

August 31, 2023

BSE Limited

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

SCRIP CODE: 543261**SCRIP ID: BIRET****National Stock Exchange of India Limited**

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

SYMBOL: BIRET**Subject: Notice of Postal Ballot**

Dear Sir/Madam,

Pursuant to Regulations 23 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, please find enclosed the copy of notice of Postal Ballot dated August 31, 2023 along with Explanatory Statement, seeking the approval of the unitholders of Brookfield India Real Estate Trust (“**Brookfield India REIT**”) in respect of the following resolution:

1. To consider and approve the borrowings from Axis Bank Limited up to 33% of the total value of the consolidated borrowings of the Brookfield India Real Estate Trust, in a financial year

For more information, please visit the investor relations page of our website <https://www.brookfieldindiareit.in/>.

You are requested to take the above information on record.

Thanking You.
Yours Faithfully,

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

Saurabh Jain**Company Secretary and Compliance Officer**

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

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

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

Correspondence Address: Candor TechSpace, IT/ITES SEZ, Tower 5A, Tikri, Sector 48, Gurugram

T: 0124-3821400; 022-45832450 E: reit.compliance@brookfield.com; reit.manager@brookfield.com

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

Brookfield

India Real Estate Trust

BROOKFIELD INDIA REAL ESTATE TRUST

(Registered in the Republic of India as an irrevocable trust under the Indian Trusts Act, 1882 and as a real estate investment trust under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, having registration number IN/REIT/20-21/0004)

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

Compliance Officer: Mr. Saurabh Jain

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

NOTICE OF POSTAL BALLOT

NOTICE IS HEREBY GIVEN THAT PURSUANT TO REGULATION 22(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (REAL ESTATE INVESTMENT TRUSTS) REGULATIONS, 2014, READ WITH CHAPTER 9 ON "MANNER OF CONDUCTING MEETINGS OF UNIT HOLDERS" OF THE MASTER CIRCULAR DATED JULY 6, 2023 BEARING REFERENCE NO. SEBI/HO/DDHS-POD/P/CIR/2023/116 ISSUED BY SEBI (INCLUDING ANY STATUTORY AMENDMENT(S), MODIFICATION(S), VARIATION(S) OR RE-ENACTMENT(S) THERETO, FOR THE TIME BEING IN FORCE, AND AS AMENDED, FROM TIME TO TIME), THE RESOLUTION BELOW IS PROPOSED FOR THE APPROVAL OF THE UNITHOLDERS OF BROOKFIELD INDIA REAL ESTATE TRUST, THROUGH POSTAL BALLOT BY WAY OF VOTING THROUGH ELECTRONIC MEANS:

TO CONSIDER AND APPROVE THE BORROWINGS FROM AXIS BANK LIMITED UP TO 33% OF THE TOTAL VALUE OF THE CONSOLIDATED BORROWINGS OF THE BROOKFIELD INDIA REAL ESTATE TRUST IN AN FINANCIAL YEAR

To consider and if thought fit, to pass the following resolution(s) by way of special 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(5) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

"RESOLVED THAT pursuant to Regulations 19, 22 and any other applicable provisions of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, including applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time (the "**REIT Regulations**") and any other provisions of any applicable law, trust deed of Brookfield India Real Estate Trust ("**Brookfield India REIT**"), the consent of the Unitholders, be and is hereby accorded to Brookfield India REIT and/or Festus Properties Private Limited, Shantiniketan Properties Private Limited, Seaview Developers Private Limited, Candor Kolkata One Hi-Tech Structures Private Limited, Candor Gurgaon Realty One Projects Private Limited, Kairos Property Managers Private Limited and including any other entity acquired by Brookfield India Real

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Estate Trust in future which qualify as a special purpose vehicle under the REIT Regulations ("**Asset SPVs**"), to borrow from time to time from Axis Bank Limited, such that the value of funds borrowed does not exceed 33% of the total value of consolidated borrowings of Brookfield India REIT from time to time, in a financial year, in whatever form including but not limited to debentures, term loans, external commercial borrowings, foreign currency bonds and such instruments, facilities and arrangements as permitted under applicable law, whether secured or unsecured, and secure such borrowing(s), as the board of directors of the manager ("**Board**") to Brookfield India REIT (which shall be deemed to include any duly constituted committee of the Board of the Manager to exercise its power including the powers conferred by this resolution) or the Asset SPVs, as the case may be, agree and to do all such acts, deeds and things and to execute all such documents, instruments and writings, and register all charges as may be required in this regard."

