

July 21, 2023

**BSE Limited**

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

**SCRIP CODE: 543261****SCRIP ID: BIRET****National Stock Exchange of India Limited**

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

**SYMBOL: BIRET**

**Subject: Submission of the Compliance Report on Corporate Governance for Q1  
FY2023-24**

Dear Sir/Ma'am,

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read with SEBI circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/101, dated June 26, 2023, we have enclosed the Compliance Report on Corporate Governance (Annexure I) of Brookfield India Real Estate Trust for the quarter ended June 30, 2023.

Thanking You.  
Yours Faithfully,

**For Brookprop Management Services Private Limited  
(as a 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

**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      | June 30, 2023                                 |

**I. Composition of Board of Directors of the Manager**

Title (Mr. / Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Non-Independent / Independent /Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	No. of directorship s in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager	No of Independent directorship s 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  <i>(Refer Regulation 26A of REIT Regulations)</i>	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager  <i>(Refer Regulation 26A of REIT Regulations)</i>
Mr.	Ankur Gupta	<b>PAN-</b> AETPG8871Q <b>DIN-</b> 08687570	Chairman, Non-Executive Director	March 2, 2020	-	-	-	1	Nil	2	Nil
Mr.	Anuj Ranjan	<b>PAN-</b> AUTPR5763Q <b>DIN-</b> 02566449	Non-Executive Director	March 2, 2020	-	-	-	1	Nil	1	Nil
Mr.	Jan Sucharda Thomas	<b>PAN- NA*</b> <b>DIN-</b> 10084995  <i>*He does not have PAN as the Income Tax Act, 1961 is not applicable to him.</i>	Non-Executive Director	March 30, 2023	-	-	-	1	Nil	Nil	Nil
Mr.	Shailesh Vishnubhai Haribhakti	<b>PAN-</b> AAAPH0574L <b>DIN-</b> 00007347	Non-Executive Independent Director	August 31, 2020	August 31, 2022	-	34 months	6	5	8	4
Ms.	Akila Krishnakumar	<b>PAN-</b> AAUPK1138R <b>DIN-</b> 06629992	Non-Executive Independent Director	August 31, 2020	August 31, 2022	-	34 months	4	1	3	1
Mr.	Rajnish Kumar	<b>PAN-</b> AIJPK9858M <b>DIN-</b> 05328267	Non-Executive Independent Director	March 30, 2023	-	-	3 months	5	5	3	2

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	Whether Regular chairperson appointed - <b>Yes</b>
	Whether Chairperson is related to managing director or CEO - <b>No</b>
	<sup>§</sup> PAN of any director would not be displayed on the website of Stock Exchange. <sup>&amp;</sup> Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen. <sup>*</sup> 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.

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/NonIndependent/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. Ankur Gupta	Member - Non-Executive Director	September 26, 2020	-
		4. Mr. Rajnish Kumar	Member – Non-Executive Independent Director	March 30, 2023	-
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 30, 2023	-
3. Risk Management Committee	Yes	1. Mr. Ankur Gupta	Chairman - Non-Executive 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	-
		4. Mr. Alok Aggarwal	Member - Chief Executive Officer	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 Director	September 26, 2020	-
		3. Mr. Anuj Ranjan	Member – Non-Executive Director	September 26, 2020	-
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 Director	March 2, 2020	-
		3. Mr. Anuj Ranjan	Member – Non-Executive Director	March 2, 2020	-
<sup>&amp;</sup> Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.					

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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			
07.02.2023	18.05.2023	Yes	5	3	The gap between the board meetings held on 07.02.2023 and 30.03.2023 is 51 days
30.03.2023	20.06.2023	Yes	5	3	The gap between the board meetings held on 30.03.2023 and 18.05.2023 was 49 days
					The gap between the board meetings held on 18.05.2023 and 20.06.2023 was 33 days

\* to be filled in only for the current quarter meetings

**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				
<b>Audit Committee</b>					
18.05.2023	Yes	4	3	07.02.2023	The gap between Audit committee meeting held on 07.02.2023 and 30.03.2023 was 51 days.
20.06.2023	Yes	4	3	30.03.2023	The gap between Audit committee meeting held on 30.03.2023 and 18.05.2023 was 49 days.
					The gap between Audit committee meeting held on 18.05.2023 and 20.06.2023 was 33 days.
<b>Stakeholder Relationship Committee Meeting</b>					
18.05.2023	Yes	2	1	No meeting held during the previous quarter	The gap between SRC meeting held on 18.05.2023 and 20.06.2023 is 33 days
20.06.2023	Yes	2	1		
<b>Nomination And Remuneration Committee Meeting</b>					
No meeting held during this quarter	-	-	-	07.02.2023	The gap between NRC meetings held on 07.02.2023 and 30.03.2023 is 51 days
				30.03.2023	

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<b>CSR &amp; Sustainability Committee Meeting</b>					
No meeting held during this quarter				No meeting held during the previous quarter	

\* 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.

**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**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the Manager. Any comments/observations/advice of the board of directors may be mentioned here. – **Yes, this report will be placed before the Board of Directors of the Manager in the next board meeting and any comments/observations/advice will be mentioned in the report for next quarter.**

**Name & Designation**

**Saurabh Jain**  
**Company Secretary and Compliance Officer**

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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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