



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

**Security Class** 

**Holder Account Number** 

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### Form of Proxy – Annual General and Special Meetings to be held on June 9, 2022 (the "Meetings")

# This Form of Proxy is solicited by and on behalf of Management of Granite Real Estate Investment Trust ("Granite REIT") and Granite REIT Inc. ("Granite GP") Notes to proxy

- 1. Every holder (each, a "Unitholder") of stapled units ("Stapled Units") of Granite REIT and Granite GP (each Stapled Unit consisting of one trust unit of Granite REIT (a "REIT Unit") and one common share of Granite GP (a "GP Share")) has the right to appoint some other person of their choice, who need not be a holder, to attend and act on their behalf at the Meetings or any adjournment or postponement thereof. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 5. The securities represented by this proxy will be voted as directed by the Unitholder. However, if such a direction is not made in respect of any matter, this proxy will be voted by the designated Management Nominee(s): FOR the Election of Trustees of Granite REIT; FOR the Election of Directors of Granite GP; FOR the Re-appointment of the Auditor of Granite REIT; FOR the Re-appointment of the Auditor of Granite GP; FOR the Advisory Resolution on Executive Compensation; FOR the DOT Amendment Ordinary Resolution; FOR the DOT Amendment Special Resolution; FOR the Articles Amendment Resolution; and FOR the Directors DSU Plan Resolution; each as set out in the Circular.
- 6. The securities represented by this proxy will be voted in favour or withheld from voting each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted upon, the securities will be voted accordingly.
- 7. This proxy confers discretionary authority on the proxyholder to vote as the proxyholder sees fit in respect of amendments or variations to matters identified in the joint Notice of Meetings or other matters that may properly come before the Meetings or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 10:00 am, Eastern Time, on June 7, 2022.

#### VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free



#### To Vote Using the Internet

- Go to the following web site: www.investorvote.com
- Smartphone?
   Scan the QR code to vote now.





#### To Receive Documents Electronically

You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.com.

#### If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

#### **CONTROL NUMBER**

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#### Appointment of Proxyholder

The undersigned Unitholder hereby appoints Kevan Gorrie, or failing this person, Teresa Neto (the "Management Appointees")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

as proxyholder of the undersigned, with full power of substitution, in respect of all the REIT Units and GP Shares (forming Stapled Units) held by the undersigned, to attend at, and to act and vote on behalf of the undersigned in respect of all matters that may come before the joint Annual General and Special Meetings (the "Meetings") of the holders of Stapled Units (consisting of REIT Units and GP Shares) to be held at the Vantage Venues, 150 King Street West, Main Dining Room, Toronto, Ontario, Canada on June 9, 2022 at 10:00 am (Toronto time) and at any adjournment or postponement thereof. Capitalized terms used and not otherwise defined herein shall have the meaning attributed to such terms in the management information circular of Granite REIT and Granite GP dated April 13, 2022 (the "Circular").

VOTING RECOMMENDA	TIONS	ARE INDICATE				ES.		, ,	,			
1. Election of Trustee	s of Gr For	anite REIT Withhold		For	Withhold		For	Withhold		For	Withhold	
01. Peter Aghar			02. Remco Daal			03. Kevan Gorrie			04. Fern Grodner			
05. Kelly Marshall			06. Al Mawani			07. Gerald Miller			08. Sheila A. Murray			
09. Emily Pang			10. Jennifer Warren									Fold
2. Election of Directo	rs of G	ranite GP										
	For	Withhold		For	Withhold		For	Withhold		For	Withhold	
01. Peter Aghar			02. Remco Daal			03. Kevan Gorrie			04. Fern Grodner			
05. Kelly Marshall			06. Al Mawani			07. Gerald Miller			08. Sheila A. Murray			
09. Emily Pang			10. Jennifer Warren									
										For	Withhold	
3. Re-appointment of Vote FOR or WITHHOLD from				ditor of Granit	e REIT.							
4. Re-appointment of Vote FOR or WITHHOLD from				ditor of Granit	e GP and auth	orize the directors of Granite	e GP to fix t	he auditor's rer	nuneration.			
				For A	gainst					For	Against	
<b>5. Advisory Resolutio</b> Vote on the non-binding advise executive compensation as se	sory resol	ution on Granite's				8. Articles Amendme Special resolution approving GP, as reflected in the extract	g certain am	endments to th				Fold
<b>6. DOT Amendment C</b> Ordinary resolution approving Restated Declaration of Trust as reflected in the blackline a	g certain a	mendments to the REIT dated De	e Amended and ecember 20, 2017,			9. Directors DSU Pla Ordinary resolution approvir Plan of Granite GP (as ame	ng the Non-l	Employee Direc				
7. DOT Amendment S Special resolution approving a Restated Declaration of Trust as reflected in the blackline a	an amend t of Grani	lment to the Ame te REIT dated De	cember 20, 2017,									
Authorized Signatu instructions to be e I/We authorize you to act in a proxy previously given with re Proxy will be voted as recoin Interim Financial Statement would like to receive interim fi	execute ccordance espect to t mmende ts – Mark	ed. e with my/our inst he Meeting. If no d by Management this box if you	ructions set out above. I/W voting instructions are i nt.	e hereby revo	ke any	Signature(s)			Date	)D /	YY	

MDTQ

by mail.

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If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.

to receive the Annual Report and accompanying

Management's Discussion and Analysis by mail.

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accompanying Management's Discussion and Analysis