

# 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 convened and held, in a wholly physical format, at Meeting Room 334 – 336, Level 3, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593 on Thursday, 25 April 2024 at 9.00 a.m. (Singapore time). Printed copies of the Notice of AGM and the Proxy Form will be sent to unitholders of Prime US REIT (“Unitholders”). The Notice of AGM and this Proxy Form have also been published on Prime US REIT’s website at <http://investor.primeusreit.com/publication.html> and the SGXNET.
- There will be no option for Unitholders to participate virtually. A Unitholder (whether individual or corporate) who wishes to exercise his/her/its voting rights at the AGM may (a) vote at the AGM in person via the electronic poll voting system; or (b) appoint his/her/its proxy(ies), which may include the Chairperson of the AGM (“Chairperson”), to attend, speak and vote on his/her/its behalf at the AGM. A 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 and investors holding through Supplementary Retirement Scheme (“SRS”, and the investors, “SRS Investors”) and shall be ineffective for all intents and purposes if used or purported to be used by them. A person who holds Units through relevant intermediaries (other than SRS Investors) who wishes to participate in the AGM should contact the relevant intermediary through which they hold such Units as soon as possible in order for the necessary arrangements to be made for their participation and voting at the AGM. A SRS investor who wishes to appoint the Chairperson of the AGM as proxy to vote on their behalf at the AGM should approach his/her SRS Operator by 5.00 p.m. (Singapore Time) on 16 April 2024, 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, hereby appoint:

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

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

or failing whom, the Chairperson 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, in a wholly physical format, on **Thursday, 25 April 2024 at 9.00 a.m. (Singapore time)** and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for, against or abstain from the resolution to be proposed at the AGM as indicated hereunder<sup>#</sup>. 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.

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 year ended 31 December 2023 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.			

<sup>#</sup> You should specifically direct the proxy(ies) on how he/ she is to vote for, vote against, or abstain from voting on, the resolutions, failing which the proxy(ies) may vote or abstain as the proxy(ies) deem fit on the above resolutions, and on any other matter arising at the AGM.

<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 \_\_\_\_\_ 2024

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. Printed copies of this Proxy Form will be sent to Unitholders. This Proxy Form will be uploaded on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and Prime US REIT's website at the URL <http://primeusreit.com/>.
2. The AGM will be held in a wholly physical format and there will be no option for Unitholders to participate virtually. A Unitholder (whether individual or corporate) who wishes to exercise his/her/its voting rights at the AGM may (a) vote at the AGM in person via the electronic poll voting system; or (b) appoint his/her/its proxy(ies), which may include the Chairperson of the AGM ("**Chairperson**"), 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.
3. A proxy need not be a Unitholder.
4. This Proxy Form must be submitted in the following manner:
  - (a) if submitted by post, by completing and signing the Proxy Form, before lodging it at the office of Prime US REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
  - (b) If submitted electronically, be submitted via email, by completing and signing the Proxy Form, before attaching and sending a clear scanned PDF copy to [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com).in each case, by **9.00 a.m. on Monday, 22 April 2024 (Singapore Time)**, being seventy-two (72) hours before the time fixed for the AGM.

For avoidance of doubt, persons who hold Units through relevant intermediaries and SRS investors, are not to use the Proxy Form in the manner stated above and should instead refer to the Notice of AGM for the voting arrangements.

Unitholders are strongly encouraged to submit completed Proxy Forms electronically via email.
5. Unitholders (whether individual or corporate) who wishes to exercise his/her/its voting rights at the AGM may appoint his/her/its proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM by completing and submitting this Proxy Form. Where a Unitholder (whether individual or corporate) appoints his/her/its proxy(ies) without providing specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, the proxy(ies) may vote or abstain as the proxy(ies) deems fit in respect of a resolution in the Proxy Form, and on any other matter arising at the AGM.

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 2001 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.
6. The Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing or if the appointer 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, the power of attorney or other authority under which it is signed (if applicable) 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 via email, be emailed 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 the corresponding number of 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.
10. Any reference to a time of day is made by reference to Singapore time.

### **PERSONAL DATA PRIVACY:**

By submitting an instrument appointing a proxy(ies), the Unitholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 10 April 2024.