"RESOLVED FURTHER THAT the Board (including any committee(s) thereof or Board of the Asset SPV (as the case may be) be and is hereby authorized on behalf of the Brookfield India REIT to do all acts, deeds, things, and matters, including sub-delegation of all, or any of these powers, as may be required or are necessary to give effect to these resolutions or as otherwise considered by the Board (including any Committee(s) thereof) to be in the best interest of Brookfield India REIT, for the purpose of giving effect to foregoing resolutions and to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, terms and conditions for the debt to be availed, listing of debt instruments, issue of information memoranda or other offering documents, and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, appointing and/or entering into and executing arrangements with banks, financial institutions, non-banking financial companies, credit rating agencies, debenture trustees, security trustee, registrars, lead arrangers and co-arrangers and other such intermediaries as may be required, including any amendments or supplements thereto, as necessary or appropriate and to finalize, approve or issue any document(s) or agreement(s) and filing such documents (in draft or final form) with any Indian or foreign regulatory authority or stock exchanges, making applications to governmental authorities as may be required, making applications for consent to such third parties as may be determined in its absolute discretion, opening of any bank accounts and entering into account control agreements with the relevant account banks, and sign all agreements, deeds, documents and writings and to pay any fees, costs, stamp duties, filing fees or other such expenses in connection with the debt raise and registration and perfection of the security (including for notarization of the power(s) of attorney), commission, remuneration and expenses relating thereto and with power on behalf of the Brookfield India REIT to settle all questions, difficulties or doubts that may arise in regard to such matters and take all steps which are incidental and ancillary in this connection as it may in its absolute discretion deem fit without being required to seek further consent or approval of the Unitholders or otherwise to the end and intent that the Unitholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT for the purpose of giving effect to these resolutions, the Board be and is hereby authorized on behalf of Brookfield India REIT to do and delegate any or all of the powers conferred upon it by these resolutions to any committee constituted by the Board or to one or more directors or officers of the manager of Brookfield India REIT, in accordance with applicable law."

"RESOLVED FURTHER THAT all actions taken by the Board (including any committee(s) thereof or

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any other authorised official by the Board or committee) authorized pursuant to the above resolution in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**For and on behalf of the Brookfield India Real Estate Trust,
(acting through the Manager, Brookprop Management Services Private Limited)**

S/d

Saurabh Jain and Compliance officer

Date: August 31, 2023

Place: Gurugram

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ANNEXURE A: EXPLANATORY STATEMENT CUM TRANSACTION DOCUMENT

In connection with the acquisitions of Candor Gurgaon Realty One Projects Private Limited (“**G1**”) and Kairos Property Managers Private Limited (“**Kairos**”) and in accordance with Regulation 20 of the Securities Exchange Board of India (Real Estate Investment Trusts), Regulations, 2014, as amended (“**REIT Regulations**”), the aggregate consolidated borrowings and deferred payments of Brookfield India Real Estate Trust (“**Brookfield India REIT**”) (including special purpose vehicles viz. Shantiniketan Properties Private Limited, Festus Properties Private Limited, Candor Kolkata One Hi-Tech Structures Private Limited, Seaview Developers Private Limited and any other entity acquired by Brookfield India REIT in future which qualify as a special purpose vehicle (collectively referred to as the “**Asset SPVs**”) net of cash and cash equivalents was increased to 40% of the aggregate value of all the assets under Brookfield India REIT as assessed by the valuer in accordance with REIT Regulations, through approvals of the Board on May 18, 2023 and the Unitholders on June 12, 2023.

