

Brookfield Properties

September 7, 2021

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(E),
Mumbai-400051
cmlist@nse.co.in
SYMBOL: BIRET

Subject: Disclosure to Stock Exchange pursuant to Paragraph 6 of the SEBI Circular no. SEBI/HO/DDHS/DDHS/CIR/P/2020/44 dated March 23, 2020 on Encumbrance on Units of Real Estate Investment Trusts (“REIT Encumbrance Circular”) and Regulation 7(2) read with Regulation 6(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended (“PIT Regulations”)

Dear Sir/Ma’am,

Please find enclosed the requisite disclosures as set out in the Annexure 1 pursuant to the REIT Encumbrance Circular and Form C pursuant to Regulation 7(2) read with Regulation 6(2) of the PIT Regulations and the policy on unpublished price sensitive information and dealing in units of Brookfield India Real Estate Trust received on September 7, 2021 from BSREP India Office Holdings V Pte. Ltd., BSREP India Office Holdings III Pte. Ltd. and BSREP India Office Holdings Pte. Ltd. w.r.t creation of encumbrance over certain units of Brookfield India Real Estate Trust held by them.

Please take the above information on record.

Thank you.

Yours faithfully,

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



Ruhi Goswami
Compliance Officer

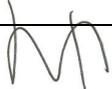
Cc: Axis Trustee Services Limited
Axis House, Bombay Dyeing Mills Compound
Pandurang Budhkar Marg, Worli

Annexure 2

Disclosure of details of encumbrance

Name of REIT	Brookfield India Real Estate Trust
Name of the recognised stock exchanges where the units of REIT are listed	BSE Limited National Stock Exchange of India Limited
Name of the sponsor or the member of sponsor group, as applicable	BSREP India Office Holdings V Pte. Ltd
Total unitholding	No. of units – 54,117,888 % of total outstanding units – 17.87%

Specific details about the encumbrance	
	Date of creation of encumbrance: 7 September 2021
Type of encumbrance	Pledge
No. and % of units encumbered	No. of units: 54,117,888 % of units encumbered (w.r.t total units): 17.87%
Encumbered units as a % of total units held	100%
Period of encumbrance	Till January 10 2025
Name of the entity in whose favour units have been encumbered	Deutsche Bank AG, Mumbai branch (Onshore Security Agent)
Purpose of borrowing	The proceeds will be utilised, directly or indirectly <i>inter alia</i> towards: (i) any payment or distribution to any funds, co-investment vehicles, partnerships (including limited partnerships) and/or other entities advised, managed and/or controlled (directly or indirectly) by Brookfield Asset Management and/or its affiliates, any co-investor agreed with all the Lenders and any other person approved by all the Lenders (the “Investors”), repayment of any existing shareholder loan and/or payment of any existing obligation of the Borrowers and Pledgor and/or the Investors; and (b) for payment of transaction costs pertaining to the Facility.


 Liew Yee Foong
 Signature of Authorised Signatory:
 Place: Singapore
 Date: September 7, 2021

Annexure 2

Disclosure of details of encumbrance

Name of REIT	Brookfield India Real Estate Trust
Name of the recognised stock exchanges where the units of REIT are listed	BSE Limited National Stock Exchange of India Limited
Name of the sponsor or the member of sponsor group, as applicable	BSREP India Office Holdings III Pte. Ltd
Total unitholding	No. of units – 36,727,398 % of total outstanding units – 12.13%

Specific details about the encumbrance	
	Date of creation of encumbrance: 7 September 2021
Type of encumbrance	Pledge
No. and % of units encumbered	No. of units: 36,727,398 % of units encumbered (w.r.t total units): 12.13%
Encumbered units as a % of total units held	100%
Period of encumbrance	Till January 10, 2025
Name of the entity in whose favour units have been encumbered	Deutsche Bank AG, Mumbai branch (Onshore Security Agent)
Purpose of borrowing	The proceeds will be utilised, directly or indirectly <i>inter alia</i> towards: (i) any payment or distribution to any funds, co-investment vehicles, partnerships (including limited partnerships) and/or other entities advised, managed and/or controlled (directly or indirectly) by Brookfield Asset Management and/or its affiliates, any co-investor agreed with all the Lenders and any other person approved by all the Lenders (the “ Investors ”), repayment of any existing shareholder loan and/or payment of any existing obligation of the Borrowers and Pledgor and/or the Investors; and (b) for payment of transaction costs pertaining to the Facility.

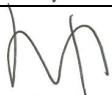

 Liew Yee Foong
 Signature of Authorised Signatory:
 Place: Singapore
 Date: September 7, 2021

Annexure 2

Disclosure of details of encumbrance

Name of REIT	Brookfield India Real Estate Trust
Name of the recognised stock exchanges where the units of REIT are listed	BSE Limited National Stock Exchange of India Limited
Name of the sponsor or the member of sponsor group, as applicable	BSREP India Office Holdings Pte. Ltd.
Total unitholding	No. of units – 41,499,373 % of total outstanding units – 13.71%

Specific details about the encumbrance	
	Date of creation of encumbrance: 7 September 2021
Type of encumbrance	Pledge
No. and % of units encumbered	No. of units: 41,499,373 % of units encumbered (w.r.t total units): 13.71%
Encumbered units as a % of total units held	100%
Period of encumbrance	Till January 10, 2025
Name of the entity in whose favour units have been encumbered	Deutsche Bank AG, Mumbai branch (Onshore Security Agent)
Purpose of borrowing	The proceeds will be utilised, directly or indirectly <i>inter alia</i> towards: (i) any payment or distribution to any funds, co-investment vehicles, partnerships (including limited partnerships) and/or other entities advised, managed and/or controlled (directly or indirectly) by Brookfield Asset Management and/or its affiliates, any co-investor agreed with all the Lenders and any other person approved by all the Lenders (the “ Investors ”), repayment of any existing shareholder loan and/or payment of any existing obligation of the Borrowers and Pledgor and/or the Investors; and (b) for payment of transaction costs pertaining to the Facility.



