



Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee was constituted pursuant to the resolution of the Governing Board of the Manager on December 17, 2019. The terms of reference of the Stakeholders' Relationship Committee shall include the following:

- (i) Considering and resolving grievances of the Unitholders, including complaints related to the transfer/transmission of units, non-receipt of annual report, non-receipt of declared distributions, issue of new/duplicate certificates, general meetings, etc.;
- (ii) Review of measures taken for effective exercise of voting rights by Unitholders;
- (iii) Reviewing of any litigation related to Unitholders' grievances;
- (iv) Undertaking all functions in relation to protection of Unitholders' interests and resolution of any conflicts, including reviewing agreements or transactions in this regard
- (v) Updating Unitholders on acquisition/ sale of assets by Mindspace REIT and any change in the capital structure of the Asset SPVs;
- (vi) Reporting specific material litigation related to Unitholders' grievances to the Governing Board of the Manager;
- (vii) Implementing procedure for summoning and conducting meetings of the Unitholders or for seeking the vote of the Unitholders either by calling a meeting or through postal ballot or otherwise;
- (viii) Resolving any issue, in the ordinary course of business, which in the opinion of the Sponsors, the Trustee or the Manager, is material and requires the approval of the Unitholders under the REIT Regulations;
- (ix) Providing clarification on any matter on which SEBI or the designated stock exchange requires the approval of Unitholders in accordance with the REIT Regulations;
- (x) Resolving any administrative, procedural or other matters relating to the administration or management of the affairs of Mindspace REIT;
- (xi) Approving report on investor grievances, if any, to be submitted to the Trustee by the Manager; and
- (xii) Performing such other activities as may be delegated by the Governing Board of the Manager and/ or are statutorily prescribed under any law to be attended to by the Stakeholders' Relationship Committee.