

Brookfield Properties

May 27, 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

Subject: Outcome of meeting of board of directors of Brookprop Management Services Private Limited held on Friday, May 27, 2022

Dear Sir/Ma'am,

We wish to inform you that Board of Directors of Brookprop Management Services Private Limited, the manager of Brookfield India Real Estate Trust ("**Brookfield India REIT**") at its meeting held on Friday, May 27, 2022, through Audio-Visual Electronic Communication has, inter-alia:

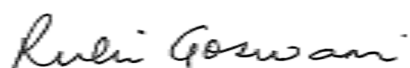
- i. Approved issuance of units of Brookfield India REIT for an aggregate amount not exceeding ₹ 50,000 million at a price not less than the price to be determined in accordance with provisions in relation to institutional placement in the Master Circular for Real Estate Investment Trust dated April 26, 2022 issued by the Securities and Exchange Board of India (as amended or clarified, the "**Circular**") to eligible investors through an institutional placement(s) in one or more placements, in accordance with provisions of the Securities and Exchange Board of India (Real Estate Investment Trusts), Regulations 2014 ("**REIT Regulations**") read with the Circular and other applicable law and subject to the approval of the unitholders of Brookfield India REIT under Regulation 22(6) of the REIT Regulations.
- ii. Approved the convening of an extraordinary meeting of unitholders of Brookfield India REIT and issue of notice for such extraordinary meeting to be held on Thursday, June 23, 2022 at 11:30 a.m. through video-conferencing / other audio visual means, for seeking approval of the unitholders for raising of funds through an institutional placement(s) of units of Brookfield India REIT for an aggregate amount not exceeding ₹ 50,000 million in one or more placements.

A copy of the notice of extraordinary meeting of unitholders scheduled to be held on Thursday, June 23, 2022, is enclosed herewith.

You are requested to take the above information on record.

Thanking You.
Yours Faithfully,

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



Ruhi Goswami

Vice President, General Counsel and Compliance Officer

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

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: Candor TechSpace IT/ ITES SEZ, Building 5A/10, Sector-48, Tikri (Near Subash Chowk), Gurugram 122 018, Haryana, India

Compliance Officer: Ms. Ruhi Goswami

Tel: +91 124 3821400; **E-mail:** reit.compliance@brookfield.com; **Website:** brookfieldindiareit.in

NOTICE

NOTICE IS HEREBY GIVEN THAT 2ND EXTRAORDINARY MEETING (“EM”) OF THE UNITHOLDERS OF BROOKFIELD INDIA REAL ESTATE TRUST (“BROOKFIELD INDIA REIT” AND SUCH UNITHOLDERS (THE “UNITHOLDERS”) WILL BE HELD ON THURSDAY, JUNE 23, 2022 AT 11:30 AM 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

APPROVAL OF RAISING OF FUNDS THROUGH AN INSTITUTIONAL PLACEMENT(S) OF UNITS NOT EXCEEDING ₹50,000 MILLION IN ONE OR MORE PLACEMENTS

To consider and if thought fit, to pass the following resolution by way of 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) 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 (**“REIT Regulations”**), as amended, including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time, the guidelines for preferential issue and institutional placement of units by listed real estate investment trust as per Master Circular for Real Estate Investment Trusts dated April 26, 2022 issued by Securities and Exchange Board of India (**“SEBI”**), as amended or clarified from time to time, including pursuant to the circulars dated November 27, 2019, March 13, 2020 and September 28, 2020 (**“REIT Master Circular”**), the terms of the trust deed dated July 17, 2020 and investment management agreement dated July 17, 2020, 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, the SEBI, the stock exchanges where the units of Brookfield India Real Estate Trust (**“Brookfield India REIT”**) 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 the consent of the unitholders, be and is hereby accorded to make invitations to offer, create, offer, issue and allot such number of units of Brookfield India REIT ("**Units**") to all or any qualified institutional buyers (as defined under the REIT Regulations) ("**Institutional Investors**") who are authorized to invest in Units under applicable law through an institutional placement(s) in one or more placements, (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 Rs. 50,000 million at such price or prices as the board of director of the manager of Brookfield India REIT ("**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 7.9(A)(7.9.1) 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 banker(s) including the discretion to determine the categories of Institutional 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 in case of issue and allotment of Units by way of an Institutional Placement, in terms of the REIT Master Circular, the following shall apply:

