



Corporate Governance Report

I. BROOKFIELD INDIA REIT’S PHILOSOPHY ON CORPORATE GOVERNANCE

Brookfield India REIT is India’s 100% institutionally managed public commercial real estate vehicle, sponsored by an affiliate of Brookfield Corporation (formerly known as Brookfield Asset Management Inc), whose asset management business is one of the world’s leading alternative asset managers, with over US\$ 1T of assets under management, 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 FRAMEWORK

Brookfield India REIT is committed to highest standards of ethics, integrity, transparency and

regulatory compliance which provides Brookfield India REIT a distinctive differentiator. We ensure this through a robust corporate governance framework that guides our actions and priorities, helps protect the interests of all stakeholders and drives our stewardship.

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, SEBI Listing Regulations and SEBI PIT 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 (“Act”) with a corporate identification number U74999MH2018FTC306865. The Manager’s role is to manage the operational activities of Brookfield India REIT and it’s assets and investments, 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. The Trustee is not an Associate of either of the Sponsors or the Manager.

TRUSTEE	MANAGER	MANAGER’S BOARD OF DIRECTORS	COMMITTEES OF THE BOARD OF DIRECTORS	KEY MANAGEMENT TEAM
Axis Trustee Services Limited	Brookprop Management Services Private Limited	50% Independent Directors	Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR & Sustainability Committee and Risk Management Committee	Chief Executive Officer and Managing Director, Chief Financial Officer, Key Personnels under REIT Regulation, Compliance Officer

Compliance with Regulations:

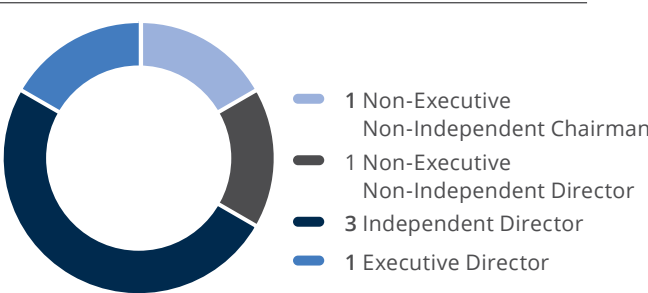
For the year ended March 31, 2025, the Manager and Brookfield India REIT have complied with the provisions of the Trust Deed, Investment Management Agreement, the REIT Regulations, governing laws and the corporate governance policies.

III. BOARD OF DIRECTORS OF THE MANAGER

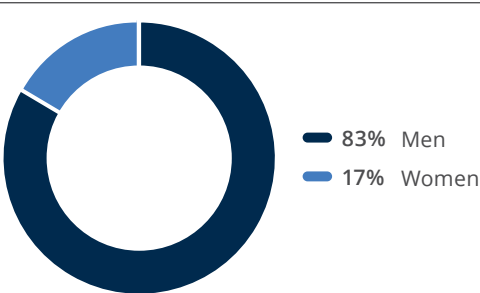
The composition of the Board is in conformity with Regulation 4(2)(e)(iv) and 26B of the REIT Regulations read with Section 149 of the Companies Act, 2013 and the Rules made thereunder. The Board of the Manager comprises optimum mix of executive, non-executive directors and Independent Directors, including Independent Woman Director from diverse background possessing considerable experience and expertise. As on March 31, 2025, the Board of Manager comprises six (6) directors, out of which five (5) directors are non-executive directors including three (3) independent directors and one (1) chief executive officer & managing director under the category of Executive Director. The profiles of the directors are set forth on page no. 218 to 220 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. The Chief Executive Officer & Managing Director of the Manager and various authorized persons, are responsible for the day-to-day business operations and the management of the Manager and Brookfield India REIT.

Board Composition



Board Diversity



Changes in the position of Directors / Key Managerial Personnel (KMPs) of the Manager/ Key Personnel of Brookfield India REIT:

Director/ KMP/ Key Personnel	Designation	Change (Appointment/ Re-appointment/ Cessation)	Date of Appointment/ Re-appointment/ Cessation	Tenure Till*
Sanjeev Kumar Sharma	Chief Financial Officer	Resignation	May 9, 2024	-
Ankit Gupta*	President	Appointment	May 9, 2024	-
		Resignation	May 8, 2025	
Amit Jain**	Chief Financial Officer	Appointment	May 9, 2024	-
Shantanu Chakraborty***	Chief Operating Officer	Resignation	January 7, 2025	-
Mr. Rajnish Kumar	Independent Director	Reappointment	January 30, 2025#	From March 30, 2025 to March 29, 2029



*Mr. Ankit Gupta, President of the Manager, was appointed as key personnel on May 9, 2024. Further, he ceased to be the key personnel of the Manager with effect from closure of business hours of May 8, 2025.

**Mr. Amit Jain, was appointed as Chief Financial Officer of the Manager with effect from May 9, 2024 and as key personnel on January 7, 2025.

***Mr. Shantanu Chakraborty was also appointed as key personnel with effect from May 9, 2024 and ceased to be Key Personnel with effect from January 7, 2025.

The date when the Board of the Manager and Shareholders of the Manager has approved the reappointment of Mr. Rajnish Kumar as an Independent director for a second consecutive term of 5 years.

As at March 31, 2025, the composition and other details of Board of the Manager are provided hereunder:

Particulars	Mr. Ankur Gupta	Mr. Alok Aggarwal	Mr. Thomas Jan Sucharda	Mr. Shailesh Vishnubhai Haribhakti	Ms. Akila Krishnakumar	Mr. Rajnish Kumar
Composition and category of directors	Non-Executive Non-Independent Chairman	Chief Executive Officer and Managing Director	Non-Executive Non-Independent Director	Non-Executive Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
Initial Date of Appointment	March 2, 2020	February 12, 2024	March 30, 2023	August 31, 2020	August 31, 2020	March 30, 2023
Date of Re-appointment	-	-	-	August 31, 2022	August 31, 2022	March 30, 2025
Number of directorships in other companies ¹	1	1	Nil	18	4	5
No. of membership/ Chairmanship in other committees in which a director is a member or chairperson ²	Member: 4 Chairperson: Nil	Member: 1 Chairperson: Nil	Member: Nil Chairperson: Nil	Member: 9 Chairperson: 6	Member: 4 Chairperson: 1	Member: 4 Chairperson: 2
Names of the listed entities where the person is a director and the category of directorship	None	None	None	Given Below	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	NA	Nil	Nil	Nil	Nil

¹Details presented above is after taking into account the disclosures furnished by the Directors in the first Board meeting of the financial year 2025-26 and the number of directorship stated above includes directorship in Public Companies and private companies and excludes foreign companies and companies under Section 8 of Act.

