

Brookfield

India Real Estate Trust

BROOKFIELD INDIA REAL ESTATE TRUST

(Registered in the Republic of India as an irrevocable trust under the Indian Trusts Act, 1882 and as a real estate investment trust under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, having registration number IN/REIT/20-21/0004)

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

Compliance Officer: Mr. Saurabh Jain

Tel: +91 11 4929 5555; **E-mail:** reit.compliance@brookfield.com; **Website:** brookfieldindiareit.in

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY MEETING (“EM”) OF THE UNITHOLDERS OF BROOKFIELD INDIA REAL ESTATE TRUST (“BROOKFIELD INDIA REIT”) (THE “UNITHOLDERS”) WILL BE HELD ON FRIDAY, NOVEMBER 29, 2024 AT 12:30 P.M. IST THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS (“NOTICE”) AND THE PRINCIPAL PLACE OF BUSINESS SHALL BE DEEMED TO BE THE VENUE OF THE MEETING:

RESOLUTION UNDER REGULATION 22(6) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (REAL ESTATE INVESTMENT TRUSTS) REGULATIONS, 2014).

1. TO CONSIDER AND APPROVE THE RAISING OF FUNDS THROUGH AN INSTITUTIONAL PLACEMENT(S) OF UNITS NOT EXCEEDING ₹35,000 MILLION IN ONE OR MORE PLACEMENTS

To consider and if thought fit, to pass the following resolution(s) by way of special majority (i.e., where the votes cast in favour of the resolution shall be at least sixty per cent of total votes cast for the resolution) in accordance with Regulation 22(6) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to regulation 22(6) or any other applicable provisions of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time (the **“REIT Regulations”**) and the provisions in relation to institutional placement in the Master Circular for Real Estate Investment Trusts (**“REITs”**) dated May 15, 2024 issued by Securities and Exchange Board of India (**“SEBI”**), as amended or clarified from time to time, (such guidelines, the **“REIT Master Circular”**), the terms of the trust deed dated July 17, 2020, as amended, and investment management agreement dated July 17, 2020, as amended, the applicable provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations issued thereunder and such other applicable statutes, rules, regulations, guidelines, notifications, clarifications and circulars issued by the Government of India, the Reserve Bank of India, SEBI, the stock exchanges where the units of Brookfield India Real Estate Trust (**“Units”**) are listed and any other regulatory or statutory authorities under any other applicable law, each as amended or clarified from time to time (such authorities, **“Governmental Authorities”**, and such law, **“Applicable Law”**), to the extent applicable and subject to the terms, conditions, modifications, consents, sanctions and approvals of the Governmental Authorities, as may be necessary and required, if any, the consent of the Unitholders, be and is hereby accorded to make invitations to offer, create, offer, issue and allot such number of Units to all or any institutional investors (as defined under the **REIT Master Circular**) (**“Institutional Investors”**) who are authorized to invest in Units under Applicable Law through an institutional placement(s) in one or more placements of Units, (the **“Institutional Placement”**) whether or not such Institutional Investors are existing Unitholders, on the basis of the placement document(s), at such time or times in one or more placement or placements, for cash, for an aggregate amount up to ₹ 35,000 million at such price or prices, as the board of directors of the manager of Brookfield India Real Estate Trust (**“Board”**) or any

committee constituted by the Board may deem fit, which shall not be lower than the price to be determined in accordance with the provisions of paragraph 10.9.1 of the REIT Master Circular, which is a price not less than the average of the weekly high and low of the closing prices of the units of the same class quoted on the stock exchange during the two weeks preceding the relevant date (as defined in the **REIT Master Circular**) (the “**QIP Floor Price**”) with the option to give a discount of up to 5% on the QIP Floor Price or such other discount as permitted under Applicable Law in such manner and on such terms and conditions considering the prevailing market conditions and other relevant factors wherever necessary, as the Board or any committee constituted by the Board, may decide in its absolute discretion in consultation with the lead managers/ merchant bankers to the Institutional Placement including the discretion to determine the categories of investors to whom the invitation to offer, offer, issue and allotment of new Units shall be made to the exclusion of others, any oversubscription if permissible under Applicable Law, the number of Units to be issued and allotted, fixing of record date or book closure, if required, in each case, subject to Applicable Law.”

