

# Notice of meeting of Unitholders

## **NOTICE OF FIRST ANNUAL MEETING OF UNITHOLDERS OF BROOKFIELD INDIA REAL ESTATE TRUST**

**NOTICE IS HEREBY GIVEN THAT THE FIRST ANNUAL MEETING ("AM") OF THE UNITHOLDERS OF BROOKFIELD INDIA REAL ESTATE TRUST ("BROOKFIELD INDIA REIT") WILL BE HELD ON WEDNESDAY, AUGUST 18, 2021 AT 2.00 P.M IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS(ES) ("NOTICE") AND THE PRINCIPAL PLACE OF BUSINESS SHALL BE DEEMED TO BE THE VENUE OF THE MEETING**

### **ORDINARY BUSINESS ITEM NO. 1:**

**TO CONSIDER, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF BROOKFIELD INDIA REIT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021 AND THE ANNUAL REPORT ON ACTIVITIES AND PERFORMANCE OF BROOKFIELD INDIA REIT**

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(i) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

**"RESOLVED THAT** pursuant to the Regulations 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the audited standalone financial statements and the audited consolidated financial statements of Brookfield India Real Estate Trust ("Brookfield India REIT") for the financial year ended March 31, 2021 together with the Report of the Auditors and the annual report on the activities and performance of Brookfield India REIT be and is hereby received, approved and adopted."

**"RESOLVED FURTHER THAT** the Board of Directors of Brookprop Management Services Private Limited ("Manager") and Mr. Alok Aggarwal (Managing Director and Chief Executive Officer), Mr. Sanjeev Kumar Sharma (Chief Financial Officer), Ms. Ruhi Goswami

(Compliance Officer) and Mr. Saurabh Jain (Company Secretary) of the Manager be and are hereby severally authorized on behalf of Brookfield India REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such documents, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the board of directors, to be in the best interest of Brookfield India REIT, as it may deem fit."

### **ORDINARY BUSINESS ITEM NO. 2:**

**TO CONSIDER, APPROVE AND ADOPT THE VALUATION REPORT ISSUED BY MR. SHUBHENDU SAHA, THE VALUER, FOR THE VALUATION OF THE PORTFOLIO AS AT MARCH 31, 2021**

To consider and if thought fit, to pass the following resolutions by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(iii) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

**"RESOLVED THAT** in accordance with the Regulation 21, 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the valuation report of Brookfield India Real Estate Trust ("Brookfield India REIT") issued by Mr. Shubhendu Saha, for the valuation of the real estate assets owned by Brookfield India REIT as at March 31, 2021 be and is hereby approved and adopted."

**"RESOLVED FURTHER THAT** the board of directors of Brookprop Management Services Private Limited ("Manager") and Mr. Alok Aggarwal (Managing Director and Chief Executive Officer), Mr. Sanjeev Kumar Sharma (Chief Financial Officer), Ms. Ruhi Goswami (Compliance Officer) and Mr. Saurabh Jain (Company Secretary) of the Manager be and are hereby severally authorized on behalf of Brookfield India REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the board of directors, to be in the best interest of Brookfield India REIT, as it may deem fit."

### **ORDINARY BUSINESS ITEM NO. 3:**

#### **TO CONSIDER AND APPROVE THE APPOINTMENT OF STATUTORY AUDITORS FOR THE TERM OF 5 YEARS FROM FY 2021 TO FY 2025**

To consider and if thought fit, to approve with or without modification(s) the following resolution by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(ii) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

**“RESOLVED THAT** pursuant to Regulations 10 and 22 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the circulars, clarifications, notifications and guidelines issued thereunder (the “REIT Regulations”), and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the consent of the unitholders be and is hereby accorded for the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, bearing firm registration no. 015125N, as the statutory auditors of Brookfield India Real Estate Trust (“Brookfield India REIT”) in terms of the REIT Regulations from the FY 2021 to FY 2025 at a remuneration as may be decided by the Board of Directors in discussion with the Statutory Auditors of Brookfield India REIT”.