²Number of Chairperson and Memberships mentioned above includes position held as Member/Chairperson only in the Audit Committees and Stakeholders' Relationship Committee of all the Manager of REITs including the Manager of Brookfield India REIT, Listed Companies and other Public Companies. Further, based on the disclosures received from the directors, we hereby confirm that, none of the directors on the Board of Manager is a Member of more than Ten Committees across all Listed Companies, Public Companies and Manager of REITs, Chairman/ Chairperson of not more than 5 committees across all listed entities and any REIT, in which he/ she is a director as specified in Regulation 26(1) of the SEBI Listing Regulations, as applicable to Brookfield India REIT pursuant to Regulation 26A of REIT Regulations.

Details of Directorship in other listed entities as on March 31, 2025:
Mr. Shailesh Vishnubhai Haribhakti

S. No.	Name of Company	Category of directorship
1	Adani Total Gas Ltd	Independent Director
2	Bajaj Electricals Limited	Non-Executive Independent Director
3	Protean E-Gov Technologies Ltd	Non-Executive Chairman & Non- Independent Director
4	TVS Motor Company Ltd	Independent Director
5	Swiggy Ltd	Independent Director

Ms. Akila Krishnakumar:

S. No.	Name of Company	Category of Directorship
1	Matrimony.Com Limited	Independent Director
2	TTK Prestige Limited	Independent Director
3	Hitachi Energy India Limited	Independent Director
4	IndusInd Bank Ltd.	Independent Director

Mr. Rajnish Kumar:

S. No.	Name of Company	Category of Directorship
1	Larsen and Toubro Limited	Independent Director
2	Hero MotoCorp Limited	Independent Director
3	Ambuja Cements Limited	Independent Director

All the Independent Directors appointed on the board of Manager are in compliance with the provisions of Act, SEBI Listing Regulation (to the extent of its applicability) and REIT Regulations.

The Manager has received declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act, Regulation 16(1)(b) of the SEBI Listing Regulations and Regulation 2(1)(qb) of REIT Regulations.

The Board is of the opinion that the Independent Directors fulfill the conditions specified in the Act, REIT Regulations and the SEBI Listing Regulations and that they are independent of the management

IV. COMPOSITION OF THE BOARD AND ITS COMMITTEES

The composition of the Board and committees of the Board as on March 31, 2025 is provided below:

Name	Designation	Board	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	CSR & Sustainability Committee	Risk Management Committee
Mr. Ankur Gupta	Non-Executive Non-Independent, Chairman	C	M	NA	M	M	C
Mr. Alok Aggarwal	Chief Executive Officer & Managing Director	M	NA	NA	M	M	M
Mr. Thomas Jan Sucharda	Non-Executive Non-Independent Director	M	NA	NA	NA	NA	NA
Ms. Akila Krishnakumar	Non-Executive Independent Director	M	M	C	C	C	M
Mr. Shailesh Vishnubhai Haribhakti	Non-Executive Independent Director	M	C	M	NA	NA	M
Mr. Rajnish Kumar	Non-Executive Independent Director	M	M	M	NA	NA	NA
#Mr. Sanjeev Kumar Sharma	Chief Financial Officer	NA	NA	NA	NA	NA	M
@Mr. Ankit Gupta	President	NA	NA	NA	NA	NA	M
@Mr. Amit Jain	Chief Financial Officer	NA	NA	NA	NA	NA	M

C: Chairperson
M: Member

Mr. Sanjeev Kumar Sharma, ceased to be Member of Risk Management Committee of the Board w.e.f May 09, 2024.

@ Mr. Ankit Gupta and Mr. Amit Jain were appointed as Members of Risk Management Committee of the Board w.e.f May 09, 2024.

Mr. Ankit Gupta, President of the Manager, ceased to be the member of Risk Management Committee with effect from May 8, 2025.

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

Mr. Rajnish Kumar was reappointed as an Independent Director on the Board of Directors of the Manager for a second consecutive term of 5 years, commencing from March 30, 2025 to March 29, 2030.

Pursuant to the amendments made by SEBI in REIT Regulations, various provisions of SEBI Listing Regulations were made applicable on Brookprop Management Services Private Limited (acting as manager of Brookfield India REIT) w.e.f June 01, 2023 and accordingly the Manager was required to constitute a Audit Committee, Nomination & Remuneration Committee, Stakeholder Relationship Committee and Risk Management Committee of the Board and the terms of reference of these committee(s) have been prescribed in schedule II of SEBI Listing Regulations.



However, pursuant to issue, offer and listing of units of Brookfield India REIT and for better corporate governance, the Manager’s Board of Directors had constituted the above-mentioned committees on September 26, 2020. The Risk Management Committee was constituted on March 30, 2023. The Units of Brookfield India REIT were listed on National Stock Exchange of India Limited and BSE Limited with effect from February 16, 2021.

V. BOARD AND COMMITTEE MEETINGS HELD DURING FY 2024-25

	Board Meeting	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	CSR & Sustainability Committee	Risk Management Committee
No. of meetings held during FY 24-25	7	7	4	4	2	3
Date of Meetings	09.05.2024	09.05.2024	09.05.2024	15.05.2024	15.05.2024	07.08.2024
	15.05.2024	15.05.2024	07.08.2024	24.06.2024	06.11.2024	09.10.2024
	24.06.2024	24.06.2024	30.01.2025	06.11.2024		30.01.2025
	07.08.2024	07.08.2024	26.03.2025	30.01.2025		
	06.11.2024	09.10.2024				
	30.01.2025	06.11.2024				
	26.03.2025	30.01.2025				

- In addition to the above meetings, the Board of the Manager has also passed circular resolutions of the board / committee from time to time.
- The maximum time gap between any two board meetings was not more than one hundred and twenty days. The necessary quorum was present for all the board and committee meetings.

