



Corporate Governance Report

I. BROOKFIELD INDIA REIT'S PHILOSOPHY ON CORPORATE GOVERNANCE

Brookfield India REIT is India's only institutionally managed public commercial real estate vehicle, sponsored by an affiliate of BAM, one of the world's largest alternative asset managers, which is listed on the New York Stock Exchange and Toronto Stock Exchange.

The corporate governance framework with respect to Brookfield India REIT is implemented by the Manager and reflects a rigorous approach to corporate governance, taking into account the interests of Unitholders while leveraging on the strong track record of high standards of governance established by the Brookfield Group.

The governance structure and philosophy of Brookfield India REIT is based on the following pillars that enable it to align and commensurately represent the interests of all our stakeholders:

- Entirely performance-linked fee structure for the Manager;
- Balanced board composition of the Manager between independent and Brookfield directors;
- Robust related party transaction and conflicts policy in place to facilitate arms-length evaluation of acquisition and divestment decisions, in line with global best practices and "majority of minority" approvals required;
- Commitment to ESG practices including installation of health infrastructure, focus on sustainability initiatives and activities that have a positive impact on the communities in which we operate; and
- Anti-bribery and anti-corruption policies in line with international standards.

II. GOVERNANCE STRUCTURE

Overview:

Brookfield India REIT was settled as a contributory, determinate and irrevocable trust and is registered as a real estate investment trust, pursuant to the REIT Regulations, having registration number IN/REIT/20-21/0004.

Brookfield India REIT is regulated by various provisions of the REIT Regulations and circulars

issued by the SEBI from time to time, the Trust Deed and the Investment Management Agreement.

Manager:

Brookprop Management Services Private Limited, which is part of the Brookfield Group, has been appointed as the Manager of Brookfield India REIT in accordance with the REIT Regulations. It is a private limited company incorporated in India on March 21, 2018, under the provisions of the Companies Act, 2013 with a corporate identification number U74999MH2018FTC306865. The Manager's role is to manage Brookfield India REIT and its assets in accordance with the Trust Deed, the Investment Management Agreement and the REIT Regulations in the interests of Unitholders.

Trustee:

Axis Trustee Services Limited is the trustee to Brookfield India REIT. The Trustee is a registered intermediary with SEBI under the SEBI (Debenture Trustees) Regulations, 1993, as amended, as a debenture trustee having registration number IND000000494 which is valid until suspended or cancelled. The Trustee is a wholly owned subsidiary of Axis Bank Limited. The Trustee is responsible to act on behalf and in the interest of the Unitholders.

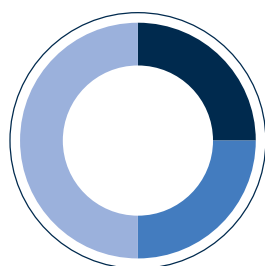
Compliance with Regulations:

For the year ended March 31, 2022, the Manager and Brookfield India REIT have complied with the provisions of the Trust Deed, the REIT Regulations and the corporate governance policies.

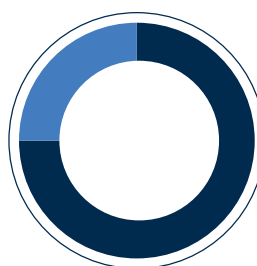
III. BOARD OF DIRECTORS OF THE MANAGER

The Board of the Manager comprises optimum mix of non-executive and independent directors from diverse background possessing considerable experience and expertise. As on March 31, 2022, the board comprises of four directors. All the directors of the Manager are non-executive directors, one half of them are independent directors including one independent woman director. The profiles of the Directors are set forth on page 92 - 93 of this report.

The Board is responsible for the overall management and governance of the Manager either directly or through duly constituted committees of the Board of the Manager.

**Board Composition (Nos.)**

- 1 Non-Executive Chairman
- 1 Non-Executive Director
- 2 Independent Director

Board Diversity

- 75% Men
- 25% Women

As at March 31, 2022, the composition and other details of Board of the Manager are provided hereunder:

Particulars	Mr. Ankur Gupta	Mr. Anuj Ranjan	Mr. Shailesh Vishnubhai Haribhakti	Ms. Akila Krishnakumar
Composition and category of directors	Chairman Non-Executive Director	Non-Executive Director	Non-Executive Independent Director	Non-executive Independent Director
Initial Date of Appointment	March 2, 2020	March 2, 2020	August 31, 2020	August 31, 2020
Number of directorships in other companies¹	Member: 2 Chairperson: Nil	Member: 2 Chairperson: Nil	Member: 10 Chairperson: 8	Member: 6 Chairperson: Nil
No. of membership/ Chairmanship in other committees in which a director is a member or chairperson²	Member: 1 Chairperson: 1	Member: 1 Chairperson: Nil	Member: 6 Chairperson: 5	Member: 3 Chairperson: Nil
Names of the listed entities where the person is a director and the category of directorship	None	None	Given Below	Given Below
Disclosure of relationships between directors inter-se	None of the directors are related to each other			
Number of units held by non-executive directors	Nil	Nil	Nil	Nil

¹ The number of directorships includes private companies and excludes foreign companies and companies under section 8 of Companies Act, 2013 ("Act").

² Only Audit Committee and Stakeholders Relationship Committee have been considered.

³ The number of directorships and committee membership includes the directorship and committee position held in Brookprop Management Services Private Limited.

