



June 03, 2024

To,
The Corporate Relations Department,
The National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.

To,
The Corporate Relations Department,
Department of Corporate Services,
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001.

Re: Script Symbol “EMBASSY”, Scrip Code 542602 and Scrip Code 973434, 973545, 973546, 973910, 974885, 975051, 975056 and 975311(NCDs) and Scrip Code 726239 and 726240 (CPs).

Dear Sir/ Madam,

Subject: Intimation under Regulation 21, 22, 23(2), 23(5)(e) and 23(5)(i) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014

We wish to inform you that the Board of Directors of Embassy Office Parks Management Services Private Limited (“**Manager**”), Manager to Embassy Office Parks REIT (“**Embassy REIT**”), through resolutions passed by circulation on June 03, 2024, *inter-alia*:

1. Approved the Annual Report of Embassy REIT for the year ended March 31, 2024. The Annual Report is enclosed as **Annexure 1**;
2. Approved convening of the Sixth Annual Meeting of the Unitholders of Embassy REIT for the year ended March 31, 2024, on Thursday, June 27, 2024 at 1100 Hrs IST at Grand Ballroom, Four Seasons Hotel, Embassy One, No.8 Bellary Road, Ganganagar, Bangalore – 560063 and also through Video Conferencing / Other Audio Visual Means (“**Sixth AM**”). The Notice of the Sixth AM is enclosed as **Annexure 2**;
3. Took on record the Detailed Valuation Report of Embassy REIT dated May 30, 2024 issued by Ms. L Anuradha, MRICS, Independent Valuer, with independent property consultant review services undertaken by Cushman & Wakefield (India) Private Limited. The Detailed Valuation Report is enclosed as **Annexure 3**; and
4. Approved the change in the principal place of business of Embassy REIT to 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka – 560 032.

Thanking you,

For and on behalf of **Embassy Office Parks REIT** acting through its Manager, **Embassy Office Parks Management Services Private Limited**

Vinitha Menon
Company Secretary and Compliance Officer
A25036

Encl: As above



CELEBRATING
5 YEARS

As India's First Listed REIT

Annual Report
FY2023-24



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Summary Valuation Report

Key Highlights FY2023-24

45.4 msf*
Portfolio

₹36,852 mn
Revenue from operations

8.1 msf
Total lease-up

↑ 8% y-o-y

₹29,819 mn
Net operating income

85%
Occupancy⁽¹⁾

₹20,219 mn
Distributions

↑ 8% y-o-y

100%
Distribution Payout

66%
Leased to GCCs

1) As of March 31, 2024

* Includes completed, under-construction and proposed future office development | As of March 31, 2024

Awards and Certifications



5-star Rating, Global Sector Leader for Office Developments



5-star Rating for 100% Operational Portfolio⁽¹⁾



Portfolio Score of 60; 48 Buildings WELL Gold Certified⁽²⁾



Golden Peacock Award 2023 for Sustainability



Multiple Recognitions at Asia Property Awards 2023



World's Largest USGBC LEED Platinum 'v4.1 O+M' Office Portfolio

LEED Zero

35 Buildings Certified for LEED Net Zero Water

1) Excludes Embassy Business Hub for which occupancy certificate was received in Nov'23

2) In addition, 47 buildings were WELL Pre-certified and WELL Health Safety Rating was received for 100% Operational Portfolio (excluding Embassy Business Hub for which occupancy certificate was received in Nov'23)



Embassy TechVillage, Bengaluru

Introduction and Overview

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India's First Listed REIT

Embassy REIT is India's first publicly listed REIT. As Asia's largest office REIT by area, Embassy REIT owns and operates a 45.4 msf of nine infrastructure-like office parks and four city-centre office buildings in India's best-performing office markets of Bengaluru, Mumbai, Pune, and the National Capital Region.

Embassy REIT's portfolio comprises 36.5 msf of completed operating area and is home to 255 of the world's leading companies. The portfolio also includes strategic amenities, including four operational business hotels, two under-construction hotels, and a 100 MW solar park that supplies renewable energy to occupiers.

Quick facts

13
Grade-A office parks and city-centre office buildings

255
Blue-chip occupiers

250,000+
Occupiers' employees

6.1 msf
Ongoing development

4
Cities

1,614*
Hotel keys

*Includes completed, under-construction and proposed future hotel development

Our sponsors



Embassy Group is a leading Indian real estate developer. Embassy Group has completed over 85+ msf of commercial, residential, retail, hospitality, services, and educational spaces since the mid-1990s.



Blackstone is a leading global alternative investment firm that invests on behalf of pension funds, large institutions, and individuals. As of March 2024, Blackstone managed over US\$1 trillion in total assets.

Embassy TechVillage, Bengaluru

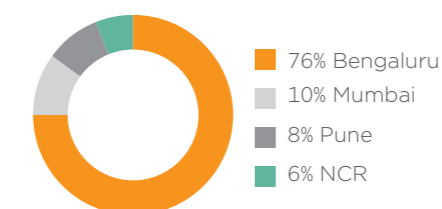
Key Embassy REIT Strengths

- Leading presence in key office markets with occupiers from high-growth technology and services sectors
- Multiple embedded growth levers such as contractual escalations, mark-to-market rental reversions, on-campus development, low leverage, and inorganic growth opportunities
- Backed by world-class sponsors with leading footprints in commercial real estate in India and globally
- Highly experienced management team with over 20 years of experience across asset management, operations, acquisitions and capital markets
- World-class tenant base with strong credit covenants

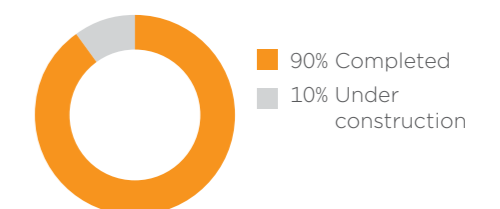
Portfolio

Our differentiated office portfolio serves as essential infrastructure for multinational corporations.

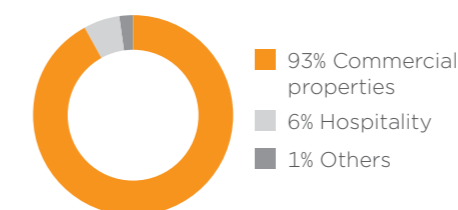
GAV break-up by geography⁽¹⁾



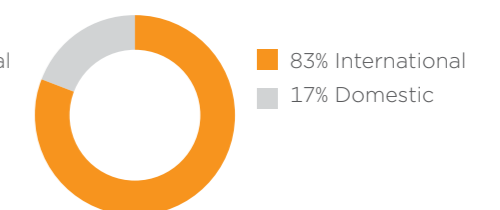
GAV break-up by construction status⁽¹⁾



GAV break-up by segment⁽¹⁾



Occupier Mix by Rental Obligations⁽²⁾



Notes:

1) Gross Asset Value (GAV) considered per March 31, 2024, valuation undertaken by Ms. L. Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually

2) Occupier mix based on Gross Annualised Rental Obligations as at March 31, 2024

The future holds immense promise for the Indian REIT sector



“Our vision was clear: to provide investors with the opportunity to participate in the long-term growth potential of commercial real estate in India.”

Dear Unitholders,

I am pleased to present our FY2024 Annual Report, marking another year of significant achievements and growth for Embassy REIT.

Five years ago, we embarked on a journey as India's pioneering Real Estate Investment Trust (REIT), and today, we stand proud of our accomplishments and the transformative impact we've had on the Indian commercial real estate landscape.

Our listing in 2019 marked a historic milestone, not just for Embassy REIT but for the entire Indian REIT sector. We believed then, as we do now, that Indian office spaces deserve a place in the globally recognised REIT asset class. Our vision was clear: to provide investors with the opportunity to participate in the long-term growth potential of commercial real estate in India.

Reflecting on our journey fills me with immense pride. Despite facing unprecedented challenges, including a global pandemic and market headwinds, we have achieved remarkable success. We have curated a world-class office portfolio spanning over 45 million square feet, hosting over 250 leading corporates from around the world. Our leasing activities have been robust, with a total of 19.5 msf leased across numerous deals. Additionally, we have expanded our portfolio through strategic acquisitions, including Embassy TechVillage and launched one of India's largest mixed-use complexes with the Hilton hotel at Embassy Manyata. We've also remained at the forefront of the ESG narrative, setting the standard for sustainability, with recognition from renowned global institutions. Looking ahead, we are guided by a clear strategy to further grow the business, creating even greater value for all our stakeholders.

Today, the office sector in India is experiencing a significant boom, driven by an unparalleled demand from companies across every industry. India's allure as a destination for Global Capability Centres (GCCs) has

only intensified, with major corporations worldwide establishing their presence in the country. We're seeing pre-pandemic levels of office absorption, with major office markets like Bengaluru, Delhi, Mumbai and Hyderabad continuing to attract top global companies.

The growth vectors we are witnessing in sectors like office and retail, coupled with the steady flows of funds into financial asset classes by Indians, are already finding their way into REITs. The benefits of the REIT structure for a country like India, with its growth tailwinds, are enormous and far outweigh the near-term costs. The idea that commercial real estate can pay out a 7-8% distributions has propelled the growth of retail investment in the asset class quite sharply.

Since Embassy REIT's listing in 2019, we have distributed approximately ₹9,900 crores and have seen a remarkable 23-fold expansion of our investor base, now exceeding 90,000 unitholders.

Looking ahead, our focus remains on growing occupancy, strengthening leasing efforts, and maximising distributions in the years to come.

In closing, I want to express my heartfelt gratitude and appreciation to each one of you for your contribution to our journey. Five years may seem like a significant milestone, but for us, it's just the beginning. Here's to many more years of growth, prosperity, and partnership.

Thank you once again for your support and trust.

Committed to delivering value and driving sustainable growth for all stakeholders



Aravind Maiya
Chief Executive Officer

“FY2024 has been a blockbuster year for us, marked by exceptional performance and robust growth. We surpassed our initial leasing guidance by a remarkable 35%, leasing a record 8.1 msf space, underscoring the strong demand for our premium office spaces.”

Dear Unitholders,

As we mark the fifth anniversary of Embassy REIT's listing, I am delighted to reflect on our journey and share updates on our continued growth and success.

FY2024 has been a blockbuster year for us, marked by exceptional performance and robust growth. We surpassed our initial leasing guidance by a remarkable 35%, leasing a record 8.1 msf space, underscoring the strong demand for our premium office spaces. Our occupancy levels grew to 85%, with Bengaluru and Mumbai, our core markets, reaching impressive levels of 91% and 99% respectively.

A significant portion of our leasing was driven by Global Capability Centres (GCCs), which accounted for over 65% of our annual leasing activity. The continued influx of GCCs into India, across various sectors, is a testament to India's growing stature as a preferred destination for global corporations. With 72% of the Global 500 companies yet to establish a GCC in India (as per an industry report), we anticipate this demand trend to continue, presenting ample opportunities for further growth and monetisation.

Looking ahead, our guidance for FY2025 reflects our confidence in the Indian office market, with projected total leasing of 5.4 msf and a ~7% distribution growth year-on-year.

Our current development pipeline of 6.1 msf, focused in Bengaluru, is a key lever in driving our Net Operating Income (NOI) and Distribution Per Unit (DPU) growth over the next few years. Out of this, 4.7 msf is set for completion within the next 2 years, with 84% already pre-leased, including expansion options. Additionally, our hotel portfolio demonstrated a strong performance, with a 6% year-on-year increase in occupancy, 14% growth in Average Daily Rate (ADR) and an almost 2x increase in annual EBITDA to ₹184 crores.

We are also pleased to announce our entry into a new growth market with the proposed acquisition of Embassy Splendid TechZone in Chennai. This acquisition will further strengthen our portfolio, positioning us as one of the largest office REITs

globally and underlining our commitment to delivering value for our unitholders. Our strong balance sheet, with an industry-leading debt cost of 7.8% and dual AAA/Stable credit ratings, provides us with a solid foundation to finance our growth initiatives.

Furthermore, our Environmental, Social, and Governance (ESG) practices continue to position us as a market leader in the industry. Recently, we were included in the 2023 Dow Jones Sustainability Indices, making us the first REIT in India to be recognised for our sustainability initiatives by a leading global benchmark. We also received the highest number of WELL Certifications globally for our pan-India office portfolio from International WELL Building Institute (IWBI), underscoring our commitment to sustainability.

At the heart of our business lies a strong focus on our client relationships. To celebrate our valued clients and partnerships, we hosted the second edition of our flagship 'Occupier Connect' Forum in March in Bengaluru. Themed, 'Powering India's growth', this year's agenda delved into India's growth story and particularly focused on the phenomenal growth of GCCs in the country. With over 300 of our corporate occupiers and strategic partners in attendance, the event was a grand success.

I would also like to highlight that in December 2023, Blackstone (one of our sponsors along with Embassy Group) divested their shareholding of 23.6% in Embassy REIT. This stake was acquired up by many prominent global and domestic institutional investors. Blackstone have been a great partner to us, and I would like to thank them for all their support over the years.

This transaction further reinforces the success of REITs in India and demonstrates how leading investors are looking at high-quality REITs like Embassy REIT in their portfolios. Our public shareholding has continued to increase as a result and has gone up from 30% at IPO to 92% today, further strengthening our governance.

As I close, on behalf of the entire team at Embassy REIT, I want to express my sincere gratitude for your continued support and trust. As we look to the future, we remain committed to delivering value and driving sustainable growth for all our stakeholders.

A best-in-class structure with the strongest safeguards for unitholders

Embassy REIT's structure aligns with the regulatory framework prescribed by SEBI.

Axis Trustee Services Limited is the trustee on behalf of the Unitholders, while Embassy Office Parks Management Services Private Limited (EOPMSPL) is the Manager of the Embassy REIT. EOPMSPL is jointly owned by the Embassy Sponsor and certain entities forming part of the Blackstone Sponsor Group.

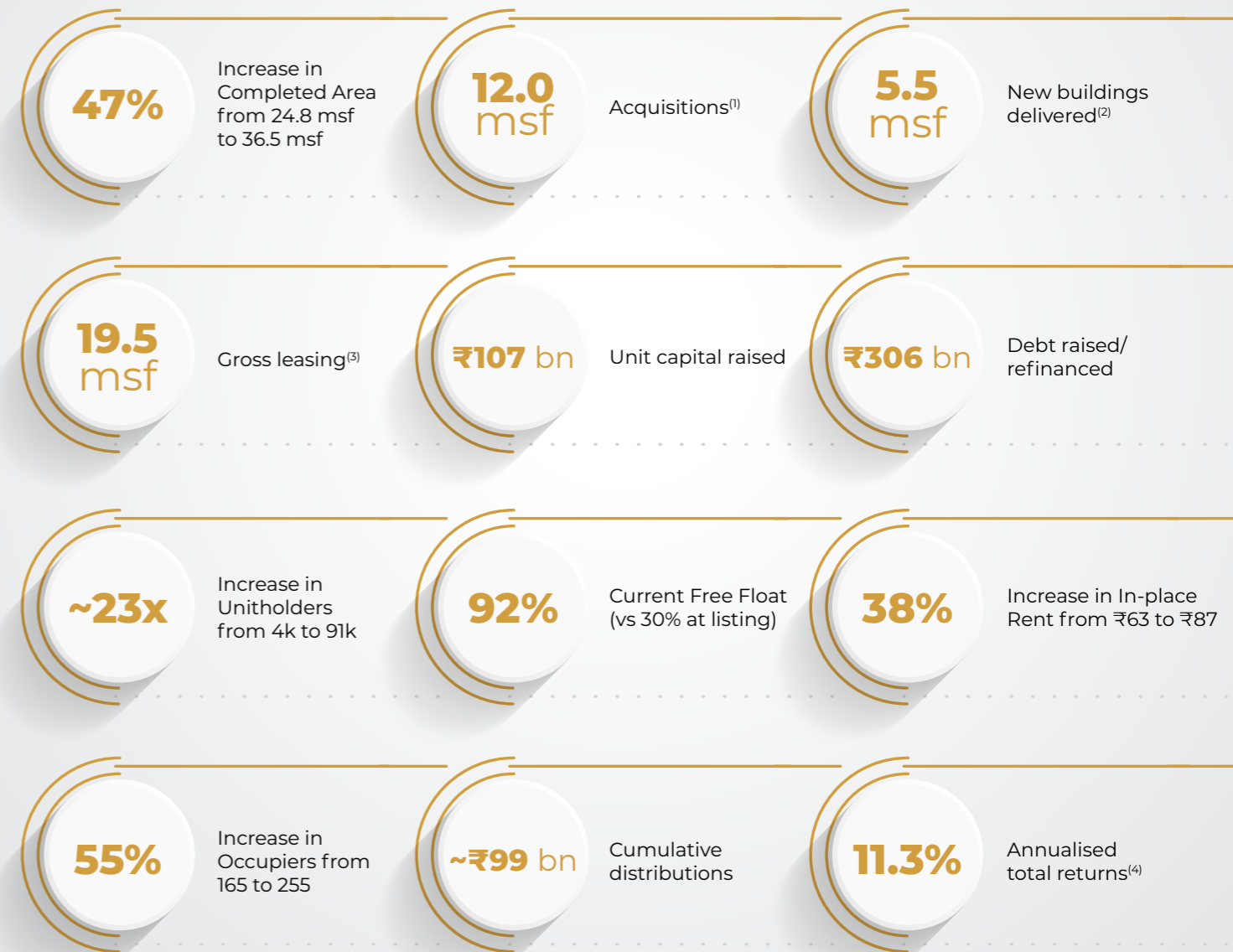
Embassy REIT was established on March 30, 2017 at Bengaluru, Karnataka, India as an irrevocable trust under the provisions of the Indian Trusts Act, 1882 pursuant to a trust deed dated March 30, 2017 and amended on September 11, 2018 and February 29, 2024.



Embassy Oxygen, Noida

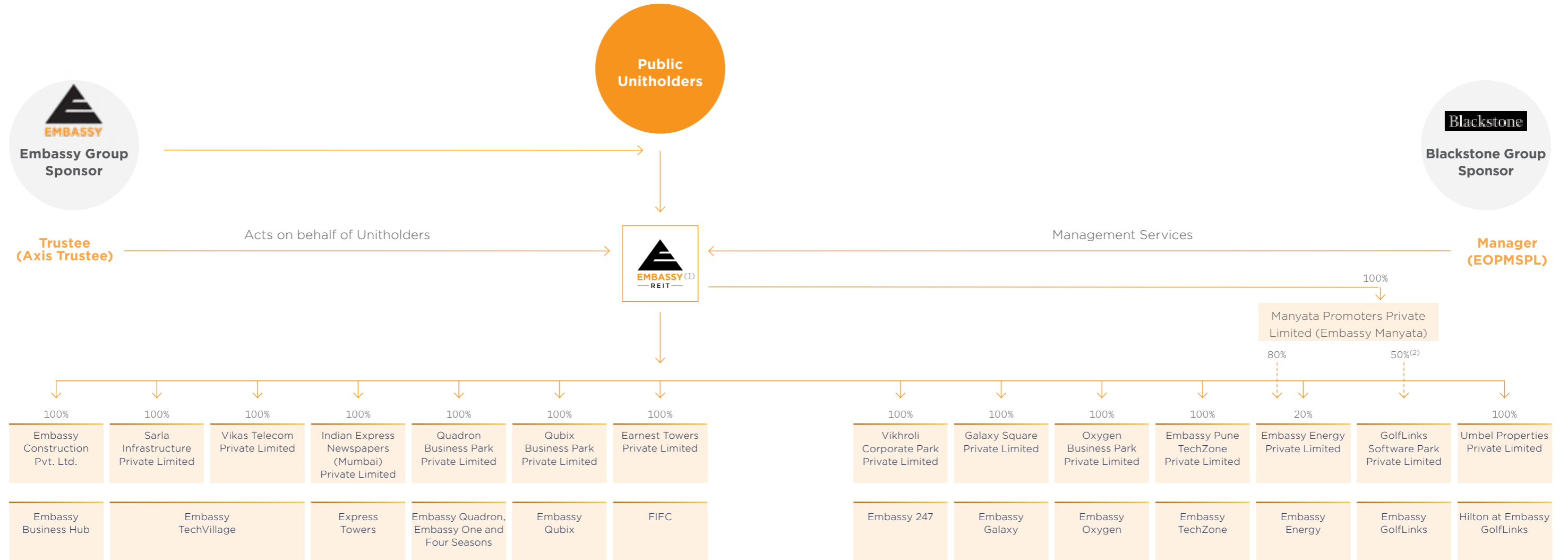


Since listing, Embassy REIT has demonstrated strong operational performance and delivered annualised total returns of over 11%



Notes: All data calculated from April 1, 2019 to March 31, 2024, unless specified otherwise

- 1) Includes Embassy TechVillage (9.6 msf), Embassy Business Hub (1.4 msf), GLSP add-on acquisition (0.4 msf) and M3 Block B at Embassy Manyata (0.6 msf)
- 2) Includes NXT Embassy Manyata (0.8 msf), T1 & T2 Embassy Oxygen (1.3 msf), H&G Embassy TechZone (0.9 msf), M3A Embassy Manyata (1.0 msf), Ph1 Embassy Business Hub (0.4 msf) and JPM BTS Embassy TechVillage (1.1 msf)
- 3) Includes new leases, pre-leases and renewals
- 4) Includes annualised capital appreciation of 4.3% (on the basis of NSE closing price as of March 28, 2024 of ₹369.6) and 7.1% distribution yield (on the basis of IPO price of ₹300 and total distributions paid out since listing)



Notes: 1) The 100% owned entities are held jointly with nominee shareholders for the Embassy REIT
2) Balance 50% owned by JV partner



Embassy TechVillage, Bengaluru

Our occupiers

Providing best office solutions to leading global companies

Our occupiers are predominantly multinational corporations, and many of them are household names globally. These companies hire Indian talent for their skills and ability to run their global operations. 33% of our rentals come from technology occupiers, and 47% gross rentals are from Fortune Global 500® Companies.

Quick facts



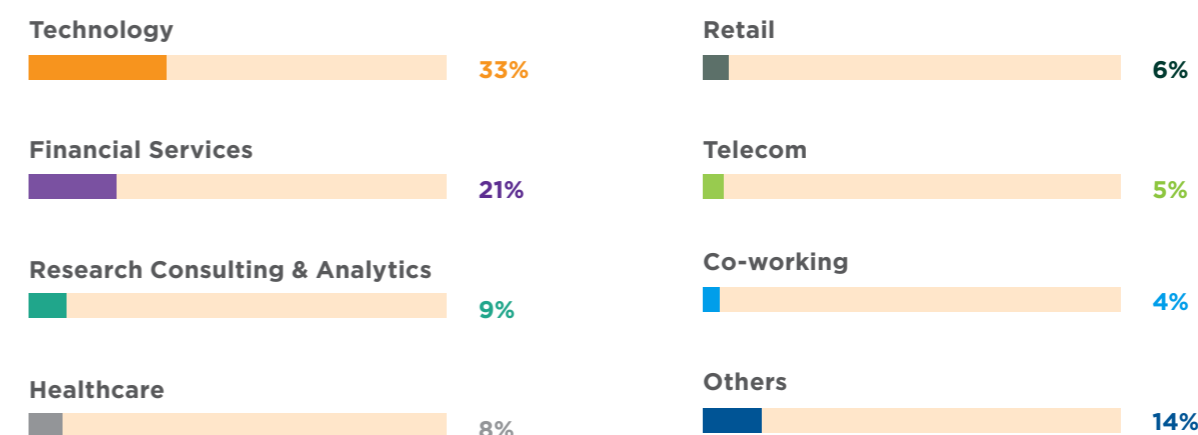
* Includes only publicly listed companies amongst our top 10 tenants

GCCs and Tech occupiers constitute over 70% of our total occupier base, which now boasts of 255 marquee names

Top 10 occupiers	Sector	% of rentals
JP Morgan	Financial Services	6.1%
Global Technology and Consulting Major	Technology	5.8%
ANSR	Consulting	3.8%
Cognizant	Technology	3.7%
NTT Data	Technology	3.1%
Wells Fargo	Financial Services	2.9%
Flipkart	E-Commerce	2.7%
WeWork	Co-working	2.7%
Global Technology Infra Services Major	Technology	2.6%
Optum Global	Healthcare	1.9%
Total		35.2%



Industry diversification⁽¹⁾



Note:
1) Based on Gross Annualised Rental Obligations as of March 31, 2024

Located in India's best performing office markets

Our Grade A properties are located in India's prime gateway cities and have consistently led office absorption in the Indian real estate market.



Embassy Oxygen, Noida

Market fundamentals

- Strong demand continues for India office, with continued influx of leading global corporates setting up and expanding centers
- Gross absorption up by 18% y-o-y (13.6 msf in 1Q CY2024 vs 11.6 msf in 1Q CY2023), exceeding supply additions during the period⁽¹⁾
- GCCs continue to drive demand - in CY2023, 85 centers were set up in India, including 49 new entrants⁽²⁾
- Demand led by BFSI, engineering and manufacturing firms; initiation of multiple enquiries as well as closure of large deals
- With balanced demand-supply dynamics in our key markets, range-bound vacancies and marginal rent growth was witnessed

Source:

- 1) CBRE
- 2) NASSCOM, Zinnov - India GCC Trends, Half Yearly Analysis, H1 CY2023, Sep'23, Quarterly Analysis - Q3 CY2023, Dec'23, Quarterly Analysis - Q4 CY2023, Mar'24

City-wise Performance (Apr'23 to Mar'24)

City	Gross Absorption (msf)	Supply (msf)	Vacancy (%)
Bengaluru	16.5	15.6	14%
NCR	8.9	3.1	28%
Mumbai	8.4	6.1	23%
Pune	5.7	3.4	21%
Embassy REIT Markets	39.5	28.3	21%
Chennai	9.5	6.5	17%
Hyderabad	10.7	17.3	27%
Kolkata	1.1	0.4	32%
Other Market	21.2	24.1	24%
Total	60.7	52.4	22%

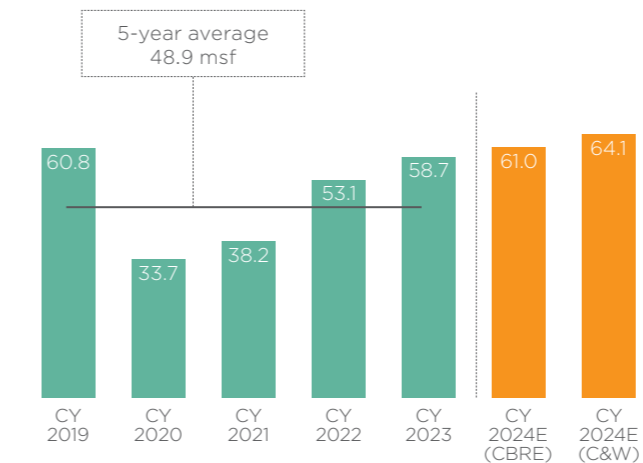
Source: CBRE, Embassy REIT

Demand and supply outlook

Gross office absorption projected to continue last year's highs, primarily driven by GCC demand. Supply remains balanced in our micro-markets, with only 21% comparable and competing supply.

Demand outlook

Gross Absorption (msf)

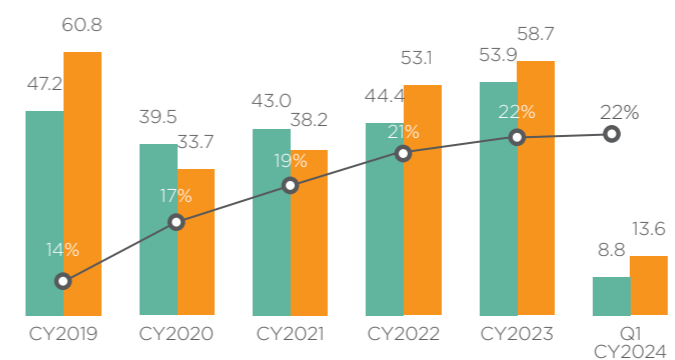


Source: CBRE, Embassy REIT

Driven by India's structural cost and scale advantages, long-term growth outlook for India office remains positive, especially for premium wellness-oriented office buildings.

Annual demand and supply trends

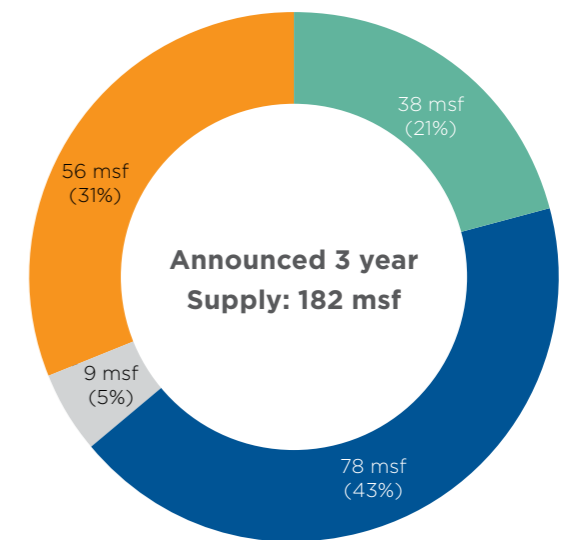
(msf)



- Gross Absorption (msf)
- Supply (msf)
- Vacancy (%)

Source: CBRE, Embassy REIT

Supply Outlook



- Comparable and competing supply in REIT markets
- Non-comparable or unrealistic supply in REIT markets
- Pre-committed supply in REIT markets
- Supply in Non-REIT markets

Source: CBRE, Embassy REIT



Embassy TechZone, Pune

Investment objectives

Creating value. Maximising growth.

We invest in high-quality assets with the objective of maximising NAV growth and paying distributions to Unitholders.

Inorganic growth opportunities

Our strong balance sheet and network provides us with a steady acquisitions pipeline. We remain focused and disciplined in pursuing opportunities which enhance Unitholder value.



Embassy TechVillage backland ROFO⁽¹⁾⁽²⁾
(Bengaluru, up to 4.2 msf)



Embassy Splendid TechZone ROFO⁽¹⁾
(Chennai - 5 msf)⁽³⁾

Acquisition criteria

- Large-scale, high-quality trophy assets with global occupiers
- Located in top six cities and dominant in respective micro-markets
- Stable cash flows with strong embedded growth – both MTMs on leases and new development potential
- Accretive acquisition for Unitholders, with optimum financing mix of debt and equity

Notes:

- 1) There can be no assurance that Embassy REIT will enter into any definitive arrangements for any of the acquisition deals in pipeline
- 2) Acquisition of ETV by the Embassy REIT excluded approximately 19.39 acres being developed by Embassy Commercial Projects (Whitefield) Private Limited (“Embassy Whitefield”), an entity which is owned by certain Blackstone entities and certain third-party shareholders, which area has been leased by VTPL to Embassy Whitefield on a long-term basis. The Embassy REIT has been granted a right of first offer in respect of the controlling interest in Embassy Whitefield by the shareholders of Embassy Whitefield
- 3) Embassy REIT announced acquisition of 5 msf Embassy Splendid TechZone, Chennai on April 06, 2024 subject to unitholder approval and other conditions

Our strategy

Embassy REIT aims to maximise the total return for Unitholders by targeting growth in NOI, distributions and in NAV per Unit.

The operating and investment strategies we intend to execute to achieve this goal include:

01

Capitalising on our Portfolio’s embedded organic growth and new development opportunities by

- Leasing up vacant space
- Delivering on-campus development

02

Disciplined acquisition strategy with strong balance sheet including

- Right of First Offer (‘ROFO’) assets to drive growth
- Third-party acquisitions with focus on long-term growth

03

Proactive asset management to drive value through

- Proactive property management
- Focus on occupier retention
- Adherence to world-class ESG standards

04

Industry-leading Corporate Governance

- Majority of Directors are Independent
- Strong safeguards related to Leverage, Related Party Transactions and Unitholders’ Interests



Performance and Business Review

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Embassy TechVillage, Bengaluru

Key performance indicators

Delivering a stellar business performance

With 8.1 msf of total leasing, 2.2 msf of new office deliveries and ₹72 bn of debt refinancing at best-in-class interest rates, we surpassed our leasing guidance and delivered on our financial guidance.

Proactive capital management

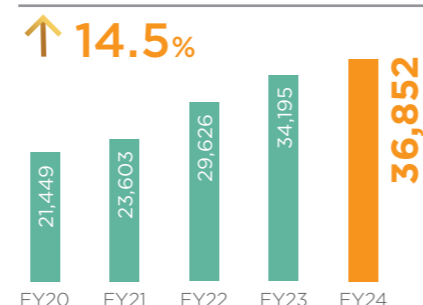
29% Net debt to GAV ₹106 bn Available debt headroom

7.8% Avg debt cost 60% Fixed rate debt

₹72 bn Total debt raised/refinanced in FY2024 AAA/Stable Rating of listed NCDs by CRISIL

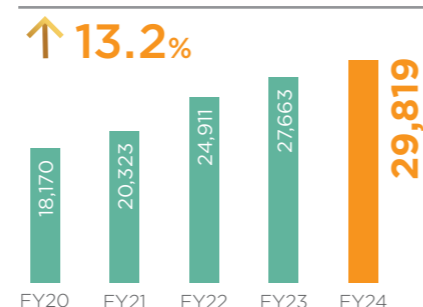
Revenue from operations

(₹ in million)



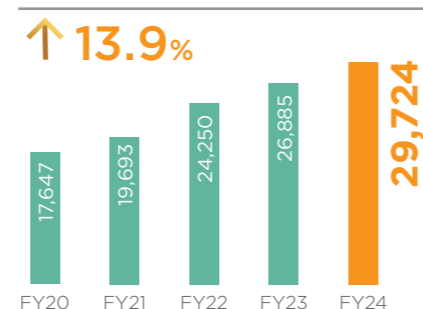
Net operating income

(₹ in million)



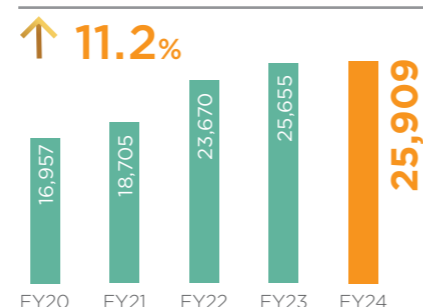
EBITDA

(₹ in million)



Cash flow from operations

(₹ in million)



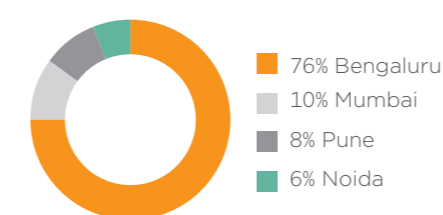
↑ 5 Year CAGR

Portfolio value update

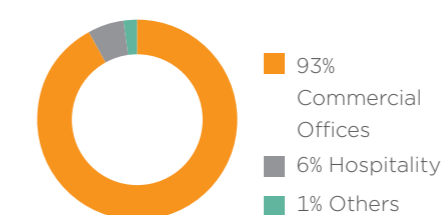
Particulars (₹ mn)	March 31, 2024	% Change over Mar'23
Gross Asset Value (GAV) ^(1,2)	555,005	8%
Add: Other Assets	65,579	
Less: Other Liabilities	(71,843)	
Less: Gross Debt	(168,080)	
NET ASSET VALUE (NAV)	380,661	
Number of Units (mn)	-948	
NAV per Unit (₹)	401.59	2%

Particulars	March 31, 2024
Net Debt to GAV	29%
Net Debt to EBITDA ⁽³⁾	4.9x
Interest Coverage Ratio	
- excluding Capitalised interest	2.8x
- including Capitalised interest	2.4x
AVAILABLE DEBT HEADROOM	₹106 bn

GAV break-up by region

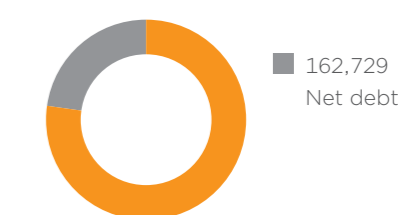


GAV break-up by segment

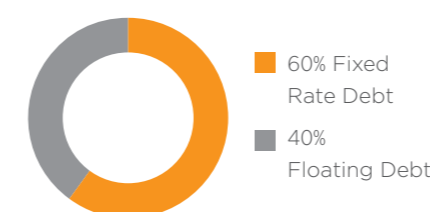


Net debt to GAV

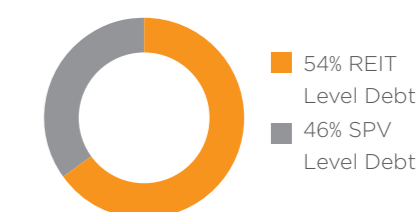
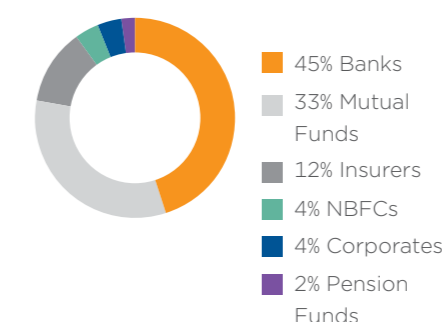
(₹ in million)



REIT debt composition

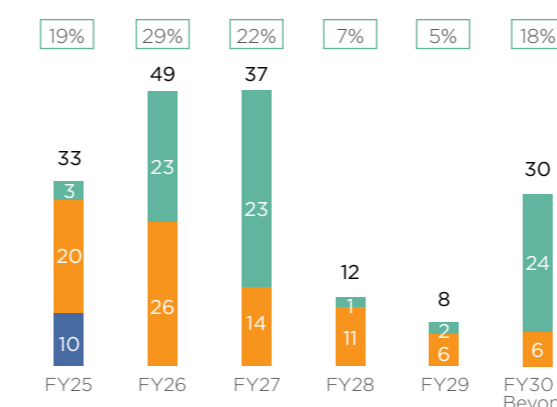


Total debt ₹168 bn



Principal maturity schedule

(₹ in million)



Notes:

- Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually.
- Given Embassy REIT owns 50% economic interest in GLSP, GAV includes fair value of equity investment in GLSP basis equity valuation method
- Net Debt to EBITDA calculated as per financial covenants agreed under the financing documents for REIT NCDs

REIT Level Debt Commercial Paper at REIT Level SPV Level Debt % Total Debt Maturity

Embassy Manyata, Bengaluru

A world-class portfolio

Portfolio summary

Commercial offices

Asset	Location	Leasable Area (msf)			Total	WALE (yrs)	Occupancy (%) ⁽¹⁾	Rent (₹ psf pm)			GAV ⁽⁵⁾ as of Mar'24 (₹ mn)		
		Completed	Under Construction	Proposed Development				In-place	Market	MTM (%)	Completed	Under Construction	% of total
Embassy Manyata	Bengaluru	12.4	2.8	0.4	15.6	7.0	87%	82	96	17%	184,598	27,024	38%
Embassy TechVillage	Bengaluru	7.3	2.3	-	9.6	8.1	96%	81	96	19%	103,005	21,565	22%
Embassy GolfLinks ⁽²⁾	Bengaluru	3.1	-	-	3.1	7.4	95%	149	155	4%	37,240	-	7%
Embassy One	Bengaluru	0.3	-	-	0.3	8.6	82%	144	147	2%	5,390	-	1%
Embassy Business Hub	Bengaluru	0.4	1.0	-	1.4	14.6	92%	57	65	14%	3,950	1,793	1%
Bengaluru Sub-total		23.5	6.1	0.4	30.0	7.5	91%	91	104	14%	334,184	50,383	69%
Express Towers	Mumbai	0.5	-	-	0.5	4.1	96%	268	285	7%	18,935	-	3%
Embassy 247	Mumbai	1.2	-	-	1.2	3.9	100%	110	115	4%	19,075	-	3%
FIFC	Mumbai	0.4	-	-	0.4	3.0	100%	320	290	(9%)	14,977	-	3%
Mumbai Sub-total		2.0	-	-	2.0	3.7	99%	184	185	1%	52,988	-	10%
Embassy TechZone	Pune	3.0	-	2.4	5.5	4.3	78%	54	48	(11%)	21,792	2,345	4%
Embassy Quadron	Pune	1.9	-	-	1.9	4.6	54%	54	48	(10%)	11,398	-	2%
Embassy Qubix	Pune	1.5	-	-	1.5	4.3	68%	47	48	2%	9,521	-	2%
Pune Sub-total		6.4	-	2.4	8.8	4.4	69%	52	48	(8%)	42,711	2,345	8%
Embassy Oxygen	Noida	3.3	-	-	3.3	8.4	58%	54	48	(11%)	23,826	-	4%
Embassy Galaxy	Noida	1.4	-	-	1.4	7.9	97%	44	48	8%	9,894	-	2%
Noida Sub-total		4.6	-	-	4.6	8.2	69%	50	48	(4%)	33,720	-	6%
Sub-total (Commercial offices)		36.5	6.1	2.8	45.4	6.8	85%	87	96	10%	463,602	52,727	93%

Hospitality

Asset	Location	Leasable Area (msf)			Total	Occupancy (%) ⁽¹⁾	GAV ⁽⁵⁾ as of Mar'24 (₹ mn)		
		Completed	Under Construction	Proposed Development			Completed	Under Construction	% of total
Hilton at Embassy GolfLinks	Bengaluru	247 Keys	-	-	247 Keys	70%	6,341	-	1%
Four Seasons at Embassy One	Bengaluru	230 Keys	-	-	230 Keys	47%	9,077	-	2%
Hilton and Hilton Garden Inn at Embassy Manyata	Bengaluru	619 Keys	-	-	619 Keys	69%	13,868	-	2%
Hilton and Hilton Garden Inn at Embassy TechVillage	Bengaluru	-	518 Keys	-	518 Keys	NA	-	1,576	0%
Sub-total (Hospitality)		1,096 Keys	518 Keys	-	1,614 Keys	64%	29,286	1,576	6%

Others⁽³⁾

Asset	Location	Leasable Area (msf)			Total	Generated (mn units) ⁽¹⁾	Average Tariff ⁽⁴⁾	GAV ⁽⁵⁾ as of Mar'24 (₹ mn)		
		Completed	Under Construction	Proposed Development				Completed	Under Construction	% of total
Embassy Energy	Karnataka	100MW	-	-	100MW	53	8.0	7,813	-	1%
Sub-total (Others)		100MW	-	-	100MW			7,813	-	1%
Total		36.5 msf/1,096 Keys/100MW	6.1 msf/518 Keys	2.8 msf	45.4 msf/1,614 Keys/100MW			500,701	54,304	100%

Notes:

- 1) Represents occupancy as at March 31, 2024 for commercial offices (on completed area basis). Hospitality occupancy and units generated for Embassy Energy are for three months period ended March 31, 2024
- 2) Details include 100% of Embassy GolfLinks except Gross Asset Value (GAV) which reflects only our 50% economic interest in Embassy GolfLinks and accounts for only the proportionate profits of Embassy GolfLinks basis the equity method

- 3) Comprises Solar Park located at Bellary district, Karnataka
- 4) Average blended realised tariff for the quarter ended March 31, 2024
- 5) Gross Asset Value (GAV) considered per March 31, 2024, valuation undertaken by Ms. L. Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually

Focused growth investments Delivered



Embassy Manyata – M3 Block A, Bengaluru

1 msf	15.6 msf	2	44%
Total area	One of the largest office parks in India	Marquee GCC occupiers	Occupancy



Embassy Business Hub – Phase 1, Bengaluru

0.4 msf
Total area

Airport Road
High visibility location

Philips
Marquee GCC occupier

92%
Occupancy

Embassy Oxygen - Tower 1, NCR

0.7 msf
Total area

Non-SEZ
Building⁽¹⁾

3
Blue-chip occupiers

29%
Occupancy



1) Demarcated as Non-Processing Area under the amended SEZ rules

Focused growth investments

Upcoming Deliveries in Bengaluru



Embassy TechVillage - Block 8

1.9 msf

Total area

1.2 msf

Pre-leased to JP Morgan and a US-based Tech Co.⁽¹⁾

76%

Pre-leasing incl. expansion options⁽²⁾

Oct'24 - Dec'24

Target delivery

Perspective



Embassy Manyata - Block D1 and D2

1.4 msf

Total area

0.8 msf

Pre-leased to a major Australian Bank⁽¹⁾

78%

Pre-leasing incl. expansion options^(1,3)

Feb'26

Target delivery

Perspective

Embassy Manyata - M3 Block B

0.6 msf

Total area

ANZ

Marquee GCC occupier

100%

Pre-leasing

Mar'25

Target delivery



Perspective

Embassy Manyata - Block L4

0.8 msf

Total area

0.8 msf

Pre-leased to an American Retail Major⁽¹⁾

100%

Pre-leasing⁽¹⁾

Sep'25

Target delivery



Perspective

1) LOI signed and ATL underway
 2) Includes expansion option of 275 k sf available with a US-based tech company in Embassy TechVillage
 3) Includes expansion option of 313 k sf available with an Australian Banking Major in Embassy Manyata

Developments in progress⁽¹⁾
as of March 31, 2024

Asset	Projects	Development		Pre-committed/ Leased ⁽²⁾	Occupier ⁽³⁾	Estimated Completion Date	Balance cost to be spent (₹ mn)
		Area (msf)	Keys				
BASE-BUILD PROJECTS (COMPLETED)							
Embassy Business Hub	Phase 1 — Philips BTS	0.4	NA	92%	Philips	Completed in Nov-23	151
Embassy Oxygen	Tower 1	0.7	NA	29%	Pacific BPO, American Banking Major	Completed in Mar-24 ⁽⁴⁾	102
Sub-total		1.2	NA	52%			253
BASE-BUILD PROJECTS (UNDER-CONSTRUCTION)							
Embassy TechVillage	Block 8	1.9	NA	61%	JP Morgan, US-based tech company ⁽⁵⁾	Oct-Dec-24	4,613
Embassy Manyata ⁽⁶⁾	M3 Block B	0.6	NA	100%	ANZ ⁽⁷⁾	Mar-25	825
Embassy Manyata	Block L4	0.8	NA	100%	American Retail Major	Sep-25	2,592
Embassy TechVillage	Hilton Hotels	NA	518	NA	NA	Mar-26	8,067
Embassy Manyata	Block D1 & D2 Redevelopment	1.4	NA	56%	Australian Banking Major ⁽⁸⁾	Feb-26	6,300
Embassy TechVillage	Block 6	0.4	NA	-	-	Dec-26	1,987
Embassy Business Hub	Phase 2	1.0	NA	-	-	Sep-27	6,022
Sub-total		6.1	518	55%			30,406
INFRASTRUCTURE AND UPGRADE PROJECTS^(9,10)							
Embassy Manyata	C1 Refurbishment	NA	NA	NA	NA	May-24	192
Embassy Manyata	F2 Refurbishment	NA	NA	NA	NA	Sep-24	1,129
Embassy Manyata	G1 Refurbishment	NA	NA	NA	NA	Sep-24	350
Embassy TechVillage	Metro Works	NA	NA	NA	NA	Mar-27	1,000
Embassy Business Hub	Food Court	NA	NA	NA	NA	Sep-24	166
Embassy TechVillage	Master Plan Upgrade	NA	NA	NA	NA	Sep-24	125
Others	Various	NA	NA	NA	NA	Various	4,048
Sub-total		NA	NA	NA			7,010
Total (Under-construction)		6.1	518	55%			37,668

Notes:

- 1) Excludes GolfLinks as it is a portfolio investment
- 2) Excludes all expansion options available to the occupier
- 3) Actual legal entity name may differ
- 4) Occupancy Certificate received post quarter closure
- 5) Expansion Option of 275 k sf available with a US-based tech company
- 6) During the financial year ended March 31, 2020, to consolidate the M3 land parcel within Embassy Manyata campus, MPPL and EPDPL entered into another co-development agreement whereby EPDPL shall develop 0.6 msf M3 Block B warm shell building to be handed over to MPPL by agreed delivery date for a total consideration of ₹7,367 million, of which ₹6,533.20 million has already been paid as of March 31, 2024 (March 31, 2023: ₹5,411.90 million) and balance is to be disbursed linked to achievement of development milestones. Furthermore, as per the co-development agreement, during the period of construction, EPDPL is obligated to pay interest to MPPL on the amount of the Development Consideration disbursed by MPPL to EPDPL. There has been delay in project development as per the planned construction timeline, as the acquisition of necessary development rights and certain building approvals are yet to be received and are currently being pursued by EPDPL. Site works have been initiated and are underway and the revised estimated date of completion and obtaining occupancy certificate is now March 2025. A pending regulatory approval has been received which will facilitate access to development rights enabling the completion of the construction subject to receipt of certain other pending regulatory approval and agreement on commercials. Basis EPDPL's representation, the Group is confident of timely completion of the property under development after obtaining pending regulatory approvals. As per terms of this co-development agreement, consideration is contingent on pre-defined Net Operating Income achieved and therefore consideration will be trued up/down accordingly upon project completion and final handover. MPPL has obtained mortgage of 8.1 acres of land as security against the consideration paid till date.
- 7) ANZ Support Services India Private Limited
- 8) Expansion Option of 313 k sf available
- 9) Over the next 3 years
- 10) Includes select infrastructure and upgrade projects across the portfolio such as Solar Rooftop, Lobby upgrades, Food Court, refurbishments amongst various others



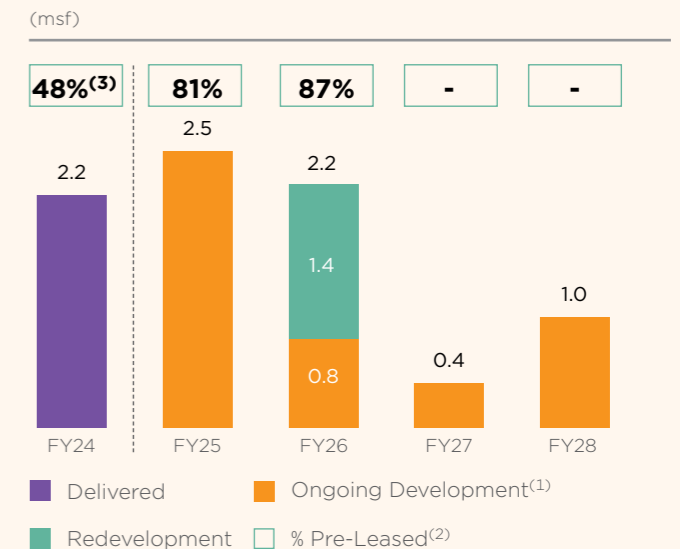
Embassy 247, Mumbai

Proposed developments (As of March 31, 2024)

Asset	Projects	Development	
		Area (msf)	Keys
Embassy Manyata	F1 Block	0.4	NA
Embassy TechZone	Blocks 1.4, 1.9 & 1.10	2.4	NA
Total		2.8	NA

- ₹31 bn total capex for commercial office development
- ₹7 bn incremental NOI upon stabilisation

Development pipeline



- 1) Excludes 518 key Hilton hotels at Embassy TechVillage
- 2) Includes expansion option of 275 k sf available with US based tech company in Embassy TechVillage and expansion option of 313 k sf available with Australian Banking Major in Embassy Manyata
- 3) Excluding Oxygen Tower 1 which got delivered in Apr'24, pre-leasing in FY2024 is 58%

Commercial office update

During FY2024

8.1 msf Leased across 99 deals

4.4 msf New leases at 28% re-leasing spreads

1.3 msf Renewed at 37% renewal spreads

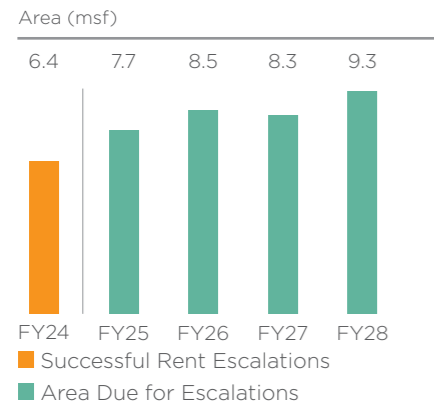
2.4 msf Pre-commitments in Bengaluru

66% Leasing driven by GCCs



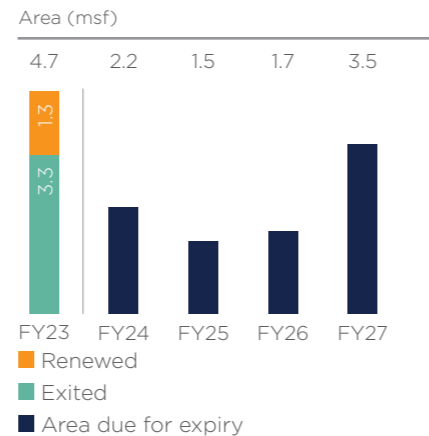
Embassy GolfLinks, Bengaluru

Embedded rent escalations of ~15% aids NOI growth



	FY25	FY26	FY27	FY28
Rent Escalations Due (%)	13%	13%	14%	14%
Post-escalation MTM Opportunity (%)	0.4%	NM	14%	1%

29% of leases expire between FY2025-28



	FY25	FY26	FY27	FY28
Mark-to-market opportunity(%) ⁽¹⁾	33%	8%	8%	15%
Rents expiring(%) ⁽²⁾	6%	6%	5%	12%

1) MTM potential computed basis market rent per latest C&W estimate and in-place rent for respective leases
 2) Refers to annualised rent obligations

Notable deals signed for the year ended March 31, 2024

Quarter	Occupier ⁽¹⁾	Asset	City	Area ('000 sf)	Sector	Remarks
Q1	Kyndryl	Embassy Manyata	Bengaluru	244	Technology	Pre Lease ⁽²⁾
Q1	ANSR	Embassy Manyata	Bengaluru	204	Research, Consulting & Analytics	Pre Lease ⁽²⁾
Q1	ANSR	Embassy Manyata	Bengaluru	96	Research, Consulting & Analytics	New Lease
Q1	Quest Global	Embassy TechVillage	Bengaluru	60	Engineering & Manufacturing	New Lease
Q1	Link Intime	Embassy 247	Mumbai	63	Financial Services	Renewal
Q1	Large US Investment Bank	Embassy GolfLinks	Bengaluru	61	Financial Services	Renewal
Q1	Others	Various	Various	336	Various	Various
Sub-total				1,064		
Q2	BM	Embassy GolfLinks	Bengaluru	579	Technology	Renewal
Q2	Sumitomo Mitsui	Embassy 247	Mumbai	194	Financial Services	New Lease
Q2	Large Tech Services Co	Embassy TechZone	Pune	162	Technology	New Lease
Q2	Salesforce	Embassy GolfLinks	Bengaluru	134	Technology	New Lease
Q2	ANZ	Embassy Manyata	Bengaluru	133	Financial Services	Pre Lease
Q2	American Financial Major	Embassy Manyata	Bengaluru	119	Financial Services	New Lease
Q2	DHL	Embassy 247	Mumbai	71	Logistics	Renewal
Q2	Others	Various	Various	596	Various	Various
Sub-total				1,987		
Q3	American Retail Major	Embassy Manyata	Bengaluru	831	Retail	Pre Lease
Q3	Australian Banking Major	Embassy Manyata	Bengaluru	777	Financial Services	Pre Lease
Q3	US-based tech company	Embassy TechVillage	Bengaluru	632	Technology	Pre Lease
Q3	Workshaala	Embassy Galaxy	Noida	314	Co-working	New Lease
Q3	Concentrix	Embassy Manyata	Bengaluru	120	Technology	Renewal
Q3	American Healthcare Major	Embassy TechZone	Pune	81	Healthcare	New Lease
Q3	WeWork	Embassy Galaxy	Noida	79	Co-working	New Lease
Q3	E-Clerx	Embassy Quadron	Pune	73	Research, Consulting & Analytics	New Lease
Q3	Others	Various	Various	586	Various	Various
Sub-total				3,492		
Q4	WeWork	Embassy Manyata	Bengaluru	183	Co-working	New Lease
Q4	Fidelity Business	Embassy Manyata	Bengaluru	178	Financial Services	New Lease
Q4	AstraZeneca	Embassy Manyata	Bengaluru	134	Healthcare	New Lease
Q4	Randstad	Embassy Manyata	Bengaluru	94	Research, Consulting & Analytics	New Lease
Q4	Large Tech Co.	Embassy Manyata	Bengaluru	85	Technology	New Lease
Q4	Flextronics	Embassy TechZone	Pune	81	Engineering & Manufacturing	Renewal
Q4	Americian Pharma Co.	Embassy TechVillage	Bengaluru	63	Healthcare	New Lease
Q4	Pacific BPO	Embassy Oxygen	Noida	59	Healthcare	New Lease
Q4	Others	Various	Various	653	Various	Various
Sub-total				1,529		
Total				8,073		

1) Actual legal entity name may differ
 2) Pre-leased area of 0.4 msf disclosed in 1Q FY2024 has shifted to New Lease-up due to completion of building at Embassy Manyata

Responsible communication with stakeholders

In FY2024, we engaged with over 200 institutional investors and conducted retail roadshows in 11 cities as a part of our retail education campaign.

Key index inclusions

- FTSE All World Index
- FTSE Emerging Index
- FTSE Global Mid Cap Index
- FTSE EPRA NAREIT Global Index
- FTSE EPRA NAREIT Emerging Index
- FTSE EPRA NAREIT Emerging Asia Pacific Index
- FTSE EPRA NAREIT Asia Pacific Index
- FTSE EPRA NAREIT Global ex US Index
- S&P Global Property Index
- S&P Global REIT Index
- S&P Global Large Mid Cap ESG Index
- Dow Jones Sustainability EM Index
- MSCI Global Small Cap Index
- MSCI Emerging Markets Small Cap Index
- MSCI Emerging Markets IMI Core REIT Index
- MSCI India Domestic Index

FY2024 highlights

<p>11.3%</p> <p>Annualised total returns since listing⁽¹⁾</p>	<p>100%</p> <p>Distributions payout</p>	<p>23x</p> <p>Increase in Unitholders since listing</p>
<p>~US\$4 bn</p> <p>Free Float Market Capitalisation</p>	<p>91,000+</p> <p>Total Unitholders</p>	<p>16</p> <p>Sell-side analysts cover Embassy REIT</p>

Note: Data as of March 31, 2024




1) Includes annualised capital appreciation of 4.3% (on the basis of NSE closing price as of March 28, 2024 of ₹369.6) and 7.1% distribution yield (on the basis of IPO price of ₹300 and total distributions paid out since listing)

Analyst coverage

Embassy REIT is covered by following broking houses:

- Ambit Capital
- Aventus Spark
- Axis Capital
- Bank of America
- CLSA
- Goldman Sachs
- HSBC Securities
- ICICI Securities
- IIFL Securities
- Investec
- Jefferies
- JM Financial
- JP Morgan
- Kotak Institutional Equities
- Morgan Stanley
- Nuvama Institutional Equities

We are particularly focused on

-  Engaging proactively with our Unitholders
-  Embracing quality disclosure standards
-  Addressing Unitholders' grievances and queries swiftly and accurately

Every quarter, we deliver a consolidated set of information that includes

- Unaudited financial statements
- Earnings presentation
- Supplementary databook, providing
- Valuation report (semi-annually)
- Unitholders' report (semi-annually)

Embassy Qubix, Pune

Investor and analyst engagement in FY2024

Participation Date	Event	Quarter
April 13, 2023	Webinar for ICICI Bank Wealth Managers	1Q FY2024
May 10-12, 2023	Meeting with institutional investors in Mumbai	1Q FY2024
May 16, 2023	Participation in CLSA: India Real Estate and Hospitality Access Day (Second Edition) - Virtual	1Q FY2024
May 22, 2023	Participation in APAC Financial Real Estate Equity and Credit Conference hosted by Bank of America - Virtual	1Q FY2024
May 23-24, 2023	Meetings with retail investors in Ahmedabad and Jaipur	1Q FY2024
June 07, 2023	Participation in Morgan Stanley India Investment Forum in Mumbai	1Q FY2024
June 14, 2023	Meeting with retail investors in Chandigarh	1Q FY2024
June 27, 2023	Webinar for Kotak Bank Wealth Managers	1Q FY2024
June 27, 2023	Meeting with retail investors in Kolkata	1Q FY2024
August 02, 2023	Meeting with retail investors in Lucknow	2Q FY2024
August 21, 2023	Participation in Motilal Oswal Annual Global Investor Conference in Mumbai	2Q FY2024
September 12-13, 2023	Participation in Global Real Estate Conference 2023 hosted by Bank of America in New York	2Q FY2024
September 14, 2023	Meeting with retail investors in Indore	2Q FY2024
September 14-15, 2023	Meeting with institutional investors in New York and Boston	2Q FY2024
September 22, 2023	Webinar for Axis Bank Wealth Managers	2Q FY2024
September 27-28, 2023	Meetings with retail investors in Ludhiana Ambala and Rajkot	2Q FY2024
November 21-23, 2023	Participation in JM Financial India Conference in Mumbai	3Q FY2024
November 28-29, 2023	Meeting with institutional investors & Participation in IIFL Invest India Conference in London	3Q FY2024
November 29, 2023	Meeting with retail investors in Kochi	3Q FY2024
December 14, 2023	Meeting with retail investors in Pune	3Q FY2024
February 07, 2024	Webinar for ICICI Bank Wealth Managers	4Q FY2024
February 13-16, 2024	Participation in IIFL Enterprising India Global Investors' Conference in Mumbai	4Q FY2024
February 20-21, 2024	Participation in Kotak Institutional Equities India Chasing Growth Conference in Mumbai	4Q FY2024
February 22-23, 2024	Hosted Sell Side Analyst Day and Asset Tours	4Q FY2024
March 11, 2024	Webinar for Avendus Wealth with IRA	4Q FY2024
March 18-19, 2024	Meetings with institutional investors in Singapore	4Q FY2024
March 20-21, 2024	Meeting with institutional investors & Participation in Jefferies Asia Conference in Hong Kong	4Q FY2024

Unitholding pattern

As of March 31, 2024

Name	Units	% Holding
Sponsor and Sponsor Group		
Foreign Body	-	-
a. BRE/Mauritius Investments - Sponsor (Body Corporate)		
b. Sponsor Group (Bodies Corporate)		
Indian Body Corporate - Embassy Property Developments Private Limited	7,28,64,279	7.69
Sub-total Sponsors	7,28,64,279	7.69
Institutional		
AIF	5,12,63,390	5.41
FPI	39,65,40,197	41.83
Insurance Companies	3,68,58,856	3.89
Mutual Funds	21,21,89,963	22.39
Pension/Provident Fund	11,25,137	0.12
Sub-total Institutions	69,79,77,543	73.63
Non Institutional		
Clearing Members	1	-
Body Corporates	2,62,92,857	2.77
Individuals	14,30,12,374	15.09
NBFC	18,09,400	0.19
NRI	42,73,608	0.45
Trust	16,63,681	0.18
Sub-total Non-Institutional	17,70,51,921	18.68
Total Units Outstanding	94,78,93,743	100

Note: Data as of March 31, 2024

Trading snapshot for FY2024

Unit Price Performance	NSE	BSE
Units Outstanding	94,78,93,743	94,78,93,743
Opening Price: April 03, 2023	313.61	314.00
Closing Price: March 28, 2024	369.61	369.16
52 Weeks High	395.03	395.35
52 Weeks Low	291.07	290.80
Market Capitalisation (₹ bn)		
March 31, 2024	350.35	349.92
Trading Volume for FY24		
Units (mn)	205.88	252.08
Value (₹ bn)	67.90	79.39
Average Daily Trading Volume (ADTV) for FY2024		
Units	8,36,899	10,24,703
Value (₹ mn)	276.01	322.73

Delivering on distributions

₹20.2 bn in FY2024

₹99 bn distributions paid since listing

₹21.33

DPU in FY2024

Financing

₹41 bn

Maturing debt refinanced at an average rate of -8.2%

<2 years

Rates locked-in for new debt

103 bps

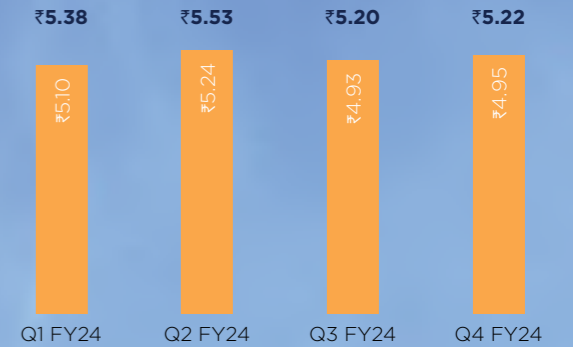
Proforma interest savings in ₹31 bn proactive refinance⁽¹⁾

9

New entrants in debt investor book

Note

1) Represents proforma interest savings on ₹31 bn due to reduction in rate from -9% (rate that would have been applicable had the debt facilities not been refinanced) as compared to 7.9% (rate achieved)



■ Distribution Value (₹ bn)
■ Distributions per Unit (₹)

Key listed debt raises

Series VII NCD — ₹10.5 bn (Tenor: 24 months)

- Raised NCD at 7.77% coupon, paid quarterly
- Robust participation seen from mutual funds with several new investors added to the investor base
- Achieved our lowest-ever 120 bps rate spread over G-sec

Series VIII NCD — ₹5 bn (Tenor: 60 months)

- Raised NCD at 8.10% coupon, paid quarterly
- First-ever dual rated NCD issuance (CRISIL AAA & CARE AAA)
- First time participation from leading pension funds

Series IX NCD — ₹5 bn (Tenor: 24 months)

- Raised NCD at 8.03% coupon, paid quarterly
- Robust participation seen from mutual funds

Series X NCD — ₹10 bn (Tenor: 20 Months)

- Raised NCD at 8.17% coupon paid quarterly
- Robust participation seen from mutual funds

Commercial Paper — ₹10 bn (Tenor: 6 months & 12 months)

- First time issuance of Commercial Paper by Embassy Office Parks REIT
- Issued in two tranches at a coupon rate of 8.20% & 8.30%



Embassy One, Bengaluru

ESG Focus

→ 40 ESG focus at Embassy REIT	58 Board of directors
42 Environment	61 Senior management
46 Social	65 Our people
52 Governance	

Beyond total business ecosystem

ESG focus at Embassy REIT

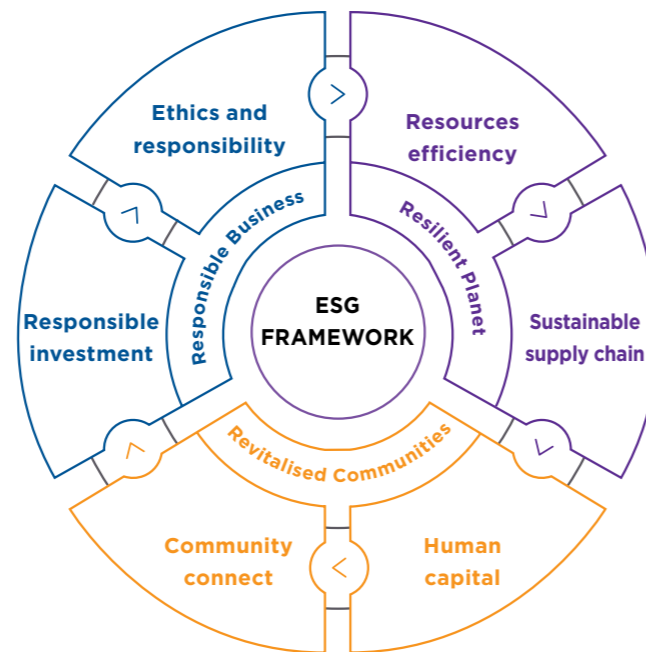
Embassy REIT is focused on providing best-in-class wellness and sustainability-oriented workspaces to our 250+ marquee occupier base. Over the years, we have initiated numerous programmes focusing on the environment, social and wellness aspects and have adopted a best-in-class governance structure since our listing. In the past few years, we have moved beyond driving ad-hoc sustainability programmes and have adopted a holistic Environmental, Social, and Governance (ESG) framework focused around 3 key pillars — Resilient Planet, Revitalised Communities and Responsible Business.

We have been at the forefront of catalysing positive change and have ingrained sustainability into our very core and across all our business functions. Our sheer scale and on-ground partnerships help us collaborate across the value chain and create 'network effects', which further amplify our combined environmental and social contributions.

We believe that our ability to develop and maintain sustainable and energy-efficient buildings is a clear competitive advantage in a market increasingly focused on high-quality sustainable workspaces. We want to ensure that our business leaves a positive impact on the lives of the people we touch, directly or indirectly. We recognise that our journey towards sustainability is ongoing, and we are committed to keep raising the bar on our sustainability efforts.

Our ESG strategy and framework

Our ESG strategy focuses on evolving and implementing sustainable interventions that contribute towards building a safer, healthier and greener environment for our staff, occupiers, vendors and the communities in which we operate, while delivering enhanced returns for our investors. Our ESG Framework, comprising of 19 specific programmes, is driven by our vision to "Reimagine spaces" for a sustainable tomorrow for all our stakeholders. The framework comprises of 3 key pillars — Resilient Planet, Revitalised Communities and Responsible Business — supported by six focus areas wherein we have set clear targets and a three-year roadmap till FY2025.



Resource efficiency

- Energy and Emissions
- Water Stewardship
- Waste Management
- Biodiversity

Sustainable supply chain

- ESG Performance of Suppliers
- Local Sourcing
- Certified Materials

Human capital

- Employment Practices and Engagement
- Training and Development
- Health, Safety and Well-being

Community connect

- Corporate Social Responsibility (CSR)
- Corporate Connect
- Customer Centricity

Responsible investment

- Sustainable Finance
- Asset Acquisition and Site Selection

Ethics and responsibility

- Disclosures
- Corporate Governance
- Regulatory Compliance
- Risk Management

Pathway to net zero

We have announced our commitment to achieve net zero-carbon emissions by 2040 across our operational portfolio, three decades ahead of India's 2070 target set at the Glasgow COP26 summit in 2021. This commitment is aligned with the broader goals of our occupiers, unitholders, and other key stakeholders, who share our vision of a more sustainable future.

Our 5-point strategy to achieve net zero

- 1) **Increase usage of renewable energy, through both internal and third-party initiatives**
- 2) **Reduce energy consumption footprint of existing facilities, by investing to improve energy-efficiency**
- 3) **Partner with key occupiers, suppliers and contractors to develop joint action plans towards reducing emissions**
- 4) **Embed net zero evaluation in pre-acquisition due diligence**
- 5) **Offset residual emissions through selected projects**

As per the Greenhouse Gas Protocol guidelines, our carbon emissions are segmented into three scopes.

Scope 1

Direct emissions from sources owned or controlled by Embassy REIT

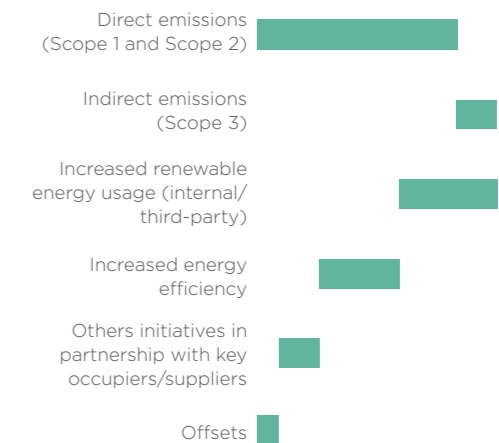
Scope 2

Indirect emissions produced offsite as a result of purchased energy such as electricity and heat

Scope 3

These emissions occur across the organisation's value chain, including suppliers, contractors and occupiers

Net zero carbon operations by 2040



Notes:

- 1) The waterfall chart here is for illustrative purposes only and is not based on actual data. It is meant to highlight the sources of carbon emissions for Embassy REIT's operations and our planned initiatives to reduce the same
- 2) Embassy REIT has selected FY2020 as the baseline year for its Scope 1 and Scope 2 emissions and we are in the process of assessing and setting the baseline for our select Scope 3 emissions

We strive to directly reduce our Scope 1 and 2 emissions and are working closely to align strategies with our suppliers, contractors, and occupiers to reduce select Scope 3 emissions. Further, we are also in the process of assessing and creating an inventory for our emissions under Scope 3. For all future acquisitions, we aim to bring the asset under the purview of our net zero commitment within 5 years post the completion of the acquisition.

Resilient Planet

We are focused on improving resource efficiency across our asset lifecycle and developing a sustainable supply chain by integrating ESG aspects across our value chain.



Embassy Manyata, Bengaluru

Resource efficiency



Energy and Emissions

We have committed to transition to a net zero carbon portfolio by growing the share of clean and sustainable energy sources to build and operate our properties and offset carbon emissions at every stage of our assets' lifecycle. To this end, we had launched the 75/25 Renewable programme, designed to increase the proportion of renewable energy consumption at our operational properties to 75% by FY2025, and we are on track to achieve our target. Further, in line with our sustainability efforts, we design and operate buildings aligned with LEED (Leadership in Energy and Environmental Design) requirements certified by the United States Green Building Council (USGBC), the most widely used green building rating system globally. To reduce our carbon footprint, we are also promoting the use of electric vehicles and cleaner and greener fuels across our properties.



Water Stewardship

We understand the importance of water stewardship in urban metropolitan areas where our properties are situated. Our goal to achieve water neutrality across all our businesses is based on the tenets of reducing, reusing, and recycling. All our assets are equipped with Sewage Treatment Plants (STP) and rainwater harvesting systems. We are committed to minimising wastewater discharge and promoting water recycling across our office parks. Sensor-based taps, smart meters and other water efficient fixtures have been installed to reduce water wastage.



Waste Management

In line with our goal of being a zero-waste campus, we minimise, recover and reuse the waste we generate. We have partnered with authorised vendors to treat hazardous waste and ensure that the waste is discarded as per regulatory guidelines. A traceability assessment for all the waste generated on our campuses is helping us track and reduce the amount of operational waste reaching landfills. We aim to achieve 100% waste diversion from the landfills by reducing, recycling and reusing as much waste as possible.



Biodiversity

We are mindful of the environmental implications of our projects and take all measures required to reduce their environmental impact by adhering to all regulations. Our goal is to promote and conserve biodiversity in the areas in which we operate. Native flora and fauna are integrated in all our parks. Tree plantation drives across our properties have helped increase the urban greenery, further aiding in decarbonisation. Innovative landscape designs comprising of increased share of green walls, native greens and biophilic elements are being adopted in all our existing and under construction projects.

Environment

Sustainable supply chain

ESG Performance of Suppliers

We work with 700+ suppliers and contractors who are critical to our success and capabilities to meet our commitments to our stakeholders. We track, monitor and undertake initiatives to improve sustainability performance across our supply chain by training and encouraging our suppliers to adopt sustainability initiatives and disclose their sustainability performance transparently. ESG clauses are incorporated in our agreements and contracts with major suppliers supporting our functions. We conduct periodic audits and continuously monitor and review their performance to ensure ESG compliance across our value chain.



Local Sourcing

Localising supply chains presents a significant opportunity to enhance the socio-economic well-being of communities near our operations, while also reducing our carbon footprint. We have defined a 1,000 km radius around our respective sites to evaluate the availability of local materials. To increase our share of local sourcing, we have developed a 'Local Sourcing Data Tracker' and incorporated a 'Local Sourcing Clause' in all our major contracts. Our suppliers and contractors are being trained and encouraged to understand and initiate tracking of selected Scope 3 emissions relevant to their footprint.



Certified Materials

We recognise the importance of using green and eco-certified materials and prioritise their use. To manage, monitor and regulate the certified material usage in our portfolio, we have initiated the tracking of material certificates and have developed a certifications database. We plan to initiate usage of EPD (Environmental Product Declaration) or HPD (Health Product Declaration) materials as well as third-party certified wood-based materials and products in our portfolio to enhance the sustainability aspects of our projects.



Environment: Performance highlights

Energy and Emissions

Renewable energy consumption share

Target	FY2024 progress
75% by FY2025	53%⁽¹⁾

Key initiatives for FY2025

- Evaluate options to expand installed renewable energy capacity for our portfolio
- To achieve ISO 50001 certification for our portfolio

USGBC LEED certified portfolio (% operational area)

Target	FY2024 progress
100% by FY2023	100%

Key initiatives for FY2025

- Energy audit for the portfolio to identify opportunities for energy efficiencies and savings
- Maintain USGBC LEED Platinum O+M certification for the portfolio
- To achieve ISO 14001 recertification for the portfolio

Water Stewardship

Water consumption reduction across operational portfolio

Target	FY2024 progress
7% by FY2025	19%

Key initiatives for FY2025

- Water audit for the portfolio to identify opportunities for water efficiencies and savings

Waste Management

Organic Waste Converter (OWC) capacity increase

Target	FY2024 progress
25% by FY2025	4%

Key initiatives for FY2025

- Upgrade the capacity of existing OWCs
- Re-align waste programme target to align with 'zero to landfill' goal

Biodiversity

Improve biodiversity in our properties

FY2024 progress

- Butterfly parks created across multiple properties
- Innovative biophilic design incorporated for the Central Garden at Embassy TechVillage

Key initiatives for FY2025

- Develop biophilic designs and promote native greens in all ongoing constructions
- Continue to support local flora and fauna by promoting native plants and herbs within our operational properties

ESG performance of suppliers

Adherence to supplier code of conduct

Target	FY2024 progress
100%	100%

Key initiatives for FY2025

- Continuous performance monitoring and regular ESG audits of identified key suppliers

Local Sourcing

Local sourcing share

Target	FY2024 progress
70% by FY2025	91%⁽²⁾

Key initiatives for FY2025

- Continue evaluation and adoption of local vendors for sourcing materials

Certified Materials

Increase usage of certified and eco-labelled materials

FY2024 progress

- Identified and added more certified and eco-labelled materials into our database

Key initiatives for FY2025

- Continue to identify more certified and eco-labeled materials to add to our database

Notes: Targets set against baseline of FY2020 actuals for the portfolio (including Embassy TechVillage acquisition)

- 1) Expansion of renewable energy capacity being finalised
- 2) Local sourcing is defined as sourcing of materials for our new developments and operations within 1,000 km radius of respective sites

Revitalised Communities

We are focused on creating shared value for our employees, our occupiers, our vendors and the communities that we operate in.

Human capital



Employment Practices and Engagement

We are an equal opportunity employer and strive to create a holistic workplace for our workforce. We ensure diversity in our employee profile in terms of gender, ethnicity, caste and creed. Our hiring practices are meritocratic, and our compensation policy is solely dependent on our employees' qualifications, experience, skill set and performance. We aim to create a diverse, inclusive, high-performing and engaged workforce by implementing equitable practices, infrastructure and engagement strategies for our employees. As of March 2024, 26% of our workforce were women. We also conduct a third-party independent survey annually to understand and improve the employee engagement levels in the organisation.



Health, Safety and Well-being

We are focused on providing best-in-class sustainable buildings for our employees, occupiers, indirect property management staff, visitors, and others by improving quality of life and creating healthier and safer work environments. 'Biophilic design' elements, efficient filtration and HVAC systems and indoor air quality monitoring systems are installed to improve the wellness aspects of our buildings. Our complete portfolio is ISO/IMS certified for quality management (ISO 9001), environmental management (ISO14001), occupational health and safety management (ISO45001), and data security (ISO27001). We have subscribed to a 3-year programme with the British Safety Council and a 5-year WELL programme with the International WELL Building Institute (IWBI).



Training and Development

We recognised the importance of developing internal talent and investing in future talent, and we encourage our employees to engage in continuous learning and development. Our learning and development programmes are designed to help our employees in developing their professional competencies and potential for career growth advancement. These programmes help to upskill our employees and maintain our culture of continuous learning.

Case Study



Embassy REIT awarded the most WELL certifications globally for its focus on health and well-being across its portfolio

Embassy REIT received the highest number of WELL Certifications globally for its pan-India office portfolio conferred by international WELL Building Institute (IWBI). The WELL Certification programme under IWBI's WELL Building Standard evaluates various aspects of building design, construction, and operation, focusing on ten key

areas - air, water, nourishment, light, movement, thermal comfort, sound, materials, mind, and community.

Embassy REIT earned 183 WELL achievements and a portfolio score of 60. Of the 90 office buildings evaluated, 48 were "WELL Certified" at the gold level, 47 were "WELL Pre-certified" and 100% of the operational portfolio received the "WELL Health Safety Rating".

Embassy REIT was also recognised with prestigious awards such as People First Award in Real Estate, the WELL Certification Leadership Award, the WELL Concept Leadership Award for Movement and the WELL Concept Leadership Award for Innovation concept by IWBI.

Community connect



Corporate Social Responsibility (CSR)

At Embassy REIT, we nurture and contribute to the economic, social and environmental development of our communities. Our CSR goal is to improve the quality of life in villages and rural communities around our business parks. Underpinned by the philosophy 'together we can do more', we champion collective action for increased social impact through partnerships with other corporates, non-government organisations (NGOs) and the government. A dedicated CSR committee oversees our Corporate Social Responsibility initiatives, and our endeavours comply with Section 135 of the Companies Act 2013.

Some of our key projects include

Education

We have adopted around 15 government schools, 50 tribal schools and 8 Anganwadis, which we support every year with multi-year projects to enable sustained support for student development through holistic and innovative learning programmes. However, this year we have supported around 200 more tribal schools at a special request from our implementing partner, Friends of Tribals Society. In FY2024, over 16,565 students benefitted through our education CSR projects implemented along with our NGO partners Colours of Life, Friends of Tribals Society and Lila Poonawalla Foundation.

Health and Hygiene

We have designed a holistic health programme covering preventive and detective measures to tackle common health issues for government school students across 5 cities. During FY2024, over 26,162 students benefitted through our healthcare CSR projects implemented along with our NGO partner, Bengaluru North Round Table.

Environment

We are a proud partner of The Anonymous Indian Charitable Trust's (TAICT) EcoGram project, which aims to propagate sustainable waste, water and soil management. Further, we have undertaken the rejuvenation of the Thimmasandra, and Thanisandra lakes in North Bengaluru and are undertaking civil works, planting saplings, and conducting clean-up drives as part of the restoration project.

Sustainable Infrastructure

We have been actively investing in community infrastructure upgrades around our properties to benefit the public at large. In partnership with our corporate occupier ANZ, we delivered a new school building at the Government Model Primary School, Thanisandra, in Bengaluru, expected to benefit over 1,000 students. This is the third school building project by Embassy REIT and ANZ under Embassy REIT's Corporate Connect Programme.

Sports

To promote national sports, we are also contributing to training over 270 athletes for the Asian Games, Olympics and Paralympics, along with our implementing partners International Horse Agency and Olympic Gold Quest.





Corporate Connect

We aim to bring together corporate leaders from across the private and public sectors on a common platform to discuss and work towards shared challenges and visions. Most of our education, health and education infrastructure CSR projects are being carried out in partnership with our occupiers under the Corporate Connect umbrella. These initiatives help us in amplifying our CSR projects and aligning our CSR mandates with our 250+ corporate occupiers, thereby promoting long-lasting relationships and partnerships. We have completed 90+ projects till date in partnership with 30+ corporates.



Case Study

Embassy REIT and ANZ collaborate to build a third government school in Bengaluru

Embassy REIT together with ANZ Bengaluru, announced the construction of a third government school in Thanisandra, Bengaluru. The new school building will benefit 1,240 students from grade 1 to 8 and comprises 20 classrooms, a staff room, 24 toilets, a handwash, clean drinking water, and a playground. Additional planned projects include rooftop solar installation and a multipurpose lunch hall, as part of a comprehensive approach to school infrastructure and sustainability.

This is the third time Embassy REIT & ANZ Bengaluru have collaborated for the construction of school buildings, this partnership has benefited over 3,000 students. The partnership is not limited just to infrastructure upliftment but extends to delivering overall educational experience to the students.

S V Venkataraman, Managing Director, ANZ Group Capability Centre, Bengaluru, said,

“We are proud of our six-year partnership with Embassy REIT in enhancing the educational system for the under-served communities. Education is a priority area of our sustainability framework, as we believe that investing in education is an investment in the future. Providing accessible, conducive learning environments is essential to nurture learning and potential. By constructing basic amenities like toilet blocks, library plus computer labs, and providing clean drinking

water in Government Kannada medium schools, we have seen a significant rise in enrolments and elevated the quality of education. Education is the cornerstone for a brighter future, which aligns seamlessly with our purpose to shape a world where people and communities thrive, and we remain committed to the cause.”



Corporate Connect

Case Study

Launch of Novo Health @ Embassy Manyata, a one-of-its-kind runners club

Novo Nordisk Education Foundation (NNEF) and Embassy REIT have come together in an exciting partnership to champion the cause of ‘Health at Workplace’ for over 1,00,000 employees working at Embassy Manyata Business Park located in North Bengaluru. A Memorandum of Understanding (MoU) was signed between the two organisations in Mar’24 marking a significant milestone in advancing healthcare initiatives targeting employees of around 50 leading corporates that operate out of the park.

As a part of the program, weekly 5 km runs would be organised every Saturday within Embassy Manyata’s premises, promoting a healthier lifestyle among the workforces. All members would also get professional training on health and good eating habits.

Non-communicable diseases (NCDs) account for 74% and 53% of all deaths globally and in India respectively⁽¹⁾⁽²⁾. Obesity tops the chart for NCDs and it is estimated that over 1.5 billion people in India and 400 million children would be suffering from obesity by 2035 if no action is taken.⁽³⁾

Managing Trustee, NNEF, Vikrant Shrotriya emphasised, “We are situated at the heart of this very modern business park which holds umpteen opportunities for employee engagement activities. Being in this neighbourhood opens numerous avenues to collaborate with existing companies towards developing a product for all our employees. This unique partnership with Embassy REIT will promote positive and lasting lifestyle changes for all professionals in this office park. We believe that this initiative will lay a strong foundation towards generating awareness about obesity management and fostering a healthier community.”

Notes:

- 1) <https://www.who.int/news-room/fact-sheets/detail/noncommunicable-diseases#:~:text=Key%20facts,%2D%20and%20middle%2Dincome%20countries>
- 2) Kumar D, Raithatha SJ, Gupta S, Raj R, Kharod N. Burden of Self-Reported Noncommunicable Diseases in 26 Villages of Anand District of Gujarat, India. Int J Chronic Dis. 2015;2015:260143.
- 3) <https://www.worldobesity.org/news/economic-impact-of-overweight-and-obesity-to-surpass-4-trillion-by-2035#:~:text=Rising%20rates%20and%20rising%20costs&text=Rates%20are%20expected%20to%20double,unless%20significant%20action%20is%20taken>



Customer Centricity

We believe that corporate occupier engagement and satisfaction is critical to the success of our business. Several cultural and entertainment programs are undertaken at our campuses to engage our occupiers' employees and foster a sense of culture. We have created an ESG occupier forum with participation from our key occupiers, and we hold periodic meetings to discuss and partner for key ESG initiatives. We undertake a customer satisfaction (CSAT) survey each year to understand and improve the occupier satisfaction levels with our services and facilities. Further, as part of our standard leasing contracts, we have initiated the inclusion of 'Green Lease' clauses which entail mutual sharing of utilities management data as well as declaring a common statement of intent to jointly work towards our ESG goals.

Case Study

Hosted 2nd Annual Occupier Connect Forum

Embassy REIT hosted its 2nd Annual Occupier Connect Forum on March 1, 2024, at Hilton Manyata in Bengaluru. The event was an inspiring congress of leaders across industries indulged in panel discussions on the India growth story. Insightful thoughts from a cricket icon, and the active participation of over 300 of our occupiers and our strategic partners amongst others made the event a resounding success.

Social: Performance highlights

Employee Practices and Engagement

Females as % of total workforce

Target	FY2024 progress
25%	26%

Key initiatives for FY2025

- Track diversity-related KRAs of hiring managers

Training & Development

Average training hours per employee

Target	FY2024 progress
16 hours	19 hours

Key initiatives for FY2025

- Implement training sessions as per annual development plan

Health, Safety and Well-being

5-star BSC certified portfolio (% of operational area)

Target	FY2024 progress
100%	100% ⁽¹⁾

Key initiatives for FY2025

- Recertification of ISO 9001 & ISO 45001 for our portfolio

Corporate Social Responsibility (CSR)

Positively impact communities around our properties

FY2024 progress

- ₹129 mn CSR spend, positively impacting over 54,000 direct beneficiaries

Key initiatives for FY2025

- Undertake pan-India CSR projects across education, health, environment, infrastructure and sports as per the annual CSR plan

Corporate Connect

Occupiers engaged under Corporate Connect

Target	FY2024 Progress
10%	11%

Key initiatives for FY2025

- Continue engaging with occupiers on CSR initiatives

Customer Centricity

'Green leases' signed during the period

Target	FY2024 progress
70% by FY2024	99%

Key initiatives for FY2025

- Engage with occupiers periodically on sustainability initiatives through newsletters, events and one-on-one conversations
- Continue the Energise occupier engagement programme in our properties

Note: Targets set against baseline of FY2020 actuals for the portfolio (including Embassy TechVillage acquisition)

1) Excluding Embassy Business Hub since the occupancy certificate was received in Nov 2023

Responsible Business

We are focused on creating and adopting a best-in-class governance and risk management framework to serve the interest of all our stakeholders.

Ethics and responsibility



Sustainable Finance

We have expanded our sustainability strategy to our capital structure by seeking opportunities to raise green debt or to certify existing debt as green. Notably, we have secured green loan certifications for loans related to our 20 MW solar rooftop project, our 100 MW solar park and other USGBC LEED pre-certified buildings. In FY2024, we raised green finance for Embassy Business Hub (USGBC LEED Platinum pre-certified), the latest addition to our portfolio. We are the first organisation in the Indian real estate sector to receive a green loan certification from Climate Bonds Initiative, an investor-focused international not-for-profit organisation working to mobilise global capital for climate action towards a low carbon and climate-resilient economy. Our listed green bond was awarded the Asset Triple A Country Award for Sustainable Finance, a further recognition of our industry-leading green loan book. Our sustainable finance portfolio currently stands at ₹35 billion, ahead of our FY2025 target as we continue to engage with financial institutions and agencies to expand our green loan book, in support of our sustainability initiatives.



Asset Acquisition and Site Selection

We are committed to ensuring that our investment evaluation criteria take into account relevant ESG considerations. For this, we have created an ESG checklist, and all proposed acquisitions now undergo an 'ESG due diligence' using this checklist, which is certified by external advisor(s) and presented to the Investment Committee. Additionally, we have strong related party safeguards in place for all acquisitions. Also, for all future acquisitions, we aim to bring the asset under the purview of our net zero commitment within 5 years post the completion of the acquisition.

Responsible investment



Disclosures

We are committed to maintaining our strong corporate governance standards and continuously endeavour to further refine our disclosures in sync with global best practices. In line with regulatory guidelines, we publish quarterly financial results and semi-annual performance reports as well as an annual sustainability report aligned with the Global Reporting Initiative (GRI) framework. In addition, we have voluntarily adopted the BRSR reporting as per Indian regulator SEBI's ESG reporting guidelines, in our efforts to provide transparent disclosures comparable across Indian entities. We intend to align our disclosures to the Task Force on Climate-related Financial Disclosures (TCFD) by FY2025 and have continued the inclusion of certain TCFD disclosures in our recent ESG report.

We also strive to achieve a leadership position in all ESG ratings, certifications and assessments that we participate in and continuously improve our performance by scaling up our ongoing ESG programs and commitments.

In FY2024, we got included in the 2023 Dow Jones Sustainability Indices, making us the first Indian REIT to be recognised for our sustainability initiatives and placing us among select Indian companies in this landmark family of ESG indices used by global investors.

Case Study



Embassy REIT Ranks #1 in India for public disclosures and achieves GRESB 5-star rating for second year in a row

Embassy REIT was ranked number one in India for its public disclosures and awarded a 5-star rating for its 45.4 msf office portfolio by GRESB in its 2023 annual sustainability assessment. The REIT was recognised as a global 'Sector Leader' for its development portfolio which received a score of 99%, standing investments achieved 88%, and public disclosures received 97%, all of which were higher than the GRESB overall average. Furthermore, Embassy REIT received a 100% score on the social and governance pillars.



Corporate Governance

Embassy REIT's conduct of business is underpinned by a commitment to high standards of corporate governance, which are aligned with global best practices. Our governance philosophy emphasised accountability, transparency and integrity, with a view to maximising unitholder value.

Our governance structure

Embassy REIT is managed by Embassy Office Parks Services Private Limited (EOPMSPL), herein, referred to as the 'Manager'. The CEO of the Manager holds responsibility for the day-to-day functioning of Embassy REIT and is accountable to the Board of Directors. The Board consists of six Non-executive Directors, four of whom are Independent Directors and the rest are Nominee Directors. Together, they bring to the table many decades of experience and expertise in diverse fields such as Finance, Investment, Healthcare and Business Administration. The Board is chaired by a Non-executive Director and has 16.7% women representation as of March 2024.

The Board has also constituted nine committees that are responsible for handling specific functions. These include the Investment Committee, Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Management Committee, Debenture Committee, Corporate Social Responsibility Committee, Risk Management Committee and Securities Committee.

Our policies

A comprehensive set of compliance policies guide the governance of the organisation and ensure strict adherence to the REIT regulatory framework to protect the interests of our unitholders. Our key policies include:

- Code of Conduct and Ethics for Directors, Senior Management and Other Employees
- Distribution Policy
- Whistleblower Policy
- Policy on Related Party Transactions
- Corporate Social Responsibility Policy
- Risk Management Policy
- Investors and Other Stakeholders' Grievance and Redressal Policy
- Anti-Money Laundering Policy and Anti-Bribery and Corruption Policy
- Prevention of Sexual Harassment Policy
- Environment, Social, and Governance Policy

- Policy for Processing and Claiming of Unclaimed Amounts
- Policy for Appointment of Unitholder Nominee Director
- Board Diversity Policy
- Borrowing Policy
- Policy for Determining Materiality of Information for Periodic Disclosures
- Code on Unpublished Price Sensitive Information and Dealing Insecurities of the Embassy Office Parks REIT

Our ESG governance

At Embassy REIT, an ESG committee has been established to drive the organisation's ESG agenda. The ESG committee is a cross-functional committee of the Manager and is chaired by the CEO, with the Head of Asset Management as the Secretary. The ESG committee reports to the Management Committee and is responsible for aligning Embassy REIT's ESG objectives with its business objectives by creating a three-year ESG roadmap, overseeing all ongoing and proposed ESG initiatives, analysing an current and emerging ESG trends that may have an impact on the business, operations, performance, stakeholders needs and interests, and by advising the Board on appropriate actions for the same.

In addition, we are dedicated to integrating ESG in our governance systems, including the linkage of KRAs of the senior executives to ESG performance. We follow a growth-and-distributions-linked management fee structure to ensure overall alignment of business operations with Unitholder interests.



Strong Regulatory Framework

Asset

- Minimum 80% of value in completed and income producing asset
- Minimum 90% of distributable cash flows to be distributed
- Restrictions on speculative land acquisition

Manager

- More than 50% of Board comprises Independent Directors
- Manager can be removed with approval of 60% unrelated Unitholders
- Alignment with Unitholder interests due to a distribution-linked management fee structure

Debt

- Majority Unitholder approval required if debt exceeds 25% of asset value
- Debt cannot exceed 49% of asset value

Related Party Safeguards

- Sponsors are prohibited from voting on their related-party transactions
- Majority Unitholder approval required for acquisition or disposal of asset which exceeds 10% of REIT value
- Acquisition or sale price of new asset cannot deviate from average valuation of two independent valuers by +/- 10%
- Fairness opinion from independent valuer required if related party leases exceed 20% of the underlying asset's rentals

Regulatory Compliance

At Embassy REIT, we strive to adhere to all regulatory requirements that govern our operations. We continuously monitor our adherence to the relevant laws and on a quarterly basis any non-compliance with regard to environmental, social and governance-related laws and requirements is reported to the Board.

Risk Management

Embassy REIT has a robust risk management framework to address risks that arise from the economic, operational, social and environmental ecosystems that we operate in. At Embassy REIT, risk management is a continuous and ongoing process that involves the complete lifecycle of the company. Under the oversight of the Manager's Board, the organisation's Risk Management Committee has responsibility for the early identification of the many multi-dimensional risks we face - both current and potential - and articulate mitigation options, oversee the implementation and track ongoing action to assess the extent of impact in terms of risk reduction.

Embassy TechVillage, Bengaluru



Governance: Performance highlights

Sustainable Finance

Cumulative green/sustainable finance portfolio

Target	FY2024 progress
₹35 bn by FY2024	₹35 bn

Key initiatives for FY2025

- Continue engagement with financial institutions and agencies to seek opportunities to expand our 'Green loan' book

Asset Acquisition and Site Selection

ESG due diligence for acquisitions

Target	FY2024 progress
100%	• ESG due diligence completed ⁽¹⁾

Key initiatives for FY2025

- Undertake ESG due diligence for all acquisition opportunities assessed during the period

Disclosures

TCFD-compliant annual report

Target	FY2024 progress
100% by FY2025	• Summary TCFD disclosures made in FY2023 ESG report published in June 2023

Key initiatives for FY2025

- Continue work to disclose TCFD metrics in annual ESG reports, with an aim for full TCFD alignment by FY2025
- Continue participation and score improvement in GRESB, S&P CSA, FTSE Russell, CDP Climate Change benchmarks

Corporate Governance

Adopt and follow best-in-class governance framework

FY2024 progress

- Quarterly ESG updates provided to the Board

Key initiatives for FY2025

- Continue quarterly reporting of the progress on ESG roadmap to the ESG committee and the Board

Regulatory Compliance

Compliance with all SEBI regulations within timelines

FY2024 progress

- Zero incidents of non-compliance

Key initiatives for FY2025

- Continue adherence to SEBI regulations

Risk Management

Continuous monitoring and mitigation of key risks

FY2024 progress

- Initiated work on a 3-5 year roadmap based on the outcomes of the TCFD assessment conducted in FY2023

Key initiatives for FY2025

- Implement mitigation plans for the key identified risks
- Initiate property-wise detailed risk assessment






Note Targets set against baseline of FY2020 actuals for the portfolio (including Embassy TechVillage acquisition)

1) ESG due-diligence undertaken for the proposed acquisition of Embassy Splendid TechZone, Chennai - announced on April 6, 2024





ESG memberships, certificates, and awards

ESG certifications, awards and performance on global benchmarks reflect our commitment to sustainability and transparency





Building Certifications

 <p>World's Largest USGBC LEED Platinum 'v4.1 O+M' Office Portfolio</p>	 <p>35 Buildings Certified for LEED Net Zero Water</p>	 <p>Portfolio Score of 60: 48 Buildings WELL Gold Certified⁽¹⁾</p>	 <p>5-star Rating for 100% Operational Portfolio⁽²⁾</p>	 <p>ISO 9001/14001/45001 /27001 Certification for 100% Operational Portfolio⁽²⁾</p>
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ESG Benchmarks

 <p>5-star Rating, Global Sector Leader for Office Developments</p>	 <p>Member of FTSE4Good Index, 3.5 Score in 2023 (78th Percentile)</p>	 <p>Member of S&P Global Large MidCap ESG & Dow Jones Sustainability EM Indices, 67 Score in 2023</p>	 <p>B Rating in 2022, Higher than the Global and Asia Average</p>
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Awards





 <p>12 Swords of Honor for 100% Operational Portfolio⁽²⁾</p>	 <p>Ranked #1 in India for Public Disclosures</p>	 <p>Golden Peacock Award 2023 for Sustainability</p>	 <p>Multiple Recognitions at Asia Property Awards 2023</p>
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Notes:

- 1) In addition, 47 buildings were WELL Pre-certified and WELL Health Safety Rating was received for 100% Operational Portfolio (excluding Embassy Business Hub for which occupancy certificate was received in Nov'23)
- 2) Excludes Embassy Business Hub for which occupancy certificate was received in Nov'23

Key performance highlights

Aspect	Units	FY2024	FY2023	FY2022
Resilient Planet				
Energy and Emissions				
Contribution of renewable energy in portfolio	%	53	52	55
Renewable power consumption (wheeled and rooftop)	GJ	876,498	787,437	681,986
Reduction in emissions through solar power consumption	tCO ₂ e	200,377	177,173	149,658
Water				
Water withdrawal	1000m ⁽³⁾	2,293	1,797	1,027
Water recycled (% of withdrawal)	1000m ⁽³⁾	1,481 (65%)	1,037 (58%)	549 (53%)
Waste				
Waste generated - Hazardous waste (Oil)	KL	67	46	51
Waste generated - Hazardous waste	Tons	17	32	30
Waste generated - Non-hazardous waste	Tons	4,800	2,827	596
Waste generated - Other waste	Tons	98	74	58
Revitalised Communities				
Human Capital				
Employees trained	Nos.	119	125	120
Average training hours per employee	Hours	19	26	13
Corporate Occupiers⁽¹⁾				
Green leases signed during the period	%	99	96	86
CSR and Corporate Connect				
Total CSR spend	Rs. Mn	129	127	112
Education support - Students benefitted	Nos.	16,565	9,026	18,757
Health and hygiene - Students impacted	Nos.	26,162	41,482	25,889
Community health - Free and subsidised treatments provided	Nos.	12,185	9,833	2,845
Environment - Waste recycled	MT	218	158	125

Certification	Current Score	Previous Score
	5-star (2023)	5-star (2022)
	3.5 (2023)	3.1 (2022)
	67 (2023)	53 (2022)
	B (2023)	B (2022)

Board of Directors



Mr. Jitendra Virwani

Non-executive Director, Chairman

Mr. Jitendra Virwani is the Chairman and Managing Director of the Embassy Group of Companies, including the Embassy Sponsor. He is also the Founder of the Embassy Sponsor. He has over 30 years of experience in the real estate and property development sector. He is a fellow of the Royal Institution of Chartered Surveyors and a member of the Equestrian Federation of India.



Mr. Aditya Virwani

Non-executive Director

Aditya Virwani is the Chief Operating Officer (COO) of the Embassy Group and is a Board member of Embassy Office Parks REIT. He is one of the heirs to the Embassy Group and is a key decision-maker for most of the companies within the parent company. Aditya was mentored by Group Chairman, Jitu Virwani, for two years before taking on the role as Group COO. He was a member of the team that successfully filed India's first REIT. His exposure to diverse cultures and experiences translates to a hands-on and problem-solving approach in his work. He is focused on growing the Embassy Group whilst focusing on its core strengths and entering new asset classes within real estate. His long-term focus is to give back towards education for underprivileged communities in India. He is actively involved in the CSR activities of the Embassy Group, which are focused on education and sustainable initiatives. Aditya has a bachelor's degree from the University of San Francisco and holds a bronze Duke of Edinburgh Award.



Dr. Ranjan Pai

Independent Director

Dr. Ranjan Pai holds an MBBS degree from the Manipal Academy of Higher Education. He is the Chairman of Manipal Education and Medical Group (MEMG), the Group's holding company. He is currently on the Board of Directors of several Manipal Group companies, including Manipal Hospitals, Manipal Global Learning, UNext Pvt. Ltd., and Manipal Cigna Health Insurance Company.



Mr. Vivek Mehra

Independent Director

Mr. Vivek Mehra, is a well-respected senior Chartered Accountant with an illustrious professional career spanning over 44 years and experience spanning across sectors in Taxation, accounting, risk management and Regulatory domains of Merger & Acquisition specialising in Cross-border Investment and Transaction Structuring. He has held various leadership roles till April 2017 in PwC as Partner/ Executive Director. He was the founder and national leader for PwC Regulatory and M&A Tax Practices and has been elected on PwC Governance Oversight Board for two consecutive terms. Mr. Mehra is extending his expertise as an Independent Director and esteemed Board Member for Havells India Limited, DLF Limited, HT Media Limited, Chambal Fertilisers and Chemicals Limited, Jubilant Pharmova Limited, Embassy Office Parks Management Services Private Limited, among other prominent companies. He is also on the Board of Governors of 'Grassroot Trading Network for Women'- a SEWA venture and 'The Asthma, Bronchitis and Cancer Lung Foundation of India'. He graduated in 1975 with a Bachelor of Commerce (Hons.) Degree from Shri Ram College of Commerce, University of Delhi. He has been a fellow member of the Institute of Chartered Accountants of India since 1979. Mr. Mehra had given his valuable contribution as a member of the Federation of Indian Chambers of Commerce and Industry (FICCI) Steering Committee and National Executive Committee.

Chairperson	Member
Audit Committee	Stakeholders' Relationship Committee
Nomination and Remuneration Committee	Corporate Social Responsibility Committee
Risk Management Committee	Debenture Committee
Investment Committee	Securities Committee

Senior Management



C C M M

Dr. Punita Kumar-Sinha

Independent Director

Dr. Punita Kumar-Sinha, Ph.D, CFA, has focused on investment management and financial markets during her 30-year career. She has significant governance and Board experience across India and North America, having served on Boards for more than a decade. She serves as an Independent Director for many companies and chairs committees on several Boards. Dr. Kumar-Sinha has been investing in emerging markets since the late 1980s and pioneered some of the first foreign investments in the Indian subcontinent in the early 1990s. Formerly, Dr. Kumar-Sinha was a Senior Managing Director, Blackstone. Dr. Kumar-Sinha was the Chairperson of the Investment Subcommittee of the CFA Institute and is also the Chair of the Investment Advisory Board of IIT Delhi. Dr. Kumar-Sinha has a Ph.D and a Master's in Finance from the Wharton School, University of Pennsylvania. She received her undergraduate degree in Chemical Engineering with Distinction from the Indian Institute of Technology, New Delhi. She has an MBA and is a CFA charter holder. Dr. Kumar-Sinha is a member of the CFA Institute, a member of the CFA Society Boston, a TiE Charter Member, and a member of the Council on Foreign Relations. Dr. Kumar-Sinha has been awarded the Distinguished Alumni Award from IIT Delhi.

M M M M M

Dr. Anoop Kumar Mittal

Independent Director

Dr. Anoop Kumar Mittal, a distinguished veteran in the construction industry with over four decades of rich experience, holds a prominent position among eminent civil engineers in the country. His expertise encompasses Merger & Acquisitions, revival of ailing companies, in addition to his core areas of infrastructural development and Real Estate. Serving as the Chairman-cum-Managing Director (CMD) of NBCC (India) Ltd., Dr. Mittal led the organisation to achieve 'Navratna' status, shaping India's infrastructure landscape significantly. With extensive experience in both public and private sectors, he continues to contribute to various advisory committees. Dr. Mittal, a recipient of Doctor of Philosophy (Honoris Causa) by the Chancellor, Singhania University, holds a Bachelor's degree in Civil Engineering from Thapar Institute of Engineering & Technology, Punjab University, Patiala. He has held directorial roles in esteemed private and PSUs, showcasing his versatile leadership. Dr. Mittal's contributions extend to various sectors including Real Estate Development, Project Management Consultancy, and he has been recognised for his eminence in Construction Engineering & Management.

M M

Mr. Aravind Maiya

Chief Executive Officer

Mr. Aravind Maiya has over 22 years of experience in real estate, capital markets, audit and consulting. Aravind was the Chief Financial Officer at Embassy REIT from May 2019 to May 2022, and played a pivotal role in driving the growth of India's first listed REIT. He re-joined Embassy REIT from Tata Realty, where he was the Chief Financial Officer overseeing the finance and tax functions as well as investor relations. He was also actively involved in the strategic growth initiatives with the CEO. At Embassy REIT, Aravind was a core member of the management team and was responsible for the finance, legal and compliance functions. Prior to that, he was Partner at BSR & Associates LLP, where he specialised in commercial real estate across audit, assurance and capital market transactions including listed companies. Aravind holds a bachelor's degree in Commerce from Bengaluru University and is a member of the Institute of Chartered Accountants of India.

M

Mr. Ritwik Bhattacharjee

Chief Investment Officer

Mr. Ritwik Bhattacharjee is the Chief Investment Officer at Embassy REIT. Ritwik was a member of the IPO team that listed Embassy REIT on the Indian stock exchanges in April 2019. Prior to joining Embassy REIT in 2018, Ritwik managed a family office in India that invested across public and private asset classes. Ritwik spent over 12 years as an investment banker at global banks, including Nomura, Citi, UBS and JP Morgan. As an investment banker, Ritwik worked on numerous REIT and real estate capital markets and advisory transactions in the United States and across Asia. He holds a Bachelor's of Arts degree in Economics from Middlebury College, a Master's degree in Business Administration from the Amos Tuck School of Business Administration, Dartmouth College, and a Master of Arts degree in Law and Diplomacy from the Fletcher School of Law and Diplomacy, Tufts University.

M M

Mr. Abhishek Agrawal

Chief Financial Officer

Mr. Abhishek Agrawal is the Chief Financial Officer of the Manager and has been associated with Embassy REIT since August 2020. He has previously been the interim Chief Financial Officer from June 2022 till July 2023, prior to which he handled the role of Finance Controller of the Manager which included financial reporting, budgeting and management reporting, risk management and internal controls, compliance, business finance activities, fund-raise and valuations. Prior to joining the Manager, he was associated with S. R. Batliboi & Associates LLP between April 2008 and January 2017 and B S R & Co. LLP between January 2017 and August 2020 where he was Associate Director - Assurance and Audit Services. He has handled audits of large listed and unlisted companies across various sectors and specialised in the real estate sector with specific focus on commercial real estate. He was also involved in various assignments for the firms, including capital market transactions, assurance services for listed companies and leading large audit and assurance assignments.

M Management Committee

■ Debenture Committee

M Member



Mr. Amit Shetty

Head – Leasing

Mr. Amit Shetty has over 18 years of work experience in leading office, retail leasing and real estate management across the country. Prior to joining Embassy Office Parks Management Services Private Limited, he worked with CBRE and Honeywell. He holds a bachelor’s degree in Engineering and master’s degree in Business Administration. He is Six Sigma Green Belt Certified professional.



Mr. Rishad Pandole

Co-head, Commercial Leasing

Mr. Rishad Pandole holds a bachelor’s degree in Economics and minor in Marketing and Finance from the University of Rochester, New York. He has over 18 years of experience in the real estate industry. He has previously worked as the Leasing Head for Blackstone owned 100% assets from 2017 to 2018, where his last held position was of Head, Corporate Solutions (Commercial). He has been associated with the Manager since 2018.



Ms. Vinitha Menon

Head – Company Secretary and Compliance Officer

Ms. Vinitha Menon is a qualified Company Secretary and holds a bachelor’s degree in Commerce. She has 14 years of experience in managing statutory and compliance functions across a spectrum of industries. Her expertise spans listed and private companies, including those in warehousing & logistics, industrial gases manufacturing, real estate, and ITes. She was part of the core team that successfully concluded the IPO of Snowman Logistics Limited. She brings experience in company secretarial matters, arbitration, and interfacing with regulatory bodies and government authorities. She has technical competence on a broad range of issues in the areas of general corporate and business laws, contract laws, labour laws, and compliance.



Mr. Rajendran Subramaniam

Head – Projects and Capex

Mr. Rajendran Subramaniam is Head - Projects and Capex of the Manager. He holds a bachelor’s degree and a master’s degree in Commerce from Madurai Kamaraj University. He is an associate member of The Institute of Chartered Accountants of India. He has held the positions of Manager in Sandur Laminates Limited, and Regional Head - Commercial with Electrosteel Castings Limited. Prior to joining Embassy REIT, he was the Senior Director - Commercial with Tishman Speyer India Private Limited for 11 years. He has three decades of vast experience across various fields of infrastructure and commercial real estate projects development, including that of mixed-use real estate development and worked across the country handling global stakeholders.



Ms. Shwetha Reddy

Head – Marketing and Communications

Ms. Shwetha Reddy is responsible for the REIT’s marketing, outreach, and communication initiatives across multiple stakeholders including occupiers, investors, media and policymakers. Shwetha has 14 years of experience as a senior communications strategist with extensive experience in the international finance sector. Prior to joining Embassy REIT, she was Vice President, Global Head of Public Relations at Pioneer Investments, an asset management firm based in London. She has been in global leadership roles in the communication, marketing, and PR space for over a decade and has worked closely with top management on strategic initiatives including M&A, organisational restructurings, leadership changes, and crisis management across several countries and cultures. Shwetha holds a bachelor’s degree in Commerce from University of Mumbai.



Mr. Ray Vargis Kallimel

Head – Asset Management

Mr. Ray Vargis Kallimel is the Head of Asset Management of the Manager. He has over 15 years of experience in real estate and finance sector. He has previously worked with Cushman & Wakefield India Pvt. Ltd. and has been associated with various functions of Embassy Group companies since 2012. He holds a master’s degree in Commerce from the University of Mumbai, and a master’s degree in Business Administration from the Oral Roberts University.



Mr. Donnie Dominic George

General Counsel

Mr. Donnie Dominic George is a Law graduate from Gujarat National Law University and has more than 14 years of experience. In his prior assignment, he was working as Vice President with the Lodha Group, where he was heading a vertical within the Legal team responsible for all non-litigation legal mandates and consumer litigation. He has also worked with Bharucha & Partners as a Senior Associate handling Mergers & Acquisitions, Foreign Direct Investment and General Corporate, Regulatory, and Banking & Finance segments for their clients. In his current role at Embassy Office Parks Management Services Private Limited, he is supporting the senior management on the legal, compliance and regulatory framework, and acts as a business legal partner.

Ms. Sakshi Garg

Head – Investor Relations

Ms. Sakshi Garg is the Head of Investor Relations of the Manager and has been associated with Embassy REIT since February 2020. Prior to joining Embassy REIT, she has worked with Goldman Sachs for around 7 years in various roles – ranging from investment banking to internal audit and risk management.

She is a qualified Chartered Accountant from the Institute of Chartered Accountants of India. She also holds a bachelor’s degree in commerce from the University of Delhi and a master’s degree in business administration from Indian Institute of Foreign Trade, Delhi.

Mr. Raghu Sapra

Head – Hospitality

Mr. Raghu Sapra holds a Diploma in Hotel Management and Catering Technology from the Institute of Hotel Management, Mumbai. He has over 22 years of experience in the hospitality sector and has worked with reputed international hotel brands like Radisson, Hyatt, Marriott and Hilton. Prior to his role in Embassy REIT, he worked for 5 years with Hilton, and his last role with them was as General Manager of Hilton Mumbai.

Our people

(as of March 31, 2024)

CEO’s Office

Aravind Maiya
Manish Kumar Manu
Rajeshwari Roy

Acquisitions

Ritwik Bhattacharjee
Rahul Chhajjer

Administration

Prabhulinga H

Asset Management

Ray Vargis Kallimel
Ajay Thomas Vergis
Ashwini Kumar
Dharmendra Kumar
Jyoti Deepak Kadam
Mandar Vijay Inamdar
Nagaraj Naik
Paramvir Singh Paul
Pradeep Kumar Sharma
Raiju John Balan
Rajiv Banerjee
Sandeep Prabhakar Manjrekar
Sandeep Shrikisan Tapadia
Sangram Singha
Vadlamani Venkata Bhanoji Rao
Vaibhav Jindal

Commercial Leasing

Molahalli Amit Vikram Shetty
Rishad Naval Pandole
Abhilash V K
Dennis Joseph Valanatt
Devansh Suhasaria
Dimpy Ajay Vyshampayan
Divya Gupta Pohare
Kalyani Shekhar Jaiswal
Keerthana C P
Loyal Rudolph Pinto
Mamta Chand
Prashant Rawat
Ritesh Yallappa Ganiger
Saurabh Arun Todi
Shine Joseph
Tej Ram Sharma
Vishal Vashisth

Corporate Finance

Amit Anil Kharche
Nidhi Chauhan
Rushikesh Jayawant Bhosale
Saurabh Pandey

Counsel and Compliance

Donnie Dominic George
Vinitha Menon
Apoorva Ravi
Bindu C C
Gautham Nambiar
Lavanya Kumar
Namitha S Kutnikar
Yalavarti Srimukha

Finance and Accounts

Abhishek Agrawal
Savitha Babu
Aditi Jain
Arun M S
Arunkumar Ramakrishnan
Ashwath Kumar. S
Chandras K Purohit
Channabasavaiah T
D G Ajaya Simha
D L Ramalinge Gowda
Deviprasad C Raykar
Hemant Prakash Gawde
Kamlesh Motiyani
Kapil Rameshchandra Agrawal
Kirthi Ravidas Shenoy
M N Manjunath
Mahadeva D N
Manish Khandelwal
Mittal Kunal Janshali
Nandan R
Nilesh Girdharilal Marshiya
Prabhata Kumar Mishra
Sachinkumar
Magundappa Bevinamarad
Saritha Prabhakar
Shantanu Devidas Sawargaonkar
Sujith M
Sunil Kumar H
Sunil Kumar L
Sunny Ahuja
Swetha Susan Saji

Hospitality Business

Raghu Sapra
Angad Pahwa
Pawan Kumar Singh

Human Resources

Mansi Bahl

Information Technology

S N Bibin
Anil Dattu Patil

Investor Relations

Sakshi Garg
Shamant Nagendra Vasisht

Marketing and Communications

Shwetha Reddy
Chaitra Anand
Tithi Chandranath Jha
Uday Philip

Procurement

Anuradha Rao
Ravindra B
Sridharappa

Projects and Capex

Rajendran Subramaniam
Anindya Chowdhury
Mukesh Aggarwal
Naveen R
Paul Thomas Jayaraj
Pramod S R
Pranam Battepati
Praveen Uppalapati
Sudhakar Saridevi
V Sachin Govind
Vinay M A
Walmik Harishchandra Shelke

Taxation

Lata Vishnoi
Cristina John Joseph
Nidhi Bajaj
Nikita Shah
Samarth Jain
Subhashini G N

Treasury

Rahul R Parikh
Ashwin Surahonne
Chandrappa Hanumanthappa Sali
Karthik Haridas Acharya
Savitha Suresh
Sini Mary George
Sudarsan Balasubramaniam

Portfolio Overview

→ **68**
Commercial
Offices

94
Other Assets



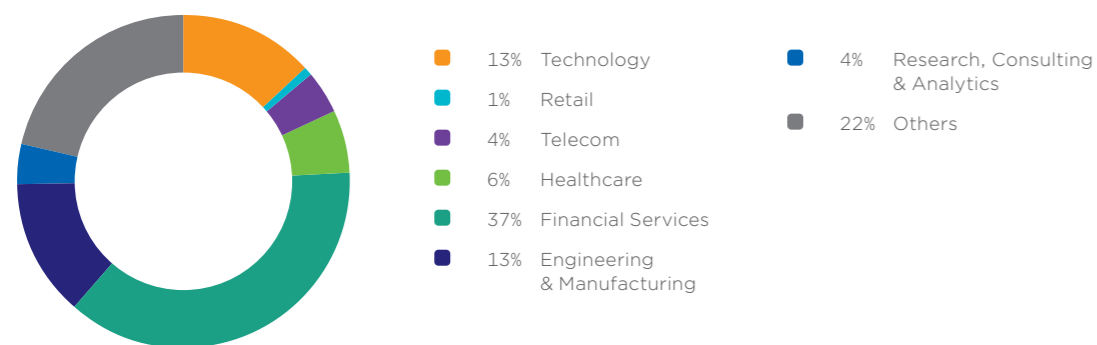
EMBASSY TECHVILLAGE BENGALURU

Embassy TechVillage is a large-scale, best-in-class integrated office park situated on the Outer Ring Road in Bengaluru. Home to over 50,000 employees of 40+ corporate occupiers, Embassy TechVillage is an infrastructure-like asset that serves as a complete business ecosystem for its occupiers and their employees.

Key statistics

7.3 msf Completed area	2.3 msf Development area	9.6 msf Leasable area
96% Occupancy	44 Occupiers	₹126,147 mn Market value

Occupier mix



On-campus developments

Block 8 (1.9 msf)

Targeting Oct'24 - Dec'24 delivery

Hilton Hotels at ETV (518 keys)

Targeting Mar'26 delivery

Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



EMBASSY MANYATA BUSINESS PARK

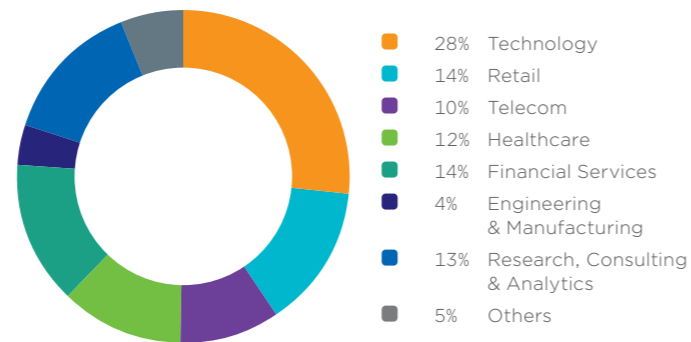
BENGALURU

Embassy Manyata Business Park is one of India's largest contiguous and most-well known business parks. Spanning 15.6 msf, Embassy Manyata is located in a prominent growth corridor, which connects the international airport to the city centre.

Key statistics

12.4 msf Completed area	3.2 msf Development area
15.6 msf Leasable area	87% Occupancy
58 Occupiers	₹211,622 mn Market value

Occupier mix



On Campus Developments

M3 Block B (0.6 msf)

- Targeting Mar'25 delivery

Block L4 (0.8 msf)

- Targeting Sep'25 delivery

Block D1/D2 Redevelopment (1.4 msf)

- Targeting Feb'26 delivery

Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



EMBASSY GOLFLINKS BENGALURU

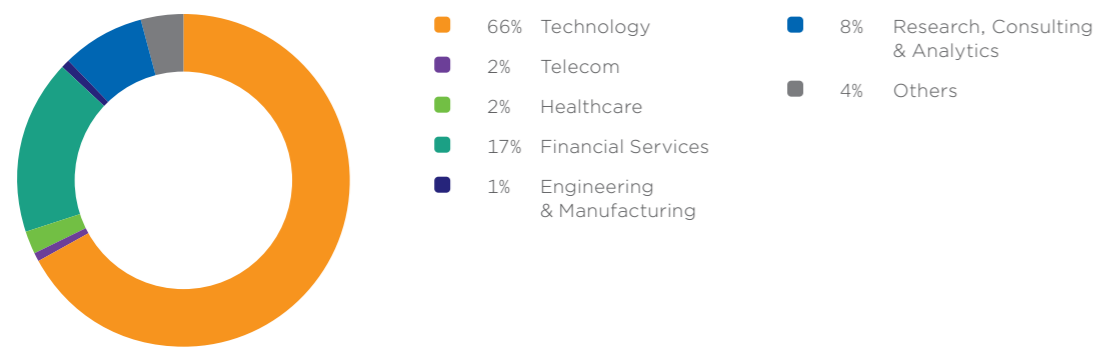
Located in the heart of Bengaluru, Embassy GolfLinks is one of India's most recognised and awarded business parks.

Key statistics

3.1 msf Completed area	3.1 msf Leasable Area	95% Occupancy
31 Occupiers	₹37,240 mn Market value*	

Note: Accounts for only the proportionate profits of Embassy GolfLinks basis the equity method
 * Embassy REIT owns 50% economic interest in Embassy GolfLinks and accounts for only the proportionate profits of Embassy GolfLinks basis the equity method

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



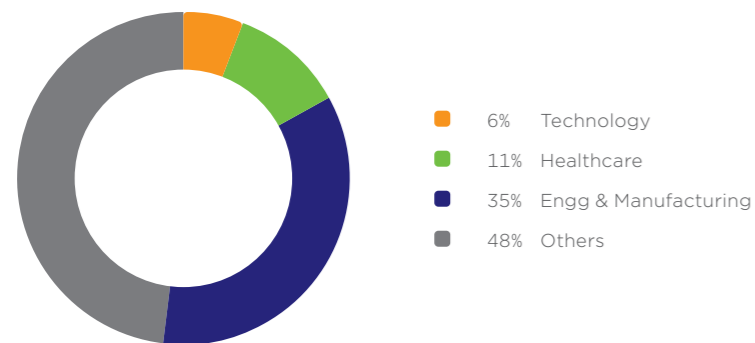
EMBASSY ONE BENGALURU

Embassy One is strategically located on the main road entering Bengaluru CBD from the international airport. It provides premium small format office space to corporate occupiers with the added benefit of being part of a mixed use project that also comprises a luxury Four Seasons Hotel.

Key statistics

0.3 msf Completed area	0.3 msf Leasable area	82% Occupancy
12 Occupiers	₹5,390 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



Commercial offices

EMBASSY BUSINESS HUB BENGALURU

Embassy Business Hub, a 59-acre campus-style business park, is situated in the high visibility growth corridor of North Bengaluru and is close to both the airport and Embassy REIT's 15.6 msf flagship property Embassy Manyata Business Park.

Key statistics

1.4 msf Leasable Area	0.4 msf Completed Area	1.0 msf Development Area
92% Occupancy	₹5,743 mn Market value	

On-campus developments

Phase 2 (1 msf)

Targeting Sep'27 delivery

Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



Commercial offices

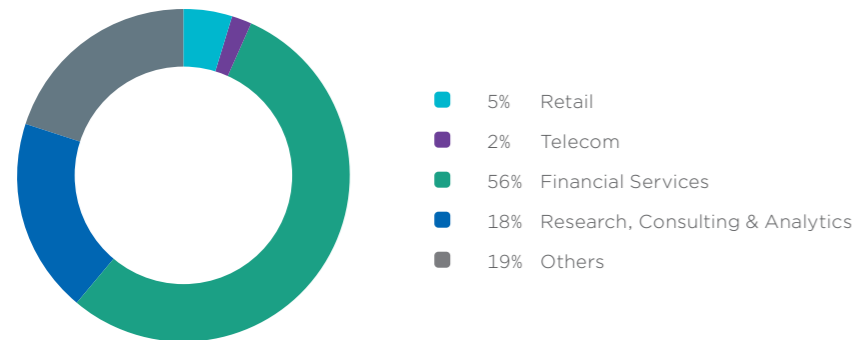
EXPRESS TOWERS MUMBAI

Express Towers, located in Nariman Point (Mumbai’s CBD), enjoys proximity to some of India’s most exclusive residential neighbourhoods as well as the state administrative and legislative hubs, such as the Legislative Assembly and the High Court.

Key statistics

0.5 msf Completed area	0.5 msf Leasable area	96% Occupancy
30 Occupiers	₹18,935 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



Commercial offices

EMBASSY 247

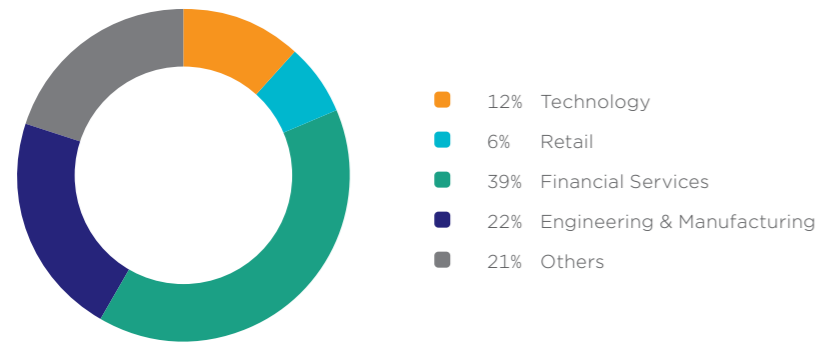
MUMBAI

Embassy 247 is one of our premium Grade A city-centre office buildings located at Peripheral Business District of Vikhroli on an arterial road (LBS Marg) between Mumbai’s two major highways – the Eastern Express Highway and the Western Express Highway.

Key statistics

1.2 msf Completed area	1.2 msf Leasable Area	100% Occupancy
26 Occupiers	₹19,075 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



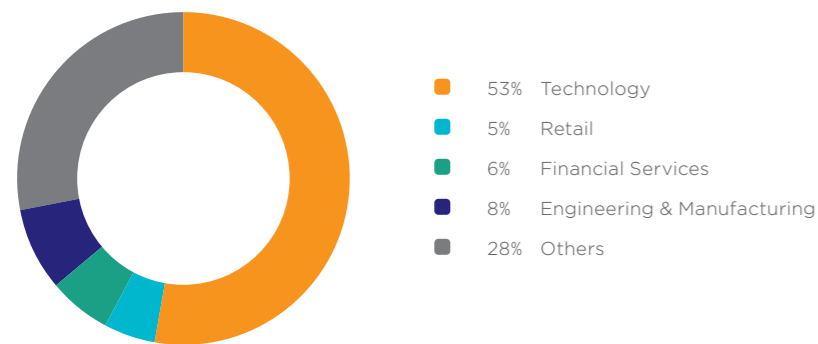
FIRST INTERNATIONAL FINANCE CENTRE (FIFC) MUMBAI

FIFC is one of our finest Grade A city-centre office buildings, and is located in the Bandra-Kurla Complex (BKC) that has emerged as the financial hub of India's commercial capital.

Key statistics

0.4 msf Completed area	0.4 msf Leasable area	100% Occupancy
8 Occupiers	₹14,977 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



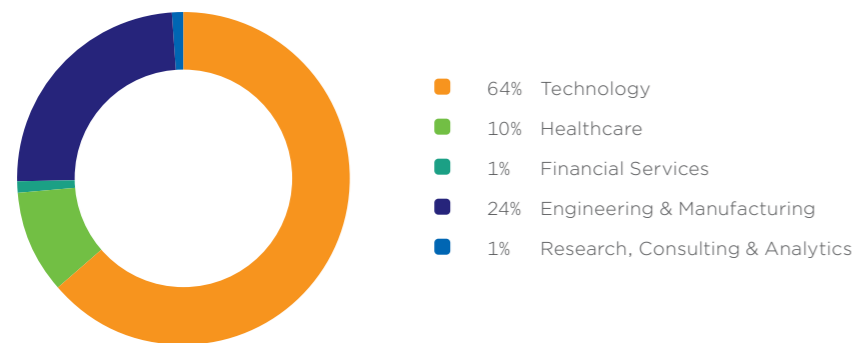
EMBASSY TECHZONE PUNE

Located near the Mumbai-Pune Expressway, Embassy TechZone is a premium office park that is home to many of Pune’s marquee corporate occupiers. It provides unhindered connectivity to Mumbai and Pune CBD.

Key statistics

3.0 msf Completed area	2.4 msf Development area	5.5 msf Leasable area
78% Occupancy	20 Occupiers	₹24,137 mn Market value

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



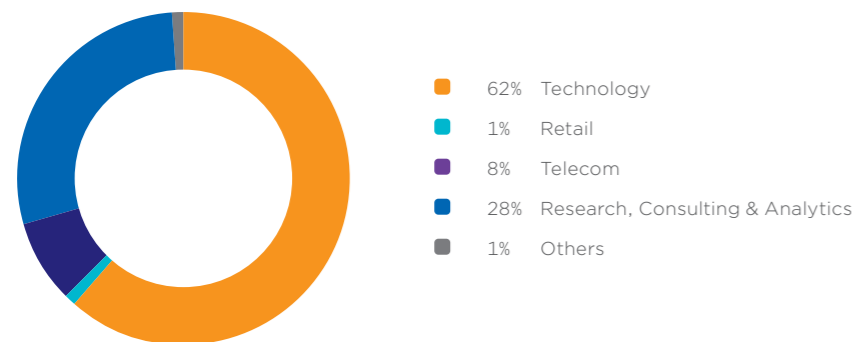
EMBASSY QUADRON PUNE

Embassy Quadron is a large hub of technology companies and among the most popular office locations in Pune. It is located in the West Pune submarket that has emerged among the most popular office locations in the city, and is well connected to Mumbai and Central Pune.

Key statistics

1.9 msf Completed area	1.9 msf Leasable Area	54% Occupancy
7 Occupiers	₹11,398 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



Commercial offices

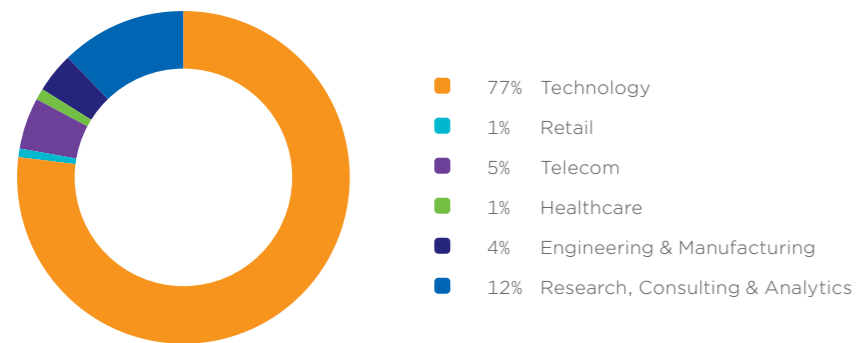
EMBASSY QUBIX PUNE

Embassy Qubix is located in the submarket of West Pune, and is among the most expansive technology hubs in the city, offering excellent social and lifestyle infrastructure, various transportation links to both Mumbai and Pune Central Business District (CBD), and a large residential catchment catering to the growing technology workforce.

Key statistics

1.5 msf Completed area	1.5 msf Leasable Area	68% Occupancy
21 Occupiers	₹9,521 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



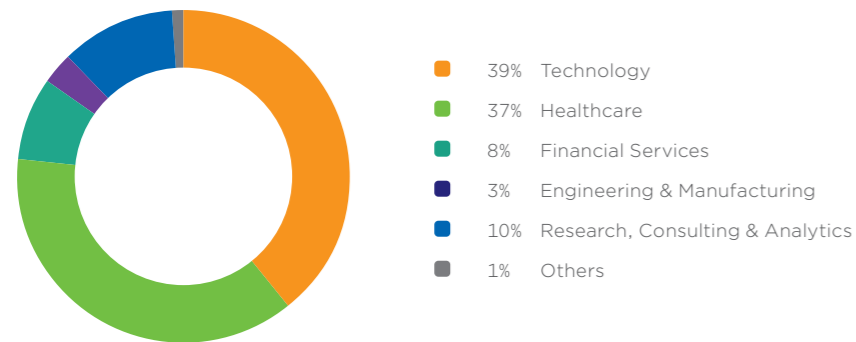
EMBASSY OXYGEN NOIDA

Embassy Oxygen is located close to the Noida-Greater Noida Expressway. The property is one of the city’s largest office parks in its submarket, complete with architectural brilliance, excellent connectivity and easy availability of STEM talent.

Key statistics

3.3 msf Completed area	3.3 msf Leasable area	58% Occupancy
12 Occupiers	₹23,826 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



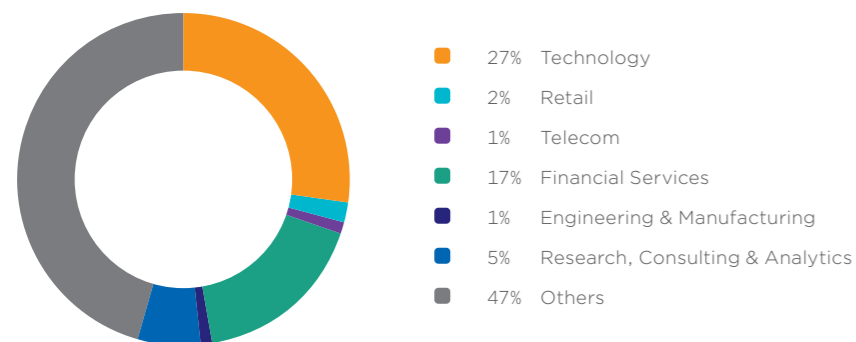
EMBASSY GALAXY NOIDA

Embassy Galaxy is one of our campuses located in the peripheral Noida submarket. The property provides an integrated work ecosystem with adjoining residential areas and universities, among others, bringing together many multinational corporate occupiers, a walk-to-work culture and seamless connectivity.

Key statistics

1.4 msf Completed area	1.4 msf Leasable area	97% Occupancy
23 Occupiers	₹9,894 mn Market value	

Occupier mix



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



HILTON EMBASSY GOLFLINKS BENGALURU

Integrated into the Embassy GolfLinks ecosystem, the property is a 5-star hospitality asset in our portfolio. It overlooks the picturesque Karnataka Golf Course and is a 247-key hotel set within our most recognised office park.

Key statistics

247

Hotel Keys

25 acres

Site area

64%

Occupancy

₹6,341 mn

Market value

5-star Business

Hotel category



Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually

FOUR SEASONS AT EMBASSY ONE BENGALURU

The Four Seasons at Embassy One is the only luxury hotel situated on the Airport corridor, and is highly complementary to the small-format high-end office premises within the same complex. Nestled within lush, green expanses and premium residential areas, the property combines luxury, leisure and work with unrivalled standards.

Key statistics

230

Hotel Keys

3.58 acres

Site area

41%

Occupancy

₹9,077 mn

Market value

5-star Luxury

Hotel category

Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



Other assets

HILTON HOTELS EMBASSY MANYATA BENGALURU

The Hilton Hotels at Embassy Manyata is one of the largest hotel complexes in South India. The mixed-use hotel complex comprises 619-key dual-branded hotels and over 60,000 sf of convention space, including a 13,000 sf pillarless grand ballroom that can accommodate upto 1,500 people.

Key statistics

619 Hotel Keys	59% Occupancy
₹13,868 mn Market value	Over 100 ksf Retail and Convention Centre

Hilton

5-star Business
Hotel category

Hilton Garden Inn

3-star Business
Hotel category

Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



EMBASSY ENERGY KARNATAKA

Embassy Energy is our 460-acre solar park (with a 100 MW capacity), supplying green energy to our properties in Bengaluru. The plant has a capacity of 215 mn units per annum and offsets up to 200 mn kg of CO₂ annually.

Key statistics

2018 Year of commencement	460 acres Site area	215 mn units Annual capacity
₹7,813 mn Market value	100 MW Capacity	

Note: All data as of March 31, 2024. Market Value or Gross Asset Value (GAV) considered per Mar'24 valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually



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Management Discussion and Analysis



Embassy Manyata, Bengaluru

The discussion and analysis of our financial condition and results of operations that follow are based on Audited Consolidated Financial Statements of Embassy REIT and the REIT assets/SPV's (together known as the Group) for the year ended March 31, 2024 ('FY2024') prepared in accordance with Indian Accounting Standards (Ind AS) and applicable REIT regulations, which include the comparative numbers for the year ended March 31, 2023 ('FY2023'). The financial information included herein is being presented to provide a general overview of the Group's performance for the financial year ended March 31, 2024 as compared against the financial year ended March 31, 2023 based on certain key financial metrics for general information purposes only and does not purport to present a comprehensive representation of the financial performance of the Group for these periods.

The Embassy REIT, the Trustee, the REIT assets and the Manager make no representation, express or implied, as to the suitability or appropriateness of this comparative information to any investor or to any other person. Some of the information contained in the following discussion(s), including

information with respect to our plans and strategies, may contain forward-looking statements based on the currently held beliefs, opinions and assumptions. Forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual results, financial condition, performance, or achievements of the Embassy REIT or industry results, to differ materially from the results, financial condition, performance or achievements expressed or implied by such forward-looking statements. In addition to statements which are forward looking by reason of context, the words may, will, should, expects, plans, intends, anticipates, believes, estimates, predicts, potential or continue and similar expressions identify forward-looking statements. Please refer the disclaimer section at the end of the Annual Report for a discussion of the risks and uncertainties related to those statements. You should read this discussion in conjunction with our Audited Consolidated Financial Statements that we have included in this Annual Report and the accompanying notes to accounts.

Executive overview

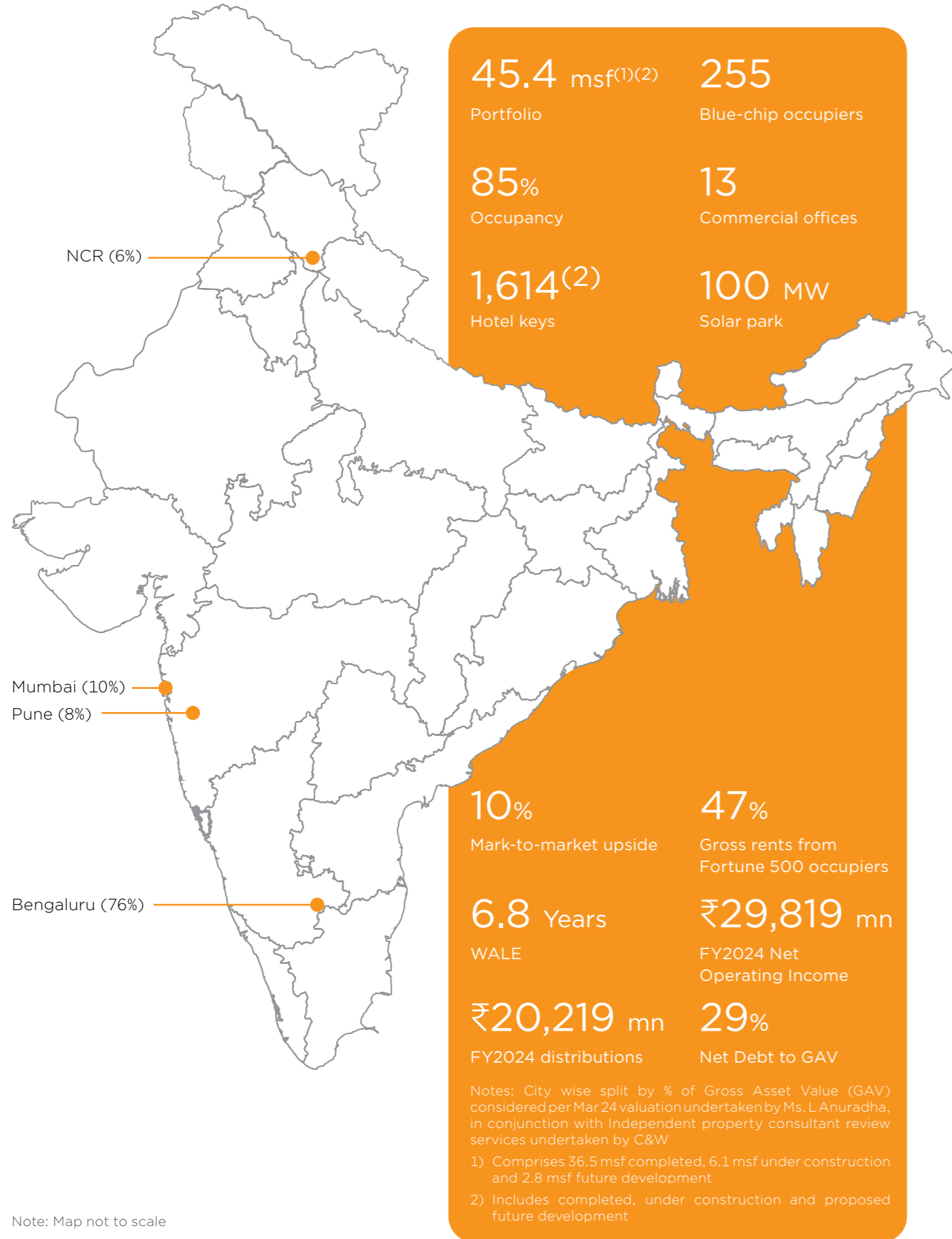
Embassy REIT is India's first publicly listed REIT. We own, operate, and invest in high-quality real estate and related assets that generate rental income from our occupiers. We generate 47% of gross rents from Fortune 500 corporations. As a REIT, we are mandated by SEBI to pay at least 90% of our Net Distributable Cash Flows as distributions to our Unitholders.

Embassy REIT comprises 36.5 msf of completed leasable area and 6.1 msf of under construction area. With the future potential development area of another 2.8 msf the total leasable area adds up to 45.4 msf as on March 31, 2024. The commercial office portfolio is spread across nine infrastructure-like office parks (43.2 msf) and four prime city-centre office buildings (2.3 msf) in Bengaluru, Mumbai, Pune and the National Capital Region (NCR).

The portfolio is home to 255 blue-chip corporate occupiers and comprises 99 buildings with strategic amenities, including four completed hotels, two under-construction hotels, and a 100 MW solar park that supplies renewable energy to park occupiers.

Our competitive strengths include the following:

- Best-in-class office properties that are complemented by high-quality infrastructure
- Diversified, high-quality, multinational occupier base
- Simple business with embedded growth levers
- Assets strategically located in the top-performing markets with high barriers to entry
- Highly experienced management team
- Backing by renowned sponsors who bring global expertise and local knowledge to our operations
- Our focus on sustainability while executing our business



Note: Map not to scale

Our strategy

- Embassy REIT aims to maximise the total return for Unitholders by targeting growth in distributions and in NAV per Unit
- The operating and investment strategies we intend to execute to achieve this goal include:

Capitalising on our portfolio's embedded organic growth and new development opportunities by

- Leasing up vacant space
- Delivering 'on-campus' development

Disciplined acquisition strategy with strong balance sheet including

- Right of First Offer ('ROFO') assets to drive growth
- Third-party acquisitions with focus on long-term growth

Proactive asset management to drive value through

- Proactive Property Management
- Focus on Occupier Retention
- Adherence to world-class ESG standards

Industry-leading Corporate Governance

- Majority of Directors are Independent
- Strong safeguards related to Leverage, Related Party Transactions and Unitholders' Interests

Notes:

- Includes under construction area of 6.1 msf and proposed future development of 2.8 msf
- In addition, secured ROFO from Embassy Sponsor for Embassy Business Hub - Phase 3 (approx 46 acres), adjacent to Phase 1 and Phase 2 developments acquired in 2023
- The Board of Directors of the Manager of the Embassy REIT, in its meeting on April 6, 2024, has approved the acquisition of 100% of the equity share capital of ESNP Property Builders and Developers Private Limited, which holds Embassy Splendid TechZone, Chennai, for an enterprise value of up to ₹12,690 million, subject to closing adjustments. The completion of the acquisition is subject to Unitholder approval and other conditions precedent.
- There can be no assurance that Embassy REIT will enter into any definitive arrangements for any of the acquisition deals in pipeline.



Embassy 247, Mumbai

Current business environment

CY2024 was a year of rebound for the Indian office real estate. With annual gross absorption within striking distance of an all-time high of 60 msf, India was one of the best-performing office markets in the world and the robust performance continued in 4Q of FY2024 with 13.6 msf absorption. In terms of cities, our core market Bengaluru once again outshined and contributed to over 35% of the total pan-India absorption in 4Q FY2024 and around 60% of the active RFPs as of date. (Source: CBRE) Also, with absorption outpacing supply, market rents in Bengaluru recorded a 3-5% y-o-y growth. (Source: JLL)

Global Capability Centres (GCC's) continue to lead the office space take-up in India, on the back of the skilled Indian talent available at scale. As per recent reports, 85 such centres were set up newly or expanded further in CY2023, taking up around

25 msf space. These global companies continue to pursue premium-quality wellness-focused properties, to attract and retain talent and to grow their presence in India. With around 800+ GCCs expected to be setup by 2030, the Indian office sector is set to repeat this stellar performance in the coming years.

Business performance and outlook

We recently celebrated our 5th year anniversary as a listed REIT, continuing our strong business performance and accelerating our growth investments. Over these last 5 years, we grew our completed office portfolio by 47% to 36.5 msf, added 619 keys to our Total Business Ecosystem, increased our in-place rents by 38% from ₹63 to ₹87 psf, expanded our occupier base from 165 to 255 leading companies and our investor base from 4k to over 91k today. All these efforts have translated to annualised returns of over 11% to our unitholders, including almost ₹9,900 crores in distributions.

Coming to our annual results, FY2024 was an outstanding year. With 8.1 msf of total leasing, 2.2 msf of new office deliveries and ₹7,200 crores of debt raised or refinanced at leading rates, we surpassed our leasing guidance for the year and met our financial guidance.

On the leasing front, we leased our highest-ever annual total of 8.1 msf in FY2024 and exceeded our original 6 msf leasing guidance by 35%. This 8.1 msf was signed across 99 deals and included 4.4 msf of new leases, 1.3 msf of renewals and 2.4 msf of pre-commitments.

GCCs contributed to over 65% of this total leasing, with the demand primarily driven by Technology, BFSI, Retail and Healthcare sectors. With 8 new GCC entrants this year, we now have 86 GCCs in our occupier roster of 255 corporates, contributing to over 60% of our annual rentals. Another highlight this year was the return of large deals. We signed five deals over 300 k sf during the year, highlighting the confidence many of these companies have regained regarding their India footprint.

We also noted 3.3 msf of tenant exits during the year, primarily from IT services occupiers. Of this, we already leased around 64% of the area vacated at around 19% spreads and have a promising pipeline for the remainder. With this churn in the portfolio, while our occupancy levels dropped marginally during the year, our in-place rents went up by around 8% year on year.

We also met our occupancy guidance of 85% on a portfolio level at year-end. Especially, Bengaluru and Mumbai, our two core cities which contribute to around 86% of REIT's value, continue to see an uptick in the occupancy levels with multiple demand tailwinds. At year-end, our Bengaluru portfolio was at 91% occupancy and Mumbai at 99% levels, with 2 properties in Mumbai 100% occupied. Our Pune and Noida markets continue to be soft, with around 70% occupancy levels, and will take some more time to increase.

On the development front, we delivered 2.2 msf of new office buildings. This included 1 msf of M3 Block A in Embassy Manyata in Bengaluru, 0.4 msf of Phase 1 in Embassy Business Hub in Bengaluru and 0.7 msf Tower 1 in Embassy Oxygen in Noida.

Our current development pipeline now totals 6.1 msf, all of which is in Bengaluru. Of this, 4.7 msf is scheduled for delivery over the next 2 years, with 84% already pre-leased, including expansion options.

On the financial front, we met our FY2024 guidance for Net Operating Income ('NOI') and Distributions Per Unit ('DPU'). Our Revenue from Operations stood at ₹3,685 crores and NOI at ₹2,982 crores, both up 8% y-o-y. This was mainly driven by new lease-up at high re-leasing spreads, contracted rent escalations, and a ramp-up in our hotel business. This was partially offset by the impact of exits in our office portfolio. Our commercial office margins of 85% and hotel margins of over 45% continue to lead the industry.

Our total distributions for the year amounted to ₹21.33 per unit, down 2% y-o-y. This was primarily led by an increase in our interest costs and other working capital changes, mainly related to security deposit refunds on tenant exits.

During the year, ₹4,100 crores of debt was due for maturity, which we successfully refinanced at an average rate of 8.2%. We also proactively refinanced an additional ₹3,100 crores of debt with lower rate instruments and achieved 103 bps proforma interest savings. We did these refinances through a combination of listed debentures, bank loans and first-time commercial paper; all of which had rates locked in for less than 2 years on average. We followed this tactical approach to benefit from any turn in the rate cycle. With this, we also expanded our debt investor base with 9 new entrants, including large public sector banks, private pension funds, domestic mutual funds and insurers. Our net debt book now totals ₹16,000 crores, implying a 29% leverage ratio and a 7.8% in-place cost. Also, less than 2% of our debt matures in the first half of the financial year, limiting any refinancing exposure.

As per the independent valuer's assessment, our Gross Asset Value at March 31, 2024 stood at ₹55,000 crores and our Net Asset Value at ₹401.59 per unit. This increase was mainly driven by our new deliveries, ongoing development capex, improved hotel performance and an increase in in-place rents as well as market rents for our Bengaluru and Mumbai properties.

Embassy TechVillage, Bengaluru



FY2024 Key highlights

Business highlights

- Highest-ever leasing of 8.1 msf across 99 deals in FY2024, including record pre-leasing of 2.4 msf across 4 large deals with leading multinationals; achieved occupancy guidance of 85% at year-end
- Global Capability Centres (GCCs) account for more than 65% of the annual leasing activity
- Bengaluru occupancy at 91% and Mumbai at 99%. Both markets represent ~86% of total assets by value

Financial highlights

- Grew Revenue from Operations and Net Operating Income by 8% y-o-y to ₹3,685 crores and ₹2,982 crores, respectively
- Delivered distributions of ₹2,022 crores or ₹21.33 per unit for FY2024; cumulative distributions of ₹9,900 crores since listing
- Refinanced ₹4,100 crores of maturing debentures at an average rate of 8.2% through a combination of listed debentures, first-time commercial paper and bank loans; strong balance sheet with an industry-leading debt cost at 7.8% and dual AAA/Stable credit ratings

Operational & development highlights

- Announced proposed acquisition of Embassy Splendid TechZone ('ESTZ') in Chennai for an enterprise value of up to ₹1,269 crores and an institutional placement of up to ₹3,000 crores, subject to unitholder approval and other conditions
- Development pipeline of 6.1 msf in Bengaluru at highly attractive yields of ~20%
- Hotel portfolio continued to perform strongly with y-o-y 6% increase in occupancy, 14% ADR growth and an annual EBITDA of ₹184 crores

Forward outlook

We are focused on further solidifying our business and striving for accretive growth to cater to the continued offshoring demand for India's talent and thereby office needs. As long-term asset owners, we continue to enhance the scale, quality and reach of our properties as well as our occupier base. We continued to be driven by our ultimate goal of maximising value for our Unitholders.

Looking forward, we expect our NOI and distributions to grow further from this year's levels. This will be led by the following growth levers embedded in our business:



Embassy Manyata, Bengaluru

Occupancy ramp-up

India remains optimally positioned to drive global offshoring demand, led by favourable demographics, skilled talent availability and cost-efficient high-quality spaces offered in India's gateway cities. Hence, the demand for India offices continues to be largely driven by Global Capability Centres ('GCC's), especially in our core market of Bengaluru. These GCCs area sector-agnostic and continue to climb up the value chain in terms of the work being offshored to India. As per a recent study by JLL, 72% of Global 500 companies do not have a GCC presence in India and this will be the major growth driver for India office absorption in the coming years.

On the other hand, many IT services occupiers continue to rationalise their real estate footprint as they focus on optimising margins amid a business slowdown. Such IT Services occupiers contribute to only 11% of our portfolio rents (as of FY2024-end), as these occupiers have continued to churn out, positively impacting our in-place portfolio rents.

Led by the offshoring demand from these GCCs, we currently have around 1.8 msf of leasing pipeline and expect to lease a total of 5.4 msf during FY2025. With this, we expect to increase our portfolio occupancy to 89% by year-end (vs 85% at March 31, 2024). However, this does not factor potential downside risk of any further portfolio optimisation initiatives by an occupier in the IT services sector. This occupancy ramp-up will be a major driver for our NOI growth in FY2025.

New developments

Of our 6.1 msf active developments, we expect to complete and deliver 2.5 msf of office buildings over this fiscal year. Since all these developments are in Bangalore, these projects are at ~20% NOI yields. Of these 2.5 msf, 1.8 msf is already leased-out to marquee tenants.

The incremental interest expense on the currently capitalised construction debt will impact our distributions in the short-term, till these buildings are stabilised. Also, the interest expense for the year is the expected to increase by around 15-18% y-o-y, driven by full-year impact of buildings delivered during FY2024, new deliveries scheduled for FY2025 and also due to the impact of refinancing and rate resets from last year and this year. Our annual interest cost remains dependent on the trajectory of the market rate movement.

Rent growth

Our in-place portfolio rents have grown by 38% from ₹63 to ₹87 psf since our listing. Contracted rent escalations (generally around 15% every 3 years) and significant mark-to-market opportunity on lease expiries (16% blended MTM till FY2028) are key drivers for the rent growth in our portfolio. Further, the market rents in our key micro-markets of Bangalore and Mumbai have also started growing this year, post the pause in rent growth during the pandemic period. In addition, due to the premium nature of our properties, we usually lease at a premium to market rents.

For FY2025, we expect to achieve around 13% contracted rent escalations on 7.7 msf leases. Further, 2.2 msf of leases are due for expiry with 33% MTM opportunity. Based on our on-ground conversations, we expect to renew 0.6 msf of these leases and will look to re-lease the remaining at healthy re-leasing spreads.

Inorganic growth

We have 10 msf+ of indicative ROFO opportunities and other growth pipeline. This includes the proposed acquisition of the rights, title and interest in 5 msf Embassy Splendid TechZone, Chennai, announced by Embassy REIT on April 06, 2024, which is subject to applicable approvals and other conditions.

Factors affecting our financial condition and results of operations

Our financial performance and results of operations are affected by several factors. The important ones in our view are listed here:

Commercial real estate market: We depend on the performance of the commercial real estate market in the cities where our office parks and commercial offices are located. The commercial real estate market in these cities, in turn, depends upon various factors such as economic and other market conditions, demographic trends, employment levels, availability of financing, prevailing interest rates, competition, bargaining power of occupiers, operating costs, government regulations and policies, and market sentiment.

Our office parks and office buildings are in the key markets of Bengaluru, Mumbai, Pune and Noida. Within these cities, our business significantly depends on the performance of the submarkets where our portfolio assets are located. Most of these micro-markets have historically exhibited strong market dynamics with robust absorption and

balanced infusion of new office supply resulting in rent stability/growth and low vacancy on an average, even during the tough periods of the pandemic.

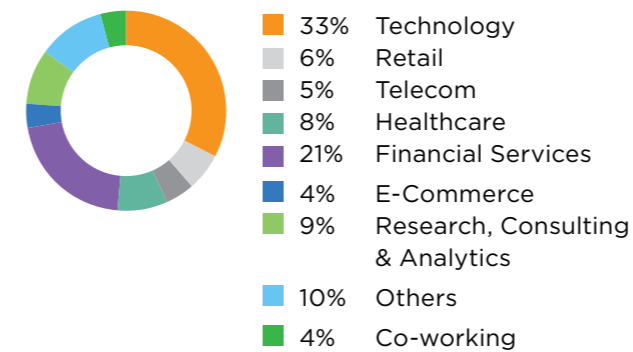
Our portfolio assets are strategically located within their respective markets, which allows us to attract, retain and grow key occupiers within our office parks and commercial office buildings.

Industry of occupiers: Our business also depends on the performance of the industry sectors of our occupiers. Sectors such as technology, banking, financial services, insurance, engineering, and manufacturing drive commercial leasing activity in India. Additionally, new sectors such as healthcare, retail, research and analytics and consulting have also emerged as key drivers of office real estate demand, as domestic and multinational companies in these sectors have been increasingly expanding or setting up operations in India.

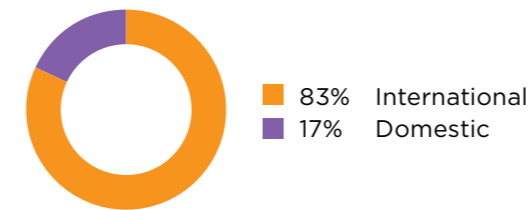
Our tenant base is highly diverse with technology sector clients contributing to 33% of our gross rentals, followed by financial services at 21% as of March 31, 2024. We believe that the domination of technology and banking and financial services sector as key occupiers of space in India's commercial office segment will continue to significantly influence the results of our operations.

We derive 83% of Gross Annualised Rental Obligations from multinational corporation at March 31, 2024. Further, we derive 47% of the gross rentals from Fortune 500 companies. The global and other factors impacting the businesses of these types of corporations may affect their ability to service contracted lease agreements.

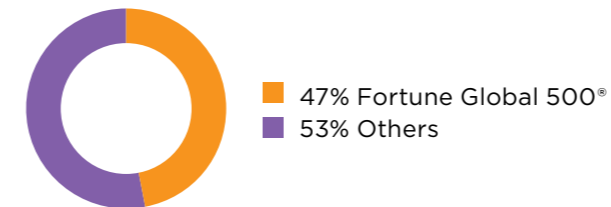
Occupiers from various industry sectors (%)



Gross Annualised Rental Obligations among corporations (%)



Gross Annualised Rental Obligations according to type of companies (%)



Note: Based on Gross Annualised Rental Obligations as at March 31, 2024

Occupancy rates: The success of our business depends on our ability to maintain high occupancy across the portfolio. Our same store occupancy across the portfolio as of March 31, 2024 was 85% as against 86% as of March 31, 2023. Occupancy rates largely depend on the attractiveness of the markets and submarkets in which the portfolio assets are located, rents relative to competing properties, the supply of and demand for comparable properties, the facilities and amenities offered, the ability to minimise the intervals between lease expiries (or terminations) and our ability to foray into new leases (including pre-leases for under-construction properties or properties where leases are expiring).

We believe that our strategically located assets in attractive submarkets allow us to maintain high levels of occupancy. Further, we believe that replicating large infrastructure-like business parks such as ours is difficult given land acquisition complexities and long development timelines in India. We believe that we enjoy greater credibility with our occupiers because of our reputation, scale of operations and the amenities and infrastructure that we provide, which generally allows our assets to be viewed as premium properties, thereby enhancing the portfolio's appeal to occupiers, which has resulted in high occupancy rates.

Lease expiries: We typically enter into long-term leases with our occupiers, which provide us a steady source of rental income. The tenure of leases for our office parks are typically nine to fifteen years (assuming successive renewals at our occupiers' option), with a three to five-year initial commitment period, and contractual escalations of 15% every three years. For our city-centre office buildings, the lease tenure is typically five to nine years with a three to five-year initial commitment period and contractual escalations of 15% every three years.

We endeavour to foster and maintain strong relationships with our occupiers. We maintain regular communication with the corporate real estate heads of our occupiers through a dedicated customer relationship management programme, which ensures we anticipate and cater to tenant needs. Further, at most of our portfolio assets, we have implemented various energy efficiency and sustainability initiatives, which help attract occupiers. However, in cases where occupiers do not renew leases or terminate leases earlier than expected, it generally takes some time to find new occupiers which can lead to periods where we have vacant areas within the portfolio assets that do not generate facility rentals.



Embassy Oxygen, Noida

Rental rates: Our rental income primarily comprises facility rentals and income from maintenance services that we provide to our occupiers at the portfolio assets. Accordingly, our revenue from operations is directly affected by the lease rental rates of the portfolio assets, which are in turn affected by various factors like prevailing economic, income and demographic conditions in the submarket, prevailing rental levels in the submarket, amenities and facilities provided, property maintenance, government policies and competition.

Escalations: Our existing lease agreements typically have built-in rent escalations, which has led to growth in our revenues in prior years and we expect it will help us generate stable and predictable growth in our revenue from operations. Our leases typically have contractual escalations in the range of 10% to 15% every three to five years. Besides, due to the tenure of our existing leases and growth in the market rents of our portfolio, our average in-place rents are significantly below current market rents. We believe that this presents us with a rental growth opportunity by re-leasing the same space at higher rentals, given the demand for office real estate in respective submarkets coupled with our low vacancy levels. This allows us to be well positioned to capitalise on our Grade A office portfolio by realising the embedded rental growth within our office parks.

Development timeline and costs: As of March 31, 2024, we had 6.1 msf of under-construction area and 2.8 msf of proposed development area. The timely development of our pipeline is expected to positively impact our financial performance. We typically commence construction based on our pre-leasing arrangements and an assessment of upcoming supply and recent absorption trends, as well as various other micro and macro factors impacting the demand for our assets.

We also construct office space on a built-to-suit basis, considering the specific requirements of our occupiers. This enhances our ability to develop and maintain long-term relationships with our occupiers. The timeline for development varies depending on factors such as size, complexity, and occupier specifications. Some examples of our built-to-suit projects are the 1.1 msf building delivered in December 2021 to JP Morgan at Embassy TechVillage in Bengaluru and also the 0.4 msf building delivered in November 2023 to Philips at Embassy Business Hub in Bengaluru.

Construction progress depends on various factors, including business plans, the availability of finance, labour and raw materials, the receipt of regulatory clearances, access to utilities such as electricity and

water, the operating and financial condition of the construction companies we use in our business, and other contingencies such as adverse weather conditions. While industry construction costs have increased due to rise in costs of input materials led by global factors, our nimble design and robust procurement strategy, centralised procurement team and long-term relation with key vendors enables us to optimise the construction cost.

We capitalise our construction and borrowing costs in relation to our under-construction properties and capitalise brokerage costs with respect to our investment properties. These costs are depreciated based on the straight-line method over their estimated useful lives. When construction is completed, borrowing costs are charged to our statement of profit and loss as finance costs, causing an increase in expenses.

Cost of financing: Our finance costs primarily comprise interest expense on our non-convertible debentures and borrowings from banks and financial institutions. Our ability to obtain financing, as well as the cost of such financing, affects our business. Though we believe we can obtain funding at competitive interest rates as evidenced basis the fundraising done by us during FY2024, the cost of financing is material for us, as we require significant capital to develop our projects and any increase in interest rates might affect our distributable surplus.

Government regulations and policies including taxes and duties: The real estate sector in India is highly regulated and there are several laws and regulations that apply to our business. Regulations applicable to our business include those related to land acquisition, funding sources, the ratio of built-up area to land area, land usage, the suitability of building sites, road access, necessary community facilities, open spaces, water supply, sewage disposal systems, electricity supply, environmental suitability, and size of the project. We also keep abreast of the evolving SEBI REIT regulations which oversee the setup, operations and governance of REITs in India. We strive to continuously maintain compliance with these regulations and incur various costs in the process, including fees to consultants, property tax and other taxes and duties.

In addition, some of our portfolio assets are located on land notified as part of SEZs. In the past, the leasing traction for these SEZ areas had been impacted by the uncertainty around amendments to the SEZ rules or introduction of the proposed DESH bill as a separate framework. The leasing traction has picked up again post the Dec'23 amendment to the SEZ rules permitting demarcation

Embassy TechVillage, Bengaluru



of a portion of the built-up area within an SEZ unit on a floor-by-floor basis as a non-processing area. However, certain duties might need to be repaid for this SEZ demarcation which might impact our distributable surplus.

Competition: We operate in competitive markets for the acquisition, ownership, and leasing of commercial real estate. We compete for occupiers with numerous real estate owners and operators who own properties like our own in these markets. Among the factors influencing leasing competition are location, rental rates, building quality and levels of services provided to occupiers.

Competition from other developers in India may adversely affect our ability to sell or lease our projects, and continued development by other market participants could result in saturation of the

real estate market, which could adversely impact our revenues from commercial operations. Increasing competition could result in price and supply volatility which could materially and adversely affect our operations and cause our business to suffer.

Future acquisitions: We intend to selectively acquire from the Embassy Sponsor or third parties, commercial real estate assets that meet our investment criteria. Each new acquisition that we complete may materially affect our overall results of operations and financial position. In addition, our acquisition strategy may require a significant amount of working capital and long-term funding. Our ability to acquire properties will depend on our ability to secure financing on commercially viable terms, which will in part be affected by the prevailing interest rates or the price of our units at the time of acquisition.



Embassy Galaxy, Noida

Operating and maintenance expenses: Our operating and maintenance expenses primarily consist of repair and maintenance (of buildings, common areas, machinery, and others), power and fuel expenses and expenses related to housekeeping and security services. Factors which impact our ability to control these operating expenses include (but are not limited to) asset occupancy levels, fuel prices, general cost inflation, periodic renovation, refurbishment, and other costs related to re-leasing.

For the portfolio assets, we provide Common Area Maintenance (CAM) services to our occupiers. We derive income from these maintenance services that include a margin on the expenses incurred for providing such services.

Cost increases because of any of the foregoing may adversely affect our profitability, margins, and cash flows. Circumstances such as a decline in market rent or pre-term lease cancellation may cause revenue to decrease, although the expenses of owning and operating a property may not decline in line with the decrease in revenue. While certain expenses may vary with occupancy, operating and maintenance expenses such as those relating to

general maintenance, housekeeping and security services may not decline even if a property is not fully occupied.

Basis of preparation of consolidated financial statements

The Consolidated Financial Statements of the Embassy Office Parks Group comprises the Consolidated Balance Sheet and the Consolidated Statement of Net Assets at fair value as at March 31, 2024, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Cash Flow, the Consolidated Statement of Changes in Unitholders' Equity, the Statement of Net Distributable Cashflows of Embassy REIT and each of the SPVs, the Consolidated Statement of Total Returns at fair value and a summary of material accounting policies and other explanatory information for the year ended March 31, 2024. The Consolidated Financial Statements were approved for issue in accordance with resolution passed by the Board of Directors of the Manager on behalf of the Trust on 25 April, 2024.

The Consolidated Financial Statements have been prepared in accordance with the requirements of SEBI (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued there under read with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated 6 July 2023 (the 'REIT regulations'); Indian Accounting Standard as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with the REIT regulations.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The financial statements of all the SPVs and the Trust used for the purpose of consolidation are drawn up to the same reporting date i.e. March 31, 2024. The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2023 dated March 31, 2023 to amend the following Ind AS which are effective from April 01, 2023.

Ind AS 1, Presentation of Financial Statements
 Ind AS 8, Accounting policies, Change in Accounting Estimates and Errors
 Ind AS 12, Deferred tax related to leases and decommissioning, restoration and similar liabilities
 There were certain amendments to standards and interpretations which are applicable for the first time for the year ended March 31, 2024, but either the same are not relevant or do not have an impact on the consolidated financial statements of the Group. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Summary of significant judgements and estimates used in the preparation of the Consolidated Financial Statements

Use of judgement and estimates: The preparation of Consolidated Financial Statements in conformity with generally accepted accounting principles in India (Ind AS) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income, and expenses. Actual results could differ from those estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Consolidated Financial Statements is included in the following notes:

1. Business combinations
2. Impairment of goodwill and intangible assets with infinite useful life
3. Classification of lease arrangements as finance lease or operating lease
4. Classification of assets as investment property or as property, plant and equipment
5. Significant judgement involved in the purchase price allocation of the assets acquired and liabilities assumed on account of business combination and deferred tax accounting on the resultant fair value accounting
6. Judgements in preparing Consolidated Financial Statements
7. Classification of Unitholders' funds

8. Significant judgements is involved in the allocation cost of acquisition to the identifiable assets and liabilities based on their relative fair values at the date of acquisition in case of acquisition that does not represent a business combination

the location and category of the investment property being valued. Judgement is also applied in determining the extent and frequency of independent appraisals.

2. Useful lives of Investment Property and Property, Plant and Equipment

3. Valuation of financial instruments

4. Recognition of deferred tax asset on carried forward losses and recognition of minimum alternate tax credit: The availability of future taxable profit against which tax losses carried forward can be used. Further, significant judgements are involved in determining the provision for income taxes, including recognition of minimum alternate tax credit, in SPVs entitled for tax deduction under Section 80IAB of the Income Tax Act, 1961, wherein the tax deduction is dependent upon necessary details available for exempt and non-exempt income.

Information about assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment during the year ended March 31, 2024 is included in the following notes:

1. Fair valuation and disclosures and impairment of non-financial assets being investment properties and property plant and equipment:

The fair value of investment properties and property, plant and equipment are reviewed regularly by management with reference to independent property valuations and market conditions existing on a half yearly basis. The independent valuers are independent appraisers with a recognised and relevant professional qualification and with recent experience in

Analysis of consolidated statement of profit and loss

Particulars	(₹ in Mn)			
	FY2024	As % of Revenue	FY2023	As % of Revenue
Revenue from operations	36,851.82	100%	34,195.43	100%
Interest income	1,305.60	4%	1,123.37	3%
Other income	725.24	2%	317.87	1%
Total income	38,882.66		35,636.67	
Expenses				
Cost of materials consumed	414.36	1%	390.22	1%
Employee benefits expense	582.76	2%	590.08	2%
Operating and maintenance expenses	910.66	2%	968.22	3%
Repairs and maintenance	3,334.31	9%	3,028.11	9%
Valuation expenses	10.83	0%	10.62	0%
Audit fees	57.17	0%	54.33	0%
Insurance expenses	174.05	0%	180.34	1%
Investment management fees	1,003.98	3%	934.89	3%
Trustee fees	2.95	0%	2.95	0%
Legal and professional fees	360.01	1%	524.73	2%
Other expenses	2,307.47	6%	2,067.19	6%
Total expenses	9,158.55	25%	8,751.68	26%
Earnings before finance costs, depreciation, amortisation, impairment loss and tax	29,724.11	81%	26,844.99	79%
Finance costs	10,872.35	30%	9,760.63	29%
Depreciation expense	7,572.24	21%	9,164.92	27%
Amortisation expense	2,117.65	6%	2,119.24	6%
Impairment loss	(836.75)	(2%)	-	0%
Profit before share of profit of equity accounted investee and tax	9,998.62	27%	5,840.20	17%
Share of profit after tax of equity accounted investee	892.11	2%	777.50	2%
Profit before tax	10,890.73	29%	6,617.70	19%
Tax expense	1,250.45	3%	1,558.12	5%
Profit for the year	9,640.28	26%	5,059.58	15%
Other comprehensive income	6.74	0%	3.51	0%
Total comprehensive income	9,647.02	26%	5,063.09	15%

Revenue from operations

Particulars	(₹ in Mn)			
	FY2024	FY2023	Variance	Variance %
Facility rentals	25,285.61	23,798.00	1,487.61	6%
Income from finance lease	237.45	217.58	19.87	9%
Revenue from contracts with customers				
- Maintenance services	4,891.33	4,394.56	496.77	11%
- Room rentals	2,475.20	1,808.82	666.38	37%
- Sale of food and beverages	1,692.29	1,424.31	267.98	19%
- Income from generation of renewable energy	1,582.22	1,612.10	(29.88)	(2%)
- Other operating income:				
- Hospitality	195.22	160.42	34.80	22%
- Others	492.50	779.64	(287.14)	(37%)
Total revenue from operations	36,851.82	34,195.43	2,656.39	8%

Our revenue from operations comprises the following sources:

Facility rentals

Revenue from facility rentals comprises the base rental from our properties, car parking income, fit-out rentals and other rentals as below:

- **Base rentals:** Base rentals comprises rental income earned from the leasing of our assets.
- **Car parking income:** Car parking income comprises revenue earned from the operations of parking facilities located at our properties;
- **Fit-out rentals:** For some of our occupiers, we provide customised alterations and enhancements as per the occupiers' requirements (as opposed to warm shell premises that contain only minimally furnished interiors). For such properties, we recover the value of the fit-outs provided through fit-out rentals, to the extent such leases are classified as operating lease as per accounting requirements.

- Facility rentals for the portfolio increased by ₹1,487.61 million or 6% from ₹23,798.00 million in FY2023 to ₹25,285.61 million in FY2024. A summary of movement is captured in the below table:

Facility rental portfolio

Particulars	Amount (₹ in Mn)	% of total movement
Facility rentals for the year ended March 31, 2023	23,798.00	
Add:		
Increase in contracted revenue	1,039.91	4%
Lease up, vacancy and Mark-to-Market (MTM) etc.	447.70	2%
Facility rentals for the year ended March 31, 2024	25,285.61	6%



Perspective

Management Discussion and Analysis

Facility rentals increased primarily due to:

- **Contracted revenue:** Contracted lease escalation increased the revenue by ₹1,039.91 million, mainly in Embassy Manyata and Embassy Tech Village.
- **Lease up, vacancy and Mark-to-Market (MTM):** Lease up across Embassy Manyata, Embassy Tech village Embassy TechZone, Embassy Galaxy, Embassy 247 and others as well as renewals spread across all the parks amounting to ₹2,652.28 million off set by reduction in facility rentals to the extent of ₹2,204.58 million due to Occupier exits during the year, net increase in revenue for ₹447.70 million

Income from finance lease

- Income from finance leases comprise income from fit-out rentals where such leases are classified as finance leases. Leases are classified as finance leases when substantially all the risks and rewards of ownership transfer to the lessee.
- Income from finance lease increased by ₹19.87 million or 9% from ₹217.58 million in FY2023 to ₹237.45 million in FY2024 due to new fit-out rental contracts with occupiers at Embassy Manyata, Embassy Techzone, Embassy Tech Village, Embassy 247 and Embassy Galaxy.

Revenue from room rentals and sale of food and beverages

- Revenue from room rentals and sale of food and beverages comprises revenue generated from our operating hotels viz. Hilton at Embassy Golflinks and Hilton Garden Inn (HGI) and Hilton Inn (HI) at Embassy Manyata and Four Seasons at Embassy One
- During the year, the hospitality sector improved and witnessed a robust performance due to steady domestic demand and an increase in demand from corporate as they ramp up their operations. This has resulted into an increase of revenue from room rentals by ₹666.38 million or an increase of 37% from ₹1,808.82 million in FY2023 to ₹2,475.20 million in FY2024
- The segment also witnessed corresponding increase in sale of food and beverages by ₹267.98 million or 19%, from ₹1,424.31 million in FY2023 to ₹1,692.29 million in FY2024
- Additionally, hospitality segment also witnessed an increase in other hospitality income by ₹34.80 million or 22% from ₹160.42 in FY2023 to ₹195.22 million in FY2024

Maintenance services

Income from maintenance services consists of the revenue received from our occupiers for the Common Area Maintenance (CAM) services provided across our commercial office portfolio. Income from maintenance services is generally a function of our maintenance expenses at the portfolio assets, with a change in maintenance expenses resulting in a corresponding change in maintenance service income, along with the impact of lease up/exits at our properties.

Income from maintenance services for the portfolio increased by ₹496.77 million or 11% from ₹4,394.56 million in FY2023 to ₹4,891.33 million in FY2024, primarily due to new lease ups and CAM escalations.

Income from generation of renewable energy

The 100 MW solar park at Embassy Energy is located in Bellary district of Karnataka and helps reduce an estimated 200 million kgs of carbon footprint by providing green energy to our occupiers. The solar generation shown an increase of 10 million units (FY: 24 194 million & FY2023: 184 million), a marginal increase of 5% from the FY2023 higher generation has led to an increase in revenue of ₹80 million which is set off by a decrease in blended tariff rate by ₹0.54 per unit in FY2024, which resulted in overall decrease of revenue by ₹29.88 million or 2% from ₹1,612.10 million in FY2023 to ₹1,582.22 million in FY2024.

Solar power generation

Particulars	FY2024	FY2023
Capacity (MW)	100	100
Solar units generated (million units)	195	185
Solar units consumed (million units)	195	185
Average blended tariff (₹ per unit)	8.14	8.7

Other operating income

Other operating income primarily includes revenue from ancillary operating departments at our Hospitality segment as well as the rental compensation receivable from Embassy Property Developments Private Limited (EPDPL) in relation to M3 Block A. Other operating income decreased by ₹287.14 million or 37% from ₹779.64 million in FY2023 to ₹492.50 million in FY2024 primarily due to reduction in compensation income received from EPDPL in FY2023, due to receipt of the occupancy certificate in respect of the warm shell building for M3 Block A at Embassy Manyata which was received in October, 2023 whereby EPDPL was no longer obligated to pay a rental compensation.

Key performance indicators for our hotels

	Financial year ended							
	Hilton at Embassy GolfLinks		Four Seasons at Embassy One		Hilton at Embassy Manyata*		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Keys	247	247	230	230	619	619	1,096	1,096
Occupancy	64%	62%	41%	36%	59%	50%	55%	50%
Rooms Available	90,402	90,155	84,180	83,950	2,26,554	2,17,955	4,01,136	3,92,060
Rooms Sold	57,879	56,015	34,748	29,843	1,32,548	1,08,756	2,25,175	1,94,614
ADR	12,365	10,285	15,697	13,619	8,955	7,964	10,872	9,499
RevPAR (₹)	7,917	6,390	6,480	4,841	5,239	NM	6,103	4,715
Total Revenue (₹ mn)	1,026	846	1,185	920	2,152	1,628	4,363	3,394
NOI (₹ Mn)	510	359	389	192	1,170	600	2,069	1,151
NOI Margin	50%	42%	33%	21%	54%	37%	47%	34%
EBITDA (₹ Mn)	454	319	345	157	1,042	506	1,841	982

* Hotel started its operation from May 01, 2022.

Management Discussion and Analysis

Property-wise revenue from operations

We have provided a property-wise/asset-wise break-up of our revenue from operations for FY2024 vis-à-vis FY2023.

Asset-wise revenue from operations

(₹ in Mn)

Asset SPV	Name of the property	Location	FY2024		FY2023	
			Revenue	As % of total revenue	Revenue	As % of total revenue
MPPL	Embassy Manyata	Bengaluru	14,500.46	39%	13,288.26	39%
ETV Assets	Embassy TechVillage	Bengaluru	8,258.93	22%	8,134.59	24%
QBPL	Hotel, Retail and Office at Embassy One and Embassy Quadron	Bengaluru	2,311.91	6%	1,781.79	5%
IENMPL	Express Towers	Mumbai	1,484.57	4%	1,297.32	4%
VCPPL	Embassy 247	Mumbai	1,686.95	5%	1,453.47	4%
ETPL	FIFC	Mumbai	1,302.16	4%	1,163.67	4%
EPTPL	Embassy TechZone	Pune	1,673.90	5%	1,497.10	4%
QBPPL	Embassy Qubix	Pune	851.13	2%	807.46	2%
OBPPL	Embassy Oxygen	Noida	1,464.48	4%	1,569.43	5%
GSPL	Embassy Galaxy	Noida	577.72	2%	744.03	2%
UPPL	Hilton - Embassy Golflinks	Bengaluru	1,026.43	3%	846.20	2%
EEPL	Embassy Energy	Bellary	1,582.22	4%	1,612.10	5%
ECPL	Embassy HUB	Bengaluru	130.96	0%	-	-
Total			36,851.82	100%	34,195.43	100%

Interest income

Interest income includes interest on (i) debentures, (ii) fixed deposits with banks, (iii) security deposits, (iv) other statutory deposits (v) income-tax refunds and (vi) others. Interest income increased by ₹182.23 million or 16% from ₹1,123.37 million for FY2023 to ₹1,305.60 for FY2024.

The increase in interest income is mainly on account of interest received on income tax refund and interest income on advances for M3 Block B partially set-off by decrease in interest on investment in debentures and security deposits.

Other income

The details of other income as per the Consolidated Financial Statements is set forth in the below table:

(₹ in Mn)

Other income Particulars	FY2024	FY2023	Variance	Variance %
Net changes in fair value of financial instruments	54.13	-	54.13	100%
Liabilities no longer required written back	84.38	11.97	72.41	605%
Profit on sale of mutual funds	159.04	143.79	15.25	11%
Net gain on disposal of Property, Plant and Equipment/ Investment Properties	139.74	4.58	135.16	2951%
Miscellaneous	287.95	157.53	130.42	83%
Total	725.24	317.87	407.37	128%

Other income for FY2024 was ₹725.24 million, an increase of ₹407.37 million or 128%, compared to ₹317.87 million for FY2023. This was primarily as a result of a change in fair value of financial assets, a one-time income from sale/ scrap of investment properties, write back of excess liabilities which was no longer required and refund of taxes in FY2024.