“**RESOLVED FURTHER THAT** the consent of the Unitholders be and is hereby accorded to allotment of units to the sponsor for unsubscribed portion in the Institutional Placement, subject to compliance with the provisions of Applicable Law including the REIT Regulations and REIT Master Circular.”

“**RESOLVED FURTHER THAT** the following shall apply to the Institutional Placement:

- 1) the Units, shall be allotted in dematerialized form only within 365 days from the date of passing of the resolution of the unitholders of Brookfield India Real Estate Trust or such other time as may be allowed under the REIT Regulations and/or REIT Master Circular, at a price or prices as the Board or any committee constituted by the Board may deem fit, which shall not be less than the price determined in accordance with REIT Master Circular with the authority to the Board or any committee constituted by the Board to offer a discount of not more than 5% on the QIP Floor Price or such other discount as may be permitted under REIT Regulations and/or REIT Master Circular;
- 2) the “**relevant date**” for the purpose of pricing of any Units to be issued, shall be the date of the meeting in which the Board decides to open the proposed issue;
- 3) the Units shall rank *pari-passu* in all respects including entitlement to distributions, voting rights or otherwise, with the existing units of Brookfield India Real Estate Trust as may be provided under the terms of the Institutional Placement in accordance with relevant agreements.
- 4) The Units to be created, issued and allotted shall be subject to the provisions of the trust deed and investment management agreement of Brookfield India Real Estate Trust
- 5) the Units allotted shall not be eligible for sale by the respective allottees, for a period of one year from the date of allotment, except on a recognized stock exchange or except as may be permitted from time to time by the REIT Regulations and/or REIT Master Circular.”

“**RESOLVED FURTHER THAT** without prejudice to the generality of the foregoing resolutions, the above Units may have such features or attributes or any terms or combination of terms as per the prevailing practices and regulations in the capital markets and as decided by the Board or any committee constituted by the Board.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of Units, the Board or any committee constituted by the Board, be and is hereby authorized on behalf of Brookfield India Real Estate Trust to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, deciding terms and conditions for issuance of Units including the number of such Units that may be offered in the domestic and international markets and proportion thereof, issue price and discounts permitted under Applicable Law, timing for issuance of such Units and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, entering into and executing arrangements with lead managers, legal advisors, depositories, custodians, registrars, escrow agents and executing other agreements, including any amendments or supplements thereto, as necessary or appropriate and to finalize, approve or issue any document(s) or agreement(s), including but not limited to the placement document(s) and filing such documents (in draft or final form) with any Indian or foreign regulatory authority, including the SEBI or the stock exchanges, making applications to Governmental Authorities as may be required, making applications for consent to such third parties as may be determined by the Board or any committee constituted by the Board or officials authorised by the Board or any committee constituted by the Board, in their absolute discretion and sign all deeds, documents and writings and to

pay any fees, commission, remuneration and expenses relating thereto and with power on behalf of Brookfield India Real Estate Trust to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Units and take all steps which are incidental and ancillary in this connection, including in relation to the utilization of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek further consent or approval of the Unitholders or otherwise to the end and intent that the Unitholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to these resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by these resolutions to any committee constituted by the it or to one or more directors or officers of the manager of Brookfield India Real Estate Trust.”

