



Date: August 13, 2021

To,

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G- Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai- 400051.

**BSE Limited**

25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

**Scrip Symbol "MINDSPACE" (Units)**

**Scrip Code "543217" (Units) and Scrip  
Code "960104", "960327", 973069 and  
"973070" (Debentures)**

**Subject: Outcome of the Meeting of the Governing Board ("Board") of K Raheja Corp Investment Managers LLP ("Manager"), manager to Mindspace Business Parks REIT ("Mindspace REIT") held on Friday, August 13, 2021.**

Dear Sir/Madam,

We wish to inform you that the Governing Board of the Manager of Mindspace REIT, at its meeting held on Friday, August 13, 2021, has, *inter-alia*:

- i. approved the Unaudited Condensed Standalone Interim Financial Statements and Unaudited Condensed Consolidated Interim Financial Statements of Mindspace REIT for the quarter ended June 30, 2021,
- ii. declared distribution of Rs. 2,728 million / Rs. 4.60 per Unit for the quarter ended June 30, 2021. The distribution comprises Rs. 2,509 million / Rs. 4.23 per Unit in form of dividend and Rs. 219 million / Rs. 0.37 per Unit in form of interest.
- iii. approved extension of Memorandum of Understanding dated December 16, 2019 entered by Mindspace Business Parks Private Limited, one of the special purpose vehicle of Mindspace REIT in relation to proposed transfer of land parcel admeasuring 40.0 acres at Mindspace Pocharam, Hyderabad to K Raheja Corp Private Limited, KRC group entity until March 31, 2022.

Further, we have enclosed:-

1. Press Release in connection with the Unaudited Condensed Standalone Interim Financial Statements and Unaudited Condensed Consolidated Interim Financial Statements of Mindspace REIT for the quarter ended June 30, 2021, as **Annexure 1**,
2. Earnings presentation for quarter ended June 30, 2021 comprising of the business and financial performance of Mindspace REIT for the quarter ended June 30, 2021 as **Annexure 2**,
3. Unaudited Condensed Standalone Interim Financial Statements and Unaudited Condensed Consolidated Interim Financial Statements of Mindspace REIT for the quarter ended June 30, 2021 along with the Limited Review Report thereon by the Statutory Auditors as **Annexure 3**.

---

**K Raheja Corp Investment Managers LLP**

**LLP Identification Number (LLPIN): AAM-1179**

**Regd. Office: Raheja Tower, plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (E), Mumbai – 400 051**

**Phone: +91 – 22- 2656 4000 | mindsparereit.com**



The details of related party transactions are set out at page nos. 25 to 26 of the Unaudited Condensed Standalone Interim Financial Statements and at page nos. 55 to 56 of the Unaudited Condensed Consolidated Interim Financial Statements of Mindspace REIT, which are enclosed as **Annexure 3**.

We also wish to inform you that record date for the distribution to unitholders for the quarter ended June 30, 2021, will be Thursday, August 19, 2021 and the payment of distribution will be made on or before Saturday, August 28, 2021.

Please take the same on your record.

Thanking you,

**For and on behalf of K Raheja Corp Investment Managers LLP  
(acting as the Manager to Mindspace Business Parks REIT)**

**Authorised Signatory**

**Name: Preeti Chheda**

**Designation: Chief Financial Officer and Compliance Officer**

**Place: Mumbai**

**Encl: As above**

## Mindspace REIT Announces Results for Q1 FY2022

**Leases 1.2 msf in the Portfolio during the quarter**

**Under-construction Hyderabad ROFO Asset achieves pre-leasing of 1.8 msf**

**Declares Distribution of INR 4.60 per unit**

---

**Mumbai, 13 August 2021:** Mindspace Business Parks REIT (BSE: 543217 | NSE: MINDSPACE) ('Mindspace REIT'), owner and developer of quality Grade A office portfolio located in four key office markets of India, reported results for the quarter ended 30 June 2021.

### Performance Update

- **Gross leasing** remained strong at **1.2 msf**, with an **average rent of INR 60 psf/month**
- Under-construction ROFO asset, Commerzone Madhapur, Hyderabad achieved **pre-leasing of 1.8 msf**
- Achieved **Re-leasing spread of 56.3%** on 1.1 msf of area in the Portfolio
- Proposed **re-development<sup>1</sup>** at Mindspace Madhapur, increasing leasable area from 0.36 msf to an estimated **1.31<sup>1</sup> msf**
- **Portfolio size** to potentially increase from 30.2 msf to **31.2 msf** due to the proposed re-development
- Continued to **collect more than 99% of Gross Contracted Rentals**
- **Committed Occupancy of 84.4%**
- **Same Store Committed Occupancy of 84.4%**

### Financial Update

- Declared distribution of **INR 2,728 Mn / INR 4.60 p.u.**
- **Annualised distribution yield of 6.7%** on issue price of INR 275 p.u.
- Net Operating Income of **INR 3,596 Mn**
- **Average cost of debt further reduced to 7.0%** as on 30 June 2021
- Robust balance sheet with **low net debt to market value of 14.9%**

### Distribution

The Governing Board of K Raheja Corp Investment Managers LLP, Manager to Mindspace REIT approved a distribution of **INR 2,728 Mn or INR 4.60 p.u.** for Q1 FY2022 at its meeting held earlier today. Dividend, which is tax-exempt in the hand of unitholders, forms significant portion of distribution (INR 4.23 p.u., 92.0%) while interest (INR 0.37 p.u.) forms 8.0%. The record date for the distribution is 19 August 2021, payment of the distribution shall be processed on or before 28 August 2021.

---

<sup>1</sup> Subject to final design and receipt of requisite approvals

## **Other Updates**

- Facilitated **c.60,000 vaccinations** for our tenants, employees, and construction workers
- Assisted in capacity enhancement of **120 beds** at Kondapur Government Area Hospital, Hyderabad
- Received **Platinum certification from IGBC** for B3 at Gera Commerzone Kharadi & **LEED Gold certification from USGBC** for B12D at Mindspace Madhapur
- Mindspace REIT committed to **100% renewable electricity use by 2050<sup>2</sup>**, India's first real-estate entity to join Climate Group's RE100 initiative
- **SEBI has reduced the trading lot size to 1 unit**, a welcome move, expected to improve market depth and result in wider investor participation

**Speaking on the results, Mr. Vinod Rohira, Chief Executive Officer, Mindspace Business Parks REIT** said,

*"At Mindspace REIT we continue to demonstrate strong operating and financial performance, amidst a challenging external environment. Our gross leasing for the quarter remained healthy at 1.2 msf as existing tenants continued to expand footprint, while we also added new tenants. Robust hiring outlook and a healthy deal pipeline of technology firms supported by sustained demand and investments in the sector, augurs well for Grade A player like us. We remain confident of demand revival on the back of rapid vaccinations, gradual relaxation of restrictions across our micro-markets and strong desire to return to office amongst our tenants."*

### **Investor Communication and Quarterly Investor Call Details**

Mindspace REIT has disclosed the following information pertaining to the financial results and business performance (i) Unaudited Condensed Standalone Interim and Unaudited Condensed Consolidated Interim financial statements for the quarter ended 30 June 2021 and (ii) an earnings presentation covering Q1 FY2022 results. All these documents are available on Mindspace REIT's website at <https://www.mindspacereit.com/investor-relations/financial-updates/#ir>

Mindspace REIT is also hosting an earnings conference call on 16 August 2021 at 16:00 hours Indian Standard Time to discuss the Q1 FY2022 results. The dial in details is available on our website at <https://www.mindspacereit.com/investor-relations/calendar#ir> and have also been filed with the stock exchanges.

A replay of the call and the transcript will be available on Mindspace REIT's website at <https://www.mindspacereit.com/investor-relations/calendar#ir>

### **Disclaimer**

This press release ("**Press Release**") (a) is for information purpose only without regards to specific objectives, financial situations or needs of any particular person, (b) comprises information given in summary form and neither purports to be complete nor guarantees that such information is true and accurate, (c) should not be considered as a recommendation to any person to purchase / subscribe to any units, debentures, bonds or any other securities / instruments issued or proposed to be issued by

---

<sup>2</sup> Across areas serviced and maintained with the Portfolio



Mindspace REIT (d) does not constitute or form part of any offer for sale or subscription of or solicitation or invitation of any offer to buy or subscribe for, or advertisement with respect to, the purchase or sale of any units, debentures, bonds or any other securities / instruments of Mindspace REIT in any jurisdiction.