Embassy GolfLinks, Bengaluru

Expenses

The Consolidated Financial Statements include expenses as set forth in the below table:

(₹ in Mn)

Expenses Particulars	FY2024	FY2023	Variance	Variance %
Cost of materials consumed	414.36	390.22	24.14	6%
Employee benefits expense	582.76	590.08	(7.32)	(1%)
Operating and maintenance expenses	910.66	968.22	(57.56)	(6%)
Repairs and maintenance	3,334.31	3,028.11	306.20	10%
Valuation expenses	10.83	10.62	0.21	2%
Audit fees	57.17	54.43	2.84	5%
Insurance expenses	174.05	180.34	(6.29)	(3%)
Investment management fees	1,003.98	934.89	69.09	7%
Trustee fees	2.95	2.95	-	-
Legal and professional fees	360.01	524.73	(164.72)	(31%)
Other expenses	2,307.47	2,067.19	240.28	12%
Total expenses	9,158.55	8,751.68	406.87	5%

Our expenses comprises the following:

Cost of materials consumed

Cost of materials consumed includes direct material cost of our three operating hotels, i.e., Hilton at Embassy Golflinks and Embassy Manyata and the Four Seasons at Embassy One ('Hospitality operations') primarily towards the provision of food and beverage services to the guests at these hotels.

Cost of materials consumed increased marginally by ₹24.14 million or 6% from ₹390.22 million for FY2023 to ₹414.36 million for FY2024 in line with increase in revenue from hospitality operations.

Employee benefits expense

Employee benefits expense primarily includes salaries and wages, contribution to provident and other funds and staff welfare expenses in relation to our Hospitality operations.

Employee benefit expenses decrease by ₹7.32 million or 1% from ₹590.08 million in FY2023 ₹582.76 million in FY2024 mainly due to employee exits pending replacement and one time incentive cost in FY2023.

Operating and maintenance expenses

Operating and maintenance expenses include power and fuel expenses and operating consumables in relation to our Common Area Maintenance operations.

Operating and maintenance expenses decreased by ₹57.56 million or 6% from ₹968.22 million for FY2023 to ₹910.66 million for FY2024 mainly attributable to savings in electricity expenses due to roof top solar panel installation across all locations.

Repairs and maintenance

Repairs and maintenance expenses include manpower expenses, repairs towards common area maintenance, buildings, machinery, and others.

Our repairs and maintenance expenses increased by ₹306.20 million or 10% from ₹3,028.11 million for FY2023 to ₹3,334.31 million for FY2024. This increase was primarily due to increased operations in our hospitality segment and the full year operation of acquired asset, Embassy Business Hub and increase in maintenance cost of projects after the expiry of the defect liability period during FY2024.

Management Discussion and Analysis

Insurance

Insurance expenses decreased marginally by ₹6.29 million or 3% from ₹180.34 million for FY2023 to ₹174.05 million for FY2024 due to cost optimisation and negotiations with our insurers.

Investment management fees

This includes the property management fees and REIT management fees.

Property management fees: This represents the fees earned by the Manager to the REIT pursuant to the investment management agreement.

The Manager earns property management fees computed at 3% per annum of facility rentals collected by the relevant property with respect to operations, maintenance, administration, and management of the Holdco or the SPVs, as applicable. The fees have been determined to meet the ongoing costs of the Manager to undertake the services provided to the Embassy REIT and REIT assets. Property management fees increased by ₹70.20 million or 10% from ₹695.42 million for FY2023 to ₹765.62 million for FY2024 in line with increase in collection from facility and fitout rentals.

Other expenses

Other expenses mainly include the following:

				(₹ in Mn)
Other expenses				
Particulars	FY2024	FY2023	Variance	Variance %
Property tax (net)	1,197.07	1,115.04	82.03	7%
Rates and taxes	68.81	81.36	(12.55)	(15%)
Corporate Social Responsibility (CSR) expenses	128.72	126.55	2.17	2%
Marketing and advertising expenses	293.03	271.45	21.58	8%
Loss on sale of fixed assets	6.89	7.86	(0.97)	(12%)
Brokerage and commission	111.30	81.52	29.78	37%
Other direct and indirect expenses	501.65	383.41	118.24	31%
Total other expenses	2,307.47	2,067.19	240.28	12%

Property tax

Property tax increased by ₹82.03 million or 7% from ₹1,115.04 million for FY2023 to ₹1,197.07 million for FY2024 mainly due to new deliveries in FY2024 namely M3 Block A in Embassy Manyata and Embassy Hub and full year impact of previous year deliveries.

Rates and taxes

Rates and taxes decreased by ₹12.55 million or 15% from ₹81.36 million for FY2023 to ₹68.81 million for FY2024 mainly due to non-recurring charges incurred in FY2023 in Qubix and VTPL.

REIT management fees: This represents fees earned by the Manager to the REIT pursuant to the investment management agreement between the REIT and Manager. REIT management fees is computed at 1% of the REIT distributions. The fees have been determined for undertaking management of the REIT and its investments. REIT management fees for FY2024 amounts to ₹238.36 million vis-à-vis ₹239.47 million for FY2023, which are in line with the distributions for respective years.

Legal and professional fees

Legal and professional fees represent amounts paid to consultants for their services in relation to legal and compliance advisory, accounting and taxation advisory and internal audit. Legal and professional fees have decreased by ₹164.72 million or 31% from ₹524.73 million for FY2023 to ₹360.01 million for FY2024 due to non-recurring expenses in FY2023 towards consulting and advisory services.

Marketing and advertisement expenses

Marketing and advertisement expenses has increased by ₹21.58 million or 8% from ₹271.45 million for FY2023 to ₹293.03 million for FY2024 mainly due to increase in expenses on tenant engagement and other marketing initiatives at Hotels.

Brokerage and commission

Brokerage and commission represents brokerage expenses for Hospitality segment. The expense for FY2024 amounts to ₹111.30 million vis-à-vis ₹81.52 million for FY2023, mainly due to increase in Hospitality operations during the year.



Embassy TechVillage, Bengaluru

Other direct and indirect expenses

Other direct and indirect expenses mainly include management fees paid by hotels, travel and conveyance, and bank charges. Other direct and indirect expenses increased by ₹118.24 million or 31% from ₹383.41 million for FY2023 to ₹501.65 million for FY2024 mainly due to increase in the management fees paid by hotels owing to increased operations during the year.

Earnings before share of profit of equity accounted investee, finance costs, depreciation, amortisation, impairment loss and tax (EBITDA)

Our EBITDA for FY2024 was ₹29,724.11 million, an increase of ₹2,839.12 million or 11%, compared to ₹26,884.99 million for FY2023 primarily driven by the increase in Revenue from Operations, savings in legal and professional fees, operating and maintenance expenses partially offset by increased repairs and maintenance expenses and other expenses including hotel operating expenses. The EBITDA margins stood at 81% compared to 79% for FY2023 and continue to be best-in-class.

Finance costs

The Consolidated Financial Statements include finance costs as set forth in the below table:

				(₹ in Mn)
Finance costs				
Particulars	FY2024	FY2023	Variance	Variance %
Interest expenses				
- on borrowings from banks and financial institutions	3,062.52	3,245.17	(182.65)	(6%)
- on lease deposits	466.51	474.56	(8.05)	(2%)
- on lease liabilities	114.77	34.84	79.93	229%
- on non-convertible debentures	7,050.14	6,006.06	1,044.08	17%
Commercial papers	178.41	-	178.41	100%
Total finance costs	10,872.35	9,760.63	1,111.72	11%

We capitalise our finance costs in relation to our under-construction properties. When construction is completed, the finance cost is charged to our statement of profit and loss, causing an increase in

our finance costs. The Company has also explored various new options for refinancing existing debt and new borrowings.

Management Discussion and Analysis

The increase in finance costs is attributable to following:

- higher interest on the refinance of Series II and III NCDs
- increase in interest rate of existing borrowings
- an increase in interest on deferred payment liability of lease obligation in ETV assets
- interest expenses incurred on new deliveries (capitalisation of Hudson and Ganges Block at Embassy TechZone, ECPL, M3 at Embassy Manyata etc.)
- interest expended on other capital infrastructure projects

Depreciation and amortisation expense

Depreciation and amortisation expense decreased by ₹1,594.27 million or 14% from ₹11,284.16 million in FY2023 to ₹9,689.89 million in FY2024 primarily due to non-recurring impact of accelerated depreciation of D1 and D2 blocks at Embassy Manyata on account of redevelopment.

Impairment loss reversal (net of depreciation)

In FY2024, we recorded a one-time impairment loss reversal amounting to ₹836.75 million. As at March 31, 2023, an impairment loss amounting to ₹886.18 million was accounted against property, plant and equipment and impairment loss amounting to ₹31.71 million was accounted against investment property. Considering the ramp up of room occupancy, recovery in our hospitality business operations and increase in lease-up, we updated the financial projections based on which the future cash flows have been estimated for the purpose of determining the recoverable amount of the aforesaid property, plant and equipment and investment properties as at March 31, 2024. Since the recoverable amount exceeds the carrying value

The Consolidated Financial Statements include tax expenses as set forth in the below table:

Tax expense	(₹ in Mn)			
Particulars	FY2024	FY2023	Variance	Variance %
Current tax	1,427.74	1,527.66	(99.92)	(7%)
Deferred tax charge/(credit)	(177.29)	30.46	(207.75)	(682%)
Total tax expenses	1,250.45	1,558.12	(307.67)	(20%)

Total tax expenses decreased by ₹307.67 million or 20% from ₹1,558.12 million for FY2023 to ₹1,250.45 million for FY2024 as a result of depreciation and interest on new deliveries.

of property, plant and equipment and investment properties as at March 31, 2024, we reversed the impairment loss of ₹836.75 million (net of depreciation of ₹80.12 million) which was recognised in the statement of profit and loss during the year ended March 31, 2024.

Profit before share of profit of equity accounted investee and tax

As a result of the foregoing, we recorded ₹9,998.62 million in profit before share of profit of equity accounted investee and tax for FY2024, as compared to ₹5,840.20 million in FY2023, an increase of ₹4,158.42 million or 71%.

Share of profit after tax of equity accounted investee

The share of profit after tax in Embassy Golflinks, our investment entity, an equity accounted investee, for FY2024 was ₹892.11 million as compared with ₹777.50 million for FY2023. The increase was largely a result of an improved operational and financial performance of Embassy Golflinks, leading to an increase in revenue from operations and an increase in operating and maintenance expenses.

Profit before tax

As a result of the foregoing, we recorded a profit before tax of ₹10,890.73 million for FY2024, as compared to a profit before tax of ₹6,617.70 million for FY2023, an increase of ₹4,273.03 million or 65%.

Tax expense

The portfolio of assets which we own are housed in 14 SPVs, which have different tax considerations including SEZ benefits, available MAT credit etc. and accordingly will have varying current tax percentages. On a blended basis, our current taxes works out to -4% of our revenue from operations for both the years at the Consolidated Group level.

Current tax expense has decreased by ₹99.92 million or 7% from ₹1,527.66 million to ₹1,427.74 million for FY2024. This was primarily due to a tax shield on the accelerated depreciation of D1 and D2 blocks at Embassy Manyata.

Deferred tax charge has decreased significantly by ₹207.75 or 682% and resulted into a net deferred tax credit of ₹177.29 million from deferred tax charge of ₹30.46 million in FY2023 primarily due to reversal of net deferred tax liability on the capitalisation of M3 (Block A) of Embassy Manyata in MPPL and impairment reversal at group level.

Total Comprehensive Income for the year

As a result of the foregoing, our profit for FY2024 was ₹9,647.02 million as compared with ₹5,063.09 million for FY2023, an increase of ₹4,583.93 million or 91%.

Non-GAAP Measures

Net Operating Income ('NOI')

Based on the 'management approach' as specified in Ind AS 108, our Chief Operating Decision Maker (CODM) evaluates our performance and allocates resources based on an analysis of various performance indicators by operating segments.

We use NOI internally as a performance measure and believe it provides useful information to investors regarding our financial condition and results of operations because it offers a direct measure of the operating results of our business segments. Other companies may use different methodologies for calculating NOI, and accordingly, our presentation of the same may not be comparable to other companies. We define NOI for each of our segments as follows:

a) Commercial offices segment

NOI for commercial offices is defined as revenue from operations [which includes (i) facility rentals, (ii) maintenance services income, (iii) income from finance lease, and (iv) other operating income for commercial offices] less direct operating expenses [which include (i) operating and maintenance expenses, including common area maintenance expenses (ii) property taxes, (iii) rent, and (iv) insurance].

b) Hospitality segment

NOI for hospitality segment is defined as revenue from operations [which includes (i) room rentals, (ii) sale of food and beverages, (iii) other operating income from hospitality] less direct operating expenses [which include (i) cost of materials consumed, (ii) employee benefits expenses, (iii) operating and maintenance expenses, excluding property management fees, and (iv) other expenses].

c) Other segment

NOI for other segments is defined as revenue from operations (which includes income from generation of renewable energy) less direct operating expenses [which includes (i) operating and maintenance expenses and (ii) other expenses].

Certain income (such as interest, dividend, and other income) and certain expenses (such as other expenses, excluding direct operating expenses, depreciation, amortisation, impairment, and finance cost) are not specifically allocable to segments and accordingly these expenses are adjusted against the total income of the Embassy Office Parks Group.



The table below gives the computation of our NOI and a reconciliation up to EBITDA:

(₹ in Mn)				
Particulars	FY2024	FY2023	Variance	Variance %
Revenue from operations	36,851.82	34,195.43	2,656.39	8%
Property taxes and insurance	(1,371.12)	(1,295.38)	(75.74)	6%
Direct operating expenses	(5,661.23)	(5,237.25)	(423.98)	8%
Net operating income	29,819.47	27,662.80	2,156.67	8%
Other income	2,030.84	1,441.24	589.60	41%
Property management fees	(1,003.98)	(934.89)	(69.09)	7%
Indirect operating expenses	(1,122.22)	(1,284.18)	161.96	(13%)
EBITDA	29,724.11	26,884.99	2,839.12	11%
EBITDA (%) of revenue	81%	79%		

Segment-level profitability

Particulars	Commercial offices		Hospitality		Other segment	
	FY2024	FY2023	FY2024	FY2023	FY2024	FY2023
Revenue from operations	30,906.89	29,189.78	4,362.71	3,393.55	1,582.22	1,612.10
Net operating income	26,260.01	25,029.30	2,068.80	1,150.94	1,490.66	1,482.56
NOI margin (%)	85%	86%	47%	34%	94%	92%

NOI margins

We were able to maintain our NOI margin at 81% for FY2024 in line with FY2023. During the year, the hospitality sector improved and witnessed a robust performance due to steady domestic demand and an increase in demand from corporate as they ramp up their operations at pre-pandemic level accordingly hotel operating expenses also increased which has resulted into increase in NOI by 13%.

EBITDA

We use Earnings Before Finance costs, Depreciation, Amortisation, Impairment loss and Tax, excluding share of profit of equity accounted investee (EBITDA) internally as a performance measure. We believe it provides useful information to investors regarding our financial condition and results of operations because it offers a direct measure of the operating results of our business segments. Other companies may use different methodologies for calculating EBITDA and accordingly, our presentation of the same may not be comparable to other companies.

EBITDA does not have a standardised meaning, nor is it a recognised measure under Ind AS and may not be comparable with measures among similar names presented by other companies. EBITDA should not be considered by itself or as a substitute for comparable measures under Ind AS or other measures of operating performance, liquidity or ability to pay dividends. Our EBITDA may not be comparable to the EBITDA or other similarly titled measures of other companies/REITs as not all companies/REITs use the same definition of EBITDA or other similarly titled measures. Accordingly, there can be no assurance that our basis for computing this non-GAAP measure is comparable with that of other companies/REITs.

We believe that the comparable Ind AS metric to our EBITDA is profit for the year, and a reconciliation between these two is provided here:

(₹ in Mn)		
Particulars	FY2024	FY2023
Profit for the year	9,640.28	5,059.58
Add: Tax expense	1,250.45	1,558.12
Profit before tax	10,890.73	6,617.70
Less: Share of profit after tax of equity accounted investee	(892.11)	(777.50)
Add: Depreciation expense	7,572.24	9,164.92
Add: Amortisation expense	2,117.65	2,119.24
Add: Finance costs	10,872.35	9,760.63
Add: Impairment loss	(836.75)	-
Earnings before equity accounted investee, finance costs, depreciation, amortisation, impairment loss and tax	29,724.11	26,884.99

Net Asset Value (NAV)

We use NAV internally as a performance measure and believe it provides useful information to investors regarding our financial condition. The computation of NAV is as prescribed under the REIT regulations.

This computation takes into account the Gross Asset Value (GAV) as arrived at by our independent external property valuers appointed under Regulation 21 of REIT regulations, along with the recorded book values of other assets as well as all other liabilities recorded in the financial statements to arrive at the NAV.

Our Statement of Net Assets at Fair Value as of the dates indicated, at a consolidated level, along with the NAV per unit is set forth here:

Statement of Net Assets at Fair Value

(₹ in Mn)			
Particulars	FY2024	FY2023	Variance %
Gross asset value (GAV)	5,55,005.26	514,141.14	8%
Other assets	65,579.39	80,460.68	(18)%
Other liabilities	(2,39,923.84)	(220,294.35)	9%
NAV	3,80,660.81	3,74,307.47	2%
NAV per unit	401.59	394.88	2%

L.Anuradha and iVAS Partners in conjunction with value assessment services undertaken by Cushman & Wakefield and CBRE South Asia Pvt. Ltd carried out our property valuation as an independent valuer for March 31, 2024 & March 31, 2023 respectively. As at 31 March 2024, the GAV of our portfolio is Rs.5,55,005.26 million with -93% of value from core commercial office segment and with over 76% of value from Bengaluru, underpinning Embassy REIT's asset quality.



Embassy 247, Mumbai

Asset-wise GAV, along with the key assumptions used in the valuation are provided here:

Commercial Offices	Leasable Area (msf)				Rent (Rs psf pm)			GAV ⁽⁵⁾ as of Mar-24 (₹ mn)					
	Location	Completed	Under Construction	Proposed Development	Total	WALE (yrs)	Occupancy (%) ⁽¹⁾	In-place	Market	MTM (%)	Completed	Under Construction	% of total
Embassy Manyata	Bangalore	12.4	2.8	0.4	15.6	7.0	87%	82	96	17%	184,598	27,024	38%
Embassy TechVillage	Bangalore	7.3	2.3	-	9.6	8.1	96%	81	96	19%	103,005	21,565	22%
Embassy GolfLinks ⁽²⁾	Bangalore	3.1	-	-	3.1	7.4	95%	149	155	4%	37,240	-	7%
Embassy One	Bangalore	0.3	-	-	0.3	8.6	82%	144	147	2%	5,390	-	1%
Embassy Business Hub	Bangalore	0.4	1.0	-	1.4	14.6	92%	57	65	14%	3,950	1,793	1%
Bangalore Sub-total		23.5	6.1	0.4	3-	7.5	91%	91	104	14%	334,184	50,383	69%
Express Towers	Mumbai	0.5	-	-	0.5	4.1	96%	268	285	7%	18,935	-	3%
Embassy 247	Mumbai	1.2	-	-	1.2	3.9	100%	110	115	4%	19,075	-	3%
FIFC	Mumbai	0.4	-	-	0.4	3.0	100%	320	290	(9%)	14,977	-	3%
Mumbai Sub-total		2.0	-	-	2.0	3.7	99%	184	185	1%	52,988	-	10%
Embassy TechZone	Pune	3.0	-	2.4	5.5	4.3	78%	54	48	(11%)	21,792	2,345	4%
Embassy Quadron	Pune	1.9	-	-	1.9	4.6	54%	54	48	(10%)	11,398	-	2%
Embassy Qubix	Pune	1.5	-	-	1.5	4.3	68%	47	48	2%	9,521	-	2%
Pune Sub-total		6.4	-	2.4	8.8	4.4	69%	52	48	(8%)	42,711	2,345	8%
Embassy Oxygen	Noida	3.3	-	-	3.3	8.4	58%	54	48	(11%)	23,826	-	4%
Embassy Galaxy	Noida	1.4	-	-	1.4	7.9	97%	44	48	8%	9,894	-	2%
Noida Sub-total		4.6	-	-	4.6	8.2	69%	50	48	(4%)	33,720	-	6%
Sub-Total (Commercial Offices)		36.5	6.1	2.8	45.4	6.8	85%	87	96	10%	463,602	52,727	93%
Hospitality													
Asset	Location	Completed	Under Construction	Proposed Development	Total	Occupancy (%)⁽¹⁾					Completed	Under Construction	% of total
Hilton at Embassy GolfLinks	Bangalore	247 Keys	-	-	247 Keys	70%					6,341	-	1%
Four Seasons at Embassy One	Bangalore	230 Keys	-	-	230 Keys	47%					9,077	-	2%
Hilton and Hilton Garden Inn at Embassy Manyata	Bangalore	619 Keys	-	-	619 Keys	69%					13,868	-	2%
Hilton and Hilton Garden Inn at Embassy TechVillage	Bangalore	-	518 Keys	-	518 Keys	NA					-	1,576	0%
Sub-Total (Hospitality)		1,096 Keys	518 Keys	-	1,614 Keys	64%					29,286	1,576	6%
Others⁽³⁾					MW								
Asset	Location	Completed	Under Construction	Proposed Development	Total	Generated (mn units)⁽¹⁾		Average Tariff⁽⁴⁾			Completed	Under Construction	% of total
Embassy Energy	Karnataka	100MW	-	-	100MW	53		8.0			7,813	-	1%
Sub-Total (Others)		36.5 msf/1,096 Keys/100MW	6.1 msf/518 Keys	2.8 msf Keys	45.4 msf/1,614 Keys/100MW						7,813	54,304	100%
Total											500,701	54,304	100%

1) Represents occupancy as at March 31, 2024 for commercial offices (on completed area basis). Hospitality occupancy and units generated for Embassy Energy are for three months period ended March 31, 2024
 2) Details include 100% of Embassy GolfLinks except Gross Asset Value (GAV) which reflects only our 50% economic interest in Embassy GolfLinks and accounts for only the proportionate profits of Embassy GolfLinks basis the equity method
 3) Comprises Solar Park located at Bellary district, Karnataka
 4) Average blended realised tariff for the quarter ended March 31, 2024
 5) Gross Asset Value (GAV) considered per March 31, 2024, valuation undertaken by Ms. L. Anuradha, in conjunction with independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually

Liquidity and Capital Resources Overview

Our liquidity position of ₹13 bn which includes cash equivalents as well as undrawn committed facilities and lower Net debt to GAV of 29% clears our pathways towards accelerating growth.

Financial resources

As of March 31, 2024, we had cash and cash equivalents of ₹10,113.73 million. Cash and cash equivalents primarily consist of cash on hand; balances with banks in current accounts, escrow accounts and deposit accounts with original

Cash flows

Particulars	FY2024	FY2023
Cash generated from operating activities	25,908.96	25,655.10
Net cash flow used in investing activities	(11,797.32)	(16,696.43)
Net cash used in financing activities	(12,171.39)	(8,689.52)
Net increase/(decrease) in cash and cash equivalents	1,940.25	269.15
Cash and cash equivalents at the beginning of the year	8,173.48	5,884.49
Cash and cash equivalents acquired due to asset acquisition	-	2,019.84
Cash and cash equivalents at the end of the year	10,113.73	8,173.48

Cash generated from operating activities

Net cash generated from operating activities for FY2024 was ₹25,908.96 million. Our profit before share of profit of equity accounted investee and tax was ₹9,998.62 million which was adjusted for non-cash items and items relating to financing and investing activities as well as other non-cash items and movement in working capital by a net amount of ₹15,910.34 million. This increase is in line with the growth in net operating income of 8% and EBITDA of 11% in FY2024.

Adjustments to reconcile profit before tax to net cash flows were primarily for depreciation and amortisation expense amounting to ₹9,689.89 million, finance costs amounting to ₹10,872.35 million, impairment loss reversal (net of depreciation) of ₹836.75 million, interest income of ₹1,305.60 million and gain on sale of property, plant and equipment / investment properties (net) of ₹132.85 million.

Working capital adjustments primarily comprised an increase in trade receivables of ₹203.45 million and trade payables of ₹35.64 million, partially offset by a decrease in other financial assets (current and non-current) of ₹266.05 million, other assets (current and non-current) of ₹313.37 million and other financial liabilities (current and non-current) of ₹711.29 million. In addition, we paid income tax of ₹1,027.75 million during FY2024.

maturity below three months. Primarily, our liquidity requirements have been to fund construction and asset upgrades. We expect to meet our working capital and other liquidity requirements for the next 12 months from (i) cash and bank balances; (ii) cash flows from our business operations; (iii) short term and long term loans from banks and financial institutions, we believe that we will have sufficient working capital to fulfil our present requirements for the next 12 months.

This table depicts a selected summary of our statement of cash flows for the periods indicated:

Net cash flow used in investing activities

Our net cash flow used in investing activities for FY2024 was ₹11,797.32 million, primarily due to payment for purchase of investment properties, property, plant and equipment and intangibles including capital work-in-progress and investment property under development amounting to ₹16,293.80 million. Such purchases were primarily deployed towards under construction blocks which include Block 8 at Embassy TechVillage, M3 Block A and B at Embassy Manyata, Tower 1 at Embassy Oxygen, capital expenditure spends towards various infrastructure and upgrade projects across our parks including roof top solar projects and the master plan upgrades at multiple assets. Such cash outflows were partially offset by receipt of interest on bank and other security deposits and cash inflows from the repayment of investment in debentures of ₹1,457.83 million, interest received from investment in debentures of GLSP of ₹1,706.66 million.

Net cash used in financing activities

Our net cash used in financing activities in FY2024 was ₹12,171.39 million, primarily due to the repayment of borrowings of ₹69,419.62 million, payment of interest on our borrowings of ₹11,200.31 million and distributions to our unitholders of ₹20,589.74 million, payment of lease liability of ₹28.04 million, partially offset by a cash generated from financing activities of ₹89,066.31 million from the proceeds of our borrowings.

Distributions

Under the provisions of the REIT Regulations, Embassy Office Parks REIT is required to distribute to the Unitholders not less than 90% of the Net Distributable Cash Flows (NDCF) of Embassy Office Parks REIT and the current policy of the Manager is to comply with such requirement. The NDCF is calculated in accordance with the REIT Regulations and in the manner provided in the NDCF framework defined by the Manager. The aforesaid NDCF are made available to Embassy Office Parks REIT in the form of (i) interest paid on Shareholder Debt provided by Embassy Office Parks REIT to the SPVs/Holding Company, (ii) Principal repayment of Shareholder Debt, (iii) dividend declared by the SPVs/Holding Company and received by Embassy Office Parks REIT and (iv) Proceeds from sale of any Embassy REIT assets. Since Embassy Office Parks REIT endeavors to quarterly distributions, any shortfall as regards minimum quarterly distribution by the SPVs and Holding Company to Embassy Office Parks REIT, post interest paid on Shareholder Debt, Interim Dividend payments and Principal repayment of Shareholder Debt, would be done by declaring dividend, to the extent permitted under the Companies Act, 2013. SEBI has issued Revised framework for computation of Net Distributable Cash Flow (NDCF) by Real Estate Investment Trusts (REITs) dated December 06, 2023 which is effective from April 1, 2024.

The Board of Directors of the Manager to the Trust have declared a cumulative distribution of ₹20 billion or ₹21.33 per unit for FY2024 and cumulative distribution of ₹99 billion since listing.

Borrowings

During the year, ₹41,000 million of debt was due for maturity, which was successfully refinanced at an average rate of 8.2%. Proactively refinanced an additional ₹31,000 million of debt with lower rate instruments and achieved 103 bps proforma interest savings. These refinances were done through a combination of listed debentures, bank loans and first-time commercial paper; all of which had rates locked in for less than 2 years on average. This tactical approach was followed to benefit from any turn in the rate cycle. Our net debt book now totals ₹162,729 million, implying a 29% leverage ratio and a 7.8% in-place cost. Also, less than 2% of our debt matures in the first half of the financial year, limiting any refinancing exposure.

Embassy TechVillage, Bengaluru



This table presents a breakdown of borrowings as at March 31, 2024 and the corresponding ratios:

Debt analysis

Description At REIT	Rating	Fixed/ Floating	Total Facility	Balance Facility	Out- standing Principal	Amor- tised Cost	Interest Rate	Maturity Date	Principal Repayment Schedule				FY30 & Beyond	Total
									FY25	FY26	FY27	FY28		
Embassy Office Parks REIT Series IV NCD	CRISIL AAA/ Stable	Fixed	3,000	-	3,000	2,987	6.80%	Sep-26 ⁽¹⁾	-	3,000	-	-	-	3,000
Embassy Office Parks REIT Series V NCD (Tranche A)	CRISIL AAA/ Stable	Fixed	20,000	-	20,000	19,974	6.25%	Oct-24 ⁽²⁾	20,000	-	-	-	-	20,000
Embassy Office Parks REIT Series V NCD (Tranche B)	CRISIL AAA/ Stable	Fixed	11,000	-	11,000	10,962	7.05%	Oct-26 ⁽³⁾	-	11,000	-	-	-	11,000
Embassy Office Parks REIT Series VI NCD	CRISIL AAA/ Stable	Fixed	10,000	-	10,000	9,968	7.55%	Apr-27 ⁽⁴⁾	-	-	10,000	-	-	10,000
Embassy Office Parks REIT Series VII NCD	CRISIL AAA/ Stable	Fixed	10,500	-	10,500	10,480	7.77%	Jun-25 ⁽⁵⁾	-	10,500	-	-	-	10,500
Embassy Office Parks REIT Series VIII NCD	CRISIL AAA/ Stable CARE AAA/Stable	Fixed	5,000	-	5,000	4,998	8.10%	Aug-28 ⁽⁶⁾	-	-	-	5,000	-	5,000
Embassy Office Parks REIT Series IX NCD	CRISIL AAA/ Stable	Fixed	5,000	-	5,000	4,997	8.03%	Sep-25 ⁽⁷⁾	-	5,000	-	-	-	5,000
EOP REIT Series X NCD	CRISIL AAA/ Stable	Fixed	10,000	-	10,000	9,994	8.17%	Sep-25	-	10,000	-	-	-	10,000
EOP REIT - CP Tranche I	CRISIL A1+/ CARE A1+	Fixed	2,500	-	2,460	2,459	8.20%	Jun-24	2,460	-	-	-	-	2,460
EOP REIT - CP Tranche II	CRISIL A1+/ CARE A1+	Fixed	7,500	-	7,057	7,055	8.30%	Jan-25	7,057	-	-	-	-	7,057
Term Loan	-	Floating	10,000	-	7,600	7,574	8.24%	Feb-25	-	57	712	771	6,061	7,600
Sub-total (A)			94,500		91,617	91,447	7.44%		29,517	25,500	14,057	10,712	5,771	6,061
VTPL Series I NCD (Green Bond)	CRISIL AAA/ Stable	Fixed	4,950	-	4,950	4,945	7.65%	Aug-25 ⁽⁸⁾	-	4,950	-	-	-	4,950
MPPL Series INCD (Embassy Manyata)	CARE AAA/ Stable	Fixed	10,250	-	10,250	10,179	7.90%	Oct-26	-	-	10,250	-	-	10,250
ECPL Series I NCD	CRISIL AAA/ Stable	Fixed	2,500	-	2,500	2,490	8.10%	May-26 ⁽⁹⁾	-	-	2,500	-	-	2,500
Term Loan (Embassy Manyata)	NA	Floating	9,000	-	8,998	8,985	8.10%	Feb-29	63	102	240	287	352	7,955
Term Loan (Embassy Manyata)	CRISIL AAA/ Stable	Floating	1,380	-	1,380	1,356	8.60%	May-33	1	3	3	6	24	1,380
Term Loan (Embassy Manyata)	CRISIL AAA/ Stable	Floating	5,500	-	4,871	4,846	8.60%	May-31	-	198	396	791	989	2,497
Term Loan (Embassy Manyata)	CRISIL AAA/ Stable	Floating	5,880	1,380	4,434	4,424	8.55%	Dec-37	77	100	115	147	237	3,758
Term Loan (Embassy Manyata)	CRISIL AAA/ Stable	Floating	5,000	-	5,000	4,997	8.25%	Sep-26	-	-	5,000	-	-	5,000
Term Loan (Embassy Manyata)	CRISIL AAA/ Stable	Floating	3,500	-	3,479	3,460	8.00%	Aug-38	43	55	67	72	107	3,135
Term Loan (Embassy Manyata)	NA	Floating	4,500	3,500	1,000	1,000	8.47%	Mar-26	-	1,000	-	-	-	1,000
Term Loan (Embassy TechVillage)	CARE AAA/ Stable	Floating	7,212	-	7,212	7,197	8.36%	Oct-25	-	7,212	-	-	-	7,212
Term Loan (Embassy TechVillage)	CARE AAA/ Stable	Floating	3,000	-	2,954	2,954	8.62%	Oct-25	30	2,924	-	-	-	2,954
Construction Finance (Embassy TechVillage)	CRISIL AAA/ Stable	Floating	6,670	2,850	3,820	3,808	8.70%	Dec-25	-	3,820	-	-	-	3,820
Term Loan (Embassy Quadron)	NA	Floating	3,000	-	3,000	2,996	8.35%	Jan-27	-	-	3,000	-	-	3,000
Term Loan (Embassy Quadron)	NA	Floating	4,500	-	4,452	4,445	8.35%	Jan-39	75	111	125	151	195	3,796
Term Loan (Embassy Oxygen)	CARE AAA/ Stable	Floating	2,000	-	1,999	1,999	8.09%	Nov-24	15	20	20	20	50	1,874
Term Loan (Embassy Business Hub)	CRISIL AAA/ Stable	Floating	2,750	-	2,750	2,746	8.53%	Mar-25	2,750	-	-	-	-	2,750
Overdraft Facility (Various)	CARE AAA/ Stable	Floating	3,775	-	3,775	3,750	8.91%	Jul-25	225	2,550	1,000	-	-	3,775
Others	-	-	109	-	55	55	-	Various	55	-	-	-	-	55
Sub-total (B)			85,476	7,730	76,880	76,633	8.27%		3,334	23,045	22,715	1,473	1,953	24,360
Total (A+B)			1,79,976	7,730	1,68,497	1,68,080	7.82%		32,851	48,545	36,771	12,185	7,724	30,420

- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis at any time on a specified call option date (between March 2026 to August 2026) subject to terms of the Debenture Trust Deed
- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis at any time on a specified call option date (between April 2024 to July 2024) subject to terms of the Debenture Trust Deed
- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis at any time on a specified call option date (between April 2026 to July 2026) subject to terms of the Debenture Trust Deed
- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis on a specified call option date (October 2026) subject to terms of the Debenture Trust Deed
- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis on a specified call option date (March 2025) subject to terms of the Debenture Trust Deed
- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis on a specified call option date (February 2028) & (May 2028) subject to terms of the Debenture Trust Deed
- Embassy REIT has option to redeem all or part of the debentures on a pro-rata basis on a specified call option date (June 2025) subject to terms of the Debenture Trust Deed
- VTPL has option to redeem all or part of the debentures on a pro-rata basis at any time on a specified call option date (April 2025 to June 2025) subject to terms of the Debenture Trust Deed
- ECPL has option to redeem all or part of the debentures on a pro-rata basis at any time on a specified call option date (January 2026 to March 2026) subject to terms of the Debenture Trust Deed

Key leverage metrics

Our key leverage metrics are:

Particulars	(₹ in Mn)	
	FY2024	FY2023
Net debt to TEV (%)	32	33
Net debt to GAV (%)	29	28
Net debt to EBITDA	4.9x	4.7x
Interest coverage ratio		
- excluding capitalised interest	2.8X	2.9x
- including capitalised interest	2.4X	2.7x
Available debt headroom (₹ in Bn)	106	104

We continue to maintain a strong liquidity position of ₹13 billion and a low leverage of 29% Net Debt to Gross Asset Value (GAV). Considering our AAA credit rating, additional proforma headroom of ₹106 billion and our ability to raise debt at competitive rates, we are in a strong position to pursue growth through on campus development and accretive acquisitions.

Capital expenditures and capital investments

Historical capital expenditure

Capital expenditure comprises additions during the year to property, plant and equipment, capital-work- in progress, investment property and investment property under development.

In FY2024, we incurred capital expenditure of ₹16,293.80 million, primarily towards (a) construction of 6.1 msf of under construction blocks which include Block 8 at Embassy TechVillage, M3 Block A and B, Block D1, D2 and L4 at Embassy Manyata, (b) capital expenditure spendings towards various infrastructure and upgrade projects across our parks including solar projects and the master plan upgrades and leasing area upgrades at various assets.

Management Discussion and Analysis

Planned capital expenditure⁽¹⁾

This table presents the development status and balance costs to be spent for development projects in progress as at March 31, 2024.

Asset	Projects	Development		Pre-committed/ Leased ⁽²⁾	Occupier ⁽³⁾	Estimated	Balance cost to be spent (₹ mn)
		Area (msf)	Keys	Area (%)		Completion Date	
Base-Build Projects (Completed)							
Embassy Business Hub	Phase 1 - Philips BTS	0.4	NA	92%	Philips	Completed in Nov-23	151
Embassy Oxygen	Tower 1	0.7	NA	29%	Pacific BPO, American Banking Major	Completed in Mar-24 ⁽⁴⁾	102
Sub-total		1.2	NA	52%			253
Base-Build Projects (Under Construction)							
Embassy TechVillage	Block 8	1.9	NA	61%	JP Morgan, US based tech company ⁽⁵⁾	Oct - Dec-24	4,613
Embassy Manyata ⁽⁶⁾	M3 Block B	0.6	NA	100%	ANZ ⁽⁷⁾	Mar-25	825
Embassy Manyata	Block L4	0.8	NA	100%	American Retail Major	Sep-25	2,592
Embassy TechVillage	Hilton Hotels	NA	518	NA	NA	Mar-26	8,067
Embassy Manyata	Block D1 & D2 Redevelopment	1.4	NA	56%	Australian Banking Major ⁽⁸⁾	Feb-26	6,300
Embassy TechVillage	Block 6	0.4	NA	-	-	Dec-26	1,987
Embassy Business Hub	Phase 2	1.0	NA	-	-	Sep-27	6,022
Sub-total		6.1	518	55%			30,406
Infrastructure and Upgrade Projects^(9,10)							
Embassy Manyata	C1 Refurbishment	NA	NA	NA	NA	May-24	192
Embassy Manyata	F2 Refurbishment	NA	NA	NA	NA	Sep-24	1,129
Embassy Manyata	G1 Refurbishment	NA	NA	NA	NA	Sep-24	350
Embassy TechVillage	Metro Works	NA	NA	NA	NA	Mar-27	1,000
Embassy Business Hub	Food Court	NA	NA	NA	NA	Sep-24	166
Embassy TechVillage	Master Plan Upgrade	NA	NA	NA	NA	Sep-24	125
Others	Various	NA	NA	NA	NA	Various	4,048
Sub-total		NA	NA	NA			7,010
Total (Under Construction)		6.1	518	55%			37,668

Notes for Development in Progress:

- 1) Excludes GolfLinks as it is a portfolio investment
- 2) Excludes all expansion options available to the occupier
- 3) Actual legal entity name may differ
- 4) Occupancy Certificate received post quarter closure
- 5) Expansion Option of 275 k sf available with US-based tech company
- 6) During the financial year ended 31 March 2020, to consolidate the M3 land parcel within Embassy Manyata campus, MPPL and EPDPL entered into another co-development agreement whereby EPDPL shall develop 0.6 msf M3 Block B warm shell building to be handed over to MPPL by agreed delivery date for a total consideration of ₹7,367 million, of which ₹6,533.20 million has already been paid as of 31 March 2024 (31 March 2023: ₹5,411.90 million) and balance is to be disbursed linked to achievement of development milestones. Furthermore, as per the co-development agreement, during the period of construction, EPDPL is obligated to pay interest to MPPL on the amount of the Development Consideration disbursed by MPPL to EPDPL. There has been delay in project development as per the planned construction timeline, as the acquisition of necessary development rights and certain building approvals are yet to be received and are currently being pursued by EPDPL. Site works have been initiated and are underway and the revised estimated date of completion and obtaining occupancy certificate is now March 2025. A pending regulatory approval has been received which will facilitate access to development rights enabling the completion of the construction subject to receipt of certain other pending regulatory approval and agreement on commercials. Basis EPDPL's representation, the Group is confident of timely completion of the property under development after obtaining pending regulatory approvals. As per terms of this co-development agreement, consideration is contingent on pre-defined Net Operating Income achieved and therefore consideration will be trued up/down accordingly upon project completion and final handover. MPPL has obtained mortgage of 8.1 acres of land as security against the consideration paid till date.
- 7) ANZ Support Services India Private Limited
- 8) Expansion Option of 313 k sf available
- 9) Over the next 3 years
- 10) Includes select infrastructure and upgrade projects across the portfolio such as Solar Rooftop, Lobby upgrades, Food Court, refurbishments amongst various others



Embassy Manyata, Bengaluru

Off-balance sheet arrangements and contingent liabilities

We do not have any material off-balance sheet arrangements. The table below sets forth our contingent liabilities as of March 31, 2024

Off-balance sheet arrangements and contingent liabilities

Particulars	(₹ in Mn)	
	FY2024	FY2023
Claims not acknowledged as debt in respect of Income Tax matters	276.07	252.94
Claims not acknowledged as debt in respect of Indirect Tax matters	707.36	772.09
Claims not acknowledged as debt in respect of Property Tax matters	3,418.89	3,418.89

Risk Management

We are the owner of a high-quality office portfolio in India that serves as essential corporate infrastructure to multinational tenants and has significant embedded growth prospects. The growth of domestic companies has resulted in robust demand for commercial office space and strong growth across India's major office markets. We are highly dependent on the prevailing economic conditions in India and our results of operations are significantly affected by factors influencing the Indian economy. Further, the real estate sector in India including REITs is heavily regulated. We are also subject to environmental, health and safety regulations in the ordinary course of our business. These and many other factors might affect our business, results of operations or financial condition. We are committed to maintaining our strong corporate governance standards and have a robust risk management framework in place to address risks that arise from

the economic, operational, social and environmental ecosystems that we operate in.

The Board of Directors of the Manager of Embassy Office Parks Group has overall responsibility for the establishment and oversight of the Embassy Office Parks Group's risk management framework. The Embassy Office Parks Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Board of Directors of the Managers of Embassy Office Parks Group oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the group. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad-hoc reviews of risk

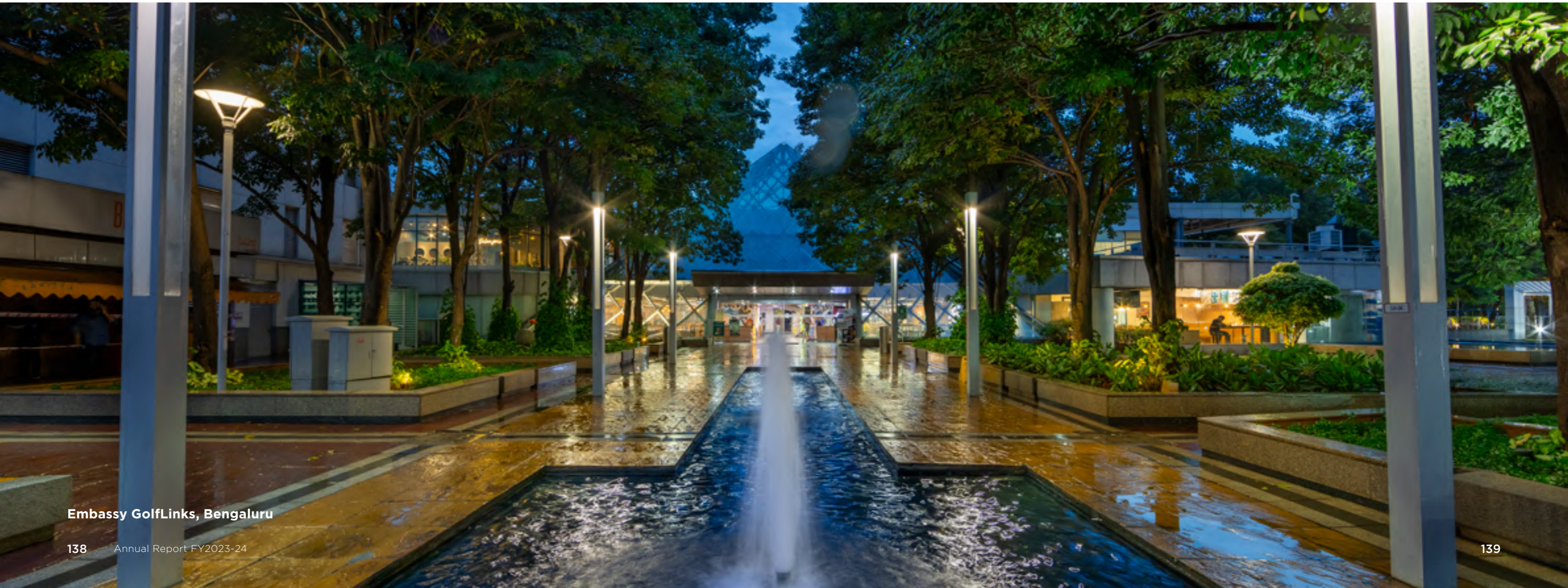
management controls and procedures, the results of which are reported to the Audit Committee.

Internal financial control systems

Embassy REIT has a strong internal financial control system to manage its operations, financial reporting, and compliance requirements. The Manager has clearly defined roles and responsibilities for all managerial positions. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. All business parameters are regularly monitored, and effective steps are taken to control them.

Embassy REIT has appointed one of the Big4 firms to conduct internal audit of its activities. The internal audit plan is reviewed each year and is approved by the audit committee. The internal audit is focused on review of internal controls and operational risk in the business of Embassy REIT. Embassy REIT takes a proactive approach to risk management, making it an integral part of our business both strategically and operationally. Our objective is optimisation of opportunities within the known and agreed risk appetite levels set by our Board. We take measured risks in a prudent manner for justifiable business reasons. Our ERM framework encompasses all our risks such as strategic, operational, and compliance risks. Appropriate risk indicators are used to identify these risks proactively. A robust internal control system and an effective, independent review and audit process underpin our ERM Framework.

While management is responsible for the design and implementation of effective internal controls using a risk-based approach, external consultant reviews such design and implementation to provide reasonable assurance on the adequacy and effectiveness of the risk management and internal control systems. The Audit Committee and the Board of Directors periodically reviews the adequacy and effectiveness of internal financial control systems and suggests improvements to further strengthen them. The internal financial control systems are adequate and operating effectively as at March 31, 2024. The effectiveness of the internal control over financial reporting for each of the SPVs as at March 31, 2024 has been attested by the respective statutory auditors of SPVs who expressed an unqualified opinion on the effectiveness of each SPV's internal control over financial reporting as of March 31, 2024.



Embassy GolfLinks, Bengaluru

Report on Corporate Governance

Overview

Embassy Office Parks REIT (“**Embassy REIT**”) seeks to ensure a high standard of corporate governance consistent with global best practices. Our governance framework emphasises accountability, transparency and integrity, with a view to maximising Unitholder value. Embassy REIT has in place a comprehensive set of compliance policies to implement this corporate governance framework.

Authorisation Structure

Embassy REIT was settled on March 30, 2017 at Bengaluru, Karnataka, India as an irrevocable trust under the provisions of the Indian Trusts Act, 1882, pursuant to a trust deed dated March 30, 2017 as amended on September 11, 2018 and February 29, 2024. Embassy REIT was registered with SEBI on August 3, 2017 as a real estate investment trust under Regulation 3(1) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (“**REIT Regulations**”) having registration number IN/REIT/17-18/0001. Embassy Sponsor and Blackstone Sponsor are the sponsors of Embassy REIT. Units of Embassy REIT were listed on National Stock Exchange of India Limited (“**NSE**”) and BSE Limited (“**BSE**”) on April 1, 2019.

Manager

Embassy Office Parks Management Services Private Limited (“**EOPMSPL**” or “**Manager**”) is the Manager to Embassy REIT. The Manager is a private limited company incorporated in India under the Companies Act, 1956 on January 31, 2014, at Bengaluru, Karnataka. EOPMSPL is held by Embassy Sponsor and certain entities forming part of the Blackstone Sponsor Group with the shareholding of 51% and 49%, respectively. The Manager’s role is to manage Embassy REIT and its assets in accordance with the Trust Deed, the Investment Management Agreement and the REIT Regulations in the interests of Unitholders.

Trustee

Axis Trustee Services Limited is the Trustee of Embassy REIT. The Trustee is a registered intermediary with SEBI under the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as a debenture trustee with registration number IND000000494 which is valid until suspended or cancelled by SEBI. The Trustee is a wholly owned subsidiary of Axis Bank Limited.

The Trustee is not an Associate of either of the Sponsors or the Manager. The Trustee is responsible for holding the assets in trust for the benefit of the Unitholders.

Governance Statement

For the year ended March 31, 2024, the Manager and Embassy REIT have complied with the provisions of the Trust Deed, the REIT Regulations and the Corporate Governance policies.

Board of Directors and Management Constitution of the Board

a. The Manager has 6 (six) Directors. All the Directors of the Manager are Non-executive Directors, more than one half of which are Independent Directors including one Woman Director. The profiles of the Directors are set forth on pages 58-60 of this report.

Mr. Jitendra Virwani was elected as the Chairperson of the Board of Directors of the Company for the FY2023-24.

Mr. Jitendra Virwani, Non-executive director, is the father of Mr. Aditya Virwani, Non-executive director.

b. The Board is responsible for the overall management and governance of the Manager.

c. The Chief Executive Officer of the Manager is responsible for the day-to-day business operations and the management of the Manager and Embassy REIT, subject to the superintendence, control and direction of the Board of Directors of the Manager.

Meetings of the Board of Directors

a. Five Board Meetings were held during the year ended March 31, 2024, i.e., on April 27, 2023, July 26, 2023, September 29, 2023, October 26, 2023, and February 02, 2024. The necessary quorum was present through Audio-Visual Electronic Communication means in all the meetings. The time gap between any two board meetings was less than 120 days.

b. The Board meets at regular intervals to discuss and decide on policies and business strategy apart from other Board and compliance matters. Advance notice is given to all directors to schedule the Board meetings, including those held at shorter notice. The agenda and other related papers are circulated to the Directors ahead of the Meetings. The minutes of the meetings of all the Board and Committees are circulated to all the Directors and are finalised after incorporating comments of the Directors, if any. Unanimous decisions were carried through and there were no instances where any director expressed any dissenting views.

c. The Board and Committee meetings are scheduled in co-ordination with the offices of the directors. In case of special and urgent business needs, the Board’s approval is taken by passing resolutions through circulation, subject to applicable law, which are noted and confirmed in the subsequent Board meeting.

d. None of the Directors is a member of more than ten Board level committees (considering only Audit Committee and Stakeholders’ Relationship Committee) or Chairman of more than five committees across all public limited companies (listed or unlisted).

e. The Company has availed Directors and Officers Insurance for all its Directors, including Independent Directors of the Company.

f. The Board passed sixteen resolutions through circulation during the year ended March 31, 2024, which were subsequently noted by the Board in their meetings held on July 26, 2023, September 29, 2023, February 02, 2024 and April 06, 2024 and *inter-alia*, covering the matters as set out below:

On June 14, 2023, the Board approved:

(i) the Annual Report including the Management Discussion and Analysis of the financial condition and results of operation of Embassy REIT for the Financial Year ended March 31, 2023; and

(ii) convening of the Fifth Annual Meeting of the Unitholders’ of Embassy REIT and the Notice thereof.

On August 25, 2023, the Board approved the revised Annual Action Plan in relation to CSR activities, for the FY2023-24.

On September 04, 2023, the Board approved the provision of leasing management services by EOPMSPL to Embassy Property Developments Private Limited.

On September 26, 2023, the Board:

(i) approved, adopted and recommended the amended Articles of Association of EOPMSPL; and

(ii) approved convening of an Extra-Ordinary General Meeting of EOPMSPL and the Notice thereof.

On November 10, 2023, the Board approved the half-yearly report of Embassy REIT for the half-year ended September 30, 2023.

On December 27, 2023, the Board approved the authorisation for delegation of powers to the Debenture Committee for availing any form of debt financing by Embassy REIT.

On January 10, 2024, the Board approved the revised Annual Action Plan in relation to CSR activities, for the FY2023-24.

On January 11, 2024, the Board accepted and took on record the resignation of Mr. Tuhin Parikh and Mr. Robert Christopher Heady, as Non-executive Non-independent Directors of EOPMSPL, with effect from January 11, 2024 and resignation of Mr. Asheesh Mohta as an Alternate Director to Mr. Robert Christopher Heady, with effect from January 10, 2024.

On January 18, 2024, the Board approved the re-constitution of the Corporate Social Responsibility Committee and Investment Committee of EOPMSPL.

On March 11, 2024, the Board approved the matrix for levying fines for the violation of the Code on unpublished price sensitive information and dealing in securities of the Embassy REIT.

On March 27, 2024, the Board approved the revised Annual Action Plan in relation to CSR activities, for the FY2023-24

g. Performance Evaluation of the Board, its Committees and Individual Directors, including Independent Directors:

The Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the process, format, attributes and criteria for the performance evaluation of the entire Board, its committees and individual Directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee.

The Independent Directors had met separately on April 26, 2023, without the presence of Non-Independent Directors and the Management and discussed, inter-alia, the performance of Non-Independent Directors and the Board as a whole and the performance of the Chairperson of the Board of Directors of the Company after taking into consideration the views of Non-Independent Directors.

The table below sets out the number of Board and Unitholder meetings attended by each director:

Name of the Director	Category	Number of Board Meetings attended during the year ended March 31, 2024	Whether attended the Annual Meeting of the Unitholders held on July 12, 2023
Mr. Anuj Puri	Independent Non-executive Director	2	Yes
Mr. Vivek Mehra	Independent Non-executive Director	5	Yes
Dr. Ranjan Pai	Independent Non-executive Director	5	No
Dr. Punita Kumar-Sinha	Independent Non-executive Director	5	Yes
Dr. Anoop Kumar Mittal	Independent Non-executive Director	3	NA
Mr. Jitendra Virwani	Non-independent Non-executive Director	5	Yes
Mr. Aditya Virwani	Non-independent Non-executive Director	5	Yes
Mr. Tuhin Parikh	Non-independent Non-executive Director	4	No
Mr. Robert Christopher Heady	Non-independent Non-executive Director	3	Yes
Mr. Asheesh Mohta	Non-independent Non-executive Director	1	NA

Notes:

- Mr. Anuj Puri ceased to be an Independent Non-executive Director of the Manager with effect from August 06, 2023, upon completion of his tenure.
- Dr. Anoop Kumar Mittal was appointed as an Independent Non-executive Director of the Manager with effect from August 06, 2023.
- Mr. Asheesh Mohta ceased to be a Non-independent Non- Executive Director of the Manager with effect from January 10, 2024, due to resignation.
- Mr. Tuhin Parikh and Mr. Robert Christoper Heady ceased to be Non-independent Non- Executive Directors of the Manager with effect from January 11, 2024, due to resignation.
 - The Manager held all its Board and Committee meetings, for the year ended March 31, 2024, through Audio-Visual Electronic Communication. The Fifth Annual Meeting of Unitholders of Embassy REIT held on July 12, 2023, was held physically and also through Audio-Visual Electronic Communication.
 - As on March 31, 2024, the following members of the Board held units in Embassy REIT.

Name	Category	Number of Embassy REIT Units held
Mr. Vivek Mehra	Independent Non-executive Director	6,400
Mr. Aditya Virwani	Non-independent Non-executive Director	5,200

Committees Constituted by the Board

The Board has constituted nine (9) committees. The composition and terms of reference of each of those committees is set forth below:

Committee	Composition	Category
Audit Committee	Name	Category
	Mr. Vivek Mehra – Chair	Independent Non-executive Director
	Dr. Anoop Kumar Mittal	Independent Non-executive Director
	Dr. Punita Kumar-Sinha	Independent Non-executive Director
	Dr. Ranjan Pai	Independent Non-executive Director
Mr. Jitendra Virwani	Non-independent Non-executive Director	
Nomination and Remuneration Committee	Name	Category
	Dr. Ranjan Pai – Chair	Independent Non-executive Director
	Mr. Vivek Mehra	Independent Non-executive Director
Dr. Anoop Kumar Mittal	Independent Non-executive Director	
Stakeholders' Relationship Committee	Name	Category
	Dr. Punita Kumar-Sinha – Chair	Independent Non-executive Director
	Mr. Aditya Virwani	Non-independent Non-executive Director
Mr. Vivek Mehra	Independent Non-executive Director	
Corporate Social Responsibility Committee	Name	Category
	Dr. Punita Kumar-Sinha – Chair	Independent Non-executive Director
	Mr. Aditya Virwani	Non-independent Non-executive Director
Mr. Jitendra Virwani	Non-independent Non-executive Director	
Risk Management Committee	Name	Category
	Mr. Vivek Mehra – Chair	Independent Non-executive Director
	Dr. Ranjan Pai	Independent Non-executive Director
	Dr. Punita Kumar-Sinha	Independent Non-executive Director
	Dr. Anoop Kumar Mittal	Independent Non-executive Director
Mr. Jitendra Virwani	Non-independent Non-executive Director	
Investment Committee	Name	Category
	Dr. Ranjan Pai – Chair	Independent Non-executive Director
	Dr. Anoop Kumar Mittal	Independent Non-executive Director
	Mr. Vivek Mehra	Independent Non-executive Director
Mr. Jitendra Virwani	Non-independent Non-executive Director	
Debenture Committee	Name	Category
	Mr. Aditya Virwani	Non-independent Non-executive Director
	Mr. Aravind Maiya	Chief Executive Officer
Mr. Abhishek Agrawal	Chief Financial Officer	
Securities Committee	Name	Category
	Mr. Aditya Virwani	Non-independent Non-executive Director
	Dr. Anoop Kumar Mittal	Independent Non-executive Director
Mr. Jitendra Virwani	Non-independent Non-executive Director	
Management Committee	Name	Category
	Mr. Aravind Maiya	Chief Executive Officer
	Mr. Ritwik Bhattacharjee	Chief Investment Officer
Mr. Abhishek Agrawal	Chief Financial Officer	

Environment, Social and Governance (“ESG”)

An Environment Social and Governance (ESG) Committee has been established to drive ESG initiatives and compliances. The ESG Committee is a cross- functional management committee of the Manager. It is chaired by the Chief Executive Officer of the Manager. The Committee reports to the Management Committee and the Chairperson of the ESG Committee is responsible to provide the ESG update to the Board every quarter.

The Committee is responsible for aligning Embassy REIT’s ESG objectives along with its business objectives by creating a periodic Environmental, Social and Governance roadmap for achieving the Embassy REIT’s goals and targets. The Committee is responsible for overseeing all ESG initiatives. It plays a pivotal role in

analysing current and emerging ESG trends that may have an impact on business, operations, performance, stakeholders needs and interests, and advising the Board on appropriate actions for the same.

Audit Committee – Terms of Reference

The terms of reference of the Audit Committee is set out below:

- a. Providing recommendations to the Board of Directors regarding any proposed distributions;
- b. Overseeing the Embassy REIT's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;
- c. Giving recommendations to the Board of Directors regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the statutory auditors of the Embassy REIT and the audit fee, subject to the approval of the Unitholders (if required under applicable law);
- d. Reviewing and monitoring the independence and performance of the statutory auditors of the Embassy REIT, and effectiveness of audit process;
- e. Approving payments to statutory auditors of the Embassy REIT for any other services rendered by such statutory auditors;
- f. Reviewing the annual financial statements and auditors' report thereon of the Embassy REIT, before submission to the Board of Directors for approval, with particular reference to:
 - i. changes, if any, in accounting policies and practices and reasons for such change;
 - ii. major accounting entries involving estimates based on the exercise of judgment by management;
 - iii. significant adjustments made in the financial statements arising out of audit findings;
 - iv. compliance with listing and other legal requirements relating to financial statements;
 - v. disclosure of any related party transactions; and
 - vi. modified opinions in the draft audit report;
- g. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- h. Reviewing, with the management, the statement of uses/application of funds raised through an

issue of units or other securities (if applicable) by Embassy REIT (public issue, rights issue, preferential issue, etc.) and the statement of funds utilised for purposes other than those stated in the offer documents/notice, and making appropriate recommendations to the Board of Directors for follow-up action and monitoring the use of proceeds of offerings of securities of the Embassy REIT, as applicable;

- i. Reviewing and monitoring the Embassy REIT's auditors' independence and performance, and effectiveness of the audit process;
- j. Approval or any subsequent modifications of transactions of the Embassy REIT with related parties, as may be required under applicable law;
- k. Scrutiny of inter-corporate loans and investments of the Embassy REIT, as applicable;
- l. Reviewing valuation reports required to be prepared under applicable law, periodically, and as required, under applicable law.
- m. Evaluating internal financial controls and risk management systems of the Embassy REIT;
- n. Reviewing, with the management, the performance of statutory and internal auditors of the Embassy REIT, and adequacy of the internal control systems, as applicable;
- o. Reviewing the adequacy of internal audit function of the Embassy REIT, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- p. Reviewing the findings of any internal investigations by the internal auditors of Embassy REIT in matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board of Directors;
- q. Reviewing the procedures put in place by the Manager for managing any conflict that may arise between the interests of the Unitholders, the parties to the Embassy REIT and the interests of the Manager, including related party transactions, the indemnification of expenses or liabilities incurred by the Manager, and the setting of fees or charges payable out of the Embassy REIT's assets;
- r. Discussing with statutory auditors and valuers of the Embassy REIT prior to commencement of the audit or valuation, respectively, about the

nature and scope, as well as post-audit/valuation discussion to ascertain any area of concern;

- s. Reviewing and monitoring the independence and performance of the valuer of the Embassy REIT;
- t. Giving recommendations to the Board of Directors regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the valuer of the Embassy REIT;
- u. Evaluating any defaults or delay in payment of distributions to the Unitholders or dividends/distributions by the Asset SPVs to the Embassy REIT and payments to any creditors of the Embassy REIT or the Asset SPVs, and recommending remedial measures;
- v. Reviewing periodically the statement of related party transactions, submitted by the management;
- w. Reviewing the Management letters/letters of internal control weaknesses issued by the statutory auditors of the Embassy REIT;
- x. Discussion with internal auditors of the Embassy REIT of any significant findings and follow up there on (and the internal auditors may report directly to the Audit Committee);
- y. To review the functioning of the whistle blower mechanism/vigil mechanism;
- z. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- aa. Reviewing the utilisation of loans and/or advances from/investment by the Embassy REIT/holding company in the holding company/special purpose vehicle exceeding rupees 100 crores or 10% of the asset size of the subsidiary, whichever is lower, or such other thresholds as may be prescribed and as may be required under applicable law;
- ab. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Embassy REIT and its Unitholders, to the extent applicable;
- ac. To investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary;
- ad. Periodic review compliance with the provisions of the Code on unpublished price sensitive information and dealing in securities of the

Embassy REIT and Code of Practices and Procedures for Fair Disclosure in respect of the Embassy REIT, verification that the systems for internal control are adequate and are operating effectively and general supervision of the implementation of such Code;

- ae. Formulating any policy for the Manager, as necessary, in relation to its functions, as specified above; and
- af. Performing such other activities or functions as may be delegated by the Board of Directors of the Manager and/or prescribed under any applicable law.

The Audit Committee shall mandatorily review the following information:

- a. management discussion and analysis of financial condition and results of operations;
- b. statement of significant related party transactions (as defined by the Audit Committee), to the extent applicable, submitted by management;
- c. management letters/letters of internal control weaknesses issued by the statutory auditors;
- d. internal audit reports relating to internal control weaknesses; and
- e. the appointment, removal and terms of remuneration of the chief internal auditor;
- f. statement of deviations:
 - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the circulars, clarifications, guidelines and notifications issued thereunder, each as amended.
 - (b) annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the circulars, clarifications, guidelines and notifications issued thereunder, each as amended.

Nomination and Remuneration Committee – Terms of Reference

The terms of reference of the Nomination and Remuneration Committee is set out below:

- a. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Manager a policy relating to, the remuneration of the directors, key managerial personnel and other employees. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the board of directors and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the board of directors for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Nomination and Remuneration Committee may:
 - i. use the services of an external agencies, if required;
 - ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - iii. consider the time commitments of the candidates;
- b. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- c. Devising a policy on diversity of the board of directors of the Manager;
- d. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal, to the extent required under applicable law;
- e. Determining whether to extend or continue the term of appointment of the independent directors, on the basis of the report of performance evaluation of independent directors;
- f. Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Manager successfully;
- g. recommending to the board of directors, all remuneration, in whatever form, payable to

senior management, to the extent required under applicable law;

- h. Overseeing the administration and execution of any employee incentive scheme adopted in relation to the employees of the Company including the Employee Incentive Plan 2020 (“Plan 2020”), including matters relating to the settlement and administration of any employee welfare trusts. The role of the committee shall, inter alia, include determining the following:
 - i. the eligibility criteria for employees eligible for incentives under the Plan 2020;
 - ii. the terms and conditions of the awards granted under the Plan 2020, including the Deferred Unit awards and Performance Unit awards, including the criteria and performance parameters for the granting and vesting of such awards to eligible employees;
 - iii. the number of tranches in which the awards are to be granted and the number of awards to be granted in each such tranche;
 - iv. the quantum of awards to be granted to each employee under the Plan 2020;
 - v. the timing of issuance of the letters of grant, vesting letters, or amendments or modifications thereto, determining the pool of units available for grant and the timing of contributions to such pool;
 - vi. the number of awards if any, reserved for granting to new employees who would join the services of the Company;
 - vii. specify the method, as applicable, which the Company shall use to value the awards;
 - viii. lay down the procedure for cashless exercise of awards, if any;
 - ix. provide for the grant, vesting and exercise of awards in case of eligible employees or awards holders who are on long leave or who have been seconded to any other company by the Company;
 - x. the vesting and exercise period for the awards;
 - xi. terms on which the awards would lapse on failure to Exercise within the relevant exercise period;
 - xii. specifying the time period within which an employee shall exercise the vested awards in the event of termination or resignation of such employee;

- xiii. the conditions under which the vested awards may lapse, in case of termination of employment for fraud or misconduct;
- xiv. the treatment of unvested awards upon events including but not limited to, termination of employment or upon a director ceasing to hold office;
- xv. the procedure for surrender and cancellation of awards, if required;
- xvi. framing appropriate procedures and rules for granting, vesting and exercise of awards and amending, altering, modifying or rescinding such procedures and rules from time to time;
- xvii. ensuring submission of information, reports, etc., in connection with the Plan 2020 or the EWT, if required, to the recognised stock exchange(s) at stipulated periodical intervals or otherwise, as the case may be;
- xviii. obtaining permissions from, and making periodic reports, to regulatory authorities, as may be required, and ensuring compliance with applicable law;
- xix. laying down a method for satisfaction of any tax obligation arising in connection with the awards in compliance with applicable law;
- xx. provide for any statutory, contractual, regulatory or such other matters as may be necessary for the administration and implementation of the Plan 2020 in accordance with applicable law;
- xxi. finalise, approve and authorise executives of the Company to execute various agreements, deeds, writings, confirmations, undertakings, indemnities, letters or other documents, as may be necessary, under the common seal of the Company or otherwise, with any party including the Blackstone Sponsor Group and the Embassy Sponsor group, legal advisors, accountants, registrar and transfer agents, depositories, custodians, trustees, bankers, employees and/or others for the purposes of the Plan 2020 and accept modifications, changes and amendments to any such documents/agreements;
- xxii. formulation of suitable policies and systems to ensure that there is no violation of any applicable law;
- xxiii. such other matters, not captured above, which may be required in relation to the implementation of the Plan 2020 in

accordance with applicable law and the terms set out herein;

- xxiv. formulate various sets of special terms and conditions under the Plan 2020 to apply to an employee (or his nominee or legal heir, as the case may be). Each of such sets of special terms and conditions under the Plan 2020 shall be restricted in their application to such employee (or his respective nominees/legal heirs). The Nomination and Remuneration Committee may also formulate separate sets of special terms and conditions to apply to each class or category of employees (or their respective nominees/legal heirs) and each of such sets of special terms and conditions shall be restricted in its application to such class or category of employees (or their respective nominees/legal heirs);
- xxv. the Nomination and Remuneration Committee may appoint a third party to administer the Plan 2020 and support employee communication, on its behalf; and
- xxvi. any and all the above matters in relation to any other employee incentive scheme that may be considered or adopted by the Company in the future.
- xxvii. delegate activities pertaining to any and all of the above matters to one or more persons as it may deem fit.
- i. Performing such other activities or functions as may be delegated by the board of directors of the Manager and/or prescribed under any applicable law.

Stakeholders’ Relationship Committee – Terms of Reference

The terms of reference of the Stakeholders’ Relationship Committee is set out below:

- a. Considering and resolving grievances of security holders of the Embassy REIT, including complaints related to the transfer or transmission of units, non-receipt of annual report and non-receipt of declared distributions, general meetings etc.;
- b. Reviewing of any litigation related to Unitholders’ grievances;
- c. Reporting specific material litigation related to Unitholders’ grievances to the Board of Directors;
- d. Approving report on investor grievances, if any, to be submitted to the Trustee by the Manager;
- e. Review of measures taken for effective exercise of voting rights by Unitholders;

- f. Review of adherence to the service standards adopted by the Embassy REIT in respect of various services being rendered by the Registrar & Share Transfer Agent;
- g. Review of the various measures and initiatives taken by the Embassy REIT for reducing the quantum of unclaimed distributions and ensuring timely receipt of distribution warrants/annual reports/statutory notices by the Unitholders of the company; and
- h. Performing such other activities or functions as may be delegated by the Board of Directors of the Manager and/or prescribed under any applicable law.

Corporate Social Responsibility Committee – Terms of Reference

The terms of reference of the Corporate Social Responsibility Committee is set out below:

- a. Formulating and recommending to the Board, a CSR Policy, which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII of the Companies Act, 2013 and their budgets as well as recommendation of any subsequent change/modification to the CSR Policy;
- b. Instituting an implementation and monitoring mechanism for CSR Activities and CSR Policy;
- c. Periodically updating the Board on the progress being made in the planned CSR Activities; and
- d. Providing a responsibility statement in the Board's Report.

Risk Management Committee – Terms of Reference

The terms of reference of the Risk Management Committee is set out below:

- a. Assessing the Embassy REIT's risk profile and key areas of risk;
- b. Recommending the adoption of risk assessment and rating procedures;
- c. to ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Embassy REIT;
- d. Examining and determine the sufficiency of the internal process for reporting on and managing key risk areas;
- e. Assessing and recommending to the Board the acceptable levels of risk

- f. to keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken;
- g. Assisting the Board in formulating risk strategies, policies, frameworks, models and procedures in liaison with management and in the discharge of its duties relating to corporate accountability and associated risk in terms of management assurance and reporting;
- h. Reviewing the nature and level of insurance coverage of the assets of the Embassy REIT;
- i. Investigating areas of corporate risk and breakdowns in internal controls, in coordination with the Audit Committee;
- j. Periodically reviewing the enterprise risk management process of the Embassy REIT;
- k. Reviewing and assessing the quality, integrity and effectiveness of the risk management systems and ensure that the risk policies and strategies are effectively managed;
- l. to monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- m. Ensuring effective and timely implementation of corrective actions to address risk management deficiencies;
- n. To formulate a detailed risk management policy which shall include:
 - i. A framework for identification of internal and external risks specifically faced by Embassy REIT, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - ii. Measures for risk mitigation including systems and processes for internal control of identified risks.
 - iii. Business continuity plan.
- o. Periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- p. Powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary;

- q. Appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
- r. Performing such other activities or functions as may be delegated by the Board and/or prescribed under any applicable law; and
- s. Coordinating its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board.

Investment Committee – Terms of Reference

The terms of reference of the Investment Committee is set out below:

- a. Reviewing of investment decisions with respect to the underlying assets or projects of the Embassy REIT including any further investments or divestments to ensure protection of the interest of Unitholders including, investment decisions which are related party transactions;
- b. Undertaking all functions in relation to protection of Unitholders' interests and resolution of any conflicts while making an investment, including reviewing agreements or transactions in this regard;
- c. Approving any proposal in relation to acquisition of assets or further issue of Units including in relation to acquisition of assets;
- d. Formulating any policy for the Manager as necessary, in relation to its functions, as specified above; and
- e. Performing such other activities as may be delegated by the Board of Directors of the Manager and/or are statutorily prescribed under any law to be attended by the Investment Committee.

Management Committee – Terms of Reference

The terms of reference of the Management Committee is set out below:

- a. Adopting, reviewing and monitoring of various policies, systems and procedures with regards to day to day operations such as human resource, information technology, data management etc.;
- b. Investing of idle funds of Embassy REIT in areas and up to a limit specifically delegated by the Board of Directors;
- c. Monitoring of Accounts Receivables, Accounts Payables and other routine finance related matters;

- d. Providing status updates on various statutory matters such as Income Tax, Goods and Service Tax, Labour Laws etc.;
- e. Providing status updates on pending litigations initiated by or against the Manager (if any);
- f. Providing reviews and recommendations on all matters presented to the Board including the following:
 - i. Business and strategy review;
 - ii. Long-term financial projections and cash flows
 - iii. Capital and revenue budgets and capital expenditure programmes;
 - iv. Acquisitions, divestments and business restructuring proposals; and
 - v. Senior management succession planning.
- g. Opening, operating, modifying and/or closing any and all bank accounts of and/or in the name of the Manager and/or Embassy REIT including authorising any official/s to do any and all actions for or in connection therewith, with or without monetary limit on such authority, from time to time;
- h. To avail, renew and enhance the Auto Loan facilities including bank overdraft, from time to time, up to prescribed limits and authorise execution of loan and other agreements including hypothecation agreements and to create charges on the Company's assets;
- i. To approve any amendments to the primary/secondary approvers under the Delegation of Authority Matrix ("DoA") of Embassy REIT, its holding company and special purpose vehicles and the Company from time to time, provided that any modification of the prescribed limits under the DoA shall be approved by the Board of Directors;
- j. To consider and approve including authorising such officials of the Company for approval and execution of undertaking(s), declaration(s), guarantee(s), letters of comfort and such other documents to the banks/financial institutions with respect to financial assistance availed for loans availed by the Special Purpose Vehicle's and Holdco of Embassy Office Parks REIT; and
- k. Opening, operating, modifying and/or closing of any and all demat account(s) of and/or in the name of the Company and/or Embassy Office Parks REIT including authorising any official/s

to do any and all actions for or in connection therewith, from time to time.

Debenture Committee – Terms of Reference

The terms of reference of the Debenture Committee is set out below:

- a. perform all actions and undertake all responsibilities of the REIT to be undertaken by the Company pursuant to the Investment Management Agreement;
- b. approve the debt proposed to be availed by the REIT including by way of issuance and listing of non-convertible debentures;
- c. approve the terms and execution of the transaction contemplated by the Transaction Documents (to which it is a party);
- d. comply with the requirements applicable to an investment manager under the REIT Regulations and under applicable law;
- e. completing all legal, statutory and procedural formalities, including appointment of various intermediaries, filing/registering the Information Memorandum with SEBI, BSE Limited or/and National Stock Exchange of India Limited, as the case may be (the “Stock Exchanges”), authorising affixation of common seal (if applicable), and any other forms or applications required to be filed with any other statutory agencies or relevant authorities in accordance with applicable law and do all acts in relation thereto;
- f. approve the terms and execute the Transaction Documents (to which it is a party), and any other document designated in writing as a transaction document by the Trustee (as the case may be) and the REIT;
- g. to appoint a director or other authorised persons to, inter alia, negotiate, finalise and execute the Transaction Documents (to which it is a party);
- h. authorising any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorney, to do such acts, deeds and things as such authorised person in his/her/its absolute discretion may deem necessary or desirable in connection with the Issue;
- i. giving or authorising any concerned person on behalf of the Company to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time;

- j. authorising the appointment of credit rating agencies in order to obtain a credit rating in relation to the Debentures;
- k. authorising any director or directors of the Company or other officer or officers of the Company to participate in investor road shows and prepare investor presentations for syndication of the Debentures;
- l. approving the information memorandum (including amending, varying or modifying the same, however fundamental they may be, as may be considered desirable or expedient) in relation to the Issue of Debentures;
- m. filing of the information memorandum with BSE Limited or/and National Stock Exchange of India Limited, as the case may be (the “Stock Exchanges”) within the prescribed time period and setting up an online bidding mechanism on the electronic book platform of the Stock Exchanges, in accordance with applicable law;
- n. obtaining in-principle approval, seeking the listing of the Debentures on the Stock Exchanges, submitting the listing application to such Stock Exchange and taking all actions that may be necessary in connection with obtaining such listing;
- o. dealing with all matters up to allotment of the Debentures to the debenture holders;
- p. authorising the maintenance of a register of debenture holders;
- q. dealing with all matters relating to the issue and listing of the Debentures as specified under REIT Regulations, the SEBI (Issue and Listing of Non- Convertible Securities) Regulations, 2021 SEBI (Debenture Trustee) Regulations, 1993 and any guidelines as may be issued by SEBI or the Reserve Bank of India (“RBI”) in this regard;
- r. dealing with all matters in relation to availing of loan by the REIT as specified under REIT Regulations and under any other applicable law;
- s. opening and operating of bank accounts for the Issue;
- t. accepting and utilising the proceeds of the non- convertible debentures issued by the REIT in the manner provided under the respective transaction documents and the applicable law;
- u. deciding the pricing and the terms of the non-convertible debentures issued by the REIT (including but not limited to creation of security

on all securities held by the REIT in its Secured SPVs), and all other related matters;

- v. appointing the registrar and any other intermediaries and security trustee/debenture trustee in relation to the Debentures, in accordance with the provisions of the REIT Regulations and other applicable law and entering into the required agreements with all intermediaries and security trustee/debenture trustee; and
- w. to do any other act and/or deed, to negotiate and execute any document(s), application(s), agreement(s), undertaking(s), deed(s), affidavits, declarations and certificates, and/or to give such direction as it deems fit or as may be necessary or desirable with regard to issue of non-convertible debentures by the REIT.

Securities Committee – Terms of Reference

The terms of reference of the Securities Committee is set out below:

- a. Subject to unitholder approval and applicable law, approving amendments to the trust deed and the investment management agreement;
- b. To make applications, where necessary, to such authorities or entities as may be required and accept on behalf of the Board such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions and sanctions as may be required in relation to any Offering;
- c. To authorise any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorney, to do such acts, deeds and things as such authorised person in his/her/its absolute discretion may deem necessary or desirable in connection with any Offering;
- d. To give or authorise the giving by concerned persons of such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- e. To seek, if required, the consent of the lenders, parties with whom the Embassy REIT, the Asset SPVs, the Investment Entity and any other portfolio assets as may be acquired by the Embassy REIT from time to time, have entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in connection with any Offering;

- f. To finalise, settle, approve, adopt and file where applicable, the draft offer document, the offer document, the final offer document, the preliminary placement document, placement document, preliminary placement memorandum, placement memorandum, draft letter of offer, letter of offer, any preliminary and final international wrap (including any notices, amendments, addenda, corrigenda or supplements thereto) or any other Offering document, in accordance with all applicable law, rules, regulations and guidelines, to be filed with the Securities and Exchange Board of India (the “SEBI”) and the stock exchanges and such other authorities, as may be applicable, and to make necessary amendments or alterations therein and to submit undertakings/certificates or provide clarifications to the SEBI and the stock exchanges or any other regulatory authority in relation to any Offering;

- g. To decide on the timing, pricing (including any discount or premium), relevant date, record date and all terms and conditions in relation to any Offering, including the determination of the minimum subscription for the Offering (if applicable), allotment, any rounding off in the event of over subscription as permitted under applicable law and to accept any amendments, modifications, variations or alterations thereto;
- h. To appoint and enter into, modify or amend arrangements with the trustee, sponsors, book running lead managers, legal counsel and any other agencies or persons or intermediaries in relation to any Offering and to negotiate and finalise the terms of their appointment and give them instructions in connection with the Offering;
- i. To arrange for the submission, withdrawal and filing of any offering document including incorporating such alterations/modifications as may be required by the SEBI, the Reserve Bank of India (the “RBI”), the stock exchanges, or any other relevant governmental and statutory authorities or in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the RBI, the SEBI and/or any other competent authorities, if applicable, and taking all such actions as may be necessary for submission, withdrawal and filing of the Offering documents;
- j. To negotiate, finalise and settle and to execute where applicable and deliver or arrange the delivery of the agreements and all other

- documents, deeds, agreements and instruments and any notices, supplements and corrigenda thereto, as may be required or desirable in relation to any Offering;
- k. To open with bankers (including bankers to an issue registered with the SEBI) such accounts as may be required by applicable law and to authorise one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;
- l. Opening and operating bank accounts, share/securities accounts, escrow or custodian accounts, in India or abroad, in Rupees or in any other currency, in accordance with the terms of any agreement entered into in this respect and subject to applicable law;
- m. To authorise and approve, the incurring of expenditure and payment of fees, commission, remuneration and expenses in connection with any Offering;
- n. To issue all documents and authorise one or more officers of the Company to sign all or any of the above documents;
- o. To seek further listing of the Securities on any Indian stock exchanges, submitting the listing application to such stock exchanges and taking all actions as may be necessary in connection with obtaining such listing and trading approval;
- p. To appoint the registrar and other intermediaries to any Offering, in accordance with the Securities and Exchange Board of India (Real Estate Investment Trust) Regulations, 2014 as amended, including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time (the "REIT Regulations") and other statutory and/or regulatory requirements;
- q. To enter into agreements with, and remunerate the lead managers, syndicate members, bankers to the Offering, the registrar to the Offering, underwriters, guarantors, escrow agents, accountants, auditors, legal counsel, depositories, trustees, custodians, credit rating agencies, monitoring agencies, advertising agencies, and all other agencies or persons as may be involved in or concerned with the Offering, by the way of commission, brokerage, fees or the like;
- r. To issue advertisements as it may deem fit and proper in accordance with and subject to applicable law;
- s. To authorise the maintenance of a register of Unitholders or holders of other Securities;
- t. To accept and appropriate the proceeds of any Offering;
- u. To finalise and take on record the allocation and allotment of Securities on the basis of the applications received, including the basis of the allotment (if applicable);
- v. To enter into share purchase agreements, business transfer agreements and other agreements in connection with any Offering with the Asset SPVs, the Investment Entity, any other portfolio assets or any third party;
- w. For and on behalf of the Company, to execute and deliver, on a several basis, any agreements and arrangements as well as amendments or supplements thereto that the Securities Committee considers necessary, desirable or advisable, in connection with any Offering, including, without limitation, engagement letter(s), memoranda of understanding, the listing agreements, the registrar's agreement, the depositories agreements, the issue agreement with the lead managers (and other entities as appropriate), the underwriting agreement, the syndicate agreement, the escrow agreement, placement agreement, confirmation of allocation notes, the advertisement agency agreement and any agreement or document in connection with any Offering, with, and to make payments to or remunerate by way of fees, commission, brokerage or the like, the book running lead managers, syndicate members, placement agents, bankers to any Offering, registrar to any Offering, managers, underwriters, guarantors, escrow agents, accountants, auditors, legal counsel, depositories, trustees, custodians, credit rating agencies, monitoring agencies, advertising agencies, and all such persons or agencies as may be involved in or concerned with any Offering, if any; and any such agreements or documents so executed and delivered and acts and things done by the Securities Committee shall be conclusive evidence of the authority of the Authorised Officer and the Company in so doing; and
- x. To do all such acts, deeds, matters and things and execute all such other document/s, application/s, agreement/s, undertaking/s, deed/s, affidavits, declarations and certificates, etc., as may be necessary or authorised in relation to any Offering.

Number of Committee Meetings held and attendance records:

The table below sets out the number of committee meetings attended by each member with reference to certain committees:

Name of the Committee	Audit Committee ("AC")	Risk Management Committee ("RMC")	Stakeholders' Relationship Committee ("SRC")	Corporate Social Responsibility Committee ("CSR")
No. of meetings held	6	4	1	3
Date of meetings	April 26, 2023 April 27, 2023 July 25, 2023 September 29, 2023 October 25, 2023 February 01, 2024	April 26, 2023 July 26, 2023 October 25, 2023 February 01, 2024	February 01, 2024	April 27, 2023 February 01, 2024 February 29, 2024
No. of Meetings Attended				
Name of Member				
Vivek Mehra	6	3	1	NA
Anuj Puri	3	2	NA	NA
Dr. Anoop Kumar Mittal	3	2	NA	NA
Dr. Punita Kumar-Sinha	6	4	1	2
Jitendra Virwani	5	2	NA	0
Dr. Ranjan Pai	5	4	NA	1
Tuhin Parikh	NA	NA	NA	1
Aditya Virwani	NA	NA	1	3
Robert Christopher Heady	4	1	NA	NA
Asheesh Mohta	1	1	NA	NA
Name of the Committee	Nomination and Remuneration Committee ("NRC")	Debenture Committee ("DC")	Investment Committee ("IC")	
No. of meetings held	4	4	5	
Date of meetings	April 26, 2023 April 27, 2023 July 25, 2023 October 25, 2023	May 29, 2023 June 05, 2023 August 23, 2023 January 03, 2024	April 26, 2023 July 25, 2023 September 29, 2023 October 25, 2023 February 01, 2024	
No. of meetings attended				
Name of Member				
Vivek Mehra	4	NA	1	
Anuj Puri	1	NA	2	
Dr. Anoop Kumar Mittal	1	NA	3	
Dr. Punita Kumar-Sinha	NA	NA	NA	
Jitendra Virwani	2	NA	5	
Dr. Ranjan Pai	4	NA	5	
Tuhin Parikh	NA	4	4	
Aditya Virwani	NA	3	NA	
Robert Christopher Heady	NA	NA	NA	
Asheesh Mohta	NA	NA	NA	
Vikaash Khdloya	NA	0	NA	
Aravind Maiya	NA	4	NA	
Abhishek Agrawal	NA	4	NA	

During the year, no Securities Committee Meeting was held.

Notes:

1. Mr. Anuj Puri ceased to be an Independent Non-executive Director of the Manager with effect from the close of business of August 05, 2023, upon completion of his tenure. He ceased to be the Chairperson of Investment Committee and Member of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Investment Committee and Securities Committee with effect from August 06, 2023.
2. Dr. Anoop Kumar Mittal was appointed as an Independent Non-executive Director of the Manager with effect from August 06, 2023. He was appointed as the Member of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Investment Committee and Securities Committee with effect from August 06, 2023.
3. Mr. Asheesh Mohta ceased to be a Non-independent Non-executive Director of the Manager with effect from January 10, 2024, due to resignation.
4. Mr. Tuhin Parikh ceased to be Non-independent Non-executive Director of the Manager with effect from January 11, 2024, due to resignation. He ceased to be a Member of the Corporate Social Responsibility Committee, Investment Committee and the Securities Committee with effect from January 11, 2024.
5. Mr. Jitendra Virwani was appointed as a Member of the Corporate Social Responsibility Committee with effect from January 17, 2024.
6. Mr. Vivek Mehra was appointed as a Member of the Investment Committee with effect from January 17, 2024.
7. Mr. Robert Christopher Heady ceased to be Non-independent Non-executive Director of the Manager with effect from January 11, 2024, due to resignation. He ceased to be a Member of the Audit Committee, Stakeholders' Relationship Committee, and Risk Management Committee with effect from January 11, 2024.
8. Mr. Vikaash Khdloya was the Chief Executive Officer until June 30, 2023. He ceased to be a Member of the Management Committee and Debenture Committee with effect from June 30, 2023.
9. Mr. Aravind Maiya was the Chief Executive Officer Designate with effect from April 28, 2023 till June 30, 2023, and is the Chief Executive Officer with effect from July 01, 2023. He was appointed

as a Member of the Management Committee and Debenture Committee with effect from April 28, 2023.

10. Dr Ranjan Pai was appointed as the Chairperson of the Investment Committee with effect from August 06, 2023. He ceased to be the Chairperson of the Corporate Social Responsibility Committee with effect from August 06, 2023, and Dr. Punita Kumar-Sinha was appointed as the Chairperson of the Corporate Social Responsibility Committee in his place with effect from August 06, 2023.

Remuneration of Directors

Sitting fees is paid to the independent directors for attending Board/Committee meetings.

Policies of the Board of Directors of the Manager in relation to the Embassy REIT

The Manager has adopted the following policies in relation to the Embassy REIT:

1. Code of Conduct and Ethics for Directors, Senior Management and other employees
2. Code on unpublished price sensitive information and dealing in the securities of Embassy REIT and Code of Practices and Procedures for Fair Disclosure in respect of the Embassy REIT
3. Distribution Policy
4. Policy for Determining Materiality of Information for Periodic Disclosures
5. Whistle Blower Policy
6. Investors and Other Stakeholders' Grievances and Redressal Policy
7. Borrowing Policy
8. Corporate Social Responsibility Policy
9. Policy on Appointment of Auditor and Valuer
10. Risk Management Policy
11. Anti-Money Laundering Policy and Anti-Bribery and Corruption Policy
12. Prevention of Sexual Harassment Policy
13. Nomination and Remuneration Policy
14. Data Privacy Policy
15. Fraud Prevention Policy
16. Cyber Security Policy
17. Policy on Succession Planning for the Board and Senior Management
18. Policy on Related Party Transactions

19. Document Archival Policy
20. Board Diversity Policy
21. Policy for appointment of Unitholder Nominee Director
22. Policy for processing and claiming of unclaimed amounts

The above-mentioned policies can be accessed at - <https://www.embassyofficeparks.com/esg/governance-documents/>

As a part of the overall governance framework, the Board of Directors reviews all the policies, including ESG polices, once in a year.

ESG Policy:

Our ESG policy demonstrates Embassy REIT's overall commitment to undertake sustainable initiatives that

contribute to creating a sustainable organisation with a focus on environmental stewardship, social responsibility and governance. It is supplemented by policy documents which guide the activities in each of the focus areas.

These policy documents may be viewed on:

Environment	https://www.embassyofficeparks.com/esg/environment-policies/
Social	https://www.embassyofficeparks.com/esg/social-engagement-policies/
Governance	https://www.embassyofficeparks.com/esg/governance-documents/

Apart from above mentioned policies, Manager has also adopted Document Archival Policy, Board Evaluation Policy and Business Continuity Policy.

Unitholders

The number of Unitholders of the Embassy REIT as on March 31, 2024 was 91,469. The detailed category wise break-down of the composition of the Unitholders as on March 31, 2024 is given below:

Category	Category of Unit holder	No. of Units Held	As a % of Total Outstanding Units	No. of units mandatorily held		Number of units pledged or otherwise encumbered	
				No. of units	As a % of total units held	No. of units	As a % of total units held
A.	Sponsor(s)/Manager and their associates/related parties and Sponsor Group			-			
1.	Indian						
a.	Individuals/HUF	0	0.00				
b.	Central/State Govt.	0	0.00				
c.	Financial Institutions/Banks	0	0.00				
d.	Any Other: Embassy Property Developments Private Limited - (Body Corporate) Sponsor	72,864,279	7.69	-	-	72,864,279	100
	Sub- Total (A) (1)	72,864,279	7.69	-	-	72,864,279	100
2.	Foreign						
a.	Individuals (Non-Resident Indians/Foreign Individuals)	0	0.00				
b.	Foreign government	0	0.00				
c.	Institutions	0	0.00				
d.	Foreign Portfolio Investors	0	0.00				
e.	Any Other:						
a.	BRE/Mauritius Investments - Sponsor (Body Corporate)	-	-	-	-	-	-
b.	Sponsor Group (Bodies Corporate)	-	-	-	-	-	-
	Sub- Total (A) (2)	-	-	-	-	-	-
	Total unit holding of Sponsor & Sponsor Group (A) = (A)(1) + (A)(2)	72,864,279	7.69	-	-	72,864,279	100

Category	Category of Unit holder	No. of Units Held	As a % of Total Outstanding Units
1.	Institutions		
a.	Mutual Funds	212,189,963	22.39
b.	Financial Institutions/Banks	-	-
c.	Central/State Govt.	-	-
d.	Venture Capital Funds	-	-
e.	Insurance Companies	36,858,856	3.89
f.	Provident/pension funds	1,125,137	0.12
g.	Foreign Portfolio Investors	396,540,197	41.83
h.	Foreign Venture Capital Investors	-	-
i.	Any Other:- Alternative Investment Fund	51,263,390	5.41
	Sub- Total (B) (1)	697,977,543	73.63
2.	Non-Institutions		
a.	Central Government/State Governments(s)/President of India	-	-
b.	Individuals	143,012,374	15.09
c.	NBFCs registered with RBI	1,809,400	0.19
d.	Any Other (specify):		
i.	Trusts	1,663,681	0.18
ii.	Non-Resident Indians	4,273,608	0.45
iii.	Clearing Members	1	-
iv.	Body Corporates	26,292,857	2.77
	Sub- Total (B) (2)	177,051,921	18.68
	Total Public Unit holding (B) = (B)(1)+(B)(2)	875,029,464	92.31
	Total Units Outstanding (C) = (A) + (B)	947,893,743	100.00

Meetings of the Unitholders

Annual Meeting of the Unitholders of Embassy REIT:

The Annual Meeting of the Unitholders of Embassy REIT was held as per below details in accordance with the provisions of the REIT Regulations:

Venue	Date and Time	Resolutions passed
Ballroom - 1, Hilton Convention Centre, Embassy Manyata Business Park, Hebbal, Outer Ring Road, Nagawara, Bengaluru 560 045, India and also through Video Conferencing Other Audio- Visual Means	July 12, 2023, at 09.30 Hrs IST	<ol style="list-style-type: none"> Consideration, approval and adoption of the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of Embassy REIT as at and for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon and the Report on performance of Embassy REIT Consideration, approval and adoption of the Valuation Report issued by iVAS Partners, represented by Mr. Manish Gupta, Partner, Independent Valuer for the Valuation of Embassy REIT's Portfolio as at March 31, 2023; and Consideration and approval of the appointment of the Valuer and Value Assessment Service Provider for the Financial Years 2023-24 to 2026-27.

Postal Ballot:

The Unitholders of Embassy REIT by means of Postal Ballot, considered and approved with requisite majority, the following resolutions:

Date	Resolutions passed
December 08, 2023	<ol style="list-style-type: none"> Consideration and approval of borrowings from Axis Bank Limited of amounts up to 33% of the total consolidated borrowings of Embassy Office Parks REIT, its Special Purpose Vehicles and Holdco; and Consideration and approval of amendments to the Trust Deed of Embassy Office Parks REIT.

Investor Complaints

Details of investor complaints received and redressed during the year ended March 31, 2024 are as follows:

Details of Investor Complaints	Number of complaints during the quarter ended June 30, 2023	Number of complaints during the quarter ended September 30, 2023	Number of complaints during the quarter ended December 31, 2023	Number of complaints during the quarter ended March 31, 2024
Number of investor complaints pending at the beginning of the quarter	Nil	Nil	Nil	Nil
Number of investor complaints received during the quarter	1	Nil	Nil	1
Number of investor complaints disposed of during the quarter	1	Nil	Nil	1
Number of investor complaints pending at the end of the quarter	Nil	Nil	Nil	Nil
Average time taken for redressal of complaints during the quarter	5 days	Nil	Nil	4 days

Company Secretary and Compliance Officer

Ms. Vinitha Menon

12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560 032.

Statutory Auditors

S. R. Batliboi & Associates LLP (ICAI Firm Registration No.: 101049W/E300004) Chartered Accountants, having their office at 12th Floor, "UB City", Canberra Block No. 24, Vittal Mallya Road, Bengaluru - 560001 have been appointed as the Statutory Auditors of Embassy REIT for a term of five consecutive years from the financial year 2019-20.

Internal Auditors

KPMG Assurance and Consulting Services LLP, Chartered Accountants, having their office at Embassy Golf links Business Park, Pebble Beach, B Block, 1st and 2nd Floor, Off Intermediate Ring Road, Bengaluru - 560071 have been appointed as the Internal Auditors of Embassy REIT for the financial year 2023-24.

Secretarial Auditor

Ms. Rupal D. Jhaveri (Membership No. 5441 and Certificate of Practice No. 4225), Practising Company Secretary, having her office at 207 Regent Chambers, 2nd Floor, 208, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400020 has been appointed as the Secretarial Auditor of Embassy REIT for the Financial Year 2023-24.

Ms. Rupal D. Jhaveri, as the Secretarial Auditor conducted the Secretarial Audit of Embassy REIT for the FY2023-24 and her Report is annexed to this report (Annexure 1). There are no qualifications,

observations or adverse remarks mentioned in the said Report.

Valuer

Ms. L. Anuradha, MRICS having their office at 23/10 Kennedy 1st Street, Mylapore, Chennai 600002 and Cushman & Wakefield (India) Private Limited having their office at 4th Floor, Pine Valley, Embassy Golf Links Business Parks, Intermediate Ring Road, Bengaluru - 560071, have been appointed as the Independent Valuer and Independent Property Consultant Review Services Provider of Embassy REIT for a term of four consecutive years from the FY2023-24.

Debenture Trustees for NCDs issued by Embassy REIT

- SBICAP Trustee Company Limited, were Debenture Trustees to the issue of Series II NCDs amounting to 1,500 Crores raised by way of private placement. Series II NCDs have been fully redeemed pursuant to exercise of call option on September 08, 2023.
- IDBI Trusteeship Services Limited, as Debenture Trustee to the issue of Series III NCDs amounting to 2,600 Crores raised by way of private placement. Series III NCDs have been fully redeemed pursuant to exercise of call option on January 15, 2024.
- Catalyst Trusteeship Limited, as Debenture Trustee to the issue of Series IV NCDs amounting to 300 crores, Series V Tranche A NCDs amounting to 2,000 crores, Series V Tranche B NCDs amounting to 1,100 crores, Series VI NCDs amounting to 1,000 crores, Series VII NCDs amounting to 1,050 Crores, Series VIII NCDs amounting to 500 Crores, Series IX NCDs

amounting to 500 Crores and Series X NCDs amounting to 1000 Crores, raised by way of Private Placement.

Telephone : +91 40 79615205
 Fax : +91 40 2343 1551
 E-mail : embassy.reit@kfintech.com
 Website : http://www.kfintech.com

Registrar and Transfer Agent

Name and Address: Kfin Technologies Limited Selenium, Tower B, Plot No. 31-32, Financial District, Nanakramguda, Hyderabad, Telangana, India. PIN - 500032.

Publications

The information required to be disclosed to the stock exchanges (including financial results, press releases and presentations made to the investors) have been duly submitted to the NSE and BSE as well as uploaded on Embassy REIT’s website. Further Embassy REIT has opted voluntarily to publish newspaper advertisements in relation to its the financial results.

Market Price Data:

High, Low (based on daily closing prices) and the number of REIT Units traded during each month for the year ended March 31, 2024 on the BSE and NSE:

Month	NSE			BSE		
	High (₹)	Low (₹)	Volume	High (₹)	Low (₹)	Volume
Apr-23	330	313	82,02,715	330	313	26,17,916
May-23	330	297	2,51,13,880	330	297	67,14,667
Jun-23	308	291	2,06,97,446	308	291	1,12,70,977
Jul-23	312	293	68,89,908	311	293	14,02,531
Aug-23	311	302	91,78,263	311	302	4,07,151
Sep-23	311	300	1,08,27,733	310	300	4,04,495
Oct-23	312	298	73,43,587	312	299	3,47,028
Nov-23	322	310	61,14,123	322	310	3,50,357
Dec-23	336	297	3,70,40,404	336	298	22,73,85,654
Jan-24	359	327	2,84,36,922	361	327	4,46,021
Feb-24	374	354	2,67,01,295	379	354	3,80,634
Mar-24	395	370	1,93,30,771	395	369	3,49,481

Transfer of Units:

Embassy REIT’s units are in dematerialised form and transfers of Embassy REIT’s units are effected through the depositories.

Statutory Disclosures Section

1. Business & Financial Summary

a. Manager’s brief report on the activities of the REIT:

Embassy REIT was settled on March 30, 2017 at Bengaluru, Karnataka, India as an irrevocable trust under the provisions of the Indian Trusts Act, 1882 pursuant to a trust deed dated March 30, 2017 as amended on September 11, 2018 and February 29, 2024. The Sponsors of Embassy REIT are Embassy Property Developments Private Limited (“**Embassy Sponsor**”) and BRE/ Mauritius Investments (“**Blackstone Sponsor**”). For further details on the structure of Embassy REIT please refer to pages 12-13 of this report. Embassy REIT owns a high-quality office portfolio comprising of nine best-in-class office parks and four prime city center office buildings totalling 45 msf as of March 31, 2024. For further details on the properties please refer to pages 68-101 of this report. Embassy REIT was listed on the BSE and NSE on April 01, 2019 after an initial public offering that was oversubscribed by 2.6 times. Embassy REIT is registered under SEBI (Real Estate Investment Trusts) Regulations, 2014. A brief overview and a quick glance at Embassy REIT activities for the year ended on March 31, 2024 on Commercial offices, Development and Hospitality are set forth on pages 22-33 respectively. The NAV of Embassy REIT as on March 31, 2024 was ₹ 401.59, as represented on page 257. With respect to trading price, kindly refer to page 158 of this report.

b. Summary of the audited standalone and consolidated financial statements for the year

Please refer to pages 188-359 of this report.

2. Management discussion and analysis by the directors of the manager on activities of the REIT during the year, forecasts and future course of action

Please refer to pages 104-139 of this report

3. Brief details of all the assets of the REIT including a break-up of real estate assets and other assets, location of the properties, area of the properties, current tenants (not less than top 10 tenants as per value of lease), lease maturity profile, details of under-construction properties, if any, etc.

a. Real estate assets and other assets

Please refer to pages 68-101 of this report.

b. Location of the properties

Please refer to pages 68-93 of this report.

c. Area of the properties

Please refer to pages 68-93 of this report.

d. Current tenants (top 10 tenants as per value of lease) and lease maturity profile

The top 10 tenants of each of the Asset SPVs/ Holdco as per the value of the lease are tabled below (in alphabetical order):

Name of the Asset SPV/ Holdco	Name of the Tenant
Vikhroli Corporate Park Private Limited – Embassy 247	SMFG India Credit Company Limited
	Link Intime India Private Limited
	Wework India management Pvt. Ltd.
	Accelya Kale Solutions Limited
	DHL Logistics Private Limited
	Kent Engineering India Private Limited
	ICICI Lombard General Insurance Company Limited
	Gallagher Service Center LLP
	ATC Tires Private Limited
	Radius Corporate Solutions India Pvt. Ltd.
Quadron Business Park Private Limited – Embassy One	NAM Estates Private Limited
	Embassy Office Parks Management Services Private Limited
	Canon India Private Limited
	Illumina India Biotechnology Private Limited
	Knight Frank India Private Limited
	Belden India Private Limited
	Hyundai Motors India Pvt. Ltd.
	The State of the Netherlands
	MuSigma Foundation
	Lohia Corp Limited
Indian Express Newspapers (Mumbai) Private Limited – Express Towers	DBS Bank India Limited
	Shardul Amarchand Mangaldas & Co.
	Blackstone Advisors India
	The Indian Hotels Company Limited
	Warburg Pincus India Private Limited
	Jefferies India Pvt. Ltd.
	Enam Holdings Private Limited
	Capovitez Trading LLP
	Bain Capital Advisors (India) Pvt. Ltd.
	NVP Ventures Capital India Private Limited

Name of the Asset SPV/ Holdco	Name of the Tenant
Earnest Towers Private Limited – FIFC	Google India Private Limited
	Executive Centre India Pvt. Ltd.
	Oracle India Private Limited
	Pernod Ricard India Private Limited
	Sony Music Entertainment India Pvt. Ltd..
	ICICI Securities Primary Dealership Limited
	Mirah Hospitality and Gourmet Solutions Pvt. Ltd.
	Integrow Asset Management Private Limited
	Massive Restaurants Private Limited (Masala Library)
	Impresario Entertainment and Hospitality Pvt. Ltd. (Smoke House Deli)
Galaxy Square Private Limited – Embassy Galaxy	Workshaala Spaces
	Fiserv India Private Limited
	DXC Technology India Pvt. Ltd.
	WeWork India management Private Limited
	Arrise Solutions (India) Private Limited
	Qualitest India Private Limited
	Deloitte Shared Services India LLP
	Ingenico International India Private Limited
	Eurofin Scientific
	Dev Accelerator Private Limited
Oxygen Business Park Private Limited – Embassy Oxygen	NTT Data Information Processing Services Private Limited
	Optum Global Solutions (India) Private Limited
	Metlife Global Operations Support Center Pvt. Ltd.
	Global Logic India Private Limited
	ExlService.com (India) Private Limited
	CPA Global Support Services India Private Limited
	Pacific BPO Private Limited
	Samsung Heavy Industries India Private Limited
	Sapient Consulting Private Limited
	J.P. Morgan Services India Private Limited
Quadron Business Park Private Limited – Embassy Quadron	Cognizant Technology Solutions India Private Limited
	E-CLERX Services Private Limited
	Telstra Global Business Services LLP
	Luxoft India LLP
	Human Business Intelligence Technology Solutions Private Limited

Name of the Asset SPV/ Holdco	Name of the Tenant	
	Teledyne Lecroy India Trading Private Limited	
	Storybook Ventures Private Limited	
	Glow Energy	
	EIT Services India Private Limited	
	Reliance BP Mobility Limited	
	Qubix Business Park Private Limited – Embassy Qubix	L & T Infotech Limited
		Accenture services Private Limited
		Persistent systems & solutions Limited
		Tata Technologies Limited
		Sciformix Technologies Private Limited
Aker Powergas Subsea Private Limited		
Crisil Limited		
NCSI Technologies (India) Private Limited		
Searce Logistics Analytics LLP		
Akzo Nobel Global Business Services LLP		
Manyata Promoters Private Limited – Embassy Manyata Business Park	ANSR Global Corporation Private Limited	
	Cognizant Technology Solutions India Private Limited	
	Kyndryl Solutions Private Limited	
	IBM India Private Limited	
	Target corporation India Private Limited	
	Nokia Solutions and Networks India Pvt. Ltd.	
	FIL India Business and Research Services Private Limited	
	Lowe's Services India Pvt. Ltd.	
	ANZ Support Services India Private Limited	
	Optum Global Solutions (India) Private Limited	
Embassy Pune Techzone Private Limited – Embassy TechZone	HCL Technologies Limited	
	IBM India Private Limited	
	Volkswagen services India Private Limited	
	Infosys BPM Limited	
	Nice Interactive Solutions India Private Limited	
	Garfield Health Solutions East Private Limited	
	Mercedes Benz Research and Development	
	Rockwell automation India Pvt. Ltd.	
	Access Healthcare Services Pvt. Ltd.	
	Adient India Private Limited	

Name of the Asset SPV/ Holdco	Name of the Tenant
Vikas Telecom Private Limited and Sarla Infrastructure Private Limited – Embassy TechVillage	JP Morgan Services India Private Limited
	Wells Fargo Bank NA
	Flipkart Internet Private Limited
	Quest Global Engineering Services Private Limited
	Eli Lilly services India Private Limited
	Bundl Technologies Pvt. Ltd.
	Cisco Systems (India) Private Limited
	Mathwork India Private Limited
	Telstra global business services LLP
	Great West Global Business Services India Private Limited
Embassy Construction Private Limited – Embassy Business Hub	Philips India Limited

Additionally, for the top 10 tenants of Embassy REIT, please refer to page 15 of this report.

For the lease maturity profile of each Asset SPV, please refer to pages 24-25 of this report.

e. Details of under-construction properties, if any, etc.

Please refer to pages 24-25 of this report.

4. Brief summary of the full valuation report as at the end of the year

Please refer to pages 360-429 of this report.

5. Details of changes during the year pertaining to:

a. Addition and divestment of assets including the identity of the buyers or sellers, purchase/sale prices and brief details of valuation for such transactions

Not applicable.

b. Valuation of assets (as per the full valuation reports) and NAV

Please refer to page 375 of this report for Gross Asset Valuation and pages 199 and 257 for standalone and consolidated NAV respectively.

c. Letting of assets, occupancy, lease maturity, key tenants, etc.

Please refer to pages 33 of this report with respect to the new leases for the year ended March 31, 2024. The occupancy of Embassy

REIT as of March 31, 2024 was 85% The WALE of Embassy REIT is set out at pages 24-25. The current list of key tenants is set out at page 15 of this Report.

d. Borrowings/repayment of borrowings (standalone and consolidated)

Please refer to pages 219-229 of this report with respect to borrowings on a standalone basis as on March 31, 2024 and pages 301-320 of this report with respect to borrowings on a consolidated basis, as on March 31, 2024.

Please refer to pages 219-229 of this report with respect to repayment of borrowings on a standalone basis and pages 301-320 of this report with respect to repayment of borrowings on a consolidated basis. On a standalone and consolidated basis as on March 31, 2024, the repayment of borrowings was ₹43,400 million and ₹69,419.62 million respectively.

e. Sponsors, manager, trustee, valuer, directors of the Trustee/manager/sponsor, etc.

There was no change in the Sponsors, Manager and Trustee during the year ended March 31, 2024. iVAS Partners, represented by Mr. Manish Gupta and CBRE South Asia Private Limited completed their tenure as the Valuer and Independent Property Consultant Review Services Provider of Embassy REIT, on March 31, 2023. Ms. L. Anuradha, MRICS and Cushman & Wakefield (India) Private Limited have been appointed as the Valuer and Independent Property Consultant Review Services Provider, respectively, of Embassy REIT for the financial years 2023-24, 2024-25, 2025-26 and 2026-27 pursuant to the approval of the Unitholders, at the Fifth Annual Meeting of Embassy REIT held on July 12, 2023.

The tenure of Mr. Anuj Puri (DIN: 00048386), as an Independent Director on the Board of the Manager, ended with effect from close of business on August 05, 2023.

The Board of Directors at their meeting on July 26, 2023, approved the re-appointment of Dr. Punita Kumar-Sinha (DIN: 05229262) and appointment of Dr. Anoop Kumar Mittal (DIN: 05177010) as Independent Directors on the Board of directors of the Manager for a term of 5 (five) years commencing from August 06, 2023 to August 05, 2028, not liable to retire by rotation. The Shareholders of the Manager approved the re-appointment and appointment by way of special resolutions in their meeting held on July 27, 2023.

Mr. Tuhin Parikh (DIN: 00544890) and Mr. Robert Christopher Heady (DIN: 06401388) ceased to be Non-independent Non- Executive Directors of the Manager with effect from January 11, 2024, and Mr. Asheesh Mohta (DIN:00358583) ceased to be a Non-independent Non-executive Director of the Manager with effect from January 10, 2024, due to resignation.

Mr. Devananda Naraidoo resigned as a Director and Mr. Rishal Tanee was appointed as a Director of BRE/Mauritius Investments, with effect from December 15, 2023.

Mr. Chandra Das Sitaram resigned as a Director with effect from May 30, 2023 and Mr. Sartaj Sewa Singh was appointed as a director of Embassy Property Developments Private Limited with effect from July 28, 2023.

During the year, there was no change in the composition of the Board of Directors of the Trustee.

On December 20, 2023, BRE/Mauritius Investments (“**Blackstone Sponsor**”), along with certain entities forming part of the Blackstone Sponsor Group, sold 2,23,597,193 units, on the stock exchange platform i.e., through an on-market transaction (referred to as the “**Trade**”) after releasing the encumbrance on the said Units. Prior to such Trade, the Blackstone Sponsor and Sponsor Group held an aggregate of 2,23,597,193 units, aggregating to 31.28% of the total outstanding Units of Embassy REIT and ceased to hold any units post such trade.

f. Clauses in trust deed, investment management agreement or any other agreement entered into pertaining to activities of REIT

During the year, the following changes were made to the Trust Deed of Embassy REIT:

Clause no.	Amended Provision
1.1(iv)	“Auditor” shall mean any individual or independent qualified firm of chartered accountants appointed by the Manager, in consultation with the Trustee, to act as the auditor of the REIT, in accordance with the REIT Regulations.”
10.2	“The net distributable cash flows of the REIT shall be distributed to the Unit Holders by the Trustee in compliance with the REIT Regulations and such distribution shall be declared and made not less than once every 6 (six) months in every financial year or such other period prescribed by SEBI and the

Clause no.	Amended Provision
	dates for such distribution and its manner shall be specified in the offer document of the REIT. Unpaid or unclaimed distributions shall be dealt with in the manner specified under the REIT Regulations.”
12.3	“No Unit Holder shall enjoy superior voting or any other rights over another Unit Holder, other than any inter se voting/pooling arrangements entered into between/amongst the other Unit Holders, or as may be permitted under the REIT Regulations. Further, subject to and in accordance with the REIT Regulations and other Applicable Law, eligible Unit Holders shall have the right (but not the obligation) to nominate director(s) on the board of directors of the Manager. Such right shall be exercised in accordance with the manner and mechanism prescribed by the SEBI.”
New Clause 12.11	“Unit Holders shall be required to comply with the stewardship code under the REIT Regulations, to the extent applicable”

During the year, the following changes were made to the Investment Management Agreement of Embassy REIT:

Clause no.	Amended Provision
1.1	“Auditor” shall mean any individual or independent qualified firm of chartered accountants appointed by the Manager, in consultation with the Trustee, to act as the auditor of the REIT, in accordance with the REIT Regulations.
3.3 (xiv)	“Power to appoint intermediaries: The Manager shall, in consultation with the Trustee, appoint Valuers, Auditors, registrar and transfer agent, merchant banker, custodian, credit rating agency and any other intermediary or service provider or agent, as may be applicable with respect to the activities pertaining to the REIT as per the provisions of the REIT Regulations and Applicable Law. The Manager shall appoint an Auditor for a such period of not more than 5 (five) consecutive years as may be permitted under the REIT Regulations, subject to approval of the Unit Holders in terms of the REIT Regulations”.
3.4(vi)	“The net distributable cash flows of the REIT shall be distributed to the Unit Holders by the Trustee in compliance with the REIT Regulations and such distribution shall be declared and made not less than once every 6 (six) months in every financial year or such other period prescribed by SEBI and the dates for such distribution and its manner shall be specified in the offer document of the REIT. Unpaid or unclaimed distributions shall be dealt with in the manner specified under the REIT Regulations.”

Clause no.	Amended Provision
New Clause 3.4(xiii)	“All claims, differences or disputes between investors and the Manager arising out of or in relation to the activities of the Manager in the securities market shall be submitted to a dispute resolution mechanism that includes mediation and/or conciliation and/or arbitration, in accordance with the procedure specified by the SEBI”
New Clause 3.4(xix) (m)	“Other Duties: Without prejudice to any other provision of this Agreement, the Manager will also have the following duties and obligations: “...facilitating the exercise of the right to nominate director(s) on the board of directors of the Manager by eligible Unit Holders in accordance with the manner and mechanism prescribed by the SEBI”
Clause no. 3.4(xix) (n)	“Other Duties: Without prejudice to any other provision of this Agreement, the Manager will also have the following duties and obligations: “... complying with corporate governance requirements under the REIT Regulations and other Applicable Law, to the extent applicable”

g. Any other material change or events during the year

Not Applicable

6. Update on development of under-construction properties, if any

Please refer to pages 30-31 of this report.

7. Details of outstanding borrowings and deferred payments of Embassy REIT including any credit rating(s), debt maturity profile, gearing ratios of the REIT on a consolidated and standalone basis as at the end of the year

Please refer to page 134-135 and pages 219-229 for standalone and pages 301-320 for consolidated of this report.

8. Debt maturity profile over each of the next 5 years and debt covenants, if any

Please refer debt maturity profile on page 134-135 and for debt covenants refer pages 219-229 for standalone and pages 301-320 for consolidated of this report.

9. The total operating expenses of the REIT, including all fees and charges paid to the manager and any other parties, if any during the year

Please refer to pages 231-232 and pages 322-324 of this report.

10. Past performance of Embassy REIT with respect to unit price, distributions and yield for the last 5 years, as applicable and Unit price quoted on the designated stock exchanges at the beginning and end of the financial year, the highest and lowest unit price and the average daily volume traded during the financial year

Particulars	31-Mar-24		31-Mar-23		31-Mar-22		31-Mar-21		31-Mar-20	
Units Outstanding	94,78,93,743	94,78,93,743	94,78,93,743	94,78,93,743	94,78,93,743	94,78,93,743	94,78,93,743	94,78,93,743	77,16,65,343	77,16,65,343
Unit Price Performance (₹)	NSE	BSE	NSE	BSE	NSE	BSE	NSE	BSE	NSE	BSE
Opening Price: April 3, 2023	313.61	314.00	371	369.15	325.4	325	351	350.2	308	300
Closing Price: March 28, 2024	369.61	369.16	312.17	312.25	371.75	371.72	325.45	325.43	350.74	351.51
52-Weeks-High (₹ per unit)	395.03	395.35	404.99	404.95	389.98	390.07	397.4	397.7	512	518
52-Weeks-Low (₹ per unit)	291.07	290.80	301	301.05	304.57	304.89	318.65	318.51	301.35	300
Market Capitalisation (₹ billion)										
March 31, 2024	350.35	349.92	295.9	295.98	352.38	352.35	308.49	308.47	270.65	271.25
Trading Volume for FY2023-24										
Units (Million)	205.88	252.08	270.92	71.58	190.3	90.53	142.29	119.93	98.54	15.03
₹ Billion	67.90	79.39	94.07	25.43	66.63	31.7	49.75	40.79	38.28	5.94
Average Daily Trading Volume (ADTV) for FY2023-24										
Units	8,36,899	10,24,703	10,88,025	2,87,484	7,67,321	3,65,036	5,71,461	4,81,639	3,98,951	60,856
₹ million	276.01	322.73	377.8	102.13	268.66	127.83	199.79	163.81	154.99	24.06
Distribution per unit	21.33		21.71		21.76		21.48		24.39	
Distribution Yield	5.77*		6.95%		5.85%		6.60%		6.95%	

* Distributions per unit for the full year divided by the closing price of ₹369.61 on NSE as of March 28, 2024.

10. Related party transactions

- a. Refer to pages 343-349 of this report which contains details of all related party transactions entered into by the Embassy REIT and its Asset SPVs during the financial year ended March 31, 2024 (excluding transactions between Embassy REIT and its Asset SPVs which are eliminated on consolidation).
- b. Refer to pages 233-238 of this report which contains details of all related party transactions entered into by Embassy REIT including monies lent by Embassy REIT to its HoldCo and its Asset SPVs.

11. Details of fund-raising during the financial year ended March 31, 2024

Embassy REIT Series VII NCD of 10,500 million

The Debenture Committee, in its meeting held on May 29, 2023 and June 5, 2023, had approved the issue and allotment, respectively, of 1,05,000 rupee denominated, listed, rated, secured, redeemable, transferrable, non-convertible debentures (“NCDs”) of 1,00,000 per debenture, aggregating to ₹10,500 million on a private placement basis as per the terms and conditions as mentioned in the Information Memorandum for the said issue.

Embassy REIT Series VIII NCD of 5,000 million

The Debenture Committee, in its meeting held on August 23, 2023 and by way of a circular resolution dated August 28, 2023, had approved the issue and allotment, respectively, of 50,000 rupee denominated, listed, rated, secured, redeemable, transferrable, non-convertible debentures (“NCDs”) of 1,00,000 per debenture, aggregating to 5,000 million on a private placement basis as per the terms and conditions as mentioned in the Key Information Document for the said issue.

Embassy REIT Series IX NCD of 5,000 million

The Debenture Committee, in its meeting held on August 23, 2023 and by way of a circular resolution dated September 04, 2023, had approved the issue and allotment, respectively, of 50,000 rupee denominated, listed, rated, secured, redeemable, transferrable, non-convertible debentures (“NCDs”) of 1,00,000 per debenture, aggregating to 5,000 million on

a private placement basis as per the terms and conditions as mentioned in the Key Information Document for the said issue.

Embassy REIT Series X NCD of 10,000 million

The Debenture Committee, in its meeting held on January 03, 2024 and by way of a circular resolution dated January 09, 2024, had approved the issue and allotment, respectively, of 1,00,000 rupee denominated, listed, rated, secured, redeemable, transferrable, non-convertible debentures (“NCDs”) of 1,00,000 per debenture, aggregating to 10,000 million on a private placement basis as per the terms and conditions as mentioned in the Key Information Document for the said issue

Embassy REIT Tranche I and Tranche II Commercial Papers of 10,000 million

The Debenture Committee, in its meeting held on January 03, 2024 and by way of a circular resolution dated January 08, 2024, had approved the issue and allotment, respectively, of Commercial Papers aggregating to ₹10,000 million (Indian Rupees Ten Thousand Million only) on a private placement basis as per the terms and conditions as mentioned in the Key Information Document for the said issues.

12. Brief details of material and price sensitive information

Not Applicable

13. Brief details of material litigations and regulatory actions which are pending against Embassy REIT, sponsor(s), manager or any of their associates and sponsor group(s) and the trustee, if any, as at the end of the year

Legal and other information

This section discloses all outstanding material litigation and regulatory action against Embassy REIT, the Sponsors, the Manager, their respective Associates, the Blackstone Sponsor Group and the Trustee (the “Relevant Parties”). Details of all outstanding regulatory actions and criminal proceedings against the Relevant Parties have been disclosed. Only such outstanding civil/commercial matters against the Relevant Parties have been disclosed where amounts involved are in excess of the materiality thresholds disclosed below. All property tax, direct tax and indirect tax matters against the Relevant Parties have been disclosed in a consolidated manner.

“Associates” of a person shall be as defined under the Companies Act, 2013, or under applicable accounting standards, and shall also include: (i) any person directly or indirectly controlled by the said person; (ii) any person who directly controls the said person; (iii) where the said person is a company or a body corporate, any person(s) who is designated as a promoter of the company or body corporate and any other company or body corporate with the same promoter; and (iv) where the said person is an individual, any relative of the individual. With respect to the Manager and the Sponsors, only entities which directly control the Sponsors or the Manager, as applicable, have been considered under (ii).

I. Material title litigation pertaining to the Portfolio

For the purpose of this section, details of all pending material title litigation pertaining to the Portfolio have been disclosed. Other than as disclosed below, there are no pending material title litigations pertaining to the Portfolio as of March 31, 2024:

A. Embassy Manyata

- a. MPPL has filed a writ petition against the BBMP and others seeking to, *inter-alia*, quash (i) a circular from 2014 re-fixing the improvement charges under the Karnataka Municipal Corporations Act, 1976, and the Karnataka Municipal Corporations (Recovery of Improvement Expenses) Rules, 2009, and (ii) a notice from 2015 demanding payment of betterment charges of ₹127.91 million. MPPL has paid betterment charges under protest vide letter dated March 30, 2022. The High Court of Karnataka granted an interim stay on the applicability of the above circular and notice. The matter is currently pending.
- b. A third party suit was filed against MPPL and other defendants in 2020 before the City Civil Court, Bengaluru seeking *inter-alia*: (i) 1/8th share of several land parcels by way of partition out of which Embassy Manyata is only concerned with one land parcel; and (ii) a declaration that certain sale deeds, including the lease deed executed by MPPL, are null and void. The matter is currently pending.
- c. An original suit was filed by a third party in 2003 against MPPL and other defendants before the Additional City Civil and Sessions Judge, Bengaluru for *inter-alia* partition of property including in respect of a land

parcel admeasuring approximately 3 acres and 32 guntas located in Embassy Manyata. The court pursuant to its judgement and decree dated October 16, 2019 *inter-alia*, decreed that the plaintiff could not claim for possession of the relevant land parcel but could only seek compensation as regards the land concerning MPPL. A regular first appeal has been filed by a third party against MPPL and other defendants before the High Court of Karnataka challenging the judgement and decree dated October 16, 2019. The matter is currently pending.

A co-defendant in the original suit has filed a miscellaneous petition dated September 8, 2020 before the Additional Judge, City Civil Court, Bengaluru to set aside the judgement and decree dated October 16, 2019 and the matter is currently pending.

- d. A third-party suit has been filed against MPPL and other defendants on September 23, 2020 before the Principal City and Sessions Judge, Bengaluru seeking possession of a land parcel admeasuring 1 acre and 12 guntas forming part of Embassy Manyata. The plaintiff claims that the land parcel was mortgaged by his ancestors in 1905 and they were unable to redeem the mortgage. The plaintiff has filed the suit to redeem the mortgaged premises and seek possession of the land parcel. MPPL has filed its response in this matter. The matter is currently pending.
- e. Certain third parties have filed a writ petition against State of Karnataka, MPPL and others before the High Court of Karnataka challenging the acquisition proceedings initiated by the state government with respect to *inter-alia* land parcels admeasuring 1 acre and 3 acres and 32 guntas at Nagavara Village which currently forms part of Embassy Manyata. The third parties were party to the proceedings in which the acquisition of the above lands had been challenged and the matter attained finality with the Supreme Court upholding the acquisition. The third parties have alleged that their representations for determination of compensation have not been addressed by KIADB and on this ground they have sought: (i) quashing of the awards proceedings initiated by respondents which has led to arbitrary determination of the compensation (ii) directions for the State of Karnataka to pass an award and pay compensation

under the provisions of The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation And Resettlement Act, 2013; and (iii) quashing of the acquisition of property situated in Embassy Manyata. The matter is currently pending.

- f. MPPL had filed a suit against a third party for a relief that the third party be restrained from interfering with MPPL's possession and enjoyment of the land parcel admeasuring 4 guntas which forms part of Embassy Manyata before the Additional City Civil Judge, Bengaluru. The Additional City Civil Judge, Bengaluru passed a judgement and decree on December 8, 2017 in favour of MPPL. Aggrieved by the judgement and decree dated December 8, 2017, the third party has filed an appeal before the High Court of Karnataka against MPPL in 2018. The matter is currently pending.
- g. An original suit was filed by third parties in 2007 against certain defendants before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 38 guntas situated in Nagavara Village, Kasaba Hobli, Bangalore, North Taluk. MPPL impleaded itself as party to this suit. The plaintiffs claim that the land parcels are their ancestral properties and sought, inter-alia (i) half share of the land parcels by way of partition in favour of the plaintiffs and possession of such property; (ii) a declaration that the sale of the land parcels and the consequent khata and mutation in favour of the defendants (including MPPL) was illegal and is not binding on the plaintiffs; (iii) a direction to MPPL to deposit the amount of compensation paid by KIADB along with interest before the court and to release half of the compensation amount or alternative land to the plaintiffs; and (iv) permanent injunction against certain defendants (including MPPL) in relation to the land parcels. The matter is currently pending.
- h. An original suit was filed by third parties in 2012 against certain defendants before the City Civil Judge, Bangalore in relation to certain land parcels situated at Nagawara Village, Kasaba Hobli, Bangalore, North Taluk. The plaintiffs claim that the land parcels are their ancestral properties and sought, inter-alia: (i) partition of the land parcel and possession to the plaintiffs to the extent of their share; (ii) a declaration that the

release deed in relation to the land parcels is not binding on the plaintiffs; and (iii) order for mesne profit. MPPL was not made party to the suit, however, it is concerned with certain land parcels in relation to which the suit is filed as they form a part of Embassy Manyata. Thus, MPPL filed an application for impleading it as a party. The City Civil Court has dismissed the impleading application filed by MPPL pursuant to an order dated December 15, 2022. MPPL has filed an appeal against the order dated December 15, 2022 before the High Court of Karnataka. The matter is currently pending.

- i. An original suit was filed by third parties in 2008 against certain defendants before the City Civil Judge, Bangalore in relation to certain land parcels admeasuring 0.26 guntas situated at Thanisandra Village, K.R. Puram Hobli, Bangalore East Taluk, among others. The plaintiffs claim that the land parcels are their ancestral properties and have seeking inter-alia (i) 1/4th share of several land parcels by way of partition to each of the two plaintiffs; and (ii) a declaration that the compromise entered between certain defendants is not binding of the plaintiffs. The matter is currently pending.
- j. An original suit was filed by a third party in 2009 against MPPL and others before the City Civil Judge, Bangalore in relation to multiple land parcels situated at Nagavara Village, Bangalore, North Taluk, among others. The plaintiffs claim that the land parcels are their joint family properties and sought, inter-alia: (i) 1/3rd share of the properties by way of partition to the plaintiffs and possession of such property; and (ii) a declaration that the sale deed executed in favour of defendants (including MPPL) was null and void and is not binding on the plaintiffs. The matter is currently pending.
- k. An original suit was filed by third parties in 2010 against MPPL and certain others before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 13 ½ guntas situated at Nagavara Village, Kasaba Hobli, Bangalore, North Taluk, among others. The plaintiffs claim that the land parcels are their joint family properties and sought, inter-alia: (i) 5/10th share in the land parcels by way of partition to the plaintiffs and possession of such property; (ii) a declaration that the transactions made by the defendants

(including MPPL) are not binding on the plaintiffs; and (iii) order for mesne profit. The matter is currently pending.

- l. An original suit was filed by a third party in 2019 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 18 guntas situated at Rachenahalli Village K.R. Puram, Hobli, Bangalore, East Taluk, Bangalore. The plaintiff claims that the land parcels are its ancestral properties and has sought, inter-alia, (i) 1/6th share of the land parcels by way of partition and possession of such property; and (ii) a declaration that certain sale deeds executed are not binding upon plaintiff's share. MPPL has filed an impleading application seeking to be included as an additional defendant in this matter. The matter is currently pending.
- m. An original suit was filed by third parties in 2016 against MPPL and others before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 31 guntas situated at Nagawara Village, Kasaba Hobli, Bangalore, North Taluk and Kothanur Narayanapura (K.Narayanapura) village, Bengaluru, East Taluk, among others. The plaintiffs claim that the land parcels are their ancestral and Hindu joint family properties and sought, inter-alia: (i) legitimate share of the land parcels by way of partition to the plaintiffs and possession of such property; (ii) a declaration that the sale deed executed by certain defendants is not binding on the plaintiffs; and (iii) permanent injunction restraining certain defendants (including MPPL) from alienating or encumbering the land parcels to any third parties, pending disposal of the suit. The matter is currently pending.
- n. An original suit was filed by third parties in 2014 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 7.5 guntas situated at Rachenahalli Village, K.R Puram Hobli, Bangalore East Taluk, Bangalore forming part of Embassy Manyata. The plaintiff claims that the land parcels are its ancestral properties and has sought inter-alia (i) 2/3rd share in the land parcels; (ii) declaration that the sale deed executed by the defendant is not binding on the plaintiff. The matter is currently pending.
- o. An original suit was filed by a third party in 2022 against MPPL and others before the 4th Additional Senior Civil Judge, Bengaluru

Rural in relation to certain land parcels situated at Chokkanahalli Village, Yalahanka Hobli, Yalahanka Taluk, among others, which do not form part of the assets held by MPPL. The plaintiff claims that the land parcels are their ancestral properties and has sought, inter-alia, (i) 1/5th share in the land parcels; and (ii) a permanent injunction restraining certain defendants (including MPPL) from carrying on developmental activities on the land parcels and from alienating or encumbering the land parcels to any third parties. The matter is currently pending.

- p. An original suit was filed by third parties in 2022 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 31 guntas situated at Rachenahalli Village K.R. Puram, Hobli, Bangalore, East Taluk, Bangalore. The plaintiffs claim that the land parcels are their joint family properties and have sought, inter-alia, (i) for a separate possession of the 1/9th share of the suit properties and (ii) declaration that the sale deeds executed in relation to such properties are not binding on the plaintiffs. MPPL is not a party to the suit, however, MPPL is concerned with certain land parcels in relation to which suit is filed as they form a part of Embassy Manyata and MPPL has filed an impleadment application. The matter is currently pending.
- q. An original suit was filed by third parties in 2022 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 2 acre 27 guntas situated at Nagavara Village K.R. Puram, Hobli, Bangalore, East Taluk, Bangalore. The plaintiffs' claim that the land parcels were acquired through a partition deed and has sought, inter-alia, (i) for partition and separate possession of plaintiff's 4/6th share of the suit properties; and (ii) a declaration that sale deeds executed in relation to such land parcels are not binding upon the plaintiff's share. The matter is currently pending.
- r. A third party suit was filed against MPPL and others in 2022 before the City Civil Court, Bengaluru, seeking (i) partition of the land parcels in accordance with the Hindu Succession Act, 1956; (ii) 1/5th share in the land parcel; and (ii) permanent injunction against alienation/sale of the joint family properties. The court vacated the interim stay granted in 2022. The plaintiff has challenged the order of the City Civil Court before the

Statutory Disclosures Section

High Court of Karnataka in an appeal. MPPL has been arraigned as respondents in the appeal. Please note that the land parcels in this matter do not form part of Embassy Manyata. The matter is currently pending.

B. Hilton at Embassy Golflinks

A third party has filed a suit against GLSP, UPPL, Mac Charles (India) Limited and others in 2003 before the Additional City Civil Judge, Bengaluru, seeking specific performance of an agreement for sale for 94,000 square feet of land forming part of the larger parcel of land admeasuring 5 acres and 23 guntas situated at Challaghatta village. The court dismissed the suit in 2009. The plaintiff has challenged such dismissal in 2009 before the High Court of Karnataka in an appeal. GLSP, UPPL and Mac Charles (India) Limited have been arraigned as respondents in the appeal. The High Court of Karnataka has recorded the submission made by GLSP, UPPL and Mac Charles (India) Limited indicating that no encumbrance would be created on the suit property of 94,000 square feet. The matter is currently pending.

C. Express Towers

- (a) IENMPL has filed a writ petition against the Government of Maharashtra and the Collector, Mumbai in 2003 before the Bombay High Court, challenging the demand against IENMPL for payment of increased transfer charges in relation to a sub-lease. While transfer charges amounting to ₹0.12 million annually for 61 years as per Gol's letter were levied in 2001, the transfer charges were revised to ₹2.34 million in the same year by the Collector, Bombay. In 2004, the Bombay High Court passed an order staying the operation of demand for increased transfer charges, subject to IENMPL continuing to pay the original transfer charges. IENMPL has also undertaken that in the event of dismissal of petition it will pay the demanded increased transfer charges. This matter is currently pending.
- (b) IENMPL had initiated legal proceedings against an occupier before the Court of Small Causes, Mumbai in 2007 for eviction and recovery of possession of 2,150 square feet in Express Towers and for mesne profits. On November 15, 2011, the court directed the occupier to pay ₹0.26 million per month towards mesne profits for the period between March 1, 2007 and February 2010, and ₹0.29 million per month March 1, 2010

onward. An appeal by the occupier against this order before the Court of Small Causes was dismissed on May 6, 2015. Aggrieved, the occupier filed a petition before the Bombay High Court. On August 28, 2017, the High Court passed an order directing the occupier to pay ₹225 per square foot per month from May 1, 2015 to continue the possession of the premises. The occupier continues to occupy the premises and pay rentals. This matter is currently pending.

- (c) A criminal public interest litigation has been instituted by a third party against the state of Maharashtra and others in 2017 which has alleged irregularities in the manner in which Express Towers was being used, and the manner in which the shareholders of IENMPL have acquired the asset. IENMPL impleaded itself as party to this public interest litigation. The Bombay High Court had directed the third party to file an amended petition to, inter-alia, include IENMPL as a party. The matter is currently pending.

D. Embassy Golflinks

- a) A third party individual has filed a suit before the Court of the City Civil Judge, Bengaluru in 2005, against GLSP and others for declaring a sale deed allegedly executed in 2004 by him in favour of GLSP and another pertaining to a portion of land situated at Embassy Golflinks, as null and void on account of fraud and misrepresentation. The plaintiff died at the evidence stage and his alleged heir was not permitted to come on record as the court rejected his application by passing an order in 2015. Aggrieved by the order, the alleged heir filed a civil revision petition before the High Court of Karnataka in 2015 which was subsequently converted into a writ petition. The High Court of Karnataka allowed the writ petition and directed the trial court to pass appropriate orders after giving an opportunity of being heard to the parties. The matter is currently pending.
- b) GLSP has filed a petition in 2014 before the High Court of Karnataka inter-alia, against a show cause notice issued under the Public Premises (Eviction of Unauthorised Occupation) Act, 1971, in relation to eviction of GLSP from certain parcels of land admeasuring 92 square meters, 274.86 square meters and 2,079.79 square meters in Domlur Village, Bengaluru, which as per the show cause notice allegedly belongs to

the Department of Defence and seeking a direction against the BBMP and others to complete the construction of the road on the aforementioned lands. The High Court in 2014 directed BBMP to continue with the construction of the road in terms of certain agreements signed between the Department of Defence and BBMP and also restrained the respondents from acting upon the impugned notice or taking coercive steps against GLSP. The respondents have obtained a stay on such order in 2016 by way of an appeal filed in 2015 before the High Court of Karnataka. The stay order also stated that GLSP could not be evicted without the leave of court. In 2019, the High Court of Karnataka allowed the appeals. Further, the High Court of Karnataka on July 11, 2022 directed the deputy commissioner to take steps to conduct a survey for identification of limits of Domlur Village. The survey report along with a memo was taken on the record by the High Court on April 5, 2023. Additionally, the High Court clarified that no proceedings to be progressed by the state officers until further orders are issued. The matter is currently pending.

- c) A third party has filed a suit before the City Civil Court, Senior Division, Rural District Bengaluru against GLSP and others alleging that the sale deed in relation to land parcels forming part of Embassy Golflinks executed in favour of GLSP in 2003 is not binding on the petitioner. The suit was dismissed in 2016 for default by the petitioner. The petitioner has thereafter filed an application in 2017 seeking to restore the case. The matter is currently pending.
- d) GLSP received a notice from a third party individual alleging that certain third parties were the absolute owners of land in possession of GLSP admeasuring 2 acres and 8 guntas in Bengaluru. The Additional City Civil and Sessions Judge, pursuant to a preliminary decree in 2017, granted the petitioner half a share in the land. GLSP was not made a party to the above suit filed by the third party. GLSP has filed an appeal in the High Court of Karnataka to set aside the decree of the Additional City Civil and Sessions Judge and to remand the suit to the trial court by impleading GLSP as a defendant. The High Court of Karnataka has notified that the final decree proceedings

shall continue but that no final decree shall be drawn up. The matter is currently pending.

- e) Certain third parties have filed an original suit against GVPPL and others before the Court of Additional City Civil Judge, Bengaluru claiming 3/7th share ownership over certain parcels of land belonging to GLSP, i.e. Survey No.10/2A admeasuring 25 guntas in Bengaluru. The Additional City Civil Judge, Bengaluru passed a judgement and a decree, inter alia, stating that (i) the plaintiffs therein are entitled to 1/7th share in the disputed property (ii) the sale deed executed by the defendants therein and subsequent sale deeds are not binding on the plaintiffs and (iii) defendants to handover the plaintiffs' share in such disputed property. GVPPL filed an appeal before the High Court of Karnataka against the judgement and decree. Further, the plaintiffs have filed an application before the Additional City Civil Judge, Bangalore to amend the earlier decree by granting the relief of mesne profit. Additionally, the plaintiffs have initiated final decree proceedings. These matters are currently pending.
- A co-defendant in the original suit against GVPPL has filed an appeal before the High Court of Karnataka seeking to set aside the judgement and the decree passed by the Additional City Civil Judge, Bengaluru. The matter is currently pending.
- f) Certain third parties have filed an original suit against GLSP and others before the City Civil Court, Bengaluru in 2022 in respect of land parcels admeasuring 1 acre situated at Challaghatta Village, Varthur Hobli, Bangalore East Taluk. The plaintiffs claim that the land parcels are their ancestral properties and have sought, inter-alia, (i) 1/8th share in the land parcels; and (ii) declaration that the sale deeds executed by the defendants is not binding on the plaintiffs. The Court passed ad-interim orders on July 1, 2022, restraining GLSP from alienating or creating any charge over the disputed land parcels. The matter is currently pending.
- g) Certain third parties filed a suit in 2003 before the City Civil Court, Bengaluru in respect of a property admeasuring 1 acre and 36 guntas, forming part of Embassy Golflinks, and sought, inter-alia, (i) for partition of suit property, (ii) permanent injunction restraining the defendant therein

from alienating the suit property and (iii) order enquiry as to mesne profit. The suit was partly decreed by the court on September 23, 2021, where it held that the plaintiffs were not entitled to procession over the land parcels forming part of Embassy GolfLinks. The plaintiffs have challenged the decree before the High Court of Karnataka. These matters are currently pending.

E. Embassy TechVillage

- (a) A third party individual filed a suit in 2017 against the 'Embassy Group' before the City Civil Court, Bangalore seeking a decree of permanent injunction against 'Embassy Group' from interfering with the alleged rights of the plaintiff in relation to a land parcel forming part of ETV. VTPL filed two interim applications, inter alia, for: (i) dismissal of the suit contending that 'Embassy Group' is not a valid legal entity; and (ii) impleading itself as party. Pursuant to an order dated December 16, 2017, the City Civil Court rejected both the above applications and rejected an interim application filed by the plaintiff seeking a temporary injunction against 'Embassy Group'. VTPL filed a civil revision petition and a writ petition before the High Court of Karnataka against the rejection of its applications. Pursuant to orders dated January 10, 2018, the High Court of Karnataka stayed the proceedings before the City Civil Court until the next date of hearing. The matters are currently pending.

The third party individual has also filed an appeal under the Karnataka Land Revenue Act, 1964 before the Assistant Commissioner, Bangalore, North Sub-Division challenging the endorsement dated October 29, 2015 issued by the Tahasildar, Bangalore East Taluk rejecting the claim of the plaintiff to a land parcel admeasuring 21 guntas. VTPL has impleaded itself as a party and filed a statement of objections. The matter is currently pending.

- (b) A third party individual has filed a writ petition in 2022 before the High Court of Karnataka seeking a reconveyance of certain land parcels admeasuring 22 guntas that were acquired by the Karnataka Industrial Area Development Board for construction of infrastructure/industrial projects by VTPL pursuant to a lease-cum-sale agreement, which were allegedly not subsequently utilized by VTPL on account

of the reconveyance of certain adjacent properties by another party. The matter is currently pending.

- (c) A third party has filed an original suit before the City Civil Court, Bengaluru in respect of a property admeasuring 34 and 1/2 guntas. The plaintiff has prayed for permanent injunction against VTPL from interfering with the peaceful possession and enjoyment of the suit property by the plaintiff. VTPL has filed its written statement in this matter stating, inter-alia, that the suit property does not form part of Embassy TechVillage. The matter is currently pending.

F. Embassy Business Hub

- (a) A third party has filed an original suit in 2020 before the Senior Civil Judge Court, Bengaluru in respect of a property, admeasuring 2 acres 1 gunta, forming part of Embassy Business Hub and sought, inter-alia, (i) partition and separate possession of 1/6th share in the land parcels and (ii) a declaration that the sale of the land parcel is not binding on the plaintiff. ECPL is not a party to the suit. The matter is currently pending.
- (b) Certain third parties have filed an original suit in 2019 before the Senior Civil Judge Court, Bengaluru in respect of property admeasuring 2 acres 5 guntas forming part of Embassy Business Hub and has sought, inter-alia, (i) declaration, division and separate possession of the plaintiff's share in the disputed property, and (ii) declaration that the sale of the land parcels is not binding on the plaintiff. The matter is currently pending.
- (c) Certain third parties have filed an original suit in 2023 before the Senior Civil Judge Court, Bengaluru in respect of the certain parcels of land forming part of Embassy Business Hub and sought, inter-alia, (i) partition and separate possession of 1/4th share in the land parcels, (ii) issue a permanent injunction against the defendants (including ECPL) from alienating, encumbering or creating charge on the disputed property. The matter is currently pending.

G. Embassy Energy

- (a) A third party has filed a suit against EEPL and others in 2022, before the Civil Judge and Judicial Magistrate First Class at Hagarabomanahalli, seeking, inter-alia, (i) a declaration that sale deed executed in relation to the disputed property is not binding upon

the plaintiff's share in such property, and (ii) for partition and possession of 1/4th share of the scheduled disputed property. The matter is currently pending.

- (b) An original suit was filed by the third parties in 2017 before the Civil Judge and Judicial Magistrate First Class in Huvinahadagalli, in relation to land parcels situated at Ittigi village (which are owned by EEPL), seeking, inter-alia, permanent injunction against a third party from fencing or obstructing plaintiff's use of way. The matter is currently pending.

II. Material litigation and regulatory action pending against Embassy REIT (Asset SPVs and the Investment Entity)

With respect to the Asset SPVs and the Investment Entity, details of all pending regulatory actions and criminal matters against the Asset SPVs and the Investment Entity have been disclosed.

For the purpose of pending civil/commercial matters against Embassy REIT (Asset SPVs and Investment Entity), and Associates of Embassy REIT (excluding the Manager, the Sponsors, their respective Associates and the Blackstone Sponsor Group) matters exceeding ₹388.83 million (being 1% of the consolidated income as of March 31, 2024) have been considered material and proceedings where the amount is not determinable but the proceeding is considered material by the Manager from the perspective of Embassy REIT has been disclosed.

Other than as disclosed below, there are no pending criminal litigation, regulatory actions or material civil/commercial matters against any of the Asset SPVs or the Investment Entity or the Associates of Embassy REIT (excluding the Manager, the Sponsors, their respective Associates and the Blackstone Sponsor Group) as of March 31, 2024. Further, there is no litigation against Embassy REIT as of March 31, 2024.

A. MPPL

(i) Regulatory Proceedings

- (a) The Director, SEZ Section, Government of India issued guidelines in 2009 ("2009 Circular") which laid down that captive power plants in IT/ITES SEZs were to be classified as separate units and were entitled to avail fiscal benefits under the Special Economic Zones Act, 2005 including the benefit of exemption from the levy of excise duty under the Central Excise Act, 1994, on the goods supplied

to them. However, in 2015, a new circular was issued which withdrew all such benefits and incentives extended to the captive power plants set up in a SEZ with effect from April 1, 2015. In 2016, new guidelines were issued which restored the benefits and exemptions given under the 2009 Circular. However, the exemptions and benefits were prospective in nature and did not apply to SEZ developers, such as MPPL, for the period between the 2015 circular and the 2016 guidelines. By way of their letters in 2016, two diesel providers who were providing high speed diesel to MPPL, informed MPPL that amount payable due to excise duty on supply of diesel to MPPL was ₹31.60 million and 8.49 million respectively, due to the changed guidelines. MPPL filed an application before the Development Commissioner, Manyata Embassy Business Park SEZ in 2016 seeking approval of its DG set unit as a SEZ unit with retrospective effect, which was not granted.

Subsequently, MPPL filed an appeal before the Development Commissioner, Manyata Embassy Business Park SEZ seeking modification of the letter of approval granted by the Board of Approval, SEZ Section to classify MPPL's captive power plant as a SEZ unit, as it was not granted with retrospective effect, which was rejected. MPPL has filed a writ petition in 2017 before the High Court of Karnataka to set aside the said order and a stay order has been granted.

- (b) MPPL has received a demand note dated October 13, 2022 ("Demand Note"), from the Bangalore Water Supply and Sewerage Board ("BWSSB") for payments of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. MPPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Note and seeking an order to, inter-alia, (i) quash the Demand Note; and (ii) issue the no-objection certificate to MPPL. Pursuant to an order dated November 21, 2022, the High Court of Karnataka granted an ad-interim stay on the Demand

Note in relation to certain charges and instructed MPPL to pay the remaining sum of monies to BWSSB. Accordingly, MPPL has made the requisite payment thereunder and received the NOC from BWSSB. The matter is currently pending with respect to the remaining charges indicated in the Demand Note. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

- (c) MPPL has received a demand note dated August 3, 2023 (“Demand Note”) from the Bangalore Water Supply and Sewerage Board (“BWSSB”) for a payment of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. MPPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging, the Demand Note and seeking, inter-alia, (i) to quash the Demand Note; and (ii) issue the no-objection certificate to MPPL. Pursuant to an order dated November 11, 2023, the High Court of Karnataka granted an ad-interim stay on the Demand Note. The matter is currently pending. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

B. EEPL

(i) Regulatory Proceedings

The Karnataka Electricity Regulatory Commission (“Commission”) has issued orders in 2005, 2008 and 2014 granting exemption to all solar power generators in Karnataka that achieved commercial operation date between April 1, 2013 and March 31, 2018 from paying certain charges such as, inter-alia, payment of wheeling and banking charges, cross subsidy surcharges, transmission losses and wheeling losses for a period of ten years from the date of commissioning. The Commission issued an order in 2018 directing cancellation of the aforementioned exemption available to Karnataka’s power generators, including EEPL. Subsequently, EEPL and others

have filed writ petitions in 2018 in the High Court of Karnataka against the State of Karnataka, the Commission, Bangalore Electricity Supply Company Limited, Gulbarga Electricity Supply Company Limited and Karnataka Power Transmission Corporation Limited. The High Court of Karnataka by way of an order dated May 24, 2018 has directed interim stay on the Commission’s order. In the event of cancellation of the aforesaid exemption, EEPL would incur an estimated loss of approximately ₹1053.50 million over a ten year period. The Bangalore Electricity Supply Company Limited filed an interlocutory application on June 18, 2018, seeking recalling of order dated May 24, 2018 of the High Court of Karnataka and the Commission has filed common preliminary objections on September 27, 2018 and requested the High Court of Karnataka to dismiss the writ petition filed by EEPL and others. The High Court of Karnataka, by way of an order dated March 13, 2019, allowed the writ petitions filed by EEPL and others, and quashed the order dated May 14, 2018 issued by the Commission. The Commission has filed a common writ appeal against the said order, against EEPL and others. The matter is currently pending.

(ii) Other Material Litigation

EEPL has received a demand notice under the Insolvency and Bankruptcy Code, 2016 (“IBC”) on February 28, 2019 from a third party subcontractor, engaged by the parent company of a third-party service provider for Embassy Energy (“Service Provider”), which was itself engaged by the Service Provider as a contractor for Embassy Energy. The demand notice alleges that unpaid amounts (categorised as operational debts) aggregating up to ₹1,008.1 million are due to the sub-contractor directly from EEPL for the various works claimed to have been undertaken at the site of Embassy Energy, on the basis of certain correspondence with EEPL. EEPL has by its letter dated March 1, 2019, refuted all such claims inter-alia on the basis that the payments are due from the Service Provider (and/or its parent entity) to the sub-contractor and not from EEPL,

and therefore the sub-contractor has no claim against EEPL. By its letters dated March 18, 2019, the subcontractor has responded to the letter from EEPL, denying all statements made by EEPL and reiterating that the unpaid amounts are due from EEPL, without prejudice to any action, including criminal, that may be taken under law including the IBC against EEPL, the Service Provider, its parent entity and certain representatives of these entities. EEPL has also written to the Service Provider in relation to deficiencies in services required to be contractually provided by the Service Provider. The Service Provider has responded to EEPL denying the allegations in such letters. The sub-contractor of the Service Provider has filed an application against EEPL in October 2019 under Section 9 of IBC before the NCLT, Bengaluru claiming debt of ₹997.59 million and interest thereon against EEPL. Pursuant to a letter dated January 2, 2020, the third party sub-contractor served notice of hearing in this matter for initiation of insolvency proceedings under Section 9 of the IBC before the NCLT, Bengaluru.

Subsequently, the Service Provider and EEPL agreed to a revised prepayment mechanism pursuant to a letter dated November 18, 2020. It was agreed that upon payment of ₹7.77 billion, all the definitive agreements executed between parties, except the operations and management agreement, shall be terminated and result in the release of the security interest over the EEPL assets. Pursuant to a letter dated December 11, 2020, the entire prepayment amount of ₹7.77 billion has been paid by EEPL towards full and final settlement and the Service Provider has confirmed that there are no dues payable under the deferment payment agreement. The operations and management agreement with the Service Provider was subsequently terminated.

The NCLT, Bengaluru has disposed off this matter on March 8, 2022. The Service Provider has filed an appeal against the order of the NCLT Bengaluru before the NCLAT, Chennai.

The NCLAT has dismissed the appeal pursuant to an order dated June 16, 2023. Further, an appeal has been filed by the Service Provider before the Supreme Court of India. Additionally, the Service Provider has submitted an application to the District Legal Service Authority requesting for pre-institution mediation with EEPL. The matter is currently pending.

(iii) Criminal Proceedings

A First Information Report (“FIR”) for offences under various sections of the Indian Penal Code, 1860 was registered by Deonar Police Station against representatives of EEPL and another person at the instance of a representation of Sterling Wilson Renewable Energy Private Limited (“SWREL”) (formerly known as Sterling Wilson Private Limited). SWREL under the FIR has claimed that EEPL has not made balance payments to SWREL for its services as a third party contractor, thereby resulting in loss to SWREL. In response, EEPL and its representatives have filed a criminal writ petition before the High Court of Bombay against the State of Maharashtra and the representative of SWREL praying, *inter-alia*, to quash and set aside the FIR, which was subsequently transferred to the Economic Offence Wing.

C. GLSP

Regulatory Proceedings

GLSP and its occupier have received a notice in 2017 from the Karnataka State Pollution Control Board stating that the sewage treatment plant at Embassy Golflinks was inspected by the relevant officials and was found to not be operating in accordance with the standards stipulated pursuant to an order passed by the National Green Tribunal and a public notice issued by the Karnataka State Pollution Control Board detailing revised standards required to be adopted for such plants in 2017. GLSP was called upon to show cause as to why action should not be initiated against it under the Water (Prevention and Control of Pollution) Act, 1974 and related legislations within 30 days from the date of the notice. Golflinks Embassy Business Park Management

Services LLP has responded to the notice stating that it is in the process of complying with the observations and requesting for a period of six to seven months for compliance and to grant consent. Golflinks Embassy Business Park Management Services LLP has informed the Karnataka State Pollution Control Board of completion of upgradation work in relation to the sewage treatment plants pursuant to a letter dated September 10, 2020.

D. VTPL

(i) Regulatory Proceedings

(a) The Director, SEZ Section, Government of India issued guidelines in 2009 (“2009 Circular”) which laid down that captive power plants in IT/ITES SEZs were to be classified as separate units and were entitled to avail fiscal benefits under the Special Economic Zones Act, 2005 including the benefit of exemption from the levy of excise duty under the Central Excise Act, 1994, on the goods supplied to them. However, in 2015, a new circular was issued which withdrew all such benefits and incentives extended to the captive power plants set up in a SEZ with effect from April 1, 2015. In 2016, new guidelines were issued which restored the benefits and exemptions given under the 2009 Circular. However, the exemptions and benefits were prospective in nature and did not apply to SEZ developers, such as VTPL for the period between the 2015 circular and the 2016 guidelines. By way of its letter dated March 3, 2016, the diesel supplier providing high speed diesel to VTPL, informed VTPL that amount payable due to excise duty on supply of diesel to VTPL was ₹4.31 million, due to the changed guidelines. VTPL filed an application before the Development Commissioner, Vikas Telecom SEZ in 2016 seeking approval of its DG set unit as a SEZ unit with retrospective effect, which was not granted. Subsequently, VTPL filed an appeal before the Board of Approval, SEZ Section in 2016 seeking modification of the letter of approval granted by the Board of Approval, SEZ Section to classify VTPL’s captive power plant as a SEZ unit, as it was not granted with retrospective effect, which was rejected. VTPL has filed a writ petition in

2017 before the High Court of Karnataka to set aside the said order and a stay order was granted.

- (b) VTPL has received a demand note dated August 14, 2020, from the Bangalore Water Supply and Sewerage Board for a payment of charges in relation to issuance of a no-objection certificate for a proposed project commercial building on land parcel. VTPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging the government order dated February 12, 2016 and the demand note issued against VTPL and seeking to, *inter-alia*, (i) quash the demand notice dated August 14, 2020; and (ii) issue of no-objection certificate to VTPL. Pursuant to an order dated November 17, 2020, the High Court of Karnataka granted an ad-interim stay on the demand notice dated August 14, 2020 in relation to certain charges and instructed VTPL to pay the prescribed fee for issuance of no objection certificate, which has been paid. The matter is currently pending. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.
- (c) VTPL has received a demand note dated September 29, 2020 from the Bangalore Water Supply and Sewerage Board for a payment in relation to issuance of a no-objection certificate for a proposed project office building on land parcel. VTPL has filed a writ petition before the Karnataka High Court against State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging the government order dated February 12, 2016 and the demand note against VTPL seeking to, *inter-alia*, (i) quash the demand notice dated September 29, 2020; and (ii) issue of no-objection certificate to VTPL. Pursuant to an order dated November 30, 2020, the High Court of Karnataka granted an ad-interim stay on the demand notice dated September 29, 2020 in relation to certain charges and instructed VTPL to pay the prescribed fee for issuance of

no objection certificate, which has been paid. The matter is currently pending. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

- (d) The Department of Stamps and Registrations, Government of Karnataka, had issued notices dated July 18, 2022 to VTPL and SIPL (“Respondents”), alleging that there are shortfall in the stamp duty and registration fees paid in relation to a sale deeds executed between the Respondents. The Respondents have submitted their objection to the notices. The matter is currently pending.

E. ECPL

- (a) ECPL received a demand notice dated July 16, 2021 from BBMP (the “Demand Notice”) towards ground rent and other charges for the purposes of issuing modified sanction plan at Embassy Business Hub. ECPL has filed a writ petition against State of Karnataka before the High Court of Karnataka, *inter alia*, to set aside the Demand Notice issued by BBMP. The High Court of Karnataka has passed an interim stay against the Demand Notice and ordered ECPL to pay the other demands. ECPL has paid the requisite fee and has received the modified sanction plan.
- (b) ECPL has received a demand note dated June 16, 2020 from the BWSSB (the “Demand Notice”) for payments of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. ECPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Notice and seeking order to, *inter-alia*, (i) quash the Demand Notice; and (ii) issue the no-objection certificate to ECPL. Pursuant to an order dated November 13, 2020, the High Court of Karnataka granted an ad-interim stay on the Demand Notice, in relation to certain charges, and instructed ECPL to pay the remaining sum of monies to BWSSB. Accordingly, ECPL has made the requisite payment thereunder and received the NOC from

BWSSB. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

- (c) ECPL has received a demand note dated November 21, 2023 from the BWSSB (the “Demand Notice”) for payments of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. ECPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Notice and seeking order to, *inter-alia*, (i) quash the Demand Notice; and (ii) issue the no-objection certificate to ECPL. Pursuant to an order dated January 16, 2024, the High Court of Karnataka granted an ad-interim stay on the Demand Notice, in relation to certain charges, and instructed ECPL to pay the remaining sum of monies to BWSSB. ECPL has made the requisite payments and received the no-objection certificate from the BWSSB. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

III. Material litigation and regulatory action pending against Embassy Sponsor

With respect to Embassy Sponsor, details of all pending regulatory actions and criminal matters against Embassy Sponsor have been disclosed. For the purpose of pending civil/commercial matters against Embassy Sponsor matters exceeding ₹533.8 million (being 5% of the total consolidated revenue of Embassy Sponsor for the Financial Year 2023)* have been considered material and proceedings where the amount is not determinable but the proceeding is considered material by the Manager from the perspective of Embassy REIT has been disclosed. Other than as disclosed below, there is no pending criminal litigation, regulatory actions or material civil/commercial matters against Embassy Sponsor as of March 31, 2024.

* Based on last available audited financials.

Criminal Litigation

- (i) A charge sheet has been filed by the Central Bureau of Investigation against various individuals and the companies including

Embassy Realtors Private Limited (which subsequently merged with Embassy Sponsor) and its founder, Jitendra (Jitu) Virwani in 2014, who have been named as accused number 12 and 11 respectively. As part of allegations made against the various others accused, there have also been allegations of corruption and irregularities in 2004 with relation to certain land development and housing projects awarded by the Government of Andhra Pradesh and the Andhra Pradesh Housing Board to a consortium in which, Embassy Realtors Private Limited, was holding a minority stake. The offences alleged against Embassy Sponsor and Jitendra Virwani are under the Indian Penal Code, 1860, including, *inter-alia*, Sections 120 (b) & 420. Jitendra Virwani filed a criminal petition in the High Court of Telangana and Andhra Pradesh seeking an interim order of stay against the proceedings in the trial court; the High Court has exempted the personal appearance of Jitendra Virwani instead of staying the further proceedings. Subsequently, Embassy Sponsor has filed a criminal petition in the High Court of Telangana and Andhra Pradesh in 2016 seeking to inter-alia quash the proceedings pending before the Special Court for CBI cases at Hyderabad. An interim order of stay has been granted by the High Court in favour of Embassy Sponsor in this regard until the date of the next hearing. Embassy Sponsor and Jitendra Virwani were also named as respondents in proceedings initiated by the Directorate of Enforcement under the Prevention of Money Laundering Act, 2002 in relation to the same subject matter and an order for the provisional attachment of certain movable assets of Embassy Sponsor and Jitendra Virwani was passed in January 2018. The Adjudicating Authority has in June 2018 passed an order to the effect that such alleged assets were not involved in the money laundering and has revoked the attachment of such assets. The Directorate of Enforcement has filed an appeal before the Appellate Tribunal at New Delhi and the Appellate Tribunal has dismissed the Appeal filed by the Enforcement Directorate and confirmed the orders passed by the Adjudicating Authority. Aggrieved by the Orders passed by the Appellate Tribunal at New Delhi, the Enforcement Directorate has filed an appeal before the High Court of Telangana at Hyderabad and the said

Appeal is pending before the High Court at Hyderabad.

Regulatory Proceedings

- a. The Deputy Commissioner (Registration) and District Registrar, Bengaluru has by an order passed in 2017 directed Embassy Sponsor to make payment of stamp duty of ₹93.22 million and registration fee of ₹16.50 million pertaining to a sale agreement for residential properties in Bengaluru. Embassy Sponsor filed an appeal before the Karnataka Appellate Tribunal, Bengaluru (“KAT”) in 2018 challenging the order which was dismissed in 2019. The KAT directed Embassy Sponsor to pay an amount of ₹100.97 million. Embassy Sponsor has filed a writ petition before the High Court of Karnataka challenging the orders passed by the KAT and High Court has granted an interim order of stay against the order of the KAT.
- b. A third party individual has filed an application before the National Green Tribunal, Chennai in 2015 against the State of Karnataka, and several other builders including Embassy Sponsor, alleging that builders are polluting the Bellandur lake and surrounding environment by discharging effluents in the lake, around which they are developing residential and commercial projects. The matter is currently pending for hearing.
- c. Embassy Sponsor has received a notice from the Competition Commission of India in 2018 inquiring into its acquisition of over 70% of the shareholding of Mac Charles (India) Limited as a combination. Embassy Sponsor has replied to the notice inter alia submitting that the transaction does not constitute a combination within the meaning of Section 5 of the Competition Act, 2002 since Mac Charles (India) Limited was eligible to avail the de minimus exemption for combinations under the provisions of the Competition Act, 2002. Embassy Sponsor has replied to the notice as stated above and has not received any response thereafter.
- d. The Maharashtra Pollution Control Board pursuant to a notice in 2011 has filed a criminal case in 2012 before the Chief Judicial Magistrate Court, Pune against Embassy Sponsor and another accused for violating environmental laws by carrying out construction at plot no. 3, Rajiv Gandhi

Infotech Park, Pune without obtaining prior clearance. The court issued summons in 2012, against which Embassy Sponsor has filed a criminal writ petition in the Bombay High Court. This matter is pending for hearing before the Bombay High Court.

- e. In 2015, Embassy Sponsor filed an application with the Bangalore Development Authority (“BDA”) for the issue of a development plan in relation to certain property owned by MPPL. The BDA issued the development plan. Subsequently, the Embassy Sponsor as the co-developer of the property filed an application with the BDA for a modified development plan in connection with the use of TDR rights. In February 2020, the Karnataka state government issued amendments to the relevant regulations in relation to levy of fees, cess and surcharges for modified development plans. Subsequently, the BDA issued two demand notices dated September 24, 2020 to the Embassy Sponsor to pay ₹121 million towards various charges in connection with the modified development plan. The Embassy Sponsor has filed a writ petition against the State of Karnataka and others before the High Court of Karnataka, inter-alia, to set aside the demand notices issued by the BDA and declare the amendments as ultra vires. Subsequently, BDA issued a letter dated March 10, 2021 to Embassy Sponsor indicating that an amount of ₹0.037 million is to be paid for issuance of modified development plan and the same was paid by Embassy Sponsor on March 17, 2021. The matter is currently pending.
- f. Embassy Sponsor received demand notices dated January 13, 2021 and October 7, 2021 from BBMP towards ground rent and other charges for the purposes of issuing occupancy certificate at certain properties owned by Embassy Sponsor. The Embassy Sponsor has filed two separate writ petitions against State of Karnataka before the High Court of Karnataka, inter alia to set aside the demand notices issued by BBMP. On March 30, 2021 the High Court of Karnataka has passed a stay against the demand notices. However, demand with respect to (i) scrutiny fee and license fee shall be stayed only to excess of 50% of the demand (i) security deposit shall be paid at the rate specified i.e., ₹25/- per square meter and (iii) stay on administrative charges. The High Court

has indicated that the payments need to be made within four weeks, pursuant to which BBMP will issue the occupancy certificate.

IV. Material litigation and regulatory action pending against the Associates of Embassy Sponsor

With respect to the Associates of Embassy Sponsor, details of all pending regulatory actions and criminal matters against the Associates of Embassy Sponsor have been disclosed. For the purpose of pending civil/commercial matters against Associates of Embassy Sponsor, (excluding the Asset SPVs and the Investment Entity) matters exceeding ₹533.8 million (being 5% of the total consolidated revenue of Embassy Sponsor for the Financial Year 2023*) have been considered material and proceedings where the amount is not determinable but the proceeding is considered material by the Manager from the perspective of Embassy REIT has been disclosed. Other than as disclosed below, there is no pending criminal litigation, regulatory actions or material civil/commercial matters against the Associates of Embassy Sponsor as of March 31, 2024.

*Based on last available audited financials.

Regulatory Proceedings

- (a) Concord India Private Limited received a notice in 2008 from the Range Forest Officer, Bengaluru regarding initiation of proceedings in the High Court of Karnataka for the alleged unauthorised occupation of 78 acres forest land in a plantation reserved forest in Bengaluru. The company has filed a writ petition in 2008 to quash the notice pursuant to which the court ordered in 2012 that the occupied area was not forest land. The Range Forest Officer has filed a writ appeal in the High Court of Karnataka in 2012 against the order and the company has also filed a writ petition in the High Court of Karnataka in 2012 against the State of Karnataka challenging old notifications of the Karnataka State Government declaring the occupied area as an industrial area instead of as a de-reserved reserve forest area for non-forest activity. The said case has been disposed vide judgment dated July 23, 2019.
- (b) Le Meridien Hotel, Bengaluru (owned by Mac Charles (India) Limited) has received a notice in 2013 from the Employees’ Provident Fund Organisation to show cause why damages on belated remittance should not be levied. The hotel agreed to the delay in payment except

for certain periods. The Assistant Provident Fund Commissioner in 2016 ordered the hotel to pay belated remittance of ₹0.11 million within stipulated time along with interest payable. The hotel has filed an appeal in 2016 before the Employees Provident Fund Appellate Tribunal, Bengaluru challenging the order and the tribunal granted interim stay. Further, the provident fund along with the payment of back wages was remitted.

- (c) J. V. Holdings Private Limited has received a notice in 2014 from the RBI to show cause why action should not be initiated against it for doing business as an NBFC in violation of the Reserve Bank of India Act, 1934. The company filed its reply to the RBI and the RBI in 2016 directed it to either merge with another NBFC, wind up its business or register as an NBFC. The RBI also directed the company in 2017 to exit partnerships it is invested in to qualify as a core investment company. In 2018, the RBI has asked J.V. Holdings Private Limited to submit its response on the status of complying with the notice. The company has replied to the RBI stating that it has commenced provision of marketing services and that the proposed income from such business activity will be such that the company will not be an NBFC by March 31, 2019. The company has ceased undertaking non-banking financial business as on March 31, 2019 and has have not received any further communication in this regard from RBI.
- (d) Udhyan Investments Private Limited has received a notice in 2015 from the RBI to provide clarifications to determine whether it is an NBFC. The company clarified that it does not qualify as an NBFC. The company has not received any further communication in this regard from RBI.

Other Material Litigation

- a. A third party filed a petition before the Indian Council for Arbitration against Concord India Private Limited for resolution of a dispute in respect of a memorandum of understanding between the third party and Concord India Private Limited entered into in 1999 in respect of joint development of 78 acres of land situated at Kadugodi plantation. The petitioner has claimed that they are entitled to develop the land, whereas Concord India Private Limited has stated that the

petitioner is not entitled to any relief since the memorandum of understanding was terminated. The arbitral tribunal passed an award in favour of Concord India Private Limited dismissing the petition filed by the petitioner. Aggrieved by the award passed by the arbitral tribunal, the petitioner filed a suit before the City Civil Court at Bengaluru in 2019 challenging the said award and the said suit is pending for consideration.

V. Material litigation and regulatory action pending against Blackstone Sponsor, its Associates and the Blackstone Sponsor Group

As of March 31, 2024 Blackstone Sponsor, its Associates and Blackstone Sponsor Group do not have any regulatory actions, criminal matters, or material civil/commercial litigation, i.e., in excess of USD 9.65 million (being 5% of the income of the Blackstone Sponsor for the calendar year ended December 31, 2022) pending against them.

VI. Material litigation and regulatory action pending against the Manager and its Associates

As of March 31, 2024 the Manager and its Associates (to the extent that such Associates are not Associates of the Sponsors) do not have any regulatory actions, criminal matters, or other material civil/commercial litigation pending against them. For the purposes of civil/commercial matters against the Manager and its Associates (to the extent that such Associates are not Associates of the Sponsors), matters involving amounts exceeding 5% of the revenue of the Manager for the FY2022-23 have been considered material.

Criminal litigation

Two separate petitions have been filed under the Motor Vehicles Act, 1988 against the Manager. The petitioners have claimed monetary compensation for injuries sustained by them due to an accident which allegedly involved certain employees of the Manager. These matters are currently pending.

Other matters

A search under section 132 of the Income Tax Act was conducted on 1 June 2022 on EOPMSPL, Embassy REIT, and certain SPV's namely VTPL, EOVP, SIPL, EEPL. SIPL had received a show cause notice from the income tax authorities pursuant to such search proceedings and had

responded to the same on 10 January 2023 and 11 March 2024. Further, REIT, SIPL, VTPL and EEPL have received reassessment notice u/s 148 of the Income Tax Act for AY 2019-20 for which EOP has filed returns u/s 148. The reassessments stands closed for SIPL and REIT with no additions made. Orders were received for EEPL and VTPL with certain adjustments against which the Group is in the process of filing an appeal.

Further, in December 2023, EOP has received reassessment notices u/s 148 for EOPMSPL, Embassy REIT, VTPL, SIPL and EEPL for AY

2020-21 and AY 2021-22 for which EOP has filed returns u/s 148.

VII. Material litigation and regulatory action pending against the Trustee

As of March 31, 2024, the Trustee does not have any regulatory actions, criminal matters, or material civil/commercial litigation, i.e., in excess of ₹12.32 million (Indian Rupees Twelve Point Three Two Million Only) being 5% of the income of the profit after tax of the Trustee for the Financial Year 2022- 2023) pending against it.

VIII. Taxation Proceedings

Details of all direct tax, indirect tax and property tax matters against the Relevant Parties as of March 31, 2024 are as follows:

Nature of case	Number of cases	Amount involved (in ₹ million)
Embassy REIT (Asset SPVs and Investment Entity)		
Direct Tax	28	263.92
Indirect Tax	23	909.71
Property Tax	4	3,418.9
Embassy Sponsor - EPDPL		
Direct Tax	11	193.21
Indirect Tax	1	122.88
Property Tax	Nil	Nil
Key Persons (Board of Directors) of the Embassy Sponsor		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil
Blackstone Sponsor		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil
Key Persons (Board of Directors) of the Blackstone Sponsor		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil
Manager - EOPMSPL		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil
Blackstone Sponsor Group		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil
Associates of the Manager*		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil
Associates of the Embassy Sponsor		
Direct Tax	51	6,466.21
Indirect Tax	38	738.31
Property Tax	Nil	Nil
Associates of the Blackstone Sponsor#		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Property Tax	Nil	Nil

* Excludes Associates of the Sponsors

Excludes the Blackstone Sponsor Group

14. Risk factors

Risk Factors-Embassy Office Parks REIT

Risk related to our organisation and structure

1. The Portfolio has certain liabilities, which if realised may impact the trading price of the units, our profitability and our ability to make distributions.
2. We have incurred external debt at Embassy REIT level. Additionally, we may incur further debt and a significant amount of such future debt may be utilised in the operation and development of our business. Consequently, our cash flows and operating results could be adversely affected by required repayments or related interest and other risks of our debt financing. Our inability to service debt may impact distributions to Unitholders.
3. We do not provide any assurance or guarantee of any distributions to the Unitholders. We may not be able to make distributions to Unitholders and the level of distributions may decrease. Our historical distributions may not be indicative of future distributions.
4. The REIT Regulations impose restrictions on the investments made by us and require us to adhere to certain investment conditions, which may limit our ability to acquire and/or dispose of assets or explore new opportunities. The laws governing REITs in India are in their early stages and relatively untested.
5. The holding and financing structure of the Portfolio may not be tax efficient.

Risks Related to our business and industry

1. Our business is dependent on the Indian economy and financial stability in Indian markets, and any slowdown in the Indian economy or in Indian financial markets could have a material adverse effect on our business.
2. We are subject to risks associated with pandemics or other public health crisis, which could materially and adversely affect us. There is no assurance that COVID-19 will not resurge in the future, which may result in tenants having to suspend operations at our properties. Due to COVID-19, certain tenants at our office parks had limited the number of their operating staff and hours, while others announced 'work-from-home' measures. Since the normalisation of COVID-19, there has been tenant uncertainty regarding office space needs given evolving remote and hybrid working trends which began

with the COVID-19 pandemic, which has resulted in a decreased demand for office space in certain places. Our operations and financial performance could be materially and adversely impacted as the result of the future emergence of new variants of COVID-19, or another pandemic or other public health crisis, and any related shutdowns or other significant business disruptions.

3. We have a limited operating history and may not be able to operate our business successfully or generate sufficient cash flows to make or sustain distributions.
4. A significant portion of our revenues is derived from a limited number of large tenants, multinational tenants, tenants in the technology and financial services sectors and from a few integrated office parks and cities. Any conditions that impact these tenants, sectors, parks or cities may adversely affect our business, results and financial condition.
5. Tenant leases across our Portfolio are subject to the risk of non-renewal, non-replacement or early termination. Further, vacant properties could be difficult to lease, which could adversely affect our revenues.
6. Our business and profitability are dependent on the performance of the commercial real estate market in India generally and any fluctuations in market conditions may have an adverse impact on our financial condition.
7. As GLSP does not qualify as an Asset SPV under the REIT Regulations, it is not required to comply with the mandatory distribution requirements under the REIT Regulations.
8. The valuation reports obtained for our Portfolio are based on various assumptions and may not be indicative of the true value of our assets.
9. We have in the past recognised impairment losses and may be required to record significant changes to the earning in the future when we review our Portfolio for potential impairment.
10. Our contingent liability could adversely affect our financial condition, results of operations and cash flows.
11. We rely on third party operators to successfully operate and manage certain Portfolio Assets. Our results of operations may be adversely affected if we fail to effectively oversee the functioning of third-party operators.

12. Compliance with, and changes in, applicable laws (including without limitation environmental laws and regulations) could adversely affect the development of our properties and our financial condition.
13. If we are unable to maintain relationships with other stakeholders in our Portfolio, our financial conditions and results of operation may be adversely affected.
14. We may incur losses as a result of unforeseen or catastrophic events, including the emergence of pandemics, terrorist attacks, extreme weather events, natural disasters or other widespread health emergencies that could create economic and financial disruptions, and could lead to operational difficulties (including travel limitations) that could impair/impact our ability to manage our businesses.
15. We are exposed to a variety of risks associated with safety, security and crisis management.
16. We may be unable to successfully grow our business in new markets in India, which may adversely affect our growth, business prospects, results of operations and financial condition.
17. We may be adversely affected if the Asset SPVs and/or Investment Entity are unable to obtain, maintain or renew all regulatory approvals that are required for their respective business.
18. Some of our Portfolio Assets are located on land leased from the MMRDA, MIDC, NOIDA and KIADB. The relevant Asset SPVs are required to comply with the terms and conditions provided in the respective lease agreements with such government bodies, failing which MMRDA, MIDC, NOIDA or KIADB, as the case may be, may impose penalties, terminate the lease or take over the premises.
19. We have entered into material related party transactions, the terms of which may be unfavorable to us or could involve conflicts of interest. The Manager may face conflicts of interests in choosing our service providers, and certain service providers may provide services to the Manager, Embassy Sponsor or the Blackstone Sponsor Group on more favourable terms than those payable by us.
20. Our solar operations are dependent on the regulatory and policy environment affecting the renewable energy sector in India.
21. Our Asset SPVs and the Investment Entity are subject to ongoing compliance requirements

under various laws, and there have been certain past instances of non-compliance.

22. Some of our Portfolio Assets are located on land notified as SEZs and the Asset SPVs are required to comply with the SEZ Act and the rules made thereunder.
23. The title, leasehold rights and development rights or other interests over land where the Portfolio are located may be subject to legal uncertainties and defects, which may interfere with our ownership and/or leasehold rights of the Portfolio and result in us incurring costs to remedy and cure such defects.
24. There can be no assurance that we will be able to successfully complete future acquisitions or efficiently manage the assets we have acquired or may acquire in the future. Further, any of our acquisitions in the future may be subject to acquisition related risks.
25. There may be conflicts of interests between the Manager, Embassy Sponsor, the Blackstone Sponsor Group, the Blackstone Sponsor, the Trustee and/or their respective associates/affiliates.
26. We may not be able to successfully meet working capital or capital expenditure requirements of our Portfolio Assets due to the unavailability of funding on acceptable terms.
27. We may invest in under construction real estate projects which may be adversely affected by delay in completion and cost overruns.
28. The audit report of our Statutory Auditors on the Consolidated Financial Statements may contain certain qualifications and matters of emphasis.
29. Our Portfolio Assets and the Investment Entity may be subject to increases in direct expenses and other operating expenses. Renovation work, repair and maintenance or physical damage to the Portfolio Assets and/or the assets of the Investment Entity may disrupt our operations and collection of rental income or otherwise result in an adverse impact on our financial condition and results of operation.
30. We may be subject to certain restrictive covenants under our financing agreements that could limit our flexibility in managing our business or to use cash or other assets. The terms of such financing may limit our ability to make distributions to the Unitholders.
31. Recent disruptions in the financial markets and current economic conditions could adversely

affect our ability to service existing indebtedness. We may require additional debt financing in order to continue to grow our business, which may not be available on acceptable terms, or at all.

32. The ROFO Deed entered into with Embassy Sponsor, in respect of certain identified existing assets and the potential future asset pipeline, is subject to various terms and conditions. Further, the Embassy Sponsor may undertake corporate restructuring exercises, including mergers and amalgamations with third-party entities, which may impact the potential future asset pipeline under the ROFO Deed.
33. The brand "Embassy" is owned by Embassy Shelters Private Limited and licensed to us. Our license to use the "Embassy" trademark and logo may be terminated under certain circumstances and our ability to use the trademark and logo may be impaired. Further, for certain other Asset SPVs, we do not have registered trademarks in the name of the relevant SPVs.
34. We operate in a highly competitive environment and increased competitive pressure could adversely affect our business and the ability of the Manager to execute our growth strategy.
35. We may experience a decline in realised rent rates from time to time, which may adversely affect our business, results of operations, cash flows and distributions.
36. We may not be able to maintain adequate insurance to cover all losses we may incur in our business operations.
37. There is outstanding litigation and regulatory action involving Embassy Sponsor and its Associates that may adversely affect our business.
38. Our business may be adversely affected by the illiquidity of real estate investments.
39. Lease deeds with some of our tenants are not adequately stamped or registered, and consequently, we may be unable to successfully litigate over the said agreements in the future and penalties may be imposed on us.
40. Security and IT risks may disrupt our business, result in losses or limit our growth.
41. Foreign Account Tax Compliance withholding may affect payments on the Units for investors.
42. We expect to be classified as a passive foreign investment company for U.S. federal income tax purposes, which could result in materially

adverse U.S. federal income tax consequences to U.S. investors in our Units.

Risks related to our relationships with the Sponsors and the Manager

1. We and parties associated with us are required to maintain the eligibility conditions specified under Regulation 4 of the REIT Regulations as well as the Certificate of Registration on an ongoing basis. We may not be able to ensure such ongoing compliance by Embassy Sponsor, the Blackstone Sponsor, the Manager, the Blackstone Sponsor Group and the Trustee, which could result in the cancellation of our registration.
2. Our Sponsors will be able to exercise significant influence over certain of our activities and the interests of the Sponsors may conflict with the interests of other Unitholders or the interests of the Sponsors may conflict with each other.
3. Conflicts of interest may arise out of common business objectives shared by the Manager, Embassy Sponsor, the Blackstone Sponsor, the Blackstone Sponsor Group and us.
4. Certain principals and employees may be involved in and have a greater financial interest in the performance of other real estate investments, projects and businesses of Embassy Group or Blackstone and such activities may create conflicts of interest in making investment decisions on our behalf.
5. We depend on the Manager and its personnel for our success. We may not find a suitable replacement for the Manager if the Investment Management Agreement is terminated or if key personnel cease to be employed by the Manager or otherwise become unavailable to us.
6. We depend on the Manager to manage our business and assets, and our results of operations, financial condition and ability to make distributions may be harmed if the Manager fails to perform satisfactorily, for which our recourse may be limited. In addition, the Manager provides leasing management services to assets held by the Embassy Sponsor, and may also provide property or leasing management services to third-party entities outside the Embassy REIT Assets in the future, which may lead to conflicts of interest with respect to similar services provided by the Manager to assets of the Embassy REIT.