**“RESOLVED FURTHER THAT** the board of directors of Brookprop Management Services Private Limited (“Manager”) and Mr. Alok Aggarwal (Managing Director and Chief Executive Officer), Mr. Sanjeev Kumar Sharma (Chief Financial Officer), Ms. Ruhi Goswami (Compliance Officer) and Mr. Saurabh Jain (Company Secretary) of the Manager be and are hereby severally authorized on behalf of Brookfield India REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such documents, agreements, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the board of directors, to be in the best interest of Brookfield India REIT, as it may deem fit”.

### **ORDINARY BUSINESS ITEM NO. 4:**

#### **TO CONSIDER AND APPROVE THE APPOINTMENT OF THE VALUER**

To consider and if thought fit, to approve with or without modification(s) the following resolution by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(iv) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

**“RESOLVED THAT** pursuant to Regulations 21 and 22 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the

circulars, clarifications, notifications and guidelines issued thereunder (the “REIT Regulations”), and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the consent of the unitholders be and is hereby accorded for the appointment of Mr. Shubhendu Saha, MRICS, registered as a valuer with Insolvency and Bankruptcy Board of India for the asset class ‘Land and Building’ and under the provisions of the Companies (Registered Valuers and Valuation) Rules, 2017, as the independent valuer of Brookfield India Real Estate Trust (“Brookfield India REIT”) in terms of the REIT Regulations from the FY 2021 to FY 2024, on such terms and conditions, including fees, as may be decided by the board of directors of Brookprop Management Services Private Limited (“Manager”) in discussion with Mr. Shubhendu Saha”.

**“RESOLVED FURTHER THAT** the board of directors of the Manager and Mr. Alok Aggarwal (Managing Director and Chief Executive Officer), Mr. Sanjeev Kumar Sharma (Chief Financial Officer), Ms. Ruhi Goswami (Compliance Officer) and Mr. Saurabh Jain (Company Secretary) of the Manager be and are hereby severally authorized on behalf of Brookfield India REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the board of directors, to be in the best interest of Brookfield India REIT, as it may deem fit”.

For **Brookprop Management Services Private Limited**  
(as manager of Brookfield India Real Estate Trust)

Sd/  
**Ruhi Goswami**  
Compliance Officer  
Date: July 20, 2021  
Place: Gurugram

#### **NOTES:**

1. In view of the continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19, and pursuant to the circular no. SEBI/HO/DDHS/DDHS/CIR/P/2020/102 dated June 22, 2020 and circular number SEBI/HO/DDHS/DDHS/CIR/P/2021/21 dated February 26, 2021 issued by the Securities and Exchange Board of India (“SEBI”), real estate investment trusts (“REITs”) are allowed to hold the AM through OAVM, without the physical presence of unitholders at a common venue. Hence, in compliance with the above Circular, the AM of Brookfield India REIT is being held through OAVM. The detailed instructions and procedure on Remote e-voting on the resolutions mentioned in the notice are given in **Annexure B** and **Annexure C** and detailed instructions and procedure for attending the annual meeting online is given in **Annexure D**.

2. As the AM shall be conducted through OAVM, the facility for appointment of proxy by the unitholders is not available for this AM, and hence, the proxy form and attendance slip including route map are not annexed to this Notice.
3. Explanatory Statement setting out material facts, relating to ordinary business to be transacted at the AM is provided under **Annexure A**.
4. A copy of this notice is available on the website Brookfield India REIT viz <https://www.brookfieldindiareit.in>, and may also be accessed from the relevant section of the websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively. The AM Notice is also available on the website of Link Intime India Private Limited at <https://instavote.linkintime.co.in>.
5. The valuation report dated May 18, 2021, issued by Mr. Shubhendu Saha, independent valuer of Brookfield India REIT, for the valuation of the portfolio as at March 31, 2021, is available on the investor relations page of Brookfield India REIT website i.e., <https://www.brookfieldindiareit.in>.
6. Relevant documents referred to in the accompanying Notice, if any, are open for inspection by the unitholders, by mentioning the name, demat account number, e-mail id, mobile number to [reit.compliance@brookfield.com](mailto:reit.compliance@brookfield.com).
7. Brookprop Management Services Private Limited ("Manager"), on behalf of Brookfield India REIT, is providing a facility to the unitholders as on the cut-off date, being Wednesday, August 11, 2021, (the "Cut-Off Date") to exercise their right to vote by electronic voting systems from a place other than venue of the AM ("Remote e-voting") on any or all of the items of business specified in the accompanying Notice. Voting by electronic mode is a convenient means of exercising voting rights and may help to increase the unitholders' participation in the decision-making process. It may be noted that the Remote e-voting facility is optional. The Manager, on behalf of Brookfield India REIT, has engaged the services of Link Intime India Private Limited (Registrar and Transfer Agent) for the purpose of providing Remote e-voting facility to the Unitholders. Resolutions passed by the Unitholders through Remote e-voting shall be deemed to have been passed as if they have been passed at OAVM.