Details of directorship in other listed entities:**Mr. Shailesh Vishnubhai Haribhakti:**

S. No.	Name of Company	Category of Directorship
1	Torrent Pharmaceuticals Limited	Non-Executive Independent Director
2	L&T Finance Holdings Limited	Non-Executive Independent Director
3	Future Lifestyle Fashions Limited	Non-Executive Chairman & Independent Director
4	Blue Star Limited	Non-Executive Chairman & Independent Director
5	Ambuja Cements Limited	Non-Executive Independent Director
6	ACC Limited	Non-Executive Independent Director
7	Bajaj Electricals Limited	Non-Executive Independent Director



Ms. Akila Krishnakumar:

S. No.	Name of Company	Category of Directorship
1	Matrimony.Com Limited	Non-Executive Independent Director
2	Hitachi Energy India Limited	Non-Executive Independent Director
3	IndusInd Bank Limited	Non-Executive Independent Director

The Board had appointed Mr. Shailesh Vishnubhai Haribhakti and Ms. Akila Krishnakumar as Additional Directors (Independent and Non-Executive) w.e.f. August 31, 2020. The requisite resolution(s) for their appointment was approved by the shareholders in the annual general meeting of the Manager held on September 28, 2021.

The independent directors are non-executive directors as defined under section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act.

The declarations from all the independent directors have been received confirming that they meet the criteria of independence prescribed under the Act and SEBI Regulations.

Based on the disclosures received from all the independent directors and in the opinion of the Board of the Manager, the independent directors fulfil the conditions specified in the Act and applicable SEBI Regulations and are independent of the management.

IV. COMPOSITION OF THE BOARD AND ITS COMMITTEES

The composition of the committees of the Board as on March 31, 2022 is provided below:

Name of the Director	Board	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	Corporate Social Responsibility
Mr. Ankur Gupta	C	M	M	C	M
Mr. Anuj Ranjan	M	-	-	M	M
Ms. Akila Krishnakumar	M	M	C	M	C
Mr. Shailesh Vishnubhai Haribhakti	M	C	M	-	-

C: Chairperson

M: Member

The Company Secretary acts as the secretary of the Board and its committees.

There is no requirement under applicable law as on date to constitute an Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, however, pursuant to issue, offer and listing of units of Brookfield India REIT and for better corporate governance, the Manager's Board has constituted the above-mentioned committees on September 26, 2020. The Units of Brookfield India REIT were listed on February 16, 2021.

V. BOARD AND COMMITTEE MEETINGS HELD DURING FY 2021-22

	Board Meeting	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	Corporate Social Responsibility
No. of meetings held during FY 21-22	10	9	3	5	1
Date of Meetings	April 15, 2021 May 20, 2021 July 20, 2021 August 10, 2021 September 23, 2021 October 11, 2021 November 9, 2021 December 17, 2021 January 17, 2022 February 11, 2022	April 15, 2021 May 20, 2021 July 20, 2021 August 10, 2021 October 11, 2021 November 09, 2021 December 17, 2021 January 17, 2022 February 11, 2022	April 15, 2021 September 23, 2021 February 11, 2022	April 15, 2021 July 20, 2021 October 11, 2021 December 17, 2021 January 17, 2022	August 10, 2021

- In addition to the above meetings, the Board of the Manager has also passed circular resolutions on January 8, 2022 and January 24, 2022 covering matters which were subsequently noted by the Board at their meetings held on January 17, 2022 and February 11, 2022 respectively.
- The maximum time gap between any two meetings were not more than one hundred and twenty days. The necessary quorum was present for all the meetings.

**VI. ATTENDANCE FOR BOARD AND COMMITTEE MEETINGS HELD DURING FY 2021-22**

	Whether attended AM of Brookfield India REIT held on August 18, 2021	Whether attended EM of Brookfield India REIT held on January 14, 2022	Board Meeting	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	Corporate Social Responsibility	Average %
			(Attended / Entitled)	(Attended / Entitled)	(Attended / Entitled)	(Attended / Entitled)	(Attended / Entitled)	
Mr. Ankur Gupta	Yes	Yes	10/10	9/9	3/3	5/5	1/1	100%
Mr. Anuj Ranjan ¹	Yes	Yes	8/10	-	-	4/5	1/1	81.25%
Mr. Shailesh Vishnubhai Haribhakti	Yes	Yes	10/10	9/9	3/3	-	-	100%
Ms. Akila Krishnakumar	Yes	Yes	10/10	9/9	3/3	5/5	1/1	100%

Notes:

¹Leave of absence was granted to Mr. Anuj Ranjan for the board meetings held July 20, 2021 and November 9, 2021 and Stakeholders Relationship Committee held on July 20, 2021.

Meeting of Independent Directors

During the financial year 2021-22, a separate meeting of independent directors was held on March 21, 2022.

VII. BOARD COMMITTEES**A. Audit Committee:**

66.67%	100%	3
INDEPENDENT	ATTENDANCE	MEMBERS

Terms of Reference:

The following are the terms of reference of the Audit Committee.

- 1) Provide recommendations to the Board regarding any proposed distributions;
- 2) Overseeing Brookfield India REIT's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;
- 3) Giving recommendations to the Board regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the statutory auditor of Brookfield India REIT and the audit fee, subject to the approval of the Unitholders;
- 4) Approving payments to statutory auditors of Brookfield India REIT for any other services rendered by such statutory auditors;
- 5) Reviewing the annual financial statements and auditor's report thereon of Brookfield India REIT, before submission to the Board for approval, with particular reference to:
 - changes, if any, in accounting policies and practices and reasons for such change;
- 6) Reviewing, with the management, all periodic financial statements, including but not limited to half-yearly and annual financial statements of Brookfield India REIT before submission to the Board for approval;
- 7) Reviewing, with the management, the statement of uses/application of funds raised through an issue of units by Brookfield India REIT (public issue, rights issue, preferential issue, etc.) and the statement of funds utilised for purposes other than those stated in the offer documents/ notice, and making appropriate recommendations to the Board for follow-up action;
- 8) Reviewing and monitoring the independence and performance of the statutory auditor of Brookfield India REIT, and effectiveness of audit process;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
 - disclosure of any related party transactions; and
 - qualifications/modified opinions in the draft audit report.



