

# Brookfield

India Real Estate Trust

To,  
Axis Trustee Services Limited  
The Ruby, 2<sup>nd</sup> Floor, SW,  
29 Senapati Bapat Marg,  
Dadar West, Mumbai-400 028,  
Maharashtra, India

**Subject: Compliance Certificate under regulation 9(3) of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 for the quarter ended December 31, 2023**

Dear Sir/ Madam,

Pursuant to regulation 9(3) of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (“**REIT Regulations**”), we, Brookprop Management Services Private Limited as manager of Brookfield India Real Estate Trust (“**Brookfield India REIT**”), confirm that we have complied with provisions of 9, 10, 18, 19 of the REIT Regulations as far as applicable for the quarter ended December 31, 2023. Please see **Annexure A** for details of the compliance.

In case of any clarification, you are requested to kindly write to the undersigned.

**Yours sincerely,**

**For and on behalf of Brookfield India Real Estate Trust  
(acting through its manager, Brookprop Management Services Private Limited)**

**Saurabh Jain  
Company Secretary and Compliance Officer**

**January 30, 2024**

**BROOKPROP MANAGEMENT SERVICES PRIVATE LIMITED (As Manager of Brookfield India Real Estate Trust)**

Registered Office: Godrej BKC, Office No.2, 4th Floor, Plot C-68, 3rd Avenue, G-Block, Bandra Kurla Complex, Mumbai – 400051

Correspondence Address: Candor TechSpace, IT/ITES SEZ, Tower 5A, Tikri, Sector 48, Gurugram

T: 0124-3821400; 022-45832450 E: reit.compliance@brookfield.com; reit.manager@brookfield.com

Website of Brookfield India Real Estate Trust: <https://www.brookfieldindiareit.in/> CIN: U74999MH2018FTC306865

## ANNEXURE A – COMPLIANCE OF REGULATION 10 OF REIT REGULATIONS FOR THE QUARTER OCTOBER 1, 2023 TO DECEMBER 31, 2023

Regulation Number	Regulation	Compliance Status
10(1)	The manager shall make the investment decisions with respect to the underlying assets of the REIT including any further investment or divestment of the assets.	There was no investment/divestment of the assets of Brookfield India REIT during this quarter.
10(2)	The manager shall ensure that the real estate assets of the REIT or holdco and/or SPV have proper legal and marketable titles and that all the material contracts including rental or lease agreements entered into on behalf of REITs or holdco and/or SPV are legal, valid, binding and enforceable by and on behalf of the REIT or holdco and/or SPV.	We hereby confirm the compliance of regulation 10(2).
10(3)	The manager shall ensure that the investments made by the REIT are in accordance with the investment conditions specified in regulation 18 and in accordance with the investment strategy of the REIT.	<p>We hereby confirm the compliance of regulation 10(3).</p> <p>For determining the value of the REIT Assets for the purpose of regulation 18, value of Brookfield India REIT assets is as per the valuation report prepared as of September 30, 2023, being the valuation date.</p> <p>As provided in regulation 18(9), we hereby confirm compliance with conditions specified in regulation 18(4), 18(5) and 18(6), as applicable.</p> <p>With respect to compliance with regulation 18(16), the board of directors of the Brookprop Management Services Private Limited, the manager of Brookfield India REIT (“<b>Manager</b>”) declared distribution of an amount of ₹ 4.40 per unit for the quarter ended September 30, 2023, in their meeting held on November 6, 2023.</p> <p>Further, the board of directors of the manager may declare distribution for the quarter ended December 31, 2023, in the forthcoming meeting for the approval of the financial statements for the quarter ended</p>