VI. ATTENDANCE FOR BOARD AND COMMITTEE MEETINGS AND UNITHOLDERS' MEETING HELD DURING FY 2024-25

	Whether attended AM of Brookfield India REIT held on July 23, 2024	Whether attended EM of Brookfield India REIT held on		Board Meeting (Attended / Entitled)	Audit Committee (Attended / Entitled)	Nomination & Remuneration Committee (Attended / Entitled)	Stakeholders Relationship Committee (Attended / Entitled)	CSR & Sustainability Committee (Attended / Entitled)	Risk Management Committee (Attended / Entitled)
		June 14, 2024	November 29, 2024						
Mr. Ankur Gupta	Yes	Yes	Yes	6/7	7/7	-	3/4	2/2	3/3
Mr. Thomas Jan Sucharda	No	No	No	6/7	-	-	-	-	-
Mr. Shailesh Vishnubhai Haribhakti	Yes	Yes	Yes	7/7	7/7	4/4	-	-	3/3
Ms. Akila Krishnakumar	Yes	Yes	Yes	7/7	7/7	4/4	4/4	2/2	3/3
Mr. Rajnish Kumar	Yes	Yes	No	7/7	7/7	4/4	-	-	
Mr. Alok Aggarwal	Yes	Yes	Yes	7/7	-	-	4/4	2/2	3/3
Mr. Amit Jain#	Yes	Yes	Yes	-	-	-	-	-	3/3
Mr. Ankit Gupta*	Yes	Yes	Yes	-	-	-	-	-	3/3

Mr. Amit Jain was appointed as the Chief Financial Officer w.e.f. May 9, 2024 and the member of the Risk Management Committee w.e.f. May 9, 2024.

*Mr. Ankit Gupta was appointed as the member of the Risk Management Committee w.e.f May 9, 2024. Mr. Ankit Gupta, President of the Manager, ceased to be the key personnel of the Manager with effect from closure of business hours of May 8, 2025.

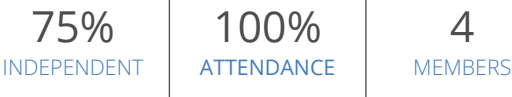
Notes: Leave of absence granted to the board / committee members who were unable to attend the respective board and / or committee meetings.

Meeting of Independent Directors

During the financial year 2024-25, a separate meeting of independent directors was held on March 24, 2025, without the presence of Non-Independent Directors and the Management and discussed, interalia, the performance of Non-Independent Directors and the Board as a whole and the performance of the Chairperson of the Board of Directors of the Company after taking into consideration the views of Non-Independent Directors.

VII. BOARD COMMITTEES

A. Audit Committee:



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 the 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 the Brookfield India REIT and the audit fee, subject to the approval of the Unitholders;
4. Approving payments to statutory auditors of the Brookfield India REIT for any other services rendered by such statutory auditors;
5. Reviewing the annual financial statements and auditor's report thereon of the 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;
 - 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.
6. Reviewing, with the management, all periodic financial statements, including but not limited to half-yearly and annual financial statements of the 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 the 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 the Brookfield India REIT, and effectiveness of audit process;
 9. Approval or any subsequent modifications of transactions of the Brookfield India REIT with related parties and related party transactions of the SPVs;
 10. Reviewing loans and investments of the 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 the Brookfield India REIT;
 13. Reviewing, with the management, the performance of statutory and internal auditors of the Brookfield India REIT, and adequacy of the internal control systems, as necessary;
 14. Reviewing the adequacy of internal audit function, if any, of the 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 the 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 the 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 the 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 the 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 the Brookfield India REIT;
22. Evaluating any defaults or delay in payment of distributions to the Unitholders or dividends by the Asset SPVs to the Brookfield India REIT and payments to any creditors of the 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 the 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 the 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 the Brookfield India REIT to any Unitholder or regulatory or statutory authority;
30. Approving any reports required to be issued to the Unitholders under the SEBI REIT Regulation;

31. Approving any transaction involving a conflict of interest;
32. Monitoring the implementation of the Agreement(s) to Purchase and ROFO Agreement, 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;
36. The Audit Committee shall review compliance with the provisions of the insider trading regulations and the insider trading policy and shall verify that the systems for internal control are adequate and are operating effectively;
37. The Compliance Officer shall provide the Audit Committee, all the details of trading in units by the Designated Persons including any violations of the insider trading policy and law;
38. Review the matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
39. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;
40. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

B. Nomination and Remuneration Committee:

100%	100%	3
INDEPENDENT	ATTENDANCE	MEMBERS

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.
12. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
- a. use the services of an external agencies, if required;

- b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
- c. consider the time commitments of the candidates

Other Details:

i) Details of remuneration for the year ended March 31, 2025:

The independent directors are paid an overall remuneration of approximately ₹55 Lakhs per annum inclusive of sitting fees and commission for attending the board and committee meetings. Apart from receiving the sitting fees and commission, the Independent Directors does not have any pecuniary relationship with the Manager, Brookfield India REIT, SPVs and HoldCo of Brookfield India REIT and Parties to the Brookfield India REIT. In addition to the above, during the financial year ended March 31, 2025, a remuneration (including perquisites) of ~ ₹108 Lakhs was paid to Mr. Alok Aggarwal, Chief Executive Officer and Managing Director.

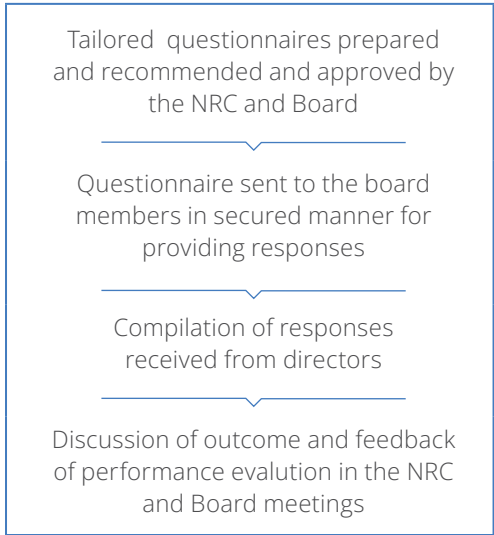
ii) Performance Evaluation

The criteria for evaluation of the performance of independent directors and the Board as whole 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.