## 8. FOLLOWING IS THE MECHANISM TO ACCESS REMOTE E-VOTING FOR 1<sup>ST</sup> ANNUAL MEETING OF BROOKFIELD INDIA REIT:

- a) **For individual Unitholders:** SEBI vide its circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, has enabled e-voting to all the individual shareholders/unitholders holding securities in demat mode, by way of a single login credential, through their respective demat accounts/ websites of depositories/

depository participants. Accordingly, the individual unitholders holding the units in their respective demat accounts are required to cast their vote without having to register again with Link Intime e-voting platform, thereby facilitating seamless authentication and enhancing ease and convenience of participating in e-voting process. Details of the process and manner of remote e-voting by individual unitholders are provided under **Annexure B**.

- b) **For Unitholders other than individual unitholders:** Details of the process and manner of remote e-voting for unitholders other than individual unitholders is provided under **Annexure C**.
9. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the AM and shall not be closed until the expiry of 15 minutes after such scheduled time.
10. Unitholders connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches. Further, the unitholders are encouraged to join the meeting through laptops/tablets/desktops instead of mobile phone due to connectivity issues.
11. Unitholders who have not registered their mobile numbers, e-mail addresses and Permanent Account Number so far are requested to register with their respective depository participants for receiving all communications including annual reports, notices, circulars, etc. from the Manager, on behalf of Brookfield India REIT, electronically and also for the smooth remote e-voting process.

## 12. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

As the AM is being conducted through OAVM, for the smooth conduct of proceedings of the AM, Unitholders are encouraged to express their views/ send their queries in advance, mentioning their name demat account number, e-mail id, mobile number to [reit.compliance@brookfield.com](mailto:reit.compliance@brookfield.com). Only questions / queries received by the Manager on or before 5.00 p.m. on Saturday, August 14, 2021 shall be considered and responded during the AM and the remaining queries that remain unanswered at the AM will be appropriately responded by the Manager at the earliest post the conclusion of the AM.

## 13. INSTRUCTIONS FOR UNITHOLDERS TO SPEAK DURING THE ANNUAL MEETING

Unitholders who would like to express their views/ ask questions as a speaker at the AM may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID, PAN and mobile number to

[reit.compliance@brookfield.com](mailto:reit.compliance@brookfield.com) between Wednesday, August 11, 2021 (9 a.m. IST) to Saturday, August 14, 2021 (5 p.m. IST). The Manager reserves the right to restrict the number of speakers depending on the availability of time for the AM.

- Unitholders will get confirmation on first cum first basis depending upon the provision made by the Manager.
- Unitholders will receive “speaking serial number” once they mark attendance for the meeting.
- Other unitholders may ask questions to the panelist, via active chat-board during the meeting.
- Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- Unitholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**EXPLANATORY STATEMENT ITEM NO: 1**

The board of directors of the Manager at its meeting held on May 20, 2021 has approved the audited standalone financial statements and the audited consolidated financial statements of Brookfield India REIT for the financial year ended March 31, 2021 together with the report of the auditors. Further the board of directors of the Manager at its meeting held on July 20, 2021 approved the annual report on the activities of the Brookfield India REIT.

Pursuant to Regulation 22(4)(a)(i) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, including any applicable circulars, notifications, guidelines and clarifications issued thereunder, each as amended from time to time (the "REIT Regulations"), the latest annual accounts and performance of Brookfield India REIT are required to be approved by the unitholders in accordance with the REIT Regulations.