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Regulation Number	Regulation	Compliance Status
		December 31, 2023.
10(4)	The manager shall undertake management of the REIT assets including lease management, maintenance of the assets, regular structural audits, regular safety audits, etc. either directly or through the appointment and supervision of appropriate agents.	We hereby confirm the compliance of regulation 10(4).
10(5)	The manager, in consultation with trustee, shall appoint the valuer(s), auditor, registrar and transfer agent, merchant banker, custodian and any other intermediary or service provider or agent for managing the assets of the REIT or for offer and listing of its units or any other activity pertaining to the REIT in a timely manner and in accordance with these regulations.	We hereby confirm the compliance of regulation 10(5).
10(6)	The manager shall appoint an auditor for a period of not more than five consecutive years: Provided that the auditor, not being an individual, may be reappointed for a period of another five consecutive years, subject to approval of unitholders in the annual meeting.	We hereby confirm the compliance of regulation 10(6).
10(7)	The manager shall arrange for adequate insurance coverage for the real estate assets of the REIT: Provided that in case of assets held by holdco and/or SPV, the manager shall ensure that real estate assets are adequately insured.	We hereby confirm the compliance of regulation 10(7).
10(8)	If the REIT invests in under-construction properties as per these regulations, the manager-  (a) may undertake the development of the properties, either directly or through the SPV, or appoint any other person for development of such properties; and  (b) shall oversee the progress of development, approval status and other aspects of the properties upto its completion.	We hereby confirm the compliance of regulation 10(8).

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Regulation Number	Regulation	Compliance Status
10(9)	The manager shall ensure that it has adequate infrastructure and sufficient key personnel with adequate experience and qualification to undertake management of the REIT at all times.	We hereby confirm the compliance of regulation 10(9).
10(10)	The manager and the merchant banker(s) shall be responsible for- (a) filing offer document with the Board and the designated stock exchange within the specified time period; (b) obtaining in-principle approval and final listing and trading approvals from the designated stock exchange; (c) dealing with all matters relating to issue and listing of the units of the REIT as specified in Chapter IV.	Not applicable for the quarter ended December 30, 2023.
10(11)	The manager and the merchant banker(s), shall ensure that disclosures made in the offer document or any other document as may be specified by the Board contain material, true, correct and adequate disclosures and are in accordance with these regulations and guidelines or circulars issued thereunder.	Not applicable for the quarter ended December 30, 2023.
10(12)	The manager shall declare distributions to the unit holders in accordance with the sub regulation (16) of regulation 18.	<p>We hereby confirm the compliance of regulation 10(12).</p> <p>The board of directors of the Manager declared distribution of an amount of ₹ 4.40 per unit for the quarter ended September 30, 2023, in their meeting held on November 6, 2023, in compliance with regulation 18(16).</p> <p>The same was informed to Trustee as part of outcome of board meeting vide letter dated November 6, 2023.</p> <p>Further the board of directors of the Manager may declare the distribution for the quarter ended December 31, 2023 in the forthcoming meeting for the approval of the financial statements for the quarter ended December 31, 2023 and distributions shall be made accordingly.</p>

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Regulation Number	Regulation	Compliance Status
		The same will be informed to Trustee post the board meeting as part of outcome of the meeting.
10(13)	The manager shall ensure adequate and timely redressal of all unit holders' grievances pertaining to activities of the REIT.	We hereby confirm the compliance of regulation 10(13).  The details of investor correspondence has been shared with Trustee separately.
10(14)	The manager shall ensure that the disclosures to the unit holders, Board, trustees and designated stock exchange are adequate, timely and in accordance with these regulations and guidelines or circulars issued thereunder.	We hereby confirm the compliance of regulation 10(14).
10(15)	The manager shall provide to the Board and to the designated stock exchanges any such information as may be sought by the Board or the designated stock exchange pertaining to the activities of the REIT.	We hereby confirm the compliance of regulation 10(15).  Please note, during the quarter, we have received various queries/information request from Securities and Exchange Board of India ("SEBI"), and stock exchanges which were replied.  The details of the same were shared with Trustee separately.
10(16)	The manager shall ensure that adequate controls are in place to ensure segregation of its activity as manager of the REIT from its other activities.	We hereby confirm the compliance of regulation 10(16).
10(17)	The manager or its associates shall not obtain any commission or rebate or any other remuneration, by whatever name called, arising out of transactions pertaining to the REIT other than as specified in the offer document or any other document as may be specified by the Board for the purpose of issue of units.	We hereby confirm the compliance of regulation 10(17).

