



WHARF

Established 1886

WHARF REAL ESTATE INVESTMENT COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 1997

Form of Proxy for Annual General Meeting

I/We¹, _____ of _____, being the registered holder(s) of _____ shares³ in Wharf Real Estate Investment Company Limited (the "Company"), hereby appoint the Chairman of the Meeting or⁴ _____ of (address) _____ and (email address) _____, as

my/our proxy at the Annual General Meeting of the Company (the "AGM") to be held on Friday, 6 May 2022 at 11:15 a.m. as a hybrid meeting with 16th Floor, Ocean Centre, Harbour City, Canton Road, Kowloon, Hong Kong as the principal meeting place (the "Principal Meeting Place"), and at any adjournment thereof, and to vote on my/our behalf on the proposed resolutions in respect of the undermentioned matters as indicated below, or, if no such indication is given, as my/our proxy thinks fit:-

ORDINARY RESOLUTIONS		For ⁵	Against ⁵
1	To adopt the Financial Statements and the Reports of the Directors and Independent Auditor for the financial year ended 31 December 2021.		
2	(a) To re-elect Mr. Stephen Tin Hoi NG, a retiring Director, as a Director.		
	(b) To re-elect Ms. Yen Thean LENG, a retiring Director, as a Director.		
	(c) To re-elect Mr. Horace Wai Chung LEE, a retiring Director, as a Director.		
	(d) To re-elect Mr. Alexander Siu Kee AU, a retiring Director, as a Director.		
3	To re-appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration.		
4	To give a general mandate to the Directors for buy-back of shares by the Company. ⁶		
5	To give a general mandate to the Directors for issue of shares. ⁶		
6	To approve the addition of bought back shares to the share issue general mandate stated under Resolution No. 5. ⁶		

I/We hereby acknowledge and confirm as follows:-

- I/we am/are duly authorised by my/our proxy to provide his/her personal information (including the address and email address) above;
- The Company and its agents are authorised to send the login details to access the e-Meeting System to my/our proxy through the email address provided above. I/we understand that if no email address is provided, my/our proxy cannot attend and vote electronically through the e-Meeting System;
- I have checked and ensured that all information provided in this proxy form is accurate and complete. Neither the Company nor its agents assume any obligation or liability whatsoever in respect of the accuracy or completeness of the information provided, or in connection with the transmission of the login details or any use of the login details for voting or otherwise;
- If I/we or my/our proxy cast my/our votes through the e-Meeting System, such votes are irrevocable once the voting session of the AGM ends; and
- If my/our proxy has not received the login details by email one day before the date of the AGM, I/we understand that I/we should contact the Company's Hong Kong Branch Share Registrar (the "Branch Share Registrar"), Tricor Investor Services Limited, at (852) 2980 1333 or by email to is-enquiries@hk.tricorglobal.com for assistance. (Same as Note 9 below)

Member's signature(s): _____ Proxy's specimen signature: _____

Signed this _____ day of _____ 2022

Notes:

- Full name(s) and address(es) of the member(s) completing this form should be inserted in **Block Capitals** in the space provided.
- A member is entitled to appoint at his/her own choice, another person as his/her proxy. A proxy need not be a shareholder of the Company.
- Please insert the number of relevant shares to which this form of proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company that are registered under your name(s).
- Please insert in **Block Capitals** the name(s), address(es) and email address(es) of the proxy or proxies desired in the space provided. **Any alteration to this form of proxy must be initiated by the member(s) who sign(s) it.** A corporation may execute a form of proxy either under seal or under the hand of an officer or attorney duly authorised. **If no name is given, the Chairman of the Meeting will act as your proxy.**
- Important: if you wish your proxy to vote for a particular resolution, place a "✓" in the appropriate box under "For". If you wish your proxy to vote against a particular resolution, place a "✗" in the appropriate box under "Against".** If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular matter, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant matter and if so how.
- The full text of Resolutions 4 to 6 are set out in the Notice of AGM.
- To be valid, this form of proxy must be completed and deposited at the office of the Company's Branch Share Registrar at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, together with the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of that power of attorney or authority), not later than 11:15 a.m., on Wednesday, 4 May 2022, or in case of any adjournment thereof, not less than 48 hours (exclusive of any part of a day which is not a business day) before the time appointed for the holding of such adjourned meeting. This proxy form sent electronically or by any other data transmission process will not be accepted.
- Given the special arrangements for the AGM set out in the circular of the Company dated 1 April 2022, **shareholders and their proxies are reminded not to physically attend the AGM. Any shareholder or proxy who attempts to physically attend the AGM will be denied entry to the Principal Meeting Place.** The Company strongly recommends shareholders to attend and vote at the AGM electronically through the e-Meeting System in person or by proxy or appoint the Chairman of the Meeting as proxy to vote on the relevant resolutions at the AGM on their behalf.
- If your proxy has not received the login details by email one day before the date of the AGM, you should contact the Company's Branch Share Registrar at (852) 2980 1333 or by email to is-enquiries@hk.tricorglobal.com for assistance. (Same as (e) above)
- In the case of joint registered holders of any share, this form of proxy may be signed by any joint registered holder, only ONE PAIR of login username and password will be provided to the joint holders. Any one of such joint holders may attend or vote in respect of such share(s) as if he/she/it was solely entitled thereto.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of the name(s) and other personal data of yourself and your proxy(ies) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and/or your voting instructions for the Annual General Meeting of the Company (the "Purposes"). We may transfer such data provided by you to the Company's Hong Kong Branch Share Registrar and agent(s) for the Purposes or such other parties who are authorised by law to request the information. The data will be retained for such period as may be necessary for our verification and record purposes. Your/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance (Cap. 486 of the laws of Hong Kong) and any such request should be made in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.