Under Regulation 19(5)(b)(ii) of the REIT Regulations, the value of the funds borrowed in a financial year from a related party, shall not exceed 10% of the total consolidated borrowings of the Brookfield India REIT unless an approval from the unitholders is obtained prior to entering into any such subsequent transaction with any related party, in the manner as specified in Regulation 22 of REIT Regulations. The Brookfield India REIT has completed the acquisitions of G1 and Kairos, each of which has availed and may consider availing further borrowings from Axis Bank Limited, which is required to be classified a related party of the REIT pursuant to Regulation 2(1)(zo) of the REIT Regulations, in its capacity as the promoter of the Trustee, Axis Trustee Services Limited. The Brookfield India REIT and/or its Asset SPVs may also explore further funding from Axis Bank Limited, in the future, whether secured or unsecured, on such terms and conditions as the Manager may deem fit in the best interest of the Brookfield India REIT and its Unitholders. As on June 30, 2023, there were no borrowings from Axis Bank Limited.

As required under Regulation 19(6) of the REIT Regulations, please see below the information pertaining to the proposed related party transaction under Regulation 19(5)(b)(ii):

1.	Identity of related party and their relationship with the REIT or parties to the REIT	Axis Bank Limited, which is the promoter of the Trustee, Axis Trustee Services Limited
2.	Nature and details of the transactions entered into or proposed to be entered into with such related parties including description and location of assets	Loans availed in the ordinary course by various Asset SPVs to fund among other things refinancing of outstanding of amounts of existing loans, capital expenditure, towards overhead costs and operating expenses
3.	Price or value of the assets or securities bought or sold or lease or proposed to be bought or sold or leased and if leased or proposed to be leased, value of the lease	NA
4.	Ready reckoner rate of the real estate asset being bought or sold. Provided that where such ready reckoner rate are not available, property tax assessment value or similar published rates by Government authorities shall be	NA

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	disclosed	
5.	Summary of the valuation report	NA
6.	Current and expected rental yield	NA
7.	If the transactions are conditional upon the REIT receiving a stated amount of subscriptions, the minimum amount of such subscriptions to be received	NA
8.	Amount of borrowing and rate of interest in case of borrowing from any related party	<p>1. Kairos:</p> <ul style="list-style-type: none"> - Sanctioned amount: ₹15,000 million - Outstanding amount (as on date): ₹11,458.30 million - Tenor: 12 years - Rate of Interest: 8.5% p.a. <p>2. G1:</p> <ul style="list-style-type: none"> - Sanctioned amount: ₹9,500 million - Outstanding amount (as on date): ₹8,000 million - Tenor: 12 years - Rate of Interest: 8.5% p.a. <p>The same is based on the current sanctions, which are subject to change in future borrowings.</p>
9.	Any other information that is required for the investor to take an informed decision	NA

In view of the above, the approval of the Unitholders is requested to increase the borrowings availed from Axis Bank Limited up to 33% of the total value of the consolidated borrowings of Brookfield India REIT, in a financial year. The resolution contained in the accompanying Notice seeks approval of the Unitholders to permit Brookfield India REIT and/or the Asset SPVs to borrow from time to time, any sum or sums of money from Axis Bank Limited, such that the value of such funds does not exceed 33% of the total value of the consolidated borrowings of Brookfield India REIT from time to time, in a financial year and further enable the Manager to complete all procedural and other formalities in connection with any borrowing that may be availed by Brookfield India REIT (acting through the Manager or the trustee, as applicable) and the creation of charge on the assets of the Brookfield India REIT so to secure any such borrowings.

None of the directors or key managerial personnel of the Manager (or their relatives) are interested in this resolution. The directors and key managerial personnel of the Trustee (i.e., Axis Trustee Services Limited) are interested in this resolution to the extent of Axis Bank Limited being the promoter of Axis Trustee Services Limited. However, since this matter pertains to the Trustee to the extent of Axis Bank Limited being its promoter, the Trustee shall not be involved in any manner in the conduct or overseeing of this meeting. Axis Trustee Services Limited has not received any fees and commissions in relation to the related party transactions with Axis Bank Limited and Axis Bank Limited has received upfront fees for the provision of the loans to G1 and Kairos.

The Board of the Manager recommends the passing of the above resolution as mentioned in this Notice in accordance with Regulation 22(5) of the REIT Regulations.