- (1.) the allotment of the Units shall be completed within 365 days from the date of this resolution at a price or prices as the Board or any committee constituted by the Board may deem fit, which shall not be lower than the QIP Floor Price with the authority to the Board or any committee constituted by the Board, to give a discount of up to 5% on the QIP Floor Price or such other discount as permitted under Applicable Law.
- (2.) the "**relevant date**" for the purpose of pricing of Units to be issued, shall be the date of the meeting in which the Board decides to open the proposed Issue;
- (3.) the new Units shall be allotted only in dematerialized form and shall rank pari passu in all respects including entitlement to distributions, voting rights or otherwise, with the existing Units of Brookfield India REIT as may be provided under the terms of issue and in accordance with the placement document(s);
- (4.) the Units to be created, issued and allotted shall be subject to the provisions of the trust deed and the investment management agreement of Brookfield India REIT;

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.

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 the Brookfield India REIT 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 committee constituted by the Board or authorised officials authorised by the Board or committee 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 the Brookfield India REIT 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 resolutions, 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 Board or to one or more directors or officers of the manager of Brookfield India REIT, in accordance with Applicable Law.

RESOLVED FURTHER THAT all actions taken by the Board (including any committee(s) thereof or any other authorised official by the Board or committee) authorized 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 the Brookfield India Real Estate Trust,
(acting through the Manager, Brookprop Management Services Private Limited)**

Sd/-

Ruhi Goswami

Vice President, General Counsel and Compliance Officer

Date: May 27, 2022

Place: Gurugram

Notes:

1. Considering, the growing concerns of COVID-19, practical difficulties being faced by the corporates for conducting their general meetings, and circular no. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2021/697 dated December 22, 2021 issued by the Securities and Exchange Board of India (“SEBI”), real estate investment trusts (“REITs”) are allowed to hold the meetings of unitholders through VC/ OAVM, without the physical presence of unitholders at a common venue. Hence, in compliance with the above Circular, the EM of unitholders of Brookfield India REIT is being held through VC/ OAVM.

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 Thursday, June 16, 2022, (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 any or all of the items of business specified in the accompanying Notice. Voting by electronic mode is a convenient means of exercising voting rights and may help to increase the unitholders’ participation in the decision-making process. It may be noted that the Remote e-voting facility is optional. 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:

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 extra ordinary meeting through OAVM through the Instameet platform of our Registrar and Transfer Agent detailed in **Annexure B** or;
 - (ii) Procedure and Instructions for “Remote e-voting” as **Annexure C**.
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., Thursday, June 16, 2022 will be entitled to cast their votes by Remote e-voting as well as voting in the EM.
 3. 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.
 4. 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.

5. As the EM shall be conducted through OAVM, the facility for appointment of proxy by the unitholders is not available for this EM, and hence, the proxy form and attendance slip including route map is not annexed.
6. **The explanatory statement setting out material facts, relating to business to be transacted at the extraordinary meeting is provided under Annexure A.**
7. Unitholders should read this notice alongwith the explanatory statement.
8. Relevant documents referred to in the accompanying Notice, if any, are open for inspection by the Unitholders by mentioning the name, demat account number, e-mail id, mobile number to reit.compliance@brookfield.com.
9. 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 as per the SEBI Circular no. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2021/697 dated December 22, 2021 read with SEBI circular no. SEBI/HO/DDHS/DDHS/CIR/P/2020/102 dated June 22, 2020.
10. 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.
11. 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.
12. Unitholders are requested to address all correspondence, including distribution matters, on the email Id reit.compliance@brookfield.com.
13. A copy of this notice is available on the website of Brookfield India REIT viz <https://www.brookfieldindiareit.in>, 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 is also available on the website of Link Intime India Private Limited at instavote.linkintime.co.in.
14. 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.

15. 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. Only questions / queries received by the Manager on or before 5.00 p.m. on Sunday, June 19, 2022, shall be considered and responded during the EM 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.

16. INSTRUCTIONS FOR UNITHOLDERS TO SPEAK DURING THE EXTRAORDINARY MEETING

Unitholders who would like to express their views/ask questions as a speaker at the EM may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID, PAN and mobile number reit.compliance@brookfield.com between Sunday, June 19, 2022 (9:00 a.m. IST) to Tuesday, June 21, 2022 (5:00 p.m. IST). The “Manager” reserves the right to restrict the number of speakers depending on the availability of time for the EM.