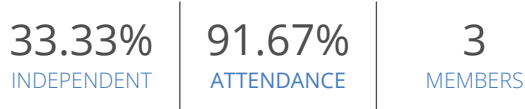
The evaluation process included the performance evaluation of the board as a whole, its committees and individual directors.

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

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 and board 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:



Terms of Reference:

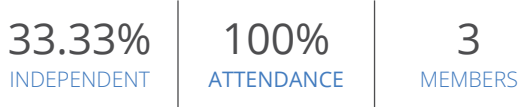
The Terms of Reference of the Stakeholders Relationship Committee are as follows:

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 the 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 SEBI 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 the Brookfield India REIT.
10. Approve report on investor grievances, if any, to be submitted to the Trustee by the Manager.
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.
12. Review of adherence to the service standards adopted by the manager entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
13. Review of the various measures and initiatives taken by the manager listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the unitholders of Brookfield India REIT.

D. CSR & Sustainability Committee:



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

Terms of Reference:

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

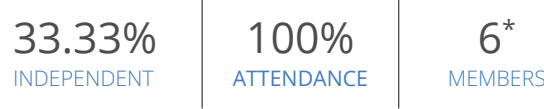
The Corporate Social Responsibility Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy ("CSR Policy") indicating the focus areas of Company's CSR activities.

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

E. Risk Management Committee



*During the FY 2024-25, the following changes were occurred in the composition of Risk Management Committee;

1. Mr. Sanjeev Kumar Sharma ceased to be the member of the Risk Management Committee with effect from May 9, 2024.
2. Mr. Ankit Gupta was appointed as the member of the Risk Management Committee w.e.f May 9, 2024. Further, Mr. Ankit Gupta, President of the Manager, ceased to be the member of the Risk Management Committee with effect from May 8, 2025.

The board of directors of the Manager in their meeting held on March 30, 2024 has also constituted a Risk Management Committee.

Terms of Reference:

1. To formulate a detailed risk management policy which shall include:
 - a. A framework for identification of internal and external risks specifically faced by the REIT manager, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
 - b. Measures for risk mitigation including systems and processes for internal control of identified risks;
 - c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.

6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
7. To prepare, monitor and review the risk management plan and such other functions as it may deem including cyber security.
8. Any other term of reference pursuant to any amendments in REIT Regulations, 2014 and SEBI LODR Regulation, 2015 from time to time basis.

Policies of the Board of Directors 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. Board diversity policy
16. Anti-Bribery and Corruption policy
17. Code of business conduct and ethics
18. Policy for nomination of directors on the board of directors of the Assets SPVs
19. Policy on claiming unpaid or unclaimed distribution
20. Policy On Appointment and Evaluation of Unitholder Nominee Directors
21. Custody Policy
22. Anti Money Laundering Policy

As a part of the overall governance framework, the Board of Directors reviews all the codes and policies, in regular intervals.



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
2022-23	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	July 25, 2022 at 05:30 PM IST	<div><div>1. To consider, approve and adopt the audited standalone financial statements and audited consolidated financial statements of Brookfield India REIT for the financial year ended March 31, 2022 together with the report of the auditors thereon for the financial year ended March 31, 2022 and the annual report on activities and performance of Brookfield India REIT.</div><div>2. To consider, approve and adopt the valuation report issued by Mr. Shubhendu Saha, the valuer, for the valuation of the portfolio as at March 31, 2022.</div></div>
2023-24	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	July 27, 2023 at 05:00 PM IST	<div><div>1. To consider, approve and adopt the audited standalone financial statements and audited consolidated financial statements of Brookfield India REIT for the financial year ended March 31, 2023 together with the report of the auditors thereon for the financial year ended March 31, 2023 and the annual report on activities and performance of Brookfield India REIT.</div><div>2. To consider, approve and adopt the valuation report issued by Ms. L Anuradha, the valuer, for the valuation of the portfolio as at March 31, 2023.</div><div>3. To consider and approve the appointment of Valuer.</div></div>
2024-25	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	July 23, 2024 at 04:00 PM IST	<div><div>1. To consider, approve and adopt the audited standalone financial statements and audited consolidated financial statements of Brookfield India REIT for the financial year ended March 31, 2024 together with the report of the auditors thereon for the financial year ended March 31, 2024 and the annual report on activities and performance of Brookfield India REIT.</div><div>2. To consider, approve and adopt the valuation report issued by Ms. L Anuradha, the valuer, for the valuation of the portfolio as at March 31, 2024.</div></div>

b. Extraordinary Meeting of Brookfield India REIT:

During the FY 2024-25, an Extraordinary Meeting of the Unitholders of Brookfield India REIT was held as per the below details.

Financial Year	Venue	Date	Resolutions passed
2024-25	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	June 14, 2024 at 04:00 PM IST	<div><div>1. To consider and approve a preferential issue of 40,930,000 units of Brookfield India Real Estate Trust.</div></div>
	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	November 29, 2024 at 12:30 PM IST	<div><div>2. To consider and approve the raising of funds through an institutional placement(s) of units not exceeding ₹35,000M in one or more placements.</div></div>

c. Postal Ballot

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 resolution has been passed through the exercise of postal ballot.

IX. MEANS OF COMMUNICATION

Annual / Half yearly and Valuation reports	In compliance with circulars issued by SEBI from time-to-time soft copies of annual reports/ half yearly 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, separate communications were sent on May 16, 2024, August 12, 2024, November 07, 2024, January 31, 2025 and May 7, 2025 on their registered address to update their email Ids and refer the annual/ 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. Further, requests were made to unitholders for updating their email Ids in various communications sent to unitholders from time to time.
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. An update to unitholders is sent on their registered email Id with respect to the outcome of board meeting including key highlights of the business and weblinks to access the financials, press release, investor presentation and valuation reports etc.
Distribution Advise and tax related form (TDS certificates and form 64B)	TDS certificates, distribution advise with respect to distribution declared by Brookfield India REIT for relevant quarters are sent on registered email Id of the unitholders. Form 64B for financial year is sent through email on the registered email Id of the unitholders. Further, physical copies are also dispatched on the registered address of the unitholders whose email Ids are not updated.
Request letter for claiming unpaid distribution	With a view to reduce the quantum of unpaid distribution lying in the unpaid distribution account, a communication was sent on the registered address and email Ids of the unitholders on April 17, 2024 and October 16, 2024 whose distribution is lying unpaid distribution account of Brookfield India REIT, requesting them to update their details and claim the distribution amount.
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, 2025, 03:30 PM
- Venue: As mentioned in the notice of Annual Meeting