“**RESOLVED FURTHER THAT** all actions taken by the Board (including any committee(s) thereof or any other person authorised by the board of the manager of Brookfield India Real Estate Trust or committee constituted by it, pursuant to the above resolution in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**For and on behalf of Brookfield India Real Estate Trust,
(acting through the manager, Brookprop Management Services Private Limited)**

S/d

Saurabh Jain

Company Secretary and Compliance officer

Date: November 6, 2024

Place: Mumbai

EXPLANATORY STATEMENT

Brookfield India REIT proposes to raise funds through an institutional placement(s) of units in one or more placements (together, the “**Institutional Placement**”), in cash, for an aggregate amount up to ₹ 35,000 million, to eligible institutional investors in accordance with the REIT Regulations, read with the Chapter 10 of Master Circular for Real Estate Investment Trusts (REITs) dated May 15, 2024 issued by the Securities and Exchange Board of India, as amended or clarified from time to time (the “**REIT Master Circular**”), and other applicable laws and the terms of the trust deed dated July 17, 2020 and investment management agreement dated July 17, 2020 and amendments thereof, subject to the prevailing market conditions and other relevant factors wherever necessary.

Based on this resolution and subject to compliance with applicable law, Brookfield India REIT may undertake more than one placement within a period of 365 days from the date of the EM or such other time as may be permitted under the REIT Regulations, the REIT Master Circular or other applicable law.

The proceeds from the Institutional Placement may be utilized (after deducting the issue related expenses) for, among others, the partial or full prepayment or repayment of the outstanding borrowings of Brookfield India REIT and companies held / to be held by Brookfield India REIT, equity contribution towards companies held / to be held by Brookfield India REIT, general purposes including funding operating expenses, funding capital expenditure, making investments in creditworthy instruments and / or future inorganic or organic growth opportunities or such other objects as may be decided by the board of directors of Brookprop Management Services Private Limited, manager to Brookfield India Real Estate Trust or any committee constituted by it, subject to compliance with the REIT Regulations, as may be applicable.

The board of directors of Brookprop Management Services Private Limited, manager to Brookfield India Real Estate Trust, at its meeting held on November 6, 2024, approved the Institutional Placement, for an aggregate amount not exceeding ₹35,000 million and recommended the same to the unitholders for their approval.

None of the directors or key managerial personnel of the manager of Brookfield India Real Estate Trust (or their relatives) are interested in the Institutional Placement. None of the directors or key managerial personnel of the trustee of Brookfield India Real Estate Trust (i.e., Axis Trustee Services Limited) are interested in the Institutional Placement.

Pursuant to paragraph 10.2.1 of the REIT Master Circular, a resolution of the existing unitholders of Brookfield India REIT approving the Institutional Placement is required in accordance with Regulation 22(6) of the REIT Regulations. Accordingly, the board of the manager of Brookfield India Real Estate Trust recommends the passing of the above resolution as mentioned in Item No. I of this notice by way of special majority (i.e., where the votes cast in favour of the resolution shall be at least sixty per cent of total votes cast for the resolution) of the unitholders.

**For and on behalf of Brookfield India Real Estate Trust,
(acting through the manager, Brookprop Management Services Private Limited)**

**S/d
Saurabh Jain
Company Secretary and Compliance officer
Date: November 6, 2024
Place: Mumbai**

Notes:

1. In order to allow maximum participation of unit holders in the meeting and for better governance, SEBI vide master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024 issued by the SEBI (“**REIT Master Circular**”), allowed real estate investment trusts (“**REITs**”) to conduct the meetings of unitholders through Video Conference (“**VC**”) or Other Audio-Visual Means (“**OAVM**”), without the physical presence of unitholders at a common venue. Hence, in compliance with the above Circular, the extraordinary meeting of unitholders of Brookfield India REIT (“**EM**”) is being held through VC/ OAVM with a facility of two-way teleconferencing.

Brookprop Management Services Private Limited (“**Manager**”), on behalf of Brookfield India REIT, is providing a facility to the unitholders as on the cut-off date, being Friday, November 22, 2024, (the “**Cut-Off Date**”) to exercise their right to vote by electronic voting systems from a place other than venue of the EM (“**Remote e-voting**”) on the item of business specified in the accompanying Notice. The Manager, on behalf of Brookfield India REIT, has engaged the services of Link Intime India Private Limited (“**Registrar and Transfer Agent**”) for the purpose of providing remote e-voting facility to the unitholders. The resolution assented to by the requisite majority of unitholders shall be deemed to have been passed at the date of the meeting convened in that behalf.