- 9) Approval or any subsequent modifications of transactions of Brookfield India REIT with related parties and related party transactions of the SPVs;
- 10) Reviewing loans and investments of Brookfield India REIT;
- 11) Reviewing valuation reports required to be prepared under applicable law, periodically, and as required, under applicable law;
- 12) Evaluating internal financial controls and risk management systems of Brookfield India REIT;
- 13) Reviewing, with the management, the performance of statutory and internal auditors of Brookfield India REIT, and adequacy of the internal control systems, as necessary;
- 14) Reviewing the adequacy of internal audit function, if any, of Brookfield India REIT including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- 15) Discussing with the internal auditors of Brookfield India REIT of any significant findings and follow up thereon;
- 16) Reviewing the findings of any internal investigations with respect to Brookfield India REIT into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- 17) Reviewing the procedures put in place by the Manager for managing any conflict that may arise between the interests of the Unitholders, the parties to Brookfield India REIT and the interests of the Manager, including related party transactions, the indemnification of expenses or liabilities incurred by the Manager, and the setting of fees or charges payable out of Brookfield India REIT's assets;
- 18) Discussing with statutory auditors and valuers prior to commencement of the audit or valuation, respectively, about the nature and scope, as well as post-audit/ valuation discussion to ascertain any area of concern;
- 19) Reviewing and monitoring the independence and performance of the valuer of Brookfield India REIT;
- 20) Monitoring the end use of Net Proceeds;
- 21) Giving recommendations to the Board regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the valuer of Brookfield India REIT;
- 22) Evaluating any defaults or delay in payment of distributions to the Unitholders or dividends by the Asset SPVs to Brookfield India REIT and payments to any creditors of Brookfield India REIT or the Asset SPVs, and recommending remedial measures;
- 23) Reviewing the management's discussion and analysis of factors affecting the financial condition and results of operations;
- 24) Reviewing the statement of all related party transactions, submitted by the management;
- 25) Reviewing the management letters/ letters of internal control weaknesses issued by the statutory auditors of Brookfield India REIT;
- 26) Reviewing the functioning of the whistle blower mechanism;
- 27) Approval of appointment of chief financial officer/finance head after assessing the qualifications, experience and background, etc. of the candidate;
- 28) Reviewing the utilization of loans and/ or advances from/investment by Brookfield India REIT in the Asset SPVs exceeding 10% of the asset size of the Asset SPV, including existing loans / advances / investments;
- 29) Approving any management information systems or interim financial statements to be submitted by Brookfield India REIT to any Unitholder or regulatory or statutory authority;
- 30) Approving any reports required to be issued to the Unitholders under the REIT Regulation;
- 31) Approving any transaction involving a conflict of interest;
- 32) Monitoring the implementation of the Option Agreement and ROFO Agreements, on an ongoing basis;
- 33) Formulating any policy for the Manager as necessary, with respect to its functions, as specified above;
- 34) Performing such other activities as may be delegated by the Board of the Manager and/ or are statutorily prescribed under any law to be attended to by the Audit Committee;
- 35) Overseeing the deployment of risk management framework and process.



B. Nomination and Remuneration Committee:

66.67% INDEPENDENT	100% ATTENDANCE	3 MEMBERS
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Terms of Reference:

The following are the terms of reference of Nomination and Remuneration Committee.

- 1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of the Manager a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- 2) Formulation of criteria for evaluation of performance of independent directors and the Board;
- 3) Devising a policy on Board diversity;
- 4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and evaluation of director’s performance;
- 5) Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- 6) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Manager successfully;
- 7) Endeavour to appoint key employees to replace any key employee within a reasonable period of time and recommend to the Board of the Manager;
- 8) The policy for nomination of directors on the board of directors of the Asset SPVs (including qualification and experience requirements, compensation model, performance parameters, process for appointment and removal);
- 9) Carrying out any other function as prescribed under applicable law;
- 10) Recommend the board, all remuneration, in whatever form, payable to senior management;

- 11) Performing such other activities as may be delegated by the Board of the Manager and/ or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

Other Details:

i) Details of remuneration for the year ended March 31, 2022:

The independent directors are paid an overall remuneration of ₹45 Lakhs each per annum inclusive of sitting fees and commission for attending the board and committee meetings of the Manager.

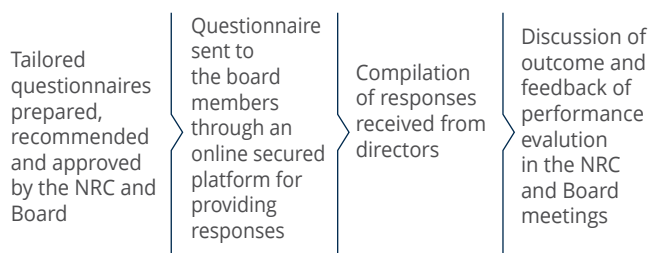
ii) Performance Evaluation

The criteria for evaluation of the performance of independent directors and the Board was formulated by the Nomination & Remuneration Committee (“NRC”) in line with the nomination & remuneration policy. The process of board evaluation was approved by the board in their meeting held on September 23, 2021, on the recommendation of the NRC.