Liew Yee Foong
Signature of Authorised Signatory:
Place: Singapore
Date: September 7, 2021

Annexure - 3

Form-C

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]**

Name of the REIT: Brookfield Real Estate Trust

ISIN of the REIT: INE0FDU25010

Details of change in holding of units of the Sponsor, member of Sponsor Group, Directors of the SPVs, Designated Person and the REIT Manager and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (KMP/ Directors/ Sponsor / Members of Sponsor Group/ Manager / Immediate Relative to/others, etc.)	Units held prior to acquisition/ disposal		Units acquired/Disposed				Units held post acquisition/ disposal		Date of allotment advice/ acquisition of units/ disposal of units, specify		Date of intimation to REIT	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of unit holding	Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of unit holding	Value (in Rs.)	Transaction Type (Purchase/ sale/ Pledge /Revocation / Invocation/ Others please specify)	Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of unit holding	From	To			
BSREP India	Sponsor	REIT Units	54,117,88	REIT	54,117,8	14,3	Creation	REIT Units	54,117,	7	Jan	September	Creation of	Not

Office Holdings V Pte. Ltd PAN: AAGCB02 01M Address: Raffles, 16 Collyer Quay, #19- 00, Singapore 049318 Contact No. +65 6750 4489			8 (17.87%)	Units	88 (17.87%)	84,5 34,6 30.4 0	of Pledge		888 (17.87 %)	Septem ber 2021	uar y 10, 202 5	7, 2021	Pledge in the Depository	Applica ble
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*Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
(ii) Value of transaction excludes taxes/brokerage/any other charges*

Details of trading in derivatives on the securities of the REIT by the Sponsor, member of the Sponsor Group, Designated person, Directors of the SPVs, the REIT Manager and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
Not Applicable						

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature: Liew Yee Foong
Designation: Director
Date: September 7, 2021
Place: Singapore



Annexure - 3

Form-C

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]**

Name of the REIT: Brookfield Real Estate Trust

ISIN of the REIT: INE0FDU25010

Details of change in holding of units of the Sponsor, member of Sponsor Group, Directors of the SPVs, Designated Person and the REIT Manager and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (KMP/ Directors/ Sponsor / Members of Sponsor Group/ Manager / Immediate Relative to/others, etc.)	Units held prior to acquisition/ disposal		Units acquired/Disposed				Units held post acquisition/ disposal		Date of allotment advice/ acquisition of units/ disposal of units, specify		Date of intimation to REIT	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of unit holding	Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value (in Rs.)	Transaction Type (Purchase/ sale/ Pledge /Revocation / Invocation/ Others please specify)	Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of unit holding	From	To			
BSREP India	Member of	REIT	36,727,398	REIT Units	36,72	9,76	Creation	REIT Units	36,727,	7	Jan	September	Creation of	Not

Office Holdings III Pte. Ltd PAN: AAGCB0246E Address: Raffles, 16 Collyer Quay, #19-00, Singapore 049318 Contact No. +65 6750 4489	Sponsor Group	Units	(12.13%)		7,398 (12.13%)	2,142,388.40	of Pledge		398 (12.13%)	September 10, 2021	September 10, 2021	7, 2021	Pledge in the Depository	Applicable
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*Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
(ii) Value of transaction excludes taxes/brokerage/any other charges*

Details of trading in derivatives on the securities of the REIT by the Sponsor, member of the Sponsor Group, Designated person, Directors of the SPVs, the REIT Manager and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
Not Applicable						

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature: Liew Yee Foong
Designation: Director
Date: September 7, 2021
Place: Singapore



Annexure 3

Form-C

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]**

Name of the REIT: Brookfield Real Estate Trust

ISIN of the REIT: INE0FDU25010

Details of change in holding of units of the Sponsor, member of Sponsor Group, Directors of the SPVs, Designated Person and the REIT Manager and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (KMP/ Director s/ Sponsor / Members of Sponsor Group/ Manager / Immediate Relative to/others , etc.)	Units held prior to acquisition/ disposal		Units acquired/Disposed				Units held post acquisition/ disposal		Date of allotment advice/ acquisition of units/ disposal of units, specify		Date of intimation to REIT	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of unit holding	Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value (in Rs.)	Transaction Type (Purchase/ sale/ Pledge /Revocation / Invocation/ Others please specify)	Type of securities (For eg. – Units, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of unit holding	From	To			
BSREP India Office	Member of	REIT Units	41,499,373	REIT Units	41,499	11,030,533	Creation of Pledge	REIT Units	41,499,373	7 Septe	Jan uar	September 7, 2021	Creation of Pledge in	Not Applicable

Holdings Pte. Ltd PAN: AAGCB0966 R Address: Raffles, 16 Collyer Quay, #19-00, Singapore 049318 Contact No. +65 6750 4489	Sponsor Group	(13.71%)	,37 3 (13 .71 %)	,343. 40	(13.71 %)	mber 2021	y 10, 202 5	the Depository
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*Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
(ii) Value of transaction excludes taxes/brokerage/any other charges*

Details of trading in derivatives on the securities of the REIT by the Sponsor, member of the Sponsor Group, Designated person, Directors of the SPVs, the REIT Manager and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
Not Applicable						

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature: Liew Yee Foong
Designation: Director
Date: September 7, 2021
Place: Singapore