This Press Release may include statements that are / may be deemed to be, 'forward-looking statements' which involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. Any projection of future income or performance should be viewed merely as a fair estimate of the management of Mindspace REIT, which may be dependent on several factors and in no manner should be construed as an indication of its reflection in the market price of units or any other securities / instruments issued or proposed to be issued by Mindspace REIT. No representation, warranty or undertaking, express or implied, is made or assurance given that such statements, views, projections or forecasts, if any, are correct or that any objectives specified herein will be achieved. None of Mindspace REIT, or its manager viz. K Raheja Corp Investment Managers LLP, or any of our affiliates or advisors, as such, (a) make any representation or warranty, express or implied, as to, and/or accept any responsibility or liability with respect to, the fairness, accuracy, completeness or correctness of any information or opinions contained herein, (b) accept any liability whatsoever for any loss, howsoever, arising from any use or reliance on this Press Release or (c) assume responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent development, information or events, or otherwise. The information contained herein is subject to change without notice and past performance is not indicative of future results.

This Press Release has not been and will not be reviewed or approved by a regulatory authority in India or elsewhere or by any stock exchange in India or elsewhere and any prospective investor investing in units/debentures or other securities / instruments of Mindspace REIT should consult its own advisors before taking any decision in relation thereto.

#### **About Mindspace Business Parks REIT**

*Mindspace Business Parks REIT, sponsored by K Raheja Corp group, listed on the Indian bourses in August 2020. The REIT owns quality office portfolios located in four key office markets of India, namely Mumbai Region, Pune, Hyderabad, and Chennai. It has a total leasable area of 31.2 msf, with superior infrastructure and amenities, and is one of the largest Grade-A office portfolios in India. The portfolio consists of 5 integrated business parks and 5 quality independent office assets. It has a diversified and high-quality tenant base, with over 165 tenants as of 30 June 2021. Most of the buildings in the portfolio are either Gold or Platinum Green Building Certified (IGBC/LEED). The assets provide a community-based ecosystem and have been developed to meet the evolving standards of tenants, and the demands of 'new age businesses', making it amongst the preferred options for both multinational and domestic corporations. To know more visit [www.mindspacereit.com](http://www.mindspacereit.com)*

#### **For further details please contact:**

<b>Investor Relations</b>	<b>Corporate Communication</b>
Kedar Kulkarni <a href="mailto:ir@mindspacereit.com">ir@mindspacereit.com</a>	Cheryl Waldiya <a href="mailto:mediarelations@mindspacereit.com">mediarelations@mindspacereit.com</a> Phone: 9322198940



## Annexure 2



Q1 FY22  
Results Presentation

13<sup>th</sup> August 2021



# Disclaimer

By attending the meeting where this presentation ("**Presentation**") is made, or by reading the Presentation materials, you agree to be bound by the following limitations:

This Presentation (a) is for information purposes only without regards to specific objectives, financial situations or needs of any particular person, (b) should not be considered as a recommendation to any person to purchase / subscribe to any units, debentures, bonds or any other securities / instruments issued or proposed to be issued by Mindspace Business Parks REIT ("**Mindspace REIT**").

This Presentation and the information contained herein does not constitute or form part of any offer for sale or subscription of or solicitation or invitation of any offer to buy or subscribe for, or advertisement with respect to, the purchase or sale of any units, debentures, bonds or any other securities / instruments of Mindspace REIT in any jurisdiction, and no part of it shall form the basis of or be relied upon by any person in connection with any contract or commitment whatsoever.

The material that follows is a presentation of general background information. We **don't** assume responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent development, information or events, or otherwise. This Presentation comprises information given in summary form and does not purport to be complete and it cannot be guaranteed that such information is true and accurate. This Presentation includes statements that are, or may be deemed to be, "**forward-looking statements**". By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance including those relating to general business plans and strategy, future outlook and growth prospects, and future developments in its businesses and its competitive and regulatory environment. Any projection of future income or performance should be viewed merely as a fair estimate of the management of Mindspace REIT, which may be dependent on several factors and in no manner should be construed as an indication of its reflection in the market price of units, debentures, bonds or any other securities / instruments issued or proposed to be issued by Mindspace REIT. No representation, warranty or undertaking, express or implied, is made or assurance given that such statements, views, projections or forecasts, if any, are correct or that any objectives specified herein will be achieved. Neither we, nor any of our affiliates or advisors, as such, make any representation or warranty, express or implied, as to, and do not accept any responsibility or liability with respect to, the fairness, accuracy, completeness or correctness of any information or opinions contained herein and accept no liability whatsoever for any loss, howsoever, arising from any use or reliance on this Presentation or its contents or otherwise arising in connection therewith. Unless otherwise stated in this Presentation, the information contained herein is based on management information and estimates. The information contained herein is subject to change without notice and past performance is not indicative of future results.

The units, debentures, bonds or any other securities / instruments of Mindspace REIT have not been and will not be registered under the U.S. Securities Act, 1933, as amended ("**U.S. Securities Act**"), or the securities laws of any applicable jurisdiction and these materials do not constitute or form a part of any offer to sell or solicitation of an offer to purchase or subscribe for units, debentures, bonds or any other securities / instruments in the United States of America or elsewhere in which such offer, solicitation or sale would be unlawful prior to registration under the U.S. Securities Act or the securities laws of any such jurisdiction. No units, debentures, bonds or any other securities / instruments of Mindspace REIT may be offered or sold in the United States of America without registration or an applicable exemption from registration requirements under the U.S. Securities Act. By accessing this Presentation, each investor is deemed to represent that it is and any customer it represents are either (a) qualified institutional buyers (within the meaning of Rule 144A under the U.S. Securities Act) or (b) outside the United States of America (within the meaning of Regulation S under the U.S. Securities Act), and is a sophisticated investor who possesses sufficient investment expertise to understand the risks involved in the offering.

This document is just a Presentation and is not intended to be a "**prospectus**" or "**draft offer document**" or "**offer document**" or "**final offer document**" or "**offer letter**" or "**offering memorandum**" (as defined or referred to, as the case may be, under the Companies Act, 2013 and the rules notified thereunder, and the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended, or any other applicable law). This Presentation has not been and will not be reviewed or approved by a regulatory authority in India or elsewhere or by any stock exchange in India or elsewhere.

If we should at any time commence an offering of units, debentures, bonds or any other securities / instruments of Mindspace REIT, any decision to invest in any such offer to subscribe for or acquire units, debentures, bonds or any other securities / instruments of Mindspace REIT, must be based wholly on the information contained in an offer document or offering circular (including the risk factors mentioned therein) issued or to be issued in connection with any such offer and not on the contents hereof. Any prospective investor investing in such invitation, offer or sale of securities by Mindspace REIT should consult its own advisors before taking any decision in relation thereto.

This Presentation is not intended to be an offer or placement for the purposes of the Alternative Investment Fund Managers Directive ("**AIFMD**"), and any "**marketing**" as defined under AIFMD may only take place in accordance with the national private placement regimes of the applicable European Economic Area jurisdictions.



# Table of Contents

Key Updates	04
Portfolio Overview	09
Financial Update	17
Projects Update	21
Value Creation via ESG	27
Price Performance & Unitholding	33
Market Overview	36
Annexures	42

## Note:

1. All the financial numbers in the presentation have been rounded off unless otherwise stated
2. Mindspace Business Parks REIT is referred to as Mindspace REIT in the presentation
3. "The Square Avenue 61 (BKC)" & "The Square Signatures Business Chambers (Nagar Road - Pune)" are referred as "The Square BKC" and "The Square Nagar Road" respectively in the presentation





# Key Updates





# Key Highlights

1

## Operating Highlights

1.2 msf  
Gross Leasing

56.3 %  
Re-leasing Spread <sup>(1)</sup>  
on 1.1 msf

1.0 msf  
Increase in Total  
Leasable Area  
primarily due to  
re-development

>99 %  
Collections of Total  
Contracted  
Rentals <sup>(2)(3)</sup>

1.8 msf  
ROFO leasing update:  
1.8 msf pre-leased at  
Commerzone Madhapur  
(ROFO asset)<sup>(4)</sup>

2

## Financial Highlights

INR 2,728 Mn  
Distribution for Q1 FY22  
(INR 4.60 p.u.)