The evaluation process included the performance evaluation of the board as a whole, its committees and individual directors.

The evaluation process consists of questionnaires which are based on the guidance note issued by The Institute of Company Secretaries of India (ICSI) and SEBI.

The parameters of evaluation for evaluating the performance of board and its committees included structure and meetings of the board and committees, minutes, governance and compliance, conflict of interest, stakeholder value and responsibility of the Board and its committees. Further the evaluation questionnaire for evaluating performance of individual directors included the participation of director in the meeting, understanding of vision and mission, value addition and quality of discussions at the meeting. The evaluation process is provided below:





C. Stakeholders Relationship Committee:

33.33%	93%	3
INDEPENDENT	ATTENDANCE	MEMBERS

Terms of Reference:

The terms of reference of the Stakeholders Relationship Committee are as follows:

- 1) Consider and resolve grievances of the Unitholders, including complaints related to the transfer/transmission of units, non-receipt of annual report, non-receipt of declared distributions, issue of new/duplicate certificates, general meetings, etc.;
- 2) Review of measures taken for effective exercise of voting rights by Unitholders;
- 3) Review of any litigation related to Unitholders' grievances;
- 4) Update Unitholders on acquisition/ sale of assets by Brookfield India REIT and any change in the capital structure of the Asset SPVs;
- 5) Reporting specific material litigation related to Unitholders' grievances to the Board;
- 6) Formulating procedure for summoning and conducting meetings of the Unitholders or for seeking the vote of the Unitholders either by calling a meeting or through postal ballot or otherwise;
- 7) Consider any issue, in the ordinary course of business, which in the opinion of the Sponsor, the Trustee or the Manager, is material and requires the approval of the Unitholders under the REIT Regulations;
- 8) Consider any matter on which SEBI or the designated stock exchange requires the approval of Unitholders in accordance with the REIT Regulations;
- 9) Consider such other administrative, procedural or other matters relating to the administration or management of the affairs of Brookfield India REIT;
- 10) Approve report on investor grievances, if any, to be submitted to the Trustee by the Manager; and;
- 11) Performing such other activities as may be delegated by the Board of the Manager and/ or are statutorily prescribed under any law to be attended to by the Stakeholders Relationship Committee.

D. Corporate Social Responsibility Committee:

33.33%	100%	3
INDEPENDENT	ATTENDANCE	MEMBERS

The Board has also constituted a Corporate Social Responsibility Committee as required under the Act.

Terms of Reference:

The terms of reference of the Corporate Social Responsibility Committee ("CSR Committee") are in conformity with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The terms of reference of the CSR Committee are as follows:

- 1) To formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as per the Companies Act, 2013;
- 2) To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
- 3) To monitor the CSR policy of the Company from time to time;
- 4) Any other matter as the CSR Committee may deem appropriate after approval of the Board or as may be directed by the Board of Directors from time to time.

The Corporate Social Responsibility Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy ("CSR Policy") indicating the focus areas of Company's CSR activities.

In line with the CSR Policy of the Company, the Company can spend or contribute to support the following programmes:

1. Education & Awareness Programme for underprivileged children and youth
2. Healthcare Programme
3. Rural Development Programme
4. Food relief (eradicating hunger), Health Services and Environmental Sustainability Programme
5. Skill Development Programme
6. Sanitation
7. Women Empowerment Programme

**Policies of the Board of the Manager in relation to Brookfield India REIT**

1. Whistleblower Policy
2. Risk management policy
3. Prevention of sexual harassment & redressal and internal complaint committee
4. Policy on unpublished price sensitive information and dealing in units
5. Policy on related party transactions and conflict of interest
6. Investor grievance redressal policy
7. Policy on appointment and removal of auditor and valuer
8. Nomination and remuneration policy
9. Policy for determination of materiality of events / information to be disclosed to the stock exchanges
10. Document archival policy
11. Distribution policy
12. Corporate social responsibility policy
13. Code of conduct and ethics for the management and key employees
14. Borrowing policy
15. Policy for nomination of directors on the board of directors of the Asset SPVs

VIII. UNITHOLDER MEETINGS:**a. Annual Meeting of the Unitholders of Brookfield India REIT:**

The annual meeting of the Unitholders of Brookfield India REIT was held as per below details in accordance with the provisions of the REIT Regulations:

Financial Year	Venue	Date	Resolutions passed
2021-22	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	August 18, 2021 at 2:00PM	<ol style="list-style-type: none"> 1. Consideration, approval and adoption of the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of Brookfield India Real Estate Trust for the financial year ended March 31, 2021 together with the Report of the auditors thereon for the financial year ended March 31, 2021 and the Annual Report on Activities and performance of Brookfield India Real Estate Trust 2. Consideration, approval and adoption of the Valuation Report issued by Mr. Shubhendu Saha, the Valuer, for the valuation of the portfolio as at March 31, 2021 3. Consideration and approval of the appointment of Statutory Auditors for the term of 5 years from FY 2021 to FY 2025 4. Consideration and approval of the appointment of the Valuer

b. Extraordinary Meeting of Brookfield India REIT:

During the FY 2021-22, an extraordinary meeting of the Unitholders of Brookfield India REIT was held as per the below details.

