

Brookfield Properties

January 14, 2022

BSE Ltd.

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
corp.relations@bseindia.com

SCRIP CODE: 543261

SCRIP ID: BIRET

National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra(E),
Mumbai-400051
cm1ist@nse.co.in

SYMBOL: BIRET

Sub: Intimation of voting results of Extraordinary Meeting of the unitholders of Brookfield India Real Estate Trust held on Friday, January 14, 2022

Dear Sir/Madam,

In continuation of our letter dated January 14, 2022, regarding summary of proceedings of the extraordinary meeting of unitholders of Brookfield India Real Estate Trust ("**Brookfield India REIT**") held on Friday, January 14, 2022 through video conferencing ("**VC**") / other audio-visual means ("**OAVM**") we wish to inform that the unitholders have duly approved all the items as set out in the notice of extraordinary meeting dated December 17, 2021, with requisite majority.

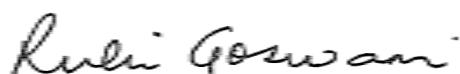
Details of the voting results along with the copy of the scrutinizer's report are enclosed for your reference and the same shall also be made available on the website of Brookfield India REIT at <https://www.brookfieldindiareit.in/regulatory-filings/#filings>.

Please take the above information on record.

Thank you.

Yours faithfully,

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



Ruhi Goswami

Compliance Officer

Cc:

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

Annexure 1**Brookfield India Real Estate Trust**

Combined Voting Results of the Extraordinary Meeting (EM) of the Unitholders of Brookfield India REIT held on January 14, 2022	
Date of Extraordinary Meeting (EM)	January 14, 2022
Total no. of Unitholders as on cut-off date – January 07, 2022	15,928
Total no. of Unitholders present in the meeting either in person or through proxy:	
Sponsor & Sponsor Group:	-
Public:	-
No. of Unitholders attended the meeting through Video Conferencing	
Sponsor & Sponsor Group:	7
Public:	6

Resolution Required: Simple Majority			1 - To consider and approve the acquisition of Seaview Developers Private Limited (to be passed by way of simple majority in accordance with Regulation 22 of the SEBI (Real Estate Investment Trusts) Regulations, 2014)					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	164619801	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	77986733	68715770	88.1121	67598770	1117000	98.3745	1.6255
	Poll		1918400	2.4599	0	1918400	0.0000	100.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		70634170	90.5720	67598770	3035400	95.7026	4.2974
Public Non Institutions	E-Voting	60195067	3294648	5.4733	3280823	13825	99.5804	0.4196
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3294648	5.4733	3280823	13825	99.5804	0.4196
Total		302801601	73928818	24.4149	70879593	3049225	95.8755	4.1245

Resolution Required : Simple Majority			2 - To consider and approve the aggregate consolidated borrowings and deferred payments of Brookfield India Real Estate Trust up to 35% of the value of the Brookfield India Real Estate Trust's Assets and matters related thereto (to be passed by way of simple majority in accordance with Regulation 22 of the SEBI (Real Estate Investment Trusts) Regulations, 2014)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	164619801	164619801	100.0000	164619801	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		164619801	100.0000	164619801	0	100.0000	0.0000
Public Institutions	E-Voting	77986733	68715770	88.1121	68715770	0	100.0000	0.0000
	Poll		1918400	2.4599	0	1918400	0.0000	100.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		70634170	90.5720	68715770	1918400	97.2840	2.7160
Public Non Institutions	E-Voting	60195067	3294848	5.4736	3282580	12268	99.6277	0.3723
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3294848	5.4736	3282580	12268	99.6277	0.3723
Total		302801601	238548819	78.7806	236618151	1930668	99.1907	0.8093

Resolution Required : Special Majority			3 - To consider and approve a preferential issue of 15,463,616 units of Brookfield India Real Estate Trust to BSREP India Office Holdings IV Pte. Ltd. (to be passed by way of special majority in accordance with Regulation 22 of the SEBI (Real Estate Investment Trusts))					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	164619801	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	77986733	68715770	88.1121	68715770	0	100.0000	0.0000
	Poll		1918400	2.4599	0	1918400	0.0000	100.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		70634170	90.5720	68715770	1918400	97.2840	2.7160
Public Non Institutions	E-Voting	60195067	3294848	5.4736	3280341	14507	99.5597	0.4403
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3294848	5.4736	3280341	14507	99.5597	0.4403
Total		302801601	73929018	24.4150	71996111	1932907	97.3855	2.6145

Resolution Required : Special Majority		4 - To consider and approve a preferential issue of 16,821,856 units of Brookfield India Real Estate Trust to third parties (to be passed by way of special majority in accordance with Regulation 22 of the SEBI (Real Estate Investment Trusts) Regulations, 2014) - SPECIAL						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	164619801	164619801	100.0000	164619801	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		164619801	100.0000	164619801	0	100.0000	0.0000
Public Institutions	E-Voting	77986733	63653970	81.6215	62228897	1425073	97.7612	2.2388
	Poll		1918400	2.4599	0	1918400	0.0000	100.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		65572370	84.0814	62228897	3343473	94.9011	5.0989
Public Non Institutions	E-Voting	60195067	45048	0.0748	30640	14408	68.0163	31.9837
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45048	0.0748	30640	14408	68.0163	31.9837
Total		302801601	230237219	76.0357	226879338	3357881	98.5416	1.4584