The audited standalone financial statements and the audited consolidated financial statements of Brookfield India REIT for the financial year ended March 31, 2021 together with the report of the auditors and annual report on the activities of Brookfield India REIT is circulated to the unitholders.

None of the directors or key managerial personnel (or their relatives) of the Manager or Axis Trustee Services Limited, the trustee of Brookfield India REIT are interested in the aforesaid resolution.

The board of directors of the Manager recommends the passing of the Resolution at Item No. 1 by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

**EXPLANATORY STATEMENT ITEM NO: 2**

The board of directors of the Manager at its meeting held on May 20, 2021 has approved the summary valuation report, dated May 18, 2020, issued by Mr. Shubhendu Saha, independent valuer of Brookfield India REIT, for the valuation of the real estate assets owned by Brookfield India REIT as at March 31, 2021.

Pursuant to Regulation 22(4)(a)(iii) of the REIT Regulations, the latest valuation report is required to be taken up for the approval of the unitholders of Brookfield India REIT in accordance with the REIT Regulations.

None of the directors or key managerial personnel (or their relatives) of the Manager or Axis Trustee Services Limited, the trustee of Brookfield India REIT are interested in the aforesaid resolution.

The board of directors of the Manager recommends the passing of the Resolution at Item No. 2 by way of

simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

**EXPLANATORY STATEMENT ITEM NO: 3**

Pursuant to regulation 10(5) and 10(6) of REIT Regulations, the board of directors of the Manager in consultation with the Trustee had appointed M/s. Deloitte Haskins & Sells, Chartered Accountants, bearing firm registration no. 015125N, as the statutory auditors of Brookfield India REIT for a period of 5 years in their meeting held on September 26, 2020. The remuneration of the auditor is decided by the board of directors in discussion with the statutory auditors on periodic basis.

The board of directors of the Manager, as a matter of good corporate governance, are voluntarily electing to seek approval of the Unitholders for the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, bearing firm registration no. 015125N, as the statutory auditors of Brookfield India REIT from FY 2021 to FY 2025 at a remuneration as may be decided by the board of directors in discussion with the statutory auditors.

None of the directors or key managerial personnel (or their relatives) of the Manager or Axis Trustee Services Limited, the trustee of Brookfield India REIT are interested in the aforesaid resolution.

The board of directors of the Manager recommends the passing of the Resolution at Item No. 3 by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

**EXPLANATORY STATEMENT ITEM NO: 4**

Pursuant to regulation 10(5) of REIT Regulations the board of directors of the Manager at their meeting held on September 26, 2020, in consultation with the Trustee, has approved the appointment of Mr. Shubhendu Saha, registered valuer as the independent valuer of Brookfield India REIT in terms of the REIT Regulations. The remuneration of the valuer will be decided by the board of directors in discussion with Mr. Shubhendu Saha. As per Regulation 21(9) of the REIT Regulations, Mr. Shubhendu Saha shall not undertake valuation of the same property for more than four years consecutively, therefore, his appointment as valuer is maximum upto a period of four financial years from 2020-21 to 2023-2024.

The board of directors of the Manager, as a matter of good corporate governance, are voluntarily electing to seek approval of the Unitholders for the appointment of Mr. Shubhendu Saha as valuer of Brookfield India REIT for a period of four financial years from 2020-21 to 2023-2024.

**Brief profile of Mr. Shubhendu Saha is set out below:**

Mr. Shubhendu Saha is registered as a valuer with IBBI for the asset class Land and Building under the provisions of The Companies (Registered Valuers and Valuation) Rules, 2017 since May 15, 2019. He completed his Bachelor's in Planning from the School of Planning and Architecture, New Delhi in 1997 and Master's in Management Studies from Motilal Nehru National Institute of Technology, Allahabad in 1999.