The detailed instructions and procedure for voting and participation is given as follows:

The procedure and instructions for participating in the EM through VC/ OAVM and voting on the date of EM is detailed in the Notice as below:

- (i) Participation in the extraordinary meeting through OAVM through the Instameet platform of our Registrar and Transfer Agent detailed in **Annexure-A, or;**
 - (ii) Procedure and Instructions for “Remote e-voting” as **Annexure-B.**
2. Only those Unitholders whose names are recorded in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., Friday, November 22, 2024, will be entitled to cast their votes by Remote e-voting as well as voting in the EM.
 3. Unitholders are requested to read the instructions printed in the Notice for exercising their vote. Unitholders can exercise their vote on any or all of the items of business specified in the Notice.
 4. Unitholders may note that pursuant to the REIT Master Circular, the Notice of the EM is sent in electronic form only to those Unitholders whose email addresses are registered with the Registrar and Share Transfer Agent of Brookfield India REIT, National Securities and Depositories Limited (“**NSDL**”) and Central Depository (India) Services Limited (“**CDSL**”) (“**Depositories**”). Further, the Notice of the EM along with the explanatory statement and other documents are also being uploaded on the website of following.

Entity	Link for Website
Brookfield India Real Estate Trust (Brookfield India REIT)	https://www.brookfieldindiareit.in/investors
National Stock Exchange of India Limited	www.nseindia.com
BSE Limited	www.bseindia.com
Link Intime India Private Limited, Registrar and Share Transfer Agent acting as agency for providing the Remote e-Voting facility to Brookfield India REIT	instavote.linkintime.co.in

5. Unitholders may note that in accordance with the Chapter 9 of REIT Master Circular, Unitholders whose email Ids are updated with the depository would be able to cast their vote through remote e-voting facility by following instruction provided in **Annexure-B**. Unitholders whose email Ids are not registered are therefore requested to update their email Id with their depository to cast vote through remote e-voting facility.

In case the unitholders are unable to update their email Id before the expiry of remote e-voting period, the unitholders may cast their vote through e-voting facility provided during the EM by following the instructions provided in **Annexure-A** of this Notice.

6. As the EM shall be conducted through VC/OAVM, the facility for appointment of proxy by the Unitholders is not available for this meeting, and hence, the proxy form, attendance slip and route map are not annexed to the Notice of this meeting.
7. **The explanatory statement setting out material facts, relating to business to be transacted at the extraordinary meeting is annexed hereto and forms part of this Notice. Unitholders should read this notice together with the explanatory statement.**
8. The facility of participation at the EM through VC/OAVM will be made available to atleast 1,000 unitholders on a first come first served basis.
9. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the EM and shall not be closed until the expiry of 15 minutes after such scheduled time.
10. Unitholders connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches. Further, the unitholders are encouraged to join the meeting through laptops/tablets/desktops instead of mobile phone due to connectivity issues.
11. Unitholders are requested to address all correspondence, including distribution matters, on the email Id reit.compliance@brookfield.com.
12. Unitholders who have not registered their mobile numbers, e-mail addresses and Permanent Account Number so far are requested to register with their respective depository participants for receiving all communications including annual reports, half yearly reports, valuation reports, notices, circulars, etc. from the Manager, on behalf of Brookfield India REIT, electronically and also for the smooth Remote e-voting process.
13. **PROCEDURE TO RAISE QUESTIONS/ SEEK CLARIFICATIONS WITH RESPECT TO THE NOTICE:**

As the EM is being conducted through OAVM, for the smooth conduct of proceedings of the EM, Unitholders are encouraged to express their views/ send their queries in advance, mentioning their name demat account number, e-mail id, mobile number to reit.compliance@brookfield.com. Also, the unitholder may also express their views/ask their queries in the Chat box which will be enable during the EM. Only questions / queries received by the Manager on or before 05:00 P.M. (IST) on Monday, November 25, 2024, shall be considered and responded during the EM at the discretion of the Manager and the remaining queries that remain unanswered at the EM will be appropriately responded by the Manager at the earliest post the conclusion of the EM.

