

# ESR-REIT

(Constituted in the Republic of Singapore pursuant to a trust deed dated 31 March 2006 (as amended))

Managed by ESR-REIT MANAGEMENT (S) LIMITED  
(Company Registration Number: 200512804G)

## PROXY FORM

### ANNUAL GENERAL MEETING ("AGM")

#### IMPORTANT:

- Holders of units in ESR-REIT ("Unitholders") who wish to exercise their voting rights at the AGM (as defined below) may:
  - (where the Unitholder is an individual) attend, speak and vote at the AGM in person;
  - (where the Unitholder is an individual or a corporate) appoint proxy(ies) (other than the Chairperson of the AGM) to attend, speak and vote at the AGM on their behalf; and
  - (where the Unitholder is an individual or a corporate) appoint the Chairperson of the AGM as proxy to vote on their behalf.
- Unitholders who wish to appoint proxy(ies) (other than the Chairperson of the AGM) to attend, speak and vote at the AGM on their behalf must complete and submit this Proxy Form in accordance with the instructions in the Notes below.
- For investors holding units of ESR-REIT through a Relevant Intermediary (as defined below) ("Relevant Intermediary Unitholders") and investors who hold Units through the Central Provident Fund or the Supplementary Retirement Scheme ("CPF/SRS investors"), this Proxy Form is **NOT VALID FOR USE** and shall be ineffective for all intents and purposes if used or purported to be used by such investors. Relevant Intermediary Unitholders who wish to vote at the AGM should approach their Relevant Intermediary as soon as possible. CPF/SRS investors who wish to vote at the AGM should approach their respective CPF Agent Banks/ SRS Operators at least seven working days before the AGM (i.e. by 10 April 2025 (Thursday) at 5.00 p.m.) to ensure that their votes are submitted.
- PLEASE READ THE NOTES TO THE PROXY FORM.**

#### Personal data privacy

By submitting an instrument appointing a proxy, the unitholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 1 April 2025.

I/We, \_\_\_\_\_ (insert Full Name(s)) \_\_\_\_\_ (NRIC/Passport/Company Registration Number) of \_\_\_\_\_ (Address) \_\_\_\_\_  
being a unitholder/unitholders of ESR-REIT, hereby appoint

| Name | Email Address | NRIC/Passport no. | Proportion of Unitholdings (Note 5) |   |
|------|---------------|-------------------|-------------------------------------|---|
|      |               |                   | No. of Units                        | % |
|      |               |                   |                                     |   |

and/or (delete as appropriate)

| Name | Email Address | NRIC/Passport no. | Proportion of Unitholdings (Note 5) |   |
|------|---------------|-------------------|-------------------------------------|---|
|      |               |                   | No. of Units                        | % |
|      |               |                   |                                     |   |

or failing whom, the Chairperson of the AGM, as my/our proxy to attend, to speak (as applicable) and to vote for me/us on my/our behalf at the AGM of ESR-REIT to be held at Suntec Singapore Convention & Exhibition Centre, Level 4, Hall 406, 1 Raffles Boulevard, Singapore 039593 on 23 April 2025 (Wednesday) at 10.00 a.m. (Singapore time) and at any adjournment thereof. I/We direct my/our proxy(ies) to vote (i) for, (ii) against, or (iii) abstain from voting on, the resolutions to be proposed at the AGM as indicated hereunder#. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion, as he/she may on any other matter arising at the AGM. In the event the Unitholder does not indicate any name above or the individual named by the Unitholder does not turn up at the AGM, the Chairperson of the AGM will be the proxy and will vote or abstain from voting based on the directions indicated hereunder and if no specific direction as to voting is given, the Chairperson of the AGM will vote or abstain from voting at his/her discretion, as he/she may on any other matter arising at the AGM.

| No. | Resolutions  | For* | Against* | Abstain* |
|-----|--|------|----------|----------|
|     | <b>ORDINARY BUSINESS</b>   |      |          |          |
| 1   | To receive and adopt the Trustee's Report, the Statement by the Manager and the Audited Financial Statements of ESR-REIT for the financial year ended 31 December 2024 (Ordinary Resolution)               |      |          |          |
| 2   | To re-appoint Ernst & Young LLP as Auditor of ESR-REIT to hold office until the conclusion of the next Annual General Meeting and to authorise the Manager to fix their remuneration (Ordinary Resolution) |      |          |          |
|     | <b>SPECIAL BUSINESS</b>  |      |          |          |
| 3   | To authorise the Manager to issue Units and to make or grant convertible instruments (Ordinary Resolution)   |      |          |          |
| 4   | To authorise the Manager to repurchase or otherwise acquire Units for and on behalf of ESR-REIT pursuant to the Unit Buy-Back Mandate (Ordinary Resolution)  |      |          |          |

# You should specifically direct the proxy(ies) on how he/she is to vote for, vote against, or abstain from voting on, the resolution.

