



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



(An Affiliate of Cheung Kong Group)

ARA Asset Management (Prosperity) Limited

PROXY FORM FOR USE BY UNITHOLDERS AT THE ANNUAL GENERAL MEETING

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

or failing him/her, THE CHAIRMAN OF THE MEETING ^(note 3) to act 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, Fortune Metropolis, 6 Metropolis Drive, Hung Hom, Kowloon, Hong Kong on Friday, 9 May 2014 at 2:30 p.m. and at any adjournment thereof.

Dated the _____ day of _____, 2014.

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 at the Annual General Meeting is entitled to appoint a proxy to attend in his/her stead. If any proxy other than the Chairman of the Annual General Meeting is preferred, please insert the name and address of the proxy desired in the space provided and strike out the words "or, failing him/her, THE CHAIRMAN OF THE MEETING".
4. This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of a legal representative or other attorney duly authorized to sign the same.
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 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Completion and return of this proxy form will not preclude you from attending the meeting in person should you so wish. In the event that you attend the meeting or adjourned meeting (as the case may be) after having lodged a proxy form, the proxy form will be deemed to have been revoked.
6. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**