Risks related to India

1. Our performance is linked to the stability of policies and the political situation in India.

2. Any downgrading of India's sovereign debt rating by a domestic or international rating agency could materially and adversely affect our ability to obtain financing and, in turn, our business and financial performance.
3. Significant differences exist between Ind AS and other accounting principles, such as IFRS, Indian GAAP and U.S. GAAP which may be material to your assessment of our financial condition, results of operations and cash flows.
4. It may not be possible for Unitholders to enforce foreign judgements.
5. Tax laws are subject to changes and differing interpretations, which may materially and adversely affect our operations and growth prospects.
6. Investors may be subject to Indian taxes arising out of capital gains on the sale of Units.
7. Land is subject to compulsory acquisition by the government and compensation in lieu of such acquisition may be inadequate.
8. We may be subject to the Competition Act, which may require us to receive approvals from the Competition Commission of India (CCI) prior to undertaking certain transactions.
9. Our ability to raise funding is dependent on our ability to raise capital through a fresh issue of Units and or our ability to raise debt on acceptable terms. Further, debt securities issued by us may not qualify as eligible securities that can be held by certain types of investors, and certain lenders may be unable to extend loans to us due to regulatory and other restrictions, which may make it more difficult for us to raise funds and may increase the cost of borrowings.

Risks related to the ownership of the Units

1. Trusts like Embassy REIT may be dissolved, and the proceeds from the dissolution thereof may be less than the amount invested by the Unitholders.
2. We are subject to ongoing reporting requirements as a listed entity. Requirements and other obligations of real estate investment trusts post-listing are still evolving. Accordingly, the level of ongoing disclosures made to and the protections granted to Unitholders may be limited as compared to those made to or available to the shareholders of a company that has listed its equity shares upon a recognised stock exchange in India.

3. Fluctuations in the exchange rate of the Indian Rupee with respect to other currencies will affect the foreign currency equivalent of the value of the Units and any distributions.
4. Unitholders are unable to request for the redemption of their Units.
5. The Units may experience price and volume fluctuations and there may not be an active or liquid market for the Units.
6. There can be no assurance on the trading price of the Units and the price of the Units may decline.
7. Any future issuance of Units by us or sale of Units by Embassy Sponsor or any of other significant Unitholders may materially and adversely affect the trading price of the Units. The Embassy Sponsor has pledged all their Units. We cannot assure you that we will not issue further Units or that the Unitholders, including the Embassy Sponsor, and other significant Unitholders, will not dispose of, pledge or otherwise encumber their Units.
8. Our rights and the rights of the Unitholders to recover claims against the Manager or the Trustee are limited.
9. NAV per Unit may be diluted if further issues are priced below the current NAV per Unit.
10. Compliance with the European Union Directive on Alternative Investment Fund Managers may increase administrative and regulatory burdens on the Manager and us.

15. Information of the contact person of Embassy REIT

Ms. Vinitha Menon

12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560 032
T: +91 8069354857
E: compliance@embassyofficeparks.com

16. Compliance under FEMA:

Embassy REIT has complied with the conditions prescribed for downstream investment in accordance with the applicable provisions of the Foreign Exchange Management (Non-debt Instruments) Rules, 2019.

17. Auditor's report

Please refer to pages 188-193 and 246-251 of this report.

Secretarial Compliance Report of Embassy Office Parks REIT

For the Year Ended March 31, 2024

Pursuant to Regulation 26D of the Securities and Exchange and Board of India (Real Estate Investment Trusts) Regulation, 2014

I have examined:

- (a) all the documents and records made available to us and explanation provided by **Embassy Office Parks Management Services Private Limited** ("the Manager"), acting as Manager to Embassy Office Parks REIT ("**the listed entity**");
- (b) the filings/submissions made by the Manager to the stock exchanges;
- (c) website of the listed entity;
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification;

for the year ended **March 31, 2024** ("**Review Period**") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("**SEBI**");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not Applicable to Embassy REIT and Manager during the audit period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (**Not Applicable to Embassy REIT and Manager during the audit period**);
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not Applicable to Embassy REIT and Manager during the Audit Period**);

- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not Applicable to Embassy REIT and Manager during the Audit Period);
- (t) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (**Not Applicable to Embassy REIT and Manager during the Audit Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014;
- G) Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014;
- (k) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003

and circulars/guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity acting through the Manager has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matter specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines/including specific clause)	Deviations	Observations/remarks of the Practicing Company Secretary, if any.
1.	NIL	NA	NA

- (b) The listed entity acting through the Manager has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my/our examination of those records.

- (c) The following are the details of actions taken against the listed entity, parties to the listed entity, its promoters, directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder:

Sr. No.	Action taken by	Details of Violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any.
1.	NA	NA	NA	NA

- (d) The listed entity acting through the Manager has taken following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the Manager, if any	Comments of the Practicing Company Secretary on the actions taken by the REIT
1	NIL	NA	NA	NA

Rupal Dhiren Jhaveri

FCS No. 5441

Certificate Practice No. 4225

UDIN: F005441F000223230

Peer Review Certificate No.: PRI 139/2021

Place: Mumbai
Date: April 23, 2024

This report is to be read with Detailed Annexure for Additional Affirmations of even date which is annexed as **Annexure A** and forms an integral part of this report.

Annexure A

Detailed Annexure for Additional Affirmations

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
(a)	The compliances of Embassy Office Parks Management Services Private Limited ("the Manager"), acting as Manager to Embassy Office Parks REIT ("the listed entity") is in accordance with the applicable Secretarial Standards (SS) issued by Institute of Company Secretaries India (ICSI);	Yes	
(b)	<ul style="list-style-type: none"> All policies under SEBI Regulations are adopted with the approval of the Board of Directors of the listed entity; All the policies are in conformity with the SEBI Regulations and have been reviewed and timely updated as per the regulations/circulars/guidelines issued by SEBI. 	Yes	
(c)	<ul style="list-style-type: none"> The listed entity is maintaining a functional website; Timely dissemination of the documents/information is made under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website. 	Yes	
(d)	None of the Directors of the Manager are disqualified under Section 164 of the Companies Act, 2013.	Yes	
(e)	<ul style="list-style-type: none"> Identification of material subsidiary companies Requirements with respect to disclosure of material as well as other subsidiaries 	NA	The listed entity is a REIT and has Special Purpose Vehicles ('SPVs'). In the opinion of the Management, there are no material subsidiaries of the listed entity as Securities Exchange Board of India (Real Estate Investment Trust) Regulations, 2014 do not prescribe the concept of 'material subsidiaries'
(f)	The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015;	Yes	
(g)	The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations;	Yes	
(h)	<ul style="list-style-type: none"> The listed entity has obtained prior approval of Audit Committee for all Related party transactions; In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee. 	NA	The listed entity is a REIT and this point is not applicable pursuant to the Securities Exchange Board of India (Real Estate Investment Trust) Regulations, 2014
(i)	The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder-Not Applicable as the Units of REIT do not attract the provisions of Regulation 30 of SEBI LODR Regulations, 2015.	NA	
(j)	The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015;	Yes	
(k)	No Actions have been taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder.	Yes	-
(l)	No additional non-compliance is observed for all SEBI regulations/circulars/guidance notes etc.	Yes	

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMDI/114/2019 dated October 18, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor:		
I.	If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter; or	NA	No auditor has been appointed/re-appointed for the period under review.
II.	If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter as well as the next quarter; or		
III.	If the auditor has signed the limited review/audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/audit report for the last quarter of such financial year as well as the audit report for such financial year.		
2.	Other conditions relating to resignation of statutory auditor:		
I.	Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	NA	There is no resignation of the auditor during the period under review.
a.	In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information/non cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.		
b.	In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information/explanation from the company, the auditor has informed the Audit Committee the details of information/explanation sought and not provided by the management, as applicable.		
c.	The Audit Committee/Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.		
II.	Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI/NFRA, in case where the listed entity/its material subsidiary has not provided information as required by the auditor.		
3.	The listed entity/its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMDI/114/2019 dated October 18, 2019.	NA	There is no resignation of the auditor during the period under review.

Rupal Dhiren Jhaveri

FCS No. 5441

Certificate Practice No. 4225

UDIN: F005441F000223230

Peer Review Certificate No.: PRI 139/2021

Place: Mumbai

Date: April 23, 2024

Independent Auditor's Report

(all amounts in ₹ million unless otherwise stated)

To the Unitholders' of Embassy Office Parks REIT

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Embassy Office Parks REIT (hereinafter referred to as "the REIT"), which comprise the Balance sheet as at March 31, 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Unitholders' equity for the year then ended and the Statement of Net Assets at fair value as at March 31, 2024 and the Statement of Total Returns at fair value and the Statement of Net Distributable Cash Flows of the REIT for the year then ended and notes to the standalone Ind AS financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder read with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023 ("the REIT regulations") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, to the extent not inconsistent with REIT regulations, of the state of affairs of the REIT as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in Unitholders' equity for the year ended on that date, its net assets at fair value as at March 31, 2024, its total returns at fair value and the Net Distributable Cash Flows of the REIT for the year ended March 31, 2024.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements' section of our report. We are independent of the REIT in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

(all amounts in ₹ million unless otherwise stated)

Key audit matters	How our audit addressed the key audit matter
Assessing impairment of Investments and loans made by the REIT in subsidiaries and joint venture entity (as described in Note 2.2 (c), 3, 4 and 7 of the standalone Ind AS financial statements)	
As at March 31, 2024, the carrying value of REIT's investment in subsidiaries and joint venture entity amounted to ₹245,439.85 million. Further the REIT has granted loans to its subsidiaries amounting to ₹82,889.20 million. Management reviews regularly whether there are any indicators of impairment of such investments/loans by reference to the requirements under Ind AS. Management performs its impairment assessment by comparing the carrying value of these investments/loans made to their recoverable amount to determine whether an impairment needs to be recognised. For the purpose of the above impairment testing, value in use has been determined by forecasting and discounting future cash flows. Significant judgements are required to determine the key assumptions used in determination of value in use. Considering the impairment assessment involves significant assumptions and judgement, we regard this as a key audit matter.	Our audit procedures included, among others, the following: <ul style="list-style-type: none"> - We assessed the REIT'S valuation methodology applied in determining the recoverable amount. - We involved valuation specialists to: <ul style="list-style-type: none"> (a) Assess the valuation reports issued by the independent valuer engaged by the management and compared key property related data used as input with actual data. (b) Assess the key assumptions included in the cash flow forecasts by management and independent valuer. (c) Discussed changes in key drivers as compared to actual performance with management in order to evaluate whether the inputs and assumptions used in the valuation models by management and independent valuer were reasonable. - We compared the recoverable amount of the investment to the carrying value in books as at March 31, 2024. - As regards loans granted, we obtained and considered management evaluation of recoverability of loans and advances granted to its subsidiaries and joint venture entity. - We read/assessed the disclosures in the standalone Ind AS financial statements for compliance with the relevant accounting standards requirements.

Key audit matters	How our audit addressed the key audit matter
Classification of Unitholders' funds as equity (as described in Note 10(a) of the standalone Ind AS financial statements)	
The REIT is required to distribute to its Unitholders not less than ninety percent of its net distributable cash flows for each financial year. Accordingly, a portion of the Unitholders' funds contains a contractual obligation of the REIT to pay cash distributions to its Unitholders. The Unitholders' funds could have been classified as compound financial instrument when contains both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023 ("SEBI Master Circular") issued under the REIT Regulations, the Unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Chapter 3 to the SEBI Master Circular dated July 06, 2023 dealing with the minimum disclosures for key Ind AS financial statements. Based on the above, the classification of Unitholders' funds as equity involved considerable management judgement. Accordingly, it is considered as a key audit matter.	Our audit procedures included evaluating the requirements for classification of financial liability and equity under Ind AS 32 and evaluating the provisions of SEBI master circular for classification/presentation of Unitholders' funds in the standalone Ind AS financial statements of the REIT. We assessed the disclosures in the standalone Ind AS financial statements for compliance with the relevant requirements of REIT regulations.

Independent Auditor’s Report (contd.)

(all amounts in ₹ million unless otherwise stated)

Key audit matters	How our audit addressed the key audit matter
<p>Computation and disclosures of Net Assets and Total Returns at Fair Value (as described in Note 2.2(c) and in Statement of Net assets at fair value and Statement of total returns at fair value of the standalone Ind AS financial statements)</p> <p>As per the provisions of REIT Regulations, the REIT is required to disclose Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value which requires fair valuation of assets. For this purpose, fair value is determined by forecasting and discounting future cash flows. The determination of fair value involves judgement due to inherent uncertainty in the underlying assumptions and it is highly sensitive to changes in some of the inputs used e.g. the discounting rate (WACC), capitalisation rates, rental growth rates etc.</p> <p>Accordingly, the aforementioned computation and disclosures are determined to be a key audit matter in our audit of the standalone Ind AS financial statements.</p>	<p>Our audit procedures include, among others, the following:</p> <ul style="list-style-type: none"> - Read the requirements of SEBI REIT regulations for disclosures relating to Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value. - Assessed the appropriateness of independent valuer’s and management valuation methodology applied in determining the fair values. - Tested controls implemented by management to determine inputs for fair valuation as well as assumptions used in the fair valuation. - We involved valuation specialists to: <ul style="list-style-type: none"> (a) Assess the valuation reports issued by the independent valuer engaged by the management and compared key property related data used as input with actual data. (b) Assess the key assumptions included in the cash flow forecasts by management and independent valuer. (c) Discussed changes in key drivers as compared to actual performance with management in order to evaluate whether the inputs and assumptions used in the valuation models by management and independent valuer were reasonable. - Tested the arithmetical accuracy of computation in the Statement of Net Assets and Total Returns at Fair Value. - Read/Assessed the disclosures in the standalone Ind AS financial statements for compliance with the relevant requirements of REIT Regulations.

(all amounts in ₹ million unless otherwise stated)

Key audit matters	How our audit addressed the key audit matter
<p>Related party transactions and disclosures (as described in Note 26 of the standalone Ind AS financial statements)</p> <p>The REIT has undertaken transactions with its related parties in the normal course of business. These include making new or additional investments; lending of loans to SPVs, interest and dividend income on such loans/investments, fees for services provided by related parties to REIT etc as disclosed in Note 26 of the standalone Ind AS financial statements.</p> <p>We identified the recording of all possible related party transactions and its disclosure as set out in respective notes to the standalone Ind AS financial statements as a key audit matter due to the significance of transactions with related parties during the year ended March 31, 2024 and regulatory compliance thereon.</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> - Obtained, read and assessed the REIT’s policies, processes and procedures in respect of identifying related parties, evaluation of arm’s length, obtaining necessary approvals, recording and disclosure of related party transactions, including compliance of transactions and disclosures in accordance with REIT regulations. - We tested, on a sample basis, related party transactions with the underlying contracts and other supporting documents for appropriate authorisation and approval for such transactions. - We read minutes of Unitholder meetings, Board and its relevant committee meetings and minutes of meetings of those charged with governance of the Manager in connection with transactions with related parties effected during the year and REIT’s assessment of related party transactions being in the ordinary course of business at arm’s length and in accordance with the REIT regulation. - Assessed and tested the disclosures made in accordance with the requirements of Ind AS and REIT regulations.

Other Information

The Management of Embassy Office Parks Management Services Private Limited (“the Manager”), acting in its capacity as the manager of Embassy Office Parks REIT is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and out auditor’s report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Ind AS Financial Statements

The Management of the Manager (‘the Management’) is responsible for preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position as at March 31, 2024, financial performance including other comprehensive income, cash flows, changes in Unitholders’ equity for the year ended March 31, 2024, its net assets at fair value as at March 31, 2024, its total returns at fair value and the net distributable cash flows of the REIT for the year ended March 31, 2024, in accordance with the requirements of the REIT regulations; Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended), and other accounting principles generally accepted in India, to the extent not inconsistent with REIT regulations. This responsibility also includes the design, implementation and maintenance of adequate controls for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Standalone Financials

Independent Auditor's Report (contd.)

(all amounts in ₹ million unless otherwise stated)

In preparing the standalone Ind AS financial statements, management is responsible for assessing the REIT's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the REIT or to cease operations, or has no realistic alternative but to do so.

The Management is also responsible for overseeing the REIT's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement

resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the REIT's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the REIT to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

(all amounts in ₹ million unless otherwise stated)

Report on Other Legal and Regulatory Requirements

Based on our audit and as required by the REIT Regulations, we report that:

- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- The Balance Sheet and the Statement of Profit and Loss including the Statement of Other Comprehensive Income dealt with by this Report are in agreement with the books of account of the REIT; and
- In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended), to the extent not inconsistent with REIT regulations.

for **S.R. Batliboi & Associates LLP**
Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Adarsh Ranka**
Partner

Membership Number: 209567
UDIN: 24209567BKCZQJ7233

Place: Bengaluru, India
Date: April 25, 2024

Standalone Balance Sheet

(all amounts in ₹ million unless otherwise stated)

	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Financial assets			
- Investments	3	245,439.85	246,260.89
- Loans	4	82,185.02	92,756.54
Non-current tax assets (net)	5	0.55	-
Total non-current assets		327,625.42	339,017.43
Current assets			
Financial assets			
- Cash and cash equivalents	6	5,187.12	5,280.15
- Loans	7	704.18	1,104.30
- Other financial assets	8	66.21	39.93
Other current assets	9	102.35	97.38
Total current assets		6,059.86	6,521.76
Total assets		333,685.28	345,539.19
EQUITY AND LIABILITIES			
EQUITY			
Unit capital	10	2,88,262.11	2,88,262.11
Other equity	11	(46,209.46)	(37,689.45)
Total equity		242,052.65	250,572.66
LIABILITIES			
Non-current liabilities			
Financial liabilities			
- Borrowings	12	61,958.72	53,784.79
Total non-current liabilities		61,958.72	53,784.79
Current liabilities			
Financial liabilities			
- Borrowings	13	29,487.88	40,873.02
- Trade payables	14		
- total outstanding dues of micro and small enterprises		1.26	7.41
- total outstanding dues of creditors other than micro and small enterprises		1.39	0.35
- Other financial liabilities	15	41.92	190.44
Other current liabilities	16	141.46	108.70
Liabilities for current tax (net)	17	-	1.82
Total current liabilities		29,673.91	41,181.74
Total equity and liabilities		333,685.28	345,539.19
Material accounting policies	2		

The accompanying notes referred to above are an integral part of these Standalone Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Standalone Statement of Profit and Loss

(all amounts in ₹ million unless otherwise stated)

	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
INCOME AND GAINS			
Dividend		6,986.99	9,707.00
Interest	18	12,026.49	10,841.61
Other income	19	41.05	71.25
Total Income		19,054.53	20,619.86
EXPENSES			
Valuation expenses		10.83	10.62
Audit fees	23	4.86	4.70
Investment management fees	37	238.36	239.47
Trustee fees		2.95	2.95
Legal and professional fees		44.84	162.54
Other expenses	20	96.55	66.76
Total Expenses		398.39	487.04
Earnings before finance costs, impairment loss and tax		18,656.14	20,132.82
Finance costs	21	7,207.17	6,017.63
Impairment (reversal)/loss (net)	3	(636.79)	1,295.12
Profit before tax		12,085.76	12,820.07
Tax expense:	22		
Current tax		17.52	28.59
		17.52	28.59
Profit for the year		12,068.24	12,791.48
Items of other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
- Gain/(loss) on remeasurement of defined benefit liability, net of tax		-	-
Total comprehensive income for the year		12,068.24	12,791.48
Earning per unit	24		
Basic		12.73	13.49
Diluted		12.73	13.49
Material accounting policies	2		

The accompanying notes referred to above are an integral part of these Standalone Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Standalone Financials

Standalone Statement of Cash Flow

(all amounts in ₹ million unless otherwise stated)

	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from operating activities		
Profit before tax	12,085.76	12,820.07
<i>Adjustments to reconcile profit before tax to net cash flows:</i>		
Interest income	(12,026.49)	(10,841.61)
Dividend	(6,986.99)	(9,707.00)
Profit on sale of investments	(41.05)	(71.25)
Impairment (reversal)/loss (net)	(636.79)	1,295.12
Finance costs	7,207.17	6,017.63
Operating cash flow before working capital changes	(398.39)	(487.04)
Changes in:		
Other current assets and non-current assets	(4.97)	(44.96)
Other current and non-current liabilities	32.76	20.09
Other current financial liabilities	(146.21)	98.42
Other financial assets	(26.28)	(33.42)
Trade payables	(5.11)	(1.05)
Cash used in operations	(548.20)	(447.96)
Taxes paid (net)	(19.74)	(29.57)
Net cash used in operating activities	(567.94)	(477.53)
Cash flow from investing activities		
Loans given to subsidiaries	(69,307.41)	(21,166.42)
Loans repaid by subsidiaries	75,535.78	17,562.42
Investment in subsidiary (refer note 39)	-	(64.66)
Investment in debentures issued by joint venture	-	(9,500.00)
Contingent consideration paid	-	(350.00)
Redemption of debentures issued by joint venture	1,457.83	1,342.17
Interest received	16,769.78	9,075.49
Dividend received	6,986.99	9,707.00
Redemption in mutual funds, (net)	41.05	71.25
Net cash generated from investing activities	31,484.02	6,677.25

Standalone Statement of Cash Flow

(all amounts in ₹ million unless otherwise stated)

	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from financing activities		
Proceeds of borrowings from financial institutions (net of issue expenses)	-	9,971.69
Repayment of borrowings from financial institutions	(2,397.89)	-
Proceeds from Issue of Non-convertible debentures (net of issue expenses)	30,451.72	9,925.80
Proceeds from issue of Commercial Paper (net of issue expenses)	9,335.53	-
Redemption of Non-convertible debentures	(41,000.00)	-
Distribution to unitholders	(20,589.50)	(20,246.43)
Interest paid	(6,808.97)	(5,771.10)
Net cash used in financing activities	(31,009.11)	(6,120.04)
Net (decrease)/increase in cash and cash equivalents	(93.03)	79.68
Cash and cash equivalents at the beginning of the year	5,280.15	5,200.47
Cash and cash equivalents at the end of the year	5,187.12	5,280.15
Cash and cash equivalents comprise:		
Balances with banks		
- in current accounts	5,184.85	5,276.63
- in escrow accounts	2.27	3.52
Cash and Cash equivalents at the end of the year (refer note 6)	5,187.12	5,280.15
Material accounting policies (refer note 2)		

The accompanying notes referred to above are an integral part of these Standalone Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**

Partner

Membership number: 209567

Place: Bengaluru

Date: April 25, 2024

for and on behalf of the Board of Directors of

Embassy Office Parks Management Services Private Limited

(as Manager to Embassy Office Parks REIT)

Jitendra Virwani

Director

DIN: 00027674

Place: Bengaluru

Date: April 25, 2024

Aditya Virwani

Director

DIN: 06480521

Place: Bengaluru

Date: April 25, 2024

Standalone Financials

Standalone Statement of Changes in Unitholder's Equity

(all amounts in ₹ million unless otherwise stated)

A. Unit Capital

	Units No. in million	Amount
Balance as at April 1, 2022	947.90	288,262.11
Changes during the year	-	-
Balance as at March 31, 2023	947.90	288,262.11
Balance as at April 1, 2023	947.90	288,262.11
Changes during the year	-	-
Balance as at March 31, 2024	947.90	288,262.11

B. Other equity

Particulars	Reserves and Surplus
	Retained Earnings
Balance as at April 1, 2022	(30,233.92)
Add: Total comprehensive income for the year ended March 31, 2023	12,791.48
Less: Distribution to Unitholders during the year ended March 31, 2023 [^]	(20,247.01)
Balance as at March 31, 2023	(37,689.45)
Balance as at April 1, 2023	(37,689.45)
Add: Total comprehensive income for the year ended March 31, 2024	12,068.24
Less: Distribution to Unitholders during the year ended March 31, 2024 ^{^^}	(20,588.25)
Balance as at March 31, 2024	(46,209.46)

* The distributions made by Trust to its Unitholders are based on the Net Distributable Cash flows (NDCF) of Embassy Office Parks REIT under the REIT Regulations which includes repayment of debt by SPVs to REIT.

[^] The distribution for year ended March 31, 2023 does not include the distribution relating to the quarter ended March 31, 2023, as the same was paid subsequent to the year ended March 31, 2023.

^{^^} The distribution for year ended March 31, 2024 does not include the distribution relating to the quarter ended March 31, 2024, as the same will be paid subsequently.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Disclosure pursuant to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

A) Statement of Net Assets at fair value

Sl. No.	Particulars	Unit of measurement	As at March 31, 2024		As at March 31, 2023	
			Book Value	Fair value	Book Value	Fair value
A	Assets	₹ in million	333,685.28	472,348.81	345,539.19	454,854.32
B	Liabilities	₹ in million	91,632.63	91,632.63	94,966.53	94,966.53
C	Net Assets (A-B)	₹ in million	242,052.65	380,716.18	250,572.66	359,887.79
D	No. of units	Number	947,893,743	947,893,743	947,893,743	947,893,743
E	NAV (C/D)	₹	255.36	401.64	264.35	379.67

Notes:

1) Measurement of fair values:

The fair value of investments in SPVs are computed basis the fair value of the underlying investment properties, investment properties under development, property, plant and equipment and capital work-in-progress as at March 31, 2024 and as at March 31, 2023 along with book values of other assets and liabilities accounted in the respective SPV financial statements as at March 31, 2024 and as at March 31, 2023. The fair value of the properties as at March 31, 2024 and March 31, 2023 as disclosed above are solely determined by L.Anuradha and iVAS Partners respectively, the independent registered external property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield India Private Limited and CBRE South Asia Private Limited respectively.

Valuation technique

The fair value measurement for all the investment properties, investment properties under development, property plant and equipment and capital work-in-progress has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

The valuers have followed a Discounted Cash Flow method. The valuation model considers the present value of net cash flows to be generated from the respective properties, taking into account the expected rental growth rate, vacancy period, occupancy rate, average room rent, lease incentive costs and blended tariff rates. The expected net cash flows are discounted using the risk adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality, lease terms, seasonality in sustaining a stable average room rent and occupancy for the hotels.

2) Break up of Net asset value

Particulars	As at March 31, 2024	As at March 31, 2023
Fair value of investments in SPVs	460,292.58	441,279.03
Add: Other assets	12,056.23	13,575.29
Less: Liabilities	(91,632.63)	(94,966.53)
Net Assets	380,716.18	359,887.79

3) The Trust holds investment in SPVs which in turn hold the properties. Hence, the breakup of property wise fair values has been disclosed in the Consolidated financial statements.

Disclosure pursuant to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

B) Statement of Total Returns at fair value

Sl. No.	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A	Total comprehensive income	12,068.24	12,791.48
B	Add: Income of SPV's and changes in fair value not recognised in total comprehensive income of Standalone financial statements	21,998.73	(4,966.34)
C (A+B)	Total Return	34,066.97	7,825.14

Note:

ECPL was acquired on March 31, 2023 and accordingly the statement of total returns at fair value does not include any difference in fair values of investment properties under development for the year ended March 31, 2023.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Disclosure pursuant to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

Net Distributable Cash Flows (NDCF)

Sl. No.	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
1	Cash flows received from SPVs/Holdcos and Investment Entity in the form of:		
	• Interest*	11,678.56	9,074.45
	• Dividends (net of applicable taxes)	6,986.99	9,707.00
	• Repayment of Shareholder Debt (to the extent not repaid through debt or equity)	9,165.01	8,288.69
	• Proceeds from buy-backs/capital reduction (net of applicable taxes)	-	-
2	Add: Proceeds from sale of real estate investments, real estate assets or sale of shares of SPVs/Holdcos/Investment Entity adjusted for the following:		
	• Applicable capital gains and other taxes	-	-
	• Related debts settled or due to be settled from sale proceeds	-	-
	• Directly attributable transaction costs	-	-
	• Proceeds reinvested or planned to be reinvested as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations	-	-
3	Add: Proceeds from sale of real estate investments, real estate assets or sale of shares of SPVs/Holdcos/Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations, if such proceeds are not intended to be invested subsequently	-	-
4	Add: Any other income at the Trust level not captured herein	41.39	72.29
5	Less: Any other expense at the Trust level, and not captured herein (excluding acquisition related costs)	(96.55)	(66.76)
6	Less: Any fees, including but not limited to:		
	• Trustee fees	(2.95)	(2.95)
	• REIT Management Fees (to the extent not paid in Units)	(238.36)	(239.47)
	• Valuer fees	(10.83)	(10.62)
	• Legal and professional fees	(46.56)	(164.18)
	• Trademark license fees	(1.42)	(1.42)
	• Secondment fees	(1.72)	(1.64)
7	Less: Debt servicing (including principal, interest, redemption premium etc.) of external debt at the Trust level, to the extent not paid through debt or equity	(7,207.17)	(6,017.63)
8	Less: Income tax (net of refund) and other taxes (if applicable) at the Trust level	(19.74)	(29.57)
	Net Distributable Cash Flows	20,246.65	20,608.19

* To the extent not repaid through debt or equity.

Note:

The Board of Directors of the Manager to the Trust, in their meeting held on April 25, 2024, have declared distribution to Unitholders of ₹5.22 per unit which aggregates to ₹4,948.01 million for the quarter ended March 31, 2024. The distribution of ₹5.22 per unit comprises ₹1.35 per unit in the form of interest payment, ₹1.04 per unit in the form of dividend and the balance ₹2.83 per unit in the form of repayment of debt.

Along with distribution of ₹15,270.57 million/₹16.11 per unit for the nine months ended December 31, 2023, the cumulative distribution for the year ended March 31, 2024 aggregates to ₹20,218.58 million/₹21.33 per unit.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

1. Trust Information

Embassy Property Developments Private Limited ('EPDPL') and BRE/Mauritius Investments ('BMI') collectively known as (the 'Sponsors' or the 'Co-Sponsors') have set up the Embassy Office Parks REIT (or the "Embassy REIT" or the "Trust") on March 30, 2017 at Royal Oaks, Embassy Golf Links Business Park, Bengaluru, 560071, Karnataka, India as an irrevocable trust under the provisions of the Indian Trusts Act, 1882 pursuant to a Trust Deed dated March 30, 2017 as amended on September 11, 2018. The Embassy REIT was registered with SEBI on August 3, 2017 as a real estate investment trust (REIT) under Regulation 6 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 having registration number IN/REIT/17-18/0001. Pursuant to a letter dated August 21, 2018, SEBI took on record the addition of the Blackstone Sponsor to the sponsors of the Embassy REIT. The Trustee to Embassy Office Parks REIT is Axis Trustee Services Limited (the 'Trustee') and the Manager for Embassy Office Parks REIT is Embassy Office Parks Management Services Private Limited (the 'Manager' or 'EOPMSPL').

The objectives of Embassy REIT are to undertake activities in accordance with the provisions of the SEBI REIT Regulations and the Trust Deed. The principal activity of Embassy REIT is to own and invest in rent or income generating real estate and related assets in India with the objective of producing stable and sustainable distributions to Unitholders.

The Units of the Trust were listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on April 1, 2019.

Details of Special Purpose Vehicles (SPVs)/Subsidiaries of Trust is provided below:

Name of the SPV/ Subsidiary	Activities	Shareholding (in percentage)
Manyata Promoters Private Limited ('MPPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Manyata), located at Bengaluru along with being an intermediate (HoldCo.) for the Trust. Development, rental and maintenance of serviced residences (Hotel Hilton Garden and Hotel Hilton Garden Inn at Embassy Manyata), located in Bengaluru.	Embassy Office Parks REIT: 100%
Umbel Properties Private Limited ('UPPL')	Development, rental and maintenance of serviced residences (Hilton hotel) located at Bengaluru.	Embassy Office Parks REIT: 100%
Embassy Energy Private Limited ('EEPL')	Generation and supply of solar power to the office spaces of SPVs/ Subsidiaries of the Trust located in Bengaluru.	MPPL: 80% Embassy Office Parks REIT: 20%
Galaxy Square Private Limited ('GSPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Galaxy), located in Noida.	Embassy Office Parks REIT: 100%
Quadron Business Park Private Limited ('QBPL')	Development and leasing of office space and related interiors and maintenance of such assets (Quadron Business Park), located in Pune and (Embassy one) located in Bengaluru. Development, rental and maintenance of serviced residences (Hotel Four Seasons at Embassy One), located in Bengaluru.	Embassy Office Parks REIT: 100%
Earnest Towers Private Limited ('ETPL')	Development and leasing of office space and related interiors and maintenance of such assets (First International Financial Centre), located in Mumbai.	Embassy Office Parks REIT: 100%
Qubix Business Park Private Limited ('QBPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Qubix), located in Pune.	Embassy Office Parks REIT: 100%
Oxygen Business Park Private Limited ('OBPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Oxygen), located in Noida.	Embassy Office Parks REIT: 100%
Vikhroli Corporate Park Private Limited ('VCPPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy 247), located in Mumbai.	Embassy Office Parks REIT: 100%
Indian Express Newspapers (Mumbai) Private Limited ('IENMPL')	Development and leasing of office space and related interiors and maintenance of such assets (Express Towers), located in Mumbai.	Embassy Office Parks REIT: 100%

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(all amounts in ₹ million unless otherwise stated)

Name of the SPV/ Subsidiary	Activities	Shareholding (in percentage)
Embassy Pune TechZone Private Limited ('EPTPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy TechZone) located at Pune.	Embassy Office Parks REIT: 100 %
Vikas Telecom Private Limited ('VTPL')	Development and leasing of office space and related interiors and maintenance of such assets "Embassy TechVillage" (ETV), located in Bengaluru.	Embassy Office Parks REIT: 100%
Sarla Infrastructure Private Limited ('SIPL')	Development and leasing of office space and related interiors and maintenance of such assets (ETV, Block 9), located in Bengaluru.	Embassy Office Parks REIT: 100%
Embassy Construction Private Limited ('ECPL')	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Hub Business Park), located in Bengaluru.	Embassy Office Parks REIT: 100% (w.e.f.: March 31, 2023, refer note 39)

The Trust also holds economic interest in a joint venture (Golflinks Software Park Private Limited (GLSP), entity incorporated in India) through a SPV as detailed below.

Name of the SPV	Activities	Shareholding (in percentage)
Golflinks Software Park Private Limited ('GLSP')	Development and leasing of office space and related interiors (Embassy Golflinks Business Park), located at Bengaluru.	Kelachandra Holdings LLP (50%), MPPL: 50%

2. Material accounting policies

2.1 Basis of preparation of Standalone financial statements

The Standalone financial statements of the Trust comprises the Standalone Balance Sheet and Statement of Net Assets at fair value as at March 31, 2024, the Standalone Statement of Profit and Loss, including other comprehensive income, the Standalone Statement of Cash Flow, the Statement of Net Distributable Cashflows, the Standalone Statement of Changes in Unitholder's Equity, Statement of Total Returns at fair value and a summary of material accounting policies and other explanatory information for the year ended March 31, 2024. The Standalone financial statements were approved for issue in accordance with resolution passed by the Board of Directors of the Manager on behalf of the Trust on April 25, 2024.

The Standalone financial statements have been prepared in accordance with the requirements of SEBI (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder read with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 6, 2023, (the "REIT regulations"); Indian Accounting Standards as prescribed in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended), and other accounting principles generally accepted in India, to the extent not inconsistent with the REIT regulations. Also refer Note 10(a) on classification of Unitholders

fund. The Standalone financial statements are presented in Indian Rupees in millions, except when otherwise indicated.

Statement of compliance to Ind AS

These Standalone financial statements for the year ended March 31, 2024 are the separate financial statements of the Embassy Office Parks REIT and have been prepared in accordance with Indian Accounting Standards as prescribed in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 as amended, to the extent not inconsistent with REIT regulations.

Changes in accounting policies and disclosures New and amended standards

The accounting policies adopted and methods of computation followed are consistent with those of the previous financial year, except for items disclosed below:

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2023 dated March 31, 2023 to amend the following Ind AS which are effective from April 1, 2023.

Ind AS 1, Presentation of Financial Statements

An entity shall disclose material accounting policy information. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

general purpose financial statements make on the basis of those financial statements.

Ind AS 8, Accounting policies, Change in Accounting Estimates and Errors

Definition of 'change in account estimate' has been replaced by revised definition of 'accounting estimate'. As per revised definition, accounting estimates are monetary amounts in the financial statements that are subject to measurement uncertainty. An entity develops an accounting estimate to achieve the objective set out by the accounting policy. Developing accounting estimates involves the use of judgements or assumptions based on the latest available, reliable information.

An entity may need to change an accounting estimate if changes occur in the circumstances on which the accounting estimate was based or as a result of new information, new developments or more experience. By its nature, a change in an accounting estimate does not relate to prior periods and is not the correction of an error.

There were certain amendments to standards and interpretations which are applicable for the first time for the year ended March 31, 2024, but either the same are not relevant or do not have an impact on the Standalone financial statements of the Trust. The Trust has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

2.2. Summary of material accounting policies

a) Functional and presentation currency

The Standalone financial statements are presented in Indian Rupees, which is the Embassy Office Parks REIT functional currency and the currency of the primary economic environment in which the Embassy Office Parks REIT operates. All financial information presented in Indian Rupees has been rounded off to nearest million except unit and per unit data.

b) Basis of measurement

The Standalone financial statements are prepared on the historical cost basis, except for the following:
- Certain financial assets and liabilities (refer accounting policy regarding financial instrument): measured at fair values.

c) Use of judgements and estimates

The preparation of Standalone financial statements in conformity with generally

accepted accounting principles in India (Ind AS) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Actual results could differ from those estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Standalone financial statements is included in the following notes:

- i) Classification of lease arrangements as finance lease or operating lease - Note 2.2 (m).
- ii) Classification of Unitholders' funds - Note 10 (a).

Information about assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment are included in the following notes-

- i) Valuation of financial instruments - Refer Note 2.2 (h).
- ii) Recognition of deferred tax asset on carried forward losses and recognition of minimum alternate tax credit: availability of future taxable profit against which tax losses carried forward can be used- Note 2.2(q)(ii).
- iii) Impairment of investments and loans in subsidiaries

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The recoverable amounts for the investments in subsidiaries are based on value in use of the underlying properties. The value in use calculation is based on discounted cash flow model. The key assumptions used to determine the recoverable amount are disclosed and further explained in Note 3.

- iv) Fair valuation and disclosures

SEBI Circulars issued under the REIT Regulations require disclosures relating to net assets at fair value and total returns at

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

fair value (Refer Statement of net assets at fair value and Statement of total returns at fair value for details).

d) Current versus non-current classification

The Embassy Office Parks REIT presents assets and liabilities in the Standalone Balance Sheet based on current/non-current classification:

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Embassy Office Parks REIT classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Embassy Office Parks REIT has identified twelve months as its operating cycle.

The Trust has net current liabilities of ₹23,614.06 million as at March 31, 2024 mainly due to the maturity of Embassy REIT Series V NCD 2021 - Series A in October 2024 and Commercial Papers in June 2024 and January 2025. Based on the Group's liquidity position including undrawn borrowing facilities as well as a low leverage of 29% net debt to Gross Asset Value, the Trust will be able to refinance its borrowings and meet its current obligations as and when they fall due.

e) Measurement of fair values

A number of the Embassy Office Parks REIT accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Embassy Office Parks REIT. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Embassy Office Parks REIT uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The Embassy Office Parks REIT has an established control framework with respect to the measurement of fair values. The Embassy Office Parks REIT engages with external valuers for measurement of fair values in the absence of quoted prices in active markets.

While measuring the fair value of an asset or liability, the Embassy Office Parks REIT uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on inputs used in the valuation techniques as follows.

- **Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- **Level 2:** Inputs other than quoted prices included in Level 1 that are observable for

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(all amounts in ₹ million unless otherwise stated)

the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

- **Level 3:** Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Embassy Office Parks REIT uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The REIT recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

f) Impairment of non-financial assets

The Embassy Office Parks REIT assesses, at each reporting date, whether there is an indication that a non-financial asset other than deferred tax assets may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Embassy Office Parks REIT estimates the asset's recoverable amount.

An impairment loss is recognised in the Standalone Statement of Profit and Loss if the carrying amount of an asset or its cash-generating unit (CGU) exceeds its recoverable unit. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU on a pro rata basis. A CGU is the smallest identifiable asset REIT that generates cash flows that are largely independent from other assets and REITs. Impairment losses are recognised in the Standalone Statement of Profit and Loss, unless it reverses previous revaluation credited to equity, in which case it is charged to equity.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from

continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets, such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

g) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of Embassy Office Parks REIT's entities at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences arising on foreign exchange transactions settled and from translations during the year are recognised in the Standalone Statement of Profit and Loss of the year except exchange differences arising from the translation of the items which are recognised in OCI.

h) Financial instruments

i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Embassy Office Parks REIT becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value (except for trade receivables which are initially measured at transaction price) plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

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cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Embassy Office Parks REIT makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to the Management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether Management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Embassy Office Parks REIT's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Embassy Office Parks REIT's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as

ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- Amortised cost;
- Fair value through other comprehensive income (FVOCI)-debt instrument;
- Fair value through other comprehensive income (FVOCI)-equity instrument; or
- Fair value through profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Embassy Office Parks REIT changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of the principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of the principal and interest on the principal amount outstanding.

On initial recognition of an equity instrument that is not held for trading, the Embassy Office Parks REIT may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Embassy Office Parks REIT may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised

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consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Embassy Office Parks REIT considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Embassy Office Parks REIT considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt instruments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity instruments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative, or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit and loss. Any gain or loss on derecognition is also recognised in profit and loss.

- prepayment and extension features; and
- terms that limit the Embassy Office Parks REIT's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payment of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

iii) Derecognition

Financial assets

The Embassy Office Parks REIT derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Embassy Office Parks REIT neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Embassy Office Parks REIT enters into transactions whereby it transfers assets recognised in its Standalone Balance Sheet, but retains either all or substantially all of the

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risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Embassy Office Parks REIT derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.

The Embassy Office Parks REIT also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit and loss.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Standalone Balance Sheet when, and only when, the Embassy Office Parks REIT currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

i) Impairment of financial assets

Financial assets

The Embassy Office Parks REIT recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVTOCI-debt investments

At each reporting date, the Embassy Office Parks REIT assesses whether financial assets carried at amortised cost and debt securities at FVTOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer
- a breach of contract such as a default or being past due for 180 days or more
- the restructuring of a loan or advance by the Embassy Office Parks REIT on terms that

the Embassy Office Parks REIT would not consider otherwise

- it is probable that the borrower will enter bankruptcy or other financial reorganisation or
 - the disappearance of an active market for a security because of financial difficulties
- The Embassy Office Parks REIT measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:
- debt securities that are determined to have low credit risk at the reporting date; and
 - other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Embassy Office Parks REIT is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Embassy Office Parks REIT considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Embassy Office Parks REIT's historical experience and informed credit assessment and including forward-looking information.

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The Embassy Office Parks REIT assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Embassy Office Parks REIT considers a financial asset to be default when:

- the borrower is unlikely to pay its credit obligations to the Embassy Office Parks REIT in full, without recourse by the Embassy Office Parks REIT to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due without any security

Measurement of expected credit losses:

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Embassy Office Parks REIT and the cash flows that the Embassy Office Parks REIT expects to receive).

Presentation of allowance for expected credit losses in the balance sheet:

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVTOCI, the loss allowance is charged to profit and loss account and is recognised in OCI.

Write-off: The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Embassy Office Parks REIT determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Embassy Office Parks REIT's procedures for recovery of amounts due.

Majority of the financial assets of the Embassy Office Parks REIT pertain to loans to subsidiaries and other receivables. Considering the nature of business, the Embassy Office Parks REIT does not foresee any credit risk on its loans and other receivables which may cause an impairment. Also, Embassy Office Parks REIT does not have any past history of significant impairment of other receivables.

j) Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee

is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets and the amount initially recognised less cumulative amortisation, where appropriate.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

When guarantees in relation to loans or other payables of subsidiaries or associates are provided for no compensation, the fair values are accounted as contributions and recognised as part of the cost of investment.

k) Leases

Embassy Office Parks REIT as a lessee

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Embassy Office Parks REIT recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability, adjusted for any lease payments made at or before the commencement date, less any lease incentives received, plus any initial direct costs incurred and an estimate of the costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

The right-of-use assets is subsequently measured at cost less accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the Standalone statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not

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paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate applicable to the entity within the Embassy Office Parks REIT. Generally, the Embassy Office Parks REIT uses its incremental borrowing rate as the discount rate. For leases with reasonably similar characteristics, the Embassy Office Parks REIT, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole.

The Embassy Office Parks REIT recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Embassy Office Parks REIT recognises any remaining amount of the re-measurement in statement of profit and loss.

The Embassy Office Parks REIT has elected not to recognise right-of-use assets and lease liabilities for short-term leases of all assets that have a lease term of 12 months or less and leases of low-value assets. The Embassy Office Parks REIT recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Embassy Office Parks REIT as a lessor

i. Determining whether an arrangement contains a lease

At inception of an arrangement, it is determined whether the arrangement is or contains a lease. At inception or on reassessment of the arrangement that contains a lease, the payments and other consideration required by such an arrangement are separated into those for other elements on the basis of their relative fair values. If it is concluded for a finance lease that it is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. The liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the incremental borrowing rate.

ii. Assets held under leases

Leases in which the Embassy Office Parks REIT does not transfer substantially all

the risks and rewards of ownership of an asset are classified as operating leases. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Embassy Office Parks REIT to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Embassy Office Parks REIT's net investment in the leases.

iii. Initial direct costs

Initial direct costs such as brokerage expenses incurred specifically to earn revenues from an operating lease are capitalised to the carrying amount of leased asset and recognised over the lease term on the same basis as rental income.

l) Revenue recognition

Revenue is recognised when recovery of the consideration is probable and the amount of revenue can be measured reliably.

Recognition of dividend income, interest income

Dividend income is recognised in profit or loss on the date on which the Embassy Office Parks REIT's right to receive payment is established.

Interest income is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired). However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

m) Investments in subsidiaries and joint ventures

The Trust accounts for its investments in subsidiaries and joint ventures at cost less accumulated impairment losses (if any) in its Standalone financial statements. Investments accounted for at cost are accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

n) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an qualifying asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Interest expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument to the amortised cost of the financial liability. In calculating interest expense, the effective interest rate is applied to the amortised cost of the liability.

o) Taxation

Income tax comprises current and deferred tax. Income tax expense is recognised in the Standalone Statement of Profit and Loss except to the extent it relates to items directly recognised in equity or in other comprehensive income.

(i) Current tax:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax:

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- Temporary differences arising on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- Taxable temporary differences arising on initial recognition of goodwill."

Deferred income tax asset are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Embassy Office Parks REIT recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the tax rate (and tax laws) that have been enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Embassy Office Parks REIT expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Tax impact of timing difference which arise during the tax holiday period are recognised only to the extent of those differences which are reversed after the tax holiday period.

p) Provisions and contingencies

The Embassy Office Parks REIT recognises a provision when there is a present obligation (legal or constructive) as a result of a past obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

of resources is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

If the effect of the time value of money is material, provisions are discounted.

q) Operating segments

The objectives of Embassy REIT are to undertake activities in accordance with the provisions of the SEBI REIT Regulations and the Trust Deed. The principal activity of Embassy REIT is to own and invest in rent or income generating real estate and related assets in India.

The Board of Directors of the Investment Manager allocate the resources and assess the performance of the Trust, thus are the Chief Operating Decision Maker (CODM). In accordance with the requirements of Ind AS 108 - "Segment Reporting", the CODM monitors the operating results of the business as a single segment, hence no separate segment needs to be disclosed. As Embassy Office Parks REIT operates only in India, no separate geographical segment is disclosed.

r) Cash and cash equivalents

Cash and cash equivalents in the Standalone Balance Sheet comprises of cash at banks and on hand, deposits held at call with bank or financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

s) Cash distributions to unitholders

The Embassy Office Parks REIT recognises a liability to make cash distributions to unitholders when the distribution is authorised, and a legal obligation has been created. As per the REIT Regulations, a distribution is authorised when it is approved by the Board of Directors of the Manager. A corresponding amount is recognised directly in equity.

t) Statement of Cash flows

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Embassy Office Parks REIT are segregated.

For the purpose of the Statement of Cash Flow, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Embassy Office Parks REIT's cash management.

u) Earnings per unit

The basic earnings per unit is computed by dividing the net profit/(loss) attributable to the unitholders of the REIT by the weighted average number of units outstanding during the reporting year. The number of units used in computing diluted earnings/(loss) per unit comprises the weighted average units considered for deriving basic earnings/(loss) per unit and also the weighted average number of units which could have been issued on the conversion of all dilutive potential units.

Dilutive potential units are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per unit, only potential equity units that are dilutive and which either reduces earnings per share or increase loss per units are included.

v) Earnings before finance costs, impairment loss and tax

The Embassy Office Parks REIT has elected to present earnings before finance cost, impairment loss and tax as a separate line item on the face of the Standalone Statement of Profit and Loss. The Embassy Office Parks REIT measures earnings before finance cost, impairment loss and tax on the basis of profit/(loss) from continuing operations. In its measurement, the Embassy Office Parks REIT does not include finance costs, impairment loss, and tax expense.

w) Distribution Policy

Under the provisions of the REIT Regulations, Embassy Office Parks REIT is required to distribute to the Unitholders not less than ninety

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

percent of the net distributable cash flows ('NDCF') of Embassy Office Parks REIT and the current policy of the Manager is to comply with such requirement. The NDCF is calculated in accordance with the REIT Regulations and in the manner provided in the NDCF framework defined by the Manager. The Manager has made certain clarificatory amendments to the NDCF framework under the Distribution Policy to ensure that there is no ambiguity in computing the NDCF at Embassy REIT and SPV/Holdco level. The amended framework is approved by a special majority in the Unitholder's Meeting held on July 8, 2021 and is effective from April 1, 2021.

In terms of the REIT Regulations and NDCF framework which prescribes for the minimum amount of NDCF to be distributed to Embassy Office Parks REIT:

- not less than 90% of the NDCF of the SPVs are required to be distributed to the Embassy Office Parks REIT, in proportion to its shareholding in the SPV, subject to applicable provisions of the Companies Act, 2013.
- 100% of the cash flows received by the Holding Company from the underlying SPVs are required to be distributed to the Embassy Office Parks REIT, and not less than 90% of the NDCF generated by the Holding Company on its own shall be distributed to the Embassy Office Parks REIT, subject to applicable provisions of the Companies Act, 2013.
- The aforesaid net distributable cash flows are made available to Embassy Office Parks REIT in the form of (i) interest paid on Shareholder

Debt provided by Embassy Office Parks REIT to the SPV's/Holding Company, (ii) Principal repayment of Shareholder Debt, (iii) dividend declared by the SPVs/Holding Company and received by Embassy Office Parks REIT and (iv) Proceeds from sale of any Embassy REIT assets.

Since Embassy Office Parks REIT endeavours to quarterly distributions, any shortfall as regards minimum quarterly distribution by the SPVs and Holding Company to Embassy Office Parks REIT, post interest paid on Shareholder Debt, Interim Dividend payments and Principal repayment of Shareholder Debt, would be done by declaring dividend, to the extent permitted under the Companies Act, 2013.

SEBI has issued Revised framework for computation of Net Distributable Cash Flow (NDCF) by Real Estate Investment Trusts (REITs) dated December 6, 2023 which is effective from April 1, 2024.

x) Statement of net assets at fair value

The disclosure of Statement of Net Assets at Fair value comprises of the fair values of the properties held by Asset SPVs and the HoldCo as well as book values of the total liabilities and other assets of the Trust. The fair value of the property held by Asset SPVs and HoldCo are reviewed semi-annually by the independent property valuer taking into consideration market conditions existing at the reporting date, and other generally accepted market practices. The independent valuer is leading independent appraiser with a recognised and relevant professional qualification and experience.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

3 Non-current investments

Particulars	As at March 31, 2024	As at March 31, 2023
a) Unquoted investments in subsidiaries (at cost) (refer note below and note 26)		
- 405,940,204 (March 31, 2023: 405,940,204) equity shares of Umbel Properties Private Limited of ₹10 each, fully paid up	2,841.67	2,841.67
Less: Provision for impairment (refer note (a) below)	-	(1,348.68)
- 2,129,635 (March 31, 2023: 2,129,635) equity shares of Quadron Business Park Private Limited of ₹10 each, fully paid up	13,689.26	13,689.26
Less: Provision for impairment (refer note (a) below)	(4,725.95)	(4,014.06)
- 1,999 (March 31, 2023: 1,999) equity shares of Embassy Energy Private Limited of ₹10 each, fully paid up	732.79	732.79
Less: Provision for impairment (refer note (a) below)	(65.43)	(65.43)
	12,472.34	11,835.55
- 8,703,248 (March 31, 2023: 8,703,248) equity shares of Embassy Pune Techzone Private Limited of ₹10 each, fully paid up	12,083.50	12,083.50
- 1,461,989 (March 31, 2023: 1,461,989) equity shares of Manyata Promoters Private Limited of ₹100 each, fully paid up	99,475.27	99,475.27
- 271,611 (March 31, 2023: 271,611) equity shares of Qubix Business Park Private Limited of ₹10 each, fully paid up	5,595.08	5,595.08
- 1,884,747 (March 31, 2023: 1,884,747) equity shares of Oxygen Business Park Private Limited of ₹10 each, fully paid up	12,308.89	12,308.89
- 154,633,789 (March 31, 2023: 154,633,789) equity shares of Earnest Towers Private Limited of ₹10 each, fully paid up	10,590.24	10,590.24
- 6,134,015 (March 31, 2023: 6,134,015) equity shares of Vikhroli Corporate Park Private Limited of ₹10 each, fully paid up	10,710.94	10,710.94
- 254,583 (March 31, 2023: 254,583) equity shares of Indian Express Newspapers (Mumbai) Private Limited of ₹100 each, fully paid up	13,210.96	13,210.96
- 107,958 (March 31, 2023: 107,958) equity shares of Galaxy Square Private Limited of ₹100 each, fully paid up	4,662.50	4,662.50
- 65,15,036 (March 31, 2023: 65,15,036) Class A equity shares of Vikas Telecom Private Limited of ₹10 each, fully paid up (refer note 39)	50,695.45	50,695.45
- 3,300 (March 31, 2023: 3,300) equity shares of Sarla Infrastructure Private Limited of ₹1,000 each, fully paid up	6,870.02	6,870.02
- 733,800 (March 31, 2023: 733,800) equity shares of Embassy Construction Private Limited of ₹10 each, fully paid up (refer note 39)	64.66	64.66
	238,739.85	238,103.06
Aggregate amount of impairment recognised	4,791.38	5,428.17
b) Unquoted, measured at amortised cost		
Investment in debentures of GLSP (Joint venture entity)		
- 9,500 (March 31, 2023: 9,500) 8.15% debentures of ₹1 million each (refer note (c) below and note 26)	6,700.00	8,157.83
	245,439.85	246,260.89

- a) The recoverable amounts of the investments in subsidiaries have been computed based on value in use of the underlying properties, computed semi-annually in March and September of each financial year. The value in use is determined by L Anuradha and iVAS Partners, independent external property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield India Private Limited based and CBRE South Asia Private Limited on discounted cash flow method for year ended March 31, 2024 and March 31, 2023 respectively. Considering the ramp up of room occupancy and recovery in the Hospitality business operations of one of the subsidiaries, Umbel Properties Private Limited, the Trust has updated the financial projections basis which the future cash flows have been estimated for the purpose of determining the recoverable amount of the subsidiary as at March 31, 2024. Since the

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

recoverable amount exceeds the carrying value of the subsidiary as at March 31, 2024, the Trust has reversed the impairment loss of ₹1,348.68 million and recognised in the statement of profit and loss during the year ended March 31, 2024. During the current year, Impairment loss for the year ended March 31, 2024 amounts to ₹711.89 million (March 31, 2023: 1,295.12 million) has been provided as impairment on investment in subsidiaries namely Quadron Business Park Private Limited. The impairment loss arose mainly due to slower than anticipated lease up in its commercial properties and in previous year mainly due to slower ramp up of hotel room occupancy.

b) Details of % shareholding in the SPVs/subsidiaries, held by the Trust is as under:

Name of Subsidiary	As at March 31, 2024	As at March 31, 2023
Embassy Pune TechZone Private Limited	100.00%	100.00%
Manyata Promoters Private Limited	100.00%	100.00%
Umbel Properties Private Limited	100.00%	100.00%
Embassy Energy Private Limited	19.99%	19.99%
Earnest Towers Private Limited	100.00%	100.00%
Indian Express Newspapers (Mumbai) Private Limited	100.00%	100.00%
Vikhroli Corporate Park Private Limited	100.00%	100.00%
Qubix Business Park Private Limited	100.00%	100.00%
Quadron Business Park Private Limited	100.00%	100.00%
Oxygen Business Park Private Limited	100.00%	100.00%
Galaxy Square Private Limited	100.00%	100.00%
Vikas Telecom Private Limited	100.00%	100.00%
Sarla Infrastructure Private Limited	100.00%	100.00%
Embassy Construction Private Limited (refer note 39)	100.00%	100.00%

c) Investment in debentures of joint venture entity

- 9,500 (March 31, 2023: 9,500) unlisted, unrated, secured, redeemable, non-convertible debentures of Golfinks Software Parks Private Limited with face value of ₹1,000,000.00 each was issued on April 6, 2022.
- Interest Rate: 8.15% p.a.
- Security: The debentures are secured by first ranking exclusive security interest over identified land and building of Embassy Golfinks Business Park.
- Tenure: Debentures shall be redeemed 7 years from the deemed date of allotment. Early redemption of debentures shall be permitted subject to availability of funds on such date.

4 Non-current loans

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Loan to subsidiaries (refer note 26)	82,185.02	92,756.54
	82,185.02	92,756.54

Terms attached to loan to subsidiaries

Security: Unsecured

Interest: 12.50% per annum. The Lender may reset the rate of interest applicable to all or any tranche of the loan amount on: (i) any drawdown date; and (ii) any interest payment date prior to the repayment date, by giving a notice of not less than 5 (five) days to the borrower, provided that pursuant to any such reset, the interest rate shall continue to be not less than 12.50% per annum and not more than 14.00% per annum for any disbursements of the loan amount out of the proceeds of Listing.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Repayment:

- Bullet repayment on the date falling at the end of 15 (fifteen) years from the first drawdown date.
- Early repayment option (wholly or partially) is available to the borrower (SPV's).

5 Non-current tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance tax, net of provision for tax	0.55	-
	0.55	-

6 Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks		
- in current accounts*	5,184.85	5,276.63
- in escrow accounts		
Balances with banks for unclaimed distributions#	2.27	3.52
	5,187.12	5,280.15

* Balance in current accounts includes cheques on hand received from SPV's in respect of interest/principal repayments of loans and towards other receivables as at March 31, 2024 amounting to ₹615.22 million (March 31, 2023: ₹599.29 million).

These balances are restricted and are not available for use by the Trust.

7 Current loans

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Loan to subsidiaries (refer note 26)	704.18	1,104.30
	704.18	1,104.30

Terms attached to loan to subsidiaries

Security: Unsecured

Interest: 12.50% per annum. The Lender may reset the rate of interest applicable to all or any tranche of the loan amount on: (i) any drawdown date; and (ii) any interest payment date prior to the repayment date, by giving a notice of not less than 5 (five) days to the borrower.

Repayment: Bullet repayment and to be payable within 364 days from the date of disbursement. Early repayment option (wholly or partially) is available to the borrower (SPV's).

8 Other financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Other receivables		
- from related party (refer note 26)	65.82	39.93
- from others	0.39	-
	66.21	39.93

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

9 Other current assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Balances with government authorities	39.04	27.62
Prepayments	63.31	69.76
	102.35	97.38

10 Unit capital

Particulars	Units (No. in million)	Amount
As at April 1, 2022	947.90	288,262.11
Changes during the year	-	-
Balance as at March 31, 2023	947.90	288,262.11
As at April 1, 2023	947.90	288,262.11
Changes during the year	-	-
Balance as at March 31, 2024	947.90	288,262.11

(a) Terms/rights attached to Units

The Trust has only one class of Units. Each Unit represents an undivided beneficial interest in the Trust. Each holder of Units is entitled to one vote per unit. The Unitholders have the right to receive at least 90% of the Net Distributable Cash Flows of the Trust at least once in every six months in each financial year in accordance with the REIT Regulations. The Board of Directors of the Manager approves distributions to Unitholders. The distribution will be in proportion to the number of Units held by the Unitholders. The Trust declares and pays distributions in Indian Rupees.

Under the provisions of the REIT Regulations, Embassy Office Parks REIT is required to distribute to Unitholders not less than ninety percent of the net distributable cash flows of Embassy Office Parks REIT for each financial year. Accordingly, a portion of the Unitholders' funds contains a contractual obligation of the Trust to pay to its Unitholders cash distributions. The Unitholders funds could have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 6, 2023 issued under the REIT Regulations, the Unitholders funds have been classified as equity in order to comply with the mandatory requirements of Section H of Chapter 3 to the SEBI master circular dated July 6, 2023 dealing with the minimum disclosures for key financial statements. Consistent with Unitholders' funds being classified as equity, the distributions to Unitholders is presented in Statement of Changes in Unitholders' Equity and not as finance costs. In line with the above, the dividend payable to unitholders is recognised as liability when the same is approved by the Manager.

(b) Unitholders holding more than 5 percent Units in the Trust

Name of the Unitholder	As at March 31, 2024		As at March 31, 2023	
	No. of Units	% holding	No. of Units	% holding
Embassy Property Developments Private Limited	72,864,279	7.69%	72,864,279	7.69%
SG Indian Holding (Nq) Co I Pte Limited	-	-	55,239,840	5.83%
BRE/Mauritius Investments	-	-	52,610,124	5.55%
APAC Company XXIII Limited	71,271,142	7.52%	37,050,000	3.91%
ICICI Prudential Mutual Fund	86,568,879	9.13%	52,964,000	5.59%
HDFC Mutual Fund	72,087,235	7.60%	11,895,000	1.25%

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

(c) The Trust has not allotted any fully paid-up units by way of bonus units nor has it bought back any class of units during the period of five years immediately the balance sheet date. Further, the Trust had issued an aggregate of 613,332,143 Units at ₹300.00 each and 111,335,400 Units at a price of ₹331.00 each for consideration other than cash during the period of five years immediately preceding the balance sheet date.

(d) Unitholding of sponsor group

Name of Sponsors	Units held by sponsor group				% Change during the year ended March 31, 2024
	No. of units as at March 31, 2024	% of total units as at March 31, 2024	No. of units as at April 1, 2023	% of total units as at March 31, 2023	
Embassy Property Developments Private Limited	72,864,279	7.69%	72,864,279	7.69%	-
BRE/Mauritius Investments (Co sponsor including co-sponsor group) (refer note 26)	-	-	223,597,193	23.59%	(100.00%)

Unitholding of sponsor group

Sponsor	Units held by sponsor group				% Change during the year ended March 31, 2024
	No. of units as at March 31, 2023	% of total units as at March 31, 2023	No. of units as at April 1, 2022	% of total units as at March 31, 2022	
Embassy Property Developments Private Limited	72,864,279	7.69%	115,484,802	12.18%	(4.49%)
BRE/Mauritius Investments (Co sponsor including co-sponsor group) (refer note 26)	223,597,193	23.59%	300,597,191	31.71%	(8.12%)

11 Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
Retained earnings*	(46,209.46)	(37,689.45)
	(46,209.46)	(37,689.45)

* Refer Standalone Statement of changes in Unitholders' Equity for detailed movement in other equity balances.

Retained earnings

The cumulative gain or loss arising from the operations which is retained and accumulated under the heading of retained earnings. At the end of the year, the profit after tax is transferred from the statement of profit and loss to the retained earnings account.

12 Borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Secured		
Non-convertible debentures		
3,000 (March 31, 2023: 3,000) Embassy REIT Series IV, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note A below)	2,986.63	2,981.13
11,000 (March 31, 2023: 31,000) Embassy REIT Series V, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost)		
- Embassy REIT Series V NCD 2021 - Series A (refer note B below and note 13)	-	19,929.07
- Embassy REIT Series V NCD 2021 - Series B (refer note C below)	10,961.75	10,946.82

Standalone Financials

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
10,000 (March 31, 2023: 10,000) Embassy REIT Series VI, Non-Convertible debentures (NCD) 2022, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note D below)	9,967.55	9,956.75
105,000 (March 31, 2023: Nil) Embassy REIT Series VII, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note E below)	10,479.88	-
50,000 (March 31, 2023: Nil) Embassy REIT Series VIII, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note F below)	4,997.69	-
50,000 (March 31, 2023: Nil) Embassy REIT Series IX, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note G below)	4,997.44	-
100,000 (March 31, 2023: Nil) Embassy REIT Series X, Non-Convertible debentures (NCD) 2024, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note H below)	9,993.98	-
Term Loan		
- from financial institution, net of issue expenses at amortised cost (refer note L below)	7,573.80	9,971.02
	61,958.72	53,784.79

Note:

A. 3,000 (March 31, 2023: 3,000) Embassy REIT Series IV, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each

In September 2021, the Trust issued 3,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series IV NCD 2021 debentures having face value of ₹1 million each amounting to ₹3,000.00 million with a coupon rate of 6.80% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on September 9, 2021.

Security terms

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking *pari passu inter se* the Debenture Holders):

1. A first ranking charge by way of mortgage created by SIPL on the constructed, under-construction buildings, erections, constructions of every description and related parcels identified as Block 9, admeasuring 1.1 msf and forming part of the development known as Embassy TechVillage.
2. A first ranking *pari passu* pledge created by the Embassy REIT over its shareholding in SIPL; known as the "Secured SPV".

3. A first ranking *pari passu* charge by way of hypothecation created by Embassy REIT over identified receivables from SIPL.
4. A first ranking *pari passu* charge by way of hypothecation created by SIPL over all current and future movable assets, including identified bank accounts and receivables.
5. A corporate guarantee issued by SIPL.

Redemption terms:

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date
2. These debentures will be redeemed on the expiry of 60 months from the Date of Allotment for the Debentures at par on September 7, 2026.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between March 2026 to August 2026) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain

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(all amounts in ₹ million unless otherwise stated)

agreed minimum aggregate nominal value of debentures being redeemed.

5. The Trust has maintained security cover of 2.42 times as at March 31, 2024, which is higher than the limit of 2.04 times stipulated in the debenture trust deed dated September 3, 2021.

B. 20,000 (March 31, 2023: 20,000) Embassy REIT Series V - Series A, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each

In October 2021, the Trust issued 20,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series V NCD 2021 (Series A) debentures having face value of ₹1 million each amounting to ₹20,000.00 million with a coupon rate of 6.25% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on October 20, 2021.

Security term

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking *pari passu inter se* the Debenture Holders):

1. A first ranking *pari passu* charge by way of mortgage created by MPPL on the constructed buildings and related parcels identified as Palm (Block F3), Mahogany (Block F2), Mulberry (Block G1), Ebony (Block G2), G Bridge (G1 & G2), Teak (Block G3), Cypress (Block D4), Beech (Block E1) and Mfar - Green Phase 4, having an aggregate leasable area of 40,16,856 sq ft and land admeasuring 30.856 acres, forming part of the development known as Embassy Manyata Promoters Business Park.
2. A first ranking *pari passu* pledge created by Embassy REIT over its shareholding in MPPL; known as "Secured SPV".
3. A first ranking *pari passu* charge by way of hypothecation created by Embassy REIT over the identified receivables from MPPL.
4. A first ranking *pari passu* charge by way of hypothecation created by MPPL including identified bank accounts and receivables.
5. A corporate guarantee issued by MPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the scheduled redemption date.
2. These debentures will be redeemed on the expiry of 36 months from date of allotment at par on October 18, 2024.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the Series V (Series A) debentures on a pro-rata basis at any time on a specified call option date (between April 2024 to July 2024) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.
5. The Trust has maintained security cover of 2.74 times as at March 31, 2024, which is higher than the limit of 2.04 times stipulated in the debenture trust deed dated October 18, 2021.
6. These debentures are due for maturity on October 18, 2024, hence have been disclosed under short-term borrowings as at March 31, 2024 (refer note 13).

C. 11,000 (March 31, 2023: 11,000) Embassy REIT Series V - Series B, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each

In October 2021, the Trust issued 11,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series V NCD 2021 (Series B) debentures having face value of ₹1 million each amounting to ₹11,000.00 million with a coupon rate of 7.05% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on October 20, 2021.

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(all amounts in ₹ million unless otherwise stated)

Security term

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A first ranking pari passu charge by way of mortgage created by MPPL on the constructed buildings and related parcels identified as Magnolia (Block B), Pine (Block L5), Mountain Ash (Block H2), Silver Oak (Block E2) and Mfar- Philips Building having an aggregate leasable area of 20,23,051 sq ft and land admeasuring 11.530 acres forming part of the development known as Embassy Manyata Business Park.
2. A first ranking pari passu pledge created by Embassy REIT over its shareholding in MPPL; known as "Secured SPV".
3. A first ranking pari passu charge by way of hypothecation created by Embassy REIT over the identified receivables from MPPL.
4. A first ranking pari passu charge by way of hypothecation created by MPPL including identified bank accounts and receivables.
5. A corporate guarantee issued by MPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 60 months from Date of Allotment at par on October 18, 2026.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the Series V (Series B) debentures on a pro-rata basis at any time on a specified call option date (between April 2026 to July 2026) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

5. The Trust has maintained security cover of 2.90 times as at March 31, 2024, which is higher than the limit of 2.04 times stipulated in the debenture trust deed dated October 18, 2021.

D. 10,000 (March 31, 2023: 10,000) Embassy REIT Series VI - Non-Convertible debentures (NCD) 2022, face value of ₹1,000,000 each

In April 2022, the Trust issued 10,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series VI NCD 2022 debentures having face value of ₹1 million each amounting to ₹10,000.00 million with a coupon rate of 7.35% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on April 7, 2022.

Security term

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A sole and exclusive first ranking pari passu pledge created by MPPL over the 50% shareholding of GLSP.
2. A sole and exclusive first ranking pari passu pledge created by Embassy REIT over all the debentures issued by GLSP ("GLSP NCDs")
3. A first ranking pari passu charge by way of hypothecation created by Embassy REIT over the identified receivables/cashflows of GLSP NCDs issued by GLSP.
4. A first ranking pari passu charge by way of hypothecation created by MPPL over the identified receivables from GLSP.
5. A corporate guarantee issued by MPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 60 months from Date of Allotment at par on April 5, 2027.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of

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(all amounts in ₹ million unless otherwise stated)

credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

4. The issuer shall have the option of redeeming all or part of the Series VI debentures on a pro-rata basis at any time on a specified call option date (September 2026) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.
5. The Trust has maintained security cover of 4.06 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated March 31, 2022.

E. 105,000 (March 31, 2023: Nil) Embassy REIT Series VII Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In June 2023, the Trust issued 105,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series VII NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹10,500.00 million with a coupon rate of 7.77% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on June 7, 2023.

Security terms

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

1. A first ranking charge by way of mortgage over the two levels of basements, portion of ground and 1st floor and entire 2nd to 7th floors totally admeasuring 2,26,663 square feet, together with 54.2% undivided interest in the underlying land, common areas and voting rights in the building known as First International Financial Centre owned by ETPL.
2. A first ranking pledge created by Embassy REIT over its shareholding in ETPL and GSPL; known as "Secured SPVs".
3. A first ranking charge by way of hypothecation created by Embassy REIT over the identified receivables from ETPL and GSPL.

4. A first ranking charge by way of hypothecation by ETPL including over identified bank accounts and receivables.
5. A corporate guarantee issued by ETPL and GSPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 24 months from Date of Allotment at par on June 5, 2025.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the Series VII debentures on a pro-rata basis at any time on a specified call option date (March 2025) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 2.37 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated June 1, 2023.

F. 50,000 (March 31, 2023: Nil) Embassy REIT Series VIII Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In August 2023, the Trust issued 50,000 listed, Dual AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series VIII NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹5,000.00 million with a coupon rate of 8.10% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on August 30, 2023.

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Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

1. A first ranking charge by way of mortgage over commercial development along with undivided share of approximately 0.896 Acres (39,052.04 square feet) totally admeasuring to 1,94,947.56 square feet along with 254 car parking associated with the commercial development known as Embassy One.
2. A first ranking pari passu charge by way of mortgage created by SIPL on the constructed, under-construction buildings, erections, constructions of every description and related parcels identified as Block 9, admeasuring 1.1 msf and forming part of the development known as Embassy TechVillage to the extent of ₹1,500 million (SIPL Guarantee Amount).
3. A first ranking pledge created by Embassy REIT over its shareholding in QBPPL.
4. A first ranking charge by way of hypothecation created by QBPPL including over receivables.
5. A first ranking charge by way of hypothecation by SIPL including over identified bank accounts and receivables to the extent of SIPL Guarantee Amount.
6. A corporate guarantee issued by QBPPL.
7. A corporate guarantee issued by SIPL up to an extent of SIPL guarantee amount.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 60 months from Date of Allotment at par on August 28, 2028.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

4. The issuer shall have the option of redeeming all or part of the Series VIII debentures on a pro-rata basis at any time on a specified call option date (between February 2028 to May 2028) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 4.41 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated August 25, 2023.

G. 50,000 (March 31, 2023: Nil) Embassy REIT Series IX Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In September 2023, the Trust issued 50,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series IX NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹5,000.00 million with a coupon rate of 8.03% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on September 4, 2023.

Security terms

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

1. A first ranking charge by way of mortgage over multi-storied office building known by the name "Express Towers" with leaseable area of 475,587 sq ft along with underlying freehold land admeasuring 5,918.11 square meters
2. A first ranking pledge created by Embassy REIT over its shareholding in EPTPL & IENMPL.
3. A first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
4. A first ranking charge by way of hypothecation created by EPTPL & IENMPL over identified bank accounts and receivables.
5. A corporate guarantee issued by EPTPL & IENMPL.

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(all amounts in ₹ million unless otherwise stated)

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 24 months from Date of Allotment at par on September 4, 2025.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the Series IX debentures on a pro-rata basis at any time on a specified call option date (June 2023) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 8.61 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated August 30, 2023.

H. 100,000 (March 31, 2023: Nil) Embassy REIT Series X Non-Convertible debentures (NCD) 2024, face value of ₹100,000 each

In January 2024, the Trust issued 100,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series X NCD 2024 debentures having face value of ₹1 Lakh each amounting to ₹10,000.00 million with a coupon rate of 8.17% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on January 10, 2024.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

1. A first ranking charge by way of mortgage created by VTPL on the constructed buildings and related parcels identified as Block 2 having an aggregate leasable area of 19,15,325 square feet and forming part of the development known as Embassy TechVillage

together with portion of land admeasuring 12.93 acres on which the aforesaid buildings are constructed.

2. A first ranking pledge created by Embassy REIT over its shareholding in VTPL.
3. A first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
4. A first ranking charge by way of hypothecation created by VTPL over identified bank accounts and receivables.
5. A corporate guarantee issued by VTPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 19 months and 27 days from Date of Allotment at par on September 5, 2025.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. Embassy REIT has maintained security cover of 2.67 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated January 5, 2024.

- I. Rating agency CRISIL has assigned a rating of "CRISIL AAA/Stable" to Embassy REIT Series II NCD 2020, Embassy REIT Series III NCD 2021, Embassy REIT Series IV NCD 2021, Embassy REIT Series V NCD 2021, Embassy REIT Series VI NCD 2022, Embassy REIT Series VII NCD 2023, Embassy REIT Series IX NCD 2023 and Embassy REIT Series X NCD 2024.

The Embassy REIT Series VIII NCD 2023 have been rated by CRISIL and CARE. CRISIL has assigned a rating of 'CRISIL AAA/Stable' and CARE as has assigned rating of 'CARE AAA/Stable'.

Standalone Financials

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(all amounts in ₹ million unless otherwise stated)

J. Disclosure required as per Chapter XVII, Part III of SEBI master circular SEBI/HO/DDHS/PoD1/P/CIR/2023/119 dated August 10, 2021, updated as on July 7, 2023 r/w Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	As at March 31, 2024	As at March 31, 2023
Asset cover ratio (refer a below)	16.48%	18.41%
Debt-equity ratio (refer b below)	0.38	0.38
Debt-service coverage ratio (refer c below)	2.59	3.35
Interest-service coverage ratio (refer d below)	2.59	3.35
Outstanding redeemable preference shares	NA	NA
Debenture redemption reserve	NA	NA
Capital redemption reserve	NA	NA
Net worth (refer e below)	242,052.65	250,572.66
Net profit after tax	12,068.24	12,791.48
Earnings per unit - Basic	12.73	13.49
Earnings per unit - Diluted	12.73	13.49
Current Ratio (in times) (refer f below)	0.20	0.16
Long-term debt to working capital (in times) (refer g below)	2.62	1.55
Bad debts to Account receivable ratio (in times)	NA	NA
Current liability ratio (in times) (refer h below)	0.32	0.43
Total debts to total assets (in times) (refer i below)	0.27	0.27
Debtors' turnover (in times)	NA	NA
Inventory turnover	NA	NA
Operating margin (in %)	NA	NA
Net profit margin (in %) (refer j below)	63.34%	62.03%

Formulae for computation of ratios are as follows basis Condensed Standalone financial statements :

- Asset cover ratio $\ast = \text{Total borrowings of the Trust} / \text{Gross asset value of the Subsidiaries and Joint venture of the Trust as computed by independent valuers}$
- Debt equity ratio $\ast = \text{Total borrowings of the Trust} / \text{Unitholders' Equity}$
- Debt Service Coverage Ratio = $\text{Earnings before Finance costs, Depreciation, Amortisation, Impairment Loss and Tax} / [\text{Finance cost} + \text{Principal repayments made during the year to the extent not repaid through debt or equity}]$
- Interest Service Coverage Ratio = $\text{Earnings before Finance costs, Depreciation, Amortisation, Impairment Loss and Tax} / \text{Finance cost}$
- Net worth = Unit capital + Other equity
- Current ratio = Current Assets / Current liabilities
- Long term debt to working capital = $\text{Long term debt} \ast (\text{Non current}) / \text{working capital (i.e., Current assets less current liabilities)}$
- Current liability ratio = Current liabilities / Total liabilities
- Total debts to total assets = Total debt / Total assets
- Net profit margin = Profit after tax / Total income

\ast Total borrowings of the Trust = Long-term borrowings + Short-term borrowings
Unitholder's Equity = Unit Capital + Other equity

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(all amounts in ₹ million unless otherwise stated)

K. Lender 1 [balance as at 31 March 2023, including current maturities of long-term debt: ₹ 7,573.80 million (31 March 2023: 9,971.02 million)]

- Exclusive charge by way of mortgage created on the constructed buildings and related parcels identified as Block IT 3, Block IT 4, Block IT 5 and Block IT 6, having aggregate leasable area of 996,655 sq ft and underlying land situated at Embassy Qubix, Pune.
- Exclusive charge by way of mortgage created on the constructed buildings and related parcels identified as Tower A, Tower B and Tower C, having aggregate leasable area of 1,186,149 sq ft and underlying land situated at Embassy 247, Mumbai.
- Exclusive charge by way of hypothecation created by QBPPL and VCPPL over identified bank accounts and receivables.
- A corporate guarantee issued by each of QBPPL and VCPPL.

Repayment and interest terms

Particulars	As at March 31, 2024	As at March 31, 2023
Repayable in 144 monthly instalments from the date of drawdown, with moratorium till 2 February 2027. The loan carries an interest rate of Repo Rate plus applicable spread, currently 8.24 % p.a.	7,473.80	7,471.02
** Flexi term loan availed as sublimit of Term Loan - Repayable in 144 monthly instalments from the date of drawdown, with moratorium till 2 February 2027. The loan carries an interest rate of Repo Rate plus applicable spread, currently 8.24 % p.a.	100.00	2,500.00

** The Trust uses this Flexi term loan to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore it is not considered as loan repayment or drawdown for the purpose of NDCF computation.

13 Short term borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Secured		
Non-convertible debentures		
Nil (31 March 2023: 15,000) Embassy REIT Series II, Non-Convertible debentures (NCD) 2020, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note A below)		
- Embassy REIT Series II NCD 2020 — Tranche A	-	7,475.46
- Embassy REIT Series II NCD 2020 — Tranche B	-	7,486.99
Nil (31 March 2023: 26,000) Embassy REIT Series III, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note B below)	-	25,910.57
20,000 (31 March 2023: 20,000) Embassy REIT Series V, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note 12 - B)		
- Embassy REIT Series V NCD 2021 - Series A	19,973.94	-
Unsecured		
Commercial Papers		
- 5,000 (31 March 2023: Nil) Series A, face value of ₹500,000 each (refer note C below)	2,459.11	-
- 15,000 (31 March 2023: Nil) Series B, face value of ₹500,000 each (refer note D below)	7,054.83	-
	29,487.88	40,873.02

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A. Nil (31 March 2023 : 15,000) Embassy REIT Series II NCD 2020, face value of ₹1,000,000 each

In September 2020, the Trust issued 7,500 listed, AAA rated, secured, redeemable and non-convertible Embassy REIT Series II NCD 2020 (Tranche A), debentures having face value of ₹1 million each amounting to ₹7,500.00 million with a coupon rate of 7.25% p.a. payable quarterly. In October 2020, the Trust further issued 7,500 such debentures (Tranche B), with an coupon rate of 6.70% p.a. payable quarterly and with same terms and conditions as Tranche A.

The Tranche A and Tranche B NCD described above were listed on the Bombay Stock Exchange on 17 September 2020 and 05 November 2020 respectively.

Security terms:

The NCD's are secured against each of the following in favor of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A sole and exclusive first ranking charge by way of mortgage created by EPTPL on the constructed buildings and related parcels identified as Block 2, Block 3, Food court, Block 6, Block I, Block 11 and Block 5, having an aggregate leasable area of 2,00,674 square meters and forming part of the development known as Embassy TechZone together with portion of land admeasuring 96,630 square meters on which the aforesaid buildings are constructed out of the aggregate area of land measuring 67.45 acres equivalent to 2,72,979 sq. mtrs.
2. A sole and exclusive first ranking pledge created by the Embassy REIT over the shareholding in the SPV's namely IENMPL and EPTPL together known as "secured SPVs" along with shareholder loans given to these SPVs
3. A sole and exclusive first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
4. A sole and exclusive first ranking charge by way of hypothecation created by EPTPL over identified bank accounts and receivables.
5. A corporate guarantee issued by each of EPTPL and IENMPL.

Redemption terms:

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date
2. These debentures will be redeemed on the expiry of 37 months from the date of allotment for the debentures at par on 9 October 2023.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.25% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the IRR shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between March 2023 to September 2023) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.
5. The Trust had issued a call option notice dated 16 August 2023 and accordingly these debentures were fully redeemed on 9 September 2023 as per the terms of debenture trust deed.

B. Nil (31 March 2023: 26,000) Embassy REIT Series III NCD 2021, face value of ₹1,000,000 each

In January 2021, the Trust issued 26,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series III NCD 2021 debentures having face value of ₹1 million each amounting to ₹26,000.00 million with a coupon rate of 6.40% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on 19 January 2021.

Security terms

The NCD's are secured against each of the following in favor of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

1. A first ranking charge by way of mortgage created by VTPL on the constructed buildings and related parcels identified as Block 1A, Block 2 and Block 7B, having an aggregate leasable area of 3,43,772 square meters and forming part of the development known as Embassy TechVillage together with portion of land admeasuring 101,859 square meters on which the aforesaid buildings are constructed.
2. A first ranking charge by way of mortgage created by QBPL on the constructed buildings and related parcels identified as Block IT 1 and Block IT 2, having an aggregate leasable area of 42,163 square meters and forming part of the development known as Embassy Qubix together with portion of land admeasuring 23,028 square meters on which the aforesaid buildings are constructed.
3. A first ranking pari passu pledge created by the Embassy REIT, MPPL and EOPL over their shareholding in the SPV's namely VTPL and EEPL together known as "Secured SPVs".
4. A sole and exclusive first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
5. A sole and exclusive first ranking charge by way of hypothecation created by VTPL over identified bank accounts and receivables and by QBPL over identified receivables.
6. A corporate guarantee issued by each of VTPL, EEPL and QBPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
2. These debentures will be redeemed on the expiry of 37 months from the Date of Allotment for the Debentures at par on February 15, 2024.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of

credit rating, the coupon rate shall restore/ decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

4. The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between July 2023 to January 2024) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.
5. The Trust had issued a call option notice dated December 13, 2023 and accordingly these debentures were fully redeemed on January 15, 2024 as per the terms of the debenture trust deed.

C. 5,000 (31 March 2023: Nil) Embassy REIT Commercial Paper (Series A), face value of ₹ 500,000 each

On 8 January 2024 Embassy Office Parks REIT issued 5,000 Commercial Papers with a face value of ₹5,00,000 (Rupees five lakhs only) each, at a discount of 8.20% per annum to the face value. The discounted amount raised through CP was ₹2,414.30 million and the value payable on maturity is ₹2,500 million. Discount on Commercial papers is amortised over the tenor of the underlying instrument. The commercial papers were listed on BSE and is due for maturity on June 14, 2024.

D. 15,000 (31 March 2023: Nil) Embassy REIT Commercial Paper (Series B), face value of ₹ 500,000 each

On 8 January 2024 Embassy Office Parks REIT issued 15,000 Commercial Papers with a face value of ₹5,00,000 (Rupees five lakhs only) each, at a discount of 8.30% per annum to the face value. The discounted amount raised through CP was ₹6,925.20 million and the value payable on maturity is ₹7,500 million. Discount on Commercial papers is amortised over the tenor of the underlying instrument. The commercial papers were listed on BSE and is due for maturity on 7 January 2025.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

14 Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade payable		
- Total outstanding dues to micro and small enterprises (refer note (ii) below)	1.26	7.41
- Total outstanding dues other than micro and small enterprises		
- to related party (refer note 26)	-	0.23
- to others	1.39	0.12
	2.65	7.76

Notes:

- (i) All the trade payables are current in nature. The Trust's exposure to currency and liquidity risks related to trade payables and trade payables ageing are disclosed in note 27.
- (ii) Disclosure as per Section 22 of "The Micro, Small and Medium Enterprises Development Act, 2006" ("MSMED Act, 2006").

Particulars	As at March 31, 2024	As at March 31, 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the accounting year;	1.26	7.41
The amount of interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act, 2006.	-	-

15 Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Unclaimed distribution	2.27	3.52
Other liabilities		
- to related party (refer note 26)	-	60.87
- to others	39.65	126.05
	41.92	190.44

16 Other current liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues	32.65	43.72
Other liabilities	108.81	64.98
	141.46	108.70

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

17 Liabilities for current tax (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for income-tax, net of advance tax	-	1.82
	-	1.82

18 Interest income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest income		
- on fixed deposits	0.34	1.04
- on debentures (refer note 26)	616.27	727.29
- on loan to subsidiaries (refer note 26)	11,409.88	10,113.28
	12,026.49	10,841.61

19 Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit on sale of investments	41.05	71.25
	41.05	71.25

20 Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rates and taxes	34.86	35.51
Marketing and advertisement expenses	51.28	29.50
Insurance expenses	0.54	0.55
Bank charges	0.73	0.15
Miscellaneous expenses	9.14	1.05
	96.55	66.76

21 Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense on term loan from financial institutions	732.15	104.20
Interest expense on Non-Convertible debentures	6,296.61	5,912.78
Interest expense on Commercial papers	178.41	-
Other borrowing costs (refer note 26)	-	0.65
	7,207.17	6,017.63

22 Tax expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax	17.52	28.59
	17.52	28.59

Standalone Financials

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Reconciliation of tax expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before tax	12,085.76	12,820.07
Domestic tax rate	42.74%	42.74%
Tax using the Trust's domestic tax rate	5,165.94	5,479.81
Effect of exempt incomes	(8,126.98)	(8,782.85)
Effect of non-deductible expenses	2,978.73	3,333.94
Others	(0.17)	(2.31)
Tax expense	17.52	28.59

23 Auditor's remuneration

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
As auditor		
- Statutory audit	2.50	2.50
- Limited review	1.50	1.50
Reimbursement of expenses (including goods and services tax)	0.86	0.70
	4.86	4.70

24 Earnings Per Unit (EPU)

Basic EPU amounts are calculated by dividing the profit for the year attributable to Unitholders by the weighted average number of units outstanding during the year. Diluted EPU amounts are calculated by dividing the profit attributable to unitholders by the weighted average number of units outstanding during the year plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

The following reflects the profit and unit data used in the basic and diluted EPU computation.

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit after tax for calculating basic and diluted EPU (₹ in million)	12,068.24	12,791.48
Weighted average number of Units (No. in million)	947.90	947.90
Earnings Per Unit		
- Basic (Rupees/unit)	12.73	13.49
- Diluted (Rupees/unit) *	12.73	13.49

* The Trust does not have any outstanding dilutive potential instruments.

25 Commitments and contingencies

a) Contingent liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Claims not acknowledged as debt in respect of income tax matters *	15.66	15.66

* The Trust was assessed u/s. 143(3) of the Income Tax Act, 1961 for the Assessment Year (AY) 2021-22 on account of disallowance of expenses claimed u/s 35D of the Act. Aggrieved by the assessment order, the Trust has filed an appeal before CIT(A). Department had raised a demand of ₹15.66 million arising due to a calculation error in the said order. Hence the Trust has filed the rectification application u/s 154 of the Act. The Trust has therefore, disclosed ₹15.66 million (March 31, 2023: ₹15.66 million) as a contingent liability.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

b) Statement of capital and other commitments

- There are no capital commitments as at March 31, 2024 and March 31, 2023.
- The Trust has committed to provide financial support to some of its subsidiaries to ensure that these entities operate on going concern basis and are able to meet their debts and liabilities as they fall due.
- A search under Section 132 of the Income Tax Act was conducted on June 1, 2022 on the Trust. The Trust had received reassessment notice u/s 148 of the Income Tax Act for AY2019-20 for which the Trust has filed returns u/s 148. Further, in December 2023, the Trust has received reassessment notices u/s 148 for AY 2020-21 and AY 2021-22 for which the Trust has filed returns u/s 148.

26 Related party disclosures

I. List of related parties as at March 31, 2024

A. Parties to Embassy Office Parks REIT

Embassy Property Developments Private Limited - Co-Sponsor
BRE/Mauritius Investments - Co-Sponsor
Embassy Office Parks Management Services Private Limited - Manager
Axis Trustee Services Limited - Trustee

BRE/Mauritius Investments - Co-Sponsor

SG Indian Holding (NQ) Co. I Pte. Limited	BREP VII SG Oxygen Holding (NQ) Pte. Limited
BRE/Mauritius Investments II	BREP Asia HCC Holding (NQ) Pte. Limited
BREP NTPL Holding (NQ) Pte. Limited	BREP VII HCC Holding (NQ) Pte. Limited
BREP VII NTPL Holding (NQ) Pte. Limited	India Alternate Property Limited
BREP GML Holding (NQ) Pte. Limited	BREP Asia SG Indian Holding (NQ) Co. II Pte. Limited
BREP VII GML Holding (NQ) Pte. Limited	BREP VII SG Indian Holding (NQ) Co. II Pte. Limited
BREP Asia SG Oxygen Holding (NQ) Pte. Limited	

Directors and Key managerial personnel's of the Manager (Embassy Office Parks Management Services Private Limited)

Directors

Jitendra Virwani	Robert Christopher Heady (up to January 11, 2024)
Tuhin Parikh (up to January 11, 2024)	Aditya Virwani
Vivek Mehra	Asheesh Mohta (alternate to Robert Christopher Heady) (up to January 10, 2024)
Ranjan Ramdas Pai	Dr. Anoop Kumar Mittal (w.e.f: August 6, 2023)
Anuj Puri (up to August 5, 2023)	
Punita Kumar Sinha	

Key management personnel

Michael Holland	- CEO (up to June 30, 2022)
Vikaash Khdloya	- CEO (w.e.f. July 1, 2022 up to June 30, 2023)
Aravind Maiya	- CEO (w.e.f. July 1, 2023) - CFO (up to May 31, 2022)
Abhishek Agrawal	- CFO (w.e.f. July 27, 2023) - Interim CFO (w.e.f. June 1, 2022 up to July 26, 2023)
Deepika Srivastava	- Compliance Officer and Company Secretary (up to September 29, 2022)
Vinitha Menon	- Compliance Officer and Company Secretary (w.e.f: January 26, 2023)

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

(i) Subsidiaries (SPV)

Manyata Promoters Private Limited	Quadron Business Park Private Limited
Umbel Properties Private Limited	Oxygen Business Park Private Limited
Embassy Energy Private Limited	Galaxy Square Private Limited
Earnest Towers Private Limited	Embassy Pune TechZone Private Limited
Indian Express Newspapers (Mumbai) Private Limited	Vikas Telecom Private Limited
Vikhroli Corporate Park Private Limited	Sarla Infrastructure Private Limited
Qubix Business Park Private Limited	Embassy Construction Private Limited (w.e.f: March 31, 2023)

(ii) Joint Venture

Golflinks Software Park Private Limited

B Other related parties with whom the transactions have taken place during the year

Embassy Shelters Private Limited
Next Level Experiences LLP
JV Holdings Private Limited
Jitendra Virwani
Axis Bank Limited - Promotor of Trustee*

* Based on the internal assessment and legal advice, the Trust has disclosed transactions with Axis Bank Limited.

II. Transactions during the year

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Unsecured loans given to		
Quadron Business Park Private Limited	358.00	315.00
Embassy Pune Techzone Private Limited	620.00	3,365.00
Manyata Promoters Private Limited	19,814.07	4,343.15
Qubix Business Park Private Limited	35.00	55.00
Oxygen Business Park Private Limited	967.00	385.00
Earnest Towers Private Limited	-	40.00
Vikhroli Corporate Park Private Limited	181.00	79.80
Galaxy Square Private Limited	435.00	165.00
Umbel Properties Private Limited	10.00	80.00
Indian Express Newspapers (Mumbai) Private Limited	92.00	100.00
Sarla Infrastructure Private Limited	80.00	3,170.00
Embassy Construction Private Limited	175.00	2,500.00
Vikas Telecom Private Limited	2,292.63	1,192.50
Short-term construction loan given		
Manyata Promoters Private Limited	15,532.02	2,705.00
Oxygen Business Park Private Limited	525.25	380.00
Vikas Telecom Private Limited	28,180.44	1,790.97
Vikhroli Corporate Park Private Limited	-	250.00
Embassy Construction Private Limited	10.00	-
Embassy Pune Techzone Private Limited	-	250.00
Investment in debentures		
Golflinks Software Park Private Limited	-	9,500.00

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Redemption of investment in debentures		
Golflinks Software Park Private Limited	1,457.83	1,342.17
Unsecured loans repaid by		
Quadron Business Park Private Limited	7,495.00	-
Embassy Pune Techzone Private Limited	608.73	620.49
Manyata Promoters Private Limited	14,102.67	-
Qubix Business Park Private Limited	392.30	365.21
Oxygen Business Park Private Limited	92.34	500.01
Earnest Towers Private Limited	112.05	251.46
Vikhroli Corporate Park Private Limited	296.16	239.00
Galaxy Square Private Limited	56.34	239.99
Umbel Properties Private Limited	3.61	-
Indian Express Newspapers (Mumbai) Private Limited	374.55	179.54
Embassy Energy Private Limited	1,099.98	608.18
Sarla Infrastructure Private Limited	229.68	562.92
Embassy Construction Private Limited	2,520.00	-
Vikas Telecom Private Limited	3,504.54	4,373.95
Short-term construction loan repaid by		
Manyata Promoters Private Limited	15,827.02	3,190.00
Oxygen Business Park Private Limited	630.37	374.88
Quadron Business Park Private Limited	-	300.00
Embassy Pune Techzone Private Limited	-	445.82
Earnest Towers Private Limited **	-	840.00
Vikhroli Corporate Park Private Limited	-	250.00
Embassy Construction Private Limited	10.00	-
Vikas Telecom Private Limited#	28,180.44	4,220.97
Secondment fees		
Embassy Office Parks Management Services Private Limited	1.72	1.64
Investment management fees		
Embassy Office Parks Management Services Private Limited	238.36	239.47
Trademark license fees		
Embassy Shelters Private Limited	1.42	1.42
Trustee fee expenses		
Axis Trustee Services Limited	2.95	2.95
Marketing and advertisement expenses		
Next Level Experiences LLP	2.02	-
Manyata Promoters Private Limited	1.71	-
Interest received on debentures		
Golflinks Software Park Private Limited	616.27	727.29
Dividend Received		
Indian Express Newspapers (Mumbai) Private Limited	400.00	352.00
Earnest Towers Private Limited	678.85	505.00
Vikhroli Corporate Park Private Limited	548.14	600.00
Manyata Promoters Private Limited	5,360.00	8,250.00

** Includes repayment of long-term loan converted to short-term loan during the year ended March 31, 2024 of ₹Nil (March 31, 2023: ₹840 million).

Includes repayment of long-term loan converted to short-term loan during the year ended March 31, 2024 of ₹Nil (March 31, 2023: ₹2,430 million).

Standalone Financials

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest income		
Quadron Business Park Private Limited	1,409.21	1,575.35
Embassy Pune Techzone Private Limited	948.57	631.77
Manyata Promoters Private Limited	3,455.85	1,891.84
Qubix Business Park Private Limited	244.40	284.06
Oxygen Business Park Private Limited	961.95	879.07
Earnest Towers Private Limited	71.36	185.93
Vikhroli Corporate Park Private Limited	464.41	477.47
Galaxy Square Private Limited	218.80	209.54
Umbel Properties Private Limited	238.27	233.03
Indian Express Newspapers (Mumbai) Private Limited	337.61	361.96
Embassy Energy Private Limited	532.40	634.98
Sarla Infrastructure Private Limited	798.05	516.87
Embassy Construction Private Limited	38.41	-
Vikas Telecom Private Limited	1,690.59	2,231.41
Expenses incurred by the Trust on behalf of related party		
Vikas Telecom Private Limited	21.09	37.54
Manyata Promoters Private Limited	25.82	84.33
Others	49.73	72.36
Contingent consideration paid		
Embassy Property Developments Private Limited	-	350.00
Other borrowing costs (Guarantee fees)		
Qubix Business Park Private Limited	-	0.18
Manyata Promoters Private Limited	-	0.12
Sarla Infrastructure Private Limited	-	0.06
Vikas Telecom Private Limited	-	0.06
Vikhroli Corporate Park Private Limited	-	0.06
Embassy Energy Private Limited	-	0.06
Indian Express Newspapers (Mumbai) Private Limited	-	0.06
Embassy Pune Techzone Private Limited	-	0.06
Acquisition of ECPL*		
JV Holdings Private Limited	-	14.44
Jitendra Virwani	-	0.63
Issue expenses of borrowings		
Axis Bank Limited	6.20	-
Distribution paid		
BRE/Mauritius Investments	861.19	1,376.45
BRE/Mauritius Investments II	404.03	542.19
BREP Asia HCC Holding (NQ) Pte. Ltd.	231.65	351.22
BREP Asia SG Indian Holding (NQ) Co. II Pte. Ltd.	214.85	325.79
BREP Asia SG Oxygen Holding (NQ) Pte. Ltd.	263.67	399.83
BREP GML Holding (NQ) Pte. Ltd.	102.92	156.07
BREP NTPL Holding (NQ) Pte. Ltd.	125.96	191.00
BREP VII GML Holding (NQ) Pte. Ltd.	25.70	38.97
BREP VII HCC Holding (NQ) Pte. Ltd.	57.53	87.31
BREP VII NTPL Holding (NQ) Pte. Ltd.	31.45	47.69

* Refer note 39

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
BREP VII SG Indian Holding (NQ) Co. II Pte. Ltd.	53.66	81.38
BREP VII SG Oxygen Holding (NQ) Pte. Ltd.	65.85	99.87
Embassy Property Development Private Limited	1,553.17	2,433.26
India Alternate Property Limited	317.45	481.40
SG Indian Holding (NQ) Co. I Pte. Ltd.	904.24	1,371.23
Guarantee given by SPV on behalf of REIT		
Qubix Business Park Private Limited and Vikhroli Corporate Park Private Limited	-	10,000.00
Earnest Towers Private Limited and Galaxy Square Private Limited	10,500.00	-
Embassy Pune Techzone Private Limited and Indian Express Newspapers (Mumbai) Private Limited	5,000.00	-
Quadron Business Park Private Limited and Sarla Infrastructure Private Limited	5,000.00	-
Vikas Telecom Private Limited	10,000.00	-
Sarla Infrastructure Private Limited	-	-
Manyata Promoters Private Limited	-	10,000.00

III. Closing balances

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured loan receivable (non-current)		
Quadron Business Park Private Limited	9,302.81	16,222.94
Embassy Pune Techzone Private Limited	6,875.61	6,873.59
Manyata Promoters Private Limited	23,443.15	22,426.19
Qubix Business Park Private Limited	1,728.24	2,085.54
Oxygen Business Park Private Limited	7,953.01	7,010.77
Earnest Towers Private Limited	498.90	610.96
Vikhroli Corporate Park Private Limited	3,632.45	3,748.96
Galaxy Square Private Limited	1,984.68	1,584.18
Umbel Properties Private Limited	1,905.69	2,227.55
Indian Express Newspapers (Mumbai) Private Limited	2,579.13	2,861.67
Embassy Energy Private Limited	3,663.79	4,763.76
Sarla Infrastructure Private Limited	6,262.59	6,429.59
Embassy Construction Private Limited	156.07	2,500.00
Vikas Telecom Private Limited	12,198.90	13,410.84
Short-term construction loan		
Manyata Promoters Private Limited	-	295.00
Oxygen Business Park Private Limited	-	105.12
Embassy Pune Techzone Private Limited	704.18	704.18
Investment in Debentures		
Golflinks Software Park Private Limited	6,700.00	8,157.83
Other receivables		
Earnest Towers Private Limited	1.36	1.16
Embassy Energy Private Limited	1.70	1.89
Galaxy Square Private Limited	2.89	2.96
Indian Express Newspapers (Mumbai) Private Limited	1.46	1.81
Oxygen Business Park Private Limited	3.88	3.21
Quadron Business Park Private Limited	2.33	1.78
Qubix Business Park Private Limited	1.33	0.85

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Umbel Properties Private Limited	0.89	0.28
Vikhroli Corporate Park Private Limited	1.74	1.61
Vikas Telecom Private Limited	9.05	-
Next Level Experiences LLP	8.95	-
Embassy Pune TechZone Private Limited	5.72	8.97
Golflinks Software Park Private Limited	1.49	-
Sarla Infrastructure Private Limited	1.43	-
Embassy Construction Private Limited	2.69	-
Manyata Promoters Private Limited	18.91	15.41
Other financial liabilities		
Embassy Office Parks Management Services Private Limited	-	59.15
Next Level Experiences LLP	-	1.72
Trade Payables		
Vikas Telecom Private Limited	-	0.06
Vikhroli Corporate Park Private Limited	-	0.06
Embassy Shelters Private Limited	-	0.11
Investment in equity shares of subsidiaries		
Embassy Pune Techzone Private Limited	12,083.50	12,083.50
Manyata Promoters Private Limited	99,475.27	99,475.27
Quadron Business Park Private Limited*	8,963.31	9,675.20
Oxygen Business Park Private Limited	12,308.89	12,308.89
Earnest Towers Private Limited	10,590.24	10,590.24
Vikhroli Corporate Park Private Limited	10,710.94	10,710.94
Qubix Business Park Private Limited	5,595.08	5,595.08
Galaxy Square Private Limited	4,662.50	4,662.50
Umbel Properties Private Limited*	2,841.67	1,492.99
Indian Express Newspapers (Mumbai) Private Limited	13,210.96	13,210.96
Embassy Energy Private Limited*	667.36	667.36
Vikas Telecom Private Limited	50,695.45	50,695.45
Embassy Construction Private Limited	64.66	64.66
Sarla Infrastructure Private Limited	6,870.02	6,870.02
Guarantee given by SPV on behalf of REIT		
Indian Express Newspapers (Mumbai) Private Limited and Embassy Pune Techzone Private Limited	5,000.00	15,000.00
Vikas Telecom Private Limited, Embassy Energy Private Limited and Qubix Business Park Private Limited	-	26,000.00
Earnest Towers Private Limited and Galaxy Square Private Limited	10,500.00	-
Quadron Business Park Private Limited and Sarla Infrastructure Private Limited	5,000.00	-
Vikas Telecom Private Limited	10,000.00	-
Qubix Business Park Private Limited and Vikhroli Corporate Park Private Limited	10,000.00	10,000.00
Sarla Infrastructure Private Limited	3,000.00	3,000.00
Manyata Promoters Private Limited	41,000.00	41,000.00

* Net of provision for impairment totalling ₹4,791.38 million (March 31, 2023: ₹5,428.17 million).

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

27 Financial instruments

a) The carrying value and fair value of financial instruments by categories are as below:

Particulars	Carrying value March 31, 2024	Fair Value March 31, 2024	Carrying value March 31, 2023	Fair Value March 31, 2023
Financial assets				
Amortised cost				
Loans	82,889.20	-	93,860.84	-
Cash and cash equivalents	5,187.12	-	5,280.15	-
Other financial assets	66.21	-	39.93	-
Total assets	88,142.53	-	99,180.92	-
Financial liabilities				
Amortised cost				
Borrowings (including current maturities of long-term debt) - fixed rate	83,872.80	83,047.46	84,686.79	83,618.12
Borrowings (including current maturities of long-term debt) - floating rate	7,573.80	-	9,971.02	-
Other financial liabilities	41.92	-	190.44	-
Trade payables	2.65	-	7.76	-
Total liabilities	91,491.17	83,047.46	94,856.01	83,618.12

The fair value of cash and cash equivalents, trade payables, loans, other financial assets and liabilities and borrowings at floating rate approximate their carrying amounts.

b) Measurement of fair values

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:

- recognised and measured at fair value
- measured at amortised cost and for which fair values are disclosed in the Standalone financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the trust has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is mentioned below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Transfers between Level 1, Level 2 and Level 3

There were no transfers between Level 1, Level 2 or Level 3 during the year ended March 31, 2024 and year ended March 31, 2023.

Determination of fair values

Fair values of financial assets and liabilities have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

- The fair value of mutual funds are based on price quotations at reporting date.
- The fair values of other current financial assets and financial liabilities are considered to be equivalent to their carrying values.
- The fair values of borrowings at fixed rates are considered to be equivalent to present value of the future contracted cashflows discounted at the current market rate.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

c) Financial risk management

The Trust has exposure to following risks arising from financial instruments:

- Credit risk (refer note (b) below)
- Liquidity risk (refer note (c) below)
- Market risk (refer note (d) below)

a) Risk management framework

The Board of Directors of the Manager of the Trust has overall responsibility for the establishment and oversight of the Trust's risk management framework. The Trust's risk management policies are established to identify and analyse the risks faced by the Trust, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Trust's activities.

The Board of Directors of the Manager of the Trust, monitors compliance with the Trust's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Trust. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

b) Credit risk

Credit risk is the risk of financial loss to the Trust if a counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Trust's receivables from loans given to its SPV's and cash and cash equivalents. The carrying amount of financial assets represents the maximum credit exposure.

The Trust establishes an allowance account for impairment that represents its estimate of losses in respect of its financial assets. The main component of this allowance is estimated losses that relate to specific tenants or counterparties. The allowance account is used to provide for impairment losses. Subsequently when the Trust is satisfied that no recovery of such losses

is possible, the financial asset is considered irrecoverable and the amount charged to the allowance account is then written off against the carrying amount of the impaired financial asset.

Cash at bank and fixed deposits are placed with financial institutions which are regulated and have low risk.

As at the reporting date, there is no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying value of each financial asset on the Standalone Balance Sheet.

c) Liquidity Risk

Liquidity risk is the risk that the trust will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The trust's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the trust's reputation.

Management monitors rolling forecasts of the trust's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the Management of the trust in accordance with practice and limits set by the trust. In addition, the trust's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet those, monitoring balance sheet liquidity ratios and maintaining debt refinancing plans.

Maturities of financial liabilities

The following are the Trust's remaining contractual maturities of financial liabilities as the reporting date. The contractual cash flows reflect the undiscounted cash flows of financial liabilities based on the earliest date on which the Trust may be required to pay and includes contractual interest payments and excludes the impact of netting agreements. The Trust believes that the working capital is sufficient to meet its current requirements, accordingly no liquidity risk is perceived.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

March 31, 2024

Particulars	Carrying value	Contractual cash flows				Total
		Within 1 year	1-3 years	3-5 years	More than 5 years	
Borrowings	91,446.60	35,458.43	45,202.34	16,836.08	11,305.97	108,802.82
Trade payables	2.65	2.65	-	-	-	2.65
Other financial liabilities	41.92	41.92	-	-	-	41.92
Total	91,491.17	35,503.00	45,202.34	16,836.08	11,305.97	108,847.39

March 31, 2023

Particulars	Carrying value	Contractual cash flows				Total
		Within 1 year	1-3 years	3-5 years	More than 5 years	
Borrowings	94,657.81	46,783.51	25,710.37	27,873.04	14,516.03	114,882.95
Trade payables	7.76	7.76	-	-	-	7.76
Other financial liabilities	190.44	190.44	-	-	-	190.44
Total	94,856.01	46,981.71	25,710.37	27,873.04	14,516.03	115,081.15

Following table provides detailed ageing for trade payables as March 31, 2024

Particulars	Unbilled dues	Outstanding for the following periods from due date of payments					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	1.26	-	-	-	-	1.26
(ii) Others	-	-	1.39	-	-	-	1.39
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	-	1.26	1.39	-	-	-	2.65

Following table provides detailed ageing for trade payables as March 31, 2023

Particulars	Unbilled dues	Outstanding for the following periods from due date of payments					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	7.41	-	-	-	-	7.41
(ii) Others	-	-	0.35	-	-	-	0.35
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	-	7.41	0.35	-	-	-	7.76

d) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices which will affect the Trust's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return.

i. Currency risk

The Trust operates only in India and hence does not have any exposure to currency risk.

ii. Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Trust's exposure to the risk of changes in market interest rates relates primarily to its long-term debt obligations from financial institution with variable interest rates.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

Exposure to interest rate risk

The Trust's main interest rate risk arises from long-term borrowings with variable rates, which expose the Trust to cash flow interest rate risk.

Particulars	March 31, 2024	March 31, 2023
Fixed-rate instruments:		
Financial liabilities		
Borrowings	83,872.80	84,686.79
Variable rate instruments:		
Financial liabilities		
Borrowings (Non-current and current)	7,573.80	9,971.02

Fair value sensitivity analysis for fixed-rate instruments

The Trust does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Hence, there is no exposure as at the reporting date to the standalone statement of profit or loss.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 1% (100 basis points) in interest rates at the reporting date would have increased/(decreased) other equity and profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

Particulars	Profit or loss		Equity, net of tax	
	+ 1%	- 1%	+ 1%	- 1%
Loans and borrowings as at March 31, 2024	88.85	(88.85)	88.85	(88.85)
Loans and borrowings as at March 31, 2023	13.12	(13.12)	13.12	(13.12)

iii. Price risk

Price risk is the risk of fluctuations in the value of assets and liabilities as a result of changes in market prices of investments. The Trust has no material exposure to equity securities price risk and is not exposed to commodity risk. The Trust's exposure to price risk arises from investments held by the Trust in mutual funds and classified in the balance sheet as fair value through statement of profit or loss. The fair value of these investments is marked to an active market. The financial assets carried at fair value by the Trust are mainly investments in liquid and overnight debt mutual funds and accordingly no material volatility is expected.

28 Capital management

The Trust's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Trust's capital structure mainly constitutes equity in the form of unit capital and debt. The projects of SPV's are initially funded through construction financing arrangements. On completion, these loans are restructured into lease-rental discounting arrangements or debentures. The Trust's capital structure is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

The Trust monitors Capital using ratio of 'Net debt' to 'Gross asset value (GAV)' of all SPV's. For this purpose, Net debt is defined as Long-term borrowings + Short-term borrowings - Cash and other bank balances - Investments in mutual funds if any (net of NDCF to be distributed for the recent quarter). The Trust's adjusted Net debt to GAV ratio as at March 31, 2024 and March 31, 2023 are as follows:

Particulars	March 31, 2024	March 31, 2023
Net debt	91,207.49	94,695.34
GAV	555,005.26	514,141.14
Net debt to GAV	16.43%	18.42%

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

29 Details of utilisation of proceeds of issue of Embassy REIT Series VII NCD 2023 as at March 31, 2024 are follows:

Objects of the issue as per the prospectus	Proposed utilisation	Actual utilisation up to March 31, 2024	Unutilised amount as at March 31, 2024
Infusion of shareholder loan into SPVs for refinancing of existing loan of SPVs, capital expenditure, working capital requirements of SPVs and for general purposes including issue expenses	10,500.00	10,500.00	-
Total	10,500.00	10,500.00	-

30 Details of utilisation of proceeds of issue of Embassy REIT Series VIII NCD 2023 as at March 31, 2024 are follows:

Objects of the issue as per the prospectus	Proposed utilisation	Actual utilisation up to March 31, 2024	Unutilised amount as at March 31, 2024
Refinancing of existing Series II NCDs and payment of fees/expenses on the issue	5,000.00	5,000.00	-
Total	5,000.00	5,000.00	-

31 Details of utilisation of proceeds of issue of Embassy REIT Series IX NCD 2023 as at March 31, 2024 are follows:

Objects of the issue as per the prospectus	Proposed utilisation	Utilisation up to March 31, 2024	Unutilised as at March 31, 2024
Refinancing of existing Series II NCDs and payment of fees/expenses on the issue	5,000.00	5,000.00	-
Total	5,000.00	5,000.00	-

32 Details of utilisation of proceeds of issue of Embassy REIT Series X NCD 2024 as at March 31, 2024 are follows:

Objects of the issue as per the prospectus	Proposed utilisation	Utilisation up to March 31, 2024	Unutilised as at March 31, 2024
Refinancing of existing Series III NCDs and payment of fees/expenses on the issue	10,000.00	10,000.00	-
Total	10,000.00	10,000.00	-

33 Reconciliation of movements of financial liabilities to cash flows arising from financing activities

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening balance	94,657.81	74,491.33
Changes from financing cash flows		
Proceeds from Issue of Non-convertible debentures (net of issue expenses)	30,452.81	9,949.36
Proceeds of borrowings from financial institutions (net of issue expenses)	-	9,971.69
Repayment of borrowings from financial institutions	(2,397.89)	-
Proceeds from issue of Commercial Paper	9,335.53	-
Redemption of Non-convertible debentures (including redemption premium)	(41,000.00)	-
Interest paid	(6,808.97)	(5,771.10)
Other changes		
Accrual of interest on debentures	7,207.17	6,017.63
Unpaid issue expenses	0.14	(1.09)
Closing balance	91,446.60	94,657.81

Standalone Financials

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

34 Segment Reporting

The Trust does not have any Operating segments as at March 31, 2024 and March 31, 2023 and hence, disclosure under Ind AS 108, Operating segments has not been provided in the Standalone financial statements.

35 The Trust does not have any unhedged foreign currency exposure as at March 31, 2024 and March 31, 2023.

36 The trust outsources its manpower and technology assistance requirements and does not have any employee on its roles and hence does not incur any employee related benefits/costs.

37 Investment management fees

Pursuant to the Investment management agreement dated June 12, 2017, as amended, the Manager is entitled to fees @ 1% of REIT Distributions which shall be payable either in cash or in Units or a combination of both, at the discretion of the Manager. The fees has been determined for undertaking management of the Trust and its investments. Investment management fees accrued for the year ended March 31, 2024 amounts to ₹238.36 million (March 31, 2023: ₹239.47 million). There are no changes during the year ended March 31, 2024 in the methodology for computation of fees paid to the Manager.

The gross purchase consideration is as follows:

Particulars	Amount (in million)
Total Purchase Consideration	64.66
Less: Other Assets	(214.81)
Less: Transaction cost	(49.59)
Add: Other Liabilities	3,547.66
Gross purchase consideration	3,347.93

The Trust had obtained two independent valuation reports as required by the REIT regulations for the above acquisition and the average of the two valuations amounted to ₹3,506 million. Acquisition consideration was at 4.5% discount

38 Secondment fees

Pursuant to the Secondment agreement dated March 11, 2019, the Manager is entitled to fees of ₹0.10 million per month in respect certain employees of the Manager being deployed to the Trust in connection with the operation and management of the assets of the Trust. The fees shall be subject to an escalation of 5% (five per cent) every financial year. Secondment fees for the year ended March 31, 2024 amounts to ₹1.72 million (March 31, 2023: ₹1.64 million). There are no changes during the year ended March 31, 2024 in the methodology for computation of secondment fees paid to the Manager.

39 During the previous ended March 31, 2023, The Trust had entered into share purchase agreements with JV Holdings Private Limited (JVHPL) and Mr. Jitendra Virwani (together known as sellers) for acquisition of Embassy Hub Business Park. The acquisition was effected on March 31, 2023 ("Acquisition Date").

The Trust had acquired 100% of the equity share capital of ECPL comprising 733,800 fully paid-up equity shares of ₹10 each from JVHPL (an holding company of EPDPL our co-sponsor) and Mr. Jitendra Virwani.

The price payable for acquisition of equity shares of ECPL is funded entirely through internal accruals of the the Trust. The consideration for the aforesaid acquisition, was paid in the form of assumption and repayment of identified assets and liabilities of ECPL.

to average of two independent valuation reports. No fees or commission was payable to the Sellers in relation to the transaction. All the material conditions and obligations for the transaction were complied.

Notes to the Standalone Financial Statements

(all amounts in ₹ million unless otherwise stated)

40 Distributions

The Board of Directors of the Manager to the Trust, in their meeting held on April 25, 2024, have declared distribution to Unitholders of ₹5.22 per unit which aggregates to ₹4,948.01 million for the quarter ended March 31, 2024. The distribution of ₹5.22 per unit comprises ₹1.35 per unit in the form of interest payment, ₹1.04 per unit in the form of dividend and the balance ₹2.83 per unit in the form of repayment of debt.

Along with distribution of ₹15,270.57 million/₹16.11 per unit for the nine months ended December 31, 2023, the cumulative distribution for the year ended March 31, 2024 aggregates to ₹20,218.58 million/₹21.33 per unit.

The accompanying notes referred to above are an integral part of these Consolidated Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**

Partner

Membership number: 209567

Place: Bengaluru

Date: April 25, 2024

for and on behalf of the Board of Directors of

Embassy Office Parks Management Services Private Limited

(as Manager to Embassy Office Parks REIT)

Jitendra Virwani

Director

DIN: 00027674

Place: Bengaluru

Date: April 25, 2024

Aditya Virwani

Director

DIN: 06480521

Place: Bengaluru

Date: April 25, 2024

Independent Auditor's Report

(all amounts in ₹ million unless otherwise stated)

To the Unitholders of Embassy Office Parks REIT

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Embassy Office Parks REIT (hereinafter referred to as "the REIT"), its subsidiaries and a joint venture (together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2024, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Unitholders' Equity for the year then ended and the consolidated Statement of Net Assets at fair value as at March 31, 2024 and the consolidated Statement of Total Returns at fair value and the Statement of Net Distributable Cash Flows ('NDCFs') of the REIT and each of its subsidiaries for the year then ended and notes to the consolidated Ind AS financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder read with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 6, 2023, (the "REIT regulations") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, to the extent not inconsistent with REIT regulations, of the consolidated state of affairs of the Group as at March 31, 2024, its consolidated profit including other comprehensive income, its consolidated cash flows, the consolidated statement of changes in Unitholders' equity for the year ended on that date, its consolidated net assets at fair value as at March 31, 2024, its consolidated total returns at fair value and the NDCFs of the REIT and each of its subsidiaries for the year ended March 31, 2024.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Emphasis of Matter

- 1) We draw attention to note 45(iv) to the consolidated Ind AS financial statements which refers to the uncertainty in relation to two pending cases, as regards Property tax dues aggregating to ₹3,418.89 million as at March 31, 2024, payable by Manyata Promoters Private Limited, before judicial forums, basis previously raised demand notices by the local regulatory authority. Based on legal opinions obtained and pending outcome of such legal matter no provision has been made in these consolidated Ind AS financial statements.
- 2) We draw attention to note 56 to the consolidated Ind AS financial statements, regarding advance aggregating to ₹6,533.20 million as at March 31, 2024, paid for co-development of M3 Block B property. There has been delay in project development as per the planned construction timeline, as the acquisition of necessary development rights and certain regulatory approvals are yet to be received. The management of the Group, basis the representation obtained from Embassy Property Development Private Limited, the Developer, is confident of delivery of the property under development after acquisition of necessary development rights and certain regulatory approvals which are yet to be received. Accordingly, no adjustments have been made in these consolidated Ind AS financial statements.

Our opinion is not modified in respect to the above matters.

(all amounts in ₹ million unless otherwise stated)

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
<p>Assessing impairment of Goodwill, Intangible assets with indefinite useful life, Investment property and Property, plant and equipment (as described in note 2.2(c), 6 of the consolidated Ind AS financial statements)</p> <p>Goodwill and other Intangible assets with indefinite useful life, acquired in a business combination, are significant items on the balance sheet and management performs impairment testing for such goodwill and intangible assets, annually.</p> <p>Further, the Group's carrying value of Investment properties is ₹312,946.49 million (including properties under construction - ₹16,523.47 million) and carrying value of Property, plant and equipment is ₹30,508.34 million (including capital work in progress - ₹1,511.50 million) as at March 31, 2024, which is also subject to impairment testing.</p> <p>In performing such impairment assessments, management compared the carrying value of each of the identifiable cash generating units ("CGUs") to which goodwill and other Intangible assets with indefinite useful life had been allocated with their respective 'value in use' computed based on discounted cash flow method, to determine if any impairment loss should be recognised.</p> <p>Similarly, for ensuring that its investment properties and property, plant and equipment are carried at no more than their recoverable amount, the recoverable amount, i.e. value in use, is determined by forecasting and discounting future cash flows.</p> <p>Considering the impairment assessment involves significant assumptions and judgement, we regard this as a key audit matter.</p>	<p>Our audit procedures, among others, included the following:</p> <ul style="list-style-type: none"> - Assessed the management's valuation methodology in determining the recoverable amounts. - Evaluated management's identification of CGU's, the carrying value of each CGU and the methodology followed by management for the impairment assessment in compliance with the applicable accounting standards. - We involved valuation specialists to: <ol style="list-style-type: none"> (a) Assess the valuation reports issued by the independent valuer engaged by the management and compared key property related data used as input with actual data. (b) Assess the key assumptions included in the cash flow forecasts by management and independent valuer. (c) Discussed changes in key drivers as compared to actual performance with management in order to evaluate whether the inputs and assumptions used in the valuation models by management and independent valuer were reasonable. - We read/assessed the disclosures in the consolidated Ind AS financial statements for compliance with the relevant accounting standards requirements.

Independent Auditor's Report (contd.)

(all amounts in ₹ million unless otherwise stated)

Classification of Unitholders' funds as equity (as described in note 19(a) of the consolidated Ind AS financial statements)

The REIT is required to distribute to its Unitholders not less than ninety percent of its net distributable cash flows for each financial year. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the REIT to pay cash distributions to its Unitholders. The Unitholders' funds could have been classified as compound financial instrument which contains both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI master circular no. SEBI/HO/DDHS-PoD-/P/CIR/2023/116 dated July 6, 2023 ("SEBI Master Circular") issued under the REIT Regulations, the Unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Chapter 3 to the SEBI Master Circular dated July 6, 2023 dealing with the minimum disclosures for key financial statements. Based on the above, the classification of Unitholders' funds as equity involved considerable management judgement. Accordingly, it is considered as a key audit matter.

Our audit procedures included evaluating the requirements for classification of financial liability and equity under Ind AS 32 and evaluating the provisions of SEBI Master Circular for classification/presentation of Unitholders' funds in the consolidated Ind AS financial statements of the REIT.

We assessed the disclosures in the consolidated Ind AS financial statements for compliance with the relevant requirements of REIT regulations.

Computation and disclosures of Net Assets and Total Returns at Fair Value (as described in note 2.2(c) and in Statement of Net assets at fair value and Statement of total returns at fair value of the consolidated Ind AS financial statements)

As per the provisions of REIT Regulations, the REIT is required to disclose Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value which requires fair valuation of assets. For this purpose, fair value is determined by forecasting and discounting future cash flows. The determination of fair value involves judgement due to inherent uncertainty in the underlying assumptions and it is highly sensitive to changes in some of the inputs used e.g. the discounting rate (WACC), capitalisation rates, rental growth rates etc.

Accordingly, the aforementioned computation and disclosures are determined to be a key audit matter in our audit of the consolidated Ind AS financial statements.

Our audit procedures, among others, include the following:

- Read the requirements of SEBI REIT regulations for disclosures relating to Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value.
- Assessed the appropriateness of independent valuer's and management's valuation methodology applied in determining the fair values.
- Tested controls implemented by management to determine inputs for fair valuation as well as assumptions used in the fair valuation.
- We involved valuation specialists to:
 - (a) Assess the valuation reports issued by the independent valuer engaged by the management and compared key property related data used as input with actual data.
 - (b) Assess the key assumptions included in the cash flow forecasts by management and independent valuer.
 - (c) Discussed changes in key drivers as compared to actual performance with management in order to evaluate whether the inputs and assumptions used in the valuation models by management and independent valuer were reasonable.
- Tested the arithmetical accuracy of computation in the Statement of Net Assets and Total Returns at Fair Value.
- Read/Assessed the disclosures in the Ind AS consolidated financial statements for compliance with the relevant requirements of REIT Regulations.

(all amounts in ₹ million unless otherwise stated)

Related party transactions and disclosures (as described in note 49 of the consolidated Ind AS financial statements)

The Group has undertaken transactions with its related parties in the normal course of business. These include making acquisition of property, business acquisitions, capital advances, fees for certain services provided by related parties to Group; fees for certain services provided by Group to related parties, etc. as disclosed in Note 49 of the consolidated Ind AS financial statements.

We identified the recording of all possible related party transactions and its disclosure as set out in respective notes to the consolidated Ind AS financial statements as a key audit matter due to the significance of transactions with related parties during the year ended March 31, 2024 and regulatory compliance thereon.

Our audit procedures, among others, included the following:

- Obtained, read and assessed the Group's policies, processes, and procedures in respect of identifying related parties, evaluation of arm's length, obtaining necessary approvals, recording and disclosure of related party transactions, including compliance of transactions and disclosures in accordance with REIT regulations.
- We tested, on a sample basis, related party transactions with the underlying contracts and other supporting documents for appropriate authorisation and approval for such transactions.
- We read minutes of Unitholder meetings, Board and its relevant committee meetings and minutes of meetings of those charged with governance of the Manager and SPVs in connection with transactions with related parties effected during the year and Group's assessment of related party transactions being in the ordinary course of business at arm's length and in accordance with REIT regulations.
- Assessed and tested the disclosures made in accordance with the requirements of Ind AS and REIT regulations.

Other Information

The Management of Embassy Office Parks Management Services Private Limited ("the Manager"), acting in its capacity as the manager of Embassy Office Parks REIT is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Ind AS Financial Statements

The Management of the Manager ("the Management") is responsible for the preparation and presentation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position as at March 31, 2024, consolidated financial performance including other comprehensive income,

consolidated cash flows and consolidated statement of changes in Unitholders' equity for the year ended March 31, 2024, its consolidated net assets at fair value as at March 31, 2024, its consolidated total returns at fair value of the REIT and the net distributable cash flows of the REIT and each of its subsidiaries for the year ended March 31, 2024 in accordance with the requirements of the REIT regulations; Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with REIT regulations. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Management, as aforesaid.

In preparing the consolidated Ind AS financial statements, the Board of Directors of the Manager and the respective Board of Directors of the companies

Consolidated Financials

Independent Auditor's Report (contd.)

(all amounts in ₹ million unless otherwise stated)

included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Management and respective Board of Directors of the Companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the REIT and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Based on our audit and as required by the REIT regulations, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(all amounts in ₹ million unless otherwise stated)

- (b) The Consolidated Balance Sheet and the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements; and
- (c) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards as defined in Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015 (as amended), to the extent not inconsistent with REIT regulations.

for **S.R. Batliboi & Associates LLP**
Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Adarsh Ranka**
Partner

Membership Number: 209567
UDIN: 24209567BKCZQH5790

Place of Signature: Bengaluru, India
Date: April 25, 2024

Consolidated Balance Sheet

(all amounts in ₹ million unless otherwise stated)

	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3	28,996.84	29,234.26
Capital work-in-progress	4	1,511.50	604.68
Investment properties	5	296,423.02	279,516.10
Investment properties under development	8	16,523.47	12,063.70
Goodwill	6	64,045.35	64,045.35
Other intangible assets	7	9,747.34	11,864.35
Investments accounted for using equity method	9	22,910.35	23,081.17
Financial assets			
- Investments	10A	6,700.00	8,157.82
- Other financial assets	11	3,986.30	3,469.09
Deferred tax assets (net)	24	162.05	121.10
Non-current tax assets (net)	12	667.73	976.62
Other non-current assets	13	8,803.78	19,529.66
Total non-current assets		460,477.73	452,663.90
Current assets			
Inventories	14	50.91	35.89
Financial assets			
- Investments	10B	30.13	-
- Trade receivables	15	347.65	503.96
- Cash and cash equivalents	16A	10,113.73	8,173.48
- Other bank balances	16B	154.74	580.10
- Other financial assets	17	1,405.26	1,318.96
Other current assets	18	1,178.38	841.38
Total current assets		13,280.80	11,453.77
Total assets		473,758.53	464,117.67
EQUITY AND LIABILITIES			
EQUITY			
Unit capital	19	288,262.11	2,88,262.11
Other equity	20	(55,520.36)	(44,579.13)
Total equity		232,741.75	243,682.98
LIABILITIES			
Non-current liabilities			
Financial liabilities			
- Borrowings	21	130,892.71	1,04,206.84
- Lease liabilities	51	1,328.23	362.47
- Other financial liabilities	22	3,910.63	4,163.22
Provisions	23	3.03	8.20
Deferred tax liabilities (net)	24	51,762.66	51,825.84
Other non-current liabilities	25	668.37	600.86
Total non-current liabilities		188,565.63	161,167.43
Current liabilities			
Financial liabilities			
- Borrowings	26	37,186.82	43,848.12
- Lease liabilities	51	184.70	-
- Trade payables	27		
- total outstanding dues of micro and small enterprises		77.28	96.31
- total outstanding dues of creditors other than micro and small enterprises		347.67	377.38
- Other financial liabilities	28	12,727.30	12,970.90
Provisions	29	16.84	13.05
Other current liabilities	30	1,783.66	1,849.67
Current tax liabilities (net)	31	126.88	111.83
Total current liabilities		52,451.15	59,267.26
Total equity and liabilities		473,758.53	464,117.67
Material accounting policies	2		

The accompanying notes referred to above are an integral part of these Consolidated Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004
per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)
Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Consolidated Statement of Profit and Loss

(all amounts in ₹ million unless otherwise stated)

	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
Income and gains			
Revenue from operations	32	36,851.82	34,195.43
Interest income	33	1,305.60	1,123.37
Other income	34	725.24	317.87
Total Income		38,882.66	35,636.67
Expenses			
Cost of materials consumed	35	414.36	390.22
Employee benefits expense	36	582.76	590.08
Operating and maintenance expenses	37	910.66	968.22
Repairs and maintenance	39	3,334.31	3,028.11
Valuation expenses		10.83	10.62
Audit fees		57.17	54.33
Insurance expenses		174.05	180.34
Investment management fees	44	1,003.98	934.89
Trustee fees		2.95	2.95
Legal and professional fees		360.01	524.73
Other expenses	38	2,307.47	2,067.19
Total Expenses		9,158.55	8,751.68
Earnings before share of profit of equity accounted investee, finance costs, depreciation, amortisation and tax		29,724.11	26,884.99
Finance costs (net)	40	10,872.35	9,760.63
Depreciation expense	41	7,572.24	9,164.92
Amortisation expense	41	2,117.65	2,119.24
Impairment loss reversal (net of depreciation)	3,5,6	(836.75)	-
Profit before share of profit of equity accounted investee and tax		9,998.62	5,840.20
Share of profit after tax of equity accounted investee	53	892.11	777.50
Profit before tax		10,890.73	6,617.70
Tax expense:	42		
Current tax		1,427.74	1,527.66
Deferred tax charge/(credit)		(177.29)	30.46
		1,250.45	1,558.12
Profit for the year		9,640.28	5,059.58
Items of other comprehensive income			
Items that will not be reclassified subsequently to statement of profit or loss			
- Gain/(loss) on remeasurement of defined benefit liability, net of tax		6.74	3.51
Total comprehensive income attributable to Unitholders for the year		9,647.02	5,063.09
Earnings per Unit	43		
Basic, attributable to the Unitholders of the Trust		10.17	5.34
Diluted, attributable to the Unitholders of the Trust		10.17	5.34
Material accounting policies	2		

The accompanying notes referred to above are an integral part of these Consolidated Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004
per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)
Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Consolidated Statement of Cash Flow

(all amounts in ₹ million unless otherwise stated)

	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from operating activities		
Profit before share of profit of equity accounted investee and tax	9,998.62	5,840.20
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation expense	7,572.24	9,164.92
Amortisation expense	2,117.65	2,119.24
Assets and other balances written off	0.73	-
Bad debts written off	0.81	-
(Gain)/Loss on sale of Property, Plant and Equipment/Investment Properties (net)	(132.85)	3.28
Allowances for credit loss and bad debts written off	6.84	2.19
Liabilities no longer required written back	(84.38)	(11.97)
Profit on sale of mutual funds	(159.04)	(143.79)
Finance costs (net)	10,872.35	9,760.63
Interest income	(1,305.60)	(1,123.37)
Net changes in fair value of financial instruments	(54.13)	-
Impairment loss reversal (net of depreciation)	(836.75)	-
Operating profit before working capital changes	27,996.49	25,611.33
Working capital adjustments		
- Inventories	(15.02)	(24.80)
- Trade receivables	203.45	147.03
- Other financial assets (current and non-current)	(266.05)	534.58
- Other assets (current and non-current)	(313.37)	(217.30)
- Trade payables	35.64	168.55
- Other financial liabilities (current and non-current)	(711.29)	297.90
- Other liabilities and provisions (current and non-current)	6.86	395.04
Cash generated from operating activities before taxes	26,936.71	26,912.33
Taxes paid (net)	(1,027.75)	(1,257.23)
Cash generated from operating activities	25,908.96	25,655.10

Consolidated Statement of Cash Flow

(all amounts in ₹ million unless otherwise stated)

	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from investing activities		
Proceeds from/(Redemption of) deposits with banks (net)	358.15	(170.86)
Redemption of mutual funds (net)	128.91	143.79
Investment in debentures	-	(9,500.00)
Repayment of investment in debentures	1,457.83	1,342.17
Payment for purchase of Investment Properties, Property, Plant and Equipment and Intangibles including Capital Work-in-progress and Investment Properties under Development	(16,293.80)	(10,920.56)
Sale proceeds from sale of Investment Properties, Property, Plant and Equipment and Intangibles	144.93	-
Payment of contingent consideration	-	(350.00)
Payment for acquisition of ECPL (including transaction cost of acquisition)**	-	(64.66)
Dividend received	700.00	920.00
Interest received	1,706.66	1,903.68
Net cash flow used in investing activities	(11,797.32)	(16,696.43)
Cash flow from financing activities		
Interest paid	(11,200.31)	(9,862.11)
Repayment of borrowings	(69,419.62)	(20,247.13)
Proceeds from borrowings (net of issue expenses)	89,066.31	41,686.27
Cash used in distribution to Unitholders	(20,589.74)	(20,246.20)
Payment of lease liabilities	(28.04)	(20.35)
Net cash (used in)/generated from financing activities	(12,171.39)	(8,689.52)
Net increase/(decrease) in cash and cash equivalents	1,940.25	269.15
Cash and cash equivalents at the beginning of the year	8,173.48	5,884.49
Cash and cash equivalents acquired due to asset acquisition (refer note 55)	-	2,019.84
Cash and cash equivalents at the end of the year	10,113.73	8,173.48
Components of cash and cash equivalents (refer note 16A)		
Cash in hand	1.74	1.99
Balances with banks		
- in current accounts	5,638.97	6,285.09
- in escrow accounts	571.03	1,841.40
- in fixed deposits	3,901.99	45.00
	10,113.73	8,173.48
Material accounting policies (refer note 2)		

**refer note 55

The accompanying notes referred to above are an integral part of these Consolidated Financial Statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004
per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Consolidated Financials

Consolidated Statement of Changes in Unitholder's Equity

(all amounts in ₹ million unless otherwise stated)

A. Unit Capital

	Units No. in million	Amount
Balance as on April 1, 2022	947.90	2,88,262.11
Changes during the year	-	-
Balance as at March 31, 2023	947.90	2,88,262.11
Balance as on April 1, 2023	947.90	2,88,262.11
Changes during the year	-	-
Balance as at March 31, 2024	947.90	2,88,262.11

B. Other equity

Particulars	Reserves and Surplus		
	Retained Earnings	Debenture redemption reserve	Total
Balance as on April 1, 2022	(29,395.21)	-	(29,395.21)
Add: Profit for the year ended March 31, 2023	5,059.58	-	5,059.58
Add: Other Comprehensive Income for the year ended March 31, 2023 [#]	3.51	-	3.51
Less: Distribution to Unitholders during the year ended March 31, 2023 [^]	(20,247.01)	-	(20,247.01)
Less: Transfer to debenture redemption reserve	(244.20)	-	(244.20)
Add: Transfer from retained earnings	-	244.20	244.20
Balance as at March 31, 2023	(44,823.33)	244.20	(44,579.13)
Balance as on April 1, 2023	(44,823.33)	244.20	(44,579.13)
Add: Profit for the year ended March 31, 2024	9,640.28	-	9,640.28
Add: Other Comprehensive Income for the year ended March 31, 2024 [#]	6.74	-	6.74
Less: Distribution to Unitholders during the year ended March 31, 2024 ^{^^}	(20,588.25)	-	(20,588.25)
Less: Transfer to debenture redemption reserve	(1,275.80)	-	(1,275.80)
Add: Transfer from retained earnings	-	1,275.80	1,275.80
Balance as at March 31, 2024	(57,040.36)	1,520.00	(55,520.36)

* The distributions made by Trust to its Unitholders are based on the Net Distributable Cash flows (NDCF) of Embassy Office Parks REIT under the REIT Regulations which includes repayment of debt by SPVs to Embassy REIT.

[^] The distribution for year ended March 31, 2023 does not include the distribution relating to the quarter ended March 31, 2023, as the same was paid subsequent to the year ended March 31, 2023.

^{^^} The distribution for year ended March 31, 2024 does not include the distribution relating to the quarter ended March 31, 2024, as the same will be paid subsequently.

[#] Other comprehensive income comprises of gain/(loss) on remeasurements of defined benefit liability (net) of ₹6.74 million for the year ended March 31, 2024 (March 31, 2023: ₹3.51 million).

The accumulated balance of re-measurements of defined benefit plans for the year ended March 31, 2024 amounts to ₹12.79 million (March 31, 2023: ₹6.05 million).

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

Consolidated Statement of Net Assets at fair value Disclosure pursuant to SEBI circular No. SEBI/HO/ DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

A) Statement of Net Assets at fair value

S. No.	Particulars	Unit of measurement	As at March 31, 2024		As at March 31, 2023	
			Book Value	Fair value	Book Value	Fair value
A	Assets	₹ in million	473,758.53	620,584.65	464,117.67	594,601.82
B	Liabilities	₹ in million	241,016.78	239,923.84	220,434.69	220,294.35
C	Net Assets (A-B)	₹ in million	232,741.75	380,660.81	243,682.98	374,307.47
D	No. of units	Number	9,478,93,743	9,478,93,743	9,478,93,743	9,478,93,743
E	NAV (C/D)	₹	245.54	401.59	257.08	394.88

Notes:

1) Measurement of fair values:

The fair value of investment properties, investment properties under development (including capital advances); property, plant and equipment (relating to the hotel property in UPPL, MPPL and QBPL, and the solar power plant in EEPL); capital work-in-progress (relating to the proposed hotel to be developed in ETV assets); intangibles and the investment in GLSP as at March 31, 2024 and March 31, 2023 has been determined by L. Anuradha and iVAS Partners respectively, independent external registered property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield and CBRE South Asia Private Limited ('CBRE') respectively.

Valuation technique

The fair value measurement for all the investment properties, investment properties under development, property plant and equipment, intangibles and capital work-in-progress has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

The valuers have followed a Discounted Cash Flow method. The valuation model considers the present value of net cash flows to be generated from the respective properties, taking into account the expected rental growth rate, vacancy period, occupancy rate, average room rent, lease incentive costs and blended tariff rates. The expected net cash flows are discounted using the risk adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality, lease terms, seasonality in sustaining a stable average room rent and occupancy for the hotels.

Consolidated Statement of Net Assets at fair value
Disclosure pursuant to SEBI circular No. SEBI/HO/
DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

2) Property wise break up of Fair value of Assets as at March 31, 2024 is as follows:

Particulars	Fair value of investment properties, investment properties under development, property, plant and equipment, capital work-in-progress and intangibles*	Other assets at book value (***) (Note i)	Total assets	Total liabilities to be considered (Note ii)	Asset wise NAV	Book value of assets
100% owned assets						
MPPL	225,490.67	6,829.39	232,320.06	50,046.87	182,273.19	141,508.32
EPTPL	24,136.60	342.36	24,478.96	1,566.06	22,912.90	22,360.97
UPPL	6,340.75	121.64	6,462.39	521.83	5,940.56	4,301.55
EEPL	7,813.12	44.76	7,857.88	341.40	7,516.48	7,836.65
GSPL	9,894.12	119.44	10,013.56	409.46	9,604.10	6,232.07
ETPL	14,977.02	186.93	15,163.95	541.49	14,622.46	9,706.15
OBPPL	23,826.06	242.06	24,068.12	3,443.51	20,624.61	17,490.12
QBPL	9,520.64	130.68	9,651.32	368.81	9,282.51	8,656.98
QBPL	25,865.13	822.52	26,687.65	8,421.40	18,266.25	21,714.15
VCPPL	19,075.35	44.72	19,120.07	1,012.88	18,107.19	12,566.18
IENMPL	18,935.40	134.72	19,070.12	947.49	18,122.63	14,271.80
ETV Assets	126,146.98	895.38	127,042.36	25,805.13	101,237.23	102,250.15
ECPL	5,743.43	362.67	6,106.10	5,673.14	432.96	5,857.94
Trust	-	61,192.60	61,192.60	140,824.37	(79,631.77)	76,095.15
Total	517,765.26	71,469.87	589,235.13	239,923.84	349,311.29	450,848.18
Investment in GLSP**	31,349.52	-	31,349.52	-	31,349.52	22,910.35
	549,114.78	71,469.87	620,584.65	239,923.84	380,660.81	473,758.53

(all amounts in ₹ million unless otherwise stated)

3) Property wise break up of Fair value of Assets as at March 31, 2023 is as follows:

Particulars	Fair value of investment properties, investment properties under development, property, plant and equipment, capital work-in-progress and intangibles*	Other assets at book value (***) (Note i)	Total assets	Total liabilities to be considered (Note ii)	Asset wise NAV	Book value of assets
100% owned assets						
MPPL	197,632.70	2,910.14	200,542.84	39,880.37	160,662.47	133,229.75
EPTPL	22,845.08	434.31	23,279.39	1,594.08	21,685.31	22,768.86
UPPL	4,762.18	172.61	4,934.79	432.61	4,502.18	4,199.18
EEPL	8,513.70	68.78	8,582.48	313.40	8,269.08	8,353.07
GSPL	9,525.52	107.30	9,632.82	467.68	9,165.14	5,886.05
ETPL	13,940.62	219.80	14,160.42	547.76	13,612.66	9,876.46
OBPPL	22,809.13	196.58	23,005.71	3,492.45	19,513.26	16,885.79
QBPL	9,717.73	227.58	9,945.31	423.69	9,521.62	8,835.17
QBPL	25,723.62	887.58	26,611.20	713.06	25,898.14	21,286.69
VCPPL	18,683.64	144.87	18,828.51	969.99	17,858.52	12,627.90
IENMPL	18,251.89	119.09	18,370.98	912.04	17,458.94	14,310.71
ETV Assets	122,988.60	1,413.77	124,402.37	22,627.91	101,774.46	98,799.34
ECPL#	3,750.57	2,240.15	5,990.72	3,358.09	2,632.63	6,387.87
Trust	-	77,589.66	77,589.66	144,561.22	(66,971.56)	77,589.66
Total	479,144.98	86,732.22	565,877.20	220,294.35	345,582.85	441,036.50
Investment in GLSP**	28,724.62	-	28,724.62	-	28,724.62	23,081.17
	507,869.60	86,732.22	594,601.82	220,294.35	374,307.47	464,117.67

#refer note 55.

* Fair values of investment properties, investment properties under development, property, plant and equipment, intangibles, capital work-in-progress and investment in GLSP as at March 31, 2024 and March 31, 2023 as disclosed above are solely based on the fair valuation report of L. Anuradha and iVAS Partners, independent external registered property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield and CBRE respectively.

For the purpose of fair valuation of assets, the Embassy Office Parks Group has fair valued its investment properties, investment properties under development (including capital advances), property, plant and equipment (relating to the hotel property in UPPL, MPPL and QBPL and the solar power plant in EEPL); capital work-in-progress (relating to the proposed hotel to be developed in ETV assets); intangibles and the investment in GLSP.

** Fair value of equity investments in GLSP has been done based on equity valuation method proportionate to stake held in GLSP.

*** Other assets at book value include Goodwill of ₹49,029.68 million (March 31, 2023: ₹64,045.35 million) on book value basis (net off impairment loss). The Goodwill mainly arises on account of requirement to value individual assets and liabilities acquired on business combination at fair values as well as the requirement to recognise deferred tax liability of ₹49,029.68 million (March 31, 2023: ₹53,207.28 million), calculated as a difference between the tax effect of the fair value of the acquired assets and liabilities and their tax bases. During the current year, Goodwill has been restricted to the extent of deferred tax liability.

Notes:

- (i) Other assets at book value includes cash and cash equivalents, debt investments in GLSP and other working capital balances which are not factored in the discounted cashflow method used in determining the fair value of investment properties, investment properties under development, property, plant and equipment, capital work-in-progress and intangibles.
- (ii) Total liabilities includes all liabilities except lease liability.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
 Chartered Accountants
 ICAI Firm's registration number: 101049W/E300004
 per **Adarsh Ranka**
 Partner
 Membership number: 209567
 Place: Bengaluru
 Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
 (as Manager to Embassy Office Parks REIT)
Jitendra Virwani
 Director
 DIN: 00027674
 Place: Bengaluru
 Date: April 25, 2024
Aditya Virwani
 Director
 DIN: 06480521
 Place: Bengaluru
 Date: April 25, 2024

Consolidated Statement of Total Returns at fair value Disclosure pursuant to SEBI circular No. SEBI/HO/ DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

B) Statement of Total Returns at Fair value

Sl. No.	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A	Total comprehensive income	9,647.02	5,063.09
B	Add: Changes in fair value not recognised in total comprehensive income (refer note below)	24,419.95	2,762.05
C (A+B)	Total Return	34,066.97	7,825.14

Notes:

- In the above statement, changes in fair value for the year ended March 31, 2024 and March 31, 2023 has been computed based on the difference in fair values of investment properties, investment properties under development, property, plant and equipment (relating to the hotel property in UPPL, MPPL and QBPL and the solar power plant in EEPL); capital work-in-progress (relating to the proposed hotel to be developed in ETV assets); intangibles and investment in GLSP as at March 31, 2024 as compared with the values as at March 31, 2023 net of cash spent on construction during the year. The fair values of the aforementioned assets as at March 31, 2024 and March 31, 2023 are solely based on the valuation report of L. Anuradha and iVAS Partners respectively, independent external registered property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield and CBRE respectively.
- ECPL was acquired on March 31, 2023 and accordingly the statement of total returns at fair value for the year ended March 31, 2023 does not include any difference in fair values of investment properties under development.

As per our report of even date attached

for **S R Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**

Partner

Membership number: 209567

Place: Bengaluru

Date: April 25, 2024

for and on behalf of the Board of Directors of

Embassy Office Parks Management Services Private Limited

(as Manager to Embassy Office Parks REIT)

Jitendra Virwani

Director

DIN: 00027674

Place: Bengaluru

Date: April 25, 2024

Aditya Virwani

Director

DIN: 06480521

Place: Bengaluru

Date: April 25, 2024

Consolidated Financial Statements Disclosure pursuant to SEBI circular No. SEBI/HO/ DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

Net Distributable Cash Flows (NDCF) pursuant to guidance under Chapter 3, Paragraph 3.20 to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(i) Embassy Office Parks REIT- Standalone

Sl. No.	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
1	Cash flows received from SPVs/Holdcos and Investment Entity in the form of:		
	• Interest*	11,678.56	9,074.45
	• Dividends (net of applicable taxes)	6,986.99	9,707.00
	• Repayment of Shareholder Debt (to the extent not repaid through debt or equity)	9,165.01	8,288.69
	• Proceeds from buy-backs/capital reduction (net of applicable taxes)	-	-
2	Add: Proceeds from sale of real estate investments, real estate assets or sale of shares of SPVs/Holdcos/Investment Entity adjusted for the following:		
	• Applicable capital gains and other taxes	-	-
	• Related debts settled or due to be settled from sale proceeds	-	-
	• Directly attributable transaction costs	-	-
	• Proceeds reinvested or planned to be reinvested as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations	-	-
3	Add: Proceeds from sale of real estate investments, real estate assets or sale of shares of SPVs/Holdcos/Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations, if such proceeds are not intended to be invested subsequently	-	-
4	Add: Any other income at the Embassy REIT level not captured herein	41.39	72.29
5	Less: Any other expense at the Embassy REIT level, and not captured herein (excluding acquisition related costs)	(96.55)	(66.76)
6	Less: Any fees, including but not limited to:		
	• Trustee fees	(2.95)	(2.95)
	• REIT Management fees (to the extent not paid in Units)	(238.36)	(239.47)
	• Valuer fees	(10.83)	(10.62)
	• Legal and professional fees	(46.56)	(164.18)
	• Trademark license fees	(1.42)	(1.42)
	• Secondment fees	(1.72)	(1.64)
7	Less: Debt servicing (including principal, interest, redemption premium, etc.) of external debt at the Embassy REIT level, to the extent not paid through debt or equity	(7,207.17)	(6,017.63)
8	Less: Income tax (net of refund) and other taxes (if applicable) at the standalone Embassy REIT level	(19.74)	(29.57)
	Net Distributable Cash Flows at REIT level	20,246.65	20,608.19

*to the extent not repaid through debt or equity

Note:

The Board of Directors of the Manager to the Trust, in their meeting held on April 25, 2024, have declared distribution to Unitholders of ₹5.22 per unit which aggregates to ₹4,948.01 million for the quarter ended March 31, 2024. The distribution of ₹5.22 per unit comprises ₹1.35 per unit in the form of interest payment, ₹1.04 per unit in the form of dividend and the balance ₹2.83 per unit in the form of repayment of debt.

Along with distribution of ₹15,270.57 million/₹16.11 per unit for the nine months ended December 31, 2023, the cumulative distribution for the year ended March 31, 2024 aggregates to ₹20,218.58 million/₹21.33 per unit.

As per our report of even date attached

for **S R Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**

Partner

Membership number: 209567

Place: Bengaluru

Date: April 25, 2024

for and on behalf of the Board of Directors of

Embassy Office Parks Management Services Private Limited

(as Manager to Embassy Office Parks REIT)

Jitendra Virwani

Director

DIN: 00027674

Place: Bengaluru

Date: April 25, 2024

Aditya Virwani

Director

DIN: 06480521

Place: Bengaluru

Date: April 25, 2024

Consolidated Financial Statements
Disclosure pursuant to SEBI circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(ii) Calculation of net distributable cash flows at each Asset SPV and HoldCo

For the year ended March 31, 2024 pursuant to guidance under Chapter 3, Paragraph 3.20 to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

SI No	Particulars	EPTPL	MPPL	EEPL	UPPL	ETPL	GSPL	NIENMPL	OBPPL	QBPL	QBPPL	VCPPL	VTPL	SIPL	ECPL	Total
1	Profit/(loss) after tax as per Statement of Profit and Loss (standalone) (A)	(156.23)	2,278.46	415.75	95.78	625.23	69.61	486.56	(28.31)	(274.42)	256.39	585.49	796.37	(250.89)	(36.85)	4,862.94
Adjustment:																
2	Add/(Less): Non-cash and other adjustments as per the Statement of Profit and Loss, including but not limited to:															
	• Depreciation, amortisation and impairment	624.65	4,446.32	349.30	123.93	183.44	101.75	257.87	316.97	(212.93)	74.68	155.46	1,954.97	488.81	55.22	8,920.44
	• Assets written off or liabilities written back	(0.29)	(33.84)	(25.92)	(48.31)	0.36	(31.45)	0.47	-	2.75	-	(0.79)	(9.07)	-	-	(146.09)
	• Current tax charge as per Statement of Profit and Loss	6.91	538.38	102.93	2.16	213.80	28.78	166.37	(0.18)	-	87.80	157.01	106.27	-	-	1,410.23
	• Deferred tax	(61.45)	(78.40)	173.39	36.83	5.97	8.16	(2.40)	(6.13)	27.77	20.49	9.44	438.58	(113.34)	-	458.91
	• MAT adjustments	-	15.71	(102.93)	-	-	-	-	0.18	-	-	-	(106.27)	-	-	(193.31)
	• Ind AS adjustments (straight lining, effective interest for finance costs, straight lining of security deposits etc)	(22.48)	(149.50)	-	-	(22.59)	(17.86)	(4.56)	22.38	9.64	7.54	(47.21)	(16.59)	175.63	(154.41)	(220.01)
	• Acquisition related costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
3	Add: Interest on Shareholders Debt from Embassy REIT, charged to Statement of Profit and Loss	931.62	3,383.02	532.30	238.30	71.31	200.48	337.62	725.71	1,407.80	242.93	464.42	1,656.61	798.05	1.07	10,991.24
4	Add/(Less): Loss/(gain) on sale of real estate investments, real estate assets or shares of SPVs/Holdcos or Investment Entity	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
5	Add: Proceeds from sale of real estate investments, real estate assets or shares of SPVs/Holdcos or Investment Entity adjusted for the following:	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Applicable capital gains and other taxes	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Related debts settled or due to be settled from sale proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

(all amounts in ₹ million unless otherwise stated)

SI No	Particulars	EPTPL	MPPL	EEPL	UPPL	ETPL	GSPL	NIENMPL	OBPPL	QBPL	QBPPL	VCPPL	VTPL	SIPL	ECPL	Total
	• Directly attributable transaction costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Proceeds reinvested or planned to be reinvested as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6	Add: Proceeds from sale of real estate investments, real estate assets or sale of shares of SPVs/Holdcos or Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
7	Add/(Less): Other adjustments, including but not limited to net changes in security deposits, working capital, etc.	171.80	48.76	296.26	129.16	(12.11)	(79.47)	22.90	(38.80)	246.70	6.49	135.21	(315.60)	(49.15)	(88.76)	473.39
8	Less: External debt repayment to the extent not repaid through debt or equity	-	(0.10)	-	-	-	-	-	(3.00)	-	-	-	-	-	-	(3.10)
9	Add: Cash flow received from SPV and Investment Entity towards (Applicable for Holdco only, to the extent not covered above):	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Repayment of the debt in case of investments by way of debt	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Proceeds from buy-backs/capital reduction	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
10	Less: Income tax (net of refund) and other taxes paid (as applicable)	73.61	(386.33)	(107.39)	(6.90)	(202.60)	(24.77)	(152.19)	(23.06)	(12.72)	(59.40)	(146.52)	51.13	(5.83)	(5.06)	(1,008.03)
	Total Adjustments (B)	1,724.37	7,784.02	1,217.94	475.17	237.58	185.62	626.08	994.07	1,469.01	380.53	727.02	3,760.03	1,294.17	(191.94)	20,683.67
	Net distributable Cash Flows at SPV Level C = (A+B)	1,568.14	10,062.48	1,633.69	570.95	862.81	255.23	1,112.64	965.76	1,194.59	636.92	1,312.51	4,556.40	1,043.28	(228.79)	25,546.61

- Distribution of up to 90% of the above NDCF is required as per the REIT Regulations subject to compliance with the requirements of Companies Act, 2013.

As per our report of even date attached for **S R Batliboi & Associates LLP** Chartered Accountants ICAI Firm's registration number: 101049W/E300004
per **Adarsh Ranka** Partner Membership number: 209567 Place: Bengaluru Date: April 25, 2024

for and on behalf of the Board of Directors of **Embassy Office Parks Management Services Private Limited** (as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

For the year ended March 31, 2023 pursuant to guidance under Chapter 3, Paragraph 3.20 to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116

(all amounts in ₹ million unless otherwise stated)

Sl No	Particulars	EPTPL	MPPL	EEPL	UPPL	ETPL	GSPPL	IE NMPL	OBPPL	QBPL	QBPPL	VTPL	SIPL	ECPL*	Total
1	Profit/(loss) after tax as per Statement of Profit and Loss (standalone) (A)	0.11	2,938.62	337.07	(65.50)	535.05	139.63	315.21	(1.02)	(1,951.41)	202.47	438.80	255.75	(551.25)	- 2,593.53
	Adjustment:	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2	Add/(Less): Non-cash and other adjustments as per the Statement of Profit and Loss, including but not limited to:	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Depreciation, amortisation and impairment	522.20	4,105.58	362.19	159.12	183.64	106.92	243.15	308.38	337.02	68.92	139.32	1,948.93	388.69	- 8,874.06
	• Assets written off or liabilities written back	3.42	(2.08)	-	1.78	(0.01)	-	-	-	(6.47)	-	0.44	(3.43)	-	(6.35)
	• Current tax charge as per Statement of Profit and Loss	25.70	534.06	83.10	-	179.96	62.66	124.14	4.11	-	67.95	130.51	64.00	222.89	- 1,499.08
	• Deferred tax	19.09	(78.36)	138.50	(21.48)	10.66	0.91	8.92	16.13	469.77	16.96	(14.80)	318.64	127.78	- 1,012.72
	• MAT adjustments	(8.25)	(320.65)	(83.10)	-	-	-	(4.04)	283.95	(1.60)	-	-	-	-	(133.69)
	• Ind AS adjustments (straight lining, effective interest for finance costs, straight lining of security deposits etc)	28.17	(55.59)	-	-	(36.66)	(10.93)	(44.18)	52.94	2.44	(4.77)	50.70	88.28	(32.57)	- 37.83
	• Acquisition related costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-
3	Add: Interest on Shareholders Debt from Embassy REIT, charged to Statement of Profit and Loss	527.34	1,891.84	635.03	233.03	185.90	201.26	361.97	840.98	1,562.01	276.72	477.44	2,228.67	516.87	- 9,939.06
4	Add/(Less): Loss/(gain) on sale of real estate investments, real estate assets or shares of SPVs/Holdcos or Investment Entity	-	-	-	-	-	-	-	-	-	-	-	-	-	-
5	Add: Proceeds from sale of real estate investments, real estate assets or shares of SPVs/Holdcos or Investment Entity adjusted for the following:	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Applicable capital gains and other taxes	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Related debts settled or due to be settled from sale proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Directly attributable transaction costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Proceeds reinvested or planned to be reinvested as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations	-	-	-	-	-	-	-	-	-	-	-	-	-	-

(all amounts in ₹ million unless otherwise stated)

Sl No	Particulars	EPTPL	MPPL	EEPL	UPPL	ETPL	GSPPL	IE NMPL	OBPPL	QBPL	QBPPL	VTPL	SIPL	ECPL*	Total
6	Add: Proceeds from sale of real estate investments, real estate assets or sale of shares of SPVs/Holdcos or Investment Entity not distributed pursuant to an earlier plan to re-invest as per Regulation 18(16)(d) or any other relevant provisions of the REIT Regulations, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-	-	-	-	-	-	-	-	-
7	Add/(Less): Other adjustments, including but not limited to net changes in security deposits, working capital, etc.	(133.58)	748.83	(153.32)	17.11	79.10	16.18	5.32	24.70	212.45	89.66	53.55	1,015.27	564.87	- 2,540.14
8	Less: External debt repayment to the extent not repaid through debt or equity	-	(13.17)	-	-	-	-	(2.15)	(2.50)	-	-	(50.80)	-	-	(68.61)
9	Add: Cash flow received from SPV and Investment Entity towards (applicable for Holdco only, to the extent not covered above):	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Repayment of the debt in case of investments by way of debt	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	• Proceeds from buy-backs/capital reduction	-	-	-	-	-	-	-	-	-	-	-	-	-	-
10	Less: Income tax (net of refund) and other taxes paid (as applicable)	266.74	(840.06)	(76.32)	(1.11)	(170.94)	(63.51)	(119.56)	(1.14)	(7.64)	(63.09)	(121.05)	134.62	(164.60)	- (1,227.66)
	Total Adjustments (B)	1,250.83	5,970.41	906.08	388.45	431.65	313.49	579.76	1,239.91	2,851.03	450.75	716.11	5,744.18	1,623.93	- 22,466.58
	Net distributable Cash Flows at SPV Level C = (A+B)	1,250.94	8,909.03	1,243.15	322.95	966.70	453.12	894.97	1,238.89	899.62	653.22	1,154.91	5,999.93	1,072.68	- 25,060.11

*refer note 55

- Distribution of up to 90% of the above NDCF is required as per the REIT Regulations subject to compliance with the requirements of Companies Act, 2013.

As per our report of even date attached

for **S R Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm's registration number: 101049W/E300004

per **Adarsh Ranka**

Partner

Membership number: 209567

Place: Bengaluru

Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani

Director

DIN: 00027674

Place: Bengaluru

Date: April 25, 2024

Aditya Virwani

Director

DIN: 06480521

Place: Bengaluru

Date: April 25, 2024

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

1. Organisation structure

The Consolidated Financial Statements comprise financial statements of Embassy Office Parks REIT (the 'Trust' or the 'Embassy REIT' or the 'REIT'), its subsidiaries namely Manyata Promoters Private Limited ('MPPL'), Umbel Properties Private Limited ('UPPL'), Embassy Energy Private Limited ('EEPL'), Galaxy Square Private Limited ('GSPL'), Quadron Business Park Private Limited ('QBPL'), Qubix Business Park Private Limited ('QBPPL'), Oxygen Business Park Private Limited ('OBPPL'), Earnest Towers Private Limited ('ETPL'), Vikhroli Corporate Park Private Limited ('VCPPL'), Indian Express Newspapers (Mumbai) Private Limited ('IENMPL'), Embassy Pune Techzone Private Limited ('EPTPL'), Vikas Telecom Private Limited ('VTPL'), Sarla Infrastructure Private Limited ('SIPL') and Embassy Construction Private Limited ('ECPL') (individually referred to as 'Special Purpose Vehicle' or 'SPV' and together referred to as 'Embassy Office Parks Group') and a Joint Venture namely Golflinks Software Park Private Limited ('GLSP') (also referred to as the Investment Entity). The SPVs are Companies domiciled in India.

The objectives of Embassy REIT, having its registered office at Royal Oaks, Embassy Golf Links Business Park, Off Intermediate Ring Road, Bengaluru, Karnataka, 560071, are to undertake activities in accordance with the provisions of the SEBI REIT Regulations and the Trust Deed. The principal activity of Embassy REIT is to own and invest in rent or income generating real estate and related assets in India with the objective of producing stable and sustainable distributions to Unitholders.

Embassy Property Developments Private Limited ('EPDPL') and BRE/Mauritius Investments ('BMI') (collectively known as the 'Sponsors' or the 'Co-Sponsors') have set up the Embassy Office Parks REIT as an irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882 and the Trust has been registered with SEBI as a Real Estate Investment Trust on August 3, 2017 under Regulation 6 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014. The Trustee to Embassy Office Parks REIT is Axis Trustee Services Limited (the 'Trustee') and the Manager for Embassy Office Parks REIT is Embassy Office Parks Management Services Private Limited (the 'Manager' or 'EOPMSPL').

The Units of the Trust were listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on April 1, 2019.

Details of SPVs/Subsidiaries of REIT is provided below:

Name of the SPV	Activities	Shareholding (in percentage)
MPPL	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Manyata), located at Bangalore along with being an intermediate (HoldCo.) Development, rental and maintenance of serviced residences (Hotel Hilton Garden and Hotel Hilton Garden Inn at Embassy Manyata), located in Bangalore.	Embassy Office Parks REIT: 100%
UPPL	Development, rental and maintenance of serviced residences (Hilton hotel).	Embassy Office Parks REIT: 100%
EEPL	Generation and supply of solar power mainly to the office spaces of Embassy Office Parks Group located in Bangalore.	MPPL: 80% Embassy Office Parks REIT: 20%
GSPL	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Galaxy), located in Noida.	Embassy Office Parks REIT: 100%
QBPL	Development and leasing of office space and related interiors and maintenance of such assets, (Quadron Business Park) located in Pune and (Embassy one) located in Bangalore. Development, rental and maintenance of serviced residences (Hotel Four Seasons at Embassy One), located in Bangalore.	Embassy Office Parks REIT: 100%
QBPPL	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Qubix), located in Pune.	Embassy Office Parks REIT: 100%
OBPPL	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Oxygen), located in Noida.	Embassy Office Parks REIT: 100%
ETPL	Development and leasing of office space and related interiors and maintenance of such assets (First International Financial Centre), located in Mumbai.	Embassy Office Parks REIT: 100%

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Name of the SPV	Activities	Shareholding (in percentage)
VCPPL	Development and leasing of office space and related interiors and maintenance of such assets (Embassy 247), located in Mumbai.	Embassy Office Parks REIT: 100%
IENMPL	Development and leasing of office space and related interiors and maintenance of such assets (Express Towers), located in Mumbai.	Embassy Office Parks REIT: 100%
EPTPL	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Tech Zone), located at Pune	Embassy Office Parks REIT: 100%
VTPL*	Development and leasing of commercial space and related interiors and maintenance of such assets "Embassy TechVillage" (ETV), located in Bangalore.	Embassy Office Parks REIT: 100%
SIPL*	Development and leasing of commercial space and related interiors and maintenance of such assets (ETV Block 9), located in Bangalore.	Embassy Office Parks REIT: 100%
ECPL	Development and leasing of commercial space and related interiors and maintenance of such assets, located in Bangalore	Embassy Office Parks REIT: 100% (w.e.f. March 31, 2023, refer note 55)

* together known as Embassy TechVillage assets (ETV assets/ETV SPVs).

The Trust also holds economic interest in a joint venture Golflinks Software Park Private Limited (GLSP), entity incorporated in India through a SPV as detailed below.

Name of the SPV	Activities	Shareholding (in percentage)
GLSP	Development and leasing of office space and related interiors and maintenance of such assets (Embassy Golflinks Business Park), located at Bangalore.	MPPL: 50% Kelachandra Holdings LLP: 50%

2. Material accounting policies

2.1 Basis of preparation of Consolidated Financial Statements

The Consolidated Financial Statements of the Embassy Office Parks Group comprises the Consolidated Balance Sheet and the Consolidated Statement of Net Assets at fair value as at March 31, 2024, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Cash Flow, the Consolidated Statement of Changes in Unitholders' Equity, the Statement of Net Distributable Cashflows of Embassy REIT and each of the SPVs, the Consolidated Statement of Total Returns at fair value and a summary of material accounting policies and other explanatory information for the year ended March 31, 2024. The Consolidated Financial Statements were approved for issue in accordance with resolution passed by the Board of Directors of the Manager on behalf of the Trust on April 25, 2024.

The Consolidated Financial Statements have been prepared in accordance with the requirements of SEBI (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder read with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 6, 2023 (the

"REIT regulations"); Indian Accounting Standard as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with the REIT regulations. Also refer Note 19(a) on classification of Unitholders fund."

The Consolidated Financial Statements are presented in Indian Rupees in millions, except when otherwise indicated.

Statement of compliance to Ind-AS

These Consolidated Financial Statements for the year ended March 31, 2024 are the financial statements of the Embassy Office Parks Group and have been prepared in accordance with Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 ('Ind AS'), to the extent not inconsistent with REIT regulations.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The financial statements of all the SPVs and the Trust used for the purpose of consolidation are drawn up to the same reporting date i.e. March 31, 2024.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Changes in accounting policies and disclosures

New and amended standards

The accounting policies adopted and methods of computation followed are consistent with those of the previous financial year, except for items disclosed below:

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2023 dated March 31, 2023 to amend the following Ind AS which are effective from April 1, 2023.

Ind AS 1, Presentation of Financial Statements

An entity shall disclose material accounting policy information. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

Ind AS 8, Accounting policies, Change in Accounting Estimates and Errors

Definition of 'change in account estimate' has been replaced by revised definition of 'accounting estimate'. As per revised definition, accounting estimates are monetary amounts in the financial statements that are subject to measurement uncertainty. An entity develops an accounting estimate to achieve the objective set out by the accounting policy. Developing accounting estimates involves the use of judgements or assumptions based on the latest available, reliable information.

An entity may need to change an accounting estimate if changes occur in the circumstances on which the accounting estimate was based or as a result of new information, new developments or more experience. By its nature, a change in an accounting estimate does not relate to prior periods and is not the correction of an error.

Deferred tax related to leases and decommissioning, restoration and similar liabilities

Ind AS 12, Income Taxes, exempt an entity from recognising a deferred tax asset or liability in particular circumstances. Despite this exemption, an entity shall recognise a deferred tax asset—to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised—and a deferred tax liability for all deductible and taxable temporary differences associated with

- (i) right-of-use assets and lease liabilities; and
- (ii) decommissioning, restoration and similar liabilities and the corresponding amounts recognised as part of the cost of the related asset.

There were certain amendments to standards and interpretations which are applicable for the first time for the year ended March 31, 2024, but either the same are not relevant or do not have an impact on the consolidated financial statements of the Group. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Subsidiaries

The Embassy Office Parks Group consolidates entities which it owns or controls. The Consolidated Financial Statements comprise the financial statements of the Embassy Office Parks REIT and its subsidiary SPVs as disclosed in Note 1. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The procedure for preparing Consolidated Financial Statements of the Embassy Office Parks Group are stated below:

- a) The Consolidated Financial Statements have been prepared using the principles of consolidation as per Ind AS 110 - Consolidated Financial Statements, to the extent applicable.
- b) Goodwill is recognised in the Consolidated Financial Statements at the excess of cost of investment over share of fair value of net assets acquired on the date of acquisition.
- c) The Consolidated Financial Statements of the Embassy Office Parks Group are consolidated on a line-by-line basis and intragroup balances and transactions for assets and liabilities, equity, income, expenses and cash flows between entities of the Embassy

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Office Parks Group are eliminated in full upon consolidation.

- d) Non-controlling interests in the net assets (excluding goodwill) of consolidated subsidiaries are identified separately from the equity attributable to shareholders of the Company. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis.

(ii) Interests in joint arrangements

A joint arrangement is an arrangement of which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. The results of joint ventures are incorporated in these Consolidated Financial Statements using the equity method of accounting as described below:

Under the equity method of accounting, the investments are initially recognised at cost on the date of acquisition and adjusted thereafter to recognise the Embassy Office Parks Group's share of the post-acquisition profits or losses of the investee in profit and loss, and Embassy Office Parks Group's share of other comprehensive income of the investee in other comprehensive income.

Goodwill is calculated at excess of cost of investment over share of fair value of net assets acquired on the date of acquisition and is disclosed as an additional information in the Notes to the Consolidated Financial Statements.

Dividends received or receivable from joint ventures are recognised as a reduction in the carrying amount of the investment.

When Embassy Office Parks Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity,

including any other unsecured long-term receivables, Embassy Office Parks Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between Embassy Office Parks Group and joint ventures are eliminated to the extent of Embassy Office Parks Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees are consistent with the policies adopted by the Embassy Office Parks Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the Embassy Office Parks Group's policy.

Basis of Business Combination

The Embassy Office Parks Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the consolidated statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

The Embassy Office Parks Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs. When the Embassy Office Parks Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

When the acquisition of subsidiaries represent a business combination, purchase consideration

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

Requirements of Ind AS 103 apply to a transaction in which assets acquired and liabilities assumed constitute a business. However, para B7A and B7B of Ind AS 103 allow an optional concentration test to perform simplified assessment of whether acquired set of activities and assets is not a business. The consequence of the test is that if the concentration test is met, the set of activities and assets is determined not to be a business and no further assessment is needed.

When the acquisition of an asset or group of assets does not constitute a business, it is accounted for as an acquisition of a group of assets and liabilities. The cost of the acquisition is allocated to the individual identified assets and liabilities acquired based upon their relative fair values and no goodwill or deferred tax is recognised.

For any identifiable asset or liability initially measured at an amount other than cost, Embassy Office Parks Group initially measures that asset or liability at the amount specified in the applicable Ind AS. Embassy Office Parks Group deduct from the cost of the group of assets the amounts allocated to these assets and liabilities, and then allocate the residual cost of acquisition to the remaining identifiable assets and liabilities based on their relative fair values at the date of acquisition.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss, except for changes in fair value which are measurement period adjustments, wherein the change is adjusted with the asset/liability recognised at the acquisition date with corresponding adjustment to goodwill. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates subsequent its settlement is accounted for within equity.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-

controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity is recorded in Unitholders' equity.

2.2 Summary of material accounting policies

a) Functional and presentation currency

The Consolidated Financial Statements are presented in Indian Rupees, which is the Embassy Office Parks REIT's functional currency and the currency of the primary economic environment in which the Embassy Office Parks Group operates. All financial information presented in Indian Rupees has been rounded off to nearest million except unit and per unit data.

b) Basis of measurement

The Consolidated Financial Statements are prepared on the historical cost basis, except for the following:

- Certain financial assets and liabilities (refer accounting policy regarding financial instrument): measured at fair values;
- Net defined benefit (asset)/liability less present value of defined obligations: Fair value of plan assets less present value of defined benefit plan;
- The assets and liabilities of the SPVs on the date of acquisition have been accounted using their Fair value and the goodwill/capital reserve amount has been calculated accordingly; and
- Contingent consideration: measured at fair value.

c) Use of judgements and estimates

The preparation of Consolidated Financial Statements in conformity with generally accepted accounting principles in India (Ind AS) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Actual results could differ from those estimates.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Consolidated Financial Statements is included in the following notes:

i) Business combinations

The Embassy Office Parks Group acquires subsidiaries that own real estate. At the time of acquisition, the Group considers whether each acquisition represents the acquisition of a business or the acquisition of an asset. The Group accounts for an acquisition as a business combination where an integrated set of activities and assets, including property, is acquired. More specifically, consideration is given to the extent to which substantive processes are acquired and, in particular, the extent of services provided by the subsidiary.

In accounting for business combinations, judgement is required in identifying whether an identifiable intangible asset is to be recorded separately from goodwill. Estimating the acquisition date fair value of the identifiable assets acquired, useful life thereof and liabilities assumed involves management judgement. These measurements are based on information available at the acquisition date and are based on expectations and assumptions that have been deemed reasonable by the management. Changes in these judgements, estimates and assumptions can materially affect the results of operations.

ii) Impairment of goodwill and intangible assets with indefinite useful life

For the purpose of impairment testing, goodwill and intangible assets with indefinite useful life acquired in a business combination is, from the acquisition date, allocated to each of the Embassy Office Parks Group's cash-generating units that are expected to benefit from the combination. In performing such impairment assessments, management compared the carrying value of each of the identifiable cash generating units ("CGUs") to which goodwill and such intangible assets

had been allocated with their respective 'value in use' computed based on discounted cash flow method, to determine if any impairment loss should be recognised. The discounted cash flow method involves estimating future cash flows, growth rates and discount rates which require significant management judgement — Note 2.2 (j).

iii) Classification of lease arrangements as finance lease or operating lease — Note 2.2 (r).

iv) Classification of assets as investment properties or as property, plant and equipment — Notes 2.2 (f) and (g).

v) Significant judgements involved in the purchase price allocation of the assets acquired and liabilities assumed on account of Business Combination and deferred tax accounting on the resultant fair value accounting — Note on Basis of Business Combination and Note 2.2 (v) (ii).

vi) Judgements in preparing Consolidated Financial Statements — Note 2.1.

vii) Classification of Unitholders' funds — Note 19(a).

viii) Significant judgements is involved in the allocation cost of acquisition to the identifiable assets and liabilities based on their relative fair values at the date of acquisition in case of acquisition that does not represent a business combination - Note on Basis of Business Combination.

Information about assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment during the year ended March 31, 2024 is included in the following notes:

i) Fair valuation and disclosures and impairment of non-financial assets being investment properties and property plant and equipment - The fair value of investment properties and property, plant and equipment are reviewed regularly by management with reference to independent property valuations and market conditions existing at half yearly basis. The independent valuers are independent appraisers with a recognised and relevant professional qualification and with recent experience in the location and category of the investment properties being valued. Judgement is also applied in determining the extent and frequency of independent appraisals.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

SEBI Circulars issued under the REIT Regulations require disclosures relating to net assets at fair value and total returns at fair value (Refer Statement of net assets at fair value and Statement of total returns at fair value for details).

Refer note 2.2 (j) as regards estimates and assumptions involved in impairment assessment of non-financial assets being investment properties and property plant and equipment.

- ii) Useful lives of Investment Properties and Property, Plant and Equipment-Notes 2.2(f) and (g).
- iii) Valuation of financial instruments – Note 2.2 (l).
- iv) Recognition of deferred tax asset on carried forward losses and recognition of minimum alternate tax credit: availability of future taxable profit against which tax losses carried forward can be used- Note 2.2(v)(ii). Further, significant judgements are involved in determining the provision for income taxes, including recognition of minimum alternate tax credit, in SPVs entitled for tax deduction under Section 80IAB of the Income Tax Act, 1961, wherein the tax deduction is dependent upon necessary details available for exempt and non-exempt income.

d) Current versus non-current classification

The Embassy Office Parks Group presents assets and liabilities in the Consolidated Balance Sheet based on current/non-current classification:

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;

- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Embassy Office Parks Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Embassy Office Parks Group has identified twelve months as its operating cycle.

The Trust has net current liabilities of ₹39,170.35 million as at March 31, 2024 mainly due to the maturity of Embassy REIT Series V NCD 2021 – Series A in October 2024 and Commercial Papers in June 2024 and January 2025. Based on the Group's liquidity position including undrawn borrowing facilities as well as a low leverage of 29% Net debt to Gross asset value, the Trust will be able to refinance its borrowings and meet its current obligations as and when they fall due.

e) Measurement of fair values

A number of the Embassy Office Parks Group accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- in the absence of a principal market, in the most advantageous market for the Asset or liability.

The principal or the most advantageous market must be accessible by the Embassy Office Parks Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Embassy Office Parks Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The Embassy Office Parks Group has an established control framework with respect to the measurement of fair values. The Embassy Office Parks Group engages with external registered valuers for measurement of fair values in the absence of quoted prices in active markets.

While measuring the fair value of an asset or liability, the Embassy Office Parks Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on inputs used in the valuation techniques as follows-

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Embassy Office Parks Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Embassy Office Parks Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

f) Investment properties

Property that is held for long-term rental yields or for capital appreciation or both is classified as investment properties. Investment properties is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is

capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Embassy Office Parks Group and the cost of the item can be measured reliably. The cost of the assets not ready for their intended use before such date, are disclosed as investment properties under development. All other repairs and maintenance costs are expensed when incurred. When part of an investment properties is replaced, the carrying amount of such replaced position is derecognised.

Investment properties are depreciated on straight-line method over their estimated useful lives. However, where the management's estimate of the remaining useful life of the assets on a review subsequent to the time of acquisition is different, then depreciation is provided over the remaining useful life based on the revised useful life. The residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively.

Pursuant to this policy, Management's estimates of useful life of the following major assets under straight-line method are as follows:

Asset category	Estimated useful life (in years)
Buildings**	60 years
Plant and Machinery	15 years
Furniture and Fixtures	12 years
Electrical Equipment	15 years
Leasehold land*	30 - 99 years based on the lease period
Leasehold building	10 years based on the lease period

Based on technical evaluation, the Group believes that the useful lives, as given above, best represent the period over which the Group expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

Pro-rata depreciation is provided on properties purchased or sold during the year.

*Upfront premium paid under lease-cum-sale agreements to acquire land where the Embassy Office Parks Group has an option to purchase the land at the end of/during the lease term are not amortised over the lease period. Lease period is the non-cancellable period of a lease, together with periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option.

** Useful life of building is restricted to the lease term of leasehold land on which the building is constructed.

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(all amounts in ₹ million unless otherwise stated)

Investment properties acquired on Business Combination is depreciated over the remaining useful life from the date of acquisition as certified by the technical valuer.

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses, if any.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of Investment properties the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Note: Plant and machinery, furniture and fixtures and electrical equipment which are physically attached to the building are considered as part of the investment properties.

g) Property, plant and equipment and intangible assets

Property, plant and equipment are carried at cost of acquisition or construction less accumulated depreciation and impairment. The cost of property, plant and equipment includes freight, duties, taxes and other incidental expenses related to the acquisition or construction of the respective assets. The cost of such assets not ready for their intended use are disclosed as capital work-in-progress.

Intangible assets are recorded at their acquisition cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Depreciation is provided on the straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment and intangibles as follows:

Asset category	Estimated useful life (in years)
Buildings	60 years
Plant and Machinery	15 years
Furniture and Fixtures	12 years

Asset category	Estimated useful life (in years)
Electrical Equipment	15 years
Office Equipment	5 years
Computers	3 years
Computer Software	3 years
Operating Supplies	2-5 years
Vehicles	8 years

Based on technical evaluation, the Group believes that the useful lives, as given above, best represent the period over which the Group expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

Upfront premium paid under lease-cum-sale agreements to acquire land where the Embassy Office Parks Group has an option to purchase the land at the end of/during the lease term are not amortised over the lease period.

The useful lives of intangible assets are assessed as either finite or indefinite.