Mr. Saha has more than 20 years of experience in the domain of urban infrastructure and real estate advisory. From 2009 to 2015, he was the national practice head of Valuation Advisory services of DTZ International Property Advisers Private limited (now known as Cushman and Wakefield Property Advisers Private Limited), a leading International Property Consulting firm in India. He also led the business solutions and consulting services for the property management business of Cushman and Wakefield India Private Limited from 2015 to 2017. In early part of his career, he worked with renowned organizations like ICRA Limited, Copal Research (now known as Moody's

Analytics) and National Council of Applied Economic Research. His last employment was with PwC as Director Real Estate Advisory before he started his practice as an independent valuer.

None of the Directors or key managerial personnel (or their relatives) of the Manager or Axis Trustee Services Limited, the trustee of Brookfield India REIT are interested in the aforesaid resolution.

The board of directors of the Manager recommends the passing of the Resolution at Item No. 4 by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

For **Brookprop Management Services Private Limited**  
(as a manager of Brookfield India Real Estate Trust)

Sd/

**Ruhi Goswami**

Compliance Officer

Date: July 20, 2021

Place: Gurugram

Instructions for remote e-voting for individual unitholders. The unitholders may use any one method/process for e-voting, as applicable.

### (i) Unitholders having CDSL as their Depository : To follow the below process

CDSL has a facility named as “easi” (electronic access to securities information) and “easiest” (electronic access to securities information and execution of secured transactions) which are convenient, easy to operate internet based facility, which allow registered Beneficial Owners (BOs) & Clearing Members (CMs) to access their demat account through the internet to check the details of their holdings and/or transactions, anytime anywhere, through CDSL’s website [www.cdslindia.com](http://www.cdslindia.com).

<b>METHOD</b> (If already registered for Easi/Easiest)	<b>Users who have registered for Easi/Easiest</b> i) Visit URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> . ii) Click on New System Myeasi iii) Login with user id and password iv) After successful login, user able to see e-voting menu. v) Click on the Link Intime/Brookfield India REIT to cast your vote
<b>METHOD</b> (If not registered for Easi/Easiest)	<b>Users not registered for Easi/Easiest</b> i) The option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a> ii) Proceed with completing the required fields. iii) Post registration, user will be provided Login ID and password. iv) After successful login, user able to see e-voting menu. v) Click on the Link Intime/Brookfield India REIT to cast your vote.
<b>METHOD</b> (By directly visiting the e-voting website of CDSL)	<b>By directly visiting the e-voting website of CDSL</b> i) Visit URL: <a href="https://www.cdslindia.com/">https://www.cdslindia.com/</a> ii) Go to e-voting tab iii) Enter Demat Account Number and PAN No. iv) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account v) After successful authentication, user will be provided with Link Intime link where the e-voting is in progress.

### (ii) Unitholders having NSDL as their Depository : To follow the below process

IDEAS is a secured Internet website set-up by NSDL for demat account holders to view latest balances and transactions in demat accounts. Clients can view latest balances along with the value based on the previous day closing price in their demat account.

<b>METHOD</b> (If registered for NSDL IDEAS facility)	<b>Users who have registered for NSDL IDEAS facility:</b> i) Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> and click on “Beneficial Owner” icon under “Login”. ii) Enter user id and password. Post successful authentication, click on “Access to e-voting” iii) Click on Brookfield India REIT or “Link Intime” and you will be redirected to Link Intime website for casting the vote during the remote e-voting period or joining the virtual meeting and voting during the meeting.
<b>METHOD</b> (If not registered for NSDL IDEAS facility)	<b>User not registered for IDEAS facility:</b> i) To register, click on the link <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> or <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a> ii) Proceed with completing the required fields iii) Post registration, user will be provided Login ID and password. iv) After successful login, click on “Access to e-voting”. v) Click on Brookfield India REIT or Link Intime and you will be redirected to Link Intime website for casting the vote during the remote e-voting period or joining the virtual meeting and voting during the meeting.
<b>METHOD</b> (By directly visiting the e-voting website of NSDL)	<b>By directly visiting the e-voting website of NSDL</b> i) Visit URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> ii) Click on the icon “Login” which is available under ‘Shareholder/Member’ section iii) Enter User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen iv) Post successful authentication, you will be re-directed to NSDL depository site wherein you can see e-voting page. v) Click on Brookfield India REIT or Link Intime name and you will be redirected to Link Intime website for casting your vote during the remote e-voting period or joining the virtual meeting and voting during the meeting.