6.7 %  
Annualized  
Distribution yield<sup>(5)</sup>

INR 3,596 Mn  
NOI for Q1 FY22

7.0 %  
Weighted Average  
Cost of Debt

14.9 %  
Low Net Debt to  
Market Value <sup>(6)</sup>

3

## Other Highlights

**RE100**  
CLIMATE GROUP | CDP

Committed to 100%  
renewable energy  
usage by 2050<sup>(7)</sup>



Platinum certification from  
IGBC (B-3, Gera  
Commerzone Kharadi) &  
LEED Gold certification  
from USGBC (B-12D,  
MindSpace Madhapur)

60k <sup>(8)</sup>  
Vaccinations  
facilitated for tenants,  
employees and  
construction workers



Enhancing public  
healthcare infra to  
tackle the pandemic



Trading lot reduced  
to 1 <sup>(9)</sup>, expected to  
improve liquidity

1. Re-leasing spread includes spread on extensions and vacant area leasing

2. Collections are as of 31 Jul 21

3. Total Contracted Rentals is the sum of Base Rentals and fit-out rent to be invoiced for Occupied Area that is expected to be received from the tenants pursuant to the agreements entered with them

4. Completely leased KRC Group area, signed post Jun 21 quarter end

5. Annualized distribution yield basis Q1 FY22 distribution calculated on issue price of INR 275 p.u.

(Yield on closing price of INR 283 p.u. as on 30 Jun 21 stood at 6.5%)

6. Net Debt as on 30 Jun 21, Market value as of 31 Mar 21; For the purpose of LTV calculation, Net Debt is considered post accounting & minority adjustment

7. Across common areas serviced and maintained within the Portfolio

8. As on 31 Jul 21

9. Applicable from 11 Aug 21

## Leasing Overview – Q1 FY22

1.2 msf leases signed across 10 tenants and achieved 56.3%<sup>(1)</sup> Re-leasing spread on 1.1 msf<sup>(1)</sup>



Area Re-leased <sup>(2)</sup>

0.6 msf

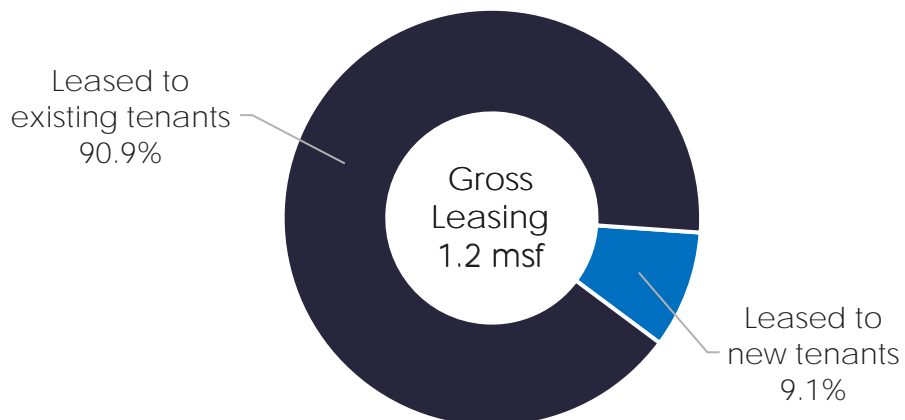
Vacant area leased

0.5 msf

New area leased

0.1 msf

### Q1 FY22 - Split Basis Type of Tenants



### Q1 FY22 – Gross leasing

Assets	Location	Type	Tenants	Leased (ksf)
Madhapur	Hyderabad	Vacant area leased	Smartworks	444
Airoli (E)	Mumbai	Re-leased	Wipro	345
Madhapur	Hyderabad	Re-leased	Thomson Reuters	130
Madhapur	Hyderabad	Re-leased	Knoah	93
Others				155
Total				1,169

Note: All leasing numbers include LOIs signed

1. Includes spread on leasing of vacant area as on 31 Mar 21

2. Includes Re-leasing of contractual expiries and leasing of early terminations

# Delivered Sustainable Financial Performance

Performance driven by efficient cost management

	Revenue from Operations (INR Mn)	NOI (INR Mn)	Key Points
Q1 FY22	4,197	3,596	NOI for Q1 FY22 marginally up on sequential basis
Q4 FY21	4,265 <sup>(1)</sup>	3,579	NOI for Q1 FY22 driven by cost optimization
FY21	16,293 <sup>(1)</sup>	13,741	Maintained over 80% NOI margin

Note:

1. Excludes revenue from works contract services in Gera Commerzone Kharadi



# Mindspace REIT Declares Q1 FY22 Distribution

Over 90% distributions are in the form of tax-exempt dividends

## Key Dates



Period

Apr 21 to Jun 21

Declaration Date

13 August 21

Record Date

19 August 21

Payment Date

On or before  
28 August 21

Distribution  
Yield <sup>(1)</sup>

6.7%

Payout  
Ratio <sup>(2)</sup>

c.100%

Distribution Amount

INR 2,728 Mn

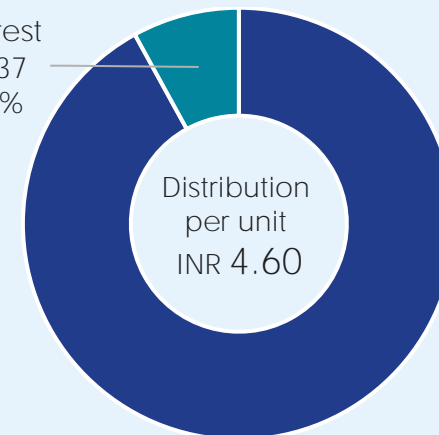
Outstanding Units

593,018,182

Distribution per unit

INR 4.60

Interest  
₹0.37  
8.0%



Dividend  
₹4.23  
92.0%

Q1 FY22 Distribution of INR 2,728 Mn, INR 4.60 per unit resulting in Distribution Yield<sup>(1)</sup> of 6.7%

Note:

1. Annualized distribution yield basis Q1 FY22 distribution calculated on issue price of INR 275 p.u. (Yield on closing price of INR 283 p.u. as on 30 Jun 21 stood at 6.5%)
2. Payout as a % of REIT NDCF