Financial Year	Venue	Date	Resolutions passed
2021-22	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	January 14, 2022 at 4:30PM	<ol style="list-style-type: none"> 1. Consideration and approval of acquisition of Seaview Developers Private Limited. 2. Consideration and approval of the aggregate consolidated borrowings and deferred payments of Brookfield India Real Estate Trust up to 35% of the value of Brookfield India Real Estate Trust's assets and matters related thereto. 3. Consideration and approval of preferential issue of 15,463,616 units of Brookfield India Real Estate Trust to BSREP India Office Holdings IV Pte. Ltd. 4. Consideration and approval of preferential issue of 16,821,856 units of Brookfield India Real Estate Trust to third parties.



c. Special Resolution(s): Not applicable

- i. **Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise and details of the voting pattern along with procedure for postal ballot:**
During the year under review, no special resolution has been passed through the exercise of postal ballot.
- ii. **Details of special resolution proposed to be conducted through postal ballot:**
None of the business proposed to be transacted at the ensuing Unitholders' meeting required passing of a special resolution through postal ballot.

IX. MEANS OF COMMUNICATION

Annual / Half yearly and Valuation reports	In compliance with circulars issued by SEBI on account of COVID-19 pandemic, soft copies of annual reports and valuation reports were sent to the Unitholders on their registered e-mail ids. Further, the Unitholders whose email Ids were not registered with the depository, a separate communication was sent on November 3, 2021, to update their email Ids and refer the half yearly and valuation reports available on the website of Brookfield India REIT and the stock exchanges. The physical copy of the reports were also dispatched to the Unitholders upon receipt of request for the same.
Quarterly Results and investor presentations/ analyst call updates	The quarterly, half yearly and yearly financial results of Brookfield India REIT are submitted to the Stock Exchanges post they are approved by the Board and are available on the website of Brookfield India REIT https://www.brookfieldindiareit.in together with investor presentations, analysts call updates.
Website	Brookfield India REIT has a dedicated section on "Investors" on its website https://www.brookfieldindiareit.in/ which encompasses all the information for the investors like financial results, press release, earnings presentation, stock exchange filings, annual reports, half yearly reports and valuation reports etc.

X. GENERAL UNITHOLDERS' INFORMATION

A. Annual Meeting:

- **Date and Time:** July 25, 2022, 5:30 PM
- **Venue:** Through Video Conferencing

B. Financial Year

The Financial year of Brookfield India REIT starts from April 1 and ends on March 31 every year.

C. Distribution payment date:

	Stub FY21 + Q1	Q2	Q3	Q4
Quarter ended	June 30, 2021	September 30, 2021	December 31, 2021	March 31, 2022
Period	Upto June 30, 2021	July 1, 2021 - September 30, 2021	October 1, 2021 - December 31, 2021	January 1, 2022 - March 31, 2022
Announcement Date	August 10, 2021	November 9, 2021	February 11, 2021	May 18, 2022
Record Date	August 18, 2021	November 17, 2021	February 21, 2021	May 26, 2022
Distribution per unit	6.00	6.00	5.00	5.10
Payment Date	August 24, 2021	November 23, 2021	February 24, 2022	June 1, 2022

Note: Stub FY21 represents the period from February 08, 2021 to March 31, 2021.

The payment of the above-mentioned distribution was completed within statutory timelines.

D. The name and address of each stock exchange(s) at which the listed entity's securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s);

Name of the Exchange	Scrip Code	ISIN
BSE Ltd. Corporate Relationship Department, 1 st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001	543261	INE0FDU25010
National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai 400 051	BIRET	INE0FDU25010

The annual listing fees to each of the stock exchanges is paid.

**E. Market price data- high, low during each month in last financial year**

The details of the same are given below on page 146 -147.

F. In case the securities are suspended from trading, the directors report shall explain the reason

Not Applicable

G. Registrar to an issue and share transfer agents

Link Intime India Private Ltd.
C 101, 247 Park, L.B.S.Marg, Vikhroli (West),
Mumbai - 400083.
Phone No: +91 22 49186000
Email Id: bonds.helpdesk@linkintime.co.in

H. Units transfer system

The Manager to the Brookfield India REIT has appointed Registrar and Transfer Agent.

I. Distribution of unitholding

As given below on page 148.

J. Dematerialization of units and liquidity

Units of Brookfield India REIT are listed, held in demat mode and are frequently traded

K. Outstanding global depository receipts or american depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity

Nil

L. Commodity price risk or foreign exchange risk and hedging activities

Not applicable

M. Plant locations

Not Applicable

N. Address for correspondence

Unit 1, 4th Floor, Godrej BKC, Bandra Kurla Complex, Mumbai 400 051

O. Credit Ratings

	March 31, 2021	March 31, 2022	Change, if any
CRISIL	CCR AAA / Stable	CCR AAA / Stable	No change

XI. UNITHOLDERS

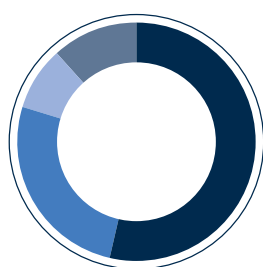
The number of Unitholders of Brookfield India REIT as on March 31, 2022 was 18,114. The detailed category wise break-down of the composition of the Unitholders as on March 31, 2022 is given below:

