

Security Class

Holder Account Number

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Form of Proxy - Meeting of Holders of 5.50% Convertible Unsecured Subordinated Debentures due December 31, 2023 (the "Debentures") to be held on November 27, 2023

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the Debentures 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 may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
5. **The Debentures represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, and the proxy appoints the Management Nominees listed on the reverse, this proxy will be voted as recommended by Management.**
6. The Debentures represented by this proxy will be voted in favour, or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for. If you have specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting and management information circular (the "Circular") or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
8. This proxy should be read in conjunction with the accompanying documentation, including the Circular dated October 13, 2023, provided by Management. Reference is made to the Circular for further information regarding completion and use of this proxy and other information pertaining to the Meeting.
9. If the Meeting is adjourned, proxies must be deposited 48 hours (excluding Saturdays, Sundays and holidays) before the time set for any reconvened meeting. The deadline for the deposit of proxies may be waived or extended by the chair of the Meeting at the chair's sole discretion without notice. Late proxies may be accepted or rejected by the chair in the chair's discretion, and the chair is under no obligation to accept or reject any particular late proxy.

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Proxies submitted must be received by 10:00 am, (Toronto time) on November 23, 2023.

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



To Vote Using the Telephone

- 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.



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

Voting by mail may be the only method for Debentures held in the name of a corporation or Debentures 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



Appointment of Proxyholder

I/We being holder(s) of 5.50% Convertible Unsecured Subordinated Debentures due December 31, 2023 of Northwest Healthcare Properties Real Estate Investment Trust (the "REIT") hereby appoint: Craig Mitchell, Interim Chief Executive Officer of the REIT, or failing this person, Mike Brady, President of the REIT (collectively, the "Management Nominees")

OR

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

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Meeting of Debentureholders (the "Meeting") of the REIT to be held at the offices of Goodmans LLP at 333 Bay Street, Suite 3400, Toronto, Ontario M5H 2S7 on November 27, 2023 at 10:00 am (Toronto time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Debenture Amendments

To consider and, if deemed appropriate, to adopt, with or without amendment, an extraordinary resolution (the "Debentureholder Resolution") in the form attached as Appendix A to the Circular, approving certain amendments to the trust indenture dated September 11, 2013 as supplemented by the fourth supplemental indenture dated December 20, 2018 (the "Indenture") between the REIT and Computershare Trust Company of Canada (the "Debenture Trustee"), and authorizing the Debenture Trustee to execute a supplemental trust indenture between the Debenture Trustee and the REIT embodying such amendments, all as more particularly described in the Circular.

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Signature of Proxyholder

Signature(s)

Date

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.**

MM / DD / YY

Information Circular – Mark this box if you would like to receive the Information Circular by mail for the next securityholders' meeting.