Right to use trademark: The earnings potential of trade name/trademark can at times be substantial. A trademark is recognised on a reporting company's balance sheet as an intangible asset separate from goodwill because it satisfies either of the following two tests:

- It arises from legal rights (a trademark is essentially a bundle of rights)
- It is capable of being sold, transferred, and licensed separately from other assets of the acquiring company

The recognition of an acquired trademark is performed as part of a purchase price allocation, whereby a portion of the price paid by the acquirer for all of the acquired assets is assigned to the trademark using an acceptable valuation methodology.

The life of the Right to use trademark is considered indefinite because there is no foreseeable limit nor any specific covenant that limits the time period over which the asset is expected to generate net cash inflows for the SPVs.

Intangible assets comprising of Right to use trademark with indefinite useful lives are not amortised, but are tested for impairment annually, at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change

in useful life from indefinite to finite is made on a prospective basis.

Power purchase agreement is one of the essential contracts required for a small power generating company with limited production capacity and marketability. Since sales with the customer take the form of a contract, the power purchase agreement meets the contractual criteria for recognition. This agreement provides ongoing and repeat business for the Company and provides a platform for the Company to reach profitability.

The initial useful life of the power purchase agreements is estimated to be 25 years based on the contract period and hence are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period and adjusted prospectively.

Common Area Maintenance (CAM) service rights are contract-based intangible assets, which represent the value of contractual rights that arise from contractual arrangements. An entity establishes relationships with its customers through certain contracts, these customer relationships arise from contractual rights.

CAM service rights are recognised at their fair value as at the date of acquisition, these are subsequently amortised on a straight-line basis, over their estimated contractual lives.

Property, plant and equipment and Intangibles acquired on Business Combination, except right-to-use trademark, is depreciated over the remaining useful life from the date of acquisition as certified by the technical valuer.

When parts of an item of plant and equipment have different useful lives, they are treated as separate components and depreciated over their respective estimated useful lives.

The residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively.

Pro-rata depreciation is provided on all property, plant and equipment and intangible assets purchased or sold during the year.

Property, plant and equipment are subsequently measured at cost net of accumulated depreciation and accumulated impairment losses, if any.

(all amounts in ₹ million unless otherwise stated)

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

h) Non-current assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets are generally measured at the lower of their carrying amount and fair value less costs of disposal. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in the Consolidated Statement of Profit and Loss.

Once classified as held-for-sale, intangible assets, property, plant and equipment and investment properties are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

i) Inventory

Stores and operating supplies

Inventories which comprises food and beverages and operating supplies are valued at lower of cost or net realisable value. Cost of inventories comprises purchase price, costs of conversion and other incidental costs incurred in bringing the inventories to their present location and condition. In determining the cost, weighted average cost method is used.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs to sell.

j) Impairment of non-financial assets

The Embassy Office Parks Group assesses, at each reporting date, whether there is an indication that a non-financial asset other than inventories and deferred tax assets may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Embassy Office Parks Group estimates the asset's recoverable amount.

An impairment loss is recognised in the Consolidated Statement of Profit and Loss if the carrying amount of an asset or its cash-

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generating unit (CGU) exceeds its recoverable unit. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU on a pro-rata basis. A CGU is the smallest identifiable asset group that generates cash flows that are largely independent from other assets and groups. Impairment losses are recognised in the Consolidated Statement of Profit and Loss, unless it reverses previous revaluation credited to equity, in which case it is charged to equity.

Goodwill arising from a business combination is allocated to CGUs or group of CGUs that are expected to benefit from the synergies of the combination. Goodwill is tested for impairment on an annual basis and more often, if there is an indication that goodwill may be impaired, relying on a number of factors including operating results, business plans and future cash flows. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets, such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been

determined, net of depreciation, if no impairment loss had been recognised.

k) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of Embassy Office Parks Group's entities at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences arising on foreign exchange transactions settled and from translations during the year are recognised in the Consolidated Statement of Profit and Loss of the year except exchange differences arising from the translation of the items which are recognised in OCI.

l) Financial instruments

i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Embassy Office Parks Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value (except for trade receivables which are initially measured at transaction price) plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- Amortised cost;
- Fair value through other comprehensive income (FVOCI) - debt instrument;
- Fair value through other comprehensive income (FVOCI) - equity instrument; or
- Fair value through profit or loss (FVTPL)

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Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Embassy Office Parks Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of the principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of the principal and interest on the principal amount outstanding.

On initial recognition of an equity instrument that is not held for trading, the Embassy Office Parks Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Embassy Office Parks Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Embassy Office Parks Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to the Management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Embassy Office Parks Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Embassy Office Parks Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Embassy Office Parks Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows

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such that it would not meet this condition. In making this assessment, the Embassy Office Parks Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Embassy Office Parks Group's claim to cash flows from specified assets (e.g. non-recourse features)

A prepayment feature is consistent with the sole payment of principal and interest criterion if the prepayment amount substantially represents

unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit and loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit and loss.
Debt instruments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit and loss.
Equity instruments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit and loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit and loss. Any gain or loss on derecognition is also recognised in profit and loss.

iii) Derecognition

Financial assets

The Embassy Office Parks Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the

financial asset are transferred or in which the Embassy Office Parks Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Embassy Office Parks Group enters into transactions whereby it transfers assets recognised in its Consolidated Balance Sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Embassy Office Parks Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.

The Embassy Office Parks Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability

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extinguished and the new financial liability with modified terms is recognised in profit and loss.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Consolidated Balance Sheet only when the Embassy Office Parks Group has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

m) Compound financial instruments

The liability component of a compound financial instrument is initially recognised at the fair value of a similar liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not measured subsequently.

Interest related to the financial liability is recognised in profit and loss (unless it qualifies for inclusion in cost of asset). In case of conversion at maturity, the financial liability is reclassified to equity and no gain or loss is recognised.

n) Rental support

Rental supports that are an integral part of an acquisition transaction is treated as a deduction in the acquisition cost of such investment properties. Where, the right to receive the rental support is spread over a period of time, the right to receive the rental support is reduced from the acquisition cost and is recognised as a financial asset at fair value and subsequently measured at amortised cost based on effective interest rate method.

o) Impairment of financial assets

Financial assets

The Embassy Office Parks Group recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI-debt investments

At each reporting date, the Embassy Office Parks Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer; or
- a breach of contract such as a default or being past due for 180 days or more; or
- the restructuring of a loan or advance by the Embassy Office Parks Group on terms that in the material assessment of the Embassy Office Parks Group it would not consider otherwise; or
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties

The Embassy Office Parks Group measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

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In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Embassy Office Parks Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Embassy Office Parks Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Embassy Office Parks Group's historical experience and informed credit assessment and including forward-looking information.

The Embassy Office Parks Group assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Embassy Office Parks Group considers a financial asset to be default when:

- the borrower is unlikely to pay its credit obligations to the Embassy Office Parks Group in full, without recourse by the Embassy Office Parks Group to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due without any security

Measurement of expected credit losses:

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Embassy Office Parks Group and the cash flows that the Embassy Office Parks Group expects to receive).

Presentation of allowance for expected credit losses in the balance sheet:

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is charged to profit and loss account and is recognised in OCI.

Write-off: The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Embassy Office Parks Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to write-off. However, financial assets that are written off

could still be subject to enforcement activities in order to comply with the Embassy Office Parks Group's procedures for recovery of amounts due.

Majority of the financial assets of the Embassy Office Parks Group pertain to trade and other receivables. Considering the nature of business, the Embassy Office Parks Group does not foresee any credit risk on its trade and other receivables which may cause an impairment. As per the agreement with tenants, the receivables are covered by clause of payment security mechanism which ensures receipt of all trade receivables. Also, the Embassy Office Parks Group does not have any past history of significant impairment of trade and other receivables.

p) Embedded derivatives

When the Embassy Office Parks Group becomes a party to a hybrid contract with a host that is not an asset within the scope of Ind AS 109 Financial Instruments, it identifies whether there is an embedded derivative. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

q) Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets and the amount initially recognised less cumulative amortisation, where appropriate.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

r) Leases**Embassy Office Parks Group as a lessee**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Embassy Office Parks Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-

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use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability, adjusted for any lease payments made at or before the commencement date, less any lease incentives received, plus any initial direct costs incurred and an estimate of the costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

The right-of-use assets is subsequently measured at cost less accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the Statement of Profit and Loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate applicable to the entity within the Embassy Office Parks Group. Generally, the Embassy Office Parks Group uses its incremental borrowing rate as the discount rate. For leases with reasonably similar characteristics, the Embassy Office Parks Group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole.

The Embassy Office Parks Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Embassy Office Parks Group recognises any remaining amount of the re-measurement in profit and loss.

The Embassy Office Parks Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of all assets that have a lease term of 12 months or less and leases of low-value assets. The Embassy Office Parks Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Embassy Office Parks Group as a lessor**i. Determining whether an arrangement contains a lease**

At inception of an arrangement, it is determined whether the arrangement is or contains a lease. At inception or on reassessment of the arrangement that contains a lease, the payments and other consideration required by such an arrangement are separated into those for other elements on the basis of their relative fair values.

ii. Assets held under leases

Leases in which the Embassy Office Parks Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the non-cancellable period of lease term. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Embassy Office Parks Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Embassy Office Parks Group's net investment in the leases.

iii. Initial direct costs

Initial direct costs such as brokerage expenses incurred specifically to earn revenues from an operating lease are capitalised to the carrying amount of leased asset and recognised over the non-cancellable period of lease term on the same basis as rental income.

s) Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

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Revenue is recognised when recovery of the consideration is probable and the amount of revenue can be measured reliably.

i) Rental income from investment properties

Rental income from property leased under operating lease is recognised in the statement of profit and loss on a straight-line basis over the non-cancellable period of the lease term. Lease incentives granted are recognised as an integral part of the total rental income. Contingent rents are recognised as revenue in the period in which they are earned on a receipt basis.

ii) Income from finance lease

For assets let out under finance lease, the Group recognises a receivable at an amount equal to the net investment in the lease. Rentals received are accounted for as repayment of principal and finance income. Minimum lease payments receivable on finance leases are apportioned between the finance income and the reduction of the outstanding receivable. The finance income allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining net investment in the finance lease. Contingent rents are recorded as income in the periods in which they are earned.

iii) Revenue from contract with customers

a) Revenue from maintenance services is recognised as and when the services are rendered based on the terms of the contracts with the lessees.

b) Revenue from Food, beverages and banquets
Revenue from food and beverages are recorded as and when food is served. Revenue generated from the banquet services offered are charged on the basis of cover charges per person which is billed (exclusive of applicable taxes) based on guaranteed covers if actual cover is less than contracted.

c) Revenue from Room Rentals
Revenue from room rentals are based on the occupancy charged on the basis of room rates which are contracted (exclusive of applicable taxes).

d) Sale of solar energy
Revenue from sale of power is recognised net of cash discount over time for each unit of electricity generated. "

e) Other operating income

Other operating income, including service charges on rooms and Food & Beverage (F&B) revenues and other hospitality-related operating income is recognised when the services are rendered and the same become chargeable. Revenue from other services is recognised on accrual basis as per the terms of the agreement.

iv) Recognition of dividend and interest income

Dividend income is recognised in profit and loss on the date on which the Embassy Office Parks Group's right to receive payment is established.

Interest income is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired). However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

t) Employee benefits

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Embassy Office Parks Group makes specified monthly contributions towards government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit and loss in the periods during which the related services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Gratuity

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Embassy Office Parks Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating

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the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Embassy Office Parks Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Embassy Office Parks Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Embassy Office Parks Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Compensated absences

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid, if the Embassy Office Parks Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Assets or liabilities related to employee benefit arrangements acquired on Business Combination

are recognised and measured in accordance with Ind AS 19 Employee Benefits.

u) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of a qualifying asset form part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Interest expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument to the amortised cost of the financial liability. In calculating interest expense, the effective interest rate is applied to the amortised cost of the liability.

Capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average borrowing costs (WABC). Capitalisation of borrowing costs is suspended during the extended period in which active development is interrupted. Capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

v) Taxation

Income tax comprises current and deferred tax. Income tax expense is recognised in the Consolidated Statement of Profit and Loss except to the extent it relates to items directly recognised in equity or in other comprehensive income.

i) Current tax:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the period/year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

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ii) Deferred tax:

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- Temporary differences arising on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- Temporary differences related to investments in subsidiaries, associates, and joint arrangements to the extent that the Embassy Office Parks Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- Taxable temporary differences arising on initial recognition of goodwill.

Deferred income tax asset are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Embassy Office Parks Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Embassy Office Parks Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Tax impact of timing difference which arise during the tax holiday period are recognised only to the extent of those differences which are reversed after the tax holiday period.

Minimum Alternative Tax ('MAT') under the provisions of the Income Tax, 1961 is recognised as current tax in the Consolidated Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Embassy Office Parks Group will pay normal income tax during the period for which MAT credit can be carried forward for set-off against normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Deferred tax assets or liabilities acquired on Business Combination are recognised and measured in accordance with Ind AS 12 Income taxes.

w) Provisions and contingencies

The Embassy Office Parks Group recognises a provision when there is a present obligation (legal or constructive) as a result of a past obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

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If the effect of the time value of money is material, provisions are discounted.

x) Operating segments

An operating segment is a component of the Embassy Office Parks Group that engages in business activities from which it may earn revenues and incur expenses. All operating segments' operating results are reviewed regularly by a representative of the Embassy Office Parks Group, the Embassy Office Parks Group's Chief Operating Decision Maker ('CODM'), to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Net Operating Income ('NOI') is the key metric reported to the CODM for the purposes of assessment of the segment results. The same is defined as follows:

Commercial Offices segment:

NOI for commercial offices is defined as Revenue from operations (which includes (i) facility rentals, (ii) maintenance services income, (iii) income from finance lease, and (iv) other operating income for Commercial Offices) less Direct operating expenses (which includes (i) Operating and maintenance expenses including common area maintenance expenses (ii) property taxes, (iii) rent, and (iv) insurance).

Hospitality segment:

NOI for hospitality segment is defined as Revenue from operations (which includes (i) room rentals, (ii) sale of food and beverages, (iii) other operating income for hospitality less Direct operating expenses (which includes (i) cost of materials consumed, (ii) employee benefits expenses, (iii) Operating and maintenance expenses excluding property management fees, and (iv) Other expenses).

Other segment:

NOI for other segments is defined as Revenue from operations (which includes income from generation of renewable energy) less Direct operating expenses (which includes (i) Operating and maintenance and (ii) Other expenses).

Certain income (such as interest, dividend and other income) and certain expenses (such as Other expenses excluding Direct operating expenses, depreciation, amortisation, impairment and finance cost) are not specifically allocable to segments and accordingly these expenses are

adjusted against the total income of the Embassy Office Parks Group.

y) Cash and cash equivalents

Cash and cash equivalents in the Consolidated Balance Sheet comprises of cash at banks and on hand, deposits held at call with bank or financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

z) Distribution Policy:

Under the provisions of the REIT Regulations, Embassy Office Parks REIT is required to distribute to the Unitholders not less than ninety percent of the net distributable cash flows ('NDCF') of Embassy Office Parks REIT and the current policy of the Manager is to comply with such requirement. The NDCF is calculated in accordance with the REIT Regulations and in the manner provided in the NDCF framework defined by the Manager. The Manager has made certain clarificatory amendments to the NDCF framework under the Distribution Policy to ensure that there is no ambiguity in computing the NDCF at Embassy REIT and SPV/Holdco level. The amended framework is approved by a special majority in the Unitholder's Meeting held on July 8, 2021 and is effective from April 1, 2021.

In terms of the REIT Regulations and NDCF framework which prescribes for the minimum amount of NDCF to be distributed to Embassy Office Parks REIT:

- not less than 90% of the NDCF of the SPVs are required to be distributed to the Embassy Office Parks REIT, in proportion to its shareholding in the SPV, subject to applicable provisions of the Companies Act, 2013.
- 100% of the cash flows received by the Holding Company from the underlying SPVs are required to be distributed to the Embassy Office Parks REIT, and not less than 90% of the NDCF generated by the Holding Company on its own shall be distributed to the Embassy Office Parks REIT, subject to applicable provisions of the Companies Act, 2013.
- The aforesaid net distributable cash flows are made available to Embassy Office Parks REIT in the form of (i) Interest paid on Shareholder Debt provided by Embassy Office Parks REIT to the SPV's/Holding Company, (ii) Principal repayment of Shareholder Debt, (iii) Dividend

Notes to the Consolidated Financial Statements

declared by the SPVs/Holding Company and received by Embassy Office Parks REIT and (iv) Proceeds from sale of any Embassy REIT assets.

Since Embassy Office Parks REIT endeavours to quarterly distributions, any shortfall as regards minimum quarterly distribution by the SPVs and Holding Company to Embassy Office Parks REIT, post interest paid on Shareholder Debt, Interim Dividend payments and Principal repayment of Shareholder Debt, would be done by declaring dividend, to the extent permitted under the Companies Act, 2013.

SEBI has issued Revised framework for computation of Net Distributable Cash Flow (NDCF) by Real Estate Investment Trusts (REITs) dated December 6, 2023 which is effective from April 1, 2024.

aa) Cash distribution to Unitholders

The Group recognises a liability to make cash distributions to Unitholders when the distribution is authorised and a legal obligation has been created. As per the REIT Regulations, a distribution is authorised when it is approved by the Board of Directors of the Manager. A corresponding amount is recognised directly in equity.

ab) Consolidated Statement of Cash flows

Consolidated Cash flows are reported using the indirect method, whereby Profit/(loss) before share of profit of equity accounted investees and tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Embassy Office Parks Group are segregated.

For the purpose of the Consolidated Statement of Cash Flow, cash and cash equivalents consist of cash and short-term deposits, as defined above, as they are considered an integral part of the Embassy Office Parks Group's cash management.

ac) Earnings per unit

The basic earnings per unit is computed by dividing the net profit/(loss) attributable to the Unitholders of the Trust by the weighted average number of units outstanding during the reporting period. The number of units used in computing diluted earnings/(loss) per unit comprises the weighted average units considered for deriving basic earnings/(loss) per unit and also the weighted average number of units which could

(all amounts in ₹ million unless otherwise stated)

have been issued on the conversion of all dilutive potential units.

Dilutive potential units are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per unit, only potential equity units that are dilutive and which either reduces earnings per share or increase loss per units are included.

ad) Earnings before share of profit of equity accounted investee, finance costs, depreciation, amortisation and tax

The Embassy Office Parks Group has elected to present earnings before share of profit of equity accounted investee, finance costs, depreciation, amortisation and tax as a separate line item on the face of the Consolidated Statement of Profit and Loss. The Embassy Office Parks Group measures earnings before finance cost, depreciation, amortisation and tax excluding share of profit of equity accounted investees on the basis of profit/(loss) from continuing operations. In its measurement, the Embassy Office Parks Group does not include depreciation and amortisation expense, finance costs, share of profit of equity accounted investees and tax expense.

ae) Statement of net assets at fair value

The disclosure of Statement of Net Assets at Fair value comprises of the fair values of the properties held by Asset SPVs and the HoldCo as well as book values of the total liabilities and other assets of all SPVs consolidated. The fair value of the property held by Asset SPVs and HoldCo are reviewed semi-annually by the independent property valuer taking into consideration market conditions existing at the reporting date, and other generally accepted market practices. The independent valuer is leading independent appraiser with a recognised and relevant professional qualification and experience.

af) Joint development accounting

Land/development rights received under joint development arrangements is measured at the fair value of the estimated construction service rendered to the landowner and the same is accounted on completion of the project. Further, non-refundable deposit amount paid by the Group under joint development arrangements is recognised as Investment property under development and on the completion of the project, the non-refundable amount is transferred as land cost to Investment Property.

Notes to the Consolidated Financial Statements

3 Property, plant and equipment Reconciliation of carrying amounts for the year ended March 31, 2024

Particulars	Land-freehold (refer note i)	Buildings	Plant and machinery	Furniture and fixtures	Electrical equipment	Office equipment	Computers	Operating supplies	Vehicles	Total
Gross block	8,851.84	12,907.43	7,983.78	1,288.10	1,771.43	44.44	37.45	266.61	62.71	33,213.79
Additions for the year	-	35.31	14.77	20.17	4.68	1.74	1.73	2.09	0.45	80.94
Disposals	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	8,851.84	12,942.74	7,998.55	1,308.27	1,776.11	46.18	39.18	268.70	63.16	33,294.73
Additions for the year	-	7.57	29.81	1.20	0.70	2.76	0.24	1.70	0.43	44.41
Disposals	-	-	(17.47)	-	-	-	-	-	-	(17.47)
As at March 31, 2024	8,851.84	12,950.31	8,010.89	1,309.47	1,776.81	48.94	39.42	270.40	63.59	33,321.67
Accumulated depreciation and impairment										
As at April 1, 2022	156.94	958.65	1,357.22	271.65	174.37	16.93	15.01	11.05	16.86	2,978.68
Charge for the year	-	221.04	441.87	210.38	185.91	8.98	4.76	0.79	8.06	1,081.79
Disposals	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	156.94	1,179.69	1,799.09	482.03	360.28	25.91	19.77	11.84	24.92	4,060.47
Charge for the year	-	211.87	44.44	211.48	186.16	9.30	8.26	1.41	8.04	1,080.98
Disposals	(156.70)	(54.45)	(69.26)	(9.88)	(22.91)	(1.85)	(0.22)	-	(1.21)	(806.57)
As at March 31, 2024	0.24	847.02	2,164.24	683.63	523.53	33.36	27.81	13.25	31.75	4,324.83
Carrying amount (net)										
As at March 31, 2024	8,851.60	12,103.29	5,846.65	625.84	1,253.28	15.58	11.61	257.15	31.84	28,996.84
As at March 31, 2023	8,694.90	11,763.05	6,199.46	826.24	1,415.83	20.27	19.41	256.86	38.24	29,234.26

Notes:

- i. The solar plant has been constructed on 465.77 acres of land, of which title for 450.11 acres is registered in name of the group and balance 15.66 acres is in the process of registration.
- ii. Accumulated Depreciation as at March 31, 2024 includes ₹Nil impairment loss (March 31, 2023: ₹886.18 million). During the current year, reversal of impairment loss (net of depreciation) amounts to ₹806.57 million.
- iii. Refer Note 6 for disclosure on impairment.
- iv. Refer Note 21 for information on charge created by the Group on its property, plant and equipment.
- v. Refer Note 45 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
- vi. The amount of borrowing cost capitalised during the year is ₹97.56 million (March 31, 2023: ₹31.37 million) at a capitalisation rate which is the SPV specific Weighted Average Borrowing Cost (WABC).

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

4 Capital work-in-progress

Particulars	As at March 31, 2024	As at March 31, 2023
VTPL - (Hilton Hotels at ETV)**	1,485.31	602.16
Others	26.19	2.52
	1,511.50	604.68

**forms part of ETV assets CGU

Notes:

i) Capital work-in-progress ageing schedule:

Status as at March 31, 2024	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	906.93	298.04	75.67	230.86	1,511.50
Projects temporarily suspended	-	-	-	-	-

Status as at March 31, 2023	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	298.15	75.67	71.29	159.57	604.68
Projects temporarily suspended	-	-	-	-	-

ii) As on March 31, 2024 and March 31, 2023, there are no capital work-in-progress projects whose completion is overdue or has exceeded the cost, based on original approved plan.

iii) Movement of Capital work-in progress (CWIP)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	604.68	324.80
Add: Additions to Capital work-in progress during the year	927.04	316.54
Less: Capitalisation to Property, plant and equipment during the year	(20.22)	(36.66)
Closing balance	1,511.50	604.68

5 Investment properties

Reconciliation of carrying amounts for the year ended March 31, 2024

Particulars	Land (Under JDA) (refer note xiii)	Land-freehold	Right of use asset (refer notes)	Buildings	Plant and machinery	Furniture and fixtures	Electrical equipment	Office equipment	Vehicle	Computer	Total
Gross block											
As at April 1, 2022	-	126,552.98	28,609.55	117,631.83	15,403.43	1,970.61	4,242.72	65.74	5.31	12.04	294,494.21
Additions for the year	-	-	22.02	5,199.72	864.44	172.84	831.27	1.11	-	0.70	7,092.10
Disposals	-	-	-	-	(14.55)	(3.58)	(5.43)	-	-	-	(23.56)
As at March 31, 2023	-	126,552.98	28,631.57	122,831.55	16,253.32	2,139.87	5,068.56	66.85	5.31	12.74	301,562.75
As at April 1, 2023	-	126,552.98	28,631.57	122,831.55	16,253.32	2,139.87	5,068.56	66.85	5.31	12.74	301,562.75
Additions for the year	906.36	58.13	1,602.88	16,063.47	3,459.52	158.01	1,119.07	0.92	0.61	0.64	23,369.61
Disposals	-	-	-	-	(62.52)	(29.95)	(319)	(6.21)	-	(0.02)	(101.89)
As at March 31, 2024	906.36	126,611.11	30,234.45	138,895.02	19,650.32	2,267.93	6,184.44	61.56	5.92	13.36	324,830.47
Accumulated depreciation and impairment											
As at April 1, 2022	-	12.80	1,205.68	7,133.46	3,421.11	873.67	1,276.71	39.03	5.31	4.21	13,971.98
Charge for the year (refer note 41)	-	-	361.11	5,257.60	1,626.93	232.92	594.96	9.38	-	0.23	8,083.13
Disposals	-	-	-	-	(5.23)	(1.28)	(1.95)	-	-	-	(8.46)
As at March 31, 2023	-	12.80	1,566.79	12,391.06	5,042.81	1,105.31	1,869.72	48.41	5.31	4.44	22,046.65
As at April 1, 2023	-	12.80	1,566.79	12,391.06	5,042.81	1,105.31	1,869.72	48.41	5.31	4.44	22,046.65
Charge for the year	-	-	471.20	3,827.66	1,425.34	238.61	520.40	7.39	0.25	0.41	6,491.26
Disposals	-	-	-	-	(61.40)	(29.56)	(3.09)	(6.21)	-	(0.02)	(100.28)
Reversal of impairment loss (net of depreciation)	-	(12.80)	-	(14.97)	(2.20)	(0.03)	(0.16)	(0.01)	(0.01)	-	(30.18)
As at March 31, 2024	-	-	2,037.99	16,203.75	6,404.55	1,314.33	2,386.87	49.58	5.55	4.83	28,407.45
Carrying amount (net)											
As at March 31, 2024	906.36	126,611.11	28,196.46	122,691.27	13,245.77	953.60	3,797.57	11.98	0.37	8.53	296,423.02
As at March 31, 2023	-	126,540.18	27,064.78	110,440.49	11,210.51	1,034.56	3,198.84	18.44	-	8.30	279,516.10

(all amounts in ₹ million unless otherwise stated)

Notes:

- i. **EPTPL:** The leasehold land for Embassy Techzone is taken from Maharashtra Industrial Development Corporation ('MIDC') on a lease for a period of 95 years. The lease expires in June 2100.
- ii. **OBPPL:** The leasehold land for Embassy Oxygen is taken from New Okhla Industrial Development Authority ('NOIDA') on a lease for a period of 90 years. The lease expires in September 2097.
- iii. **ETPL:** The leasehold land for First International Financial Centre is taken from Mumbai Mahanagar Regional Development Authority ('MRDA') on a lease for a period of 80 years. The lease expires in June 2088.
- iv. **GSPL:** The leasehold land for Embassy Galaxy is taken from NOIDA on a lease for a period of 90 years. The lease expires in June 2095.

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(all amounts in ₹ million unless otherwise stated)

- v. **QBPL:** The leasehold land for Embassy Quadron is taken from MIDC for a lease term of 95 years. The lease expires in October 2100. As per the lease agreement the Company can renew the lease for a further period of 95 years.
- vi. **VTPL:** VTPL had earlier entered into lease-cum sale agreement for the land located in Embassy Tech Village with Karnataka Industrial Area Development Board (KIADB) for a period of 20 years commencing from June 16, 2006. As per the lease agreement KIADB shall sell the land to VTPL at any time during the tenure of the lease or on expiry of the lease period, if VTPL has performed all the conditions contained in the agreement and committed no breach thereof. VTPL had converted the leasehold land measuring 81.39 acres into a freehold land as per the sale deed entered with KIADB on February 12, 2018. Further, 1 acre 37 guntas leasehold land is yet to be registered and is classified as a leasehold land and no depreciation has been charged on the same.
- vii. Investment properties comprises of commercial buildings and other assets forming part of the buildings, that is leased to third parties. The license agreement entered into with tenants may or may not contain an initial non-cancellable period. Subsequent renewals of these license agreements are negotiated with the tenants and historically the average renewal period ranges between three and five years.
- viii. The investment properties have been leased out to lessees/held for lease on operating lease basis.
- ix. The plant and machinery, furniture and fixtures and electrical equipment are physically attached to the buildings and form an integral part thereof, hence they are considered as investment properties.
- x. The amount of borrowing cost capitalised during the year is ₹1,243.69 million (March 31, 2023: ₹579.51 million) at a capitalisation rate which is the SPV specific Weighted Average Borrowing Cost (WABC).
- xi. In accordance with Ind AS 116- Leases, investment properties includes Right-of-Use (ROU) asset of ₹28,196.46 million (March 31, 2023: ₹27,064.78 million). The corresponding lease liability amounting to ₹1,512.93 million (March 31, 2023: ₹362.47 million) is recorded as a financial liability.
- xii. Accumulated depreciation as at March 31, 2024 includes ₹Nil impairment loss (March 31, 2023: ₹31.71 million). During the current year, reversal of impairment loss (net of depreciation) amounts to ₹30.18 million.
- xiii. This represents land acquired by the Group under joint development arrangement measured based on fair value of the estimated construction service rendered to the landowner.
- xiv. Refer Note 6 for disclosure on impairment.
- xv. Amount recognised in statement of profit and loss for investment properties:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rental income	30,906.89	29,189.78
Less: Direct operating expenses (including repairs and maintenance) arising from investment properties that generating rental income - Including R&M	(3,389.13)	(2,995.53)
Less: Direct operating expenses (including repairs and maintenance) arising from investment properties that did not generate rental income - Including R&M	(1,257.75)	(1,164.95)
Less: Depreciation and amortisation expense (refer note 41)	(8,456.52)	(10,048.39)
Profit arising from investment properties before indirect expenses	17,803.49	14,980.91

- xvi. Refer Note 21 for information on charge created by the group on its investment property.
- xvii. Refer Note 45 for disclosure of contractual commitments for the acquisition of investment property.
- xviii. Refer Note 51 for disclosure of assets acquired under lease.

xix. Fair value disclosures:

Particulars	Amount
Fair value as at March 31, 2024	479,089.86
Fair value as at March 31, 2023	445,500.09

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

The fair value of investment property as at March 31, 2024 and March 31, 2023 has been determined by Ms. L.Anuradha and iVAS Partners respectively, independent external registered property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield and CBRE respectively.

The fair value measurement for all of the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used. The valuers have followed a Discounted Cash Flow method. The valuation model considers the present value of net cash flows to be generated from the respective properties, taking into account the expected rental growth rate, vacancy period, occupancy rate, average room rent, lease incentive costs and belnded tariff rates. The expected net cash flows are discounted using the risk adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms, seasonality in sustaining a stable average room rent and occupancy for the hotels.

6 Goodwill [refer note 2.1 (i) (b)]

As at March 31, 2024

SPV	Goodwill as at April 1, 2023	Consideration transferred for business combination during the year	Fair value of net assets acquired under business combination during the year/ adjustments	Goodwill arising on acquisitions during the year	Impairment loss for the year	Net carrying value as at March 31, 2024
MPPL	21,466.58	-	-	-	-	21,466.58
EPTPL	1,027.18	-	-	-	-	1,027.18
EEPL	703.52	-	-	-	-	703.52
UPPL	131.89	-	-	-	-	131.89
ETPL	2,899.23	-	-	-	-	2,899.23
GSPL	1,962.11	-	-	-	-	1,962.11
IENMPL	6,071.57	-	-	-	-	6,071.57
OBPPL	6,529.49	-	-	-	-	6,529.49
QBPL	1,596.82	-	-	-	-	1,596.82
QBPL	3,198.66	-	-	-	-	3,198.66
VCPPL	4,265.12	-	-	-	-	4,265.12
ETV assets	14,193.18	-	-	-	-	14,193.18
	64,045.35	-	-	-	-	64,045.35

As at March 31, 2023

SPV	Goodwill as at April 1, 2022	Consideration transferred for business combination during the year	Fair value of net assets acquired under business combination during the year/ adjustments	Goodwill arising on acquisitions during the year	Impairment loss for the year	Net carrying value as at March 31, 2023
MPPL	21,466.58	-	-	-	-	21,466.58
EPTPL	1,027.18	-	-	-	-	1,027.18
EEPL	703.52	-	-	-	-	703.52
UPPL	131.89	-	-	-	-	131.89
ETPL	2,899.23	-	-	-	-	2,899.23
GSPL	1,962.11	-	-	-	-	1,962.11
IENMPL	6,071.57	-	-	-	-	6,071.57
OBPPL	6,529.49	-	-	-	-	6,529.49
QBPL	1,596.82	-	-	-	-	1,596.82
QBPL	3,198.66	-	-	-	-	3,198.66
VCPPL	4,265.12	-	-	-	-	4,265.12
ETV assets	14,193.18	-	-	-	-	14,193.18
	64,045.35	-	-	-	-	64,045.35

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(all amounts in ₹ million unless otherwise stated)

Impairment testing for goodwill

Goodwill acquired through business combinations has been allocated to the Cash Generating Units ('CGU') as below for impairment testing: (Each SPV has been considered to be an independent CGU except QBPL and MPPL). Goodwill pertaining to QBPL and MPPL has been further allocated to commercial CGU forming part of commercial segment and hotel CGU forming part of hospitality segment. Goodwill pertaining to ETV assets has been considered as a single CGU as all the ETV assets have a similar risk and return profile.

As at March 31, 2024 and March 31, 2023

CGU	As at March 31, 2024			As at March 31, 2023		
	Carrying amount of the CGU prior to impairment*	Recoverable amount	Impairment Loss	Carrying amount of the CGU prior to impairment*	Recoverable amount	Impairment Loss
Commercial						
MPPL	103,070.82	199,754.65	-	104,794.99	177,832.99	-
EPTPL	19,055.77	22,913.30	-	19,375.49	21,685.31	-
ETPL	12,259.75	14,622.44	-	12,376.71	13,612.66	-
GSPL	7,047.88	9,603.98	-	6,611.72	9,165.14	-
IENMPL	16,552.22	18,122.23	-	16,597.74	17,458.94	-
OBPPL	19,457.64	20,624.55	-	18,754.36	19,513.26	-
QBPPL	8,220.14	9,282.87	-	8,322.71	9,521.62	-
QBPL - Embassy Quadron	3,632.81	3,799.37	-	10,786.22	13,401.19	-
QBPL - Embassy One	4,541.38	5,390.00	-	4,449.39	4,557.95	-
VCPPL	14,835.99	18,106.84	-	14,897.29	17,858.52	-
ETV assets	75,272.57	101,237.25	-	76,098.72	101,774.46	-
ECPL**	184.80	432.53	-	2,564.68	2,632.63	-
Hospitality						
QBPL - Hotel	6,874.20	9,076.75	-	7,040.04	7,939.00	-
MPPL - Hotel	10,140.37	13,868.39	-	10,413.44	11,554.10	-
UPPL	3,424.75	5,940.81	-	3,468.48	4,502.18	-
Others						
EEPL	7,429.54	7,516.36	-	7,931.49	8,269.08	-
	312,000.64	460,292.32	-	324,483.47	441,279.03	-

* The carrying amount also includes carrying value of intangibles with indefinite useful life amounting to ₹3,641.88 million as at March 31, 2024 (March 31, 2023: ₹3,641.88 million). Accordingly, the disclosures given in this note also covers the impairment testing relating to intangibles with indefinite useful lives.

** Refer note 55.

Management has estimated the recoverable amount of the CGUs as at March 31, 2024 and March 31, 2023 based on a valuation determined by Ms. L.Anuradha and iVAF Partners respectively, independent external registered property valuers appointed under Regulation 21 of REIT regulations, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued in conjunction with value assessment services undertaken by Cushman & Wakefield and CBRE respectively. The fair value measurement is a level 3 measurement on the fair value hierarchy. The valuation was done in accordance with discounted cash flow method.

As a result of the annual fair valuation, no impairment loss was recognised in the Statement of Profit and Loss during the year ended March 31, 2024 and March 31, 2023. The annual impairment test performed considers the current economic conditions and revised business plans to determine the higher of the "value in use" and the "fair value less cost to disposal" in accordance with Ind AS 36.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

As at March 31, 2023, impairment loss amounting to ₹886.18 million was accounted against property, plant and equipment and impairment loss amounting to ₹31.71 million was accounted against investment property. Considering the ramp up of room occupancy, recovery in the Hospitality business operations thereon and increase in lease-up, the Group has updated the financial projections basis which the future cash flows have been estimated for the purpose of determining the recoverable amount of the aforesaid property, plant and equipment and investment properties as at March 31, 2024. Since the recoverable amount exceeds the carrying value of property, plant and equipment and investment properties as at March 31, 2024, the Group has reversed the impairment loss of ₹836.75 million (net of depreciation of ₹80.12 million) and recognised in the statement of profit and loss during the year ended March 31, 2024.

The recoverable amount was based on value in use calculation and was determined at the level of the CGUs. These calculations use cash flow projections over a defined period. Discount rate is based on the Weighted Average Cost of Capital (WACC) of the entity. In determining value in use for the CGUs, the key assumptions used are as follows:

CGU	As at March 31, 2024			As at March 31, 2023		
	Discount rate - completed projects	Discount rate - under construction projects	Capitalisation rate	Discount rate - completed projects	Discount rate - under construction projects	Capitalisation rate
Commercial						
MPPL	11.75%	13.00%	8.00%	11.70%	13.00%	8.00%
EPTPL	11.75%	13.00%	8.25%	11.70%	13.00%	8.25%
ETPL	11.75%	NA	7.50%	11.70%	NA	7.75%
GSPL	11.75%	NA	8.00%	11.70%	NA	8.25%
IENMPL	11.75%	NA	7.75%	11.70%	NA	7.50%
OBPPL	11.75%	NA	8.25%	11.70%	13.00%	8.25%
QBPPL	11.75%	NA	8.25%	11.70%	NA	8.25%
QBPL - Embassy Quadron	11.75%	NA	8.25%	11.70%	NA	8.25%
QBPL - Embassy One	11.75%	NA	7.75%	11.70%	NA	7.50%
VCPPL	11.75%	NA	8.00%	11.70%	NA	8.00%
ETV assets	11.75%	13.00%	8.00%	11.70%	13.00%	8.00%
ECPL*	11.75%	13.00%	8.00%	11.70%	13.00%	8.00%
Hospitality						
UPPL	12.14%	NA	14.0x of EBITDA	12.38%	NA	14.0x of EBITDA
QBPL - Hotel	12.14%	NA	14.0x of EBITDA	12.38%	NA	14.0x of EBITDA
MPPL - Hotel	12.14%	NA	14.0x of EBITDA	12.38%	NA	14.0x of EBITDA
ETV - Hotel	NA	13.50%	14.0x of EBITDA	NA	13.60%	14.0x of EBITDA
Others						
EEPL	11.75%	NA	NA	11.70%	NA	NA

The recoverable amount of the CGUs exceeds the carrying amount of the CGUs by ₹148,291.68 million (March 31, 2023: ₹116,795.56 million). Following change in discount rate and capitalisation rate (taken individually, assuming all other assumptions remain the same) would cause the recoverable amount of the identified CGUs to be equal to the carrying amount of the CGU.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

CGU	As at March 31, 2024			As at March 31, 2023		
	Discount rate - completed projects	Discount rate - under construction projects	Capitalisation rate	Discount rate - completed projects	Discount rate - under construction projects	Capitalisation rate
Commercial						
MPPL	24.72%	NA	NA	15.80%	17.73%	14.07%
EPTPL	13.95%	15.00%	10.50%	13.15%	14.06%	9.55%
ETPL	14.56%	NA	11.35%	13.25%	NA	9.55%
GSPL	16.76%	NA	17.75%	14.16%	NA	12.50%
IENMPL	13.12%	NA	8.96%	12.50%	NA	8.33%
OBPPL	12.52%	NA	9.17%	12.20%	13.65%	8.88%
QBPL	13.55%	NA	10.47%	13.93%	NA	11.27%
QBPL - Embassy Quadron	11.82%	NA	8.32%	15.39%	NA	14.57%
QBPL - Embassy One	14.92%	NA	12.07%	12.04%	NA	7.82%
VCPPL	14.86%	NA	12.35%	14.66%	NA	12.24%
ETV assets	16.40%	NA	12.63%	15.09%	17.29%	13.13%
ECPL*	12.71%	13.53%	8.30%	11.70%	13.15%	8.08%
Hospitality						
UPPL	20.80%	NA	32.28%	14.79%	NA	11.57x of EBITDA
QBPL - Hotel	16.46%	NA	13.11%	14.17%	NA	11.05x of EBITDA
MPPL - Hotel	17.27%	NA	15.07%	13.89%	NA	11.46x of EBITDA
ETV - Hotel	NA	13.63%	7.25%	NA	13.92%	NA
Others						
EEPL	11.98%	NA	NA	12.51%	NA	NA

*refer note 55.

7 Other intangible assets

Reconciliation of carrying amounts for the year ended March 31, 2024

Particulars	CAM service rights	Power Purchase Agreement	Right to use trade mark	Computer software	Total
Gross Block					
As at April 1, 2022	9,826.91	3,348.00	3,641.88	57.82	16,874.61
Additions during the year	-	-	-	5.59	5.59
As at March 31, 2023	9,826.91	3,348.00	3,641.88	63.41	16,880.20
As at April 1, 2023	9,826.91	3,348.00	3,641.88	63.41	16,880.20
Additions during the year	-	-	-	0.64	0.64
As at March 31, 2024	9,826.91	3,348.00	3,641.88	64.05	16,880.84
Accumulated amortisation					
As at April 1, 2022	2,429.39	436.70	-	30.52	2,896.61
Amortisation for the year	1,965.26	145.57	-	8.41	2,119.24
As at March 31, 2023	4,394.65	582.27	-	38.93	5,015.85
As at April 1, 2023	4,394.65	582.27	-	38.93	5,015.85
Amortisation for the year	1,965.26	145.57	-	6.82	2,117.65
As at March 31, 2024	6,359.91	727.84	-	45.75	7,133.50
Carrying amount (net)					
As at March 31, 2024	3,467.00	2,620.16	3,641.88	18.30	9,747.34
As at March 31, 2023	5,432.26	2,765.73	3,641.88	24.48	11,864.35

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

8 Investment properties under development (IPUD)

IPUD mainly comprises upcoming buildings and other infrastructure upgrades in various properties. The details are as follows:

SPV/Hold Co	Particulars	As at March 31, 2024	As at March 31, 2023
Base build			
VTPL	Block 8	5,989.09	2,363.09
OBPPL	Tower 1	3,480.61	2,868.82
MPPL	Block L4, D1 and D2	1,919.76	434.74
ECPL*	Phase I and II	706.75	4,023.12
Infrastructure and Upgrade Projects			
MPPL	Master plan upgrades, solar and others	1,526.18	1,028.20
ECPL*	Master plan upgrades, solar and others	1,204.01	-
VTPL	Master plan upgrades, solar and others	654.97	561.09
EPTPL	Master plan upgrades, solar and others	361.01	313.93
GSPL	Master plan upgrades, solar and others	345.59	128.30
OBPPL	Master plan upgrades, solar and others	161.24	103.71
QBPL	Master plan upgrades, solar and others	111.92	83.88
QBPL	Master plan upgrades, solar and others	16.08	87.44
Multiple	Various	46.27	67.37
		16,523.47	12,063.70

*refer note 55 - asset acquisition

Notes:

i Investment property under development ageing schedule:

Status as at March 31, 2024	Amount in IPUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	9,976.21	3,990.51	1,711.17	845.59	16,523.47
Projects temporarily suspended	-	-	-	-	-
Status as at March 31, 2023	Amount in IPUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7,864.61	2,771.81	747.26	680.02	12,063.70
Projects temporarily suspended	-	-	-	-	-

ii. As on March 31, 2024 and March 31, 2023, there are no IPUD projects whose completion is overdue or has exceeded the cost, based on original approved plan.

iii. Movement of Investment properties under development (IPUD)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	12,063.70	6,779.98
Add: Additions to Investment properties under development during the year	11,889.52	8,363.23
Add: Acquired during the year (refer note 55)	-	4,023.12
Less: Capitalisation to Investment properties during the year	(7,429.75)	(7,102.63)
Closing balance	16,523.47	12,063.70

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

9 Investments accounted for using equity method (refer note 53)

Particulars	As at March 31, 2024	As at March 31, 2023
Investment in joint venture		
Golflinks Software Park Private Limited	22,910.35	23,081.17
	22,910.35	23,081.17
Goodwill on acquisition included as a part of carrying cost	10,449.36	10,449.36
	As at March 31, 2024	As at March 31, 2023
Percentage ownership interest	50%	50%
Fair value of net assets on Purchase Price Allocation	26,247.74	26,247.74
Embassy Office Parks Group's share of net assets (50%)	13,123.87	13,123.87
Carrying amount of interest (including goodwill)	22,910.35	23,081.17

10A Non-current investments

Particulars	As at March 31, 2024	As at March 31, 2023
Trade, unquoted, measured at amortised cost		
Investment in debentures of joint venture (refer note 49)	6,700.00	8,157.82
9,500 (March 31, 2023: 9,500) 8.15% debentures of face value of ₹1,000,000 each		
	6,700.00	8,157.82

Terms:

9,500 (March 31, 2023: 9,500) unlisted, unrated, secured, redeemable, non-convertible debentures of Golflinks Software Parks Private Limited with face value of ₹1,000,000 each was issued on April 6, 2022. Outstanding as on March 31, 2024 of ₹6,700.00 million (March 31, 2023: ₹8,157.82 million).

Interest Rate: 8.15% p.a. on monthly outstanding balance.

Security: The debentures are secured by first ranking exclusive security interest over identified land and building of Embassy Golflinks Business Park.

Tenure: Debentures shall be redeemed 7 years from the deemed date of allotment. Early redemption of debentures shall be permitted subject to availability of Net cash flows on such date.

Aggregate amount of unquoted investments	6,700.00	8,157.82
Aggregate amount of quoted investments	-	-
Investment measured at amortised cost	6,700.00	8,157.82
Investment measured at fair value through profit and loss	-	-

10B Current investments

Particulars	As at March 31, 2024	As at March 31, 2023
Investments measured at fair value through profit and loss		
Quoted, Investment in mutual funds		
ICICI Prudential Liquid Fund - Growth Option	10.13	-
Mirae Asset Cash Management Fund - Growth Option	5.00	-
Nippon India Liquid Fund - Growth Option	6.00	-
HDFC Liquid Fund - Growth Option	6.00	-
HSBC Liquid Fund - Growth option	3.00	-
	30.13	-
Aggregate amount of unquoted investments	-	-
Aggregate amount of quoted investments	30.13	-
Investment measured at amortised cost	-	-
Investment measured at fair value through profit and loss	30.13	-

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

11 Other non-current financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Bank deposits with more than 12 months maturity (refer note 49)	250.28	182.90
Unbilled revenue	1,338.99	1,024.28
Security deposits		
- related party (refer note 49)	10.86	5.36
- others	980.54	1,023.00
Receivable under finance lease	1,405.63	1,233.55
	3,986.30	3,469.09
* Includes fixed deposits held as lien against debt taken and margin money for bank guarantee	250.28	182.90

12 Non-current tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance tax, net of provision for tax	667.73	976.62
	667.73	976.62

13 Other non-current assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Advance paid for co-development of property, including development rights on land (refer note 49 and 56)	6,533.20	17,048.83
Other capital advances		
- related party (refer note 49)	228.01	226.06
- others	1,236.58	1,425.15
Balances with government authorities	48.50	36.83
Paid under protest to government authorities (refer note 45)	732.38	732.26
Prepayments	25.11	60.53
	8,803.78	19,529.66

14 Inventories (valued at lower of cost and net realisable value)

Particulars	As at March 31, 2024	As at March 31, 2023
Stock of consumables	50.91	35.89
	50.91	35.89

15 Trade receivables[^]

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured		
Considered good*	347.65	503.96
Credit impaired	13.44	6.60
Less: Allowances for impairment losses	(13.44)	(6.60)
	347.65	503.96

*Includes trade receivables from related parties amounting to ₹18.34 million (March 31, 2023: ₹180.06 million) (refer note 49).

[^] Refer note 46 for ageing schedule based on requirements of Schedule III.

Consolidated Financials

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

16A Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	1.74	1.99
Balances with banks		
- in current accounts*	5,638.97	6,285.09
- in escrow accounts		
- Balances with banks for unclaimed distributions**	2.27	3.75
- Others^	568.76	1,837.65
- in fixed deposit accounts with original maturity of less than three months	3,901.99	45.00
	10,113.73	8,173.48

* Balance in current accounts includes cheques on hand as at March 31, 2024 amounting to ₹615.22 million (March 31, 2023: ₹599.29 million).

** These balances are restricted and are not available for use by the Group.

^ Includes unspent Corporate Social Responsibility (CSR) balances amounting to ₹Nil (March 31, 2023: ₹0.03 million) which has been deposited in separate escrow accounts and are not available for use by the Group.

Includes ₹Nil (March 31, 2023: ₹1,767.29 million) which has been deposited in a separate escrow account for closure of loan in an SPV. Refer note 21(xvii).

16B Other bank balances

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks		
- in fixed deposit accounts with original maturity greater than three months and maturity less than twelve months from the reporting date (refer note 49)*	154.74	580.10
	154.74	580.10
*Deposit for availing letter of credit facilities	154.74	580.10

17 Other current financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Interest accrued but not due		
- on fixed deposits	1.86	1.19
- on statutory deposits	13.74	12.24
- on others	2.01	2.01
Security deposits	56.34	0.53
Unbilled revenue (refer note 49)	677.95	581.21
Unbilled maintenance charges	297.41	278.62
Receivable under finance lease	237.93	223.78
Other receivables		
- related parties (refer note 49)	53.95	182.56
- others	64.07	36.82
	1,405.26	1,318.96

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

18 Other current assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Advance for supply of goods and rendering of services		
- to related parties (refer note 49)	248.47	137.36
- to others	79.71	29.79
Balances with government authorities	666.28	462.15
Prepayments	183.92	212.08
	1,178.38	841.38

19 Unit capital

Unit capital	No. in million	Amount
As at April 1, 2022	947.90	2,88,262.11
Changes during the year	-	-
Closing balance as at March 31, 2023	947.90	2,88,262.11
As at April 1, 2023	947.90	2,88,262.11
Changes during the year	-	-
Closing balance as at March 31, 2024	947.90	2,88,262.11

Note:

(a) Terms/rights attached to Units

The Trust has only one class of Units. Each Unit represents an undivided beneficial interest in the Trust. Each holder of Units is entitled to one vote per unit. The Unitholders have the right to receive at least 90% of the Net Distributable Cash Flows of the Trust at least once in every six months in each financial year in accordance with the REIT Regulations. The Board of Directors of the Manager approves distributions to Unitholders. The distribution will be in proportion to the number of Units held by the Unitholders. The Trust declares and pays distributions in Indian Rupees.

Under the provisions of the REIT Regulations, Embassy Office Parks REIT is required to distribute to Unitholders not less than 90% of the net distributable cash flows of Embassy Office Parks REIT for each financial year. Accordingly, a portion of the Unitholders' funds contains a contractual obligation of the Trust to pay to its Unitholders cash distributions. The Unitholders' funds could have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 6, 2023 issued under the REIT Regulations, the Unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Chapter 3 to the SEBI master circular dated July 6, 2023 dealing with the minimum disclosures for key financial statements. Consistent with Unitholders' funds being classified as equity, the distributions to Unitholders is presented in Statement of Changes in Unitholders' Equity and not as finance cost. In line with the above, the dividend payable to Unitholders is recognised as liability when the same is approved by the Manager.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

(b) Unitholders holding more than 5 percent Units in the Trust

Name of the Unitholder	As at March 31, 2024		As at March 31, 2023	
	No. of Units	% holding	No. of Units	% holding
Embassy Property Developments Private Limited	72,864,279	7.69%	72,864,279	7.69%
SG Indian Holding (NQ) Co. I Pte Limited	-	-	55,239,840	5.83%
BRE/Mauritius Investments	-	-	52,610,124	5.55%
APAC Company XXIII Limited	71,271,142	7.52%	37,050,000	3.91%
ICICI Prudential Mutual Fund	86,568,879	9.13%	52,964,000	5.59%
HDFC Mutual Fund	72,087,235	7.60%	11,895,000	1.25%

(c) The Trust has not allotted any fully paid-up units by way of bonus units nor has it bought back any class of units during the period of five years immediately preceding the balance sheet date. Further, the Trust had issued an aggregate of 613,332,143 Units at ₹300.00 each and 111,335,400 Units at a price of ₹331.00 each for consideration other than cash during the period of five years immediately preceding the balance sheet date.

(d) Unitholding of sponsor group:

Sponsor	Units held by sponsor group				% Change during the year ended March 31, 2023
	No. of units as at March 31, 2024	% of total units as at March 31, 2024	No. of units as at April 1, 2023	% of total units as at March 31, 2023	
Embassy Property Developments Private Limited	72,864,279	7.69%	72,864,279	7.69%	0.00%
BRE/Mauritius Investments (Co-sponsor), including co-sponsor group (refer note 49)	-	-	223,597,193	23.59%	(100.00)%

Sponsor	Units held by sponsor group				% Change during the year ended March 31, 2023.
	No. of units as at March 31, 2023	% of total units as at March 31, 2023	No. of units as at April 1, 2022	% of total units as at March 31, 2022	
Embassy Property Developments Private Limited	72,864,279	7.69%	115,484,802	12.18%	(4.49)%
BRE/Mauritius Investments (Co-sponsor), including co-sponsor group (refer note 49)	223,597,193	23.59%	300,597,191	31.71%	(8.12)%

20 Other Equity*

Particulars	As at March 31, 2024	As at March 31, 2023
Reserves and Surplus		
Retained earnings	(57,040.36)	(44,823.33)
Debenture redemption reserve	1,520.00	244.20
	(55,520.36)	(44,579.13)

*Refer Consolidated Statement of Changes in Unitholders' Equity for detailed movement in other equity balances.

Retained earnings

The cumulative gain or loss arising from the operations which is retained by the Embassy Office Parks group is recognised and accumulated under the heading of retained earnings. At the end of the year, the profit for the year including other comprehensive income is transferred from the Statement of Profit and Loss to the retained earnings account.

Debenture redemption reserve

Certain SPVs have issued Non-Convertible Debentures and as per the provisions of the Companies Act, 2013, SPVs are required to create debenture redemption reserve out of the profits available for payment of dividend.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

21 Non-current Borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Secured		
Non-convertible debentures		
3,000 (March 31, 2023: 3,000) Embassy REIT Series IV, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) [refer note (iii) below]	2,986.63	2,981.13
11,000 (March 31, 2023: 31,000) Embassy REIT Series V, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost)		
- Embassy REIT Series V NCD 2021 - Series A (refer note (iv) below)	-	19,929.07
- Embassy REIT Series V NCD 2021 - Series B (refer note (v) below)	10,961.75	10,946.82
10,000 (March 31, 2023: 10,000) Embassy REIT Series VI, Non-Convertible debentures (NCD) 2022, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note (vi) below)	9,967.55	9,956.75
105,000 (March 31, 2023: Nil) Embassy REIT Series VII, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note (vii) below)	10,479.88	-
50,000 (March 31, 2023: Nil) Embassy REIT Series VIII, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note (viii) below)	4,997.69	-
50,000 (March 31, 2023: Nil) Embassy REIT Series IX, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note (ix) below)	4,997.44	-
100,000 (March 31, 2023: Nil) Embassy REIT Series X, Non-Convertible debentures (NCD) 2024, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note (x) below)	9,993.98	-
4,950 (March 31, 2023: 4,950) VTPL Series I, Non-Convertible debentures (NCD) 2022, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) (refer note (xi) below)	4,945.10	4,940.92
25,000 (March 31, 2023: Nil) ECPL Series I, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note (xii) below)	2,490.27	-
102,500 (March 31, 2023: Nil) MPPL Series I, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each (net of issue expenses, at amortised cost) (refer note (xiii) below)	10,178.67	-
Term loans		
- from banks (refer note (xvii)) below	45,602.21	41,703.44
- from financial institutions (refer note (xvii)) below	7,573.82	9,971.05
Overdraft (refer note (xvii)) below	5,717.72	3,777.66
	130,892.71	104,206.84

Notes (Also in line with regulation 54 of SEBI Listing and Disclosure Regulations (LODR), 2015 as amended):

(i) Nil (March 31, 2023: 15,000) Embassy REIT Series II NCD 2020, face value of ₹1,000,000 each

In September 2020, the Trust issued 7,500 listed, AAA rated, secured, redeemable and non-convertible Embassy REIT Series II NCD 2020 (Tranche A), debentures having face value of ₹1 million each amounting to ₹7,500.00 million with a coupon rate of 7.25% p.a. payable quarterly. In October 2020, the Trust further issued 7,500 such debentures (Tranche B), with a coupon rate of 6.70% p.a. payable

quarterly and with same terms and conditions as Tranche A.

The Tranche A and Tranche B NCD described above were listed on the Bombay Stock Exchange on September 17, 2020 and November 5, 2020 respectively.

Security terms

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking *pari passu inter se* the Debenture Holders):

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

1. A sole and exclusive first ranking charge by way of mortgage created by EPTPL on the constructed buildings and related parcels identified as Block 2, Block 3, Food court, Block 6, Block 1, Block 11 and Block 5, having an aggregate leasable area of 200,674 square meters and forming part of the development known as Embassy Tech Zone together with portion of land admeasuring 96,630 square meters on which the aforesaid buildings are constructed out of the aggregate area of land measuring 67.45 acres equivalent to 272,979 sq. mtrs.
2. A sole and exclusive first ranking pledge created by the Embassy REIT over the shareholding in the SPVs namely IENMPL and EPTPL together known as "secured SPVs" along with shareholder loans given to these SPVs.
3. A sole and exclusive first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
4. A sole and exclusive first ranking charge by way of hypothecation created by EPTPL over identified bank accounts and receivables.
5. A Corporate Guarantee issued by each of EPTPL and IENMPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
2. These debentures will be redeemed on the expiry of 37 months from the Date of Allotment for the Debentures at par on October 9, 2023.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.25% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the IRR shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between March 2023 to Sep 2023) by delivering a Call Option Notice to the debenture holders prior to the

relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

5. The Trust had issued a call option notice dated August 16, 2023 and accordingly these debentures were fully redeemed on September 8, 2023 as per the terms of debenture trust deed (refer note 26)

(ii) Nil (March 31, 2023: 26,000) Embassy REIT Series III NCD 2021, face value of ₹1,000,000 each

In January 2021, the Trust issued 26,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series III NCD 2021 debentures having face value of ₹1 million each amounting to ₹26,000.00 million with an coupon rate of 6.40% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on January 19, 2021.

Security terms

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A first ranking charge by way of mortgage created by VTPL on the constructed buildings and related parcels identified as Block 1A, Block 2 and Block 7B, having an aggregate leasable area of 3,43,772 square meters and forming part of the development known as Embassy TechVillage together with portion of land admeasuring 101,859 square meters on which the aforesaid buildings are constructed.
2. A first ranking charge by way of mortgage created by QBPPL on the constructed buildings and related parcels identified as Block IT 1 and Block IT 2, having an aggregate leasable area of 42,163 square meters and forming part of the development known as Embassy Qubix together with portion of land admeasuring 23,028 square meters on which the aforesaid buildings are constructed.
3. A first ranking pari passu pledge created by the Embassy REIT and MPPL over their shareholding in the SPV's namely VTPL and EEPL together known as "Secured SPVs".

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4. A sole and exclusive first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
5. A sole and exclusive first ranking charge by way of hypothecation created by VTPL over identified bank accounts and receivables and by QBPPL over identified receivables.
6. A corporate guarantee issued by each of VTPL, EEPL and QBPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
2. These debentures will be redeemed on the expiry of 37 months from the Date of Allotment for the Debentures at par on February 15, 2024.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between July 2023 to January 2024) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.
5. The Trust had issued a call option notice dated December 13, 2023 and accordingly these debentures were fully redeemed on January 15, 2024 as per the terms of the debenture trust deed (refer note 26).

(iii) 3,000 (March 31, 2023: 3,000) Embassy REIT Series IV, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each

In September 2021, the Trust issued 3,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series IV NCD 2021 debentures having face value of ₹1 million each amounting to ₹3,000.00

million with an coupon rate of 6.80% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on September 9, 2021.

Security terms

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A first ranking pari passu charge by way of mortgage created by SIPL on the constructed, under-construction buildings, erections, constructions of every description and related parcels identified as Block 9, admeasuring 1.1 msf and forming part of the development known as Embassy TechVillage.
2. A first ranking pari passu pledge created by the Embassy REIT over its shareholding in SIPL; known as the "Secured SPV".
3. A first ranking pari passu charge by way of hypothecation created by Embassy REIT over identified receivables from SIPL.
4. A first ranking pari passu charge by way of hypothecation created by SIPL over all current and future movable assets, including identified bank accounts and receivables.
5. A corporate guarantee issued by SIPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
2. These debentures will be redeemed on the expiry of 60 months from the Date of Allotment for the Debentures at par on September 7, 2026.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the debentures on

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a pro-rata basis at any time on a specified call option date (between March 2026 to August 2026) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 2.42 times as at March 31, 2024, which is higher than the limit of 2.04 times stipulated in the debenture trust deed dated September 3, 2021.

(iv) 20,000 (March 31, 2023: 20,000) Embassy REIT Series V - Series A, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each

In October 2021, the Trust issued 20,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series V NCD 2021 (Tranche A) debentures having face value of ₹1 million each amounting to ₹20,000.00 million with a coupon rate of 6.25% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on October 20, 2021.

Security term

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A first ranking pari passu charge by way of mortgage created by MPPL on the constructed buildings and related parcels identified as Palm (Block F3), Mahogany (Block F2), Mulberry (Block G1), Ebony (Block G2), G Bridge (G1 & G2), Teak (Block G3), Cypress (Block D4), Beech (Block E1) and Mfar - Green Phase 4, having an aggregate leasable area of 40,16,856 sq ft and land admeasuring 30.856 acres, forming part of the development known as Embassy Manyata Business Park.
2. A first ranking pari passu pledge created by Embassy REIT over its shareholding in MPPL; known as "Secured SPV".
3. A first ranking pari passu charge by way of hypothecation created by Embassy REIT over the identified receivables from MPPL.

4. A first ranking pari passu charge by way of hypothecation created by MPPL over identified bank accounts and receivables.

5. A corporate guarantee issued by MPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 36 months from Date of Allotment at par on October 18, 2024.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the Series V (Tranche A) debentures on a pro-rata basis at any time on a specified call option date (between April 2024 to July 2024) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.
5. These debentures are due for maturity on October 18, 2024, hence have been disclosed under short-term borrowings as at March 31, 2024 (refer note 26).

Embassy REIT has maintained security cover of 2.74 times as at March 31, 2024, which is higher than the limit of 2.04 times stipulated in the debenture trust deed dated October 18, 2021.

(v) 11,000 (March 31, 2023: 11,000) Embassy REIT Series V - Series B, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each

In October 2021, the Trust issued 11,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series V NCD 2021 (Tranche B) debentures having face value of ₹1 million each amounting to ₹11,000.00 million with a coupon rate of 7.05% p.a. payable quarterly.

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The debentures described above were listed on the Bombay Stock Exchange on October 20, 2021.

Security term

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A first ranking pari passu charge by way of mortgage created by MPPL on the constructed buildings and related parcels identified as Magnolia (Block B), Pine (Block L5), Mountain Ash (Block H2), Silver Oak (Block E2) and Mfar- Philips Building having an aggregate leasable area of 20,23,051 sq ft and land admeasuring 11.530 acres forming part of the development known as Embassy Manyata Business Park.
2. A first ranking pari passu pledge created by Embassy REIT over its shareholding in MPPL; known as "Secured SPV".
3. A first ranking pari passu charge by way of hypothecation created by Embassy REIT over the identified receivables from MPPL.
4. A first ranking pari passu charge by way of hypothecation created by MPPL over identified bank accounts and receivables.
5. A corporate guarantee issued by MPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
2. These Debentures will be redeemed on the expiry of 60 months from Date of Allotment at par on October 18, 2026.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the Series V (Tranche B) debentures on a pro-rata basis at any time on a specified call option

date (between April 2026 to July 2026) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 2.90 times as at March 31, 2024, which is higher than the limit of 2.04 times stipulated in the debenture trust deed dated October 18, 2021.

(vi) 10,000 (March 31, 2023: 10,000) Embassy REIT Series VI, Non-Convertible debentures (NCD) 2022, face value of ₹1,000,000 each

In April 2022, the Trust issued 10,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series VI NCD 2022 debentures having face value of ₹1 million each amounting to ₹10,000.00 million with a coupon rate of 7.35% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on April 07, 2022.

Security term

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Trustee and ranking pari passu inter se the Debenture Holders):

1. A sole and exclusive first ranking pari passu pledge created by MPPL over the 50% shareholding of GLSP.
2. A sole and exclusive first ranking pari passu pledge created by Embassy REIT over all the debentures issued by GLSP ("GLSP NCDs")
3. A first ranking pari passu charge by way of hypothecation created by Embassy REIT over the identified receivables/cashflows of GLSP NCDs issued by GLSP.
4. A first ranking pari passu charge by way of hypothecation created by MPPL over the identified receivables from GLSP.
5. A corporate guarantee issued by MPPL.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.

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- These Debentures will be redeemed on the expiry of 60 months from Date of Allotment at par on April 5, 2027.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
- The issuer shall have the option of redeeming all or part of the Series VI debentures on a pro-rata basis at any time on a specified call option date (October 2026) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 4.06 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated March 31, 2022.

(vii) 105,000 (March 31, 2023: Nil) Embassy REIT Series VII Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In June 2023, the Trust issued 105,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series VII NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹10,500.00 million with a coupon rate of 7.77% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on June 7, 2023.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- A first ranking charge by way of mortgage over the two levels of basements, portion of ground and 1st floor and entire 2nd to 7th floors totally admeasuring 2,26,663 sq ft, together with 54.2% undivided interest in the underlying land, common areas and voting rights in the building known as First International Financial Centre owned by ETPL.

- A first ranking pledge created by Embassy REIT over its shareholding in ETPL and GSPL; known as "Secured SPVs".
- A first ranking charge by way of hypothecation created by Embassy REIT over the identified receivables from ETPL and GSPL.
- A first ranking charge by way of hypothecation by ETPL including over identified bank accounts and receivables.
- A corporate guarantee issued by ETPL and GSPL.

Redemption terms

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
- These Debentures will be redeemed on the expiry of 24 months from Date of Allotment at par on June 5, 2025.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
- The issuer shall have the option of redeeming all or part of the Series VII debentures on a pro-rata basis at any time on a specified call option date (March 2025) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 2.37 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated June 1, 2023.

(viii) 50,000 (March 31, 2023: Nil) Embassy REIT Series VIII Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In August 2023, the Trust issued 50,000 listed, Dual AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series VIII NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹5,000.00

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million with a coupon rate of 8.10% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on August 30, 2023.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- A first ranking charge by way of mortgage over commercial development along with undivided share of approximately 0.896 Acres (39,052.04 sq ft) (i.e. 15.96% in the larger property) totally admeasuring to 1,94,947.56 square feet along with 254 car parking associated with the commercial development known as Embassy One.
- A first ranking pari passu charge by way of mortgage created by SIPL on the constructed, under-construction buildings, erections, constructions of every description and related parcels identified as Block 9, admeasuring 1.1 msf and forming part of the development known as Embassy TechVillage to the extent of ₹150 Crore (SIPL Guarantee Amount).
- A first ranking pledge created by Embassy REIT over its shareholding in QBPPL.
- A first ranking charge by way of hypothecation created by QBPPL including over receivables.
- A first ranking charge by way of hypothecation by SIPL including over identified bank accounts and receivables to the extent of SIPL Guarantee Amount.
- A corporate guarantee issued by QBPPL.
- A corporate guarantee issued by SIPL up to an extent of SIPL Guarantee amount.

Redemption terms

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
- These Debentures will be redeemed on the expiry of 60 months from Date of Allotment at par on August 28, 2028.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating.

In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

- The issuer shall have the option of redeeming all or part of the Series VIII debentures on a pro-rata basis at any time on a specified call option date (between February 2028 to May 2028) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 4.41 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated August 25, 2023.

(ix) 50,000 (March 31, 2023: Nil) Embassy REIT Series IX Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In September 2023, the Trust issued 50,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series IX NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹5,000.00 million with a coupon rate of 8.03% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on September 4, 2023.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- A first ranking charge by way of mortgage over multi-storied office building known by the name "Express Towers" with leaseable area of 475,587 sq.ft along with underlying freehold land admeasuring 5,918.11 square meters
- A first ranking pledge created by Embassy REIT over its shareholding in EPTPL & IENMPL.
- A first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.

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- A first ranking charge by way of hypothecation created by EPTPL & IENMPL over identified bank accounts and receivables.
- A corporate guarantee issued by EPTPL & IENMPL.

Redemption terms

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
- These Debentures will be redeemed on the expiry of 24 months from Date of Allotment at par on September 4, 2025.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
- The issuer shall have the option of redeeming all or part of the Series IX debentures on a pro-rata basis at any time on a specified call option date (June 2025) delivering a Call Option Notice to the debenture holders prior to the relevant call option date, subject to certain agreed minimum aggregate nominal value of debentures being redeemed.

Embassy REIT has maintained security cover of 8.61 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated August 30, 2023.

(x) 100,000 (March 31, 2023: Nil) Embassy REIT Series X, Non-Convertible debentures (NCD) 2024, face value of ₹100,000 each

In January 2024, the Trust issued 100,000 listed, AAA rated, secured, redeemable, transferable and non-convertible Embassy REIT Series X NCD 2024 debentures having face value of ₹1 Lakh each amounting to ₹10,000.00 million with a coupon rate of 8.17% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on January 10, 2024.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- A first ranking charge by way of mortgage created by VTPL on the constructed buildings and related parcels identified as Block 2 having an aggregate leasable area of 19,15,325 square feet and forming part of the development known as Embassy TechVillage together with portion of land admeasuring 12.93 acres on which the aforesaid buildings are constructed.
- A first ranking pledge created by Embassy REIT over its shareholding in VTPL.
- A first ranking charge by way of hypothecation created by Embassy REIT over identified bank accounts and receivables.
- A first ranking charge by way of hypothecation created by VTPL over identified bank accounts and receivables.
- A corporate guarantee issued by VTPL.

Redemption terms

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption date.
- These Debentures will be redeemed on the expiry of 19 months and 27 days from Date of Allotment at par on September 5, 2025.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

Embassy REIT has maintained security cover of 2.67 times as at March 31, 2024, which is higher than the limit of 2 times stipulated in the debenture trust deed dated January 5, 2024.

(xi) 4,950 (March 31, 2023: 4,950) VTPL Series I, Non-Convertible debentures (NCD) 2022, face value of ₹1,000,000 each

In August 2022, VTPL issued 4,950 listed, AAA rated, secured, redeemable, transferable, green

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debt securities in the form of non-convertible VTPL Series I NCD 2022 debentures having face value of ₹1 million each amounting to ₹4,950.00 million with a coupon rate of 7.65% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on September 5, 2022.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- A first ranking pari passu charge by way of equitable mortgage on the constructed and related parcels of immovable properties identified as Parcel 5, admeasuring 2.43 msf and forming part of the development known as Embassy Tech Village, Bengaluru.
- A first ranking pari passu charge by way of hypothecation over identified bank account and receivables.
- Keepwell Undertaking from Embassy Office Parks REIT.

Redemption terms

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
- These debentures will be redeemed on the expiry of 2 years and 364 days from the Deemed Date of Allotment for the Debentures at par; on August 29, 2025.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
- The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between April 2025 to June 2025) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date.

VTPL has maintained Security Cover of 2.10 times as at March 31, 2024, which is higher than

the limit of 1.85 times stipulated in the debenture trust deed dated August 29, 2022.

(xii) 25,000 (March 31, 2023: Nil) ECPL Series I, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In May 2023, ECPL issued 25,000 unlisted, AAA rated, secured, redeemable, transferable securities in the form of non-convertible ECPL Series I NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹2,500.00 million with a coupon rate of 8.10% p.a. payable quarterly.

Security terms

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Holders):

- A first ranking pari passu charge by way of mortgage created by SIPL on the constructed, under-construction buildings, erections, constructions of every description and related parcels identified as Block 9, admeasuring 1.1 million square feet and forming part of the development known as Embassy TechVillage.
- A first ranking pari passu charge by way of hypothecation created by SIPL over all current and future movable assets, including identified bank accounts and receivables.
- Keepwell Undertaking from Embassy Office Parks REIT.
- A corporate guarantee issued by SIPL.

Redemption terms

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
- These debentures will be redeemed on the expiry of 36 months from the Deemed Date of Allotment for the Debentures at par; on May 12, 2026.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

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- The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between January 2026 to March 2026) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date.

Debenture redemption reserve will be created by ECPL based on the available profits, if any.

(xiii) 102,500 (March 31, 2023: Nil) MPPL Series I, Non-Convertible debentures (NCD) 2023, face value of ₹100,000 each

In July 2023, MPPL issued 102,500 unlisted, AAA rated, secured, redeemable, transferable securities in the form of non-convertible MPPL Series I NCD 2023 debentures having face value of ₹1 Lakh each amounting to ₹10,250.00 million with a coupon rate of 7.9% p.a. payable quarterly.

Security terms

The NCD's are secured against each of the following in favour of the Security Trustee (holding for the benefit of the Debenture Holders):

- A First *pari passu* charge on mortgage of undivided share of land admeasuring 17,09,394 sq ft and building thereon (Blocks C1, C2, C4, L1) situated at Embassy Manyata Business Park, Bengaluru.
- A First *Pari Passu* charge over current assets and moveable assets pertaining to buildings (Blocks C1, C2, C4 and L1) situated at Embassy Manyata Business Park, Bengaluru.
- First ranking *pari-passu* pledge over the equity shares of MPPL.

Redemption terms:

- Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
- These debentures will be redeemed on October 25, 2026.
- In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.

- The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis on July 2025 by delivering a Call Option Notice to the debenture holders prior to the relevant call option date.

- The Debenture Holders shall have the option to recall the all or part of the debentures on a pro-rata basis on July 2025 by delivering a put option notice to the Issue prior to the relevant put option date

(xiv) 5,000 (March 31, 2023: Nil) Embassy REIT Commercial Paper (Series A), face value of ₹ 500,000 each

On January 8, 2024 Embassy Office Parks REIT issued 5,000 Commercial papers with a face value of ₹5,00,000 (Rupees five lakhs only) each, at a discount of 8.20% per annum to the face value. The discounted amount raised through Commercial papers was ₹2,414.30 million and the value payable on maturity is ₹2,500 million, Discount on Commercial papers is amortised over the tenor of the underlying instrument. The Commercial papers were listed on BSE and is due for maturity on June 14, 2024.

(xv) 15,000 (March 31, 2023: Nil) Embassy REIT Commercial Paper (Series B), face value of ₹500,000 each

On January 8, 2024 Embassy Office Parks REIT issued 15,000 Commercial papers with a face value of ₹5,00,000 (Rupees five lakhs only) each, at a discount of 8.30% per annum to the face value. The discounted amount raised through Commercial papers was ₹6,925.20 million and the value payable on maturity is ₹7,500 million, Discount on Commercial papers is amortised over the tenor of the underlying instrument. The Commercial papers were listed on BSE and is due for maturity on January 5, 2025.

(xvi)

- Rating agency CRISIL has assigned a rating of "CRISIL AAA/Stable" to Embassy REIT Series II NCD 2020, Embassy REIT Series III NCD 2021, Embassy REIT Series IV NCD 2021, Embassy REIT Series V NCD 2021, Embassy REIT Series VI NCD 2022, Embassy REIT Series VII NCD 2023, Embassy REIT Series IX NCD 2023 and Embassy REIT Series X NCD 2024.

The Embassy REIT Series VIII NCD 2023 have been rated by CRISIL and CARE. CRISIL has assigned a rating of 'CRISIL AAA/Stable' and CARE as has assigned rating of 'CARE AAA/Stable'.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

2. Disclosure required as per Chapter XVII, Part III of SEBI master circular SEBI/HO/DDHS/PoD1/P/CIR/2023/119 dated August 10, 2021, updated as on July 7, 2023 r/w Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	As at March 31, 2024	As at March 31, 2023
Asset cover ratio (refer a below)	30.28%	28.80%
Debt - equity ratio (refer b below)	0.72	0.61
Debt service coverage ratio (refer c below)	2.89	2.88
Interest-service coverage ratio (refer d below)	2.89	2.91
Outstanding redeemable preference shares [^]	-	-
Debenture redemption reserve	1,520.00	244.20
Capital redemption reserve [^]	-	-
Net worth (refer e below)	232,741.75	243,682.98
Net profit after tax	9,640.28	5,059.58
Earnings per unit - Basic	10.17	5.34
Earnings per unit - Diluted	10.17	5.34
Current Ratio (in times) (refer f below)	0.25	0.19
Long-term debt to working capital (in times) (refer g below)	3.38	2.19
Bad debts to Account receivable ratio (in times) (refer h below)	0.02	0.00
Current liability ratio (in times) (refer i below)	0.22	0.27
Total debts to total assets (in times) (refer j below)	0.36	0.32
Debtors' turnover (in times) (refer k below)	86.55	61.63
Inventory turnover (refer l below)	9.55	16.61
Operating margin (in %) (refer m below)	0.81	0.81
Net profit margin (in %) (refer n below)	0.25	0.14

Formulae for computation of ratios are as follows basis consolidated financial statements:-

- Asset cover ratio = Total borrowings*/Gross asset value as computed by independent valuers
- Debt equity ratio = Total borrowings*/Unitholders' Equity*
- Debt Service Coverage Ratio = Earnings before Finance costs, Depreciation, Amortisation and Tax/ [Finance cost (net of capitalisation and excluding interest on lease deposit and interest on lease liability) + Principal repayments made during the year to the extent not refinanced]
- Interest Service Coverage Ratio = Earnings before Finance costs, Depreciation, Amortisation and Tax/ Finance cost (net of capitalisation and excluding interest on lease deposit and interest on lease liability)
- Net worth = Unit capital + Other equity
- Current Ratio = Current Assets/Current liabilities
- Long-term debt to working capital = Long-term debt* (Non-current)/working capital (i.e., Current assets less current liabilities)
- Bad debts to Account receivable ratio = Bad Debts (including provision for doubtful debts)/Average trade receivables
- Current liability ratio = Current liabilities/Total liabilities
- Total debts to total assets = Total debt/Total assets
- Debtors' turnover = Revenue from operations/average trade receivables
- Inventory turnover = Cost of Materials consumed/Average Inventory
- Operating margin = Net Operating Income**/Revenue from Operations
- Net profit margin = Profit after tax/Total income

* Total borrowings = Long-term borrowings + Short-term borrowings

Unitholder's Equity = Unit Capital + Other equity

Long-term debt = Long-term borrowings (excluding current maturities of long-term debt) + Lease liabilities (Non-current)

[^] Not applicable

** refer note 48 for definition

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

(xvii) (a) Lender 1 [balance as at March 31, 2024: ₹1,106.27 million (March 31, 2023: ₹6,279.76 million)]

1. First ranking mortgage of undivided share of land and building thereon (Office Tower – 1 at NXT Block) situated at Front Parcel of Embassy Manyata Business Park, Bengaluru.
2. Exclusive charge over the entire lease rental receivables from tenants, security deposits payable and current assets pertaining to buildings (Office Tower – 1 at NXT Block) situated at Embassy Manyata Business Park, Bengaluru.
3. Exclusive charge on the Escrow Account established and maintained pursuant to Escrow Agreement of the Borrower.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
*Repayable in 144 monthly instalments with Nil moratorium, from the date of drawdown. Each tranche carries interest of 1 Month MCLR + applicable spread, currently 8.60% p.a.	1,106.27	6,279.76

*This loan has been partially prepaid in June 2023.

(b) Lender 2 [balance as at March 31, 2024: ₹726.57 million (March 31, 2023: ₹753.52 million)]

First ranking mortgage of undivided share of land and building thereon (Office Tower – 1 at NXT Block) situated at Front Parcel of Embassy Manyata Business Park, Bengaluru.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 144 monthly instalments with Nil moratorium, from the date of drawdown. The debt carries interest of 1 Month MCLR + applicable spread, currently 8.60% p.a.	250.00	-
Overdraft Facility repayable by way of three annual structured instalments. The debt carries an interest rate of 1 month MCLR plus applicable spread, currently 8.60% p.a.	726.57	753.52

The SPV uses this Long-term Overdraft facility to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore not considered as loan repayment or drawdown for the purpose of NDCF computation.

(c) Lender 3 [balance as at March 31, 2024: ₹4,845.30 million (March 31, 2023: ₹4,916.87 million)]

1. First ranking charge on mortgage of undivided share of land and building thereon (Hilton Hotel, Hilton Garden Inn and Convention Centre) situated at Front Parcel of Embassy Manyata Business Park, Bengaluru.
2. Exclusive charge over current assets and fixed and moveable assets pertaining to buildings (Hilton Hotel, Hilton Garden Inn and Convention Centre) situated at Embassy Manyata Business Park, Bengaluru.
3. Exclusive charge on the Escrow Account established and maintained pursuant to Escrow Agreement of the Borrower.
4. Keepwell Undertaking from Embassy Office Parks REIT.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 120 monthly instalments from the date of drawdown, with moratorium till September 30, 2023. The loan carries an interest rate of 1 Month MCLR plus applicable spread, currently 8.60% p.a.	4,845.30	4,916.87

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

(d) Lender 4, 5 & 6 [balance as at March 31, 2024: ₹11,533.88 million (March 31, 2023: ₹11,906.34 million)]

1. First ranking pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.
2. First ranking pari passu charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

Name of the lender	Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Lender 4	Repayable in structured monthly instalments with no moratorium, interest rate of 1M T-Bill rate + applicable spread, currently 8.31% p.a.	5,199.45	5,191.24
	Repayable as bullet payment on October 29, 2025. Each tranche carries an interest rate of 1M T-Bill rate as applicable on date of drawdown + applicable spread, average rate being 8.50% p.a.	1,997.89	1,046.64
Lender 5	Repayable in 36 monthly instalments with Nil moratorium, from the date of drawdown. The loan carries an interest rate of 3 month MCLR plus applicable spread, currently 8.65% p.a.	983.94	983.71
	** Overdraft facility availed as sublimit of Term loan - Repayable by way of a three annual instalments from the date of first drawdown. The debt carries interest of 1 month MCLR plus applicable spread, currently 8.65% p.a.	741.64	748.50
	Repayable in 36 monthly instalments with Nil moratorium, from the date of drawdown. The loan carries an interest rate of 1 month MCLR plus applicable spread, currently 8.60 % p.a.	1,969.58	1,969.12
Lender 6	*Repayable in 36 monthly instalments with Nil moratorium, from the date of drawdown. The loan carries an interest rate of 1 Year MCLR plus applicable spread.	-	1,219.39
	** Overdraft Facility - Repayable by way of a three annual instalments from the date of first drawdown. The debt carries interest of 1 month MCLR plus applicable spread, currently 9.10 % p.a.	641.37	747.73

*This loan has been foreclosed in January 2024.

**The SPV uses these Long-term Overdraft facilities to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore not considered as loan repayment or drawdown for the purpose of NDCF computation.

(e) Lender 7 [balance as at March 31, 2024: Nil (March 31, 2023: ₹1,899.05 million)]

Exclusive mortgage of undivided share of land of 3.24 acres and building being constructed thereon (Tower 1) situated at Embassy Oxygen, Noida.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 4 quarterly instalments after moratorium of 4 quarters from date of drawdown. The debt carries interest of 3 Month MCLR plus applicable spread.	-	1,899.05

*This loan has been foreclosed in January 2024

(f) Lender 8 [balance as at March 31, 2024: ₹996.33 million (March 31, 2023: ₹16,462.86 million)]

1. Exclusive charge on mortgage of undivided share of land admeasuring 26,67,701 sq ft and building thereon (Blocks C1, C2, C4 and L1) situated at Embassy Manyata Business Park, Bengaluru.
2. Exclusive charge over current assets and moveable assets pertaining to buildings (Blocks C1, C2, C4 and L1) situated at Embassy Manyata Business Park, Bengaluru.

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(all amounts in ₹ million unless otherwise stated)

3. First ranking pari-passu pledge over the equity shares of MPPL.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
*Repayable by way of a single bullet repayment at the end of 60 th month from date of first disbursement i.e. October 25, 2026. The debt carried interest of Repo rate + applicable spread,.	-	13,963.23
**Overdraft facility availed as sublimit of Term loan - Repayable by way of a single bullet repayment on October 25, 2026. The debt carries interest of one month MCLR+ applicable spread, currently 9.10 % p.a.	996.33	997.28
***Repayable by way of a single bullet repayment on October 25, 2026. The debt carried interest of 1 year MCLR + applicable spread.	-	1,502.35

*This loan has been foreclosed in July 2023.

** The SPV uses this long-term Overdraft facility to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore not considered as loan repayment or drawdown for the purpose of NDCF computation.

***This loan has been foreclosed in June 2023.

(g) Lender 9 [balance as at March 31, 2024: ₹644.51 million (March 31, 2023: ₹750.00 million)]

- A first ranking pari passu charge on the immovable properties (land and building) identified as Hilton Hotel, forming part of the development known as Embassy Golflinks, Bengaluru.
- A corporate guarantee issued by UPPL.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Overdraft Facility repayable by way of three annual installments from the date of first drawdown. The debt carries interest of 1 month MCLR plus applicable spread, currently 9.10% p.a.	214.99	250.00
Overdraft Facility repayable by way of three annual installments from the date of first drawdown. The debt carries interest of 1 month MCLR plus applicable spread, currently 9.10% p.a.	214.94	250.00
Overdraft Facility repayable by way of three annual installments from the date of first drawdown. The debt carries interest of 1 month MCLR plus applicable spread, currently 9.10% p.a.	214.58	250.00

The SPV's use these long-term Overdraft facilities to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore not considered as loan repayment or drawdown for the purpose of NDCF computation.

(h) Lender 10 [balance as at March 31, 2024: ₹4,424.12 million (March 31, 2023: ₹2,385.50 million)]

- Exclusive charge by way of mortgage created on the constructed buildings and related parcels identified as Aspen (Block G4), Eucalyptus (Block H1) and Silver Fir (Block L6) having aggregate leasable area of 11,91,102 sq ft and underlying land situated at Embassy Manyata Business Park, Bengaluru.
- Exclusive charge over current assets and receivables pertaining to buildings (Blocks G4, H1 and L6) situated at Embassy Manyata Business Park, Bengaluru

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 180 monthly instalments from the date of drawdown, with NIL moratorium. The loan carries an interest rate of 6 month MCLR plus applicable spread, currently 8.55% p.a	4,424.12	2,385.50

(i) Lender 11 [balance as at March 31, 2024: ₹7,573.82 million (March 31, 2023: ₹9,971.05 million)]

- Exclusive charge by way of mortgage created on the constructed buildings and related parcels identified as Block IT 3, Block IT 4, Block IT 5 and Block IT 6, having aggregate leasable area of 996,655 sq ft and underlying land situated at Embassy Qubix, Pune.

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(all amounts in ₹ million unless otherwise stated)

- Exclusive charge by way of mortgage created on the constructed buildings and related parcels identified as Tower A, Tower B and Tower C, having aggregate leasable area of 1,186,149 sq ft and underlying land situated at Embassy 247, Mumbai."
- Exclusive charge by way of hypothecation created by QBPPL and VCPPL over identified bank accounts and receivables.
- A corporate guarantee issued by each of QBPPL and VCPPL.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 144 monthly instalments from the date of drawdown, with moratorium till February 02, 2027. The loan carries an interest rate of Repo Rate plus applicable spread, currently 8.24% p.a.	7,473.82	7,471.05
** Flexi term loan availed as sublimit of Term Loan - Repayable in 144 monthly instalments from the date of drawdown, with moratorium till February 02, 2027. The loan carries an interest rate of Repo Rate plus applicable spread, currently 8.24% p.a.	100.00	2,500.00

**Embassy REIT uses this Flexi term loan to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore it is not considered as loan repayment or drawdown for the purpose of NDCF computation.

(j) Lender 12 [balance as at March 31, 2024: ₹2,745.79 million (March 31, 2023: ₹1,244.10 million)]

- Exclusive charge by way of mortgage on development rights of the Company's share admeasuring 400,657 sq ft in the project and rights on the proportionate undivided share of underlying land, situated at Embassy Business Hub, Bengaluru.
- Exclusive charge on hypothecation of current assets and receivables pertaining to the mortgaged property situated at Embassy Business Hub, Bengaluru.
- Keepwell Undertaking from Embassy Office Parks REIT.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable as bullet payment at the end of 24 months from first disbursement i.e., by March 2025. Each tranche carries interest of 1/3 month MCLR plus applicable spread, average rate being currently 8.53% p.a.	2,745.79	1,244.10

(k) Lender 13 [balance as at March 31, 2024: Nil (March 31, 2023: ₹1,749.20 million)]

- Exclusive charge by way of mortgage on development rights of the Company's share admeasuring 400,657 sq ft in the Project and rights on the proportionate undivided share of underlying land, situated at Embassy Business Hub, Bengaluru.
- Exclusive charge by way of hypothecation of receivables; including inventory and book debts; pertaining to the mortgaged property situated at Embassy Business Hub, Bengaluru.
- Personal Guarantee of Mr. Jitendra Virwani and Corporate Guarantee by JV Holding Private Limited.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable as bullet payment at the end of 57 months from first disbursement. The loan carries an interest rate of 1Year MCLR rate plus applicable spread.	-	1,749.20

The loan has been foreclosed in the month of April 2023.

(l) Lender 14 [balance as at March 31, 2024: ₹3,808.33 million (March 31, 2023: Nil)]

- First charge by way of mortgage on land admeasuring 12.29 acres and building being constructed thereon identified as Blocks 8A, 8A-(MLCP), 8B, 8C & 8D having an aggregate leasable area of 18,39,717 sq. ft situated at Embassy TechVillage, Bengaluru.
- First charge by way of hypothecation of current assets and receivables pertaining to the mortgaged property at situated at Embassy TechVillage, Bengaluru

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3. Keepwell Undertaking from Embassy Office Parks REIT.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable by way of a single bullet repayment at the end of 30 th month from date of first disbursement i.e. December 26, 2025. Each tranche carries interest of 1m Tbill + applicable spread, currently 8.70% p.a.	3,808.33	-

(m) Lender 15 [balance as at March 31, 2024: ₹3,460.26 million (March 31, 2023: Nil)]

1. Exclusive charge by way of mortgage created on the constructed buildings and related parcels identified as Block L2 having aggregate leasable area of 459,696 sq ft and underlying land situated at Embassy Manyata Business Park, Bengaluru.
2. Exclusive charge over current assets and receivables pertaining to the building identified as Block L2 situated at Embassy Manyata Business Park, Bengaluru

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 180 monthly instalments from the date of drawdown, with NIL moratorium. The loan carries an interest rate of Repo rate plus applicable spread, currently 8.00% p.a.	3,460.26	-

(n) Lender 16 [balance as at March 31, 2024: ₹4,996.52 million (March 31, 2023: Nil)]

1. Exclusive charge vide mortgage over underlying leasehold land and building thereon (Phase I of Block M3 of 1 msf) situated at Embassy Manyata Business Park, Bengaluru.
2. Exclusive charge over current assets and fixed and moveable assets and escrow account pertaining to building (Phase I of Block M3 of 1 msf) situated at Embassy Manyata Business Park, Bengaluru.
3. Keepwell Undertaking from Embassy Office Parks REIT.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable by way of a single bullet repayment at the end of 36 th month from date of each disbursement. The loan carries an interest rate of Repo rate plus applicable spread, currently 8.25% p.a.	4,996.52	-

(o) Lender 17 [balance as at March 31, 2024: ₹2,996.19 million (March 31, 2023: Nil)]

1. Exclusive charge by way of mortgage created on Four Seasons Hotel having 230 keys with the undivided share of approximately 2.03 acres including 187 car parkings situated at Ganganagar, Bellary Road, Bangalore.
2. Exclusive charge over current assets and receivables pertaining to Four Seasons Hotel having 230 keys including 187 car parkings situated at Ganganagar, Bellary Road, Bangalore.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable as bullet payment at the end of 36 months from first disbursement i.e., by January 2027. The loan carries an interest rate of repo rate plus applicable spread, currently 8.35% p.a	2,996.19	0.00

(p) Lender 18 [balance as at March 31, 2024: ₹4,446.15 million (March 31, 2023: Nil)]

1. A first ranking charge by Vikas Telecom Private Limited acting as a co-borrower by way of mortgage created on the constructed buildings and related parcels identified as Block 1A forming part of the development known as Embassy TechVillage with portion of land admeasuring 6.86 acres on which the aforesaid buildings are constructed having a total leasable area of approximately 8,74,000 sq ft.

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(all amounts in ₹ million unless otherwise stated)

2. Exclusive charge over current assets and receivables pertaining to buildings constructed thereon identified as Block 1A forming part of the development known as Embassy TechVillage having a total leasable area of approximately 8,74,000 sq ft.

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 180 monthly instalments from the date of drawdown, with NIL moratorium. The loan carries an interest rate of repo rate plus applicable spread, currently 8.35% p.a	4,446.15	-

(q) Lender 19 [balance as at March 31, 2024: ₹1,596.39 million (March 31, 2023: Nil)]

1. A first ranking charge by way of mortgage created on the constructed buildings and related parcels identified as Block B & Block F having a total leasable area of 467,658 sq ft. forming part of the development known as Embassy Oxygen Business Park located in Plot No.7, situated at Sector- 144, Noida, Gautam Budh Nagar, Uttar Pradesh
2. Exclusive charge over current assets and receivables pertaining to buildings constructed thereon identified as Block B & Block F having a total leasable area of 4,67,658 sq.ft. forming part of the development known as Embassy Oxygen Business Park located in Plot No.7, situated at Sector- 144, Noida, Gautam Budh Nagar, Uttar Pradesh

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 180 monthly instalments from the date of drawdown, with NIL moratorium. The loan carries an interest rate of 3M T-Bill plus applicable spread, currently 8.09% p.a	1,596.39	-
*Overdraft facility availed as sublimit of Term loan. The debt carries an interest rate of 3M T-Bill plus applicable spread, currently 8.09% p.a	402.74	-

*The SPV uses this long-term Overdraft facility to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore not considered as loan repayment or drawdown for the purpose of NDCF computation.

(r) Lender 20 [balance as at March 31, 2024: ₹1,000.00 million (March 31, 2023: Nil)]

1. Exclusive charge by way of mortgage on the constructed building and related parcels identified as Hazel (Block L3) having aggregate leasable area of 498,610 sq ft and underlying land situated at Embassy Manyata Business Park, Bengaluru.
2. Exclusive charge over the receivables pertaining to the building identified as Hazel (Block L3) situated at Embassy Manyata Business Park, Bengaluru.
3. Keepwell Undertaking from Embassy Office Parks REIT

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable by way of bullet repayment at the end of 24 th month from the date of disbursement. The loan carries an interest rate of 1M T-Bill rate as applicable on date of drawdown + applicable spread, currently 8.47% p.a.	1,000.00	-

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(s) Lender 21 [balance as at March 31, 2024: ₹8,984.55 million (March 31, 2023: Nil)]

- Exclusive charge by way of mortgage on the constructed buildings and related parcels identified as NXT Block – Tower 2, Aspen (Block G4) and Silver Fir (Block L6) having aggregate leasable area of 12,01,145 sq ft and underlying land situated at Embassy Manyata Business Park, Bengaluru.
- Exclusive charge over current assets and receivables pertaining to buildings identified as NXT Block – Tower 2, Aspen (Block G4) and Silver Fir (Block L6) situated at Embassy Manyata Business Park, Bengaluru

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Repayable in 180 monthly instalments from the date of first disbursement, with NIL moratorium. The loan carries an interest rate of 3M T-Bill plus applicable spread, currently 8.10% p.a	7,192.76	-
*Overdraft facility availed as sublimit of Term loan. The debt carries an interest rate of 3M T-Bill plus applicable spread, currently 8.10% p.a	1,791.78	-

*The SPV uses this long-term Overdraft facility to park temporary excess funds and utilises such temporary excess funds as and when needed and therefore not considered as loan repayment or drawdown for the purpose of NDCF computation.

(xviii) 500 (March 31, 2023: 500) Optionally Convertible debentures (OCD), face value of ₹100,000 each issued to EPDPL (Co-sponsors)

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
ECPL will have the option to convert the OCDs into equity shares in its sole and absolute discretion at any time after the expiry of one year from the date of receipt of the subscription amount subject to compliance with applicable law and provided that such conversion does not result in EPDPL holding more than 24.9% of the diluted equity shareholding of ECPL	55.00	109.00
The OCDs are subject to early redemption on the 30 th business day following December 31, 2023 at a premium of ₹118,000 per OCD in case all of the events specified in the OCD subscription document have occurred, to ECPL's satisfaction, on or prior to December 31, 2023. Embassy REIT shall have a discretionary right to acquire the ECPL OCDs for a price equivalent to the applicable redemption amount, subject to compliance with applicable law.*		

*As at December 31, 2023, the conditions specified in the OCD subscription document have not been met and hence, the OCD's will be redeemed at ₹55.00 million as per the terms of the agreement.

(xix) Changes in liabilities arising from financing activities

Repayment and interest terms	As at March 31, 2024	As at March 31, 2023
Opening financial liability	1,48,417.43	1,21,361.50
Cashflows:		
Add: Proceeds from borrowings (net off issue expenses)	89,066.31	41,686.27
Less: Repayments of borrowings	(69,419.62)	(20,247.13)
Less: Interest paid	(11,200.31)	(9,862.11)
Less: Lease liability payments	(28.04)	(20.35)
Non-cash adjustments:		
Add: Acquired under acquisition	-	5,602.30
Add: Finance cost (including capitalised interest)	11,747.69	9,896.95
Add: Assets acquired under operating leases	1,063.00	-
Less: Net changes in fair value of financial instruments	(54.00)	-
Closing financial liability	169,592.46	148,417.43

(xx) There were no requirements of filing quarterly returns or statements of current assets with banks in respect of any loan.

(xxi) There is no default in repayment of principal and interest to the lenders as at March 31, 2024 and March 31, 2023.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

22 Other non-current financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Lease deposits (refer note 49)	3,823.78	4,018.89
Capital creditors	86.85	144.33
	3,910.63	4,163.22

23 Non-current provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employee benefits*		
- gratuity	3.03	8.20
	3.03	8.20

*refer note 50.

24 Deferred tax

Deferred tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets (net) (refer note 52)	162.05	121.10
	162.05	121.10

Deferred tax liabilities (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Minimum Alternate Tax credit entitlement	(4,994.12)	(4,877.06)
Deferred tax liabilities (net) (refer note 52)	56,756.78	56,702.90
	51,762.66	51,825.84

25 Other non-current liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred lease rental	605.86	600.86
Advances from customers	5.03	-
Unearned income	57.48	-
	668.37	600.86

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(all amounts in ₹ million unless otherwise stated)

26 Short-term borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Current maturities of long-term debt		
Secured		
Non-convertible debentures		
Nil (March 31, 2023: 15,000) Embassy REIT Series II, Non-Convertible debentures (NCD) 2020, face value of ₹1,000,000 each (net of issue expenses, at amortised cost)		
- Embassy REIT Series II NCD 2020 - Tranche A [refer note 22(i)]	-	7,475.46
- Embassy REIT Series II NCD 2020 - Tranche B [refer note 22(i)]	-	7,486.99
Nil (March 31, 2023: 26,000) Embassy REIT Series III, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost) [refer note 22(ii)]	-	25,910.57
20,000 (March 31, 2023: Nil) Embassy REIT Series V, Non-Convertible debentures (NCD) 2021, face value of ₹1,000,000 each (net of issue expenses, at amortised cost)		
- Embassy REIT Series V NCD 2021 - Series A [refer note 22(iv)]	19,973.94	-
Terms loans		
- from banks and financial institutions [refer note 21(ix)]	7,416.71	2,646.73
Overdraft [refer note 21(ix)]	227.23	219.37
Unsecured		
Commercial Paper		
- 5,000 (March 31, 2023: Nil) Series A, face value of ₹500,000 each (refer note 21(xiv))	2,459.11	-
- 15,000 (March 31, 2023: Nil) Series B, face value of ₹500,000 each (refer note 21(xv))	7,054.83	-
Optionally convertible debentures		
500 (March 31, 2023: 500) Optionally Convertible Debentures (OCD), face value of ₹1,000,000 each (net of issue expenses, at amortised cost) [refer note 22(xviii) and note 49 & 55]	55.00	109.00
	37,186.82	43,848.12

27 Trade payables[^]

Particulars	As at March 31, 2024	As at March 31, 2023
Trade payable		
- total outstanding dues to micro and small enterprises	77.28	96.31
- total outstanding dues of creditors other than micro and small enterprises		
- to related parties (refer note 49)	37.98	112.47
- to others	309.69	264.91
	424.95	473.69

[^] refer Note 46 for ageing schedule based on requirements of Schedule III.

28 Other current financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposits		
- related party (refer note 49)	80.00	80.00
Lease deposits (refer note 49)	9,314.29	8,934.96
Capital creditors		
- to related party (refer note 49)	75.32	130.47
- to others	2,351.44	2,488.74
Unclaimed dividend	2.27	3.75
Other liabilities		
- to related party (refer note 49)	109.07	191.38
- to others	794.91	1,141.60
	12,727.30	12,970.90

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

29 Current provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employee benefits*		
- gratuity	1.55	1.45
- compensated absences	15.29	11.60
	16.84	13.05

* refer note 50.

30 Other current liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Unearned income	154.24	8.41
Advances received from customers (refer note 49)	408.84	625.20
Statutory dues	456.43	482.63
Deferred lease rentals	427.44	391.49
Other liabilities	336.71	341.94
	1,783.66	1,849.67

31 Current tax liabilities (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for income-tax, net of advance tax	126.88	111.83
	126.88	111.83

32 Revenue from operations

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Facility rentals	25,285.61	23,798.00
Income from finance lease	237.45	217.58
Revenue from contracts with customers		
- Maintenance services	4,891.33	4,394.56
- Room rentals	2,475.20	1,808.82
- Sale of food and beverages	1,692.29	1,424.31
- Income from generation of renewable energy	1,582.22	1,612.10
- Other operating income		
- hospitality	195.22	160.42
- others (refer note 56)	492.50	779.64
	36,851.82	34,195.43

Note:

Contract liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Advance from customers	285.50	442.62
Unearned income	28.05	0.48

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Revenue recognised over a period of time	For the year ended March 31, 2024	For the year ended March 31, 2023
Maintenance services	4,891.33	4,394.56
Revenue recognised at a point in time	For the year ended March 31, 2024	For the year ended March 31, 2023
Room rentals	2,475.20	1,808.82
Sale of food and beverages	1,692.29	1,424.31

33 Interest income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
- on debentures (refer note 49)	308.10	363.71
- on fixed deposits	31.71	23.16
- on security deposits	46.38	69.65
- on income-tax refund	121.20	19.86
- others (refer note 49)	798.21	646.99
	1,305.60	1,123.37

34 Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net changes in fair value of financial instruments (refer note 49)	54.13	-
Liabilities no longer required written back	84.38	11.97
Profit on sale of mutual funds	159.04	143.79
Net gain on disposal of Property, Plant and Equipment/Investment Properties	139.74	4.58
Miscellaneous (refer note 49)	287.95	157.53
	725.24	317.87

35 Cost of materials consumed

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Purchases	429.38	415.02
Add: Decrease/(Increase) in inventory	(15.02)	(24.80)
	414.36	390.22

36 Employee benefits expense*

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and wages	472.31	493.66
Contribution to provident and other funds	40.26	33.75
Staff welfare	70.19	62.67
	582.76	590.08

* Majorly refers to employee benefits expense of the hospitality segment.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

37 Operating and maintenance expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Power and fuel (net)	830.16	888.66
Operating consumables	80.50	79.56
	910.66	968.22

38 Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Property tax (Net)	1,197.07	1,115.04
Rates and taxes	68.81	81.36
Marketing and advertising expenses	293.03	271.45
Assets and other balances written off	0.73	-
Loss on sale of Property, Plant and Equipment/Investment Properties (net)	6.89	7.86
Allowances for credit loss	6.84	1.77
Bad debts written off	0.81	0.42
Brokerage and commission	111.30	81.52
Travelling and conveyance	69.93	25.48
Corporate Social Responsibility (CSR) expenditure	128.72	126.55
Miscellaneous expenses	423.34	355.74
	2,307.47	2,067.19

39 Repairs and maintenance

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Repairs and maintenance		
- common area maintenance	2,425.55	2,188.68
- buildings	78.52	166.29
- machinery	574.68	442.07
- others	255.56	231.07
	3,334.31	3,028.11

40 Finance costs (net of capitalisation)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense		
- on borrowings from banks and financial institutions	3,062.52	3,245.17
- on lease deposits	466.51	474.56
- on lease liabilities	114.77	34.84
- on Non convertible debentures	7,050.14	6,006.06
- Commercial papers	178.41	-
	10,872.35	9,760.63

Gross interest expense is ₹12,213.60 million (March 31, 2023: ₹10,371.51 million) and interest capitalised is ₹1,341.25 million (March 31, 2023: ₹610.88 million) for the year ended March 31, 2024.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

41 Depreciation and amortisation

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of property, plant and equipment	1,080.98	1,081.79
Depreciation of investment properties*	6,491.26	8,083.13
Amortisation of intangible assets	2,117.65	2,119.24
	9,689.89	11,284.16

*During the financial year ended March 31, 2023, the Group had decided to redevelop Block D1 and D2 at MPPL considering significant opportunity for increase in leasable area. Hence there is change in estimated useful life of Investment property pertaining to Block D1 and D2. Accordingly, accelerated depreciation amounting to ₹2,513 million was charged in the statement of profit and loss for the year ended March 31, 2023.

42 Tax expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax	1,427.74	1,527.66
Deferred tax charge/(credit)	(177.29)	30.46
- Deferred tax charge/(credit)#	12.93	259.80
- Minimum Alternate Tax credit entitlement (MAT)	(190.22)	(229.34)
	1,250.45	1,558.12

refer note 52

43 Earnings Per Unit (EPU)

Basic EPU amounts are calculated by dividing the profit for the year attributable to Unitholders by the weighted average number of units outstanding during the year. Diluted EPU amounts are calculated by dividing the profit attributable to Unitholders by the weighted average number of units outstanding during the year plus the weighted average number of units that would be issued on conversion of all the potential dilutive instruments into Unit capital.

The following reflects the profit and unit data used in the basic and diluted EPU computation.

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit after tax for calculating basic and diluted EPU	9,640.28	5,059.58
Weighted average number of Units (No. in million)	947.90	947.90
Earnings Per Unit		
- Basic (Rupees/unit)	10.17	5.34
- Diluted (Rupees/unit)*	10.17	5.34

* The Trust does not have any outstanding dilutive potential instruments.

44 Management Fees

Property Management Fee

Pursuant to the Investment Management Agreement dated June 12, 2017 as amended, Manager is entitled to fees @ 3% of the collection of Facility Rentals per annum of the relevant property in respect to operations, maintenance, administration and management of the Holdco or the SPV, as applicable. The fees has been determined to meet the ongoing costs of the Manager to undertake the services provided to the Embassy REIT and its SPVs. Property Management fees for the year ended March 31, 2024 amounts to ₹765.62 million (March 31, 2023: 695.42 million). There are no changes during the period in the methodology for computation of fees paid to Manager.

REIT Management Fees

Pursuant to the Investment Management Agreement dated June 12, 2017, as amended, Manager is entitled to fees @ 1% of REIT Distributions which shall be payable either in cash or in Units or a combination of both, at the discretion of the Manager. The fees has been determined for undertaking management

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

of the REIT and its investments. REIT Management fees accrued for the year ended March 31, 2024 amounts to ₹238.36 million (March 31, 2023: 239.47 million). There are no changes during the period in the methodology for computation of fees paid to Manager.

Secondment fees

Pursuant to the Secondment Agreement dated March 11, 2019, Manager is entitled to fees of ₹0.10 million per month in respect of certain employees of Manager being deployed to the Embassy Office Parks REIT in connection with the operation and management of the assets of the Embassy REIT. The fees shall be subject to an escalation of 5% (five per cent) every financial year. Secondment fees for the year ended March 31, 2024 amounts to ₹1.72 million (March 31, 2023: 1.64 million). There are no changes during the period in the methodology for computation of secondment fees paid to Manager.

45 Commitments and contingencies

Particulars	As at March 31, 2024	As at March 31, 2023
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for (refer note i)	8,766.07	8,693.23
Contingent liabilities		
Claims not acknowledged as debt in respect of Income Tax matters (refer note ii)	276.07	252.94
Claims not acknowledged as debt in respect of Indirect Tax matters (refer note iii)	707.36	772.09
Claims not acknowledged as debt in respect of Property Tax matters (refer note iv)	3,418.89	3,418.89
Others (refer notes v and vi)		

Based on Group's best estimate, information currently available and basis expert opinion obtained by the Group, no provisions have been made for above claims as at March 31, 2024. The Group will continue to monitor developments to identify significant uncertainties and change in estimates, if any, in future period.

Notes:

i) Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for

Particulars	As at March 31, 2024	As at March 31, 2023
MPPL	4,418.20	3,115.30
VTPL	3,733.46	4,289.36
OBPPL	80.13	259.92
EPTPL	246.35	133.35
ECPL (refer note 55)	135.22	765.28
Galaxy	69.62	28.94
Others	83.10	101.08
	8,766.07	8,693.23

ii) Claims not acknowledged as debt in respect of Income Tax matters

Particulars	As at March 31, 2024	As at March 31, 2023
MPPL	199.10	199.10
QBPL	3.76	3.76
SIPL	46.68	-
IENMPL	9.25	9.25
VTPL	1.62	25.17
Trust	15.66	15.66
	276.07	252.94

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

MPPL:

- a) The SPV was assessed u/s. 143(3) of the Income Tax Act for AY2016-17 and received assessment order dated December 31, 2018 with additions made u/s.14A of the Income Tax Act with a tax demand of ₹172.28 million. The SPV has filed an appeal against the assessment order at the CIT (A) and has paid ₹14.06 million under protest with balance demand stayed. Accordingly, the SPV has disclosed ₹172.28 million (March 31, 2023: ₹172.28 million) as contingent liability.
- b) The SPV was assessed u/s. 143(3) of the Income Tax Act for AY2018-19 and received assessment order dated September 13, 2021 with additions made u/s.14A of the Income Tax Act. The SPV has filed an appeal against the assessment order at the CIT(A). Accordingly, the SPV has disclosed ₹26.82 million (March 31, 2023: ₹26.82 million) as contingent liability.

QBPL: The SPV had received an assessment order u/s. 143(3) of the Income Tax Act for AY 2015-16 with 14A disallowance, certain expense disallowances and short grant of TDS credit resulting in demand of ₹3.76 million. An appeal against the assessment order was filed before CIT(A) and the same is in the process of hearing. Penalty proceedings have been initiated. Accordingly, the SPV has disclosed the above demand of ₹3.76 million (March 31, 2023: ₹3.76 million) as contingent liability.

IENMPL: The SPV received a tax demand notice of ₹9.25 million for Assessment Year 2014-15 wherein the Assessing Officer had disallowed management fees and additions made u/s.14A of the Income tax Act read with Rule 8D of the Income Tax Rules. The SPV contested the said demand and has filed an appeal with the CIT(A) against the said order. Accordingly, the SPV has disclosed ₹9.25 million (March 31, 2023: ₹9.25 million) as contingent liability.

VTPL:

- (a) The SPV was reassessed u/s. 153C read with 143(3) of the Income Tax Act, 1961 for the AY 2003-04 and 2004-05. Certain additions u/s. 68 were made and tax demand of ₹23.55 million

and ₹1.62 million respectively was raised. The SPV filed an appeal against the demand order before CIT(A) which was upheld in favour of SPV quashing the demand raised. Aggrieved by the CIT(A) order, Income Tax Department filed an appeal before Hon'ble Delhi ITAT. For AY 2003-04 Hon'ble Delhi ITAT has disposed the case in favour of SPV and resultantly the Income Tax Department filed an appeal before Hon'ble High Court of Delhi which was also disposed in favour of SPV. For AY 2004-05 the case is pending before the Hon'ble Delhi ITAT. Accordingly, the SPV has disclosed ₹1.62 million (March 31, 2023: ₹25.17 million) as contingent liability.

SIPL:

- (a) The SPV had received an assessment order u/s. 143(3) of the Income Tax Act for AY 2022-23 wherein the assessing officer has disallowed set-off of brought-forward losses u/s 79A of the Act amounting to ₹406.56 million. Consequently, a demand amounting of ₹148.22 million has been raised. The SPV is the process of filing an appeal before CIT(A). While the SPV had created a provision of ₹101.54 million against such demand, the differential liability is disclosed as contingent liability. Accordingly, the SPV has disclosed the balance demand of ₹46.68 million (March 31, 2023: ₹Nil) as contingent liability.

Trust:

- (a) The Trust was assessed u/s. 143(3) of the Income Tax Act, 1961 for the AY 2021-22 on account of disallowance of expenses claimed u/s 35D of the Act. Aggrieved by the assessment order, the Trust has filed an appeal before CIT(A). Department had further raised a demand of ₹15.66 million arising due to a calculation error in the said order. Hence the Trust has filed the rectification application u/s 154 of the Act. The Trust has therefore, disclosed ₹15.66 million (March 31, 2023: ₹15.66 million) as a contingent liability.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

iii) Claims not acknowledged as debt in respect of Indirect Tax matters

Particulars	As at March 31, 2024	As at March 31, 2023
MPPL	656.02	656.02
ETPL	-	64.73
GSPL	23.99	23.99
UPPL	23.04	23.04
VTPL	4.31	4.31
	707.36	772.09

MPPL:

- (a) The SPV had received Order-in-original dated December 23, 2015 with a demand to pay a sum of ₹522.04 million (including interest and penalty) from the Commissioner of Central Excise Bangalore-V Commissionerate towards incorrectly availed Cenvat credit during the period April 1, 2006 to March 31, 2012. Appeal has been filed before CESTAT dated April 18, 2016. The appeal is heard, order awaited. Accordingly, ₹522.04 million (March 31, 2023: ₹522.04 million) is disclosed as contingent liability.
- (b) The Customs department issued demand notice to the Oil Suppliers of the SPV with a demand of ₹31.60 million for the period April 1, 2015 to February 15, 2016 denying duty benefit on the procurement of diesel. The Oil Suppliers have subsequently raised the demand on the SPV. Consequently, SPV preferred an appeal before the SEZ commissioner which was rejected by the Commissioner and aggrieved by the order, SPV filed a Writ Petition before the Hon'ble High Court of Karnataka and obtained an Interim stay order from the Court on February 9, 2017 which is still in force. Accordingly, a sum of ₹31.60 million (March 31, 2023: ₹31.60 million) has been disclosed as contingent liability.
- (c) The Principal Commissioner of Service Tax issued a final adjudication order dated January 20, 2022 with a demand of ₹102.38 million including penalty on various issues including irregular availment of input credit, turnover reconciliation etc. The SPV has filed an appeal with CESTAT against the order received from commissioner of service tax. Accordingly, a sum of ₹102.38 million (March 31, 2023: ₹102.38 million) has been disclosed as contingent liability.

ETPL:

- (a) The SPV has received an Order from Joint Commissioner, Service Tax - I, Kolkata for the period 2012-13 in respect of non-registration and non-payment of service tax under the category of 'Builder's Special Services' and not 'Construction

of Immovable Property' service with regard to installation of parking equipment which is taxable as a service leading to ineligibility of abatement of ₹10.01 million, irregular availment of credit of ₹6.87 million and non-payment of service tax of ₹0.96 million (along with penalty of equal amount). Against the aforesaid Order, the SPV has filed an appeal before the Commissioner of Central Excise (Appeals - I), Kolkata which directed the SPV to make a pre-deposit of ₹1.33 million to stay the recovery of the balance amount. The same has been paid by the SPV under protest. The SPV has received favourable appellate order dated December 15, 2023. Accordingly, a sum of Nil (March 31, 2023: ₹35.68 million) has been disclosed as contingent liability.

(b) SPV has received an Order from Joint Commissioner, Service Tax - I, Kolkata in January 2020, demanding ₹14.52 million in respect of denial of input tax credit during construction period for the financial years 2014-15 to 2016-17 (along with penalty of equal amount). Against the aforesaid Order, the SPV has filed an appeal before the Commissioner of Central Excise (Appeals - I), Kolkata which directed the SPV to make a pre-deposit of ₹1.09 million to stay the recovery of the balance amount. The same was paid by the SPV under protest. The SPV has received favourable appellate order dated December 15, 2023. Accordingly, a sum of Nil (March 31, 2023: ₹29.05 million) has been disclosed as contingent liability.

GSPL: The SPV had received an Order-in-Original passed by the Commissioner, Customs, Central Excise and Service Tax Commissionerate, Noida for the period FY2007-08 to 2010-11 demanding ₹11.99 million (along-with penalty of equal amount) in respect of inclusion of notional interest accrued on security deposit in the taxable value. Against the aforesaid Order, the SPV had filed an appeal before the Hon'ble Customs, Excise and Service Tax Appellate Tribunal which directed the SPV to make a pre-deposit of ₹0.90 million to stay the recovery of the balance amount. The same was paid by the SPV

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under protest. During the previous year FY2017-18, the SPV had received a favourable order and the said demand was annulled and the pre-deposit has been refunded; however, the Commissioner Excise has filed an appeal against the Order to Hon'ble High Court of Allahabad. Accordingly, the SPV has disclosed the demand along with penalty amount of ₹23.99 million (March 31, 2023: ₹23.99 million) as contingent liability.

UPPL: The SPV had received show cause notices dated July 3, 2015 for demand due to irregular canvas credit availed for ₹23.04 million relating to period from April 1, 2011 to March 31, 2016. Responses have been filed and is pending before the Commissioner of Service Tax. Accordingly, the aforementioned demand of ₹23.04 million (March 31, 2023: ₹23.04 million) is disclosed as contingent liability

iv) Claims not acknowledged as debt in respect of Property Tax matters

Particulars	As at March 31, 2024	As at March 31, 2023
MPPL	3,418.89	3,418.89
	3,418.89	3,418.89

MPPL:

(a) The SPV has received a demand order dated October 5, 2015 to pay a sum of ₹2,739.49 million (including penalty and interest upto June 2016) towards the difference in property tax payable by the SPV, which difference arose on account of classification of the property under different schedules for the purpose of computing property taxes, for the period 2008-09 to 2015-16. The SPV is contesting that the concerned property being an industrial estate that has been developed as special economic zone must be classified as category XIV as per the notification issued under Karnataka Municipal Corporation Act, 1976 ('the Act') and Bruhat Bengaluru Mahanagar Palike Property Tax Rules, 2009 ('Rules'). Whereas, the Assistant Revenue Officer has been considering the concerned property under category VIII as per the notification issued under the Act and Rules. The SPV filed a writ petition against the demand order which has been dismissed by the Hon'ble High Court of Karnataka. The said court upheld the demand made by BBMP. Against the order passed by single judge for the dismissal of writ petition, MPPL has based on external legal opinion filed an appeal before the aforementioned court and the same has been admitted by the court on June 27, 2016. The Hon'ble High Court restrained BBMP from taking any coercive action against the SPV and also directed BBMP to allow the SPV to make payment of property tax for the assessment year

VTPL: The Customs department issued demand notice to the Oil Suppliers of the SPV with a demand of ₹4.31 million for the period April 1, 2015 to February 15, 2016 denying duty benefit on the procurement of diesel. The Oil Suppliers have subsequently raised the demand on the SPV. Consequently, SPV preferred an appeal before the SEZ commissioner which was rejected by the Commissioner and aggrieved by the order, SPV filed a Writ Petition before the Hon'ble High Court of Karnataka and obtained an Interim stay order from the Court on February 9, 2017 which is still in force. Accordingly, a sum of ₹4.31 million (March 31, 2023: ₹4.31 million) has been disclosed as contingent liability.

2016-17. The matter is currently pending as at the date of these financial statements. Accordingly, this has been disclosed as a contingent liability. The SPV has paid ₹646.69 million (March 31, 2023: ₹646.69 million) under protest against the above demand.

(b) The SPV has also received demand notices dated October 9, 2017 to pay a sum of ₹760.07 million including penalty as of that date towards the differential property tax based on the total survey report for certain blocks for the period 2008-09 to 2017-18. An appeal had been filed before the Joint Commissioner, BBMP, Bytarayanapura, Bangalore ("Joint Commissioner") objecting the total survey report and property tax assessment notice arising therefrom. New demand notices dated January 17, 2019 were issued to pay a sum of ₹860.39 million (including penalty) towards the differential property tax for the period 2008-09 to 2017-18 and interest upto the date of payment as per the demand notices. The SPV submitted a letter to the Joint Commissioner dated March 29, 2019 referring to the appeals preferred by the SPV and had paid a sum of ₹286.80 million towards property tax demanded under protest. An order was passed by the Joint Commissioner dismissing the appeal preferred by the SPV. Against the order passed by the Joint Commissioner, MPPL has, based on external legal opinion, filed a writ petition before the Hon'ble High Court of Karnataka on August 3, 2020 on various grounds, *inter alia*, that the rates BBMP

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has relied on to calculate property tax in the said demand notices dated October 9, 2017 has been already challenged in a writ appeal filed by the SPV and pending before Hon'ble High Court of Karnataka as mentioned in note iv(a) above. Additionally new notices dated July 24, 2019 and March 18, 2021 were issued to pay a sum of ₹78.56 million (including penalty) and ₹27.25 million (including penalty) towards the differential property tax for the year 2018-19 and 2019-20 respectively and the SPV has paid ₹35.26 million towards property tax demanded under protest. However, BBMP vide notice dated June 17, 2021 have returned the demand draft amount of ₹9.08 million (differential property tax for the year 2019 -20 paid) requesting payment of interest and penalty along with the differential tax amounting to ₹27.25 million. The BBMP has issued distress warrant on February 1, 2022 in relation to the above said matter with a notice to pay ₹727.09 million against which MPPL has obtained an interim stay on February 16, 2022 from the Hon'ble High Court of Karnataka till the next date of hearing. Accordingly, a net contingent liability of ₹679.40 million (March 31, 2023: ₹679.40 million) has been disclosed in these financial statements. Pursuant to the return of the demand draft amounting to ₹9.08 million, the SPV has filed an writ petition before the Hon'ble High Court of Karnataka for (i) staying the operation and execution of the demand notices dated March 18, 2021 and endorsement dated June 17, 2021 and (ii) directing the BBMP to accept the payment of differential property tax. The Hon'ble High Court of Karnataka on September 30, 2022 directed the BBMP to accept the principal payment of ₹9.08 million. Basis the order of the Hon'ble High Court of Karnataka, MPPL has deposited the principal payment of ₹9.08 million to BBMP vide letter dated October 11, 2022 via demand draft.

v) Others: tax matters pertaining to equity accounted investee company

(a) GLSP (50% equity accounted investee - joint venture) Income Tax matters:

i) During the year ended March 31, 2020, GLSP has received assessment order for AY 2017-18 for disallowance under Section 14A of Income Tax Act read with rule 8D of the Income-tax Rules, disallowance of claim under Section 80G of the Income Tax Act and addition to the income based on differences between Form 26AS and the books of accounts. GLSP has filed an appeal against the assessment order with CIT(A). Accordingly, GLSP

has disclosed ₹2.83 million (March 31, 2023: ₹2.83 million) as contingent liability.

ii) During the period ended September 30, 2021, GLSP has received assessment order for AY 2018-19 with disallowance made under Section 14A of Income Tax Act read with rule 8D of the Income-tax Rules. GLSP has filed an appeal against the assessment order with CIT(A). Accordingly, GLSP has disclosed ₹0.68 million (March 31, 2023: ₹0.68 million) as contingent liability.

(b) GLSP (50% equity accounted investee - joint venture) Service Tax matters:

i) GLSP has received show cause notice and order-in-original dated August 14, 2011 and December 11, 2011 to pay a sum of ₹111.86 million from Office of the Commissioner of Service tax towards wrongly availed Cenvat credit during the period April 1, 2009 to March 31, 2011. Appeal has been filed before CESTAT. As at March 31, 2024 the appeal is pending before CESTAT for hearing and accordingly the same is disclosed as a contingent liability by GLSP.

ii) The Service Tax department has filed an appeal before the Hon'ble Supreme Court against a favourable order passed by the Hon'ble High Court in October 2022. The case pertains to input credit eligibility prior to 2011 amounting to ₹90.49 million. Accordingly, GLSP has disclosed contingent liability of ₹90.49 million (March 31, 2023: Nil).

vi) Other matters

(a) VCPPL (Forfeiture of security deposit matters):

Orange Business Services India Technology Private Limited, earlier known as Equant Technologies Services (India) Private Limited ("Equant") had filed a summary suit bearing No. 388 of 2012 with the Hon'ble Bombay High Court alleging that the SPV incorrectly terminated the letter of intent dated July 18, 2008 executed between the SPV and Equant for renting premises in Embassy 247 Park pursuant to which Equant paid to the SPV a security deposit of ₹40.32 million, which was withheld by the SPV on account of breach of agreed terms of the said letter of intent. The Hon'ble High Court had passed an order dated February 10, 2014 wherein the court has granted leave to defend the matter subject to deposit of ₹34.42 million in the court within 12 weeks. VCPPL filed an appeal against the order dated February 10, 2014 and further obtained a stay on July 7, 2014 against the order dated February 10, 2014 till final disposal of the appeal. The matter is pending for hearing.

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(b) EEPL:

i) SPV received a demand notice under the Insolvency and Bankruptcy Code, 2016 (IBC) on February 28, 2019 from a third party subcontractor, engaged by IL&FS Development Company (IEDCL), the parent company of IL&FS Solar Power Limited ("ISPL"), which was itself engaged by ISPL as a contractor for Embassy Energy. The demand notice alleges that unpaid amounts (categorised as operational debts) aggregating up to ₹1,008.10 million (including interest up to October 2018) are due to the sub-contractor directly from EEPL for the various works claimed to have been undertaken at the site of Embassy Energy, on the basis of certain correspondence with EEPL. The demand notice requires payment within 10 days of the letter, failing which the subcontractor may initiate a corporate insolvency resolution process against EEPL. EEPL has by its letter dated March 1, 2019, refuted all such claims inter alia on the basis that the payments are due from ISPL (and/or its parent entity) to the sub-contractor and not from EEPL, and therefore the sub-contractor has no claim against EEPL. By its letters dated March 18, 2019, the subcontractor has responded to the letter from EEPL, denying all statements made by EEPL and reiterating that the unpaid amounts are due from EEPL. The sub-contractor has thereafter filed an application under Section 9 of the Code before the Bangalore bench of National Company Law Tribunal claiming debt of ₹1,082.50 million (including interest up to September 2019) and interest thereon against EEPL. During the previous year ended March 31, 2020, the third party sub-contractor vide a letter dated January 2, 2020 served the notice of hearing in the captioned matter for initiation of insolvency proceedings under Section 9 of the IBC before the NCLT, Bengaluru pursuant to its order dated December 16, 2019. The petitioner has filed a claim as an operational creditor of IEDCL for an amount of ₹1,082.50 million (including interest up to September 2019) due to him. The National Company Law Tribunal vide its order dated March 8, 2022 has dismissed the petition filed by the third party sub-contractor and issued order in favour of the SPV. Subsequent to March 31, 2022 the third-party contractor filed an appeal before the National Company Law Appellate Tribunal, Chennai. The NCLAT vide order dated June 16, 2023 dismissed the appeal. The third party contractor has filed an appeal before the Supreme Court of India against the orders of the NCLT and NCLAT and the next date of hearing

is awaited. Further, the third party contractor has filed for pre- institution mediation under the Commercial Courts Act, 2015 before the District Legal Services Authority, Bengaluru and the next date is awaited. The third party contractor filed a complaint before the Economic Offence Wing, Mumbai ("EOW") against the SPV and has lodged an First Information Report against the SPV and certain other individuals claiming ₹1,315.70 million. The SPV has filed a Criminal Writ Petition before the High Court of Bombay against the State of Maharashtra and representative of the third party contractor praying for (i) quashing and setting aside of the FIR and investigation of the EOW and (ii) stay on further proceedings under the FIR and the EOW.

ii) The Karnataka Electricity Regulatory Commission, Bengaluru (KERC) has issued orders in 2005, 2008 and 2014 granting exemption to all solar power generators in Karnataka that achieved commercial operation date between April 1, 2013 and March 31, 2018 from paying certain charges such as payment of wheeling and banking charges, cross subsidy surcharges, transmission losses and wheeling losses for a period of ten years from the date of commissioning. KERC has issued an order dated May 14, 2018 withdrawing the aforementioned exemption available to Karnataka's power generators, including EEPL.

The SPV commissioned the solar plant during the FY 2017-2018 and as per the previous Regulation, the charges did not apply to the SPV for a period of 10 years. The SPV filed a writ petition with the Hon'ble High Court of Karnataka challenging the KERC Order and obtained an interim Stay Order dated May 24, 2018. BESCO filed preliminary statement of objections and also filed application seeking recalling of interim order. The application seeking recalling of interim order was rejected. The Hon'ble High Court passed the judgement on March 13, 2019 allowing the Writ Petition and quashed the order dated May 14, 2018 passed by KERC. The SPV has filed Caveat Petition for receiving notifications in case any suit/appeal is filed by any of the parties to the said petition. KERC has filed a common writ appeal against the order dated March 13, 2019 against EEPL and others. However, Electricity Supply Companies (ESCOMS) have also filed Writ Appeals against some of the petitioners, but no appeal has been filed against EEPL, in the event an adverse order is passed in the said appeal made by ESCOMS, EEPL may also be affected. The next date of hearing is awaited.

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(c) MPPL:

i) SPV has filed a writ petition in 2015 against the BBMP and others seeking to *inter-alia*, quash (i) a circular from 2014 re-fixing the improvement charges under the Karnataka Municipal Corporations Act, 1976, and the Karnataka Municipal Corporations (Recovery of Improvement Expenses) Rules, 2009, and (ii) a notice from 2015 demanding payment of betterment charges of ₹127.90 million. In 2016, the Hon'ble High Court of Karnataka has granted an interim stay on the impugned circular and notice. Further, MPPL has received a new demand notice dated March 29, 2022 issued by the BBMP for payment of the betterment charges amounting to ₹127.91 million along with interest amounting to ₹184.19 million. MPPL has paid the betterment charges of ₹127.91 million under protest vide letter dated March 30, 2022 to BBMP. The Karnataka HC has passed an order for listing of the Writ Petition post disposal of the other Writ Appeals relating to betterment charges pending before the Karnataka HC.

ii) SPV has received a demand note dated October 13, 2022 from the Bangalore Water Supply and Sewerage Board for a payment of total charges amounting to ₹24.62 million in relation to issuance of a no-objection certificate (NOC) for a proposed commercial building on land parcel. SPV has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging inter-alia, the government order dated February 12, 2016 and the demand note issued against the SPV and seeking to, *inter-alia*, (i) quash the demand notice dated October 13, 2022; and (ii) issuance of NOC to the SPV. The SPV has obtained an ad-interim direction from the High Court of Karnataka on November 21, 2022 wherein the Court has granted stay of demand notice on October 13, 2022 limited to advance probable prorata charges and beneficiary charges amounting to ₹21.50 million and has further instructed the SPV to pay the prescribed fee for issuance of NOC. Pursuant to the same, the SPV has made payments on December 6, 2022 amounting to ₹3.12 million towards NOC charges and treated water charges and the NOC is received. The balance amount of ₹21.50 million towards NOC fees which have been stayed by the Hon'ble High Court of Karnataka have been shown as contingent liability.

iii) SPV has received a demand note dated August 3, 2023 from the Bangalore Water Supply and Sewerage Board ("BWSSB") for a payment

of total charges amounting to ₹51.24 million in relation to issuance of a no-objection certificate for a proposed project commercial building on land parcel. SPV has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging inter-alia, the demand notice issued against MPPL and seeking to, inter-alia, (i) quash the demand notice dated August 3, 2022; and (ii) issuance of NOC to the SPV. The SPV has obtained an ad-interim direction from the High Court of Karnataka on November 2, 2023 wherein the Court has granted stay of demand notice on August 3, 2023 limited to advance probable prorata charges and beneficiary charges amounting to ₹46.93 million and has further instructed the SPV to pay the prescribed fee for issuance of NOC. Pursuant to the same, the SPV has made payments on November 28, 2023 amounting to ₹6.03 million towards NOC charges and treated water charges and the NOC is received. The balance amount of ₹46.93 million towards NOC fees which have been stayed by the Hon'ble High Court of Karnataka have been shown as contingent liability.

(d) VTPL:

SPV has received a demand note dated August 14, 2020 and September 29, 2020 from the Bangalore Water Supply and Sewerage Board for a payment of total charges amounting to ₹138.64 million in relation to issuance of a no-objection certificate (NOC) for a proposed project commercial building on land parcel. SPV has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging inter-alia, the government order dated February 12, 2016 and the demand note issued against the SPV and seeking to, inter-alia, (i) quash the demand notice dated August 14, 2020 and September 29, 2020; and (ii) issuance of NOC to SPV. SPV has obtained an ad-interim direction from the High Court of Karnataka on November 17, 2020 wherein the court has granted stay of demand notice on August 14, 2020 and September 29, 2020 limited to advance probable prorata charges and beneficiary charges and has further instructed the SPV to pay the prescribed fee for issuance of NOC. Pursuant to the same, SPV has made payments on December 29, 2020 and December 30, 2020 amounting to ₹17.91 million towards NOC charges and treated water charges and the balance amount of ₹120.73 million towards advance probable prorata charges and BCC

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charges which have been stayed by the Hon'ble High Court of Karnataka have been shown as contingent liability (March 31, 2023: ₹120.73 million). Additionally, SPV has received the NOCs dated December 30, 2020 from BWSSB with respect to the above.

(e) ECPL:

- i) SPV has received a demand note dated June 16, 2020 from the Bangalore Water Supply and Sewerage Board ("BWSSB") for a payment of total charges amounting to ₹25.69 million in relation to issuance of a no-objection certificate for a proposed project commercial building on land situated at Venkatala Village, Yelahanka Hobli, Bangalore North Taluk, Bangalore and SPV has filed a writ petition before the Karnataka High Court against State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging inter-alia, the demand note against SPV seeking to, inter-alia, (i) quash the demand notice; and (ii) issue of no-objection certificate to SPV. The High Court of Karnataka granted an ad interim stay dated November 13, 2020 on the demand notice issued by BWSSB in relation to certain charges amounting to ₹22.49 million and instructed SPV to pay the prescribed fee for issuance of no-objection certificate and directed BWSSB to issue NOC by accepting Administration Fees & Scrutiny Fees amounting to ₹3.2 million and the said demand notice will be subject to outcome of the Writ Petition. The aforesaid ₹3.2 million was paid on December 15, 2020 to BWSSB and the NOC in relation to same has been received. The matter is currently pending.
- ii) SPV received a demand notice dated July 16, 2021 from BBMP towards ground rent and other charges for the purposes of issuing modified plan sanction at Embassy Business Hub owned by SPV. SPV has filed a writ petition against State of Karnataka before the High Court of Karnataka, inter alia to set aside the demand notice dated July 16, 2021 issued by BBMP. On August 27, 2021 the High Court of Karnataka has passed an interim stay against the ground rent, license fee, betterment charges, security deposit, cess on labour charges, 5% service charges under the demand notice dated July 16, 2021 and the balance demand to be paid by the SPV. The High Court of Karnataka has also indicated that in the event the writ petition fails, the SPV will be liable to pay the demand raised under the demand notice dated July 16, 2021 i.e. ₹65.67 million. SPV has paid the requisite fee of ₹22.36

million on October 21, 2021 to BBMP as per the order dated August 27, 2021 and we have received the modified plan sanction.

- iii) SPV has received a demand note dated November 21, 2023 from the BWSSB (the "Demand Notice") for payments of total charges amounting to ₹5.12 million in relation to issuance of a no-objection certificate for a proposed project commercial building on land situated at Venkatala Village, Yelahanka Hobli, Bangalore North Taluk, Bangalore and SPV has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Notice and seeking order to, *inter-alia*, (i) quash the Demand Notice; and (ii) issue the no-objection certificate to ECPL. Pursuant to an order dated January 16, 2024, the High Court of Karnataka granted an ad-interim stay on the Demand Notice, in relation to certain charges amounting to ₹1.72 million, and instructed ECPL to pay the remaining sum of monies to BWSSB, which has been paid.
- (f) A search under Section 132 of the Income Tax Act was conducted on June 1, 2022 on EOPMSPL, Embassy REIT, and certain SPV's namely VTPL, EOPL, SIPL, EEPL. SIPL had received a show cause notice from the income tax authorities pursuant to such search proceedings and had responded to the same on January 10, 2023 and March 11, 2024. Further, REIT, SIPL, VTPL and EEPL have received reassessment notice u/s 148 of the Income Tax Act for AY 2019-20 for which EOP has filed returns u/s 148. The reassessments stands closed for SIPL and REIT with no additions made. Orders were received for EEPL and VTPL with certain adjustments against which the Group is in the process of filing an appeal. Further, in December 2023, EOP has received reassessment notices u/s 148 for EOPMSPL, Embassy REIT, VTPL, SIPL and EEPL for AY 2020-21 and AY 2021-22 for which EOP has filed returns u/s 148.
- (g) The Group had to meet export obligations in relation to EPCG credits availed during previous years for its hotel operations, however, due to the impact of Covid 19, the Group couldn't fulfil the export obligations in certain cases. The Group has received extension for two years. The Group will have future liability if it is not able to meet these obligations or obtain further extension, which is not quantifiable as at the balance sheet date. As at the balance sheet date, the Group has not received any demand towards the same.

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46 Financial instruments - Fair values

A The carrying value and fair value of financial instruments by categories are as below:

Particulars	Carrying value	Fair Value	Carrying value	Fair Value
	March 31, 2024	March 31, 2024	March 31, 2023	March 31, 2023
Financial assets				
Fair value through profit and loss				
Investments	30.13	30.13	-	-
Amortised cost				
Investments	6,700.00	-	8,157.82	-
Trade receivables	347.65	-	503.96	-
Cash and cash equivalents	10,113.73	-	8,173.48	-
Other bank balances	154.74	-	580.10	-
Other financial assets	5,391.56	-	4,788.05	-
Total assets	22,737.81	30.13	22,203.41	-
Financial liabilities				
Amortised cost				
Borrowings (including current maturities of long-term debt) - floating rates	66,537.69	-	58,318.25	-
Borrowings (including current maturities of long-term debt) - fixed rates	1,01,541.84	1,00,715.69	89,736.71	88,668.04
Lease deposits	13,138.07	-	12,953.85	-
Trade payables	424.95	-	473.69	-
Lease liabilities	1,512.93	-	362.47	-
Other financial liabilities	3,499.86	-	4,180.27	-
Total liabilities	186,655.34	100,715.69	166,025.24	88,668.04

The fair value of investments, cash and cash equivalents, fixed deposits, trade receivables, borrowings at floating rates, lease deposits, trade payables and other financial assets and liabilities approximate their carrying amounts and hence the same has not been disclosed in the table above.

B. Measurement of fair values

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:

- recognised and measured at fair value
- measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is mentioned below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is

valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Transfers between Level 1, Level 2 and Level 3

There were no transfers between Level 1, Level 2 or Level 3 during the year ended March 31, 2024 and March 31, 2023.

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Determination of fair values

Fair values of financial assets and liabilities have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

- i) The fair values of other financial assets and financial liabilities are considered to be equivalent to their carrying values.
- ii) The fair values of borrowings at fixed rates are considered to be equivalent to present value of the future contracted cashflows discounted at the current market rate. The fair value has been categorised as Level 3 Fair value.

C. Financial Risk Management

The Group has exposure to following risks arising from financial instruments:

- market risk
- credit risk
- liquidity risk

a) Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates, will affect the Group's income and its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

i. Currency risk

The foreign currency risk from financial assets and liabilities is as follows:

Particulars	As at March 31, 2024			As at March 31, 2023		
	USD	EURO	Total	USD	EURO	Total
Trade payables	90.70	-	90.70	37.36	-	37.36
Other financial liabilities	36.59	-	36.59	40.19	0.38	40.57

ii. Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to its long-term debt obligations with floating interest rates.

Exposure to interest rate risk:

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Variable-rate instruments:		
Financial liabilities		
Borrowings (Non-current and current)	66,537.69	58,318.25
Variable rate instruments exposed to interest rate risks	66,537.69	58,318.25

Risk management framework

The Board of Directors of the Manager of Embassy Office Parks Group has overall responsibility for the establishment and oversight of the Embassy Office Parks Group's risk management framework. The Embassy Office Parks Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Board of Directors of the Managers of Embassy Office Parks Group oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the group. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

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Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 1% (100 bps) in interest rates at the reporting date would have increased/(decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

Particulars	For the year ended March 31, 2024		For the year ended March 31, 2023	
	+ 1%	- 1%	+ 1%	- 1%
Impact on the statement of profit and loss	(322.22)	322.22	(341.73)	341.73

Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Hence, there is no exposure as at the reporting date to the statement of profit or loss.

iii. Price risk

Price risk is the risk of fluctuations in the value of assets and liabilities as a result of changes in market prices of investments. The Group has no material exposure to equity securities price risk and is not exposed to commodity risk. The Group's exposure to price risk arises from investments held by the Group in mutual funds and classified in the balance sheet as fair value through statement of profit or loss. The fair value of these investments is marked to an active market. The financial assets carried at fair value by the Group are mainly investments in liquid and overnight debt mutual funds and accordingly no material volatility is expected.

b) Credit risk

Credit risk is the potential financial loss resulting from the failure of tenants or counterparties of the Group to settle its financial and contractual obligations, as and when they fall due.

The Group has an established process to evaluate the creditworthiness of its tenants and prospective tenants to minimise potential credit risk. Credit evaluations are performed by the Group before lease agreements are entered into with prospective tenants. Security in the form of bankers' guarantees or cash security deposits are obtained upon the commencement of the lease.

The Group establishes an allowance account for impairment that represents its estimate

of losses in respect of trade and other receivables. The main component of this allowance is estimated losses that relate to specific tenants or counterparties.

The allowance account is used to provide for impairment losses. Subsequently when the Group is satisfied that no recovery of such losses is possible, the financial asset is considered irrecoverable and the amount charged to the allowance account is then written off against the carrying amount of the impaired financial asset.

Cash at bank and fixed deposits are placed with banks and financial institutions which are regulated and have low or no risk.

As at the reporting date, there is no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying value of each financial asset on the Balance Sheet.

i. Expected credit loss (ECL) assessment for customers/tenants as at March 31, 2024 and March 31, 2023:

The Group allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (including but not limited to past payment history, security by way of deposits, external ratings, audited financial statements, management accounts and cash flow projections and available press information about customers) and applying experienced credit judgement.

The Group uses an allowance matrix to measure the expected credit loss of trade receivables from individual customers.

Based on the industry practices and the business environment in which the entity operates, management considers that the trade receivables are credit impaired if the payments are more than 180 days past due.

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The following table provides ageing of trade receivables alongwith information about the exposure to credit risk and expected credit loss for trade receivables:

As at March 31, 2024

Particulars	Outstanding for the following periods from due date of payments						Total
	Not due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	-	320.87	13.10	13.05	0.30	0.33	347.64
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	6.84	-	-	-	6.60	13.44
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Gross receivables	-	327.71	13.10	13.05	0.30	6.93	361.08
Provision amount	-	(6.84)	-	-	-	(6.60)	(13.44)
Net carrying amount	-	320.87	13.10	13.05	0.30	0.33	347.65

As at March 31, 2023

Particulars	Outstanding for the following periods from due date of payments						Total
	Not due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	-	489.30	11.36	3.30	-	-	503.96
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	6.60	6.60
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Gross receivables	-	489.30	11.36	3.30	-	6.60	510.56
Provision amount	-	-	-	-	-	(6.60)	(6.60)
Net carrying amount	-	489.30	11.36	3.30	-	-	503.96

The movement in the allowance for impairment in respect of trade receivables is as follows:-

Particulars	As at March 31, 2024	As at March 31, 2023
Amount as at April 1, 2023	6.60	6.60
Amount written off during the year	(0.81)	(0.42)
Amount reversed during the year	-	(1.35)
Allowances for credit loss during the year	7.65	1.77
Balance as at March 31, 2024	13.44	6.60

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ii. Other financial assets: Security deposits

Risk assessment	Year ended	Estimated gross carrying amount	Expected probability of default	ECL	Carrying amount, net of provision	
Loss at 12 months ECL	Risk same since initial recognition	As at March 31, 2024	1,047.74	-	-	1,047.74
		As at March 31, 2023	1,028.89	-	-	1,028.89

iii. Cash and bank balances

The Group holds cash and cash equivalents of ₹10,113.73 million (March 31, 2023: ₹8,173.48 million) and fixed deposits with bank of ₹405.02 million (March 31, 2023: ₹763.00 million). The cash and cash equivalents and fixed deposits with bank are mainly held with scheduled banks which are highly regulated. The Group considers that its cash and cash equivalents and fixed deposits with bank have low credit risk based on the external credit ratings of counterparties.

iv. Other financial assets

The Group considers that its other financial assets which mainly represents unbilled revenue with its tenants have low credit risk based on its nature and other security available.

c) Liquidity risk

Liquidity risk is the risk that the group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

The Group monitors rolling forecasts of its liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out in accordance with practice and limits set by CODM. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Exposure to liquidity risk

The table below details the Group's remaining contractual maturity for its non-derivative financial liabilities. The contractual cash flows reflect the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay.

Particulars	Carrying value as at March 31, 2024	Contractual cash flows				Total
		Within 1 year	1-3 years	3-5 years	More than 5 years	
Borrowings	168,079.53	48,604.71	97,945.77	23,196.96	38,609.84	208,357.28
Trade payables	424.95	424.95	-	-	-	424.95
Lease deposits - Current and non-current	13,138.07	9,533.83	2,719.23	1,645.08	367.13	14,265.27
Lease Liability	1,512.93	190.51	412.10	443.90	11,577.09	12,623.60
Other financial liabilities - non-current	86.85	-	86.85	-	-	86.85
Other financial liabilities - current	3,413.01	3,413.01	-	-	-	3,413.01
	186,655.34	62,167.01	101,163.95	25,285.94	50,554.05	239,170.96

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	Carrying value as at March 31, 2023	Contractual cash flows				Total
		Within 1 year	1-3 years	3-5 years	More than 5 years	
Borrowings	148,054.96	55,262.73	52,678.64	48,676.67	26,739.27	183,357.31
Trade payables	473.69	473.69	-	-	-	473.69
Lease deposits - Current and non-current	12,953.85	8,984.30	3,552.49	807.51	681.31	14,025.61
Lease Liability	362.47	20.36	40.72	50.90	10,547.57	10,659.54
Other financial liabilities - non-current	144.33	-	144.33	-	-	144.33
Other financial liabilities - current	4,035.94	4,035.94	-	-	-	4,035.94
	166,025.24	68,777.03	56,416.18	49,535.07	37,968.15	212,696.43

Following table provides detailed ageing for trade payables:

As at March 31, 2024

Particulars	Outstanding for the following periods from due date of payments					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	6.77	70.51	-	-	-	77.28
(ii) Others	12.73	319.70	10.05	5.19	-	347.67
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	19.50	390.21	10.05	5.19	-	424.95

As at March 31, 2023

Particulars	Outstanding for the following periods from due date of payments					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	10.72	87.59	-	-	-	98.32
(ii) Others	21.59	348.59	5.19	-	-	375.37
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	32.32	436.18	5.19	-	-	473.69

Financing Arrangements

The Group has access to the following undrawn borrowing facilities as at end of the reporting period:

Particulars	As at March 31, 2024	As at March 31, 2023
Floating rate		
Construction finance and term loans	6,350.00	4,907.00

The above facilities may be drawn at any time.

47 Capital management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group's capital structure mainly constitutes equity in the form of unit capital and debt. The projects are initially funded through construction financing arrangements. On completion, these borrowings are restructured into lease-rental discounting arrangements or debentures. The Group's capital structure is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

The Group monitors capital using a ratio of 'Net debt' to 'Gross asset value (GAV) of all SPV's' including fair value of its 50% investment in Golfinks Software Park Private Limited. For this purpose, Net debt is defined as Long-term borrowings + Short-term borrowings - Cash and other bank balances - Investments in mutual funds (net of NDCF to be distributed for the recent quarter).

The Group's adjusted Net debt to GAV ratio as at March 31, 2024 and March 31, 2023 are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Net debt	162,728.94	144,619.06
GAV	555,005.26	514,141.14
Net debt to GAV	29.32%	28.13%

48 Operating segments

Ind AS 108 establishes standards for the way that business enterprises report information about operating segments and related disclosures. Based on the 'management approach' as defined in Ind AS 108, the Chief Operating Decision Maker ('CODM') evaluates the Embassy Office Parks' performance and allocates resources based on an analysis of various performance indicators by operating segments. The accounting principles used in the preparation of the Consolidated Financial Statements are consistently applied to record revenue and expenditure in individual segments and are as set out in the significant accounting policies.

Operating segments of Embassy Office Parks Group are (i) Commercial Offices, (ii) Hospitality and (iii) Other segments. Other segments comprise Generation of Renewable Energy. Revenue and identifiable operating expenses in relation to segments are categorised based on items that are individually identifiable to that segment.

Net Operating Income ('NOI') is the key metric reported to the CODM for the purposes of assessment of the segment results. The same is defined as follows:

a) Commercial Offices segment:

NOI for Commercial Offices is defined as revenue from operations (which includes (i) facility rentals, (ii) maintenance services income, (iii) income

from finance lease, and (iv) other operating income for Commercial Offices) less direct operating expenses (which includes (i) operating and maintenance expenses including common area maintenance expenses (ii) property taxes, (iii) rent and (iv) insurance).

b) Hospitality segment:

NOI for hospitality segment is defined as revenue from operations (which includes (i) room rentals, (ii) sale of food and beverages, (iii) other operating income from hospitality) less direct operating expenses (which includes (i) cost of materials consumed, (ii) employee benefits expenses, (iii) operating and maintenance expenses excluding property management fees and (iv) other expenses).

c) Other segment:

NOI for other segments is defined as revenue from operations (which includes income from generation of renewable energy) less direct operating expenses (which includes (i) operating and maintenance expenses and (ii) other expenses).

Certain income (such as interest, dividend and other income) and certain expenses (such as other expenses excluding direct operating expenses, depreciation, amortisation, impairment loss and finance cost) are not specifically allocable to segments and accordingly these expenses are adjusted against the total income of the Embassy Office Parks Group.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Further, the information relating to segment assets and segment liabilities are not regularly provided to CODM for review and hence the same is not disclosed.

Particulars	Commercial offices		Hospitality		Other Segment		Total	
	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations	30,906.89	29,189.78	4,362.71	3,393.55	1,582.22	1,612.10	36,851.82	34,195.43
Identifiable operating expenses	(4,646.88)	(4,160.48)	(2,293.91)	(2,242.61)	(91.56)	(129.54)	(7,032.35)	(6,532.63)
Net Operating Income (segment results for the year)	26,260.01	25,029.30	2,068.80	1,150.94	1,490.66	1,482.56	29,819.47	27,662.80
Other operating expenses							(2,126.20)	(2,219.05)
Interest, dividend and other income							2,030.84	1,441.24
Earnings before finance costs, depreciation, amortisation and tax							29,724.11	26,884.99
Share of profit after tax of equity accounted investee							892.11	777.50
Depreciation and amortisation expenses							(9,689.89)	(11,284.16)
Reversal of impairment loss (refer note 6)							836.75	-
Finance costs							(10,872.35)	(9,760.63)
Profit before tax							10,890.73	6,617.70
Tax expense							(1,250.45)	(1,558.12)
Other Comprehensive Income							6.74	3.51
Total comprehensive income for the year							9,647.02	5,063.09

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

An analysis of CGU wise Segment Revenues and Segment Results is given below

For the year ended March 31, 2024

Particulars	Trust	MPPL	EPTPL	UPPL	EEPL	GSPL	ETPL	OBPL	QBPL	QBPL	VCPL	IENMPL	ETV	ECPL	Total
Segment Revenue:															
Commercial Office Segment	-	12,348.83	1,673.90	-	-	577.72	1,302.16	1,464.48	851.13	1,127.26	1,686.95	1,484.57	8,258.92	130.96	30,906.89
Hospitality Segment	-	2,151.63	-	1,026.43	-	-	-	-	-	1,184.65	-	-	-	-	4,362.71
Others	-	-	-	-	1,582.22	-	-	-	-	-	-	-	-	-	1,582.22
Total	-	14,500.46	1,673.90	1,026.43	1,582.22	577.72	1,302.16	1,464.48	851.13	2,311.91	1,686.95	1,484.57	8,258.92	130.96	36,851.82
Net Operating Income (segment results)															
Commercial Office Segment	-	10,422.87	1,356.50	-	-	433.64	1,193.24	1,154.17	735.00	814.07	1,507.23	1,355.62	7,190.24	97.42	26,260.01
Hospitality Segment	-	1,169.74	-	510.24	-	-	-	-	-	388.82	-	-	-	-	2,068.80
Others	-	-	-	-	1,490.66	-	-	-	-	-	-	-	-	-	1,490.66
Total	-	11,592.61	1,356.50	510.24	1,490.66	433.64	1,193.24	1,154.17	735.00	1,202.89	1,507.23	1,355.62	7,190.24	97.42	29,819.47

For the year ended March 31, 2023

Particulars	Trust	MPPL	EPTPL	UPPL	EEPL	GSPL	ETPL	OBPL	QBPL	QBPL	VCPL	IENMPL	ETV	ECPL	Total
Segment Revenue:															
Commercial Office Segment	-	11,660.64	1,497.10	-	-	744.03	1,163.67	1,569.43	807.46	862.06	1,453.47	1,297.32	8,134.59	-	29,189.78
Hospitality Segment	-	1,627.62	-	846.20	-	-	-	-	-	919.73	-	-	-	-	3,393.55
Others	-	-	-	-	1,612.10	-	-	-	-	-	-	-	-	-	1,612.10
Total	-	13,288.26	1,497.10	846.20	1,612.10	744.03	1,163.67	1,569.43	807.46	1,781.79	1,453.47	1,297.32	8,134.59	-	34,195.43
Net Operating Income (segment results)															
Commercial Office Segment	-	10,007.72	1,257.03	-	-	595.69	1,061.02	1,277.61	684.92	603.77	1,283.97	1,152.89	7,104.67	-	25,029.30
Hospitality Segment	-	600.25	-	359.00	-	-	-	-	-	191.69	-	-	-	-	1,150.94
Others	-	-	-	-	1,482.56	-	-	-	-	-	-	-	-	-	1,482.56
Total	-	10,607.97	1,257.03	359.00	1,482.56	595.69	1,061.02	1,277.61	684.92	795.46	1,283.97	1,152.89	7,104.67	-	27,662.80

*refer note 55

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Information about major customers
Revenue from operations from customers amounting to 10% or more of the segment revenue is as follows (at SPV level):
For the year ended March 31, 2024

Segment	Commercial Offices										Hospitality			Other Segments			
	MPPL	EPTPL	GSPL	ETPL	OBPL	QBPL	QBPL	QBPL	VCPPL	IENMPL	VTPL	SIPL	ECPL	MPPL	UPPL	QBPL	EEPL
Number of customers	1	2	2	4	5	2	1	-	2	2	1	1	-	-	-	-	3
Amount	1,272.11	478.89	302.01	975.46	1,385.63	283.46	528.52	-	446.90	1,919.34	1,330.72	103.33	-	-	-	-	1,582.21
For the year ended March 31, 2023																	
Segment	MPPL	EPTPL	GSPL	ETPL	OBPL	QBPL	QBPL	VCPPL	IENMPL	VTPL	SIPL	ECPL	MPPL	UPPL	QBPL	EEPL	
Number of customers	1	2	2	4	5	2	1	-	2	2	1	1	-	-	-	3	
Amount	1,642.49	489.77	600.85	826.41	1,536.73	360.13	682.78	634.90	459.31	2,021.31	692.97	-	-	-	-	1,611.53	

*refer note 55

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

49 Related party disclosures

I. List of related parties

A. Parties to Embassy Office Parks REIT

Embassy Property Developments Private Limited - Co-Sponsor
BRE/Mauritius Investments - Co-Sponsor
Embassy Office Parks Management Services Private Limited - Manager
Axis Trustee Services Limited - Trustee

BRE/Mauritius Investments - Co-Sponsor

SG Indian Holding (NQ) Co. I Pte. Ltd.	BREP Asia SG Oxygen Holding (NQ) Pte. Ltd.
BRE/Mauritius Investments II	BREP Asia HCC Holding (NQ) Pte. Ltd.
BREP NTPL Holding (NQ) Pte. Ltd.	BREP VII HCC Holding (NQ) Pte. Ltd.
BREP VII NTPL Holding (NQ) Pte. Ltd.	BREP VII SG Indian Holding (NQ) Co. II Pte. Ltd.
BREP VII SG Oxygen Holding (NQ) Pte. Ltd.	BREP Asia SG Indian Holding (NQ) Co. II Pte. Ltd.
BREP GML Holding (NQ) Pte. Ltd.	India Alternate Property Limited
BREP VII GML Holding (NQ) Pte. Ltd.	

Directors & KMPs of the Manager (Embassy Office Parks Management Services Private Limited)

Directors

Jitendra Virwani
Tuhin Parikh (Up to January 11, 2024)
Vivek Mehra
Dr. Anoop Kumar Mittal (w.e.f. August 6, 2023)
Ranjan Pai
Aditya Virwani
Punita Kumar Sinha

KMPs

Michael Holland - CEO (Up to June 30, 2022)
Vikaash Khdloya - CEO (w.e.f. July 1, 2022 and Up to June 30, 2023)
Aravind Maiya - CFO (Upto May 31, 2022)
Aravind Maiya - CEO (w.e.f. July 1, 2023)
Abhishek Agrawal - CFO (w.e.f. July 27, 2023)
Abhishek Agrawal - Interim CFO (w.e.f. June 1, 2022 Up to July 26, 2023)
Deepika Srivastava - Compliance Officer and Company Secretary (Up to September 29, 2022)
Vinitha Menon - Compliance Officer and Company Secretary (w.e.f. January 26, 2023)

Anuj Puri (Up to August 5, 2023)
Robert Christopher Heady (Up to January 11, 2024)
Asheesh Mohta (alternate to Robert Christopher Heady) (Up to January 10, 2024)

B. Joint Venture

Golflinks Software Park Private Limited

C. Other related parties with whom the transactions have taken place during the year

Technique Control	JV Holding Private Limited
Facility Management Private Limited	VTV Infrastructure Management Private Limited
Snap Offices Private Limited	Golflinks Embassy Business Park Management Services LLP
Lounge Hospitality LLP	Babblar Marketing Private Limited
Wework India Management Private Limited	Embassy One Developers Private Limited
Embassy Shelters Private Limited	Next Level Experiences LLP
FIFC Condominium	Miracle Coatings Private Limited (Formerly known as Bangalore Paints Private Limited)
Paledium Security Services LLP	Global Facade Solutions (w.e.f August 30, 2022)
Embassy Services Private Limited	Embassy Real Estate Developments and Services Private Limited
Nexus Select Mall Management Private Limited (Upto January 11, 2024)	Kingston Greenscape LLP
Mac Charles (India) Limited	HVS Anarock Hotel Advisory Services Private Limited (Upto August 5, 2023)
Blackstone Advisors India Private Limited (Upto January 11, 2024)	Collaborative Workspace Consultants LLP
Axis Bank Limited - Promoter of Trustee*	Nam Estates Private Limited
Kanj Realty Ventures LLP	

* Based on the internal assessment and legal advice, the Group has disclosed transactions with Axis bank Limited for all the periods presented.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

II Related party transactions during the year

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Property Management fees		
Embassy Office Parks Management Services Private Limited	765.62	695.42
REIT Management fees		
Embassy Office Parks Management Services Private Limited	238.36	239.47
Secondment fees		
Embassy Office Parks Management Services Private Limited	1.72	1.64
Trustee fees		
Axis Trustee Services Limited	2.95	2.95
Distribution paid		
BRE/Mauritius Investments	861.19	1,376.45
BRE/Mauritius Investments II	404.03	542.19
BREP Asia HCC Holding (NQ) Pte. Ltd.	231.65	351.22
BREP Asia SG Indian Holding (NQ) Co. II Pte. Ltd.	214.84	325.79
BREP Asia SG Oxygen Holding (NQ) Pte. Ltd.	263.67	399.83
BREP GML Holding (NQ) Pte. Ltd.	102.92	156.07
BREP NTPL Holding (NQ) Pte. Ltd.	125.96	191.00
BREP VII GML Holding (NQ) Pte. Ltd.	25.70	38.97
BREP VII HCC Holding (NQ) Pte. Ltd.	57.53	87.31
BREP VII NTPL Holding (NQ) Pte. Ltd.	31.45	47.69
BREP VII SG Indian Holding (NQ) Co. II Pte. Ltd.	53.66	81.38
BREP VII SG Oxygen Holding (NQ) Pte. Ltd.	65.85	99.87
Embassy Property Developments Private Limited	1,553.17	2,433.26
India Alternate Property Limited	317.45	481.40
SG Indian Holding (NQ) Co. I Pte. Ltd.	904.24	1,371.23
Rental guarantee income*		
Embassy Property Developments Private Limited	585.94	436.45
Investments in Debentures		
Golflinks Software Park Private Limited	-	9,500.00
Acquisition of ECPL**		
JV Holding Private Limited	-	14.44
Jitendra Virwani	-	0.63
Purchase of Investment Properties		
Babbler Marketing Private Limited	19.64	35.94
Global Facade Solutions	14.04	7.26
Miracle Coatings Private Limited	51.11	18.17
Collaborative Workspace Consultants LLP	6.49	-
Technique Control Facility Management Private Limited	0.61	3.81
Wework India Management Private Limited	90.32	35.34
Paledium Security Services LLP	0.27	-
Lounge Hospitality LLP	3.86	-
Project cost capitalised		
Embassy Property Developments Private Limited	239.50	154.12

* Given construction delays due to covid-19 pandemic, rental guarantee amounting to ₹168.80 million for the year ended March 31, 2023, in relation to SIPL SPV was waived off by the Board of Directors in its meeting dated October 20, 2022.

** Refer note 55.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Embassy Services Private Limited	86.13	37.35
Capital advances paid/(refunded)		
Embassy Property Developments Private Limited	3,490.82	1,270.93
Wework India Management Private Limited	-	73.48
FIFC Condominium	16.30	8.03
Babbler Marketing Private Limited	-	12.41
Common area maintenance		
Embassy Services Private Limited	608.48	540.55
FIFC Condominium	75.92	70.20
Paledium Security Services LLP	111.39	110.75
Golflinks Software Park Private Limited	12.49	11.13
Wework India Management Private Limited***	52.13	18.04
Lounge Hospitality LLP***	8.28	-
Technique Control Facility Management Private Limited	810.43	702.49
Contingent consideration paid		
Embassy Property Developments Private Limited	-	350.00
Repairs and maintenance - building		
Embassy Services Private Limited	0.01	2.80
Technique Control Facility Management Private Limited	0.28	1.86
Lounge Hospitality LLP	-	0.02
FIFC Condominium	0.72	-
Global Facade Solutions	0.54	0.23
Repairs and maintenance - plant and machinery		
Embassy Services Private Limited	2.39	0.17
Babbler Marketing Private Limited	1.03	0.05
Technique Control Facility Management Private Limited	5.40	3.58
Next Level Experiences LLP	0.02	-
Lounge Hospitality LLP	-	0.26
Repairs and maintenance - others		
Embassy Services Private Limited	1.11	0.50
Technique Control Facility Management Private Limited	2.78	9.45
Lounge Hospitality LLP	0.03	-
Kingston Greenscape LLP	-	0.10
Next Level Experiences LLP	0.33	0.17
Power and fuel expenses		
Embassy Services Private Limited	63.64	95.17
Mac Charles (India) Limited	96.88	69.47
Legal and professional charges		
Embassy Services Private Limited	24.01	19.16
Embassy One Developers Private Limited	-	0.80
Technique Control Facility Management Private Limited	7.35	3.84
HVS Anarock Hotel Advisory Services Private Limited	-	1.50
Security charges		
Paledium Security Services LLP	30.18	32.15

***Includes 10% management fee on business conducting agreement with Wework and Lounge Hospitality LLP

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Trademark and license fees		
Embassy Shelters Private Limited	1.42	1.42
Amount billed*		
Wework India Management Private Limited	210.92	47.69
Lounge Hospitality LLP	2.58	-
Rental and maintenance income		
Wework India Management Private Limited	976.19	873.69
FIFC Condominium	5.75	5.03
Embassy Services Private Limited	6.80	6.64
Nexus Select Mall Management Private Limited	15.77	14.62
Snap Offices Private Limited	46.76	46.12
Blackstone Advisors India Private Limited	83.38	81.96
Income from generation of renewable energy from the tenants of		
Golflinks Software Park Private Limited	340.26	337.87
Revenue - Room rentals, sale of food and beverages		
Jitendra Virwani	3.42	1.18
Embassy Property Developments Private Limited	6.81	7.27
Embassy Office Parks Management Services Private Limited	7.16	5.20
Embassy Services Private Limited	0.92	0.67
Embassy One Developers Private Limited	0.15	1.38
Wework India Management Private Limited	1.38	5.52
Others	12.75	2.96
Other operating income		
Embassy Property Developments Private Limited	379.36	686.40
Golflinks Software Park Private Limited	67.28	58.50
Net changes in fair value of financial instruments		
Embassy Property Developments Private Limited (refer note 21)	54.00	-
Miscellaneous Income		
Embassy Property Development Private Limited	62.91	-
Interest income		
Golflinks Software Park Private Limited	308.14	363.65
Embassy Property Developments Private Limited	794.16	644.21
Axis Bank Limited	16.37	9.76
Lease deposits received		
Wework India Management Private Limited	107.24	85.19
Blackstone Advisors India Private Limited	27.98	-
Embassy Office Parks Management Service Private Limited	7.24	-
Security deposits paid		
Lounge Hospitality LLP	5.50	5.36
Redemption of investment in debentures		
Golflinks Software Park Private Limited	1,457.83	1,342.17
Long-term borrowings availed		
Axis Bank Limited	109.40	6,124.88
Long-term borrowings repaid		
Axis Bank Limited	17,043.82	4,285.73

*Of the total amount billed, an amount of ₹73.85 million and ₹27.19 million, is accrued as revenue from Embassy Office Parks Management Services Private Limited and Nam Estates Private Limited respectively by Wework based on the business conducting agreement entered between Wework and Quadron.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense (including capitalised)		
Axis Bank Limited	456.68	1,386.41
Bank charges		
Axis Bank Limited	7.20	8.60
Commission		
Axis Bank Limited	-	1.53
Issue of Non-convertible debentures (net)		
Axis Bank Limited	12,750.00	-
Interest on Non-convertible debentures		
Axis Bank Limited	775.84	-
Issue expenses of non-convertible debentures		
Axis Bank Limited	70.39	-
Investment in fixed deposits		
Axis Bank Limited	1,381.78	2,062.99
Redemption of fixed deposits		
Axis Bank Limited	1,538.70	1,949.49
Reimbursement of expenses (received)/paid		
FIFC Condominium	12.91	(2.61)
Embassy One Developers Private Limited	(5.19)	(6.70)
Golflinks Software Park Private Limited	1.26	(3.04)
Technique Control Facility Management Private Limited	-	0.15
VTV Infrastructure Management Private Limited	-	(0.30)
Embassy Property Developments Private Limited	(35.97)	-
Marketing and advertising expenses		
Next Level Experiences LLP	33.12	11.92
Technique Control Facility Management Private Limited	1.65	-
Corporate Social Responsibility expenses		
Technique Control Facility Management Private Limited	6.45	-
Receivable written off		
Golflinks Embassy Business Park Management Services LLP	-	1.76
Rates and taxes		
Lounge Hospitality LLP	0.23	-
Miscellaneous expenses		
Embassy Services Private Limited	0.01	0.75
Embassy Property Developments Private Limited	0.10	0.43
Technique Control Facility Management Private Limited	-	-
Lounge Hospitality LLP	(9.29)	10.00

III. Related party balances

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits		
Axis Bank Limited (refer note 16B)	169.34	310.72
Other non-current assets - capital advance		
Embassy Shelters Private Limited	206.35	206.35
Embassy Property Developments Private Limited	2.78	-
FIFC Condominium	8.80	8.04
Miracle Coatings Private Limited	10.08	11.68
Investment in Debentures		
Golflinks Software Park Private Limited	6,700.00	8,157.82
Other non-current financial assets - Security deposits		
Embassy One Developers Private Limited	5.36	5.36
Lounge Hospitality LLP	5.50	-

Consolidated Financials

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables		
Embassy Property Developments Private Limited	6.53	172.37
Wework India Management Private Limited	4.32	-
Golflinks Software Park Private Limited	-	0.01
Embassy One Developers Private Limited	-	2.42
Next Level Experiences LLP	0.13	-
Embassy Office Parks Management Services Private Limited	0.62	1.82
Others	6.74	3.44
Unbilled revenue		
Golflinks Software Park Private Limited	31.33	34.16
Snap Offices Private Limited	0.35	-
Embassy Services Private Limited	0.25	-
Technique Control Facility Management Private Limited	0.01	-
Wework India Management Private Limited	23.18	15.06
Lounge Hospitality LLP	2.58	-
Other current financial assets - other receivables from related party		
Embassy Property Developments Private Limited	35.97	176.15
Next Level Experiences LLP	8.95	-
FIFC Condominium	2.61	-
Embassy One Developers Private Limited	4.93	6.41
Golflinks Software Park Private Limited	1.49	-
Other current assets - Advance for supply of goods and rendering of services		
FIFC Condominium	-	7.66
Embassy Office Parks Management Services Private Limited	59.09	49.19
Technique Control Facility Management Private Limited	142.69	20.47
Embassy Services Private Limited	46.35	60.04
Next Level Experiences LLP	0.33	-
Other current assets - Prepayments		
Lounge Hospitality LLP	0.23	-
Non-convertible debentures (refer note 21)		
Axis Bank Limited	12,750.00	-
Long-term borrowings (refer note 21(xvii))		
Axis Bank Limited	2,073.46	18,994.58
Short-term borrowings (refer note 21(xvii))		
Axis Bank Limited	210.00	233.17
Optionally convertible debentures (including accrued interest)**		
Embassy Property Developments Private Limited	55.00	109.00
Trade payables		
Embassy Services Private Limited	1.58	40.05
Technique Control Facility Management Private Limited	11.01	5.40
Embassy Office Parks Management Services Private Limited	-	18.62
Embassy Real Estate Developments and Services Private Limited	5.16	5.19
Mac Charles (India) Limited	-	5.30
FIFC Condominium	-	18.81
Babbler Marketing Private Limited	0.01	-
Lounge Hospitality LLP	7.57	19.99
Others	12.65	4.51
Current liabilities - Capital creditors for purchase of fixed assets		
Embassy Property Developments Private Limited	6.77	70.64
Embassy Services Private Limited	30.88	35.20

**Pertains to ECPL which was acquired during the year ended March 31, 2023 (refer note 55)

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Miracle Coatings Private Limited	23.05	17.22
Babbler Marketing Private Limited	14.46	7.08
Global Facade Solutions	0.17	0.17
Others	-	0.16
Other non-current assets - advance paid for co-development of property, including development rights on land		
Embassy Property Developments Private Limited (refer note 56)	6,533.20	17,048.83
Other current financial liabilities		
Embassy Services Private Limited	17.17	28.00
Technique Control Facility Management Private Limited	11.20	26.11
Embassy Office Parks Management Services Private Limited	8.38	88.78
Paledium Security Services LLP	6.40	24.93
Lounge Hospitality LLP	15.92	9.00
Next Level Experiences LLP	4.70	1.72
FIFC Condominium	3.62	1.50
Wework India Management Private Limited	32.05	11.34
Mac Charles (India) Limited	9.64	-
Other current liabilities - Advance from customers		
Wework India Management Private Limited	6.45	2.65
Technique Control Facility Management Private Limited	0.08	-
Embassy Services Private Limited	0.55	-
Embassy Property Developments Private Limited	2.61	-
Other current financial liabilities - Security deposits		
Golflinks Software Park Private Limited	80.00	80.00
Lease deposits		
Wework India Management Private Limited*	305.07	197.82
Snap Offices Private Limited	4.82	4.82
Nexus Select Mall Management Private Limited	-	9.43
Blackstone Advisors India Private Limited	-	36.87
Embassy Office Parks Management Service Private Limited	7.24	-
Corporate Guarantee received outstanding**		
JV Holding Private Limited	-	1,749.20

*Of the above, MPPL has provided a guarantee of ₹179.46 million to a tenant (sub-lessee) of Wework India Management Private Limited (Wework), for the security deposits paid by the sub-lessee to Wework. This guarantee has been provided based on the specific request of the sub-lessee and is backed by an independent bank guarantee received by MPPL for a similar amount and duration on behalf of Wework.

**Pertains to ECPL which was acquired during the year ended March 31, 2023 (refer note 55). W.r.t Corporate Guarantee received outstanding, the same pertains to guarantee received from the erstwhile shareholders of ECPL towards a loan which was foreclosed subsequently in April 2023.

50 Employee benefits

I Defined contribution plan

The Group has employees majorly pertaining to its Hospitality segment. The Group has defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contribution plan is as under:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Employer's contribution to Provident Fund	30.67	26.20
Employer's contribution to Employee State Insurance Corporation	2.27	2.02
Expense recognised during the year	32.94	28.22

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

II Defined benefit plan

A Gratuity:

In accordance with applicable Indian laws, the Group provides for gratuity, a defined benefit retirement plan (Gratuity Plan). The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the number of years of employment with the Group.

a) Reconciliation of the net defined benefit obligations

(i) Change in projected benefit obligation:

Particulars	As at March 31, 2024	As at March 31, 2023
Obligations at beginning of the year	9.68	7.94
Current service cost	6.57	5.10
Interest on defined benefit obligation	0.75	0.49
Benefits paid	(0.95)	(0.34)
Actuarial (gains)/losses on obligations - due to change in assumptions	(6.74)	(3.51)
Obligations at the end of year	9.30	9.68

(ii) Change in plan assets:

Particulars	As at March 31, 2024	As at March 31, 2023
Plan assets at year beginning, at fair value	0.04	0.03
Expected return on plan assets (estimated)	-	-
Actuarial gain/(loss)	-	-
Interest on plan assets	-	0.00
Contributions	4.70	-
Benefits paid	-	-
Plan assets acquired as part of business combination	-	-
Plan assets at end of the year, at fair value	4.73	0.04

(iii) Net defined benefit obligations recognised in balance sheet:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Increase	Decrease	Increase	Decrease
Closing obligations	9.30		9.68	
Closing fair value of plan assets	(4.73)		(0.04)	
	4.57		9.64	
Liability recognised in the balance sheet				
Net liability:	4.58		9.65	
Non-current	3.03		8.20	
Current	1.55		1.45	

(iv) Fair Value of Plan Assets by category are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Asset Category:		
Deposits with Insurance Companies	100%	0%
	100%	0%

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

b)

(i) Expense recognised in statement of profit and loss:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service cost	6.57	5.10
Interest cost	0.75	0.49
Net gratuity cost	7.31	5.59

(ii) Remeasurements recognised in other comprehensive income:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Actuarial (gains)/losses on obligations - due to change in assumptions	(6.74)	(3.51)
	(6.74)	(3.51)

c) Other disclosures

(i) Actuarial assumptions

Principal actuarial assumptions at the reporting date:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount rate	7.10% to 7.20%	7.25% to 7.50%
Salary increase	5.00% to 9.00%	5.00% to 8.00%
Attrition rate	35% to 40%	2% to 35%
Retirement age	58 years to 60 years	58 years to 60 years

(ii) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	As at March 31, 2024	
	Increase	Decrease
Discount rate (50 basis points movement)	9.13	9.44
Employee attrition rate (50 basis points movement)	7.10	13.16
Future salary growth (50 basis points movement)	9.44	9.13
Employee mortality rate (100 basis points movement)	9.28	9.28

Particulars	As at March 31, 2023	
	Increase	Decrease
Discount rate (50 basis points movement)	9.54	10.67
Employee attrition rate (50 basis points movement)	9.53	10.64
Future salary growth (50 basis points movement)	10.67	9.53
Employee mortality rate (100 basis points movement)	10.08	10.07

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior year.

The Group's best estimate of contributions expected to be paid during the annual period beginning after the Balance Sheet date, towards gratuity is ₹2.69 million.

The Group has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Group. Any deficit in the assets arising as a result of such valuation is funded by the Group.

(iii) Maturity profile of defined benefit obligation:

Particulars	As at March 31, 2024	As at March 31, 2023
Weighted average duration (based of discounted cashflows)	2 yrs to 4 yrs	2 yrs to 18 yrs

(iv) The expected future cash flows in respect of gratuity:

Projected benefits payable in future years from the reporting date	As at March 31, 2024	As at March 31, 2023
1 st following year	2.27	1.41
2 nd to 5 th year	7.00	3.18
6 th to 10 th year	2.42	2.76
Beyond 10 years	0.31	25.87

B Compensated absences:

The compensated absences cover the Group's liability for earned leave which are classified as other short-term benefits. According to the Group's policy on compensated absences, employees can encash their accumulated leave balance based on their last drawn gross salary.

(i) Liability recognised in the balance sheet

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current	-	-
Current	15.29	11.60
Total	15.29	11.60

(ii) Expense recognised in statement of profit and loss:

Particulars	As at March 31, 2024	As at March 31, 2023
Compensated absence expense	8.77	5.63
	8.77	5.63

Other disclosures

Other disclosures are not provided for compensated absences, since the amount of provision for compensated absences is immaterial for the Group.

C Risk exposure:

Through its defined benefit plans, the group is exposed to a number of risks, the most significant of which are detailed below:

- Liquidity Risk:** The Group has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity payments during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

- Change in bond yields:** Plan assets, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Group is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).
- Inflation risks:** Gratuity payments are based on last drawn salary of the employee. Increase in inflation will increase the future salary of employees, thus resulting in increase in projected benefit obligations.
- Asset Liability Mismatch or Market Risk:** The duration of the liability is longer compared to duration of assets, exposing the Group to market risk for volatilities/fall in interest rate.

51 Leases

A. Group as a lessor

i. Operating leases

The Embassy Office Parks REIT Group is primarily engaged in the business of development and lease of office space and related interiors. The Group leases out its Investment property on operating leases basis.

Rental income from non-cancellable leases is recognised on a straight-line basis over the term of the relevant lease. For more details on accounting as a lessor, refer note 2.2 (r).

The table below provides details regarding the lease payments as at March 31, 2024 and March 31, 2023 on an undiscounted basis:

Particulars	As at March 31, 2024	As at March 31, 2023
Not later than one year	10,386.13	9,190.37
Later than one year but within five years	15,775.22	14,259.40
Later than five years	724.97	102.25
	26,886.32	23,552.03

The total lease rental income recognised in the Consolidated Statement of Profit and Loss for the year ended March 31, 2024 is ₹25,285.61 million (March 31, 2023: ₹23,798.00 million).

ii. Finance leases

The Embassy Office Parks Group has provided fit-outs to the tenants through finance leases. The total finance income on net investment in lease recognised in the Consolidated Statement of Profit and Loss for the year ended March 31, 2024 is ₹237.45 million (March 31, 2023: ₹217.58 million). The future minimum lease receipts in respect of non-cancellable lease for fit outs given on finance lease are as follows:

Particulars	As at March 31, 2024			As at March 31, 2023		
	Minimum lease payments	Unearned Finance Income	Present value of minimum lease payments	Minimum lease payments	Unearned Finance Income	Present value of minimum lease payments
Not later than one year	447.36	209.44	237.93	435.49	211.71	223.78
Later than one year but within five years	1,507.63	520.53	987.10	1,237.08	560.92	676.16
Later than five years	510.90	92.38	418.53	728.25	170.86	557.39
	2,465.90	822.34	1,643.55	2,400.83	943.50	1,457.33

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

B. Group as a lessee

The Group has lease contracts for land and building.

The details of the right-of-use assets (capitalised under leasehold land and leasehold building) held by the Group is as follows:

	Balance as on April 1, 2023	Additions during the year	Deletions during the year	Depreciation for the year	Carrying amount as at March 31, 2024
Leasehold land	27,064.78	436.21	-	403.14	27,097.84
Leasehold building	-	1,166.67	-	68.06	1,098.62
Total	27,064.78	1,602.88	-	471.20	28,196.46

	Balance as on April 1, 2022	Additions during the year	Deletions during the year	Depreciation for the year	Carrying amount as at March 31, 2023
Leasehold land	27,403.87	22.02	-	361.11	27,064.78
Total	27,403.87	22.02	-	361.11	27,064.78

Refer Statement of Cash Flow for total cash outflow on account of lease payments during the year ended March 31, 2024 and March 31, 2023.

Rental expense recorded for short-term leases was Nil (March 31, 2023: Nil) for the year ended March 31, 2024.

