

April 19, 2024

BSE Limited

The Corporate Relations Department,
25th Floor, P J Towers, Dalal Street
Fort, Mumbai – 400 001

SCRIP CODE: 543261**SCRIP ID: BIRET****SCRIP CODE OF CP – 725377****SCRIP ID OF CP – BIRET17823****National Stock Exchange of India Limited**

The Corporate Relations Department
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra(E),
Mumbai-400051

SYMBOL: BIRET

Subject: Submission of Compliance Report on Corporate Governance for the quarter and year ended March 31, 2024

Dear Sir/Madam,

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read along with SEBI circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/101, dated June 26, 2023, and Chapter 16 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116, dated July 06, 2023, we have enclosed the Compliance Report on Corporate Governance (**Annexure I and II**) of Brookfield India Real Estate Trust for the quarter and year ended March 31, 2024.

Please take the above information on record.

Thanking You.
Yours faithfully,

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

Saurabh Jain**Company Secretary & Compliance Officer**

Cc: Axis Trustee Services Limited
Axis House, Bombay Dyeing Mills Compound
Pandurang Budhkar Marg, Worli
Mumbai 400 025, Maharashtra, India

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 I of Report on Governance to be submitted by the Manager on quarterly basis

- | | |
|------------------------|---|
| 1. Name of REIT | Brookfield India Real Estate Trust |
| 2. Name of the Manager | Brookprop Management Services Private Limited |
| 3. Quarter ending | March 31, 2024 |

I. Composition of Board of Directors of the Manager

Title (Mr./Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Non-Independent /Independent / Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	No. of directorships in all Managers /Investment Managers of REIT / InvIT and listed entities, including this Manager	No. of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager	Number of memberships in Audit/ Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager
Mr.	Ankur Gupta	PAN-AETPG8871Q DIN-08687570	Chairman, Non-Executive Director/Non-	March 2, 2020	-	-	-	1	Nil	2	Nil

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			Independent Director								
Mr.	Alok Aggarwal	PAN-ACSPA9693D DIN-00009964	Chief Executive Officer and Managing Director/ Non-Independent Director@	February 12, 2024	-	-	-	1	Nil	1	Nil
Mr.	Jan Sucharda Thomas	PAN- NA* DIN-10084995 *He does not have PAN as he is non - resident in India	Non-Executive Director/Non-Independent Director	March 30, 2023	-	-	-	1	Nil	Nil	Nil
Mr.	Shailesh Vishnubhai Haribhakti	PAN-AAAPH0574L DIN-00007347	Non-Executive Independent Director	August 31, 2020	August 31, 2022	-	43 months	7	6	7	4
Ms.	Akila Krishnakumar	PAN-AAUPK1138R DIN-06629992	Non-Executive Independent Director	August 31, 2020	August 31, 2022	-	43 months	4	4	4	1
Mr.	Rajnish Kumar	PAN-AJPK9858M DIN-05328267	Non-Executive Independent Director	March 30, 2023	-	-	12 months	4	4	2**	1

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Mr.	Anuj Ranjan	PAN- AUTPR5763Q DIN- 02566449	Non-Executive Director/Non- Independent Director	March 2, 2020	-	February 12, 2024	-	1	Nil	1 [#]	Nil
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Whether Regular chairperson appointed - **Yes**

Whether Chairperson is related to managing director or CEO - **No**

^{\$}PAN of any director would not be displayed on the website of Stock Exchange.

[&]Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

^{*}to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the Manager in continuity without any cooling off period.

[#]Mr. Anuj Ranjan ceases to be a Director on the Board of the Manager w.e.f. February 12, 2024

[@]Mr. Alok Aggarwal is continuing as Chief Executive Officer and is appointed as Managing Director w.e.f. February 12, 2024

^{**} We have not included the membership of Audit Committee in one of the listed company in which Mr. Rajnish Kumar was appointed as member w.e.f April 1, 2024 onwards.