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TIMELINES FOR THE VOTING	
Cut-Off Date	Friday, August 25, 2023
Date and time of EM	NA*
Venue of EM	N.A.*
E-voting start time and date	9.00 a.m, IST, Saturday, September 2, 2023
E-voting end time and date	5.00 p.m, IST, Sunday, October 1, 2023

**Meeting will be deemed to be held through postal ballot by way of voting through electronic means in accordance with Regulation 22(2) of the REIT Regulations read with Chapter 9 on "Manner of conducting meetings of unit holders" of the Master Circular dated July 6, 2023 bearing reference no. SEBI/HO/DDHS-PoD/P/CIR/2023/116 issued by SEBI, as applicable..*

**For and on behalf of the Brookfield India Real Estate Trust,
(acting through the Manager, Brookprop Management Services Private Limited)**

S/d

Saurabh Jain

Company Secretary and Compliance officer

Date: August 31, 2023

Place: Gurugram

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NOTES

1. The relevant explanatory statement cum transaction document pursuant to the provisions of Securities Exchange Board of India (Real Estate Investment Trusts), Regulations, 2014 setting out the material facts and reasons, in respect of the resolution included in this notice of postal ballot and such business proposed to be transacted, is annexed herewith as **Annexure A**.
2. Regulation 22(2) of the Securities Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 permits voting on any matter requiring approval of unitholders to be done through postal ballot Accordingly, this postal ballot notice is being sent to the unitholders whose names appear on the register of beneficial owners as received from the National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”) and whose email addresses are registered with Brookfield India REIT, through the registrar and transfer agent, as on August 25, 2023 (“**Cut-off Date**”). The physical copy of the notice of postal ballot along with postal ballot form and pre-paid business reply envelope is not being sent to the members for this postal ballot. The communication of the assent or dissent of the members would only take place through the process of remote e-voting only.
3. Brookprop Management Services Private Limited (“**Manager**”), on behalf of Brookfield India REIT, is providing a facility to the unitholders to exercise their right to vote by electronic voting systems (“**Remote e-voting**”) on any or all of the items of business specified in the accompanying Notice of postal ballot during the following period:
 - a) Day, date and time of commencement of remote e-voting: Saturday, September 2, 2023 at 9:00 am.
 - b) Day, date and time of end of remote e-voting: Sunday, October 1, 2023 at 5:00 pm
4. The Manager, on behalf of Brookfield India REIT, has engaged the services of Link Intime India Private Limited (“**Registrar and Transfer Agent**”) for the purpose of providing remote e-voting facility to the unitholders. The resolution assented to by the requisite majority of unitholders shall be deemed to have been passed at the date of the meeting convened in that behalf. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e October 1, 2023.
5. The detailed instructions and procedure on “remote e-voting” are enclosed in **Annexure B**.
6. Unitholders are requested to read the instructions printed in the Notice for Postal Ballot for exercising their vote. Unitholders can exercise their vote on any or all of the items of business specified herein.
7. Unitholders may note that in accordance with the circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 issued by SEBI dated December 9, 2020, 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.
8. Relevant documents referred to in the accompanying notice of postal ballot, if any, are open for inspection by the Unitholders by mentioning the name, demat account number, e-mail id, mobile number to reit.compliance@brookfield.com.

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9. During this period, only those Unitholders whose names are recorded in the Register of Beneficial Owners maintained by the depositories as on the Cut-off Date i.e., August 25, 2023, will be entitled to cast their votes by remote e-voting. Once the vote on a resolution is cast by the Unitholder, the Unitholder shall not be allowed to change it subsequently or cast vote again. A person who is not a Unitholder as on the said Cut-off Date, will not be entitled to vote and should treat this notice of postal ballot, for information purpose only.
10. Unitholders are requested to address all correspondence, including distribution matters, on the email Id reit.compliance@brookfield.com.
11. A copy of this notice of postal ballot is available on the website of Brookfield India REIT viz <https://www.brookfieldindiareit.in/investors>, and may also be accessed from the relevant section of the websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The notice of postal ballot is also available on the website of Link Intime India Private Limited at instavote.linkintime.co.in.
12. Unitholders who have not registered their mobile numbers, e-mail addresses and Permanent Account Number so far are requested to register with their respective depository participants for receiving all communications including annual reports, half yearly reports, valuation reports, notices, circulars, etc. from the Manager, on behalf of Brookfield India REIT, electronically and also for the smooth remote e-voting process. However, such Unitholders may cast their votes electronically, in respect of the resolution as set out in this notice of postal ballot through remote e-voting.

