

Brookfield Properties

June 23, 2022

BSE Ltd.

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SCRIP CODE: 543261

SCRIP ID: BIRET

National Stock Exchange of India Ltd.

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Mumbai-400051
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SYMBOL: BIRET

Sub: Summary of proceedings of extraordinary meeting of the unitholders of Brookfield India Real Estate Trust

Dear Sir/Madam,

We wish to inform you that the extraordinary meeting (“**Meeting**”) of the unitholders of Brookfield India Real Estate Trust (“**Brookfield India REIT**”) was held today i.e., Thursday, June 23, 2022, at 11:30 AM (IST) through video conferencing (“**VC**”) / other audio-visual means (“**OAVM**”).

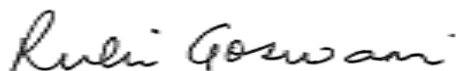
A summary of the proceedings of the Meeting is enclosed herewith and the same shall also be made available on website of Brookfield India REIT at <https://www.brookfieldindiareit.in/regulatory-filings/#filings>.

Please take the above information on record.

Thank you.

Yours faithfully,

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



**Ruhi Goswami
Compliance Officer**

Cc:

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

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SUMMARY OF PROCEEDINGS OF THE SECOND EXTRAORDINARY MEETING OF UNITHOLDERS OF BROOKFIELD INDIA REAL ESTATE TRUST

The Second Extraordinary Meeting (“**Meeting**”) of the unitholders of Brookfield India Real Estate Trust (“**Brookfield India REIT**”) was held on Thursday, June 23, 2022, at 11:30 A.M. IST through Video Conferencing (“**VC**”) / Other Audio-Visual Means (“**OAVM**”) in compliance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, and circular no. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2021/697 dated December 22, 2021 and SEBI/HO/DDHS/DDHS/CIR/P/2020/102 dated June 22, 2020, issued by the Securities and Exchange Board of India (“**SEBI**”).

IN ATTENDANCE:

Directors of Brookprop Management Services Private Limited – the Manager to Brookfield India REIT

S. No.	Name	Designation	Location
1.	Mr. Ankur Gupta	Chairman, Non-Executive Director and Chairman of Stakeholders Relationship Committee	VC, Mumbai
2.	Mr. Shailesh Vishnubhai Haribhakti	Non-Executive Independent Director & Chairman of Audit Committee	VC, Mumbai
3.	Ms. Akila Krishnakumar	Non-Executive Independent Director and Chairperson of Corporate Social Responsibility Committee and Nomination & Remuneration Committee	VC, Bangalore

Key Members of the Management Team of the manager to Brookfield REIT:

S. No.	Name	Designation	Location
1.	Mr. Alok Aggarwal	Chief Executive Officer	VC, Mumbai
2.	Mr. Sanjeev Kumar Sharma	Chief Financial Officer	VC, Mumbai
3.	Ms. Ruhi Goswami	Compliance Officer	VC, Mumbai
4.	Mr. Saurabh Jain	Company Secretary	VC, Mumbai

Auditor(s), Trustee(s) and Scrutinizer:

S. No.	Name	Designation	Location
1.	Ms. Shreya Singhal	Representative of Axis Trustee Services Limited – Trustee of Brookfield India REIT	VC, Surat
2.	Mr. Anand Subramanian	Partner, Deloitte Haskins & Sells, Statutory Auditors	VC, Bangalore
3.	Mr. Maneesh Gupta	Practicing Company Secretary – Scrutinizer	VC, Delhi

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Unitholders Present:

A total of 12 unitholders holding 180,084,377 number of units representing 53.74% of total units of Brookfield India REIT, attended the Meeting virtually in person or through authorized representatives.

The Meeting commenced at 11:30 A.M. (IST) and concluded at 12:05 P.M. (IST) (including time allowed for e-voting at the Meeting).

Mr. Saurabh Jain extended a warm welcome to all the participants attending the Meeting through VC/OAVM. The unitholders were further briefed on the instructions relating to the conduct and participation in the Meeting including the process for casting vote. The unitholders were further informed that an active chat board feature was also made available for the unitholders to express their views and raise queries, during the conduct of the Meeting.