MANEESH GUPTA

18/15, 2nd Floor,
Shakti Nagar, Delhi-110 007
Ph: 9871208877

Combined Scrutinizer's Report on remote e-voting & e-voting conducted at the First Extra Ordinary Meeting ("EM") of the Unitholders of Brookfield India Real Estate Trust ("Brookfield REIT") held on Friday, January 14, 2022 at 4:30 p.m. IST through video conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

To,

Ms. Mangalagowri Bhat Axis Trustee Services Limited Axis House Bombay Dyeing Mills Compound Pandurang Budhkar Marg, Worli Mumbai 400 025 Maharashtra	Ruhi Goswami, Compliance Officer Brookprop Management Services Private Limited Acting as "Manager" of the Brookfield India Real Estate Trust Unit 1, 4th Floor, Godrej BKC Bandra Kurla Complex, Mumbai - 400051 Maharashtra
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Sub: Passing of Resolution(s) through remote e-voting as well as e-voting conducted at First Extra Ordinary Meeting.

Dear All,

Brookprop Management Services Private Limited referred to as "BMSPL" is acting as Manager of "Brookfield India Real Estate Trust" (hereinafter referred to as the "Brookfield REIT"). BMSPL had appointed me as the Scrutinizer for the remote e-voting process as well as to scrutinize the e-voting conducted at the First Extra Ordinary Meeting by the Manager to Brookfield REIT. I say, I am familiar and well versed with the concept of remote e-voting and e-voting system at the Extra Ordinary Meeting and I also confirm that the First Extra Ordinary Meet was conducted in fair and transparent manner.

Report on Scrutiny:

The notice dated December 17, 2021 and corrigendum to notice dated December 24, 2021, as confirmed by BMSPL was sent to the Unitholders of Brookfield REIT in respect of the below mentioned resolutions passed at the Extra Ordinary Meeting of Brookfield REIT through electronic mode to those Unitholders whose email addresses are registered with Brookfield REIT/ Depositories, in compliance with the Circular No. SEBI/HO/DDHS/DDHS/CIR/P/2020/102 dated June 22, 2020 and SEBI/HO/DDHS/DDHS_Div2/P/CIR/2021/697 dated December 22, 2021 of the Securities and Exchange Board of India issued by the Securities and Exchange Board of India.

- BMSPL had availed the services of Link Intime India Private Limited (“LI IPL”) for conducting remote e-voting by the Unitholders of Brookfield REIT and e-voting at the said Extra Ordinary Meeting. And LI IPL is the Registrar and Share Transfer Agent “RTA” for the Unitholders of the Brookfield REIT.
- The remote e-voting period commenced on Tuesday, January 11, 2022 (9:00 a.m. IST) and ended on Thursday, January 13, 2022 (5:00 p.m. IST) and the LI IPL remote e-voting platform was disabled thereafter.
- BMSPL had also provided e-voting facility to the Unitholders present at the EM through VC / OAVM and who had not cast their vote earlier.
- The Unitholders of Brookfield REIT holding Units as on the “cut-off” date of Friday, January 07, 2022, were entitled to vote on the resolutions as contained in the Notice of the Extra Ordinary Meeting.
- After the closure of e-voting at the Extra Ordinary Meeting, the report on voting done at the meeting and the votes cast under remote e-voting facility were unblocked and were counted.
- I have scrutinized and reviewed the remote e-voting and e-voting at the meeting and votes cast therein based on the data downloaded from the LI IPL e-voting system.
- The Management of BMSPL is responsible to ensure compliance with the requirements with respect to remote e-voting and e-voting at the Extra Ordinary Meeting on the resolutions contained in the notice of the Extra Ordinary Meeting.
- For the purpose of ensuring that the Unitholders who have cast their votes through remote e-voting do not vote again at the Extra Ordinary Meeting, LI IPL provided us with the names, DP ID / Client ID / Folio nos. and holding of the unitholders who had cast their votes through remote e-voting.
- Subsequently, the votes cast through remote e-voting and voting at meeting were unblocked at around 5.25 p.m. on January 14, 2022 in the presence of two witnesses Mr. Rajkumar and Ms. Priyanka who are not in the employment of Company and the voting summary statement was downloaded from LI IPL (<http://instavote.linkintime.co.in/>).
- My responsibility as scrutinizer for the remote e-voting and the e-voting at the Extra Ordinary Meeting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the resolutions. I now submit my combined Report as under on the result of the remote e-voting and the e-voting at the Extra Ordinary Meeting in respect of the said resolutions.

