

# OUÉ COMMERCIAL REAL ESTATE INVESTMENT TRUST

(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 10 October 2013 (as amended))

## PROXY FORM Annual General Meeting

### IMPORTANT:

- The Annual General Meeting ("AGM") is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of AGM and this Proxy Form will not be sent to the holders of units in OUE Commercial Real Estate Investment Trust ("OUE C-REIT"), and the holders of units in OUE C-REIT, the "Unitholders". Instead, the Notice of AGM and this Proxy Form will be sent to Unitholders by electronic means via publication on OUE C-REIT's website at the URL <https://www.ouect.com> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- As the AGM will be conducted in an electronic format, Unitholders, including Central Provident Fund Scheme ("CPF") and Supplementary Retirement Scheme ("SRS") investors, will not be able to attend the AGM in person. Alternative arrangements relating to:
  - attendance at the AGM by Unitholders, including CPF and SRS investors, via electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only stream);
  - submission of questions to the Chairman of the AGM by Unitholders, including CPF and SRS investors, in advance of, or "live" at, the AGM, and addressing of substantial and relevant questions in advance of, or "live" at, the AGM; and
  - voting at the AGM (i) "live" by the Unitholder or his/her/its duly appointed proxy(ies) (i.e., persons other than the Chairman of the AGM) via electronic means; (ii) "live" by the CPF or SRS investor via electronic means if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (iii) by the Unitholder, or the CPF and SRS investors, appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM, are set out in the accompanying OUE C-REIT's announcement dated 29 March 2023. This announcement may be accessed on OUE C-REIT's website at the URL <https://www.ouect.com> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).
- 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 CPF and SRS investors. CPF and SRS investors who wish to appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on Monday, 10 April 2023.
- By submitting this Proxy Form, the Unitholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 29 March 2023.

I/We \_\_\_\_\_ (Name(s)) \_\_\_\_\_ (NRIC/Passport/Company Registration No.)

of \_\_\_\_\_ (Address)

being a Unitholder/Unitholders of OUE C-REIT, hereby appoint:

Name	Address	Email Address	NRIC No./ Passport No.	Proportion of Unitholdings	
				No. of Units	%

and/or (delete as appropriate)

Name	Address	Email Address	NRIC No./ Passport No.	Proportion of Unitholdings	
				No. of Units	%

or failing him/her, the Chairman of the AGM, as my/our proxy/proxies to attend and to vote for me/us on my/our behalf, at the AGM of OUE C-REIT to be convened and held by way of electronic means on **Thursday, 20 April 2023 at 2.00 p.m.** and at any adjournment thereof.

No.		For	Against	Abstain
	<b>ORDINARY BUSINESS</b>			
1.	To receive and adopt the Trustee's Report, the Manager's Statement, the Audited Financial Statements of OUE C-REIT for the financial year ended 31 December 2022 and the Independent Auditors' Report thereon.			
2.	To re-appoint KPMG LLP as Independent Auditors of OUE C-REIT and authorise the Manager to fix the Independent Auditors' remuneration.			
	<b>SPECIAL BUSINESS</b>			
3.	To authorise the Manager to issue Units and to make or grant convertible instruments.			
4.	To approve the renewal of the Unit Buy-back Mandate.			

(Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against" a resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of the resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please indicate with an "X" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of units in OUE C-REIT ("Units") that your proxy/proxies is directed to abstain from voting in the "Abstain" box in respect of that resolution. **In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM.**

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Total No. of Units held

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

Contact Number/Email Address of Unitholder(s)

**IMPORTANT: Please read the notes overleaf before completing the Proxy Form**

**Notes:**

1. If the Unitholder has Units entered against his/her/its name in the Depository Register maintained by The Central Depository (Pte) Limited (“**CDP**”), he/she/it should insert that number of Units. If the Unitholder has Units registered in his/her/its name in the Register of Unitholders, he/she/it should insert that number of Units. If the Unitholder has Units entered against his/her/its name in the said Depository Register and registered in his/her/its name in the Register of Unitholders, he/she/it should insert the aggregate number of Units. If no number is inserted, this Proxy Form will be deemed to relate to all the Units held by the Unitholder.
2. (a) A Unitholder who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such Unitholder’s Proxy Form appoints more than one proxy, the proportion of the unitholding concerned to be represented by each proxy shall be specified in the Proxy Form.  
(b) A Unitholder who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder’s Proxy Form appoints more than two proxies, the number and class of Units in relation to which each proxy has been appointed shall be specified in the Proxy Form.  
“**Relevant intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.  
A Unitholder can appoint the Chairman of the AGM as his/her/its proxy, but this is not mandatory.
3. A proxy need not be a Unitholder of OUE C-REIT.
4. The Proxy Form must be submitted to the Manager in the following manner:
  - (a) if submitted by post, be lodged at the Unit Registrar’s office at Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
  - (b) if submitted electronically, be submitted:
    - (i) via email to the Unit Registrar at [srs.teamd@boardroomlimited.com](mailto:srs.teamd@boardroomlimited.com); or
    - (ii) via the pre-registration website at the URL <https://ouect.com/agm2023-registration>,in each case **by 2.00 p.m. on Tuesday, 18 April 2023**, being 48 hours before the time appointed for the AGM.

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**BUSINESS REPLY SERVICE  
PERMIT NO. 09222**



**OUE Commercial REIT Management Pte. Ltd.**  
(as manager of OUE Commercial Real Estate Investment Trust)

c/o  
Unit Registrar  
Boardroom Corporate & Advisory Services Pte. Ltd.  
1 Harbourfront Avenue  
#14-07 Keppel Bay Tower  
Singapore 098632

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

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5. This Proxy Form must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where this Proxy Form is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or a duly authorised officer. Where this Proxy Form is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Manager), if the Proxy Form is submitted by post, be lodged with the Proxy Form or, if the Proxy Form is submitted electronically via email or via the pre-registration website, be emailed or, as the case may be, uploaded with the Proxy Form, failing which the Proxy Form may be treated as invalid.
6. The Manager shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form (including any related attachment). In addition, in the case of Units entered in the Depository Register, the Manager may reject any Proxy Form (or any related attachment) if the Unitholder, being the appointor, is not shown to have Units entered against the Unitholder’s name in the Depository Register as at 48 hours before the time appointed for holding the AGM, as certified by CDP to the Manager.