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10(18)	The manager shall submit to the trustee-	
10(18)(a)	<p>quarterly reports on the activities of the REIT including</p> <ul style="list-style-type: none"> <li>- receipts for all funds received by it and for all payments made,</li> <li>- position on compliance with these regulations, specifically including compliance with regulations 18,19 and 20,</li> <li>- performance report,</li> <li>- status of development of under-construction properties,</li> </ul> <p>within thirty days of end of such quarter;</p>	<p>We hereby confirm the compliance of regulation 18, 19, 20, to the extent and as required under the REIT Regulations, and as applicable for the quarter ended December 31, 2023.</p> <p>Report on the performance and activities of Brookfield India REIT including details of receipts of all funds received by it and payments made by it, status of development of under-construction properties as per regulation 10(18) for the quarter ended December 31, 2023, is annexed as <b>Annexure B</b>.</p> <p>Further the report on activity and performance of Brookfield India REIT to be placed before the board as required under regulation 10(25) for the quarter ended December 31, 2023, shall be placed in the forthcoming board meeting for the approval of the financial statements for the quarter ended December 31, 2023.</p> <p>The same shall be shared with Trustee post the board meeting along with the outcome of the meeting.</p>
10(18)(b)	valuation reports as required under these regulations within fifteen days of the receipt of the valuation report from the valuer;	The valuation report dated November 5, 2023, for the half year ended September 30, 2023 was circulated to the Trustee on November 6, 2023 in compliance of Regulation 10(18)(b).
10(18)(c)	decision to acquire or sell or develop any property or expand existing completed properties along with rationale for the same;	No such event during the quarter

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10(18)(d)	details of any action which requires approval from the unit holders as required under the regulations;	<p>The board of directors of the Manager through its circular resolution passed on August 31, 2023, accorded their approval for borrowings from Axis Bank Limited, in a financial year, up to a limit of not more than 33% of the total value of consolidated borrowings of Brookfield India REIT, subject to approval of the unitholders as per REIT Regulations and same was approved by the unitholders by postal ballot passed on October 01, 2023.</p> <p>Further, the board of directors of the Manager at its meeting held on November 6, 2023, accorded their approval for the amendments to the trust deed and investment management agreement, subject to the approval of the unitholders as per REIT Regulations and same was approved by the unitholders by postal ballot passed on January 19, 2024.</p> <p>The intimation in this regard along with the notice of the postal ballot dated December 19, 2023, of the unitholders of Brookfield India REIT was sent to the Trustee separately.</p>
10(18)(e)	details of any other material fact including change of its directors, any legal proceedings that may have a significant bearing on the activity of the REIT within seven working days of such action.	No such event during the quarter.
10(19)	In case the manager fails to timely submit to the trustee information or reports as specified under sub-regulation (18) of this regulation or sub-regulation (8) of regulation 9, the trustee shall intimate the same to the Board and the Board may take action, as it deems fit.	Not applicable.
10(20)	The manager shall coordinate with trustee, as may be necessary, with respect to operations of the REIT	<p>We hereby confirm the compliance of regulation 10(20).</p> <p>Complying as required by Trustee.</p>

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10(21)	The manager shall ensure that the valuation of the REIT assets is done by the valuer(s) in accordance with regulation 21.	<p>The valuation report for the half year ended September 30, 2023, was submitted to the trustee vide email dated November 6, 2023.</p> <p>We hereby confirm the Compliance of regulation 10(21)</p>
10(22)	The manager shall ensure that computation of NAV of the REIT is based on the valuation done by the valuer and is declared not later than fifteen days from the date of valuation to the stock exchange(s) and such computation shall be done and declared not less than once every six months.	<p>We hereby confirm the compliance of regulation 10(22).</p> <p>The NAV of the REIT was computed based on the valuation done by the valuer for the half year ended September 30, 2023 in its valuation report dated November 5, 2023 and the same was informed to the stock exchanges and Trustee on November 6, 2023.</p>
10(23)	The manager shall ensure that the audit of accounts of the REIT by the auditor is done not less than once in a year and such report is submitted to the designated stock exchange within sixty days of end of such financial year ending March 31st.	Not applicable for this quarter.
10(24)	The manager may appoint a custodian in order to provide such custodial services as may be authorized by the trustees and oversee activities of such custodian.	We hereby confirm the compliance of regulation 10(24).
10(25)	The manager shall place, before its board of directors in the case of a company or the governing board in case of an LLP, a report on activity and performance of the REIT every three months.	<p>We hereby confirm the compliance of regulation 10(25).</p> <p>A report on activity and performance of Brookfield India REIT for the period ended September 30, 2023 was placed before the board of directors of the Manager in their meeting held on November 6, 2023 and the same was circulated to Trustee as part of outcome of board meeting.</p> <p>The report on activity and performance of Brookfield India REIT for the period ended December 31, 2023 will be placed before the board of directors of the Manager in the meeting scheduled for the approval of financial statements for the quarter ended December 31, 2023.</p> <p>The same shall be shared with the Trustee post the board meeting along with outcome</p>