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

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

I. Unitholders having CDSL as their Depository: To follow the below process**METHOD 1 – From Easi/Easiest****Users who have registered/ opted for Easi/Easiest**

- i. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasinew/home/login> or www.cdslindia.com.
- ii. Click on New System Myeasi
- iii. Login with user id and password
- iv. After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period
- v. Click on the LINKINTIME/Brookfield India REIT and you will be redirected to “InstaVote” website for casting your vote

OR

Users not registered for Easi/Easiest

- i. The option to register is available at <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>
- ii. Proceed with completing the required fields.
- iii. Post registration, user will be provided Login ID and password.
- iv. After successful login, user able to see e-voting menu.
- v. Click on the Link Intime/Brookfield India REIT to cast your vote.

METHOD 2 - By directly visiting the e-voting website of CDSL

- i. Visit URL: <https://www.cdslindia.com/>
- ii. Go to e-voting tab
- iii. Enter Demat Account Number and PAN No.
- iv. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- v. After successful authentication, user will be provided with Link Intime link for voting during the remote e-voting period

II. Unitholders having NSDL as their Depository: To follow the below process**METHOD 1 - If registered/ opted for NSDL IDEAS facility****Users who have registered for NSDL IDEAS facility:**

- i. Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- ii. Enter user id and password. Post successful authentication, click on “Access to e-voting”
- iii. Click on Brookfield India REIT or “LINKINTIME” and you will be redirected to Link Intime website for casting the vote during the remote e-voting period.

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OR

User not registered for IDeAS facility:

- i. To register, click on the link <https://eservices.nSDL.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp> “
- ii. Proceed with completing the required fields
- iii. Post registration, user will be provided Login ID and password.
- iv. After successful login, click on “Access to e-voting”.
- v. Click on Brookfield India REIT or Link Intime and you will be redirected to Link Intime website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL

- i. Visit URL: <https://www.evoting.nSDL.com/>
- ii. Click on the icon “Login” which is available under ‘Shareholder/Member’ section
- iii. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen
- iv. Post successful authentication, you will be re-directed to NSDL depository site wherein you can see e-voting page.
- v. Click on Brookfield India REIT or LINKINTIME name and you will be redirected to Link Intime website for casting your vote during the remote e-voting period.

III. Login through depository participants:

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

HELPDESK FOR INDIVIDUAL UNITHOLDERS FACING TECHNICAL ISSUE

CDSL - Write to CDSL at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43.

NSDL - Write to NSDL at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at depository/ depository participants website.

INSTRUCTIONS FOR UNITHOLDERS FOR REMOTE E-VOTING FOR UNITHOLDERS OTHER THAN INDIVIDUAL UNITHOLDERS:

STEP 1 – Registration

1. Go to <https://instavote.linkintime.co.in>

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

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Correspondence Address: Candor TechSpace, IT/ITES SEZ, Tower 5A, Tikri, Sector 48, Gurugram

T: 0124-3821400; 022-45832450 E: reit.compliance@brookfield.com; reit.manager@brookfield.com

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2. Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
3. Fill up your entity details and submit the form.
4. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at S. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
5. Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
6. While first login, entity will be directed to change the password and login process is completed.

STEP 2 – Investor Mapping – Individual

1. Go to <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
2. Click on “Investor Mapping” tab under the Menu Section
3. Map the Investor – Entity needs to provide the following details:
 - A. Entity’s demat details
 - *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - B. Enter full name of the entity
 - C. Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.
 - D. Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
4. Click on Submit button and investor will be mapped now.
5. The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting

The corporate unitholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

1. Login with credentials generated through registration in Step 1
2. Click on ‘Votes Entry’ tab under the Menu section.
3. Event No. will be available on the home page of Instavote before the start of remote evoting. Enter Event No. for which you want to cast vote;
4. Enter ‘16 digit Demat Account No.’ for which you want to cast vote.
5. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
6. After selecting the desired option i.e., Favour / Against, click on 'Submit'.
7. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

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Login with credentials.

1. Alternatively, you will be able to see the notification for e-voting in inbox.
2. Select '**View**' icon for '**Brookfield India REIT / Event number**'. E-voting page will appear.
3. Download sample vote file from 'Download Sample Vote File' option; Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
4. Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Note:

1. The non-individual unitholders will only be able to view the units on the portal once remote e-voting is activated.
2. The non-individual unitholders who are already registered on the InstaVote platform, can login through their user ID and password.

