

Form of Instruction -2

(Israel)

PLAZA CENTERS N.V.

We request the Company to further instruct the Israeli Registration Company, on my/our behalf, to give Link Market Services Trustees Limited, through the relevant CREST member, instruction to vote on the following resolutions as indicated below:

<i>Resolutions on the agenda</i>	<i>For</i>		<i>Against</i>		<i>Abstain</i>
Resolution 1 Proposal to adopt (<i>vaststellen</i>) the minutes of the Annual General Meeting of the Company, held on 5 June 2019					
	<i>For</i>		<i>Against</i>		<i>Abstain</i>
Resolution 2 Proposal to approve (<i>goedkeuren</i>) and to, insofar required, ratify (<i>bekrachtigen</i>) and confirm (<i>bevestigen</i>) the contemplated transaction by which the Company will approve the disposal by its 100% subsidiary Dambovita Center Holding B.V. of 75% of the share capital of Dambovita Center S.R.L. and by which the Company will be bound by guarantee obligations, as per the pre-sale agreement dated 3 July 2019 (Pre-Sale Agreement) and as per the short form sale and purchase agreement, being Annex 3 to the Pre-Sale Agreement, for which approval by the general meeting (<i>algemene vergadering</i>) of the Company is required on the basis of (i) section 2:107a paragraph 1 of the Dutch Civil Code; (ii) article 22 paragraph 4(c) of the Company's articles of association (<i>statuten</i>); and (iii) the Company's restructuring plan (<i>akkoord</i>) that became effective on 9 July 2014					
	<i>For</i>		<i>Against</i>		<i>Abstain</i>
Resolution 3 Proposal to approve and proposal to, insofar required, ratify and confirm, the entering into and assumption by the Company of its guarantee obligations pursuant to the Pre-Sale Agreement					

Please indicate with an X in the space provided how you wish the Company to instruct, on your behalf, the Israeli Registration Company to give Link Market Services Trustees Limited (the entity which acts as

Depository for the Shares), through the relevant CREST member, instruction to vote. If you sign and return this form without indicating how the votes are to be cast, the Company will not instruct on your behalf the Registration Company and the Registration Company will not instruct the Depository (through the relevant CREST member) and the Depository will abstain from voting on such resolutions. The 'abstain' option is provided to enable you to provide for the Depository to abstain its vote on any resolution. A vote abstain is not a vote in law and will not be counted in the calculation of the proportion of votes 'For' and 'Against' a resolution.

Signature

Date: _____ 2019

NOTES:

1. To be effective, this Form of Instruction (Israel), must be accompanied by the Ownership Confirmation (issued and signed by a member of the Tel Aviv Stock Exchange of the entitlement to the number of Shares stated in this Form of Instruction (Israel) above on the EGM Record Date (1 August 2019) and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power of authority, must be deposited with the Company not later than 5:30 p.m. (Tel Aviv time) on 20 August 2019.
2. Please complete this Form of Instruction (Israel), attach the Ownership Confirmation and return to: Plaza Centers N.V., Pietersbergweg 283, 1105 BM Amsterdam, the Netherlands or through e-mail to: plazacenters@plazacenters.com.