### (III) LOGIN THROUGH DEPOSITORY PARTICIPANTS:

- i) Individual unitholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.
- ii) After Successful login, unitholder will be able to see e-voting option.
- iii) Click on e-voting option, unitholder will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature.
- iv) Click on Brookfield India REIT or Link Intime, unitholder will be redirected to Link Intime website for casting their vote during the remote e-voting period or joining the virtual meeting and voting during the meeting.

### HELPPDESK FOR INDIVIDUAL UNIT HOLDERS FACING TECHNICAL ISSUE

Login type	Helpdesk details:
CDSL	Unitholders facing any technical issue in login can contact their Depository as follows: Write to CDSL at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
NSDL	Write to NSDL at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at depository/ depository participants website.

Instructions for remote e-voting for Unitholders other than individual Unitholders:

### STEP 1 - Registration

1. Go to <https://instavote.linkintime.co.in>
2. Click on Sign up under "Corporate Body/ Custodian/ Mutual Fund"
3. Fill up your entity details and submit the form.
4. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at S. No. 2 above). The said form is to be signed by the Authorized Signatory, Director, CS of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
5. Thereafter, Login credentials (User ID; Organization ID; Password) will be sent to Primary contact person's email ID.
6. While first login, entity will be directed to change the password and login process is completed.

### STEP 2 – Investor Mapping - Individual

1. Go to <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
2. Click on "Investor Mapping" tab under the Menu Section
3. Map the Investor – Entity needs to provide the following details:

A	Entity's demat details	Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
		Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
B	Enter full Name of the entity	
C	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.	
D	Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.	

4. Click on Submit button and investor will be mapped now.
5. The same can be viewed under the "Report Section".

### STEP 3 – Voting through remote e-voting

The corporate unitholder can vote by two methods, once remote e-voting is activated:

### METHOD 1 - VOTES ENTRY

1. Login with credentials generated through registration in Step 1.
2. Click on 'Votes Entry' tab under the Menu section.
3. Event No. will be available on the home page of Instavote before the start of remote e-voting. Enter Event No i.e. 210155 for casting your vote.
4. Enter '16 digit Demat Account No.' for which you want to cast vote.
5. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
6. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
7. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

### VOTES UPLOAD:

1. Login with credentials.
2. Alternatively, you will be able to see the notification for e-voting in inbox.
3. Select 'View' icon for 'Brookfield India REIT / Event number'. e-voting page will appear.
4. Download sample vote file from 'Download Sample Vote File' option; Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
5. Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

### Notes

1. Registration of corporate unitholders is not necessary. They can directly vote through InstaMeet platform on the date of AM. However, they have to email the board resolution under section 113 of the Companies Act, 2013 or power of attorney to the Brookfield India REIT at [reit.compliance@brookfield.com](mailto:reit.compliance@brookfield.com) or to the email id of the scrutinizer.

2. The corporate entity will only be able to view the units on the portal once remote e-voting is activated.

**Helpdesk Institutional unitholders & e-voting service provider is LINKINTIME.**

In case Institutional unitholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

Unitholders can also contact the manager to the Brookfield REIT at [reit.compliance@brookfield.com](mailto:reit.compliance@brookfield.com).

**INSTRUCTION FOR PARTICIPATION IN THE ANNUAL MEETING THROUGH VC/OAVM THROUGH THE INSTAMEET PLATFORM OF OUR REGISTRAR AND TRANSFER AGENT**

**1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>**

- Select the "Brookfield India REIT" and 'August 18, 2021' and register with your following details:

- A. Demat Account No. or Folio No.: Enter your 16 digit Demat Account No.
- Unitholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
  - Unitholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.
- B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Unitholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).
- C. Mobile No.: Enter your mobile number.
- D. Email ID: Enter your email id, as recorded with your DP/Company.

Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

**INSTRUCTIONS FOR UNITHOLDERS TO VOTE DURING THE ANNUAL MEETING THROUGH INSTAMEET:**

Once the e-voting is activated by the scrutinizer/moderator during the meeting, unitholders who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-voting "Cast your vote"
2. Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/

registered email Id) received during registration for InstaMeet and click on 'Submit'.