INSTRUCTIONS FOR PARTICIPATION IN THE EXTRAORDINARY MEETING THROUGH VC/OAVM THROUGH THE INSTAMEET PLATFORM OF OUR REGISTRAR AND TRANSFER AGENT

Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> and click on “Login” Select **Brookfield India REIT**” and ‘Event Date’ and register with your following details:

- A. **Demat Account Number.:** Enter your 16-digit Demat Account No.
 - Unitholders holding shares in **CDSL demat account** shall provide **16 Digit Beneficiary ID**.
 - Unitholders holding shares in **NSDL demat account** shall provide **8 Character DP ID followed by 8 Digit Client ID**.
- B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Unitholders who have not updated their PAN with the Depository Participant (DP)/Brookfield India REIT shall use the sequence number provided to you, if applicable.)
- C. **Mobile No.:** Enter your mobile number.
- D. **Email ID:** Enter your email id, as recorded with your DP/Brookfield India REIT.

In case the email Id of the unitholder is registered with the depository, the email Id will be populated automatically. In case your email Id is not registered with the depository, please enter your valid email Id. Click “**Go to Meeting**” (You are now registered for InstaMeet and your attendance will be marked for the meeting).

INSTRUCTIONS FOR UNITHOLDERS TO VOTE DURING THE EXTRAORDINARY MEETING THROUGH INSTAMEET:

Once the e-voting is activated by the scrutinizer/moderator during the meeting, unitholders who have not exercised their vote through the Remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-voting “**Cast your vote**”.
2. Enter your 16-digit DP and Client ID and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on ‘**Submit**’.

In case the email Id is not registered, OTP will be received on email Id entered at the time of logging in Instameet platform.

3. After successful login, you will see “**Resolution Description**” and against the same the option “**Favour/ Against**” for voting.
4. Cast your vote by selecting appropriate option i.e., “**Favour/Against**” as desired. Enter the number of units (which represents no. of votes) as on the Cut-Off Date under ‘**Favour/Against**’.
5. After selecting the appropriate option i.e., Favour/Against as desired and you have decided to vote, click on “**Save**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**Confirm**”, else to change your vote, click on “**Back**” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

ANNEXURE-B**INSTRUCTIONS FOR REMOTE E-VOTING FOR INDIVIDUAL UNITHOLDERS THE UNITHOLDERS MAY USE ANY ONE METHOD.**

As per the SEBI circular dated December 9, 2020 on e-voting facility, all individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

A. UNITHOLDERS HAVING CDSL AS THEIR DEPOSITORY: TO FOLLOW THE BELOW PROCESS:***METHOD 1 – From Easi/Easiest facility provided by CDSL*****➤ Users registered/opted for Easi/Easiest**

- (i) The URL for users to login to Easi/Easiest is <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
- (ii) Click on New System Myeasi.
- (iii) Login with user id and password
- (iv) After successful login, user will be able to see e-voting menu. The menu will have links of E-voting service providers i.e., **LINKINTIME**, for voting during the remote e-voting period.
- (v) Click on the “**LINKINTIME/Brookfield India REIT**” and you will be redirected to “**InstaVote**” website for casting the vote during the remote e-voting period.

➤ Users not registered for Easi/Easiest

- (i) The option to register is available at below link-
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> /
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- (ii) Proceed with completing the required fields.
- (iii) Post registration, user will be provided Login ID and password.
- (iv) After successful login, user able to see e-voting menu.
- (v) Click on the “**LINKINTIME/Brookfield India REIT**” to cast your vote.

METHOD 2 - By directly visiting the e-voting website of CDSL

- (i) Visit URL: <https://www.cdslindia.com/>
- (ii) Go to e-voting tab
- (iii) Enter Demat Account Number and PAN No.
- (iv) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- (v) After successful authentication, user will be provided with “**LINKINTIME/Brookfield India REIT**” link where the evoting is in progress.