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		of the meeting.
10(26)	The manager shall designate an employee or director as the compliance officer for monitoring of compliance with these regulations and circulars issued thereunder and intimating the Board in case of any violation.	We hereby confirm the compliance of regulation 10(26).
10(27)	The manager shall convene meetings of the unit holders in accordance with regulation 22 and maintain records pertaining to the meetings in accordance with regulation 26.	<p>We hereby confirm the compliance of regulation 10(27).</p> <p>The board of directors of the Manager through its circular resolution passed on August 31, 2023, accorded their approval for borrowings from Axis Bank Limited, in a financial year, up to a limit of not more than 33% of the total value of consolidated borrowings of Brookfield India REIT, subject to approval of the unitholders as per REIT Regulations and same was approved by the unitholders by postal ballot passed on October 01, 2023.</p> <p>Further, the board of directors of the Manager at its meeting held on November 6, 2023, accorded their approval for the amendments to the trust deed and investment management agreement, subject to the approval of the unitholders as per REIT Regulations and same was approved by the unitholders by postal ballot passed on January 19, 2024.</p> <p>The intimation in this regard along with the notice of the postal ballot dated December 19, 2023, of the unitholders of Brookfield India REIT was sent to the Trustee separately.</p>
10(28)	The manager shall ensure the compliance with laws, as may be applicable, of the State or the local body with respect to the activity of the REIT including local building laws.	We hereby confirm the compliance of regulation 10(28) as far as it is applicable and possible.
10(29)	The manager shall ensure that all activities of management of assets of the REIT and activities of the intermediaries or agents or service providers appointed by the manager are in accordance with these regulations and circulars issued	We hereby confirm the compliance of these provisions as far as it is applicable and possible.

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**REPORT FOR THE QUARTER ENDED DECEMBER 31, 2023, PURSUANT TO REGULATION 10(18)(a) OF SEBI (REAL ESTATE INVESTMENT TRUSTS), REGULATIONS, 2014**

**Background of the Brookfield India REIT**

Brookfield India Real Estate Trust (“**Brookfield India REIT**”) was settled on July 17, 2020, at Mumbai, Maharashtra, India as a contributory, determinate and irrevocable trust under the provisions of the Indian Trusts Act, 1882, pursuant to a trust deed dated July 17, 2020, between Brookprop Management Services Private Limited, BSREP India Office Holdings V Pte. Ltd (“**BSREP V**”) and Axis Trustee Services Limited. Brookfield India REIT was registered with the Securities and Exchange Board of India on September 14, 2020, at Mumbai as a real estate investment trust, pursuant to the REIT Regulations, having registration number IN/REIT/20-21/0004. BSREP V is the sponsor of the Brookfield India REIT, Brookprop Management Services Private Limited has been appointed as the manager to the Brookfield India REIT and Axis Trustee Services Limited is the trustee to the Brookfield India REIT.

The principal place of business of the Brookfield India REIT is situated at Candor TechSpace IT/ ITES SEZ, Building 5A/10, Sector-48, Tikri (Near Subash Chowk), Gurugram 122 018, Haryana, India. Brookfield India REIT acquired 100% of the equity share capital of (i) Candor Kolkata One Hi-Tech Structures Private Limited, (ii) Festus Properties Private Limited, (iii) Shantiniketan Properties Private Limited, (iv) Seaview Developers Private Limited and 50% of equity share capital of (v) Kairos Properties Private Limited (formerly known as Kairos Property Managers Private Limited) (vi) Candor Gurgaon One realty Projects Private Limited (collectively, “**Asset SPVs**”), each of which own the real estate assets; and (vii) Candor India Office Parks Private Limited which provides services including property management, facilities management and support services to Candor Kolkata One Hi-Tech Structures Private Limited, Shantiniketan Properties Private Limited, Kairos Properties Private Limited and Seaview Developers Private Limited;

The activities of the Brookfield India REIT consist of owning, operating and managing a combined 20.7 mn square feet of portfolio of seven community office parks in four gateway office markets of India