Mr. Saurabh Jain then introduced the board of directors and key members of management team of the Manager and the representatives of the trustee, statutory auditors and scrutinizer present at the Meeting.

Mr. Ankur Gupta took the chair and commenced the formal proceedings. Mr. Ankur Gupta thanked the board of directors, members of management team, other invitees and unitholders for attending the Meeting. The requisite quorum being present, the Meeting was called to order.

The Chairman informed the unitholders that the Meeting was being conducted through VC/OAVM in accordance with the relevant circulars issued by SEBI from time to time and that all reasonable efforts were made by the manager of Brookfield India REIT to enable the unitholders to participate and vote on the items being considered in the Meeting.

He requested the board of directors to introduce themselves. Thereafter, Mr. Ankur Gupta updated the unitholders on the details and rationale of the proposed fund raising by Brookfield India REIT.

He informed that Brookfield India REIT has achieved stated growth objectives in the first year since listing, having delivered an attractive total return of 26% to our unitholders since IPO through a combination of robust organic growth and the accretive acquisition of Candor Techspace N2. The REIT has delivered and exceeded its current dividend profile through the last five quarters. We are now well poised to continue to grow the REIT further and believe that many accretive growth opportunities would be available. In order to remain prepared and capitalized on these opportunities, the board has approved an equity fund raise of up to Rs. 5,000 crore. Such capital will be raised in accordance with market conditions and with advise of our investment bankers and in likely situations will be raised in tranches. The purpose of this capital raise will immediately be primarily towards deleveraging but since our debt equity levels are very robust that would create liquidity for the REIT to enable it to focus on inorganic growth opportunities that have already been outlined through various conversations with stakeholders. Such capital raise will provide REIT the flexibility and headroom to further raise debt and act quickly to consummate transactions as they become available for acquisition.

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Thereafter, Mr. Saurabh Jain took up the queries raised by unitholders to which appropriate responses were provided by Mr. Alok Aggarwal and Mr. Sanjeev Kumar Sharma. The unitholders were further apprised that adequate responses shall be provided to the queries received from the unitholders to their registered email Id in case the same were not taken up during the Meeting.

With the consent of the unitholders, the notice of the Meeting as sent to the unitholders through electronic mode and available on the website of Brookfield India REIT, were taken as read.

Thereafter, Mr. Saurabh Jain informed the unitholders that the relevant documents referred to in the notice for the Meeting were made available for inspection to unitholders upon request through email to reit.compliance@brookfield.com.

The unitholders were informed that in compliance with SEBI circulars, Brookfield India REIT had provided the facility of remote e-voting to transact the business set out in the notice and the said facility was opened from June 20, 2022 (9.00 am) to June 22, 2022 (5.00 pm). The unitholders who were present at the Meeting and had not cast their votes electronically (by remote e-voting) were provided an opportunity to cast their votes at the end of the Meeting by way of e-voting facility which was made available for 15 minutes post the conclusion of the Meeting. It was further informed that there would be no voting by show of hands.

Mr. Saurabh Jain informed that the consolidated results of the remote e-voting and e-voting during the Meeting would be announced within 48 hours from the conclusion of the Meeting and the results, alongwith the Scrutinizer's Report, would be intimated to the stock exchanges and would also be placed on the website of Brookfield India REIT.

The following items of business as set out in the notice convening the Meeting were put to vote by remote e-voting and e-voting during the Meeting:

S. No.	Resolutions	Type
Special Business		
1.	Approval of raising of funds through an institutional placement(s) of units not exceeding ₹50,000 million in one or more placements	Special Majority

The Chairman extended his gratitude and appreciation to the board of directors and unitholders for their continued support and faith and for participating in the Meeting.

The e-voting facility was kept open for 15 minutes post the conclusion of the Meeting to enable the unitholders to cast their votes. Upon completion of the e-voting process, the Company Secretary declared the Meeting closed.

Mr. Maneesh Gupta, Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the Meeting to ensure that the remote e-voting process and the e-voting during the Meeting was carried out in a fair and transparent manner.

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The Meeting concluded at 12:05 P.M. (IST) including the time allowed for e-voting at Meeting.