B. UNITHOLDERS HAVING NSDL AS THEIR DEPOSITORY: TO FOLLOW THE BELOW PROCESS.***METHOD 1 – From IDeAS facility provided by NSDL*****➤ Users registered/opted for IDeAS**

- (i) Visit URL: <https://eservices.nsdl.com> and click on “**Beneficial Owner**” icon under “**Login**”.
- (ii) Enter user id and password. Post successful authentication, click on “**Access to e-voting**”
- (iii) Click on “**Brookfield India REIT**” or “**LINKINTIME**” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

➤ **Users not registered for IDeAS**

- (i) To register, click on the link <https://eservices.nsdl.com> and select “**Register Online for IDeAS Portal**” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.
- (ii) Proceed with completing the required fields.
- (iii) Post registration, user will be provided Login ID and password.
- (iv) After successful login, click on “**Access to e-voting**”.
- (v) Click on “**Brookfield India REIT**” or “**Link Intime**” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL

- (i) Visit URL: <https://www.evoting.nsdl.com/>
- (ii) Click on the icon “**Login**” which is available under ‘**Shareholder/Member**’ section
- (iii) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- (iv) Post successful authentication, you will be re-directed to NSDL depository site wherein you can see “**Access to e-voting page**”.
- (v) Click on “**Brookfield India REIT**” or “**LINKINTIME**” name and you will be redirected to Link Intime InstaVote website for casting your vote during the Remote e-voting period.

HELPDESK FOR INDIVIDUAL UNITHOLDERS FACING TECHNICAL ISSUE

CDSL - Write to CDSL at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43.

NSDL - Write to NSDL at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at depository/ depository participants website.

INSTRUCTIONS FOR UNITHOLDERS FOR REMOTE E-VOTING FOR UNITHOLDERS OTHER THAN INDIVIDUAL UNITHOLDERS:

STEP 1 - Registration

1. Go to <https://instavote.linkintime.co.in>
2. Click on Sign up under “**Corporate Body/Custodian/Mutual Fund**”
3. Fill up your entity details and submit the form.
4. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at S. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
5. Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
6. While first login, entity will be directed to change the password and login process is completed.

STEP 2 – Investor Mapping –

1. Go to <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
2. Click on “**Investor Mapping**” tab under the Menu Section
3. Map the Investor – Entity needs to provide the following details:
 - A. Entity’s demat details

- Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
- Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. Enter full name of the entity.

C. Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.

D. Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

4. Click on Submit button and investor will be mapped now.

5. The same can be viewed under the “**Report Section**”.

STEP 3 – Voting through remote e-voting.

The corporate unitholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

1. Login with credentials generated through registration in Step 1
2. Click on '**Votes Entry**' tab under the Menu section.
3. Event No. will be available on the home page of Instavote before the start of remote voting. Enter Event No. for which you want to cast vote;
4. Enter '16 digit Demat Account No.' for which you want to cast vote.
5. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
6. After selecting the desired option i.e., Favour / Against, click on 'Submit'.
7. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

METHOD 2 - VOTES UPLOAD:

Login with credentials.

1. Alternatively, you will be able to see the notification for e-voting in inbox.
2. Select '**View**' icon for '**Brookfield India REIT / Event number**'. E-voting page will appear.
3. Download sample vote file from '**Download Sample Vote File**' option; Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
4. Click on '**Submit**'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE:

1. The non-individual unitholders will only able to view the units on the portal once remote voting is activated.
2. The non-individual unitholders who are already registered on the InstaVote platform, can login through their user ID and password.

Helpdesk for institutional unitholders & evoting service provider is **LINKINTIME**.

In case unitholders for other than individuals have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - **Tel: 022-4918 6000**.

GENERAL INSTRUCTIONS:

The Unitholders are provided with the facility to cast their vote remotely on all resolutions set forth in this notice through Remote e-voting platform provided by Link Intime India Private Limited.

