

Brookfield Properties

January 20, 2022

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
corp.relations@bseindia.com
SCRIP CODE: 543261
SCRIP ID: BIRET

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra€,
Mumbai-400051
cm1ist@nse.co.in
SYMBOL: BIRET

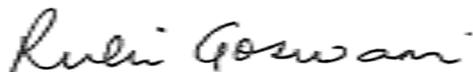
SUB: Quarterly statement of deviation(s) or variation(s) in use of proceeds

Dear Sir/Ma'am,

Pursuant to paragraph 6.1 of Annexure B to SEBI Circular No. CIF/IMD/DF/146/2016 dated December 29, 2016 w.r.t continuous disclosures and compliances by REITs, please note that the proceeds of the initial public offer of units of Brookfield India Real Estate Trust have been utilized in line with the objects stated in the final offer document dated February 9, 2021 ("FOD"), without any deviations or variations. Enclosed is the statement of deviations/variations in use of proceeds till quarter ended December 31, 2021.

Thanking You.
Yours Faithfully,

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



(Ruhi Goswami)
Compliance Officer

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

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STATEMENT OF DEVIATION/VARIATION IN UTILISATION OF FUNDS RAISED

Name of listed entity	Brookfield India Real Estate Trust (REIT)					
Mode of Fund Raising	Initial Public Offering of Units of REIT (IPO)					
Date of Raising Funds	(February 11, 2021) (Date of Allotment)					
Amount Raised	Rs. 37,999,995,000					
Report filed for Quarter ended	December 31, 2021					
Monitoring Agency	Not Applicable					
Monitoring Agency Name, if applicable	Not Applicable					
Is there a Deviation / Variation in use of funds raised	No					
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the Unitholders	Not Applicable					
If Yes, Date of Unitholders Approval	Not Applicable					
Explanation for the Deviation / Variation	Not Applicable					
Comments of the Audit Committee after review	None					
Comments of the auditors, if any	None					
Set forth below are objects for which funds have been raised in the IPO and ssdetails of deviation, if any, in the following table:						
Original Object	Modified Object, if any	Original Allocation (Rs./Mn)	Modified Allocation, if any	Funds Utilised (Rs./Mn)	Amount of Deviation/Variation for Quarter according to applicable object	Remarks if any
Partial or full pre-payment or scheduled repayment of the existing indebtedness of Asset SPVs i.e., Candor Kolkata One Hi-Tech Structures Private Limited, Shantiniketan Properties Private Limited and Festus Properties Private Limited	N.A.	35,750	N.A.	35,750	Nil	-

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General Purposes	N.A.	350	N.A.	583.83	Nil	See Note 1 Below
Issue Expenses	N.A.	1,900	N.A.	1,572.53	Nil	See Note 1 Below

Note 1:

As disclosed in the Final Offer Document dated February 9, 2021 (FOD), the total expenses of the IPO were estimated to be approximately ₹1,900 million out of which, as on date, an amount of ₹1,572.53 million has been utilized towards issue expenses. As disclosed in the FOD, in the event the actual Issue expenses differ from the estimated issue expenses, the manager of Brookfield India Real Estate Trust will have the flexibility to utilize such a difference, subject to applicable law. Accordingly, ₹233.83 million has been utilized towards general corporate purposes. Further as on date of issuance of this statement, an amount of ₹93.64 million is estimated to be incurred subsequently. Details of further utilization of issue expenses will be provided in subsequent quarterly statements (until all amounts have been utilized).