The details of the lease liabilities of the Group is as follows:

	Balance as on April 1, 2023	Additions	Interest on Lease Liabilities	Lease Payments	Carrying amount as at March 31, 2024
Lease Liability	362.47	1,056.04	114.77	20.35	1,512.93
Total	362.47	1,056.04	114.77	20.35	1,512.93

	Balance as on April 1, 2022	Interest on Lease Liabilities	Lease Payments	Carrying amount as at March 31, 2023
Lease Liability	347.98	34.84	34.84	362.47
Total	347.98	34.84	34.84	362.47

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2024 and March 31, 2023 on an undiscounted basis:

Particulars	As at March 31, 2024	As at March 31, 2023
Not later than one year	190.51	20.36
Later than one year but within two years	199.87	20.36
Later than two years but within three years	212.23	20.36
Later than three years but within four years	231.23	20.36
Later than four years but within five years	231.24	30.54
Later than five years	11,558.52	10,547.57

The effective interest rate for lease liabilities is 10%

The Group does not face any liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

52 Deferred tax assets, deferred tax liabilities and tax expense

(a) Deferred tax balances

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax liabilities on		
Impact of difference between Property, Plant and Equipment and Investment Property as per financials and tax books	(57,118.54)	(57,096.74)
Share of profit from equity accounted investee	(5,491.62)	(5,491.62)
Unbilled revenue	(338.64)	(295.72)
Fair valuation of security deposit (net of deferred income on security deposit)	(95.38)	(61.66)
Deferred tax assets on		
Impact of difference between Property, Plant and Equipment and Investment Property as per financials and tax books	197.17	148.95
Fair valuation of lease liability and security deposit (net of deferred income on security deposit)	21.73	20.02
Unabsorbed depreciation and carry forward losses	6,131.56	6,093.09
Tax impact of other consolidation adjustments	69.06	53.11
Tax impact of expenses incurred by the Group but allowable for tax purposes in future periods	9.28	27.83
Others	20.65	20.94
Minimum Alternate Tax credit entitlement	4,994.12	4,877.06
Net Deferred Tax Asset/(Liability)	(51,600.61)	(51,704.74)

(b)

(i) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom.

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Deductible temporary differences		
Tax losses	958.58	850.44
Unabsorbed depreciation	40.96	-
Total	999.54	850.44

(ii) Tax losses carried forward

Particulars	As at March 31, 2024	Expiry year	As at March 31, 2023	Expiry year
Expire				
	-	FY2026-27	35.91	FY2026-27
	150.08	FY2028-29	350.44	FY2028-29
	253.81	FY2029-30	253.81	FY2029-30
	860.75	FY2030-31	875.87	FY2030-31
	137.71	FY2031-32	137.71	FY2031-32
	122.69	FY2032-33	-	FY2032-33
Never expire	17,741.15		17,556.11	
Total	19,266.19		19,209.85	

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

(c) Reconciliation of Effective Tax Rate

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit Before Tax	10,890.73	6,617.70
Enacted tax rate applicable to the group	29.12%	29.12%
Income tax on accounting profits	3,171.38	1,927.07
Reconciliation items:		
Effect of Non-deductible expenses	3,532.62	3,910.99
Effect of exempt income and tax holidays	(6,355.23)	(6,745.65)
Adjustment for tax of prior years	(205.57)	541.98
Impact of difference in tax rate of SPV's	1,860.17	1,927.64
Deductions allowed under income tax laws but not debited to Statement of profit and loss	(517.79)	(401.77)
Tax impact of consolidation adjustments	(116.71)	(559.26)
Adjustments on which deferred tax is not created	(261.17)	(120.51)
MAT credit written off	-	328.27
Unrecognised deferred tax assets	149.74	725.33
Other Adjustments	(6.99)	24.03
Tax expense at effective income tax rate	1,250.45	1,558.12

53 Interest in other entities

The consolidated financial statements of the Group includes Group's share of the profit/(loss) of joint venture listed in the table below:

Name of the Entity	Country of incorporation	Associate/joint venture/joint operation	Principal activities	Ownership interest (%)	
				As at March 31, 2024	As at March 31, 2023
Golflinks Software Park Private Limited	India	Joint venture	Real estate development and leasing	50.00%	50.00%

Summarised financial information of joint venture disclosed below is accounted for using the equity method.

a) Summarised Balance Sheet

Particulars	As at March 31, 2024	As at March 31, 2023
Cash and cash equivalent and other bank balances	327.12	132.32
Other Assets	689.78	910.84
Current Assets	1,016.90	1,043.16
Non-current assets	26,446.77	28,150.83
Current financial liabilities (excluding trade payables and provisions)	4,269.59	4,463.99
Trade payables and provisions	167.67	92.69
Other current liabilities	71.63	97.76
Current liabilities	4,508.88	4,654.44
Non-current financial liabilities	6,529.92	9,302.02
Other non-current liabilities	3,005.45	2,246.55
Non-current liabilities	9,535.37	11,548.57
Net Assets	13,419.41	12,990.98

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

b) Summarised Statement of profit and loss

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations	6,998.58	6,136.34
Other income	48.23	31.91
Total Income	7,046.81	6,168.25
Operating and maintenance expenses	1,737.72	954.86
Depreciation and amortisation	1,058.71	1,049.55
Other expenses	673.68	663.69
Finance costs	847.30	1,003.61
Total Expenses	4,317.41	3,671.71
Profit before tax	2,729.41	2,496.54
Tax expense	1,218.23	972.85
Exceptional item	317.25	-
Profit for the year	1,828.43	1,523.69
Other comprehensive income	-	-
Total comprehensive income	1,828.43	1,523.69
Group's Share of profit for the year	914.21	761.84

c) Reconciliation to carrying amount

Summarised balance sheet	As at March 31, 2024	As at March 31, 2023
Opening net assets	26,231.07	26,547.38
Profit for the year	1,828.43	1,523.69
Dividend paid	(1,400.00)	(1,840.00)
Closing net assets	26,659.49	26,231.07
Group's share in %	50.00%	50.00%
Group's share in ₹	13,329.75	13,115.53
Goodwill	10,449.36	10,449.36
Others	(868.76)	(483.73)
Group's Carrying amount	22,910.35	23,081.17

54 Details of utilisation of proceeds of issue of Embassy REIT Series VII as on March 31, 2024 are as follows:

Objects of the issue as per the prospectus	Proposed utilisation	Actual utilisation upto March 31, 2024	Unutilised amount as at March 31, 2024
Infusion of shareholder loan into SPVs for refinancing of existing loan of SPVs, capital expenditure and working capital requirements of SPVs and for general purposes including issue expenses	10,500.00	10,500.00	-
Total	10,500.00	10,500.00	-

Details of utilisation of proceeds of issue of Embassy REIT Series VIII as on March 31, 2024 are as follows:

Objects of the issue as per the prospectus	Proposed utilisation	Actual utilisation upto March 31, 2024	Unutilised amount as at March 31, 2024
Repayment of existing debt availed by Embassy REIT and payment of fees and expenses on the Issue	5,000.00	5,000.00	-
Total	5,000.00	5,000.00	-

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

Details of utilisation of proceeds of issue of Embassy REIT Series IX as on March 31, 2024 are as follows:

Objects of the issue as per the prospectus	Proposed utilisation	Actual utilisation upto March 31, 2024	Unutilised amount as at March 31, 2024
Repayment of existing debt availed by Embassy REIT and payment of fees and expenses on the Issue	5,000.00	5,000.00	-
Total	5,000.00	5,000.00	-

Details of utilisation of proceeds of issue of Embassy REIT Series X as on March 31, 2024 are as follows:

Objects of the issue as per the prospectus	Proposed utilisation	Actual utilisation upto March 31, 2024	Unutilised amount as at March 31, 2024
Repayment of existing debt availed by Embassy REIT and payment of fees and expenses on the Issue	10,000.00	10,000.00	-
Total	10,000.00	10,000.00	-

55 Asset acquisition

During the year ended March 31, 2023, Embassy REIT had entered into share purchase agreements with JV Holdings Private Limited (JVHPL) and Mr. Jitendra Virwani (together known as Sellers) for acquisition of Embassy Hub Business Park. The acquisition was effected on March 31, 2023 ("Acquisition Date").

Embassy REIT acquired 100% of the equity share capital of ECPL comprising 733,800 fully paid-up equity shares of ₹10 each from JVHPL (an holding company of EPDPL our co-sponsor) and Mr. Jitendra Virwani. Embassy REIT also incurred directly attributable expenses in relation to the asset acquisition, amounting to ₹49.59 million.

The price payable for acquisition of equity shares of ECPL was funded entirely through internal accruals of the Embassy REIT.

ECPL is engaged in the business of development and leasing of commercial space and related interiors and maintenance of such assets. Major asset pool of this SPV comprise of investment property under development. Based on assessment performed by management, substantially all of the fair value of the gross assets acquired is concentrated in investment property under development. Accordingly, acquisition of ECPL has been accounted as acquisition of group of assets not constituting a business and requirements in Ind AS 103 for business combination accounting has not been applied to this transaction. Embassy Office Parks REIT had opted to apply optional concentration test in respect of acquisition of ECPL. The transaction did not result in recognition of goodwill or bargain gain in the books of the REIT.

The gross purchase consideration was as follows:

Particulars	Amount (in million)
Total purchase consideration	64.66
Less: Other Assets	(214.81)
Less: Transaction cost	(49.59)
Add: Other Liabilities	3,547.66
Gross purchase consideration	3,347.93

Embassy Office Parks Group had obtained two independent valuation reports as required by the REIT regulations for the above acquisition and the average of the two valuations amounts to ₹3,506 million. Acquisition consideration was at 4.5% discount to average of two independent valuation reports. No fees or commission was paid to the Sellers in relation to the transaction. All the material conditions and obligations for the transaction were complied.

Notes to the Consolidated Financial Statements

(all amounts in ₹ million unless otherwise stated)

56 Advance paid for co-development of property, including development rights of land (M3 Block A & B)

Block A

Manyata Promoters Private Limited ('MPPL') and Embassy Property Developments Private Limited ('EPDPL') entered into a co-development agreement on March 8, 2017 whereby EPDPL was to develop 1 msf M3 Block A warm shell building to be handed over to MPPL by agreed delivery date for a total consideration of ₹8,256 million. EPDPL was originally obligated to obtain Occupancy Certificate (OC) for the buildings by December 2019. In case of any delay in obtaining the OC beyond the agreed delivery date, EPDPL was obligated to pay a rental compensation of ₹57 million per month of delay to MPPL. As per terms of this co-development agreement, consideration was contingent on pre-defined Net Operating Income achieved and therefore consideration was to be trued up/down accordingly upon project completion and final handover.

The warmshell building was completed, OC was received, and final handover was effected as at December 31, 2023. Accordingly, true up consideration of ₹2,310 million was paid in accordance with the terms of the agreements.

Block B

During the financial year ended March 31, 2020, to consolidate the M3 land parcel within Embassy Manyata campus, MPPL and EPDPL entered into another co-development agreement whereby EPDPL shall develop 0.6 msf M3 Block B warm shell building to be handed over to MPPL by agreed delivery date for a total consideration of ₹7,367 million, of which ₹6,533.20 million has already been paid as of March 31, 2024 (March 31, 2023: ₹5,411.90 million) and balance is to be disbursed linked to achievement of development milestones. Furthermore, as per the co-development agreement, during the period of construction, EPDPL is obligated to pay interest

to MPPL on the amount of the Development Consideration disbursed by MPPL to EPDPL. There has been delay in project development as per the planned construction timeline, as the acquisition of necessary development rights and certain regulatory approvals are yet to be received and are currently being pursued by EPDPL. Site works have been initiated and are underway and the revised estimated date of completion and obtaining occupancy certificate is now March 2025. A pending regulatory approval has been received which will facilitate access to development rights enabling the completion of the construction subject to receipt of certain other pending regulatory approval and agreement on commercials. Basis EPDPL's representation, the Group is confident of timely completion of the property under development after obtaining pending regulatory approvals.

As per terms of this co-development agreement, consideration is contingent on pre-defined Net Operating Income achieved and therefore consideration will be trued up/down accordingly upon project completion and final handover.

MPPL has obtained mortgage of 8.1 acres of land as security against the consideration paid till date.

57 Distributions

The Board of Directors of the Manager to the Trust, in their meeting held on April 25, 2024, have declared distribution to Unitholders of ₹5.22 per unit which aggregates to ₹4,948.01 million for the quarter ended March 31, 2024. The distribution of ₹5.22 per unit comprises ₹1.35 per unit in the form of interest payment, ₹1.04 per unit in the form of dividend and the balance ₹2.83 per unit in the form of repayment of debt.

Along with distribution of ₹15,270.57 million/ ₹16.11 per unit for the nine months ended 31 December 2023, the cumulative distribution for the year ended March 31, 2024 aggregates to ₹20,218.58 million/ ₹21.33 per unit.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's registration number: 101049W/E300004
per **Adarsh Ranka**
Partner
Membership number: 209567
Place: Bengaluru
Date: April 25, 2024

for and on behalf of the Board of Directors of
Embassy Office Parks Management Services Private Limited
(as Manager to Embassy Office Parks REIT)

Jitendra Virwani
Director
DIN: 00027674
Place: Bengaluru
Date: April 25, 2024

Aditya Virwani
Director
DIN: 06480521
Place: Bengaluru
Date: April 25, 2024

EMBASSY OFFICE PARKS REIT

EMBASSY OFFICE PARKS

SUMMARY VALUATION REPORT

Issued to:

Embassy Office Parks Management Services Private Limited in its capacity as manager of The Embassy Office Parks REIT

EMBASSY MANYATA, BENGALURU

EMBASSY TECHVILLAGE, BENGALURU

EMBASSY GOLFLINKS, BENGALURU

EMBASSY ONE, BENGALURU

EMBASSY BUSINESS HUB, BENGALURU

EXPRESS TOWERS, MUMBAI

EMBASSY 247, MUMBAI

FIRST INTERNATIONAL FINANCE CENTRE (FIFC), MUMBAI

EMBASSY TECH ZONE, PUNE

EMBASSY QUADRON, PUNE

EMBASSY QUBIX, PUNE

EMBASSY OXYGEN, NOIDA

EMBASSY GALAXY, NOIDA

HILTON EMBASSY GOLFLINKS, BENGALURU

EMBASSY ENERGY, BELLARY DISTRICT, KARNATAKA



DATE OF VALUATION: 31ST MARCH 2024

DATE OF REPORT: 22ND APRIL 2024

Valuer pursuant to the requirements under the SEBI (REIT) Regulations, 2014: L. Anuradha

DISCLAIMER

This report is prepared exclusively for the benefit and use of Embassy Office Parks Management Services Private Limited (“Embassy Office Parks REIT”) (the “Recipient” or the “Company” or “Instructing Party”) and / or its associates and/or affiliates and for, presentations, research reports, publicity materials, press releases, submission to the stock exchanges or any other regulatory authority or any notice or communication to the unitholders for the valuation of assets forming part of the portfolio of Embassy Office Parks REIT. Embassy Office Parks REIT, a Real Estate Investment Trust under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended till date (“SEBI REIT Regulations”). The Company may share the report with its appointed advisors for any statutory or reporting requirements. Neither this report nor any of its contents may be used for any other purpose other than the purpose as agreed upon herein and in the Letter of Engagement (“LOE”) dated 31st July 2023 without the prior written consent of the Valuer.

The information in this report reflects prevailing conditions and the view of Valuer as of this date, all of which are, accordingly, subject to change. In preparation of this report, the accuracy and completeness of information shared by the REIT has been relied upon and assumed, without independent verification, while applying reasonable professional judgment by the Valuer.

This report has been prepared upon the express understanding that it will be used only for the purposes set out in the LOE dated 31st July 2023 and set out herein . The Valuer is under no obligation to provide the Recipient with access to any additional information with respect to this report unless required by any prevailing law, rule, statute or regulation.

This report should not be deemed an indication of the state of affairs of the real estate financing industry nor shall it constitute an indication that there has been no change in the business or state of affairs of the industry since the date of preparation of this document.

L. Anuradha MRICS
(IBBI/RV/02/2022/14979)



EMBASSY OFFICE PARKS REIT

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EMBASSY OFFICE PARKS REIT

A. INSTRUCTIONS

1. Instructions Party

Embassy Office Parks Management Services Private Limited (hereinafter referred to as “the Instructing Party” or “the Client”), in its capacity as the Manager of the Embassy Office Parks REIT, has appointed Ms L.Anuradha, MRICS, registered as a valuer with the Insolvency and Bankruptcy Board of India (IBBI) for the asset class Land and Building under the provisions of the Companies (Registered Valuers and Valuation) Rules, 2017 (hereinafter referred as the “Valuer”), to undertake the valuation of commercial office real estate assets located across Bengaluru, Bellary, Pune, Mumbai & Noida as well as affiliated facilities including a solar park, retail spaces and hotels (together herein referred as “Subject Properties” across the report).

Details of the subject properties under the purview of this valuation exercise are tabulated below:

REIT Portfolio					
S. No.	Asset	Location	Interested Value	Type	REIT Ownership
1	Embassy Manyata	Bengaluru	Freehold ¹	Mixed Use	100%
2	Embassy TechVillage	Bengaluru	Freehold ²	Mixed Use	100%
3	Embassy GolfLinks	Bengaluru	Freehold	Non SEZ	50%
4	Embassy One	Bengaluru	Freehold	Mixed Use	100%
5	Embassy Business Hub	Bengaluru	Leasehold ³	Non SEZ	100%
6	Express Towers	Mumbai	Freehold	Non SEZ	100%
7	Embassy 247	Mumbai	Freehold	Non SEZ	100%
8	First International Financial Center (FIFC)	Mumbai	Leasehold	Non SEZ	100%
9	Embassy TechZone	Pune	Leasehold	IT/ITeS SEZ ⁴	100%
10	Embassy Quadron	Pune	Leasehold	IT/ITeS SEZ	100%
11	Embassy Qubix	Pune	Freehold	IT/ITeS SEZ	100%
12	Embassy Oxygen	Noida	Leasehold	IT/ITeS SEZ ⁵	100%
13	Embassy Galaxy	Noida	Leasehold	Non SEZ	100%

¹ Excluding the M3 block which is being developed on a leasehold land parcel (approximately 6.6 Acres)

² Total land area under the ownership of Vikas Telecom Private Limited (“VTPL”) is approximately 80.1 acres and under Sarla Infrastructure Private limited (“SIPL”) is approximately 4.0 acres. Further, it is understood that out of total land area of approximately 80.1 acres under the ownership of VTPL, approximately 4.0 acres is leased to SIPL. Additionally, approximately 1.9 acres out of the total land extent is leasehold

³ In accordance with the terms of the JDA Phase I collectively admeasures approximately 0.7 msf of leasable area. EOP’s share is approximately 0.4 msf out of approximately 0.7 msf. Phase II collectively admeasures approximately 1.4 msf of leasable area (including approximately 0.03 msf of food court area). EOP’s share is approximately 1.0 msf including food court out of approximately 1.4 msf.

⁴ Excluding the Hudson and Ganges Block which are SEZ de-notified

⁵ Excluding Tower 1 which has been converted to Non SEZ area.

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REIT Portfolio					
S. No.	Asset	Location	Interested Value	Type	REIT Ownership
14	Hilton at GolfLinks	Bengaluru	Freehold	Hotel	100%
15	Embassy Energy	Bellary District, Karnataka	Freehold	Solar Park	100%

The exercise has been carried out in accordance with the instructions (Caveats & Limitations) detailed in Section 6 (Part A) of this report. The extent of professional liability towards the Client is also outlined within these instructions.

2. Reliant Party and Purpose of Valuation

Embassy Office Parks Management Services Private Limited as the manager of the Embassy Office Parks REIT (“Embassy REIT”) and its unit holders for the purposes of disclosure of valuation of assets forming part of the portfolio of REIT in presentations, research reports, press releases, any statutory or reporting requirements. The auditors, chartered accountants, lawyers, Axis Trustee Services Limited, Cushman & Wakefield India Private Limited and other advisers of the Embassy REIT can also place reliance on the report (including any summary thereof), however, no liability shall be extended to these parties.

The valuation report will be prepared strictly and only for the use of the Reliant Party and for the Purpose specifically stated. The instructing party would make all reliant parties aware of the terms and conditions of this agreement under which this exercise is being undertaken.

3. Limitation of Liability

The Valuer will provide the Services exercising due care and skill, but The Valuer accepts legal liability arising from gross negligence or wilful default to any person in relation any breach under the LOE, save and except possible environmental site contamination or any failure to comply with environmental legislation which may affect the opinion of value of the properties. Further, The Valuer shall not accept liability for any errors, misstatements, omissions in the Report caused due to false, misleading or incomplete information or documentation provided to The Valuer by the Instructing Party

The Valuer’s maximum aggregate liability for claims arising out of or in connection with the Valuation Report, under this contract shall be limited to an aggregate sum not exceeding INR 30 Million.

In the event that any of the Sponsor, Manager, Trustee, Embassy REIT in connection with the report be subject to any claim (“Claim Parties”) in connection with, arising out of or attributable to the Valuation Report, the Claim Parties will be entitled to require The Valuer to be a necessary party/ respondent to such claim and The Valuer shall

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not object to their inclusion as a necessary party/ respondent. In all such cases, the Manager agrees to reimburse/ refund to The Valuer, the actual cost (which shall include legal fees and external counsel's fee) incurred by the Valuer while becoming a necessary party/respondent, save and except where the report of the valuer is proven to be breach of applicable laws, not accountable to the Instructing Party. If the Valuer does not cooperate to be named as a party/respondent to such claims in providing adequate/successful defence in defending such claims, the Claim Parties jointly or severally will be entitled to initiate a separate claim against the Valuer in this regard. and the Valuer's liability shall extend to the value of the claims, losses, penalties, costs and liabilities incurred by the Claim Parties.

The Valuer will neither be responsible for any legal due diligence, title search, zoning check, development permissions and physical measurements nor undertake any verification/ validation of the zoning regulations/ development controls etc.

4. Professional Competency of The Valuer

Ms. L. Anuradha is registered as a valuer with the Insolvency and Bankruptcy Board of India (IBBI) for the asset classes of Land and Building under the provisions of The Companies (Registered Valuers and Valuation) Rules, 2017 since September 2022. She completed her bachelor's in architecture in 2002 and master's in planning from School of Planning & Architecture in 2004.

L. Anuradha has more than 16 years of experience in the domain of urban infrastructure, valuation and real estate advisory. She was working as an Associate Director for Cushman and Wakefield (hereinafter referred to as "C&WI") from 2013-2022 and was leading the team for Tamil Nadu, Kerala and Sri Lanka. Prior to joining C&WI, she has been involved in various strategy level initiatives in Institutional development and Infrastructure for donor agencies and various Government and Private clients. L. Anuradha worked with SIVA group in the M&A practice where she was involved with the financial appraisal and valuation of real estate projects. Prior to this she has worked with Price Waterhouse Coopers in the Government, Real estate and Infrastructure Development Practice where she was involved in carrying out financial appraisal and strategies for some of the State Governments in India. Her foundation in real estate valuation was at Jones Lang LaSalle where she worked for 3 years on multiple valuations and entry strategies for Indian NBFCs and funds.

Her last employment was at C&WI. As an Associate Director of the Valuation and Advisory team at C&WI, Ms. L. Anuradha provided support on identified business/ new opportunities, evaluated proposals for new property investments and/ or dispositions while providing analytical support for Investment recommendations. L. Anuradha was also key personnel in carrying out the Market study for the Mindspace REIT micro markets in India. She has undertaken valuations exercises for multiple private equity/real estate funds, financial institutions, developers and corporates across asset classes of commercial, retail, residential and hospitality. Her clientele included HDFC, Xander, DLF, RMZ, CapitaLand, Tata Capital, Tata Realty, TVS group etc.

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5. Disclosure

The Valuer declares and certifies that:

- She is eligible to be appointed as a valuer in terms of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, and any rules, regulations, circulars, guidelines and clarifications thereunder, each as amended (the "REIT Regulations"), including Regulation 2(1) (zz).
- She is not an associate of the Embassy Office Parks Management Services Limited/Embassy Office Parks REIT, the Instructing Party or the Sponsors or Sponsor Group of the Embassy Office Parks REIT.
- She is registered with IBBI as registered valuer for asset class Land and Building under the provisions of the Companies (Registered Valuer and Valuation) Rules, 2017.
- She has more than a decade's experience in leading large real estate valuation exercises comprising investment portfolios of various real estate funds, trusts and corporates comprising diverse assets like residential projects, retail developments, commercial office buildings, townships, industrial facilities, data centres, hotels, healthcare facilities and vacant land and therefore has adequate experience and qualification to perform Subject Property valuations at all times.
- She has not been involved in acquisition or disposal within the last twelve months of any of the Subject Properties valued under this Summary Valuation Report. However, she had provided a valuation report to the Embassy REIT for the acquisition of Embassy Hub.
- She has educational qualifications, professional knowledge and skill to provide competent professional services.
- She has adequate and appropriate experience, qualification and competence to undertake valuations in accordance with the Companies (Registered Valuers and Valuation) Rules, 2017 as amended till date and the REIT Regulations.
- She is not financially insolvent or declared bankrupt by any competent authority.
- She has ensured that adequate and robust internal controls are in place to ensure the integrity of the Summary Valuation Report.
- She has acquainted herself with all the relevant rules, regulations, laws and statutes relevant for conduct of the valuation exercise.
- The professional fee being charged for this exercise is not based on the success of any proposed transaction or value estimated.
- She has conducted the valuation exercise without any influence, coercion or bias and in doing so rendered high standards of service, ensured due care, and exercised due diligence and professional judgment.
- She has acted independently and with objectivity and impartiality in conducting this valuation exercise.

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- The valuation exercise that has been undertaken is impartial, true and to her best understanding and knowledge, fair and in accordance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 along with subsequent amendments.
- She or any of her employees involved in valuing the assets of the Embassy Office Parks REIT have not invested nor shall invest in the units of Embassy Office Parks REIT or in securities of any of the Subject Properties being valued till the time she is designated as the Valuer and not less than six months after ceasing to be the Valuer of the Embassy Office Parks REIT.
- She has discharged her duties towards Embassy Office Parks REIT in an efficient and competent manner, utilising her professional knowledge, skill and experience in best possible way to conduct the valuation exercise.
- She has conducted the valuation of the Subject Properties with transparency and fairness and rendered, at all times, high standards of service, exercise due diligence, ensure proper care and exercised independent professional judgment.
- She has not and shall not accept any remuneration, in any form, for conducting valuation of any of the Subject Properties of Embassy Office Parks REIT from any person or entity other than Embassy Office Parks REIT or its authorised representatives.
- She has no existing or planned future interest in the Client, Trustee, Manager, Embassy Office Parks REIT, the Sponsor, or the Sponsor Group or the Special Purpose Vehicles (“SPVs”) and the fee for this valuation exercise is neither contingent upon the values reported nor on success of any of the transactions envisaged or required as part of the disclosure of valuation of assets, forming part of the portfolio of Embassy Office Parks REIT, in accordance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, together with clarifications, guidelines and notifications thereunder.
- The valuation reported is not an investment advice and should not be construed as such, and specifically she does not express any opinion on the suitability or otherwise of entering into any financial or other transaction with the Client or the SPVs.
- She shall, before accepting any assignment from any related party to Embassy Office Parks REIT, disclose to Embassy Office Parks REIT, any direct or indirect consideration which the Valuer may have in respect of such assignment.
- She shall disclose to the Trustee of Embassy Office Parks REIT, any pending business transaction, contracts under negotiations and other arrangements with the Instructing Party or any other party whom the Embassy Office Parks REIT is contracting with or any other factors which may interfere with her ability to give an independent and professional conduct of the valuation exercise; as on date the Valuer has no constraints towards providing an independent professional opinion on the value of any of the Subject Properties.
- She has not and shall not make false, misleading or exaggerated claims in order to secure or retain her appointment.

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- She has not and shall not provide misleading opinion on valuation, either by providing incorrect information or by withholding relevant information.
- She has not accepted this instruction to include reporting of the outcome based on a pre-determined opinions and conclusions required by Embassy Office Parks REIT.
- The valuation exercise has been conducted in accordance with internationally accepted valuation standards as required by SEBI (REIT) Regulations and The Companies (Registration of Valuers and Valuation) Rules, 2017.

6. Assumptions, Disclaimers, Limitations and Qualifications to Valuation.

The Summary Valuation Report is subject to the following:

- The valuation exercise is based on prevailing market dynamics as on the date of valuation without taking into account any unforeseeable event or developments, which could impact the valuation in the future.
- The valuation exercise is not envisaged to include all possible investigations with respect to the Subject Properties and wherein certain limitations to the investigations and inspections carried out are identified so as to enable the Reliant Party/Parties to undertake further investigations wherever considered appropriate or necessary prior to reliance. The Valuer is not liable for any loss occasioned by a decision not to conduct further investigation or inspections.
- Assumptions, being an integral part of any valuation exercise, are adopted as valuation is a matter of judgment and many parameters utilized to arrive at the valuation opinion may fall outside the scope of expertise or instructions of the Valuer. The Reliant Parties accepts that the valuation contains certain specific assumptions and acknowledge and accept the risk that if any of the assumptions adopted to arrive at the valuation estimates turns out to be incorrect, there may be a material impact on the valuations.
- The valuation exercise is based on the information shared by the Instructing Party or the Client, which has been assumed to be correct and used to conduct the valuation exercise while applying reasonable professional judgment by the Valuer. In case of information shared by any third party and duly disclosed in the report, the same is believed to be reasonably reliable, however, the Valuer does not accept any responsibility should those prove not to be so.
- Any statement regarding any future matter is provided as an estimate and/or opinion based on the information known at the date of this report. No warranties are given regarding accuracy or correctness of such statements.
- Any plan, map, sketch, layout or drawing included in this report is to assist reader in visualizing the relevant Subject Properties and for representation purposes only with no responsibility being borne towards their mathematical or geographical accuracy.
- In absence of any specific information shared to contrary, it is assumed that the Subject Properties are free from any encroachments and available on the date of valuation.
- Unless any specific information is shared, it shall be assumed that the Subject Properties are not contaminated and not adversely affected by any existing or proposed environmental law and any processes which are carried out on

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the Subject Properties which are regulated by environmental legislations are properly licensed by the appropriate authorities

- i. The valuation includes all those items forming or likely to form an integral part of the Subject Properties including service installations that would in normal course of business shall pass with the sale of property, excluding those items of plant, machinery, equipment, furnishings that may have been installed by the tenant or occupier or are used with the enterprise being carried on within the properties
- j. Area estimates and product/use mix of Subject Properties adopted for the purpose of valuation exercise shall be based on the information provided by the Client/Instructing Party. The same shall not be cross-verified with any competent government authority.
- k. In absence of any contrary information available or shared , it is assumed that there are no abnormal ground conditions nor archaeological remains present, which might adversely affect the current or future occupation, development or value of the Subject Properties. The Subject Properties are assumed to be free from any rot, infestations, structural or latent defect; no currently known deleterious or hazardous materials or suspect techniques are used in construction or subsequent alterations or additions to the Subject Properties and comments made in the Subject Properties details do not purport to express an opinion about an advice upon the conditions of uninspected parts and should be taken as making an implied representation or statement about such parts. Further, for the purpose of this valuation exercise, it shall be assumed that the proposed development on the property is physically achievable from a planning and development perspective.
- l. No allowances are made with respect to any existing or proposed local legislation relating to taxation on realization of the sale value of the Subject Properties. Further the Valuer shall not be required to give any testimony to appear in court by reason of this valuation exercise and deliverables submitted thereof.
- m. Given the still evolving and maturing real estate markets in India, any comparable evidences (if any) or market quotes provided has been limited to basic details such as area of asset, general location, price/rate of transaction or sale and any other specific details that are readily available in public domain only shall be shared.
- n. Any factual information such as tenants leasable area, , rentals, lease/rent commencement date , lock-in period, rent escalation terms etc. with respect to Subject Properties basis of the rent rolls shared by the Company /Instructing Party. The same would be assumed to be correct and any changes in any of these relevant parameters may have material impact on the valuations thereby necessitating a relook to the valuation estimates .
- o. All measurements, areas and the Subject Properties age quoted/mentioned in the report are approximate and no measurements shall be undertaken of the said areas with information provided by the client utilized as such.
- p. The Valuer is not an advisor with respect to any tax, regulatory or legal matters with respect to by Embassy Office Parks REIT. No investigation or enquiries on the holding entity or any SPV's claim on the title of the Subject Properties has been made and the same is assumed to be valid based on the information shared by the Client/Instructing Party. No consideration shall be / has been given to liens or encumbrances against the assets unless specifically disclosed and shared with valuer to be incorporated in the valuation estimates. Therefore, no responsibility is assumed for matters of a legal nature.

L. Anuradha MRICS
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EMBASSY OFFICE PARKS REIT

- q. The Valuer does not have any present or planned future financial interest in the Company/Instructing Party, Trustee, Investment Manager or the holding entity as of the date of this engagement letter and the fee for the valuation exercise is not contingent upon value assessed. The valuation analysis and deliverables should not be construed as an investment advice and specifically not as any opinion on the suitability or otherwise of entering into any financial or other transaction with the Company/ Instructing Party or the holding entity.

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(IBBI/RV/02/2022/14979)

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B. VALUATION SUMMARY



Valuation Summary

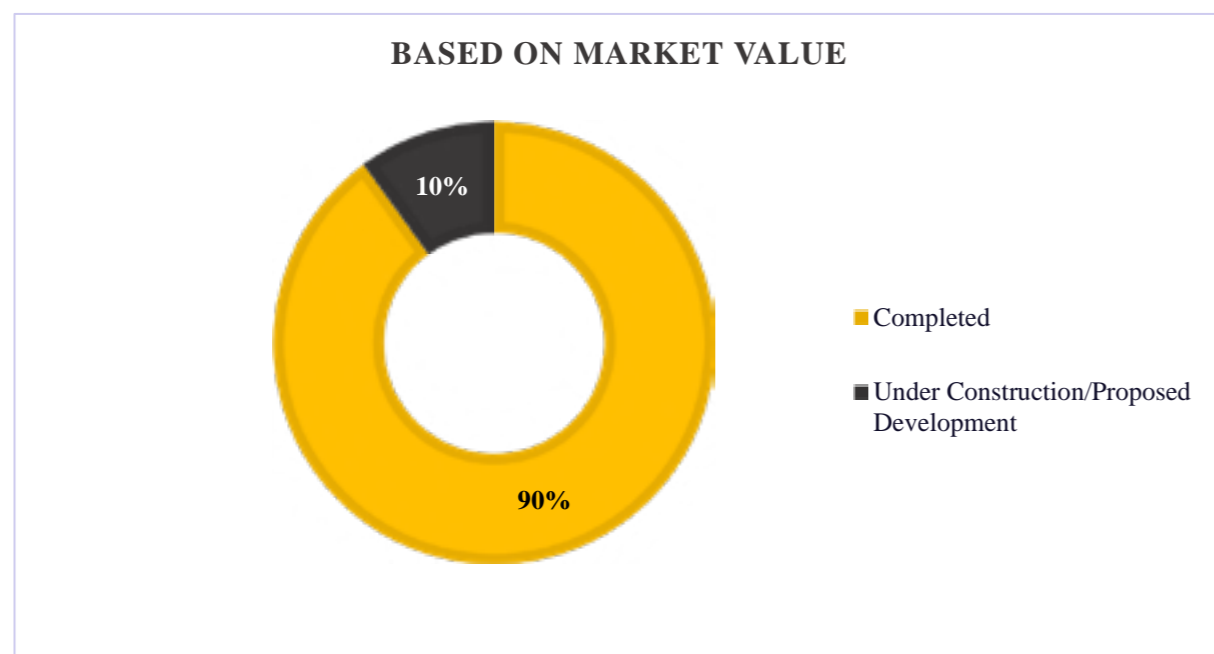
S.No.	Asset	REIT Portfolio					
		Leasable area (msf) ¹			Market Value (in INR Mn)		
		Completed	Under Construction (UC) / Proposed	Total	Completed	Under Construction (UC) / Proposed	Total
1	Embassy Manyata, Bengaluru	12.4 266 Keys (5 Star), 353 Keys (3 Star)	3.2	15.6 266 Keys (5 Star), 353 Keys (3 Star)	198,467	27,024	225,491
2	Embassy TechVillage, Bengaluru	7.3	2.3 311 Keys (5 Star), 207 Keys (3 Star)	9.6 311 Keys (5 Star), 207 Keys (3 Star)	103,005	23,142	126,147
3	Embassy Golf Links, Bengaluru	3.1	--	3.1	37,240	--	37,240
4	Embassy One, Bengaluru	0.3 230 Keys (5 Star)	--	0.3 230 Keys (5 Star)	14,467	--	14,467
5	Embassy Business Hub, Bengaluru	0.4	1.0	1.4	3,950	1,793	5,743
6	Express Towers, Mumbai	0.5	--	0.5	18,935	--	18,935
7	Embassy 247, Mumbai	1.2	--	1.2	19,075	--	19,075
8	First International Financial Center (FIFC), Mumbai	0.4	--	0.4	14,977	--	14,977
9	Embassy TechZone, Pune	3.0	2.4	5.5	21,792	2,345	24,137
10	Embassy Quadron, Pune	1.9	--	1.9	11,398	--	11,398
11	Embassy Qubix, Pune	1.5	--	1.5	9,521	--	9,521
12	Embassy Oxygen, Noida	3.3	--	3.3	23,826	--	23,826
13	Embassy Galaxy, Noida	1.4	--	1.4	9,894	--	9,894
14	Hilton at GolfLinks, Bengaluru	247 Keys (5 Star)	--	247 Keys (5 Star)	6,341	--	6,341
15	Embassy Energy, Bellary District, Karnataka	130MW DC (100MW AC)	--	130MW DC (100MW AC)	7,813	--	7,813
Total					500,701	54,304	555,005

Note: All figures in the above table are rounded.

1. Based on Client Input; 31st March rent roll, lease deeds; Note-Office & Retail refers to leasable area



1. Embassy Office Parks REIT Portfolio Composition



This Summary Valuation Report is provided subject to the summary of assumptions, disclaimers, limitations and qualification detailed throughout this Report which are made in conjunction with those included within the sections covering various assumptions, disclaimers, limitations and qualifications within the detailed Valuation Report. Reliance on this report and extension of the liability of the Valuer is conditional upon the reader's acknowledgement of these statements. This valuation is for the use of the parties mentioned in Section 3 (Part A) of this Summary Valuation Report.

Prepared By

(L. Anuradha) MRICS
IBBI Registered Valuer (L&B)
(IBBI/RV/02/2022/14979)



C. VALUATION APPROACH AND METHODOLOGY



EMBASSY OFFICE PARKS REIT

1. Purpose of Valuation

The Report is being prepared to be relied upon by the Reliant Parties and inclusion, as a whole, a summary thereof or any extracts of the report, in any documents prepared in relation for the disclosure of valuation of assets forming part of the portfolio of Embassy Office Parks REIT under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 [SEBI (REIT) Regulations], as amended, together with circulars, clarifications, guidelines and notifications thereunder by SEBI and also disclosure as per fair value accounting under Indian Accounting Standards (Ind AS 40).

2. Valuation Guidelines and Definition

Given the purpose of valuation as mentioned above, the valuation exercise has been carried out to estimate the "Market Value" of the Subject Properties in accordance with the IVSC International Valuation Standards issued in 2021 and effective from 31st January 2022. As per IVSC International Valuation Standards, "Market Value" is defined as 'The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion.

3. Valuation Approach

The basis of valuation for the Subject Property being Market Value, the same has been derived by the following approach:

Discounted Cash Flow Method using Rental Reversion

The market practice in most commercial/ IT developments involves contracting tenants in the form of pre-commitments at sub-market rentals to increase attractiveness of the property to prospective tenants typically extended to anchor tenants. Additionally, there are instances of tenants paying above-market rentals for certain properties as well (primarily owing to market conditions at the time of contracting the lease). In order to arrive at a unit value for these tenancies, we have considered the impact of such sub/above market leases on the valuation of the Subject Property.

For the purpose of the valuation of Subject Properties, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4. Valuation Methodology

In order to compute the Market Value of the Subject Property the following understanding /assessment is required:

- a. Micro Market Assessment where the Subject Property is located.



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- b. Portfolio Assessment (existing and future supply, demand from occupiers, average office space take up by an occupier in a particular sector, existing vacancy and the rentals)
- c. Situation of the Subject Property (current achievable rentals, vacancy numbers, competing supply in the micro market etc.) with respect to the micro market.

The details are elaborated below:

Portfolio & Rental Assessment:

- The area details, ownership interests of the Subject Property has been provided by the Client.
- Physical site inspections were conducted to assess the current status of the Subject Property.
- The rent rolls along with corresponding leases deeds (on a reasonable sample basis) were reviewed to identify tenancy characteristics for the Subject Property.
- The current effective rent is weighted average rentals for leased office/ retail plus other income.

Preparation of Future Cash Flows:

- Computing the monthly rental income projected and translating the same to a quarterly cash flow.
- The operational expenses of the respective properties are reviewed to understand the recurring, non-recurring, recoverable and non-recoverable nature expenses and accordingly estimate the margins on the common area maintenance income, which accrues as cash inflows to the Subject Property and normalised for the purpose of cash flow projections
- The projected future cash flows from the Subject Property are based on existing lease terms for the operational area till the expiry of the leases or re-negotiation, whichever is earlier, following which, the lease terms have been aligned with market rents achievable by the Subject Property.
- The cash flows for the operational, under construction and proposed development area have been projected separately for the purpose of estimating and reporting valuation in accordance with the SEBI (REIT) Regulations
- For vacant area, under-construction area and proposed development area, the achievable market rent-led cash flows are projected factoring appropriate lease-up time frame for vacant/under-construction/proposed development area.



EMBASSY OFFICE PARKS REIT

- Recurring operational expenses, fit-out income (wherever applicable, however, the same has not been included in the NOI for the purpose of arriving at the terminal value by capitalisation) and vacancy provision have been adopted in-line with prevalent market practices and conditions.
- In addition, appropriate rent-free periods have been adopted during lease roll-overs to consider potential rent-free terms as well as outflows towards brokerage.
- These cash flows have been projected for 10-year duration from the date of valuation wherein 11th year Net operating income (NOI) is capitalized for the assessment of terminal value. These future cash flows are then discounted to present-day value (valuation date) at an appropriate discount rate to arrive at the Market Value of the Subject Property.

5. Information Sources

The Subject Property related information for the valuation exercise have been provided by the client, unless otherwise mentioned. The documents provided has been assumed to be a true copy of the original. The rent rolls have been cross checked with the lease deeds on a sample basis only to ensure its correctness.



EMBASSY OFFICE PARKS REIT

D. REIT PORTFOLIO



EMBASSY OFFICE PARKS REIT

1. EMBASSY MANYATA

1.1. Subject Property Description

Embassy Manyata constitutes of under construction and operational office blocks, ancillary retail and 2 hotels, located in Rachenahalli Village, Bengaluru East Taluk, Nagavara Village, Bengaluru North Taluk, Bengaluru, Karnataka - 560045.

The subject property is accessible by the Outer Ring Road and has a good connectivity to other established submarkets such as Yeshwanthpur, KR Puram, Whitefield, Sarjapur Outer ring road, etc.

1.2. Statement of Assets

Embassy Manyata is a large mixed-use development comprising of Commercial IT/ITeS SEZ & Non SEZ Office and operational 2 Hotels ~ Upscale hotel with a Convention Centre & Mid-scale hotel comprising of 619 keys. The total leasable area of the office blocks is approximately 15.6 msf, which comprises of operational office blocks approximately 12.4 msf and under-construction and proposed blocks approximately 3.2 msf.

Office

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	Jacaranda (C1), Cedar (C2), ELM (C4), Redwood (D3), Cypress (D4), Beech (E1&FC), Ebony (G2), Aspen (G4), Rosewood (K), Magnolia (B), Silver Oak (E2), Pine (L5), Eucalyptus (H1), Mulberry (G1), Palm (F3), G1-G2 Bridge (G1G2), Mountain Ash (H2), Hazel (L3), MFAR (MFAR Green), Teak (G3), Philips (Philips), Banyan & Willow (Block L1-L2), NXT (Block A), Front Parcel (Retail), Mahogany (F2), M3A.	12.4	Commercial IT/ITeS SEZ & Non SEZ Office	87%
Under Construction/Proposed Blocks	L4, F1, M3B, D1 & D2	3.2	Commercial IT/ITeS SEZ & Non SEZ Office	--
Total		15.6	--	

Hospitality

Components	Details
Hilton	266 Keys
Hilton Garden Inn	353 Keys

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements



EMBASSY OFFICE PARKS REIT

1.3. Brief Description

The subject property comprises of completed and under construction IT/ITeS blocks and 2 hotels on a land area of approximately 125.7 acres. The land area under purview of this exercise is under the ownership of Manyata Promoters. Basis the site plan & visual inspection it was observed that the land under lying the subject property is irregular in shape with levelled topography, bounded by compound wall and has a superior visibility on account of the multiple accesses via the Outer ring road.





Completed Blocks: Comprises of Jacaranda (C1), Cedar (C2), ELM (C4), Redwood (D3), Cypress (D4), Beech (E1&FC), Ebony (G2), Aspen (G4), Rosewood (K), Magnolia (B), Silver Oak (E2), Pine (L5), Eucalyptus (H1), Mulberry (G1), Palm (F3), G1-G2 Bridge (G1G2), Mountain Ash (H2), Hazel (L3), MFAR (MFAR Green), Teak (G3), Philips (Philips), Banyan & Willow (Block L1-L2), NXT (Block A), Front Parcel (Retail), M3 Phase 1 with a total leasable area of approximately 12.4 msf.

Under-Construction & Proposed Blocks – Block M3 Phase 2, Block D1 & D2, Block L-4, and Block F-1 with a total leasable area of approximately 3.2 msf.

Locational Advantage

The subject property is located along the Outer Ring Road. Its good connectivity to the Kempegowda International Airport facilitates convenient travel for businesses, while its access to the Outer Ring Road streamlines intra-city commuting. The subject property enjoys good connectivity to other established micro markets such as Yeshwanthpur, KR Puram, Whitefield, Sarjapur Outer ring road, etc. The subject property itself has been the catalyst for development in the subject micro-market and the location has emerged as a prominent real estate hub, post commencement of the International Airport in Devanahalli.

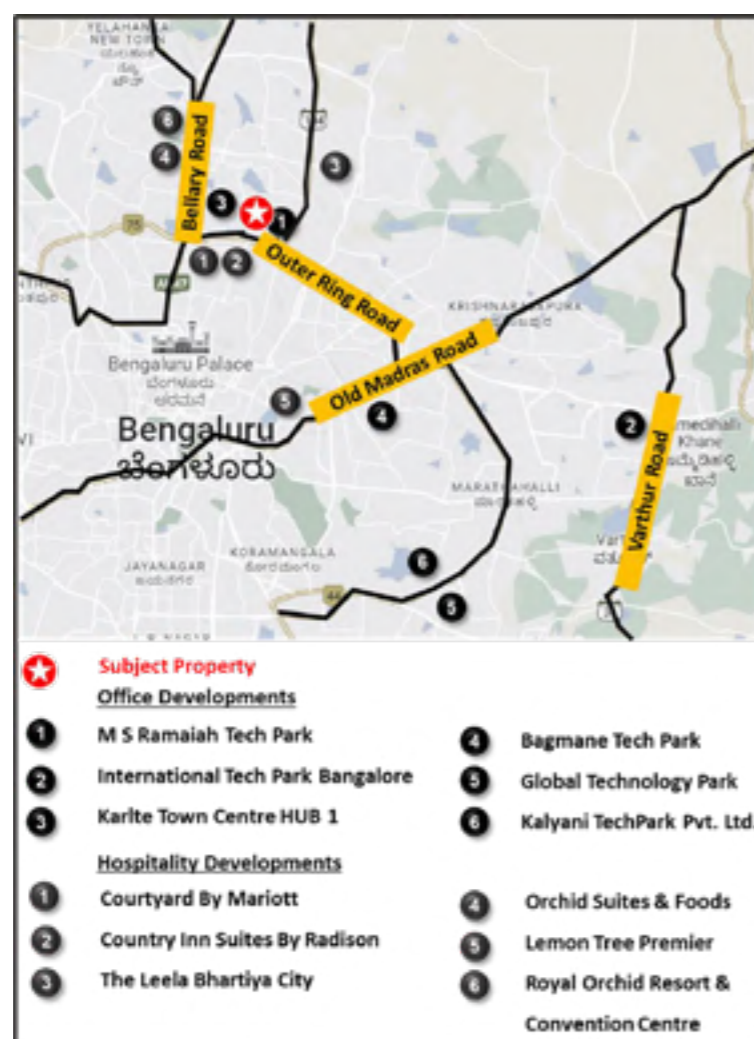
The distances (approximately) to Embassy Manyata from major landmarks of Bengaluru are as follows:

 10-11 km from Sandal Soap Factory Metro Station	 4-5 km Hebbal Railway Station. 13-14 km from Bengaluru Railway Station	 26-27 km from Kempegowda International Airport	 12-13 km from Bengaluru CBD
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The map illustrating the location, infrastructure and nearby office developments is provided below:



EMBASSY OFFICE PARKS REIT



(Map not to scale)

1.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2026
Current Effective Rent	INR/sq. ft./mth	82 ⁶

⁶ Denotes the weighted average rentals for leased office/retail spaces plus other income

EMBASSY OFFICE PARKS REIT

Particular	Units	Information
Achievable Market Rent	INR/sq. ft./mth	IT/ Non-IT: 96
Parking Charges	INR/bay/mth	5,500
ARR (Hilton)	1 Qtr, Year 1	10,000
Stabilized Occupancy – 5 Star (Hotel)	%	72%
ARR (Hilton Garden Inn)	1 Qtr, Year 1	7,500
Stabilized Occupancy – 3 Star (Hotel)	%	72%
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	11,509 ⁸
Expected Completion Date	Year	FY 2029
Other Financial Assumptions		
Cap Rate	%	8%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	13.00%
Cap Rate (Hotel)	%	7.14% (Viz. an EV/EBITA multiple 14)
WACC (Complete/ Operational) (Hotel)	%	12.14%

1.5. Market Value

The market value of Embassy Manyata as on 31st March 2024 is as follows:**INR 225,491 Mn****(Indian Rupees Two Hundred and Twenty-Five Thousand Four Hundred and Ninety-One Million Only)**⁸ Indicative of pending cost towards base build works and does not include the cost for refurbishments/infrastructure upgrade works

EMBASSY OFFICE PARKS REIT

2. EMBASSY TECHVILLAGE

2.1. Subject Property Description

Embassy TechVillage is an operational IT/ITeS Park, along with ancillary Retail, 2 Hotels & a Convention Centre located along the Sarjapur Outer Ring Road, Devarabeesanahalli, Bengaluru, Karnataka - 560103.

The subject property is located along the Sarjapur-ORR stretch towards the South - East of Bengaluru City. This stretch of the road has emerged as an important commercial vector of Bengaluru with the establishment of significant commercial activity primarily focused towards SEZ and Non SEZ developments.

2.2. Statement of Assets

Embassy TechVillage is a large mixed-used Development expected to comprise of Commercial IT/ITeS SEZ & Non SEZ Office and 2 ~Upscale hotels with a Convention Centre & Mid-scale hotel. The total leasable area of the office block is approximately 9.6 msf, which comprises of completed office blocks approximately 7.3 msf, under-construction and proposed blocks approximately 2.3 msf. The under-construction hotel is expected to comprise of 518 keys.

Office

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	Block-1A- Carnation, Block 2A-Aster, Block 2A-West Wing, Block 2B-Hibiscus, Block 2C- Lilac, Block 2D-Gardenia, Block 7B- Primrose Block 5- ABC (Alyssa, Begonia and Clover), Block 5-D (Daffodil), Block 5-E (Orchids), Block 5- F (Flora), Block 5 - G&H (Tulips), Block 5- I & J (Trillium), Block 5- K (Marigold), Block 5-L (Lavender) and Block 9 (JPMC block)	7.3	SEZ/ Non SEZ	96%
Under Construction/ Proposed Blocks	Parcel 8 with Blocks - A, B, C & D (Retail) and Parcel 6	2.3	Non SEZ	--
Total		9.6		

Hospitality

Components	Details
Hotel (5 Star) – Under Construction/ Proposed development	311 Keys
Hotel (3 Star) – Under Construction/Proposed development	207 Keys

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements

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EMBASSY OFFICE PARKS REIT

2.3. Brief Description

The subject property is being constructed on a total land area of approximately 103.4 acres and the land area under purview of this exercise is approximately 84.1 acres under the ownership of Vikas Telecom Private Limited (VTPL) & Sarla Infrastructure Private Limited (SIPL). The Subject Property land is irregular in shape, with levelled topography, bounded by compound wall and also has a superior visibility on account of the multiple accesses via the Outer ring road.





Completed Blocks: Comprises of Block-1A- Carnation, Block 2A-Aster, Block 2A-West Wing, Block 2B-Hibiscus, Block 2C- Lilac, Block 2D-Gardenia, Block 7B- Primrose Block 5- ABC (Alyssa, Begonia and Clover), Block 5-D (Daffodil), Block 5-E (Orchids), Block 5- F (Flora), Block 5 - G&H (Tulips), Block 5- I & J (Trillium), Block 5- K (Marigold), Block 5-L (Lavender) and Block 9 (JPMC block) with a total leasable area of approximately 7.3 msf.

Under-Construction & Proposed Blocks – The total leasable area of the under construction & proposed office blocks is approximately 2.3 msf and the hospitality block (518 keys) along with convention centres currently under-construction collectively admeasuring approximately 0.8 msf. These blocks are expected to be completed by FY 2026.

Locational Advantage

The subject property is located along the Outer Ring Road (ORR) in the Bellandur-Marathahalli region, Bengaluru and forms part of the ORR Micro market. This micro market is considered as the most prominent office destinations in the city on account of presence of the IT/ITeS office clusters, large residential developments, superior infrastructure, connectivity, proximity to important hubs of Bengaluru, etc. Some of the prominent commercial developments include RMZ Eco world, RMZ Eco space, Prestige Tech Park, Cessna Business Park, Aloft, Radisson Blu & Double tree suites by Hilton, etc.

The distances (approximately) to ETV from major landmarks of Bengaluru are as follows:

 09-10 km from Bommanahalli Metro Station	 09-10 km from K R Puram Railway Station. 19-20 km from Bengaluru City Railway Station	 40-41 km from Kempegowda International Airport	 15-16 km from Bengaluru CBD
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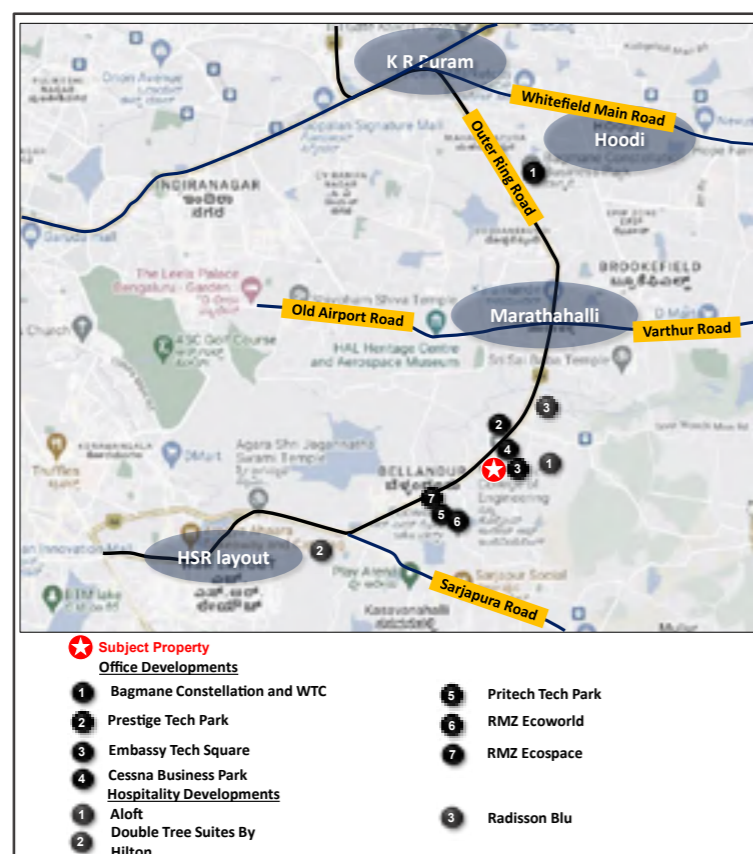
The map illustrating the location, infrastructure and nearby office developments is provided below:

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EMBASSY OFFICE PARKS REIT



(Map not to scale)

2.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2025
Current Effective Rent	INR/sq. ft./mth	81 ⁹
Achievable Market Rent	INR/sq. ft./mth	Office – 96
Parking Charges	INR/bay/mth	6,000

⁹ Denotes the weighted average rentals for leased office/retail spaces plus other income.

EMBASSY OFFICE PARKS REIT

Particular	Units	Information
ARR – 3 Star (Hotel)	INR/ room/ day	6,500
Stabilized Occupancy – 3 Star (Hotel)	%	72%
ARR – 5 Star (Hotel)	INR/ room/ day	9,250
Stabilized Occupancy – 5 Star (Hotel)	%	72%
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	14,667 ¹⁰
Expected Completion Date	Year	FY 2027
Other Financial Assumptions		
Cap Rate- Commercial	%	8%
Cap Rate- Hotel	%	7.14% (Viz. an EV/EBITA multiple 14)
WACC (Complete/ Operational)	%	11.75 %
WACC (Under-construction/ Proposed Development)	%	13.00%
WACC (Under-construction/ Proposed Development Hotel)	%	13.50%

2.5. Market Value

The market value of Embassy Tech Village as on 31st March 2024 is as follows:**INR 126,147 Mn.****(Indian Rupees One Hundred Twenty-Six Thousand One Hundred and Forty-Seven Million Only)**¹⁰ Indicative of pending cost towards base build works and does not include the cost for refurbishments/infrastructure upgrade works

EMBASSY OFFICE PARKS REIT

3. EMBASSY GOLF LINKS

3.1. Subject Property Description

Embassy Golf Links is an operational Office Park located in Challaghatta Village, Varthur Hobli, Mahadevapura, Bengaluru East Taluk, Bengaluru, Karnataka – 560071.

The subject property is located, along the Koramangala – Indiranagar Intermediate Ring Road towards the eastern part of Bengaluru, in close proximity to the Domlur Flyover.

3.2. Statement of Assets

The Embassy Golf link is spread on a land area of approximately 37.1 acres. It is an operational office park with a total leasable area of approximately 3.1 msf (EOP Share) and occupancy as stated below as on the date of valuation.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	Comprises of Augusta, Blue Bay, Cinnabar Hills, Crystal Downs, Eagle Ridge, Fairwinds, Fountain Head, Pacific Dunes, Peach Tree, Pine Valley, Prince Ville, Rivera FC, St. Andrews, Sunningdale, Sunriver, Torrey Pines	3.1	Office (Non SEZ)	95%
Total		3.1		95%

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements

3.3. Brief Description

The subject property is under the ownership of Golf Links Software Park Private Limited with total leasable area of 3.1 msf. Basis the site plan & visual inspection it was observed that the land underlying the subject property is irregular in shape, levelled topography, bounded by compound wall and has a superior visibility on account of the multiple accesses via the Intermediate ring road.

The entire IT/ ITeS park is completed and comprises of Augusta, Blue Bay, Cinnabar Hills, Crystal Downs, Eagle Ridge, Fairwinds, Fountain Head, Pacific Dunes, Peach Tree, Pine Valley, Prince Ville, Rivera FC, St. Andrews, Sunningdale, Sunriver, Torrey Pines with a total leasable area of approximately 3.1 msf.





Locational Advantage

The subject property is located in close proximity to locations such as Indiranagar, Koramangala, etc. which are considered as established residential and commercial locations within the city enabling easy access. The Old Airport Road, connects the city centre to prominent office locations such as Marathahalli, Outer Ring Road, Whitefield, etc. The location is marked by presence of prominent hotels such as Leela Palace, Royal Orchid, Hilton, etc. and hospitals like Manipal Hospital, Cloud 9, etc.

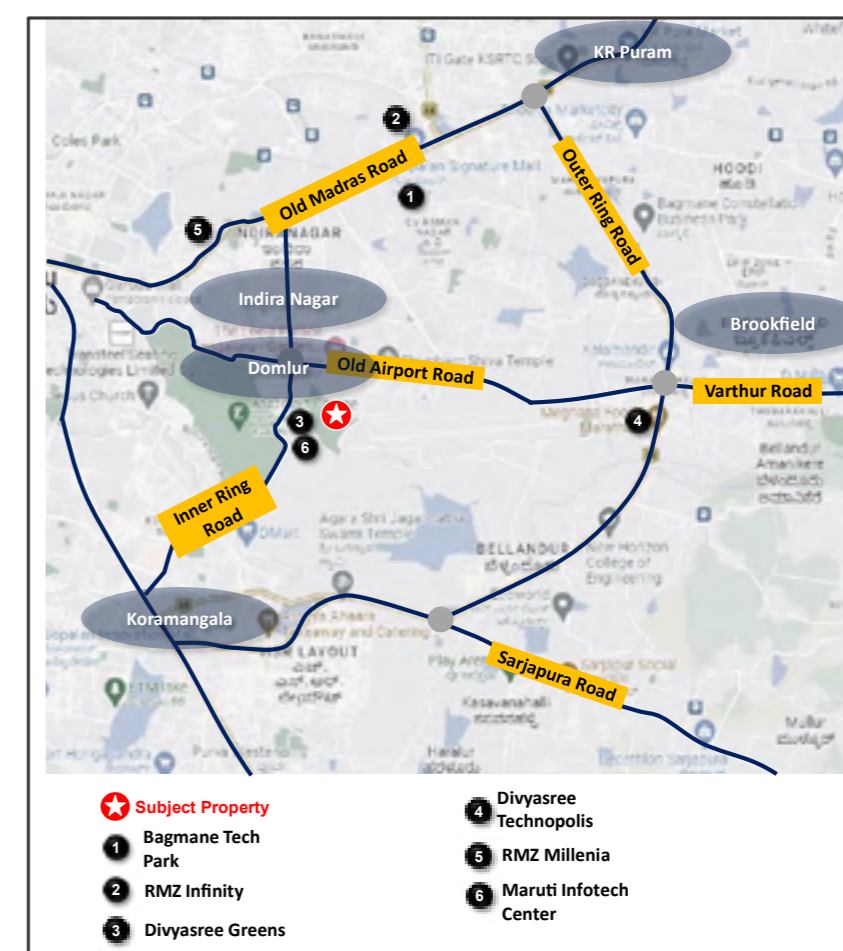


EMBASSY OFFICE PARKS REIT

The distances (approximately) to Embassy Golf Links from major landmarks of Bengaluru are as follows:

 6-7 km from Indiranagar Metro Station	 18-19 km from K R Puram Railway Station. 10-11 km from Bengaluru City Railway Station	 41-42 km from Kempegowda International Airport	 9-10 km from Bengaluru CBD
--	---	---	---

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

3.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY2025
Current Effective Rent	INR/sq. ft./mth	149 ¹¹
Achievable Market Rent	INR/sq. ft./mth	155
Parking Charges	INR/bay/mth	6,000
Other Financial Assumptions		
Cap Rate	%	8%
WACC (Complete/ Operational)	%	11.75%

3.5. Market Value

The market value of Embassy Golf Links as on 31st March 2024 is as follows:

INR 74,480 Mn

(Indian Rupees Seventy-Four Thousand Four Hundred and Eighty Million Only)

Note:

- The current effective rent is weighted average rental for leased office/ food court spaces.
- The Valuation presented is for 100% interest in the asset. However, based on inputs provided by the Client, the REIT hold 50% of the interests in the asset (viz. INR 37,240Mn)
- The valuation presented above includes the CAM Business of Embassy Golf links while approximately 3.1 msf of office area forms part of the economic interest of the Client.
- The above valuation excludes valuation of Hilton at Embassy Golflinks. The valuation of Hilton at Embassy Golf Links is presented in section 14 (Part D).

¹¹ Denotes the weighted average rentals for leased office/food court spaces plus other income.

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EMBASSY OFFICE PARKS REIT

4. EMBASSY ONE

4.1. Subject Property Description

Embassy One is a mixed-use development, located along Bellary Road, Ganga Nagar, Bengaluru, Karnataka – 560032. It comprises of a completed Office block, a hotel – Four Seasons and Retail Space. It also includes Residential Apartments (Four Seasons branded and serviced) as part of the larger development. However, we have considered the Office Space & Hotel – “Four Seasons” for the purpose of valuation.

4.2. Statement of Assets

Embassy One is a Non SEZ Office Block with a Luxury Hotel (viz. Four Seasons) comprising of 230 Keys. The Total Leasable Area of the Office Block is approximately 0.3 msf, which is completed as on date of valuation.

Office

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Block	Office Block	0.3	Non SEZ	82%
Total		0.3		82%

Hospitality

Components	Details
Hotel (Four Seasons)	230 Keys

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements

4.3. Brief Description

The Subject Property is a completed mixed-used development comprising of Office Space, the Four Seasons Hotel and Residential Apartments (branded and serviced by Four Seasons). The land area of the subject development property spans approximately 5.6 acres, with the Commercial Block with 3B + G + 13 floors comprising of approximately 0.3 msf. The Four Seasons Hotel comprises of a total of 230 keys and began its operations in 2019.

Locational Advantage

The subject property is located along the NH-44 (Bellary Road) in close proximity to Mekhri circle, which is an important confluence between the Bellary Road and the Jayamahar road, that connects to important micro-markets such as CBD, Yeshwanthpur, Hebbal, Sadhashivanagar, etc. Bellary Road extends till Sadashiva Nagar and connects to Sankey Road which further enhances its connectivity to other parts of the city. It is in close proximity to Hebbal sub micro-market which has emerged as one of the most prominent residential hotspots in the city. The

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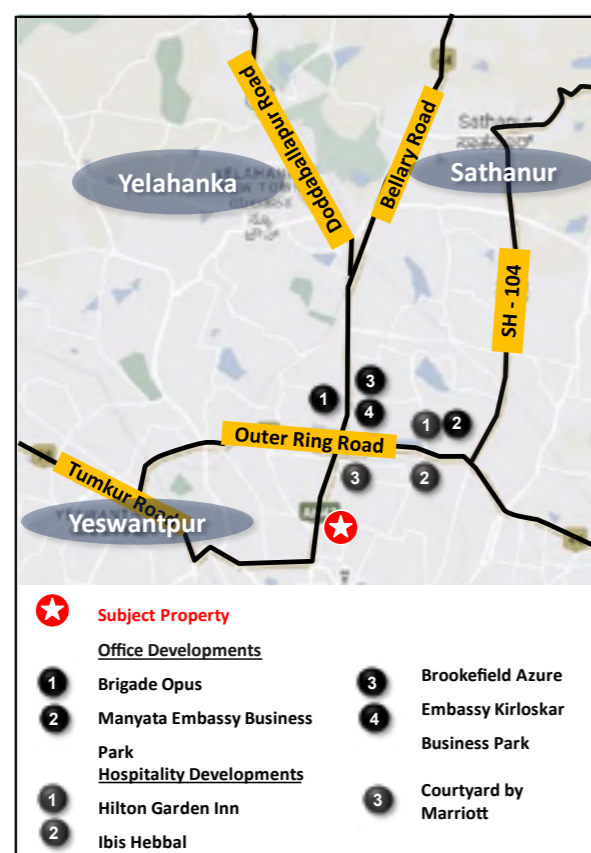
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micro market, which already has good social and physical infrastructure is expected to witness further growth upon completion of proposed infrastructural expansions such as Metro to Airport emanating from Outer Ring Road. The proposed Brown Line (Sarjapur to Hebbal) metro will have a positive impact to the subject property upon completion.

The distances (approximately) to Embassy One from major landmarks of Bengaluru are as follows:

			
4-5 km from Sampige Road Metro Station	4-5 km from Hebbal Railway Station. 6-7 km from Bengaluru City Railway Station	27-28 km from Kempegowda International Airport	3-4 km from Outer Ring Road

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



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4.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2026
Current Effective Rent	INR/sq. ft./mth	144 ¹²
Achievable Market Rent	INR/sq. ft./mth	147
Parking Charges	INR/bay/mth	--
ARR – Four Seasons (Hotel)	1 Qtr, Year 1	14,000
Occupancy Stabilization – Four Seasons (Hotel)	%	72%
Other Financial Assumptions		
Cap Rate	%	7.75%
WACC (Complete/ Operational)	%	11.75%
Cap Rate (Hotel)	%	7.14% (Viz. an EV/EBITA multiple 14)
WACC (Complete/ Operational) (Hotel)	%	12.14%

4.5. Market Value

The market value of Embassy One as on 31st March 2024 is as follows:

INR 14,467 Mn

(Indian Rupees Fourteen Thousand Four Hundred and Sixty Seven Million Only)

¹² Inclusive of car park rent



EMBASSY OFFICE PARKS REIT

5. EMBASSY BUSINESS HUB

5.1. Subject Property Description

Embassy Business Hub is a Grade A Tech Park located along the Bellary Road (NH-44) in Venkata Village, Bengaluru North, Karnataka – 560064. The Subject Property has a total leasable area of approximately 1.4 msf with Phase-I being operational and Phase-II along with food court is under construction and proposed to be completed by FY 2028.

5.2. Statement of Assets

The Subject Property has a total leasable area of approximately 0.4 msf. in Phase I and approximately 0.9 msf in Phase II. Philips India Limited has pre-leased approximately 0.4 msf. (Ground to 13th Floor) of Phase 1.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Block	Philips Phase 1	0.4	Non SEZ	100% ¹³
Under Construction/ Proposed Blocks	Hub Phase 2-1, Hub Phase 2-2, Food Court	1.0	Non SEZ	--
Total		1.4		--

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

5.3. Brief Description

Embassy Business Hub is being developed by Embassy Construction Private Limited (“ECPL”) under a joint development agreement with a third-party landowner. The property has been acquired by EOP REIT in Mar-23. Phase I consists of approximately 0.6 msf., of which EOP REIT holds a share 0.4 msf. Phase II, adjacent to Phase I is in under construction stage consisting of approximately 1.4 msf., EOP REIT holds a share of approximately 0.9 msf.

Under-Construction/ Proposed Blocks – Comprise of Phase 2’s two blocks including food court. These blocks are expected to complete by FY 2028.

Locational Advantage

The subject property is located along the Bellary Road (NH-44) and has a good connectivity to the Kempegowda International Airport. The NH-44 connects Bengaluru city to Kempegowda International Airport & Devanahalli in

¹³ This is inclusive of hard option



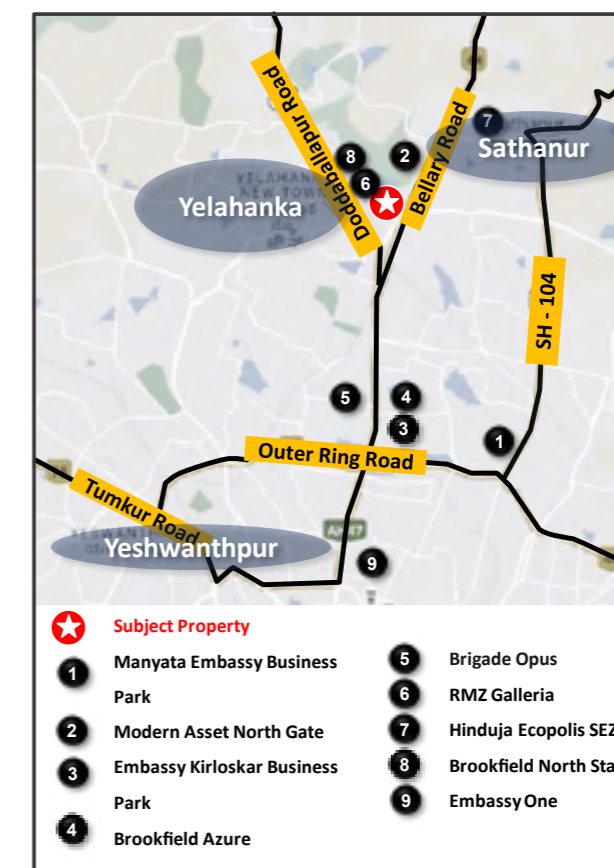
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the North. The Outer Ring Road towards the South of the micro-market further enhances the connectivity to other parts of the city. The subject property is also located in close proximity to Yelahanka micro-market which has emerged as one of the most prominent residential locations of North Bengaluru. The micro market, which already has good social and physical infrastructure is expected to witness further growth upon completion of the proposed infrastructural expansions such as Metro to Airport emanating from the Outer Ring Road.

The distances (approximately) to Embassy Business Hub from major landmarks of Bengaluru are as follows:

1-2 km from Yelahanka Metro Station (Under Construction)	2-3 km from Yelahanka Railway Station; 18-19 km from Bengaluru City Railway Station	17-18 km from Kempegowda International Airport	17-18 km from Bengaluru CBD
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The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

5.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	-
Current Effective Rent	INR/sq. ft./mth	57
Achievable Market Rent	INR/sq. ft./mth	Office – 65
Parking Charges	INR/bay/mth	3,000
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	6,767 ¹⁴
Expected Completion Date	Year	FY 2028
Other Financial Assumptions		
Cap Rate	%	8%
WACC (Completed – Phase 1)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	13.00%

5.5. Market Value

The market value of Embassy Business Hub as on 31st March 2024 is as follows:

INR 5,743 Mn

(Indian Rupees Five Thousand Seven Hundred and Forty-Three Million Only)

¹⁴ Indicative of pending cost towards base build works and does not include the cost for refurbishments/infrastructure upgrade works



EMBASSY OFFICE PARKS REIT

6. EXPRESS TOWERS

6.1. Subject Property Description

Express Towers, Plot no. 236, Block III of Backbay Reclamation Estate, Barrister Rajni Patel Marg, Nariman Point, Mumbai. The Subject Property is accessible through Barrister Rajni Patel Marg

6.2. Statement of Assets

Based on the information provided by the client, the total completed leasable area considered for the purpose of the valuation is approximately 0.5 msf. Below table describes the details of the Express Towers

Components	Block	Leasable Area (msf.)	Usage Type	Occupancy
Completed Block	1	0.5	Non SEZ	96%
Total	1	0.5	Non SEZ	96%

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

6.3. Brief Description

Express Towers is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in Barrister Rajni Patel Marg, Nariman Point, Mumbai. The Subject Property is a commercial building admeasuring approximately 0.5 msf of leasable area. Subject Property is a Non-SEZ type of a commercial building and the structure of the building has ground plus 25 floors and a basement Parking. The Subject Property is accessible via Barrister Rajni Patel Marg. It enjoys good accessibility and connectivity with other parts of the city.

South Mumbai is one of the most sought after commercial micro-markets of Mumbai and is considered as the Central Business District of Mumbai and is home to IT, commercial office, bank establishments. The micro market has presence of established buildings by prominent developers like Lodha, Oberoi, Piramal, K. Raheja, Godrej Properties, etc






Locational Advantage

The subject property is surrounded by well-known other commercial towers like Maker Chambers, Free Press House, Hoechst House, Mafatlal Centre, etc within the range of 1 km. It is located approximately 1-2 km from the Churchgate Railway Station, approximately 22-23 km from Domestic Airport Terminal, approximately 23-24 km from the International Airport Terminal, Mumbai and other social infrastructure includes Trident & The Oberoi Hotels within the range of 0.2 to 0.3 & 0.3 to 0.4 km respectively. The micro market, which already has good social and physical infrastructure is expected to witness further growth upon completion of proposed infrastructural expansions of Metro line 3 & 11.



EMBASSY OFFICE PARKS REIT

The distances (approximately) to Express Towers from major landmarks of Mumbai are as follows:

				
24-25 km from Eastern Express Highway	01-02 km from Churchgate Metro Station	01 -02 km from Churchgate Railway Station 02 - 03 km from Marine Lines Railway Station	22-23 km from Mumbai Domestic Airport 23-24 km from Mumbai International Airport	0.2-0.3 km from Trident Hotel

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

6.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	-
Current Effective Rent	INR/sq. ft./mth	268 ¹⁵
Achievable Market Rent	INR/sq. ft./mth	Office: 285
Parking Charges	INR/bay/mth	--
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Qtr, Year	--
Other Financial Assumptions		
Cap Rate	%	7.50%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	--

6.5. Market Value

The market value of Express Towers as on 31st March 2024 is as follows:

INR 18,935 Mn

(Indian Rupees Eighteen Thousand Nine Hundred and Thirty-Five Million Only)

¹⁵ Denotes the weighted average rentals for leased office/retail spaces plus other income.



EMBASSY OFFICE PARKS REIT

7. EMBASSY 247

7.1. Subject Property Description

Park, Hindustan C. Bus Stop, Lal Bahadur Shastri Road, Gandhi Nagar, Vikhroli West, Mumbai - 400079. The Subject Property is accessible through Lal Bahadur Shastri Road.

7.2. Statement of Assets

Based on the information provided by the client, the total completed leasable area considered for the purpose of the valuation is approximately 1.2 msf. Below table describes the details of the 247 Park

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	A, B & C	1.2	Non SEZ	100%
Total	A, B & C	1.2	Non SEZ	100%

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

7.3. Brief Description

247 Park is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in Lal Bahadur Shastri Road, Vikhroli West. The Subject Property is a commercial building admeasuring approximately 1.2 msf of leasable area. Subject Property is a Non-SEZ type of a commercial building. 247 Park has 3 towers namely A, B & C. The structure of Wing A & C has ground plus 11 floors and two levels of basement Parking whereas Wing B has ground plus 14 floors and two levels of basement Parking. The Subject Property is accessible via the Lal Bahadur Shastri Road. It enjoys good accessibility and connectivity with other parts of the city.

Eastern Suburbs is one of the most sought after commercial micro-markets of Mumbai and is home to major IT companies, commercial offices, and significant bank establishments. The micro market has presence of established buildings by prominent developers like Lodha, Runwal Realty, Dosti Group, L&T Realty, Godrej Properties, etc

Locational Advantage






The subject property is located approximately 2 kms away from the Jogeshwari Vikhroli Link Road and Eastern Express Highway which further enhances its connectivity to other parts of the city. Subject Property is surrounded by other well-known commercial towers like I Think Techno Campus, Ackruti Corporate Park, Empire Plaza, Godrej One etc within the range of 2 km to 4 km. Vikhroli micro market is located close to Powai, which is one of the prominent micro markets with major commercial developments including L&T Business Park, Chromium,



EMBASSY OFFICE PARKS REIT

Godrej IT Park, Hiranandani developments, etc and physical infrastructure is expected to witness further growth upon completion of proposed infrastructural expansions of Metro line 6 & 4.

The distances (approximately) to 247 Park from major landmarks of Mumbai are as follows:

 02-03 km from Eastern Express Highway	 05-06 km from Jagruti Nagar Metro Station	 1 - 2 km from Vikhroli Railway Station 1 - 2 km from Kanjurmarg Railway Station	 11 - 12 km from Mumbai Domestic Airport 10-12 km from Mumbai International Airport	 03-04 km from Meluha The Fern
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The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

7.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	--
Current Effective Rent	INR/sq. ft./mth	110 ¹⁶
Achievable Market Rent	INR/sq. ft./mth	Office: 115
Parking Charges	INR/bay/mth	--
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Qtr, Year	--
Other Financial Assumptions		
Cap Rate	%	8%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	--

7.5. Market Value

The market value Embassy 247 as on 31st March 2024 is as follows:

INR 19,075 Mn

(Indian Rupees Nineteen Thousand Seventy-Five Million Only)

¹⁶ Denotes the weighted average rentals for leased office/retail spaces plus other income.



EMBASSY OFFICE PARKS REIT

8. FIRST INTERNATIONAL FINANCIAL CENTRE

8.1. Subject Property Description

First International Finance Centre (FIFC), Plot No. C-54 & C-55, G Block, BKC Road, Mumbai, Maharashtra 400051. The Subject Property is accessible through Bandra Kurla Complex Link Road.

8.2. Statement of Assets

Based on the information provided by the client, the total completed leasable area considered for the purpose of the valuation is 0.4 msf. Below table describes the details of the First International Finance Centre (FIFC)

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Area	1	0.4	Non SEZ	100 %
Total	1	0.4	Non SEZ	100 %

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

8.3. Brief Description

First International Financial Centre (FIFC) is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in G Block, Bandra Kurla Complex, Mumbai. The Subject Property is a commercial building admeasuring approximately 0.4 msf of leasable area. Subject Property is a Non-SEZ type of a commercial building and the structure of the building has ground plus 13 floors. The building also has two levels of basement parking. The Subject Property is accessible via Bandra Kurla Complex Link Road. It enjoys good accessibility and connectivity with other parts of the city.

BKC is one of the most sought after commercial micro-markets of Mumbai and is considered as the Secondary Business District of Mumbai and is home to IT, commercial office, bank establishments. The micro market has presence of established buildings by prominent developers like K Raheja Corp, Wadhwa Group, Sunteck, Godrej Properties, Adani, etc.






Locational Advantage

The subject property connects to western suburbs and eastern suburbs within 3 km and 5 km respectively which further enhances its connectivity to other parts of the city. It is located approximately 21 km from the Central Business District (CBD) of Mumbai, approximately 7 km from Domestic Airport Terminal, and approximately 8 km from the International Airport Terminal, Mumbai. The micro market, which already has good social and physical infrastructure is expected to witness further growth upon completion of proposed infrastructural expansions of Metro line 2B & 3.



EMBASSY OFFICE PARKS REIT

The distances (approximately) to FIFC from major landmarks of Mumbai are as follows:

				
05-06 km from Eastern Express Highway	02-03 km from BKC Metro Station	02-03 km from Kurla Railway Station (Central Railway) 04-05 km from Bandra Railway Station	07-08 km from Mumbai Domestic Airport 08-09 km from Mumbai International Airport	03-04 km from Jio World Drive

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

8.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	-
Current Effective Rent	INR/sq. ft./mth	320 ¹⁷
Achievable Market Rent	INR/sq. ft./mth	Office: 290
Parking Charges	INR/bay/mth	--
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Year	--
Other Financial Assumptions		
Cap Rate	%	7.75%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	--

8.5. Market Value

The market value of First International Financial Centre as on 31st March 2024 is as follows:

INR 14,977 Mn

(Indian Rupees Fourteen Thousand Nine Hundred and Seventy-Seven Million Only)

¹⁷ Denotes the weighted average rentals for leased office/retail spaces plus other income.



EMBASSY OFFICE PARKS REIT

9. EMBASSY TECHZONE

9.1. Subject Property Description

Embassy Tech Zone is located at Plot No. 3A, Hinjewadi Phase 2 Road, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Maharashtra 411057.

The Subject Property is accessible via the Hinjewadi Phase 2 Road which in turn connects the Mumbai – Bengaluru Highway.

9.2. Statement of Assets

Embassy Tech Zone comprises mix of IT/ITeS SEZ & Non SEZ Office. The total leasable area of the property is approximately 5.5 msf of which completed blocks comprises of approximately 3.0 msf., and under-construction and proposed blocks comprises of approximately 2.4 msf.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	Colorado, Mississippi, Congo, Hudson & Ganges, Mekong, Rhine, Nile & Food Court	3.0	IT/ITeS SEZ & Non SEZ Office	78%
Under Construction/ Proposed Blocks	Volga, Block 4, 9, 10	2.4	IT/ITeS SEZ	--
Total	--	5.5	--	--

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

9.3. Brief Description

"Embassy TechZone" has been conceived as an expansive office park spanning approximately 67.5 acres of land area. This property currently operates as an IT/ITeS SEZ and Non SEZ office park, accommodating multiple tenants. It offers a wide array of facilities and amenities, including a food court, intra-park shuttle service, gymnasium, multi-level parking, and a sports ground.

Completed Blocks: Comprises of Colorado, Mississippi, Congo, Hudson & Ganges, Mekong, Rhine, Nile & Food Court with a total leasable area of approximately 3.0 msf.

Under-Construction & Proposed Blocks – The under construction and proposed blocks have Block 4, Block 9, Block 10, & Volga. The total leasable area of these blocks approximately 2.4 msf. These blocks are expected to be completed by FY 2032.








EMBASSY OFFICE PARKS REIT

Locational Advantage

'Embassy Tech Zone' (ETZ) is strategically situated in Pune's Hinjewadi area, which is renowned as a significant commercial and technological centre. The location of ETZ offers exceptional accessibility, with key landmarks at convenient distances. It is approximately 5 kms from National Highway 48, connecting major cities like Mumbai, Pune, and Bengaluru. Pune's CBD is approximately 18 kms away, while the Pune Railway Station is around 20 kms from ETZ. Additionally, Pune International Airport is accessible at a distance of approximately 26 kms.

The distances (approximately) to ETZ from major landmarks of Pune are as follows:

				
5-6 kms from NH - 48 (Mumbai – Bengaluru highway)	1-2 kms from Proposed Infosys Phase II Metro Station	12-13 kms from Chinchwad Railway Station. 20-21 kms from Pune Railway Station	25-26 kms from Pune International Airport	17 -18 kms from CBD

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

9.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2029
Current Effective Rent	INR/sq. ft./mth	54 ¹⁸
Achievable Market Rent	INR/sq. ft./mth	IT/ITeS SEZ & Non SEZ Office: 48
Parking Charges	INR/bay/mth	3,000
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	10,488 ¹⁹
Expected Completion Date	Year	FY 2030
Other Financial Assumptions		
Cap Rate	%	8.25%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	13.00%

9.5. Market Value

The market value of Embassy Tech Zone as on 31st March 2024 is as follows:

INR 24,137 Mn

(Indian Rupees Twenty-Four Thousand One Hundred and Thirty-Seven Million Only)

¹⁸ Denotes the weighted average rentals for leased office/food court spaces plus other income.

¹⁹ Indicative of pending cost towards base build works and does not include the cost for refurbishments/infrastructure upgrade works

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10. EMBASSY QUADRON

10.1. Subject Property Description

Embassy Quadron is located at Plot No. 28, Hinjewadi Phase 2 Road, Phase 2, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Pimpri-Chinchwad, Maharashtra 411057.

The Subject Property is accessible via the Hinjewadi Phase 2 Road which in turn connects the Mumbai – Bengaluru Highway.

10.2. Statement of Assets

Embassy Quadron comprises of IT/ITeS SEZ Office. The total leasable area of the property is approximately 1.9 msf.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks Area	Q1, Q2, Q3 & Q4	1.9	IT/ITeS SEZ office	54%
Total	--	1.9	--	54%

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

10.3. Brief Description

'Embassy Quadron' is envisioned as an Information Technology Special Economic Zone (IT SEZ) office park catering to a diverse tenant base, spanning approximately 25.5 acres. This property stands out as a premium office park, boasting a range of top-notch facilities and amenities. These include meticulously landscaped areas, a cutting-edge food court, conveniently located ATMs, an indoor sports zone, a well-equipped gymnasium, and ample parking spaces for both two-wheelers and four-wheelers. The Subject Property is accessible from the Mumbai – Bengaluru Highway via Hinjewadi Phase 2 Road. It enjoys good accessibility and connectivity with other parts of the city.

The Subject property comprises of 4 blocks viz. Q1 to Q4 admeasuring a total leasable area of approximately 1.9 msf.

Locational Advantage

'Embassy Quadron' is strategically situated in Pune's Hinjewadi area, which is renowned as a significant commercial and technological centre. The location of Quadron offers exceptional accessibility, with key landmarks at convenient distances. It is approximately 9 km from National Highway 48, connecting major cities like Mumbai, Pune, and Bengaluru. Pune's CBD is approximately 22 km away, while the Pune Railway Station is around 26 km from Quadron. Additionally, Pune International Airport is accessible at a distance of approximately 31 km.






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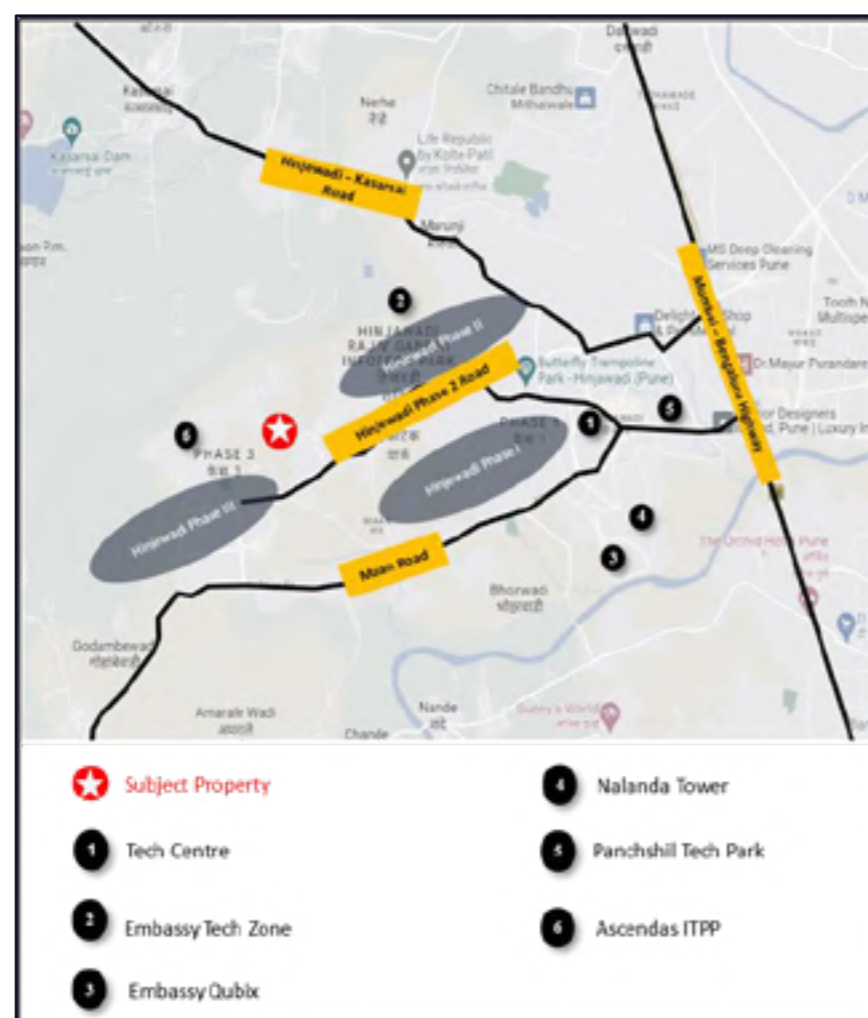


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The distances (approximately) to Embassy Quadron from major landmarks of Pune are as follows:

				
8-9 kms from NH - 48 (Mumbai – Bengaluru Highway)	01-02 km from Quadron Metro Station	15-16 km from Chinchwad Railway Station. 25-26 km from Pune Railway Station	30-31 km from Pune International Airport	21- 22 km from CBD

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

10.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2031
Current Effective Rent	INR/sq. ft./mth	54 ²⁰
Achievable Market Rent	INR/sq. ft./mth	IT/ITeS SEZ office: 48
Parking Charges	INR/bay/mth	3,000
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Year	--
Other Financial Assumptions		
Cap Rate	%	8.25%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	--

10.5. Market Value

The market value Embassy Quadron as on 31st March 2024 is as follows:

INR 11,398 Mn

(Indian Rupees Eleven Thousand Three Hundred and Ninety-Eight Million Only)

²⁰ Denotes the weighted average rentals for leased office/retail spaces plus other income.



EMBASSY OFFICE PARKS REIT

11. EMBASSY QUBIX

11.1. Subject Property Description

Embassy Qubix is located in Blue Ridge Township Pune, Phase 1, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Pimpri-Chinchwad, Maharashtra 411057

The Subject Property is accessible via Maan Road which in turn connects the Mumbai – Bengaluru Highway.

11.2. Statement of Assets

Embassy Qubix comprises of IT/ITeS SEZ Office. The total leasable area of the property is approximately. 1.5 msf.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	IT 1, IT 2, IT 3, IT 4, IT 5 & IT 6	1.5	IT/ITeS SEZ office	68%
Total	--	1.5	--	68%

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

11.3. Brief Description

‘Embassy Qubix’ is an IT SEZ office park spanning over approximately 25.2 acres, offering office spaces to IT/ITeS companies. The property boasts an array of facilities and amenities, "Q Court Courtyard", grocery stores and on-site ATMs. In addition to these conveniences, Embassy Qubix generously provides ample parking spaces for both two-wheelers and four-wheelers. Notably, the development of this property occurred in stages, with construction spanning from 2010 to 2012.

The Subject property comprises of 6 blocks viz. IT 1 to IT 6 admeasuring a total leasable area of approximately 1.5 msf.






Locational Advantage

‘Embassy Qubix’ is strategically situated in Pune's Hinjewadi area, which is renowned as a significant commercial and technological centre. The location of ETZ offers exceptional accessibility, with key landmarks at convenient distances. It is approximately 5 kms from National Highway 48, connecting major cities like Mumbai, Pune, and Bengaluru. Pune's CBD is approximately 16 kms away, while the Pune Railway Station is around 20 kms from ETZ. Additionally, Pune International Airport is accessible at a distance of approximately 26 km.



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The distances (approximately) to Embassy Qubix from major landmarks of Pune are as follows:

 4-5 km from NH - 48 (Mumbai – Bengaluru Highway)	 1-2 km from Shivaji Chowk Metro Station	 10-11 km from Chinchwad Railway Station. 19-20 km from Pune Railway Station	 25-26 km from Pune International Airport	 15-16 km from CBD
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The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

11.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2028
Current Effective Rent	INR/sq. ft./mth	47 ²¹
Achievable Market Rent	INR/sq. ft./mth	IT/ITeS SEZ office: 48
Parking Charges	INR/bay/mth	3,000
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Year	--
Other Financial Assumptions		
Cap Rate	%	8.25%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	--

11.5. Market Value

The market value of Embassy Qubix as on 31st March 2024 is as follows:

INR 9,521 Mn

(Indian Rupees Nine Thousand Five Hundred and Twenty-One Million Only)

²¹ Denotes the weighted average rentals for leased office/retail spaces plus other income.



EMBASSY OFFICE PARKS REIT

12. EMBASSY OXYGEN

12.1. Subject Property Description

Embassy Oxygen (hereinafter referred to as Subject Property) is a combination of Grade A IT/ITeS SEZ and IT/ITeS Non SEZ development, located at Plot No. – 7, Sector- 144, Noida, Uttar Pradesh, in close proximity to Noida Greater Noida Expressway, one of the established IT/ITeS SEZ office destination of Noida. The Subject Property is accessible via 24-meter-wide access road on the South and 45-meter-access road on the West (primary access road). The Subject Property is well connected to other parts of Noida & Delhi via Noida Greater Noida Expressway, DND Expressway & Aqua Line Metro. The Subject Property offers amenities like lift, water storage, firefighting systems, car parking, CCTV camera security, power backup, internet/wi-fi connectivity, intercom facility, maintenance staff, security personnel, visitors parking facility. Other facilities offered by the Subject Property includes landscaped greenspace, a recently revamped food court and a suite of tenant amenities (such as a sports zone, auditorium, café, fitness centre and day-care facilities) etc.

12.2. Statement of Assets

Embassy Oxygen is a combination of IT/ITeS SEZ and IT/ITeS Non SEZ development. The total leasable area is approximately 3.3 msf., which is fully operational.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	Tower 1, 2, 3, A, B, C, D, E, F and Food Court	3.3	IT/ITeS SEZ / Tower 1 - IT/ITeS Non SEZ	58%
Total		3.3	--	58%

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.
Note: Occupancy Certificate for Tower 1 has been received post the reporting date i.e. 31st March 2024.

12.3. Brief Description

The Subject Property is spread across a total land area of approximately 24.8 acres. The tenure of the underlying land of the Subject Property is leasehold with the lessee being New Okhla Industrial Development Authority (NOIDA). The remaining tenure of the land is approximately 73 years. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is largely regular in shape, levelled topography and bounded by compound wall.

Completed Blocks - Comprises of Tower 1, 2, 3, A, B, C, D, E, F and Food Court with a total leasable area of approximately 3.3 msf.









EMBASSY OFFICE PARKS REIT

Locational Advantage

The Subject Property is located in close proximity to Noida Greater Noida Expressway and forms part of the Noida Greater Noida Expressway micro market. This micro market is considered as the prominent office destination in the city on account of presence of IT/ITeS SEZ office clusters, residential developments, connectivity, and proximity to important hubs of NCR, etc.

The distances (approx.) to Oxygen Business Park from major landmarks of NCR are as follows:

					
~1.1 km from NGN Expressway	~1.5 km from Sector 143, Aqua Line Metro Station	17-18 km from Sector 18, Noida CBD	30-31 km from New Delhi Railway Station	30-31 km from Connaught Place	45-46 km from Indira Gandhi International Airport

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

12.4. Key Assumptions

Particulars	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2027
Current Effective Rent including parking charges	INR/sq. ft./mth	54 ²²
Achievable Market Rent including parking charges	INR/sq. ft./mth	48
Achievable Market Rent including parking charges (for Non SEZ converted area of new towers i.e Tower 1, 2, 3)	INR/sq. ft./mth	50
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Year	--
Other Financial Assumptions		
Cap Rate	%	8.25%
WACC (Complete/ Operational)	%	11.75%

12.5. Market Value

The market value of Embassy Oxygen as on 31st March 2024 is as follows:

INR 23,826 Mn

(Indian Rupees Twenty-Three Thousand Eight Hundred and Twenty - Six Million Only)

²² Denotes the weighted average rentals for leased office/food court spaces plus other income.



EMBASSY OFFICE PARKS REIT

13. EMBASSY GALAXY

13.1. Subject Property Description

Embassy Galaxy (hereinafter referred to as Subject Property) is a Grade A IT/ITeS development, located in A-44 & 45, Sector-62, Noida, Uttar Pradesh, which is an established office district of Noida. The Subject Property is accessible via 45-meter-wide internal road on the South. The Subject Property is well connected to other parts of Noida & Delhi via National Highway 24 & Blue Line of Delhi Metro (DMRC). Also, the Subject Property is located approximately 10 kms from Sector-18 which is the CBD of Noida. The Subject Property offers amenities like lift, water storage, firefighting systems, car parking, CCTV camera security, power backup, internet/wi-fi connectivity, intercom facility, maintenance staff, security personnel and visitors parking facility. The property offers range of amenities including a recently refurbished food court, cafes and few retail options.

13.2. Statement of Assets

Embassy Galaxy is an IT/ITeS development. The total leasable area is approximately 1.4 msf., which is fully Operational.

Components	Blocks	Leasable Area (msf.)	Usage Type	Occupancy
Completed Blocks	Tower A, B, C, D and E	1.4	IT/ITeS	97 %
Total		1.4	--	97 %

Source: Client Input, ^Rent Rolls as on 31st March 2024, Lease Deeds/Leave and License Agreements.

13.3. Brief Description

The Subject Property is spread across a total land area of approximately 9.9 acres. The tenure of the underlying land of the Subject Property is leasehold with the lessee being New Okhla Industrial Development Authority (NOIDA Authority). The remaining tenure of the land is approximately 71 years Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is regular in shape, levelled topography and bounded by compound wall.

Completed Blocks: Comprises of Tower A, B, C, D and E, with a Total Leasable Area of approximately 1.4 msf.



EMBASSY OFFICE PARKS REIT

Locational Advantage

The Subject Property is located in close proximity to National Highway 24 and forms part of the Noida Sector-62 micro market. This micro market is considered as the prominent office destination in the city on account of presence of IT/ITeS office clusters, residential developments, connectivity, and proximity to important hubs of NCR, etc.

The distances (approx.) to Galaxy Business Park from major landmarks of NCR are as follows:

01-02 kms from NH – 24 / Delhi - Meerut Expressway	01-02 kms from Noida Electronic City Metro Station	10-11 kms from Sector-18, CBD Noida	19-20 kms from Connaught Place	19-20 kms from New Delhi Railway Station	32-33 kms from Indira Gandhi International Airport

The map illustrating the location, infrastructure and nearby office developments is provided below:



(Map not to scale)



EMBASSY OFFICE PARKS REIT

13.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
Lease Completion of Completed Building	Year	FY 2025
Current Effective Rent including parking charges	INR/sq. ft./mth	44 ²⁴
Achievable Market Rent including parking charges	INR/sq. ft./mth	48
Development Assumptions		
Cost to Complete (for Under Construction/ Proposed Development)	INR Mn	--
Expected Completion Date	Year	--
Other Financial Assumptions		
Cap Rate	%	8%
WACC (Complete/ Operational)	%	11.75%
WACC (Under-construction/ Proposed Development)	%	--

13.5. Market Value

The market value of in Embassy Galaxy as on 31st March 2024 is as follows:

INR 9,894 Mn

(Indian Rupees Nine Thousand Eight Hundred and Ninety - Four Million Only)

²⁴ Denotes the weighted average rentals for leased office/food court spaces plus other income.



EMBASSY OFFICE PARKS REIT

14. HILTON - EMBASSY GOLFLINKS

14.1. Subject Property Description

Hilton at Embassy GolfLinks is an operational hospitality development as part of a large office park "Embassy GolfLinks Business Park" located along Intermediate Ring Road, Bengaluru, Karnataka.

14.2. Statement of Assets

Hilton at Embassy GolfLinks is an operational hospitality development spread across approximately 0.4 msf. having 247 Keys.

Components	Details
No. of Keys	247 Keys
Completed Area	0.4 msf

Source: Client Input .


14.3. Brief Description

Hilton, Embassy GolfLinks is an operational hospitality development spread across approximately 3.5 acres land parcel inside Embassy GolfLinks Business Park located along the Intermediate Ring Road, Bengaluru, Karnataka. The hospitality development is operated by Hilton, having 247 keys.

Locational Advantage

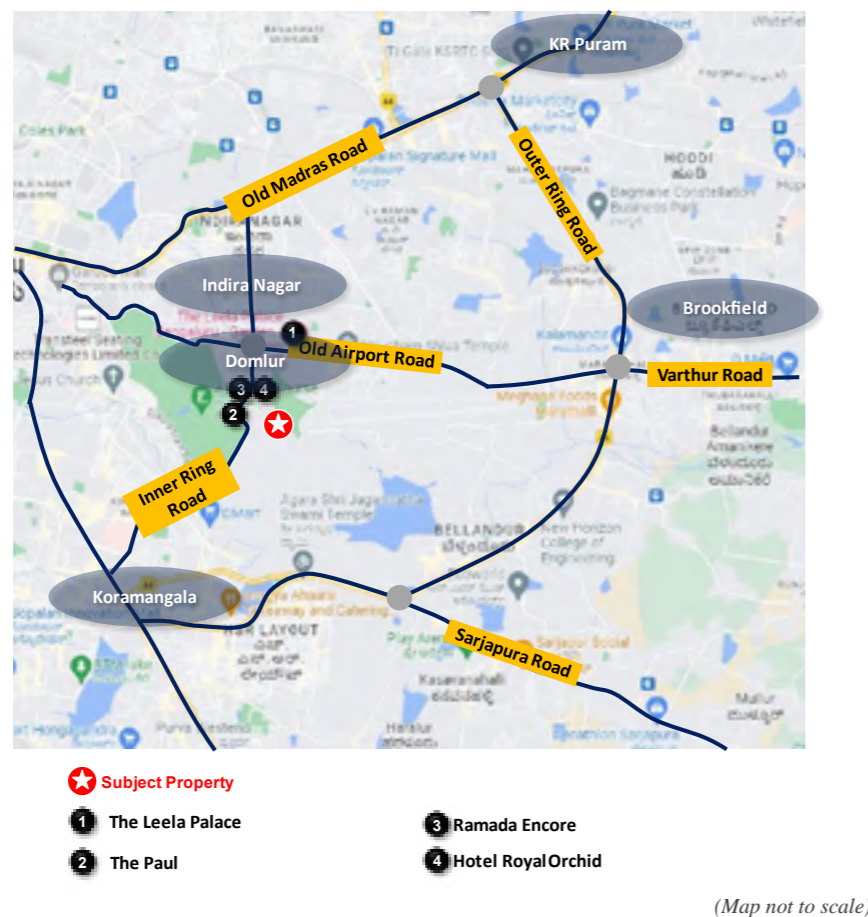
The subject property is located in close proximity to locations such as Indiranagar, Koramangala, etc. which are considered as established residential and commercial locations within the city enabling easy access. Some of the prominent hospitality developments in the subject micro market includes The Leela Palace, The Paul, Ramada Encore, Hotel Royal Orchid, etc.

The distances (approximately) to Hilton, Embassy GolfLinks from major landmarks of Bengaluru are as follows:

 6 - 7 km from Indira Nagar Metro Station	 9-10 km from KSR Bengaluru City Junction Railway Station	 36 - 37 km from Kempegowda International Airport
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The map illustrating the location, infrastructure and nearby hospitality developments is provided below:



14.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
ARR	1 Qtr, Year 1	11,000
Stabilized Occupancy	%	72%
Other Financial Assumptions		
Cap Rate	%	7.14% (Viz. an EV/EBITA multiple 14)
WACC (Complete/ Operational)	%	12.14%



14.5. Market Value

The market value of Hilton - Embassy GolfLinks as on 31st March 2024 is as follows:

INR 6,341 Mn

(Indian Rupees Six Thousand Three Hundred and Forty One Million Only)



EMBASSY OFFICE PARKS REIT

15. EMBASSY ENERGY

15.1. Subject Property Description

The subject property is a Solar Park, which is spread across villages like Ittigai, Mooregeri and Nellukudure, Bellary District, Karnataka. The subject property is accessible via State Highway – 45 (SH – 45) and enjoys good connectivity to neighbouring towns and villages.

The subject location is situated at a distance range of 305 - 310 km from Bengaluru City.

15.2. Statement of Assets

Embassy Energy is an operational solar park having installed capacity of 130MW DC and 100MW AC (Output Capacity), Capable of Generating 216 million Units (MU) at 19% Plant Load Factor.

Components	Details
Capacity (MW) (A)	130MW DC (100MW AC)
Plant Load Factor (B)	17.35%
Number of Hours in a Day (C)	24
Days in a Year (D)	365
Total Units Generated (KWH) – (A*B*C*D) *1,000	194 million Units (MU) in kWh in Year 1

Source: Inputs from Client

15.3. Brief Description

The subject property is an operational solar park spread over 465.8 acres of land area across the villages Ittigai, Mooregeri and Nellukudure in Bellary District, Karnataka. The Solar Park is owned by Embassy Energy Private Limited. The subject property is located at a distance of 305 – 310 km from Bengaluru City. The subject micro market is predominantly characterized by the presence of agriculture land parcels. A few solar parks are currently operational/proposed in the subject micro market are operated by prominent players such as ReNew Solar, Adani, etc.

Based on the review of the Power Purchase Agreement (PPA) executed between Embassy Energy and the power purchase for a period of approximately 25 years, it is understood that the solar park supplies electricity to the existing office parks / hotels of Embassy in Bengaluru. Additionally, as per the agreement, the purchasers of PPAs have agreed to purchase at least 85% of the contracted quantity ('minimum guaranteed offtake') each tariff year, commencing from the commercial operation date until the end of the term.







EMBASSY OFFICE PARKS REIT

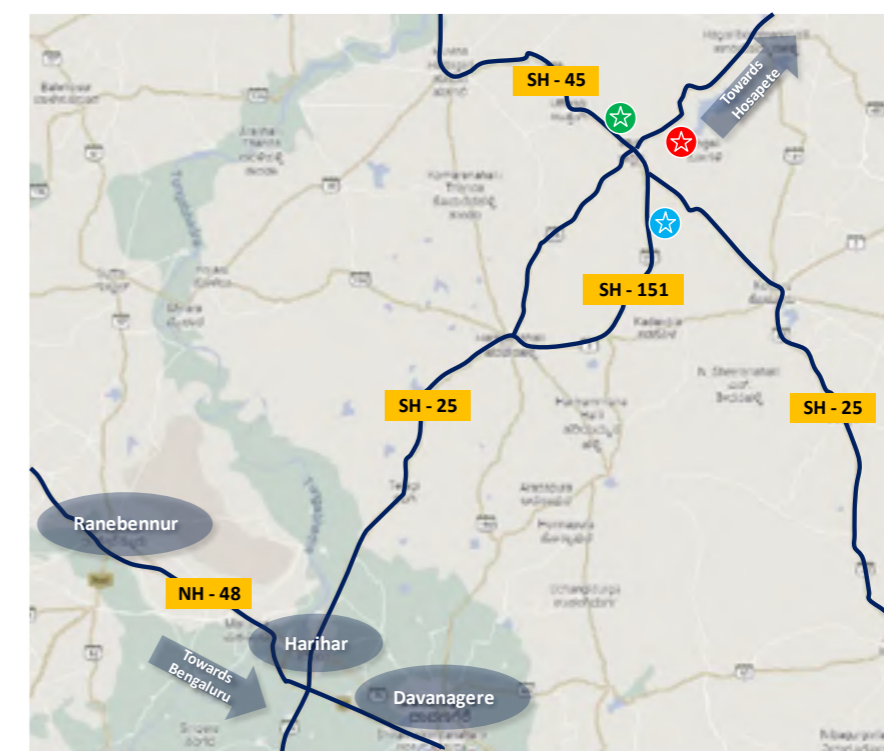
Locational Advantage

The subject property is accessible via State Highway 45 and enjoys good connectivity to neighbouring towns and villages. Bellary district is emerging as a prominent hub for renewable energy. The district stands third among all districts in Karnataka in terms of commissioned solar projects. Union Government has identified Bellary as one of the Renewable Economic Zone (REZ) in Karnataka.

The distances (approximately) to Ittigai, Mooregeri and Nellukudure, Bellary District from major landmarks are as follows:

 60 - 65 km from NH-48 (National Highway)	 115 - 120 km from Bellary Railway Station; 65 - 70 km from Davanagere Railway Station	 85 - 90 km from Jindal Vijaynagar Airport	 305 – 310 km from Bengaluru City
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The map illustrating the location of the subject property is provided below:



 Mooregeri  Nellukudure  Ittigi

(Map not to scale)



EMBASSY OFFICE PARKS REIT

15.4. Key Assumptions

Particular	Units	Information
Revenue Assumptions		
BESCOM Tariff – Commercial	INR per kWh	8.00
BESCOM Tariff – Industrial	INR per kWh	6.90
Blended Tariff	INR per kWh	7.80 ²⁵
Adopted Tariff	INR per kWh	7.80
Development Assumptions		
COD	Qtr, Year	FY 2018 ²⁶
Useful Life	Years	25 Years
Other Financial Assumptions		
WACC (Complete/ Operational)	%	11.75%

15.5. Market Value

The market value of Embassy Energy as on 31st March 2024 is as follows:

INR 7,813 Mn

(Indian Rupees Seven Thousand Eight Hundred and Thirteen Million Only)

²⁵ In proportion of the distribution between commercial and industrial category consumers
²⁶ 40% commenced operations on 23rd January 2018 and balance 60% on 28th February 2018

L. Anuradha MRICS
 (IBBI/RV/02/2022/14979)

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EMBASSY OFFICE PARKS REIT

I, L. Anuradha, the Valuer for the Subject Properties, hereby declare that:

- I am fully competent to undertake the valuation,
- I am independent and have prepared the report on a fair and unbiased basis, and
- I have valued the properties based on the valuation standards as specified under sub-regulation 10 of regulation 21 of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014.

Prepared By

(L. Anuradha) MRICS
 IBBI Registered Valuer (L&B)
 (IBBI/RV/02/2022/14979)

L. Anuradha MRICS
 (IBBI/RV/02/2022/14979)

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Key Terms & Definitions

Notes:

- All figures in this presentation are as of Mar 31, 2024 unless otherwise specified
- All figures corresponding to year denoted with "FY" are as of or for the one-year period ending (as may be relevant) March 31st of the respective year. Similarly, all figures corresponding to year denoted with "CY" are as of or for the one-year period ending (as may be relevant) March 31 of the respective year
- Some of the figures in this Presentation have been rounded-off to the nearest decimal for the ease of presentation
- All details included in the presentation considers 100% stake in GLSP. However, Embassy REIT owns 50% economic interest in GLSP SPV which owns Embassy GolfLinks property. Accordingly, its revenues are not consolidated into our Revenue from Operations. Also, Market Value or GAV reflects only Embassy REIT's 50% economic interest in GLSP
- Any reference to long-term leases or WALE (weighted average lease expiry) assumes successive renewals by occupiers at their option
- Gross Asset Value (GAV) considered per Mar'24, valuation undertaken by Ms. L Anuradha, in conjunction with Independent property consultant review services undertaken by C&W. Valuation exercise undertaken semi-annually
- Key Terms and Definitions:

- 4Q/Q4/Three Months ended – Quarter ending Mar'24
- ADR – Average Daily Rate (ADR) is a measure of the average rate charged for rooms sold and is calculated by dividing total rooms revenue for a period by the number of rooms sold during that period
- Annualised Rental Obligations – Defined as Gross Rentals multiplied by twelve (12)
- Average Occupancy – Commercial Offices - Occupied Area / Completed Area. Hotels - Occupied Rooms / Completed Rooms or Keys
- Base Rentals – Rental income contracted from the leasing of Completed Area; does not include fit-out & car parking income
- bn – Billions
- bps – Basis points
- BTS – Built to Suit
- BSE – BSE Limited
- CAM – Common Area Maintenance
- CP – Commercial Paper
- C&W – Cushman & Wakefield
- CAGR – Compounded Annual Growth Rate
- CBRE – CBRE South Asia Private Limited
- Completed Area – the Leasable Area of a property for which occupancy certificate has been received
- DPU – Distribution per unit
- EBITDA – Earnings/ (loss) before finance costs, depreciation, amortisation, impairment loss and income tax excluding share of profit of equity accounted investee
- Embassy TechVillage / ETV – Comprises of the legal entities Vikas Telecom Private Limited ('VTPL') and Sarla Infrastructure Private Limited ('SIPL')
- Embassy Group – refers to the Embassy Sponsor or its subsidiaries or limited liability partnerships
- Embassy REIT refers to Embassy Office Parks REIT
- EOPMSPL – Embassy Office Parks Management Services Private Limited
- FY – Period of 12 months ended March 31 of that particular year, unless otherwise stated
- GAV – Gross Asset Value
- GCC – Global Capability Centres
- GLSP – GolfLinks Software Park Private Limited
- Green Loan – Green loan refers to loans given by Multinational banks against Green Buildings (Gold or Platinum LEED certified). These loans are classified as Green Loans under the banks Green & Sustainable Finance Framework and comprises certifications received from Climate Bond initiatives
- GRESB – Formerly known as Global Real Estate Sustainability Benchmark
- Holdco – Refers to MPPL
- Investment Entity – Refers to GolfLinks Software Park Private Limited
- Leasable Area – Total square footage that can be occupied by an occupier for the purpose of determining an occupier's rental obligations. Leasable Area is the sum of Completed Area, Under Construction Area and Proposed Development Area

- LTM – Last twelve months
- Manager – Embassy Office Parks Management Services Private Limited
- MEP – Mechanical, Electrical and Plumbing
- mn – Millions
- MNC – Multinational Corporation
- msf – Million square feet
- MTM – Mark to Market
- Mumbai – Mumbai Metropolitan Region (MMR)
- MW – Mega-Watt
- NAV – Net Asset Value
- NCD – Non-Convertible Debentures
- NDCF refers to Net Distributable Cash Flows
- Net Debt – Gross Debt minus short term treasury investment and cash and cash equivalents
- NM – Not material
- NOI – Net Operating Income
- NR – Not Relevant
- NSE – The National Stock Exchange of India Limited
- NTM – Next twelve months
- OC – Occupancy certificate
- Occupancy / % Occupied / % Leased – Occupancy is defined as the ratio of the Occupied Area and the Completed Area
- Occupied Area – The Completed Area of a property which has been leased or rented out in accordance with an agreement entered into for the purpose and also includes Letter of Intent (LoI)
- ORR – Outer Ring Road
- OWC – Organic Waste Converter
- Proforma Debt Headroom – Proforma Debt Capacity (Maximum debt as per REIT Regulations) - Current Net Debt
- Portfolio – Together, the Portfolio Assets and the Portfolio Investment
- Proposed Development Area – The Leasable Area of a property for which the master plan for development has been obtained, internal development plans are yet to be finalised and applications for requisite approvals required under the law for commencement of construction are yet to be received
- QoQ – Quarter on quarter
- REIT Regulations – Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014
- Rents – Refers to Gross Rentals unless specified otherwise. Gross Rentals are defined as the sum of Base Rentals, fit-out and car parking income from Occupied Area for the month of Mar'24
- RevPAR – Revenue Per Available Room (RevPAR) is a hotel industry financial metric calculated by multiplying the Average Daily Rate by the percentage occupancy
- Re-leasing spread – Refers to the change in rent psf between new & expiring leases, expressed as a percentage
- ROFO – Right of First Offer
- sf / psf – Square feet / per square feet
- Sponsor(s) – Embassy Property Developments Private Limited and BRE / Mauritius Investments
- SPV – Special purpose vehicles, as defined in Regulation 2(I)(zs) of the REIT Regulations, in this case being UPPL, EEPL, IENMPL, VCPPL, ETPL, QBPL, QBPPL, OBPPL, VTPL, SIPL, EPTPL, GSPL and ECPL
- TEV – Total Enterprise Value
- Under Construction / U/C Area – Leasable Area for which internal development plans have been finalized and requisite approvals as required under law for the commencement of construction have been applied for, construction has commenced, and the occupancy certificate is yet to be received
- Units – An undivided beneficial interest in the Embassy REIT, and such units together represent the entire beneficial interest in the Embassy REIT
- WALE – Weighted Average Lease Expiry (weighted according to facility rentals excluding impact of Ind-AS adjustments) assuming that each occupier exercises the right to renew for future terms after expiry of initial commitment period
- WIP – Work-in-progress
- Years – Refers to fiscal years unless specified otherwise
- YoY – Year on year
- YTD – Year to date

Disclaimer

This report is prepared for Unitholders pursuant to the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, and issued by Embassy Office Parks Management Services Private Limited (the "Manager") in its capacity as the Manager of the Embassy Office Parks REIT ("EmbassyREIT"), for general information purposes only, without regards to the specific objectives, financial situation or requirements of any person. This report should not be construed as legal, tax, investment, or other advice.

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Unless otherwise stated in this report, the information contained herein is based on management information and estimates. The information contained herein is only current as of the date specified herein, has not been independently verified and may be subject to change without notice, including based on the impact of COVID-19 on us, our occupiers and the Indian and global economies. Please note that past performance is not indicative of future results. This report contains forward-looking statements and projections based on the currently held beliefs, opinions, and assumptions of the Manager. Forward-looking statements and projections involve known and unknown risks, uncertainties and other factors, which may cause the actual results, financial condition, performance, or achievements of the Embassy REIT or industry results, to differ materially from the results, financial condition, performance or achievements expressed or implied by such forward-looking statements or projections. Given these risks, uncertainties, and other factors, including the impact of COVID-19 on us, our occupiers and the Indian and global economies, Unitholders are cautioned not to place undue reliance on these forwardlooking statements or projections. The Manager disclaims any obligation to update these forwardlooking statements or projections to reflect future events or developments or the impact of events which cannot currently be ascertained, such as COVID-19. In addition to statements which are forward-looking by reason of context, the words 'may', 'will', 'should', 'expects', 'plans', 'intends', 'anticipates', 'believes', 'estimates', 'predicts', 'potential' or 'continue' and similar

expressions identify forwardlooking statements. Such forward-looking statements and projections are not indicative or guarantees of future performance. Any forward-looking statements, projections and industry data included in this report are for information only and the Manager assumes no responsibility to publicly amend, modify or revise any forward-looking statements or projections, based on any subsequent development, information or events, or otherwise.

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Principal Place of Business

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Tel: +91 8069354857



6TH ANNUAL MEETING OF _____ EMBASSY OFFICE PARKS REIT





EMBASSY OFFICE PARKS REIT

(A Real Estate Investment Trust registered with the Securities and Exchange Board of India with registration no. IN/REIT/17-18/0001)

Principal place of business: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560032
Tel #: +91 80 69354857

Compliance Officer: Ms. Viniitha Menon

E-mail: secretarial@embassyofficeparks.com; Website: www.embassyofficeparks.com

NOTICE OF SIXTH ANNUAL MEETING

NOTICE IS HEREBY GIVEN THAT THE SIXTH ANNUAL MEETING (“AM”) OF THE UNITHOLDERS OF EMBASSY OFFICE PARKS REIT (“EMBASSY REIT”) WILL BE HELD ON THURSDAY, JUNE 27, 2024, AT 1100 HRS IST AT GRAND BALLROOM, FOUR SEASONS HOTEL, EMBASSY ONE, NO.8 BELLARY ROAD, GANGANAGAR, BANGALORE - 560063, TO TRANSACT THE FOLLOWING BUSINESSES. UNITHOLDERS MAY ALSO PARTICIPATE THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”).

ORDINARY BUSINESS

ITEM NO. 1: TO CONSIDER, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF EMBASSY REIT FOR THE YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORT OF THE AUDITOR THEREON AND THE ANNUAL REPORT ON PERFORMANCE OF EMBASSY REIT.

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to Regulation 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Embassy Office Parks Management Services Private Limited, Manager to Embassy REIT (“**Manager**”), the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of Embassy Office Parks REIT (“**Embassy REIT**”) for the year ended March 31, 2024, together with the Report of the Auditor and the annual report on the performance of Embassy REIT, be and are hereby approved and adopted.

RESOLVED FURTHER THAT the Board of Directors of the Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Embassy REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings as may be deemed necessary to give effect to the above resolution, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of Embassy REIT, as it may deem fit.”

ITEM NO. 2: TO CONSIDER, APPROVE AND ADOPT THE VALUATION REPORT ISSUED BY MS. L ANURADHA, MRICS, INDEPENDENT VALUER FOR THE VALUATION OF EMBASSY REIT’S PORTFOLIO AS AT MARCH 31, 2024.

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(iii) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to Regulation 21 and 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Embassy Office Parks Management Services Private Limited, Manager to Embassy REIT (“**Manager**”), the Valuation Report of Embassy Office Parks REIT (“**Embassy REIT**”) issued by Ms. L Anuradha, MRICS, Independent Valuer with registration number IBBI/RV/02/2022/14979, with the independent property consultant review services provided by Cushman & Wakefield (India) Private Limited, for the valuation of Embassy REIT’s portfolio as at March 31, 2024, be and are hereby approved and adopted.

RESOLVED FURTHER THAT the Board of Directors of the Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Embassy REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings as may be deemed necessary to give effect to the above resolution, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of Embassy REIT, as it may deem fit.”

ITEM NO. 3: TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF AND FEES PAYABLE TO S. R. BATLIBOI & ASSOCIATES LLP, AS THE STATUTORY AUDITORS OF EMBASSY REIT FOR A SECOND TERM OF FIVE YEARS FOR THE FINANCIAL YEARS 2024-25 TO 2028-29.

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(ii) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“**RESOLVED THAT** pursuant to Regulations 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (“**REIT Regulations**”), and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Embassy Office Parks Management Services Private Limited, Manager to Embassy REIT (“**Manager**”), the Unitholders hereby approve the re-appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditors of Embassy Office Parks REIT (“**Embassy REIT**”) for the second consecutive term of five years in terms of the REIT Regulations for the Financial Years 2024-2025 to 2028-2029 on such terms and conditions, including fees, as may be mutually decided between the Statutory Auditors and the Board of Directors of the Manager.

RESOLVED FURTHER THAT the Board of Directors of the Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Embassy REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such letters and other writings as may be deemed necessary to give effect to the above resolutions, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of Embassy REIT, as it may deem fit.”

For and on behalf of **Embassy Office Parks REIT** acting through the Manager, **Embassy Office Parks Management Services Private Limited**

Sd/-

Vinitha Menon

Company Secretary and Compliance Officer
A25036

Date: June 03, 2024

Place: Bengaluru

NOTES:

1. Pursuant to the Chapter 9 of the SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024 (“Circular”), issued by the Securities and Exchange Board of India REITs are allowed to hold the AM through OAVM, without the physical presence of Unitholders at a common venue. In order to enable the unitholders to avail the benefit of physical participation, Embassy REIT shall be conducting the meeting through physical presence at the venue of the AM and also through Video Conferencing Mode (“VC”) / Other Audio-Visual Mode (“OAVM”) in compliance with the Circular. Remote e-voting facility shall also be provided prior to the physical meeting and on the day of the meeting for Unitholders to vote electronically.
2. Unitholders (such as companies or body corporates) are entitled to appoint authorized representatives to attend the AM through VC/ OAVM or in person and participate there at and cast their votes through . Proxy forms can be submitted in case of physical attendance but the same shall not be applicable in case of participating by electronic means.
3. **A UNITHOLDER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE AM IN CASE OF PHYSICAL PARTICIPATION, AND SUCH PROXY NEED NOT BE A UNITHOLDER OF EMBASSY REIT**
4. The Instrument appointing a proxy, must be deposited with Embassy REIT at WeWork Unit No:106, Embassy One, Pinnacle, Ground Floor, No. 8, Bellary Road, Dena Bank Colony, Ganganagar, Bengaluru - 560032, Karnataka, not less than 48 hours prior to the convening of the AM.
5. Unitholders who have already cast their votes by remote e-voting are eligible to attend the AM. However, such Unitholders are not entitled to cast their vote again in the AM. A Unitholder can opt to vote only on a single mode in the meeting, i.e., through remote e-voting or voting at the AM. In case a Unitholder casts votes by both the modes then voting done through remote e-voting facility shall prevail and voting at the AM shall not be considered.
6. Explanatory statement setting out material facts, relating to businesses to be transacted at the AM is provided under **Annexure A**. The proxy form is enclosed with this Notice.
7. Pursuant to the SEBI Circulars, the Notice of the AM along with the Annual Report for the year ended 2023-24 is being sent in electronic form only to those Unitholders whose email addresses are registered with the Registrar and Share Transfer Agent of Embassy REIT / Depositories. The Notice calling the AM has been uploaded on the website of Embassy REIT at <https://www.embassyofficeparks.com/investors/regulatory-filings/> The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited (“BSE”) and The National Stock Exchange of India Limited (“NSE”) at www.bseindia.com and www.nseindia.com respectively and the AM Notice is also available on the website of National Securities Depository Limited (“NSDL”) (agency for providing the Remote e-voting facility) i.e. <https://www.evoting.nsdl.com/>
8. With regard to Item No.1 of this Notice, the Unitholders are requested to download the Annual Audited Standalone and Consolidated Financial Statements of Embassy REIT (prepared under Indian Accounting Standard “Ind AS”) for the year ended March 31, 2024 and the reports of the Auditor thereon, from the website of Embassy REIT using the link <https://www.embassyofficeparks.com/investors/financial-results/> or may write to Embassy Office Parks Management Services Private Limited (“Manager”) to Embassy REIT at the Email ID: secretarial@embassyofficeparks.com for the electronic copy of the aforementioned financial statements.
9. The Valuation Report dated May 30, 2024 issued by Ms. L Anuradha, MRICS, Independent Valuer of Embassy REIT, with the independent property consultant review report provided by Cushman & Wakefield (India) Private Limited, for the valuation of Embassy REIT’s portfolio as on March 31, 2024 is available on Embassy REIT’s website at: <https://www.embassyofficeparks.com/investors/regulatory-filings/>
10. 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 secretarial@embassyofficeparks.com. The Unitholders can also request copies of the same by sending the request to the corporate office of Embassy REIT on all working days (i.e. all days except Saturdays, Sundays and public holidays) between 11.00 a.m. and 5.00 p.m. up to the date of the AM (i.e., June 27, 2024) accompanying the necessary details mentioned above.



11. The manner of voting on the proposed resolutions is restricted only to voting through electronic means (“e-voting”).
12. The Manager, on behalf of Embassy REIT, has engaged the services of NSDL for the purpose of providing remote e-voting facility to the Unitholders. The Unitholders as on the cut-off date, Thursday, June 20, 2024 (“**the Cut-Off Date**”) can exercise their right to vote by electronic voting systems from a place other than venue of the AM (“**Remote e-voting**”) on any or all of the items of business specified in the AM Notice. The remote e-voting period commences at **0900 Hrs IST on Saturday, June 22, 2024** and ends at **1700 Hrs IST on Wednesday, June 26, 2024**. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled by National Securities Depository Limited upon expiry of the aforesaid period. The e-voting facility shall also be provided on the day of the AM for Unitholders who have not cast their vote through Remote e-voting. Details of the process and manner of Remote e-voting along with the User ID and Password is provided under **Annexure B**.
13. The route map for reaching the AM venue along with a prominent landmark is provided under **Annexure C**.
14. Unitholders may note that in accordance with Chapter 9 of the Circular, only the Unitholders whose email IDs are updated with the depository would be able to cast their vote through remote e-voting facility. Unitholders whose email IDs are not registered are therefore requested to update their email ID with their depository in order to cast vote through remote e-voting facility or contact the registrar and transfer agent.
15. Any person who acquires Units of Embassy REIT and becomes a Unitholder of Embassy REIT after the dispatch of the Notice, and holds Units as on the Cut-Off Date, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in or contact KFin Technologies Limited (“**KFintech**”) at +91 40 79615205.
16. Once the vote on a resolution is cast by the Unitholder, the Unitholder shall not be allowed to change it subsequently and the remote e-voting module shall be disabled by NSDL for voting thereafter. A person who is not a Unitholder as on the Cut-off Date will not be entitled to vote and should treat this AM Notice for information purpose only .
17. Unitholders on the day of the AM shall login through their user ID and password on the e-voting website of NSDL. The link shall be available in the Unitholder login where the EVEN of Embassy REIT 128694 will be displayed. On clicking the link, the Member will be able to view the webcasting of the AM Proceedings. The VC facility will be available on Thursday, June 27, 2024 from 1030 Hrs IST onwards till the conclusion of the AM.
18. The Unitholders will be able to view the proceedings of AM on NSDL’s e-voting website at <https://www.evoting.nsdl.com> and on Embassy REIT’s website at <https://www.embassyofficeparks.com/investors/events-unitholder-meetings/>
19. Unitholders are requested to address all correspondence, including distribution matters, to the Registrar and Transfer Agent, KFin Technologies Limited at distribution.reit@embassyofficeparks.com
20. SEBI has mandated the submission of Permanent Account Number (“**PAN**”) by every participant in the securities market. Unitholders are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
21. The Chairman shall, at the end of the AM, allow voting on the resolutions by use of e-voting system for all those Unitholders who are present during the AM in person or through VC/OAVM but have not cast their votes by availing the e-voting facility available at the venue or remote e-voting facility.
22. The Board of Directors of the Manager have appointed Ms. Rupal D Jhaveri (M. No: F5441; CP No: 4225), a Company Secretary in Practice, as the Scrutinizer to scrutinize the evoting process in a fair and transparent manner.
23. The Scrutinizer shall immediately after scrutinizing the votes cast by remote e-voting and e-voting at the venue, make a Scrutinizer’s Report of the votes cast in favour or against, if any, and submit the same forthwith to the Chairperson of the Board of Directors of the Manager or a person authorized by him/her in writing, who shall countersign the same
24. The results of the voting along with Scrutinizer’s Report(s) will be available on the website of Embassy REIT (<https://www.embassyofficeparks.com/investors/regulatory-filings/>) and on NSDL’s website (<https://www.evoting.nsdl.com>) within two (2) working days of passing of the resolutions and communication of the same to BSE Limited and the National Stock Exchange of India Limited.
25. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AM i.e. Thursday, June 27, 2024.

26. In case of joint holders attending the AM, only such joint holder who is higher in the order of names will be entitled to vote at the AM.
27. Unitholders attending the meeting in person or through VC or OAVM shall be counted for the purpose of reckoning the quorum.
28. Those Unitholders who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their Depository Participants to enable servicing of notices/ documents/Annual Reports and other communications electronically to their e-mail address in future.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS:

As the AM is being conducted through VC / OAVM and physically, for the smooth conduct of proceedings of the AM, Unitholders are encouraged to express their views/ send their queries in advance, mentioning their Name, Demat Account Number, E-mail Id and Mobile Number to secretarial@embassyofficeparks.com. Only questions / queries received by Embassy REIT on or before 1200 Hrs IST on June 25, 2024 shall be considered and responded to during the AM.

Unitholders shall also be allowed to pose questions during the AM, by filling in a form on the day of the AM, at the venue of the AM.

For any queries in relation to attending the AM through video conferencing, Unitholders may write an email to secretarial@embassyofficeparks.com.

Annexure A

EXPLANATORY STATEMENT



ITEM NO:1

The Board of Directors of the Manager at its meeting held on April 25, 2024, have approved the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of Embassy REIT as at and for the year ended March 31, 2024 together with the Report of the Auditor. The Board of Directors of the Manager by way of a resolution passed through circulation on June 03, 2024 has approved the Annual Report on the performance of Embassy REIT. All these documents have been recommended to the Unitholders of Embassy REIT, for their approval and adoption.

Pursuant to Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, including any applicable circulars, notifications, guidelines and clarifications issued thereunder, each as amended from time to time (the **"REIT Regulations"**), the latest annual accounts and Annual Report on performance of Embassy REIT are required to be received, approved and adopted by the Unitholders in accordance with the REIT Regulations.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Key Managerial Personnel or Directors of Axis Trustee Services Limited (the **"Trustee"**) are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 1 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO:2

The Board of Directors of the Manager at its meeting held on April 25, 2024, took on record the Summary Valuation Report, dated April 22, 2024, issued by Ms. L Anuradha, MRICS, Independent Valuer with registration number IBBI/RV/02/2022/14979 along with the independent property consultant review report dated April 23, 2024 provided by Cushman & Wakefield (India) Private Limited, for the valuation of the portfolio as at March 31, 2024.

Further a detailed valuation report dated May 30, 2024 was issued by Ms. L Anuradha, MRICS, Independent Valuer, with the independent property consultant review services provided by Cushman & Wakefield (India) Private Limited. The Board of Directors of the Manager by way of a resolution passed through circulation on June 03, 2024, took on record the detailed valuation report. The detailed valuation report has been

recommended to the Unitholders of Embassy REIT, for their approval and adoption.

Pursuant to Regulation 22(4)(a)(iii) of the REIT Regulations, the latest Valuation Report is required to be received, considered, approved and adopted by the Unitholders of Embassy REIT in accordance with the REIT Regulations.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 2 by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO:3

The REIT Regulations require a REIT to appoint an individual or a firm as the auditor conduct audit of the accounts of the REIT and who shall hold office from the date of conclusion of the annual meeting in which the auditor has been appointed till the date of conclusion of the sixth annual meeting of the unitholders. Regulation 10(6A) of the REIT Regulations, inter alia, provides that Manager of a REIT may appoint an audit firm as the auditor for two terms of five consecutive years.

The Unitholders of Embassy REIT at their Annual Meeting held on July 25, 2019 had approved the appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditors of Embassy REIT for a term of five years commencing from the financial year 2019-20.

Since S.R. Batliboi & Associates LLP, (ICAI Firm Registration No: 101049W/E300004), have completed their first term as the Statutory Auditors of Embassy REIT, the Unitholders based on the recommendation of the Board of Directors of the Manager, are requested to approve the re-appointment of S.R. Batliboi & Associates LLP, (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditors of Embassy REIT, for the second consecutive term of five years commencing from the Financial Years 2024-25 to 2028-29.

The Board of Directors of the Manager at its meeting held on April 25, 2024, in consultation with Axis Trustee Services Limited, approved the re-appointment of S.R. Batliboi & Associates LLP, (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditors

of Embassy REIT, for the second consecutive term of five years commencing from the Financial Years 2024-25 to 2028-29, and has recommended the same to the Unitholders of Embassy REIT, for their approval.

A brief profile of S.R. Batliboi & Associates LLP is set out below:

S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) is a limited liability partnership firm of Chartered Accountants, registered with the Institute of Chartered Accountants of India and having its registered office at 22, Camac Street, Block B, 3rd Floor, Kolkata - 700016 .

S.R. Batliboi & Associates LLP have consented to their re-appointment as the Statutory Auditors of Embassy REIT and have confirmed that they are not disqualified to be re-appointed as the Statutory Auditors in terms of the provisions of REIT Regulations.

Pursuant to Regulation 22(4)(a)(ii) of the REIT Regulations, the appointment of auditor is required to be approved by the Unitholders of Embassy REIT.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 3 by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

Annexure B

Details of the process and manner of Remote e-voting and e-voting at the venue

How do I vote electronically using NSDL e-voting system?

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-voting system

A) Login method for e-voting and joining virtual meeting for individual unitholders holding securities in demat mode.

Individual unitholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for Individual unitholders holding securities in demat mode is given below:

Type of Unitholders	Type of Unitholders
Individual Unitholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Unitholders can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Type of Unitholders	Type of Unitholders
Individual Unitholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Unitholders who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-voting page without any further authentication. The Unitholders to login through Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on “Login” icon & New System Myeasi Tab and then type your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see the e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly. If the Unitholder is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. <ol style="list-style-type: none"> Alternatively, the Unitholder can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending an OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Unitholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining the AM and voting during the AM.

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

Helpdesk for Individual Unitholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Unitholders holding securities in demat mode with NSDL	Unitholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
Individual Unitholders holding securities in demat mode with CDSL	Unitholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-voting and joining virtual meeting for Unitholders other than Individual Unitholders holding securities in demat mode and Unitholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Unitholders/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding units i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Unitholders who hold units in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Unitholders who hold units in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.

5. Password details for unitholders other than Individual unitholders are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for units held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - ii) If your email ID is not registered, please follow steps mentioned below in **process for those unitholders whose email IDs are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password**”(If you are holding units in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) If you are still unable to get the password, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - c) Unitholders can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on the “Login” button.
9. After you click on the “Login” button, Home page of e-voting will open.

Step 2: Cast your vote electronically and join Annual Meeting on NSDL e-voting system. How to cast your vote electronically and join Annual Meeting on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding units and whose voting cycle and Annual Meeting is in active status.
2. Select "EVEN" of Embassy Office Parks REIT 128694 for which you wish to cast your vote during the remote e-voting period and casting your vote during the Annual Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Annual Meeting".
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of units for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Unitholders

1. Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rupal@csrdj.com with a copy marked to evoting@nsdl.co.in.

Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Please note that login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Unitholders and e-voting user manual for Unitholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in.

Process for those Unitholders whose Email ID is not registered with the depositories for procuring User ID and password and registration of Email ID for e-voting for the resolutions set out in this Notice:

1. Please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to evoting@nsdl.co.in.
2. Alternatively Unitholders may send a request to evoting@nsdl.co.in for procuring User ID and password for e-voting by providing above mentioned documents.
3. Individual Unitholders holding Units in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

INSTRUCTIONS FOR UNITHOLDERS FOR e-voting ON THE DAY OF THE AM ARE SET OUT BELOW:

1. The procedure for e-voting on the day of the AM is same as the instructions mentioned above for remote e-voting.
2. Only those Unitholders who will be present in the AM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AM.
3. Unitholders who have voted through remote e-voting will be eligible to attend the AM. However, they will not be eligible to vote at the AM.

The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AM shall be the same person mentioned for Remote e-voting .
- 4.

INSTRUCTIONS FOR UNITHOLDERS FOR ATTENDING THE AM THROUGH VC/OAVM ARE AS UNDER:

1. As per SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024, the facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed until the expiry of 15 minutes after such scheduled time.
2. Unitholders will be provided with a facility to attend the AM through VC/OAVM through the NSDL e-voting system. Unitholders may access by following the steps mentioned above for **Access to NSDL e-voting system**. After successful login, you can see link of "VC/OAVM link" placed under "Join Annual meeting" menu against company name. You are requested to click on VC/OAVM link placed under **"Join General Meeting"** menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Embassy REIT 128694 will be displayed. Please note that the Unitholders who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
3. Unitholders are encouraged to join the Meeting through laptops for better experience.
4. Further Unitholders will be required to allow camera access and use internet with a good speed to avoid any disturbance during the meeting.
5. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

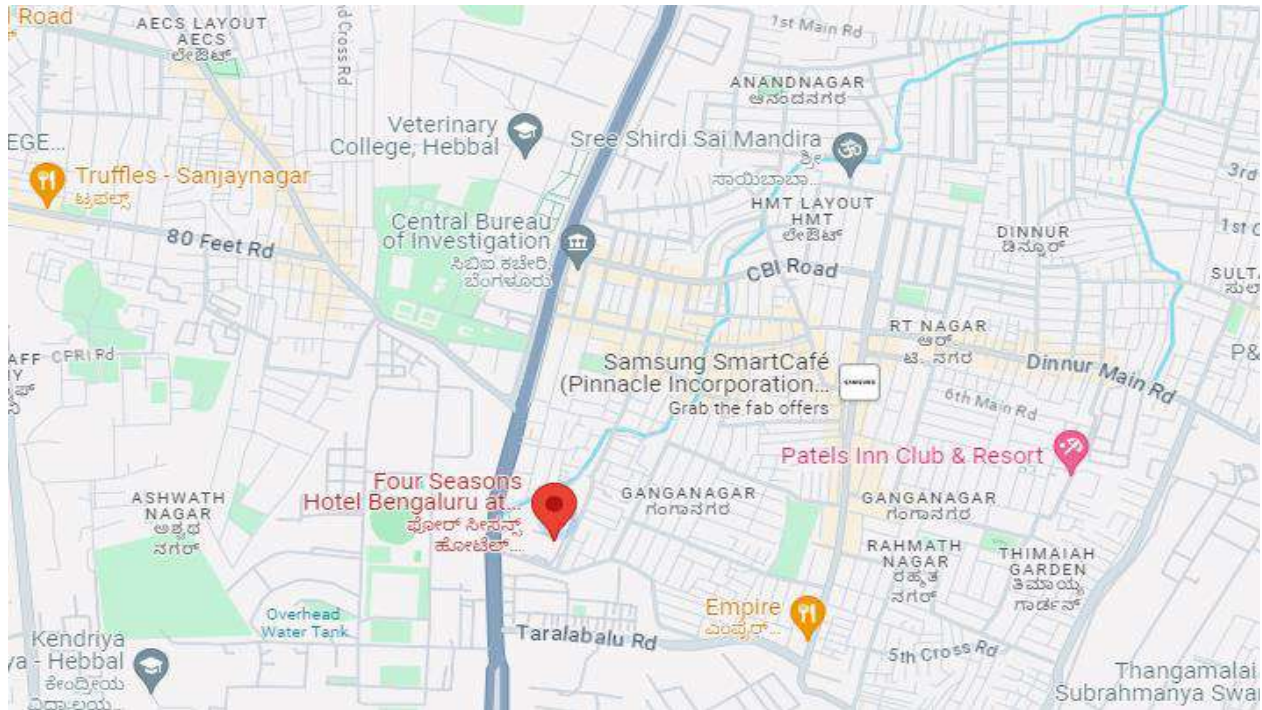
INFORMATION AT A GLANCE

Particulars	Details
Time and date of AM	1100 Hrs IST, Thursday, June 27, 2024
Mode	Physical and through video conference / other audio-visual means
Helpline number for VC participation	1800 1020 990
Cut-off date for e-voting	Thursday, June 20, 2024
E-voting start time and date	0900 Hrs IST on Saturday, June 22, 2024
E-voting end time and date	1700 Hrs IST on Wednesday, June 26, 2024
E-voting website of NSDL	https://evoting.nsdl.com .
Name, address and contact details of Registrar and Transfer Agent	Mr. Suresh Babu D Kfin Technologies Limited, Selenium, Tower B, Plot No. 31-32, Financial District, Nanakramguda Hyderabad, Telangana, India 500 032. +91 40 79615205 suresh.d@kfintech.com
Name, address and contact details of evoting services provider	National Securities and Depository Limited Amit Vishal Assistant Vice President Pallavi Mhatre Senior Manager National Securities Depository Limited, Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013, India Email id : evoting@nsdl.co.in; Contact number: 022 - 48867000 / 022 - 24997000

Annexure C

ROUTE MAP FOR ANNUAL MEETING VENUE

Venue: Grand Ballroom, Four Seasons Hotel, Embassy One, No.8, Bellary Road, Ganganagar, Bangalore - 560063



Landmark: Next to HMT Bhavan



Attendance Slip

(To be presented at the entrance)

EMBASSY OFFICE PARKS REIT

Principal place of business: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road,
Ganganagar, Bengaluru, Karnataka - 560032
SEBI Reg. No. IN/REIT/17-18/0001
Sixth Annual Meeting, Thursday, June 27, 2024

Registered Folio No./ DP ID No. / Client ID No.

Name of the Unitholder

Name of the Proxy holder

Number of units held

I hereby record my presence at the SIXTH ANNUAL MEETING of Embassy Office Parks REIT on Thursday, June 27, 2024 at Grand Ballroom, Four Seasons Hotel, Embassy One, No.8 Bellary Road, Ganganagar, Bangalore - 560063 at 1100 Hrs IST.

.....
Signature of the Unitholder /Jointholder / Proxy

Notes:

Only Unitholder / Proxyholder can attend the meeting.





Proxy Form

EMBASSY OFFICE PARKS REIT

Principal place of business: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560032

SEBI Reg. No. IN/REIT/17-18/0001

Name of the Unitholder(s):
Registered address:
E-mail ID:
Folio no/Client ID: DP ID:

I/We, being the Unitholder(s) of Units of the Embassy Office Parks REIT, hereby appoint:

1. Name having e-mail Id

Address or failing him /her

2. Name having e-mail Id

Address or failing him /her

3. Name having e-mail Id

Address or failing him /her

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Sixth Annual Meeting of Embassy Office Parks REIT on **Thursday, June 27, 2024 at Grand Ballroom, Four Seasons Hotel, Embassy One, No.8 Bellary Road, Ganganagar, Bangalore - 560063 at 1100 Hrs IST** and at any adjournment thereof in respect of such resolutions as are indicated below:

**I wish my above Proxy to vote in the manner as indicated in the box below:

Sl. No	Resolutions	For	Against
1.	TO CONSIDER, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF EMBASSY REIT FOR THE YEAR ENDED MARCH 31, 2024, TOGETHER WITH THE REPORT OF THE AUDITOR THEREON AND THE ANNUAL REPORT ON PERFORMANCE OF EMBASSY REIT		
2.	TO CONSIDER, APPROVE AND ADOPT THE VALUATION REPORT ISSUED BY MS. L ANURADHA, MRICS, INDEPENDENT VALUER FOR THE VALUATION OF EMBASSY REIT'S PORTFOLIO AS AT MARCH 31, 2024		
3.	TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF AND FEES PAYABLE TO S. R. BATLIBOI & ASSOCIATES LLP, AS THE STATUTORY AUDITORS OF EMBASSY REIT FOR A SECOND TERM OF FIVE YEARS FOR THE FINANCIAL YEARS 2024-25 TO 2028-29		

Signed this day of 2024

Signature of Unitholder

Signature of First Proxy holder

Signature of Second Proxy holder

Signature of Third Proxy holder

Affix Revenue Stamp

Notes:

- This form of proxy in order to be effective should be duly completed and deposited at the corporate office of Embassy REIT not less than 48 hours before the commencement of the meeting.
- A Proxy need not be a Unitholder of Embassy REIT.
- Please note that appointment of a proxy is only optional. Please put an 'X' in the appropriate column against the resolutions indicated in the Box.
If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Appointing a proxy does not prevent a Unitholder from attending the meeting in person if he/she so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



EMBASSY OFFICE PARKS

DETAILED VALUATION REPORT**Issued To:**

Embassy Office Parks Management Services Private Limited in its capacity as Manager of The Embassy Office Parks REIT

EMBASSY MANYATA, BENGALURU

EMBASSY TECHVILLAGE, BENGALURU

EMBASSY GOLFLINKS, BENGALURU

EMBASSY ONE, BENGALURU

EMBASSY BUSINESS HUB, BENGALURU

EXPRESS TOWERS, MUMBAI

EMBASSY 247, MUMBAI

FIRST INTERNATIONAL FINANCE CENTRE (FIFC), MUMBAI

EMBASSY TECHZONE, PUNE

EMBASSY QUADRON, PUNE

EMBASSY QUBIX, PUNE

EMBASSY OXYGEN, NOIDA

EMBASSY GALAXY, NOIDA

HILTON EMBASSY GOLFLINKS, BENGALURU

EMBASSY ENERGY, BELLARY DISTRICT, KARNATAKA

DATE OF VALUATION: 31st March, 2024

DATE OF REPORT: 30th May, 2024

Valuer pursuant to the requirements under the SEBI (REIT) Regulations, 2014: L. Anuradha



DISCLAIMER

This report is prepared exclusively for the benefit and use of Embassy Office Parks Management Services Private Limited (“Embassy Office Parks REIT”) (the “Recipient” or the “Company” or “Instructing Party”) and / or its associates and/or affiliates and for, presentations, research reports, publicity materials, press releases, submission to the stock exchanges or any other regulatory authority or any notice or communication to the unitholders for the valuation of assets forming part of the portfolio of Embassy Office Parks REIT. Embassy Office Parks REIT, a Real Estate Investment Trust under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended till date (“SEBI REIT Regulations”). The Company may share the report with its appointed advisors for any statutory or reporting requirements. Neither this report nor any of its contents may be used for any other purpose other than the purpose as agreed upon herein and in the Letter of Engagement (“LOE”) dated 31st July 2023 without the prior written consent of the Valuer.

The information in this report reflects prevailing conditions and the view of Valuer as of this date, all of which are, accordingly, subject to change. In preparation of this report, the accuracy and completeness of information shared by the REIT has been relied upon and assumed, without independent verification, while applying reasonable professional judgment by the Valuer.

This report has been prepared upon the express understanding that it will be used only for the purposes set out in the LOE dated 31st July 2023 and set out herein. The Valuer is under no obligation to provide the Recipient with access to any additional information with respect to this report unless required by any prevailing law, rule, statute, or regulation.

This report should not be deemed an indication of the state of affairs of the real estate financing industry nor shall it constitute an indication that there has been no change in the business or state of affairs of the industry since the date of preparation of this document.



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A. INSTRUCTIONS

1. Instructions Party

Embassy Office Parks Management Services Private Limited (hereinafter referred to as “the Instructing Party” or “the Client”), in its capacity as the Manager of the Embassy REIT, has appointed Ms. L.Anuradha, MRICS, registered as a valuer with the Insolvency and Bankruptcy Board of India (IBBI) for the asset class Land and Building under the provisions of the Companies (Registered Valuers and Valuation) Rules, 2017 (hereinafter referred as the “Valuer”), in order to undertake the valuation of commercial office real estate assets located across Bengaluru, Pune, Mumbai & Noida as well as affiliated facilities including a solar park, retail spaces and hotels (together herein referred as subject properties across the report).

C&WI has been instructed by the Client to be the “Value Assessment Service Provider for providing market intelligence to the Valuer (Ms. L. Anuradha, MRICS) and forecasting cash flows from the respective assets. The Valuer has utilized market intelligence provided by CWI and independently reviewed the cash flows to arrive at the Market Value of the respective assets as per the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014. The exercise has been carried out in accordance with the instructions (Caveats & Limitations) detailed in Part A (Section-15) of this report. The extent of professional liability towards the Client is also outlined within these instructions.

Details of the subject properties under the purview of this valuation exercise are tabulated below:

S. No.	Asset	Location
1	Embassy Manyata	Bengaluru
2	Embassy TechVillage	Bengaluru
3	Embassy GolfLinks	Bengaluru
4	Embassy One	Bengaluru
5	Embassy Business Hub	Bengaluru
6	Express Towers	Mumbai
7	Embassy 247	Mumbai
8	First International Financial Center (FIFC)	Mumbai
9	Embassy TechZone	Pune
10	Embassy Quadron	Pune
11	Embassy Qubix	Pune
12	Embassy Oxygen	Noida



S. No.	Asset	Location
13	Embassy Galaxy	Noida
14	Hilton at GolfLinks	Bengaluru
15	Embassy Energy	Bellary District, Karnataka

2. Professional Competency of The Valuer

Ms. L. Anuradha is registered as a valuer with the Insolvency and Bankruptcy Board of India (IBBI) for the asset classes of Land and Building under the provisions of The Companies (Registered Valuers and Valuation) Rules, 2017 since September 2022. She completed her bachelor's in architecture in 2002 and master's in planning from School of Planning & Architecture in 2004.

L. Anuradha has more than 16 years of experience in the domain of urban infrastructure, valuation, and real estate advisory. She was working as an Associate Director for Cushman and Wakefield (hereinafter referred to as "C&WI") from 2013-2022 and was leading the team for Tamil Nadu, Kerala and Sri Lanka. Prior to joining C&WI, she has been involved in various strategy level initiatives in Institutional Development and Infrastructure for donor agencies and various Government and Private Clients. Ms. L. Anuradha worked with SIVA group in the M&A practice where she was involved with the financial appraisal and valuation of real estate projects. Prior to this she has worked with PricewaterhouseCoopers in the Government, Real estate, and Infrastructure Development Practice where she was involved in carrying out financial appraisal and strategies for some of the State Governments in India. Her foundation in real estate valuation was at Jones Lang LaSalle where she worked for 3 years on multiple valuations and entry strategies for Indian NBFCs and funds.

Her last employment was at C&WI. As an Associate Director of the Valuation and Advisory team at C&WI, Ms. L. Anuradha provided support on identified business/ new opportunities, evaluated proposals for new property investments and/ or dispositions while providing analytical support for Investment recommendations. L. Anuradha was also key personnel in carrying out the Market study for the Mindspace REIT micro markets in India. She has undertaken valuations exercises for multiple private equity/real estate funds, financial institutions, developers, and corporates across asset classes of commercial, retail, residential and hospitality. Her clientele included HDFC, Xander, DLF, RMZ, CapitaLand, Tata Capital, Tata Realty, TVS group etc.

3. Independence and Conflicts of Interest

The Valuer confirms that there are no conflicts of interest in so far as discharging her duties as a valuer for the subject properties/ business is concerned and has undertaken the valuation exercise without the presence of any bias, coercion, or undue influence of any party, whether directly connected to the valuation assignment. There has not been any professional association with the Client or the Subject Properties in past five years from the date of this report.



The Valuer or any of her employees involved in valuing the assets of the REIT have not invested nor shall invest in securities of the Subject Property being valued till the time she is designated as Valuer and not less than six months after ceasing to be a Valuer of the REIT.

4. Purpose of Valuation

The Valuer understands that the valuation is required by the Client for financial and investor reporting purposes to comply with the requirements of Regulations 21 of the SEBI (REIT) Regulations, 2014.

5. Basis of Valuation

It is understood that the valuation is required by the Client for financial and investor reporting purposes to comply with the requirements of Regulations 21 of the SEBI (REIT) Regulations, 2014, as amended, together with clarifications, guidelines, and notifications thereunder in the Indian stock exchange and for accounting purposes. Accordingly, the valuation exercise has been carried out to estimate the “Market Value” of the Subject Property/ Business in accordance with IVS 104 of the IVSC International Valuation Standards effective from 31 January 2022 and allowed to be adopted prior to the effective date.

Market Value is defined as ‘The estimated amount for which an asset or liability should exchange on the date of valuation between a willing buyer and a willing seller in an arm’s-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.’

6. Valuation Approach & Methodology

The basis of valuation for the subject properties being Market Value, the same may be derived by any of the following approaches:

Market Approach

In ‘Market Approach’, the Subject Property is compared to similar properties that have actually been sold in an arms-length transaction or are offered for sale (after deducting for value of built-up structure located thereon). The comparable evidence gathered during research is adjusted for premiums and discounts based on property specific attributes to reflect the underlying value of the property.

Income Approach

The income approach is based on the premise that value of an income – producing asset is a function of future benefits and income derived from that asset. There are two commonly used methods of the income approach in real estate valuation namely, direct capitalization and discounted cash flow (DCF).



Income Approach – Direct Capitalization Method

Direct capitalization involves capitalizing a ‘normalized’ single – year net income estimated by an appropriate yield. This approach is best utilized with stable revenue producing assets, whereby there is little volatility in the net annual income.

Income Approach – Discounted Cash Flow Method

Using this valuation method, future cash flows from the property are forecasted using precisely stated assumptions. This method allows for the explicit modelling of income associated with the property. These future financial benefits are then discounted to a present-day value (valuation date) at an appropriate discount rate. A variation of the Discounted Cash Flow Method is illustrated below:

Discounted Cash Flow Method using Rental Reversion

The market practice in most commercial/ IT developments involves contracting tenants in the form of pre-commitments at sub-market rentals to increase attractiveness of the property to prospective tenants typically extended to anchor tenants. Additionally, there are instances of tenants paying above-market rentals for certain properties as well (primarily owing to market conditions at the time of contracting the lease). In order to arrive at a unit value for these tenancies, we have considered the impact of such sub/above market leases on the valuation of the subject property.

For the purpose of the valuation of Subject Property, Discounted Cash Flow Method using rental reversion has been adopted.

7. Assumptions, Departures and Reservations

This valuation report has been prepared on the basis of the assumptions within the instructions (Caveats & Limitations) detailed in Part A (Section-15) of this report. The development mix, built up area, land area and lease details such as lease rent, lease commencement and lease end date, lock – in period, escalation terms, etc. pertaining to the Subject Property is based on the appropriate relevant data and documents provided to us by the Client and the same has been adopted for the purpose of this valuation.

8. Inspection

The Property was visually inspected by the valuer, however no measurement or building survey has been carried out as part of the valuation exercise and the Valuer has relied entirely on the site areas provided by the Client, which has been assumed to be correct.

9. General Comment

A valuation is a prediction of price, not a guarantee. By necessity it requires the valuer to make subjective judgments that, even if logical and appropriate, may differ from those made by a purchaser, or another valuer. Historically it has been considered that valuers may properly conclude within a range of possible values.

The purpose of the valuation does not alter the approach to the valuation.

Property values can change substantially, even over short periods of time, and thus the valuation of the subject property/ business herein could differ significantly if the date of valuation was to change.

This report should not be relied upon for any other purpose other than for which this valuation exercise has been undertaken for.

10. Authority

The valuation services are being provided solely for the benefit and use of the Reliant Party(ies) by the Valuer. The report(s) may not be used for any other purpose other than the expressly intended purpose as mentioned in the LOE and the report(s). They are not to be used, circulated, quoted, or otherwise referred to for any other purpose, nor are they to be filed with or referred to in whole or in part in any document without the prior written consent of the Valuer where such consent shall be given at the absolute, exclusive discretion of the Valuer. Where they are to be used with the Valuer's written consent, they shall be used only in their entirety and no part shall be used without making reference to the whole report unless otherwise expressly agreed in writing by the Valuer. Notwithstanding the above, we consent to the usage of the report or a summary thereof for any filings and communications with the Manager to the Embassy REIT, the sellers, its unitholders, the trustee, their respective advisers, and representatives, and in any placement documents as part of the purpose mentioned in the LOE. We further consent to copies or extracts of the report being used in publicity material, research reports, presentations, and press releases in relation to the annual /semi-annual reports, financials and any other reporting requirements/disclosures required to be made. Any reliance by any party other than the Reliant Party on the valuation report will be on their own accord.

11. Reliant Parties

Embassy Office Parks Management Services Private Limited as the manager of the Embassy Office Parks REIT ("Embassy REIT") and its unit holders for the purposes of disclosure of valuation of assets forming part of the portfolio of REIT in presentations, research reports, press releases, any statutory or reporting requirements. The auditors, chartered accountants, lawyers, Axis Trustee Services Limited, Cushman & Wakefield India Private Limited, and other advisers of the Embassy Office Parks REIT can also place reliance on the report (including any summary thereof), however, no liability shall be extended to these parties.

The valuation report will be prepared strictly and only for the use of the Reliant Party and for the Purpose specifically stated. The instructing party would make all reliant parties aware of the terms and conditions of this agreement under which this exercise is being undertaken.



12. Limitation of Liability

The Valuer will provide the Services exercising due care and skill, but the Valuer accepts legal liability arising from gross negligence or wilful default to any person in relation any breach under the LOE, save and except possible environmental site contamination or any failure to comply with environmental legislation which may affect the opinion of value of the properties. Further, the Valuer shall not accept liability for any errors, misstatements, omissions in the Report caused due to false, misleading, or incomplete information or documentation provided to The Valuer by the Instructing Party.

The Valuer's maximum aggregate liability for claims arising out of or in connection with the Valuation Report, under this contract shall be limited to an aggregate sum not exceeding INR 30 Million.

In the event that any of the Sponsor, Manager, Trustee, Embassy REIT in connection with the report be subject to any claim ("Claim Parties") in connection with, arising out of or attributable to the Valuation Report, the Claim Parties will be entitled to require The Valuer to be a necessary party/ respondent to such claim and The Valuer shall not object to their inclusion as a necessary party/ respondent. In all such cases, the Manager agrees to reimburse/ refund to The Valuer, the actual cost (which shall include legal fees and external counsel's fee) incurred by the Valuer while becoming a necessary party/respondent, save and except where the report of the valuer is proven to be breach of applicable laws, not accountable to the Instructing Party if the Valuer does not cooperate to be named as a party/respondent to such claims in providing adequate/successful defence in defending such claims, the Claim Parties jointly or severally will be entitled to initiate a separate claim against the Valuer in this regard and the Valuer's liability shall extend to the value of the claims, losses, penalties, costs, and liabilities incurred by the Claim Parties.

The Valuer will neither be responsible for any legal due diligence, title search, zoning check, development permissions and physical measurements nor undertake any verification/ validation of the zoning regulations/ development controls etc.

13. Disclosure

The Valuer must not disclose the contents of this report to a third party in any way, except as allowed under the Securities Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 along with SEBI (Real Estate Investment Trusts) (Amendment) Regulations 2016 and subsequent amendments and circulars.

The Embassy REIT may share this report with its appointed advisors for any statutory or reporting requirements and include it in any notice to the unit holders.

14. Disclosure and Publication

The Valuer declares and certifies that:



- She is eligible to be appointed as a valuer in terms of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, and any rules, regulations, circulars, guidelines, and clarifications thereunder, each as amended (the “REIT Regulations”), including Regulation 2(1) (zz).
- She is not an associate of the Embassy Office Parks Management Services Limited/Embassy Office Parks REIT, the Instructing Party or the Sponsors or Sponsor Group of the Embassy Office Parks REIT.
- She is registered with IBBI as registered valuer for asset class Land and Building under the provisions of the Companies (Registered Valuer and Valuation) Rules, 2017.
- She has more than a decade’s experience in leading large real estate valuation exercises comprising investment portfolios of various real estate funds, trusts and corporates comprising diverse assets like residential projects, retail developments, commercial office buildings, townships, industrial facilities, data centres, hotels, healthcare facilities and vacant land and therefore has adequate experience and qualification to perform Subject Property valuations at all times.
- She has not been involved in acquisition or disposal within the last twelve months of any of the Subject Properties valued under this Summary Valuation Report. However, she had provided a valuation report to the Embassy REIT for the acquisition of Embassy Hub and Embassy Splendid TechZone.
- She has educational qualifications, professional knowledge, and skill to provide competent professional services.
- She has adequate and appropriate experience, qualification, and competence to undertake valuations in accordance with the Companies (Registered Valuers and Valuation) Rules, 2017 as amended till date and the REIT Regulations.
- She is not financially insolvent or declared bankrupt by any competent authority.
- She has ensured that adequate and robust internal controls are in place to ensure the integrity of the Summary Valuation Report.
- She has acquainted herself with all the relevant rules, regulations, laws, and statutes relevant for conduct of the valuation exercise.
- The professional fee being charged for this exercise is not based on the success of any proposed transaction or value estimated.
- She has conducted the valuation exercise without any influence, coercion, or bias and in doing so rendered high standards of service, ensured due care, and exercised due diligence and professional judgment.
- She has acted independently and with objectivity and impartiality in conducting this valuation exercise.



- The valuation exercise that has been undertaken is impartial, true and to her best understanding and knowledge, fair and in accordance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 along with subsequent amendments.
- She or any of her employees involved in valuing the assets of the Embassy Office Parks REIT have not invested nor shall invest in the units of Embassy Office Parks REIT or in securities of any of the Subject Properties being valued till the time she is designated as the Valuer and not less than six months after ceasing to be the Valuer of the Embassy Office Parks REIT.
- She has discharged her duties towards Embassy Office Parks REIT in an efficient and competent manner, utilising her professional knowledge, skill, and experience in best possible way to conduct the valuation exercise.
- She has conducted the valuation of the Subject Properties with transparency and fairness and rendered, at all times, high standards of service, exercise due diligence, ensure proper care and exercised independent professional judgment.
- She has not and shall not accept any remuneration, in any form, for conducting valuation of any of the Subject Properties of Embassy Office Parks REIT from any person or entity other than Embassy Office Parks REIT or its authorised representatives.
- She has no existing or planned future interest in the Client, Trustee, Manager, Embassy Office Parks REIT, the Sponsor, or the Sponsor Group or the Special Purpose Vehicles (“SPVs”) and the fee for this valuation exercise is neither contingent upon the values reported nor on success of any of the transactions envisaged or required as part of the disclosure of valuation of assets, forming part of the portfolio of Embassy Office Parks REIT, in accordance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, together with clarifications, guidelines and notifications thereunder.
- The valuation reported is not an investment advice and should not be construed as such, and specifically she does not express any opinion on the suitability or otherwise of entering into any financial or other transaction with the Client or the SPVs.
- She shall, before accepting any assignment from any related party to Embassy Office Parks REIT, disclose to Embassy Office Parks REIT, any direct or indirect consideration which the Valuer may have in respect of such assignment.
- She shall disclose to the Trustee of Embassy Office Parks REIT, any pending business transaction, contracts under negotiations and other arrangements with the Instructing Party or any other party whom the Embassy Office Parks REIT is contracting with or any other factors which may interfere with her ability to give an independent and



professional conduct of the valuation exercise; as on date the Valuer has no constraints towards providing an independent professional opinion on the value of any of the Subject Properties.

- She has not and shall not make false, misleading, or exaggerated claims in order to secure or retain her appointment.
- She has not and shall not provide misleading opinion on valuation, either by providing incorrect information or by withholding relevant information.
- She has not accepted this instruction to include reporting of the outcome based on a pre-determined opinions and conclusions required by Embassy Office Parks REIT.
- The valuation exercise has been conducted in accordance with internationally accepted valuation standards as required by SEBI (REIT) Regulations and The Companies (Registration of Valuers and Valuation) Rules, 2017.

15. Assumptions, Disclaimers, Limitations and Qualifications to Valuation.

The Detail Valuation Report is subject to the following:

- The valuation exercise is based on prevailing market dynamics as on the date of valuation without taking into account any unforeseeable event or developments, which could impact the valuation in the future.
- The valuation exercise is not envisaged to include all possible investigations with respect to the Subject Properties and wherein certain limitations to the investigations and inspections carried out are identified so as to enable the Reliant Party/Parties to undertake further investigations wherever considered appropriate or necessary prior to reliance. The Valuer is not liable for any loss occasioned by a decision not to conduct further investigation or inspections.
- Assumptions, being an integral part of any valuation exercise, are adopted as valuation is a matter of judgment and many parameters utilized to arrive at the valuation opinion may fall outside the scope of expertise or instructions of the Valuer. The Reliant Parties accepts that the valuation contains certain specific assumptions and acknowledge and accept the risk that if any of the assumptions adopted to arrive at the valuation estimates turns out to be incorrect, there may be a material impact on the valuations.
- The valuation exercise is based on the information shared by the Instructing Party or the Client, which has been assumed to be correct and used to conduct the valuation exercise while applying reasonable professional judgment by the Valuer. In case of information shared by any third party and duly disclosed in the report, the same is believed to be reasonably reliable, however, the Valuer does not accept any responsibility should those prove not to be so.
- Any statement regarding any future matter is provided as an estimate and/or opinion based on the information known at the date of this report. No warranties are given regarding accuracy or correctness of such statements.



- Any plan, map, sketch, layout, or drawing included in this report is to assist reader in visualizing the relevant Subject Properties and for representation purposes only with no responsibility being borne towards their mathematical or geographical accuracy.
- In absence of any specific information shared to contrary, it is assumed that the Subject Properties are free from any encroachments and available on the date of valuation.
- Unless any specific information is shared, it shall be assumed that the Subject Properties are not contaminated and not adversely affected by any existing or proposed environmental law and any processes which are carried out on the Subject Properties which are regulated by environmental legislations are properly licensed by the appropriate authorities.
- The valuation includes all those items forming or likely to form an integral part of the Subject Properties including service installations that would in normal course of business shall pass with the sale of property, excluding those items of plant, machinery, equipment, furnishings that may have been installed by the tenant or occupier or are used with the enterprise being carried on within the properties.
- Area estimates and product/use mix of Subject Properties adopted for the purpose of valuation exercise shall be based on the information provided by the Client/Instructing Party. The same shall not be cross verified with any competent government authority.
- In absence of any contrary information available or shared, it is assumed that there are no abnormal ground conditions nor archaeological remains present, which might adversely affect the current or future occupation, development, or value of the Subject Properties. The Subject Properties are assumed to be free from any rot, infestations, structural or latent defect; no currently known deleterious or hazardous materials or suspect techniques are used in construction or subsequent alterations or additions to the Subject Properties and comments made in the Subject Properties details do not purport to express an opinion about an advice upon the conditions of uninspected parts and should be taken as making an implied representation or statement about such parts. Further, for the purpose of this valuation exercise, it shall be assumed that the proposed development on the property is physically achievable from a planning and development perspective.
- No allowances are made with respect to any existing or proposed local legislation relating to taxation on realization of the sale value of the Subject Properties. Further the Valuer shall not be required to give any testimony to appear in court by reason of this valuation exercise and deliverables submitted thereof.
- Given the still evolving and maturing real estate markets in India, any comparable evidence (if any) or market quotes provided has been limited to basic details such as area of asset, general location, price/rate of transaction or sale and any other specific details that are readily available in public domain only shall be shared.



- Any factual information such as tenants' leasable area, rentals, lease/rent commencement date, lock-in period, rent escalation terms etc. with respect to Subject Properties basis of the rent rolls shared by the Company /Instructing Party. The same would be assumed to be correct and any changes in any of these relevant parameters may have material impact on the valuations thereby necessitating a relook to the valuation estimates.
- All measurements, areas and the Subject Properties age quoted/mentioned in the report are approximate and no measurements shall be undertaken of the said areas with information provided by the Client utilized as such.
- The Valuer is not an advisor with respect to any tax, regulatory or legal matters with respect to by Embassy Office Parks REIT. No investigation or enquiries on the holding entity or any SPV's claim on the title of the Subject Properties has been made and the same is assumed to be valid based on the information shared by the Client/Instructing Party. No consideration shall be / has been given to liens or encumbrances against the assets unless specifically disclosed and shared with valuer to be incorporated in the valuation estimates. Therefore, no responsibility is assumed for matters of a legal nature.
- The Valuer does not have any present or planned future financial interest in the Company/Instructing Party, Trustee, Investment Manager, or the holding entity as of the date of this engagement letter and the fee for the valuation exercise is not contingent upon value assessed. The valuation analysis and deliverables should not be construed as an investment advice and specifically not as any opinion on the suitability or otherwise of entering into any financial or other transaction with the Company/ Instructing Party or the holding entity.

16. Anti-Bribery & Anti-Corruption

Both Parties represents, warrants, and undertakes that:

They are familiar with applicable Anti-Corruption Laws under this Agreement including but not limited to Prevention of Corruption Act 1988 and will ensure that neither it nor any of its officers, directors, shareholders, employees and agents or any other person acting under its implied or express authority will engage in any activity, practice or conduct which would constitute an offence under, or expose or potentially expose either Party to any direct or indirect liability, under Applicable Anti-Corruption Laws;

It is further agreed that breach of any of the above undertakings shall be deemed to be a material breach of the Agreement and in case the Valuer is insisted upon or asserted by Client to violate any of the above said undertakings including Anti-Corruption regulations in any form or manner, on pretext of business relationship or otherwise, the Valuer shall have a discretionary right to terminate this Agreement without any liability or obligation on his part.

Such termination of this Agreement shall not in any way prejudice the rights and obligations (including payment for the services delivered under this Agreement) already accrued to the Valuer, prior to such termination.



B. VALUATION APPROACH AND METHODOLOGY



1. Purpose of Valuation

The Report is being prepared to be relied upon by the Reliant Parties and inclusion, as a whole, a summary thereof or any extracts of the report, in any documents prepared in relation for the disclosure of valuation of assets forming part of the portfolio of Embassy Office Parks REIT under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 [SEBI (REIT) Regulations], as amended, together with circulars, clarifications, guidelines and notifications thereunder by SEBI and also disclosure as per fair value accounting under Indian Accounting Standards (Ind AS 40).

2. Valuation Guidelines and Definition

Given the purpose of valuation as mentioned above, the valuation exercise has been carried out to estimate the “Market Value” of the Subject Properties in accordance with the IVSC International Valuation Standards issued in 2021 and effective from 31 January 2022.

As per IVSC International Valuation Standards, “Market Value” is defined as ‘The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm’s-length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion.’

3. Valuation Approach

The basis of valuation for the Subject Property being Market Value, the same has been derived by the following approach:

Discounted Cash Flow Method using Rental Reversion

The market practice in most commercial/ IT developments involves contracting tenants in the form of pre-commitments at sub-market rentals to increase attractiveness of the property to prospective tenants typically extended to anchor tenants. Additionally, there are instances of tenants paying above-market rentals for certain properties as well (primarily owing to market conditions at the time of contracting the lease). In order to arrive at a unit value for these tenancies, we have considered the impact of such sub/above market leases on the valuation of the Subject Property.

For larger tech parks tenant like Embassy 247, Embassy TechZone, Embassy Quadron, Embassy Qubix, Embassy Manyata, Embassy TechVillage, Embassy Golfinks and Embassy Galaxy we have factored a 10% discount on the market rental for anchor tenants post lease expiry.

For the purpose of the valuation of office component of Subject Properties, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.



Further, the hotel components at the respective properties and the solar park have been valued using Discounted Cash Flow Method.

4. Valuation Methodology

In order to compute the Market Value of the Subject Property the following understanding /assessment is required:

- Micro Market Assessment where the Subject Property is located.
- Portfolio Assessment (existing and future supply, demand from occupiers, average office space take up by an occupier in a particular sector, existing vacancy, and the rentals).
- Situation of the Subject Property (current achievable rentals, vacancy numbers, competing supply in the micro market etc.) with respect to the micro market.

The details are elaborated below:

Market Assessment:

The Client appointed Ms. L. Anuradha to prepare an independent industry and market research report, which has been relied upon to develop the understanding and assess the relevant micro-markets of the Subject Property. The said review, was carried out in the following manner:

- Details study of the market dynamics influencing the rents along with Subject Property rents.
- Assessment of the location setting of the Subject Property in the respective micro-markets.
- Ascertain the transaction activity of office space based on the findings of the industry/market report prepared by C&WI and readily available information in public domain.
- Review of comparable properties in terms of potential competition (both completed and under-construction/future developments), comparable recent lease transactions witnessed in the micro-market along with the trends in leasing within the Subject Property in recent past, wherever available.

The above analysis support to form an opinion on the applicable rental for the micro-market where the respective Subject Properties are located (market rent) and on achievable rent for the respective Subject Properties for leasing vacant spaces, as well as upon re-leasing of the existing let out area.



Portfolio & Rental Assessment:

- Property Documents and architect certificates were reviewed for validation of area details, ownership interests of the Subject Property.
- Physical site inspections were conducted to assess the current status of the Subject Property.
- The rent rolls along with corresponding leases deeds (on a reasonable sample basis) were reviewed to identify tenancy characteristics for the Subject Property.

Preparation of Future Cash Flows:

- Computing the monthly rental income projected and translating the same to a quarterly cash flow.
- The operational expenses of the respective properties are reviewed to understand the recurring, non-recurring, recoverable and non-recoverable nature expenses and accordingly estimate the margins on the common area maintenance income, which accrues as cash inflows to the Subject Property and normalised for the purpose of cash flow projections.
- The projected future cash flows from the Subject Property are based on existing lease terms for the operational area till the expiry of the leases or re-negotiation, whichever is earlier, following which, the lease terms have been aligned with market rents achievable by the Subject Property.
- The cash flows for the operational, under construction and future development area have been projected separately for the purpose of estimating and reporting valuation in accordance with the SEBI (REIT) Regulations.
- For vacant area, under-construction area and future development area, the achievable market rent-led cash flows are projected factoring appropriate lease-up time frame for vacant/under-construction/future development area.
- Recurring operational expenses, fit-out income (wherever applicable, however, the same has not been included in the NOI for the purpose of arriving at the terminal value by capitalisation) and vacancy provision have been adopted in-line with prevalent market practices and conditions.
- In addition, appropriate rent-free periods have been adopted during lease roll-overs to consider potential rent-free terms as well as outflows towards brokerage.
- These cash flows have been projected for 10-year duration from the date of valuation wherein 11th year Net operating income (NOI) is capitalized for the assessment of terminal value. These future cash flows are then



discounted to present-day value (valuation date) at an appropriate discount rate to arrive at the Market Value of the Subject Property.

5. Information Source for Valuation

Table below highlights various data points referred throughout the course of this valuation report and the data sources for the same. Property related documents referred to in the table below have been provided to the Consultant by the Client unless otherwise mentioned. The Consultants have assumed the documents to be a true copy of the original. The rent rolls have been cross-checked with the lease deeds on a sample basis to verify the authenticity.

Particular	Details	Units	Source
AREA DETAILS	Land Area	Acres	Title report prepared by Legal Counsels
	Permissible FSI	Ratio / No.	Architect Certificate
	Achieved FSI	No.	Architect Certificate
	FSI Area	sq. ft.	Architect Certificate
	Built-Up Area	sq. ft.	Architect Certificate
	Leasable Area – Tower Wise	sq. ft.	Architect Certificate
	Leasable Area – Future Development	sq. ft.	Architect Certificate
	No. of Floors	No.	Occupancy Certificate
	Stacking Plan	NA	Client/ Lease deeds
	No. of Basements	No.	Architect Certificate/ Sanctioned Plan/ Occupancy Certificate
	Car Parking Area	sq. ft.	Architect Certificate
	Number of car parks	No.	Architect Certificate
	DOCUMENTS/ APPROVALS	Land Use / Zoning	NA
Title Deeds		NA	Title Report
Approved Sanction Plan		NA	Copy as applicable
Building Plan / Site Plan		NA	Copy as applicable
Floor Plans		NA	Copy as applicable
Height Clearance Approvals (AAI)		NA	Copy as applicable
Fire NOC		NA	Copy as applicable
Environment Clearance		NA	Copy as applicable
Commencement Certificate		NA	Copy as applicable
Occupancy Certificate		NA	Block-wise occupancy certificate
Building Certification		NA	Client (as applicable)
Lease Agreements with Tenants		NA	Lease deeds
Sample CAM Agreements		NA	Client
SERVICES OFFERED	HVAC (Tonnage)	TR	Client
	Power Back-up	KVA	Client
	No. of Lifts with capacity	No.	Client

Particular	Details	Units	Source
	No. of staircase	No.	Client
COST ASSUMPTIONS	Pending Construction Cost (if any)	INR Mn	Client
	Total Budgeted Cost – Land Stage Block	INR Mn	Client
	Total Budgeted Cost – Under Construction Block	INR Mn	Client
	Cost Already Incurred – Under Construction Block	INR Mn	Client
	Cost towards fit outs	INR per sq. ft. per month / INR Mn	Client
	Cost provisioned towards refurbishment / renovation	INR Mn	Client
	Maintenance Charges	INR sq. ft. per month	CAM contract between SPVs holding subject properties & entity undertaking common area maintenance
	Insurance Cost	INR Mn	Insurance premium receipt
	Property Tax	INR Mn	Property Tax Demand Notice
	Margin on Maintenance	% of CAM Charges	Valuer Assessment
	Asset Management Fee	% of revenues	Agreement between Client and SPVs holding subject properties
	Brokerage on lease	No. of Months	Valuer Assessment
	Repair & Maintenance Reserve	% of lease revenues	Valuer Assessment
	EXIT ASSUMPTIONS	Capitalization Rate	%
Quarter of Capitalization		Quarter, Year	Valuer Assessment
Discount Rate		%	Valuer Assessment
Transaction cost on Exit		%	Valuer Assessment
OPERATIONAL ASSUMPTIONS	Leased Area	sq. ft.	Rent rolls/ Lease agreements
	Vacant Area	sq. ft.	Rent rolls/ Lease agreements
	Pre- Committed Area	sq. ft.	Rent rolls/ Lease agreements
	Lease Dates (Start, End, Lock in, Escalation etc.) for existing leases	MM/DD/YYYY	Rent rolls/ Lease agreements
	Rent Achieved	INR per sq. ft. per month	Rent rolls/ Lease agreements
	Pre-Committed Rent	INR per sq. ft. per month	Rent rolls/ Lease agreements
	Security Deposit	No. of months/ INR Mn	Rent rolls/ Lease agreements
	Parking Rent	INR per car park per month	Rent rolls / Valuer Assessment / Lease agreements
	Fit out Rent	INR per sq. ft. per month	Rent rolls/ Lease agreements
	Miscellaneous Income	INR Mn	Rent rolls/ Financial Statements
	Interest on Security Deposit	NA	Valuer Assessment
	Market Rent	INR per sq. ft. per month	Valuer Assessment
	Reversion Threshold	%	Valuer Assessment
	Escalation in Rent / CAM	%	Valuer Assessment
Lease Dates (Start, End, Lock in, Escalation etc.) for vacant area	MM/DD/YYYY	Valuer Assessment	



Particular	Details	Units	Source
	Lease escalation on Renewal for New/Future Leases	%	Valuer Assessment
	Security Deposit for New/Future Leases	No. of months	Valuer Assessment
	CAM Under-recoveries	INR per sq. ft. per month	Valuer Assessment
	Rent Free Period	No. of Months	Valuer Assessment
	Brokerage	No. of months	Valuer Assessment
	Vacancy Provision	%	Valuer Assessment
Construction Timelines	Construction Commencement	Quarter, Year	Client / Valuer Assessment
	Construction Completion	Quarter, Year	Client / Valuer Assessment
Absorption Timelines (for vacant space)	Respective spaces in each development	Quarter, Year	Valuer Assessment
Market assessment and key portfolio characteristics	Opinions expressed on the scale of portfolio, relative performance of submarkets, asset quality and characteristics of assets, etc.	Not applicable	Valuer Assessment



C. EMBASSY REIT ASSETS

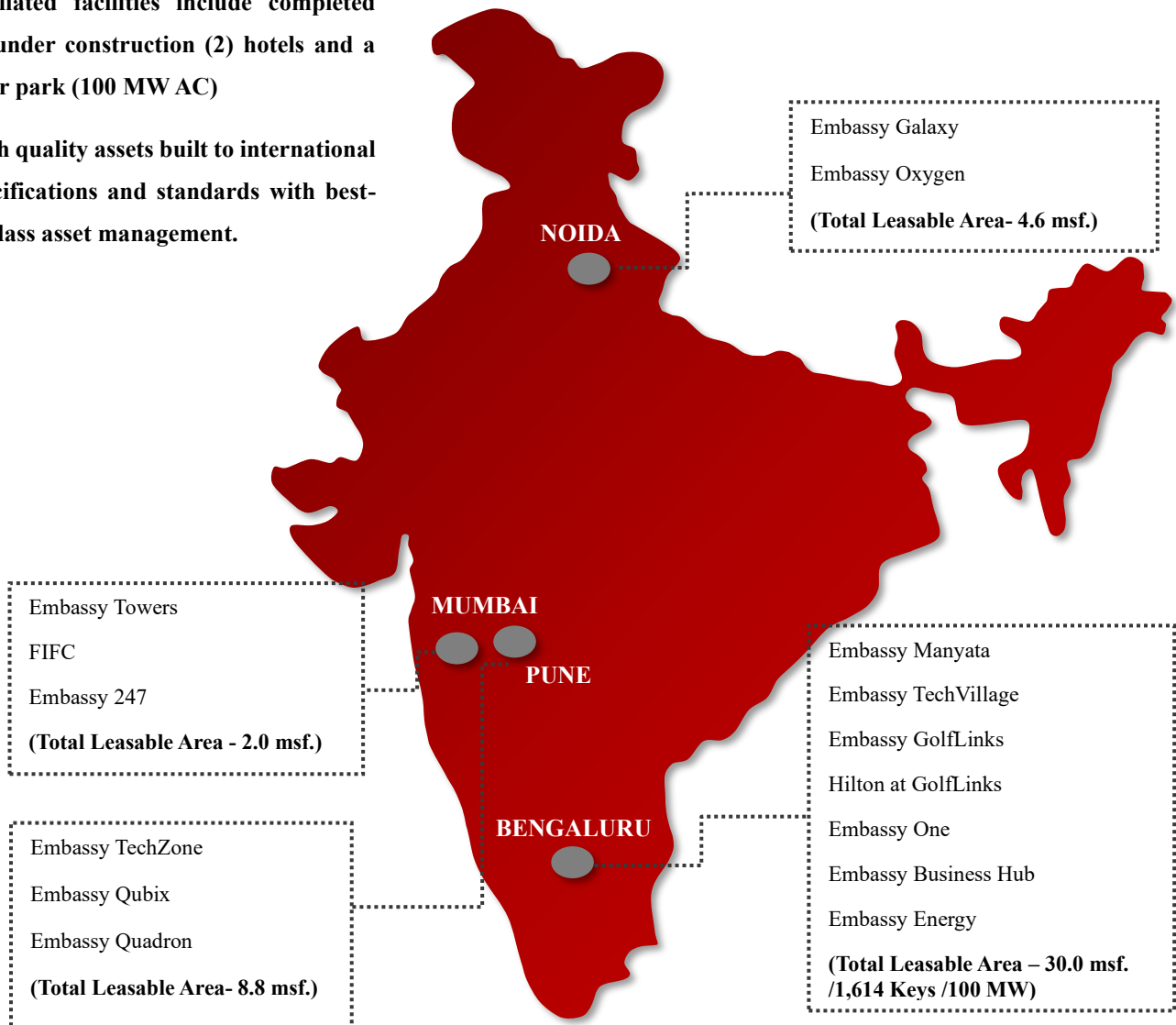


1. Embassy REIT Assets at a Glance

Nine best-in-class office parks and four prime city-center office buildings

Affiliated facilities include completed (4)/under construction (2) hotels and a solar park (100 MW AC)

High quality assets built to international specifications and standards with best-in-class asset management.