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II. *Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Independent/Independent /Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Shailesh Vishnubhai Haribhakti	Chairperson – Non-Executive Independent Director	September 26, 2020	-
		2. Ms. Akila Krishnakumar	Member - Non-Executive Independent Director	September 26, 2020	-
		3. Mr. Rajnish Kumar	Member – Non-Executive Independent Director	March 30, 2023	-
		4. Mr. Ankur Gupta	Member - Non-Executive/Non Independent Director	September 26, 2020	-
2. Nomination & Remuneration Committee	Yes	1. Ms. Akila Krishnakumar	Chairperson - Non-Executive Independent Director	September 26, 2020	-
		2. Mr. Shailesh Vishnubhai Haribhakti	Member - Non-Executive Independent Director	September 26, 2020	-
		3. Mr. Rajnish Kumar	Member – Non-Executive Independent Director	March 31, 2023	-
3. Risk Management Committee	Yes	1. Mr. Ankur Gupta	Chairman - Non-Executive/Non-Independent Director	March 30, 2023	-
		2. Mr. Shailesh Vishnubhai Haribhakti	Member - Non-Executive Independent Director	March 30, 2023	-
		3. Ms. Akila Krishnakumar	Member - Non-Executive Independent Director	March 30, 2023	-

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		4. Mr. Alok Aggarwal	Member - Chief Executive Officer and Managing Director / Non-Independent Director	March 30, 2023	-
		5. Mr. Sanjeev Kumar Sharma	Member - Chief Financial Officer	March 30, 2023	-
4. Stakeholders Relationship Committee	Yes	1. Ms. Akila Krishnakumar [@]	Chairperson - Non-Executive Independent Director	March 30, 2023	-
		2. Mr. Ankur Gupta	Member – Non-Executive /Non-Independent Director	September 26, 2020	-
		3. Mr. Alok Aggarwal [#]	Member – Chief Executive Officer and Managing Director / Non-Independent Director	February 12, 2024	-
		4. Mr. Anuj Ranjan [#]	Member – Non-Executive/Non-Independent Director	September 26, 2020	February 12, 2024
5. CSR & Sustainability Committee Meeting	Yes	1. Ms. Akila Krishnakumar	Chairperson - Non-Executive Independent Director	September 26, 2020	-
		2. Mr. Ankur Gupta	Member – Non-Executive/Non- Independent Director	September 26, 2020	-
		3. Mr. Alok Aggarwal [#]	Member – Chief Executive Officer and Managing Director / Non-Independent Director	February 12, 2024	-
		4. Mr. Anuj Ranjan [#]	Member – Non-Executive/Non-Independent Director	September 26, 2020	February 12, 2024

[&]Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

^{*} The details of only permanent committees of the board are given above.

[#] Mr. Anuj Ranjan was ceased to be a member of the Stakeholders Relationship Committee and CSR & Sustainability Committee Meeting w.e.f. February 12, 2024 and Mr. Alok Aggarwal was appointed as the member of Stakeholders Relationship Committee and CSR & Sustainability Committee Meeting w.e.f. February 12, 2024.

[@]Mr. Ankur Gupta was originally appointed as Chairman of the Stakeholder Relationship Committee on September 26, 2020 and later on he has step down from the position of chairman on March 30, 2023 and Ms. Akila Krishnakumar has been designated as Chairperson of the Committee w.e.f March 30, 2023 who was originally appointed as a Member of the Stakeholder Relationship Committee on September 26, 2020.

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III. Meetings of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
		Yes / No			
06.11.2023	12.02.2024	Yes	5	3	The gap between the board meetings held on 06.11.2023 and 12.02.2024 was 97 days
<i>* to be filled in only for the current quarter meetings</i>					

IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days) **</i>
	Yes / No				
Audit Committee					
12.02.2024	Yes	4	3	06.11.2023	The gap between the two committee meetings held on 06.11.2023 and 12.02.2024 was 97 days

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Stakeholder Relationship Committee Meeting					
No meeting held during this quarter	-	-	-	06.11.2023	The gap between the two committee meetings held on 04.08.2023 and 06.11.2023 was 93 days
Nomination And Remuneration Committee Meeting					
12.02.2024	Yes	3	3	06.11.2023	The gap between the two committee meetings held on 06.11.2023 and 12.02.2024 was 97 days
Risk Management Committee Meeting					
12.02.2024	Yes	3 <i>Note: In Risk management committee meeting we have only considered the directors present and have excluded the members present in the meeting and not the directors.</i>	2	No meeting held during the previous quarter	The gap between the two committee meetings held on 14.08.2023 and 12.02.2024 was 180 days
* to be filled in only for the current quarter meetings.					
**This information has to be mandatorily given for audit committee and risk management committee. For rest of the committees, giving this information is optional.					

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V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014. - **Yes**
2. The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014
 - a. Audit Committee - **Yes**
 - b. Nomination & Remuneration Committee - **Yes**
 - c. Stakeholders Relationship Committee - **Yes**
 - d. Risk management committee - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014. - **Yes**

This report and/or the report submitted in the previous quarter has been placed before the Board of Directors of the Manager. Any comments/observations/advice of the board of directors may be mentioned here – **Yes, the previous report, filed for the quarter ended December 31, 2023, was placed before the Board of Directors of the Manager, at their meeting held on February 12, 2024. No comments/observations were received on the same. The current report filed for the quarter ended March 31, 2024, will be placed before the Board of Directors of the Manager in the upcoming Board Meeting.**

Name & Designation

Saurabh Jain
Company Secretary and Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the Manager and instead a statement "same as previous quarter" may be given.

