

## PRIME US REIT

(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 7 September 2018 (as amended and restated))

### IMPORTANT:

- This AGM (as defined below) will be held by electronic means pursuant to 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 unitholders of Prime US REIT ("Unitholders"). Instead, the Notice of AGM and this Proxy Form will be sent to Unitholders by electronic means via publication on Prime US REIT's website at <http://investor.primeusreit.com/publication.html> and the SGXNet.
- Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-and-video webcast or "live" audio-only stream), submission of questions to the Chairman (as defined below) in advance of the AGM, addressing of substantial and relevant questions at AGM and voting by appointing the Chairman as proxy at the AGM, are set out in the Notice of AGM dated 26 May 2020. This announcement may be accessed at Prime US REIT's website at <http://investor.primeusreit.com/publication.html> and the SGXNet.
- Due to the current Covid-19 restrictions orders in Singapore, a Unitholder will not be able to attend the AGM in person. A Unitholder will also not be able to vote online on the resolutions to be tabled for approval at the AGM. A Unitholder (whether individual or corporate) must appoint the Chairman of the AGM ("Chairman") as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such Unitholder wishes to exercise his/her/its voting rights at the AGM. The Chairman, as proxy, need not be a Unitholder.
- This Proxy Form is not valid for the use by investors holding units in Prime US REIT ("Units") through relevant intermediaries ("Investors") (including investors holding through Central Provident Fund ("CPF") or Supplementary Retirement Scheme ("SRS") ("CPF/SRS investors")) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor (other than a CPF/SRS investor) who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. A CPF/SRS investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator by 9.00 a.m. on 5 June 2020, being 7 working days before the date of the AGM to submit his/her vote.
- PLEASE READ THE NOTES TO THE PROXY FORM.

## PROXY FORM

### ANNUAL GENERAL MEETING

(Please see notes overleaf before completing this Form)

I/We,

(Name(s) and NRIC/Passport/Company Registration Number(s))

of

(Address)

being a Unitholder/Unitholders of Prime US REIT (the units of Prime US REIT, the "Units"), hereby appoint(s) the Chairman of the Annual General Meeting ("AGM") as my/our proxy to attend, speak and vote for me/us on my/our behalf at the AGM of Prime US REIT to be convened and held by way of electronic means on **Wednesday, 17 June 2020 at 9.00 a.m.** and at any adjournment thereof in the following manner:

No.	Resolutions	Number of Votes For <sup>(1)</sup>	Number of Votes Against <sup>(1)</sup>	Number of Votes Abstain <sup>(1)</sup>
<b>ORDINARY BUSINESS</b>				
1	<b>Ordinary Resolution</b> To receive and adopt the Trustee's Report, the Manager's Statement and the Audited Financial Statements of Prime US REIT for the financial period from 7 September 2018 to 31 December 2019 together with the Auditors' Report thereon.			
2	<b>Ordinary Resolution</b> To re-appoint Ernst & Young LLP as the Auditors of Prime US REIT and to authorise the Manager to fix the Auditors' remuneration.			
<b>SPECIAL BUSINESS</b>				
3	<b>Ordinary Resolution</b> To authorise the Manager to issue Units and to make or grant convertible Instruments.			
4	<b>Ordinary Resolution</b> To approve the renewal of the Unit Buy-Back Mandate			

<sup>(1)</sup> If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick (✓) within the relevant boxes provided. Alternatively, please indicate the number of Units, as appropriate, in the boxes provided.

Dated this ..... day of ..... 2020

**Total number of Units held**

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

\* Delete where inapplicable

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

### Notes:

1. A Unitholder should insert the total number of Units held in the Proxy Form. If the Unitholder has Units entered against his/her name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore and maintained by The Central Depository (Pte) Limited (“**CDP**”), he/she should insert that number of Units. If the Unitholder has Units registered in his/her name in the Register of Unitholders of Prime US REIT, he/she should insert that number of Units. If the Unitholder has Units entered against his/her name in the said Depository Register and registered in his/her name in the Register of Unitholders, he/she 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. Due to the current Covid-19 restriction orders in Singapore, a Unitholder will not be able to attend the AGM in person. A Unitholder will also not be able to vote online on the resolutions to be tabled for approval at the AGM. A Unitholder (whether individual or corporate) must appoint the Chairman as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such Unitholder wishes to exercise his/her/its voting rights at the AGM. The Chairman, as proxy, need not be a Unitholder.
3. Where a Unitholder (whether individual or corporate) appoints the Chairman as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.
4. The Proxy Form is not valid for use by Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor (other than a CPF/SRS investor) who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. A CPF/SRS investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator by 9.00 a.m. on 5 June 2020, being 7 working days before the date of the AGM to submit his/her vote.
5. This Proxy Form must be submitted in the following manner:
  - (a) if submitted by post, be deposited at the Registered Office of Prime US REIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
  - (b) if submitted electronically, be sent via email to [SRS.TeamD@boardroomlimited.com](mailto:SRS.TeamD@boardroomlimited.com);in either case, by 9.00 a.m. on 14 June 2020, being not less than seventy-two (72) hours before the time appointed for the AGM.

A Unitholder who wishes to submit this Proxy Form must first download, complete and sign this Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

**In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for Unitholders to submit completed Proxy Forms by post, Unitholders are strongly encouraged to submit completed Proxy Forms electronically via email.**
6. The Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, it must be executed either under its common seal or under the hand of an officer or attorney so authorised.
7. Where the Proxy Form is signed on behalf of the appointor by an attorney or a duly appointed officer, the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney must (failing previous registration with the Manager) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
8. The Manager shall be entitled to reject a Proxy Form which is incomplete, improperly completed or 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, in the case of Units entered in the Depository Register, 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 seventy-two (72) hours before the time appointed for holding the AGM, as certified by CDP to the Manager.
9. All Unitholders will be bound by the outcome of the AGM regardless of whether they have attended or voted at the AGM by way of electronic means.
10. Any reference to a time of day is made by reference to Singapore time.

### PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman of the Annual General Meeting as proxy, the Unitholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 26 May 2020.