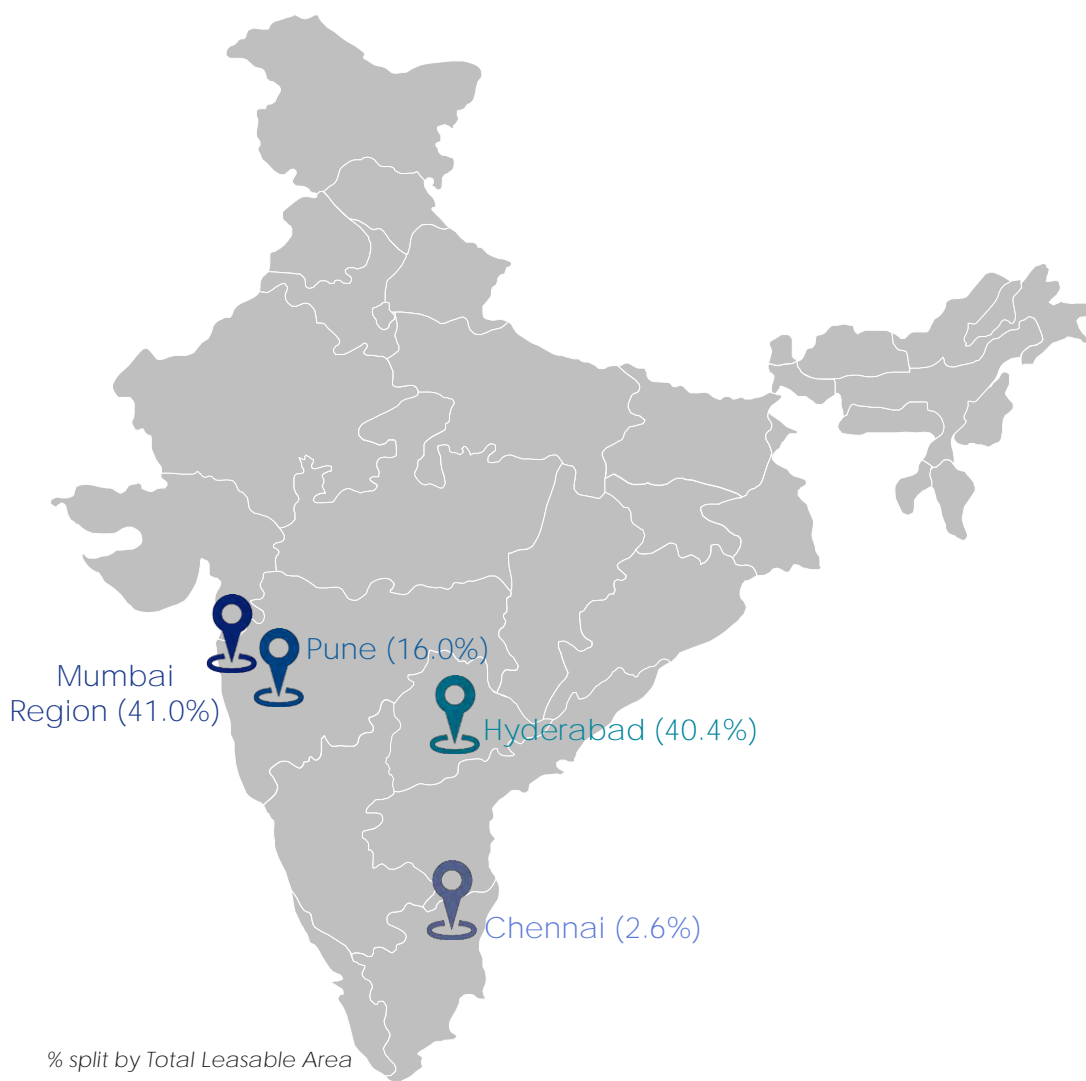
# Portfolio Overview





# Portfolio Overview

Mindspace REIT is one of the largest Grade-A office portfolios in India



31.2 msf  
Total Leasable Area<sup>(1)</sup>

INR 57.1 psf  
In-place Rent

84.4%  
Same Store Committed  
Occupancy

84.4%  
Committed Occupancy

11.6%  
Mark to Market Potential<sup>(2)</sup>

6.6 years  
WALE

91.7%  
Market Value<sup>(3)</sup> of  
Completed Area

14.9%  
Net Debt to Market Value<sup>(3)(4)</sup>

1. Comprises 23.8 msf Completed Area, 1.8 msf of Under-Construction area and 5.6 msf Future Development Area  
2. Market Rent of INR 63.8 psf (FY22) considered for calculating MTM potential (basis management estimates)

3. As of 31 Mar 21 and adjusted for completion status as of 30 Jun 21  
4. For the purpose of LTV calculation, Net Debt as of 30 Jun 21 and Market Value as on 31 Mar 21 has been considered post accounting & minority interest adjustment

# Five Integrated Business Parks

Mindspace Madhapur  
Hyderabad | 11.6 msf<sup>(1)</sup>



Completed Area: 9.8 msf; Committed Occupancy: 90.1%

Mindspace Airoli East  
Mumbai Region | 6.8 msf



Completed Area: 4.7 msf; Committed Occupancy: 89.1%

Mindspace Airoli West  
Mumbai Region | 5.1 msf



Completed Area: 3.6 msf;  
Committed Occupancy: 68.6%

Gera Commerzone Kharadi  
Pune | 2.6 msf <sup>(2)</sup>



Completed Area: 1.3 msf;  
Committed Occupancy: 93.1%

Commerzone Yerwada  
Pune | 1.7 msf <sup>(2)</sup>



Completed Area: 1.7 msf;  
Committed Occupancy: 98.4%

Note: Above areas include Under-Construction Area and Future Development Area

1. Leasable Area increased due to potential increase in area on account of redevelopment of 1A-1B (subject to approvals & final design)
2. Total Leasable Area for these assets comprises only Asset SPVs' share of the area



# Five Quality Independent Office Assets

Commerzone Porur  
Chennai | 0.8 msf <sup>(1)</sup>



Completed Area: 0.8 msf; Leased: 67 ksf

Paradigm, Mindspace Malad  
Mumbai Region | 0.7 msf



Completed Area: 0.7 msf; Committed Occupancy: 94.0%

The Square, Nagar Road  
Pune | 0.8 msf



Completed Area: 0.7 msf;  
Committed Occupancy: 100%

Mindspace Pocharam  
Hyderabad | 1.0 msf



Completed Area: 0.4 msf;  
Committed Occupancy: 71.1%

The Square, BKC  
Mumbai Region | 0.1 msf



Perspective  
Completed Area: 0.1 msf;  
Refurbishment under process; Leased: 32 ksf

Note: Above areas include Under-Construction Area and Future Development Area

1. Total Leasable Area for these assets comprises only Asset SPVs' share of the area

# Marquee Tenant Base

Leading MNCs and Fortune 500 companies across sectors

## Technology

Accenture Wipro  
Syntel IBM Verizon  
Here Solutions

## Financial Services

Barclays BNY Mellon  
UBS Fiserv Allstate  
Bank of America

## Diversified

Amazon Qualcomm  
Citius UHG Model N  
Schlumberger

81.8%

38.6%

34.2%

Share of foreign MNCs in  
rentals <sup>(1)</sup>

Share of top 10 tenants in  
rentals <sup>(1)</sup>

Share of Fortune 500  
companies in rentals <sup>(1)(2)</sup>

Note :

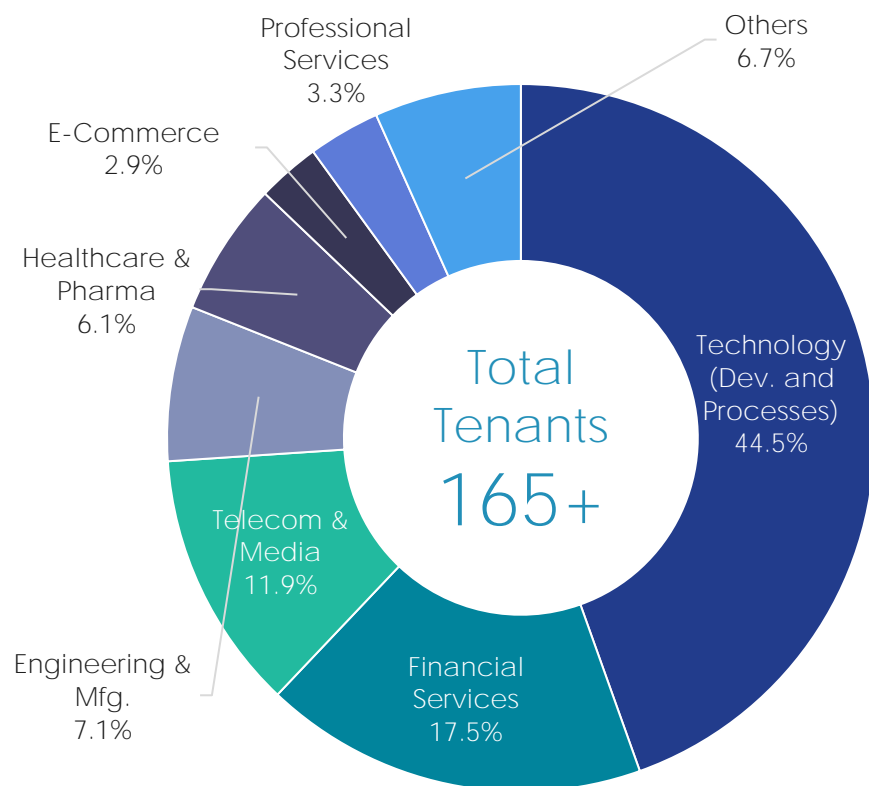
1. Represents % of Gross Contracted Rentals as on 30 Jun 21

2. Fortune 500 Global List of 2021

# Diversified Portfolio of Marquee Tenants

Reduced concentration risk with top 10 tenants contributing 38.6% (Jun 21) vs. 41.6% (Mar 20)

