

October 21, 2024

BSE Limited

The Corporate Relations Department,
25th Floor, P J Towers, Dalal Street
Fort, Mumbai – 400 001

SCRIP CODE: 543261**SCRIP ID: BIRET****SCRIP CODE OF CP – 726939, 727648****SCRIP ID OF CP- BIRET29424 & BIRET16824****National Stock Exchange of India Limited**

The Corporate Relations Department
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra(E),
Mumbai – 400 051

SYMBOL: BIRET

Subject: Submission of the Compliance Report on Corporate Governance of Brookfield India Real Estate Trust.

Dear Sir/Ma'am,

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and Chapter 16 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43, dated May 15, 2024, please find enclosed the Compliance Report on Corporate Governance of Brookfield India Real Estate Trust for the quarter ended September 30, 2024.

You are requested to take the above information on record.

Thanking You.
Yours Faithfully,

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

Saurabh Jain**Company Secretary & Compliance Officer****Cc:**

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

ANNEXURE I

Report on Governance to be submitted by the Manager on quarterly basis

- | | |
|------------------------|-----------------------------------------------|
| 1. Name of REIT | Brookfield India Real Estate Trust |
| 2. Name of the Manager | Brookprop Management Services Private Limited |
| 3. Quarter ending | September 30, 2024 |

I. Composition of Board of Directors of the Manager

Title (Mr./Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Non-Independent /Independent / Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	No. of directorships in all Managers /Investment Managers of REIT / InvIT and listed entities, including this Manager	No. of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager	Number of memberships in Audit/ Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager
										<i>(Refer Regulation 26A of REIT Regulations)</i>	<i>(Refer Regulation 26A of REIT Regulations)</i>
										Refer Note 1	Refer Note 1

BROOKPROP MANAGEMENT SERVICES PRIVATE LIMITED (As Manager of Brookfield India Real Estate Trust)

Registered Office of Manager: Godrej BKC, Office No.2, 4th Floor, Plot C-68, 3rd Avenue, G-Block, Bandra Kurla Complex, Mumbai – 400051

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

T: +91 11 4929 5555; 022-45832450 E: reit.compliance@brookfield.com; reit.manager@brookfield.com

Website of Brookfield India Real Estate Trust: <https://www.brookfieldindiareit.in/> CIN: U74999MH2018FTC306865

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Mr.	Ankur Gupta	PAN- AETPG8871Q DIN- 08687570	Chairman, Non-Executive Director/Non-Independent Director	March 2, 2020	-	-	-	1	Nil	2	Nil
Mr.	Alok Aggarwal	PAN- ACSPA9693D DIN- 00009964	Chief Executive Officer and Managing Director/ Non-Independent Director	February 12, 2024	-	-	-	1	Nil	1	Nil
Mr.	Thomas Jan Sucharda	PAN- NA DIN- 10084995	Non-Executive Director/Non-Independent Director	March 30, 2023	-	-	-	1	Nil	Nil	Nil
Mr.	Shailesh Vishnubhai Haribhakti	PAN- AAAPH0574L DIN- 00007347	Non-Executive Independent Director	August 31, 2020	August 31, 2022	-	49 months	5	4	4	4
Ms.	Akila Krishnakumar	PAN- AAUPK1138R DIN- 06629992	Non-Executive Independent Director	August 31, 2020	August 31, 2022	-	49 months	5	5	4	1
Mr.	Rajnish Kumar	PAN- AIJPK9858M DIN- 05328267	Non-Executive Independent Director	March 30, 2023	-	-	18 months	4	4	4	2

Whether Regular chairperson appointed - **Yes**

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Whether Chairperson is related to managing director or CEO - **No**

[§]PAN of any director would not be displayed on the website of Stock Exchange.

[&]Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the Manager in continuity without any cooling off period.

Note 1- As per Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("**SEBI Listing Regulations**") read with FAQs no. 8 issued by SEBI on September 20, 2021, a director shall act as a member in maximum ten (10) Audit Committee(s) and/ or Stakeholders Relationship Committee(s) ("**Committee**") and chairperson of more than five (5) Committees of listed entities and unlisted public limited companies put together. However, as per this format, the company has to report membership and/or chairpersonship in Committee of all Managers / Investment Managers of REIT / InvIT and listed entities and not the unlisted public companies. Accordingly, the membership and chairpersonship in the Committee of Managers / Investment Managers of REIT / InvIT and listed entities is considered.

However, please note that one of the independent directors of Manager – Mr. Shailesh Vishnubhai Haribhakti also holds position of membership in three (3) unlisted public companies. Accordingly, the total number of membership held by said independent director across all public companies whether listed or not and in Managers/Investment Manager of REIT/ InvIT is eight (8).