Particular	Details
Total Leasable Area (msf.)	45.4
Completed Area (msf.)	36.5
Occupancy (%)	85%
Number of Hotel Keys (including under-construction)	1,614
Embassy Energy	100 MW



1.1. Nature of the Interest of the Embassy REIT

The Table below highlights the nature of interest of the Embassy REIT:

Development	Interest Value	Interest Embassy REIT holds	Remainder of term in case of Leasehold (approx.)
Embassy Manyata, Bengaluru	Freehold*	100.0%	NA
Embassy TechVillage, Bengaluru	Freehold^	100.0%	NA
Embassy GolfLinks, Bengaluru	Freehold	50.0%	NA
Embassy One, Bengaluru	Freehold	100.0%	NA
Embassy Business Hub, Bengaluru	Freehold**	100.0%	NA
Express Towers, Mumbai	Freehold	100.0%	NA
Embassy 247, Mumbai	Freehold	100.0%	NA
First International Financial Center (FIFC), Mumbai	Leasehold	100.0%	64 Years
Embassy TechZone, Pune	Leasehold	100.0%	76 Years
Embassy Quadron, Pune	Leasehold	100.0%	76 Years
Embassy Qubix, Pune	Freehold	100.0%	NA
Embassy Oxygen, Noida	Leasehold	100.0%	73 Years
Embassy Galaxy, Noida	Leasehold	100.0%	71 Years
Hilton at GolfLinks, Bengaluru	Freehold	100.0%	NA
Embassy Energy, Bellary District, Karnataka	Freehold	100.0%	NA

* Excluding Block M3A (operational) and Block M3B (under construction) which are situated on a leasehold land parcel approx. 6.6 acres.

^ Total land area under the ownership of Vikas Telecom Private Limited ("VTPL") is approx. 80.05 acres and under Sarla Infrastructure Private Limited ("SIPL"), is 4.0 acres. Additionally, approx. 1.9 acres out of the total land extent is leasehold.

** In accordance with the terms of the JDA for Phase I of the development, the developer and landowner have entered into an area allocation agreement to identify and allocate the specific constructed area/ units that would fall under the landowner's 40% entitlement and the developer's 60% allocation. The JDA for Phase II of the development contemplates that upon receipt of plan sanction, the parties will enter into an area allocation to identify and allocate the specific constructed area / units that would fall under the landowners' 33% allocation and developer's 67% allocation. The Client has acquired the Developer's interests in the Subject Property.

1.2. Capitalization Rate Assumptions - Office

Capitalisation rate ("Cap rate") is a real estate industry metric referring to the ratio of the Net Operating Income (NOI) arising rental income to their gross asset value indicating the expected income yield of the investor from concerned property. It reflects the expectation of the investor on stability of rental income driven by the asset quality, tenant profile, market demand-supply dynamics and macro-economic expectations on prevailing risk free/low risk interest rates.

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused.



Further, considering the factors such as, asset quality, location of the asset, asset occupancy levels, etc, the cap rate for the Subject Properties has been assumed to be in the range of 7.5% to 8.25% in line with the available market information applied on the one year forward NOI in the terminal year.

1.3. Capitalization Rate Assumptions - Hospitality Development

Hotels are undisputedly a combination of business and real estate; the day-to-day operation of a hotel represents a business over and above the real estate value. The exercise is aimed at assessing the value of the property on the earnings generating capacity of the hotel. As per instruction from the Client, we understand that the investors are investing with a view of future earnings and not for the purpose of selling the assets in the present time. Hence the most appropriate method is the EV/EBITDA Multiple approach.

For this method, we have evaluated the historic data of listed large and medium Hotel Companies and have arrived at an average/median multiple. This average EV/EBITDA multiple from year 2012 to 2023 is in the range of 14 to 15 times.

Therefore, the EV/EBITDA multiple of 14 to 15 times translates to a capitalization rate range of 7.14% to 6.7%. We have taken the lower end of the multiple i.e., 14 which translates to 7.14% capitalization rate.

Based on the above highlighted attributes, the following cap rates have been adopted for the purpose of our valuation:

Asset Name	Capitalization Rate
Embassy Manyata	Office- 8.00% Hotel-7.14% (viz. an EV- EBITDA multiple of 14)
Embassy TechVillage	Office- 8.00% Hotel-7.14% (viz. an EV- EBITDA multiple of 14)
Embassy GolfLinks	8.00%
Embassy One	Office- 7.75% Hotel-7.14% (viz. an EV- EBITDA multiple of 14)
Embassy Hub	8.00%
Express Tower	7.50%
Embassy 247	8.00%
First International Financial Centre (FIFC)	7.75%
Embassy TechZone	8.25%
Embassy Quadron	8.25%
Embassy Qubix	8.25%
Embassy Oxygen	8.25%
Embassy Galaxy	8.00%
Hilton at GolfLinks	Hotel-7.14% (viz. an EV- EBITDA multiple of 14)
Embassy Energy	Not applicable



1.4. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational office segment (including CAM), 13.00% for under construction Office & Retail segment, 13.50% for under construction Hospitality segment and 12.14% for operational Hospitality segment has been considered for the valuation exercise.



D. EXECUTIVE SUMMARY



1.1. Embassy Manyata

Property Name:	<p>“Embassy Manyata Business Park” is a planned integrated development with commercial, retail and hospitality components located along Outer Ring Road (ORR), Nagavara, Bengaluru North Taluk, Bengaluru, Karnataka.</p>	 <p>View of Subject Property</p>																		
Property Address:	<p>Nagavara Village, Kasaba Hobli, Bengaluru North Taluk, Bengaluru District and Rachenahalli and Thanisandra Villages, Krishnarajapuram Hobli, Bengaluru East Taluk, Bengaluru District.</p>																			
Land Area:	<p>Based on information provided by the Client (viz. title report), the Valuer understands that the total land area admeasures approx. 121.8 acres and is under the ownership of Manyata Promoters Private Limited. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is irregular in shape with levelled topography, bounded by compound wall, and has a superior visibility on account of the multiple accesses via the Outer Ring Road.</p>	 <p>View of internal road of Subject Property</p>																		
Subject Property Description:	<p>The Subject Property, Embassy Manyata is a planned integrated development with commercial and retail components and 2 operational Hotels (Upscale hotel with a Convention Centre & Mid-scale hotel comprising of 619 keys in total). The total leasable area of the office blocks is approx. 15.6 msf., which comprises of completed blocks admeasuring approx. 12.4 msf. and under-construction and proposed blocks admeasuring approx. 3.2 msf.</p> <p>The Subject Property offers amenities like food courts, sports zone, day care centre, medical facilities, multi-level car parks, intra park shuttle, CCTV surveillance, Fire station, ambulance service, etc.</p>	 <p>View of food court</p>																		
Statement of Assets:	<p>Based on verification of title report, architect certificate and rent roll, we understand that the Subject Property is an operational office park. The operational blocks admeasure approx. 12.4 msf. of leasable area and has an occupancy of approx. 87% as on the date of valuation. The table below shows the leasable area for individual blocks that form part of the subject property:</p> <table border="1" data-bbox="357 1354 1112 1638"> <thead> <tr> <th>Components</th> <th>Leasable Area (msf.)</th> <th>Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>12.4</td> <td>IT/ITeS SEZ & Non-SEZ</td> </tr> <tr> <td>Under Construction/Proposed Blocks</td> <td>3.2</td> <td>IT/ITeS SEZ & Non-SEZ</td> </tr> <tr> <td>Total</td> <td>15.6</td> <td>--</td> </tr> </tbody> </table> <table border="1" data-bbox="357 1669 1112 1837"> <thead> <tr> <th>Components</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>Hilton</td> <td>266 Keys</td> </tr> <tr> <td>Hilton Garden Inn</td> <td>353 Keys</td> </tr> </tbody> </table>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	12.4	IT/ITeS SEZ & Non-SEZ	Under Construction/Proposed Blocks	3.2	IT/ITeS SEZ & Non-SEZ	Total	15.6	--	Components	Details	Hilton	266 Keys	Hilton Garden Inn	353 Keys	 <p>View of Subject Property (Hilton)</p>
Components	Leasable Area (msf.)	Usage Type																		
Completed Blocks	12.4	IT/ITeS SEZ & Non-SEZ																		
Under Construction/Proposed Blocks	3.2	IT/ITeS SEZ & Non-SEZ																		
Total	15.6	--																		
Components	Details																			
Hilton	266 Keys																			
Hilton Garden Inn	353 Keys																			



Source: Architect certificate, Rent Roll dated 31st March 2024, Lease deeds.

Occupancy (Office): 87% in the operational blocks

Average Occupancy (Hotel): Hilton Hotels & Resorts - 53%
Hilton Garden Inn – 63%

Valuation Approach	Completed Blocks	Under Construction/ Proposed Block
Office/ Retail Component	Discounted Cash Flows Method (using rent reversion approach)	Discounted Cash Flows Method (using rent reversion approach)
Other Components – Hotel & Convention Centre	Discounted Cash Flows Method	NA

Date of Valuation: March 31, 2024

Date of Inspection: April 01, 2024

Purchase Date for the property: March 27, 2019

Ready Reckoner Rate (As per documents published by State Government): Land Rate: INR 90,000 per sqm

Component	Market Value (INR Mn)
Completed Blocks	184,598
Under Construction/ Proposed Blocks	27,024
Hotel	13,868
Total Value of the Property	225,491

Value Conclusion as of March 31, 2024:

Assumptions, Disclaimers, Limitations & Qualification





This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader’s acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the



content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.



1.2. Embassy TechVillage

<p>Property Name:</p>	<p>“Embassy TechVillage” is a commercial office development with ancillary retail and hospitality component located along Sarjapur Outer Ring Road, Devarabeesanahalli, Bengaluru, Karnataka.</p>																			
<p>Property Address:</p>	<p>Devarabeesanahalli Village & Kariyamanna Agrahara Village, Varthur Hobli, Bengaluru East Taluk, Bengaluru, Karnataka.</p>	<p>View of Subject Property</p>																		
<p>Land Area:</p>	<p>Based on information provided by the Client (viz. title report), the Valuer understands that the total land area of the larger land parcel admeasures approx. 103.4 acres. Total land area under the ownership of Vikas Telecom Private Limited (“VTPL”) is approx. 80.05 acres and under Sarla Infrastructure Private Limited (‘SIPL’) is approx. 4.0 acres same is considered for the purpose of this valuation exercise.</p>	 <p>View of Subject Property</p>																		
<p>Subject Property Description:</p>	<p>The Subject Property, Embassy TechVillage is a large mixed-use Development comprising of Commercial IT/ITeS SEZ & Non-SEZ Office and 2 under construction Hotels (Upscale hotel with a Convention Centre & Mid-scale hotel comprising of 518 keys in total). The Total Leasable Area of the office block is approx. 9.6 msf., which comprises of operational office block approx. 7.3 msf., under-construction and proposed office block approx. 2.3 msf. The proposed upscale hotel with a convention centre is expected to comprise of 311 keys whereas midscale hotel is expected to comprise of 207 keys. Further, the Subject Property offers amenities like Food courts, sport zone, cult fit gym, Klay day care centre, Columbia Asia Medical Centre and Pharmacy, Multi-level car parks, Intra Park shuttle, CCTV surveillance, Fire station, ambulance service, etc.</p>	 <p>View of Subject Property</p>																		
<p>Statement of Assets:</p>	<p>The Subject Property is an operational Office Park with approx. 7.3 msf. of completed leasable area with occupancy of approx. 96% as on the date of valuation. Table below highlight the leasable area for individual blocks that form part of the subject development Table below highlight the leasable area for individual blocks that form part of the subject development:</p> <table border="1" data-bbox="354 1331 1117 1604"> <thead> <tr> <th>Components</th> <th>Leasable Area (msf.)</th> <th>Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>7.3</td> <td>IT/ITeS SEZ & Non-SEZ</td> </tr> <tr> <td>Under Construction/ Proposed Blocks</td> <td>2.3</td> <td>IT/ITeS Non-SEZ</td> </tr> <tr> <td>Total</td> <td>9.6</td> <td>--</td> </tr> </tbody> </table> <table border="1" data-bbox="354 1633 1117 1814"> <thead> <tr> <th>Components</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>Hotel (5 Star) – Under Construction/ Proposed development</td> <td>311 Keys</td> </tr> <tr> <td>Hotel (3 Star) – Under Construction/Proposed development</td> <td>207 Keys</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	7.3	IT/ITeS SEZ & Non-SEZ	Under Construction/ Proposed Blocks	2.3	IT/ITeS Non-SEZ	Total	9.6	--	Components	Details	Hotel (5 Star) – Under Construction/ Proposed development	311 Keys	Hotel (3 Star) – Under Construction/Proposed development	207 Keys	 <p>View of access road</p>
Components	Leasable Area (msf.)	Usage Type																		
Completed Blocks	7.3	IT/ITeS SEZ & Non-SEZ																		
Under Construction/ Proposed Blocks	2.3	IT/ITeS Non-SEZ																		
Total	9.6	--																		
Components	Details																			
Hotel (5 Star) – Under Construction/ Proposed development	311 Keys																			
Hotel (3 Star) – Under Construction/Proposed development	207 Keys																			



Note – Hotel includes Convention centre area of total developable area of 0.8 msf.

Occupancy: 96%

	Valuation Approach	Completed Blocks	Under Construction/ Proposed Block
Valuation Approach:	Office/ Retail Component	Discounted Cash Flows Method (using rent reversion approach)	Discounted Cash Flows Method (using rent reversion approach)
	Other Components – Hotel, Convention, etc	NA	Discounted Cash Flows Method

Date of Valuation: March 31, 2024

Date of Inspection: April 02, 2024

Purchase Date for the property: December 24, 2020

Ready Reckoner Rate (as per documents published by State Government): Land Rate: INR 111,000 per sqm




	Component	Market Value (INR Mn)
Value Conclusion as of March 31, 2024:	Completed Blocks	103,005
	Under Construction/ Proposed Blocks	21,565
	Hotel (Under Construction)	1,576
	Total Value of the Property	126,147

Assumptions, Disclaimers, Limitations & Qualification:

This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader’s acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.



1.3. Embassy GolfLinks

Property Name:	Embassy GolfLinks is an Office Park located along Intermediate Ring Road, Bengaluru, Karnataka.	 View of Fountain Head Block									
Property Address:	Challaghatta Village, Varthur Hobli, Mahadevapura, Bengaluru East Taluk, Bengaluru, Karnataka.										
Land Area:	Based on review of the title report, we understand that the total land area of the Subject Property under the ownership of the Client is approx. 37.1 acres.	 View of Pine Valley Block									
Subject Property Description:	It is an operational commercial Non-SEZ Office park located along the Intermediate Ring Road, Bengaluru. The total leasable area of the office park is approx. 4.7 msf. The interest being valued corresponds to approx. 3.1 msf. of office area which forms part of the economic interest of the Client. It has an operational hotel, and it may be noted that the GolfLinks campus along with its commercial towers is considered as one of the largest tech parks close to the CBD area which is easily accessible to established locations such as Indiranagar, Koramangala, CV Raman, etc.										
Statement of Assets:	The Subject Property is an operational Office Park with approx. 3.1 msf. of completed leasable area and is approx. 95% committed as on the date of valuation. Table below highlights the leasable area for Subject Property that form part of the subject development:	 Internal view of access road									
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="padding: 5px;">Components</th> <th style="padding: 5px;">Leasable Area (msf.)</th> <th style="padding: 5px;">Usage Type</th> </tr> </thead> <tbody> <tr style="background-color: #eee;"> <td style="padding: 5px;">Completed Blocks</td> <td style="padding: 5px; text-align: center;">3.1</td> <td style="padding: 5px; text-align: center;">Non-SEZ</td> </tr> <tr style="background-color: #ccc;"> <td style="padding: 5px;">Total</td> <td style="padding: 5px; text-align: center;">3.1</td> <td style="padding: 5px; text-align: center;">--</td> </tr> </tbody> </table>		Components	Leasable Area (msf.)	Usage Type	Completed Blocks	3.1	Non-SEZ	Total	3.1	--
	Components		Leasable Area (msf.)	Usage Type							
Completed Blocks	3.1	Non-SEZ									
Total	3.1	--									
<i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i>											
Occupancy:	95%										
Valuation Approach:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="padding: 5px;">Valuation Approach</th> <th style="padding: 5px;">Completed Blocks</th> </tr> </thead> <tbody> <tr style="background-color: #ffcc00;"> <td style="padding: 5px;">Office/ Retail Component</td> <td style="padding: 5px;">Discounted Cash Flows Method (using rent reversion approach)</td> </tr> </tbody> </table>	Valuation Approach	Completed Blocks	Office/ Retail Component	Discounted Cash Flows Method (using rent reversion approach)						
Valuation Approach	Completed Blocks										
Office/ Retail Component	Discounted Cash Flows Method (using rent reversion approach)										
Date of Valuation:	March 31, 2024										
Date of Inspection:	April 02, 2024										
Purchase Date for the property:	The said acquisition was undertaken as part of the 'Formation Transaction' as described in the Final Offer Document dated 27th March 2019. An additional area of 170,930 sq.										



	ft was acquired in Q3, FY 2022. Further an additional area of 185,803 sq. ft. was acquired in Q1, FY 2023						
Ready Reckoner Rate (as per documents published by State Government):	Land Rate – INR 53,325 per sqm						
Value Conclusion as of March 31, 2024:	<table border="1"> <thead> <tr> <th>Component</th> <th>Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>74,480</td> </tr> <tr> <td>Total Value of the Property</td> <td>74,480</td> </tr> </tbody> </table> <p><i>Note:</i> The valuation presented is for 100% interest in the asset. However, based on inputs provided by the Client, the REIT hold 50% of the interests in the asset (viz. INR 37,240 Mn)</p>	Component	Market Value (INR Mn)	Completed Blocks	74,480	Total Value of the Property	74,480
Component	Market Value (INR Mn)						
Completed Blocks	74,480						
Total Value of the Property	74,480						
Assumptions, Disclaimers, Limitations & Qualification:	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>						



1.4. Embassy One




Property Name:	“Embassy One” is a mixed-use development with Office, Residential and Hospitality development located along Bellary Road, Ganga Nagar, Bengaluru, Kamataka.	 View of Four Seasons Hotel												
Property Address:	No.8, Bellary Road, Ganga Nagar, Bengaluru, Karnataka – 560032.													
Land Area:	Based on information provided by the Client (viz. title report), the Valuer understands that the total land area of the Subject Property admeasures approx. 5.6 acres and the land area under the purview of this exercise admeasures approx. 3.2 acres (Office and Hospitality Component).	 Internal view of Pinnacle												
Subject Property Description:	The Subject property, ‘Embassy One’ is an operational mixed-use development, located along Bellary Road, in Ganga Nagar, Bengaluru. It is strategically located along the Bellary Road between the Kempegowda International Airport and Central Business District (CBD) facilitating good connectivity with other parts of the city. The development comprises of Office Space and Hotel – Four Seasons. It also includes Residential Apartments as part of the larger development. However, we have considered only Office Block – “Pinnacle” & Hotel – “Four Seasons” for the purpose of valuation. The Total Leasable Area of the office block is approx. 0.3 msf. The Hotel – Four Seasons is a 230 Keys 5 Star hotel.													
Statement of Assets (Embassy Office Parks REIT Share):	The Subject Property is a Commercial IT office block with a luxury hotel (viz. Four Seasons) comprising of 230 Keys. The total leasable area of the office block is approx. 0.3 msf. and has an occupancy of approx. 82% as on the date of valuation. Table below highlight the leasable area for office development and total no. of keys for hotel development that form part of the subject property:	 View of basement car parking												
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="width: 33%;">Components</th> <th style="width: 33%;">Leasable Area (msf.)</th> <th style="width: 33%;">Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td style="text-align: center;">0.3</td> <td style="text-align: center;">Non-SEZ</td> </tr> <tr style="background-color: #ccc;"> <td>Total</td> <td style="text-align: center;">0.3</td> <td style="text-align: center;">--</td> </tr> </tbody> </table> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="width: 60%;">Components</th> <th style="width: 40%;">Details</th> </tr> </thead> <tbody> <tr> <td>Hotel</td> <td style="text-align: center;">230 Keys</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	0.3	Non-SEZ	Total	0.3	--	Components	Details	Hotel	230 Keys
Components	Leasable Area (msf.)	Usage Type												
Completed Blocks	0.3	Non-SEZ												
Total	0.3	--												
Components	Details													
Hotel	230 Keys													
Occupancy (Office):	82%													
Average Occupancy (Hotel):	41%													



	<table border="1"> <thead> <tr> <th>Valuation Approach</th> <th>Completed Block</th> </tr> </thead> <tbody> <tr> <td>Office/ Retail Component</td> <td>Discounted Cash Flow Method (using rent reversion approach)</td> </tr> <tr> <td>Hotel</td> <td>Discounted Cash Flow Method</td> </tr> </tbody> </table>	Valuation Approach	Completed Block	Office/ Retail Component	Discounted Cash Flow Method (using rent reversion approach)	Hotel	Discounted Cash Flow Method		
Valuation Approach	Completed Block								
Office/ Retail Component	Discounted Cash Flow Method (using rent reversion approach)								
Hotel	Discounted Cash Flow Method								
Date of Valuation:	March 31, 2024								
Date of Inspection:	April 01, 2024								
Purchase Date for the property:	March 27, 2019								
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 123,200 per sqm								
	<table border="1"> <thead> <tr> <th>Component</th> <th>Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>5,390</td> </tr> <tr> <td>Hotel</td> <td>9,077</td> </tr> <tr> <td>Total Value of the Property</td> <td>14,467</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Blocks	5,390	Hotel	9,077	Total Value of the Property	14,467
Component	Market Value (INR Mn)								
Completed Blocks	5,390								
Hotel	9,077								
Total Value of the Property	14,467								
Value Conclusion as of March 31, 2024:									
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report provided is subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>								



1.5. Embassy Business Hub





<p>Property Name:</p>	<p>“Embassy Business Hub” a Grade A Tech Park consists of two phases; phase-I is operational, and phase-II is under construction. It is located along Bellary Road (NH-44), Yelahanka, Bengaluru, Karnataka.</p>	 <p>View of Subject Property</p>												
<p>Property Address:</p>	<p>Embassy Business Hub (EBH), Sy. # 25/2, 25/3 & 26, Venkatala village, Bellary Road, Yelahanka Bengaluru North, Bengaluru.</p>													
<p>Land Area:</p>	<p>Based on information provided by the Client (viz. title report), the Valuer understands that the total land area of the development admeasures approx. 13.5 acres (Phase I approx. 4.3 acres and Phase II approx. 9.2 acres).</p>	 <p>Internal view of Subject Property</p>												
<p>Subject Property Description:</p>	<p>The Subject property, herein, referred to as ‘Embassy Business Hub’ is a Grade A Tech Park located along the Bellary Road (NH-44) (one of the most sought after emerging Commercial IT/ITeS & Residential vector in Bengaluru). The Grade A Tech Park is being developed in two Phases with a total leasable area of approx. 2.1 msf. (Phase I: 0.7 msf. and Phase II: 1.4 msf.)</p> <p>Embassy Business Hub is being developed by Embassy Construction Private Limited (“ECPL”) under a joint development agreement with a third-party landowner. Phase I consists of approx. 0.7 msf. of which Embassy Office Parks REIT holds a share of approx. 0.4 msf. Phase II (including food court), adjacent to Phase I is in under construction stage consisting of approx. 1.4 msf. of which Embassy Office Parks REIT holds a share of approx. 1.0 msf. Phase II is expected to be completed by FY 2029.</p>		 <p>View of construction progress</p>											
<p>Statement of Assets (Embassy Office Parks REIT Share):</p>	<p>The Subject Property has a total leasable area of approx. 0.4 msf., in Phase I and approx. 1.0 msf., in Phase II. Philips India Limited has pre-leased approx. 0.4 msf. (Ground to 13th Floor) of Phase I. Table below highlight the leasable area for individual blocks that form part of the subject development:</p> <table border="1" data-bbox="355 1255 1117 1545"> <thead> <tr> <th>Components</th> <th>Leasable Area (msf.)</th> <th>Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Block</td> <td>0.4</td> <td>Non-SEZ</td> </tr> <tr> <td>Under Construction/ Proposed Blocks</td> <td>1.0</td> <td>Non-SEZ</td> </tr> <tr> <td>Total</td> <td>1.4</td> <td>--</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components		Leasable Area (msf.)	Usage Type	Completed Block	0.4	Non-SEZ	Under Construction/ Proposed Blocks	1.0	Non-SEZ	Total	1.4	--
Components	Leasable Area (msf.)	Usage Type												
Completed Block	0.4	Non-SEZ												
Under Construction/ Proposed Blocks	1.0	Non-SEZ												
Total	1.4	--												
<p>Occupancy (Phase-I):</p>	<p>100% (This is inclusive of hard option admeasuring approx.31,666 sq. ft. – i.e., 8% of the total leasable area).</p>													



Valuation Approach:	Valuation Approach	Completed Block	Under Construction Blocks
	Office Component	Discounted Cash Flows Method (using rent reversion approach)	
Date of Valuation:	March 31, 2024		
Date of Inspection:	April 03, 2024		
Purchase Date for the property:	March 28, 2023		
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 31,941 per sqm.		
Value Conclusion as of March 31, 2024:	Component	Market Value (INR Mn)	
	Completed Block	3,950	
	Under Construction/ Proposed Blocks	1,793	
	Total Value of the Property	5,743	
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report provided is subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>		



1.6. Express Tower



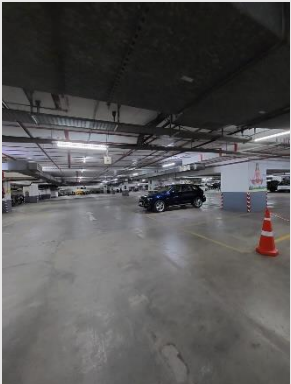
Property Name:	Express Towers.	 <p>View of Subject Property</p>									
Property Address:	Plot no. 236, Block III of Back Bay Reclamation Estate, Barrister Rajni Patel Marg, Nariman Point, Mumbai, Maharashtra.										
Land Area:	Based on review of the title report, we understand that the total land area of the Subject Property under the ownership of the Client is approx. 1.5 acres.										
Subject Property Description:	<p>Express Towers (hereinafter referred to as Subject Property) is a Grade A commercial development in Central Business District (CBD). It is one of the prominent developments in the micro market with superior offerings. Subject Property is located opposite to Trident Hotel and offers a magnificent view of the Marine Drive and the Arabian Sea. Subject Property was established in the year 1970 and has been refurbished in recent years. The Subject Property is accessible via roadways and railways. CBD houses various corporate offices i.e., banks, developers, print media, shipping companies, foreign council, etc. Key commercial developments in the vicinity are Maker Chambers, Free Press House, Hoechst House, Mafatlal Centre, etc. Social infrastructure includes iconic hotels like The Oberoi and Trident and National Centre of Performing Arts (NCPA), Brabourne and Wankhede Cricket Stadium. Total Project area of Subject Property is spread across approx. 1.5 acres and total leasable area is approx. 0.5 msf.</p>	 <p>Internal view of Subject Property</p>									
Statement of Assets:	<p>Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), the Subject Property is an operational office asset with approx. 0.5 msf. of completed leasable area out of which approx. 96% is leased as on the date of valuation. Table below highlights the leasable area details for the subject development:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: left;">Components</th> <th style="text-align: center;">Leasable Area (msf.)</th> <th style="text-align: center;">Usage Type</th> </tr> </thead> <tbody> <tr> <td style="text-align: left;">Completed Block</td> <td style="text-align: center;">0.5</td> <td style="text-align: center;">Non-SEZ</td> </tr> <tr style="background-color: #ccc;"> <td style="text-align: left;">Total</td> <td style="text-align: center;">0.5</td> <td style="text-align: center;">--</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Block	0.5	Non-SEZ	Total	0.5	--	 <p>View of basement car parking</p>
Components	Leasable Area (msf.)	Usage Type									
Completed Block	0.5	Non-SEZ									
Total	0.5	--									
Occupancy:	96%	 <p>View of access road</p>									
Valuation Approaches:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: left;">Valuation Approach</th> <th style="text-align: left;">Completed Blocks</th> </tr> </thead> <tbody> <tr> <td style="background-color: #ffc107;">Office Component</td> <td>Discounted Cash Flow Method (using rental reversion approach)</td> </tr> </tbody> </table>	Valuation Approach	Completed Blocks	Office Component	Discounted Cash Flow Method (using rental reversion approach)						
Valuation Approach	Completed Blocks										
Office Component	Discounted Cash Flow Method (using rental reversion approach)										
Date of Valuation:	March 31, 2024										



Date of Inspection:	April 16, 2024						
Purchase Date for the Property:	27 th March 2019 (Formation Transaction as described in the Final Offer Document)						
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 1,75,940 per sqm Built up Rate: INR 5,18,000 per sqm						
Value Conclusion as of March 31, 2024:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;">Component</th> <th style="width: 40%;">Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Block</td> <td style="text-align: right;">18,935</td> </tr> <tr> <td>Total Value of the Property</td> <td style="text-align: right;">18,935</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Block	18,935	Total Value of the Property	18,935
Component	Market Value (INR Mn)						
Completed Block	18,935						
Total Value of the Property	18,935						
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>						



1.7. Embassy 247


Property Name:	Embassy 247		 <p>View of Subject Property</p>									
Property Address:	Hariyali Village, Kurla Taluka, Lal Bahadur Shastri Road, Gandhi Nagar, Vikhroli West, Mumbai.											
Land Area:	Based on review of the title report, we understand that the total land area of the Subject Property under the ownership of the Client is approx. 7.3 acres.											
Subject Property Description:	<p>Embassy 247 (hereinafter referred to as Subject Property) is a Grade A commercial development, in the Eastern Suburbs. Subject Property offers easy access via road and rail connectivity. It is connected to Jogeshwari Vikhroli Link Road (JVLK) which helps in connecting to eastern and western suburbs. Railway stations like Vikhroli and Kanjurmarg within 1 to 2 km. Subject Property operationally commenced from 2014 and has 3 wings namely A, B & C. Wing A is 2B + G + 11 storey with 9 lifts, Wing B is 2B* + G + 14 storeys with 9 lifts and Wing C is 2B* + G + 11 storeys with 9 lifts. Total Project area of Subject Property is spread across approx. 7.3 acres. Total leasable area is approx. 1.2 msf.</p> <p><i>*Note: B stands for Basement, G stands for Ground</i></p>		 <p>Internal view of Subject Property</p>									
Statement of Assets:	<p>Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), the Subject Property is an operational office asset with approx. 1.2 msf. of completed leasable area out of which approx. 100% is leased as on the date of valuation. Table below highlights the leasable area details for the subject development:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%;">Components</th> <th style="width: 35%;">Leasable Area (msf.)</th> <th style="width: 35%;">Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Block</td> <td style="text-align: center;">1.2</td> <td style="text-align: center;">Non-SEZ</td> </tr> <tr> <td>Total</td> <td style="text-align: center;">1.2</td> <td style="text-align: center;">--</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>			Components	Leasable Area (msf.)	Usage Type	Completed Block	1.2	Non-SEZ	Total	1.2	--
Components	Leasable Area (msf.)	Usage Type										
Completed Block	1.2	Non-SEZ										
Total	1.2	--										
Occupancy:	100%											
Valuation Approaches:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;">Valuation Approach</th> <th style="width: 60%;">Completed Blocks</th> </tr> </thead> <tbody> <tr> <td style="background-color: #FFD700;">Office Component</td> <td>Discounted Cash Flow Method (using rental reversion approach)</td> </tr> </tbody> </table>	Valuation Approach	Completed Blocks	Office Component	Discounted Cash Flow Method (using rental reversion approach)	 <p>View of basement</p>						
Valuation Approach	Completed Blocks											
Office Component	Discounted Cash Flow Method (using rental reversion approach)											
Date of Valuation:	March 31, 2024											
Date of Inspection:	April 16, 2024											



Purchase Date for the Property:	27 th March 2019 (Formation Transaction as described in the Final Offer Document)						
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 84,640 per sqm Built-up Rate: INR 185,380 per sqm						
Value Conclusion as of March 31, 2024:	<table border="1"> <thead> <tr> <th>Component</th> <th>Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Block</td> <td>19,075</td> </tr> <tr> <td>Total Value of the Property</td> <td>19,075</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Block	19,075	Total Value of the Property	19,075
Component	Market Value (INR Mn)						
Completed Block	19,075						
Total Value of the Property	19,075						
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader’s acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>						



1.8. First International Financial Centre

Property Name:	First International Finance Centre is an operational office.										
Property Address:	Plot No. C-54 & C-55, G-Block, BKC Road, Bandra Kurla Complex, Mumbai, Maharashtra.										
Land Area:	Based on review of the title report, we understand that the total land area of the Subject Property under the ownership of the Client is approx. 2.0 acres ¹ .										
Subject Property Description:	First International Financial Centre (FIFC) (hereinafter referred to as Subject Property) is a Grade A commercial development, located in the heart of Mumbai's central business district, First International Financial Centre at the Bandra Kurla Complex (BKC) offers easy access to all roads and airports. Subject Property operationally commenced from 2012 and offers Amenities like Lift, Water Storage, Fire Fighting Systems, Car Parking, CCTV Camera Security, Power Backup, Internet/wi-fi connectivity, Maintenance Staff, Security Personnel, Visitors parking facility. Also, spacious offices - large floor plates, grand double height entrance lobby and etc. Total Project area of Subject Property is spread across 2.0 acres ¹ . Total operational area is approx.0.7 msf. (Operational Area indicates total area of the development) and total leasable area is approx. 0.4 msf.										
Statement of Assets:	Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), the Subject Property is an operational office asset with approx. 0.4 msf. of completed leasable area out of which approx. 100% is leased as on the date of valuation. Table below highlights the leasable area details for the subject development:										
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333; color: white;">Components</th> <th style="background-color: #333; color: white;">Leasable Area (msf.)</th> <th style="background-color: #333; color: white;">Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Block</td> <td style="text-align: center;">0.4</td> <td style="text-align: center;">Non-SEZ</td> </tr> <tr> <td>Total</td> <td style="text-align: center;">0.4</td> <td style="text-align: center;">--</td> </tr> </tbody> </table> <p style="font-size: small; margin-top: 5px;"><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Block	0.4	Non-SEZ	Total	0.4	--	
Components	Leasable Area (msf.)	Usage Type									
Completed Block	0.4	Non-SEZ									
Total	0.4	--									
Occupancy:	100%										
Valuation Approaches:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333; color: white;">Valuation Approach</th> <th style="background-color: #333; color: white;">Completed Blocks</th> </tr> </thead> <tbody> <tr> <td style="background-color: #FFD700;">Office Component</td> <td>Discounted Cash Flow Method (using rental reversion approach)</td> </tr> </tbody> </table>	Valuation Approach	Completed Blocks	Office Component	Discounted Cash Flow Method (using rental reversion approach)						
Valuation Approach	Completed Blocks										
Office Component	Discounted Cash Flow Method (using rental reversion approach)										



View of Subject Property



Internal view of Subject Property



View of basement car parking



View of access road





¹ FIFC has undivided right of 54.2% of the land.



Date of Valuation:	March 31, 2024						
Date of Inspection:	April 16, 2024						
Purchase Date for the Property:	27 th March 2019 (Formation Transaction as described in the Final Offer Document)						
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 161,070 per sqm Built up rate: INR 345,060 per sqm						
Value Conclusion as of March 31, 2024:	<table border="1"> <thead> <tr> <th>Component</th> <th>Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Block</td> <td>14,977</td> </tr> <tr> <td>Total Value of the Property</td> <td>14,977</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Block	14,977	Total Value of the Property	14,977
Component	Market Value (INR Mn)						
Completed Block	14,977						
Total Value of the Property	14,977						
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>						



1.9. Embassy TechZone





Property Name:	“Embassy TechZone” is a commercial office development located along Hinjewadi Phase 2 Road, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Maharashtra.	 View of Subject Property												
Property Address:	Plot No.3A, Hinjewadi Phase 2 Road, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Maharashtra.													
Land Area:	Based on information provided by the Client (viz. title report), the Valuer understands that the total land area admeasures approx. 67.5 acres. Additionally, it is understood that the land is on a leasehold basis with a remaining lease period of approx. 77 years and same is considered for the purpose of this valuation exercise.	 Internal view of Subject Property												
Subject Property Description:	<p>"Embassy TechZone" has been conceived as an expansive office park spanning approx. 67.5 acres of land area. This property currently operates as an IT/ITeS SEZ and Non-SEZ office park, accommodating multiple tenants. It offers a wide array of facilities and amenities, including a food court, intra-park shuttle service, gymnasium, multi-level parking, and a sports ground.</p> <p>Completed Blocks: Comprises of SEZ blocks, Colorado, Mississippi, Congo, Mekong, Rhine, Nile; Non-SEZ blocks Hudson and Ganges; & Food Court with a total leasable area of approx. 3.0 msf.</p> <p>Under-Construction & Proposed Blocks – The under construction and proposed blocks have Block 4, Block 9, Block 10, & Volga. The total leasable area of these blocks approx. 2.4 msf. These blocks are expected to be completed by FY 2030.</p>	 View of car parking												
Statement of Assets:	<p>Based on physical verification of various documents, we understand that the Subject Property is an operational and under construction Office Park with .approx. 5.5 msf. of leasable area of which completed block comprises of approx. 3.0 msf., and under-construction and proposed blocks comprises of approx. 2.4 msf. Table below highlight the leasable area for individual blocks that form part of the subject development:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: center;">Components</th> <th style="text-align: center;">Leasable Area (msf.)</th> <th style="text-align: center;">Usage Type</th> </tr> </thead> <tbody> <tr style="border-top: 2px solid #ccc;"> <td style="text-align: center;">Completed Blocks</td> <td style="text-align: center;">3.0</td> <td style="text-align: center;">IT/ITeS SEZ & Non-SEZ</td> </tr> <tr style="border-top: 2px solid #ccc;"> <td style="text-align: center;">Under Construction/ Proposed Blocks</td> <td style="text-align: center;">2.4</td> <td style="text-align: center;">IT/ITeS SEZ</td> </tr> <tr style="background-color: #eee; border-top: 2px solid #ccc; border-bottom: 2px solid #ccc;"> <td style="text-align: center;">Total</td> <td style="text-align: center;">5.5</td> <td style="text-align: center;">--</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	3.0	IT/ITeS SEZ & Non-SEZ	Under Construction/ Proposed Blocks	2.4	IT/ITeS SEZ	Total	5.5	--	 View of access Road
Components	Leasable Area (msf.)	Usage Type												
Completed Blocks	3.0	IT/ITeS SEZ & Non-SEZ												
Under Construction/ Proposed Blocks	2.4	IT/ITeS SEZ												
Total	5.5	--												
Occupancy:	78%													



Valuation Approach:	Valuation Approach	Completed Blocks	Under Construction/ Proposed Block
	Office Component	Discounted Cash Flows Method (using rent reversion approach)	Discounted Cash Flows Method (using rent reversion approach)
Date of Valuation:	March 31, 2024		
Date of Inspection:	April 10, 2024		
Purchase Date for the property:	March 27, 2019		
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 15,860 per sqm Built- Up Rate: INR 26,620 per sqm		
Value Conclusion as of March 31, 2024:	Component	Market Value (INR Mn)	
	Completed Blocks	21,792	
	Under Construction/ Proposed Blocks	2,345	
	Total Value of the Property	24,137	
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>		



1.10. Embassy Quadron





Property Name:	Embassy Quadron is an operational office located along Hinjawadi Phase 2 Rd, Phase 2, Hinjawadi Rajiv Gandhi Infotech Park, Hinjawadi, Pune.	 <p>Access road of Subject Property</p>									
Property Address:	Plot No. 28, Hinjawadi Phase 2 Rd, Phase 2, Hinjawadi Rajiv Gandhi Infotech Park, Hinjawadi, Pune, Maharashtra.										
Land Area:	Based on review of the title report, we understand that the total land area of the Subject Property under the ownership of the Client is approx. 25.5 acres. Additionally, it is understood that the land is on a leasehold basis with a remaining lease period of approx. 77 years and same is considered for the purpose of this valuation exercise.	 <p>Internal view of Subject Property</p>									
Subject Property Description:	'Embassy Quadron' is envisioned as an Information Technology Special Economic Zone (IT/ITeS SEZ) office park catering to a diverse tenant base, spanning approx. 25.5 acres. The Subject Property admeasures approx. 1.9 msf. of leasable area. This property stands out as a premium office park, boasting a range of top-notch facilities and amenities. These include meticulously landscaped areas, a cutting-edge food court, conveniently located ATMs, an indoor sports zone, a well-equipped gymnasium, and ample parking spaces for both two-wheelers and four-wheelers.	 <p>Internal view of Subject Property</p>									
Statement of Assets:	<p>Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), the Subject Property is an operational office asset with approx. 1.9 msf. of completed leasable area out of which approx. 54% is leased as on the date of valuation. Table below highlights the leasable area details for the subject development:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: left;">Components</th> <th style="text-align: center;">Leasable Area (msf.)</th> <th style="text-align: center;">Usage Type</th> </tr> </thead> <tbody> <tr> <td style="text-align: left;">Completed Blocks</td> <td style="text-align: center;">1.9</td> <td style="text-align: center;">IT/ITeS SEZ</td> </tr> <tr style="background-color: #eee;"> <td style="text-align: left;">Total</td> <td style="text-align: center;">1.9</td> <td style="text-align: center;">--</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	1.9	IT/ITeS SEZ	Total	1.9	--	 <p>Entrance of Subject Property</p>
Components	Leasable Area (msf.)	Usage Type									
Completed Blocks	1.9	IT/ITeS SEZ									
Total	1.9	--									
Occupancy:	54%										
Valuation Approaches:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: left;">Valuation Approach</th> <th style="text-align: left;">Completed Blocks</th> </tr> </thead> <tbody> <tr> <td style="background-color: #ffc107;">Office Component</td> <td>Discounted Cash Flow Method (using rental reversion approach)</td> </tr> </tbody> </table>	Valuation Approach	Completed Blocks	Office Component	Discounted Cash Flow Method (using rental reversion approach)						
Valuation Approach	Completed Blocks										
Office Component	Discounted Cash Flow Method (using rental reversion approach)										
Date of Valuation:	March 31, 2024										
Date of Inspection:	April 10, 2024										



Purchase Date for the Property:	March 27, 2019						
Ready Reckoner Rate (as per documents published by State Government):	Land Rate: INR 15,860 per sqm Built- Up Rate: INR 26,620 per sqm						
Value Conclusion as of March 31, 2024:	<table border="1"> <thead> <tr> <th>Component</th> <th>Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>11,398</td> </tr> <tr> <td>Total Value of the Property</td> <td>11,398</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Blocks	11,398	Total Value of the Property	11,398
Component	Market Value (INR Mn)						
Completed Blocks	11,398						
Total Value of the Property	11,398						
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>						



1.11. Embassy Qubix



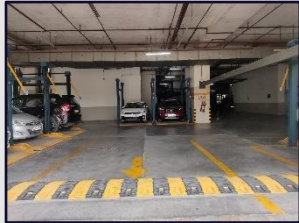

Property Name:	Embassy Qubix is an operational office located in Phase 1, Hinjawadi Rajiv Gandhi Infotech Park, Hinjawadi, Pimpri-Chinchwad, Maharashtra.	 <p>Entrance of Subject Property</p>									
Property Address:	Blue Ridge Town Pune, Phase 1, Hinjawadi Rajiv Gandhi Infotech Park, Hinjawadi, Maharashtra.										
Land Area:	Based on review of the title report, we understand that the total land area of the Subject Property under the ownership of the Client is approx. 25.2 acres. Additionally, it is understood that the land is freehold in nature.	 <p>Internal view of Subject Property</p>									
Subject Property Description:	'Embassy Qubix' is an IT/ITeS SEZ office park spanning over approx. 25.2 acres, offering office spaces to IT/ITeS companies. The property boasts an array of facilities and amenities, "Q Court Courtyard", grocery stores and on-site ATMs. In addition to these conveniences, Embassy Qubix generously provides ample parking spaces for both two-wheelers and four-wheelers. Notably, the development of this property occurred in stages, with construction spanning from 2010 to 2012.										
Statement of Assets:	Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), the Subject Property is an operational office asset with approx. 1.5 msf. of completed leasable area out of which approx. 68% is leased as on the date of valuation. Table below highlights the leasable area details for the subject development:	 <p>View of basement car parking</p>									
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333; color: white;">Components</th> <th style="background-color: #333; color: white;">Leasable Area (msf.)</th> <th style="background-color: #333; color: white;">Usage Type</th> </tr> </thead> <tbody> <tr> <td style="background-color: #333; color: white;">Completed Blocks</td> <td style="text-align: center;">1.5</td> <td style="text-align: center;">IT/ITeS SEZ office</td> </tr> <tr> <td style="background-color: #333; color: white;">Total</td> <td style="text-align: center;">1.5</td> <td style="text-align: center;">--</td> </tr> </tbody> </table>		Components	Leasable Area (msf.)	Usage Type	Completed Blocks	1.5	IT/ITeS SEZ office	Total	1.5	--
	Components		Leasable Area (msf.)	Usage Type							
Completed Blocks	1.5	IT/ITeS SEZ office									
Total	1.5	--									
<i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i>											
Occupancy:	68%	 <p>Internal view of Subject Property</p>									
Valuation Approaches:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333; color: white;">Valuation Approach</th> <th style="background-color: #333; color: white;">Completed Blocks</th> </tr> </thead> <tbody> <tr> <td style="background-color: #333; color: white;">Office Component</td> <td style="text-align: center;">Discounted Cash Flow Method (using rental reversion approach)</td> </tr> </tbody> </table>		Valuation Approach	Completed Blocks	Office Component	Discounted Cash Flow Method (using rental reversion approach)					
	Valuation Approach		Completed Blocks								
Office Component	Discounted Cash Flow Method (using rental reversion approach)										
Date of Valuation:	March 31, 2024										
Date of Inspection:	April 10, 2024										
Purchase Date for the Property:	March 27, 2019										



<p>Ready Reckoner Rate (as per documents published by State Government):</p>	<p>Land Rate: INR 11,990 per sqm Built- Up Rate: INR 26,620 per sqm</p>							
<p>Value Conclusion as of March 31, 2024:</p>	<table border="1"> <thead> <tr> <th data-bbox="352 409 836 451">Component</th> <th data-bbox="836 409 1125 451">Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td data-bbox="352 451 836 493">Completed Blocks</td> <td data-bbox="836 451 1125 493">9,521</td> </tr> <tr> <td data-bbox="352 493 836 535">Total Value of the Property</td> <td data-bbox="836 493 1125 535">9,521</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Blocks	9,521	Total Value of the Property	9,521	
Component	Market Value (INR Mn)							
Completed Blocks	9,521							
Total Value of the Property	9,521							
<p>Assumptions, Disclaimers, Limitations & Qualification</p>	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader’s acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>							



1.12. Embassy Oxygen


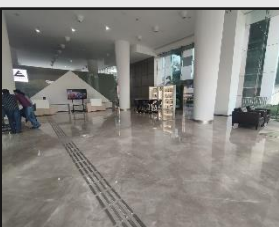
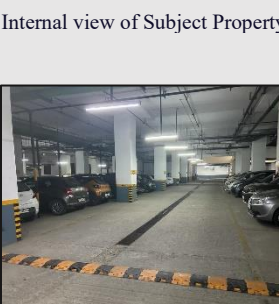


<p>Property Name:</p>	<p>Embassy Oxygen (hereinafter referred to as Subject Property) is a Grade A IT/ITeS SEZ development along with Tower 1 converted to Non-SEZ- IT/ITeS, located at Sector- 144, Noida, Uttar Pradesh. Embassy Oxygen is located in close proximity to Noida - Greater Noida Expressway which is one of the established IT/ITeS SEZ and Non-SEZ office destination of Noida.</p>										
<p>Property Address:</p>	<p>Plot number 7, Sector 144, Noida, Uttar Pradesh.</p>	<p>View of Subject Property</p>									
<p>Land Area:</p>	<p>The Subject Property is spread across a total land area of approx. 24.8 acres. The tenure of the underlying land of the Subject Property is leasehold with the lessee being New Okhla Industrial Development Authority (NOIDA). The remaining tenure of the land is approx. 73 years. Basis the site plan & visual inspection, it was observed that the land underlying the Subject Property is largely regular in shape, levelled topography and bounded by compound wall.</p>										
<p>Subject Property Description:</p>	<p>The Subject Property is accessible via 24-meter-wide access road on the South and 45-meter-access road on the West (primary access road). The Subject Property is well connected to other parts of Noida & Delhi via Noida - Greater Noida Expressway, DND Expressway & Aqua Line Metro. The Subject Property offers amenities like lift, water storage, firefighting systems, car parking, CCTV camera security, power backup, internet/wi-fi connectivity, intercom facility, maintenance staff, security personnel, visitors parking facility. Other facilities offered by the Subject Property includes landscaped greenspace, a recently revamped food court and a suite of tenant amenities (such as a sports zone, auditorium, café, fitness centre and day care facilities) etc.</p>	<p>Internal view of Subject Property</p> 									
<p>Statement of Assets:</p>	<p>Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), we understand that the Subject Property is an operational Office Park with total leasable area is approx. 3.3 msf. Table below highlights the leasable area details for the subject development:</p> <table border="1" data-bbox="354 1304 1092 1585"> <thead> <tr> <th>Components</th> <th>Leasable Area (msf.)</th> <th>Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>3.3</td> <td>IT/ITeS SEZ / Tower 1 - IT/ITeS Non- SEZ</td> </tr> <tr> <td>Total</td> <td>3.3</td> <td>--</td> </tr> </tbody> </table> <p><i>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</i></p>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	3.3	IT/ITeS SEZ / Tower 1 - IT/ITeS Non- SEZ	Total	3.3	--	 <p>View of access road</p>
Components	Leasable Area (msf.)	Usage Type									
Completed Blocks	3.3	IT/ITeS SEZ / Tower 1 - IT/ITeS Non- SEZ									
Total	3.3	--									
<p>Occupancy:</p>	<p>58%</p>										



Valuation Approach:	Valuation Approach	Completed Blocks
	Office/ Retail Component	Discounted Cash Flow Method (using rental reversion approach)
Date of Valuation:	March 31, 2024	
Date of Inspection:	March 19, 2024	
Purchase Date for the property:	March 27, 2019	
Ready Reckoner Rate (as per documents published by State Government):	Carpet area Rate: INR 2,04,750 per sqm Land area Rate: INR 28,000 per sqm	
Value Conclusion as of March 31, 2024:	Component	Market Value (INR Mn)
	Completed Blocks	23,826
	Total Value of the Property	23,826
Assumptions, Disclaimers, Limitations & Qualification	This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.	



1.13. Embassy Galaxy





<p>Property Name:</p>	<p>Embassy Galaxy (hereinafter referred to as Subject Property) is a Grade A IT/ITeS development, located at Sector- 62, Noida, Uttar Pradesh, which is a well-established office district in Noida.</p>										
<p>Property Address:</p>	<p>A-44 & 45, Sector-62, Noida, Uttar Pradesh.</p>	<p>View of Subject Property</p>									
<p>Land Area:</p>	<p>The Subject Property is spread across a total land area of approx. 9.9 acres. The tenure of the underlying land of the Subject Property is leasehold with the lessee being New Okhla Industrial Development Authority (NOIDA). The remaining tenure of the land is approx.71 years. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is regular in shape, levelled topography and bounded by compound wall.</p>										
<p>Subject Property Description:</p>	<p>Subject Property is a Grade A IT/ITeS development. The Subject Property is accessible via 45-meter-wide internal road on the South. The Subject Property is well connected to other parts of Noida & Delhi via National Highway 24 & Blue Line of Delhi Metro (DMRC). Also, the Subject Property is located approx. 10 kms from Sector-18 which is the CBD of Noida. The Subject Property offers amenities like lift, water storage, firefighting systems, car parking, CCTV camera security, power backup, internet/wi-fi connectivity, intercom facility, maintenance staff, security personnel and visitors parking facility. The property offers range of amenities including a recently refurbished food court, cafes and few retail options.</p>										
<p>Statement of Assets:</p>	<p>Based on review of various documents (such as rent roll, Architect certificate, lease deeds, etc.), we understand that the Subject Property is an operational Office Park with total leasable area of approx. 1.4 msf., which is fully constructed. Table below highlights the leasable area details for the subject development:</p> <table border="1" data-bbox="354 1268 1105 1482"> <thead> <tr> <th>Components</th> <th>Leasable Area (msf.)</th> <th>Usage Type</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>1.4</td> <td>IT/ITeS Non-SEZ</td> </tr> <tr> <td>Total</td> <td>1.4</td> <td>--</td> </tr> </tbody> </table> <p>Source: Architect certificate, Rent roll dated 31st March 2024, Lease deeds.</p>	Components	Leasable Area (msf.)	Usage Type	Completed Blocks	1.4	IT/ITeS Non-SEZ	Total	1.4	--	 <p>View of basement car parking</p>  <p>View of access road</p>
Components	Leasable Area (msf.)	Usage Type									
Completed Blocks	1.4	IT/ITeS Non-SEZ									
Total	1.4	--									
<p>Occupancy:</p>	<p>97%</p>										
<p>Valuation Approach:</p>	<table border="1" data-bbox="354 1688 1057 1822"> <thead> <tr> <th>Valuation Approach</th> <th>Completed Blocks</th> </tr> </thead> <tbody> <tr> <td>Office/ Retail Component</td> <td>Discounted Cash Flow Method (using rental reversion approach)</td> </tr> </tbody> </table>	Valuation Approach	Completed Blocks	Office/ Retail Component	Discounted Cash Flow Method (using rental reversion approach)						
Valuation Approach	Completed Blocks										
Office/ Retail Component	Discounted Cash Flow Method (using rental reversion approach)										



Date of Valuation:	March 31, 2024						
Date of Inspection:	March 19, 2023						
Purchase Date for the property:	March 27, 2019						
Ready Reckoner Rate (as per documents published by State Government):	Carpet Area Rate: INR 1,94,250 per sqm Land Rate: INR 65,000 per sqm						
Value Conclusion as of March 31, 2024:	<table border="1"> <thead> <tr> <th>Component</th> <th>Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td>Completed Blocks</td> <td>9,894</td> </tr> <tr> <td>Total Value of the Property</td> <td>9,894</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Completed Blocks	9,894	Total Value of the Property	9,894
Component	Market Value (INR Mn)						
Completed Blocks	9,894						
Total Value of the Property	9,894						
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>						



1.14. Hilton - Embassy GolfLinks





Property Name:	“Hilton – Embassy GolfLinks” is an operational hospitality development which is part of a larger development (Embassy GolfLinks) located along the Intermediate Ring Road, Bengaluru, Karnataka.	 <p>View of Subject Property</p>  <p>External view of Subject Property</p>  <p>External view of Subject Property</p>  <p>View of access road</p>					
Property Address:	Challaghatta Village, Varthur Hobli, Bengaluru East Taluk, Bengaluru, Karnataka.						
Land Area:	Based on information provided by the Client (viz. title report), the Valuer understands that the total land area of the Subject Property admeasures approx. 3.6 acres.						
Subject Property Description:	Subject property is an operational luxury hospitality development located along Intermediate Ring Road, Bengaluru. With a developed area of approx. 0.5 msf., the hotel comprises of 247 keys. It is located near to the vicinity of Indiranagar, Koramangala, CV Raman Nagar, etc. The subject micro market has established residential and commercial developments.						
Statement of Assets:	<p>Based on information provided by the Client, we understand that Subject Property is an operational luxury hotel. Further, the table below highlights the configuration of the subject property:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: left;">Block</th> <th style="text-align: left;">No. of Keys</th> </tr> </thead> <tbody> <tr> <td style="text-align: left;">Hilton – Embassy GolfLinks</td> <td>247 Keys (Developed area – approx. 0.5 msf.)</td> </tr> </tbody> </table> <p><i>Source: Architect Certificate.</i></p>		Block	No. of Keys	Hilton – Embassy GolfLinks	247 Keys (Developed area – approx. 0.5 msf.)	
Block	No. of Keys						
Hilton – Embassy GolfLinks	247 Keys (Developed area – approx. 0.5 msf.)						
Valuation Approach:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #333; color: white;"> <th style="text-align: left;">Valuation Approach</th> <th style="text-align: left;">Completed Blocks</th> <th style="text-align: left;">Under Construction/ Proposed Block</th> </tr> </thead> <tbody> <tr> <td style="background-color: #FFD700;">Hotel</td> <td>Discounted Cash Flows Method</td> <td>NA</td> </tr> </tbody> </table>		Valuation Approach	Completed Blocks	Under Construction/ Proposed Block	Hotel	Discounted Cash Flows Method
Valuation Approach	Completed Blocks	Under Construction/ Proposed Block					
Hotel	Discounted Cash Flows Method	NA					
Date of Valuation:	March 31, 2024						
Date of Inspection:	April 02, 2024						
Purchase Date for the property:	March 27, 2019						
Ready Reckoner Rate (as per documents published by State Government):	Land Rate – INR 53,325 per sqm						



Value Conclusion as of March 31, 2024:	<table border="1"> <thead> <tr> <th data-bbox="358 247 829 285">Component</th> <th data-bbox="829 247 1125 285">Market Value (INR Mn)</th> </tr> </thead> <tbody> <tr> <td data-bbox="358 285 829 323">Hotel</td> <td data-bbox="829 285 1125 323">6,341</td> </tr> <tr> <td data-bbox="358 323 829 369">Total Value of the Property</td> <td data-bbox="829 323 1125 369">6,341</td> </tr> </tbody> </table>	Component	Market Value (INR Mn)	Hotel	6,341	Total Value of the Property	6,341	
Component	Market Value (INR Mn)							
Hotel	6,341							
Total Value of the Property	6,341							
Assumptions, Disclaimers, Limitations & Qualification	<p>This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the reader’s acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.</p>							



1.15. Embassy Energy, Bellary District, Karnataka

Property Name:	“Embassy Energy Private Limited” is a Solar Electricity generation facility which is spread across villages Ittigi, Morregeri and Nellukudure, Bellary District, Karnataka.	 <p>View of solar panels</p>
Property Address:	Villages Ittigi and Mooregeri in Huvin Hadagali Taluka and Nellukudure in Hagri Bommanhalli Taluka, Bellary District, Karnataka.	
Land Area:	Based on information provided by the Client (viz. title report), the Valuer understands that the total land area of the larger land parcel admeasures approx. 465.8 acres.	 <p>View of transformers</p>
Subject Property Description:	The Subject Property, Embassy Energy Private Limited is Solar Electricity generation facility Development, is situated in the vicinity of Ittigi and Mooregeri villages in Huvin Hadagali Taluka, as well as Nellukudure in Hagri Bommanhalli Taluka, within Karnataka's Bellary District. The surrounding landscape is primarily defined by expansive agricultural plots. Additionally, the subject location has gained attention for potential solar park developments, with various infrastructure companies like Adani, ReNew, and others currently operating or considering proposals for such projects in the area.	
Valuation Approach:	Discounted Cash Flow Method	
Date of Valuation:	March 31, 2024	 <p>View of Subject Property</p>
Date of Inspection:	October 19, 2023	
Purchase Date for the property:	March 27, 2019	 <p>View of sub station</p>
Ready Reckoner Rate (as per documents published by State Government):	INR 130,000 – 200,000 per acre	
Value Conclusion as of March 31, 2024:	Component	Market Value (INR Mn)
	Embassy Energy Private Limited	7,813
	Total Value of the Property	7,813
Assumptions, Disclaimers, Limitations & Qualification	This valuation report is provided subject to assumptions, disclaimers, limitations, and qualifications detailed throughout this report which are made in conjunction with those included within the Assumption, Disclaimer, Limitation & Qualification sections in this report. Reliance on this report and extension of our liability is conditional upon the	



reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.



1.16. Value Summary

The following table highlights the summary of the market value of each property part of the said Embassy REIT portfolio as on March 31, 2024.

Development	Asset Type	Leasable Area	Market Value (INR Mn)			
			Completed	Under construction (UC) / Proposed	Total	Share of Total Value
Embassy Manyata, Bengaluru	Mixed-use (Office (IT/ITeS SEZ ² / Non-SEZ), Hotel, Retail, Convention Centre)	Completed office – 12.4 msf. Proposed/ UC ³ office – 3.2 msf. Hotel (5 star) – 266 keys Hotel (3 star) – 353 keys	198,467	27,024	225,491	41%
Embassy TechVillage, Bengaluru	Mixed-use (Office (IT/ITeS SEZ / Non-SEZ), Hotel, Retail, Convention Centre)	Completed office – 7.3 msf. Proposed/ UC office – 2.3 msf. UC Hotel (5 star) – 311 keys UC Hotel (3 star) – 207 keys	103,005	23,142	126,147	23%
Embassy One, Bengaluru	Mixed-use (Office (Non-SEZ), Hotel, Retail)	Completed office – 0.3 msf. Hotel (5 star) – 230 Keys	14,467	-	14,467	3%
Embassy Business Hub, Bengaluru	Office (Non-SEZ)	Completed office – 0.4 msf. UC office – 1.0 msf. ⁴	3,950	1,793	5,743	1%
Express Towers, Mumbai	Office (Non-SEZ)	Completed office – 0.5 msf.	18,935	-	18,935	3%
Embassy 247, Mumbai	Office (Non-SEZ)	Completed office – 1.2 msf.	19,075	-	19,075	3%
First International Financial Center (FIFC), Mumbai	Office (Non-SEZ)	Completed office – 0.4 msf.	14,977	-	14,977	3%
Embassy TechZone, Pune	Office (IT/ITeS SEZ / Non-SEZ)	Completed office – 3.0 msf. Proposed/ UC office – 2.4 msf.	21,792	2,345	24,137	4%
Embassy Quadron, Pune	Office (IT/ITeS SEZ)	Completed office – 1.9 msf.	11,398	-	11,398	2%
Embassy Qubix, Pune	Office (IT/ITeS SEZ)	Completed office – 1.5 msf.	9,521	-	9,521	2%
Embassy Oxygen, Noida	Office (IT/ITeS SEZ & Tower-1 Non SEZ)	Completed office – 3.3 msf.	23,826	-	23,826	4%
Embassy Galaxy, Noida	Office (Non- SEZ)	Completed office – 1.4 msf.	9,894	-	9,894	2%
Hilton Embassy GolfLinks, Bengaluru	Hotel	Hotel (5 star) – 247 Keys	6,341	-	6,341	1%
Embassy Energy, Bellary District, Karnataka	Solar Park	Installed capacity of 130 MW DC (100 MW AC)	7,813	-	7,813	2%
Total- 100% Owned Asset			463,462	54,304	517,765	93%
Embassy GolfLinks, Bengaluru	Office (Non-SEZ)	Completed office – 3.1 msf.	37,240	-	37,240 ⁵	7%
Total			500,701	54,304	555,005	100%

² SEZ- Special Economic Zone

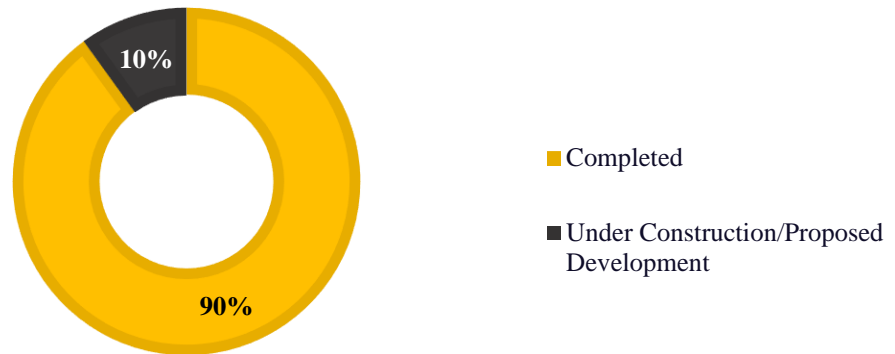
³ UC- Under Construction

⁴ Client interest based on developer share under the Joint development Agreements in relation to this property.

⁵ Indicative of Embassy REIT economic interest in the asset, viz. 50%



BASED ON MARKET VALUE



This Valuation Report is provided subject to a summary of assumptions, disclaimers, limitations, and qualification detailed throughout this Report which are made in conjunction with those included within the sections covering various assumptions, disclaimers, limitations, and qualifications within the Valuation Report. Reliance on this report and extension of the liability of the Valuer is conditional upon the reader's acknowledgement of these statements.

Prepared By

(L. Anuradha) MRICS
IBBI Registered Valuer (L&B)
(IBBI/RV/02/2022/14979)



E. CITY REPORT



1. Bengaluru City Report

1.1. Bengaluru Office Market Overview

The overall commercial office market in Bengaluru and its key micro markets:

Particulars	Bengaluru	Peripheral North (Including Hebbal)	Outer Ring Road (KR Puram - Sarjapura)	Suburban East
Total completed stock Q1 2024 (msf.)	190.5	28.5	70.2	21.4
Current occupied stock Q1 2024 (msf.)	171.6	24.6	64.2	20.9
Current Vacancy Q1 2024 (%)	10.0%	13.7%	8.2%	2.2%
Future Supply – Q2 2024 E – 2026 E (msf.)	28 – 29	5 – 6	9 – 10	2 – 3
Market Rent – Q1 2024 (INR per sq. ft. per month)	94	88	96	137

Source: Consultant Research.

Peripheral North – Bellary Road, Thanisandra Road, Tumkur Road, Hebbal.

Outer Ring Road – Sarjapur, Marathahalli, KR Puram.

Suburban East – Indira Nagar, Old Airport Road, CV Raman Nagar.

Note:

- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.

Bengaluru is the capital of the State of Karnataka, India and is located in the southeast of the state. Bengaluru region is spread over a total area of over 709 sq. km. (conurbation area) with a population estimated of around 13.61 Mn as of 2023⁶, with a population density of over 4000 per sq. km. according to census 2011.

The city, known as Silicon Valley of India, has emerged as a favourite IT/ITeS destination. Bengaluru stands as a pioneering force in attracting and accommodating these technology giants. The city's ability to magnetize such corporations underscores its significance as a dynamic hub for technological innovation and business advancement.

The growth and prominence have propelled Bengaluru into a remarkable position in the global technological landscape, further cementing its reputation as an incubator of cutting-edge enterprises. Apart from successfully attracting IT/ITeS companies, Bengaluru is a Biotech destination as well. Bengaluru houses some of the most prominent biotechnology research institutions of India like Indian Institute of Science and National Centre for

⁶ Source: worldpopulationreview.com



Biological Resources. Industries related to manufacturing of aircraft, earthmoving equipment, watches, garments, silk, machine tools amongst others also have presence in Bengaluru.

The city has the presence of prominent educational institutions like Indian Institute of Management (IIM), International Institute of Information Technology (IIIT), National Law School, and several engineering/medical colleges which makes availability of skilled talent pool easy for the corporations.

The key drivers of demand for office space in Bengaluru are as follows:

Information Technology (IT) and ITeS sector growth: Bengaluru which is referred as India's information technology capital hosts a significant portion of the country's IT and technology firms such as Microsoft, Yahoo, Wipro, Infosys, International Business Machines (IBM), General Electric (GE), Google, Accenture, Tata Consultancy Services (TCS), etc. The expansion and establishment of these companies drive demand for office spaces in the city.

Startup Ecosystem: Bengaluru has a vibrant startup ecosystem, with numerous new ventures emerging regularly. These startups require office space for their operations, contributing to the overall demand.

Globalization and Outsourcing: Many multinational corporations outsource their operations to Bengaluru due to its skilled workforce and cost-effectiveness. This globalization trend increases the demand for office space, particularly in tech parks and business districts.

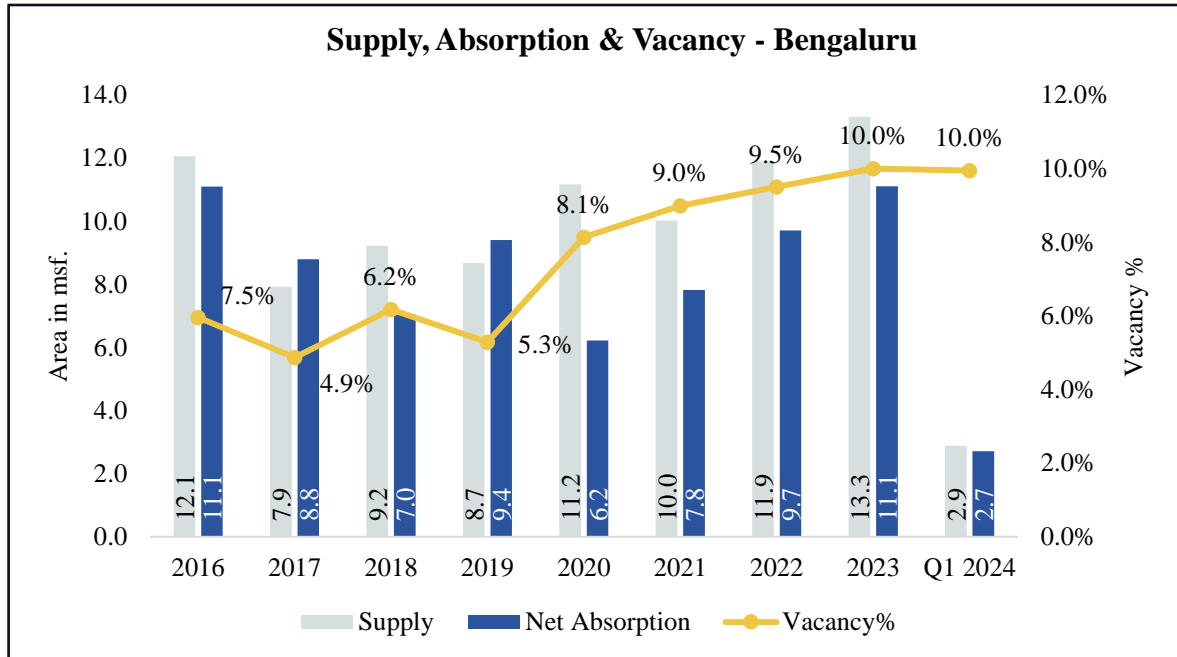
Biotechnology Centres: Bengaluru is a hub for biotechnology centres and houses some of the most prominent biotechnology research institutions of India like Indian Institute of Science and National Centre for Biological Resources.

Infrastructure: Infrastructure projects such as metro rail expansion, road projects, and improved connectivity enhance the attractiveness of Bengaluru as a business destination. Improved infrastructure encourages businesses to set up operations, leading to increased demand for office space. Further, availability of impeccable social infrastructure such as educational institutions and colleges, malls, hospitals, and hotels make it an attractive destination for both the corporations and workforce.



1.2. Bengaluru - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption and Vacancy trend for Bengaluru is as below:



Source: Consultant Research.

Note:

- The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-committments, renewals etc. The pre-committments are recorded as absorption in the year in which the tenant occupies the building.
- The data represented is on calendar year basis.

- Bengaluru is the largest office market in India with a total stock of 190.5 msf. as of Q1 CY 2024.
- Bengaluru offers a mix of IT, IT SEZ and Non-IT office supply. Average supply of approx. 11.6 msf. was delivered in the CY 2020 – CY 2023 whereas the average net absorption in the same time period was approx. 8.7 msf. Further, the city witnessed net absorption 11.1 msf. as of CY 2023 which is in line with 2016 levels and is also the highest since then. Net absorption as on Q1 CY 2024 is 2.7 msf. which majorly comprised of fresh leasing.
- Vacancy in the city was 10.0% as of 2023 and Q1 CY 2024 primarily due to inventory overhang.
- Approx. 28-29 msf. of supply is expected to be delivered in the next 2-3 years.



1.3. Bengaluru - Hospitality Market Overview

Bengaluru, a vibrant city in southern India serves as a major hub for business, technology, and tourism. The city's hospitality sector plays a crucial role in accommodating the diverse needs of travellers, ranging from business executives to tourists and expatriates.

Bengaluru offers a wide range of accommodation options to suit every budget and preference. With numerous multinational corporations, IT parks, and tech startups, Bengaluru sees a constant influx of professionals visiting the city for business purposes. The hospitality sector caters to this demographic by providing accommodation near major business districts and tech parks. Further, Bengaluru hosts numerous events, conferences, and expos throughout the year, attracting delegates and attendees from various industries. The hospitality sector plays a crucial role in accommodating these events by providing conference venues, accommodation, and catering services.

Most of the hotels launches in the upscale / upper upscale / luxury categories in the past 5 – 6 years, are located in micro-markets away from the city centre. The occupancy and the Average Room Rates (ARRs) have stabilised in most of these micro markets over the last few years. Some of the latest entrants in the upscale / upper upscale / luxury categories include Four Seasons, Moxy Hotels, Hyatt Centric, The Renaissance, Conrad, among others.

The list of few of the prominent hotels in Bengaluru is as under:

Hotel	Location	Keys
The Leela Palace	Old Airport Road	357
Hilton	Challaghatta	247
Radisson Blu	Marathahalli	218
Novotel	Outer Ring Road	215
Aloft	Outer Ring Road	191
DoubleTree Suites by Hilton	Outer Ring Road	172
Courtyard by Marriott	Outer Ring Road	170
Fairfield by Marriott	Outer Ring Road	166
Hilton Garden Inn	Nagavara	353
Hilton Hotels & Resorts	Nagavara	266
Marriot	Whitefield	391
Four Seasons	Bellary Road	230

Source: Consultant Research.



Some of the upcoming hotels in Bengaluru are as below:

Hotel Name	Keys	Expected Year of Opening	Location
Hilton Hotels & Resorts	311	FY 2026	Marathahalli-Sarjapur Outer Ring Road
Hilton Garden Inn	207	FY 2026	Marathahalli-Sarjapur Outer Ring Road
Hyatt Hotels & Resorts	400	FY 2028	Whitefield

Source: Consultant Research.

Note: The estimated year of opening is based on general information available in the market.

Further, Bengaluru's hospitality market thrives due to rising demand from corporate hubs like Outer Ring Road, Electronic City, Whitefield, Sarjapur, and North Bengaluru. Business executives, tourists, and expatriates frequent these areas for work and leisure. These locations benefit from strategic positioning within Bengaluru's economic landscape, offering convenience and connectivity. As a result, hospitality establishments are expected to sustain strong performance, appealing to investors and operators capitalizing on Bengaluru's dynamic business and tourism sectors.

1.4. Embassy Manyata, Embassy One and Embassy Business Hub - Micro Markets

1.4.1. Office Market Overview - Peripheral North

The Peripheral North Bengaluru micro-market can be classified into 3 distinct sub micro-markets – Hebbal and surrounding areas, Yelahanka, Devanahalli and its surrounding areas.

Embassy Manyata, Embassy One and Embassy Business Hub falls under Peripheral North micro-market. The Hebbal stretch is the established vector in the Peripheral North micro market while Yelahanka, Devanahalli and its surrounding areas are still in nascent stage of development. Development of Outer Ring Road in 2004 fuelled the growth of real estate activity along the ring road and on the arterial roads emanating from the same, by improving accessibility and connectivity. Further, the establishment of Manyata Tech Park on ORR triggered the development of organized real estate in the micro market. The development emerged as one of the most prominent and successful IT/ITeS development in the city and transformed the micro market into a prominent commercial hub of North Bengaluru. Furthermore, with the establishment of the Kempegowda International Airport at Devanahalli, North Bengaluru micro market witnessed enhanced activity on the stretch from Hebbal junction to the airport including the Subject Property sub micro-market.

Due to the relatively higher land prices and limited availability of land in Hebbal vector, developers are launching commercial office projects in the latter stretches of this micro market emanating from Jakkur to Devanahalli. However, the vector is yet to witness overwhelming preference from the occupiers owing to limited social infrastructure in the vector, resulting in high vacancy levels among office developments.



The Kempegowda International Airport at Devanahalli serves as a major growth driver for real estate developments in the region. The existing and upcoming commercial developments are driving demand for residential, retail, hospitality, and ancillary segments in the micro-market. In the last 9 – 10 years, the North Bengaluru micro– market has witnessed land banking by several established developers and the same is expected to continue.

North Bengaluru is increasingly witnessing substantial residential development by a variety of developers. The typology of residential developments includes apartments, row-houses, villas, and plotted developments. Locations like Hebbal, Amrutahalli and Sahakar Nagar are established residential corridors of the micro market comprising independent houses and apartments; similarly, the typology of residential developments in areas such as Thanisandra, Horamavu and Hennur Road is largely independent housing and apartments. Areas located northwards of Yelahanka till Devanahalli and beyond have apartments along with row-houses, villas and plotted developments developing at a rapid pace due to increasing prices in the neighbourhood markets of Hebbal, presence of airport and upcoming infrastructure initiatives such as metro connectivity, Peripheral ring road, etc.

Commercial developments in the form of campus styled developments in North Bengaluru is majorly concentrated around Outer ring road and the segment of Bellary Road closer to Hebbal. Some of the prominent commercial developments in North Bengaluru include Manyata Embassy Business Park (Hebbal), RMZ Latitude, Brigade Magnum, Brigade Opus, Kirloskar Embassy Business Park (Hebbal), Karle Town Centre, amongst others. The expected upcoming supply in the Peripheral North including Hebbal in the next 2-3 years is approx. 5-6 msf.

Currently, the organized retail activity in North Bengaluru is concentrated around Hebbal, Thanisandra main road and Sahakar Nagar. The retail activity in the micro market is predominantly limited to standalone developments mostly relating to automobile segment, eateries, gyms, departmental stores amongst others. The large retail developments in close vicinity to the subject micro market includes Elements Mall (0.3 msf.) on Thanisandra Main Road, Esteem Mall (0.1 msf.) in Hebbal, RMZ Galleria Mall (0.5 msf.) in Yelahanka, Bhartiya City (0.9 msf.) in Thanisandra and Phoenix Mall of Asia (1.2 msf.) in Byatarayanapura.

Some of the residential projects from Hebbal to Airport stretch include Embassy Lake Terraces, L&T Raintree Boulevard, Century Horizon, Godrej Aqua, Godrej Platinum, Sobha Dream Garden, Sobha Palm Court, etc.



1.4.2. Micro Market - Rental Trend Analysis

Average quoted market rentals in Peripheral North micro market are in the range of INR 72 to 88 per sq. ft. per month. Further, we understand that for commercial development in the stretch of Yelahanka to Devanahalli, quoted rentals are in the range of INR 55-65 per sq. ft. per month, whereas the developments in Hebbal stretch tend to command higher rentals of INR 65-100 per sq. ft. per month, depending on size, location, grade of the building, amenities offered, type of tenant, lease terms, etc.

CAGR for Peripheral North micro market from the year CY 2016 – Q1 CY 2024 is approx. 2.7%. However, CAGR in the same time period of commercial developments closer to Hebbal are in the range of 4.0% - 5.0%. Further, we understand that traction in the buildings quoting lower rentals in the range of INR 55-65 per sq. ft. per month is expected to gradually increase, thereby leading to higher rentals on account of the increased demand for the good quality commercial developments.

The below table lists down some of the recent transactions for developments located closer to Hebbal:

Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 1	Embassy Manyata Business Park	Nagavara	0.14	Q1 2024	102	Fresh
Tenant 2	Embassy Manyata Business Park	Nagavara	0.17	Q1 2024	105	Fresh
Tenant 3	Brigade Triumph	Bellary Road	0.019	Q1 2024	84	Fresh
Tenant 4	Brookfield Azure	Bellary Road	0.018	Q1 2024	85	Fresh
Tenant 5	Karle Town Centre	Nagavara	0.05	Q4 2023	82	Fresh
Tenant 6	Karle Town Centre	Nagavara	0.05	Q3 2023	82	Fresh

Source: Consultant Research; Peripheral North.

Note: The data represented is on calendar year basis.

The below table lists down some of the recent transactions for developments located beyond Yelahanka, towards Devanahalli:

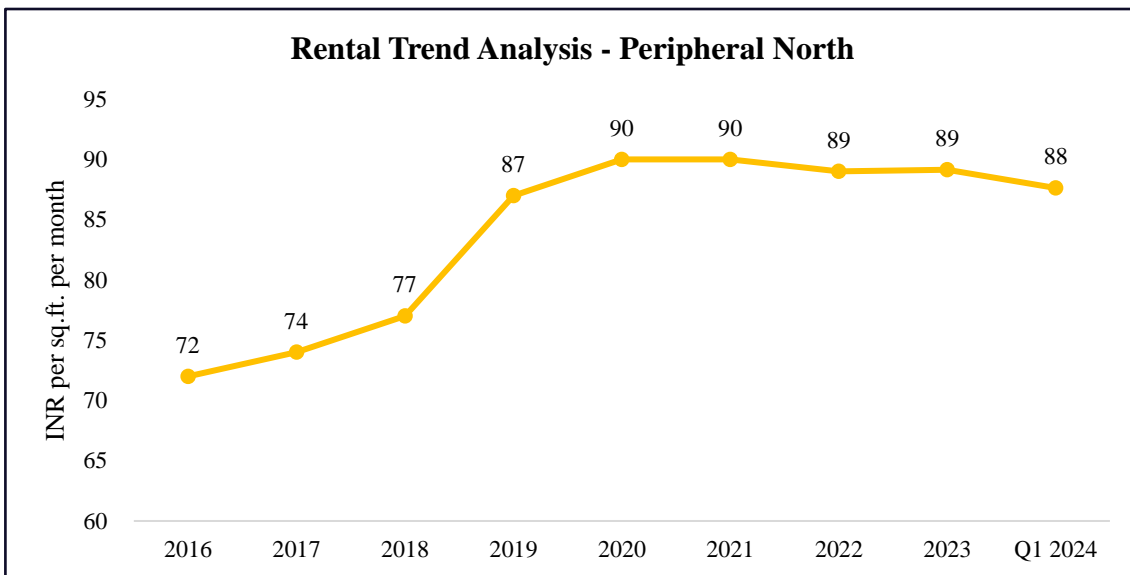
Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 1	Prestige Tech Cloud	Devanahalli	0.1	Q1 2024	49	Fresh
Tenant 2	Bhartiya Centre for Information Technology	Thanisandra Road	0.04	Q3 2023	65	Fresh



Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 3	Brookfield Northstar	Yelahanka	0.04	Q1 2023	48	Fresh
Tenant 4	Bhartiya Centre for Information Technology	Thanisandra Road	0.02	Q4 2023	58	Fresh
Tenant 5	Umiya Velociti	Bellary Road	0.02	Q1 2023	64	Fresh
Tenant 6	Brookfield Azure	Bellary Road	0.02	Q1 2023	73	Fresh
Tenant 7	Bhartiya Centre for Information Technology	Thanisandra Road	0.02	Q1 2023	65	Fresh
Tenant 8	Umiya Velociti	Bellary Road	0.4	Q1 2023	78	Fresh

Source: Consultant Research; Peripheral North.
 Note: The data represented is on calendar year basis.

The following graph depicts the rental trend in Peripheral North micro market (CY 2016-Q1 CY 2024):



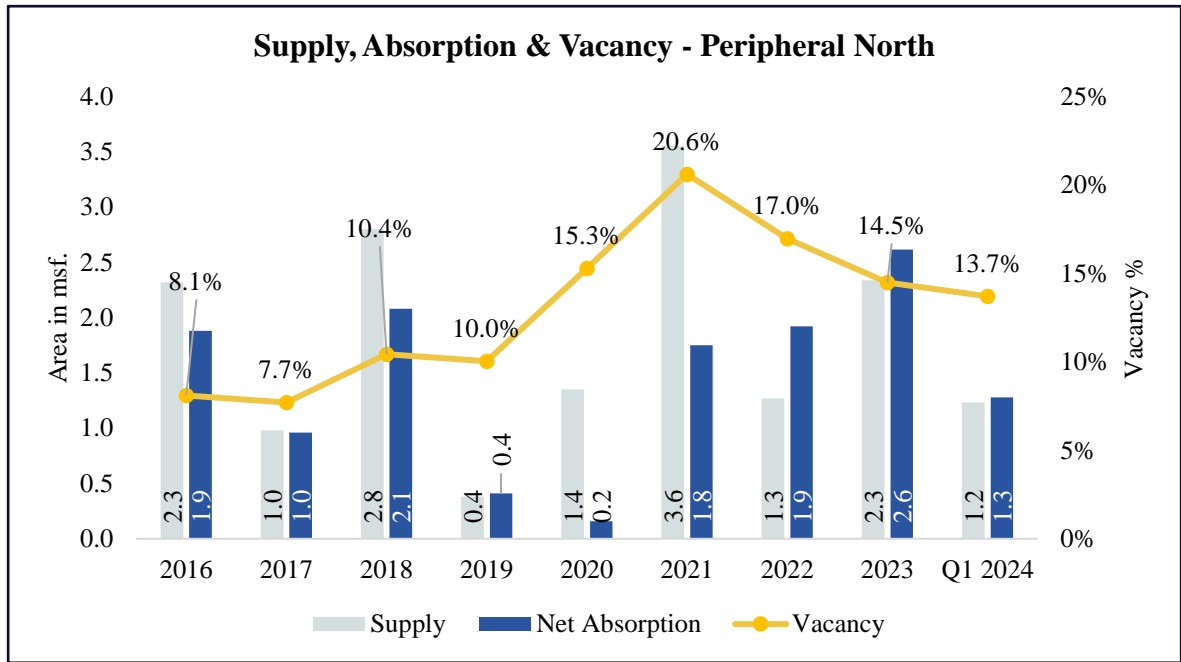
Source: Consultant Research.
 Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



1.4.3. Micro Market - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption & Vacancy trends for Peripheral North micro-market is as below:



Source: Consultant Research.

Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-committments, renewals etc. The pre-committments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.

- The total stock of commercial office space in Peripheral North micro market as on Q1 CY 2024 is approx. 28.5 msf. (Grade A office space).
- The total net absorption of commercial office space in the micro market during CY 2023 was approx. 2.6 msf., which is an all-time high in the last 8 years. The net absorption witnessed as of Q1 CY 2024 is approx. 1.3 msf. Which is approx. 50% of the net absorption levels of CY 2023.
- The supply in this micro market has been consistent with an average supply of approx. 1.5 – 2.0 msf. Since 2016. Supply in the micro market as of Q1 CY 2024 is 1.2 msf. Future supply of approx. 5.0 – 6.0 msf. Is expected in this micro market from CY 2024E to CY 2026E.
- The vacancy level for office space in Peripheral North micro market have witnessed a decreasing trend since 2021. The vacancy levels dropped to 13.7% in Q1 CY 2024 from 14.5% in CY 2023 owing to healthy leasing activity in the micro market.



Some of the prominent operational commercial developments in Peripheral North including Hebbal are:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	*Quoted Rentals (INR per sq. ft. per month)
Embassy Manyata Business Park	Embassy Office Properties – REIT	Nagavara	2006-2023	12.4	1.6	95-120
Bhartiya Centre for Information Technology	Bhartiya Group	Thanisandra Main Road	2015-2022	2.6	0.2	65-75
Modern Asset North Gate	Modern Asset	Bellary Road	2018-2021	1.9	0.5	55-65
Karle Town Centre	Karle Group	Hebbal	2014-2021	1.9	0.1	80-95
Umiya Velociti	Umiya Group	Bellary Road	2021	0.8	0.3	60-65
Hinduja SEZ Block 3	Hinduja Developers	Bellary Road	2016	0.8	0.8	50-55
Brigade Magnum	Brigade Group	Bellary Road	2015	0.5	-	80-85
Brigade Senate	Brigade Group	Hebbal	2020	0.4	0.2	75-90
Brookfield Azure	Brookfield	Bellary Road	2019	0.4	-	80-85
Brookfield North Star	Brookfield	Yelahanka	2011	0.3	0.1	60-65
Salarpuria Galleria	Salarpuria Sattva	Bellary Road	2018	0.3	0.1	75-80
Embassy Kirloskar Business Park	Embassy Property Developments Limited	Bellary Road	2000	0.3	0.03	95-100
RMZ Latitude	RMZ Corp	Bellary Road	2017	0.2	-	85-90
Brigade Triumph	Brigade Group	Bellary Road	2022	0.2	0.08	85-90
MSR North Tower	M S Ramaiah Developers and Builders	Hebbal	2022	0.4	0.1	90-95
Brigade Opus	Brigade Group	Bellary Road	2018	0.4	-	85-90

Source: Consultant Research.

*Warm Shell Space.

Note: The data represented is on calendar year basis.

Key Statistics for Peripheral North micro market are as below:

Particulars	Details
Total completed stock Q1 2024 (msf.)	28.5
Current occupied stock Q1 2024 (msf.)	24.6
Current Vacancy Q1 2024 (%)	13.7%
Future Supply – Q2 2024 E – 2026 E (msf.)	5.0-6.0

Source: Consultant Research.

Note:

- The future supply is considered after analyzing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.



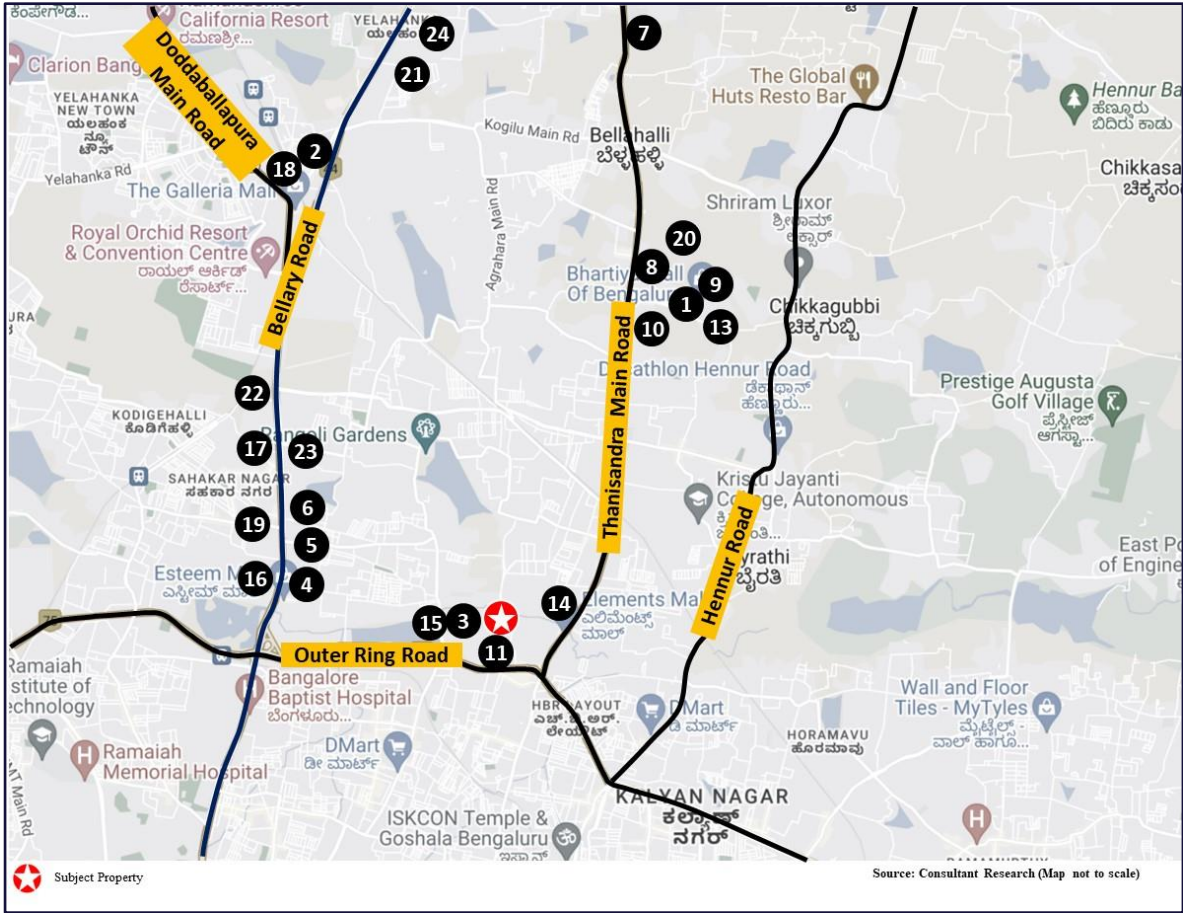
1.4.4. Office Market Outlook

The total commercial stock in Peripheral North as of Q1 CY 2024 is approx. 28.5 msf. (approx. 14.9% of the Bengaluru's commercial office stock). Micro market beyond Yelahanka is currently an emerging submarket and the development activity in this submarket was a result of spill over real estate activity from Hebbal and Outer Ring Road. Further, in the recent years, Peripheral North has started witnessing interests from prominent companies on account of the improved infrastructure initiatives, connectivity to the International Airport, availability of larger spaces, etc. Some of the prominent companies who have expanded to Peripheral North includes IBM Technologies Private Limited, Philips, Kyndryl, etc.



1.4.5. Embassy Manyata

The location map of Embassy Manyata is set out below:



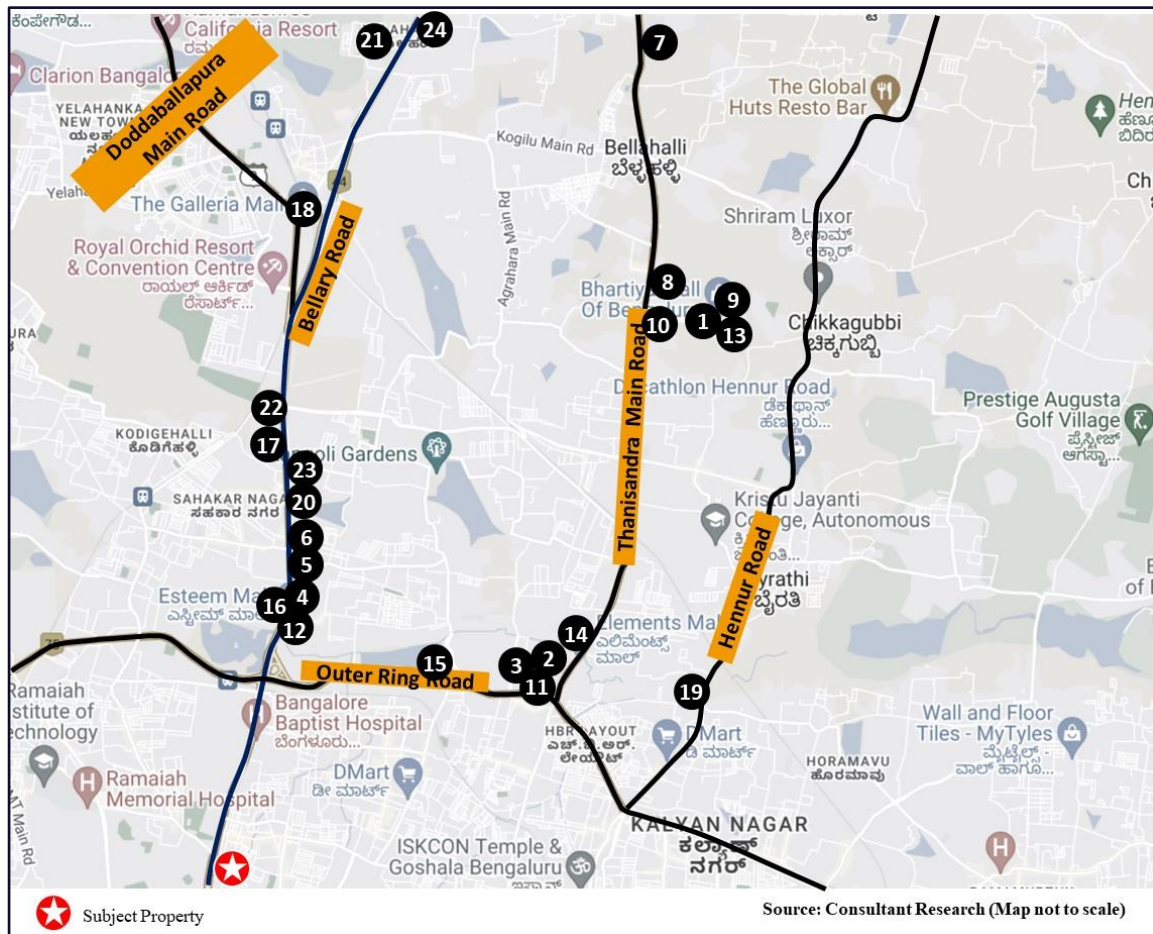
Key Commercial Developments	Social Infrastructure	Lifestyle Infrastructure	Under construction Commercial Developments
1. Bhartiya Centre of Information Technology	7. REVA University	13. Bhartiya Mall of Bengaluru	19. DivyaSree Avance
2. Embassy Hub	8. KNS Institute of Technology	14. Elements Mall	20. Century Downtown
3. Karle Town Centre	9. Leela Bhartiya City	15. Lumbini Gardens	21. Modern Asset North Gate Phase -3
4. Kirloskar Business Park	10. REGAL Kidney and Multi-Specialty Hospital	16. Esteem Mall	22. Phoenix Asia Towers
5. RMZ Latitude	11. Hilton Garden Inn	17. Phoenix Mall of Asia	23. CapitaLand
6. Brigade Magnum	12. Manipal Hospital Hebbal	18. The Galleria Mall	24. Sattva Horizon

Source: Consultant Research.



1.4.6. Embassy One

The location map of Embassy One is set out below:



Key Commercial Developments	Social Infrastructure	Lifestyle Infrastructure	Under construction Commercial Developments
1. Bhartiya Centre of Information Technology	7. REVA University	13. Bhartiya Mall of Bengaluru	19. DivyaSree Avance
2. Embassy Manyata Business Park	8. KNS Institute of Technology	14. Elements Mall	20. Century Downtown
3. Karle Town Centre	9. Leela Bhartiya City	15. Lumbini Gardens	21. Modern Asset North Gate Phase -3
4. Kirloskar Business Park	10. REGAL Kidney and Multi-Specialty Hospital	16. Esteem Mall	22. Phoenix Asia Towers
5. RMZ Latitude	11. Hilton Garden Inn	17. Phoenix Mall of Asia	23. CapitaLand
6. Brigade Magnum	12. Manipal Hospital Hebbal	18. The Galleria Mall	24. Sattva Horizon

Source: Consultant Research.



Further, Embassy One, though forms part of Peripheral North micro market, is located between Hebbal and CBD/off – CBD micro market of Bengaluru. The appropriate comparable properties for Embassy One would be Prestige Emerald, Prestige Minsk Square, RMZ Icon, etc. The quoted rental rates for comparable properties are in the range of INR 145 to INR 165 per sq. ft. per month.

The below table lists down some of the recent transactions for comparable developments for Embassy One:

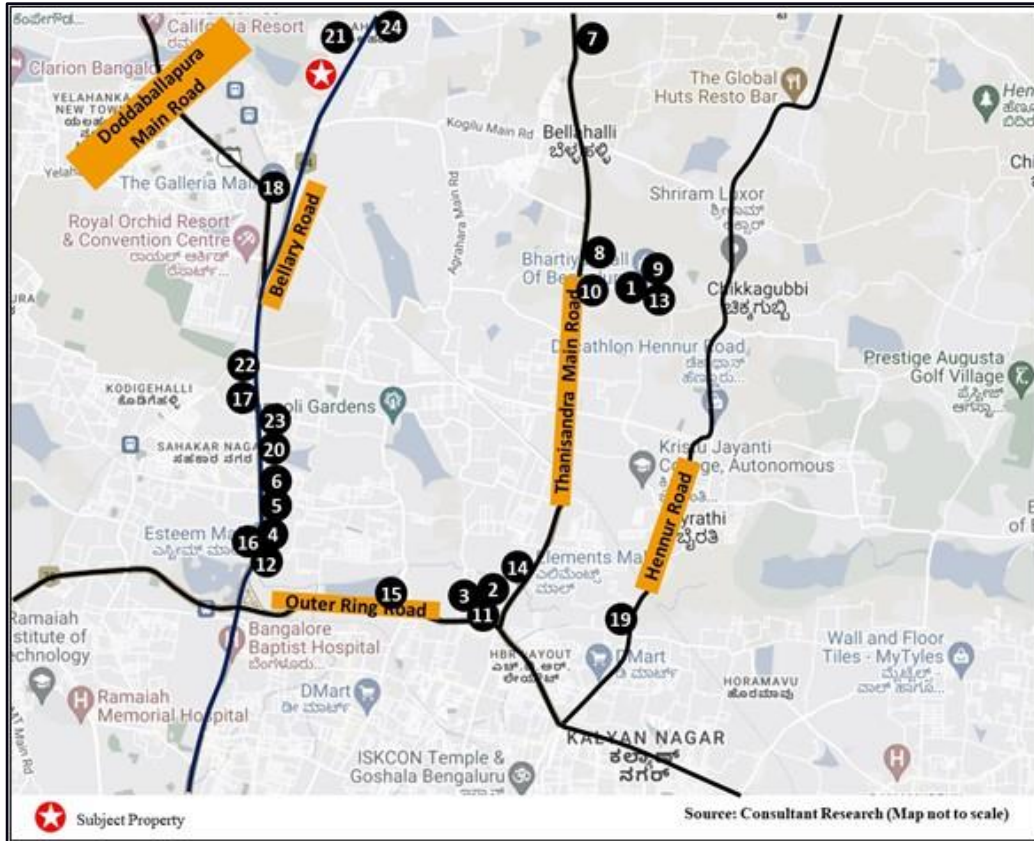
Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 1	Prestige Emerald	Lavelle Road	0.01	Q1 2024	145	Fresh
Tenant 2	HM Icon	Residency Road	0.04	Q1 2024	145	Fresh
Tenant 3	RMZ Pinnacle	Ashok Nagar	0.09	Q1 2024	165	Fresh
Tenant 4	Prestige UB City	Vittal Mallya Road	0.01	Q1 2023	160	Fresh
Tenant 5	Prestige Khoday Towers	Raj Bhavan Road	0.01	Q1 2024	162	Fresh
Tenant 6	Brigade South Parade	MG Road	0.03	Q2 2023	141	Fresh
Tenant 7	Prestige UB City	Vittal Mallya Road	0.007	Q2 2023	180	Fresh
Tenant 8	Prestige Summit	St. Johns Road	0.01	Q2 2023	135	Fresh
Tenant 9	One Trade Tower (Prestige Trade Tower)	Palace Road	0.02	Q1 2023	190	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

1.4.7. Embassy Business Hub

The location map of Embassy Business Hub is set out below:



Key Commercial Developments	Social Infrastructure	Lifestyle Infrastructure	Under construction Commercial Developments
1. Bhartiya Centre of Information Technology	7. REVA University	13. Bhartiya Mall of Bengaluru	19. DivyaSree Avance
2. Embassy Manyata Business Park	8. KNS Institute of Technology	14. Elements Mall	20. Century Downtown
3. Karle Town Centre	9. Leela Bhartiya City	15. Lumbini Gardens	21. Modern Asset North Gate Phase -3
4. Kirloskar Business Park	10. REGAL Kidney and Multi-Specialty Hospital	16. Esteem Mall	22. Phoenix Asia Towers
5. RMZ Latitude	11. Hilton Garden Inn	17. Phoenix Mall of Asia	23. CapitaLand
6. Brigade Magnum	12. Manipal Hospital Hebbal	18. The Galleria Mall	24. Sattva Horizon

Source: Consultant Research.



1.5. Embassy TechVillage Micro Market

1.5.1. Office Market Overview - Outer Ring Road

The Outer Ring Road micro market can be divided into two corridors:

1. Outer Ring Road (Sarjapur-Marathahalli)
2. Outer Ring Road (Marathahalli-KR Puram)

ORR emerged as an alternative commercial destination in early 2003 due to poor connectivity of other peripheral micro-markets such as Whitefield and Electronic City. Since then, the micro-market has grown to become an established commercial corridor of the city. The micro-market is connected to the suburban micro-markets of Old Airport Road and Domlur towards its west, K R Puram towards its North, Varthur towards its East, and Sarjapur Road towards its South. Bellandur lake lies in the West of the subject micro-market. The micro-market has a mix of commercial, residential, and retail activities.

Some of the well-established commercial developments in the micro market of ORR includes Brookfield Ecospace, Brookfield Ecoworld, Prestige Tech Park, Cessna Business Park, Embassy Tech Square, Bagmane World Technology Centre, DivyaSree Technopolis, Embassy TechVillage (Subject Property), Global Technology Park, Bagmane Constellation Business Park, Pritech Park amongst others. The upcoming under construction supply in the micro market of ORR in the next 2-3 years is approx. 9-10 msf.

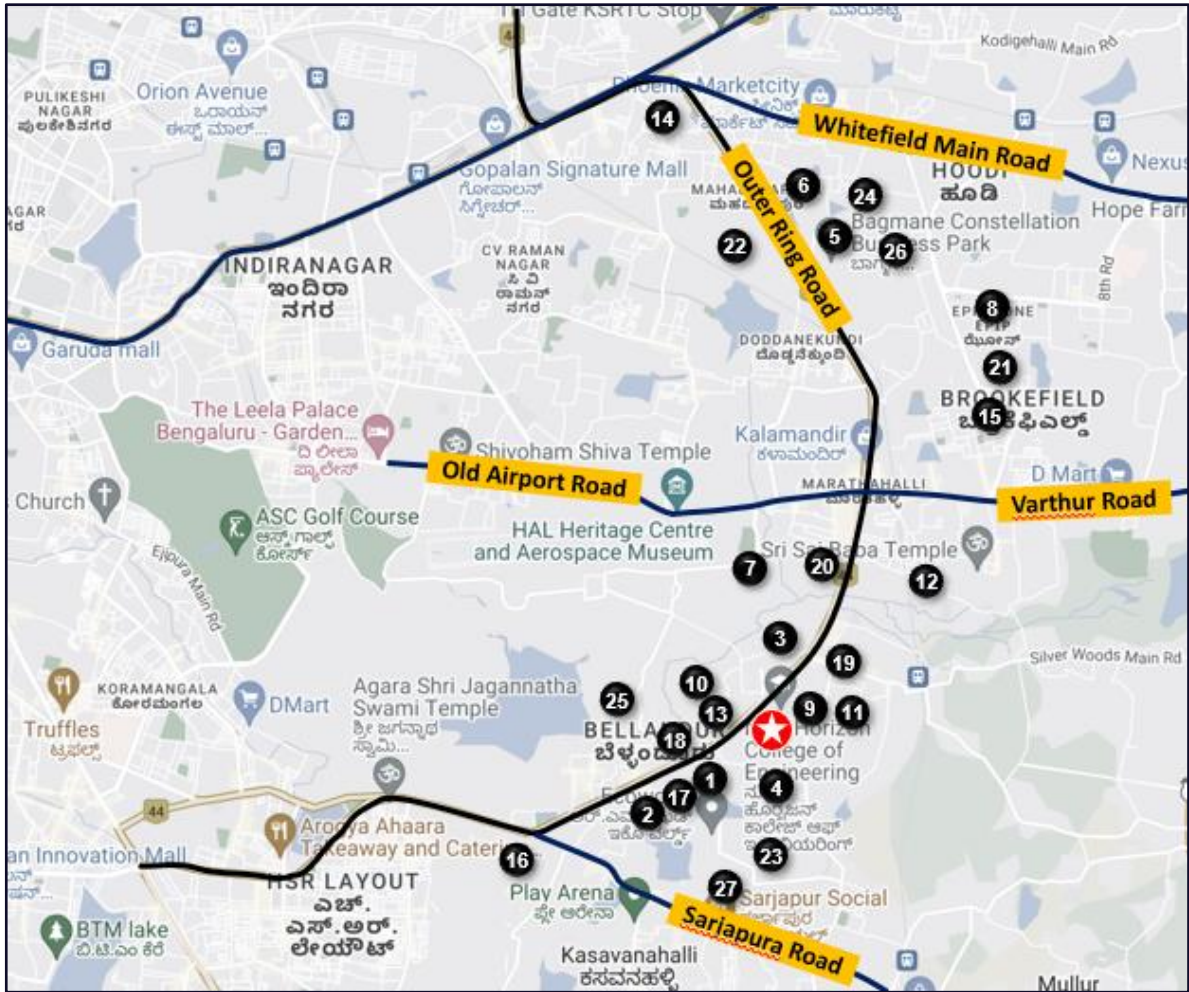
The micro market has the presence of prominent educational institutions and hospitals such as New Horizon College of Engineering, New Horizon Gurukul, Lowry Educational Institutions, Sakra World Hospital, Manipal Hospital, Brookfield Hospital, Aayug Multi Speciality Hospital and VIMS Super Specialty Hospital amongst others. In terms of retail developments, the micro market has predominantly presence of standalone retail developments along the Outer Ring Road to cater to the demand generated by the commercial and residential catchments. Some of the standalone retail stores include, Croma, More Hypermarket, Westside, Hometown, Ironhills, Yokohama Club Network, BlueStone, etc.


The micro-market has presence of many residential projects by well-known developers like Prestige group, Sterling, DivyaSree, Sobha developers, Vaswani, etc. Few of the residential projects in the locality includes Sobha Iris, Soul Space Arista, Alpine Eco, Vajram Esteva, Sterling Ascentia, The Central Regency Address, Prestige Silver Crest, Vaswani Reserve, Sobha Royal Pavilion, etc.

Additionally, there are multiple hospitality projects at various stages of development in the locality. In terms of presence of hospitality catchment, the micro market has presence of prominent hotels such as Radisson Blu, Novotel, Ibis, Aloft, Courtyard by Marriott, Fairfield by Marriott, Double tree by Hilton, etc. to cater the needs of existing corporates & MNC's.



The location map of the Subject Property is set out below:



 Subject Property

Source: Consultant Research (Map not to scale).

Key Commercial Developments	Social Infrastructure	Hospitality Developments	Under Construction Commercial Developments
1. Brookfield Eco World	9. New Horizon College of Engineering	17. Courtyard & Fairfield by Marriott	22. Gopalan Fortune City 1, 2 & 3
2. Brookfield Eco Space	10. Patel Group of Institutions	18. Novotel & Ibis	23. Eco World (Campus 20, 21, 30 & 33)
3. Prestige Tech Park	11. Geetanjali Olympiad School	19. Aloft	24. Bagmane Capital Troy & Apollo
4. Global Technology Park	12. SGR Dental College	20. Radisson Blu	25. Prestige Lakeshore Drive
5. Bagmane Constellation Business Park	13. Sakra World Hospital	21. Double Tree by Hilton	26. Bagmane Constellation Business Park (Taurus Block-4)
6. Bagmane World Technology Centre	14. Lowry Educational Institutions		27. Bren Prominus
7. DivyaSree Technopolis	15. Brookfield Hospital		
8. Kalyani Tech Park	16. Manipal Hospital		

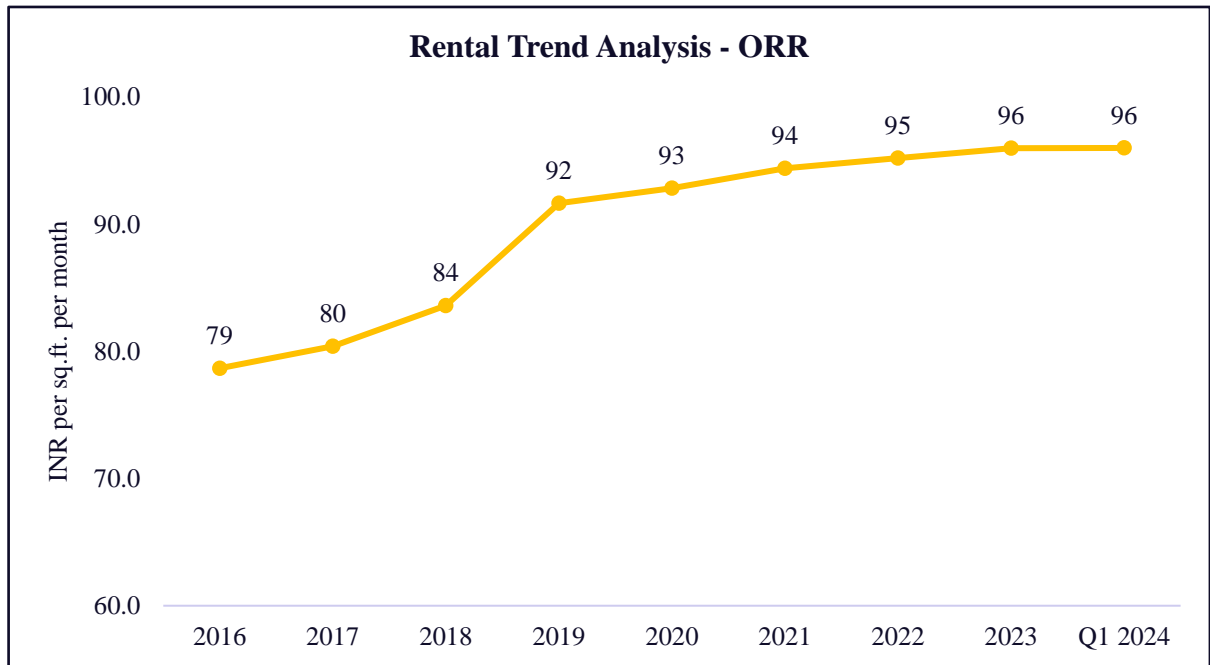


1.5.2. Micro Market - Rental Trend Analysis

The ORR micro market is one of the most sought-after commercial office micro markets and has witnessed consistent supply and high absorption. On account of the high demand from Fortune 500 tenants, other global tenants, domestic corporates, etc., the micro market is witnessing an increasing trend in rentals. The quoted rental in the micro-market is in the range of INR 90 to 120 per sq. ft. per month, basis grade of development, developer profile, amenities, tenant type, other lease terms, etc.

The Subject Property falls under the submarket stretch of Sarjapur-Marathahalli of the ORR micro market. Quoted rentals in this submarket are in the range of INR 95 to 120 per sq. ft. per month.

The following graph depicts the rental trend in ORR micro market (CY 2016-Q1 CY 2024):



Source: Consultant Research.

Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



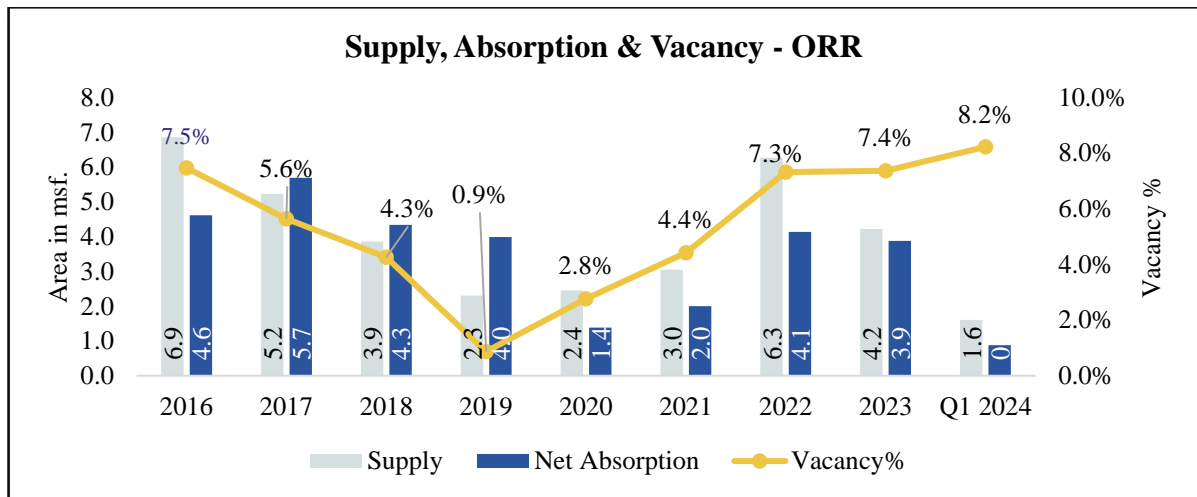
Some of the prominent transactions along Outer Ring Road are tabulated below:

Tenant	Development	Location	Area Leased (sq.ft.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 1	Pritech Park	ORR	43,421	Q1 2024	95	Fresh
Tenant 2	Prestige Tech Pacific Park	ORR	110,162	Q4 2023	95	Fresh
Tenant 3	Bagmane World Technology Center	ORR	21,400	Q4 2023	100	Fresh
Tenant 4	Bagmane Constellation Business Park	ORR	124,290	Q1 2023	99	Fresh
Tenant 5	Bagmane World Technology Center	ORR	22,511	Q1 2023	96	Fresh

Source: Consultant Research; ORR – Outer Ring Road.
 Note: The data represented is on calendar year basis.

1.5.3. Micro Market - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption & Vacancy trends for ORR is as below:



Source: Consultant Research.
 Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.

- The total stock of commercial office space in the ORR micro market as on Q1 CY 2024 is approx. 70.2 msf. (Grade A office space).
- The average net absorption of commercial office space in the ORR micro market from CY 2016 to CY 2020 is approx. 4.0 msf. Net absorption levels in the CY 2020 and CY2021 remained subdued due to the COVID-19 pandemic. The net absorption witnessed as of CY Q1 2024 is approx. 0.9 msf.



- The vacancy level for office space in ORR micro market increased to 8.2% in Q1 CY 2024 from 7.4% in CY 2023 owing to addition of the new supply in the micro market in Q1 CY 2024.
- The supply for office space in ORR has been consistent. Supply in the micro market as of Q1 YC 2024 is 1.6 msf. Future supply of approx. 9.0-10.0 msf. Is expected in this micro market from CY 2024E to CY 2026E.

Some of the prominent operational commercial developments in ORR micro market include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	Quoted Rentals (INR per sq. ft. per month) *
Eco-World	Brookfield	ORR, Bellandur	2008-2023	8.8	0.7	115
Eco-Space	Brookfield	ORR, Bellandur	2006	3.3	0.1	100
Bagmane Capital	Bagmane	ORR, Marathahalli	2020-2023	3.9	0.03	105
Cessna Business Park	NOP	ORR, Bellandur	2007-2020	3.9	-	100
Salarpuria Softzone	Salarpuria Sattva	ORR, Bellandur	2006	0.8	-	122
Global Technology Park	Maple Tree	ORR, Bellandur	2009-2017	2.0	0.05	98
Bagmane Constellation Business Park	Bagmane Developers	ORR, Marathahalli	2006-2021	4.6	0.1	110

Source: Consultant Research.

* Warm Shell Space

Note: The data represented is on calendar year basis.

Key statistics for ORR micro market are as below:

Particulars	Details
Total completed stock Q1 2024 (msf.)	70.2
Current occupied stock Q1 2024 (msf.)	64.5
Current Vacancy Q1 2024 (%)	8.2%
Future Supply – Q2 2024 E – 2026 E (msf.)	9.0-10.0

Source: Consultant Research.

Note:

- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.

1.5.4. Office Market Outlook

The Outer Ring Road micro market is one of the best performing commercial IT/ITeS micro markets in India. ORR micro market constitutes approx. 35% to 40% of Bengaluru's office supply stock i.e., approx. 70.2 msf. as



on CY Q1 2024. Post 2005, the micro market has witnessed many significant campus styled tech parks like Intel, Eco-space, Eco-world, ETV, Cessna Business Park, Prestige Tech Park, Exora Business Park, etc.

The tenant profile for ORR is largely characterized by Fortune 500 firms and other global & domestic tenants from various sectors such as IT/ITeS, E-commerce, BFSI, etc. Oracle, Goldman Sachs, KPMG, BCG, Wells Fargo, Morgan Stanley, All State, Danske, Standard Chartered, etc.

The demand from global & domestic tenants has been consistently high for this micro market. This has resulted in various top commercial developers such as Embassy, Bagmane, Salarpuria Sattva, etc. and global investors such as Blackstone, Brookfield, Maple Tree, etc. investing in the micro market. Further, the micro market is expected to witness future office supply of approx. 9.0-10.0 msf.

1.6. Embassy GolfLinks Micro Market

1.6.1. Office Market Overview - Suburban East

The Subject Property lies in the Suburban East stretch which is an established commercial micro-market. The micro-market located in the non-CBD area of Bengaluru's commercial office space market is a prominent commercial hub with good connectivity through the Intermediate Ring Road. Enhanced connectivity due to the Intermediate Ring Road led to development of organized real estate activity in this micro market. The first notable development in the region was Diamond District by India Builders Corporation, a mixed-use development including commercial offices, residential apartments, and support retail. Starting from 2003, commercial developments like Embassy GolfLinks Business Park (the subject property), DivyaSree Greens, and Maruthi Info Tech have emerged. The location is anticipated to experience limited real estate activity due to a lack of developable land, with a large proportion of vacant land currently owned by the Defence services.

Some of the well-established commercial developments in the micro market of Suburban East includes Bagmane Tech Park, RMZ Infinity, DivyaSree Greens, DivyaSree Technopolis, RMZ Millenia, Maruthi Infotech Centre amongst others. The upcoming under construction supply in the micro market of Suburban East in the next 2-3 years is approx. 2-3 msf.

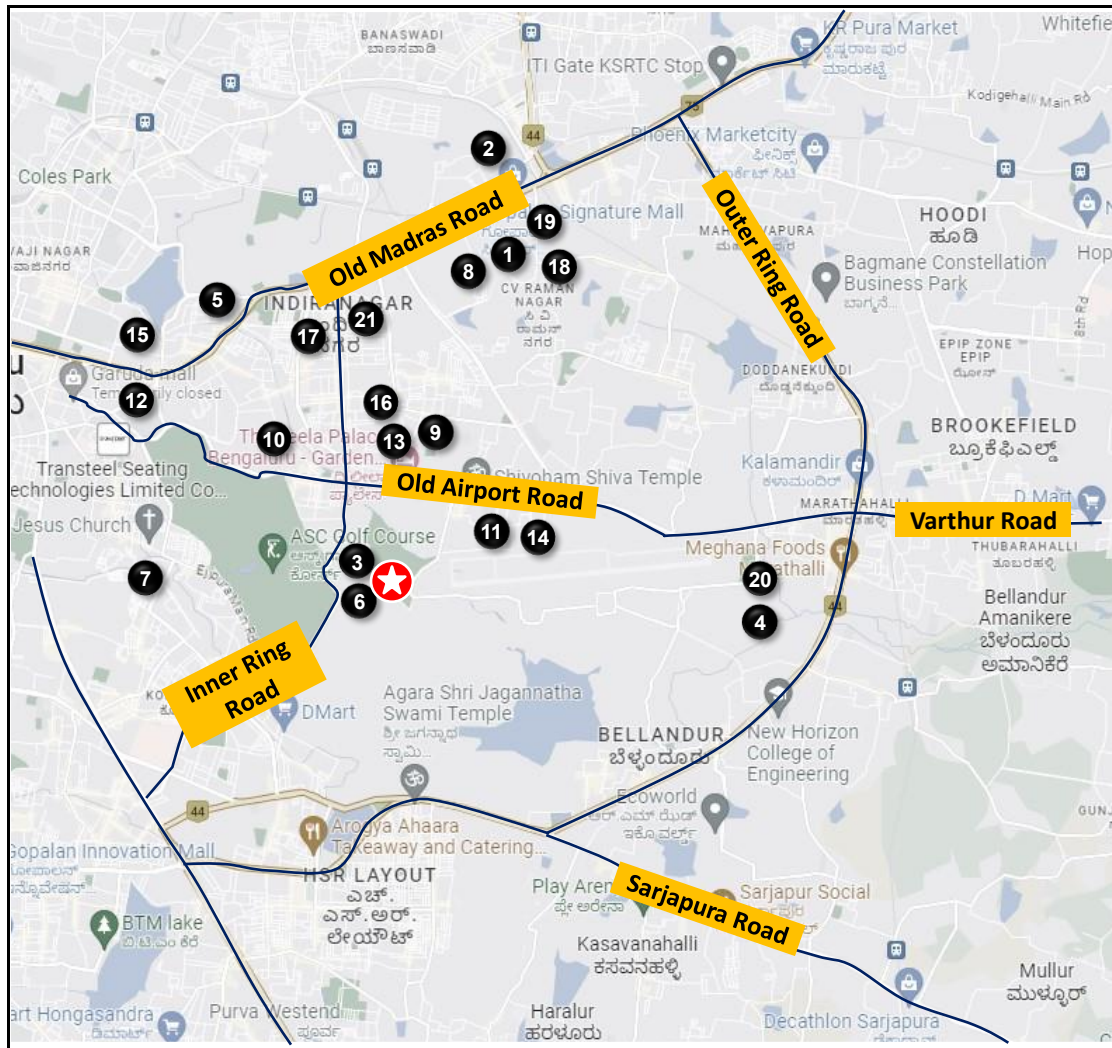
The micro market has the presence of prominent educational institutions and hospitals such as Nalapad Academy, Air Force School ASTE, Vishweshwara College, Sir M. Visvesvaraya Pre University College, National Public School, New Horizon Public School, Manipal Hospital, HOSMAT Hospital, Acura Speciality Hospital, OJUS Multi-speciality Hospital amongst others. In terms of retail developments, the micro market has predominant presence of standalone retail developments in the near vicinity of the Subject Property which caters to the demand generated by the commercial and residential catchments. Some of the retail developments include, Kempfort Mall, Gilly's, Nandhana Palace, Cult Fit, Westside, Pepperfry, etc.



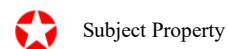
The micro-market has presence of residential projects by well-known developers like Prestige group, K Raheja Realty, Salarpuria, Total Environment, etc. Few of the residential projects in the locality includes Prestige Casablanca, Prestige Leela Residences, Salarpuria Ashoka, Raheja Residencies, Prestige Philadelphia, The Good Earth, etc. However, residential activity is witnessed in the form of independent dwelling units/ bungalows or apartments of smaller scale.

In terms of presence of Hospitality catchment, the micro market has presence of prominent hotels such as Hilton (within subject development), The Leela Palace, Sterling’s Mac Hotel, Royal Orchid, The Paul, Lazdana Hotel, The Golden Palm Hotel and Spa, etc. which emerged owing to the demand from MICE (Meetings, Incentives, Conferences and Exhibitions) segment.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to scale).



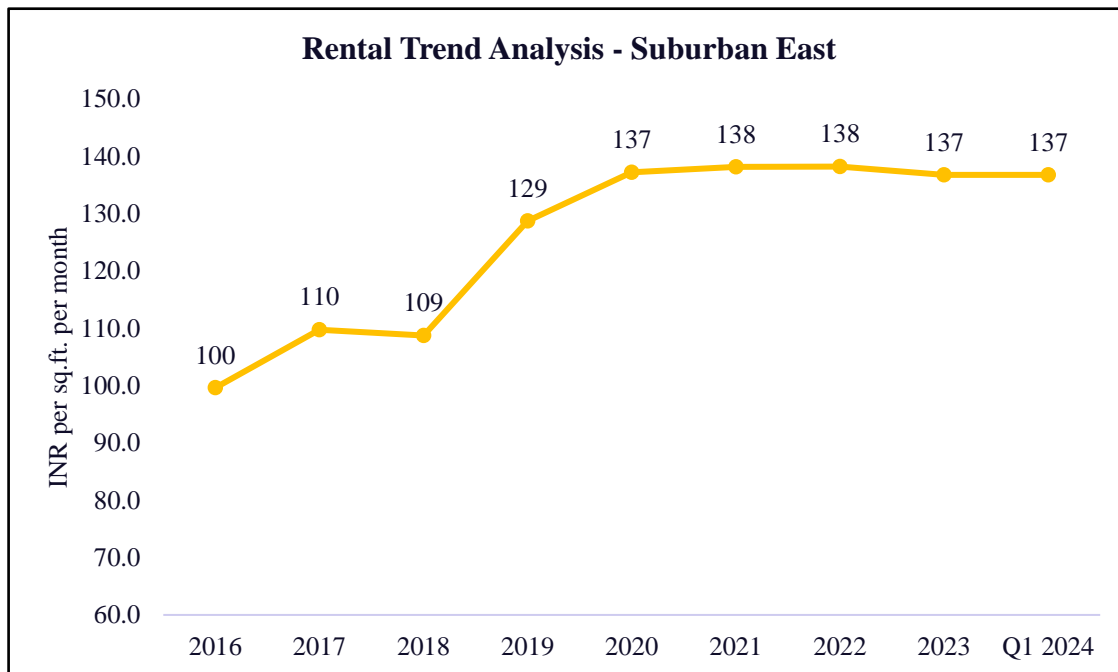
Key Commercial Developments	Social Infrastructure	Hospitality Developments	Under construction Commercial Developments
1. Bagmane Tech park	7. National Public School	13. The Leela Palace Hotel	18. Bagmane Cosmos – Vesta
2. RMZ Infinity	8. Sishu Griha Senior School	14. The Sterling’s Mac Hotel	19. Bagmane Cosmos Ariel
3. Divya Sree Greens	9. New Horizon Public School	15. Royal Orchid	20. DivyaSree TechNopolis (77 town centre), Block 8
4. Divya Sree Technopolis	10. Air Force	16. Lazdana Hotel	21. Cornerstone Phase 1
5. RMZ Millenia	11. Manipal Hospital	17. The Golden Palms Hotel & Spa	
6. Maruthi infotech Centre	12. HOSMAT Hospital		

Source: Consultant Research.

1.6.2. Micro Market - Rental Trend Analysis

The weighted average quoted rentals in the micro-market have witnessed an uptick since CY 2016 and stabilized in the years CY 2023 and Q1 CY 2024 at INR 137 per sq. ft. per month. The rentals witnessed a growth resulting in a CAGR of approx. 3.6% from the years CY 2016 – Q1 2024.

The following graph depicts the weighted average quoted rental trend in Suburban East micro market (CY 2016-Q1 CY 2024):



Source: Consultant Research.

Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



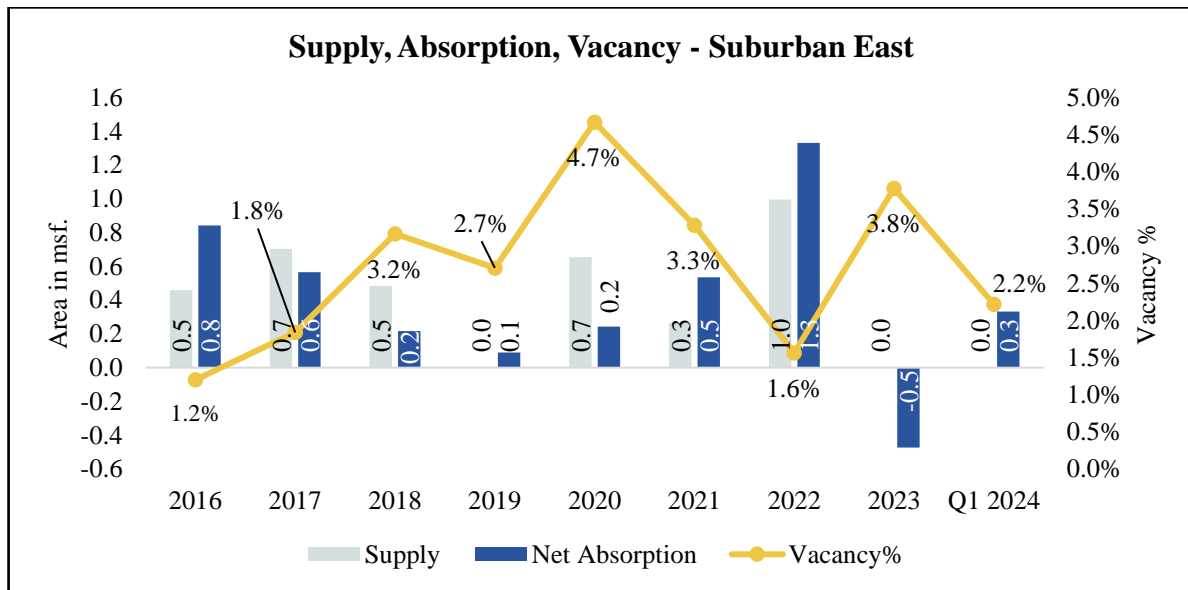
Some of the prominent transactions along Suburban East are tabulated below:

Tenant	Development	Location	Area Leased (sq.ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Bagmane Tech Park	CV Raman Nagar	8,260	Q1 2024	158	Fresh
Tenant 2	Bagmane Cosmos	CV Raman Nagar	120,800	Q4 2023	138	Fresh
Tenant 3	Bagmane Tech Park	CV Raman Nagar	37,004	Q4 2023	138	Fresh
Tenant 4	Bagmane Cosmos	CV Raman Nagar	120,200	Q3 2023	130	Fresh
Tenant 5	Bagmane Cosmos	CV Raman Nagar	182,600	Q3 2023	130	Fresh
Tenant 6	Bagmane Cosmos	CV Raman Nagar	247,200	Q3 2023	130	Fresh

Source: Consultant Research; Suburban East.
 Note: The data represented is on calendar year basis.

1.6.3. Micro Market - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption & Vacancy trends for Suburban East is as below.



Source: Consultant Research.

Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.

- The total stock of commercial office space in the Suburban East micro market as on Q1 CY 2024 is approx. 21.4 msf. (Grade A office space).



- Due to unavailability of supply, traction in the micro market has remained limited leading to minimal net absorption in the Suburban East micro market. The net absorption witnessed as of Q1 CY 2024 is approx.0.3 msf.
- Availability of limited supply and healthy traction, the vacancy level for office space in Suburban East micro markets remained sub 5.0% since CY 2016. Vacancy as of Q1 CY 2024 was approx. 2.2%.
- The supply in this micro market since CY 2016 – CY 2022 was in the range of approx. 0.4 – 0.5 msf. No new supply was witnessed in the years CY 2019, CY 2023, and Q1 CY 2024. Future supply of approx. 2.0 – 3.0 msf. is expected in this micro market from CY 2024E to CY 2026E.

Some of the prominent operational commercial developments in Suburban East include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	*Quoted Rentals (INR per sq. ft. per month)
Bagmane Tech Park	Bagmane Developer	CV Raman Nagar	2021	8.3	0.03	150
Salarpuria Techpoint	Salarpuria Sattva	Inner Ring Road	2006	0.3	-	120
Fairway Business Park	AR & L Lifespaces	Inner Ring Road	2017	0.3	0.06	135
Diamond District	IBC Builders	Old Airport Road	2002	0.5	-	110
DivyaSree Greens	DivyaSree Developers	Inner Ring Road	2018	0.6	-	150
DivyaSree Technopolis	DivyaSree Developers	Old Airport Road	2022	3.1	0.3	95
Maruthi Infotech Centre	Maruthi Group	Inner Ring Road	2005	0.4	-	125
RMZ Infinity	RMZ Corp	Old Madras Road	2008	1.2	-	110

Source: Consultant Research.

* Warm Shell Space.

Note: The data represented is on calendar year basis.

Key Statistics for Suburban East micro market are as below:

Particulars	Details
Total completed stock Q1 2024 (msf.)	21.4
Current occupied stock Q1 2024 (msf.)	20.9
Current Vacancy Q1 2024 (%)	2.2%
Future Supply – Q2 2024 E – 2026 E (msf.)	2.0 – 3.0

Source: Consultant Research.

Note:

a) The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.

b) The data represented is on calendar year basis.

1.6.4. Office Market Outlook

The Suburban East micro market constitutes approx. 10-15% of Bengaluru's Office Supply Stock i.e., approx. 21.4 msf. The region has presence of few large technology parks couples with a number of small and medium sized commercial office developments. Despite availability of few large campus-styled developments such as the Embassy GolfLinks (subject property), occupiers have since migrated their operations from CBD into this region. Further, the micro market is expected to witness future office supply of approx. 2 – 3 msf.

Prominent developments in the micro market include Embassy GolfLinks on the Intermediate Ring Road, Bagmane Tech Park in CV Raman Nagar, DivyaSree Technopolis Off Old Airport Road and RMZ Infinity on Old Madras Road, etc.

2. Mumbai City Report

2.1. Mumbai Office Market Overview

The overall commercial office market in Mumbai and its key micro markets:

Particulars	CBD	Eastern Suburbs	BKC & Annexe
Total completed stock Q1 2024 (msf.)	2.1	6.1	10.8
Current occupied stock Q1 2024 (msf.)	1.9	5.5	9.7
Current Vacancy Q1 2024 (%)	7.8%	10.1%	10.0%
Future Supply – Q2 2024 E –2026 E (msf.)	0.0	3.2	4.2
Market Rent – Q1 2024 (INR per sq. ft. per month)	235.3	140.3	286.0

Source: Consultant Research.

Note:

- CBD stands for Central Business District.
- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.

Mumbai is India's financial and commercial capital. The presence of vibrant capital and money markets makes the city the first choice of entry for financial services firms. Mumbai houses the headquarters of major corporates & financial institutions such as ICICI Bank, HDFC Bank, Life Insurance Corporation of India, etc. India's main stock exchanges & capital market and commodity exchanges (National Stock Exchange – NSE, Bombay Stock Exchange – BSE and Multi Commodity Exchange – MCX) are also located in Mumbai. It is also home to Bollywood, the Indian Television and Film Industry.



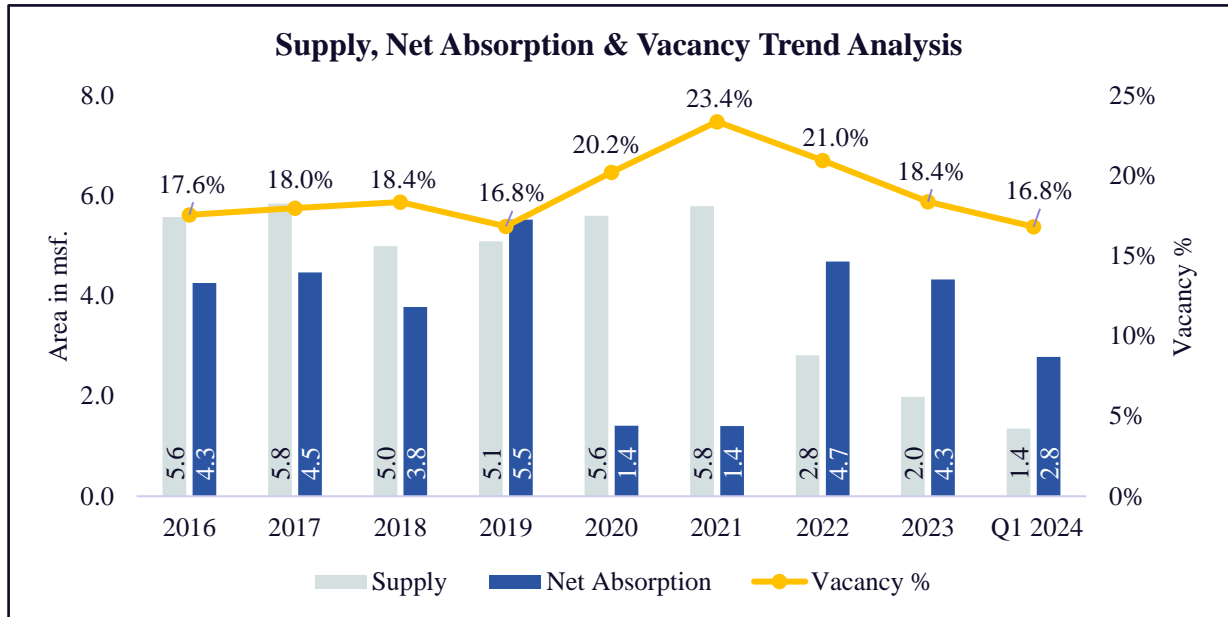
The key drivers of demand for office space in Mumbai Region are as follows:

- **Financial Capital and Services Hub:** Mumbai which is referred as India's financial capital and houses corporate head offices of many Indian banks. It is also home to global consultancy firms, legal and professional services, media houses, accounting professionals, etc.
- **Global In-house Centres/ Global Capability Centers:** Mumbai is a hub for Global In-house centres (GICs) / Capability centres (GCCs) of many Investment Banks mainly from the North American and European markets such as Deutsche Bank, Bank of America, JP Morgan, etc.
- **Social Infrastructure:** Mumbai has established educational institutions and colleges, Malls, Hospitals, and hotels.
- **Transport infrastructure:** Mumbai is well connected via road with availability of infrastructure like the Eastern Express Highway, Western Express Highway, Eastern Free Way, Bandra-Worli Sea Link, etc. It also provides good railway connectivity with three railway lines, an operational metro line and a monorail line. Mumbai is also well connected via air with other cities in India and other global cities with the help of 2 operational passenger terminals (Domestic and International) and one cargo terminal at Chhatrapati Shivaji Maharaj International Airport.
- **Ongoing/Planned Infrastructure Projects:** Key initiatives include multiple metro lines, various road projects (Goregaon Mulund Link Road), monorail and the Navi Mumbai International Airport.



2.2. Embassy Mumbai Micro Market - Supply, Absorption & Vacancy

A snapshot of the supply, absorption and vacancy trend for Mumbai is as below:



Source: Consultant Research.

Note:

- The net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant moves in.
- The data represented is on calendar year basis.

- Mumbai is the second largest office market in India by total stock (108.1 msf.) following Bengaluru.
- Mumbai offers a mix of IT, IT SEZ and Non-IT office supply.
- Approx. 28.1 msf. Supply is expected to be delivered by 2026. IT and Non-IT office developments contribute to 33% and 67% of the total upcoming supply in Mumbai.

2.3. Embassy Office REIT Micro Market

2.3.1. Market Overview - CBD

South Mumbai is the southern-most precinct of the city of Mumbai, India. It is the richest urban precinct in India, and houses most of the city's elite.

Geographically, South Mumbai lies at the southern corner of Island. Although the constituency of South Mumbai extends from Bombay Central to Colaba, Mumbai City is referred to be extending from Colaba to Mahim. The areas from Bandra and beyond form a part of Suburban Mumbai.



South Mumbai is home to the Reserve Bank of India and the Bombay Stock Exchange. Its business districts are Fort, Nariman Point, Ballard Estate, Worli and Lower Parel (Upper Worli). Most of the consulates, museums and old theatres are located in South Mumbai. Many leading Indian and multi-national companies are headquartered here. A few of the city's prestigious schools and colleges are also located in South Mumbai. Chhatrapati Shivaji Terminus and Churchgate serve as headquarters and starting point for the city's Central and Western Railway lines respectively.

In South Mumbai, all utility services, and civic amenities necessary for smooth commercial trade – such as an uninterrupted supply of power – are available around the clock. It houses a significant proportion of prime upmarket residential neighbourhoods of Mumbai including: Peddar Road, Nepean Sea Road, Breach Candy, Malabar and Walkeshwar Road. Many distinctive sporting clubs have been an integral part of South Mumbai landscape like the Willingdon Golf Club, the Turf Club at racecourse, the Bombay Gymkhana, the N.S.C.I, the W.I.A.A. South Mumbai is also home to sporting grounds like the Brabourne Stadium, Wankhede Stadium, Cooperage, etc.

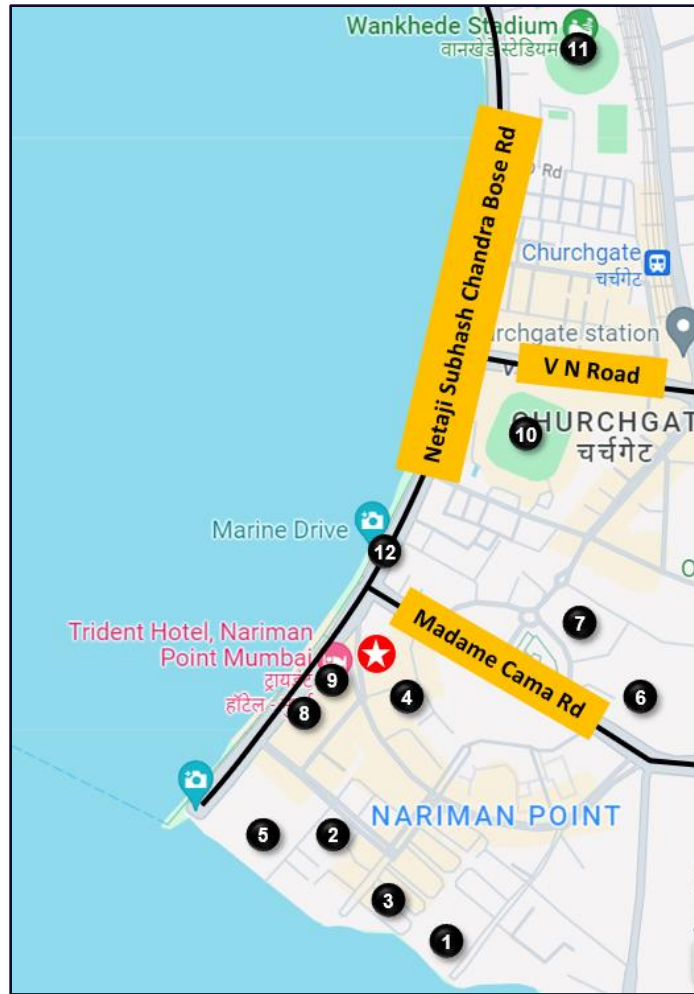
Although land reclamation has allowed the southern-most tip of the district to double in size since the 1970s, the district faces an acute shortfall of real estate. As a result, the real estate prices are among the highest in India. As a ratio to average per capita income, real estate prices in the business districts remain the most expensive in the world.

The key demand drivers in this micro market are:


1. Proximity to the Commercial Business District.
2. Proximity to the road connectivity.
3. Well-developed public transportation system and power infrastructure.



The location map of the Subject Property is set out below:



Source: Consultant Research.

 Subject Property

Key Commercial Developments	Social Infrastructure	Hospitality Developments
1. Free Press House	5. National Centre of Performing Arts	8. The Oberoi
2. Hoechst Towers	6. Mantralaya	9. Trident Hotel
3. Maker Chambers VI	7. HP Fuel Station	10. Brabourne Cricket Stadium
4. Mafatlal Centre		11. Wankhede Cricket Stadium
		12. Queen's Necklace – Marine Drive



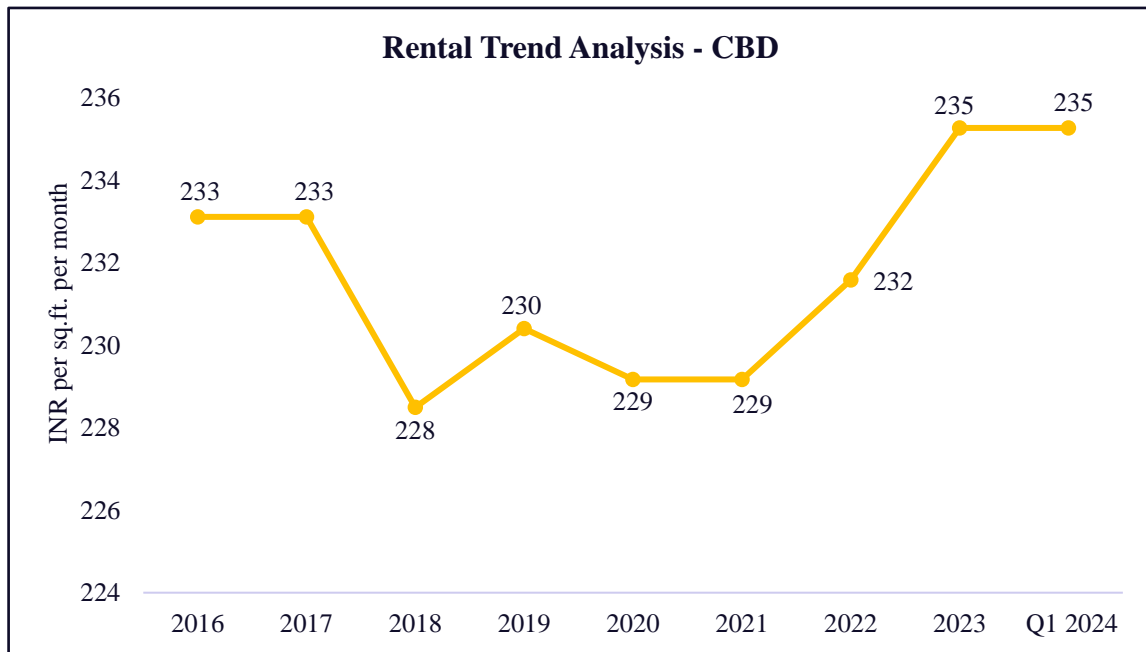
2.3.2. CBD Micro Market - Rental Trend Analysis

Commercial rental values in CBD are in the range of INR 228-235 per sq. ft. per month on leasable area from CY 2016 to Q1 CY 2024 for Grade-A buildings in South Mumbai. CBD micro market have witnessed an upward trend in rentals from 2018 onwards. Due to sustained leasing activities from high value tenants who are looking to establish their head office or corporate office in this micro market, the rentals in this micro market are amongst the highest in Mumbai region.

Premium Grade A supply in the micro market such as Express Towers, Maker Chambers IV, Maker Chamber VI, Hoechst House, Free Press House, Mafatlal House etc. command rentals in the range of INR 240 to INR 300 per sq. ft. per month on leasable area. These rentals are at a premium to the market benchmarks primarily due to the locational advantage, the quality of construction, amenities, and an elite tenant list.

There is no supply since CY 2016 and sustained demand led to an increase in the rentals until the year CY 2018. As the markets have opened up post the pandemic, demand for the commercial office space in the micro-market has witnessed significant uptick. Correspondingly, the rentals in good quality grade A buildings with grade A landlord profile have witnessed significant improvement over the last few quarters.

The following graph depicts the rental trend in CBD and Annexe micro-market (CY 2016 – Q1 CY 2024):



Source: Consultant Research

Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



Some of the prominent transactions along CBD are tabulated below:

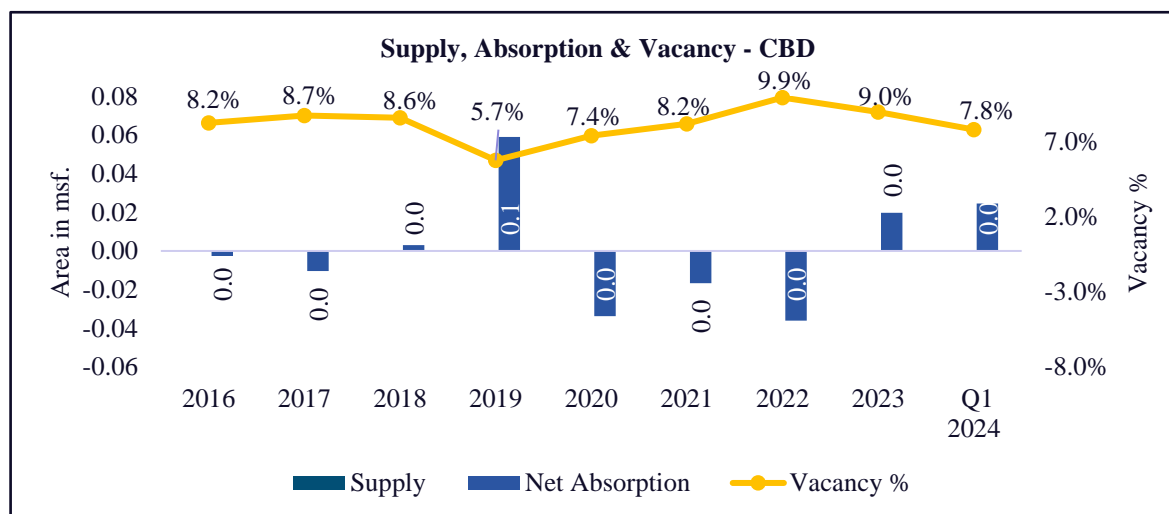
Tenant	Development	Location	Area Leased (sq. ft.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 1	Maker Chamber VI	Nariman Point	3,132	Q1 2024	301	Renewal
Tenant 2	Maker Chamber VI	Nariman Point	3,300	Q1 2024	236	Renewal
Tenant 3	Bakhtawar	Nariman Point	9,200	Q1 2024	230	Renewal
Tenant 4	World Trade Centre - 1	Nariman Point	3,643	Q4 2023	250	Renewal
Tenant 5	World Trade Centre - 1	Nariman Point	16,469	Q4 2023	237	Renewal
Tenant 6	Maker Chamber VI	Nariman Point	5,325	Q4 2023	220	Renewal
Tenant 7	World Trade Centre - 1	Nariman Point	24,584	Q3 2023	265	Renewal
Tenant 8	Maker Chamber IV	Nariman Point	7,668	Q2 2023	260	Renewal
Tenant 9	Bakhtawar	Nariman Point	3,600	Q2 2023	283	Renewal
Tenant 10	Maker Chamber IV	Nariman Point	3,500	Q2 2023	240	Renewal
Tenant 11	World Trade Centre - 1	Nariman Point	2,170	Q2 2023	272	Renewal
Tenant 12	Maftlal Centre	Nariman Point	10,307	Q1 2023	310	Renewal
Tenant 13	World Trade Centre - 1	Nariman Point	3,921	Q1 2023	239	Renewal
Tenant 14	Maker Chamber VI	Nariman Point	2,090	Q1 2023	235	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

2.3.3. CBD Micro Market - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption & Vacancy trends for CBD is as below:



Source: Consultant Research.

Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-committments, renewals etc. The pre-committments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.



- Consistent demand and controlled supply had led to a declining vacancy trend during CY 2016 - CY 2019. Vacancy declined from 8.2% in 2016 to 5.7% in CY 2019. However, due to limited fresh leasing activity in the micro-market during the pandemic struck period of CY 2020 – CY 2021, the vacancy increased to 8.2% in CY 2021. Vacancy has further increased to 9.0% in 2023 but the year started with a positive note and vacancy decreased to 7.8% in Q1 CY 2024. Due to the demand for space in the micro-market from various tenants and limited supply of good quality Grade-A developments with Grade-A landlords, in CBD, is expected to further drive absorption in the micro-market.
- This micro market has witnessed tenant demand from various sectors such as Banking and Financial Services (BFSI), Technology, Engineering & Manufacturing, Flexible Workspace, etc.

Some of the prominent operational commercial developments in CBD include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	*Quoted Rentals (INR per sq. ft. per month)
Bakhtawar	Bakhtawar	Nariman Point	1974	0.1	0.02	200
Free Press House	Dipco Ltd/ Free Press House	Nariman Point	1987	0.2	0.01	240
Hoechst House	Dugal Engineering Company	Nariman Point	1975	0.1	0.03	240
Mafatlal Centre	Mafatlal Industries	Nariman Point	1972	0.2	0.03	235
Maker Chambers IV	Maker Development Corporation Ltd	Nariman Point	1981	0.2	0.02	240
Maker Chambers VI	Maker Development Corporation Ltd	Nariman Point	1980	0.2	0.03	240
World Trade Centre – 1	Shapoorji Pallonji	Nariman Point	1970	0.5	0.01	175

Source: Consultant Research.

*Warm shell space.

Note: The data represented is on calendar year basis.

Key Statistics for CBD micro market are as below:

Particulars	Details
Total completed stock Q1 2024 (msf.)	2.1
Current occupied stock Q1 2024 (msf.)	1.9
Current Vacancy Q1 2024 (%)	7.8%
Future Supply – Q2 2024 E – 2026 E (msf.)	0

Source: Consultant Research.



Note:

- a) The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- b) The data represented is on calendar year basis.

2.3.4. Office Market Outlook

The current market rentals in the CBD micro market are in the range of INR 230-240 per sq. ft. per month. Further over CY 2016 – CY 2018 the rents in CBD dropped by 2% whereas from CY 2019 onwards the rentals have increased from INR 230 – 235 per sq. ft. per month in Q1 CY 2024. CBD has limited good quality Grade A supply and with no new supply in the micro market in the near future will help in declining the vacancy rate and commissioning of Metro Line 3 and 11, which is likely to further boost the demand for office space in the micro-market and thereby on market rental, the long-term average annual growth rate of 5% in the market rentals appears achievable.

2.4. Office Market Overview

2.4.1. Market Overview – Vikhroli

The prominent eastern suburb commercial micro-market of Mumbai is emerging as an important commercial hub over the past few years considering the land scarce market of Mumbai. The micro market offers excellent road connectivity to both western and eastern suburbs of Mumbai. While Jogeshwari – Vikhroli Link Road connects Vikhroli to western suburbs of Andheri and Malad, LBS Marg offers connectivity to eastern suburbs of Kanjurmarg, Bhandup and Thane towards the north and Kurla, Sion and Chembur in the south.

Eastern suburb micro market has IT and commercial developments (Grade A) like Embassy 247 Park, Godrej IT Park, Ackruti Corporate Park, Empire Plaza, Godrej One & Two etc. Many companies including IT/ITeS enterprises have moved their offices to Vikhroli attracted by the availability of space with reasonable rentals, coupled with easy access to the Eastern and Western Express Highways, International Airport, and proximity to several commercial complexes such as Bandra-Kurla Complex, MIDC and Andheri Kurla Road. It also has convenient access to other important commercial hubs such as Powai, Thane, Navi Mumbai etc.

Social Infrastructure in and around the Subject Property:

The two largest retail destinations, R City (Ghatkopar West) & Phoenix Market City (Kurla West) is situated close to the subject micro market. Also, there are reputed educational institutes in neighbouring micro markets like Indian Institute of Technology, Bombay in Powai & KJ Somaiya College of Arts & Commerce in Ghatkopar. There is a good presence of hospitals in and around the subject micro market like L H Hiranandani Hospital & Godrej Memorial Hospital.

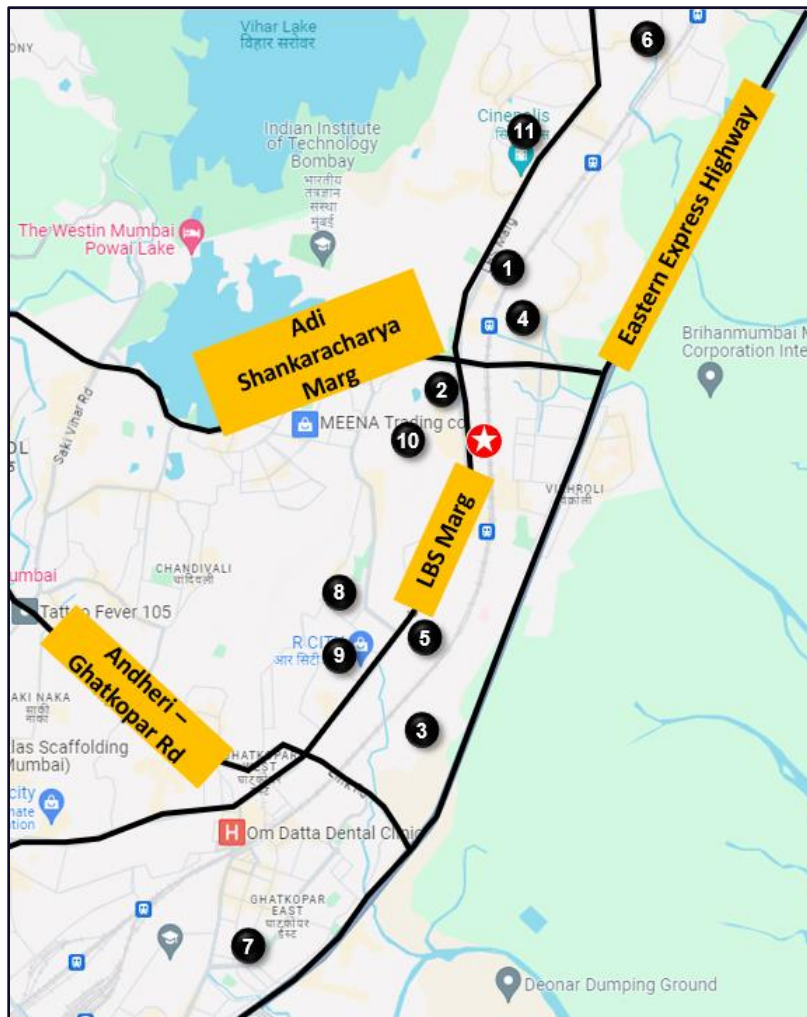
The upcoming Metro line 4 and 6 will further enhance the connectivity for commuters. The micro-market houses some of the marquee tenants in Financial Services and consulting space and has head offices of multiple MNCs, Indian Private Sector Companies and Public Sector Undertakings. Vikhroli is located towards the centre of the city




and lies in proximity to residential catchment areas. As a result, it has been a preferred location for commercial establishments to set-up their base, as it is easy to commute.

247 Park is a Grade-A city-centre office building located in the Vikhroli west, Mumbai and one of the most prominent office districts in India.

The location map of the Subject Property is set out below:



Source: Consultant Research.

 Subject Property

Key Commercial Developments	Social Infrastructure	Hospitality Developments	Under construction Commercial Developments
1. Akruti Corporate Park	7. KJ Somaiya	10. IBIS	11. Mapletree Kanjurmarg
2. Empire Plaza	8. Modern high School		
3. Godrej One, Two	9. R City		
4. Lodha I Think Campus			



Key Commercial Developments	Social Infrastructure	Hospitality Developments	Under construction Commercial Developments
5. Godrej IT Park			
6. The Deutsche Park			

Source: Consultant Research.

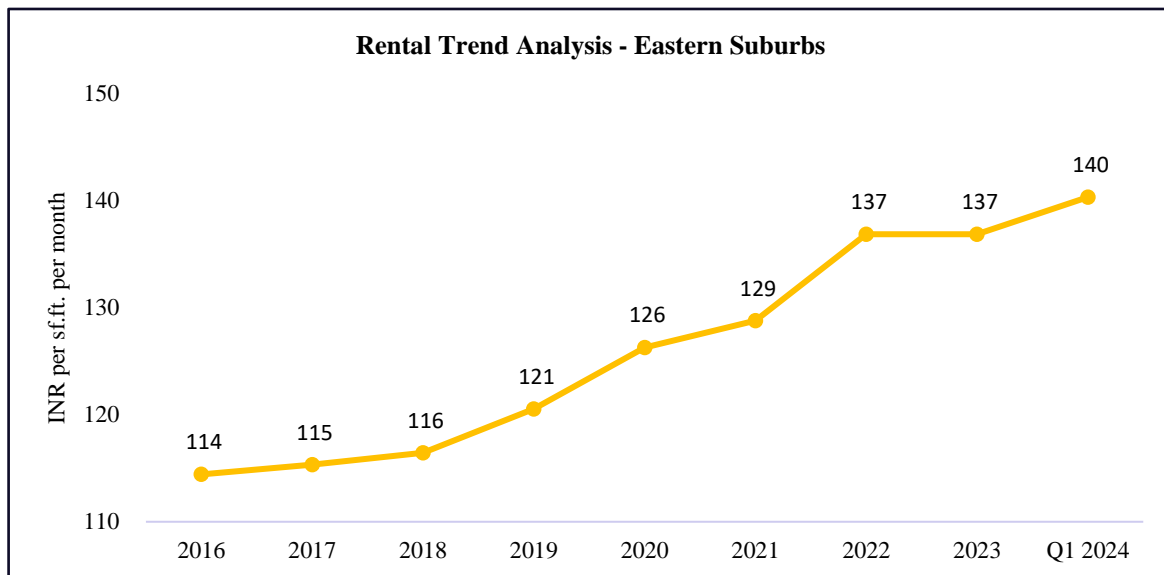
2.4.2. Micro Market – Rental Trend Analysis

Commercial rental values in Eastern Suburbs are in the range of range of INR 114 – 140 per sq. ft. per month on leasable area for Grade-A buildings in Eastern Suburbs have seen an increasing trend since the year CY 2016. Due to sustained leasing activities from tenants who are looking to establish their head office or corporate office in this micro market, the rentals in this micro market are amongst the highest in Mumbai region.

Premium Grade A supply such as Godrej, Lodha I Think Campus, Empire Plaza etc. command rentals in the range of INR 100 to 180 per sq. ft. per month on leasable area. These rentals are at a premium to the market benchmarks primarily due to the locational advantage, the quality of construction, amenities, and an elite tenant list.

Limited supply since 2016 and sustained demand led to an increase in the rentals until the year 2019. As the markets have opened up post the pandemic, demand for the commercial office space in the micro-market has witnessed significant uptick. Correspondingly, the rentals in good quality grade A buildings with grade A landlord profile have witnessed significant improvement over the last few years.

The following graph depicts the rental trend in Eastern Suburbs micro-market (CY 2016 – Q1 CY 2024):



Source: Consultant Research.

Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



Some of the prominent transactions in the Eastern Suburbs are tabulated below:

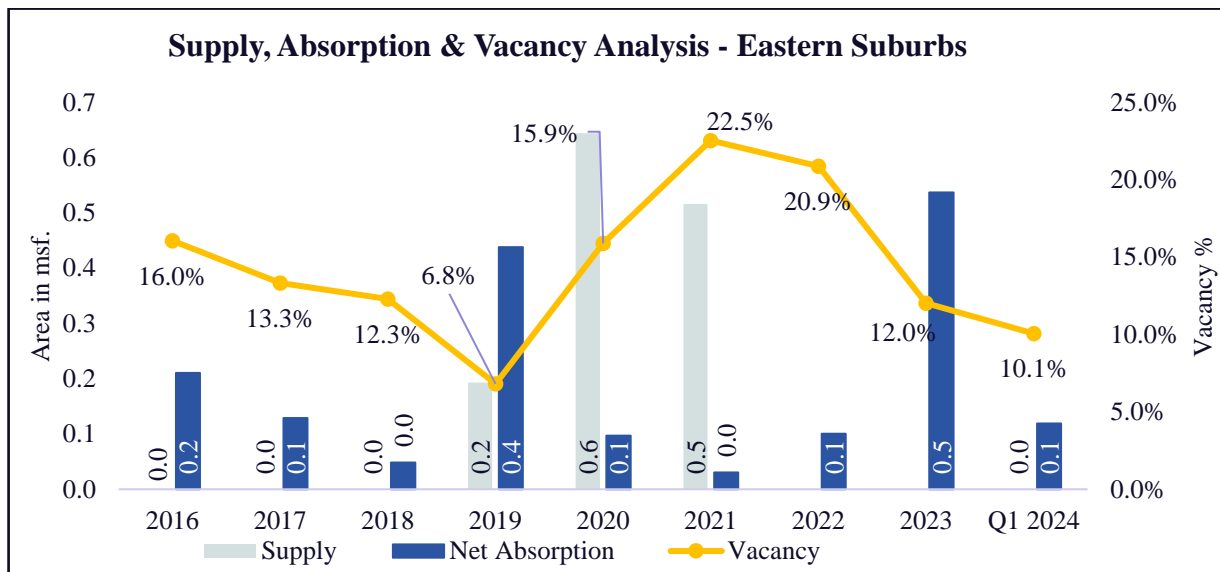
Tenant	Development	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Godrej IT Park	Vikhroli West	50,000	Q1 2024	158	Renewal
Tenant 2	Godrej Two	Vikhroli East	30,000	Q1 2024	169	Fresh
Tenant 3	Godrej Two	Vikhroli East	48,000	Q4 2023	165	Fresh
Tenant 4	Godrej Two	Vikhroli East	22,000	Q4 2023	170	Fresh
Tenant 5	Godrej Two	Vikhroli East	23,000	Q4 2023	170	Fresh
Tenant 6	Godrej One	Vikhroli East	14,932	Q3 2023	167	Fresh
Tenant 7	Godrej Two	Vikhroli East	11,590	Q3 2023	167	Fresh
Tenant 8	Godrej Two	Vikhroli East	8,802	Q3 2023	170	Fresh
Tenant 9	Godrej Two	Vikhroli East	15,027	Q2 2023	165	Fresh
Tenant 10	Godrej One	Vikhroli East	5,848	Q1 2023	171	Fresh
Tenant 11	Godrej IT Park	Vikhroli West	20,764	Q1 2023	150	Renewal
Tenant 12	Godrej One	Vikhroli East	31,414	Q1 2023	165	Renewal

Source: Consultant Research.

Note: The data represented is on calendar year basis.

2.4.3. Micro Market - Supply, Absorption & Vacancy

A snapshot of the supply, absorption & vacancy trends for Eastern Suburbs is as below:



Source: Consultant Research.

Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.

- Eastern Suburbs micro market has witnessed tremendous amount of demand which has helped to decline the vacancy trend from 16.0% in CY 2016 to 10.1% in Q1 CY 2024. Due to COVID and infusion of 1.4 msf. Of leasable area between CY 2019 to CY 2021, vacancy had shot up to 22.5% in CY 2021 but post covid the



vacancy has come down to the level of 2017-18 i.e., of 10.1% in Q1 CY 2024. Strong demand for space in the micro-market from prime tenants and limited supply of good quality Grade-A developments with Grade-A landlords, Vikhroli, is expected to further drive absorption in the micro-market.

- This micro market has witnessed continuous tenant demand from various sectors such as Banking and Financial Services (BFSI), Professional Services, Technology, Healthcare & Pharmaceutical etc.

Some of the prominent operational commercial developments in Eastern Suburbs include:

Building Name	Developer	Location	Year of Completion	Leasable area (msf.)	Vacancy as on Q1 2024 (msf.)	*Quoted Rentals (INR per sq. ft. per month)
Ackruti Corporate Park	Hubtown	Kanjurmarg	2008	0.2	0.01	110
Avior	Nirmal Lifestyle Ltd	Mulund	2011	0.1	0.00	100
Empire Plaza 1	Empire Estate	Vikhroli West	2019	0.2	0.00	100
Empire Plaza 2	Empire Estate	Vikhroli West	2014	0.2	0.00	100
Filix	Axis Realty	Bhandup	2012	0.3	0.04	100
Godrej 2 – Phase I	Godrej Fund Management	Vikhroli East	2020	0.6	0.10	180
Godrej 2 – Phase II	Godrej Fund Management	Vikhroli East	2021	0.5	0.29	180
Godrej IT Park	Godrej Fund Management	Vikhroli West	2011	0.9	0.00	180
Godrej One	Godrej Properties	Vikhroli East	2014	0.5	0.15	180
Lodha, I Think Campus – Alpha	Lodha Group	Kanjurmarg	2009	0.6	0.00	100
Lodha, I Think Campus – Beta	Lodha Group	Kanjurmarg	2009	0.3	0.00	100
The Deutsche Park	Raycon Infrastructure Pvt Ltd	Nahur	2015	0.3	0.00	120

Source: Consultant Research.

*Warm Shell Space.

Note: The data represented is on calendar year basis.

Key Statistics for Eastern Suburb micro market are as below:

Particulars	Details
Total Completed Stock Q1 2024 (msf.)	6.1
Current Occupied Stock Q1 2024 (msf.)	5.5
Current Vacancy Q1 2024 (%)	10.1%
Future Supply – Q2 2024 E – 2026 E (msf.)	3.2

Source: Consultant Research.

Note:

- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.



2.4.4. Office Market Outlook

The current market rentals in the Eastern Suburbs micro market are in the range of INR 100- 180 per sq. ft. per month. Further over 2016 – 2018 the rentals increased by approx. 1% on CAGR basis whereas rentals from CY 2019 – Q1 CY 2024 has grown at a CAGR by approx. 4%. Given the limited good quality supply with Grade A landlords in the Eastern Suburbs continuing strong demand for commercial office spaces in the micro-market and commissioning of Metro Line 4 and 6, which is likely to further boost the demand for office space in the micro-market and thereby on market rental, the long-term average annual growth rate of 5% in the market rentals appears achievable.

2.5. Embassy Office REIT Micro Market (BKC)

2.5.1. Market Overview - BKC

The BKC & Annexe micro-market has emerged as Mumbai's financial hub and as one of the most established commercial micro-markets in Mumbai and has witnessed substantial development over the last decade. This growth can be attributed to the fact that the assets are in among the best performing micro markets and are distinguished by scale and infrastructure. The micro market enjoys good connectivity with South Mumbai, Western Suburbs (Bandra, Andheri, Goregaon etc.), Central Suburbs (Chembur, Ghatkopar, Kurla etc.) and International and Domestic Airports along with major business and social hubs. The upcoming Metro line 3 and 2B will further enhance the connectivity for commuters. The micro-market houses some of the marquee tenants in Financial Services and consulting space and has head offices of multiple MNCs, Indian Private Sector Companies and Public Sector Undertakings. The Bandra-Kurla Complex is located towards the centre of the city and lies in proximity to residential catchment areas in the suburban district. As a result, it has been a preferred location for commercial establishments to set-up their base, as it is easy to commute by the Mumbai Suburban train network from Bandra railway station as well as Kurla railway station and by road via the Western Express Highway, the Eastern Express Highway, and the Bandra Worli Sea Link.

First International Financial Centre (FIFC) is a Grade-A city centre office building located in the Bandra Kurla Complex ("BKC"), Mumbai's Alternate Business District and one of the most prominent office districts in India. BKC also houses the front offices of various banks and corporate headquarters and commands the highest rent in the city due to its well-planned infrastructure, connectivity to residential hubs and availability of modern high-quality office space.

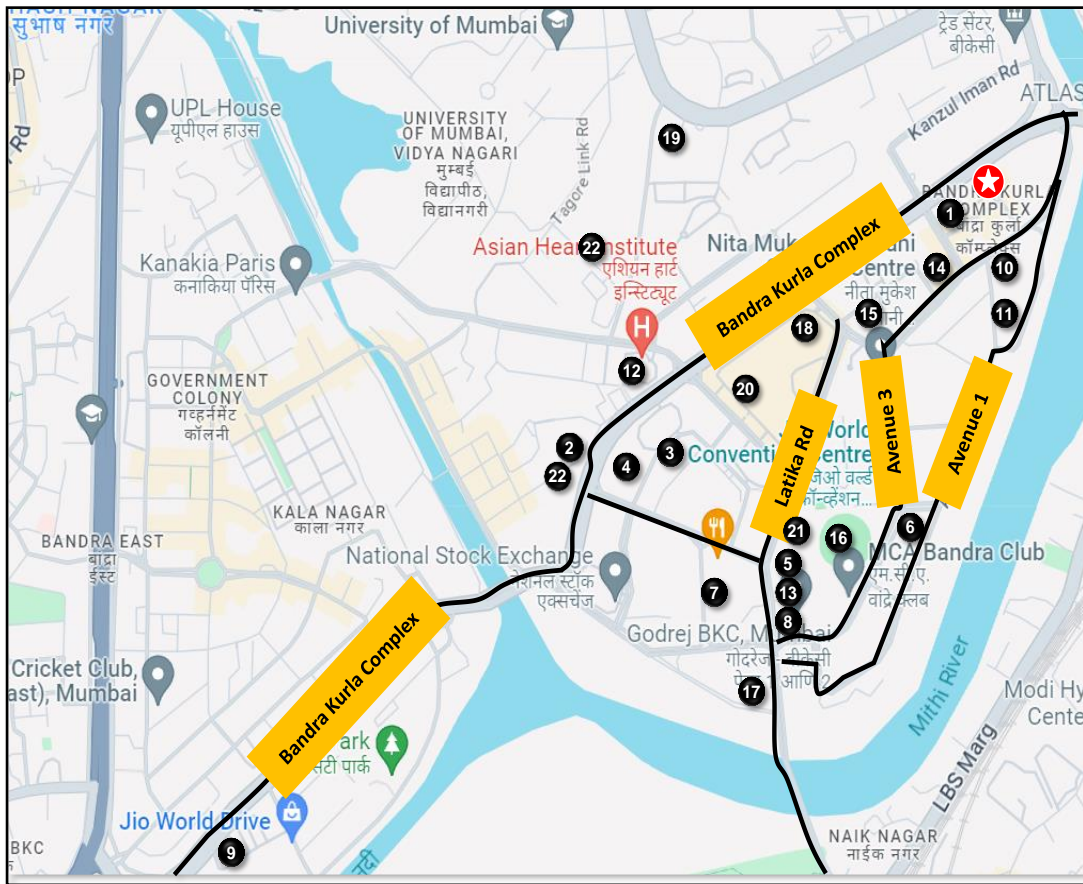
Some of the prominent commercial projects in the micro market include Maker Maxity, The Capital, Raheja Tower, Platina, IL&FS Finance Centre and One BKC. This micro market has gained traction from some of the most high-valued and marquee tenants such as Deutsche Bank, Bank of America, Merrill Lynch, Standard Chartered Bank, BNP Paribas, TPG (Texas Pacific Group), Bain & Company etc. It also has presence of National Stock Exchange (NSE) and Securities & Exchange Board of India (SEBI) along with self-occupied commercial buildings by companies like ICICI Bank, Punjab National Bank, Bank of Baroda, Dena Bank, State Bank of India, Bank of




India, etc. Government companies such as ONGC, Mahanagar Gas Limited, NABARD, IDBI, etc. also have set up their base in BKC & Annexe.

The BKC & Annexe micro market is 'Iso' hub for the international institutions such as Consulate General of the United States and New Zealand Consulate General. BKC & Annexe is also characterized by the excellent social and lifestyle infrastructure such as Trident Hotel, Sofitel Hotel, Asian Heart Institute, Michelin stars restaurants etc. BKC today qualifies to be the next Commercial Business District of Mumbai.

The location map of the Subject Property is set out below:



 Subject Property

Source: Consultant Research.