3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of units (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**GENERAL INSTRUCTIONS:**

The Unitholders are provided with the facility to cast their vote remotely on all resolutions set forth in this notice through remote e-voting platform provided by Link Intime India Private Limited.

- i) The remote e-voting facility shall be available during the following period:
  - a) Day, Date and time of commencement of e-voting: Sunday, August 15, 2021 at 9:00 AM
  - b) Day, date and time of end of remote e-voting: Tuesday, August 17, 2021 at 5:00 PM
- ii) The voting rights of the Unitholders holding units, in respect of e-voting shall be reckoned in proportion to their units in the unit capital as on the cut-off date being Wednesday, August 11, 2021. A person who is not a unitholder as on the cut-off date should treat Notice of this meeting for information purposes only.
- iii) The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Link Intime upon expiry of aforesaid period.
- iv) Details of person to be contacted for issues relating to e-voting (helpline): Mr. Nihar Kudaskar - Associate – Technology Group, Link Intime India Private Limited, Unit: Brookfield REIT, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai – 400 083, +91 22 49186000 (Extn: 2711) and [nihar.kudaskar@linkintime.co.in](mailto:nihar.kudaskar@linkintime.co.in).
- v) The Board of Directors of Manager has appointed Mr. Maneesh Gupta (Membership No. F 4982 and C. P. No. 2945), a Company Secretary in Practice, as the Scrutinizer to scrutinize the e-voting process including remote e-voting in a fair and transparent manner.

- vi) The non-individual unitholders who have not registered themselves on the Link Intime portal (e-service provider) for remote e-voting facility but are participating and e-voting on the day of AM shall forward/email the copy of the board resolution/power of attorney on the date of annual meeting to scrutinizer i.e., Mr. Maneesh Gupta to [guptamaneeshcs@gmail.com](mailto:guptamaneeshcs@gmail.com).
- vii) The Scrutinizer's decision on the validity of the vote shall be final.
- viii) Once the vote on a resolution stated in this notice is cast by unitholder through remote e-voting, the unitholder shall not be allowed to change it subsequently and such e-vote shall be treated as final. The unitholders who have cast their vote by remote e-voting may also attend the AM, however such unitholder shall not be allowed to vote again during the AM.
- ix) The Scrutinizer after scrutinizing the votes cast by remote e-voting and e-voting during the AM will make a consolidated Scrutinizer's Report and submit the same forthwith not later than 48 hours of conclusion of the AM to the Chairperson of the Manager or a person authorized by him in writing, who shall countersign the same.
- x) The results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Brookfield India REIT i.e. <https://www.brookfieldindiareit.in> and on the website of Link Intime India Private Limited i.e., <https://instavote.linkintime.co.in>. The results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.
- xi) The resolutions shall be deemed to be passed at the registered office of the Manager on the date of the AM, subject to receipt of the requisite number of votes in favour of the resolutions.
- xii) The recorded transcript of the AM shall be uploaded on the website of Brookfield India REIT i.e., <https://www.brookfieldindiareit.in>.

## INFORMATION AT GLANCE

Particulars	Details
Time and Date of AM	2.00 P.M IST, Wednesday, August 18, 2021
Mode	Video Conferencing and other audio-visuals means Participation through video conferencing
Helpline number for VC participation	Contact No. – 022 49186175 Email id – <a href="mailto:instameet@linkintime.co.in">instameet@linkintime.co.in</a>
Event No.	210155
Cut off date for e-voting	Wednesday, August 11, 2021
E-voting start time and date	9:00 AM, Sunday, August 15, 2021
E-voting end time and date	5:00 PM, Tuesday, August 17, 2021
Last date of sending question/queries in respect of annual report	5.00 PM, Saturday, August 14, 2021
Name, address and contact details of Registrar and Transfer Agent and e-voting service provider	Mr. Nihar Kudaskar - Associate – Technology Group Link Intime India Pvt. Ltd, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083 Email ID: <a href="mailto:nihar.kudaskar@linkintime.co.in">nihar.kudaskar@linkintime.co.in</a> Contact No. +91 22 49186000 (Extn: 2711)