



Prosperity Real Estate Investment Trust

(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance
(Chapter 571 of the Laws of Hong Kong))
(Stock Code: 808)

Managed by



ARA Asset Management (Prosperity) Limited

PROXY FORM FOR USE BY UNITHOLDERS AT THE ANNUAL GENERAL MEETING

I/We, ^(note 1) _____
of _____
being a registered holder of ^(note 2) _____ units of Prosperity Real Estate Investment Trust
("Prosperity REIT") hereby appoint ^(note 3) _____
of _____ or failing him
_____ of _____

as my/our proxy to attend and act on my/our behalf at the Annual General Meeting of unitholders of Prosperity REIT to be held at Exhibition Venue A on Level 7, The Metropolis Mall, 6 Metropolis Drive, Hunghom, Kowloon, Hong Kong on Wednesday, 10 May 2006 at 10:30 a.m. and at any adjournment thereof.

Dated the _____ day of _____, 2006.

Unitholder's Signature _____

Witness _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of units registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the units in Prosperity REIT registered in your name(s).
3. Any unitholder entitled to attend the Annual General Meeting is entitled to appoint a proxy to attend in his stead.
4. This proxy form must be signed by the appointor or his attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under hand of an officer, attorney or other person duly authorised.
5. In order to be valid, this proxy form, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, if any, must be deposited at Prosperity REIT's Unit Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the commencement of the Annual General Meeting.
6. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE UNITHOLDER WHO SIGNS IT.**