**The details of each of the Asset SPV and real estate assets owned by it is set out below.**

<b>ASSET SPV</b>	<b>ASSET OWNED</b>	<b>DETAILS OF THE ASSET</b>	<b>AREA (ACRES)</b>
Kairos Properties Private Limited	Downtown Powai	Completed tower nos. Spectra, Prudential, Delphi, Crisil House, Ventura A located at Central Avenue in Powai, and Winchester, Fairmont located at South Avenue in Powai, and One Boulevard, Alpha located at Orchard Avenue in Powai	20.0
Festus Properties Private Limited	Kensington (SEZ)	Kensington A and Kensington B located at Powai, Mumbai 400 076, Maharashtra, India	9.0
Candor Gurgaon One Realty Projects Private Limited	Candor Techspace G1 (SEZ)	Completed tower nos. Tower 1, Tower 2, Tower 3, Tower 4, Tower 5, Tower 6, Tower 7, Tower 8 & 8A, Tower 9, Tower 10 (SEZ & Customs	25.2

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ASSET SPV	ASSET OWNED	DETAILS OF THE ASSET	AREA (ACRES)
		Office), Amenity Block I, Amenity Block II and Future Development Tower 11, all situated at Dundadhera, Sector-21, Gurgaon, Haryana-122016	
Candor Kolkata One Hi-Tech Structures Private Limited	Candor Techspace G2 (SEZ)	Completed tower nos. 1, 2, 3, 4 (amenity block I), 4A (amenity block II), 5, 6, 7, 8A, 8B, 9, 11 and 10 (MLCP), all situated at Dundadhera, Sector 21, Gurugram 122 016, Haryana, India	28.5
Candor Kolkata One Hi-Tech Structures Private Limited	Candor Techspace K1 (SEZ)	Completed tower nos. A1, A2, A3, B1, B2, B3, G1, G2, G3, C1, C2 and C3, all situated at Action Area – 1D, New Town, Rajarhat, Kolkata 700 156, West Bengal, India	48.4
Shantiniketan Properties Private Limited	Candor Techspace N1 (IT Park)	Completed tower nos. 1, 2, 3, 5, 6, 7 (amenity block), and 8 (amenity block) and Future Development Potential towers 4A and 4B, all situated at Plot No. 2, Block No. B, Sector 62, Noida, Gautam Budh Nagar 201 301, Uttar Pradesh, India	19.3
Seaview Developers Private Limited	Candor Techspace N2	Completed tower nos. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 11A, amenity block I (ground floor) and amenity block II, and Future Development Potential tower 12 and amenity block I (first floor only), all situated at Plot Nos. 20 and 21, Sector 135, Noida, Gautam Budh Nagar 201 304, Uttar Pradesh, India	29.7

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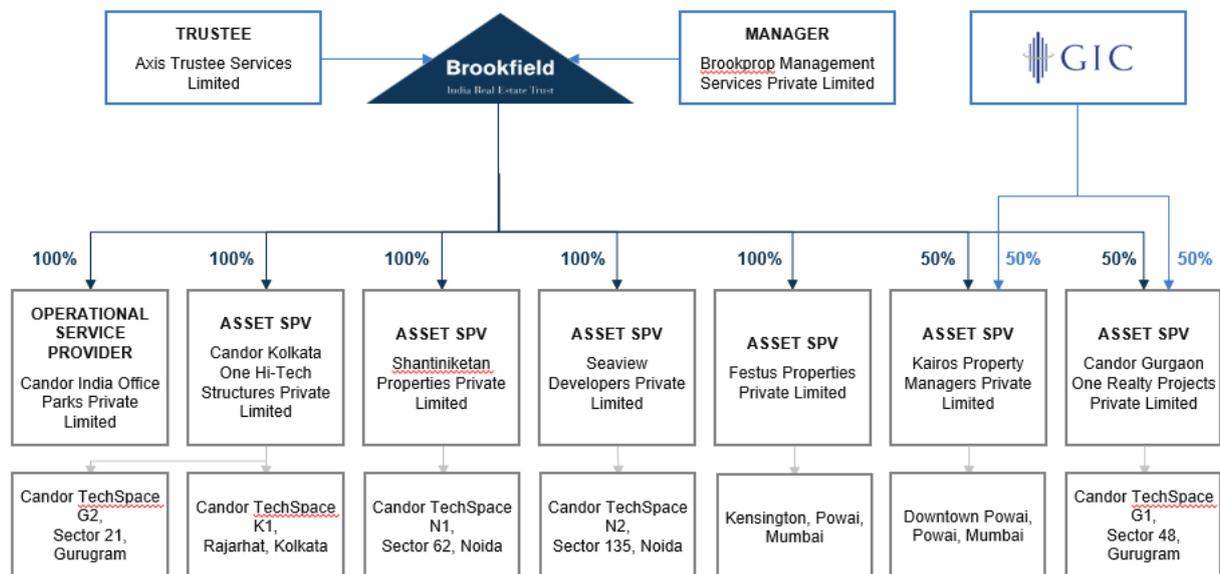
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An overview of the structure of the Brookfield India REIT is set out below

