

**MAINLAND REAL ESTATE LTD**

(Incorporated in the Republic of Mauritius)

(Registration number 135891 C1/GBL)

SEM share code: MAIN.N0000

JSE share code: MLD

ISIN: MU0520N00000

("Mainland" or "the Company")




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**PROXY FORM**


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**ANNUAL GENERAL MEETING**

For use by shareholders of the Company holding shares in certified form and/or dematerialised form and held through a Central Securities Depository Participants ("CSDP"), Central Depository and Settlement Company Limited ("CDS") or broker who have elected "own-name" registration, at the Annual General Meeting of members to be held at the Company's registered office, Level 5, Alexander House, 35 Cybercity, Ebene 72201, Mauritius on 29 September 2017 at 11:00 am Mauritius time (09:00 South African time) or postponement or adjournment thereof.

If you are a dematerialised shareholder, other than with "own-name" registration, do not use this form. Dematerialised shareholders, other than with "own-name" registration should provide instructions to their appointed CSDP, CDS or broker in the form as stipulated in the agreement entered into between the shareholder and the CSDP, CDS or broker.

The Company Secretary  
Mainland Real Estate Ltd  
c/o Intercontinental Fund Services Limited,  
Level 5, Alexander House  
35 Cybercity, Ebene 72201  
Mauritius

Dear Sir/Madam,

I/We \_\_\_\_\_ being  
shareholder(s) of Mainland Real Estate Ltd of \_\_\_\_\_ shares hereby appoint  
\_\_\_\_\_ or failing him/her,  
\_\_\_\_\_ or failing him/her,

the Chairperson of the Annual General Meeting as my/ our proxy to vote for me/ us at the Annual General Meeting of the Company to be held on **Friday 29 September 2017 at 11:00 Mauritius Time** at c/o Intercontinental Fund Services Limited, Level 5, Alexander House, 35 Cybercity, Ebene 72201, Mauritius, and at any adjournment of the meeting.

Kindly tick the appropriate boxes below:

<b>Resolutions</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
1 To receive and adopt the audited financial statements of the Company for the period ended 31 March 2017.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.1 Mr. Rajkamal Taposeea	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.2 Mrs. Man Kiow Chan Kan Cheong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.3 Mr. Andrew James Glencross	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.4 Ms. Fee Ching Francesca Chung Ching Wan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.5 Mr. Tchang Fa Wong Sun Thiong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-appoint BDO & Co as auditors of the Company until the conclusion of the Company's next Annual Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To authorise the Board of Directors to determine the remuneration of the Company's auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To authorise the Board of Directors to determine the remuneration of the non-executive directors			

6	Subject to the provisions of the Mauritian Companies Act 2001, the SEM Listing Rules and if applicable, to the provisions of the JSE Listings Requirements and pursuant to, inter alia, the Company's Constitution, to authorise the Board to issue up to 74,408,900 ordinary shares at any time to any person and in any number as it thinks fit pursuant to section 52 of the Companies Act 2001, provided that such authority shall only be valid until the next Annual General Meeting of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	To approve the waiver of the first offer to shareholders, whether in proportion to their shareholdings in the Company or otherwise, of the shares to be issued by the Company pursuant to the authority granted under Resolution Number 6.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Consent in terms of Section 327 of the Mauritian Companies Act 2001**

I/we a shareholder of the Company, hereby consents to receive notices, statements, reports, accounts, or any other documents pertaining to the Company at the following email address until such authority is revoked:

Email Address: \_\_\_\_\_

I/we undertake to advise the Company within 5 days at its registered address of any change in my/our email address.

This consent may be revoked at any time on the provision of 5 days' notice in writing to the Company.

**Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017**

**Signed:** \_\_\_\_\_

**Shareholder name:** \_\_\_\_\_

**Assisted by:** \_\_\_\_\_

**Note:**

1. A member of the Company entitled to attend and vote at this meeting may appoint a proxy of his/her own choice (whether a member or not) to attend and vote on his/her behalf.
2. Please mark in the appropriate box how you wish to vote. If no specific direction as to voting is given, the proxy will exercise his/her discretion as to how he/she votes.
3. The instrument appointing a proxy or any general power of attorney shall be deposited at the Registered Office of the Company at c/o Intercontinental Fund Services Limited, Level 5, Alexander House, 35 Cybercity, Ebene 72201, Mauritius, not later than 24 hours before the meeting, failing which the instrument of proxy or the power of attorney shall not be treated as valid.