- i) The Remote e-voting facility shall be available during the following period:
 - a) Day, Date and time of commencement of Remote- e voting: Tuesday, November 26, 2024 at 9:00 A.M. (IST).
 - b) Day, date time of end of remote e-voting: Thursday, November 28, 2024 at 5:00 P.M (IST).
- ii) The voting rights of the unitholders holding units, in respect of e-voting shall be reckoned in proportion to their units in the unit capital as on the Cut-off Date being Friday, November 22, 2024. A person who is not a unitholder as on the Cut-off Date should treat Notice of this meeting for information purposes only.
- iii) The Remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Link Intime upon expiry of aforesaid period.
- iv) Details of person to be contacted for issues relating to e-voting (helpline): Mr. Ashish Upadhyay - Associate – Technology Group, Link Intime India Private Limited, Unit: Brookfield REIT, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai – 400 083, +91 22 49186000 (Extn: 2711) and enotices@linkintime.co.in.
- v) The Board of Directors of Manager has appointed Mr. Maneesh Gupta (Membership No. F 4982 and C. P. No. 2945), a Company Secretary in Practice, as the Scrutinizer to scrutinize the evoting process in a fair and transparent manner.
- vi) The non-individual unitholders who have not registered themselves on the Link Intime portal (e-service provider) for remote e-voting facility but are participating in the EM and voting on the day of EM shall forward/email the copy of the board resolution/power of attorney on the date of extraordinary meeting to scrutinizer i.e., Mr. Maneesh Gupta to guptamaneeshcs@gmail.com.
- vii) The Scrutinizer's decision on the validity of the vote shall be final.
- viii) Once the vote on a resolution stated in this notice is cast by unitholder through remote e-voting, the unitholder shall not be allowed to change it subsequently and such evote shall be treated as final. The unitholders who have cast their vote by remote e-voting may also attend the EM, however such unitholder shall not be allowed to vote again during the EM.
- ix) The Scrutinizer after scrutinizing the votes cast by remote e-voting and evoting during the EM will make a consolidated scrutinizer's report and submit the same forthwith not later than two (2) working days from the conclusion of the EM to the Chairperson of the Manager or a person authorized by him in writing, who shall countersign the same.
- x) The results declared along with the consolidated scrutinizer's report shall be hosted on the website of Brookfield India REIT i.e. <https://www.brookfieldindiareit.in/investors> and on the website of Link Intime India Private Limited i.e., <https://instavote.linkintime.co.in> The results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.

The resolutions shall be deemed to be passed at the principal place of business on the date of the EM, subject to receipt of the requisite number of votes in favour of the resolutions.

Information at Glance

Particulars	Details
Time, Day and Date of EM	12:30 P.M. IST Friday, November 29, 2024
Mode	Video Conferencing and other audio-visuals means Participation through video conferencing
Helpline number for VC participation	Contact No. – 022 49186175 Email id – instameet@linkintime.co.in
Cut-off date for e-voting	Friday, November 22, 2024
E-voting start time and date	09:00 A.M. (IST), Tuesday, November 26, 2024.
E-voting end time and date	05:00 P.M. (IST), Thursday, November 28, 2024.
EVENT No.	240793
Last date of sending question/queries in respect to notice	Monday, November 25, 2024
Name, address and contact details of Registrar and Transfer Agent and e-voting service provider	Mr. Ashish Upadhyay Associate -Technology Group Link Intime India Pvt. Ltd C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083 Email ID: enotices@linkintime.co.in Contact No. +91 22 49186000 (Extn: 2505)
Website of Brookfield India REIT and stock exchanges where notice along with the transaction document of unitholders meeting are available	A copy of this notice is available on the website of Brookfield India REIT viz https://www.brookfieldindiareit.in/investors , and may also be accessed from the relevant section of the websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com , respectively. The EM Notice will also be available on the website of Link Intime India Private Limited at instavote.linkintime.co.in .