## BROOKFIELD INDIA REIT STRUCTURE



The name of Kairos Property Managers Private Limited has been changed to Kairos Properties Private Limited.

### A. ACTIVITIES AND PERFORMANCE OF THE BROOKFIELD INDIA REIT AND ASSET SPVs

1. Details of the operating activities of the Asset SPVs on standalone basis and on consolidated basis as on December 31, 2023, is given below.

Particulars	Downtown Powai, Mumbai	Kensington, Mumbai	Candor Techspace Gurgaon	Candor Techspace G2, Gurgaon	Candor Techspace N1, Noida	Candor Techspace K1, Kolkata	Candor Techspace N2, Noida	Consolidated at Brookfield REIT Level
Year of Commencement (Year of acquisition*)	2023*	2019	2023*	2015	2015	2015	2015	-
Completed Area/Operating (Msf)	2.7	1.6	3.7	3.9	2.0	3.1	3.8	<b>20.7</b>
Under Construction/ Future Development (Msf)	0.1	-	0.1	0.1	0.9	2.7	0.8	<b>4.6</b>
Leasable Area (Msf)	2.7	1.6	3.8	4.1	2.8	5.8	4.6	<b>25.4</b>
Leased (Msf)	2.4	1.4	2.5	3.1	1.9	2.3	2.9	<b>16.5</b>
Office Occupiers	52	7	18	15	28	11	21	139

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India Real Estate Trust

(Nos.) <sup>1</sup>									
Occupancy (%)		90%	88%	69%	78%	96%	74%	76%	<b>80%</b>
WALE (Years)		3.7	11.0	7.1	8.3	8.5	7.1	8.2	<b>7.5</b>
Lease Maturity Profile- Area Expiring (msf)	<b>Year</b>				<b>Area (msf)</b>				
	FY20 24	0.1	0.0	0.0	0.1	0.1	0.0	0.0	0.3
	FY20 25	0.3	0.0	0.0	0.1	0.3	0.0	0.1	0.9
	FY20 26	0.0	0.0	0.0	0.2	0.0	0.2	0.3	0.8
	FY20 27	0.6	0.0	0.2	0.1	0.0	0.5	0.1	1.5
In-place Rent PSF (Warmshell) (Rs.)		167	108	75	84	52	45	57	<b>83</b>
Market Rent PSF (Rs.)		174	157	91	113	55	39	56	<b>95</b>
MTM Opportunity (%)		4%	46%	22%	35%	5%	(14)%	(1)%	<b>15%</b>

## 2. New leasing and re-leasing during the quarter ended December 31, 2023

Particulars	Downtown Powai, Mumbai	Kensington, Mumbai	Candor Techspace G1, Gurgaon	Candor Techspace G2, Gurgaon	Candor Techspace N1, Noida	Candor Techspace K1, Kolkata	Candor Techspace N2, Noida	Consolidated at Brookfield REIT Level
New leases during the quarter (SF)	21,104	78,506	53,615	112,215	48,463	47,613	147,613	<b>509,194</b>
Renewals during the quarter (SF)	454,745	-	55,373	-	15,100	-	13,984	<b>539,202</b>

## 3. Occupier mix – consolidated level of Brookfield India REIT as on December 31, 2023 (By Area Leased)

Sector	%
Technology	39%
Financial Services	17%

<sup>1</sup> Tenants which are part of the same corporate group but have leases with different legal entities have been grouped together

### **BROOKPROP MANAGEMENT SERVICES PRIVATE LIMITED (As Manager of Brookfield India Real Estate Trust)**

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Correspondence Address: Candor TechSpace, IT/ITES SEZ, Tower 5A, Tikri, Sector 48, Gurugram

T: 0124-3821400; 022-45832450 E: reit.compliance@brookfield.com; reit.manager@brookfield.com