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ANNEXURE II

I. Disclosure on website of REIT in terms of SEBI Circular No. CIR/IMD/DF/146/2016 dated December 29, 2016		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
a) Details of business	Yes	https://www.brookfieldindiareit.in/about-us
b) Financial information including complete copy of the Annual Report including Balance Sheet, Profit and Loss Account, etc.	Yes	Financial Information – https://www.brookfieldindiareit.in/results#Results Annual/Half Yearly report - https://www.brookfieldindiareit.in/annual-report#Annual-Report
c) Contact information of the designated officials of the company who are responsible for assisting and handling investor grievances	Yes	https://www.brookfieldindiareit.in/investor-contacts#Investor-Contacts
d) Email ID for grievance redressal and other relevant details	Yes	https://www.brookfieldindiareit.in/investor-contacts#Investor-Contacts
e) Information, report, notices, call letters, circulars, proceedings, etc. concerning units	Yes	https://www.brookfieldindiareit.in/investors

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f) All information and reports including compliance reports filed by REIT with respect to units	Yes	https://www.brookfieldindiareit.in/investors
g) All intimations and announcements made by REIT to the stock exchanges	Yes	https://www.brookfieldindiareit.in/stock-exchange-filings#Stock-Exchange-Filings
h) All complaints including SCORES complaints received by the REIT	Yes	https://www.brookfieldindiareit.in/stock-exchange-filings#Stock-Exchange-Filings
i) Any other information which may be relevant for the investors	Yes	https://www.brookfieldindiareit.in/about-us
<i>It is certified that these contents on the website of the REIT are correct.</i>		

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II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	2(1)(qa)	Yes
<i>Board composition</i>	4(2)(e)(iv), 26A, 26B(1)	Yes
<i>Meeting of board of directors</i>	26A	Yes
<i>Quorum of board meeting</i>	26B(2)	Yes
<i>Review of Compliance Reports</i>	26B(3)	Yes
<i>Plans for orderly succession for Appointments</i>	26A	Yes
<i>Code of Conduct</i>	26A	Yes
<i>Minimum Information</i>	26B(4)	Yes
<i>Compliance Certificate</i>	26B(5)	Please note that Compliance Certificate will be submitted at the time of approval of the financial statements for the year ended March 31, 2024.
<i>Risk Assessment & Management</i>	26A	Yes
<i>Performance Evaluation of Independent Directors</i>	26A	Yes
<i>Recommendation of Board</i>	26B(6)	Yes
<i>Composition of Audit Committee</i>	26A	Yes
<i>Meeting of Audit Committee</i>	26A	Yes
<i>Composition of Nomination & Remuneration Committee</i>	26A	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	26A	Yes

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<i>Meeting of Nomination & Remuneration Committee</i>	26A	Yes
<i>Composition of Stakeholder Relationship Committee</i>	26A	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	26A	Yes
<i>Composition and role of Risk Management Committee</i>	26A	Yes
<i>Meeting of Risk Management Committee</i>	26A	Yes
<i>Vigil Mechanism</i>	26C	Yes
<i>Approval for related party Transactions</i>	19(5), 19(7), 22(5)(a)	Yes
<i>Disclosure of related party transactions</i>	19(1)	Yes
<i>Annual Secretarial Compliance Report</i>	26D	As per SEBI REIT Regulations, the Manager shall submit a secretarial compliance report given by a practicing company secretary to the stock exchanges within sixty days from end of each financial year. Please note that the secretarial compliance report for FY2023-24 will be submitted with stock exchanges within the prescribed timelines.
<i>Alternate Director to Independent Director</i>	26A	NA
<i>Maximum Tenure of Independent Director</i>	26A	5 years
<i>Meeting of independent directors</i>	26A	Yes
<i>Familiarization of independent directors</i>	26A	Yes
<i>Declaration from Independent Director</i>	26A	Yes
<i>Directors and Officers insurance</i>	26A	Yes

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<i>Memberships in Committees</i>	26A	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26A	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26A	Yes
<p>Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of REIT Regulations, "Yes" may be indicated. Similarly, in case the REIT has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Manager would like to provide any other information the same may be indicated here.</p>		
Name & Designation		
Saurabh Jain Company Secretary and Compliance Officer		

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