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:

	Q1 FY25	Q2 FY25	Q3 FY25	Q4 FY25
Quarter ended	June 30, 2024	September 30, 2024	December 31, 2024	March 31, 2025
Period	April 01, 2024 to June 30, 2024	July 01, 2024 to September 30, 2024	October 01, 2024 to December 31, 2024	January 01, 2025 to March 31, 2025
Announcement Date	August 07, 2024	November 06, 2024	January 30, 2025	May 5, 2025
Record Date	August 15, 2024	November 09, 2024	February 4, 2025	May 8, 2025
Distribution per unit	4.50	4.60	4.90	5.25
Actual Payment Date	August 21, 2024	November 16, 2024	February 11, 2025	May 14, 2025
Due Date of Payment	August 22, 2024	November 18, 2024	February 11, 2025	May 15, 2025

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



Unclaimed Distribution Details											
Category											
Year	Period	Amount lying unclaimed or unpaid (Net of TDS) (in INR) ¹	Interest (Net of TDS) (in INR)	Dividend (in INR)	Repayment of Capital (in INR)	Other (in INR)	Total Amount (Net of TDS) (in INR) ¹	No. of Unitholders	Date when amount became due (DD/MM/YYYY) ²	Date when unclaimed amount was transferred to Unpaid Distribution Account (DD/MM/YYYY) ³	Date when amount is to be transferred to IPEF (DD/MM/YYYY) ⁴
(A)	(B)	(C)		(D)			(E)	(F)	(G)	(H)	
2021-22	June	12,244.00	9,090.74	986.50	2,160.16	6.61	12,244.00	11	26-Aug-21	1-Mar-24	1-Mar-31
	September	9,690.00	6,039.36	154.98	3,444.00	51.66	9,690.00	24	25-Nov-21	1-Mar-24	1-Mar-31
	December	7,619.00	4,824.00	162.50	2,583.75	48.75	7,619.00	26	27-Feb-22	1-Mar-24	1-Mar-31
	March	12,596.10	6,725.06	183.47	5,635.15	52.42	12,596.10	44	3-Jun-22	1-Mar-24	1-Mar-31
2022-23	June	15,255.00	6,907.50	189.00	8,064.00	94.50	15,255.00	75	18-Aug-22	1-Mar-24	1-Mar-31
	September	17,616.60	7,872.12	327.24	9,344.52	72.72	17,616.60	96	23-Nov-22	1-Mar-24	1-Mar-31
	December	45,828.00	19,581.78	961.40	24,996.40	288.42	45,828.00	112	23-Feb-23	1-Mar-24	1-Mar-31
	March	37,351.00	16,174.90	-	20,862.38	313.72	37,351.00	125	3-Jun-23	1-Mar-24	1-Mar-31
2023-24	June	169,014.70	74,126.98	-	93,045.24	1,842.48	169,014.70	153	30-Aug-23	1-Mar-24	1-Mar-31
	September	745,398.80	331,131.79	-	380,485.58	33,781.43	745,398.80	158	22-Nov-23	1-Mar-24	1-Mar-31
	December	113,042.00	49,593.80	-	61,950.40	1,498.80	113,042.00	161	7-Mar-24	5-Mar-24	7-Mar-31
	March	214,746.50	92,943.92	-	118,958.94	2,843.64	214,746.50	219	10-Jun-24	1-Jun-24	10-Jun-31
2024-25	June	111,596.50	41,540.29	13,184.01	55,062.63	1,809.57	111,596.50	160	2-Sep-24	23-Aug-24	2-Sep-31
	September	58,230.80	19,590.38	6,702.93	31,280.34	657.15	58,230.80	128	27-Nov-24	22-Nov-24	27-Nov-31
	December	33,330.50	9,796.75	7,376.25	15,525.25	632.25	33,330.50	103	20-Feb-25	15-Feb-25	20-Feb-32
	March	3,959,022.25	1,430,886.81	416,217.42	2,081,087.10	30,830.92	3,959,022.25	98	26-May-25	21-May-25	26-May-32

¹ Including penal interest, if any.

² Prior to March 1, 2024, i.e., the date of effectiveness of the Circular No. SEBI/HO/DDHS-RAC-1/P/CIR/2023/177 on 'Procedural framework for dealing with unclaimed amounts lying with Real Estate Investment Trusts (REITs) and manner of claiming such amounts by unitholders ' dated November 8, 2023, issued by SEBI (""SEBI Circular""), the due date is the next day post the expiry of 5 working days from the record date as determined by the board of directors of the Manager. Further, with effect from March 1, 2024, the 'date when amount became due ' is considered to be the date which falls on the seventh working day from the expiry of 5 working days from the record date detemined by the Board of Directors of Manager, in accordance with the SEBI REIT Regultions, SEBI Master Circular dated May 15, 2024 as amended, read with FAQ No. 5 pertaining to 'Procedural framework for Unclaimed or Unpaid Amounts lying with REITs, InvITs and entities having listed non-convertible securities ' (FAQs).

³ For all the unclaimed distribution(s) lying with Brookfield India REIT, prior to March 1, 2024, i.e., the date of effectiveness of the SEBI Circular, from June 30, 2021 till September 30, 2023, the 'date when unclaimed amount was transferred to Unpaid Distribution Account ' has been considered as March 1, 2024. Further, from March 1, 2024, in accordance with FAQ No. 4 of the FAQs, the 'date when unclaimed amount was transferred to Unpaid Distribution Account ' is the date on which an existing account is reclassified as escrow account/unpaid distribution account as per timelines mentioned in S. No. 2 above.

⁴ From March 1, 2024 onwards, in terms of clause 1 of Para A of Part II of the SEBI Circular & FAQs, any amount transferred to the Unpaid Distribution Account of a REIT which remains unpaid or unclaimed for a period of seven years from the "due date of such transfer" as mentioned in column no. (F), respectively, shall be transferred by the Manager, along with interest accrued, if any, thereon, to the IPEF within thirty days from the date of expiry of said seven years. Further for all the unclaimed distributions for the period(s) i.e. from June 30, 2021 to September 30, 2023, "due date of such transfer" shall be March 1, 2024, accordingly all unclaimed distribution lying with Brookfield India REIT for a period June 30, 2021 to September 30, 2023 shall be transferred to IPEF within thirty days from date of expiry of seven years from March 1, 2024.