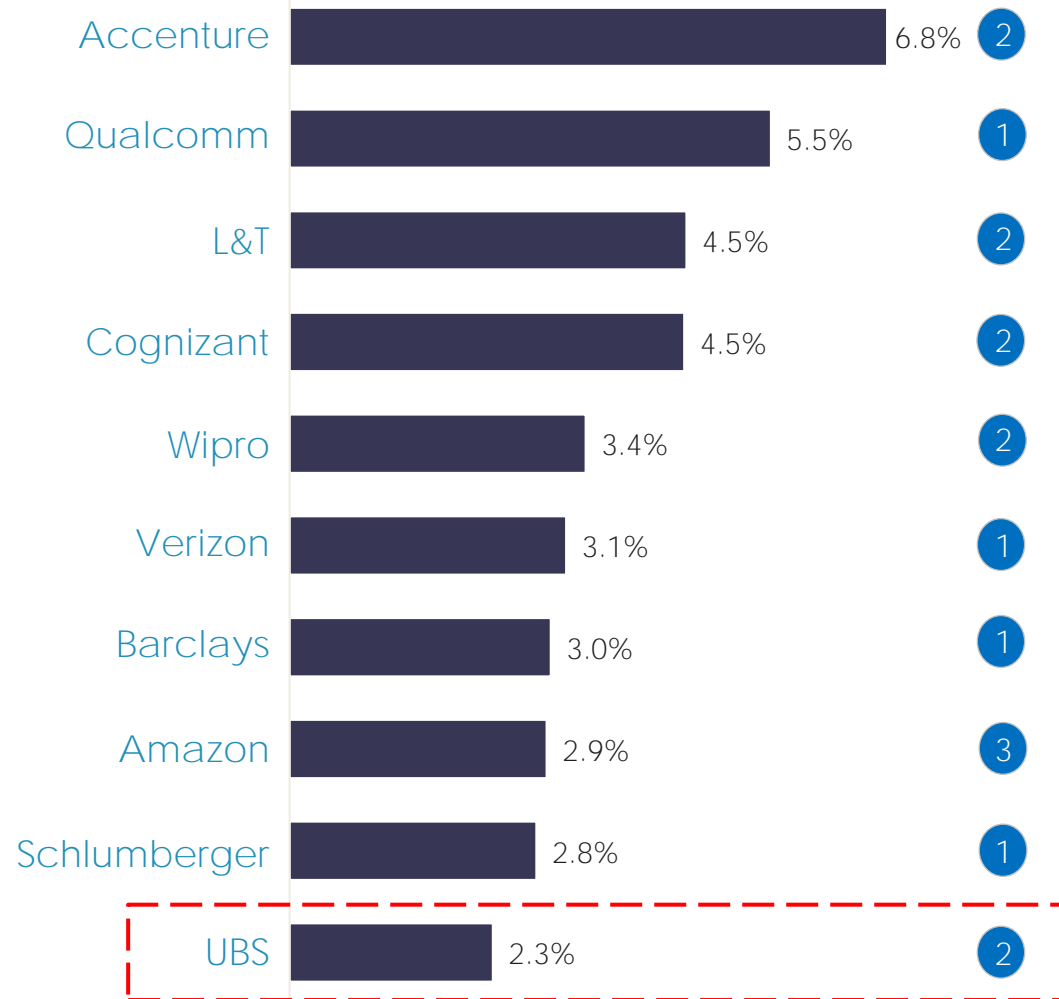
Diversified tenant mix across sectors  
% split by Gross Contracted Rentals<sup>(1)</sup>



Top 10 tenants Gross Contracted Rentals contribution (38.6%)

% of total Gross Contracted Rentals<sup>(1)</sup>

# of parks



New entrant to top 10

Note:

1. Basis Gross Contracted Rentals as on 30 Jun 21

# Lease Expiry Profile

Successfully re-leased around 70% of FY21 expiries <sup>(1)</sup>

Strong re-leasing achieved despite challenging leasing environment

Area Expiry (msf)

Rent at Expiry  
(INR psf)

50.2

54.9

57.8

2.4 <sup>(3)</sup>

1.6

1.0

0.4 msf  
Re-leased out  
of Q1 FY22  
expiries

0.4 msf  
Re-leasing  
visibility  
in Q2 FY22

FY22

FY23

FY24

■ Early Expiry as on Jun 21

■ Contractual & Early Expiry as on Mar 21

Expiries <sup>(4)(5)</sup>	%	5.8%	7.3%	5.4%
MTM Opportunity <sup>(5)</sup>	%	12.4%	25.4%	16.7%

Track record of achieving Re-leasing spread across parks

Area Re-leased (since Apr 18)  
msf

Average  
Re-leasing Spread<sup>(2)</sup>

27.8%

1.2

1.1

2.2

1.1

0.5

0.2

0.4

FY19

FY20

FY21

Q1 FY22

■ Area Re-leased

■ Re-leasing of area vacated in FY21

■ Early Renewals

Re-leasing  
Spread

30.2%

23.1%

19.1%

56.3%

Note:

1. Excluding 0.36msf area under re-development at 1A and 1B
2. Re-leasing spread includes spread on extensions and vacant area

3. Excludes early re-leasing of 175 ksf during the quarter

4. Gross rent as % of total rent of Completed Area as of 30 Jun 21

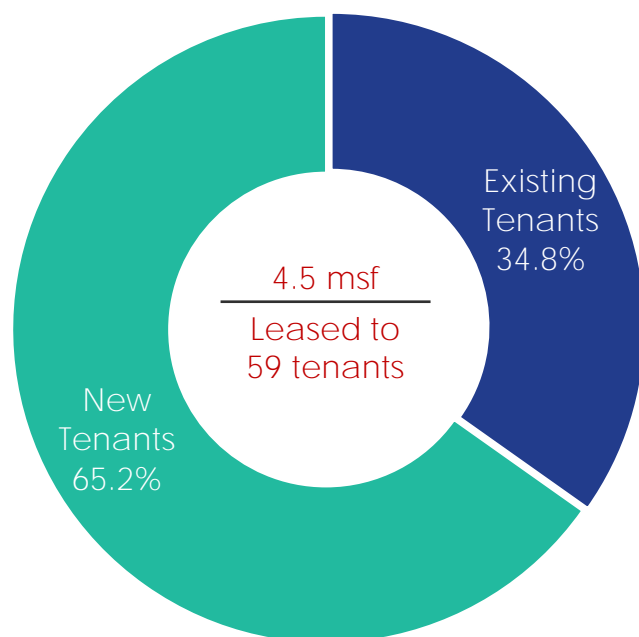
5. FY22 data pertains to 1.3 msf expiries between Q2-Q4 FY22



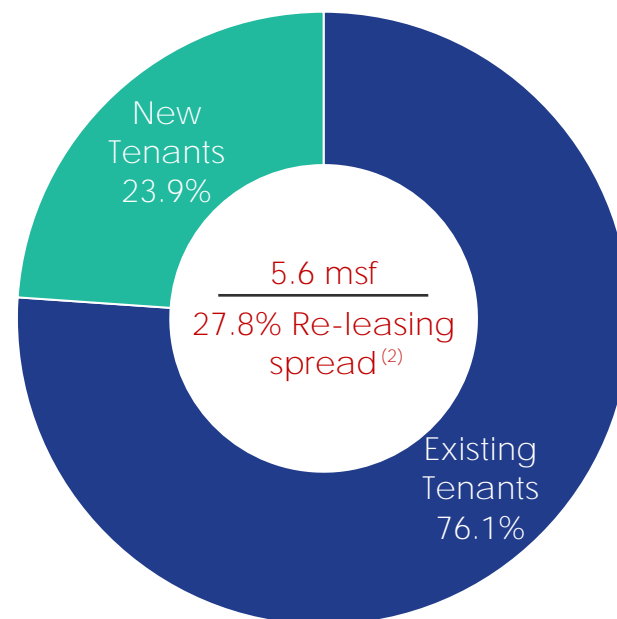
# Ability to Attract New Tenants along with Existing Tenant Retention

10.1 msf leased since Apr 18, including 5.6 msf at 27.8% Re-leasing spread

New Area leased  
% split by area <sup>(1)</sup>



Existing Area Re-leased  
% split by area <sup>(1)</sup>



New Tenants Added	Charnham Weatherford Intelliteach
Princeton Digital Chalet Telstra Smartworks	

Knoah Wipro Thomson Reuters	Existing Tenants
Citius Parexel Verizon Schlumberger	

Leases signed in Q1 FY22

Note:

1. For the period Apr 18 – Jun 21; Includes Committed and Pre-Leased Area

2. Re-leasing spread includes spread on extensions and vacant area



accenture

# Financial Updates





## Stable NOI Growth Driven by Effective Cost Management

Assets	Revenue from Operations (INR Mn)		NOI (INR Mn)		% of NOI
	Q4 FY21	Q1 FY22	Q4 FY21	Q1 FY22	Q1 FY22
Mindspace Airoli (E)	895	884	707	697	19.4%
Mindspace Airoli (W)	529	475	407	392	10.9%
Mindspace Malad	185	185	161	160	4.5%
Mumbai Region	1,608	1,554	1,275	1,250	34.8%
Gera Commerzone Kharadi	326	327	258	288	8.0%
The Square Nagar Road	116	109	86	84	2.3%
Commerzone Yerwada	398	391	325	325	9.0%
Pune	839	827	669	696	19.4%
Mindspace Madhapur	1,776	1,783	1,569	1,591	44.2%
Mindspace Pocharam	25	23	16	18	0.5%
Hyderabad	1,801	1,806	1,585	1,609	44.7%
Facility Management Business	216	164	63	50	1.4%
Others <sup>(1)</sup>	8	14	(13)	(8)	(0.2%)
Inter Company Eliminations <sup>(2)</sup>	(208)	(156)			
Total	4,265	4,197	3,579	3,596	100.0%

