



Spring Real Estate Investment Trust

春泉產業信託

(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: 01426)

Managed by
Spring Asset Management Limited

PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON 10 NOVEMBER 2017

I/We, being the registered holder(s) of units ("Unitholder(s)") in Spring Real Estate Investment Trust ("Spring REIT"), hereby appoint the proxy ^(Note 1) as specified below or failing him/her, **THE CHAIRMAN OF THE MEETING** ^(Note 1) to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting of Spring REIT to be held at Room 2401-2, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 10 November 2017 at 4:00 p.m. and at any adjournment thereof in respect of the resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit.

Registered Unitholder(s) (Complete in ENGLISH BLOCK CAPITALS. The names of all joint Unitholders should be stated.)			
Registered Name			
Registered Address			
Registered Holding ^(Note 2)		Signature ^(Note 4)	
Date ^(Note 4)			

Proxy (Complete in ENGLISH BLOCK CAPITALS.)			
Full Name		No. of Units ^(note 3)	
Full Address			

Terms defined in the unitholder circular of Spring REIT dated 25 October 2017 (the "Circular") shall have the same meanings when used in this proxy form, unless the context otherwise requires. The full text of the Ordinary Resolutions, is set out in the Notice of Extraordinary General Meeting dated 25 October 2017.

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)
1.	THAT Spring Asset Management Limited be removed as the manager of Spring REIT as soon as practicable after this resolution is passed.		
2.	THAT , conditional upon the passing of Resolution 1 and subject to the approval of the Securities and Futures Commission, the Trustee be directed to: <ul style="list-style-type: none"> (i) effect the internalization of the REIT management function by incorporating a subsidiary, to be wholly owned by the Trustee, to act as the manager of Spring REIT (the "Management Subsidiary"); and (ii) retain Spring REIT's existing management staff to maintain management continuity and, subject to the result of the strategic and governance review, to hire and appoint qualified candidates, with a strong track record of direct real estate management experience, as the directors and staff of the Management Subsidiary in accordance with applicable requirements of the Securities and Futures Commission. 		

Notes:

- If any proxy other than the chairman of the meeting is preferred, please insert the full name and address of the proxy desired in the space provided. A Unitholder entitled to attend and vote at the meeting of Spring REIT is entitled to appoint no more than two proxies to attend and vote on his/her behalf. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** The proxy need not be a Unitholder, but must attend the meeting (or any adjournment thereof) to represent you.
- Please insert the number of units registered in the name of the Unitholder(s).
- Please insert the number of units for this proxy. If no number is inserted, this proxy form will be deemed to relate to all the units registered in the name of the Unitholder(s).
- This proxy form must be signed and dated by the Unitholder or his/her attorney duly authorised in writing. If the Unitholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. In the case of joint Unitholders, any one Unitholder may sign this proxy form. The vote of the senior joint Unitholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Unitholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of Unitholders in respect of the joint unitholding.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✗) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- In order to be valid, a proxy form and 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 be lodged with Spring REIT's Unit Registrar, Computershare Hong Kong Investor services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the meeting if you so wish.
- Pursuant to the Trust Deed, at any meeting a resolution put to the vote of the meeting shall be decided on a poll and the result of the poll shall be deemed to be the resolution of the meeting.
- On a poll every Unitholder who is present in person or by proxy shall have one vote for every Unit of which he/she is the Unitholder. A person entitled to more than one vote need not use all his/her votes or cast them in the same way.
- For the avoidance of doubt, we do not accept any special instructions written on this proxy form.**

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to Spring REIT on a voluntary basis. Failure to provide sufficient information may render Spring REIT not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by Spring REIT to its special purpose vehicle, the Spring REIT's Unit Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the Spring REIT's Unit Registrar (address set out in note 6 above).