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 Limited The Corporate Relationship Department, 25 th Floor, P J Towers, Dalal Street, Fort, Mumbai – 400 001	543261	INE0FDU25010
National Stock Exchange of India Limited The Corporate Relationship Department, Exchange Plaza, 5 th Floor, Plot no. C/1, G Block, 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 no. 320 to 321

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

MUFG INTIME INDIA PRIVATE LIMITED (formerly Link Intime India Private Limited)
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 Brookfield India REIT has appointed Registrar and Transfer Agent.

I. Distribution of unitholding

As given below on page no. 321

J. Dematerialization of units and liquidity

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

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

1st Floor, Asset No. 8, Unit No. 101, Worldmark-2, Hospitality District Aerocity, IGI Airport, New Delhi 110037

O. Credit Ratings

Annual Rating of Brookfield India REIT in terms of REIT Regulations		
Rating Agency	March 31, 2024	March 31, 2025
CRISIL	CRISIL AAA/ Negative	Crisil AAA/ Stable
ICRA	ICRA Triple A	ICRA AAA/ Stable
Credit Rating for Commercial Paper of Brookfield India REIT		
Rating Agency	March 31, 2024	March 31, 2025 (yet to be placed)
CRISIL	CRISIL A1+	CRISIL A1+
ICRA	ICRA A1+	ICRA A1+



XI. UNITHOLDERS

The number of Unitholders of Brookfield India REIT as on March 31, 2025 were 46,188. The detailed category wise break-down of the composition of the Unitholders as on March 31, 2025 is given below:

BROOKFIELD INDIA REAL ESTATE TRUST - UNITHOLDING PATTERN REPORT AS ON MARCH 31, 2025							
Category	Category of Unit holder	No. of Units Held	As a % of Total Out-standing Units@	No. of units mandatory held		Number of units pledged or otherwise encumbered	
				No. of units mandatory held	As a % of total units held*	No. of units mandatory held	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	-	-	-	-	-	-
	Sub-Total (A) (1)	-	-	-	-	-	-
(2)	Foreign						
(a)	Individuals (Non Resident Indians / Foreign Individuals)	-	-	-	-	-	-
(b)	Foreign government	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-
(d)	Foreign Portfolio Investors	3,387,637	0.56	2,303,200	67.99	-	-
(e)	Any Other (Bodies Corporates)	157,392,580	25.90	12,696,800	8.07	144,695,780	91.93
	Sub-Total (A) (2)	160,780,217	26.45	15,000,000	9.33	144,695,780	90.00
	Total unit holding of Sponsor & Sponsor Group (A) = (A)(1)+(A)(2)	160,780,217	26.45	15,000,000	9.33	144,695,780	90.00
(B)	Public Holding						
(1)	Institutions						
(a)	Mutual Funds	107,776,004	17.73				
(b)	Financial Institutions/Banks	10,046,744	1.65				
(c)	Central/State Govt.	-	-				
(d)	Venture Capital Funds	-	-				
(e)	Insurance Companies	72,324,849	11.90				
(f)	Provident/pension funds	1,463,108	0.24				
(g)	Foreign Portfolio Investors	70,141,090	11.54				
(h)	Foreign Venture Capital investors	-	-				
(i)	Any Other (specify)	-	-				
	Foreign Company	30,474,452	5.01				
	Alternative Investment Fund	15,603,003	2.57				
#	Systemically Important NBFCs	1,454,400	0.24				
	Sub-Total (B) (1)	309,283,650	50.89				
(2)	Non-Institutions						
(a)	Central Government/State Governments(s)/ President of India						
(b)	Individuals	43,914,860	7.23				

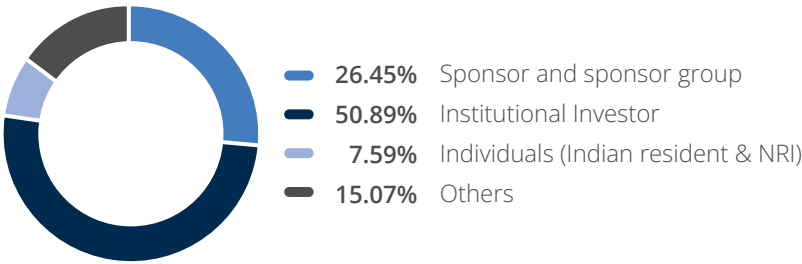
BROOKFIELD INDIA REAL ESTATE TRUST - UNITHOLDING PATTERN REPORT AS ON MARCH 31, 2025					
Category	Category of Unit holder	No. of Units Held	As a % of Total Out-standing Units@	No. of units mandatory held	
				No. of units mandatory held	As a % of total units held*
(c)	NBFCs registered with RBI	383,800	0.06		
(d)	Any Other (specify)	-	-		
	Trusts	21,000	0.00		
	Hindu Undivided Family	1,298,059	0.21		
	Non Resident Indians (Repat)	1,289,897	0.21		
	Non Resident Indians (Non Repat)	886,630	0.15		
	Clearing Members	-	-		
	Bodies Corporates	88,635,232	14.58		
	Body Corporate - Ltd Liability Partnership	1,258,970	0.21		
	Foreign Portfolio Investor (Individual)	133	0.00		
	Sub- Total (B) (2)	137,688,581	22.66		
	Total Public Unit holding (B) = (B)(1)+(B) (2)	446,972,231	73.55		
	Total Units Outstanding (C) = (A) + (B)	607,752,448	100.00		

#The depository data/benpos does not provide classification of systemically important NBFC i.e NBFC-ML and NBFC-UL/ non systemically important NBFCs i.e. NBFC-BL. Since systemically important NBFCs i.e. NBFC-ML and NBFC-UL fall within the definition of institutional investors, based on publicly available information on the Reserve Bank of India website, therefore NBFC-ML and NBFC-UL unitholders have been categorized as Institutions based on the data received from Registrar & Transfer Agent.

@The percentage unitholding is rounded off to the nearest multiple.