### NOI (Q4 vs Q1) - Reasons for variances

- Mindspace Airoli West – Lower due to exits in Q4 FY21 and straight lining adjustment, compensated by increase in Net Power Income
- Commerzone Kharadi – Increase due to higher property tax booking in Q4 FY21 and increase in Net Power Income
- Mindspace Madhapur – Higher due to Rent + Fit out commencement for new area, escalation achieved, increase in Net CAM Margin, straight lining adjustment and tenant lock-in compensation, compensated by exits in Q4 FY21 & Q1 FY22
- Facility Management Business – Lower due to limited tenant physical occupancy

#### Note:

1. Others include Commerzone Porur & The Square BKC
2. Inter company eliminations is with respect to Facility Management Business

## Q1 FY22: NDCF Build-up

Particulars (INR Mn)	Q1 FY22
Revenue from Operations	4,197
Property Taxes & Insurance	(139)
Other Direct Operating Expenses	(462)
Net Operating Income (NOI)	3,596
Property Management Fees	(105)
Net Other Expenses	(143)
EBITDA	3,348
Cash Taxes (Net of Refunds)	(433)
Working Capital changes and other adjustments <sup>(1)</sup>	(778)
Cashflow from Operations	2,137
Capex incl cap. Interest <sup>(1)</sup>	(1,141)
Net Debt (repayment) / drawdown <sup>(2)</sup>	2,563
Finance Costs paid for the period (excluding interest to REIT) <sup>(3)</sup>	(288)
Proceeds to shareholders other than Mindspace REIT	(233)
NDCF (SPV Level) <sup>(4)</sup>	3,038
Net Distributions from SPV to REIT	2,851
Other Inflows / (Outflows) at REIT Level	(119)
NDCF (REIT Level)	2,732
Distribution	2,728
Dividend	2,508
Interest	220

1. INR 204 Mn has been transferred from Capex to Working Capital changes pursuant to lease commencement of Fit outs
2. Net of investments in fixed deposits and Mutual funds

3. Net of interest income
4. Net of repayment of REIT Debt by SPV which was further reinvested by REIT

# Low Leverage Offers Balance Sheet Headroom for Future Growth

Strategy to embed a blend of short term and long-term debt with a mix of instruments

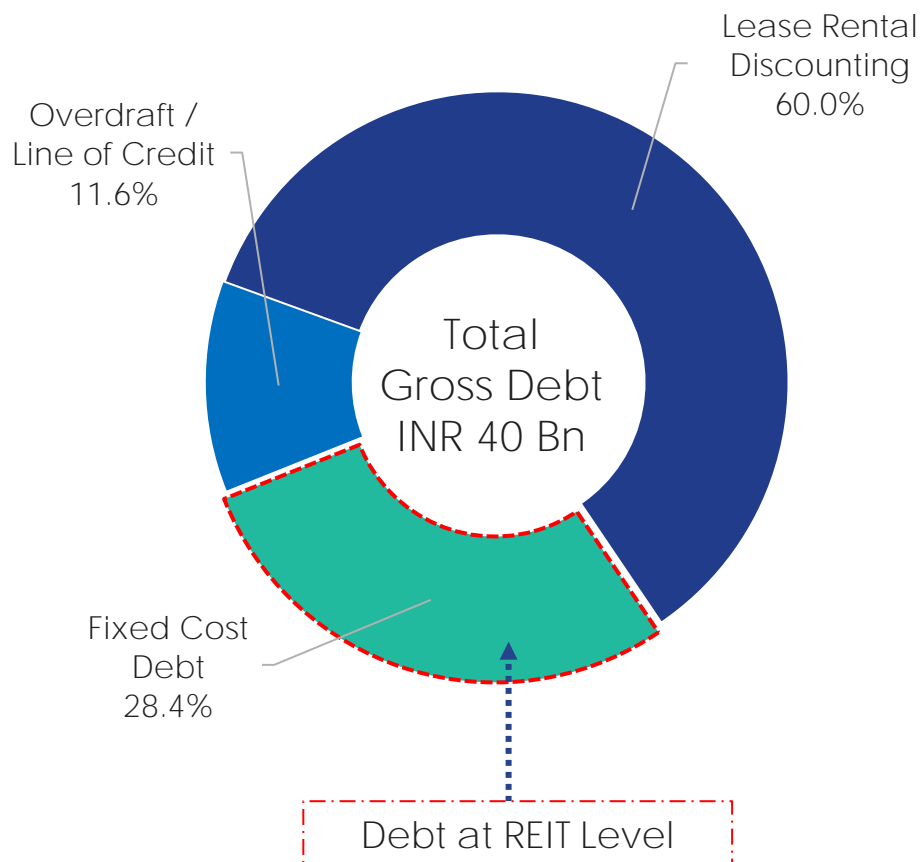
CRISIL : CCR AAA/Stable<sup>(1)</sup>  
ICRA : ICRA AAA (Stable)<sup>(1)</sup>

14.9%  
Net Debt to  
Market Value<sup>(2)</sup>

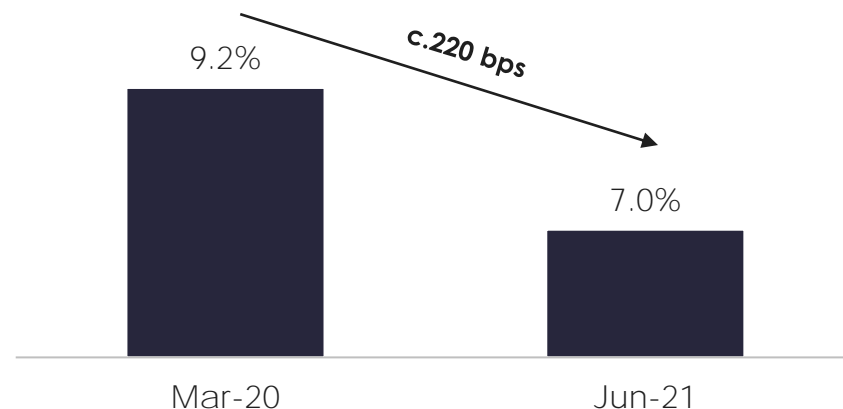
INR 4.5 Bn  
Undrawn Committed  
Facilities

INR 37 Bn  
Net Debt

## Composition of debt



## Reduction in weighted average cost of debt (p.a.)



Fixed Cost Debt – Avg. Cost

6.5% p.a.

Variable Cost Debt - Avg. Cost

7.2% p.a.

Average Term to Maturity

6.2 years

Note:

1. CRISIL rating re-affirmed basis rating note Jul 21; ICRA rating note Aug 20

2. Net Debt and Market value as of 30 Jun 21; For the purpose of Net Debt to Market Value calculation, Net Debt is considered post accounting & minority interest adjustment





# Projects Updates

**MINDSPACE**  
BUSINESS PARKS REIT



# Development Progress & Other Updates

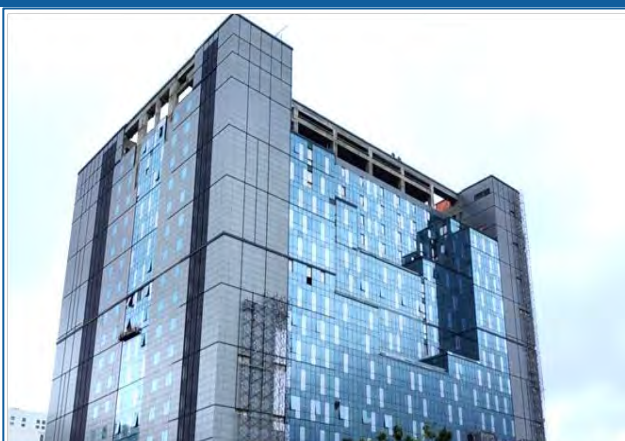
## Hyderabad



### Mindspace Madhapur (B22)

- Leasable area: 0.1 msf
- Status: OC received in Q1 FY22
- Balance cost: INR 108 Mn
- Leased to Chalet Hotels
- Rent Commencement – Q3 FY22

