

Proxy Form Centuria Diversified Property Fund (CDPF)

Centuria

For the Meeting of CDPF Unitholders to be held virtually at 10.30am (AEST) on Thursday, 26 May 2022

Your vote is important

For your vote to be effective it must be received before 10:30am (AEST) on **Tuesday, 24 May 2022**.

If you have any queries in relation to your holding or the use of this proxy form, please contact the Responsible Entity at +61 2 8923 8923 or contactus@centuria.com.au prior to completing this proxy form.

For assistance with using this form, please refer to the last page where instructions are provided.

To vote online

Step 1: Visit <https://www.votingonline.com.au/cdpf>

Step 2: Enter your Postcode OR Country of Residence (if outside Australia)

Step 3: Enter your Voting Access Code (VAC)

Step 4: Follow the prompt to vote on each Resolution

If you vote online, you do not need to complete the remainder of this proxy form.

To vote by completing the proxy form

I/We being a unitholder of the Centuria Diversified Property Fund (CDPF) and entitled to attend and vote at the Meeting hereby appoint:

the Chair of the Meeting (as my proxy)

OR if you are NOT appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered unitholder) you are appointing as your proxy below:

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Meeting of CDPF Unitholders to be held virtually on Thursday 26 May 2022 at 10:30am (AEST) and at any adjournment of that Meeting, to act on my/our behalf and to vote in accordance with the directions below or if no directions have been given, as the proxy sees fit.

If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of the Resolutions, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of the Resolutions as he or she decides (subject to any applicable voting exclusions).

The Chair of the Meeting will vote all undirected proxies in favour of all of the Resolutions. If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on, the Resolutions you must provide a direction by marking the 'Against' or 'Abstain' box opposite each Resolution.

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Please indicate how you would like your proxy to vote by marking "For", "Against" or "Abstain" opposite each Resolution set out in the table below. If you do not indicate how you would like your proxy to vote, your proxy may vote as he or she thinks fit.

Resolutions	For	Against	Abstain
<p>1. Merger Proposal Implementation Resolution</p> <p>To consider, and if thought fit, pass the following resolution as an ordinary resolution:</p> <p><i>"The Merger Proposal as set out in the Explanatory Memorandum be approved for all purposes and each Transaction Step of the Merger Proposal set out in the Explanatory Memorandum be approved for all purposes, including the split of CDPF Units by the Responsible Entity, the capital distribution by the Responsible Entity of promissory notes to CDPF Unitholders, the application on behalf of CDPF Unitholders for PPIF Units using the promissory notes; the issue of CDPF Units to the PPIF Unitholders; and the Stapling of CDPF Units to PPIF Units."</i></p>			
<p>2. Constitutional Amendments Resolution</p> <p>To consider, and if thought fit, pass the following resolution as a special resolution:</p> <p><i>"For the purposes of section 601GC(1)(a) of the Corporations Act and for all other purposes, the Constitution of CDPF be amended as set out in the Explanatory Memorandum and the Responsible Entity is authorised to execute and lodge with the Australian Securities and Investments Commission a supplemental deed to give effect to those amendments to the Constitution."</i></p>			
<p>3. Related Party Transaction Resolution</p> <p>To consider, and if thought fit, pass the following resolution as an ordinary resolution:</p> <p><i>"That for the purposes of Chapter 2E of the Corporations Act (as modified by Part 5C.7 of the Corporations Act) and for all other purposes, as part of the Merger Proposal, the issue of CDPF Acquisition Units to Centuria Funds Management Limited in its capacity as trustee of the Centuria Capital No. 2 Fund as set out in the Explanatory Memorandum be approved."</i></p>			

Execution

This section must be signed in accordance with the instructions below to enable your directions to be implemented.

If the unitholder is an individual or joint unitholder:

SIGNATURE OF INDIVIDUAL OR UNITHOLDER 1

FULL NAME

SIGNATURE OF UNITHOLDER 2

FULL NAME

If the unitholder is a corporate unitholder or super fund or trust (in which case the trustee must sign):

Executed by

FULL NAME OF COMPANY

in accordance with section 127 of the Corporations Act 2001 (Cth) by:

**SIGNATURE OF DIRECTOR/SOLE DIRECTOR AND
SOLE SECRETARY**

Date

SIGNATURE OF DIRECTOR / SECRETARY

DD/MM/YYYY

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Proxy instructions

Eligible unitholders

1. If you are a unitholder entitled to attend and vote at the Meeting, you may appoint a proxy to vote on your behalf.
2. A proxy need not be a unitholder of CDPF.

Multiple proxies

3. You may appoint up to two proxies to attend the Meeting and vote. If you wish to appoint a second proxy, you must complete two proxy forms and specify the number of votes or the proportion of the votes each proxy is appointed to exercise on the relevant proxy form. If no number or proportion is specified, each proxy is deemed to be directed to exercise half of your votes. An additional proxy form may be obtained by contacting the Responsible Entity on +61 2 8923 8923 or contactus@centuria.com.au or you may photocopy this proxy form. Proxy forms should be lodged together.

How to appoint a proxy

4. If you are an eligible unitholder and a natural person, the appointment of your proxy must be in writing and signed by you or under a power of attorney.
5. If your holding is in more than one name, the appointment of your proxy should be signed by all the unitholders.
6. If you are an eligible unitholder and a corporation, the appointment of your proxy must be in writing and executed by a director jointly with either another director or a secretary, or by the sole director who is also the sole secretary, or under a power of attorney.
7. If you are an eligible unitholder and a super fund or trust, the appointment of your proxy must be in writing and executed by a director of the trustee jointly with either another director or a secretary of the trustee, or by the sole director who is also the sole secretary of the trustee, or under a power of attorney.
8. To sign under a power of attorney, if the power of attorney has not already been lodged with the Registry, the power of attorney or a certified copy of the power of attorney must be delivered by post to the address set out below.
9. If a body corporate is appointed as your proxy, the representative of that body corporate attending the Meeting must have provided evidence of appointment as a corporate representative to the Registry prior to the commencement of the Meeting. An "Appointment of Corporate Representative" form can be obtained from the Registry by contacting 1800 182 257 or +61 2 9290 9689 or Property.Enquiry@CenturiaInvestor.com.au.

To lodge your proxy appointment

For an appointment of a proxy to be effective, the proxy form (and the original or certified copy of the power of attorney under which it is signed, if relevant) must be received by no later than 48 hours before the Meeting, that is by **10:30am (AEST) on Tuesday, 24 May 2022**. Proxies received after this time will not be valid for the Meeting.

Proxy forms may be lodged using the enclosed reply paid envelope or:

- Online at:
<https://www.votingonline.com.au/cdpf>
- By post to:
Centuria Property Funds Limited
GPO Box 3993, Sydney NSW 2001
Attention: Centuria Investor Services
- By facsimile to:
(02) 9290 9655
Attention: Centuria Investor Services
- By email to:
Property.Enquiry@CenturiaInvestor.com.au
Attention: Centuria Investor Services