*The percentage of no. of units mandatory held/ pledged to total units held as provided above, is calculated on the basis of the total no. of units held in the corresponding category in alignment with the disclosures made with National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) in XBRL.

Unitholding Distribution as on March 31, 2025



XII. OTHER DETAILS:

i. Name and Designation of Compliance Officer:

Mr. Saurabh Jain

Company Secretary & Compliance Officer

ii. Details of Investors’ complaints received and redressed during the year i.e., from April 1, 2024 till March 31, 2025 are as follows:

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



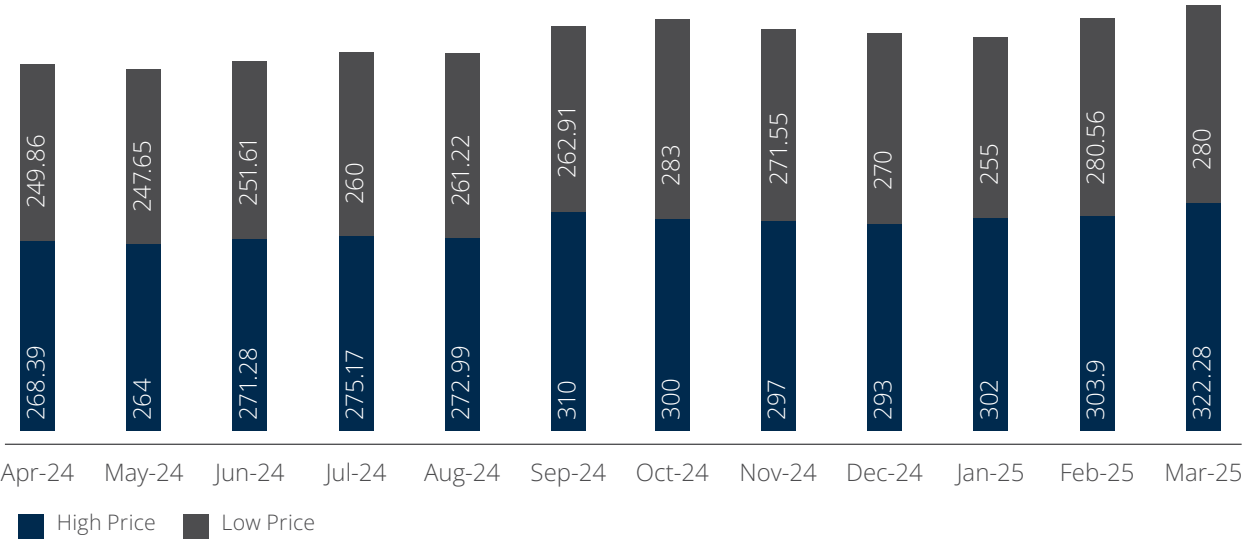
Unitholders Grievance Redressal Management



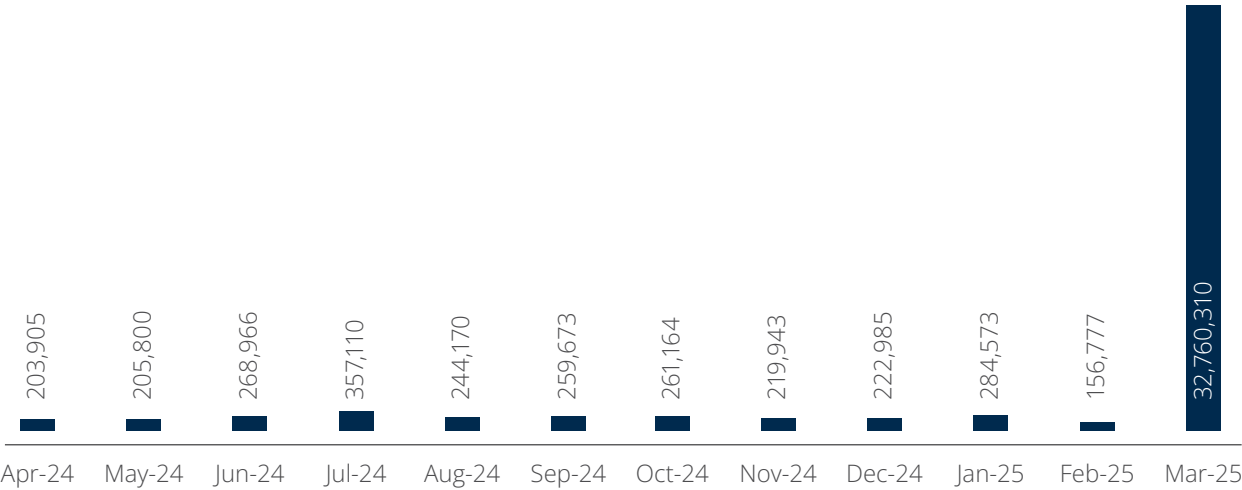
iii. Market price data:

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, 2025 on the BSE and NSE:

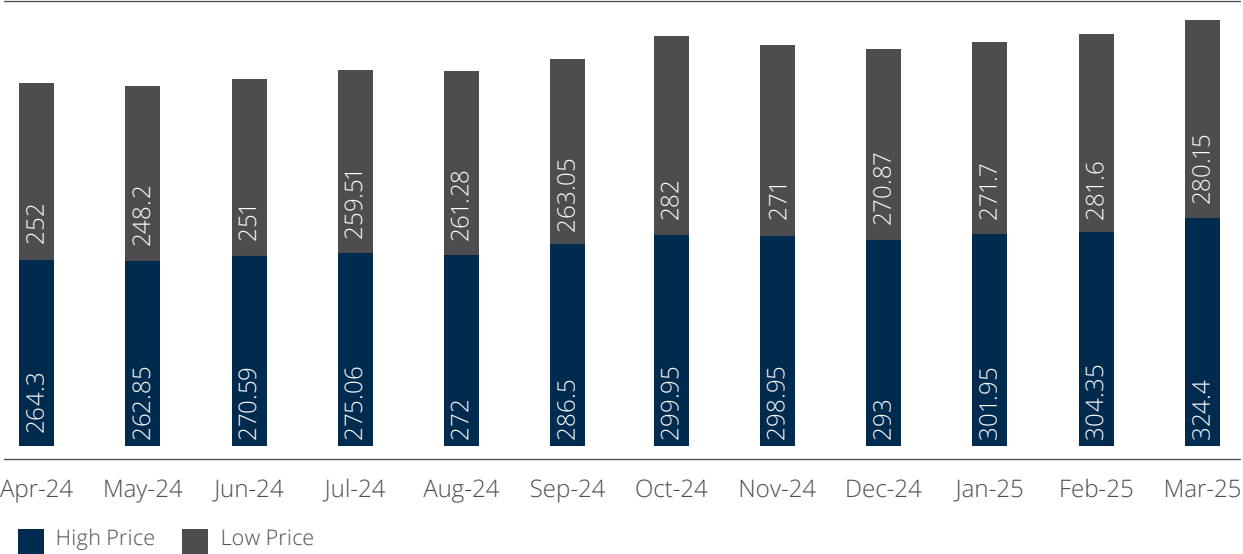
BSE - High Low (in ₹)