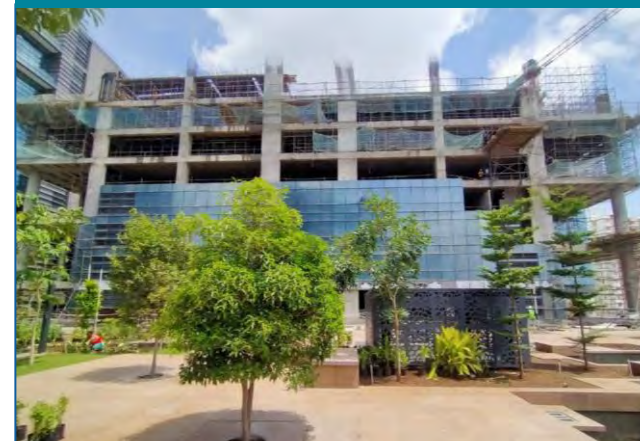
## Mumbai Region



### Mindspace Airoli, West (B9)

- Leasable area: 1.0 msf
- Status: Façade WIP
- Received OC for 2 office floors
- Estimated completion: Phased completion targeted over FY22 to match with the demand
- Balance cost: INR 1,089 Mn
- SEZ de-notification received
- Leased/ Pre-leased: 193k sf

## Pune



### Commerzone Kharadi (B5)

- Leasable area: 0.7 msf
- Status: Level 8 Shuttering WIP
- Estimated completion : Q1 FY23
- Balance cost: INR 1,660 Mn
- Awarded IGBC Gold Pre-Certification
- Active on-going discussions for leasing

Balance Capex – INR 17,900<sup>(1)</sup> Mn (excluding approval cost)

MoU<sup>(2)</sup> dated 16 Dec 19 entered by MBPPL<sup>(3)</sup> in relation to proposed transfer of 40.0 acres land parcel at Pocharam, Hyderabad to KRCPL<sup>(4)</sup> has been extended until 31 Mar 22, on account of pending receipt of SEZ de-notification approval

Note: As of 30 Jun 21

1. Ongoing projects / projects commencing in FY22 INR 13,451 Mn, recently completed projects INR 936 Mn, upgrades INR 2,679 Mn and fit-out / general development INR 834 Mn

2. MoU – Memorandum of Understanding

3. MBPPL – Mindspace Business Parks Private Limited

4. KRCPL – K Raheja Corp Private Limited (a KRC Group entity)





# Mindspace Madhapur, Hyderabad – Upgrade (1/2)

Elevated boardwalks for ease of movement



Appealing entrance



Well spread F&B spaces across the Park



Security cabin





## Mindspace Madhapur, Hyderabad – Upgrade (2/2)

Current Status



Final Intent

Perspective



Façade Upgrade for Bldg. 3A & 3B commenced



Perspective



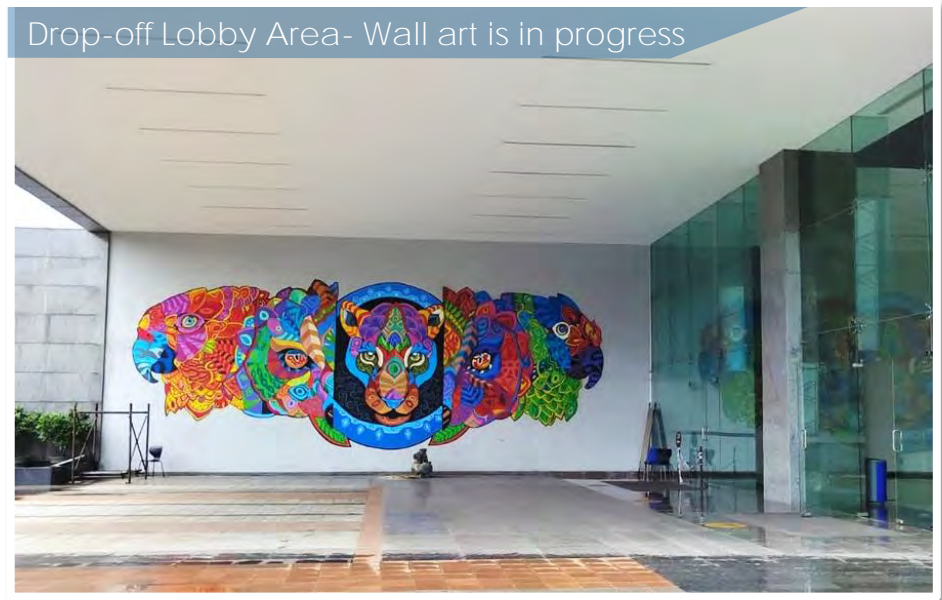


# Mindspace Airoli East, Mumbai Region - Upgrade

Building 5&6 Façade WIP



Drop-off Lobby Area- Wall art is in progress



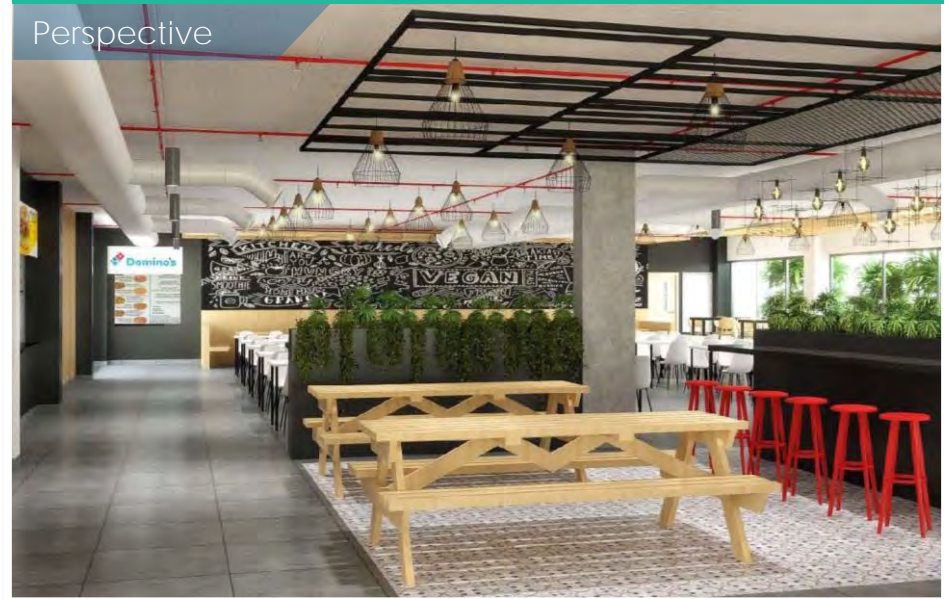
Current Status

Club House Food Court - WIP



Final Intent

Perspective





# The Square BKC, Mumbai Region– Upgrade

Current Status

Entrance Lobby Façade WIP



Final Intent

Perspective



East Elevation WIP



Perspective







# ESG via Value Creation

---





# Key Achievements and Awards



Received certification across 5 parks

Note:

1. Includes pre-certified buildings

# Our Commitment to Build an ESG Centric Ecosystem



Renewable  
Energy  
through  
Solar PV  
Panels



Waste  
Management



Organic  
Farming



Preserving  
Nature



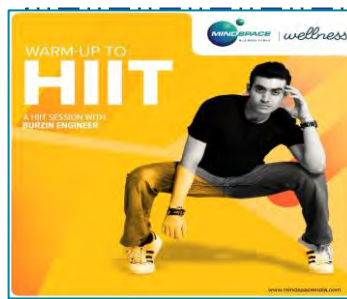
Green  
Sustainable  
Development



Sewage  
Treatment



Electrical  
charging  
stations



Tenant  
Engagement



Robust  
Corporate  
Governance

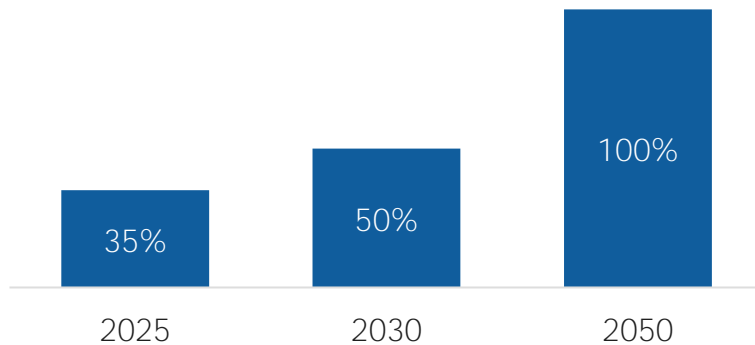
Integration of sustainability into the fabric of assets, operations and culture