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Consulting	16%
Technology hardware	5%
Healthcare	5%
Telecom	3%
Others	16%

## **B STATUS OF DEVELOPMENT OF UNDER CONSTRUCTION PROPERTIES AS ON DECEMBER 31, 2023**

ASSET SPV	ASSET	DESCRIPTION OF UNDER CONSTRUCTION PROPERTY	STATUS OF DEVELOPMENT	AREA (MSF)
Kairos Properties Private Limited	Downtown Powai	Ventura A expansion	Under Construction	0.07
Festus Properties Private Limited	Kensington (SEZ)	NA	NA	NA
Candor Gurgaon One realty Projects Private Limited	Candor Techspace G1 (SEZ)	NA	NA	NA
Candor Kolkata One Hi-Tech Structures Private Limited	Candor Techspace G2 (SEZ)	MLCP Level 4	Under Construction	0.05
Candor Kolkata One Hi-Tech Structures Private Limited	Candor Techspace K1 (SEZ)	Mixed-use Development	Under Construction	0.58
Shantiniketan Properties Private Limited	Candor Techspace N1 (IT Park)	NA	NA	NA
Seaview Developers Private Limited	Candor Techspace N2	NA	NA	NA

*Note: The activity and performance report with respect to the financial performance to be placed before the Board under regulation 10(25) will be shared separately as part of outcome of Board meeting post approval of quarterly financial results, when the same will be submitted to stock exchange, as the said information is currently an Unpublished Price Sensitive Information.*

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## **C DETAILS OF RECEIPTS OF ALL FUNDS RECEIVED BY BROOKFIELD INDIA REIT AND PAYMENTS MADE BY IT DURING THE QUARTER ENDED DECEMBER 31, 2023<sup>2</sup>**

<b>Receipts</b>	<b>Amount (Rs. In Mn)</b>		<b>Payments</b>	<b>Amount (Rs. In Mn)</b>	
Opening Balance	34.02	34.02	<b>Shareholder Loan to SPV's</b>		
			Candor Kolkata One Hi-Tech Structures Pvt Ltd.	154.12	
<b>Interest on Shareholder loan</b>			Shantiniketan Properties Pvt Ltd.	40.00	194.12
Candor Kolkata One Hi-Tech Structures Pvt Ltd.	283.17				
Festus Properties Pvt. Ltd.	200.01		<b>Additional consideration paid for acquisition of Kairos Properties Private Limited (working capital adjustment)</b>		
Shantiniketan Properties Pvt Ltd.	67.97				
Seaview Developers Pvt. Ltd.	52.30	603.45	Consideration paid to earlier shareholders	82.70	82.70
<b>Amount received against consideration paid for acquisition of Candor Gurgaon One Realty Projects Private Limited (working capital adjustment)</b>			<b>Distribution</b>		
			NDCF Distribution	1,931.98	1,931.98
Consideration received back from earlier shareholders	87.77	87.77	<b>Others</b>		
			Expenses incurred	46.36	
<b>Repayment of Shareholder loan</b>			Others (QIP Expenses, Assets acquisition expenses etc.)	540.48	586.84
Candor Kolkata One Hi-Tech Structures Pvt Ltd.	409.00				
Festus Properties Pvt. Ltd.	155.00		<b>Others</b>		
Shantiniketan Properties Pvt Ltd.	306.00	870.00	Fixed Deposits Created	4,109.70	4,109.70
<b>Repayment of NCDs</b>					
Candor Gurgaon One Realty Projects Private Limited	92.00		Closing Balance	8.31	8.31
Kairos Properties Private Limited	129.00	221.00			
<b>Interest on CCD's</b>					
Candor Gurgaon One Realty Projects Private Limited	18.92				
Seaview Developers Pvt. Ltd.	19.29				

<sup>2</sup> Received and paid on various dates during the quarter.

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Kairos Properties Private Limited	102.14	140.35			
<b>Interest on NCD's</b>					
Candor Gurgaon One Realty Projects Private Limited	166.78				
Kairos Properties Private Limited	107.92	274.70			
<b>Others</b>					
Redemption of Fixed Deposits	4,682.19				
NDCF Distribution received back (DD reversal) (net)	0.17	4,682.36			
	<b>6,913.65</b>	<b>6,913.65</b>		<b>6,913.65</b>	<b>6,913.65</b>

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