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II. *Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Independent/Independent /Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Shailesh Vishnubhai Haribhakti	Chairperson – Non-Executive Independent Director	September 26, 2020	-
		2. Ms. Akila Krishnakumar	Member - Non-Executive Independent Director	September 26, 2020	-
		3. Mr. Rajnish Kumar	Member – Non-Executive Independent Director	March 30, 2023	-
		4. Mr. Ankur Gupta	Member - Non-Executive/Non-Independent Director	September 26, 2020	-
2. Nomination & Remuneration Committee	Yes	1. Ms. Akila Krishnakumar	Chairperson - Non-Executive Independent Director	September 26, 2020	-
		2. Mr. Shailesh Vishnubhai Haribhakti	Member - Non-Executive Independent Director	September 26, 2020	-
		3. Mr. Rajnish Kumar	Member – Non-Executive Independent Director	March 31, 2023	-
3. Risk Management Committee	Yes	1. Mr. Ankur Gupta	Chairman - Non-Executive/Non-Independent Director	March 30, 2023	-
		2. Mr. Shailesh Vishnubhai Haribhakti	Member - Non-Executive Independent Director	March 30, 2023	-
		3. Ms. Akila Krishnakumar	Member - Non-Executive Independent Director	March 30, 2023	-

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		4. Mr. Alok Aggarwal	Member - Chief Executive Officer and Managing Director / Non-Independent Director	March 30, 2023	-
		5. Mr. Amit Jain	Member - Chief Financial Officer	May 9, 2024	-
		6. Mr. Ankit Gupta	Member - President	May 9, 2024	-
4. Stakeholders Relationship Committee	Yes	1. Ms. Akila Krishnakumar	Chairperson - Non-Executive Independent Director	March 30, 2023	-
		2. Mr. Ankur Gupta	Member – Non-Executive /Non-Independent Director	September 26, 2020	-
		3. Mr. Alok Aggarwal	Member – Chief Executive Officer and Managing Director / Non-Independent Director	February 12, 2024	-
5. CSR & Sustainability Committee Meeting	Yes	1. Ms. Akila Krishnakumar	Chairperson - Non-Executive Independent Director	September 26, 2020	-
		2. Mr. Ankur Gupta	Member – Non-Executive/Non- Independent Director	September 26, 2020	-
		3. Mr. Alok Aggarwal	Member – Chief Executive Officer and Managing Director / Non-Independent Director	February 12, 2024	-
<p><i>&Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.</i></p> <p><i>* The details of only permanent committees of the board are given above.</i></p>					

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III. Meetings of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
		Yes / No			
09.05.2024	07.08.2024	Yes	6	3	The gap between the board meetings held on 09.05.2024 and 15.05.2024 was 6 days
15.05.2024					The gap between the board meetings held on 15.05.2024 and 24.06.2024 was 40 days
24.06.2024					The gap between the board meetings held on 24.06.2024 and 07.08.2024 was 44 days
<i>* to be filled in only for the current quarter meetings</i>					

IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days) **</i>
	Yes / No				
Audit Committee					

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07.08.2024	Yes	4	3	09.05.2024	The gap between the two committee meetings held on 09.05.2024 and 15.05.2024 was 6 days
				15.05.2024	The gap between the two committee meetings held on 15.05.2024 and 24.06.2024 was 40 days
				24.06.2024	The gap between the two committee meetings held on 09.05.2024 and 07.08.2024 was 44 days
Stakeholder Relationship Committee Meeting					
No meeting held during this quarter	-	-	-	15.05.2024	Not Applicable, as there was no Stakeholder Relationship Committee Meeting during this quarter.
				24.06.2024	
Nomination And Remuneration Committee Meeting					
07.08.2024	Yes	3	3	09.05.2024	The gap between the two committee meetings held on 09.05.2024 and 07.08.2024 was 90 days
Risk Management Committee Meeting					
07.08.2024	Yes	4 <i>Refer Note 2</i>	2	No meeting held during the last quarter	Not Applicable, as there was no Risk Management Committee Meeting during the last quarter and 210 days have not lapsed since the last Risk Management Committee Meeting was held on February 12, 2024.
* to be filled in only for the current quarter meetings.					
**This information has to be mandatorily given for audit committee and risk management committee. For rest of the committees, giving this information is optional.					

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Note 2: Composition of Risk Management Committee includes 4 (four) directors (including 2 Independent Directors) and 2 (two) Senior Management, as mentioned in point no. 3 of Table II – Composition of Committee. Further, the Table IV – Meeting of Committee, requires to mention the no. of directors present in the committee meeting, therefore, in risk management committee meeting held on August 7, 2024, we have only considered the directors and have excluded the senior management for the purpose of above table. However, all the members were present throughout the meeting held on August 7, 2024.

V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014. - **Yes**
2. The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014
 - a. Audit Committee - **Yes**
 - b. Nomination & Remuneration Committee - **Yes**
 - c. Stakeholders Relationship Committee - **Yes**
 - d. Risk management committee - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014. – **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors of the Manager. Any comments/observations/advice of the board of directors may be mentioned here – **Yes, the previous report, filed for the quarter ended June 30, 2024, was placed before the Board of Directors of the Manager, at their meeting held on August 7, 2024. No comments/observations were received on the same. The current report filed for the quarter ended September 30, 2024, will be placed before the Board of Directors of the Manager in the upcoming Board Meeting.**

Name & Designation

Saurabh Jain

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Company Secretary and Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the Manager and instead a statement “same as previous quarter” may be given.

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