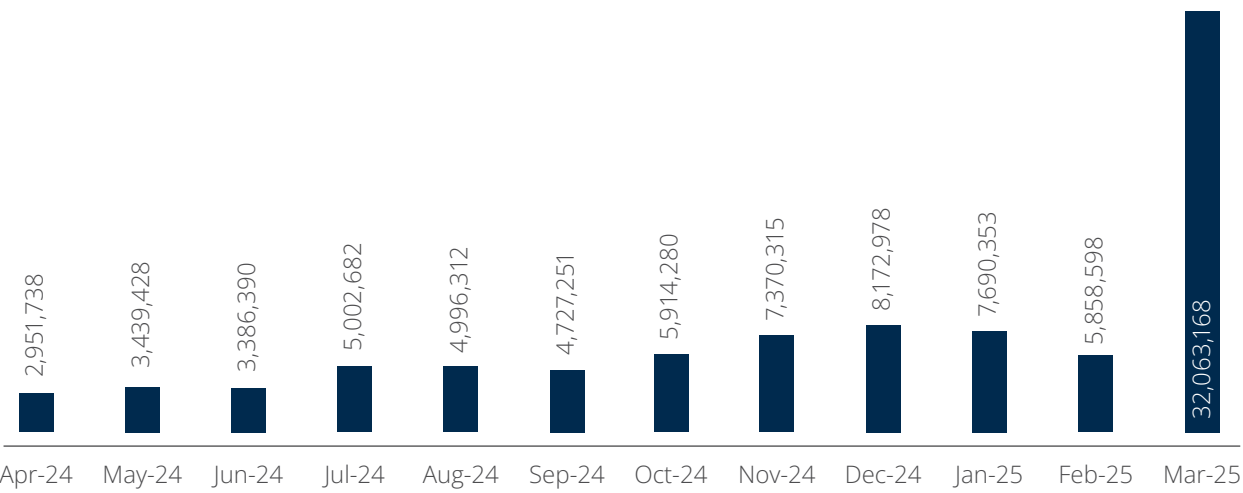
BSE - Volume (No. of units)



NSE - High Low (in ₹)



NSE - Volume (No. of units)



iv. Unit holding Distribution

Brookfield India Real Estate Trust							
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	39,409	85.3230	2,633,381	0.4333
2	501	to	1000	2,230	4.8281	1,696,721	0.2792
3	1001	to	2000	1,563	3.3840	2,350,156	0.3867
4	2001	to	3000	655	1.4181	1,648,949	0.2713
5	3001	to	4000	428	0.9266	1,523,434	0.2507
6	4001	to	5000	277	0.5997	1,274,915	0.2098
7	5001	to	10000	588	1.2731	4,280,733	0.7044
8	10001	to	*****	1,038	2.2473	592,344,159	97.4647
Total				46,188	100	607,752,448	100

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. Further, M/s. Deloitte Haskins & Sells was re-appointed as the statutory auditors of Brookfield India REIT on January 30, 2025, for a second consecutive term from April 1, 2025 till the conclusion of tenth annual meeting of the Brookfield India REIT, subject to the approval of the unitholders in the Annual Meeting.

vi. Valuer

Ms. L. Anuradha has been appointed as the registered valuer of Brookfield India REIT, for a term of 4 years, to undertake the valuation of properties of Brookfield India REIT from March 31, 2023 till the financial year ended March 31, 2026, and to inter alia carry out the activities as the valuer of Brookfield India REIT as per the REIT Regulations.

vii. Compliance Report on Corporate Governance

As per Regulation 26E of SEBI REIT Regulations, the quarterly compliance report on governance, as per the format prescribed by SEBI, is attached as **Annexure I**.

viii. Distribution Policy of Brookfield India REIT

As per the SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-2/P/CIR/2025/64 dated May 7, 2025, clause 11(a) of Framework for calculation of Net Distributable Cash Flows (NDCFs), the distribution policy of Brookfield India REIT is attached as **Annexure II**.

ix. Statement of Deviation(s) or Variation(s)

Pursuant to Clause 4.17.3 of Chapter 4 of SEBI Master Circular dated May 15, 2024, we confirm that there is no deviation or variation in utilization of proceeds raised by Brookfield India REIT through issuance of Commercial Papers, Institutional Placements and Preferential Issue of units.

x. REIT Management Fees:

Pursuant to the Investment Management Agreement dated 17 July 2020, Investment Manager is entitled to fees @ 1% of NDCF, exclusive of applicable taxes (also refer note 42 to the financial statement on page no 477). The fees has been determined for undertaking management of the Trust and its investments. There are no changes during the period in the methodology for computation of fees paid to the investment manager, accordingly, we confirm that there has been no material change in the fees paid to the investment manager compared to the previous reporting period in terms of clause 4.6.1 of Chapter 4 of SEBI circular SEBI/HO/DDHS/DDHS-PoD-2/P/CIR/2025/64 dated May 7, 2025.

xi. Financial Information of Manager:

In terms of clause 4.9 of Chapter 4 of SEBI circular SEBI/HO/DDHS/DDHS-PoD-2/P/CIR/2025/64 dated May 7, 2025, please refer **Annexure III** for summary of the audited consolidated financial statements (including the Balance Sheet and Statement of Profit and Loss (without schedules)) of Manager for the financial year ending March 31, 2025, along with comparative figures for the immediate preceding financial year ending March 31, 2024, prepared in accordance with the accounting standards and laws, as applicable for the Manager.