaction Matters Requiring Approval, being:</p> <p>(a) the Acquisition and the transactions contemplated under the Sale and Purchase Deed (including the Indebtedness to Vendor Group) as more fully described in the Circular and on the terms and conditions set out in the Sale and Purchase Deed; and</p> <p>(b) the execution of the Shareholders' Agreement and the transactions contemplated thereunder as more fully described in the Circular and on the terms and conditions set out in the Shareholders' Agreement,</p> <p>in each case, as more fully set out in the Circular.</p> <p>AND THAT authorisation be granted to the Manager, any director of the Manager, the Purchaser and any authorised signatory of the Purchaser to complete and to do all such acts and things (including executing all such documents as may be required) as the Manager, such director of the Manager, the Purchaser or such authorised signatory of the Purchaser, as the case may be, may consider expedient or necessary or in the interest of CMC REIT to give effect to all matters in relation to the Transaction Matters Requiring Approval generally.</p>		

NO.	ORDINARY RESOLUTIONS	VOTE FOR ("✓") <small>(Note 4)</small>	VOTE AGAINST ("✓") <small>(Note 4)</small>
2.	<p>THAT, conditional upon Ordinary Resolution No. 1 being passed:</p> <p>(a) the Amended and Restated Operations and Property Management Framework Agreement, the Operations and Property Management Transactions under the Amended and Restated 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 Amended and Restated 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 _____ 2022

Signature(s) of unitholder(s) (Note 5) _____

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK letters.
- 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).
- 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".
- 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.
- 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.
- 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.
- 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.
- 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.