



WHARF

Established 1886

WHARF REAL ESTATE INVESTMENT COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 1997

Form of Proxy for Annual General Meeting

I/We¹ _____ of _____, being the registered holder(s) of _____ shares³ in Wharf Real Estate Investment Company Limited (the "Company"), hereby appoint⁴ _____ of _____

_____ or failing him/her, the Chairman of the Meeting, as my/our proxy at the Annual General Meeting of the Company (the "AGM") to be held in Centenary Room, Ground Floor, The Marco Polo Hongkong Hotel, 3 Canton Road, Kowloon, Hong Kong on Tuesday, 9 May 2023 at 11:15 a.m. and at any adjournment thereof, and to vote on my/our behalf on the proposed resolutions in respect of the undermentioned matters as indicated below, or, if no such indication is given, as my/our proxy thinks fit:

ORDINARY RESOLUTIONS		For ⁵	Against ⁵
1	To adopt the Financial Statements and the Reports of the Directors and Independent Auditor for the financial year ended 31 December 2022.		
2	(a) To re-elect Ms. Lai Yuen CHIANG, a retiring Director, as a Director.		
	(b) To re-elect Hon. Andrew Kwan Yuen LEUNG, a retiring Director, as a Director.		
	(c) To re-elect Mr. Desmond Luk Por LIU, a retiring Director, as a Director.		
	(d) To re-elect Mr. Richard Gareth WILLIAMS, a retiring Director, as a Director.		
	(e) To re-elect Dr. Glenn Sekkemn YEE, a retiring Director, as a Director.		
	(f) To re-elect Professor Eng Kiong YEOH, a retiring Director, as a Director.		
3	To re-appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration.		
4	To give a general mandate to the Directors for buy-back of shares by the Company. ⁶		
5	To give a general mandate to the Directors for issue of shares. ⁶		
6	To approve the addition of bought back shares to the share issue general mandate stated under Resolution No. 5. ⁶		
7	To approve and adopt the proposed share option scheme. ⁶		
SPECIAL RESOLUTION		For ⁵	Against ⁵
8	To approve the adoption of the new articles of association of the Company. ⁶		

Member's signature(s): _____

Proxy's specimen signature: _____

Signed this _____ day of _____ 2023

Notes:

- Full name(s) and address(es) of the member(s) completing this form should be inserted in **Block Capitals** in the space provided.
- A member is entitled to appoint one or more proxies at his/her own choice, another person as his/her proxy. A proxy need not be a member of the Company.
- Please insert the number of relevant shares to which this form of proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company that are registered under your name(s).
- Please insert in **Block Capitals** the name(s) and address(es) of the proxy or proxies desired in the space provided. **Any alteration to this form of proxy must be initialled by the member(s) who sign(s) it.** A corporation may execute a form of proxy either under seal or under the hand of an officer or attorney duly authorised. **If no name is given, the Chairman of the Meeting will act as your proxy.**
- Important: if you wish your proxy to vote for a particular resolution, place a "✓" in the appropriate box under "For". If you wish your proxy to vote against a particular resolution, place a "✓" in the appropriate box under "Against".** If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular resolution, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant resolution and if so how.
- The full text of Resolutions 4 to 8 are set out in the Notice of AGM.
- To be valid, this form of proxy must be completed and returned to the Company's Branch Share Registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of that power of attorney or authority), not later than 11:15 a.m., on Friday, 5 May 2023, or in case of any adjournment thereof, not less than 48 hours (exclusive of any part of a day which is not a business day) before the time appointed for the holding of such adjourned meeting. This proxy form sent electronically or by any other data transmission process will not be accepted.
- In the case of joint registered holders of any share, this form of proxy may be signed by any joint registered holder. Any one of such joint registered holders may attend and vote in respect of such share(s) as if he/she/it was solely entitled thereto.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of the name(s) and other personal data of yourself and your proxy(ies) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and/or your voting instructions for the AGM (the "Purposes"). We may transfer such data provided by you to the Company's Hong Kong Branch Share Registrar and agent(s) for the Purposes or such other parties who are authorised by law to request the information. The data will be retained for such period as may be necessary for our verification and record purposes. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance (Cap 486 of the laws of Hong Kong) and any such request should be made in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.