BROOKFIELD INDIA REAL ESTATE TRUST - UNIT HOLDING PATTERN AS ON MARCH 31, 2022							
Category	Category of Unitholder	No. of units held	As a % of total outstanding units	No. of units mandatory held		Number of units pledged or otherwise encumbered	
				No. of units	As a % of total units held	No. of units	As a % of total units held
(A)	Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties						
(1)	Indian						
(a)	Individuals / HUF	-	-	-	-	-	-
(b)	Central/State Govt.	-	-	-	-	-	-
(c)	Financial Institutions/Banks	-	-	-	-	-	-
(d)	Any Other (Trust)	-	-	-	-	-	-
	Bodies Corporates	33,87,637	1.01	-	-	-	-
	Sub- Total (A) (1)	33,87,637	1.01	-	-	-	-
(2)	Foreign						
(a)	Individuals (Non-Resident Indians / Foreign Individuals)	-	-	-	-	-	-
(b)	Foreign government	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-
(d)	Foreign Portfolio Investors	-	-	-	-	-	-
(e)	Any Other (Bodies Corporates)	17,66,95,780	52.73	9,11,64,017	51.59	13,23,44,659	74.90
	Sub-Total (A) (2)	17,66,95,780	52.73	9,11,64,017	51.59	13,23,44,659	74.90
	Total unit holding of Sponsor & Sponsor Group (A) = (A)(1)+(A)(2)	18,00,83,417	53.74	9,11,64,017	50.62	13,23,44,659	73.49


BROOKFIELD INDIA REAL ESTATE TRUST - UNIT HOLDING PATTERN AS ON MARCH 31, 2022

Category	Category of Unitholder	No. of units held	As a % of total outstanding units	No. of units mandatory held		Number of units pledged or otherwise encumbered	
				No. of units	As a % of total units held	No. of units	As a % of total units held
(B)	Public Holding						
(1)	Institutions						
(a)	Mutual Funds	2,73,48,822	8.16				
(b)	Financial Institutions/Banks	32,27,968	0.96				
(c)	Central/State Govt.	-	-				
(d)	Venture Capital Funds	-	-				
(e)	Insurance Companies	3,39,74,225	10.14				
(f)	Provident/pension funds	-	-				
(g)	Foreign Portfolio Investors	2,10,31,445	6.28				
(h)	Foreign Venture Capital investors	-	-				
(i)	Any Other (specify)	-	-				
	<i>Bodies Corporates</i>	-	-				
	<i>Alternative Investment Fund</i>	3,89,964	0.12				
	<i>#Systemically Important NBFCs</i>	15,34,800	0.46				
	Sub- Total (B) (1)	8,75,07,224	26.12				
(2)	Non-Institutions						
(a)	Central Government/State Governments(s)/President of India	-	-				
(b)	Individuals	2,81,59,157	8.40				
(c)	NBFCs registered with RBI [#]	35,00,865	1.04				
(d)	Any Other (specify)	-	-				
	Trusts	17,000	0.01				
	Hindu Undivided Family	7,54,148	0.23				
	Non-Resident Indians (Repat)	2,66,194	0.08				
	Non-Resident Indians (Non-Repat)	2,73,197	0.08				
	Clearing Members	49,846	0.01				
	Bodies Corporates	3,29,49,476	9.83				
	Body Corporate - Limited Liability Partnership	15,26,549	0.46				
	Sub- Total (B) (2)	6,74,96,432	20.14				
	Total Public Unit holding (B) = (B)(1) + (B)(2)	15,50,03,656	46.26				
	Total Units Outstanding (C) = (A) + (B)	33,50,87,073	100.00				

[#]The depository data/benpos does not provide classification of systemically important NBFC/ non systemically important NBFCs. Since systemically important NBFCs fall within the definition of institutional investors, based on publicly available information on the Reserve Bank of India website, systemically important NBFC Unitholders have been categorized as Institutions.

Unitholding distribution as on March 31, 2022


53.74%	Sponsor and sponsor group
26.12%	Institutional Investor
8.56%	Individuals (Indian resident & NRI)
11.58%	Others - Body corporates, Trusts, HUF, Foreign Nationals



XII. OTHER DETAILS:

i. Name and Designation of Compliance Officer:

Compliance Officer:

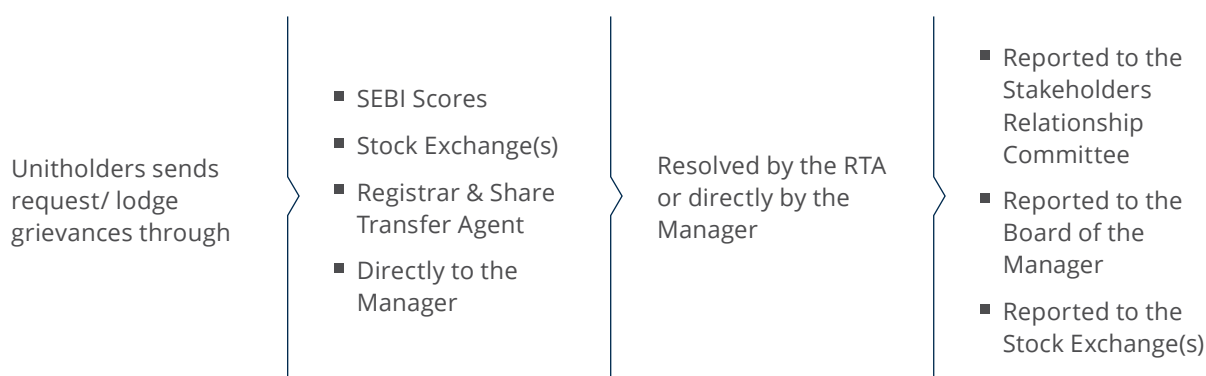
Ms. Ruhi Goswami

Vice President and General Counsel at the Manager and Compliance Officer of Brookfield India REIT

ii. Details of Investors complaints received and redressed during the year i.e. from April 1, 2021 till March 31, 2022 are as follows:

Opening Balance	0
Received during the year	2
Resolved during the year	2
Closing Balance	0

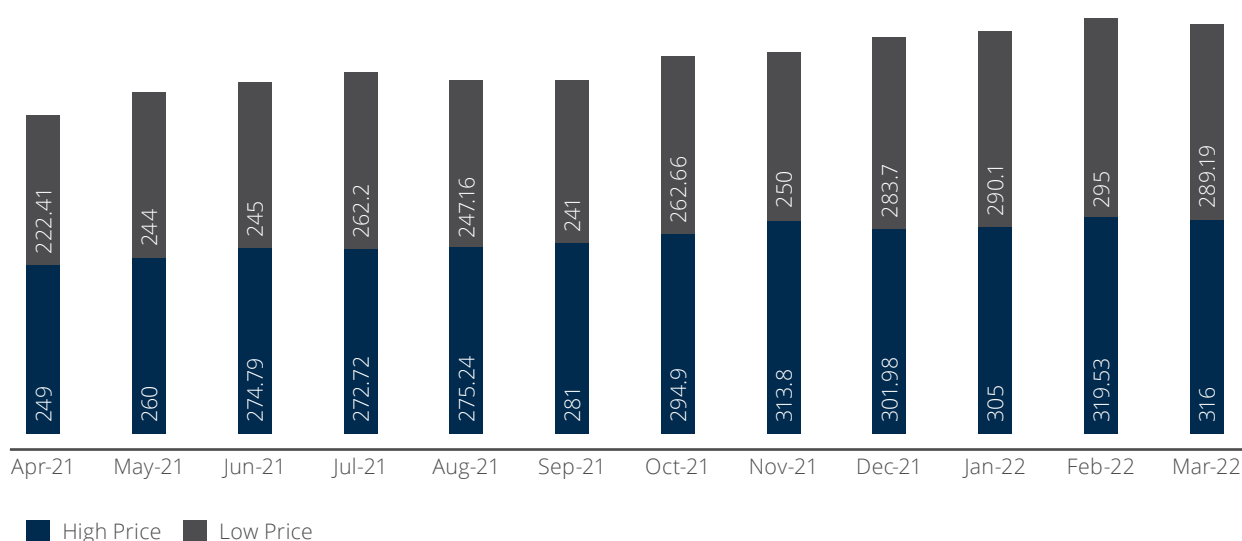
Unitholders Grievance Redressal Management



iii. Market price data:

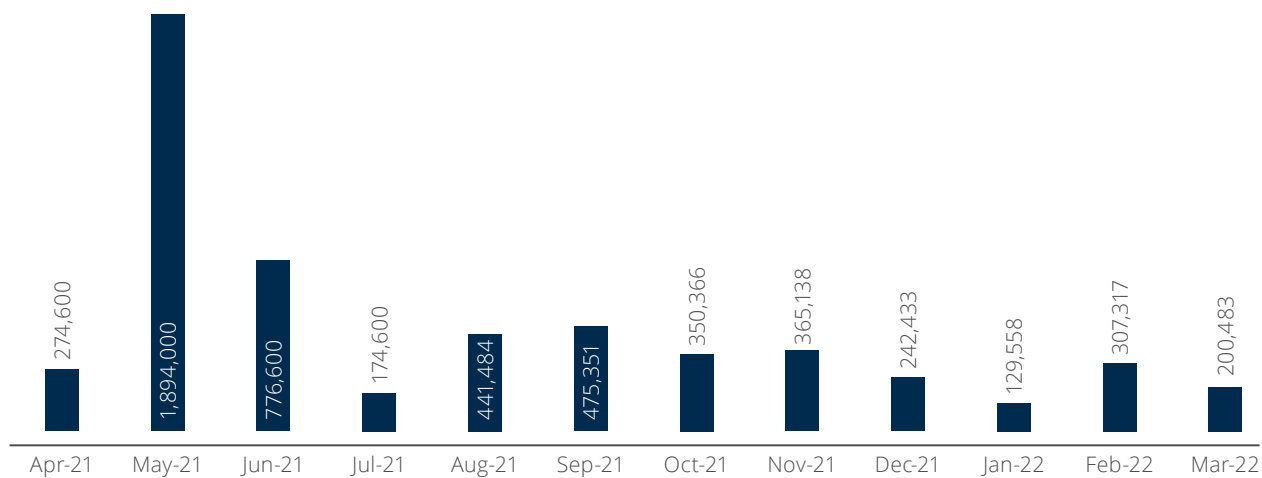
Monthly high, low (based on daily closing prices) and the number of Brookfield India REIT Units traded during each month for the year ended March 31, 2022 on the BSE and NSE:

BSE - High Low (in ₹)