- Unitholders will get confirmation on first cum first basis depending upon the provision made by the “Manager”.
- Unitholders will receive “speaking serial number” once they mark attendance for the meeting.
- Other unitholders may ask questions to the panelist, via active chat-board during the meeting.
- Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- Unitholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

ANNEXURE A

EXPLANATORY STATEMENT:

Brookfield India Real Estate Trust 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 upto ₹ 50,000 million, to eligible institutional investors in accordance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (“**REIT Regulations**”), read with the Master Circular for Real Estate Investment Trusts (REITs) dated April 26, 2022 issued by the Securities and Exchange Board of India, as amended or clarified from time to time, including pursuant to the circulars dated November 27, 2019, March 13, 2020 and September 28, 2020 (together, the “**REIT Master Circular**”), and other applicable law.

Based on this unitholder resolution and subject to compliance with applicable law, Brookfield India REIT may undertake more than one placement within a period of one year from the date of the EM. Pursuant to para 7.2.1 of the REIT Master Circular, a resolution of the existing unitholders of the Brookfield India REIT approving the institutional placement is required in accordance with Regulation 22(6) of the REIT Regulations.

None of the directors or key managerial personnel of Brookprop Management Services Private Limited (Manager) (or their relatives) are interested in the Institutional Placement. None of the directors or key managerial personnel of Axis Trustee Services Limited (Trustee) are interested in the Institutional Placement.

The Board of Directors of the Manager recommends the passing of the above resolution in this Notice by way of 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).

ANNEXURE-B

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

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

- Select the “Brookfield India REIT” and ‘Event Date’ and register with your following details:

A. **Demat Account No. or Folio No.:** 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)/Company 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/Company.

Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is 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 Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on ‘Submit’.
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 – C

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

As per the SEBI circular dated December 9, 2020, 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.

Unitholders having CDSL as their Depository: To follow the below process

METHOD 1 – From Easi/Easiest

Users who have registered/ opted for Easi/Easiest

- i. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasi/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
- v. Click on the LINKINTIME/Brookfield India REIT and you will be redirected to “InstaVote” website for casting your vote

OR

Users not registered for Easi/Easiest

- i. The option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- 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 Link Intime/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 Link Intime link where the evoting is in progress.

Unitholders having NSDL as their Depository: To follow the below process

METHOD 1 - If registered/ opted for NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- 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 website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- 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 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 e-voting page.
- v. Click on Brookfield India REIT or LINKINTIME name and you will be redirected to Link Intime website for casting your vote during the Remote e-voting period.

METHOD – 3 - Login through depository participants:

- i. Individual unitholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.
- ii. After Successful login, unitholder will be able to see e-voting option.
- iii. Click on e-voting option, unitholder will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature.
- iv. Click on Brookfield India REIT or Link Intime, unitholder will be redirected to Link Intime website for casting their 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 - Individual

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 evoting. 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

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 evoting 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 & e- voting 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: Monday, June 20, 2022 at 9:00 am.
 - b) Day, date time of end of remote e-voting: Wednesday, June 22, 2022 at 5:00 pm.
- 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 Thursday, June 16, 2022. 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. Nihar Kudaskar - 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 e-voting 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 e-vote 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 e-voting during the EM will make a consolidated scrutinizer's report and submit the same

forthwith not later than 48 hours of conclusion of the EM to the Chairperson of the Manager or a person authorized by him in writing, who shall countersign the same.

- ix) The results declared along with the consolidated scrutinizer's report shall be hosted on the website of the Brookfield India REIT i.e. <https://www.brookfieldindiareit.in> 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 (BSE) and the National Stock Exchange of India Limited (NSE).
- x) The resolutions shall be deemed to be passed at the registered office of the Manager 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 and Date of EM	11:30 A.M. IST, Thursday, June 23, 2022
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	Thursday, June 16, 2022
E-voting start time and date	9:00 AM, Monday, June 20, 2022
E-voting end time and date	5:00 PM, Wednesday, June 22, 2022
EVENT No.	220144
Last date of sending question/queries in respect to notice	5:00 pm, Sunday, June 19, 2022
Name, address and contact details of Registrar and Transfer Agent and evoting service provider	Mr. Nihar Kudaskar 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: 2711)