



Emirates Reit

# Proxy Form

Emirates REIT (CEIC) Limited  
("Emirates REIT" or the "REIT")

28<sup>th</sup> May 2015

Return this form **SIGNED AND DATED** to your broker, custodian or our tabulation agent  
by 6:00 PM on **TUESDAY, 16<sup>th</sup> JUNE 2015**

For use by beneficial owners of Emirates REIT shares as at 2:00 pm on Tuesday, 16<sup>th</sup> June 2015 in connection with the **Annual General Meeting** of the shareholders of the REIT to be held on **Sunday, 21<sup>st</sup> June 2015** at **11:00am** at the **Jumeirah Emirates Towers**, Dubai, United Arab Emirates or any adjournments thereof.

Name \_\_\_\_\_

Address \_\_\_\_\_

City \_\_\_\_\_

Country \_\_\_\_\_

I / We declare myself / ourselves to be beneficial owner(s) of \_\_\_\_\_ shares in the REIT as at 2:00 pm on Tuesday, 16<sup>th</sup> June 2015 and hereby appoint (tick the appropriate box)

- Mr / Mrs / Miss \_\_\_\_\_  
or  
 the Chairman of the meeting

as my /our proxy to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting.

Name of Signatory \_\_\_\_\_

Title of Signatory \_\_\_\_\_

NIN Account number / Account number with Broker

Date        /        /

Signature/Corporate Seal

I / We direct that the vote(s) shall be cast on the resolution as indicated below (tick the appropriate box).

#### Resolution 1

To approve the declaration of a final dividend of USD 0.04 per ordinary share for financial year ending 31 December 2014, such dividend to be paid on or before 30<sup>th</sup> June 2015 to shareholders on the register on 16<sup>th</sup> June 2015.

For  
 Against  
 Abstain

#### Resolution 2

To receive and approve the annual report and the accounts of the REIT for the year ended 31 December 2014 together with the director's report and auditor's report on those accounts.

For  
 Against  
 Abstain

#### Resolution 3

To re-appoint PricewaterhouseCoopers (Dubai Branch) ("PwC") as auditors of the REIT to hold office until the conclusion of the next annual general meeting at which accounts are laid before the shareholders.

For  
 Against  
 Abstain

#### Resolution 4

To authorise the REIT and Emirates REIT Management (Private) Limited (the "REIT Manager") on behalf of the REIT to enter into transactions with Affected Persons (as defined in the Dubai Financial Services Authority ("DFSA") Collective Investment Rules ("CIR")) in accordance with the modified version of Rule 8.3.2 of the CIR set out in the DFSA Modification Notice issued on 6<sup>th</sup> March 2014 (the "Modification Notice").

For  
 Against  
 Abstain

*Note: Please refer to the explanatory notes set out in the Notice of meeting for the full text of the modified version of Rule 8.3.2 of the CIR (as set out in the Modification Notice).*

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Resolution 5

To authorise the REIT and REIT Manager on behalf of the REIT to enter into transactions with Affected Persons (as defined in the CIR) in accordance with the modified version of Rule 13.4.16 of the CIR set out in the Modification Notice.

- For  
 Against  
 Abstain

*Note: Please refer to the explanatory notes set out in the Notice of meeting for the full text of the modified version of Rule 13.4.16 of the CIR (as set out in the Modification Notice).*

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Resolution 6

To authorise the REIT and REIT Manager on behalf of the REIT to enter into transactions with Affected Persons (as defined in the CIR) in accordance with the modified version of Rule 13.4.17 of the CIR set out in the Modification Notice.

- For  
 Against  
 Abstain

*Note: Please refer to the explanatory notes set out in the Notice of meeting for the full text of the modified version of Rule 13.4.17 of the CIR (as set out in the Modification Notice).*

**Important Notice:** On receipt of this form duly signed and without any specific direction on a particular matter, your proxy will vote or abstain at his / her discretion on the resolutions listed above and other business transacted at the Annual General Meeting as he / she thinks fit.