\* If you wish to exercise all your votes "For", "Against" or "Abstain", please tick [V] within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Total number of Units held  
(Note 4)

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



Postage will  
be paid by  
addressee.  
For posting in  
Singapore only.

**BUSINESS REPLY SERVICE  
PERMIT NO. 08027**



**ESR-REIT MANAGEMENT (S) LIMITED**  
(as Manager of ESR-REIT)  
c/o Boardroom Corporate & Advisory Services Pte. Ltd.  
1 Harbourfront Avenue,  
#14-07 Keppel Bay Tower,  
Singapore 098632

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

**Notes to Proxy Form**

- Unitholders who wish to exercise their voting rights at the AGM may:
  - (where the Unitholder is an individual) attend, speak and vote at the AGM in person;
  - (where the Unitholder is an individual or a corporate) appoint proxy(ies) [other than the Chairperson of the AGM] to attend, speak and vote at the AGM on their behalf; and
  - (where the Unitholder is an individual or a corporate) appoint the Chairperson of the AGM as proxy to vote on their behalf.
- Unitholders who wish to appoint proxy(ies) [other than the Chairperson of the AGM] to attend, speak and vote at the AGM on their behalf must complete and submit this Proxy Form in accordance with the instructions below.
- In this Proxy Form, a Unitholder should specifically direct the proxy(ies) on how he/she is to vote for, vote against, or abstain from voting on, each of the resolutions tabled at the AGM. All valid votes cast via proxy on the resolutions will be counted. If no specific direction as to voting is given, the proxy(ies) [including the Chairperson of the AGM] may vote or abstain from voting at his/her discretion.
- A Unitholder should insert the total number of Units entered against his/her/its name in the Depository Register maintained by The Central Depository (Pte) Limited ("CDP"). If no number is inserted, this Proxy Form will be deemed to relate to all the Units held by the Unitholder in the Depository Register.
- A Unitholder (who is not a Relevant Intermediary) is entitled to appoint one or two proxies to attend and vote in his/her stead. A proxy need not be a Unitholder. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless he/she/it specifies the number of Units and proportion of his/her/its unitholding (expressed as a percentage of the whole) to be represented by each proxy.
  - A Unitholder who is a Relevant Intermediary is entitled to appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder appoints two or more proxies, the appointments shall be invalid unless such Unitholder specifies the number of Units to be represented by each proxy.
- "Relevant Intermediary"** means:
  - a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
  - a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds Units in that capacity; or
  - the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of Units purchased under the subsidiary legislation made under the Central Provident Fund Act 1953 providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
- The duly completed Proxy Form must be deposited:
  - by post to the office of the Unit Registrar of ESR-REIT at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632; or
  - by email to [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com) (by enclosing a clear, scanned, completed and signed Proxy Form in PDF);The Proxy Form must be received by ESR-REIT by 20 April 2025 (Sunday) at 10.00 a.m. (being 72 hours before the time appointed for the AGM). Unitholders are strongly encouraged to submit completed Proxy Forms via email.
- Completion and submission of the Proxy Form shall not preclude a Unitholder from attending, speaking and voting at the AGM. Any appointment of a proxy or proxies (including the Chairperson of the AGM) shall be deemed to be revoked if a Unitholder attends the AGM, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the AGM.
- The Proxy Form must be executed under the hand of the appointor or of his/her/its attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.
- Where the Proxy Form is signed on behalf of the appointor by an attorney or a duly authorised officer or by executor(s) on behalf of a deceased individual's estate, the power of attorney or other relevant authority under which it is signed, or a notarially certified copy of such power or authority must (failing previous registration with the Manager) be deposited by post to the office of the Unit Registrar of ESR-REIT at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632, or by email to [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com), and must be received by ESR-REIT by 20 April 2025 (Sunday) at 10.00 a.m. (being 72 hours before the time appointed for the AGM), failing which the Proxy Form may be treated as invalid. In the event of any doubt, please email [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com).
- The Manager shall be entitled to reject a Proxy Form which is incomplete, improperly completed, unsigned, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form. In addition, the Manager may reject a Proxy Form if the Unitholder, being the appointor, is not shown to have Units entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by CDP to the Manager.
- All Unitholders will be bound by the outcome of the AGM regardless of whether they have attended or voted at the AGM.
- Every Unitholder shall have one vote for every Unit of which he/she/it is the Unitholder. A person entitled to more than one vote need not use all his/her/its votes or cast them the same way.

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