Key Commercial Developments	Social Infrastructure	Hospitality Developments	Proposed Commercial Developments
1. TCG Financial Centre	10. American School of Bombay	14. Sofitel Hotel	19. Kalpataru Infinia
2. Adani Inspire	11. Dhirubhai Ambani International School	15. Trident Hotel	20. Prestige BKC Phase 1
3. The Capital	12. Asian Heart Hospital	16. Mumbai Cricket Association (MCA)	21. Sumitomo BKC



Key Commercial Developments	Social Infrastructure	Hospitality Developments	Proposed Commercial Developments
4. IL&FS Finance Centre	13. Indian Oil Petrol Pump	17. MMRDA Grounds	22. Adani Inspire Annexe
5. One BKC		18. Nita Mukesh Ambani Cultural Centre	
6. Parinee Crescenzo			
7. Raheja Tower			
8. Godrej BKC			
9. Maker Maxity			

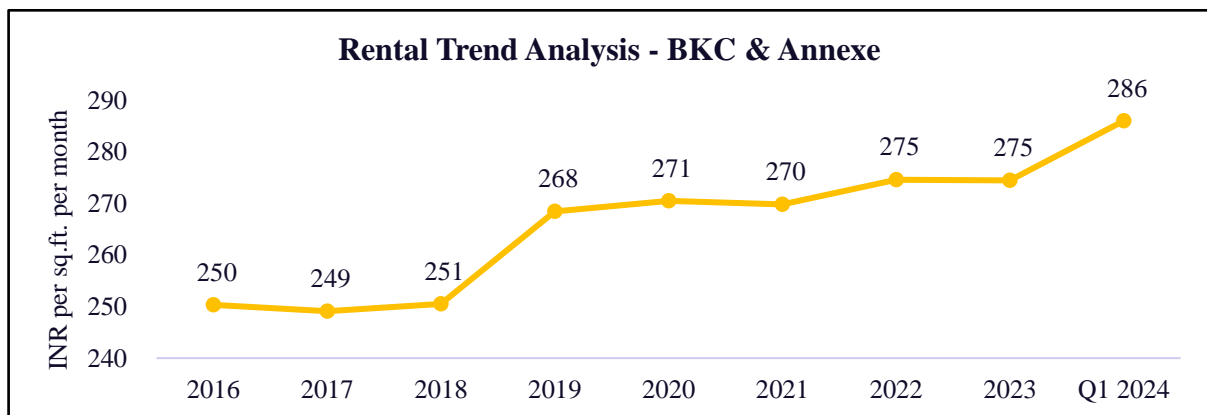
2.5.2. Micro Market - BKC Rental Trend Analysis

Commercial rental values in BKC and Annexe has been in the range of INR 250-325 per sq. ft. per month on leasable area from CY 2016 to Q1 CY 2024 for Grade-A buildings in G-Block, BKC and are in the range of INR 175-250 per sq. ft. per month on leasable area for Grade-A buildings in the periphery or alternate markets of G-Block, BKC and have seen an increasing trend since the year 2017. Due to sustained leasing activities from high value tenants who are looking to establish their head office or corporate office in this micro market, the rentals in this micro market are amongst the highest in Mumbai region.

Premium Grade A supply such as Maker Maxity, Godrej BKC, One BKC etc. command rentals in the range of INR 300 to INR 550 per sq. ft. per month on leasable area. These rentals are at a premium to the market benchmarks primarily due to the locational advantage, the quality of construction, amenities, and an elite tenant list.

Limited supply since CY 2017 and sustained demand led to an increase in the rentals until the year CY 2019. As the markets have opened up post the pandemic, demand for the commercial office space in the micro-market has witnessed significant uptick. Correspondingly, the rentals in good quality grade A buildings with grade A landlord profile have witnessed significant improvement over the last few quarters.

The following graph depicts the rental trend in BKC and Annexe micro-market (CY2016 – Q1 CY 2024):



Source: Consultant Research.

Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



Some of the prominent transactions in the Bandra Kurla Complex are tabulated below:

Tenant	Development	Location	Area Leased (sq. ft.)	Date of Transaction	Rental (INR per sq. ft. per month)	Type of Deal
Tenant 1	Godrej BKC	BKC	69,000	Q1 2024	349	Renewal
Tenant 2	Adani Inspire	BKC	36,000	Q1 2024	240	Fresh
Tenant 3	Trade Centre	BKC	36,500	Q1 2024	177	Renewal
Tenant 4	Godrej BKC	BKC	68,600	Q4 2023	313	Renewal
Tenant 5	Adani Inspire	BKC	49,000	Q4 2023	219	Renewal
Tenant 6	Adani Inspire	BKC	35,000	Q4 2023	200	Fresh
Tenant 7	TCG Financial Center	BKC	13,797	Q3 2023	335	Fresh
Tenant 8	Maker Maxity	BKC	13,872	Q3 2023	400	Renewal
Tenant 9	Maker Maxity	BKC	3,771	Q3 2023	510	Renewal
Tenant 10	INS Tower	BKC	3,088	Q3 2023	365	Fresh
Tenant 11	INS Tower	BKC	3,050	Q3 2023	365	Fresh
Tenant 12	Maker Maxity	BKC	9,268	Q2 2023	500	Renewal
Tenant 13	Maker Maxity	BKC	6,071	Q2 2023	400	Renewal
Tenant 14	TCG Financial Center	BKC	5,000	Q2 2023	350	Fresh
Tenant 15	One BKC	BKC	4,514	Q2 2023	315	Fresh
Tenant 16	Parinee Crescenzo	BKC	60,111	Q1 2023	205	Fresh
Tenant 17	The Capital	BKC	28,546	Q1 2023	310	Fresh
Tenant 18	Parinee Crescenzo	BKC	15,028	Q1 2023	213	Fresh
Tenant 19	The Capital	BKC	10,829	Q1 2023	249	Fresh
Tenant 20	Godrej BKC	BKC	8,203	Q1 2023	315	Fresh
Tenant 21	Maker Maxity	BKC	7,955	Q1 2023	475	Fresh
Tenant 22	Maker Maxity	BKC	7,955	Q1 2023	515	Fresh
Tenant 23	Parinee Crescenzo	BKC	15,769	Q1 2023	248	Renewal
Tenant 24	One BKC	BKC	7,512	Q1 2023	260	Fresh
Tenant 25	TCG Financial Center	BKC	7,318	Q1 2023	301	Fresh
Tenant 26	TCG Financial Center	BKC	6,479	Q1 2023	300	Fresh
Tenant 27	Maker Maxity	BKC	6,023	Q1 2023	475	Fresh
Tenant 28	The Capital	BKC	7,092	Q1 2023	234	Renewal
Tenant 29	VIBGYOR	BKC	6,462	Q1 2023	230	Renewal

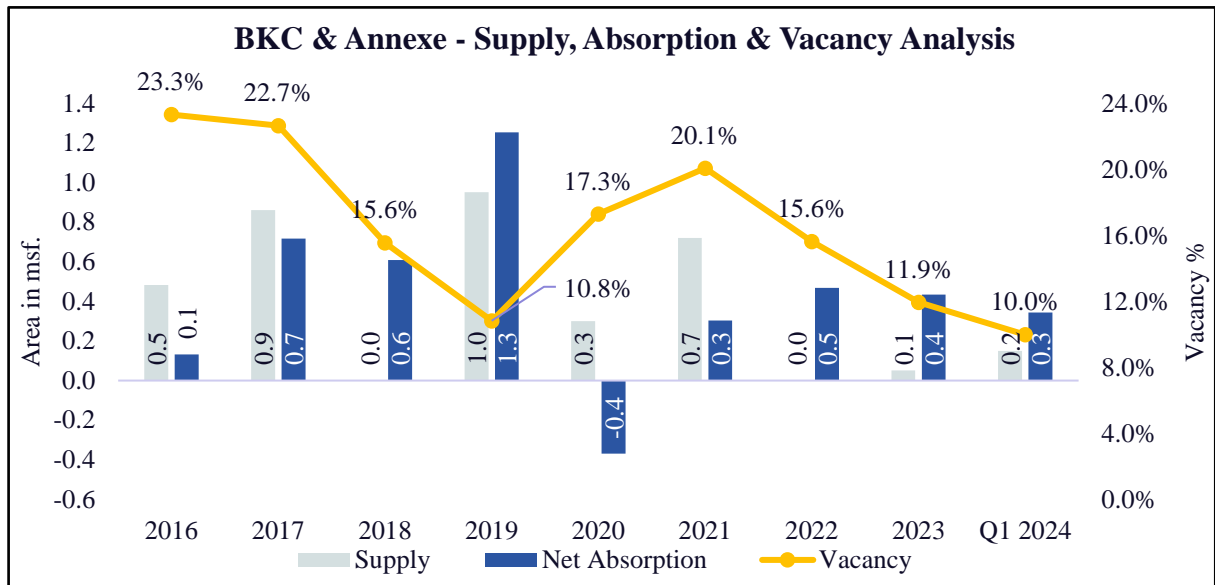
Source: Consultant Research.

Note: The data represented is on calendar year basis.



2.5.3. Micro Market - Supply, Absorption & Vacancy BKC & Annexe

A snapshot of the supply, absorption & vacancy trends for BKC & Annexe is as below:



Source: Consultant Research.

Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.

Due to good presence of A grade buildings coupled with strong connectivity and well-developed social and lifestyle infrastructure BKC & Annexe has witnessed continuous traction from tenants who provide high-value services or tenants having their corporates offices in this micro market.

This micro market has witnessed continuous tenant demand from various sectors such as Banking and Financial Services (BFSI), Technology, Healthcare & Pharmaceutical, Medial and Telecom etc.

Consistent demand and controlled supply had led to a declining vacancy trend during CY 2016 – CY 2019. Vacancy declined from 23.3% in CY 2016 to 10.8% in CY 2019. However, due to limited fresh leasing activity and infusion of approx.1.0 msf. Of new supply in the micro-market during the pandemic struck period of 2020-2021, the vacancy increased to 20.1% in CY 2021. The markets have witnessed strong traction during Q1 CY 2024, thereby vacancy declined to 10.0% as on Q1 CY 2024. Strong demand for space in the micro-market from prime tenants and limited supply of good quality Grade-A developments with Grade-A landlords, especially in the G-Block, BKC, is expected to further drive absorption in the micro-market. New supply of 4.2 msf. is expected in this micro market by the year 2026 (Kalpataru Infinia: 0.3 msf. by CY 2024, and Adani Inspire Annexe: 0.4 msf., Prestige BKC: 2.3 msf., Sumitomo BKC: 1.2 msf.) by CY 2026.



Some of the prominent operational commercial developments in BKC & Annexe include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	*Quoted Rentals (INR per sq. ft. per month)
One BKC A wing	Radius Developers	BKC	2015	0.94	0.0	325
Parinee Crescenzo	Parinee	BKC	2009	0.90	0.11	250
TCG Financial Center	TCG Urban Infrastructure	BKC	2012	0.21	0.01	330
The Capital	Vijay Associates	BKC	2012	0.96	0.07	290
Naman Centre	Naman	BKC	2008	0.15	0.01	250
Adani Inspire – Phase I	Adani Group	BKC	2017	0.56	0.00	250
Adani Inspire – Phase II	Adani Group	BKC	2021	0.23	0.09	250
The Square	K. Raheja Corp	BKC	2020	0.12	0.00	260
VIBGYOR	K. Raheja Corp	BKC	2008 & 2023	0.22	0.00	250

Source: Consultant Research.

*Warm Shell Space.

Note: The data represented is on calendar year basis.

Key statistics for BKC & Annexe micro market are as below:

Particulars	Details
Total completed stock Q1 2024 (msf.)	~ 10.8
Current occupied stock Q1 2024 (msf.)	~ 9.7
Current Vacancy Q1 2024 (%)	~ 10.0%
Future Supply – Q2 2024 E – 2026 E (msf.)	4.2

Source: Consultant Research.

Note:

- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.

2.5.4. Office Market Outlook

The current market rentals in the Bandra Kurla Complex micro market are in the range of INR 260-290 per sq. ft. per month. Further over CY 2016 – CY 2018 the rents in Bandra Kurla Complex were steady before increasing significantly in CY 2019 and continue to increase in Q1 CY 2024. Rentals have taken a major jump in Q1 CY 2024 due to continuous demand and renewals happening at a higher rate. Going forward, given the limited good quality supply with Grade A landlords in the Bandra Kurla Complex, continuing strong demand for commercial office spaces in the micro-market and commissioning of Metro Line 3 and 2B, which is likely to further boost the

demand for office space in the micro-market and thereby on market rental, the long-term average annual growth rate of 5% in the market rentals appears achievable.

The commercial real estate sector has shown significant resilience during the Covid struck period. Majority of the markets have started to open-up and corporates have started to encourage the employees to return to office. This is also driven by record high levels of attrition witnessed across industries, which has led to strong hiring trends in terms of fresher and lateral hires. New Gen-Z (born between 1997 –2012) employees are in high demand by the employers, however, work from home period has significantly dented their wellbeing as they struggle to bond with teams. This has led to employers revisiting the need for training, interaction etc, thereby increasing the relevance of office infrastructure for such corporates.

While some organizations have been contemplating strategies with respect to the hybrid work models - flexible arrangement, allowing employees to combine onsite and offsite work as required, we expect the strong growth in the IT - BPM sector, increased interests into Indian offshore centres by several IT/ITeS corporates and GCCs is expected to drive significant demand for the commercial real estate sector.

3. Pune City Report

3.1. Pune Office Market Overview

The overall commercial office market in Pune and its key micro markets:

Particulars	Pune	PBD West
Total completed stock Q1 2024 (msf.)	72.5	16.3
Current occupied stock Q1 2024 (msf.)	63.9	12.6
Current Vacancy Q1 2024 (%)	11.9%	22.4%
Future Supply – Q2 2024 E – 2026 E (msf.)	25.1	3.5
Market Rent – Q1 2024 (INR per sq. ft. per month)	88	60

Source: Consultant Research.

PBD West – Hinjewadi, Wakad, Pimpri, Bhosari, Chinchwad, Bavdhan, Mulshi, Talawade, Tathawade, Nanded, Pimple Saudagar, etc.

Note:

- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.

Pune, often referred to as the "Oxford of the East" and the "Detroit of India," is a thriving city in the state of Maharashtra. Over the years, Pune has evolved into a multifaceted hub, hosting various industries and educational institutions. Here are some key aspects that drive the demand for office space in the Pune region.

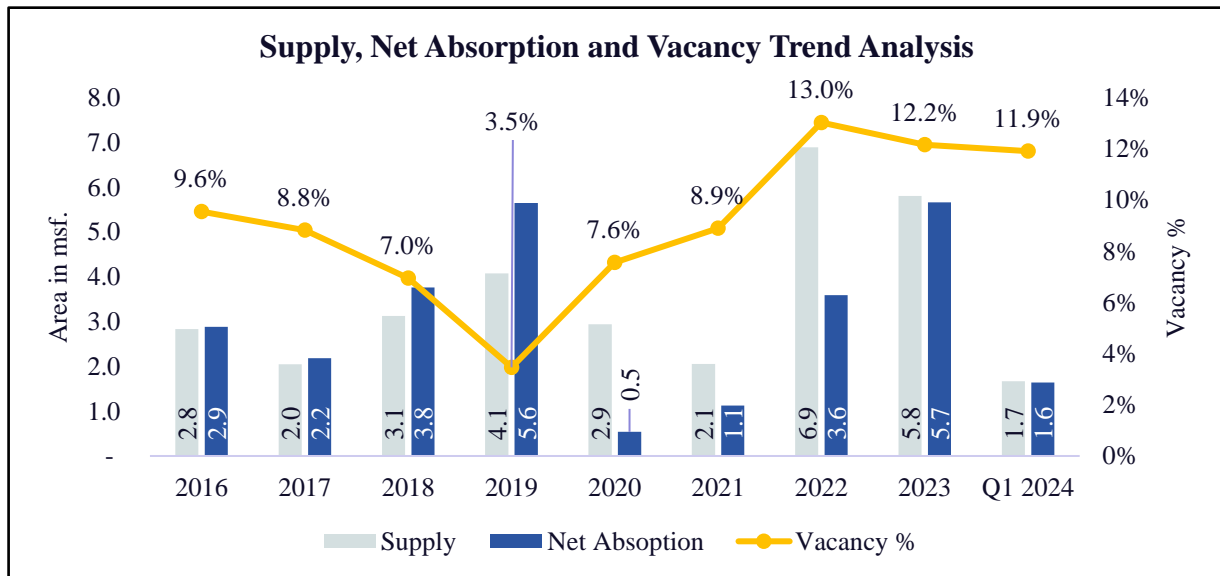
The key drivers of demand for office space in Pune are as follows:

- Automobile and Manufacturing Industry:** Known as the "Detroit of India," Pune has a robust presence in the automobile and manufacturing sectors. Several automotive giants and manufacturing units have established their operations in the city. This sector's growth contributes significantly to the demand for office spaces accommodating corporate offices, research and development centers, and production facilities.
- IT Parks and Special Economic Zones (SEZs):** Pune has witnessed a surge in the development of IT parks and SEZs, providing a conducive environment for IT and business process outsourcing (BPO) companies. These zones foster innovation, collaboration, and business growth, attracting both domestic and international firms.
- Strategic Location:** Pune's strategic location, situated between Mumbai and Bengaluru, two major economic hubs, enhances its accessibility and connectivity. The city is well-connected by road, rail, and air, making it an attractive location for businesses seeking a central presence in India.
- Infrastructure Development:** Pune has witnessed significant infrastructure development initiatives, including metro rail projects, road expansions, and the expansion of Pune International Airport. These ongoing and planned projects enhance the city's connectivity and make it more conducive for business operations.
- Educational and Social Infrastructure:** Pune boasts a well-developed social infrastructure, including reputed educational institutions, healthcare facilities, shopping malls, and recreational spaces. This creates a desirable living and working environment, attracting professionals and their families.



3.2. Pune - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption and Vacancy trend for Pune is as below:



Source: Consultant Research.

Note:

- The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- The data represented is on calendar year basis.

Pune's ascent as a prominent office market has been noteworthy, positioned as a viable alternative to Mumbai. Its development trajectory showcases diverse patterns, transitioning from individual office spaces to integrated/campus-style setups. Recent supply aligns closely with demand dynamics, emphasizing quality and versatility to accommodate occupiers' preferences. The city is actively catering to the growing need for larger integrated developments, facilitating consolidation and expansion opportunities. Micro markets within Pune have distinct characteristics, reflecting varied developer ecosystems. With government-backed infrastructure enhancements and urban expansion, office spaces offering enhanced amenities gain prominence, meeting the evolving demands of businesses and professionals alike.

- As of Q1 CY 2024, approx. 72.5 msf. of Grade A inventory is present in Pune, approx. 1.7 msf. of new Grade A supply was completed in Q1 CY 2024; and approx. 1.6 msf. were absorbed during the same period.
- Pune offers a mix of IT, IT SEZ and Non-IT office supply.
- Approx. 25.1 msf. supply is expected to be delivered in the next 3 years.

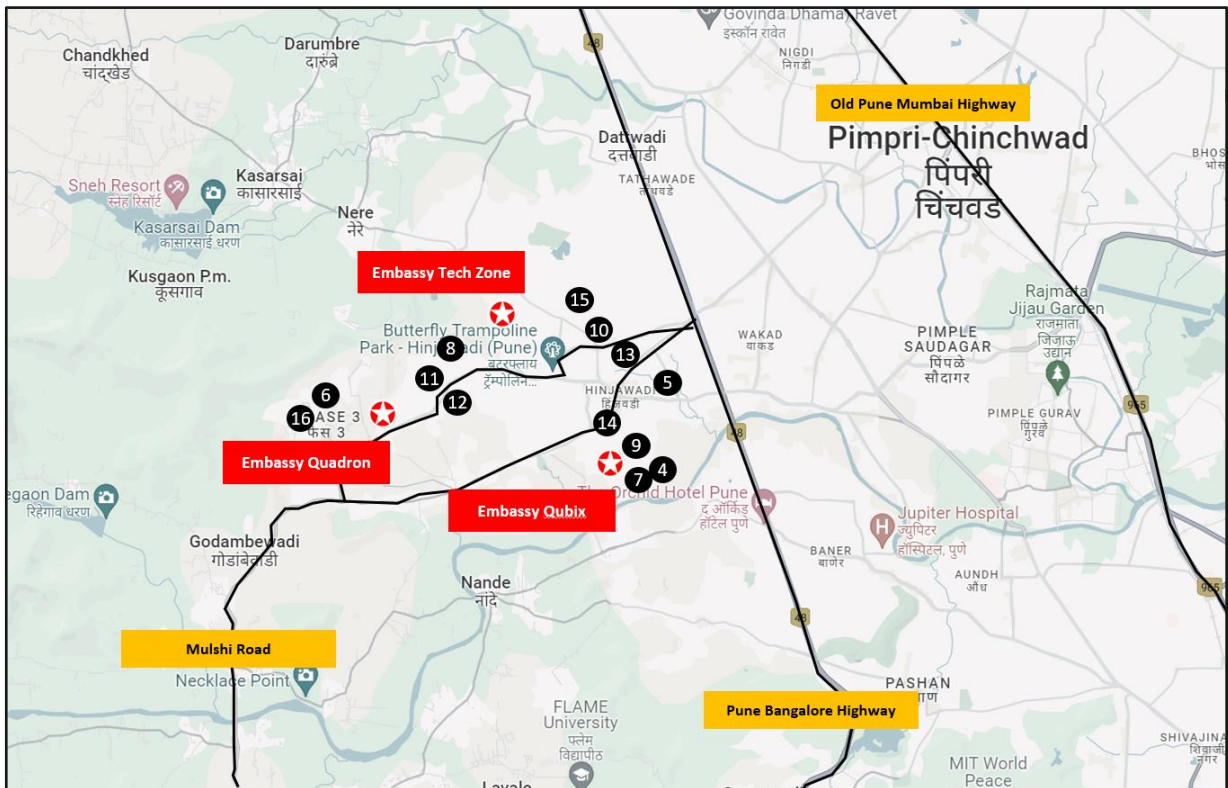


3.3. PBD West Micro Market


3.3.1. Office Market Overview - PBD West

Embassy TechZone, Quadron and Qubix, all are located in Hinjewadi which is a part of PBD West micro market of Pune. This micro market houses Grade – A, IT/ ITeS space within established IT Parks at competitive rentals with large floor plates and availability of MIDC (Maharashtra Industrial Development Corporation) infrastructure. This micro-market hosts state sponsored Rajiv Gandhi Info Tech Park in dedicated MIDC area. PBD-West micro-market houses Grade A commercial developments by CapitaLand, Embassy, Global Group, Kohinoor Group etc. Major tenants include IT/ITeS, Engineering and Manufacturing companies are operational in this micro-market such as Infosys, Cognizant, Wipro, Volkswagen, Mercedes etc.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to scale).

 Subject Property

Key Commercial Developments	Social Infrastructure	Hospitality Developments	Proposed Commercial Developments
1. Embassy TechZone	7. Blue Ridge Public School	11. Grand Tamanna Hotel	15. EON Free Zone West
2. Embassy Quadron	8. Apollo Pharmacy	12. ibis Pune Hinjewadi	16. Global SEZ tech Park

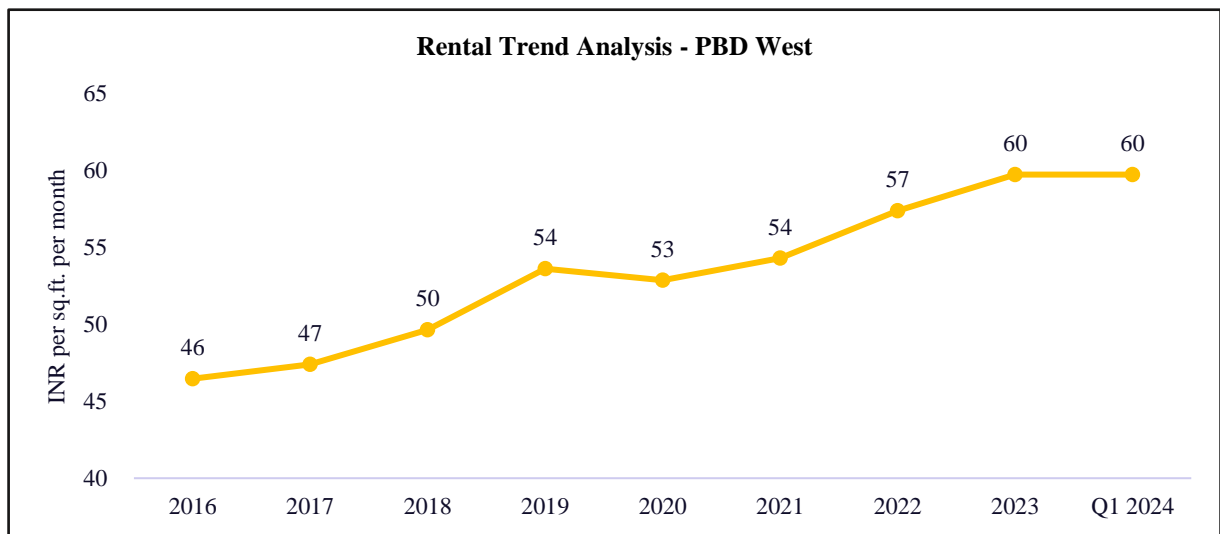


Key Commercial Developments	Social Infrastructure	Hospitality Developments	Proposed Commercial Developments
3. Embassy Qubix	9. Mahindra International School	13. Courtyard by Marriott Pune Hinjewadi	
4. Nalanda SEZ IT Park	10. Hinjewadi Hospital	14. Hyatt Place Pune Hinjewadi	
5. Panchshil Tech Park			
6. Ascendas ITTP			

3.3.2. Micro Market - Rental Trend Analysis

Current quoted market rentals in PBD West are in the range of INR 40 – 60 per sq. ft. per month. Hinjewadi which forms a part of PBD West have rentals in the range of INR 45 – 55 per sq. ft. per month. The rental escalations from the years CY 2016 – Q1 CY 2024 have witnessed moderate growth resulting in a CAGR of approx. 3.5%. In addition, it has been observed that there is high demand for Commercial Office Developments by Grade A developers (viz. Embassy, CapitaLand, Global Group, Kohinoor Group etc.) Further, the upcoming Grade A developments like upcoming buildings by Kohinoor Group, Global Group, Panchshil Realty etc are going to improve absorption in this micro market and rentals are expected to witness an upward trend.

The following graph depicts the rental trend in PBD micro-market (CY 2016 – Q1 CY 2024):



Source: Consultant Research.

Note:

- a) The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
- b) The data represented is on calendar year basis.



Some of the prominent transactions in subject micro market are tabulated below:

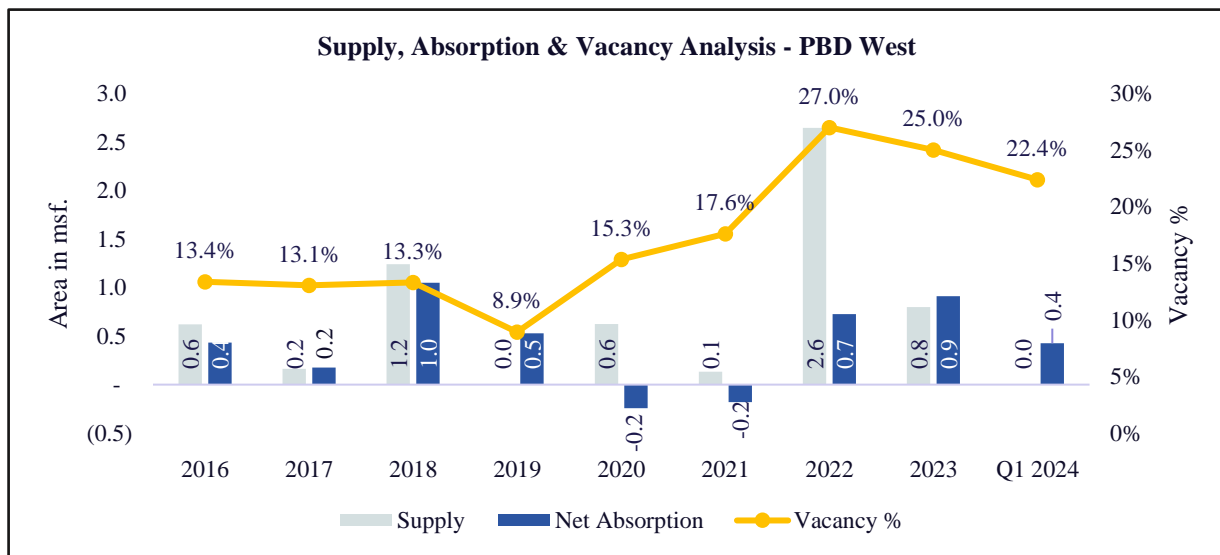
Tenant	Development	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Embassy TechZone	Hinjewadi Phase-II	160,000	Q1 2024	52	Renewal
Tenant 2	Embassy TechZone	Hinjewadi Phase-II	42,600	Q1 2024	54	Renewal
Tenant 3	International Tech Park Pune	Hinjewadi Phase-III	30,000	Q1 2024	55	Fresh
Tenant 4	Nalanda SEZ IT Park	Hinjewadi Phase-I	27,800	Q1 2024	51	Fresh
Tenant 5	India Land Global Tech Park	Hinjewadi Phase-I	61,200	Q4 2023	43	Fresh
Tenant 6	Nalanda SEZ IT Park	Hinjewadi Phase-I	37,700	Q4 2023	53	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

3.3.3. Micro Market - Supply, Absorption & Vacancy

A snapshot of the Supply, Absorption & Vacancy trends for PBD West is as below:



Source: Consultant Research.

Note:

- a) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- b) The data represented is on calendar year basis.

- The total stock of commercial office space in the PBD West as on Q1 CY 2024 is approx. 16.3 msf. (Grade A office space)



- The total net absorption of commercial office space in the PBD West market as on Q1 CY 2024 is approx. 0.4 msf.
- Vacancy levels in PBD West have decreased from 27.0% in CY 2022 to 22.4% in Q1 CY 2024, post COVID the micro market has seen a net absorption of approx. 2.1 msf. From CY 2022 to Q1 CY 2024.
- Developers have shown interest in constructing new supply in this micro market. PBD West has witnessed a total new supply of 3.4 msf. in the last 2 years. An upcoming supply of 3.5 msf. is expected in the next 3 years in PBD West.

Some of the prominent operational commercial developments in PBD West include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy (as on Q1 2024 msf.)	*Quoted Rentals (INR per sq. ft. per month)
Ascendas ITPP	CapitaLand India Trust	Hinjewadi Phase-III	2013 -2020	2.3	-	60
Nalanda Shelter Tower A	CapitaLand India Trust	Hinjewadi-Phase-I	2022	1.3	0.7	60
India Land Global Tech Park	Global Park	Hinjewadi Phase-I	2022	0.4	-	55
Panchshil Tech Park	Panchshil Realty	Hinjewadi Phase-I	2007	0.3	-	65

Source: Consultant Research.

*Warm Shell Space.

Note: The data represented is on calendar year basis.

Key Statistics for PBD West micro market are as below:

Particulars	Details
Total completed stock Q1 2024 (msf.)	16.3
Current occupied stock Q1 2024 (msf.)	12.6
Current Vacancy Q1 2024 (%)	22.4%
Future Supply – Q2 2024 E – 2026 E (msf.)	3.5

Source: Consultant Research.

Note:

- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.



3.3.4. Office Market Outlook

The PBD West micro market is a growing back-office micro market. The total stock of PBD West micro market has grown at a CAGR of approx. 6% from 2016 to Q1 CY 2024. PBD West micro market is expected to deliver approx. 3.5 msf. of new Grade A supply until 2026. Vacancy levels have decreased from approx. 25.0% in CY 2023 to approx. 22.4% in Q1 CY 2024. Approx. 2.9 msf. on net absorption is expected by CY 2026 against a new supply of approx. 3.5 msf. By CY 2026. Rentals in this micro market has grown at a CAGR of approx. 3.5% since CY 2016, showing growing traction for this micro market especially by IT and Engineering and Manufacturing companies.



4. Noida City Report

4.1. Noida Office Market Overview

Noida, located in the State of Uttar Pradesh, is an integral part of the NCR. It is a planned city located in Gautam Buddha Nagar district. Further, it is located at about 25 km South-East of Central Delhi and can be accessed from Central Delhi via: Delhi – Noida Direct (DND) Flyway or Toll Bridge; Sarita Vihar or Kalindi Kunj Road; and the Nizamuddin Flyover. The primary office clusters in Noida are concentrated towards sector 16, 18, 32 and 57 – 65 and also on the belt running along Noida-Greater Noida (NGN) Expressway. The office developments in these sectors constitute a mix of investment grade and sub-investment grade developments. NGN Expressway primarily constitutes investment grade developments. Sector 16, 18, and 32 house commercial developments, however the other two office clusters (sector 57 – 65 and NGN Expressway) predominantly offer IT/ITeS and SEZ developments. To name a few, established players like Embassy, Brookfield, Logix Group and Advant Group etc. have their footprint in Noida. Along with prominent office spaces, NGN Expressway has recently become a hub for international schools as well. Some well-known schools operational on NGN Expressway are Lotus Valley International School, Gyanshree School, Mayoer School, Pathways International, Amity International etc.

Traditionally, retail cluster in Noida had remained confined to Sector 18 which is also known as the “Atta Market”. Gradually, as the development activity in the city progressed a number of malls got developed in sector 16, 18 and 32. Few of the prominent retail malls in the city are Great India Place, DLF Mall of India (one of the largest in NCR with leasable area of approx. 2 msf.), Centre Stage Mall, Gardens Galleria, Spice Mall, Logix City Center Mall etc. Together, all these retail malls contribute to a significant percentage of organized retail supply of the city.

Residential supply of the city can be divided under established and upcoming sectors. The established sectors of Noida such as 14, 15, 21, 22, 45, 55, 56, etc. constitute plotted developments through government or unorganized players and high-rise developments primarily under cooperative group housing schemes. Central Noida, comprising sectors 72 – 79, the sectors along the under-construction FNG expressway and sectors in Noida Extension are highly dense sectors. Hence, most of the projects in these micro markets comprise high-rise group housing projects. These sectors are being developed by organized players/ developers and primarily cater to Middle Income Group. The sectors along Noida-Greater Noida Expressway have residential projects along both sides. Residential developments in this micro market comprise both plotted developments and high-rise group housing projects. These sectors are being developed by organized players/ developers and cater to all segments viz. Middle-Income Group, Upper Middle-Income Group and High-Income Group.

Noida has ample talent pool to cater the office occupants present in the city. Amity University, Jaypee Institute of Information & Technology and Sharda University are few of the renowned educational campuses present in Noida.



The key drivers of demand for office space in Noida are as follows:

Connectivity and Linkages: Noida is well connected to other nodes of NCR via. Robust road and metro network. Hence, efficient management of commuting by public and private mode of communication makes it a conducive location for workforce travelling for work. Noida is the only city in NCR where the physical infrastructure was planned ahead of real estate development. Hence, the city enjoys superior physical infrastructure and planned architectural layout.

Lower Occupation Cost: Noida has availability of residential and office spaces with rentals and capital values significantly lower than those of Gurugram and Delhi. Hence, the city stands out as it offers quality living at a much lower occupation cost.

Access to educated talent pool from Delhi, Haryana, Punjab, Rajasthan, and Uttar Pradesh: Noida is accessible through multiple modes of transportation and offers residential spaces across various price categories; it attracts talent pool from all adjoining locations.

Noida has been divided into three micro markets:

- Noida-Greater Noida (NGN) Expressway – refers to the geographical expanse of NGN expressway.
- Sector – 62, Noida – refers to the Northern part of Noida, abutting NH 24 and covering the surrounding sectors of 57, 58, 59 and 60 towards South and sectors 63 and 64 towards East.
- Rest of Noida – refers to office clusters in Sectors 16 – 18, Sectors 32 – 34 and Greater Noida West.

The overall office market in Noida and its key micro markets:

Particulars	Noida	Noida-Greater Noida (NGN) Expressway	Sector 62, Noida
Total completed stock Q1 CY'2024 (msf.)	23.3	15.0	7.4
Current occupied stock Q1 CY'2024 (msf.)	17.8	10.3	6.9
Current Vacancy Q1 CY'2023 (%)	23.7%	31.3%	6.3%
Future Supply – Q2 2024 E – 2026 E (msf.)	4.1	2.9	1.3
Market Rent – Q1 CY'2023 (INR per sq. ft. per month)	54.4	54.5	54.2

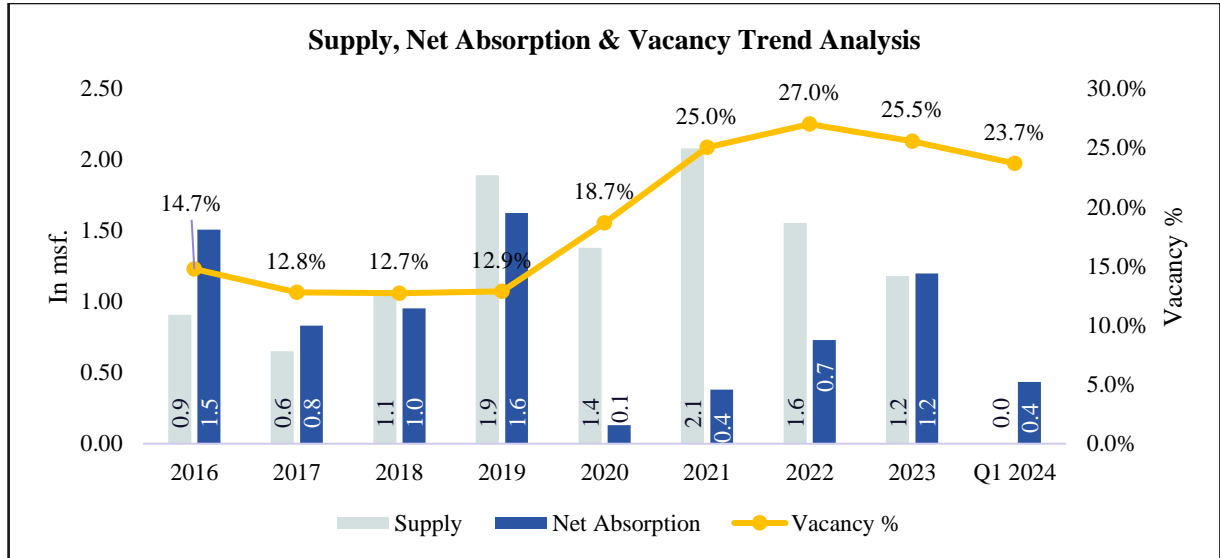
Source: Consultant Research.

Notes:

- Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- Embassy Oxygen Tower -1 has been considered as under construction building as of Q1 CY 2024, as the OC has been received post Q1 CY 2024.
- The data represented is on calendar year basis.

4.2. Noida - Supply, Net Absorption & Vacancy

Noida has emerged as a preferred IT / ITeS destination over the years due to excellent physical infrastructure, affordable rentals, and availability of large office spaces. The growth is backed by availability of large talent pool and residential spaces across all price points. The overall perception of Noida has also evolved as an office destination. A snapshot of the Supply, Net Absorption and Vacancy trend for Noida is as below:



Source: Consultant Research.

Notes:

- a) Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
- b) The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-committments, renewals etc. The pre-committments are recorded as absorption in the year in which the tenant occupies the building.
- c) The data represented is on calendar year basis.

Over the past 8.25 years, Noida has seen an average additional supply of approx. 1.3 msf. And an annual average net absorption of approx. 0.9 msf. The city has always benefited from the presence of superior infrastructure as compared to other cities of NCR. With improvement in intercity connectivity, and supply of quality developments, the net absorption is likely to go in upwards direction. The shift in development status of the city from being dominated by sub-investment grade structures to good campus / large integrated park-based developments has resulted in the city to grow exponentially in office segment. With increasing occupier base, and major infrastructure getting developed viz. Jewar Airport in Noida, the same trend is likely to continue in future.

4.3. Embassy Oxygen Micro Market

4.3.1. Office Market Overview - Noida - Greater Noida (NGN) Expressway

The Subject Property lies in Noida-Greater Noida (NGN) Expressway (hereinafter referred to as ‘subject micro market’), which is one of the fastest growing office clusters of Noida. This micro market is located in South-Eastern part of Noida and is being developed as an integrated vector with presence of residential, institutional,

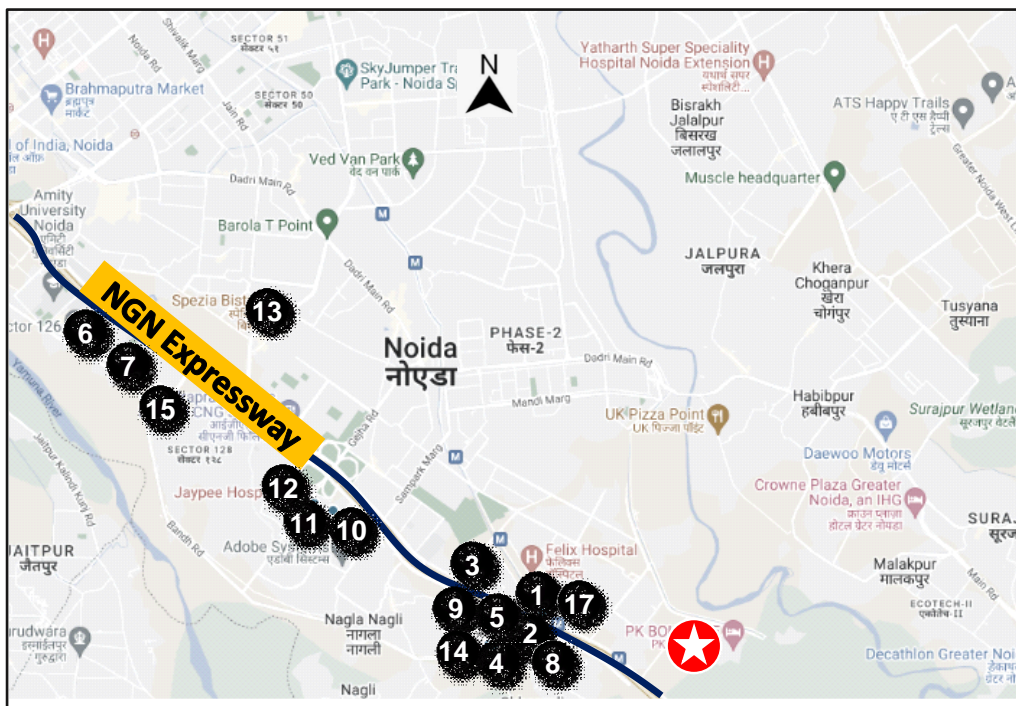


commercial, and IT/ITeS developments along both sides of NGN Expressway. The micro market possesses excellent physical infrastructure and is one of the established IT /ITeS destinations of Noida. This micro market is dotted with presence of both nationalized and local developers and the office supply here primarily constitutes investment grade structures.


Some of the well-established commercial developments in the micro market includes Candor TechSpace N2, Advant Navis Business Park, Express Trade Tower 2, Assotech Business Cresterra and the Subject Property(Embassy Oxygen). The micro market also houses the office of various corporates such as Axis Bank, Adobe, Samsung etc. The Subject Property is within close proximity to some of the renowned hotels like Sandal Suite by Lemon Tree etc.

Noida-Greater Noida Expressway, which is a 23.5 km long 6-lane expressway connects the micro market to rest of the city and other parts of NCR. This micro market is also connected to other parts of the city through Aqua line of DMRC with nearest metro station located at Sector 142 on NGN expressway. Further, the under-construction Faridabad Noida Ghaziabad (FNG) Expressway and a proposed 75-meter-wide expressway starting from Noida Sector 150 up till Faridabad will enhance the connectivity of micro market with Ghaziabad and Faridabad.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to scale).

 Subject Property

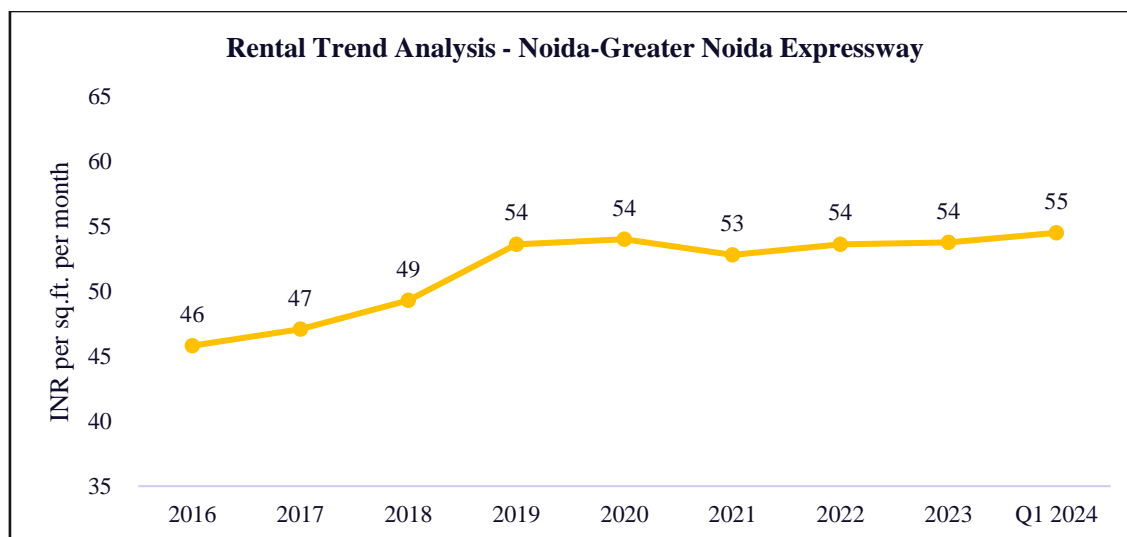


Key Commercial Developments	Social Infrastructure	Hospitality Developments	Proposed Commercial Developments
1. Advant Navis Business Park (3.0 km)	8. Shiv Nadar School (3.3 km)	14. Sandal Suites by Lemon Tree (4.6 km)	16. Stellar 1423 (2.7 km)
2. Candor TechSpace N2 (4.0 km)	9. Police Station, Sector 135 (4.2 km)	15. Hide Away Suites (10.4 km)	17. ORD Towers Sector 132 (7.7 km)
3. Sovereign Corporate Tower (4.2 km)	10. Genesis Global School (6.8 km)		
4. Assotech Business Cresterra (4.5 km)	11. DPS, Sector 132 (7.5 km)		
5. Express Trade Tower 2 (6.8 km)	12. Jaypee Hospital (7.8 km)		
6. Logix Techno Park (11.0 km)	13. Pathways School Noida (10.0 km)		
7. Windsor Grand (11.5 km)			

4.3.2. Micro Market - Rental Trend Analysis

The subject micro market is a preferred destination for IT/ITeS occupier base. It is the largest office micro market of Noida, offering superior infrastructure, and office developments which offer world class amenities. The rental quote in the micro-market is in the range of INR 47 to INR 65 per sq. ft. per month, basis grade of development, developer profile, amenities, tenant type, other lease terms, etc. The Noida-Greater Noida Expressway is one of the fastest growing office clusters of Noida. The micro market enjoys superior connectivity with Delhi and other parts of Noida. With continuous improvement in infrastructure, occupiers are willing to expand across the city. The micro market has thus witnessed entry of many such occupiers. With significant differential in rentals as compared to micro markets of Gurugram and other micro markets of NCR, the subject micro market offers competitive rentals to occupiers.

The following graph depicts the rental trend in NGN Expressway micro market (2016 – Q1 CY 2024):



Source: Consultant Research

Notes:

1. Only the relevant stock has been considered for this analysis excluding the buildings less than 1 lakh square feet, excluding Non-IT buildings, and applying certain other criteria.
2. The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
3. Rentals presented above are weighted average values on completed stock.

Some of the prominent transactions along NGN Expressway are tabulated below:

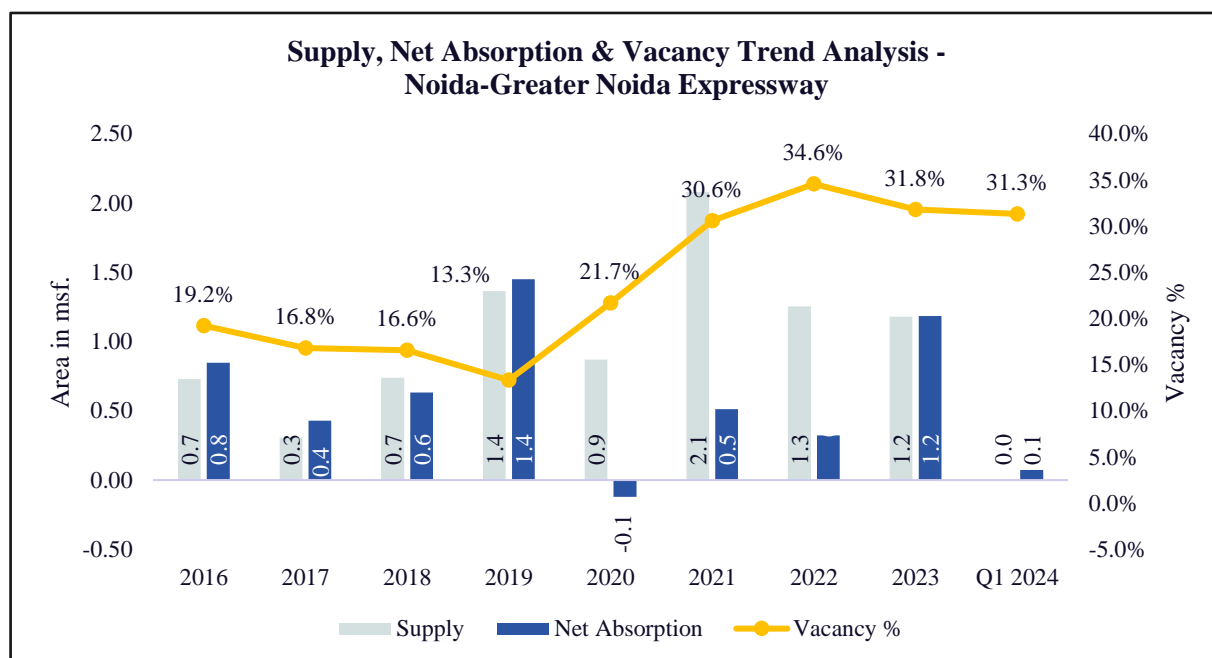
Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of facility
Tenant 1	Sovereign Corporate Tower	NGN Expressway	0.02	Q3 2023	55	Warm shell
Tenant 2	Sovereign Corporate Tower	NGN Expressway	0.02	Q3 2023	55	Warm shell
Tenant 3	Advant Navis Business Park	NGN Expressway	0.03	Q2 2023	65	Warm shell
Tenant 4	Advant Navis Business Park	NGN Expressway	0.06	Q2 2023	60	Warm shell
Tenant 5	Assotech Business Cresterra	NGN Expressway	0.01	Q2 2023	55	Warm shell
Tenant 6	Candor Techspace N2	NGN Expressway	0.13	Q1 2023	62	Warm shell
Tenant 7	Candor Techspace N2	NGN Expressway	0.04	Q1 2023	58	Warm shell
Tenant 8	Windsor Grand	NGN Expressway	0.05	Q4 2022	53	Warm shell
Tenant 9	Windsor Grand	NGN Expressway	0.07	Q4 2022	52	Warm shell
Tenant 10	Logix Techno Park	NGN Expressway	0.01	Q2 2022	50	Warm shell

Source: Consultant Research.



4.3.3. Micro Market - Supply, Net Absorption & Vacancy

As of Q1 CY 2024, the net absorption in the subject micro market is approx. 0.1 msf, with vacancy levels at approximately 31.3%. A snapshot of the Supply, Net Absorption & Vacancy trends for Noida-Greater Noida Expressway is as below:



Source: Consultant Research

Note:

1. Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
2. Absorption refers to the Net absorption. The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.

Some of the prominent operational commercial developments in Noida – Greater Noida Expressway include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	Quoted Rentals (INR per sq. ft. per month) *
Candor TechSpace N2	Brookfield India Real Estate Trust	NGN Expressway	2009-22	3.81	0.86	60 - 65
Advant Navis Business Park	Advant Group	NGN Expressway	2010-19	1.15	0.08	58 - 62
Assotech Business Cresterra	Assotech	NGN Expressway	2016-22	1.67	0.04	40 - 45
DLF Tech Park Phase 1	DLF	NGN Expressway	2023	0.43	0.18	55 - 60
Express Trade Tower II	ETT Group	NGN Expressway	2014	0.68	0.13	45 - 50



Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	Quoted Rentals (INR per sq. ft. per month) *
Windsor IT Park	Windsor Group	NGN Expressway	2007	0.24	0	58 - 60
Windsor Grand	Windsor Group	NGN Expressway	2022	0.35	0	58 - 60

Source: Consultant Research *

Warm Shell Space

Note: The data represented is on calendar year basis.

Key Statistics for Noida-Greater Noida (NGN) Expressway micro market are as below:

Particulars	Noida-Greater Noida (NGN) Expressway
Total completed stock Q1 CY 2024 (msf.)	15.0
Current occupied stock Q1 CY 2024 (msf.)	10.3
Current Vacancy Q1 CY 2024 (%)	31.3%
Future Supply – Q2 CY 2024 E– 2026 E (msf.)	2.9

Source: Consultant Research.

Notes:

- Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- Embassy Oxygen Tower -1 has been considered as under construction building as of Q1 CY 2024, as the OC has been received post Q1 CY 2024.
- The data is on calendar year basis.

4.3.4. Office Market Outlook

The Noida-Greater Noida (NGN) Expressway micro market comprises of some of the well-established office developments i.e., Subject Property, Candor TechSpace N2, Advant Navis Business Park, Express Trade Tower 2, Assotech Business Cresterra, etc.

The vacancy in the Micro Market has shown a declining trend from 19.2% in 2016 to 13.3% in CY 2019. Since CY 2019 the vacancy level has increased owing to continuous supply addition in the market. As on Q1 CY 2024, the REIT Micro Market has witnessed the absorption of 0.1 msf. As on Q1 CY 2024, the vacancy of the REIT Micro Market is 31.3%.

According to the market assessment provided, the current weighted average quoted market rentals of the micro market is INR 55 per sq. ft. per month and may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.

Considering the well-maintained infrastructure, key location, and increasing trend of return to office, the occupancy and rental trend is expected to show a positive trend in the coming future.

Additionally, the micro market constitutes large IT Parks which fit well with the requirement of technology sector (largest contributor to demand of office spaces in Noida). We expect that the factors including growth in the IT-BPM sector, increased interests into Indian offshore centers by several IT/ITeS corporates and GCCs will further drive significant demand in the commercial real estate sector.

4.4. Embassy Galaxy Micro Market

4.4.1. Office Market Overview - Sector 62

The Subject Property lies in Sector 62, Noida (hereinafter referred to as 'subject micro market') which is characterized by the presence of large public and private sector institutions like Indian Academy of Highway Engineers, The Institute of Chartered Accountants of India, Jaipuria Institute of Management, Jaypee Institute of Information Technology, Symbiosis Law School, Bank of India Staff Training College and Indian Institute of Management, Lucknow (Noida Campus).

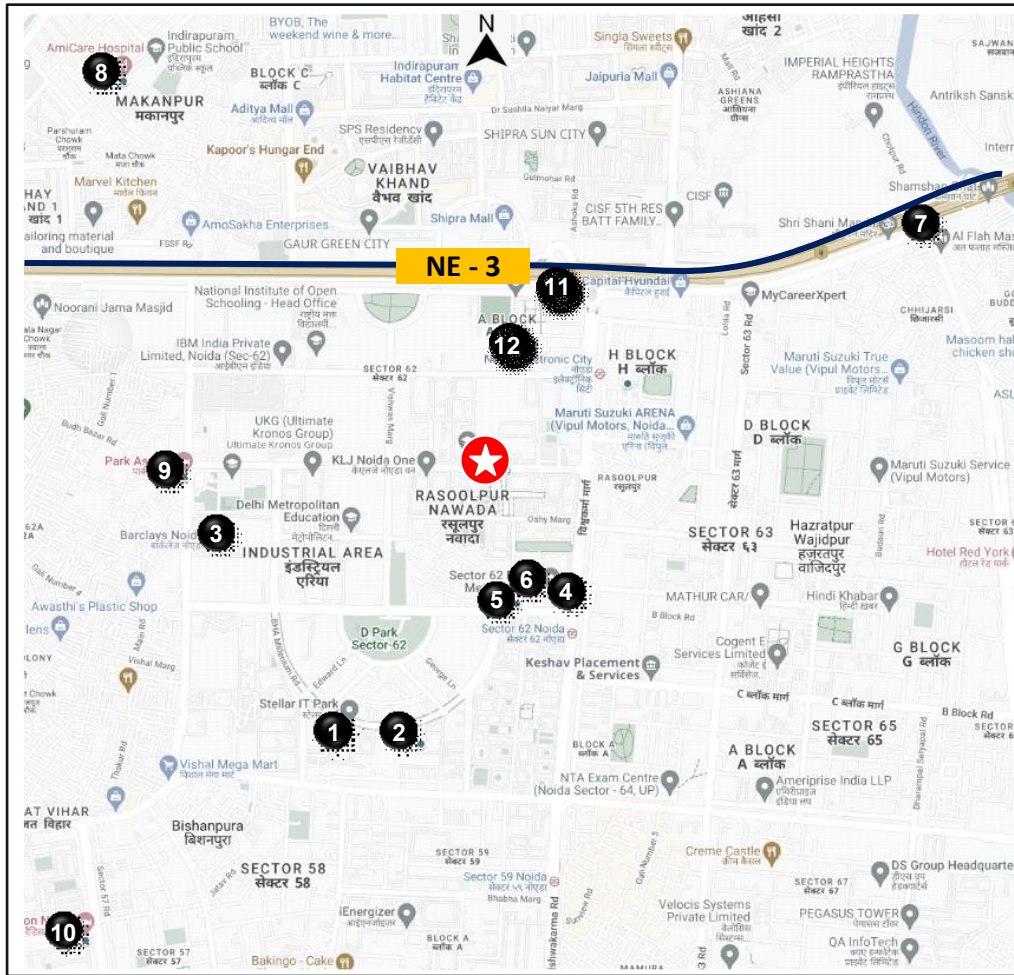
As per Noida master plan 2031, Sector-62 is zoned as institutional sector. The micro market is located in Northern part of Noida and abuts National Highway – 9. The surrounding sectors of the micro markets are sector 57, 58, 59 and 60 towards South and sector 63 and 64 towards East. Further, Sector 62 shares its boundaries with Village Khora and Sector – 62 A towards West.

In terms of office space, Sector – 62, Noida constitutes a mix of investment grade and sub-investment grade structures. Further, the office supply is primarily IT/ ITeS in nature. Few of the prominent IT/ITeS developments in the micro market are Candor TechSpace N1, Knowledge Boulevard, Green Boulevard, Stellar IT Park, Logix Cyber Park, Okaya Blue Silicon, etc. and the Subject Property(Embassy Galaxy).


National Highway – 9 (Erstwhile NH – 24) is the primary road connecting this micro market to rest of Delhi NCR. Widening of NH – 9 and development of signal free elevated corridor from Nizamuddin in Delhi up till UP border on NH – 9 has significantly enhanced the connectivity of Sector – 62 with rest of NCR. The micro market is also connected through blue line of Delhi Metro Rail. The nearest metro station is Noida Electronic City metro station, which is at a distance of approx. 0.7 km from the subject property. Further, Sector – 62 enjoys a signal free connectivity from Sector – 18, Noida (through underpass at Sector – 18 which joins to a 4.8 km elevated corridor from Sector – 28 up till Sector 61). This has significantly improved traffic and vehicular movement for commute to Sector – 62. Additionally, the 750-meter-long underpass in Sector – 71 further brings traffic relief to those travelling from Noida Extension towards Noida City Centre and going further towards Delhi.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to scale).

 Subject Property

Key Commercial Developments	Social Infrastructure	Hospitality Developments	Proposed Commercial Developments
1. Logix Cyber Park (1.8 km)	3. Fortis Hospital (0.8 km)	9. Park Ascent Hotel (1.6 km)	11. Maaster's Capitol Avenue (1.2 km)
2. Stellar IT Park (2.1 km)	4. KLAY Prep School and Day-care (0.8 km)	10. Radisson Noida (3.9 km)	12. Ithums Heights (1.7 km)
3. Candor TechSpace N1 (2.2 km)	6. Global Business School (1.1 km)		
	7. SJM Hospital & IVF Centre (2.8 km)		
	8. AmiCare Hospital (3.9 km)		

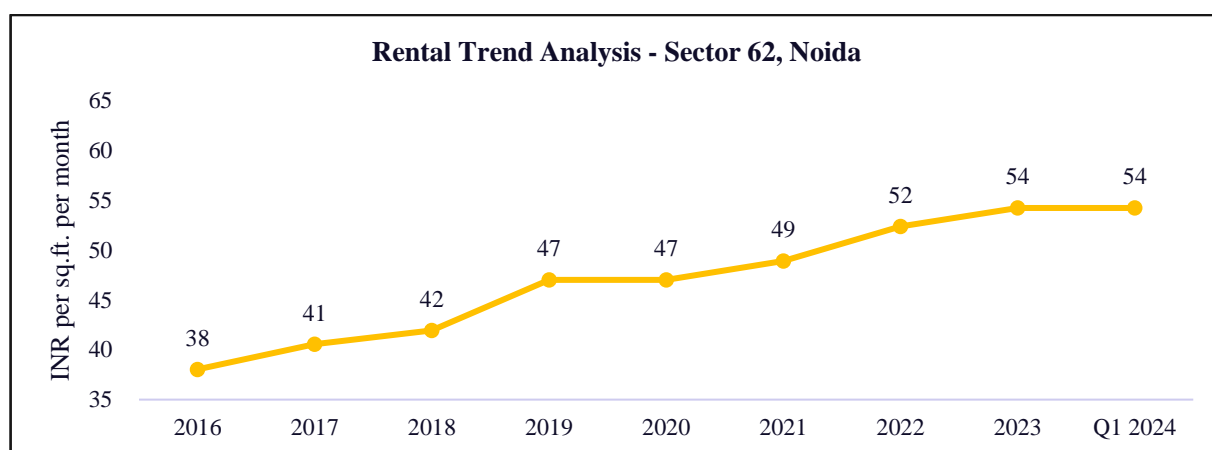
Source: Consultant Research.



4.4.2. Micro Market - Rental Trend Analysis

The office space in Sector-62, Noida micro market constitutes a mix of investment grade and sub-investment grade developments. Further, the office supply is primarily IT/ ITeS in nature. The rental quote in the micro-market is in the range of INR 47 to INR 65 per sq. ft. per month, basis grade of development, developer profile, amenities, tenant type, other lease terms, etc. The rentals in the micro market have witnessed rapid growth during the period CY 2016 – Q1 CY 2024 resulting in a CAGR of approx. 5.3%.

The following graph depicts the rental trend in Sector-62, Noida micro market (CY 2016 – Q1 CY 2024):



Source: Consultant Research.

Notes:

- Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
- The rentals are basis the prevailing quotes in the micro market. Actual achievable rent may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.
- The data represented is on calendar year basis.

Some of the prominent transactions along Noida Sector - 62 are tabulated below:

Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	Knowledge Boulevard	Sector-62, Noida	0.01	Q3 2023	64	Fresh
Tenant 2	Candor TechSpace N1	Sector-62, Noida	0.02	Q2 2023	48	Fresh
Tenant 3	Green Boulevard	Sector-62, Noida	0.01	Q2 2023	50	Fresh
Tenant 4	Candor TechSpace N1	Sector-62, Noida	0.01	Q1 2023	63	Fresh
Tenant 5	Candor TechSpace N1	Sector-62, Noida	0.05	Q1 2023	59	Fresh
Tenant 6	Candor TechSpace N1	Sector-62, Noida	0.04	Q1 2023	62	Fresh
Tenant 7	Candor TechSpace N1	Sector-62, Noida	0.03	Q1 2023	62	Fresh



Tenant	Development	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 8	Candor TechSpace N1	Sector-62, Noida	0.04	Q1 2023	53	Fresh
Tenant 9	Knowledge Boulevard	Sector-62, Noida	0.01	Q1 2023	64	Fresh
Tenant 10	Stellar IT Park	Sector-62, Noida	0.01	Q1 2023	60	Fresh

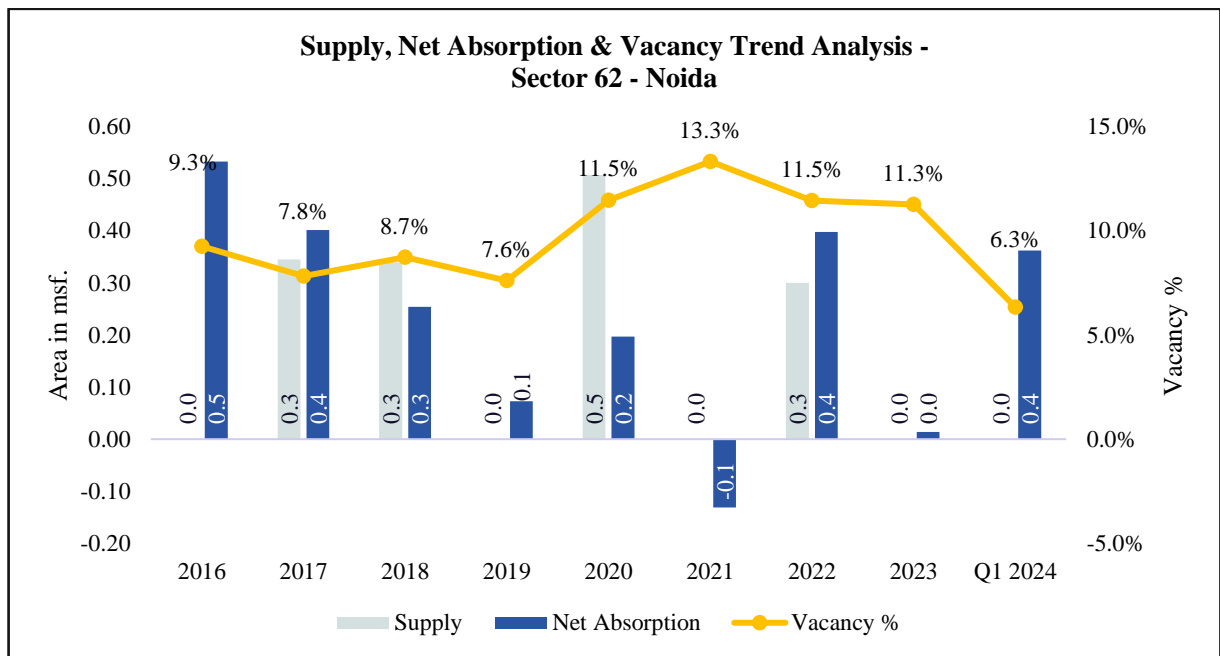
Source: Consultant Research.

Note: The data represented is on calendar year basis.

4.4.3. Micro Market - Supply, Net Absorption & Vacancy

The demand in the subject micro market is dominated by technology occupiers. Sector-62, Noida micro market is attractive to tenants due to the availability of larger floor plates, affordable rentals, and good connectivity. The technology occupiers in this micro market are involved in the activities of software development, research, and Cloud base services etc. As Noida continues to attract the technology sector, the micro market is expected to grow.

A snapshot of the Supply, Absorption & Vacancy trends for Sector 62 is as below:



Source: Consultant Research.

Note:

- Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
- The Net absorption value refers to the net additional leasing activity which has occurred in the year. This does not include any pre-commitments, renewals etc. The pre-commitments are recorded as absorption in the year in which the tenant occupies the building.
- The data represented is on calendar year basis.



Some of the prominent operational commercial developments in Sector 62, Noida include:

Building Name	Developer	Location	Year of Completion	Leasable Area (msf.)	Vacancy as on Q1 2024 (msf.)	Quoted Rentals (INR per sq. ft. per month) *
Candor TechSpace N1	Brookfield India Real Estate Trust	Noida 62	2010-20	1.99	0.07	60 - 65
Green Boulevard	The 3C Company & New Vernon	Noida 62	2008	0.62	0.15	50 - 55
Logix Cyber Park	Logix Group	Noida 62	2007-08	1.17	0.25	45 - 50
Stellar IT Park	Stellar Group	Noida 62	2008	0.62	0.06	57 - 62
Knowledge Boulevard	Majestic Group	Noida 62	2008	0.66	0.09	55 - 59
Okaya Blue Silicon	Okaya Lifespaces	Noida 62	2014	0.64	0.00	62 - 67

Note: The data represented is on calendar year basis.

Key Statistics for Sector 62, Noida micro market are as below:

Particulars	Details
Total completed stock Q1 CY 2024 (msf.)	7.4
Current occupied stock Q1 CY 2024 (msf.)	6.9
Current Vacancy Q1 CY 2024 (%)	6.3%
Future Supply – Q2 CY 2024 E – CY 2026 E (msf.)	1.3

Source: Consultant Research.

Notes:

- Only the relevant stock has been considered for this analysis excluding the buildings which are less than 1 lakh square feet, excluding Non-IT buildings and applying certain other criteria.
- The future supply is considered after analysing each of the project based on the physical progress of the project, available information on approvals and interactions held with various stakeholders.
- The data represented is on calendar year basis.

4.4.4. Office Market Outlook

Sector-62, Noida comprises some of the well-established office developments i.e., the Subject Property, Stellar IT Park, Candor TechSpace N1, Okaya Blue Silicon etc.

The Micro Market has been observing a declining vacancy trend since CY 2021 owing to limited supply addition. Since CY 2016 till CY 2019 the Competitive REIT Micro Market witnessed range bound vacancy levels between approx.7% to approx.9%. As on Q1 CY 2024, the vacancy of the Micro Market is approx.6.3% with 0.36 msf. (i.e., Q1 CY 2024) of net absorption.



According to the market assessment provided, the current weighted average quoted market rental of the micro market is INR 54 per sq. ft. per month, and it may vary +/- 10% depending upon area take up, negotiations, final structuring of the lease agreement and other parameters.

Preference for work from home has reduced significantly and many organisations have started calling their workforce back to office. Considering the well-maintained infrastructure, key location, improved connectivity (through Sector 71 underpass and expansion of Delhi Metro Corridor) and increasing trend of return to office, the occupancy and rental trends are expected to show a positive trend in the coming future. Additionally, the micro market constitutes large IT Parks which fit well with the requirement of technology sector (largest contributor to demand of Noida). We expect that the factors including growth in the IT-BPM sector, increased interests into Indian offshore centres by several IT/ITeS corporates and GCCs will further drive significant demand in the office real estate sector.

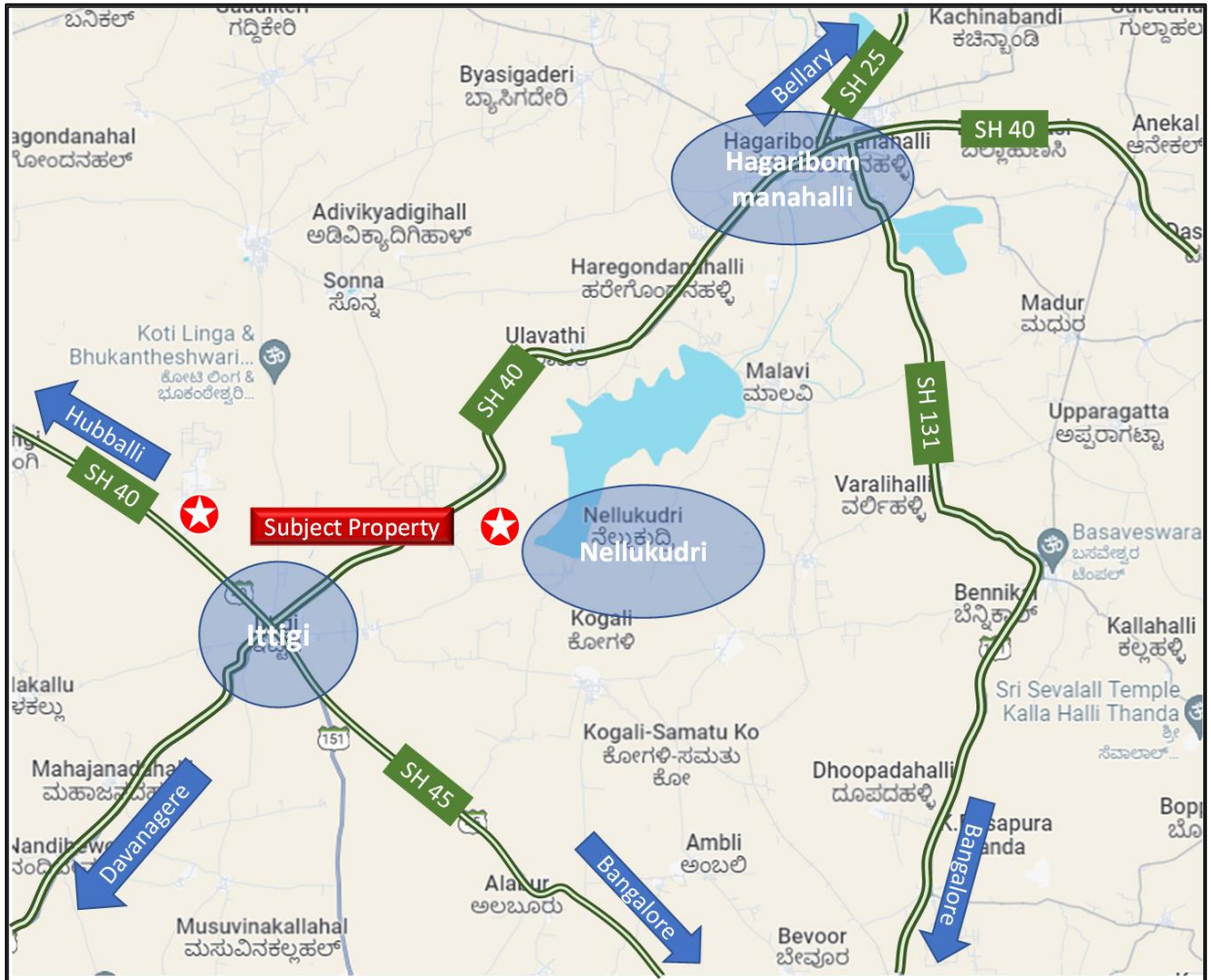
5. Bellary Micro Market

The Subject Property is an operational solar park and owned by 'Embassy-Energy Private Limited (EEPL) and is strategically situated in the Bellary District, spanning three villages—Ittigi, Mooregeri, and Nellukudure. Despite its distance of over 300 km from Bengaluru City, the region lacks development in terms of real estate activity. Characterized by vast expanses of agricultural land, particularly with black cotton soil, it stands out as a unique area with distinctive natural features.

The potential for development in the area has got attention due to the establishment or proposed development of solar parks by major players such as Adani and ReNew, indicating a shift in the economic landscape. This influx of renewable energy projects positions the location as a hub for sustainable initiatives, contributing to its growing significance in the broader energy sector. In addition to its geographical advantages, the property holds significance in the context of power generation and distribution.



The location map of the Subject Property is set out below:



F. EMBASSY MANYATA



1. Property Description - Manyata

Property Name	Embassy Manyata - Comprising of completed & under-construction commercial IT/ITeS SEZ and Non-SEZ office blocks, hotel & convention centre.
Address	Nagavara Village, Kasaba Hobli, Bengaluru North Taluk, Bengaluru District and Rachenahalli and Thanisandra Villages, Krishnarajapuram Hobli, Bengaluru East Taluk, Bengaluru District.
Ownership & Title Details	Manyata Promoters Private Limited
Leasable Area	Total operational area – approx.12.4 msf. Total under construction/ proposed area – approx. 3.2 msf. Hotel – 619 keys (developable area of hotel & convention centre – approx. 0.8 msf.)

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by King & Partridge. We have not checked and verified the title of the Subject Property.

2. Location

2.1. General

Embassy Manyata is located along the ORR and forms part of the Peripheral North micro market. Good connectivity of Embassy Manyata to the Kempegowda International Airport facilitates convenient travel for business, while its access to the Outer Ring Road streamlines intra-city commuting. It enjoys good connectivity to other established micro markets such as Yeshwanthpur, KR Puram, Whitefield, Sarjapur Outer ring road, etc. Since its inception in 2006, Embassy Manyata has been a catalyst for development in the subject micro-market and the location has emerged as a prominent real estate growth vector. Furthermore, with the available infrastructure projects such as the elevated expressway, the Subject Property will continue to play a pivotal role in the evolution of the vector as a growth corridor.

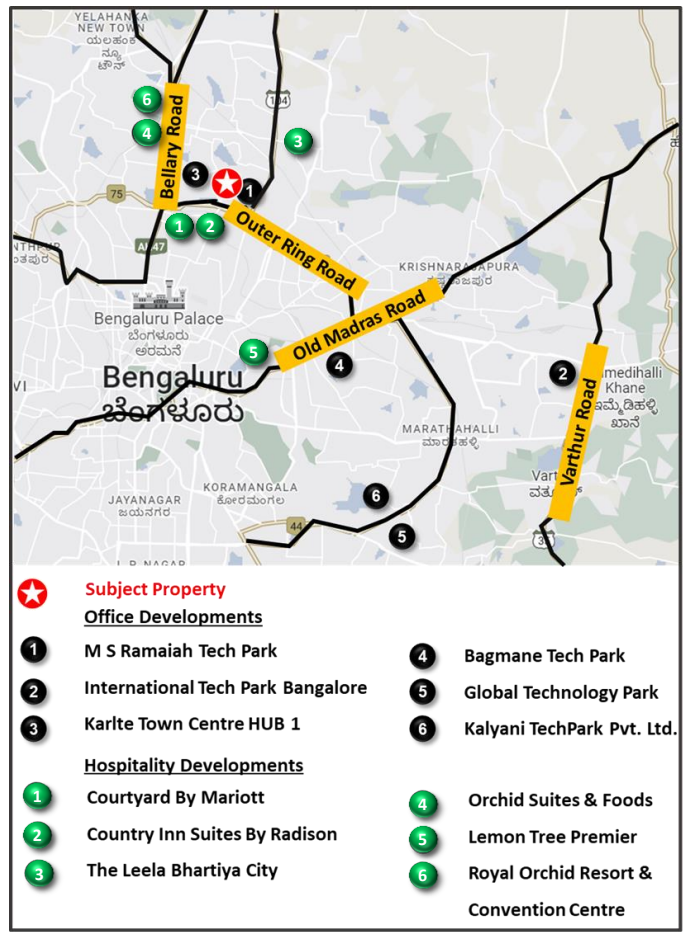
The location is well supported by social infrastructure with educational institutions like REVA University, KNS Institute of Technology, etc., hospitality developments like Courtyard by Marriott, Country Inn Suites by Radisson, The Leela Bhartiya City, Orchid Suites & Food, Royal Orchid Resort & Convention Centre, etc. and hospitals like Regal Kidney and Multi-Specialty Hospital, Manipal Hospital Hebbal, etc. The locality is easily accessible to other



parts of the city via the ORR and the completion of the under-construction metro line (Blue Line) which is expected to be completed by June 2026 will further improve the connectivity & traffic condition of the location.

The Subject Property offers amenities like food courts, sport zone, day care centre, medical facilities, multi-level car parks, Intra Park shuttle, CCTV surveillance, Fire station, ambulance service, etc.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The total land area of the Subject Property admeasures approx. 121.8 acres. Basis the site plan & visual inspection during site visit, it was observed that the subject land is irregular in shape. The Subject Property enjoys good frontage and has a levelled topography. It commands superior visibility on account of multiple accesses via the Outer ring road.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Private Property (Residential Development).
- **South:** Primary access road (Outer Ring Road).
- **East:** Private Property (Residential Development).
- **West:** Karle Town Centre (Commercial Development).

2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 3-4 km from Hebbal Junction.
- Approx. 9-10 km from M G Road Metro Station.
- Approx. 11-12 km from Bengaluru Railway Station.
- Approx. 25-27 km from Kempegowda International Airport.

The completion of under construction ORR – Airport Metro (Blue line) would further improve the connectivity of subject property.

Embassy Manyata has proven to be one of the most prominent landmarks in Peripheral North micro market in particular and the city in general. The establishment of the International Airport has tremendously improved connectivity and has hence, provided a huge impetus to its status as the premier tech park in the city. Continuous supply of office area within the tech park provides flexibility and multiple options to current tenants who want to expand and occupy additional space.

Embassy Manyata also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

Embassy Manyata comprises of a total land area admeasuring approx. 121.8 acres under the ownership of Manyata Promoters Private Limited. A detailed summary of Embassy Manyata office blocks at various stages of development is as follows:

Completed Blocks– Jacaranda (C1), Cedar (C2), ELM (C4), Redwood (D3), Cypress (D4), Beech (E1&FC), Ebony (G2), Aspen (G4), Rosewood (K), Magnolia (B), Silver Fir (L6), Mahogany (F2), Silver Oak (E2), Pine (L5), Eucalyptus (H1), Mulberry (G1), Palm (F3), G1-G2 Bridge (G1G2), Mountain Ash (H2), Hazel (L3), MFAR (MFAR Green), Teak (G3), Philips (Philips), Banyan & Willow (Block L1-L2), NXT (Tower-1 and Tower-2), Front Parcel (Retail) additionally recently completed Block M3A with a total leasable area of approx. 12.4 msf.

The completed buildings and parts thereof with Occupancy Certificate (OC) collectively admeasure approx. 12.4 msf. of leasable area. Out of which, Beech (E1&FC), Jacaranda (C1), Magnolia (B), MFAR (MFAR Green), Philips (Philips), Pine (L5), Redwood (D3), Rosewood (K), Silver Fir (L6), Silver Oak (E2), NXT (Tower-1 and Tower-2), Front Parcel (Retail) are Non-SEZ buildings.

Under Construction/Proposed Blocks– Block M3B, Block D1 & D2, Block L-4, and Block F-1 with a total leasable area of approx. 3.2 msf.

The under construction building Blocks collectively admeasuring approx. 3.2 msf. of leasable area is expected to be completed by Q1 FY 2029.



3.1. Key Asset Information

Completed Blocks

Particulars:	Details				
Entity:	Manyata Promoters Private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)
	Block C1-- Jacaranda	2B+G+4	Non-SEZ	14	0.3
	Block C2-- Cedar	B+G+8	SEZ	14	0.5
	Block C4-- Elm	B+G+6	SEZ	14	0.4
	Block D3-- Redwood	B+G+10	Non-SEZ	16	0.4
	Block D4-- Cypress	B+G+10	SEZ	16	0.5
	Block E1, FC-- Beech	B+G+3	Non-SEZ	15	0.2
	Block G2-- Ebony	2B+G+8	SEZ	11	0.4
	Block G4-- Aspen	2B+G+10	SEZ	11	0.4
	Block K-- Rosewood	B+G+4	Non-SEZ	17	0.3
	Block B-- Magnolia	B+G+3	Non-SEZ	17	0.3
	Block L6-- Silver Fir	B+G+10	Non-SEZ	12	0.4
	Block F2-- Mahogany	B+G+10	SEZ	14	0.8
	Block E2-- Silver Oak	G+7	Non-SEZ	15	0.5
	Block L5-- Pine	B+G+10	Non-SEZ	14	0.4
	Block H1-- Eucalyptus	B+G+6	SEZ	15	0.4
	Block G1-- Mulberry	2B+G+8	SEZ	13	0.4
	Block F3-- Palm	2B+G+10	SEZ	10	0.7
	Block G1G2-- Bridge	5	SEZ	11	0.0
	Block H2-- Mountain Ash	2B+G+10	SEZ	10	0.7
	Block L3-- Hazel	2B+G+10	SEZ	8	0.5
	Block MFAR	3B+G+11	Non-SEZ	8	0.2
	Block G3-- Teak	2B+G+10	SEZ	8	0.8
	Block Philips	B+G+4	Non-SEZ	17	0.1
	Block L1 L2-- Banyan Willow	2B+G+10	SEZ	6	0.9
	Block A-- NXT	B+G+10	Non-SEZ	3	0.8
	Front Parcel-- Retail	Ground Floor	Non-SEZ	2	0.1
Block M3A	3B+G+4MLCP +10	SEZ	OC Received Q2 FY 2024	1.0	
Total				12.4	



Particulars:	Details
	In addition to the blocks mentioned above in the table, the Subject Property also has two operational hotels – Hilton & Hilton Garden Inn – constructed over a developable area of approx. 0.8 msf. (Including convention centre) having a total of 619 keys.
Asset Type:	Tech Park with 15 operational SEZ blocks and 12 operational Non-SEZ blocks.
Sub-Market:	Peripheral North micro-market
Approved and Existing usage:	IT/ITeS SEZ & Non-SEZ
Land Area:	approx. 121.8 acres.
Freehold/Leasehold:	Freehold (excluding Block M3A (operational) and Block M3B (under construction) which are situated on a leasehold land parcel approx. 6.6 acres with remaining lease term of approx. 54 years). *
Leasable Area:	12.4 msf.
Occupied Area:	10.8 msf.
Occupancy (%)	87%
Current Effective Rent (excluding Parking)	INR 82 per sq. ft. per month (Office, Retail Tenants & Other Income)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

* In Block M3A & Block M3B, the Lessor is Embassy Property Developments Private Limited (EPDPL), and the Lessee is Manyata Promoters Private Limited (MPPL) as per the Co-Developer Agreement and Development Management Agreement dated 8th March 2017.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.



Under Construction/ Proposed Blocks

Particulars:	Details																																			
Building Area:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th colspan="5" style="background-color: #333333; color: white;">Office</th> </tr> <tr> <th style="background-color: #333333; color: white;">Block Name</th> <th style="background-color: #333333; color: white;">Building Elevation</th> <th style="background-color: #333333; color: white;">SEZ/ Non-SEZ</th> <th style="background-color: #333333; color: white;">Construction Completion Timeline*</th> <th style="background-color: #333333; color: white;">Leasable Area (msf.)</th> </tr> </thead> <tbody> <tr> <td>Block M3B</td> <td>NA</td> <td>SEZ</td> <td>FY 2025</td> <td>0.6</td> </tr> <tr> <td>Block D1 & D2</td> <td>NA</td> <td>Non-SEZ</td> <td>FY 2026</td> <td>1.4</td> </tr> <tr> <td>Block L-4</td> <td>NA</td> <td>Non-SEZ</td> <td>FY 2026</td> <td>0.8</td> </tr> <tr> <td>Block F-1[#]</td> <td>NA</td> <td>SEZ</td> <td>FY 2029</td> <td>0.4</td> </tr> <tr> <td colspan="4" style="text-align: right;">Total</td> <td>3.2</td> </tr> </tbody> </table> <p><i>Source: Rent roll, Architect Certificate, #Proposed block. *the timelines are mentioned as per financial year from April to March.</i></p>	Office					Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)	Block M3B	NA	SEZ	FY 2025	0.6	Block D1 & D2	NA	Non-SEZ	FY 2026	1.4	Block L-4	NA	Non-SEZ	FY 2026	0.8	Block F-1 [#]	NA	SEZ	FY 2029	0.4	Total				3.2
Office																																				
Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)																																
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Block F-1 [#]	NA	SEZ	FY 2029	0.4																																
Total				3.2																																
Asset Type:	IT/ITeS SEZ and Non SEZ																																			
Approved Usage:	IT/ITeS, Hotel and Retail portion																																			
Leasable Area:	3.2 msf.																																			
Status of Construction:	Block M3B, D1 & D2, L-4 & F-1 – Under construction.																																			
Approvals received and pending as on Valuation Date	List of approvals detailed in Annexure 4.																																			

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising of 27 operational blocks along with 4 under-construction/proposed developments was physically inspected on 1 st April 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc. Area provisioned for Future development.



Particulars:	Description
Key Observation	<ul style="list-style-type: none"> Subject Property has STP, safety features and power back-up facilities. The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect Certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Embassy Manyata operational asset is approx. 7 years, with approx. 98% of occupied area expiring between CY 2024 and CY 2034.

4. Details on Land

As the first step, the rent rolls (and the corresponding lease deeds on a sample basis) were reviewed to identify tenancy characteristics for the asset. As part of the rent roll review, agreements belonging to tenants with pre-committed area were reviewed on a sample basis.

Physical site inspections were undertaken to assess the current status of the Subject Property.

As per the Title Report shared by the Client, we understand that the Subject Property is freehold in nature (excluding Block M3A (operational) and Block M3B (under construction) which are situated on a leasehold land parcel of approx. 6.6 acres, with remaining lease term of approx. 54 years).

5. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach – Discounted Cash Flow Method using Rental Reversion has been adopted.

Further, the hotel components at the respective properties and the solar park have been valued using Discounted Cash Flow Method.

5.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:



Block	Leasable Area (msf.)
Completed Blocks	12.4
Under Construction/Proposed Blocks	3.2
Total	15.6

Block	No of Keys
Hilton	266 Keys
Hilton Garden Inn	353 Keys

Source: Rent roll dated 31st March 2024, Architect certificate, lease deeds.

Note – Hotel includes Convention centre area of total developable area of 0.8 msf.

5.2. Construction Timelines

Completed Blocks

The Subject Property has approx. 12.4 msf. Of completed development with no pending cost to be incurred as of date of valuation.

- As per the rent roll dated 31st March 2024 provided to us by Client, it was observed that the operational block is approx. 87% occupied (includes office and retail).
- The vacant area lease-up has been started from Q2 FY 2025.

Under Construction/ Proposed Blocks

Based on visual inspection during the site visit and information provided by the Client, the following timelines for construction have been adopted for the purpose of this valuation exercise:

Block	Leasable/ Developable Area (msf.)	Construction Completion Timeline*
Block M3B	0.6	FY 2025
Block D1 and D2	1.4	FY 2026
Block L-4	0.8	FY 2026
Block F-1	0.4	FY 2029

Source: Information received from Client; *the timelines are mentioned as per financial year from April to March.

- Under construction area details are provided to us by Client and same has been considered for the purview of this exercise.

- Block M3B and Block L-4 have pre-committed leases for their total leasable area and the lease terms provided by the Client have been relied upon for the purpose of valuation post completion of construction.
- The vacant area lease-up for Block D1-D2 and Block F-1 has been started from Q2 FY 2027 and Q4 FY 2029 respectively.

5.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	82
Market Rent -Office [^]	INR per sq. ft. per month	96
Market Rent- Retail [^]	INR per sq. ft. per month	96
Market Rent- Anchor [^]	INR per sq. ft. per month	86
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	5,500
Effective Parking Income INR per month per bay	INR per month per bay	4,125
Other Income	% Of lease rentals	1%
O&M Income	INR per sq. ft. per month	15

Note: [^]Market Rent for Completed blocks and under-construction/proposed blocks F1, L4, D1-D2 and Block M3B.

- **Market Rent Office:** The Subject Property is located in the Hebbal stretch which commands higher rentals of INR 65-100 per sq. ft. per month, depending on size, location, grade of the building, amenities offered, type of tenant, lease terms, etc. Further, we understand that the Subject Property commands a premium over neighbouring commercial developments owing to the developer brand, amenities offered, accessibility, and its flagship positioning as the premier tech park in the micro-market, etc. This is further supported by our analysis of the rent roll wherein new leases within the Subject Property are getting transacted in the range of INR 90 to 100 per sq. ft. per month.

Following are some of the recent transactions in the Subject Property and other properties in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Nagavara	0.02	Q1 2024	84	Fresh
Tenant 2	Nagavara	0.02	Q1 2024	85	Fresh
Tenant 3	Nagavara	0.12	Q1 2024	95	Fresh
Tenant 4	Nagavara	0.04	Q1 2024	96	Fresh
Tenant 5	Nagavara	0.17	Q1 2024	105	Fresh
Tenant 6	Nagavara	0.09	Q1 2024	104	Fresh
Tenant 7	Nagavara	0.09	Q1 2024	98	Fresh
Tenant 8	Nagavara	0.14	Q1 2024	102	Fresh



Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 9	Bellary Road	0.05	Q4 2023	82	Fresh
Tenant 10	Bellary Road	0.05	Q3 2023	82	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Accordingly, we have assumed market lease rent as INR 96 per sq. ft. per month for office space and INR 86 per sq. ft. per month for anchor office space. Further, we have assumed parking rent as INR 5.5 per sq. ft. per month and market CAM income as INR 15 per sq. ft. per month for vacant/under construction/proposed space as per market standards.

- **Market Rent Retail:** Basis our market research & rent roll analysis, we understand that the retail premises are transacted in the range of INR 80 to 100 per sq. ft. per month depending upon leasable area occupied, positioning within the retail complex (e.g., floor, front or back, corner etc.), time of transaction among others. Hence, we have assumed a market rent of INR 96 per sq. ft. per month on leasable area for retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market in line with the market norms.
- **Fit Out Rent:** As per the information (rent roll) provided by the Client, we understand that in addition to the lease rent, there is rent towards fit outs for few of the tenants. The weighted average fit-out rent is INR 5 per sq. ft. per month. For the purpose of this valuation, we have adopted the tenant wise fit-out details as provided in the rent roll. Further, once the expiry of the existing lease tenure, we have assumed same space will reverse to market on warm-shell basis. Further, we have assumed the under-construction/proposed blocks leasable area would get leased on warm shell basis.
- **Parking Income:** We have assumed a car park ratio of 1:750 to arrive at total number car park slots. Further, we assume that approx.75% of total car park slots will be paid slots.
- **Other Income:** Other income typically includes income generated from Signage, ATM, Telecom Tower, Vending Machine, food court etc. We have assumed these incomes to be approx.1% of the total lease revenue.

5.4. Revenue Assumptions - Hotel

Operating Revenues	Units	5 Star	3 Star
ARR	(INR/Room/Night)	10,000	7,500
Increase in ARR	(YoY)	5%	5%
Stabilized Occupancy	%	72%	72%
Food & Beverage Revenue	% of Rooms Revenue	100%	40%



Operating Revenues	Units	5 Star	3 Star
Minor Operating Department (MOD) Revenue	% of Rooms Revenue	5%	5%

Revenue Assumptions - 5 Star

- **Average Room Rent (ARR):** ARR for 5-star hotel has been considered in line with the ARR for comparable hotels in the northern part of Bengaluru. Based on the location of the development, performance of comparable hotels, positioning and given that the hotel is part of a larger development, we have considered ARR at INR 10,000/ Room/ Night. Keeping in mind the historical trend of ARR and the limited upcoming supply in the micro market, the ARR growth rate is assumed at 5% Y-O-Y from April 2024 onwards.
- **Stabilized Occupancy:** Based upon our analysis of occupancy trend in the 5-star hotel, occupancy is expected to stabilize at 72% in FY 2026.
- **F&B Revenue:** We have assumed F&B revenue of 100% of room revenue.
- **Minor Operating Department (MOD) Revenue:** We have assumed a MOD revenue of 5% of room revenue.

Revenue Assumptions - 3-Star

- **Average Room Rent (ARR):** ARR in today's price for 3-star hotel has been considered in line with the ARR for comparable hotels in the northern part of Bengaluru. Based on the location of the development, performance of comparable hotels, positioning and given that the hotel is part of a larger development, we have considered ARR at INR 7,500/ Room/ Night. Keeping in mind the historical trend of ARR and the limited upcoming supply in ORR micro market, the ARR growth rate is assumed at 5% Y-O-Y from April 2024 onwards.
- **Stabilized Occupancy:** Based upon our analysis of occupancy trend in the 3-star hotel, occupancy is expected to stabilize at 72% in FY 2026.
- **F&B Revenue:** We have assumed a F&B revenue of 40% of room revenue.
- **Minor Operating Department (MOD) Revenue:** We have assumed a MOD revenue of 5% of room revenue.

5.5. Additional Consideration - Block M3A

- **Annual Lease Payment:** As Block M3A is a leasehold development, an annual lease payment of INR 0.1 Mn is to be paid till end of the leasehold period i.e., Q1 FY 2079 (without any escalation).



5.6. Additional Considerations - Block M3B

- Delay Compensation:** Based on the information received from the Client, we understand that in case of any delay in completing the project, Embassy Office Parks REIT will receive delayed compensation at the interest rate of 9.25% p.a. till the project gets completed i.e., Q4 FY 2025.
- One-Time True Up Expense:** We understand that the Client has signed an Agreement dated December 30, 2019, with Embassy Property Developments Private Limited (EPDPL) wherein the Client will receive the rights to contract the lease term at NOI of INR 95 per sq. ft. per month. As per the terms of the Agreement, if there is complete leasing of the facility with a weighted average NOI greater than INR 95 per sq. ft. per month, then EPDPL has the right to receive the difference which will be capitalized at an interest rate of 9.25% for the total leasable area of Block M3B (0.6 msf.).
- Annual Lease Payment:** As Block M3B is a leasehold development, an annual lease payment of INR 0.1 Mn is to be paid till end of leasehold period i.e., Q1 FY 2079 (without any escalation).

5.7. Expense Assumptions - Office

Development Cost

The following table highlights the assumptions towards the development cost for the under construction/proposed blocks at the subject development:

Block	Pending Cost to be Spent (INR Mn)
Block M3B	983
Block D1 & D2	6,300
Block L-4	2,592
Block F-1	1,634

Source: Information received from Client.

Major repair and Improvement

The following table highlights the assumptions towards the refurbishment/upgradation expenses in the subject development:

Expense head	Total Pending Cost (INR Mn)	Quarter of Completion
Infrastructure expenses	2,122	Q1 FY 2029

Source: Information received from Client. Valuer assessment, the pending infrastructure expenses for refurbishment/upgradation expenses has been pro-rated across the different blocks.

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	4.0
Property Tax and Insurance Escalation	p.a.	3%
Other Operating Expenses	% of Lease Rental & Parking Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Asset Management fees has been considered a below the NOI line item.

- Other Operating Expenses:** It is assumed at 2% of the lease rental and parking income. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.



5.8. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	2%
Rent Free Period	No. of Months	New Lease- 4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease- 2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 2% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

5.9. Operating Cost - Hotel

Expenses	Unit	5 Star	3 Star
Room Cost (Including employee cost)	% of Rooms Revenue	12%	14%
Food & Beverage Cost	% of F&B	40%	40%
Minor Operating Department (MOD) Cost	% of MOD Revenue	50%	50%
Payroll	% of Total Revenue	10%	8%
Administration & General Cost	% of Total Revenue	2%	2%
Operating Expenses	% of Total Revenue	8%	8%
Sales & Marketing Expenditure	% of Total Revenue	5%	5%
Repairs & Maintenance	% of Total Revenue	4%	4%
Base Management Fee	% of Total Revenue	Ref 1 below	Ref 1 below
Management Incentive Fee	% GOP	Ref 2 below	Ref 2 below
FF&E Reserve	% of Total Revenue	2%	2%

Source: Valuer assessment & Information received from Client.

Ref 1 – Base Management Fee: 1.25% for year 1 & 2, 1.5% for year 3 & 4, 1.75% for year 5 & 6 and 1.9% thereafter.

Ref 2 – Management incentive Fee: For GOP 30 - 35% = 4.5%, GOP 35 – 40% = 5.0%, GOP > 40% = 5.5%.



Operating Cost - 5-Star

- **Departmental Expenses:** We have assumed the Room Cost, F&B cost & MOD cost at 12%, 40% & 50% respectively.
- **Property Taxes & Insurance:** We have assumed the property tax & insurance as per Information received from Client.
- **Undistributed Cost:** We have assumed undistributed costs like Payroll, Administration, Sales & Marketing, operating expenses basis on prevailing trends in the similar comparable hotels.
- **Base Management Fee (% of Total Revenue):** Base fee of 1.25% for year 1 & 2, 1.5% for year 3 & 4, 1.75% for year 5 & 6 and 1.9% thereafter is considered as informed by the Client.
- **Management Incentive Fee:** As per the management terms shared by the Client the incentive fee of 4.5% is applicable if the GOP % is between 30% to 35%. It is 5% if the GOP is between 35% to 40% and it is 5.5% if the GOP is more than 40%.
- **FF&E Reserve (% of GOP):** FF&E reserve of 2% is considered which is in line with the market trends of hospitality industry.

Operating Cost -3-Star

- **Departmental Expenses:** We have assumed the Room Cost, F&B cost & MOD cost at 14%, 40% & 50% respectively.
- **Undistributed Cost:** We have assumed undistributed costs like Payroll, Administration, Sales & Marketing, operating expenses basis on prevailing trends in the similar comparable hotels.
- **Base Management Fee (% of Total Revenue):** Base fee of 1.25% for year 1 & 2, 1.5% for year 3 & 4, 1.75% for year 5 & 6 and 1.9% thereafter is considered as informed by the Client.
- **Management Incentive Fee:** As per the management terms shared by the Client the incentive fee of 4.5% is applicable if the GOP % is between 30% to 35%. It is 5% if the GOP is between 35% to 40% and it is 5.5% if the GOP is more than 40%.
- **FF&E Reserve (% of GOP):** FF&E reserve 2% is considered which is in line with the market trends of hospitality industry.



5.10. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8% for office and Retail developments and 7.14% for hospitality developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

5.11. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM), 13.00% for under construction Office & Retail segment and 12.14% for Hospitality segment. The discount rate for Block M3B has been considered as 12% as it is a leasehold development with cashflows extending to the end of its leasehold period.

5.12. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Completed Blocks	184,598
Under Construction/ Proposed Blocks	27,024
Hotel	13,868
Total Value of Embassy Manyata	225,491



G. EMBASSY TECHVILLAGE



1. Property Description - Embassy TechVillage

Property Name	Embassy TechVillage - Comprising of Completed & Under-Construction/ Proposed commercial IT/ITeS office blocks, Under-construction Hotel (Including Convention Center)
Address	Devarabeesanahalli Village & Kariyamanna Agrahara Village, Varthur Hobli, Bengaluru East Taluk, Bengaluru, Karnataka
Ownership & Title Details	Vikas Telecom Private Limited (approx. 80.05 acres land) and Sarla Infrastructure Private Limited (approx. 4.0 acres land)
Leasable Area	Total Operational Area – approx. 7.3 msf. Total Under-construction/ Proposed Area – approx. 2.3 msf. Hotel - 518 keys (Developable area of hotel and convention – approx. 0.8 msf.)

Source: Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by J. Sagar Associates. We have not checked and verified the title of the Subject Property.

2. Location

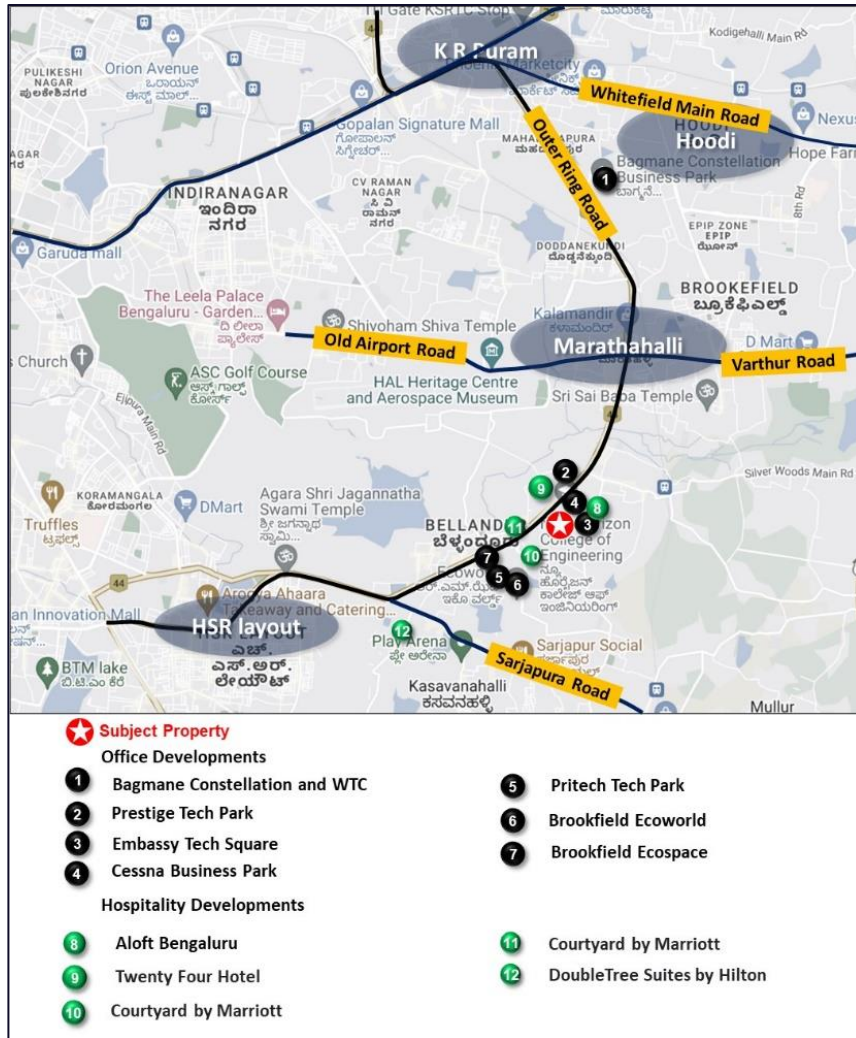
2.1. General

ETV is located along the Outer Ring Road (ORR) in the Bellandur-Marathahalli region, Bengaluru, and forms part of the ORR micro market. This micro market is considered as the most sought-after office destinations in the city for its concentration of SEZ & Non-SEZ's IT parks, corporate offices, and its proximity to residential areas like HSR Layout, Sarjapura Road, BTM Layout, Koramangala, etc. transportation hubs, and entertainment centres make it a desirable location for businesses and professionals.

The Immediate vicinity is very well supported by social infra with educational institutions like New Horizon College of Engineering, Orchids the International School, hospitality developments like Courtyard by Marriott, Fairfield by Marriott, Ibis, Novotel, Aloft hotel, Double tree, etc. and hospitals like SAKRA, Manipal hospitals & others have their presence. The locality is very well connected to other parts of the city via the ORR and completion of under construction metro will further improve the connectivity & traffic condition.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale)

The larger land parcel is admeasuring approx. 103.4 acres. However, the Subject Property is envisaged across approx. 84.05 acres of land parcel located on the Outer Ring Road, the Subject Property enjoys good frontage and has a relatively flat topography with no significant variations in the height of the land.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** New Horizon College of Engineering.
- **South:** Country Club.
- **East:** Secondary Access – Doddakannalli Kadubeesanahalli Road.
- **West:** Primary Access Road- Sarjapura Outer Ring Road.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 9-10 km from K R Puram Railway Station.
- Approx. 15-16 km from M G Road.
- Approx. 19-20 km from Bengaluru Railway Station.
- Approx. 47-48 km from Kempegowda International Airport.

The Subject Property is well accessible to different parts of the city through the Outer Ring Road and the completion of under construction ORR-Airport Metro (Blue line) would further improve the connectivity of subject property. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

Embassy TechVillage is envisaged across total land area of approx. admeasuring 103.4 acre and the land area under purview of this exercise is 84.05 acres under the ownership of Vikas Telecom Private Limited (VTPL) & Sarla Infrastructure Private Limited (SIPL). Basis on the site plan & visual inspection it was observed that the land underlying the Subject Property is irregular in shape, levelled topography, bounded by compound wall, and has excellent visibility as it has access via the Outer Ring Road. Further, the detailed summary of ETV office blocks at various stages of development is as follows:

- i. Development by Vikas Telecom Private Limited (“VTPL”) consisting of approx. 6.1 msf. distributed across 15 blocks of completed office area, approx. 2.3 msf. of under-construction and proposed development area and 518 proposed hotel keys along with the associated business of common area maintenance scale services (ETV).
- ii. Development by Sarla Infrastructure Private Limited (“SIPL”) consists of 1.2 msf. distributed across 3 block of leasable area which has been developed as build to suit (BTS model) to JP Morgan Services India Private Limited, along with the associated business of common area maintenance services (ETV Parcel 9).

Completed Blocks – Block-1A- Carnation, Block 2A-Aster, Block 2A-West Wing, Block 2B-Hibiscus, Block 2C-Lilac, Block 2D-Gardenia, Block 7B- Primrose Block 5- ABC (Alyssa, Begonia and Clover), Block 5-D (Daffodil), Block 5-E (Orchids), Block 5- F (Flora), Block 5 – G&H (Tulips), Block 5- I & J (Trillium), Block 5- K (Marigold), Block 5-L (Lavender) and Block 9 (JPMC block) of SEZ & Non-SEZ usage with total leasable area of approx. 7.3 msf.

Under Construction/ Proposed Blocks – Parcel 8 (A, B, C & D), Hospitality block along with Convention centre Retail block & Parcel 6.

The under construction building total leasable area of the under construction & proposed office blocks is approx. 2.3 msf. Block 8 (A, B, C & D) and Retail block collectively admeasuring approx. 1.9 msf. of leasable area are expected to be completed by FY 2025. The Hospitality Block along with Convention centre collectively admeasuring approx. 0.8 msf. and same is expected to be completed by FY2026. Further, the parcel 6 office block is still in land stage and the same is expected to complete by FY 2027.

Embassy TechVillage is planned as an integrated development with commercial, retail and hospitality developments. The Tech Park offers various quality amenities to its employees including Food Courts, F&B outlets, Gym, Sports Facilities, Medical Centre, and Recreation Centres.



3.1. Key Asset Information

Completed Blocks

Particulars:	Details																																																																																										
Entity:	Vikas Telecom Private Limited (VTPL) & Sarla Infrastructure Private Limited (SIPL) ¹																																																																																										
Age of Building based on the date of Occupancy Certificate:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333333; color: white;">Block Name</th> <th style="background-color: #333333; color: white;">Building Elevation</th> <th style="background-color: #333333; color: white;">SEZ/ Non-SEZ</th> <th style="background-color: #333333; color: white;">Age (Years)</th> <th style="background-color: #333333; color: white;">Leasable Area (msf.)</th> </tr> </thead> <tbody> <tr> <td>Block 1A – Carnation</td> <td>2 Towers 2B+G+10</td> <td>SEZ</td> <td>7</td> <td>0.9</td> </tr> <tr> <td>Block 2A – East Wing</td> <td>2B+G+UG+6</td> <td>SEZ</td> <td>13</td> <td>0.5</td> </tr> <tr> <td>Block 2A – West Wing</td> <td>2B+G+UG+6</td> <td>SEZ</td> <td>10</td> <td>0.4</td> </tr> <tr> <td>Block 2B – Hibiscus</td> <td>B+G+7</td> <td>SEZ</td> <td>15</td> <td>0.7</td> </tr> <tr> <td>Block 2C – lilac</td> <td>B+G+4</td> <td>SEZ</td> <td>14</td> <td>0.03</td> </tr> <tr> <td>Block 2D – Gardenia</td> <td>B+G+6</td> <td>SEZ</td> <td>15</td> <td>0.3</td> </tr> <tr> <td>Block 7B – Primrose</td> <td>2B+G+10 MLCP: 2B+G+11</td> <td>SEZ</td> <td>6</td> <td>0.9</td> </tr> <tr> <td>Block 5 – ABC (Alyssa, Begonia, Clover)</td> <td>A – 2B+G+9 B – 2B+G+8 C – 2B+G+10</td> <td>Non-SEZ</td> <td>5</td> <td>0.8</td> </tr> <tr> <td>Block 5 – D (Daffodils)</td> <td>2B+G+1</td> <td>Non-SEZ</td> <td>5</td> <td>0.03</td> </tr> <tr> <td>Block 5 – E (Orchids)</td> <td>2B+G+4</td> <td>Non-SEZ</td> <td>5</td> <td>0.1</td> </tr> <tr> <td>Block 5 – F (Flora)</td> <td>2B+G+4</td> <td>Non-SEZ</td> <td>5</td> <td>0.1</td> </tr> <tr> <td>Block 5 – G and H (Tulips)</td> <td>G – 2B+G+10 H – 2B+G+8</td> <td>Non-SEZ</td> <td>5</td> <td>0.5</td> </tr> <tr> <td>Block 5 – I and J (Trillium)</td> <td>I – 2B+G+6 J – 2B+G</td> <td>Non-SEZ</td> <td>4</td> <td>0.7</td> </tr> <tr> <td>Block 5 – K (Marigold)</td> <td>2B+G+10</td> <td>Non-SEZ</td> <td>5</td> <td>0.03</td> </tr> <tr> <td>Block 5 – L (Lavender)</td> <td>2B+G+5</td> <td>Non-SEZ</td> <td>5</td> <td>0.2</td> </tr> <tr> <td>Block 9 – JPM Pre – Lease / BTS</td> <td>1A – G+10 1B – G+5 2 – G+7</td> <td>Non-SEZ</td> <td>2</td> <td>1.2</td> </tr> <tr> <td style="text-align: right;">Total</td> <td></td> <td></td> <td></td> <td>7.3</td> </tr> </tbody> </table>	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)	Block 1A – Carnation	2 Towers 2B+G+10	SEZ	7	0.9	Block 2A – East Wing	2B+G+UG+6	SEZ	13	0.5	Block 2A – West Wing	2B+G+UG+6	SEZ	10	0.4	Block 2B – Hibiscus	B+G+7	SEZ	15	0.7	Block 2C – lilac	B+G+4	SEZ	14	0.03	Block 2D – Gardenia	B+G+6	SEZ	15	0.3	Block 7B – Primrose	2B+G+10 MLCP: 2B+G+11	SEZ	6	0.9	Block 5 – ABC (Alyssa, Begonia, Clover)	A – 2B+G+9 B – 2B+G+8 C – 2B+G+10	Non-SEZ	5	0.8	Block 5 – D (Daffodils)	2B+G+1	Non-SEZ	5	0.03	Block 5 – E (Orchids)	2B+G+4	Non-SEZ	5	0.1	Block 5 – F (Flora)	2B+G+4	Non-SEZ	5	0.1	Block 5 – G and H (Tulips)	G – 2B+G+10 H – 2B+G+8	Non-SEZ	5	0.5	Block 5 – I and J (Trillium)	I – 2B+G+6 J – 2B+G	Non-SEZ	4	0.7	Block 5 – K (Marigold)	2B+G+10	Non-SEZ	5	0.03	Block 5 – L (Lavender)	2B+G+5	Non-SEZ	5	0.2	Block 9 – JPM Pre – Lease / BTS	1A – G+10 1B – G+5 2 – G+7	Non-SEZ	2	1.2	Total				7.3
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Total				7.3																																																																																							
Asset Type:	Tech Park with 5 SEZ blocks and 13 Non-SEZ blocks.																																																																																										
Sub-Market:	Outer Ring Road (Sarjapura- Marathahalli)																																																																																										
Approved and Existing usage:	IT/ITeS SEZ & Non-SEZ																																																																																										
Land Area:	approx. 84.05 acres																																																																																										



Particulars:	Details
Freehold/Leasehold:	Freehold
Leasable Area:	7.3 msf.
Occupied Area:	7.0 msf.
Occupancy (%)	96%
Current Effective Rent (excluding Parking)	INR 81 per sq. ft. per month (Office, Retail and Other Income Tenants Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

Under Construction/ Proposed Blocks

Particulars:	Details				
Building Area:	Office				
	Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)
	Parcel 8 – Block A, B, C, D & Retail	NA	Non-SEZ	FY 2025	1.9
	Parcel 6	NA	Non-SEZ	FY 2027	0.4
	Total				2.3
	Hospitality				
	Block Name	Building Elevation	Construction Completion Timeline*		Developable area (msf.)/ No. of Keys
	Parcel 8 – Hotels	NA	FY 2026		0.7 (518 Keys)
	Parcel 8 – Convention Centre	NA	FY 2026		0.1
	Total				0.8
	<i>Note: *the timelines are mentioned as per financial year from April to March.</i>				



Particulars:	Details
Asset Type:	Commercial Office/IT Non-SEZ
Approved Usage:	Commercial office, Hotel and Retail portion
Leasable Area:	Approx. 2.3 msf. leasable area of office and ancillary retail (along with approx. 0.8 msf. of developable area of Hospitality and Convention Centre).
Status of Construction:	Parcel 8 (Office & retail), Hospitality & Parcel 6 – Under construction/ Proposed
Approvals received and pending as on Valuation Date	List of approvals detailed in Annexure 4.

Source: Information received from Client.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising 18 operational buildings blocks along with Parcel 8 and Parcel 6 office blocks with 5 star and 3-star hospitality future development areas was physically inspected on 2 nd April 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> • Operational buildings. • Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc. • Area provisioned for Future development.
Key Observation	<ul style="list-style-type: none"> • Subject Property has STP, safety features and power back-up facilities. • The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. • No instances of any major logging or water accumulation were observed during the inspection. • The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.



3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of ETV operational asset of office is working out to approx. 8.1 years, with approx. 79% of occupied area expiring between CY 2024 and CY 2034.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

Further, the hotel components have been valued using Discounted Cash Flow Method.

4.1. Area Statement

Based on information, rent roll, lease deeds provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Block	7.3
Under- Construction/ Proposed Block	2.3
Total	9.6

Block	No of Keys
Hotel (5 Star) – Under Construction/ Proposed development	311 Keys
Hotel (3 Star) – Under Construction/Proposed development	207 Keys

Source: Rent roll dated 31st March 2024, Architect certificates, lease deeds.

Note – Hotel includes Convention centre area of total developable area of 0.8 msf.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 7.3 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31st March 2024 provided to us by Client, it was observed that the operational block is approx. 96% occupied (including all category spaces). Further the kiosk area totally admeasuring 9,653 sq.



ft. is not considered while projecting the cash flows as the same has been considered as a part of other income. Further, the above mentioned area includes the share both of SIPL & VTPL.

- The vacant area lease-up has been started from Q2 FY 2025.

Under Construction/ Proposed Blocks

Based on visual inspection during the site visit and information provided by the Client, the following timelines for construction have been adopted for the purpose of this valuation exercise:

Block [^]	Leasable/ Developable Area (msf.)	Construction Completion Timeline*
Parcel 8 – Block A,B,C,D – Office & Retail	1.9	FY 2025
Parcel 8 – Hotels/ Convention Centre [#]	0.8	FY 2026
Parcel 6 - Office	0.4	FY 2027

Source: Information received from Client; *the timelines are mentioned as per financial year from April to March; #indicates developable area and rest are leasable area, ^ Parcel 8 is under various stages of construction; for Parcel 6, the construction has commenced with the site clearing work underway.

- Under construction area details are provided to us by Client for Parcel 8 comprising office block A, B, C & D along with ancillary retail block & Parcel 6 same has been considered for the purview of this exercise.
- The vacant area lease-up has been started from Q3 FY 2025 for Parcel 8 & Q1 FY 2028 for Parcel 6..

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	81
Market Rent -Office	INR per sq. ft. per month	96
Market Rent- Retail	INR per sq. ft. per month	90
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	6,000
Effective Parking Income	INR per month per bay	4,500
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc. However, same has been considered for under construction & proposed asset cashflows.



- **Market Rent Office:** The outer ring road micro market has the highest office stock amongst other micro markets of Bengaluru. Basis on our market research and rent roll analysis it was observed that, new leases are getting transacted in the range of INR 95 to 100 per sq. ft. per month and the common area maintenance in the range of INR 14 to 18 per sq. ft. per month listed are few latest transactions in the Subject Property and comparable properties.

Following are the lease transactions in the micro market:

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	ORR, Bellandur	0.02	Q1 2024	98	Fresh
Tenant 2	ORR, Marathahalli	0.04	Q1 2024	95	Fresh
Tenant 3	ORR, Mahadevapura	0.11	Q4 2023	95	Fresh
Tenant 4	ORR, Bellandur	0.01	Q4 2023	95	Fresh
Tenant 5	ORR, Bellandur	0.02	Q4 2023	100	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 96 per sq. ft. per month, parking rent as INR 6 per sq. ft. per month and CAM income as INR 15 per sq. ft. per month for vacant/under construction/proposed development.

- **Market rent Retail:** Based on market research & also analysis of rent roll in the subject property, the retail spaced in the micro market are being transacted in the range of INR 80 to 100 per sq. ft. per month. Hence for the purpose of valuation, we have assumed a market rent of INR 90 per sq. ft. per month on leasable area for retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- **Fit Out Rent:** As per the information in rent roll provided by the Client, we understand that in addition to the lease rent, there is rent towards fit outs for few of the tenants. The rent is in the range of INR 28.0 to 45.0 per sq. ft. per month. For the purpose of this valuation, we have adopted the tenant wise fit-out details as provided in the rent roll. Further, once the expiry of the existing lease tenure, we have assumed same space will reverse to market on warm-shell basis. Also, it may be noted that the under-construction/proposed blocks leasable area would get leased on warm shell basis.
- **Parking Income:** We have assumed 1:750 ratio to arrive at total number of slots & applied with 25% as free slots & 75% as paid slots. We have assumed the car parking income is INR 6 per sq. ft. per month.
- **Other Income:** In office asset there are additional source of revenue from the lease rent cell site, seating area etc. We have assumed other income is 1 % as per the market norms.



4.4. Revenue Assumptions - Hotel

Operating Revenues	Units	5 Star	3 Star
ARR	(INR/Room/Night)	9,250	6,500
Increase in ARR	(YoY)	5%	5%
Stabilized Occupancy	%	72%	72%
Food & Beverage Revenue	% of Rooms Revenue	100%	40%
Minor Operating Department (MOD) Revenue	% of Rooms Revenue	5%	5%

Revenue Assumptions - 5 Star

- **Average Room Rent (ARR):** ARR for 5-star hotel has been considered in line with the ARR for comparable hotels in the micro market at INR 9,250/ Room/ Night. Keeping in mind the historical trend of ARR, the limited upcoming supply in the micro market, the ARR growth rate is assumed at 5% Y-O-Y from April 2024 onwards.
- **Stabilized Occupancy:** Based upon our analysis of comparable hotels, occupancy is expected to stabilize at 72% in FY 2029.
- **F&B Revenue:** We have assumed F&B revenue of 100%.
- **Minor Operating Department (MOD) Revenue:** We have assumed a MOD revenue of 5%.

Revenue Assumptions - 3-Star

- **Average Room Rent (ARR):** ARR for 3-star hotel has been considered in line with the ARR for comparable hotels in the micro market at INR 6,500/ Room/ Night. Keeping in mind the historical trend of ARR, the limited upcoming supply in the micro market, the ARR growth rate is assumed at 5% Y-O-Y from April 2024 onwards.
- **Stabilized Occupancy:** Based upon our analysis of comparable hotels, occupancy is expected to stabilize at 72% in FY 2029.
- **F&B Revenue:** We have assumed F&B revenue of 40% of room revenue.
- **Minor Operating Department (MOD) Revenue:** We have assumed a MOD revenue of 5% of room revenue.

4.5. Expense Assumptions - Office

Development Cost



The following table highlights the assumptions towards the development cost for the under construction/proposed blocks at the subject development:

Block	Pending Cost to be Spent (INR Mn)
Parcel 8 – Block ABCD – Office & Retail	5,195
Parcel 8 – Hotel 5 star, 3 star & Convention Centre	7,485
Parcel 6 – Office	1,987

Source: Information received from Client.

Major repair and Improvement

The following table highlights the assumptions towards the refurbishment/upgradation expenses in the subject development:

Expense head	Total Pending Cost (INR Mn)	Quarter of Completion
Infrastructure Expenses	1,463	Q3 FY 2027

Source: Information received from Client, Valuer assessment.

Operating Cost- Office

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	3.9
Other Operating Expenses	% of Lease Rental and Parking Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Property management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the lease rentals and parking income. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.6. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	2%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 2% during the cashflow period and in the terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office and retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.7. Operating Cost- Hotel

The following operating costs have been considered based on benchmarks available in the markets on various heads to arrive at the net cash flows for the purpose of this valuation exercise:

Expenses	Unit	5 Star	3 Star
Room Cost (Including employee cost)	% of Rooms Revenue	14%	14%
Food & Beverage Cost	% of F&B	40%	40%
Minor Operating Department (MOD) Cost	% of MOD Revenue	50%	50%
Payroll	% of Total Revenue	10%	10%
Administration & General Cost	% of Total Revenue	3%	3%
Operating Expenses	% of Total Revenue	8%	8%



Expenses	Unit	5 Star	3 Star
Sales & Marketing Expenditure	% of Total Revenue	5%	5%
Repairs & Maintenance	% of Total Revenue	4%	4%
Base Management Fee	% of Total Revenue	1.50%Ref 1	1.50%Ref 1
Management Incentive Fee	% GOP	5.50%Ref 2	5.50%Ref 2
FF&E Reserve	% of Total Revenue	2%	2%

Source: Valuer assessment & Information received from Client; Ref 1 - Base Management Fee: 1.25% for year 1 & 2, 1.5% for year 3 & 4, 1.75% for year 5 & 6 and 1.9% thereafter; Ref 2 - Management incentive Fee: For GOP 30 - 35% = 4.5%, GOP 35 - 40% = 5.0%, GOP > 40% = 5.5%.

Operating Cost -5-Star

- Departmental Expenses:** We have assumed the Room Cost, F&B cost & Minor Operating Department (MOD) cost at 14%, 40% & 50% respectively.
- Property Taxes & Insurance:** We have assumed the property tax & insurance as per information received from Client.
- Undistributed Cost:** We have assumed undistributed costs like Payroll, Administration, Sales & Marketing, operating expenses basis on prevailing trends in the similar comparable hotels.
- Base Management Fee (% of Total Revenue):** Base fee of 1.25% for year 1 & 2, 1.5% for year 3 & 4, 1.75% for year 5 & 6 and 1.9% thereafter is considered as informed by the Client.
- Management Incentive Fee:** As per the management terms shared by the Client the incentive fee of 4.5% is applicable if the GOP % is between 30% to 35%. It is 5% if the GOP is between 35% to 40% and it is 5.5% if the GOP is more than 40%.
- FF&E Reserve (% of GOP):** FF&E reserve of 2% is considered which is in line with the market trends of hospitality industry.



Operating Cost - 3-Star

- **Departmental Expenses:** We have assumed the Room Cost, F&B cost & MOD cost at 14%, 40% & 50% respectively.
- **Undistributed Cost:** We have assumed undistributed costs like Payroll, Administration, Sales & Marketing, operating expenses basis on prevailing trends in the similar comparable hotels.
- **Base Management Fee (% of Total Revenue):** Base fee of 1.25% for year 1 & 2, 1.5% for year 3 & 4, 1.75% for year 5 & 6 and 1.9% thereafter is considered as informed by the Client.
- **Management Incentive Fee:** As per the management terms shared by the Client the incentive fee of 4.5% is applicable if the GOP % is between 30% to 35%. It is 5% if the GOP is between 35% to 40% and it is 5.5% if the GOP is more than 40%.
- **FF&E Reserve (% of GOP):** FF&E reserve 2% is considered which is in line with the market trends of hospitality industry.

4.8. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8% for office and Retail developments and 7.14% for hospitality developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.9. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.



The derived discount rate of 11.75% for operational office segment (including CAM), 13.00% for under construction Office & Retail segment, 13.50% for under construction Hospitality segment has been considered for the valuation exercise.

4.10. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Completed Blocks	103,005
Under Construction/ Proposed Blocks	21,565
Hotel	1,576
Total Value of Embassy TechVillage	126,147



H. EMBASSY GOLFLINKS



1. Property Description - Embassy GolfLinks

Property Name	Embassy GolfLinks - Comprising of Completed office blocks
Address	Embassy GolfLinks (EGL) Challaghatta Village, Varthur Hobli, Mahadevapura, Bengaluru East Taluk, Bengaluru, Karnataka – 560 071.
Ownership & Title Details	GolfLinks Software Park Private Limited (approx. 37.1 acres)
Leasable Area	Total Operational Area – approx. 3.1 msf.

Source: Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared (King & Partridge). We have not checked and verified the title of the Subject Property.

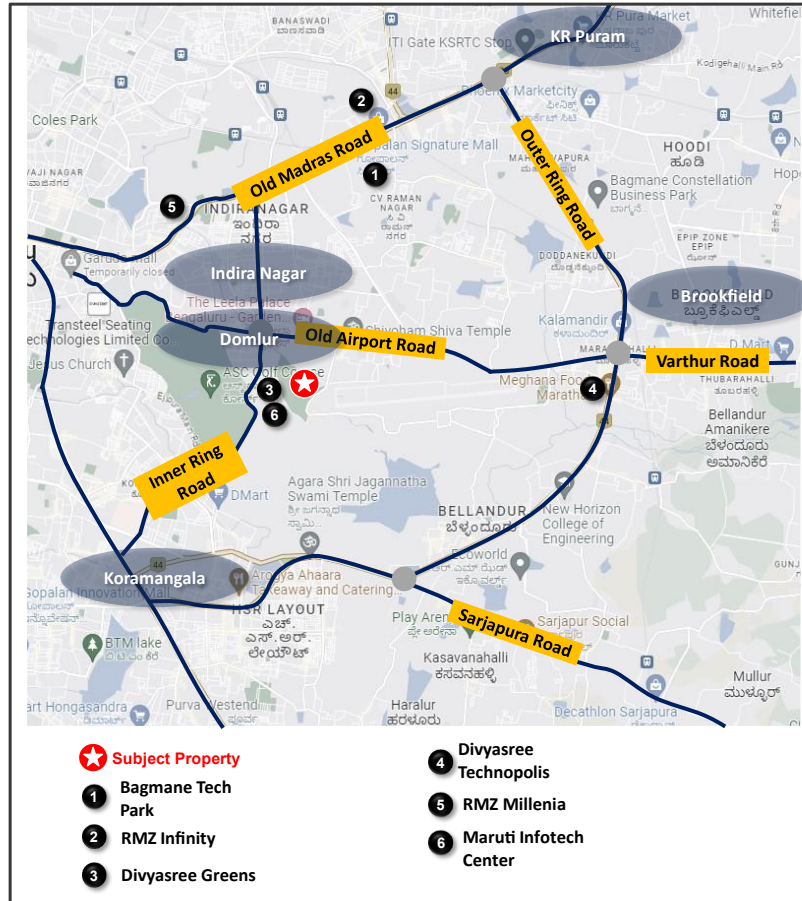
2. Location

2.1. General

The Embassy GolfLinks is close to CBD area of Bengaluru city, accessible by Intermediate Ring Road which further connects to Old Airport Road thereby providing connectivity to the city centre and other locations such as Marathahalli, Outer Ring Road, Whitefield, etc. Surrounded by the residential and commercial developments the Subject Property is located near the vicinity of Indiranagar, Koramangala, CV Raman etc. Prominent hotels in the micro-market include Leela Palace, Royal Orchid, Ramada Encore by Wyndham, The Paul, Hilton Embassy GolfLinks (part of subject property), etc. Prominent healthcare developments include Manipal Hospitals, HOSMAT hospital, etc.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Embassy GolfLinks is spread on a land area of approx. 37.1 acres. It is an operational office park with a total leasable area of approx. 3.1 msf. (Embassy Office Parks REIT). Located on the Intermediate Ring Road, the Subject Property enjoys good frontage and has a relatively flat topography with no significant variations in the height of the land.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Private Property (Residential Development and KGA Golf Course).
- **South:** Defence Land.
- **East:** KGA Golf Course.
- **West:** Primary Access Road (Intermediate Ring Road).



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 6-7 km from Bengaluru CBD.
- Approx. 3-4 km from Indiranagar Metro Station.
- Approx. 11-12 km from Bengaluru Railway Station.
- Approx. 41-42 km from Kempegowda International Airport.

The Subject Property is accessible by the Intermediate Ring Road, which acts as the primary access and connects to major parts of the city. The Subject Property can also be accessed by the Wind Tunnel Road, which acts as a secondary access for the development. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

The Subject Property is under the ownership of GolfLinks Software Park Private Limited with total leasable area of approx. 3.1 msf. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is irregular in shape, levelled topography, bounded by compound wall, and has a superior visibility on account of the accessibility via the Intermediate ring road.

The entire IT/ ITeS park is completed and comprises of Augusta, Blue Bay, Cinnabar Hills, Crystal Downs, Eagle Ridge, Fairwinds, Fountain Head, Pacific Dunes, Peach Tree, Pine Valley, Prince Ville, Rivera FC, St. Andrews, Sunningdale, Sunriver, Torrey Pines blocks with a total leasable area of approx. 3.1 msf.

3.1. Key Asset Information

Completed Blocks

Particulars:	Details				
Entity:	GolfLinks Software Park Private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)
	Augusta	B+G+5	Non-SEZ	17	0.2
	Blue Bay	B+G+3	Non-SEZ	18	0.2
	Cinnabar Hills	B+G+6	Non-SEZ	17	0.1
	Crystal Downs	B+G+3	Non-SEZ	19	0.2
	Eagle Ridge	B+G+3	Non-SEZ	18	0.2
	Fairwinds	B+G+5	Non-SEZ	18	0.2
	Fountain Head	B+G+2	Non-SEZ	18	0.1
	Pacific Dunes	B+G+7	Non-SEZ	20	0.3
	Peach Tree	B+G+8	Non-SEZ	19	0.4
	Pine Valley	B+G+4	Non-SEZ	17	0.4
	Prince Ville	2B+G+9	Non-SEZ	17	0.0
	Rivera FC	B+G+1	Non-SEZ	19	0.1
	St. Andrews	2B+G+7	Non-SEZ	18	0.1
	Sunningdale	B+G+3	Non-SEZ	18	0.1
	Sunriver	2B+G+5	Non-SEZ	15	0.3
	Torrey Pines	B+G+5	Non-SEZ	17	0.3
Total				3.1	

Particulars:	Details
Asset Type:	Tech Park with 16 Non-SEZ blocks
Sub-Market:	Suburban East
Approved and Existing usage:	Non-SEZ
Land Area:	approx. 37.1 acres
Freehold/Leasehold:	Freehold
Leasable Area:	3.1 msf.
Occupied Area:	2.9 msf.
Occupancy (%)	95%
Current Effective Rent (excluding Parking)	INR 149 per sq. ft. per month (Office/food court spaces plus other income)

Source: Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising of 16 operational buildings was inspected on 2 nd April 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> • Operational buildings • Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc.
Key Observation	<ul style="list-style-type: none"> • Subject Property has STP, safety features and power back up facilities • The Visual inspection of the building did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. • No instances of any major logging or water accumulation were observed during the inspection. • The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.



Note:

The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Embassy GolfLinks operational asset is approx. 7.4 years, with approx. 95% of occupied area expiring between CY 2024 and CY 2034.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach – Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, provided by the Client, we understand that Subject Property is a completed Office Park with an operational hotel. Further, the table below highlights the area configuration of the office development:

Block	Leasable Area (msf.)
Completed Block	3.1

Source: Rent roll dated 31st March 2024, Architect certificates, lease deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 3.1 msf. of completed development and no pending capital expenditure is remaining as of date of valuation for the completed blocks.

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	149
Market Rent -Office	INR per sq. ft. per month	155
Market Rent- Retail	INR per sq. ft. per month	55
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	6,000



Property Details	Unit	Value
Effective Parking Income	INR per month per bay	4,500
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc.

- **Market Rent Office:** The Suburban East micro market is witnessing lease transactions in the range of INR 135 to 150 per sq. ft. per month. Basis on our rent roll analysis, it was observed that, new leases are getting transacted in the range of INR 150 to 170 per sq. ft. per month in the Subject Property. Further, the common area maintenance charges are in the range of INR 20 to 30 per sq. ft. per month.

Following are the lease transactions in the micro market:

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	CV Raman Nagar	0.08	Q1 2024	158	Fresh
Tenant 2	CV Raman Nagar	0.12	Q4 2023	138	Fresh
Tenant 3	Koramangala	0.14	Q4 2023	135	Fresh
Tenant 4	CV Raman Nagar	0.03	Q4 2023	138	Fresh
Tenant 5	CV Raman Nagar	0.12	Q3 2023	130	Fresh
Tenant 6	CV Raman Nagar	0.18	Q3 2023	130	Fresh
Tenant 7	CV Raman Nagar	0.24	Q3 2023	130	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 155 per sq. ft. per month, parking rent as INR 6 per sq. ft. per month and CAM income as INR 24 per sq. ft. per month for vacant space and reversion to the market.

- **Market rent Retail:** Basis our market research & rent roll analysis, it was understood that the retail premises are transacted in the range of INR 40 to 75 per sq. ft. per month. Hence, we have assumed a market rent of INR 55 per sq. ft. per month on leasable area for the retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market in line with market norms.
- **Fit Out Rent:** As per the information (rent roll) provided by the Client, we understand that in addition to the lease rent, there is rent towards fit outs for few of the tenants. The rent is in the range of INR 15 to 69 per sq. ft. per month. For the purpose of this valuation, we have adopted the tenant wise fit-out details as provided in the rent roll. Further, once the expiry of the existing lease tenure, we have assumed same space will reverse to market on warm-shell basis. Further, we have assumed the under-construction/proposed blocks leasable area would get leased on warm shell basis.



- **Parking Income:** We have assumed car park ratio of 1:750 to arrive at total number of car park slots. We further assume that approx. 75% of the car park slots shall be paid slots. Car parking income of INR 6 per sq. ft. per month is taken for the purpose of valuation.
- **Other Income:** Other income typically includes income generated from Signage, ATM, Telecom Tower, Vending Machine, food court, etc. We have assumed these incomes to be approx. 1% of the total lease revenue.

4.4. Revenue from Cinnabar Hills Block

As per the information provided by the Client, it is understood that the Client has leased 56,014 sq. ft. in one of the landowner's blocks "Cinnabar Hills" and have subleased the same to another tenant. The terms of lease are highlighted in the table below:

Nature of Income	Details	Escalation Terms
Rent Outflow to Landowner	INR 57.25 per sq. ft. per month*	7% every 3 years
Rent Inflow from Tenant	INR 100.00 per sq. ft. per month*	12% every 3 years

Source: Client; cash flows from the space considered till lease expiry i.e., October 2030; * Additional outflow of INR 142,500 per month towards car parking rental.

4.5. Sub - Lease Revenue from Saint Andrew Block Sublease

As per the information provided by the Client, it is understood that the Client has leased 119,554 sq. ft. in one of the landowner's block "St. Andrews" and have subleased the same to another tenant. The terms of lease are highlighted in the table below:

Nature of Income	Details	Escalation Terms
Rent Outflow to Landowner	INR 135.5 per sq. ft. per month*	15% every 3 years
Rent Inflow from Tenant	INR 140.4 per sq. ft. per month*	15% every 3 years

Source: Client; cash flows from the space considered till lease expiry i.e., December 2033; * includes car parking rental.

4.6. Expense Assumptions - Office

Major repair and Improvement

The following table highlights the assumptions towards the refurbishment/upgradation expenses in the subject development:

Expense head	Total Pending Cost (INR Mn)	Quarter of Completion
Infrastructure Expenses	957	Q2 FY 2026

Source: Information received from Client, Valuer assessment.

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.5
Property Tax	INR per sq. ft. per month	2.0
Other Operating Expenses	% of Lease Rental and Parking Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Property Management Fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the lease rentals and parking income. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.7. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	2%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.



- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 2% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.8. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.9. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM).

4.10. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:



Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy GolfLinks	74,480

Note:

**The Valuation presented is for 100% interest in the asset. However, based on inputs provided by the Client, the REIT hold 50% of the interests in the asset (viz. INR 37,240 Mn).*



I. EMBASSY ONE



1. Property Description - Embassy One

Property Name	Embassy One – Comprising of Completed Commercial IT/ITeS office block and Hotel – Four Seasons.
Address	Embassy One, Bellary Road, Ganga Nagar, Bengaluru, Karnataka.
Ownership & Title Details	Quadron Business Park Private Limited – 100% Owned.
Leasable Area	Office Leasable Area – approx. 0.3 msf. Hotel – 230 keys

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Jayashree Sridhar. We have not checked and verified the title of the Subject Property.

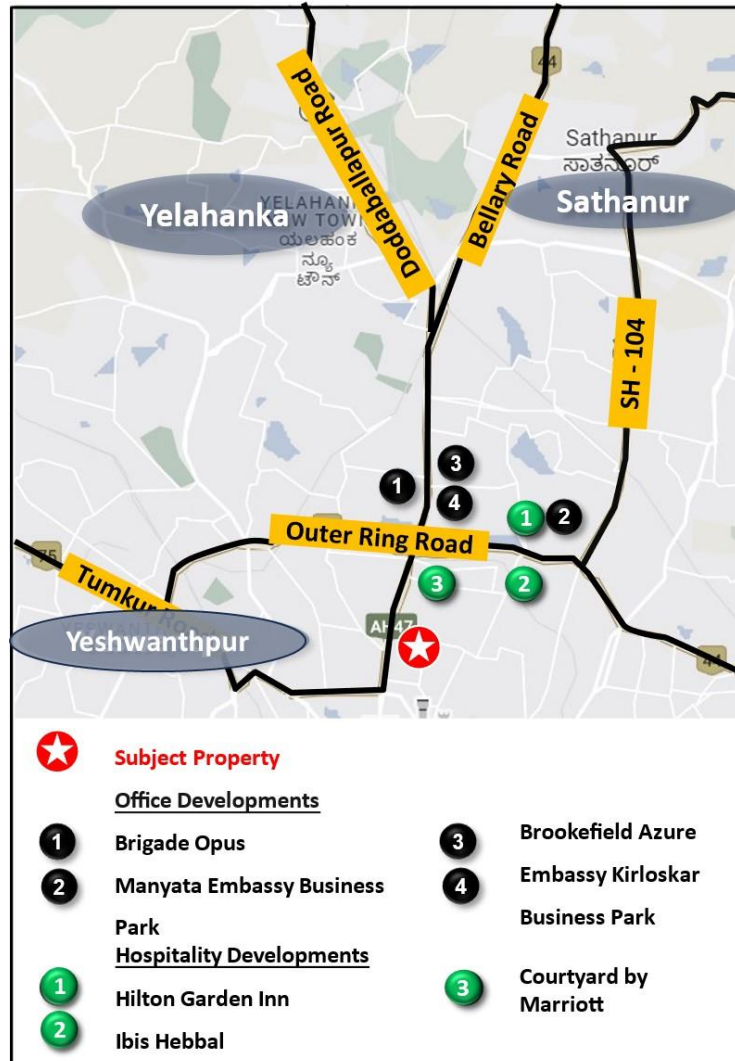
2. Location

2.1. General

Embassy One is located along Bellary Road, in Ganga Nagar, Bengaluru and forms part of the Peripheral North micro market. It is strategically located along the Bellary Road between the Kempegowda International Airport and Central Business District (CBD) facilitating good connectivity with other parts of the city. The NH-44 connects Bengaluru city to Kempegowda International Airport, Devanahalli in the North and Outer Ring Road in the South of the micro-market which further enhances the connectivity to other parts of the city. The micro market, which already has good social and physical infrastructure is expected to witness further growth upon completion of the proposed infrastructural expansions such as Metro (blue line) to Airport emanating from the Outer Ring Road.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The land area of the Subject Property admeasures approx. 5.6 acres and the land area under the scope of this valuation exercise admeasures approx. 3.2 acres (Office and Hospitality Component).

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** HMT Bhavan.
- **South:** Secondary Access Road.
- **East:** Private Property.
- **West:** Primary Access— Bellary Road.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 4-5 km from Hebbal Junction.
- Approx. 7-8 km from M G Road Metro Station.
- Approx. 6-7 km from Bengaluru Railway Station.
- Approx. 31-32 km from Kempegowda International Airport.

The Subject Property is well accessible to different parts of the city through the Bellary Road. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

Embassy One is located along Bellary Road, in Ganga Nagar, Bengaluru and forms part of the Peripheral North micro market. It is strategically located between the Kempegowda International Airport and Central Business



District (CBD) facilitating good connectivity with other parts of the city. The development comprises of office space and hotel – Four Seasons. It also includes Residential Apartments (Four Seasons branded and serviced) as part of the larger development. However, we have considered only office block – “Pinnacle” & hotel – “Four Seasons” for the purpose of valuation. The land area of the Subject Property admeasures approx. 5.6 acres and the land area under the scope of this valuation exercise admeasures approx. 3.2 acres (office and hospitality component). The total leasable area of the office block is approx. 0.3 msf. The hotel – Four Seasons is a 230 Keys – 5 Star Hotel.

Completed Block – Office & Hospitality Development.

The Subject Property comprises of a completed Non-SEZ Office Building and an operational 5-star hotel – Four Seasons.

3.1. Key Asset Information

Completed Block

Particulars:	Details																				
Entity:	Quadron Business Park Private Limited. ¹																				
Age of Building based on the date of Occupancy Certificate:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333; color: white;">Block Name</th> <th style="background-color: #333; color: white;">Building Elevation</th> <th style="background-color: #333; color: white;">SEZ/ Non-SEZ</th> <th style="background-color: #333; color: white;">Age (Years)</th> <th style="background-color: #333; color: white;">Leasable Area (msf.)</th> </tr> </thead> <tbody> <tr> <td>Office – Pinnacle Tower</td> <td>3B+G+14</td> <td>Non-SEZ</td> <td>7</td> <td>0.3</td> </tr> <tr> <td>Hotel – Four Seasons (230 Keys)</td> <td>3B+G+19</td> <td>NA</td> <td>4</td> <td>NA</td> </tr> <tr> <td colspan="4" style="text-align: right;">Total</td> <td>0.3</td> </tr> </tbody> </table>	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)	Office – Pinnacle Tower	3B+G+14	Non-SEZ	7	0.3	Hotel – Four Seasons (230 Keys)	3B+G+19	NA	4	NA	Total				0.3
Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)																	
Office – Pinnacle Tower	3B+G+14	Non-SEZ	7	0.3																	
Hotel – Four Seasons (230 Keys)	3B+G+19	NA	4	NA																	
Total				0.3																	
Asset Type:	Mixed use development with office and hospitality component.																				
Sub-Market:	Peripheral North																				
Approved and Existing usage:	Non-SEZ and Hospitality Component																				
Land Area:	approx. 3.2 acres																				
Freehold/Leasehold:	Freehold																				
Leasable Area:	0.3 msf.																				
Occupied Area:	0.2 msf.																				
Occupancy (%)	82%																				



Particulars:	Details
Current Effective Rent (Including Parking)	INR 144 per sq. ft. per month

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising an operational office tower and 5 star hotel was physically inspected on April 01, 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> • Operational buildings – Pinnacle Tower and Four Seasons Hotel • Visited key utility areas such as LT electric room, DG Room, HVAC installations, power back up, etc.
Key Observation	<ul style="list-style-type: none"> • Subject Property has STP, safety features and power back-up facilities. • The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. • No instances of any major logging or water accumulation were observed during the inspection. • The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Embassy One Office is approx. 8.6 years, with approx. 82% of occupied area expiring between CY 2024 and CY 2034.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach – Discounted Cash Flow Method using Rental Reversion has been adopted.

Further, the hotel components have been valued using Discounted Cash Flow Method.



4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is a mixed-use development comprising of an Office Block and a Luxury Hotel. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Block	0.3
Total	0.3

Block	No. of Keys
Hotel	230 Keys

Source: Rent roll dated 31st March 2024, Architect certificates, lease deeds.

4.2. Construction Timelines

Completed Blocks – Office and Hotel

- The Subject Property has approx. 0.3 msf. of completed office development and a completed luxury hotel – Four Seasons with 230 Keys. As per the rent roll dated 31st March 2024 provided to us by Client, the office block is approx. 82% occupied.
- The vacant area lease-up has been started from Q2 FY 2025.

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	144
Market Rent -Office	INR per sq. ft. per month	147
Rent Escalation	% Every 3 years	15%
CAM Income	INR per sq. ft. per month	16

- Market Rent Office** - The subject property, Embassy One, is located between Hebbal and CBD/off – CBD micro market of Bengaluru. The quoted rental rates for comparable properties are in the range of INR 145 to 165 per sq. ft. per month.

The below table lists down some of the recent transactions for comparable developments of Embassy One:

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft per month)	Type of Deal
Tenant 1	Lavelle Road	0.01	Q1 2024	145	Fresh
Tenant 2	Ashok Nagar	0.04	Q1 2024	145	Fresh
Tenant 3	Residency Road	0.09	Q1 2024	165	Fresh
Tenant 4	Vittal Mallya Road	0.01	Q1 2023	160	Fresh
Tenant 5	MG Road	0.03	Q2 2023	141	Fresh
Tenant 6	Lavelle Road	0.01	Q1 2024	145	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

The below table lists down some of the recent transactions in Embassy One:

Tenant	Location	Area Leased (msf.)	Date of Transaction	*Rent (INR per sq. ft. per month)	Type of facility
Tenant 1	Bellary Road	0.01	Q1 2024	137	Fresh
Tenant 2	Bellary Road	0.01	Q1 2024	120	Fresh
Tenant 3	Bellary Road	0.06	Q2 2023	147	Fresh

Source: ^Rent Roll dated 31st March 2024.

Note:

- * The rental rates do not include parking rent.
- The data represented is on calendar year basis.

Considering our subject property's location, grade of the building, amenities offered, tenant profile, lease terms, etc. we have assumed market lease rent as INR 147 per sq. ft. per month inclusive of parking rent and CAM income as INR 16 per sq. ft. per month.

- Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market in line with market norms.

4.4. Revenue Assumptions - Hotel

Operating Revenues	Units	Four Seasons
ARR	(INR/Room/Night)	14,000
Increase in ARR	(YoY)	5%
Stabilized Occupancy	%	72%
Food & Beverage Revenue	% Of Rooms Revenue	100%



Operating Revenues	Units	Four Seasons
Spa Revenue	% Of Rooms Revenue	10%
Minor Operating Department (MOD) Revenue	% Of Rooms Revenue	10%

- **Average Room Rent (ARR):** ARR for the hotel has been considered in line with the ARR for comparable hotels at INR 14,000/ Room/ Night. Keeping in mind the historical trend of ARR, the upcoming supply in the micro market, the ARR growth rate is assumed at 5% Y-O-Y from April 2024 onwards.
- **Stabilized Occupancy:** Based upon our analysis of occupancy trends in the hotel, occupancy is expected to be stabilized at 72% in FY 2026.
- **F&B Revenue:** We have assumed F&B revenue of 100% of room revenue.
- **Spa Revenue:** We have assumed a SPA revenue of 10% of room revenue.
- **Minor Operating Department (MOD) Revenue:** We have assumed a MOD revenue of 10% of room revenue.

4.5. Expense Assumptions - Office

Development Cost

The office block is operational in nature with no pending capital expenditure to be incurred.

Major Repair and Improvement

No major repair and Improvement costs are to be incurred in relation to the office block.

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to completed block):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	3.9
Other Operating Expenses	% of Lease Rental & Parking Income	2%



Nature of Expense	Units	Details
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Asset Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the lease rentals and parking income. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.6. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises and rent roll analysis, rent-free period of 4 months has been considered for existing lease rollovers for Year 1 from and 2 months for Year 2. For new leases rent-free period of 4 months has been considered from Year 1.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.7. Operating Cost - Hotel

Expenses	Unit	Four Seasons
Room Cost (Including employee cost)	% of Rooms Revenue	13%
Food & Beverage Cost	% of F&B	39%
Spa Cost	% of Spa Revenue	50%
Other Operation Department Cost	% of MOD Revenue	30%
Payroll	% of Total Revenue	12%
Administration & General Cost	% of Total Revenue	3%
Operating Expenses	% of Total Revenue	8%
Sales & Marketing Expenditure	% of Total Revenue	3.4%
Repairs & Maintenance	% of Total Revenue	2.5%
Base Management Fee	% of Total Revenue	0.3%
Advisory Fee	% of Total Revenue	1.8%
Royalty Fee	% of Total Revenue	0.5%
Management Incentive Fee	% of Total Revenue	Ref 1
FF&E Reserve	% of Total Revenue	0.5%

Source: Valuer assessment & Information received from Client.

Ref 1-- Management incentive Fee: For $GOP < 30\% = 5.5\%$, $GOP 30 - 40\% = 6.5\%$, $GOP 40 - 45\% = 7.5\%$, $GOP > 45\% = 8.0\%$.

Operating Cost

- **Departmental Expenses:** We have assumed the Room Cost, F&B cost, spa cost & Minor Operating Department (MOD) cost at 13%, 39%, 50% & 30% of respective revenues.
- **Property Taxes & Insurance:** We have assumed the property tax & insurance as per Information received from Client.
- **Undistributed Cost:** We have assumed undistributed costs like Payroll, Administration, Sales & Marketing, operating expenses basis on prevailing trends in the similar comparable hotels.
- **Base Management Fee (% of Total Revenue):** Base fee of 0.3% has been considered as informed by the Client.
- **Advisory Fee (% of Total Revenue):** Advisory fee of 1.8% has been considered as informed by the Client.
- **Royalty Fee (% of Total Revenue):** Royalty fee of 0.5% has been considered as informed by the Client.



- **Management Incentive Fee:** As per the management terms shared by the Client the incentive fee of 5.5% is applicable if the GOP % is less than 30%. The same is 6.5%, if the GOP is between 30% to 40%, 7.5% if the GOP is between 40% to 45% and 8.0% if GOP is greater than 45%.
- **Furniture, Fixtures & Equipment (FF&E) Reserve (% of GOP):** FF&E reserve 2% is considered which is in line with the market trends of hospitality industry.

4.8. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 7.75% for office and 7.14% for hospitality developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.9. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM), 13.00% for under construction Office & Retail segment and 12.14% for Hospitality segment.

4.10. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:



Market Value of the Subject Property	
Components	Value in (₹Mn)
Completed Block	5,390
Hotel	9,077
Total Value of Embassy One	14,467



J. EMBASSY BUSINESS HUB



1. Property Description - Embassy Business Hub

Property Name	Embassy Business Hub (EBH) - Comprising of Operational and Under-construction commercial IT/ITeS office blocks.
Address	Embassy Business Hub (EBH), Sy. # 25/2, 25/3 & 26, Venkatala Village, Bellary Road, Yelahanka Bengaluru North, Bengaluru.
Ownership & Title Details	JDA: approx. 13 acres (by the respective landowners).
Leasable Area	Total leasable Area – approx. 2.1 msf.

Source: Information received from Client, Architect Certificate, Title Report.

Note: The share of Embassy Office Parks REIT in the total leasable area is approx. 1.4 msf.

1.1. Encumbrances

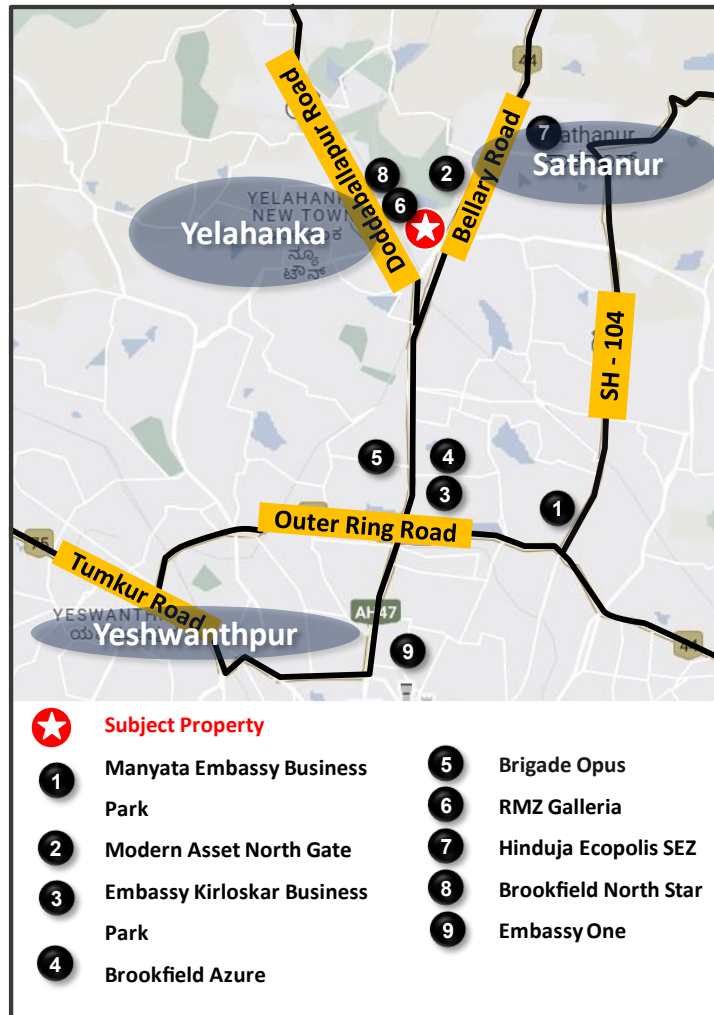
Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Trilegal. We have not checked and verified the title of the Subject Property.

2. Location

2.1. General

The Subject Property is located along the Bellary Road (NH-44) and has a good connectivity to the Kempegowda International Airport. The NH-44 connects Bengaluru city to Kempegowda International Airport & Devanahalli in the North and Outer Ring Road towards the South of the micro-market further enhances the connectivity to other parts of the city. The Subject Property is also located in close proximity to Yelahanka micro-market which has emerged as one of the most prominent residential locations of North Bengaluru. The micro market, which already has good social and physical infrastructure is expected to witness further growth upon completion of the proposed infrastructural expansions such as Metro to Airport emanating from the Outer Ring Road.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property is spread out over approx.13 acres of land parcel. Located along NH-44 (Bellary Road), the Subject Property witnesses a good frontage and also has a relatively flat topography with no significant variations in the height of the land.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Private Property.
- **South:** Private Property.
- **East:** Bellary Road.
- **West:** Private Property.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 2-3 kms from Yelahanka Railway Station.
- Approx. 18-19 kms from M G Road Metro Station.
- Approx. 18-19 kms from Bengaluru Railway Station.
- Approx. 18-20 kms from Kempegowda International Airport.

The Subject Property is well accessible to different parts of the city through the Bellary Road. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

Embassy Business Hub Embassy Business Hub is a Non-SEZ Grade A Tech Park located on Bellary Road, Bengaluru. The Subject Property has two phases - Phase I (operational) & Phase II (under construction).



Phase I and Phase II of the Grade A Tech Park admeasuring approx.0.7 msf. and approx.1.4 msf. of leasable area respectively. Phase II which is under construction is expected to be completed by Q1 FY 2029.

3.1. Key Asset Information

Completed Block

Particulars:	Details					
Building Area:	Office					
	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)	
					Landlord	Embassy REIT Share
	Phase I	3B + G + 13	Non-SEZ	(Commencement of operation – Q3 FY 2024)	0.3	0.4
	Total					0.7
Asset type:	Commercial Office/Non SEZ					
Approved Usage:	Non-SEZ					
Approvals received and pending as on Valuation Date	List of approvals detailed in Annexure 4.					

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.



Under Construction/ Proposed Block

Particulars:	Details																										
Building Area:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th colspan="6" style="background-color: #333333; color: white;">Office</th> </tr> <tr> <th rowspan="2" style="background-color: #333333; color: white;">Block Name</th> <th rowspan="2" style="background-color: #333333; color: white;">Building Elevation</th> <th rowspan="2" style="background-color: #333333; color: white;">SEZ/ Non-SEZ</th> <th rowspan="2" style="background-color: #333333; color: white;">Construction Completion Timeline*</th> <th colspan="2" style="background-color: #333333; color: white;">Leasable Area (msf.)</th> </tr> <tr> <th style="background-color: #333333; color: white;">Landlord</th> <th style="background-color: #333333; color: white;">Embassy REIT Share</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Phase II</td> <td style="text-align: center;">NA</td> <td style="text-align: center;">Non-SEZ</td> <td style="text-align: center;">FY 2029</td> <td style="text-align: center;">0.4</td> <td style="text-align: center;">1.0</td> </tr> <tr> <td colspan="4" style="text-align: center;">Total</td> <td colspan="2" style="text-align: center;">1.4</td> </tr> </tbody> </table> <p><i>Note: *the timelines are mentioned as per financial year from April to March.</i></p>	Office						Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)		Landlord	Embassy REIT Share	Phase II	NA	Non-SEZ	FY 2029	0.4	1.0	Total				1.4	
Office																											
Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)																							
				Landlord	Embassy REIT Share																						
Phase II	NA	Non-SEZ	FY 2029	0.4	1.0																						
Total				1.4																							
Asset Type:	Commercial Office/Non SEZ																										
Approved Usage:	Non SEZ																										
Leasable Area:	Phase II: 1.4 msf.																										
Status of construction:	Under construction																										
Approvals received and pending as on Valuation Date	List of approvals detailed in Annexure 4.																										

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property consists of operational and under-construction commercial office developments and was physically inspected on April 03, 2024.
Inspection Details:	The inspection comprised of visual inspection of: Operational and Under Construction Office Development
Key Observation	As of the date of the site visit, phase I of the project was operational, while phase II had initiated its construction activities. Presently, slab works are underway.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.



3.3. Lease Expiry Profile

Philips India Limited is the single occupant as of now in Phase I occupying 0.4 msf. and the ultimate lease expiry in Phase I is 15 years.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Development. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Block	0.4
Under Construction/ Proposed Blocks	1.0
Total	1.4

Source: Architect certificate, rent roll dated 31st March 2024, lease deeds.

4.2. Construction Timelines

Under Construction/ Proposed Blocks

Based on visual inspection during the site visit and information provided by the Client, the following timelines for construction have been adopted for the purpose of this valuation exercise:

Block [^]	Leasable/ Developable Area (msf.)	Construction Completion Timeline*
Phase II	1.4	FY 2029

Source: Information received from Client, *the timelines are mentioned as per financial year from April to March.

Under construction area details are provided to us by Client for the Subject Property comprising of II including food court and same has been considered for the purview of this exercise.

4.3. Revenue Assumptions - Office

Revenue Assumptions - Phase I

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	57
Market Rent -Office	INR per sq. ft. per month	65
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	3,000
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc.

Revenue Assumptions - Phase II

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	-
Market Rent -Office	INR per sq. ft. per month	65
Market Rent- Food Court	INR per sq. ft. per month	80
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	3,000
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc.

- Market Rent Office:** Peripheral North Peripheral North micro market has witnessed net absorption of approx. 1.3 msf. in Q1 CY 2024 which approx. 50% of the net absorption levels of CY 2023. Further, rentals in submarket (Yelahanka to Devanahalli) witnesses rentals in the range of INR 55 to 65 per sq. ft. per month primarily as the location is emerging in terms of real estate activity, social infrastructure, etc. Further, we understand that traction in the buildings quoting lower rentals in the range of INR 55 to 65 per sq. ft. per month is expected to gradually increase on account of the increased demand for good quality commercial buildings.

Following are the lease transactions in the micro market:

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	Devanahalli	0.1	Q1 2024	49	Fresh
Tenant 2	Thanisandra Road	0.04	Q3 2023	65	Fresh
Tenant 3	Yelahanka	0.04	Q1 2023	48	Fresh
Tenant 4	Thanisandra Road	0.02	Q4 2023	58	Fresh
Tenant 5	Bellary Road	0.02	Q1 2023	64	Fresh

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 6	Thanisandra Road	0.02	Q1 2023	65	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Considering our subject property's location, grade of the building, amenities offered, tenant profile, lease terms etc, we have assumed market lease rent as INR 65 per sq. ft. per month, parking rent as INR 3,000 per bay per month and CAM income as INR 13 per sq. ft. per month.

- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market in line with market norms.
- **Parking Income:** We have assumed 1:750 ratio to arrive at total number of slots & applied with 25% as free slots & 75% as paid slots with a market rent of INR 3,000 per bay per month.
- **Other Income:** Other income typically includes income generated from Signage, ATM, Telecom Tower, Vending Machine, food court, etc. We have assumed these incomes to be approx. 1% of the total lease revenue.

4.4. Expense Assumptions - Office

Development Cost

The following table highlights the assumptions towards the development cost for commercial blocks at the subject development:

Block	Pending Cost to be Spent (INR Mn)
Phase I	151
Phase II	6,616

Source: Information received from Client.

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.3
Property Tax	INR per sq. ft. per month	3.1
Other Operating Expenses	% of Lease Rental & Parking Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Asset Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the lease rentals and parking income. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	2%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 2.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises and rent roll analysis, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for Phase I (operational) and 13.00% for Phase II (under construction).

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Phase I	3,950
Phase II	1,793
Total Value of Embassy Business Hub	5,743



K. EXPRESS TOWERS



1. Property Description - Express Towers

Property Name	Express Towers
Address	Express Towers, Plot no. 236, Block III of Backbay Reclamation Estate, Barrister Rajni Patel Marg, Nariman Point, Mumbai.
Ownership & Title Details	Indian Express Newspapers (Mumbai) Private Limited.
Leasable Area	Total Leasable Area – approx. 0.5 msf.

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Cyril Amarchand Mangaldas. We have not checked and verified the title of the Subject Property.

2. Location

2.1. General

Express Towers is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in Barrister Rajni Patel Marg, Nariman Point, Mumbai. The Subject Property is a commercial building measuring approx. 0.5 msf. of leasable area. Subject Property is a Non-SEZ type of a commercial building, and the structure of the building has ground plus 25 floors and a terrace. The building also has basement parking. The Subject Property is accessible from the Barrister Rajni Patel Marg. It enjoys good accessibility and connectivity with other parts of the city.

South Mumbai is one of the most sought after commercial micro-markets of Mumbai and is considered as the Central Business District of Mumbai and is home to IT, commercial office, bank establishments. The micro market has presence of established buildings by prominent developers like K Raheja Corp, Lodha, Godrej, Kalpataru, etc.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property is located in South Mumbai, is accessible through Barrister Rajni Patel Marg. It is located at approx. 1 kms from Church gate Railway Station and 3 kms from Marine Lines Railway Station. Prominent landmarks near the Subject Property are Trident Hotel and Oberoi Hotel.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Air India Building.
- **South:** Secondary Access Road & TCS (Nirmal) Registered Office.
- **East:** Access Road.
- **West:** Access Road and Trident Hotel.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 1 kms from Churchgate Railway Station (Western Railway).
- Approx. 3 kms from Chhatrapati Shivaji Terminus Railway Station.
- Approx. 19 kms from Bandra Kurla Complex.
- Approx. 23 kms from Mumbai Domestic Airport.
- Approx. 24 kms from Chhatrapati Shivaji International Airport.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.



3. Key Asset Information

Particulars:	Details
Entity:	Indian Express Newspapers (Mumbai) Private Limited. ¹
Age of Building based on the date of Occupancy Certificate:	54 Years
Asset Type:	Commercial Office/Non-SEZ
Sub-Market:	Central Business District
Approved and Existing usage:	Non-SEZ
Land Area:	approx. 1.5 acres
Freehold/Leasehold:	Freehold
Leasable Area:	0.5 msf.
Occupied Area:	0.5 msf.
Occupancy (%)	96%
Current Effective Rent (excluding Parking)	INR 268 per sq. ft. per month (Office and Retail Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

3.1. Subject Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising a single building of 25 floors with Basement and ground, physically inspected on 16 th April 2024.
Inspection Details:	The inspection comprised of visual inspection of: Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc.

Particulars:	Description
Key Observation	<ul style="list-style-type: none"> • Subject Property has STP, safety features and power back-up facilities. • The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. • No instances of any major logging or water accumulation were observed during the inspection. • The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.2. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Express Towers operational asset is working out to approx. 4.1 years, with approx. 98% of occupied area expiring between CY 2024 and CY 2034.

4. Value Assessment

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is a commercial building. Further, the table below highlights the area configuration of the subject property:

Block	Total Area (msf.)
Completed Block	0.5

Source: Architect certificate, Rent Roll dated 31st March 2024, Lease Deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 0.5 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed building.

- As per the rent roll dated 31 Mar 2024 provided to us by Client, it was observed that the operational building is approx. 96% occupied (including all category spaces).



4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	268
Market Rent - Office	INR per sq. ft. per month	285
Market Rent - Office (Basement + Ground)	INR per sq. ft. per month	200
Market Rent- Retail	INR per sq. ft. per month	330
Rent Escalation	% Every 3 years	15%

- Market Rent Office:** The total net absorption of commercial office space in CBD micro market during Q1 2024 has been approx. 0.02 msf. and in 2023 total net absorption was approx. 0.02 msf. Premium supply in the micro market command rentals in the range of INR 240 to INR 300 per sq. ft. per month on leasable area. Considering the location, accessibility, quality, size of the building, keeping in view of the future supply, it is assumed that the Subject Property shall be able to command an average rental of INR 285 per sq. ft. per month.

*A unit with leasable area of 36,163 sq. ft. is located on basement and ground floor for which the market rentals of INR 200 per sq. ft. per month is considered.

Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	Nariman Point	3,300	Q1 2024	236	Renewal
Tenant 2	Nariman Point	8,000	Q1 2024	233	Fresh
Tenant 3	Nariman Point	9,200	Q1 2024	230	Renewal
Tenant 4	Nariman Point	2,089	Q4 2023	264	Fresh
Tenant 5	Nariman Point	3,643	Q4 2023	250	Renewal
Tenant 6	Nariman Point	1,385	Q4 2023	325	Renewal
Tenant 7	Nariman Point	8,000	Q3 2023	233	Renewal
Tenant 8	Nariman Point	6,136	Q3 2023	345	Renewal
Tenant 9	Nariman Point	24,584	Q3 2023	265	Renewal
Tenant 10	Nariman Point	6,610	Q3 2023	391	Renewal
Tenant 11	Nariman Point	8,700	Q2 2023	305	Renewal
Tenant 12	Nariman Point	7,668	Q2 2023	260	Renewal
Tenant 13	Nariman Point	6,732	Q2 2023	295	Renewal
Tenant 14	Nariman Point	3,600	Q2 2023	283	Renewal
Tenant 15	Nariman Point	3,500	Q2 2023	240	Renewal
Tenant 16	Nariman Point	2,170	Q2 2023	272	Renewal
Tenant 17	Nariman Point	10,307	Q1 2023	310	Renewal
Tenant 18	Nariman Point	3,921	Q1 2023	239	Renewal
Tenant 19	Nariman Point	910	Q1 2023	235	Renewal

Source: Consultant Research.

Note: The data represented is on calendar year basis.



Hence, we have assumed market lease rent as INR 285 per sq. ft. per month, CAM income as INR 21 per sq. ft. per month and HVAC income as INR 13.5 per sq. ft. per month for vacant/under construction/proposed space.

- **Market Rent Retail:** Basis our market research & rent roll analysis, it was understood that the retail premises are transacted in the range of INR 300 to 400 per sq. ft. per month. Hence, we have assumed a market rent of INR 330 per sq. ft. per month on leasable area for retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.

4.4. Expense Assumptions - Office

Operating Cost

A development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise.

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.6
Property Tax	INR per sq. ft. per month	5.7
Other Operating Expenses	% of Gross Rental Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Valuer assessment; Property Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management Fees:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease – 4 Months Renewal Lease – 2 Months
Brokerage	No. of Months	New Lease – 2 Months Renewal Lease – 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 7.5% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.



The derived discount rate of 11.75% for operational segment (including CAM).

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Express Tower	18,935



L. EMBASSY 247



1. Property Description - Embassy 247

Property Name	Embassy 247
Address	Embassy 247, Hariyali Village, Kurla Taluka, Lal Bahadur Shastri Road, Gandhi Nagar, Vikhroli West, Mumbai.
Ownership & Title Details	Vikhroli Corporate Park Private Limited – approx.7.3 acres (Ownership by Embassy Office Parks REIT).
Leasable Area	Total operational area – approx. 1.2 msf.

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Little & Company. We have not checked and verified the title of the Subject Property.

2. Location

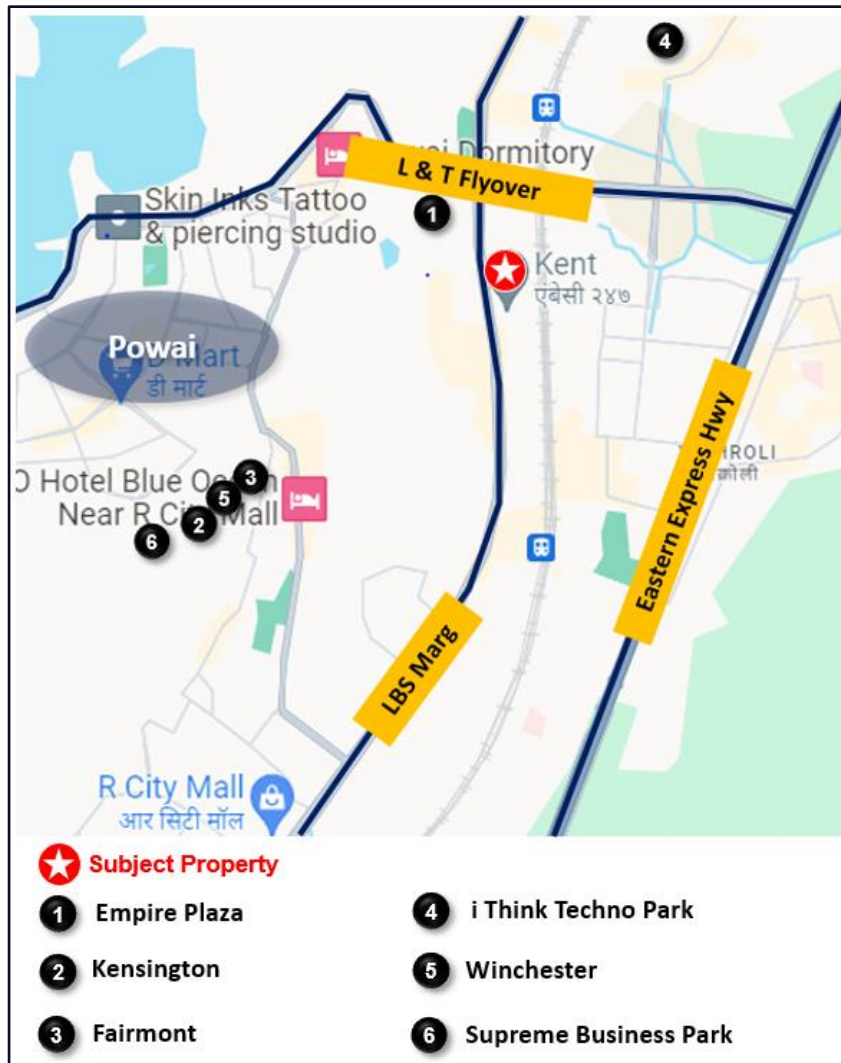
2.1. General

247 Park is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in Vikhroli West, Mumbai. The Subject Property is a commercial building measuring approx. 1.2 msf. of leasable area. Subject Property is a Non-SEZ type of a commercial building. 247 Park has 3 towers namely A, B & C. The structure of Wing A & C has ground plus 11 floors and two levels of basement Parking whereas Wing B has ground plus 14 floors and two levels of basement Parking. The Subject Property is accessible from the Lal Bahadur Shastri Road. It enjoys good accessibility and connectivity with other parts of the city.

Eastern Suburbs is one of the most sought after commercial micro-markets of Mumbai and is home to IT, commercial office, bank establishments. The micro market has presence of prominent developers like Lodha, Runwal Realty, Dosti Group, L&T Realty, Godrej Properties, etc.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property is located in Vikhroli West, adjacent to LBS Marg. It is located at a distance of approx. 1.8 kms from Vikhroli Railway Station and 1.5 kms from Kanjurmarg Railway Station.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** HCC Ltd (Commercial Development).
- **South:** Raj Plaza (Commercial Development).
- **East:** Railway Tracks.
- **West:** Primary Access Road.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 1.8 kms from Vikhroli Railway Station.
- Approx. 2 kms from Eastern Express Highway.
- Approx. 1.5 kms from Kanjurmarg Railway Station.
- Approx. 5.3 kms from Jagruti Nagar Metro Station.
- Approx. 12 kms from Mumbai International Airport.

The Subject Property is well accessible from all locations of Mumbai-Navi Mumbai and MMR. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

247 Park is a commercial building with Occupancy Certificate (OC) located in Vikhroli West, Mumbai. The building admeasures approx. 1.2 msf. of leasable area. 247 Park has 3 towers namely A, B & C. The structure of Wing A & C has ground plus 11 floors and two levels of basement Parking whereas Wing B has ground plus 14 floors and two levels of basement Parking.

3.1. Key Asset Information

Particulars:	Details
Entity:	Vikhroli Corporate Park Private Limited ¹
Age of Building based on the date of Occupancy Certificate:	14 years
Asset Type:	Commercial Office / Non-SEZ block
Sub-Market:	Eastern Suburbs
Approved and Existing usage:	Non-SEZ
Land Area:	approx. 7.3 acres
Freehold/Leasehold:	Freehold
Leasable Area:	1.2 msf.
Occupied Area:	1.2 msf.
Occupancy (%)	100%
Current Effective Rent (excluding Parking)	INR 110 per sq. ft. per month (Office and Retail)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

3.2. Subject Property Inspection:

Particulars:	Description
Date of Inspection:	The Subject Property comprising 3 operational buildings which was physically inspected on 16 th April 2024.
Inspection Details:	The inspection comprised of visual inspection of: Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc.
Key Observation	<ul style="list-style-type: none"> Subject Property has STP, safety features and power back-up facilities. The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. No instances of any major logging or water accumulation were observed during the inspection. The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Embassy 247 operational asset is working out to approx. 3.9 years, with approx. 97% of occupied area expiring between CY 2024 and CY 2031.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Block	1.2

Source: Architect certificate, rent roll dated 31st March 2024, lease deeds.

4.2. Construction Timelines

Completed Block

As highlighted earlier, the Subject Property has approx. 1.2 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

As per the rent roll dated 31 Mar 2024 provided to us by Client, it was observed that the operational block is approx. 100% occupied (including all category spaces).

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	110
Market Rent -Office	INR per sq. ft. per month	115
Market Rent- Retail	INR per sq. ft. per month	250
Rent Escalation	% Every 3 years	15%
Other Income (Income from Cell sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc. However, same has not been considered for under construction & proposed asset cashflows.

- Market Rent Office:** The total net absorption of commercial office space in Eastern Suburbs micro market during Q1 2024 has been approx. 0.12 msf. Premium Grade A supply in the micro market command rentals in the range of INR 100 to 180 per sq. ft. per month on leasable area. Due to the advantages of location, accessibility, quality, size of the building, keeping in view of the future supply, it is assumed that the Subject Property shall be able to command an average rental of INR 115 per sq. ft. per month.

Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	Vikhroli West	50,818	Q1 2024	158	Renewal
Tenant 2	Vikhroli East	22,269	Q1 2024	165	Fresh
Tenant 3	Vikhroli West	12,446	Q1 2024	125	Fresh
Tenant 4	Vikhroli East	14,340	Q1 2024	170	Fresh
Tenant 5	Vikhroli East	21,316	Q4 2023	170	Fresh
Tenant 6	Vikhroli East	23,007	Q4 2023	170	Fresh
Tenant 7	Vikhroli East	21,883	Q4 2023	170	Fresh
Tenant 8	Vikhroli East	22,339	Q4 2023	170	Fresh



Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 9	Vikhroli East	15,417	Q4 2023	167	Fresh
Tenant 10	Kanjurmarg West	7,345	Q4 2023	145	Fresh
Tenant 11	Vikhroli East	14,932	Q3 2023	167	Fresh
Tenant 12	Vikhroli East	20,903	Q2 2023	136	Fresh
Tenant 13	Vikhroli West	20,764	Q2 2023	150	Renewal
Tenant 14	Kanjurmarg East	4,340	Q2 2023	112	Fresh
Tenant 15	Vikhroli East	13,386	Q2 2023	185	Fresh
Tenant 16	Vikhroli East	21,555	Q1 2023	165	Fresh
Tenant 17	Vikhroli East	12,772	Q1 2023	185	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 115 per sq. ft. per month and CAM income as INR 18 per sq. ft. per month for vacant/under construction/proposed space.

- Market Rent Retail:** Basis our market research & rent roll analysis, it was understood that the retail premises are transacted in the range of INR 200 to 300 per sq. ft. per month. Hence, we have assumed a market rent of INR 250 per sq. ft. per month on leasable area for retail premises.
- Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- Other Income:** We have assumed other income as 1%.

4.4. Expense Assumptions - Office

Operating Cost

A development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	3.3
Other Operating Expenses	% of Gross Rental Income	2%

Nature of Expense	Units	Details
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Valuer assessment; * Property Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management Fees:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease - 4 Months Renewal Lease - 2 Months
Brokerage	No. of Months	New Lease - 2 Months Renewal Lease - 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest,



the cap rate for the subject properties has been assumed to be 8% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment.

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy 247	19,075

M. FIRST INTERNATIONAL FINANCIAL CENTRE (FIFC)



1. Property Description - FIFC

Property Name	First International Financial Centre (FIFC) -Comprising of completed commercial office blocks.
Address	First International Financial Centre (FIFC), Plot no. C-54 & C-55, G Block, BKC Road, Mumbai, Maharashtra 400 051.
Ownership & Title Details	Earnest Towers Private Limited – approx. 2.0 acres ¹ (Ownership by Embassy Office Parks REIT)
Leasable Area	Total operational area – approx. 0.4 msf.

Source: Architect Certificate, Title Report.

Note: 1. FIFC has undivided right of 54.2% of the land.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by King & Partridge. We have not checked and verified the title of the Subject Property.

2. Location

2.1. General

First International Financial Centre (FIFC) is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in G Block, Bandra Kurla Complex, Mumbai. The Subject Property is a commercial building measuring approx. 0.4 msf. of leasable area. Subject Property is a Non-SEZ type of a commercial building, and the structure of the building has ground plus 13 floors and a terrace. The building also has two levels of basement parking. The Subject Property is accessible from the Bandra Kurla Complex Link Road. It enjoys good accessibility and connectivity with other parts of the city.

First International Financial Centre (FIFC) is an operational Grade A completed building (hereinafter referred to as Subject Property), is located in G Block, Bandra Kurla Complex, Mumbai. The Subject Property is a commercial building measuring approx. 0.4 msf. of leasable area. Subject Property is a Non-SEZ type of a commercial building, and the structure of the building has ground plus 13 floors and a terrace. The building also has two levels of basement parking. The Subject Property is accessible from the Bandra Kurla Complex Link Road. It enjoys good accessibility and connectivity with other parts of the city.

BKC is one of the most sought after commercial micro-markets of Mumbai and is considered as the Secondary Business District of Mumbai and is home to IT, commercial office, bank establishments. The micro market has



presence of established buildings by prominent developers like K Raheja Corp, Wadhwa Group, Sunteck, Godrej, Adani, etc.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property is located in BKC i.e., at a distance of approx. 2 kms from Kurla Railway Station and 5 kms from Bandra Railway Station. Prominent landmarks near the Subject Property are Bharat Diamond Bourse, Reserve Bank of India office and BKC Telephone Exchange.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Primary Access Road.
- **South:** Secondary Access Road.
- **East:** Vacant Land Parcel belongs to MMRDA.
- **West:** TCG Financial Centre (Commercial Development).



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 2 kms from Kurla Railway Station (Central Railway).
- Approx. 3 kms from Western Express Highway.
- Approx. 5 kms from Bandra Railway Station (Western Railway).
- Approx. 5 kms from Eastern Express Highway.
- Approx. 9 kms from Mumbai International Airport.