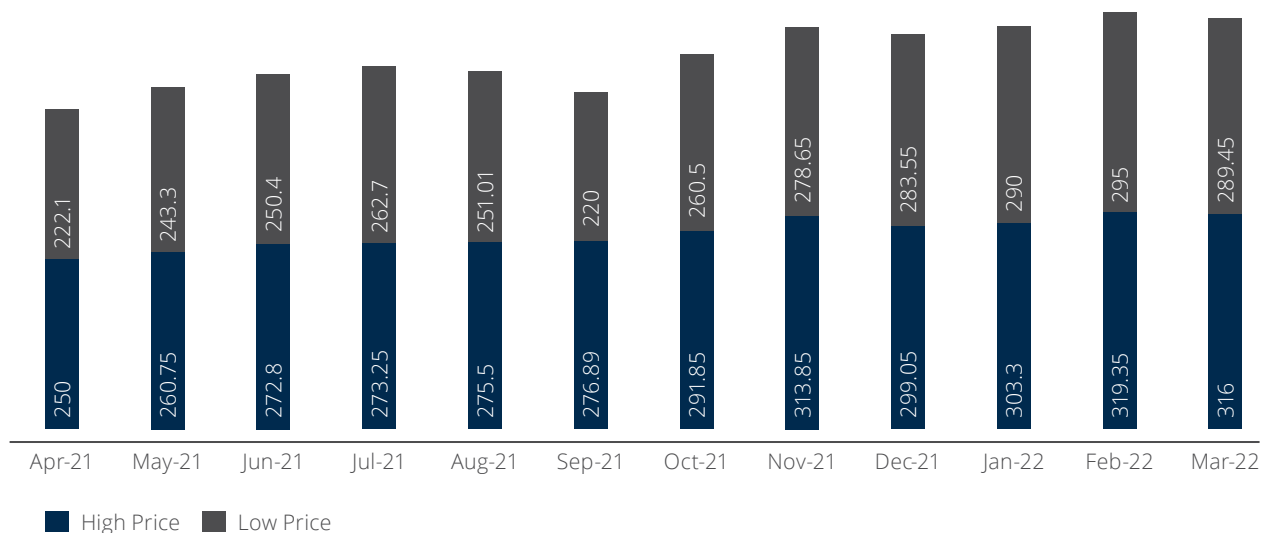




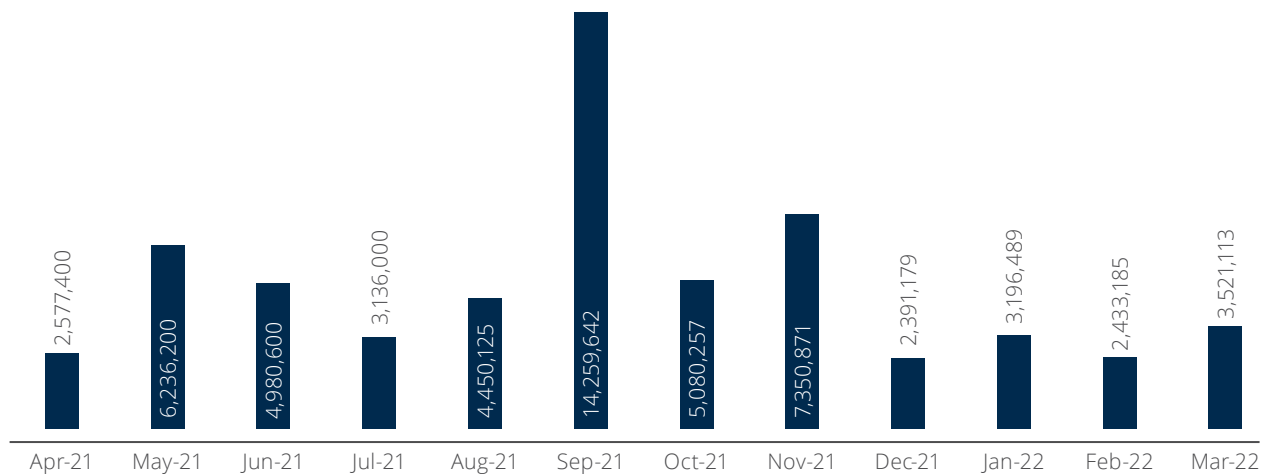
BSE - Volume (No. of units)



NSE - High Low (in ₹)



NSE - Volume (No. of units)



**iv. Unit holding Distribution**

Distribution of Unitholding based on Units held						
Sr. No.	Unit range		Number of Unitholders	% of total Unitholders	Total units for the range	% of issue capital
1	1	to 500	13,855	76.49	15,74,336	0.47
2	501	to 1000	1,428	7.88	11,06,124	0.33
3	1001	to 2000	865	4.78	13,50,800	0.40
4	2001	to 3000	341	1.88	8,67,067	0.26
5	3001	to 4000	345	1.90	12,25,872	0.37
6	4001	to 5000	172	0.95	8,08,395	0.24
7	5001	to 10000	407	2.25	30,46,405	0.91
8	10001	to *****	701	3.87	32,51,08,074	97.02
Total			18,114	100.00	33,50,87,073	100.00

v. Statutory Auditors

M/s Deloitte Haskins & Sells (Firm Registration Number 015125N), Chartered Accountants were appointed as the auditor to Brookfield India REIT for a period of five years to inter alia carry out the activities as the auditor of Brookfield India REIT by the Board in its meeting held on September 26, 2020.

Further, the Unitholders of Brookfield India REIT in their annual meeting held on August 18, 2021 considered and approved appointment of M/s. Deloitte Haskins & Sells, as the statutory auditors of Brookfield India REIT from FY 2021 to FY 2025 at a remuneration as may be decided by the Board of the Manager.

vi. Valuer

Mr. Shubhendu Saha has been appointed as the registered valuer to Brookfield India REIT by the Board in its meeting held on September 26, 2020.

Further, the Unitholders of Brookfield India REIT in their annual meeting held on August 18, 2021, considered and approved appointment of Mr. Shubhendu Saha as independent valuer of Brookfield India REIT from FY 2021 to FY 2024, on such terms and conditions, including fees, as may be decided by the Board of the Manager.