Helpdesk for institutional unitholders & e- voting service provider is LINKINTIME.

In case **unitholders for other than individuals** have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022-4918 6000.

GENERAL INSTRUCTIONS:

- i) The Unitholders are provided with the facility to cast their vote remotely on all resolutions set forth in this notice of postal ballot through remote e-voting platform provided by Link Intime India Private Limited.
- ii) The remote e-voting facility shall be available during the following period:
 - a) Day, date and time of commencement of remote- e voting: September 2, 2023 at 9:00 am.
 - b) Day, date and time of end of remote e-voting: October 1, 2023 at 5:00 pm.
- iii) The voting rights of the unitholders holding units, in respect of e-voting shall be reckoned in proportion to their units in the unit capital as on the Cut-off Date being August 25, 2023. A person who is not a unitholder as on the Cut-off Date should treat this Notice of Postal Ballot for information purposes only.
- iv) The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Link Intime upon expiry of aforesaid period.
- v) Details of person to be contacted for issues relating to e-voting (helpline): Mr. Ashish Updhyay - Associate – Technology Group, Link Intime India Private Limited, Unit: Brookfield REIT, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai – 400 083, +91 22 49186000 (Extn: 2711) and enotices@linkintime.co.in.

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- v) The Board of Directors of Manager has appointed Mr. Maneesh Gupta (Membership No. F 4982 and C. P. No. 2945), a Company Secretary in Practice, as the scrutinizer (“**Scrutinizer**”) to scrutinize the e-voting process in a fair and transparent manner.
- vi) The Scrutinizer after scrutinizing the votes cast by remote e-voting will make a consolidated scrutinizer’s report and submit the same to the Chairperson of the Manager or a person authorized by him in writing, who shall countersign the same. The result of the postal ballot will be declared by the Chairperson of the Manager or any person duly authorized by the Board of the Manager, in this regard, within two working days of conclusion of remote e-voting process i.e. on or before October 4, 2023.
- vii) The results declared along with the consolidated scrutinizer’s report shall be hosted on the website of the Brookfield India REIT i.e. <https://www.brookfieldindiareit.in/investors> and on the website of Link Intime India Private Limited i.e., <https://instavote.linkintime.co.in>. The results shall simultaneously be communicated to BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The resolutions, if passed by requisite majority, shall be deemed to be passed at the principal place of business of the Brookfield India REIT, on the last date of remote e-voting i.e. October 1, 2023.
- viii) The non-individual unitholders who have not registered themselves on the Link Intime portal (e-service provider) for remote e-voting facility shall forward/email the copy of the board resolution/power of attorney to scrutinizer i.e., Mr. Maneesh Gupta to guptamaneeshcs@gmail.com.
- ix) The Scrutinizer’s decision on the validity of the vote shall be final.
- x) Once the vote on a resolution stated in this notice of postal ballot is cast by unitholder through remote e-voting, the unitholder shall not be allowed to change it subsequently and such e-vote shall be treated as final.

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INFORMATION AT GLANCE

Particulars	Details
Mode	Postal ballot
Helpline number for VC participation	Contact No. – 022 49186175 Email id – instameet@linkintime.co.in
Cut-off date for e-voting	Friday, August 25, 2023
E-voting start time and date	9:00 am, Saturday, September 2, 2023
E-voting end time and date	5:00 pm, Sunday, October 1, 2023
EVENT No.	230524
Date on which the resolution is deemed to be passed	October 1, 2023
Name, address and contact details of Registrar and Transfer Agent and e-voting service provider	Mr. Ashish Upadhyay Associate -Technology Group Link Intime India Pvt. Ltd C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083 Email ID: enotices@linkintime.co.in Contact No. +91 22 49186000 (Extn: 2711)
Website of Brookfield India REIT and stock exchanges where notice along with the explanatory statement and transaction document are available	A copy of this notice and transaction document is available on the website of Brookfield India REIT viz https://www.brookfieldindiareit.in/investors , and may also be accessed from the relevant section of the websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com , respectively. The Notice will also be available on the website of Link Intime India Private Limited at instavote.linkintime.co.in .

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