The Subject Property is well accessible from all locations of Mumbai-Navi Mumbai and MMR. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environmental Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water).

For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the property with respect to risks pertaining to earthquakes, high winds/cyclone and flooding was studied. Mumbai where the Subject Property is located falls in Seismic Zone III with moderate risk. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

The Subject Property is located at relatively higher elevation compared to overall topography of the city, indicating moderate risk of flooding.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals

for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

First International Financial Centre (FIFC) is a commercial building with Occupancy Certificate (OC) located in G Block, Bandra Kurla Complex, Mumbai. The building admeasures approx. 0.4 msf. of leasable area. The building has ground plus 13 floors and a terrace. The building also has two levels of basement parking.

3.1. Key asset Information

Particulars:	Details
Entity:	Earnest Towers Private Limited ¹
Age of Building based on the date of Occupancy Certificate:	10 Years
Asset Type:	Commercial Office/Non-SEZ
Sub-Market:	Bandra Kurla Complex
Approved and Existing usage:	Non-SEZ
Land Area:	approx. 2.0 acres ³
Freehold/Leasehold:	The underlying land is taken on leasehold basis from MMRDA
Leasable Area:	0.4 msf.
Occupied Area:	0.4 msf.
Occupancy (%)	100%
Current Effective Rent (excluding Parking)	INR 320 per sq. ft. per month (Office and Retail Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.
3. FIFC has undivided right of 54.2% of the land



The underlying land of the Subject Property is held as leasehold from Mumbai Metropolitan Region Development Authority (MMRDA). Given that the purpose and obligations associated with lease of the underlying land has essentially been achieved, the likelihood of lease getting cancelled or not renewed at the end of the tenure is negligible. Thus, no specific adjustments are required to be made towards the legal tenure of underlying land’s ownership.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising a single building with 2 basement + Ground + 13 floors inspected on 16 th April 2024. At the time of inspection, façade and all utilities were well maintained
Inspection Details:	The inspection comprised of visual inspection of: Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc.
Key Observation	<ul style="list-style-type: none"> Subject Property has STP, safety features and power back-up facilities. The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. No instances of any major logging or water accumulation were observed during the inspection. The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of FIFC operational asset is approx. 3.0 years, with approx.43% of occupied area expiring in CY 2025.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.



4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property.

Block	Total Area (msf.)
Completed Blocks	0.4

Source: Architect certificate, rent roll, lease deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 0.4 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31 Mar 2024 provided to us by Client, it was observed that the operational block is approx.100% occupied (including all category spaces).

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent - Office	INR per sq. ft. per month	320
Market Rent - Office	INR per sq. ft. per month	290
Market Rent - Retail	INR per sq. ft. per month	350
Rent Escalation	% Every 3 years	15%

- Market Rent Office:** The total net absorption of commercial office space in BKC micro market during Q1 2024 has been approx. 0.3 msf. and in 2023 total net absorption was approx. 0.4 msf. Premium Grade A supply in the micro market command rentals in the range of INR 300 to 450 per sq. ft. per month on leasable area. These rentals are at a premium to the market benchmarks primarily due to the locational advantage, the quality of construction, amenities, and an elite tenant list. Despite the market slowdown due to COVID-19 the micro market has witnessed substantial rental growth since past 2-3 years. Considering the location, accessibility, quality, size of the building, keeping in view of the future supply, it is assumed that the Subject Property shall be able to command an average rental of INR 290 per sq. ft. per month.



Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	BKC	14,984	Q1 2024	300	Fresh
Tenant 2	BKC	1,658	Q1 2024	314	Fresh
Tenant 3	BKC	2,180	Q1 2024	298	Fresh
Tenant 5	BKC	4,037	Q4 2023	295	Renewal
Tenant 6	BKC	8,995	Q4 2023	300	Renewal
Tenant 7	BKC	5265	Q4 2023	300	Fresh
Tenant 8	BKC	5588	Q4 2023	305	Renewal
Tenant 9	BKC	3,003	Q3 2023	276	Fresh
Tenant 10	BKC	2,445	Q3 2023	287	Fresh
Tenant 11	BKC	2,208	Q3 2023	270	Fresh
Tenant 12	BKC	1,002	Q3 2023	281	Fresh
Tenant 13	BKC	37,126	Q2 2023	270	Renewal
Tenant 14	BKC	18,640	Q2 2023	298	Fresh
Tenant 15	BKC	2,922	Q2 2023	272	Fresh
Tenant 16	BKC	5,800	Q1 2023	295	Fresh
Tenant 17	BKC	16,682	Q1 2023	289	Fresh
Tenant 18	BKC	7,318	Q1 2023	301	Fresh
Tenant 18	BKC	6,479	Q1 2023	300	Fresh
Tenant 19	BKC	3,845	Q1 2023	301	Fresh
Tenant 20	BKC	2,335	Q1 2023	299	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 290 per sq. ft. per month, and CAM income as INR 21 per sq. ft. per month for vacant/under construction/proposed space.

- **Market Rent Retail:** Basis our market research & rent roll analysis, it was understood that the retail premises are transacted in the range of INR 285 to 450 per sq. ft. per month. Hence, we have assumed a market rent of INR 350 per sq. ft. per month on leasable area for retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.

4.4. Expense Assumptions - Office

Operating Cost

Below mentioned are the few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise.



Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.1
Property Tax	INR per sq. ft. per month	8.1
Other Operating Expenses	% of Gross Rental Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; Property Management Fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management Fees:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease - 4 Months Renewal Lease - 2 Months
Brokerage	No. of Months	New Lease - 2 Months Renewal Lease - 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 7.75% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment.

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
First International Financial Centre (FIFC)	14,977



N. EMBASSY TECHZONE



1. Property Description - Embassy TechZone

Property Name	Embassy TechZone - Comprising of Completed & Under-construction commercial IT/ITeS SEZ and Non – SEZ office blocks.
Address	Embassy TechZone is located at Plot No. 3A, Hinjewadi Phase 2 Road, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Maharashtra 411057.
Ownership & Title Details	The Subject Property is leasehold in nature, with remaining lease term of approx. 77 years

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by King & Patridge Advocates. We have not checked and verified the title of the Subject Property.

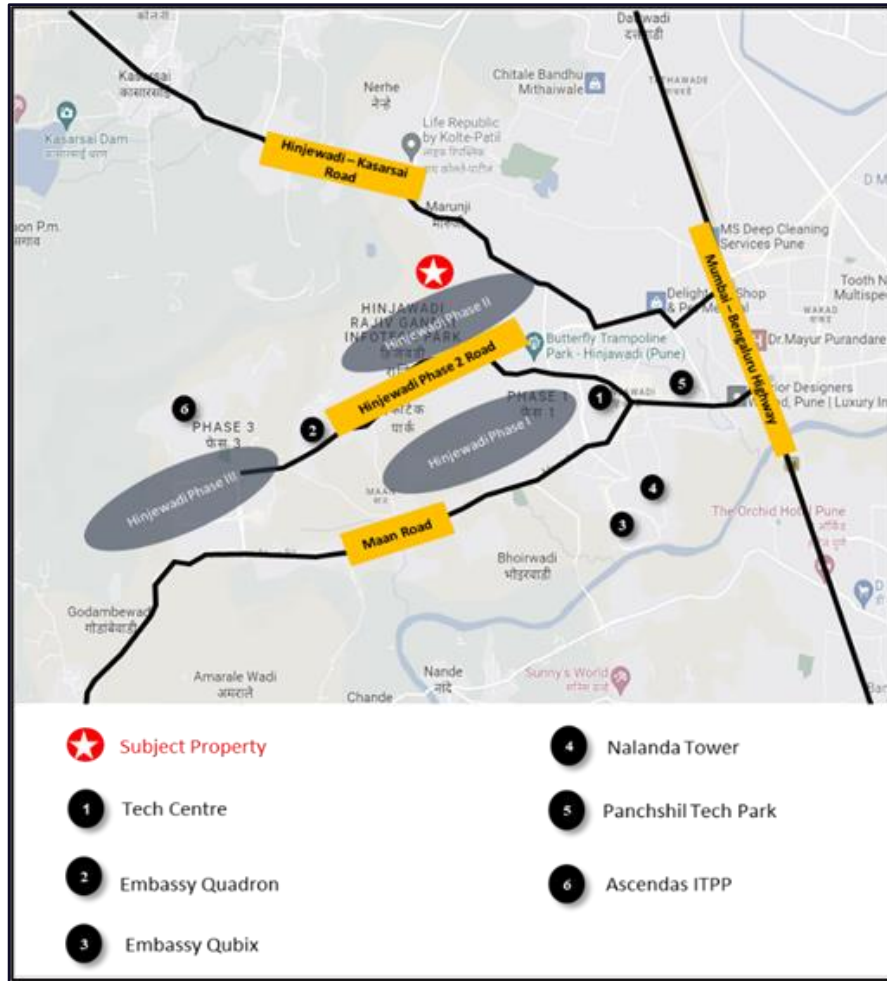
2. Location

2.1. General

'Embassy TechZone' (ETZ) is strategically situated in Pune's Hinjewadi area, which is renowned as a significant commercial and technological centre. The location of ETZ offers exceptional accessibility, with key landmarks at convenient distances. It is approx. 5 kms from National Highway 48, connecting major cities like Mumbai, Pune, and Bengaluru. Pune's CBD is approx. 18 kms away, while the Pune Railway Station is around 20 kms from ETZ. Additionally, Pune International Airport is accessible at a distance of approx. 26 kms.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Residential Development.
- **South:** Commercial Development.
- **East:** Vacant Land.
- **West:** Vacant Land.

2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:



- Approx. 5-6 km from NH 48 (Mumbai – Bengaluru highway).
- Approx. 1 -2 km from Proposed Infosys Phase II Metro Station.
- Approx. 20 -21 km from Pune Railway Station.
- Approx. 25 -26 km from Pune International Airport.

The Subject Property is well accessible to different parts of the city. It also has access to basic urban infrastructure in terms of power, water supply and availability of MIDC Infrastructure.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations:

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

"Embassy TechZone" has been conceived as an expansive office park spanning approx. 67.5 acres of land area. This property currently operates as an IT/ITeS SEZ and Non-SEZ office park, accommodating multiple tenants. It offers a wide array of facilities and amenities, including a food court, intra-park shuttle service, gymnasium, multi-level parking, and a sports ground.



Completed Blocks – Colarado Mississippi, Congo, Rhine, Mekong, Nile, Food Court, Hudson, and Ganges.

The completed buildings and parts thereof with Occupancy Certificate (OC) collectively admeasure approx. 3.0 msf. of leasable area. Out of them – Colarado Mississippi, Congo, Rhine, Mekong, Nile are SEZ buildings and Hudson, and Ganges is Non-SEZ building.

Under Construction/ Proposed Blocks – Volga is an under-construction block, whereas Blocks 4, 9, and 10 are proposed blocks.

The under-construction building Volga admeasuring approx. 0.04 msf. of leasable area is expected to be completed by FY 2026. The proposed blocks Block 4, 9 and 10 admeasuring approx. 2.4 msf. of leasable area are expected to be completed by FY 2030.

3.1. Key Asset Information

Completed Blocks

Particulars:	Details				
Entity:	Embassy Pune TechZone Private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)
	Colorado	S2+S1+G+5	SEZ	15	0.3
	Mississippi	S2+S1+G+5	SEZ	15	0.3
	Congo	G+10	SEZ	7	0.5
	Rhine	G+8	SEZ	7	0.5
	Mekong	G+9	SEZ	12	0.3
	Nile	B+G+7	SEZ	13	0.3
	Food Court	G+1	-	4	0.0
	Hudson	S+G+11	Non-SEZ	1	0.5
	Ganges	S+G+11	Non-SEZ	1	0.4
	Total				3.0
Asset Type:	Tech Park with 6 SEZ blocks and 2 Non-SEZ block				
Sub-Market:	PBD West				



Particulars:	Details
Approved and Existing usage:	IT/ITeS SEZ & Non-SEZ
Land Area:	approx. 67.5 acres
Freehold/Leasehold:	Leasehold
Leasable Area:	3.0 msf.
Occupied Area:	2.1 msf.
Occupancy (%)	78%
Current Effective Rent (excluding Parking)	INR 54 per sq. ft. per month (Office, Retail and Telecom Tenants Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

Under Construction/ Proposed Blocks

Particulars:	Details																														
Building Area:	Office																														
	<table border="1"> <thead> <tr> <th>Block Name</th> <th>Building Elevation</th> <th>SEZ/ Non-SEZ</th> <th>Construction Completion Timeline*</th> <th>Leasable Area (msf.)</th> </tr> </thead> <tbody> <tr> <td>Volga</td> <td>NA</td> <td>SEZ</td> <td>FY2025</td> <td>0.0</td> </tr> <tr> <td>Block 4</td> <td>NA</td> <td>SEZ</td> <td>FY 2028</td> <td>0.4</td> </tr> <tr> <td>Block 9</td> <td>NA</td> <td>SEZ</td> <td>FY 2029</td> <td>1.0</td> </tr> <tr> <td>Block 10</td> <td>NA</td> <td>SEZ</td> <td>FY 2030</td> <td>1.0</td> </tr> <tr> <td>Total</td> <td></td> <td></td> <td></td> <td>2.4</td> </tr> </tbody> </table>	Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)	Volga	NA	SEZ	FY2025	0.0	Block 4	NA	SEZ	FY 2028	0.4	Block 9	NA	SEZ	FY 2029	1.0	Block 10	NA	SEZ	FY 2030	1.0	Total				2.4
	Block Name	Building Elevation	SEZ/ Non-SEZ	Construction Completion Timeline*	Leasable Area (msf.)																										
	Volga	NA	SEZ	FY2025	0.0																										
	Block 4	NA	SEZ	FY 2028	0.4																										
	Block 9	NA	SEZ	FY 2029	1.0																										
	Block 10	NA	SEZ	FY 2030	1.0																										
Total				2.4																											
<i>Note: *the timelines are mentioned as per financial year from April to March.</i>																															
Asset Type:	Commercial Office/IT SEZ/Non-SEZ																														
Approved Usage:	Commercial office																														



Particulars:	Details
Leasable Area:	approx. 2.4 msf.
Status of Construction:	Volga - Under Construction Block 4, 9, and 10 - Proposed
Approvals received and pending as on Valuation Date	List of approvals detailed in Annexure 4.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising nine operational buildings along with four future development areas was physically inspected on April 10, 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc. Area provisioned for Future development.
Key Observation	<ul style="list-style-type: none"> Completed/ Operational Building: Colorado Mississippi, Congo, Rhine, Mekong, Nile, Food Court, Hudson, and Ganges Future development: Volga, Block 4, 9 and 10 Other Amenities: Food Court Awards & Certifications: NA Parking: Yes Other Observations: None The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile:

The Weighted Average Lease Expiry (WALE) of ETZ operational asset is working out to approx. 4.3 years, with approx. 93% of occupied area expiring between CY 2024 and CY 2034.



4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach – Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Blocks	3.0
Under- Construction/ Proposed Blocks	2.4
Total	5.5

Source: Architect certificate, rent roll dated 31st March 2024, lease deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 3.0 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31 Mar 2024 provided to us by Client, it was observed that the operational block is approx. 78% occupied (including all category spaces).
- The vacant area lease-up has been started from Q3 FY 2025.

Under Construction/ Proposed Blocks

Based on visual inspection during the site visit and information provided by the Client, the following timelines for construction have been adopted for the purpose of this valuation exercise:

Block [^]	Leasable/ Developable Area (msf.)	Construction Completion*
Volga	0.04	FY2025
Block 4	0.4	FY 2028
Block 9	1.0	FY 2029
Block 10	1.0	FY 2030

Source: Information received from Client, *the timelines are mentioned as per financial year from April to March.



- Under construction area details are provided to us by Client for Volga and same has been considered for the purview of this exercise.
- The vacant area lease-up has been started from Q4 FY 2025.
- Proposed area details are provided to us by Client for Block 4, 9 and 10 same has been considered for the purview of this exercise.
- The vacant area lease-up has been started from Q4 FY 2029.

4.3. Revenue Assumptions

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	54
Market Rent -Office	INR per sq. ft. per month	48
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	3,000
Effective Parking Income	INR per month per bay	2,250
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc. However, same has not been considered for under construction & proposed asset cashflows.

- **Market Rent Office:** The total net absorption of commercial office space in PBD West during Q1 2024 has been approx. 0.4 msf. and as in 2023 total net absorption was approx. 0.9 msf. On an Average the micro market is witnessing a lease rental in the range of INR 40 to 60 per sq. ft. per month on leasable area despite the market slowdown due to COVID-19 the micro market has witnessed substantial rental growth since past 2-3 years. Basis our market research and rent roll analysis it was observed that, new leases are getting transacted in the range of INR 50 to 60 per sq. ft. per month listed are few latest transactions in the Subject Property and comparable properties.

Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Hinjewadi Phase-II	160,000	Q1 2024	52	Renewal
Tenant 2	Hinjewadi Phase-II	42,600	Q1 2024	54	Renewal



Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 3	Hinjewadi Phase-III	30,000	Q1 2024	55	Fresh
Tenant 4	Hinjewadi Phase-I	27,800	Q1 2024	51	Fresh
Tenant 5	Hinjewadi Phase-I	61,200	Q4 2023	43	Fresh
Tenant 6	Hinjewadi Phase-I	37,700	Q4 2023	53	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 48 per sq. ft. per month, parking rent as INR 3 per sq. ft. per month and CAM income as INR 15 per sq. ft. per month for vacant/under construction/proposed space.

- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- **Fit Out Rent:** As per the information (rent roll) provided by the Client, we understand that in addition to the lease rent, there is rent towards fit outs for few of the tenants. The rent is in the range of INR 9.0 to 41.0 per sq. ft. per month. For the purpose of this valuation, we have adopted the tenant wise fit-out details as provided in the rent roll. Further, once the expiry of the existing lease tenure, we have assumed same space will reverse to market on warm-shell basis. Further, we have assumed the under-construction/proposed blocks leasable area would get leased on warm shell basis.
- **Parking Income:** We have assumed 1:750 ratio to arrive at total number of slots & applied with 25% as free slots & 75% as paid slots.
- **Other Income:** We have assumed other income is 1 %.

4.4. Expense Assumptions - Office

Development Cost

The following table highlights the assumptions towards the development cost for the under construction/proposed blocks at the subject development:

Block	Pending Cost to be Spent (INR Mn)
Hudson	38



Block	Pending Cost to be Spent (INR Mn)
Ganges	78
Block 4	1,978
Block 9	4,188
Block 10	4,206

Source: Information received from Client.

Major Repair and Improvement

The following table highlights the assumptions towards the refurbishment/upgradation expenses in the subject development:

Expense head	Total Pending Cost (INR Mn)	Quarter of Completion
Infrastructure Expenses	8	Q2 FY 2026

Source: Information received from Client, Valuer assessment.

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	0.7
Other Operating Expenses	% of Gross Rental Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Asset Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.

- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 months has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8.25% for office developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM), 13.00% for under construction Office.

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Completed Blocks	21,792
Under Construction/ Proposed Blocks	2,345
Total Value of Embassy TechZone	24,137



O. EMBASSY QUADRON



1. Property Description - Embassy Quadron

Property Name	Embassy Quadron – Comprising of Completed commercial IT/ITeS SEZ office blocks.
Address	Embassy Quadron is located at Plot No. 28, Hinjewadi Phase 2 Road, Phase 2, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Pimpri-Chinchwad, Maharashtra 411057.
Ownership & Title Details	The Subject Property is leasehold in nature, with remaining lease term approx. 77 years.

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Cyril Amarchand Mangaldas Advocates & Solicitors. We have not checked and verified the title of the Subject Property.

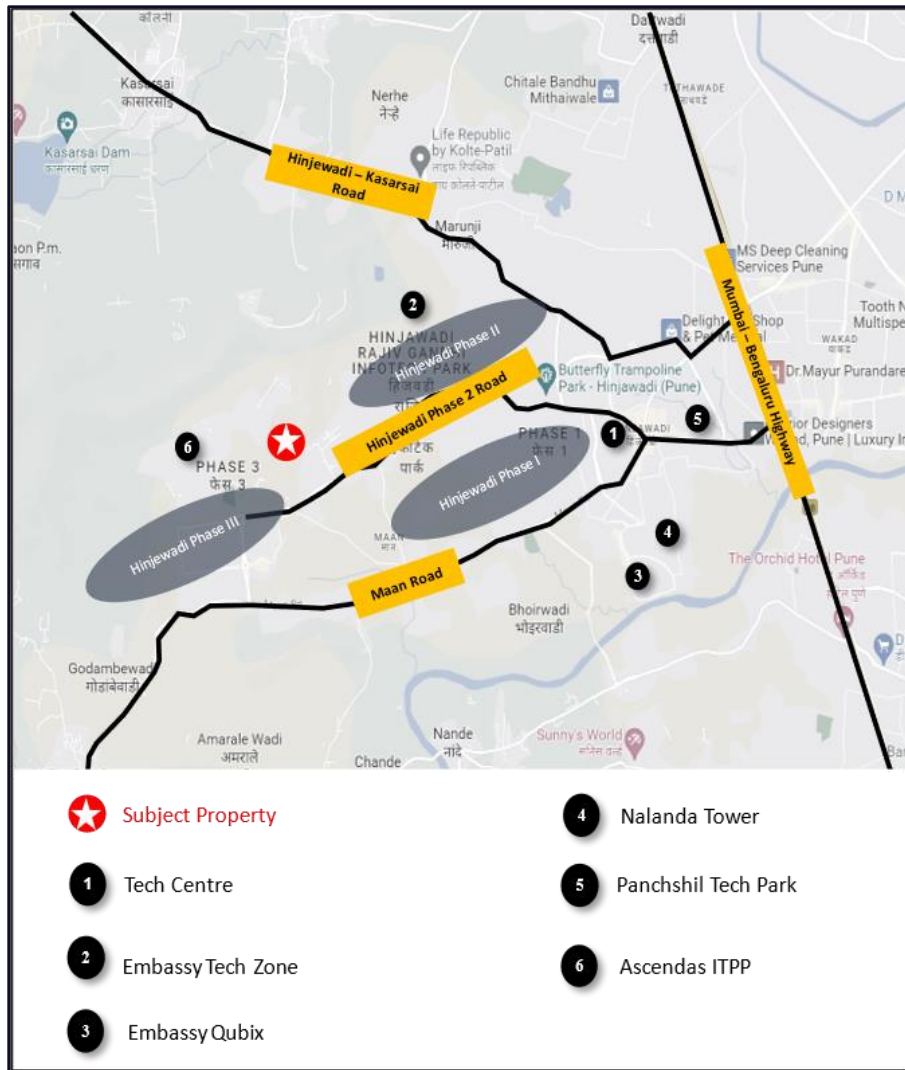
2. Location

2.1. General

‘Embassy Quadron’ is envisioned as an Information Technology Special Economic Zone (IT SEZ) office park catering to a diverse tenant base, spanning approx. 25.5 acres. This property stands out as a premium office park, boasting a range of top-notch facilities and amenities. These include meticulously landscaped areas, a cutting-edge food court, conveniently located ATMs, an indoor sports zone, a well-equipped gymnasium, and ample parking spaces for both two-wheelers and four-wheelers. The Subject Property is accessible from the Mumbai – Bengaluru Highway via Hinjewadi Phase 2 Road. It enjoys good accessibility and connectivity with other parts of the city.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Vacant Land.
- **South:** Hinjewadi Main Road.
- **East:** Residential Development.
- **West:** Vacant Land.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 8-9 km from NH 48 (Mumbai – Bengaluru highway).
- Approx. 1 -2 km from Quadron Metro Station.
- Approx. 25 -26 km from Pune Railway Station.
- Approx. 30 -31 km from Pune International Airport.

The Subject Property is well accessible to different parts of the city. It also has access to basic urban infrastructure in terms of power, water supply and availability of MIDC Infrastructure.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property – Asset Description

“Embassy Quadron” is envisioned as an Information Technology Special Economic Zone (IT SEZ) office park catering to a diverse tenant base, spanning approx. 25.5 acres. This property stands out as a premium office park,



boasting a range of top-notch facilities and amenities. These include meticulously landscaped areas, a cutting-edge food court, conveniently located ATMs, an indoor sports zone, a well-equipped gymnasium, and ample parking spaces for both two-wheelers and four-wheelers.

Completed Blocks –Q1, Q2, Q3, Q4.

The completed buildings and parts thereof with Occupancy Certificate (OC) collectively admeasure approx. 1.9 msf. of leasable area.

3.1. Key Asset Information

Completed Blocks

Particulars:	Details																														
Entity:	Quadron Business Park Private Limited ¹																														
Age of Building based on the date of Occupancy Certificate:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #333333; color: white;">Block Name</th> <th style="background-color: #333333; color: white;">Building Elevation</th> <th style="background-color: #333333; color: white;">SEZ/ Non-SEZ</th> <th style="background-color: #333333; color: white;">Age (Years)</th> <th style="background-color: #333333; color: white;">Leasable Area (msf.)</th> </tr> </thead> <tbody> <tr> <td>Q1</td> <td>LG+UG+5</td> <td>SEZ</td> <td>15</td> <td>0.4</td> </tr> <tr> <td>Q2</td> <td>LG+UG+4</td> <td>SEZ</td> <td>16</td> <td>0.4</td> </tr> <tr> <td>Q3</td> <td>LG+UG+5</td> <td>SEZ</td> <td>14</td> <td>0.5</td> </tr> <tr> <td>Q4</td> <td>LG+10</td> <td>SEZ</td> <td>12</td> <td>0.6</td> </tr> <tr> <td colspan="4" style="text-align: center;">Total</td> <td>1.9</td> </tr> </tbody> </table>	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)	Q1	LG+UG+5	SEZ	15	0.4	Q2	LG+UG+4	SEZ	16	0.4	Q3	LG+UG+5	SEZ	14	0.5	Q4	LG+10	SEZ	12	0.6	Total				1.9
Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)																											
Q1	LG+UG+5	SEZ	15	0.4																											
Q2	LG+UG+4	SEZ	16	0.4																											
Q3	LG+UG+5	SEZ	14	0.5																											
Q4	LG+10	SEZ	12	0.6																											
Total				1.9																											
Asset Type:	Tech Park with 4 SEZ blocks																														
Sub-Market:	PBD West																														
Approved and Existing usage:	IT/ITeS SEZ																														
Land Area:	approx. 25.5 acres																														
Freehold/Leasehold:	Leasehold																														
Leasable Area:	1.9 msf.																														
Occupied Area:	1.0 msf.																														
Occupancy (%)	54%																														
Current Effective Rent (excluding Parking)	INR 54 per sq. ft. per month (Office, Retail and Telecom Tenants Only)																														

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.



3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising four operational buildings was physically inspected on April 10, 2024.
Inspection Details:	The inspection comprised of visual inspection of: <ul style="list-style-type: none"> Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc. Area provisioned for Future development.
Key Observation	<ul style="list-style-type: none"> Completed/ Operational Building: Q1, Q2, Q3, Q4 Future development: NA Other Amenities: Food Court Awards & Certifications: NA Parking: Yes Other Observations: None The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Quadron operational asset is working out to approx. 4.6 years, with approx. 95% of occupied area expiring between CY 2024 and CY 2034.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Total Area (msf.)
Completed Blocks	1.9

Source: Architect certificate, rent roll dated 31st March 2024, lease deeds.



4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 1.9 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31 Mar 2024 provided to us by Client, it was observed that the operational block is approx.54% occupied (including all category spaces).
- The vacant area lease-up has been started from Q4 FY 2025.

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	53
Market Rent -Office	INR per sq. ft. per month	48
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	3,000
Effective Parking Income	INR per month per bay	2,250
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc. However, same has not been considered for under construction & proposed asset cashflows.

- **Market Rent Office:** The total net absorption of commercial office space in PBD West during Q1 2024 has been approx. 0.4 msf. and as in 2023 total net absorption was approx. 0.9 msf. On an Average the micro market is witnessing a lease rental in the range of INR 40 to 60 per sq. ft. per month on leasable area despite the market slowdown due to COVID-19 the micro market has witnessed substantial rental growth since past 2-3 years. Basis our market research and rent roll analysis it was observed that, new leases are getting transacted in the range of INR 50 to 60 per sq. ft. per month listed are few latest transactions in the Subject Property and comparable properties.

Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Hinjewadi Phase-II	160,000	Q1 2024	52	Renewal

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 2	Hinjewadi Phase-II	42,600	Q1 2024	54	Renewal
Tenant 3	Hinjewadi Phase-III	30,000	Q1 2024	55	Fresh
Tenant 4	Hinjewadi Phase-I	27,800	Q1 2024	51	Fresh
Tenant 5	Hinjewadi Phase-I	61,200	Q4 2023	43	Fresh
Tenant 6	Hinjewadi Phase-I	37,700	Q4 2023	53	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 48 per sq. ft. per month, parking rent as INR 3 per sq. ft. per month and CAM income as INR 18 per sq. ft. per month for the operational space.

- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- **Parking Income:** We have assumed 1:750 ratio to arrive at total number of slots & applied with 25% as free slots & 75% as paid slots.
- **Other Income:** We have assumed other income as 1 %.

4.4. Expense Assumptions - Office

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks):

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	0.6
Other Operating Expenses	% of Gross Rental Income	2%
Property Management Fees	% of Total Income	3%

Nature of Expense	Units	Details
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Asset Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction Cost On Exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 months has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest,

the cap rate for the subject properties has been assumed to be 8.25% for office developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM).

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy Quadron	11,398



P. EMBASSY QUBIX



1. Property Description - Embassy Qubix

Property Name	Embassy Qubix - Comprising of Completed commercial IT/ITeS SEZ office blocks.
Address	Embassy Qubix is located in Blue Ridge Township Pune, Phase 1, Hinjewadi Rajiv Gandhi Infotech Park, Hinjewadi, Pune, Pimpri-Chinchwad, Maharashtra 411057
Ownership & Title Details	The Subject Property is freehold in nature

Source: Information received from Client, Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Cyril Amarchand Mangaldas Advocates & Solicitors. We have not checked and verified the title of the Subject Property.

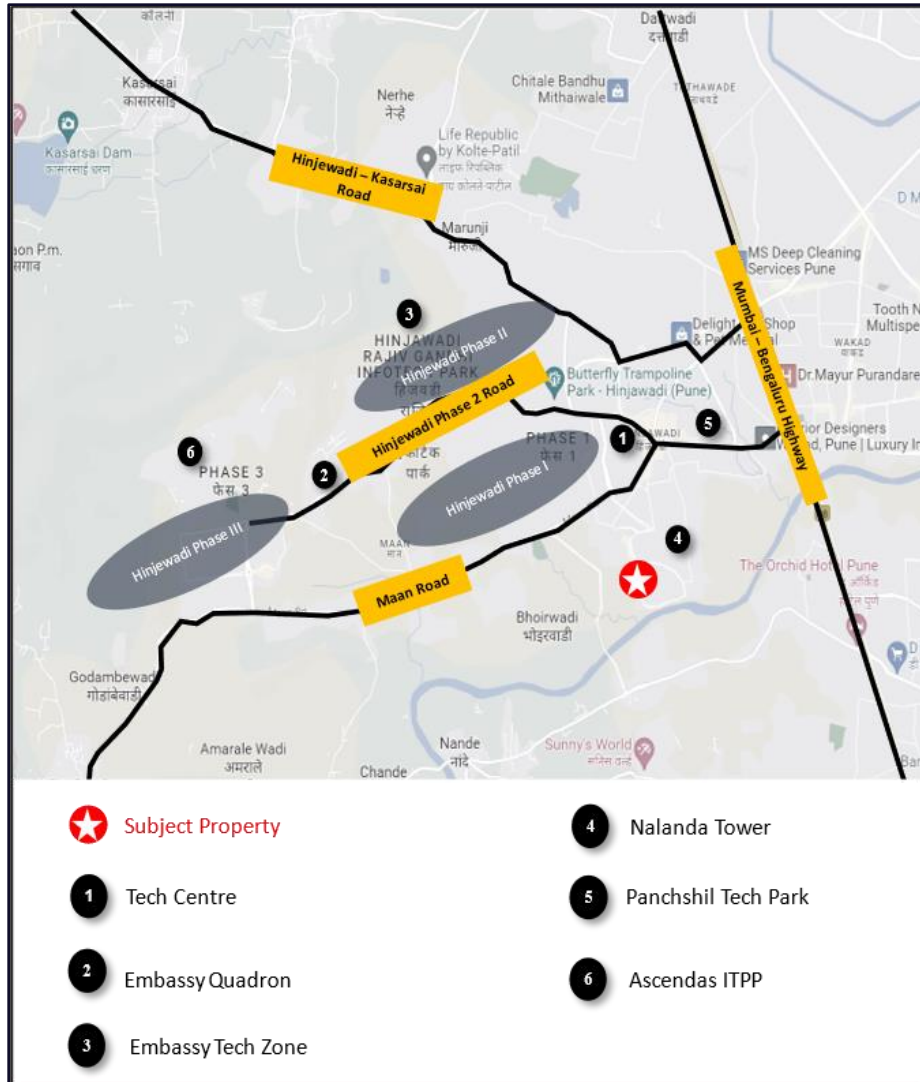
2. Location

2.1. General

‘Embassy Qubix’ is an IT SEZ office park spanning over approx. 25.2 acres, offering office spaces to IT/ITeS companies. The property boasts an array of facilities and amenities, "Q Court Courtyard", grocery stores and on-site ATMs. In addition to these conveniences, Embassy Qubix generously provides ample parking spaces for both two-wheelers and four-wheelers. Notably, the development of this property occurred in stages, with construction spanning from 2010 to 2012.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Symbiosis Institute of International Business.
- **South:** Blueridge Township.
- **East:** Radius Tech Park.
- **West:** Primary Access Road.



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 4-5 km from NH 48 (Mumbai – Bengaluru highway).
- Approx. 1-2 km from Shivaji Chowk Metro Station.
- Approx. 19-20 km from Pune Railway Station.
- Approx. 25-26 km from Pune International Airport.

The Subject Property is well accessible to different parts of the city. It also has access to basic urban infrastructure in terms of power, water supply and availability of MIDC Infrastructure.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

“Embassy Qubix” is an IT SEZ office park spanning over approx. 25.2 acres, offering office spaces to IT/ITeS companies. The property boasts an array of facilities and amenities, "Q Court Courtyard", grocery stores and on-

site ATMs. In addition to these conveniences, Embassy Qubix generously provides ample parking spaces for both two-wheelers and four-wheelers. Notably, the development of this property occurred in stages, with construction spanning from 2010 to 2012.

Completed Blocks – IT 1, IT 2, IT 3, IT 4, IT 5, IT 6.

The completed buildings and parts thereof with Occupancy Certificate (OC) collectively admeasure approx. 1.5 msf. of leasable area.

3.1. Key Asset Information

Completed Blocks

Particulars:	Details				
Entity:	Qubix Business Park Private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)
	IT 1	G+6	SEZ	7	0.3
	IT 2	G+6	SEZ	7	0.1
	IT 3	G+6	SEZ	7	0.3
	IT 4	G+6	SEZ	7	0.2
	IT 5	G+6	SEZ	7	0.2
	IT 6	G+6	SEZ	7	0.3
	Total				
Asset Type:	Tech Park with 6 SEZ blocks				
Sub-Market:	PBD West				
Approved and Existing usage:	IT/ITeS SEZ				
Land Area:	approx. 25.2 acres				
Freehold/Leasehold:	Leasehold				
Leasable Area:	1.5 msf.				
Occupied Area:	1.0 msf.				
Occupancy (%)	68%				

Particulars:	Details
Current Effective Rent (excluding Parking)	INR 47 per sq. ft. per month (Office, Retail and Telecom Tenants Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising four operational buildings was physically inspected on April 10, 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> • Operational buildings • Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc. • Area provisioned for Future development.
Key Observation	<ul style="list-style-type: none"> • Completed/ Operational Building: IT 1, IT 2, IT 3, IT 4, IT 5, IT 6 • Future development: NA • Other Amenities: Retail Area • Awards & Certifications: NA • Parking: Yes • Other Observations: None • The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of Qubix operational asset is working out to approx. 4.3 years, with approx. 98% of occupied area expiring between CY 2024 and CY 2034.



4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Blocks	1.5

Source: Architect certificate, rent roll, lease deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 1.5 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31 Mar 2024 provided to us by Client, it was observed that the operational block is approx. 68% occupied (including all category spaces).
- The vacant area lease-up has been started from Q3 FY 2025.

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent	INR per sq. ft. per month	44
Market Rent -Office	INR per sq. ft. per month	48
Rent Escalation	% Every 3 years	15%
Parking Income	INR per month per bay	3,000
Effective Parking Income	INR per month per bay	2,250
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc. However, same has not been considered for under construction & proposed asset cashflows.

- Market Rent Office:** The total net absorption of commercial office space in PBD West during Q1 2024 has been approx. 0.4 msf. and as in 2023 total net absorption was approx. 0.9 msf. On an Average the micro market is witnessing a lease rental in the range of INR 40 to 60 per sq. ft. per month on leasable area despite the market slowdown due to COVID-19 the micro market has witnessed substantial rental growth since past 2-3 years. Basis our market research and rent roll analysis it was observed that, new leases are getting transacted in the range of INR 50 to 60 per sq. ft. per month listed are few latest transactions in the Subject Property and comparable properties.

Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (sq. ft.)	Date of Transaction	Rate (INR per sq. ft. per month)	Type of Deal
Tenant 1	Hinjewadi Phase-II	160,000	Q1 2024	52	Renewal
Tenant 2	Hinjewadi Phase-II	42,600	Q1 2024	54	Renewal
Tenant 3	Hinjewadi Phase-III	30,000	Q1 2024	55	Fresh
Tenant 4	Hinjewadi Phase-I	27,800	Q1 2024	51	Fresh
Tenant 5	Hinjewadi Phase-I	61,200	Q4 2023	43	Fresh
Tenant 6	Hinjewadi Phase-I	37,700	Q4 2023	53	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

Hence, we have assumed market lease rent as INR 48 per sq. ft. per month, parking rent as INR 3 per sq. ft. per month and CAM income as INR 13 per sq. ft. per month for vacant/under construction/proposed space.

- Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- Parking Income:** We have assumed 1:750 ratio to arrive at total number of slots & applied with 25% as free slots & 75% as paid slots.
- Other Income:** We have assumed other income is 1 %.

4.4. Expense Assumptions - Office

Operating Cost



In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to both completed and under construction blocks).

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.4
Property Tax	INR per sq. ft. per month	0.6
Other Operating Expenses	% of Gross Rental Income	2%
Property Management Fees	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Asset Management fees has been considered a below the NOI line item.

- **Other Operating Expenses:** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management:** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income, fitout, and other operating income.
- **Transaction cost on exit:** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5%
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 months has been considered for existing lease rollovers and 4 months for new leases.

- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for a potential public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8.25% for office developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM).

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy Qubix	9,521



Q. EMBASSY OXYGEN



1. Property Description - Embassy Oxygen

Property Name	Embassy Oxygen -Comprising of IT/ITeS SEZ office blocks.
Address	Embassy Oxygen (hereinafter referred to as Subject Property) is located at Plot No. – 7, Sector-144, Noida, Uttar Pradesh.
Ownership & Title Details	Land tenure: Leasehold; and buildings thereupon are owned by Oxygen Business Park Private Limited, which is 100% owned and controlled by the Embassy Office Parks REIT Parks REIT.
Leasable Area	Total Operational Area – approx. 3.3 msf.

Source: Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared M/s Cyril Amarchand Mangaldas (Hereinafter referred to as 'Legal Counsels'). We have not checked and verified the title of the Subject Property.

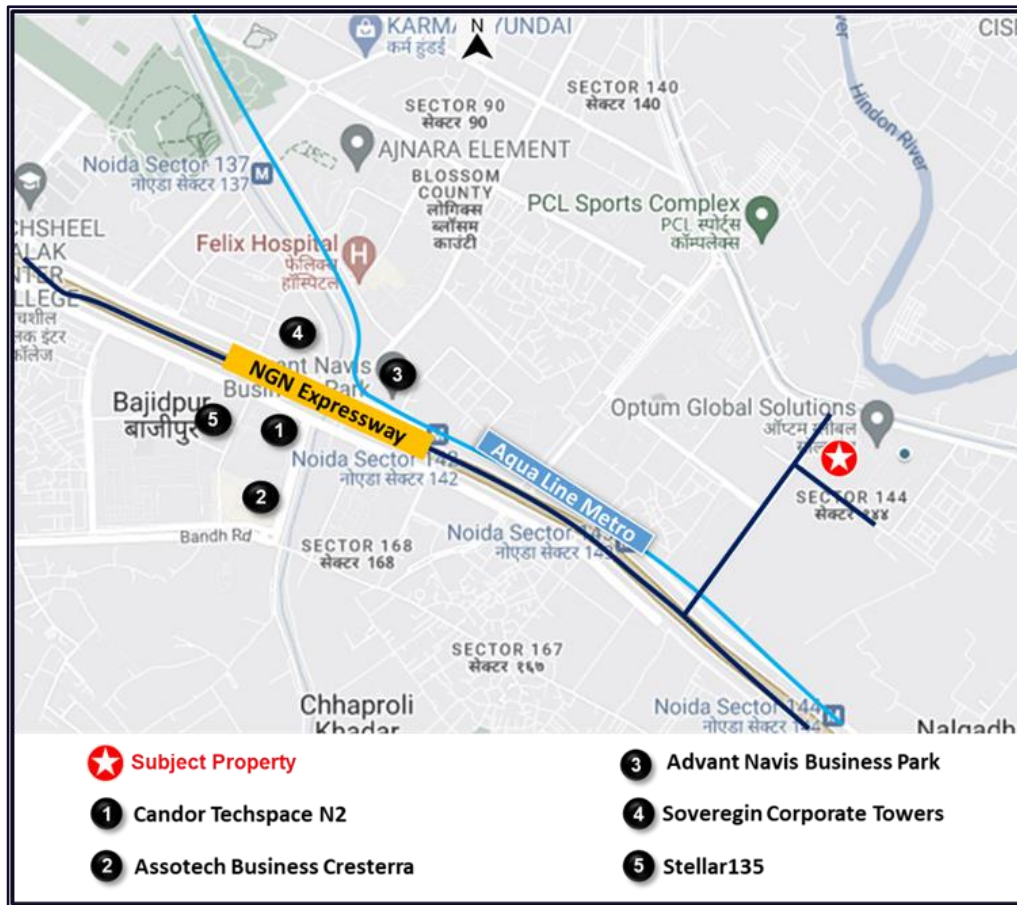
2. Location:

2.1. General

Subject Property is a Grade A IT/ITeS SEZ development along with Tower 1 being converted to IT/ITeS Non-SEZ-, located at Plot No. – 7, Sector- 144, Noida, Uttar Pradesh. Subject Property is located in close proximity to Noida - Greater Noida Expressway, one of the established IT/ITeS SEZ office destination of Noida and forms part of the Noida - Greater Noida Expressway micro market. The Subject Property is accessible via 24-meter-wide access road on the South and 45-meter-access road on the West (primary access road). Subject Property lies in close proximity to Sector 143 Metro Station (Aqua Line of DMRC), which further enhances its accessibility from different parts of NCR. Further, the under-construction Faridabad Noida Ghaziabad (FNG) Expressway and a proposed 75-meter-wide expressway starting from Noida Sector 150 up till Faridabad will enhance the connectivity of Subject Property with Ghaziabad and Faridabad. The Subject Property lies in close proximity to various office assets such as Assotech Business Cresterra, Advant Navis Business Park, Stellar 135, Candor TechSpace N2, Express Trade Towers 2, etc. This micro market is considered as the prominent office destination in the city on account of presence of IT/ITeS SEZ office clusters, residential developments, connectivity, and proximity to important hubs of NCR, etc.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property is spread across a total land area of approx. 24.8 acres. The tenure of the underlying land of the Subject Property is leasehold with the lessee being New Okhla Industrial Development Authority (NOIDA). The remaining tenure of the land is approx. 73 years. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is largely regular in shape, levelled topography and bounded by compound wall.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Green Belt.
- **South:** 24-meter-wide internal sector road.
- **East:** NSL TechZone.
- **West:** 45-meter-wide internal sector road (Primary access road).



2.2. Accessibility

The Subject Property is well connected to surrounding urban settlements and key nodes. The distance of the Subject Property from prominent landmarks in Delhi-NCR is as follows:

- Approx. 1.1 km from NGN Expressway.
- Approx. 1.5 km from Noida Sector 143, Aqua Line Metro Station.
- Approx. 17-18 km from Sector 18, Noida CBD.
- Approx. 30-31 km from Connaught Place, the CBD of New Delhi.
- Approx. 30-31 km from New Delhi Railway Station.
- Approx. 45-46 km from IGIA (Indira Gandhi International Airport).

The Subject Property is well accessible to different parts of the city through the Noida - Greater Noida Expressway. It also has access to urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

Subject Property is a combination of Grade A IT/ITeS SEZ and IT/ITeS Non-SEZ development, business park with 10 completed buildings spread across a total land area of approx. 24.8 acres. The Subject Property is accessible via 24-meter-wide access road on the South and 45-meter-access road on the West (primary access road). Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is largely regular in shape, levelled topography and bounded by compound wall. Further, the detailed summary of Embassy Oxygen blocks at various stages of development is as follows.

Completed Blocks – Tower 1, 2, 3, A, B, C, D, E, F and Food Court.

The completed buildings and parts thereof with Occupancy Certificate (OC) collectively admeasure approx. 3.3 msf. of leasable area.

Embassy Oxygen is planned as an integrated development with commercial & retail developments. The Park offers various quality amenities to its employees including Food Courts, F&B outlets, Gym, Sports Facilities and Recreation Centers.

3.1. Key Asset Information

Completed Blocks

Particulars:	Details				
Entity:	Oxygen Business Park Private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf)
	A	B + G + 7	SEZ	11	0.2
	B	B + G + 8	SEZ	11	0.2
	C	B + G + 8	SEZ	10	0.3
	D	G + 4	SEZ	11	0.2
	E	B + S + G + 9	SEZ	9	0.3
	F	B + S + G + 7	SEZ	9	0.2
	3	B + S + G + 12	SEZ	4	0.5
	Food Court	B + S + G	SEZ	4	0.0
	2	B + S + G + 12	SEZ	2	0.6
	1	B + S + G + 12	Non-SEZ	1	0.7
	Total				3.3 ²



Particulars:	Details
Asset Type:	Tech Park with 8 SEZ blocks, 1 Non-SEZ block and 1 food court
Sub-Market:	Noida-Greater Noida Expressway
Approved and Existing usage:	IT/ITeS SEZ Tower-1: Non-SEZ
Land Area:	approx.24.8 acres
Freehold/Leasehold:	Leasehold
Leasable Area:	3.3 msf. ³
Occupied Area:	1.9 msf.
Occupancy (%) ⁴	58%
Current Effective Rent (including Parking)	INR 54 per sq. ft. per month (Office, Retail and Telecom Tenants Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy Certificate for Tower 1 having leasable area 0.7 msf. has been received post the reporting date i.e., 31st March 2024.
3. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising 10 operational buildings (including food court) was physically inspected on 19th March 2024.
Inspection Details:	The inspection comprised of visual inspection of: <ul style="list-style-type: none"> • Operational buildings • Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc.
Key Observation	<ul style="list-style-type: none"> • The Subject Property is an IT/ITeS SEZ office space offering large floor plates with significant open/ green areas and number of amenities for occupiers. • The Subject Property offers amenities like food court, F&B, fitness center, day care, basement parking, 24/7 power back-up, sports zone, and auditorium. • The visual inspection of the buildings and the future development area did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. • No instances of any major logging or water accumulation were observed during the inspection. The utility areas also appeared well maintained, visually. • The Subject Property has been awarded LEED Platinum Rating for sustainability.



Particulars:	Description
	<ul style="list-style-type: none"> • Regular upgradation activities are being undertaken within the campus to ensure its upkeep as per the modern age requirement.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of operational asset is working out to approx. 8.4 years, with approx.82.8% of occupied area expiring between CY 2024 and CY 2034.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Blocks	3.3

Source: Architect certificate, rent roll dated 31st March 2024, lease deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 3.3 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31st March 2024 provided to us by Client, it was observed that the operational block are approx.58% occupied (including all category spaces).
- The vacant area lease-up has been started from Q2 FY 2025.



4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent (including Parking)	INR per sq. ft. per month	54
Market Rent -Office (including Parking)	INR per sq. ft. per month	48
Market Rent -Office (including Parking) (for Non-SEZ converted area/to be converted of new towers i.e., Tower 1, 2, 3)	INR per sq. ft. per month	50
Market Rent- Retail	INR per sq. ft. per month	85
Rent Escalation	% Every 3 years	15%
Other Income	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc.

- Market Rent Office:** The total net absorption of commercial office space in NGN Expressway during Q1 CY 2024 has been approx. 0.1 msf. Basis our market research it, was observed that, new leases are getting transacted in the range of INR 47 to 65 per sq. ft. per month and the common area maintenance in the range of INR 16 to 30 per sq. ft. per month. Listed are few latest transactions in the comparable properties.

Following are the lease transactions which happened in the micro market:

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	NGN Expressway	0.03	Q1 2024	54	Fresh
Tenant 2	NGN Expressway	0.02	Q3 2023	55	Fresh
Tenant 3	NGN Expressway	0.02	Q3 2023	55	Fresh
Tenant 4	NGN Expressway	0.03	Q2 2023	65	Fresh
Tenant 5	NGN Expressway	0.06	Q2 2023	60	Fresh
Tenant 6	NGN Expressway	0.01	Q2 2023	55	Fresh
Tenant 7	NGN Expressway	0.13	Q1 2023	62	Fresh
Tenant 8	NGN Expressway	0.04	Q1 2023	58	Fresh
Tenant 9	NGN Expressway	0.05	Q4 2022	53	Fresh
Tenant 10	NGN Expressway	0.07	Q4 2022	52	Fresh
Tenant 11	NGN Expressway	0.01	Q2 2022	50	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

We have assumed market lease rent as INR 48 per sq. ft. per month, including parking and INR 50 per sq. ft. per month, including parking for Non-SEZ converted/to be converted area of new towers i.e., Tower 1, 2, 3 and CAM income as INR 20 per sq. ft. per month for vacant/under construction/proposed space.



- **Market Rent Retail:** Basis our market research, it was understood that the retail premises are transacted in the range of INR 80 to 100 per sq. ft. per month. Hence, we have assumed a market rent of INR 85 per sq. ft. per month on leasable area for retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- **Other Income:** We have assumed other income is 1 % consists of income from kiosks, telecom towers, signages, other fests & events, etc.

4.4. Expense Assumptions - Office

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise:

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.28
Land Lease Payment	INR per sq. ft. per month	0.38
Other Operating Expenses	% of Gross Rental Income	2%
Property Management Fees*	% of Total Income	3%
Transaction cost on Exit	% of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Property Management fees has been considered a below the NOI line item.

- **Other Operating Expenses :** It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management :** Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income ,fitout and other operating income.
- **Transaction Cost On Exit :** It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy:** We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.
- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8.25% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM) Office segment.

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy Oxygen	23,826



R. EMBASSY GALAXY



1. Property Description – Embassy Galaxy

Property Name	Embassy Galaxy – Comprising of Completed IT/ITeS office blocks
Address	Embassy Galaxy (hereinafter referred to as Subject Property) is located in A-44 & 45, Sector-62, Noida, Uttar Pradesh
Ownership & Title Details	Land tenure: Leasehold; and buildings thereupon are owned by Galaxy Square Private Limited, which is 100% owned and controlled by the Embassy Office Parks REIT
Leasable Area	Total Operational Area – approx. 1.4 msf.

Source: Architect Certificate, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared M/s Cyril Amarchand Mangaldas (Hereinafter referred to as ‘Legal Counsels’). We have not checked and verified the title of the Subject Property.

2. Location

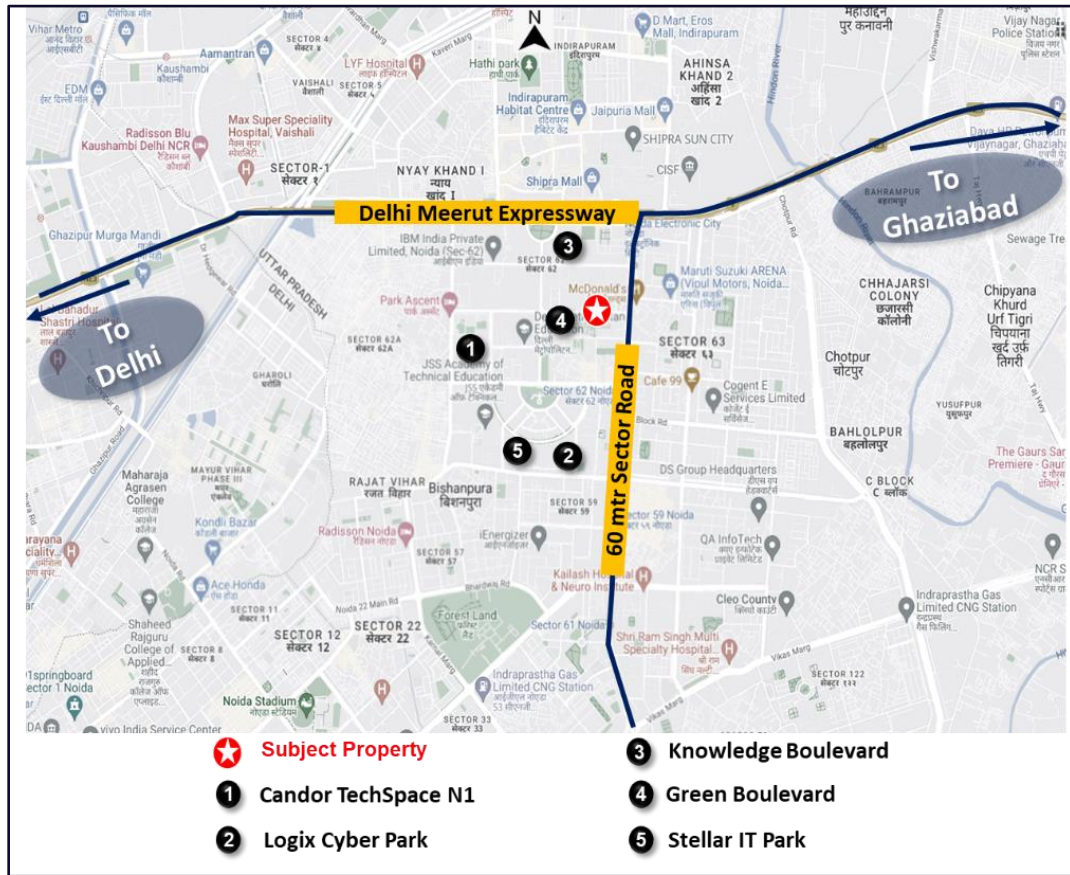
2.1. General

Subject Property is a Grade A IT/ITeS development, located in A-44 & 45, Sector-62, Noida, Uttar Pradesh, which is an established office district of Noida. The Subject Property is accessible via 45-meter-wide internal road on the South. The Subject Property is well connected to other parts of Noida & Delhi via National Highway 24 & Blue Line of Delhi Metro (DMRC). The Subject Property lies in close proximity to Noida Electronic City Metro Station, which further enhances its accessibility from different parts of NCR. Widening of NH – 9 (which is converted to a 16-lane expressway providing dedicated 8 lanes on the main carriage way and additional 8 lanes for transit traffic to the city nodes) and development of signal free elevated corridor from Nizamuddin in Delhi up till UP border on NH – 9 (currently operational) has significantly enhanced the connectivity of Competitive REIT Micro Market with the rest of NCR. Also, the Subject Property is located approx. 10 kms from Sector-18 which is the CBD of Noida. Sector – 62 is located in the northern part of Noida and abuts NH – 24. Also, the Subject Property enjoys good connectivity from Sector 18 Noida (the city centre of Noida).

The Subject Property is also located in proximity to established residential vectors such as Vaishali, Indirapuram etc which offer a wide range of affordable to high end housing options.



The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property is spread across a total land area of approx. 9.9 acres. The tenure of the underlying land of the Subject Property is leasehold with the lessee being New Okhla Industrial Development Authority (NOIDA Authority). The remaining tenure of the land is approx. 71 years. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is regular in shape, levelled topography and bounded by compound wall.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Vacant Land.
- **South:** 45-meter-wide internal sector road (Primary access road).
- **East:** ASPAM Scottish School.
- **West:** I-Thums 62 (Under Construction).



2.2. Accessibility

The Subject Property is well connected to surrounding urban settlements and key nodes. The distance of the Subject Property from prominent landmarks in Delhi-NCR is as follows:

- Approx. 1 km from Noida Electronic City Metro Station.
- Approx. 1-2 km from NH – 24/ Delhi – Meerut Expressway.
- Approx. 10-11 km from Sector 18, Noida CBD.
- Approx. 19-20 km from Connaught Place, the CBD of New Delhi.
- Approx. 19-20 km from New Delhi Railway Station.
- Approx. 32-33 km from IGIA (Indira Gandhi International Airport).

The Subject Property is well accessible to different parts of the city through the NH -24. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property – Asset Description

Subject Property is a Grade A IT/ITeS business park with 5 completed blocks spread across a total land area of approx. 9.9 acres. The Subject Property is accessible via 45-meter-wide internal road on the South. Basis the site plan & visual inspection it was observed that the land underlying the Subject Property is largely regular in shape, levelled topography and bounded by compound wall. Further, the detailed summary of Embassy Galaxy blocks is as follows.

Completed Blocks – Tower A, B, C, D, and E

The completed buildings and parts thereof with Occupancy Certificate (OC) collectively admeasure approx. 1.4 msf. of leasable area.

Embassy Galaxy is planned as an integrated development with commercial & retail developments. The Park offers various quality amenities to its employees including Food Courts, F&B outlets, and other retail options.

3.1. Key Asset Information

Completed Blocks

Particulars:	Details				
Entity:	Galaxy Square private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	SEZ/ Non-SEZ	Age (Years)	Leasable Area (msf.)
	A	2B + G + 5	Non-SEZ	15	0.3
	B	2B + G + 6	Non-SEZ	15	0.3
	C	2B + G + 10	Non-SEZ	15	0.3
	D	2B + G + 10	Non-SEZ	15	0.4
	E	2B + G + 2	Non-SEZ	15	0.01
	Total				1.4
Asset Type:	Tech Park with 5 Non-SEZ blocks				
Sub-Market:	Noida Sector 62				
Approved and Existing usage:	Non-SEZ				
Land Area:	approx. 9.9 acres				



Particulars:	Details
Freehold/Leasehold:	Leasehold
Leasable Area:	1.4 msf.
Occupied Area:	1.3 msf.
Occupancy (%) ³	97%
Current Effective Rent (including parking)	INR 44 per sq. ft. per month (Office, Retail and Telecom Tenants Only)

Source: Title Report, Rent Roll dated 31st March 2024, Architect Certificate, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising 5 operational buildings was physically inspected on 19th March 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> • Operational buildings • Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc.
Key Observation	<ul style="list-style-type: none"> • The Subject Property is an IT/ITeS office space offering large floor plates with open/ green areas and number of amenities for occupiers. • The Subject Property offers amenities like state of the art food courts, F&B, numerous retail options, basement parking, 24/7 power back-up. • The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance. • No instances of any major logging or water accumulation were observed during the inspection. The utility areas also appeared well maintained, visually. • Regular upgradation activities are being undertaken within the campus to ensure its upkeep as per the modern age requirement. • The Subject Property has been awarded LEED Platinum Rating for sustainability.

Source: Architect certificate, Rent Roll dated 31st March 2024, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.



3.3. Lease Expiry Profile

The Weighted Average Lease Expiry (WALE) of operational asset is working out to approx. 7.9 years, with approx. 93% of occupied area expiring between CY 2024 and CY 2034.

4. Valuation Methodology

For the purpose of the valuation of office component of Subject Property, Income Approach - Discounted Cash Flow Method using Rental Reversion has been adopted.

4.1. Area Statement

Based on information, rent roll, lease deeds, architect certificate provided by the Client, we understand that Subject Property is an Office Park. Further, the table below highlights the area configuration of the subject property:

Block	Leasable Area (msf.)
Completed Blocks	1.4

Source: Architect certificate, rent roll dated 31st March 2024, lease deeds.

4.2. Construction Timelines

Completed Blocks

As highlighted earlier, the Subject Property has approx. 1.4 msf. of completed development and no pending cost to complete is remaining as of date of valuation for the completed blocks.

- As per the rent roll dated 31st March 2024 provided to us by Client, it was observed that the operational block are approx. 97% occupied.
- There are no vacant space left for lease up after considering the vacant provision.

4.3. Revenue Assumptions - Office

Revenue Assumptions - Office

Property Details	Unit	Value
In Place Rent (including Parking)	INR per sq. ft. per month	44
Market Rent -Office (including Parking)	INR per sq. ft. per month	48
Market Rent- Retail	INR per sq. ft. per month	85
Rent Escalation	% Every 3 years	15%
Other Income (Income from Cell Sites)	%	1%

Note: The other income consists of income from kiosks, telecom towers, signages, other fests & events, etc.



- **Market Rent Office:** Sector-62, Noida micro market has total office stock of approx. 7.4 msf. The average net absorption of commercial office space in Sector-62 during the period 2016 – Q1 CY 2024 is approx. 0.3 msf. On an Average the micro market is witnessing a lease rental in the range of INR 48 to 65 per sq. ft. per month on leasable area. Basis our market research, it was observed that, new leases are getting transacted in the range of INR 48 to 65 per sq. ft. per month and the common area maintenance in the range of INR 16 to 24 per sq. ft. per month. Listed are few latest transactions in the comparable properties.

Following are the lease transactions happened in the micro market:

Tenant	Location	Area Leased (msf.)	Date of Transaction	Rent (INR per sq. ft. per month)	Type of Deal
Tenant 1	Sector-62, Noida	0.08	Q1 2024	51	Fresh
Tenant 2	Sector-62, Noida	0.02	Q1 2024	47	Fresh
Tenant 3	Sector-62, Noida	0.01	Q1 2024	48	Fresh
Tenant 4	Sector-62, Noida	0.31	Q1 2024	45	Fresh
Tenant 5	Sector-62, Noida	0.01	Q3 2023	64	Fresh
Tenant 6	Sector-62, Noida	0.02	Q2 2023	48	Fresh
Tenant 7	Sector-62, Noida	0.01	Q2 2023	50	Fresh
Tenant 8	Sector-62, Noida	0.01	Q1 2023	63	Fresh
Tenant 9	Sector-62, Noida	0.05	Q1 2023	59	Fresh
Tenant 10	Sector-62, Noida	0.04	Q1 2023	62	Fresh
Tenant 11	Sector-62, Noida	0.03	Q1 2023	62	Fresh
Tenant 12	Sector-62, Noida	0.04	Q1 2023	53	Fresh
Tenant 13	Sector-62, Noida	0.01	Q1 2023	64	Fresh
Tenant 14	Sector-62, Noida	0.01	Q1 2023	60	Fresh

Source: Consultant Research.

Note: The data represented is on calendar year basis.

We have assumed market lease rent as INR 48 per sq. ft. per month, including parking and CAM income as INR 17 per sq. ft. per month for vacant space.

- **Market rent Retail:** Basis our market research, it was understood that the retail premises are transacted in the range of INR 80 to 100 per sq. ft. per month. Hence, we have assumed a market rent of INR 85 per sq. ft. per month on leasable area for retail premises.
- **Rent Escalation:** We have assumed market rent escalation of 15% every 3 years for vacant area & for area reversing to the market.
- **Other Income:** We have assumed other income is 1 % consists of income from kiosks, telecom towers, signages, other fests & events, etc.



4.4. Expense Assumptions - Office

Operating Cost

In addition to capital expenditure, a development typically has few recurring operational expenses required for the up-keep and running of the development. Based on information provided by the Client and market assessment, following recurring expense assumptions have been adopted for the purpose of this valuation exercise (applicable to completed blocks).

Nature of Expense	Units	Details
Insurance	INR per sq. ft. per month	0.29
Land Lease Payment	INR per sq. ft. per month	0.34
Other Operating Expenses	% Of Gross Rental Income	2%
Property Management Fees*	% Of Total Income	3%
Transaction cost on Exit	% Of Terminal Value	1%

Source: Information received from Client; Valuer assessment; * Property Management fees has been considered a below the NOI line item.

- **Other Operating Expenses** : It is assumed at 2% of the rentals. The other expenses account for minor repairs and maintenance to the buildings, legal and professional fees, rates and taxes and other such expenses.
- **Property Management** : Based on information received from the Client, Property Management fees is assumed at 3% of lease rentals, parking income ,fitout and other operating income.
- **Transaction Cost On Exit** : It is assumed at 1% of the terminal value and is expected to be incurred towards brokerage/transaction fees, etc.

4.5. Other Assumptions

Nature	Units	Details
Vacancy Provision	%	5
Rent Free Period	No. of Months	New Lease -4 Months Renewal Lease- 2 Months
Brokerage	No. of Months	New Lease -2 Months Renewal Lease- 1 Months

Source: Valuer assessment.

- **Stabilized Vacancy**: We have assumed a stabilized vacancy of 5.0% during cashflow period & terminal year.

- **Rent-Free Period:** In accordance with market benchmarks for Grade A office & retail premises, rent-free period of 2 month has been considered for existing lease rollovers and 4 months for new leases.
- **Brokerage:** As per prevailing market trend, we have assumed a brokerage of 1 month for existing lease rollovers and 2 months for new leases.

4.6. Capitalization Rates

In order to arrive at the capitalization rate for the property, relevant parameters of some key investments in comparable properties of similar quality, use, tenant profile made by institutional real estate investors were perused. Further, considering that these investments have been made through private equity and the subject valuation is being carried out for public listing with better liquidity/marketability of ownership interest, the cap rate for the subject properties has been assumed to be 8.00% for office and Retail developments which is in line with the available market information applied on the one year forward NOI in the terminal year.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The derived discount rate of 11.75% for operational segment (including CAM).

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy Galaxy	9,894



S. EMBASSY HILTON GOLFLINKS



1. Property Description - Hilton - Embassy GolfLinks

Property Name	Hilton - Embassy GolfLinks -Operational Hospitality Developments
Address	Hilton – Embassy GolfLinks Challaghatta Village, Varthur Hobli, Bengaluru East Taluk, Bengaluru, Karnataka – 560 071.
Ownership & Title Details	Umbel Properties Private Limited (approx. 3.6 acres)
No. of Keys	247 Keys (Developed area –approx. 0.5 msf.)

Source: Information received from Client, Title Report.

1.1. Encumbrances

Unless disclosed and recorded in the Property Report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by King & Partridge. We have not checked and verified the title of the Subject Property.

2. Location

2.1. General

The Hilton Embassy GolfLinks is close to CBD area of Bengaluru city, accessible by Intermediate Ring Road which further connects to Old Airport Road thereby providing connectivity to the city centre and other locations such as Marathahalli, Outer Ring Road, Whitefield, etc. Surrounded by the residential and commercial developments the Subject Property is located near to the vicinity of Indiranagar, Koramangala, CV Raman Nagar etc. The micro market has a presence of prominent hotels like Leela Palace, Ramada Encore by Wyndham, The Paul, Royal Orchid, etc.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

The Subject Property (Hilton, Embassy GolfLinks) is an operational hospitality development spread across approx. 3.6 acres land parcel inside Embassy GolfLinks Business Park located along the Intermediate Ring Road, Bengaluru, Karnataka. The hospitality development is operated by Hilton, having 247 keys.

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Embassy GolfLinks (Larger Development).
- **South:** Embassy GolfLinks (Larger Development).
- **East:** Internal Access Road.
- **West:** Embassy GolfLinks (Larger Development).



2.2. Accessibility

The Subject Property is well connected to major locations in the city via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 6-7 km from Bengaluru CBD.
- Approx. 3-4 km from Indiranagar Metro Station.
- Approx. 11-12 km from Bengaluru Railway Station.
- Approx. 41-42 km from Kempegowda International Airport.

The Subject Property is accessible by the Internal Road of the larger development Embassy GolfLinks, which acts as the primary access and connects to Intermediate Ring Road and Wind Tunnel Road which further connects to major parts of the city. It also has access to basic urban infrastructure in terms of power, water supply and municipal sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.3. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.4. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The city faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the city. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.5. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property – Asset Description

Hilton – Embassy GolfLinks is spread across land area of admeasuring approx. 3.6 acres and is under the ownership of Umbel Properties Private Limited. According to the site plan & based on visual inspection it was observed that the land under lying the Subject Property is irregular in shape, bounded by compound wall. The Subject Property offers large sized rooms with studios and suites that are fully equipped with kitchenettes, dining, living and work areas and are ideal for a business trip or relaxing vacation. The hotel also features two indoor dining venues, a restaurant by the poolside, a bar, six meeting rooms, 24-hour fitness centre, outdoor temperature-controlled swimming pool and spa.

3.1. Key Asset Information

Completed Block

Particulars:	Details				
Entity:	Umbel Properties Private Limited ¹				
Age of Building based on the date of Occupancy Certificate:	Block Name	Building Elevation	Type	Age (Years)	No. of Keys
	Hilton – Embassy GolfLinks	2B+G+3	Hospitality	11	247
Asset Type:	Hospitality (Luxury Hotel)				
Sub-Market:	Suburban East				
Approved and Existing usage:	Hospitality				
Land Area:	approx. 3.6 acres				
Freehold/Leasehold:	Freehold				
No. Of Keys:	247				

Source: Information received from Client, Title Report, Occupancy Certificate.

Note:

1. Refer company structure set out in Annexure 1.
2. Occupancy refers to proportion of area leased which is actively occupied by the tenants out of the total area that has received OC.



3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property comprising of 1 operational building was physically inspected on 2 nd April 2024.
Inspection Details:	<p>The inspection comprised of visual inspection of:</p> <ul style="list-style-type: none"> Operational buildings Visits to their key utility areas such as LT electric room, DG Room, Pump room, HVAC installations, power back up, STP, etc. Area provisioned for Future development.
Key Observation	<ul style="list-style-type: none"> The Hotel is a part of a larger development – Embassy GolfLinks Business Park and has total 247 keys. It has STP, safety features and power back-up facilities. The visual inspection of the buildings did not reveal any cause of concern with no visible signs of any disrepair or ill maintenance.

Source: Architect certificate, Valuer assessment.

Note: The Subject Property inspection did not comprise any structural survey, technical/ engineering review or safety audit and the assessment of the condition of the building, its utilities and campus infrastructure are based completely on visual survey.

4. Valuation Methodology

The methodology used to arrive at the market value of Subject Property is Discounted Cash Flows Method where the projected cash flows are discounted at an appropriate discount rate to arrive at the present value of the property. The cash flows for the hotel have been projected after thorough understanding of the hotels or comparable hotels operations, market dynamics, and other factors.

4.1. Area Statement

Based on information provided by the Client, we understand that Subject Property is an Operational Luxury hotel. Further, the table below highlights the no. of keys of the subject property:

Block	Status	No. of Keys
Hilton – Embassy GolfLinks	Operational	247

Source: Information received from Client.

4.2. Construction Timelines

Completed Block

The Subject Property which has 247 keys is operational and has no pending cost to be incurred as of date of valuation.

4.3. Revenue Assumptions - Hotel

Operating Revenues	Units	Hilton Embassy GolfLinks
ARR	(INR/Room/Night)	11,000
Increase in ARR	(YoY)	5%
Stabilized Occupancy	%	72%
Food & Beverage Revenue	% Of Rooms Revenue	50%
Minor Operating Department (MOD) Revenue	% Of Rooms Revenue	5%

Revenue Assumptions

- **Average Room Rent (ARR):** ARR for the hotel has been considered in line with the ARR for comparable hotels in the micro market at INR 11,000/ Room/ Night. Keeping in mind the historical trend of ARR and the upcoming supply in the micro market, the ARR growth rate is assumed at 5% Y-O-Y from April 2024 onwards.
- **Stabilized Occupancy:** Based upon our analysis of occupancy trend in the hotel, occupancy is expected to be stabilized at 72% in FY 2025.
- **F&B Revenue:** We have assumed F&B revenue of 50% of room revenue.
- **Minor Operating Department (MOD) Revenue:** We has assumed a MOD revenue of 5% of room revenue.

4.4. Expense Assumptions - Hotel

Major Repair and Improvement

As per information provided by Client there is no refurbishment/upgradation expenses in the subject development.

4.5. Operating Cost - Hotel

Expenses	Unit	Hilton Embassy GolfLinks
Room Cost (Including employee cost)	% of Rooms Revenue	14%

Expenses	Unit	Hilton Embassy GolfLinks
Food & Beverage Cost	% of F&B	35%
Minor Operating Department (MOD) Cost	% of MOD Revenue	35%
Payroll	% of Total Revenue	12%
Administration & General Cost	% of Total Revenue	3%
Operating Expenses	% of Total Revenue	8%
Sales & Marketing Expenditure	% of Total Revenue	2.4%
Repairs & Maintenance	% of Total Revenue	4%
Base Management Fee	% of Total Revenue	2%
Management Incentive Fee	% of Gross Operating Profit (GOP)	5.5%
Furniture, Fixtures & Equipment (FF&E) Reserve	% of Total Revenue	2%

Source: Valuer assessment & Information received from Client.

Operating Cost

- **Departmental Expenses:** We have assumed the Room Cost, F&B cost & Minor Operating Department (MOD) cost at 14%, 35% & 35% of respective revenues.
- **Undistributed Cost:** We have assumed undistributed costs like Payroll, Administration, Sales & Marketing, operating expenses basis on prevailing trends in the similar comparable hotels.
- **Base Management Fee (% of Total Revenue):** Based on information provided by the Client, Base fee of 2% of the total revenue has been considered.
- **Management Incentive Fee:** Management Incentive fee of 5.5% of the Gross Operating Profit has been considered as informed by the Client.
- **Furniture, Fixtures & Equipment (FF&E) Reserve (% of GOP):** FF&E reserve 2% is considered which is in line with the market trends of hospitality industry.

4.6. Capitalization Rates

Hotels are undisputedly a combination of business and real estate; the day-to-day operation of a hotel represents a business over and above the real estate value. The exercise is aimed at assessing the value of the property on the earnings generating capacity of the hotel. As per instruction from the Client, we understand that the investors are investing with a view of future earnings and not for the purpose of selling the assets in the present time. Hence the most appropriate method is the EV/EBITDA Multiple approach.



For this method, we have evaluated the historic data of listed large and medium Hotel Companies and have arrived at an average multiple. This average EV/EBITDA multiple from year 2012 to 2023 is in the range of 14 to 15 times.

Therefore, the EV/EBITDA multiple of 14 to 15 times translates to a capitalization rate range of 7.14% to 6.7%. We have taken the lower end of the multiple i.e., 14 which translates to 7.14% capitalization rate.

4.7. Discount Rate

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

The derived discount rate of 12.14% has been considered for the valuation exercise.

4.8. Market Value of the Subject Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy Hilton Golflinks	6,341

T. EMBASSY ENERGY, BELLARY DISTRICT, KARNATAKA



1. Property Description - Embassy Energy Private Limited

Property Name	Embassy Energy
Address	Villages Ittigi and Mooregeri in Huvinhadagali Taluka and Nellukudure in Hagribommanhalli Taluka, Bellary District, Karnataka.
Ownership & Title Details	Embassy Energy Private Limited (EEPL).
Land Area	approx. 465.8 Acres

Source: Information provided by Client.

1.1. Encumbrances

Unless disclosed and recorded in the property report, the Subject Property is considered to possess a good and marketable title and is free from any unusually onerous encumbrances with no option or pre-emption rights in relation to the assets except for those created in favour of the lenders as mentioned below, based on the information given in the Title Reports prepared by Law Shield. We have not checked and verified the title of the Subject Property.

2. Location

2.1. General

The Embassy Energy Private Limited (EEPL) facility is situated in the vicinity of Ittigi and Mooregeri villages in Huvinhadagali Taluka, as well as Nellukudure village in Hagribommanhalli Taluka, within Karnataka's Bellary District. The surrounding landscape is primarily defined by expansive agricultural plots, with a notable prevalence of black cotton soil. Additionally, the subject location has garnered attention for potential solar park developments, with various infrastructure companies like Adani, ReNew, and others currently operating or considering proposals for such projects in the area.

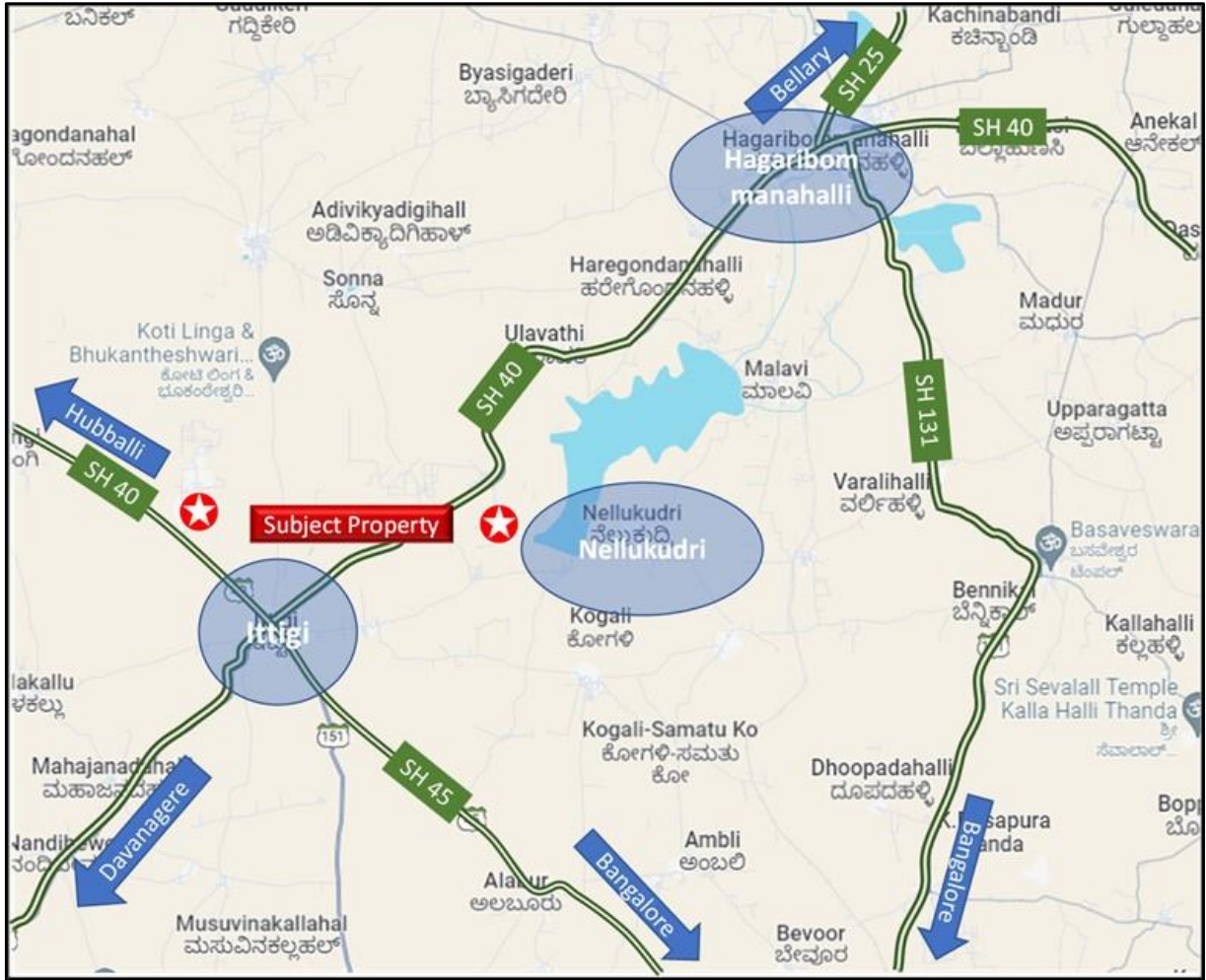
According to the Valuer's analysis of the power purchase agreements between EEPL and the power purchasers, the solar facility would provide electricity to the Embassy's current office parks and hotels in Bengaluru. As an alternative, it is acknowledged that EEPL has already inked 25-year power purchase agreements (PPAs) with a number of organisations in the commercial and industrial sectors.

Based on review of various documents (such as commissioning certificates, Government Order, etc.), the solar park has an installed capacity of approx. 130 Mega Watts (MW) DC (output will be 100 MW AC), capable of generating at least 215 million Units (MU) of electricity (subject to plant stabilization).



In accordance with the PPAs signed with different organisations, the buyers have committed to buying a minimum of 85% of the contracted quantity (also known as the “minimum guaranteed offtake”) for each tariff year starting on the date of commercial operation and continuing until the end of the term.

The location map of the Subject Property is set out below:



Source: Consultant Research (Map not to Scale).

Site Boundaries:

The site boundaries for the Subject Property are as under:

- **North:** Agricultural land.
- **South:** Primary Access Road (SH – 45).
- **East:** Agricultural land.
- **West:** Agricultural land.



2.2. Zoning & Usage

- **Current Land Usage:** Operational Solar Park.
- **Approved Usage:** The Subject Property is currently an operational Solar Park.
- **Restrictions:** No such restrictions on the subject land parcel.
- **Natural or Induced Hazards:** We hold the view that the project/site has been designed and constructed to endure natural or human-induced hazards, with the exclusion of exceptionally rare or extraordinary events.

2.3. Accessibility

The Subject property is well connected to major locations via road network. The distance of the Subject Property from major landmarks in the city is as follows:

- Approx. 6-7 km from Ittigi Village Centre.
- Approx. 65-75 km from Davangere.
- Approx. 130-140 km from Bellary Town.
- Approx. 300-310 km from Bengaluru.

The Subject Property is well accessible to different parts of the Karnataka through road connectivity. It also has access to basic urban infrastructure in terms of power, water supply and sewerage system.

The property photographs of the Subject Property are attached in Annexure 3.

2.4. Ground Conditions

Based on visual inspection, there were no evidence of adverse ground conditions at the property or immediate vicinity.

2.5. Inspection

The Property was visually inspected by the valuer, however no measurement or building survey has been carried out as part of the valuation exercise and the Valuer has relied entirely on the site areas provided by the Client, which has been assumed to be correct.

2.6. Environment Considerations

We have not carried out any investigations or tests or been supplied with any information from Client or from any relevant expert that determines the presence or otherwise of pollution or contaminative substances in the subject or any other land (including any ground water). For the purpose of assessing the vulnerability of the Subject

Property to any natural or induced disaster the location of the Subject Property with respect to risks pertaining to earthquakes, high winds/ cyclone and flooding was studied. The location faces low risk in terms of high winds or cyclones too. The Subject Property is not likely to face any higher risk than the overall risk profile of the location. No hazardous activity was noted in the vicinity of the Subject Property which may expose it for any induced disaster.

2.7. Town Planning and Statutory Considerations

We have not made formal search but have generally relied on readily available information to general public. Our Report is on current use/ current state basis of the property, and we have not considered any Government proposals for road widening or compulsory purchase/ acquisition, or any other statute in force that might affect the Subject Property.

3. Subject Property - Asset Description

Embassy-Energy Private Limited (EEPL) is envisaged across total land area of approx. admeasuring approx. 465.8 acres. Basis the review of the site plan & visual inspection it was observed that the land under lying the Subject Property is irregular in shape, levelled topography, bounded by compound wall, and has excellent visibility as it has same multiple access via the SH-45.

3.1. Key Asset Information

Land Area	approx. 465.8 acres
Plant Capacity	130 MW DC
Plant Output	100 MW AC
Plant Commissioning Date	28-Feb-2018
Completion Phases	40% commenced operations on January 23, 2018 60% commenced operations on February 28, 2018,

Source: Information provided by Client.

3.2. Subject Property Inspection

Particulars:	Description
Date of Inspection:	The Subject Property was physically inspected on 19 th October 2023.
Inspection Details:	The inspection comprised of visual inspection of: <ul style="list-style-type: none"> Solar Panels



Particulars:	Description
	<ul style="list-style-type: none"> • DC to AC Converter • Substation

Source: Valuer assessment.

4. Details on Land Extent

Based on information provided by the Client, the park covers an area of approx. 465.8 acres, as indicated in title reports, site plans and the site visit.

Additionally, we recognize that the solar park has been developed across the majority of the site, and EEPL, along with its contractors and subcontractors, currently holds physical possession of the land. The assumption is that the sale and conversion have been successful, and the valuation does not consider any potential adverse impacts.

5. Overview and Policies

5.1. Renewable Energy Policy

In the latest REN21 Renewables 2022 Global Status Report, India is ranked fourth in the world for its total Renewable Energy Installed Capacity, which includes Large Hydro. The country also holds the fourth position in Wind Power capacity and fifth position in Solar Power capacity. Notably, the Solar Power installed capacity has experienced a remarkable growth, surging approx. 29 times from 2.82 GW to 81.81 GW since 2014. Furthermore, the generation of Renewable Power has witnessed a nearly 1.75 times increase, rising from 190 billion units (BU) to 332 BU since the fiscal year 2014-15. India has a total of 59 solar parks (as of Feb-2023) with an aggregated approved capacity reaching 39.28 GW.

Source: Ministry of New and Renewable Energy (MNRE).

5.2. Indian Solar Industry Overview

India possesses an extensive potential for solar energy. India receives approx. 5,000 trillion kWh of energy annually, with the majority of regions receiving between 4 to 7 kWh per square meter per day. National Institute of Solar Energy (NISE) has assessed the country’s solar potential of about 748 GW assuming 3% of the waste land area to be covered by Solar PV modules. In order to support this effort, the government has implemented various policies at both the national and state level.



Several policies which contribute to the enhancement of renewable energy generation are given below:

Name of the Policy	Date	Objective
Particularly Vulnerable Tribal Groups (PVTG) Habitations/Villages under Pradhan Mantri Janjati Adivasi Nyaya Maha Abhiyan (PM JANMAN)	January – 2024	This scheme will cover electrification of one Lakh un-electrified households in PVTG areas identified by Ministry of Tribal Affairs (MoTA). Provision of 0.3 kW solar off-grid system for 1 lakh PVTG Households. Solar street lighting and provision of lighting in 1,500 multi-purpose centres MPCs of PVTG areas where electricity through grid not available
Union Budget 2023-24	March -2023	Permitting Foreign Direct Investment (FDI) up to 100 percent under the automatic route for renewable energy projects. Setting up of Ultra Mega Renewable Energy Parks, to provide land and transmission to RE developers on a plug and play basis. Transmission Plan for Integration of 500 GW Renewable Energy capacity by 2030. Laying of new transmission lines and creating new sub-station capacity under the Green Energy Corridor Scheme for evacuation of renewable power Launch of Green Term Ahead Market to facilitate sale of renewable energy power through exchanges.
Renewable Purchase Obligations	July – 2022	States have already designated a percentage, varying from 2% to 14% of the overall energy demand to be fulfilled through renewable energy sources.
Pradhan Mantri Kisan Urja Suraksha evam Utthaan Mahabhiyan (KUSUM)	March – 2019	Provide financial assistance to farmers for the installation of solar irrigation pumps used in cultivation. Each farmer will be eligible for a 60% subsidy to establish tube wells and pump sets and this policy is valid till March-2026. As of March 31, 2024, the scheme's Component-A has seen the installation of solar power plants with a total capacity of 166.28 MW. Additionally, approx. 12 lakh stand-alone solar pumps have been installed under Component-B. 2,571 pumps have been reported as solarized under the individual pump solarization variant of Component-C

Source: www.ibef.org



Karnataka Solar Policy: Highlights

Karnataka is one among the leading states in Renewable Energy (RE) sector in the country with a RE generation potential about 36,590 MU (from Apr-2023 to Feb-2024).⁷ The state has achieved its stature through its effective policy, programs, and implementation.

The state is endowed with RE potential which includes air, wind, solar, solar -wind hybrid, biomass, co-generation, waste to energy, small hydro and other renewable energies that makes Karnataka a favourable destination for RE investments in India.

As per the stipulations outlined in the Karnataka Solar Policy for the years 2022 to 2027, its primary objective is to aid the Government of India in achieving its Renewable Energy (RE) target of 500 gigawatts (GW) by the year 2030. Furthermore, it aims to foster the adoption of novel initiatives and emerging energy technologies within the state.⁸

- To facilitate development of 10 GW of additional RE projects with or without energy storage systems in the State, including up to 1 GW of Rooftop solar PV projects.
- To attract investment in the RE sector and development of State economy.
- To develop Renewable Energy Parks including hybrid parks in the State
- To encourage private sector participation in transmission network/Green Energy Corridor projects
- To develop ecosystem for distributed generation through Solarization of agriculture feeders and pumps which can help deferment of transmission and distribution capacity addition and reduction in losses
- To promote adaptation of electric vehicles and de-carbonize transportation in the State by encouraging use of cleaner renewable energy in the transportation sector
- To promote energy storage projects in the State.

5.3. Executed Power Purchase Agreements (PPAs)

Referring to the data provided by the Client, specifically Power Purchase Agreements (PPAs), it is evident that the solar facility supplies power to Embassy's existing office parks and hotels in Bengaluru, including Embassy

⁷ Central Electricity Authority

⁸ Karnataka Renewable Energy Policy 2022 - 2027



Manyata, Embassy GolfLinks, Hilton at GolfLinks, and Embassy TechVillage. In addition to this, it is apparent that EEPL has entered into power purchase agreements (PPAs) with different entities in the commercial and industrial sectors.

Based on the review of power purchase agreements shared by the Client, it is understood that it has following terms and conditions:

- The purchaser of Power Purchase Agreements (PPAs) has committed to procure a minimum of 85% of the contracted quantity (referred to as ‘minimum guaranteed offtake’) annually, commencing from the commercial operation date until the termination of the agreement. Furthermore, it is understood that the seller affirms its obligation to provide at least 85% of the contracted quantity (referred to as ‘minimum guaranteed supply’) annually.
- In the event that the purchaser fails to draw the minimum guaranteed offtake in any tariff year, except due to the seller’s failure to supply the minimum guaranteed offtake at the delivery points, the purchaser shall remain obligated to compensate the seller for the shortfall between the minimum guaranteed offtake and the actual delivered energy during that tariff year.
- If the seller fails to provide the Minimum Guaranteed Supply in any Tariff year except the first year, the seller shall pay the aggregate of:
 - The difference between the tariff and the prevailing BESCO tariff for the units corresponding to the shortfall between the minimum guaranteed supply and the delivered energy for that tariff year.
 - Any expenses incurred by the purchaser in securing the remainder of the minimum guaranteed supply from alternate sources.
- The tariff for billable energy in each preceding billing month shall be determined as the sum of:
 - The BESCO tariff applicable to the respective billing month.
 - Any applicable policy charges imposed by BESCO on the billable energy.
 - Penalties, if any, imposed according to the terms of the agreement or any outstanding sum from previous invoices.
 - Any adjustments resulting from invoice reconciliation.
 - Open access charges, if applicable.



5.4. Capacity Utilization Factor (CUF)

In terms solar power, the actual energy output of a solar power plant is influenced by factors like sunlight availability, maintenance-related downtime, and fluctuations in weather conditions. The Capacity Utilization Factor (CUF) in solar energy specifically represents the ratio of the actual energy output of a solar facility during a specified period, typically measured annually, to the maximum potential energy output if the plant were consistently operating at its peak capacity throughout that timeframe. This metric is expressed as a percentage, and a higher CUF signifies a more efficient and productive solar power plant. It serves as a crucial measure for evaluating the performance and reliability of solar energy systems. With respect to the Research conducted and with reference to table below it is understood that the average capacity utilization of solar PV plants in Karnataka is 19%. However, we have assumed the Capacity utilization factor as 17.35% which is in line with industry benchmarks.

Entity	Capacity Utilization Factor (CUF)
BESCOM	20%
Power Energy Mysore	18%
Karnataka Renewable Energy Association	18%
Power Company of Karnataka Limited	27%
Raghunandhan KREA	18%
GTSS Infra	18%
Hiner Engineering	18%
Power Gate Energy	18%
Average	19%

Source: Bengaluru Electricity Supply Company Limited (BESCOM), Karnataka Renewable Energy Development Limited.

5.5. Commercial/ Industrial Tariff

To determine the revenue generated by the solar plant, we examined the current and historic BESCOM Tariff data, which is provided in the exhibit below:

Year	Commercial (INR per unit)	Industrial (INR per unit)
FY 2014	7.3	5.8
FY 2015	7.7	6.2
FY 2016	7.9	6.3
FY 2017	8.4	6.8
FY 2018	8.6	7.0
FY 2019	8.8	7.2
FY 2020	9.0	7.4



Year	Commercial (INR per unit)	Industrial (INR per unit)
FY 2021	9.3	7.7
FY 2022	9.4	7.8
FY 2023	9.4	7.8
FY 2024	8.0	6.9

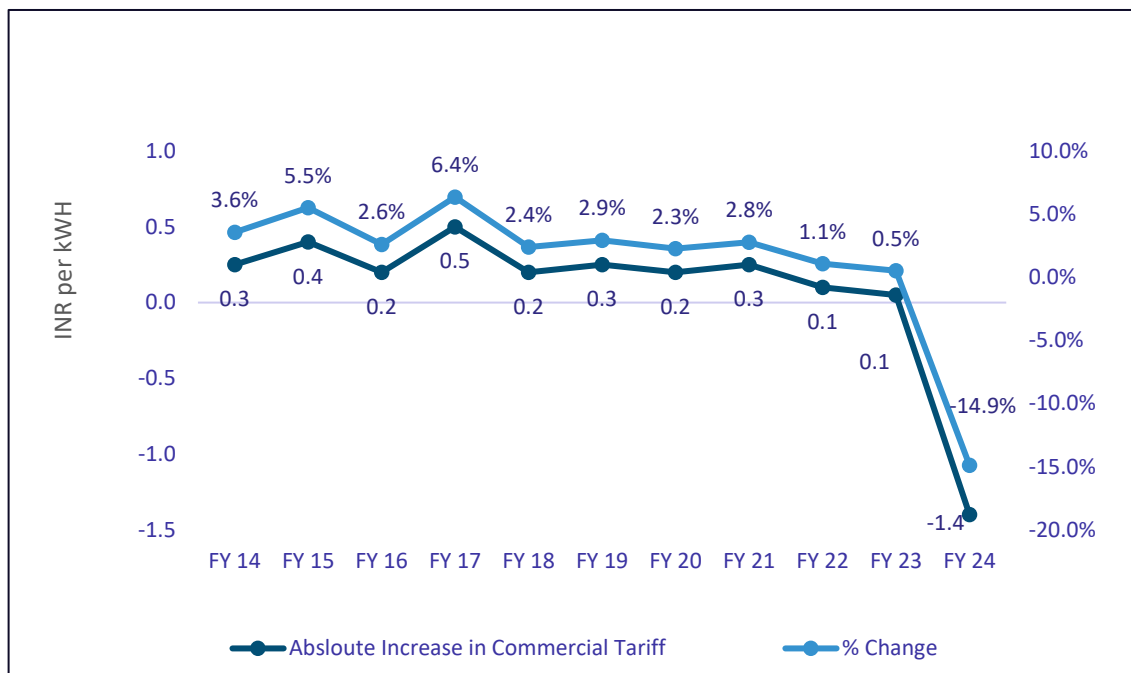
Source: Bengaluru Electricity Supply Company Limited (BESCOM).

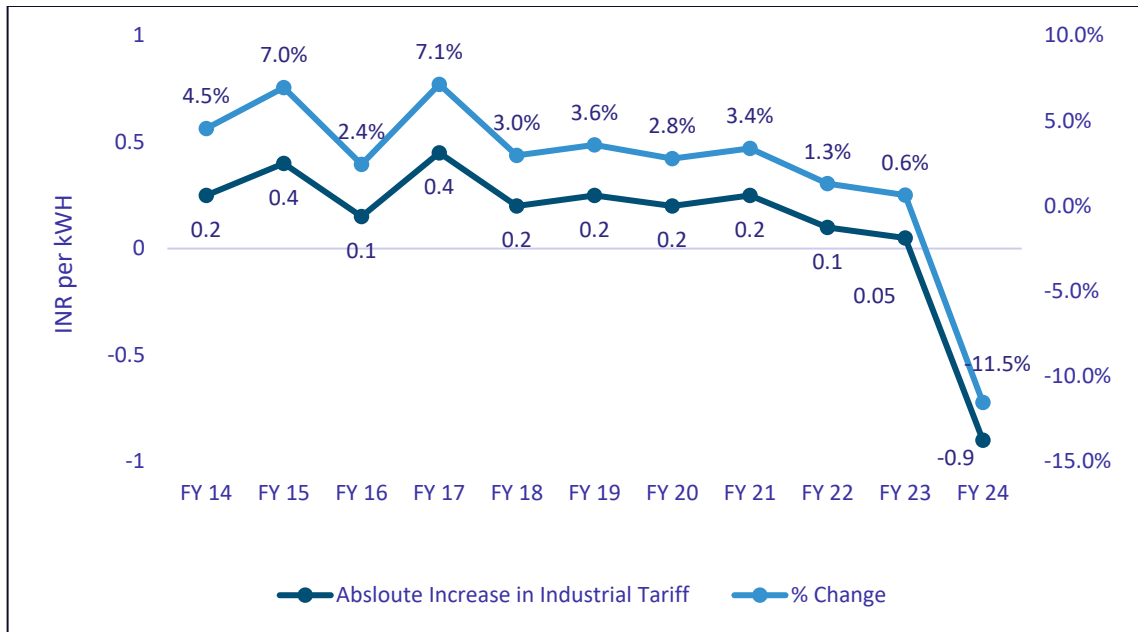
5.6. Useful Life

According to the guidelines set by the Central Electricity Regulatory Commission (CERC), a Solar PV generation facility must assume a useful life of 25 years when determining the tariff. The same has been assumed for the subject property.

5.7. Escalation in Tariff

After conducting a review of various Power Purchase Agreements (PPAs) executed, it has been analysed that the calculation of billable energy tariff aligns with the prevailing BESCOM tariffs. To forecast prospective tariff escalation, an examination of the historical BESCOM unit rates spanning the past ten years has been undertaken.





Source: Bengaluru Electricity Supply Company Limited (BESCOM).

We have assumed an annual escalation of 2.5% on the tariff.

6. Value Assessment

For the purpose of the valuation of Subject Property, Income Approach - Discounted Cash Flow Method has been adopted.

6.1. Area Statement

Based on the information provided by the Client, the total land extent of the Subject Property is approx. 465.8 acres.

6.2. Revenue Assumptions

As highlighted earlier. Following are the assumptions made towards revenue calculations:

Component	Unit	Solar Project
Location		Bellary
PPA Tariff – FY 2024	INR	7.80
% Rise in PPA Tariff	%	2.5%
% Rise in PPA Tariff (qtr.)	%	0.6%



6.3. Cost Assumptions

Open Access Charges

It refers to the fees associated with the transmission and distribution of electricity from the solar facility to the end-user or consumer. These charges include various components like Cross Subsidy Charges, Transmission Charges and SLDC Charges.

Cross Subsidy Charges:

Cross-subsidy charges are fees imposed on certain consumers or categories of electricity consumers to compensate for the subsidization of electricity provided to other consumer groups. The goal is to balance the cost of electricity distribution and ensure that all consumer categories contribute their fair share. The imposition of cross subsidy charges aims to create a more equitable distribution of electricity costs among various consumer groups, ensuring that the burden of subsidizing one group is shared by others, particularly those who can afford to pay higher rates.

Transmission Charges:

Transmission charges are the cost associated with the transportation of electricity from the generation site (solar power plant) to the distribution network or grid. These charges cover the costs incurred for transmitting electricity over the transmission infrastructure, which includes high-voltage lines and substations.

State Load Dispatch Centre (SLDC) Charges:

The System Load Dispatch Center (SLDC) operates under the purview of Karnataka Power Transmission Corporation Limited (KPTCL) as the apex body responsible for ensuring the seamless and coordinated operation of the power system in Karnataka. The SLDC plays a pivotal role in real-time load dispatch, overseeing the operation and maintenance of the SCADA (Supervisory Control and Data Acquisition) System, and managing energy accounting. To fund its operational activities, the SLDC recovers annual expenses from consumers and beneficiaries utilizing the Intra-State transmission system.

All the above charges are calculated on the percentage of tariff.

Component	Unit	Solar Project
Open Access Charges	% On Tariff	36%
Cross Subsidy Surcharge	% On Tariff	19.3%
Transmission Charges	% On Tariff	16.5%
SLDC Charges	% On Tariff	0.1%



Wheeling Charges:

It is the cost associated with the transportation of electricity from the point of generation (solar plant) to the point of consumption, which may be at a different location. These charges cover the use of the transmission and distribution infrastructure to "wheel" the electricity from the generator to the end-user.

Banking Charges:

"Banking" generally refers to the practice of storing excess generated electricity in the grid for future use. When a solar power plant produces more electricity than is immediately consumed, the excess electricity can be fed into the grid. Later, during periods when the solar plant's output is insufficient, the operator can draw electricity from the grid to meet their needs. Banking charges are applied to compensate for the costs associated with storing and managing this electricity exchange. These charges may cover administrative costs, infrastructure maintenance, and other expenses incurred by the utility or grid operator for facilitating the process of storing and retrieving excess electricity.

Both the above charges are calculated on the percentage of injected energy:

Component	Unit	Solar Project
Wheeling Charges	% On injected Energy	5%
Banking Charges	% On injected Energy	2%

Other Assumptions:

Component	Unit	Solar Project
Additional Surcharge	per Unit	0.82
Cost Escalation	Per Year	4%
Admin Cost	INR Mn per qtr.	1.30
O&M Cost	INR Mn per qtr.	16.25
Employee Expenses	INR Mn per qtr.	1.30
Inverter Replacement Cost	INR in Mn per MW	1.30

6.4. Discount Rates

This discount rate applied to the available cash flows reflect the opportunity cost to all the capital providers, namely shareholders (Cost of Equity) and creditors (Cost of Debt), weighted by the relative contribution to the total capital of the company (WACC). The opportunity cost to the capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

For the purpose of arriving at the Cost Equity, a peer group of listed comparable were studied and suitable adjustments made therein to reflect the specific opportunities and characteristics of the Subject Property as part of a listed portfolio. The Cost of Debt is assumed on the basis of the marginal cost of debt that the SPV owning the



Subject Property has been able to avail and the general borrowing rates of similar assets. The Weights attributed to equity and debt were benchmarked against similar portfolios/properties in the market.

The discount rate for the Subject Property is 11.75%.

6.5. Market Value of the Property

The Valuer is of the opinion that subject to the overriding stipulations contained within the body of this report and to there being no onerous restrictions or unusual encumbrances of which she has no knowledge, the opinion of value of the complete ownership interest in the Subject Property comprising land and improvements thereon, as explained above, on 31st March 2024, is as follows:

Market Value of the Subject Property	
Components	Value in (₹Mn)
Embassy Energy Power Limited (EEPL)	7,813



U. MATERIAL LITIGATION



This section discloses all outstanding material litigation and regulatory action against Embassy REIT, the Manager, their respective Associates, and the Trustee (the “Relevant Parties”). Details of all outstanding regulatory actions and criminal proceedings against the Relevant Parties have been disclosed. Only such outstanding civil/commercial matters against the Relevant Parties have been disclosed where amounts involved are in excess of the materiality thresholds disclosed below. All property tax, direct tax and indirect tax matters against the Relevant Parties have been disclosed in a consolidated manner.

“Associates” of a person shall be as defined under the Companies Act, 2013, or under applicable accounting standards, and shall also include: (i) any person directly or indirectly controlled by the said person; (ii) any person who directly controls the said person; (iii) where the said person is a company or a body corporate, any person(s) who is designated as a promoter of the company or body corporate and any other company or body corporate and any other company or body corporate with the same promoter; and (iv) where the said person is an individual, any relative of the individual.

I. Material title litigation pertaining to the Portfolio

For the purpose of this section, details of all pending material title litigation pertaining to the Portfolio have been disclosed. Other than as disclosed below, there are no pending material title litigations pertaining to the Portfolio as of March 31, 2024:

A. Embassy Manyata

- a. MPPL has filed a writ petition against the BBMP and others seeking to, inter-alia, quash (i) a circular from 2014 re-fixing the improvement charges under the Karnataka Municipal Corporations Act, 1976, and the Karnataka Municipal Corporations (Recovery of Improvement Expenses) Rules, 2009, and (ii) a notice from 2015 demanding payment of betterment charges of ₹127.9 million. MPPL has paid betterment charges under protest vide letter dated March 30, 2022. The High Court of Karnataka granted an interim stay on the applicability of the above circular and notice. The matter is currently pending.
- b. A third party suit was filed against MPPL and other defendants in 2020 before the City Civil Court, Bengaluru seeking inter-alia: (i) 1/8th share of several land parcels by way of partition out of which Embassy Manyata is only concerned with one land parcel; and (ii) a declaration that certain sale deeds, including the lease deed executed by MPPL, are null and void. The matter is currently pending.
- c. An original suit was filed by a third party in 2003 against MPPL and other defendants before the Additional City Civil and Sessions Judge, Bengaluru for inter-alia partition of property including in respect of a land parcel admeasuring approximately 3 acres and 32 guntas located in Embassy Manyata. The court pursuant to its judgement and decree dated October 16, 2019 inter-alia, decreed that the plaintiff could not claim for possession of the relevant land parcel but could only seek compensation as regards the land concerning MPPL.



A regular first appeal has been filed by a third party against MPPL and other defendants before the High Court of Karnataka challenging the judgement and decree dated October 16, 2019. The matter is currently pending.

A co-defendant in the original suit has filed a miscellaneous petition dated September 8, 2020 before the Additional Judge, City Civil Court, Bengaluru to set aside the judgement and decree dated October 16, 2019 and the matter is currently pending.

- d. A third-party suit has been filed against MPPL and other defendants on September 23, 2020 before the Principal City and Sessions Judge, Bengaluru seeking possession of a land parcel admeasuring 1 acre and 12 guntas forming part of Embassy Manyata. The plaintiff claims that the land parcel was mortgaged by his ancestors in 1905 and they were unable to redeem the mortgage. The plaintiff has filed the suit to redeem the mortgaged premises and seek possession of the land parcel. MPPL has filed its response in this matter. The matter is currently pending.
- e. Certain third parties have filed a writ petition against State of Karnataka, MPPL and others before the High Court of Karnataka challenging the acquisition proceedings initiated by the state government with respect to inter-alia land parcels admeasuring 1 acre and 3 acres and 32 guntas at Nagavara Village which currently forms part of Embassy Manyata. The third parties were party to the proceedings in which the acquisition of the above lands had been challenged and the matter attained finality with the Supreme Court upholding the acquisition. The third parties have alleged that their representations for determination of compensation have not been addressed by KIADB and on this ground they have sought: (i) quashing of the awards proceedings initiated by respondents which has led to arbitrary determination of the compensation (ii) directions for the State of Karnataka to pass an award and pay compensation under the provisions of The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation And Resettlement Act, 2013; and (iii) quashing of the acquisition of property situated in Embassy Manyata. The matter is currently pending.
- f. MPPL had filed a suit against a third party for a relief that the third party be restrained for interfering with MPPL's possession and enjoyment of the land parcel admeasuring 4 guntas which forms part of Embassy Manyata before the Additional City Civil Judge, Bengaluru. The Additional City Civil Judge, Bengaluru passed a judgement and decree on December 8, 2017 in favour of MPPL. Aggrieved by the judgement and decree dated December 8, 2017, the third party has filed an appeal before the High Court of Karnataka against MPPL in 2018. The matter is currently pending.
- g. An original suit was filed by third parties in 2007 against certain defendants before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 38 guntas situated in Nagavara Village, Kasaba Hobli, Bangalore, North Taluk. MPPL impleaded itself as party to this suit. The plaintiffs claim that the land parcels are their ancestral properties and sought, inter-alia (i) half share of the land parcels by way of partition in favour of the plaintiffs and possession of such property; (ii) a declaration that the sale of the land parcels



and the consequent khata and mutation in favour of the defendants (including MPPL) was illegal and is not binding on the plaintiffs; (iii) a direction to MPPL to deposit the amount of compensation paid by KIADB along with interest before the court and to release half of the compensation amount or alternative land to the plaintiffs; and (iv) permanent injunction against certain defendants (including MPPL) in relation to the land parcels. The matter is currently pending.

- h. An original suit was filed by third parties in 2012 against certain defendants before the City Civil Judge, Bangalore in relation to certain land parcels situated at Nagawara Village, Kasaba Hobli, Bangalore, North Taluk. The plaintiffs claim that the land parcels are their ancestral properties and sought, inter-alia: (i) partition of the land parcel and possession to the plaintiffs to the extent of their share; (ii) a declaration that the release deed in relation to the land parcels is not binding on the plaintiffs; and (iii) order for mesne profit. MPPL was not made party to the suit, however, it is concerned with certain land parcels in relation to which the suit is filed as they form a part of Embassy Manyata. Thus, MPPL filed an application for impleading it as a party. The City Civil Court has dismissed the impleading application filed by MPPL pursuant to an order dated December 15, 2022. MPPL has filed an appeal against the order dated December 15, 2022 before the High Court of Karnataka. The matter is currently pending.
- i. An original suit was filed by third parties in 2008 against certain defendants before the City Civil Judge, Bangalore in relation to certain land parcels admeasuring 0.26 guntas situated at Thanisandra Village, K.R. Puram Hobli, Bangalore East Taluk, among others. The plaintiffs claim that the land parcels are their ancestral properties and have seeking inter-alia (i) 1/4th share of several land parcels by way of partition to each of the two plaintiffs; and (ii) a declaration that the compromise entered between certain defendants is not binding of the plaintiffs. The matter is currently pending.
- j. An original suit was filed by a third party in 2009 against MPPL and others before the City Civil Judge, Bangalore in relation to multiple land parcels situated at Nagavara Village, Bangalore, North Taluk, among others. The plaintiffs claim that the land parcels are their joint family properties and sought, inter-alia: (i) 1/3rd share of the properties by way of partition to the plaintiffs and possession of such property; and (ii) a declaration that the sale deed executed in favour of defendants (including MPPL) was null and void and is not binding on the plaintiffs. The matter is currently pending.
- k. An original suit was filed by third parties in 2010 against MPPL and certain others before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 13 ½ guntas situated at Nagavara Village, Kasaba Hobli, Bangalore, North Taluk, among others. The plaintiffs claim that the land parcels are their joint family properties and sought, inter-alia: (i) 5/10th share in the land parcels by way of partition to the plaintiffs and



possession of such property; (ii) a declaration that the transactions made by the defendants (including MPPL) are not binding on the plaintiffs; and (iii) order for mesne profit. The matter is currently pending.

- l. An original suit was filed by a third party in 2019 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 18 guntas situated at Rachenahalli Village K.R. Puram, Hobli, Bangalore, East Taluk, Bangalore. The plaintiff claims that the land parcels are its ancestral properties and has sought, inter-alia, (i) 1/6th share of the land parcels by way of partition and possession of such property; and (ii) a declaration that certain sale deeds executed are not binding upon plaintiff's share. MPPL has filed an impleading application seeking to be included as an additional defendant in this matter. The matter is currently pending.
- m. An original suit was filed by third parties in 2016 against MPPL and others before the City Civil Judge, Bangalore in relation to land parcels admeasuring 1 acre and 31 guntas situated at Nagawara Village, Kasaba Hobli, Bangalore, North Taluk and Kothanur Narayanapura (K.Narayanapura) village, Bengaluru, East Taluk, among others. The plaintiffs claim that the land parcels are their ancestral and Hindu joint family properties and sought, inter-alia: (i) legitimate share of the land parcels by way of partition to the plaintiffs and possession of such property; (ii) a declaration that the sale deed executed by certain defendants is not binding on the plaintiffs; and (iii) permanent injunction restraining certain defendants (including MPPL) from alienating or encumbering the land parcels to any third parties, pending disposal of the suit. The matter is currently pending.
- n. An original suit was filed by third parties in 2014 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 7.5 guntas situated at Rachenahalli Village, K.R Puram Hobli, Bangalore East Taluk, Bangalore forming part of Embassy Manyata. The plaintiff claims that the land parcels are its ancestral properties and has sought inter-alia (i) 2/3rd share in the land parcels; (ii) declaration that the sale deed executed by the defendant is not binding on the plaintiff. The matter is currently pending.
- o. An original suit was filed by a third party in 2022 against MPPL and others before the 4th Additional Senior Civil Judge, Bengaluru Rural in relation to certain land parcels situated at Chokkanahalli Village, Yalahanka Hobli, Yalahanka Taluk, among others, which do not form part of the assets held by MPPL. The plaintiff claims that the land parcels are their ancestral properties and has sought, inter-alia, (i) 1/5th share in the land parcels; and (ii) a permanent injunction restraining certain defendants (including MPPL) from carrying on developmental activities on the land parcels and from alienating or encumbering the land parcels to any third parties. The matter is currently pending.
- p. An original suit was filed by third parties in 2022 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 31 guntas situated at Rachenahalli Village K.R. Puram, Hobli, Bangalore, East Taluk, Bangalore. The plaintiffs claim that the land parcels are their joint family properties and have sought, inter-alia, (i) for a separate possession of the 1/9th share of the suit properties and (ii) declaration that the sale deeds executed in relation to such properties are not binding on the plaintiffs. MPPL is not a party to the suit, however,



MPPL is concerned with certain land parcels in relation to which suit is filed as they form a part of Embassy Manyata and MPPL has filed an impleadment application. The matter is currently pending.

- q. An original suit was filed by third parties in 2022 before the City Civil Judge, Bangalore in relation to land parcels admeasuring 2 acre 27 guntas situated at Nagavara Village K.R. Puram, Hobli, Bangalore, East Taluk, Bangalore. The plaintiffs' claim that the land parcels were acquired through a partition deed and has sought, inter-alia, (i) for partition and separate possession of plaintiff's 4/6th share of the suit properties; and (ii) a declaration that sale deeds executed in relation to such land parcels are not binding upon the plaintiff's share. The matter is currently pending.
- r. A third party suit was filed against MPPL and others in 2022 before the City Civil Court, Bengaluru, seeking (i) partition of the land parcels in accordance with the Hindu Succession Act, 1956; (ii) 1/5th share in the land parcel; and (ii) permanent injunction against alienation/ sale of the joint family properties. The court vacated the interim stay granted in 2022. The plaintiff has challenged the order of the City Civil Court before the High Court of Karnataka in an appeal. MPPL has been arraigned as respondents in the appeal. Please note that the land parcels in this matter do not form part of Embassy Manyata. The matter is currently pending.

B. Hilton at Embassy Golflinks

A third party has filed a suit against GLSP, UPPL, Mac Charles (India) Limited and others in 2003 before the Additional City Civil Judge, Bengaluru, seeking specific performance of an agreement for sale for 94,000 square feet of land forming part of the larger parcel of land admeasuring 5 acres and 23 guntas situated at Challaghatta village. The court dismissed the suit in 2009. The plaintiff has challenged such dismissal in 2009 before the High Court of Karnataka in an appeal. GLSP, UPPL and Mac Charles (India) Limited have been arraigned as respondents in the appeal. The High Court of Karnataka has recorded the submission made by GLSP, UPPL and Mac Charles (India) Limited indicating that no encumbrance would be created on the suit property of 94,000 square feet. The matter is currently pending.

C. Express Towers

- a. IENMPL has filed a writ petition against the Government of Maharashtra and the Collector, Mumbai in 2003 before the Bombay High Court, challenging the demand against IENMPL for payment of increased transfer charges in relation to a sub-lease. While transfer charges amounting to ₹0.12 million annually for 61 years as per GoI's letter were levied in 2001, the transfer charges were revised to ₹2.34 million in the same year by the Collector, Bombay. In 2004, the Bombay High Court passed an order staying the operation of demand for increased transfer charges, subject to IENMPL continuing to pay the original transfer charges. IENMPL has also undertaken that in the event of dismissal of petition it will pay the demanded increased transfer charges. This matter is currently pending.



- b. IENMPL had initiated legal proceedings against an occupier before the Court of Small Causes, Mumbai in 2007 for eviction and recovery of possession of 2,150 square feet in Express Towers and for mesne profits. On November 15, 2011, the court directed the occupier to pay ₹0.26 million per month towards mesne profits for the period between March 1, 2007 and February 2010, and ₹0.29 million per month March 1, 2010 onward. An appeal by the occupier against this order before the Court of Small Causes was dismissed on May 6, 2015. Aggrieved, the occupier filed a petition before the Bombay High Court. On August 28, 2017, the High Court passed an order directing the occupier to pay ₹225 per square foot per month from May 1, 2015 to continue the possession of the premises. The occupier continues to occupy the premises and pay rentals. This matter is currently pending.
- c. A criminal public interest litigation has been instituted by a third party against the state of Maharashtra and others in 2017 which has alleged irregularities in the manner in which Express Towers was being used, and the manner in which the shareholders of IENMPL have acquired the asset. IENMPL impleaded itself as party to this public interest litigation. The Bombay High Court had directed the third party to file an amended petition to, inter-alia, include IENMPL as a party. The matter is currently pending.

D. Embassy Golflinks

- a. A third party individual has filed a suit before the Court of the City Civil Judge, Bengaluru in 2005, against GLSP and others for declaring a sale deed allegedly executed in 2004 by him in favour of GLSP and another pertaining to a portion of land situated at Embassy Golflinks, as null and void on account of fraud and misrepresentation. The plaintiff died at the evidence stage and his alleged heir was not permitted to come on record as the court rejected his application by passing an order in 2015. Aggrieved by the order, the alleged heir filed a civil revision petition before the High Court of Karnataka in 2015 which was subsequently converted into a writ petition. The High Court of Karnataka allowed the writ petition and directed the trial court to pass appropriate orders after giving an opportunity of being heard to the parties. The matter is currently pending.
- b. GLSP has filed a petition in 2014 before the High Court of Karnataka inter-alia, against a show cause notice issued under the Public Premises (Eviction of Unauthorised Occupation) Act, 1971, in relation to eviction of GLSP from certain parcels of land admeasuring 92 square meters, 274.86 square meters and 2,079.79 square meters in Domlur Village, Bengaluru, which as per the show cause notice allegedly belongs to the Department of Defence and seeking a direction against the BBMP and others to complete the construction of the road on the aforementioned lands. The High Court in 2014 directed BBMP to continue with the construction of the road in terms of certain agreements signed between the Department of Defence and BBMP and also restrained the respondents from acting upon the impugned notice or taking coercive steps against GLSP. The respondents have obtained a stay on such order in 2016 by way of an appeal filed in 2015 before the High Court of



Karnataka. The stay order also stated that GLSP could not be evicted without the leave of court. In 2019, the High Court of Karnataka allowed the appeals. Further, the High Court of Karnataka on July 11, 2022 directed the deputy commissioner to take steps to conduct a survey for identification of limits of Domlur Village. The survey report along with a memo was taken on the record by the High Court on April 5, 2023. Additionally, the High Court clarified that no proceedings to be progressed by the state officers until further orders are issued. The matter is currently pending.

- c. A third party has filed a suit before the City Civil Court, Senior Division, Rural District Jat Bengaluru against GLSP and others alleging that the sale deed in relation to land parcels forming part of Embassy Golflinks executed in favour of GLSP in 2003 is not binding on the petitioner. The suit was dismissed in 2016 for default by the petitioner. The petitioner has thereafter filed an application in 2017 seeking to restore the case. The matter is currently pending.
- d. GLSP received a notice from a third party individual alleging that certain third parties were the absolute owners of land in possession of GLSP admeasuring 2 acres and 8 guntas in Bengaluru. The Additional City Civil and Sessions Judge, pursuant to a preliminary decree in 2017, granted the petitioner half a share in the land. GLSP was not made a party to the above suit filed by the third party. GLSP has filed an appeal in the High Court of Karnataka to set aside the decree of the Additional City Civil and Sessions Judge and to remand the suit to the trial court by impleading GLSP as a defendant. The High Court of Karnataka has notified that the final decree proceedings shall continue but that no final decree shall be drawn up. The matter is currently pending.
- e. Certain third parties have filed an original suit against GVPPL and others before the Court of Additional City Civil Judge, Bengaluru claiming 3/7th share ownership over certain parcels of land belonging to GLSP, i.e. Survey No.10/2A admeasuring 25 guntas in Bengaluru. The Additional City Civil Judge, Bengaluru passed a judgement and a decree, inter alia, stating that (i) the plaintiffs therein are entitled to 1/7th share in the disputed property (ii) the sale deed executed by the defendants therein and subsequent sale deeds are not binding on the plaintiffs and (iii) defendants to handover the plaintiffs' share in such disputed property. GVPPL filed an appeal before the High Court of Karnataka against the judgement and decree. Further, the plaintiffs have filed an application before the Additional City Civil Judge, Bangalore to amend the earlier decree by granting the relief of mesne profit. Additionally, the plaintiffs have initiated final decree proceedings. These matters are currently pending.

A co-defendant in the original suit against GVPPL has filed an appeal before the High Court of Karnataka seeking to set aside the judgement and the decree passed by the Additional City Civil Judge, Bengaluru. The matter is currently pending.

- f. Certain third parties have filed an original suit against GLSP and others before the City Civil Court, Bengaluru in 2022 in respect of land parcels admeasuring 1 acre situated at Challaghatta Village, Varthur Hobli, Bangalore East Taluk. The plaintiffs claim that the land parcels are their ancestral properties and have sought, inter-alia, (i) 1/8th share in the land parcels; and (ii) declaration that the sale deeds executed by the defendants is not binding on the plaintiffs. The Court passed ad-interim orders on July 1, 2022, restraining GLSP from alienating or creating any charge over the disputed land parcels. The matter is currently pending.
- g. Certain third parties filed a suit in 2003 before the City Civil Court, Bengaluru in respect of a property admeasuring 1 acre and 36 guntas, forming part of Embassy Golflinks, and sought, inter-alia, (i) for partition of suit property, (ii) permanent injunction restraining the defendant therein from alienating the suit property and (iii) order enquiry as to mesne profit. The suit was partly decreed by the court on September 23, 2021, where it held that the plaintiffs were not entitled to procession over the land parcels forming part of Embassy GolfLinks. The plaintiffs have challenged the decree before the High Court of Karnataka. These matters are currently pending.

E. Embassy TechVillage

- a. A third party individual filed a suit in 2017 against the 'Embassy Group' before the City Civil Court, Bangalore seeking a decree of permanent injunction against 'Embassy Group' from interfering with the alleged rights of the plaintiff in relation to a land parcel forming part of ETV. VTPL filed two interim applications, inter alia, for: (i) dismissal of the suit contending that 'Embassy Group' is not a valid legal entity; and (ii) impleading itself as party. Pursuant to an order dated December 16, 2017, the City Civil Court rejected both the above applications and rejected an interim application filed by the plaintiff seeking a temporary injunction against 'Embassy Group'. VTPL filed a civil revision petition and a writ petition before the High Court of Karnataka against the rejection of its applications. Pursuant to orders dated January 10, 2018, the High Court of Karnataka stayed the proceedings before the City Civil Court until the next date of hearing. The matters are currently pending.

The third party individual has also filed an appeal under the Karnataka Land Revenue Act, 1964 before the Assistant Commissioner, Bangalore, North Sub-Division challenging the endorsement dated October 29, 2015 issued by the Tahasildar, Bangalore East Taluk rejecting the claim of the plaintiff to a land parcel admeasuring 21 guntas. VTPL has impleaded itself as a party and filed a statement of objections. The matter is currently pending.

- b. A third party individual has filed a suit before City Civil Court, Bangalore against the 'Embassy Company' seeking a decree of permanent injunction against the defendants from interfering with the peaceful possession of a land parcel. While VTPL has not claimed title over the disputed land parcel, the plaintiffs have alleged



that the land parcel is at the edge of the property owned by VTPL. VTPL has impleaded itself as a party and has contended, inter-alia, that the plaintiff has filed the suit against a non-existing party. The matter is currently pending. [SAMCo Note: We note from the backups provided and as per the response received from the REIT team that this matter is the same matter as disclosed in (d) below. Please merge the disclosures and retain only (d)]

- c. A third party individual has filed a writ petition in 2022 before the High Court of Karnataka seeking a reconveyance of certain land parcels admeasuring 22 guntas that were acquired by the Karnataka Industrial Area Development Board for construction of infrastructure/industrial projects by VTPL pursuant to a lease-cum-sale agreement, which were allegedly not subsequently utilized by VTPL on account of the reconveyance of certain adjacent properties by another party. The matter is currently pending.
- d. A third party has filed an original suit before the City Civil Court, Bengaluru in respect of a property admeasuring 34 and ½ guntas. The plaintiff has prayed for permanent injunction against VTPL from interfering with the peaceful possession and enjoyment of the suit property by the plaintiff. VTPL has filed its written statement in this matter stating, inter-alia, that the suit property does not form part of Embassy TechVillage. The matter is currently pending.

F. Embassy Business Hub

- a. A third party has filed an original suit in 2020 before the Senior Civil Judge Court, Bengaluru in respect of a property, admeasuring 2 acres 1 gunta, forming part of Embassy Business Hub and sought, inter-alia, (i) partition and separate possession of 1/6th share in the land parcels and (ii) a declaration that the sale of the land parcel is not binding on the plaintiff. ECPL is not a party to the suit. The matter is currently pending.
- b. Certain third parties have filed an original suit in 2019 before the Senior Civil Judge Court, Bengaluru in respect of property admeasuring 2 acres 5 guntas forming part of Embassy Business Hub and has sought, inter-alia, (i) declaration, division and separate possession of the plaintiff's share in the disputed property, and (ii) declaration that the sale of the land parcels is not binding on the plaintiff. The matter is currently pending.
- c. Certain third parties have filed an original suit in 2023 before the Senior Civil Judge Court, Bengaluru in respect of the certain parcels of land forming part of Embassy Business Hub and sought, inter-alia, (i) partition and separate possession of 1/4th share in the land parcels, (ii) issue a permanent injunction against the defendants (including ECPL) from alienating, encumbering or creating charge on the disputed property. The matter is currently pending.



G. Embassy Energy

- a. A third party has filed a suit against EEPL and others in 2022, before the Civil Judge and Judicial Magistrate First Class at Hagarabomanahalli, seeking, inter-alia, (i) a declaration that sale deed executed in relation to the disputed property is not binding upon the plaintiff's share in such property, and (ii) for partition and possession of 1/4th share of the scheduled disputed property. The matter is currently pending.
- b. An original suit was filed by the third parties in 2017 before the Civil Judge and Judicial Magistrate First Class in Huvinahadagalli, in relation to land parcels situated at Ittigi village (which are owned by EEPL), seeking, inter-alia, permanent injunction against a third party from fencing or obstructing plaintiff's use of way. The matter is currently pending.

II. Material litigation and regulatory action pending against Embassy REIT (Asset SPVs and the Investment Entity)

With respect to the Asset SPVs and the Investment Entity, details of all pending regulatory actions and criminal matters against the Asset SPVs and the Investment Entity have been disclosed.

A. MPPL**Regulatory Proceedings**

- a. The Director, SEZ Section, Government of India issued guidelines in 2009 ("**2009 Circular**") which laid down that captive power plants in IT/ ITES SEZs were to be classified as separate units and were entitled to avail fiscal benefits under the Special Economic Zones Act, 2005 including the benefit of exemption from the levy of excise duty under the Central Excise Act, 1994, on the goods supplied to them. However, in 2015, a new circular was issued which withdrew all such benefits and incentives extended to the captive power plants set up in a SEZ with effect from April 1, 2015. In 2016, new guidelines were issued which restored the benefits and exemptions given under the 2009 Circular. However, the exemptions and benefits were prospective in nature and did not apply to SEZ developers, such as MPPL, for the period between the 2015 circular and the 2016 guidelines. By way of their letters in 2016, two diesel providers who were providing high speed diesel to MPPL, informed MPPL that amount payable due to excise duty on supply of diesel to MPPL was ₹31.60 million and ₹8.49 million, respectively, due to the changed guidelines. MPPL filed an application before the Development Commissioner, Manyata Embassy Business Park SEZ in 2016 seeking approval of its DG set unit as a SEZ unit with retrospective effect, which was not granted.

Subsequently, MPPL filed an appeal before the Development Commissioner, Manyata Embassy Business Park SEZ seeking modification of the letter of approval granted by the Board of Approval, SEZ Section to classify MPPL's captive power plant as a SEZ unit, as it was not granted with retrospective effect, which was rejected.



MPPL has filed a writ petition in 2017 before the High Court of Karnataka to set aside the said order and a stay order has been granted.

- b. MPPL has received a demand note dated October 13, 2022 (“**Demand Note**”), from the Bangalore Water Supply and Sewerage Board (“**BWSSB**”) for payments of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. MPPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Note and seeking an order to, inter-alia, (i) quash the Demand Note; and (ii) issue the no-objection certificate to MPPL. Pursuant to an order dated November 21, 2022, the High Court of Karnataka granted an ad-interim stay on the Demand Note in relation to certain charges and instructed MPPL to pay the remaining sum of monies to BWSSB. Accordingly, MPPL has made the requisite payment thereunder and received the NOC from BWSSB. The matter is currently pending with respect to the remaining charges indicated in the Demand Note. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.
- c. MPPL has received a demand note dated August 3, 2023 (“**Demand Note**”) from the Bangalore Water Supply and Sewerage Board (“**BWSSB**”) for a payment of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. MPPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging, the Demand Note and seeking, inter-alia, (i) to quash the Demand Note; and (ii) issue the no-objection certificate to MPPL. Pursuant to an order dated November 11, 2023, the High Court of Karnataka granted an ad-interim stay on the Demand Note. The matter is currently pending. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

B. EEPL

i. Regulatory Proceedings

The Karnataka Electricity Regulatory Commission (“**Commission**”) has issued orders in 2005, 2008 and 2014 granting exemption to all solar power generators in Karnataka that achieved commercial operation date between April 1, 2013 and March 31, 2018 from paying certain charges such as, inter-alia, payment of wheeling and banking charges, cross subsidy surcharges, transmission losses and wheeling losses for a period of ten years from the date of commissioning. The Commission issued an order in 2018 directing cancellation of the aforementioned exemption available to Karnataka’s power generators, including EEPL. Subsequently, EEPL and others have filed writ petitions in 2018 in the High Court of Karnataka against the State of Karnataka, the Commission, Bangalore Electricity Supply Company Limited, Gulbarga Electricity Supply Company Limited and Karnataka Power Transmission Corporation Limited. The High Court of Karnataka by way of an order



dated May 24, 2018 has directed interim stay on the Commission's order. In the event of cancellation of the aforesaid exemption, EEPL would incur an estimated loss of approximately ₹1053.50 million over a ten year period. The Bangalore Electricity Supply Company Limited filed an interlocutory application on June 18, 2018, seeking recalling of order dated May 24, 2018 of the High Court of Karnataka and the Commission has filed common preliminary objections on September 27, 2018 and requested the High Court of Karnataka to dismiss the writ petition filed by EEPL and others. The High Court of Karnataka, by way of an order dated March 13, 2019, allowed the writ petitions filed by EEPL and others, and quashed the order dated May 14, 2018 issued by the Commission. The Commission has filed a common writ appeal against the said order, against EEPL and others. The matter is currently pending.

ii. Other Material Litigation

EEPL has received a demand notice under the Insolvency and Bankruptcy Code, 2016 ("IBC") on February 28, 2019 from a third party subcontractor, engaged by the parent company of a third-party service provider for Embassy Energy ("Service Provider"), which was itself engaged by the Service Provider as a contractor for Embassy Energy. The demand notice alleges that unpaid amounts (categorized as operational debts) aggregating up to ₹1,008.1 million are due to the sub-contractor directly from EEPL for the various works claimed to have been undertaken at the site of Embassy Energy, on the basis of certain correspondence with EEPL. EEPL has by its letter dated March 1, 2019, refuted all such claims inter-alia on the basis that the payments are due from the Service Provider (and/ or its parent entity) to the sub-contractor and not from EEPL, and therefore the sub-contractor has no claim against EEPL. By its letters dated March 18, 2019, the subcontractor has responded to the letter from EEPL, denying all statements made by EEPL and reiterating that the unpaid amounts are due from EEPL, without prejudice to any action, including criminal, that may be taken under law including the IBC against EEPL, the Service Provider, its parent entity and certain representatives of these entities. EEPL has also written to the Service Provider in relation to deficiencies in services required to be contractually provided by the Service Provider. The Service Provider has responded to EEPL denying the allegations in such letters. The sub-contractor of the Service Provider has filed an application against EEPL in October 2019 under Section 9 of IBC before the NCLT, Bengaluru claiming debt of ₹997.59 million and interest thereon against EEPL. Pursuant to a letter dated January 2, 2020, the third party subcontractor served notice of hearing in this matter for initiation of insolvency proceedings under Section 9 of the IBC before the NCLT, Bengaluru.

Subsequently, the Service Provider and EEPL agreed to a revised prepayment mechanism pursuant to a letter dated November 18, 2020. It was agreed that upon payment of ₹7.77 billion, all the definitive agreements executed between parties, except the operations and management agreement, shall be terminated and result in the release of the security interest over the EEPL assets. Pursuant to a letter dated December 11, 2020, the entire prepayment amount of ₹7.77 billion has been paid by EEPL towards full and final settlement and the



Service Provider has confirmed that there are no dues payable under the deferment payment agreement. The operations and management agreement with the Service Provider was subsequently terminated.

The NCLT, Bengaluru has disposed off this matter on March 8, 2022. The Service Provider has filed an appeal against the order of the NCLT Bengaluru before the NCLAT, Chennai. The NCLAT has dismissed the appeal pursuant to an order dated June 16, 2023. Further, an appeal has been filed by the Service Provider before the Supreme Court of India. Additionally, the Service Provider has submitted an application to the District Legal Service Authority requesting for pre-institution mediation with EEPL. The matter is currently pending.

iii. Criminal Proceedings

A First Information Report (“FIR”) for offences under various sections of the Indian Penal Code, 1860 was registered by Deonar Police Station against representatives of EEPL and another person at the instance of a representation of Sterling Wilson Renewable Energy Private Limited (“SWREL”) (formerly known as Sterling Wilson Private Limited). SWREL under the FIR has claimed that EEPL has not made balance payments to SWREL for its services as a third party contractor, thereby resulting in loss to SWREL. In response, EEPL and its representatives have filed a criminal writ petition before the High Court of Bombay against the State of Maharashtra and the representative of SWREL praying, inter-alia, to quash and set aside the FIR, which was subsequently transferred to the Economic Offence Wing.

C. GLSP

Regulatory Proceedings

GLSP and its occupier have received a notice in 2017 from the Karnataka State Pollution Control Board stating that the sewage treatment plant at Embassy Golflinks was inspected by the relevant officials and was found to not be operating in accordance with the standards stipulated pursuant to an order passed by the National Green Tribunal and a public notice issued by the Karnataka State Pollution Control Board detailing revised standards required to be adopted for such plants in 2017. GLSP was called upon to show cause as to why action should not be initiated against it under the Water (Prevention and Control of Pollution) Act, 1974 and related legislations within 30 days from the date of the notice. Golflinks Embassy Business Park Management Services LLP has responded to the notice stating that it is in the process of complying with the observations and requesting for a period of six to seven months for compliance and to grant consent. Golflinks Embassy Business Park Management Services LLP has informed the Karnataka State Pollution Control Board of completion of upgradation work in relation to the sewage treatment plants pursuant to a letter dated September 10, 2020.



D. VTPL**Regulatory Proceedings**

- a. The Director, SEZ Section, Government of India issued guidelines in 2009 (“**2009 Circular**”) which laid down that captive power plants in IT/ ITES SEZs were to be classified as separate units and were entitled to avail fiscal benefits under the Special Economic Zones Act, 2005 including the benefit of exemption from the levy of excise duty under the Central Excise Act, 1994, on the goods supplied to them. However, in 2015, a new circular was issued which withdrew all such benefits and incentives extended to the captive power plants set up in a SEZ with effect from April 1, 2015. In 2016, new guidelines were issued which restored the benefits and exemptions given under the 2009 Circular. However, the exemptions and benefits were prospective in nature and did not apply to SEZ developers, such as VTPL for the period between the 2015 circular and the 2016 guidelines. By way of its letter dated March 3, 2016, the diesel supplier providing high speed diesel to VTPL, informed VTPL that amount payable due to excise duty on supply of diesel to VTPL was ₹4.31 million, due to the changed guidelines. VTPL filed an application before the Development Commissioner, Vikas Telecom SEZ in 2016 seeking approval of its DG set unit as a SEZ unit with retrospective effect, which was not granted. Subsequently, VTPL filed an appeal before the Board of Approval, SEZ Section in 2016 seeking modification of the letter of approval granted by the Board of Approval, SEZ Section to classify VTPL’s captive power plant as a SEZ unit, as it was not granted with retrospective effect, which was rejected. VTPL has filed a writ petition in 2017 before the High Court of Karnataka to set aside the said order and a stay order was granted.
- b. VTPL has received a demand note dated August 14, 2020, from the Bangalore Water Supply and Sewerage Board for a payment of charges in relation to issuance of a no-objection certificate for a proposed project commercial building on land parcel. VTPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging the government order dated February 12, 2016 and the demand note issued against VTPL and seeking to, inter-alia, (i) quash the demand notice dated August 14, 2020; and (ii) issue of no-objection certificate to VTPL. Pursuant to an order dated November 17, 2020, the High Court of Karnataka granted an ad-interim stay on the demand notice dated August 14, 2020 in relation to certain charges and instructed VTPL to pay the prescribed fee for issuance of no objection certificate, which has been paid. The matter is currently pending. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.
- c. VTPL has received a demand note dated September 29, 2020 from the Bangalore Water Supply and Sewerage Board for a payment in relation to issuance of a no-objection certificate for a proposed project office building on land parcel. VTPL has filed a writ petition before the Karnataka High Court against State of Karnataka,



Bangalore Water Supply and Sewerage Board and others challenging the government order dated February 12, 2016 and the demand note against VTPL seeking to, inter-alia, (i) quash the demand notice dated September 29, 2020; and (ii) issue of no-objection certificate to VTPL. Pursuant to an order dated November 30, 2020, the High Court of Karnataka granted an ad-interim stay on the demand notice dated September 29, 2020 in relation to certain charges and instructed VTPL to pay the prescribed fee for issuance of no objection certificate, which has been paid. The matter is currently pending. The said petition has been disposed on April 22,2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

- d. The Department of Stamps and Registrations, Government of Karnataka, had issued notices dated July 18, 2022 to VTPL and SIPL (“**Respondents**”), alleging that there are shortfall in the stamp duty and registration fees paid in relation to a sale deeds executed between the Respondents. The Respondents have submitted their objection to the notices. The matter is currently pending.

E. ECPL

- a. ECPL received a demand notice dated July 16, 2021 from BBMP (the “Demand Notice”) towards ground rent and other charges for the purposes of issuing modified sanction plan at Embassy Business Hub. ECPL has filed a writ petition against State of Karnataka before the High Court of Karnataka, inter alia, to set aside the Demand Notice issued by BBMP. The High Court of Karnataka has passed an interim stay against the Demand Notice and ordered ECPL to pay the other demands. ECPL has paid the requisite fee and has received the modified sanction plan.
- b. ECPL has received a demand note dated June 16, 2020 from the BWSSB (the “**Demand Notice**”) for payments of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. ECPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Notice and seeking order to, inter-alia, (i) quash the Demand Notice; and (ii) issue the no-objection certificate to ECPL. Pursuant to an order dated November 13, 2020, the High Court of Karnataka granted an ad-interim stay on the Demand Notice, in relation to certain charges, and instructed ECPL to pay the remaining sum of monies to BWSSB. Accordingly, ECPL has made the requisite payment thereunder and received the NOC from BWSSB. The said petition has been disposed on April 22,2024. However, as the final order is not available even on the high court website, we are unable comment on the same.
- c. ECPL has received a demand note dated November 21, 2023 from the BWSSB (the “**Demand Notice**”) for payments of charges in relation to issuance of a no-objection certificate for a proposed project commercial building. ECPL has filed a writ petition before the High Court of Karnataka against the State of Karnataka, BWSSB and others challenging the Demand Notice and seeking order to, inter-alia, (i) quash the Demand



Notice; and (ii) issue the no-objection certificate to ECPL. Pursuant to an order dated January 16, 2024, the High Court of Karnataka granted an ad-interim stay on the Demand Notice, in relation to certain charges, and instructed ECPL to pay the remaining sum of monies to BWSSB. ECPL has made the requisite payments and received the no-objection certificate from the BWSSB. The said petition has been disposed on April 22, 2024. However, as the final order is not available even on the high court website, we are unable comment on the same.

III. Material litigation and regulatory action pending against the Manager and its Associates

As of March 31, 2024 the Manager and its Associates (to the extent that such Associates are not Associates of the Sponsors) do not have any regulatory actions, criminal matters, or other material civil/ commercial litigation pending against them. For the purposes of civil/commercial matters against the Manager and its Associates (to the extent that such Associates are not Associates of the Sponsors), matters involving amounts exceeding 5% of the revenue of the Manager for the Financial Year –2022-2023 have been considered material.

Criminal litigation

Two separate petitions have been filed under the Motor Vehicles Act, 1988 against the Manager. The petitioners have claimed monetary compensation for injuries sustained by them due to an accident which allegedly involved certain employees of the Manager. These matters are currently pending.

Other matters

A search under section 132 of the Income Tax Act was conducted on June 1, 2022 on the Manager, Embassy REIT, certain SPVs namely VTPL, SIPL and EEPL, certain representatives of such entities (collectively referred to as “**Embassy REIT Entities**”), the Embassy Sponsor (including certain representatives of the Embassy Sponsor) and certain third-parties. Pursuant to the communication received from the income tax authorities by the Embassy REIT Entities, requisite information was provided to the authorities. The Deputy Commissioner of Income Tax has passed assessment orders in relation to the Embassy REIT Entities and directed the issue of demand notices in this regard.

IV. Material litigation and regulatory action pending against the Trustee

As of March 31, 2024, the Trustee does not have any regulatory actions, criminal matters, or material civil/commercial litigation, i.e., in excess of ₹12.32 million (Indian Rupees Twelve Point Three Two Million Only) being 5% of the income of the profit after tax of the Trustee for the Financial Year 2022- 2023) pending against it.



V. Taxation Proceedings**

Details of all direct tax, indirect tax and property tax matters against the Relevant Parties as of March 31, 2024 are as follows:

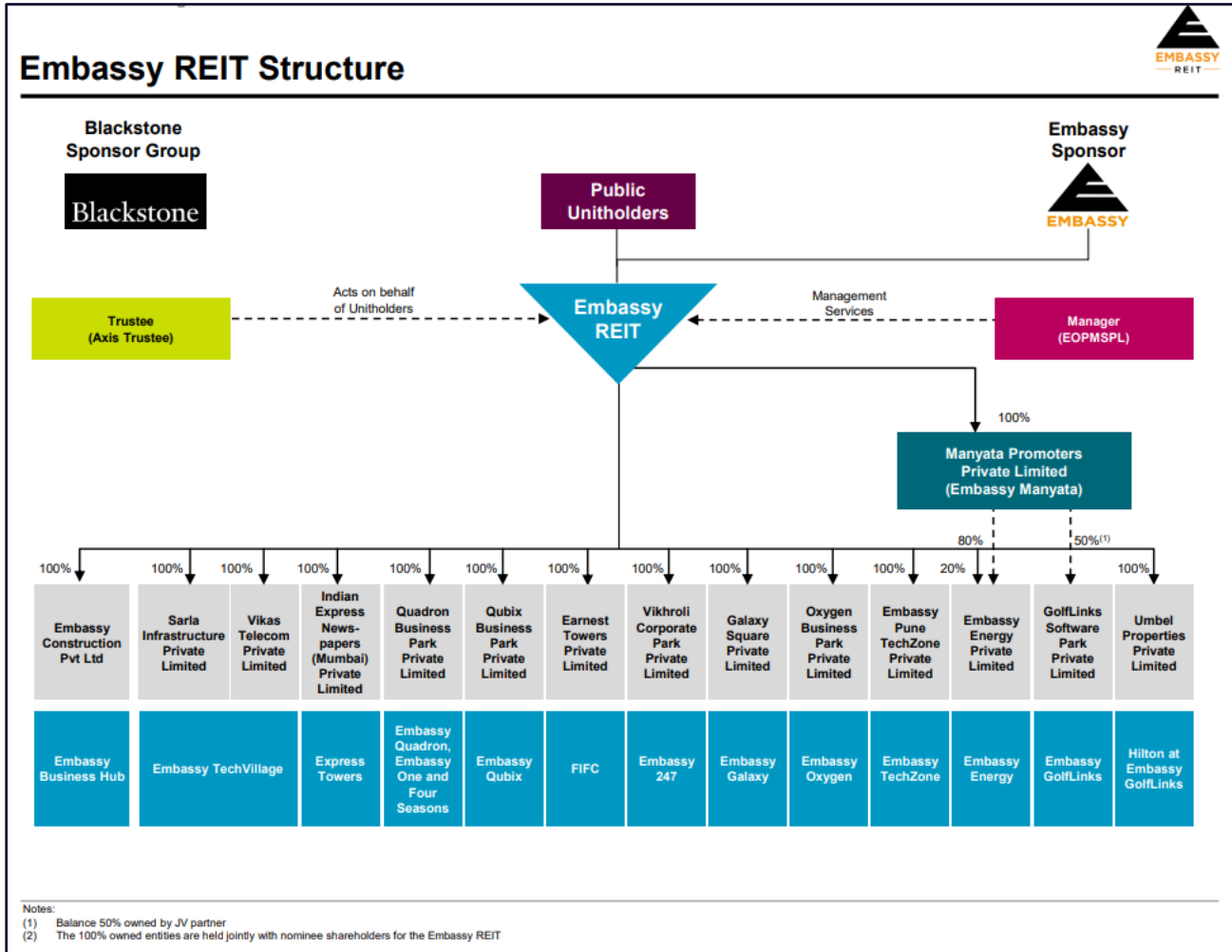
Nature of case	Number of cases	Amount involved (in ₹ million)
Embassy REIT (Asset SPVs and Investment Entity)		
Direct Tax	28	263.92
Indirect Tax	23	909.71
Property Tax	4	3418.9



V. ANNEXURES



ANNEXURE 1: Embassy REIT Structure



ANNEXURE 2: Property Master Plan

EMBASSY MANYATA



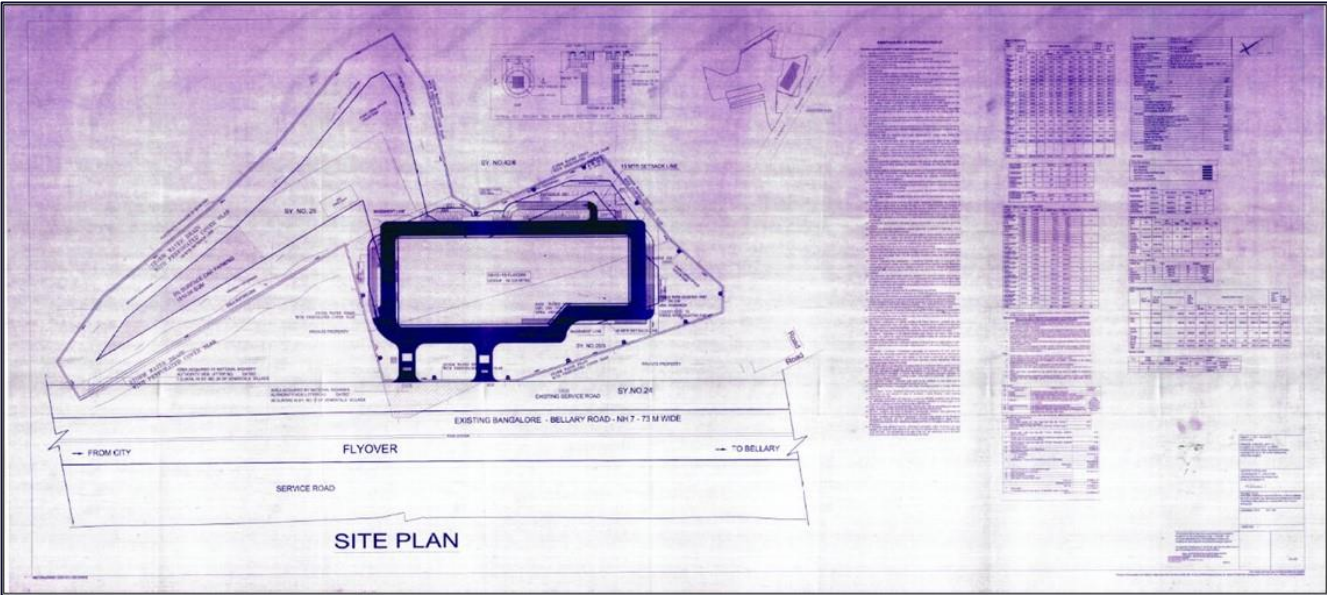
EMBASSY TECHVILLAGE



EMBASSY ONE



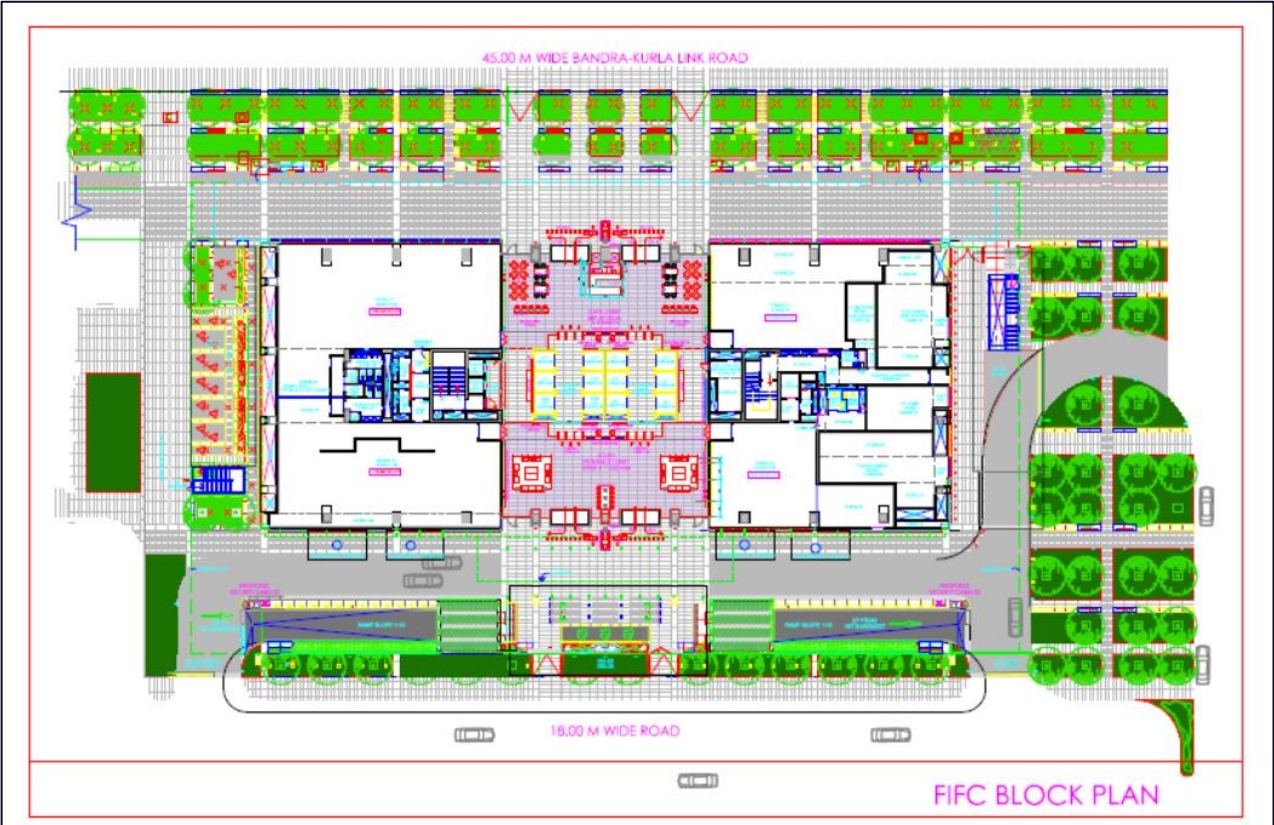
EMBASSY BUSINESS HUB



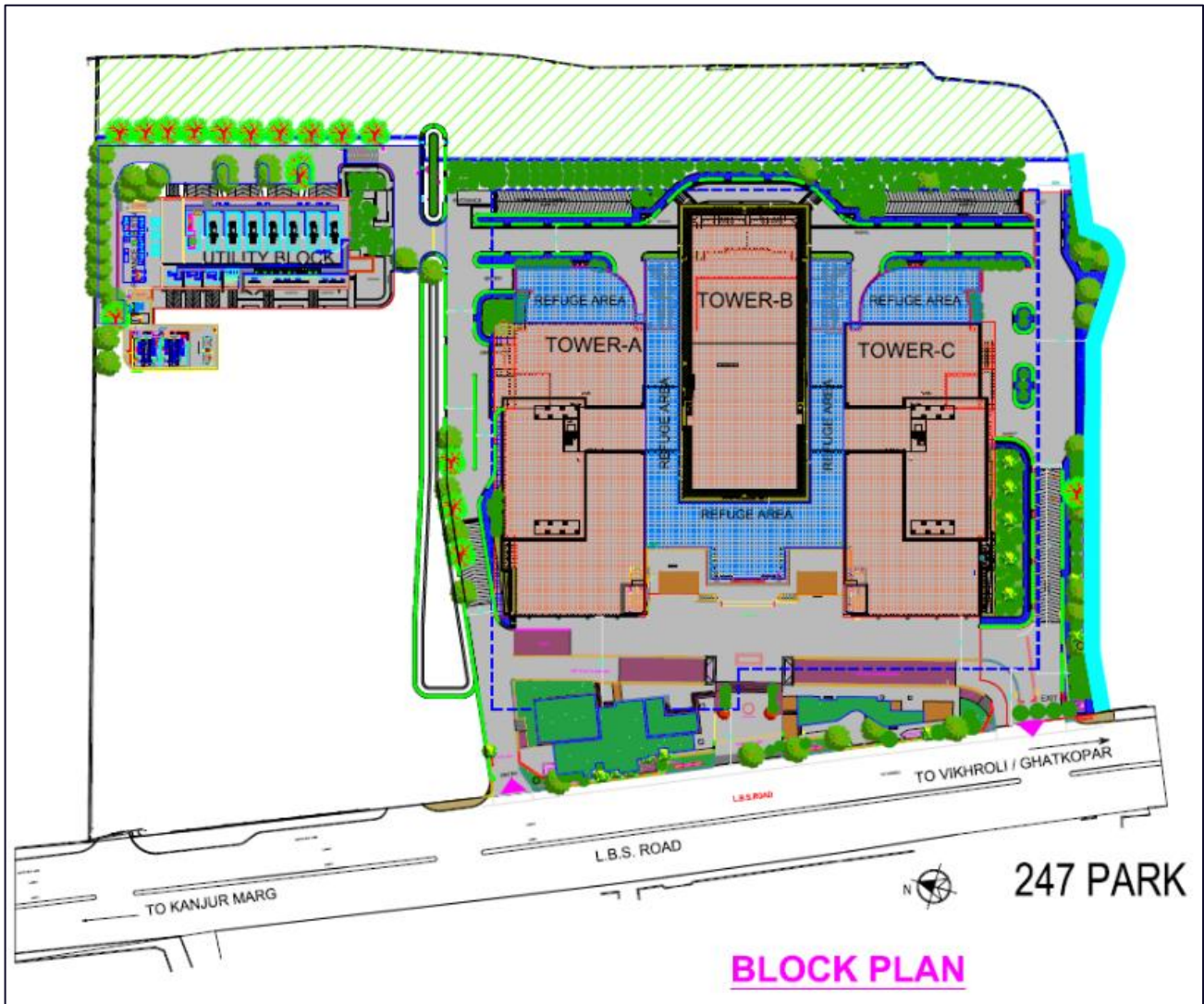
EXPRESS TOWER



FIFC



EMBASSY 247



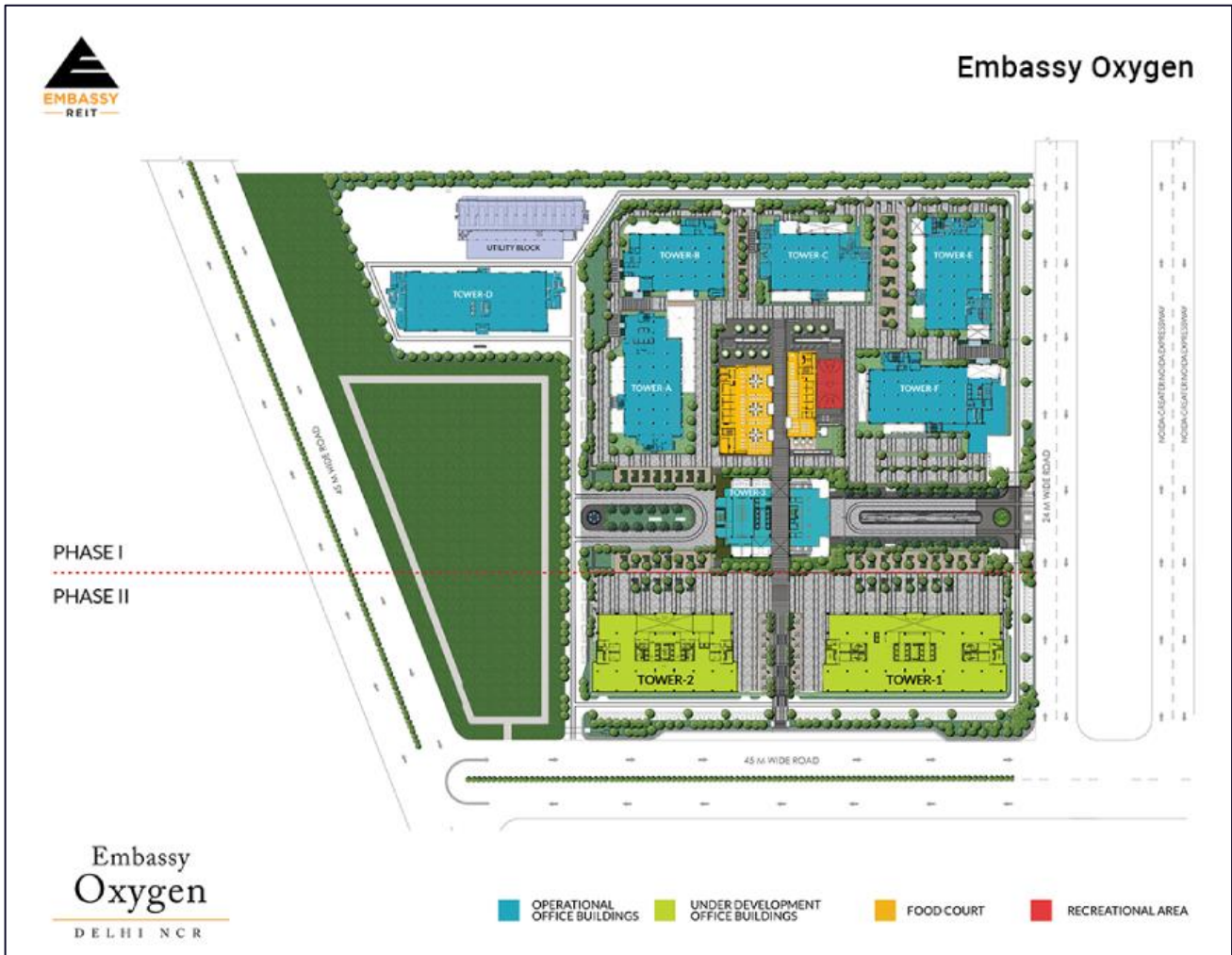
TECHZONE



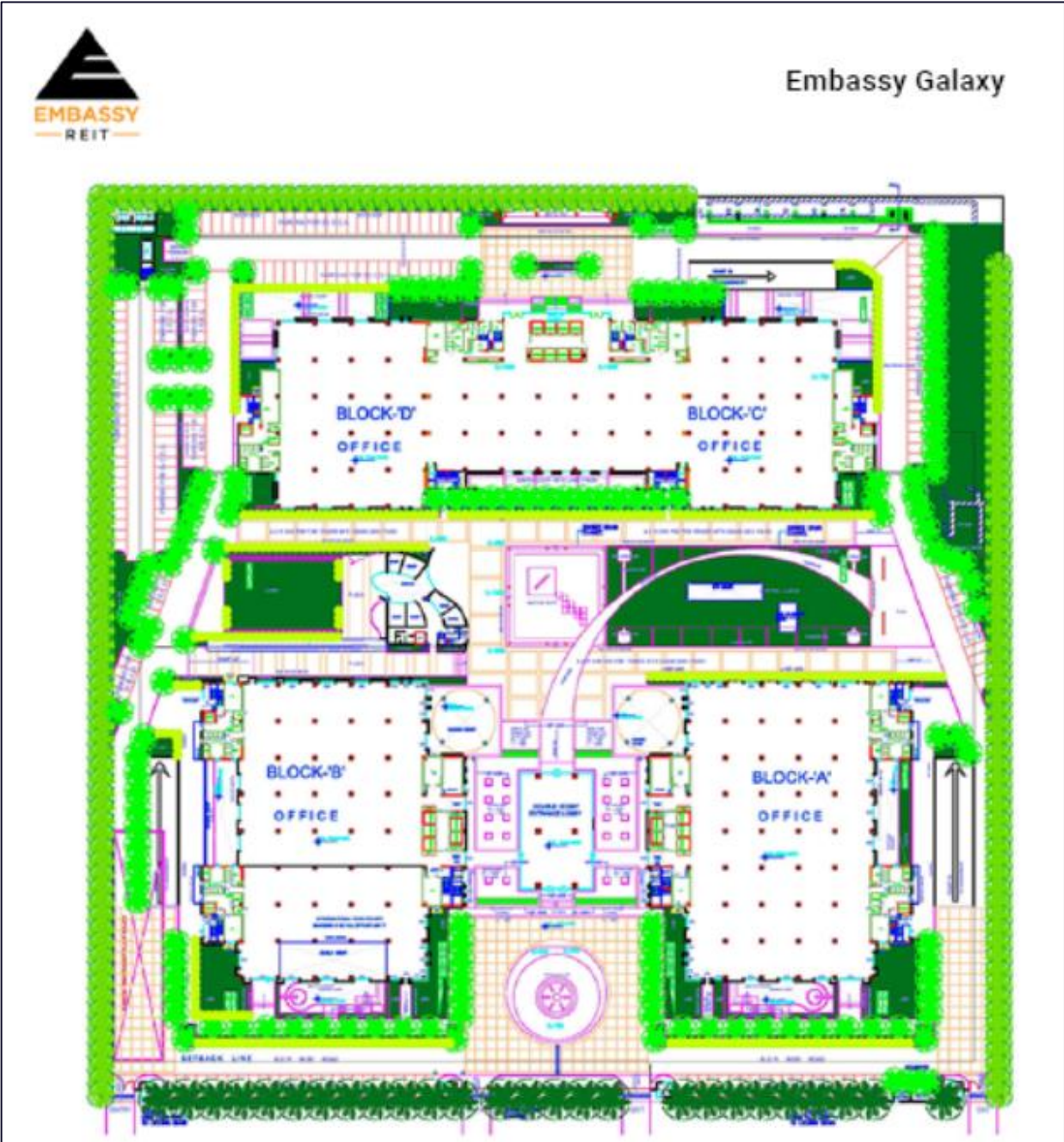
QUADRON



OXYGEN



GALAXY



ANNEXURE 3: Property Photographs

EMBASSY MANYATA



External View of the Subject Property



External View of the Subject Property



Entrance View of the Subject Property



View of the Access Road



EMBASSY TECHVILLAGE



External View of the Subject Property



External View of the Subject Property



External View of the Subject Property



View of the Access Road



EMBASSY GOLFLINKS



External View of the Subject Property



External View of the Subject Property



External View of the Subject Property



View of the Access Road



EMBASSY ONE



External View of the Subject Property



Internal View of the Subject Property



View of the Basement Car Parking



View of the Access Road

EMBASSY BUSINESS HUB



External View of the Subject Property



Internal View of the Subject Property



View of the Construction Progress



View of the Access Road



EXPRESS TOWERS



External View of the Subject Property



Internal View of the Subject Property



View of the Basement Car Parking



View of the Access Road



247 PARK



External View of the Subject Property



Internal View of the Subject Property



View of the Internal Vacant Space



View of the Access Road



FIFC



External View of the Subject Property



Internal View of the Subject Property



View of the Basement Car Parking



View of the Access Road



EMBASSY TECHZONE



External View of the Subject Property



External View of the Subject Property



View of the Subject Property



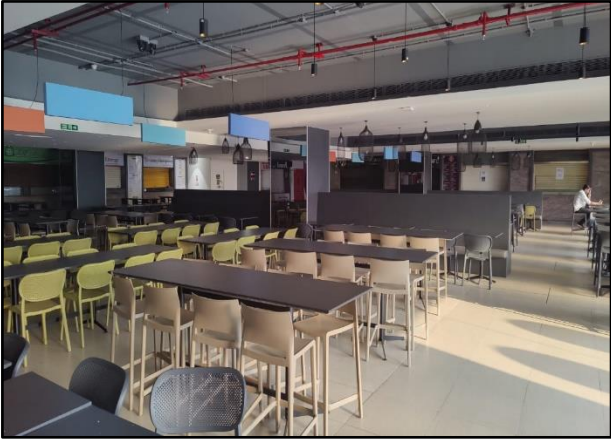
View of the Internal Access Road



EMBASSY QUADRON



External View of the Subject Property



Internal View of the Subject Property



Internal View of the Subject Property



View of the Internal Access Road



EMBASSY QUBIX



External View of the Subject Property



External View of the Subject Property



External View of the Subject Property



View of the Internal Access Road



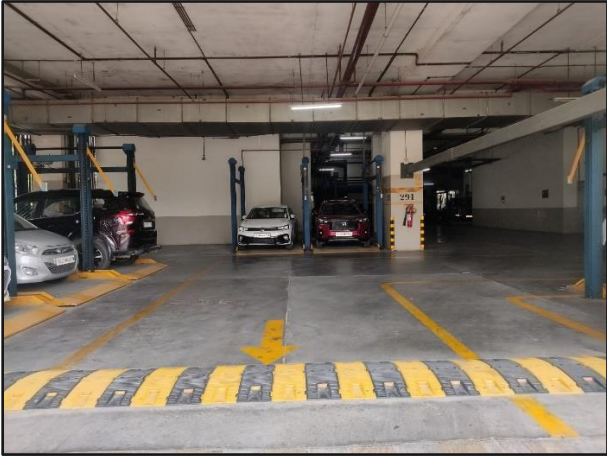
EMBASSY OXYGEN



External View of the Subject Property



Internal View of the Subject Property



View of the Car Parking



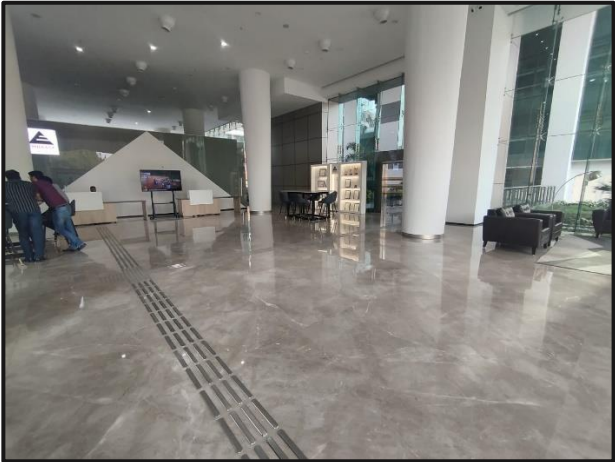
View of the Access Road



EMBASSY GALAXY



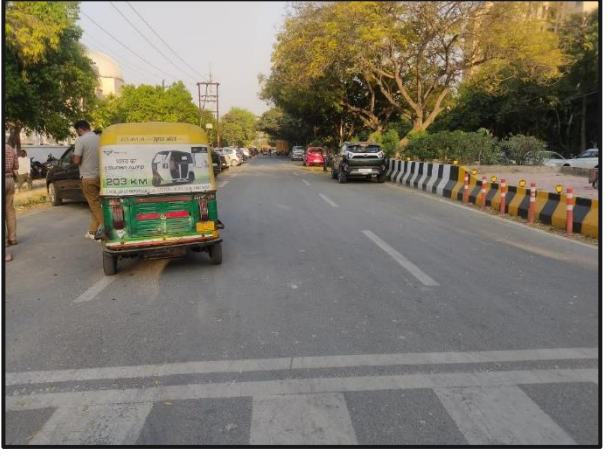
External View of the Subject Property



Internal View of the Subject Property



External View of the Subject Property



View of the Access Road



ANNEXURE 4: Statutory Approvals

Based on the information provided by the Client, please find the details below regarding Statutory Approvals:

EMBASSY MANYATA

Completed Blocks:

- 1) Sanction Plan
- 2) Occupancy Certificates
- 3) Environmental Clearance Certificate
- 4) Fire NOC
- 5) Fire Clearance Certificate
- 6) Consent to Establish - CTE
- 7) Consent to Operate - CTO
- 8) Power Supply Approval from KPTCL

Under Construction Blocks:

Block L-4:

- 1) Sanction Plan
- 2) Height Clearance NOC from AAI
- 3) Environmental Clearance Certificate
- 4) Fire NOC
- 5) Consent to Establish - CTE
- 6) Water Supply and Sewerage NOC

Block M3B:

- 1) Sanction Plan
- 2) Height Clearance NOC from AAI
- 3) Environmental Clearance Certificate
- 4) Fire NOC
- 5) Consent to Establish - CTE
- 6) Water Supply and Sewerage NOC

Block D1-D2:

- 1) Sanction Plan
- 2) Height Clearance NOC from AAI
- 3) Environmental Clearance Certificate

Hotels:

- 1) Sanction Plan
- 2) Occupancy Certificate
- 3) Consent to Establish - CTE
- 4) Environmental Clearance Certificate
- 5) Consent to Operate - CTO



- 6) Fire Clearance Certificate

EMBASSY GOLFLINKS

Completed Blocks:

- 1) Occupancy Certificates
- 2) Floor plans
- 3) Height Clearance Certificate from AAI
- 4) Fire NOC
- 5) Fire Clearance Certificate
- 6) Consent to Establish - CTE
- 7) Consent to Operate - CTO
- 8) Environmental Clearance Certificate

EMBASSY TECH VILLAGE

Completed Blocks:

- 1) Sanction Plan
- 2) Occupancy Certificates
- 3) Environmental Clearance Certificate
- 4) Height Clearance Certificate from AAI
- 5) Fire NOC
- 6) Fire Clearance Certificate
- 7) Consent to Establish - CTE
- 8) Consent to Operate - CTO

Under Construction Block (Parcel 8):

- 1) Sanction Plan
- 2) Height Clearance NOC from AAI
- 3) Fire NOC
- 4) Consent to Establish - CTE
- 5) Environmental Clearance Certificate

Under Construction Hotels:

- 1) Sanction Plan
- 2) Height Clearance NOC from AAI
- 3) Environmental Clearance Certificate
- 4) Consent to Establish - CTE
- 5) Fire NOC



EMBASSY ONE

Completed Block:

- 1) Sanction Plan
- 2) Occupancy Certificate
- 3) Height Clearance Certificate from AAI
- 4) Fire NOC
- 5) Fire Clearance Certificate
- 6) Consent to Establish - CTE
- 7) Consent to Operate - CTO
- 8) Environmental Clearance Certificate

Hotel:

- 1) Sanction Plan
- 2) Occupancy Certificate
- 3) Consent to Establish - CTE
- 4) Consent to Operate - CTO
- 5) Environmental Clearance Certificate
- 6) Fire Clearance Certificate

EMBASSY BUSINESS HUB

Completed Block:

- 1) Occupancy Certificate
- 2) Sanction Plan
- 3) Height Clearance Certificate from AAI
- 4) Fire NOC
- 5) Consent to Establish - CTE
- 6) Consent to Operate - CTO
- 7) Fire Clearance Certificate
- 8) Environmental Clearance Certificate

Under Construction Blocks:

- 1) Height Clearance Certificate from AAI
- 2) Fire NOC
- 3) Sanction Plan
- 4) Environmental Clearance Certificate
- 5) Consent to Establish - CTE

EXPRESS TOWERS

- 1) Occupancy Certificate
- 2) Fire NOC



EMBASSY 247

- 1) Occupancy Certificate
- 2) Sanction Plan
- 3) Fire NOC
- 4) Consent to Establish - CTE
- 5) Consent to Operate - CTO

FIRST INTERNATIONAL FINANCIAL CENTRE (FIFC)

- 1) Occupancy Certificate
- 2) Height Clearance Certificate from AAI
- 3) Fire NOC
- 4) Consent to Establish - CTE
- 5) Consent to Operate - CTO
- 6) Environmental Clearance Certificate

EMBASSY TECHZONE

Completed Blocks:

- 1) Occupancy Certificate
- 2) Environmental Clearance Certificate
- 3) Fire NOC
- 4) Consent to Establish - CTE
- 5) Consent to Operate - CTO

Under-Construction Blocks

Block 4, 9,10 & Volga

- 1) Environmental Clearance Certificate
- 2) Consent to Establish - CTE

EMBASSY QUADRON

- 1) Building Plan
- 2) Occupancy Certificate
- 3) Environmental Clearance Certificate
- 4) Fire NOC
- 5) Height Clearance NOC
- 6) NOC for DG, and Lift
- 7) Consent to Establish - CTE
- 8) Consent to Operate - CTO



EMBASSY QUBIX

- 1) Building Plan
- 2) Occupancy Certificate
- 3) Environmental Clearance Certificate
- 4) Fire NOC
- 5) Height Clearance NOC
- 6) NOC for DG, and Lift
- 7) Consent to Establish - CTE
- 8) Consent to Operate - CTO

EMBASSY OXYGEN

- 1) Building Plan
- 2) Occupancy Certificate
- 3) Environmental Clearance Certificate
- 4) Height Clearance NOC
- 5) Provisional Fire NOC
- 6) Pollution NOC
- 7) Structural Certificate
- 8) Soil Test Report
- 9) Post Construction Fire NOC

EMBASSY GALAXY

- 1) Environmental Clearance Certificate
- 2) Height Clearance NOC
- 3) Occupancy Certificate

HILTON AT GOLFLINKS

- 1) Sanction Plan
- 2) Occupancy Certificate
- 3) Consent to Establish - CTE
- 4) Consent to Operate - CTO
- 5) Environmental Clearance Certificate

EMBASSY ENERGY

- 1) Commissioning Certificates
- 2) Government Order



ANNEXURE 5: Historic Value Summary

30th September 2023

Development	Market Value (INR Mn)		
	Completed	Under construction (UC) / Proposed	Total
Embassy Manyata, Bengaluru	182,218	21,363	203,581
Embassy TechVillage, Bengaluru	100,930	20,588	121,518
Embassy One, Bengaluru	14,187	-	14,187
Embassy Business Hub, Bengaluru	-	5,148	5,148
Express Towers, Mumbai	18,845	-	18,845
Embassy 247, Mumbai	18,874	-	18,874
First International Financial Center (FIFC), Mumbai	14,905	-	14,905
Embassy TechZone, Pune	20,723	3,154	23,877
Embassy Quadron, Pune	12,172	-	12,172
Embassy Qubix, Pune	9,740	-	9,740
Embassy Oxygen, Noida	19,448	3,737	23,185
Embassy Galaxy, Noida	9,617	-	9,617
Hilton Embassy GolfLinks, Bengaluru	6,075	-	6,075
Embassy Energy, Bellary District, Karnataka	8,300	-	8,300
Total- 100% Owned Asset	436,034	53,990	490,023
Embassy GolfLinks, Bengaluru	36,490	-	36,490*
Total	472,525	53,990	526,514

*Note: Indicative of Embassy REIT's economic interest in the asset, viz. 50%.



31st March 2023

Development	Market Value (INR Mn)		
	Completed	Under construction (UC) / Proposed	Total
Embassy Manyata, Bengaluru	164,984	32,649	197,633
Embassy TechVillage, Bengaluru	103,628	19,360	122,988
Embassy One, Bengaluru	12,497	-	12,497
Embassy Business Hub, Bengaluru	-	3,751	3,751
Express Towers, Mumbai	18,252	-	18,252
Embassy 247, Mumbai	18,684	-	18,684
First International Financial Center (FIFC), Mumbai	13,941	-	13,941
Embassy TechZone, Pune	20,037	2,808	22,845
Embassy Quadron, Pune	13,227	-	13,227
Embassy Qubix, Pune	9,718	-	9,718
Embassy Oxygen, Noida	19,301	3,508	22,809
Embassy Galaxy, Noida	9,526	-	9,526
Hilton Embassy GolfLinks, Bengaluru	4,762	-	4,762
Embassy Energy, Bellary District, Karnataka	8,514	-	8,514
Total- 100% Owned Asset	417,070	62,075	479,145
Embassy GolfLinks, Bengaluru	34,996	-	34,996*
Total	452,066	62,075	514,141

*Note: Indicative of Embassy REIT's economic interest in the asset, viz. 50%.



30th September 2022

Development	Market Value (INR Mn)		
	Completed	Under construction (UC) / Proposed	Total
Embassy Manyata, Bengaluru	166,003	31,133	197,137
Embassy TechVillage, Bengaluru	104,510	15,269	119,779
Embassy One, Bengaluru	13,227	-	13,227
Express Towers, Mumbai	17,888	-	17,888
Embassy 247, Mumbai	18,502	-	18,502
First International Financial Center (FIFC), Mumbai	14,212	-	14,212
Embassy TechZone, Pune	15,321	7,191	22,512
Embassy Quadron, Pune	12,903	-	12,903
Embassy Qubix, Pune	9,910	-	9,910
Embassy Oxygen, Noida	21,073	3,616	24,689
Embassy Galaxy, Noida	9,476	-	9,476
Hilton Embassy GolfLinks, Bengaluru	4,701	-	4,701
Embassy Energy, Bellary District, Karnataka	8,686	-	8,686
Total- 100% Owned Asset	416,413	57,210	473,623
Embassy GolfLinks, Bengaluru	34,792	-	34,792*
Total	451,205	57,210	508,414

*Note: Indicative of Embassy REIT's economic interest in the asset, viz. 50%.



31st March 2022

Development	Market Value (INR Mn)		
	Completed	Under construction (UC) / Proposed	Total
Embassy Manyata, Bengaluru	167,060	23,464	190,524
Embassy TechVillage, Bengaluru	102,902	13,637	116,539
Embassy One, Bengaluru	12,616	-	12,616
Express Towers, Mumbai	17,987	-	17,987
Embassy 247, Mumbai	17,939	-	17,939
First International Financial Center (FIFC), Mumbai	14,045	-	14,045
Embassy TechZone, Pune	15,784	6,657	22,441
Embassy Quadron, Pune	12,855	-	12,855
Embassy Qubix, Pune	9,999	-	9,999
Embassy Oxygen, Noida	22,131	2,517	24,648
Embassy Galaxy, Noida	9,276	-	9,276
Hilton Embassy GolfLinks, Bengaluru	4,280	-	4,280
Embassy Energy, Bellary District, Karnataka	8,965	-	8,965
Total- 100% Owned Asset	415,839	46,275	462,113
Embassy GolfLinks, Bengaluru	31,560	-	31,560*
Total	447,399	46,275	493,674

*Note: Indicative of Embassy REIT's economic interest in the asset, viz. 50%.



30th September 2021

Development	Market Value (INR Mn)		
	Completed	Under construction (UC) / Proposed	Total
Embassy Manyata, Bengaluru	152,879	30,267	183,146
Embassy TechVillage, Bengaluru	85,298	27,922	113,220
Embassy One, Bengaluru	11,625	-	11,625
Express Towers, Mumbai	18,110	-	18,110
Embassy 247, Mumbai	17,028	-	17,028
First International Financial Center (FIFC), Mumbai	13,845	-	13,845
Embassy TechZone, Pune	15,426	6,203	21,628
Embassy Quadron, Pune	12,801	-	12,801
Embassy Qubix, Pune	10,001	-	10,001
Embassy Oxygen, Noida	21,028	2,308	23,336
Embassy Galaxy, Noida	9,111	-	9,111
Hilton Embassy GolfLinks, Bengaluru	3,965	-	3,965
Embassy Energy, Bellary District, Karnataka	9,144	-	9,144
Total- 100% Owned Asset	380,261	66,699	446,960
Embassy GolfLinks, Bengaluru	28,445	-	28,445*
Total	408,706	66,699	475,405

*Note: Indicative of Embassy REIT's economic interest in the asset, viz. 50%.



31st March 2021

Development	Market Value (INR Mn)		
	Completed	Under construction (UC) / Proposed	Total
Embassy Manyata, Bengaluru	149,163	28,756	177,920
Embassy TechVillage, Bengaluru	80,863	26,211	107,073
Embassy One, Bengaluru	11,601	-	11,601
Express Towers, Mumbai	18,403	-	18,403
Embassy 247, Mumbai	16,914	-	16,914
First International Financial Center (FIFC), Mumbai	13,889	-	13,889
Embassy TechZone, Pune	15,869	6,958	22,827
Embassy Quadron, Pune	12,938	-	12,938
Embassy Qubix, Pune	10,414	-	10,414
Embassy Oxygen, Noida	21,077	2,617	23,694
Embassy Galaxy, Noida	9,028	-	9,028
Hilton Embassy GolfLinks, Bengaluru	3,995	-	3,995
Embassy Energy, Bellary District, Karnataka	9,302	-	9,302
Total- 100% Owned Asset	373,456	64,542	437,998
Embassy GolfLinks, Bengaluru	28,053	-	28,053*
Total	401,509	64,542	466,051

*Note: Indicative of Embassy REIT's economic interest in the asset, viz. 50%.