RESOLUTION No. 1 of the Notice (To be passed by a simple majority)

TO CONSIDER AND APPROVE THE ACQUISITION OF SEAVIEW DEVELOPERS PRIVATE LIMITED

(i) Voted for the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	116	70879593	95.88
Voting through electronic means	0	0	0
Total	116	70879593	95.88

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	7	1130825	1.53
Voting through electronic means	1	1918400	2.59
Total	8	3049225	4.12

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	NIL	NIL
Voting through electronic means	NIL	NIL
Total	NIL	NIL

Resolution No. 1 of the Notice passed with the requisite majority.

Resolution No. 2 of the Notice (To be passed by a simple majority)

TO CONSIDER AND APPROVE THE AGGREGATE CONSOLIDATED BORROWINGS AND DEFERRED PAYMENTS OF BROOKFIELD INDIA REAL ESTATE TRUST UP TO 35% OF THE VALUE OF THE BROOKFIELD INDIA REAL ESTATE TRUST'S ASSETS AND MATTERS RELATED THERETO

(i) Voted for the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	125	236618151	99.19
Voting through electronic means	0	0	0
Total	125	236618151	99.19

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	6	12268	0.01
Voting through electronic means	1	1918400	0.80
Total	7	1930668	0.81

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	NIL	NIL
Voting through electronic means	NIL	NIL
Total	NIL	NIL

Resolution No. 2 of the Notice passed with the special majority.

Resolution No. 3 of the Notice (To be passed by a special majority, i.e., where the votes cast in favour of the resolution are required to be not less than one and half times the votes cast against the resolution).

TO CONSIDER AND APPROVE A PREFERENTIAL ISSUE OF 15,463,616 UNITS OF BROOKFIELD INDIA REAL ESTATE TRUST TO BSREP INDIA OFFICE HOLDINGS IV PTE. LTD

(i) Voted for the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	112	71996111	97.39
Voting through electronic means	0	0	0
Total	112	71996111	97.39

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	12	14507	0.02
Voting through electronic means	1	1918400	2.59
Total	13	1932907	2.61

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	NIL	NIL
Voting through electronic means	NIL	NIL
Total	NIL	NIL

Resolution No. 3 of the Notice passed with the special majority.

Resolution No. 4 of the Notice (To be passed by a special majority, i.e., where the votes cast in favour of the resolution are required to be not less than one and half times the votes cast against the resolution).

TO CONSIDER AND APPROVE A PREFERENTIAL ISSUE OF 16,821,856 UNITS OF BROOKFIELD INDIA REAL ESTATE TRUST TO THIRD PARTIES

(i) Voted for the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	116	226879338	98.54
Voting through electronic means	0	0	0
Total	116	226879338	98.54

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	14	1439481	0.63
Voting through electronic means	1	1918400	0.83
Total	15	3357881	1.46

(iii) Invalid votes:

Mode	Number of members	Number of votes cast
Remote e-voting	NIL	NIL
Voting through electronic means	NIL	NIL
Total	NIL	NIL

Resolution No. 4 of the Notice passed with the special majority.

All the Resolutions mentioned in the Extra Ordinary Meeting Notice dated December 17, 2021 as per the details above stand passed under remote e-voting and e-voting conducted at the Extra Ordinary Meeting with the requisite majority and hence are deemed to be passed as on the date of the Extra Ordinary Meeting.

I hereby confirm that I am maintaining the Registers received from the LIPL who is the e-voting service provider (ESP) and the RTA both for votes cast through remote e-voting and e-voting conducted at the Extra Ordinary Meeting by the Unitholders of the Brookfield REIT. All other relevant records relating to the remote e-voting and e-voting conducted at the Extra Ordinary Meeting are under my safe custody and will be handed over to the Company Secretary of BMSPL for safe keeping, after the Chairman at the Extra Ordinary Meeting signs the Minutes.

Thanking you,

Yours faithfully,

**MANEESH
GUPTA**

Digitally signed by MANEESH GUPTA
DN: c=IN, o=Personal,
pseudonym=3c04c17858a1061a6df166b
1bfde39010d1c0f54ae547b42ece9d01c1
5b9c759, postalCode=110007, st=DELHI,
serialNumber=06c4e1c5fa8a816359f41c4
43bc8d49e4678628151dda1e79b040fec3
2065efe, cn=MANEESH GUPTA
Date: 2022.01.14 21:40:13 +05'30'

Maneesh Gupta
Practicing Company Secretary
FCS No.: 4982
CP No.: 2945
UDIN: F004982C002174701
January 14, 2022



Accepted by: _____
Ms. Mangalagowri Bhat
Axis Trustee Services Limited
Place: Mumbai
Date: January 14, 2022

Accepted by: _____
Ms. Ruhi Goswami,
Compliance Officer
Brookprop Management Services Private
Limited
Acting as "Manager" of the Brookfield India
Real Estate Trust
Place: Gurgaon
Date: January 14, 2022