# Mindspace REIT joins Climate Group's RE 100 Initiative

India's first Real-Estate entity to join RE 100, committing to 100% renewable energy by 2050

Phased transformation to renewable energy <sup>(1)</sup>



- In furtherance of our agenda towards building a sustainable ecosystem and minimizing environmental impact
- Opportunity to encourage tenants to make the switch to clean energy
- Installed solar capacity of 1.8 MW across 2 parks, normalized<sup>(2)</sup> power consumption in our parks is over 100 GWh<sup>(3)</sup>



Note:

1. Across common areas serviced and maintained within the Portfolio

2. For the period between Jan 19 to Dec 19

3. GWh – Gigawatt hour

# Spearheading Multi-pronged Initiatives to Tackle the Pandemic

## 1 Strengthening Healthcare Infrastructure in Hyderabad

- Extending support to construct additional floor at a Government hospital in Kondapur, Hyderabad
- Floor addition to enable capacity enhancement of 120 beds
- Project has been completed within a short span of 45 days and is ready for handover to government

Hospital floor addition



## 2 Assisting frontline warriors & marginalized Covid patients

- Extending support to HCSC and SCSC to assist frontline warriors and marginalized Covid affected patients
- Initiatives aimed at boosting healthcare eco-system positively impacting the local communities

### Initiatives

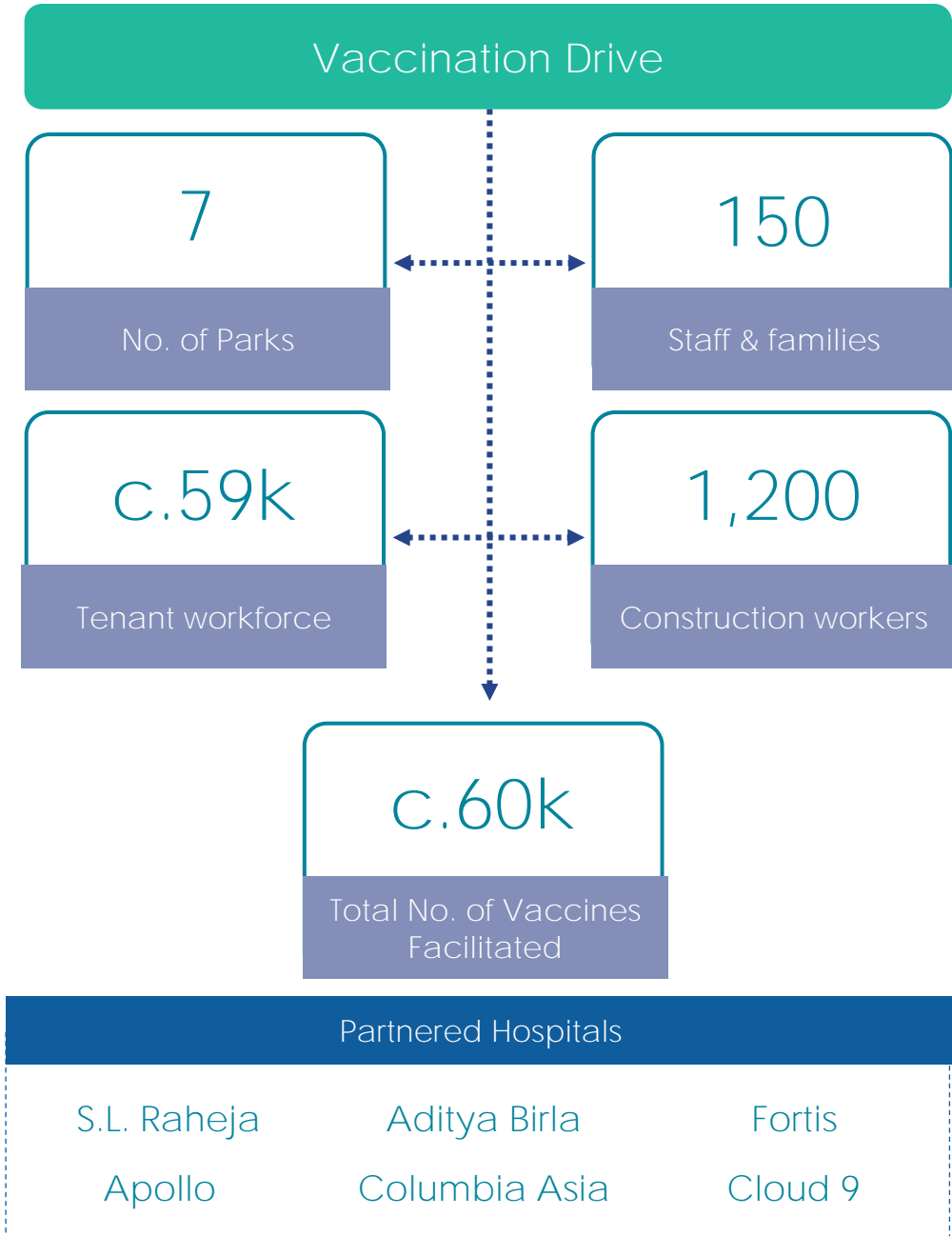
- Oxygen concentrators
- ICU beds
- Ventilators
- Ambulance services
- Emergency drugs
- Tele-consultation and tele-medicine
- Shelter for children of COVID affected families
- Isolation centre



Relief work recognized by Hyderabad Police Commissioner



# Embarking on a Journey to Safety, Facilitated Vaccination of c.60k People







# Price Performance & Unitholding



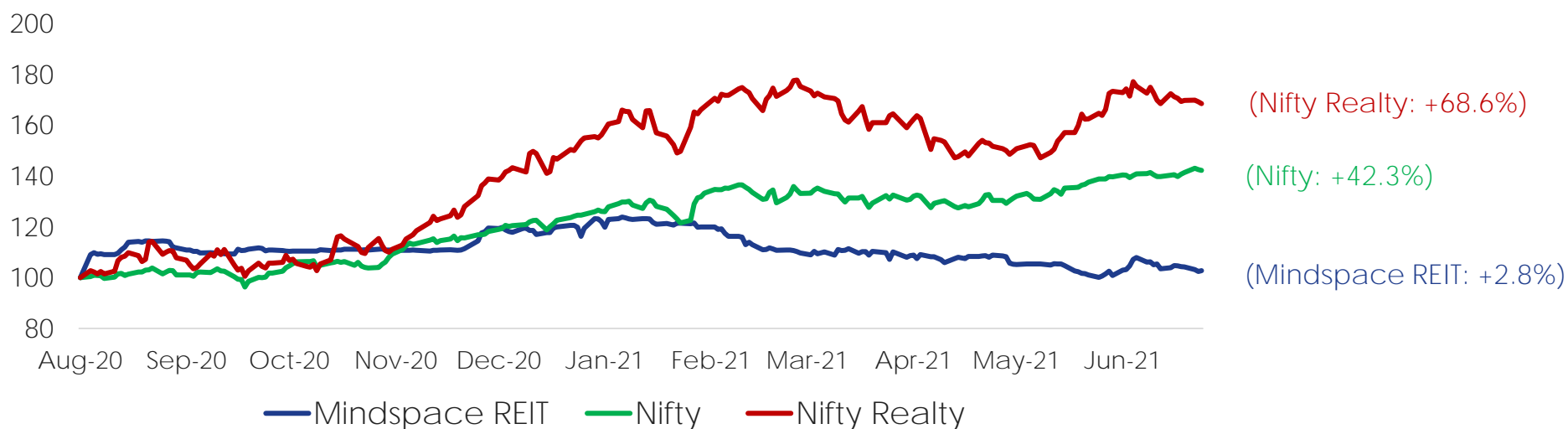


## Stable Price Performance

Part of “MSCI India Domestic Small Cap Index” and various other MSCI and FTSE indices

Price movement of Mindspace REIT since listing<sup>(1)</sup>

Stock Symbol – NSE : Mindspace; BSE : 543217



Offer Price

INR 275 p.u.

Price at listing date

INR 304 p.u.

As on 30 Jun 21

INR 283 p.u.

High since listing

INR 342 p.u.

Low since listing

INR 275 p.u.

6.7%

Distribution yield<sup>(2)</sup>

2.9%

Increase in unit price since listing<sup>(3)</sup>

Note: As on 30 Jun 21

1. Rebased to 100

2. Annualized distribution yield basis Q1 FY22 distribution calculated

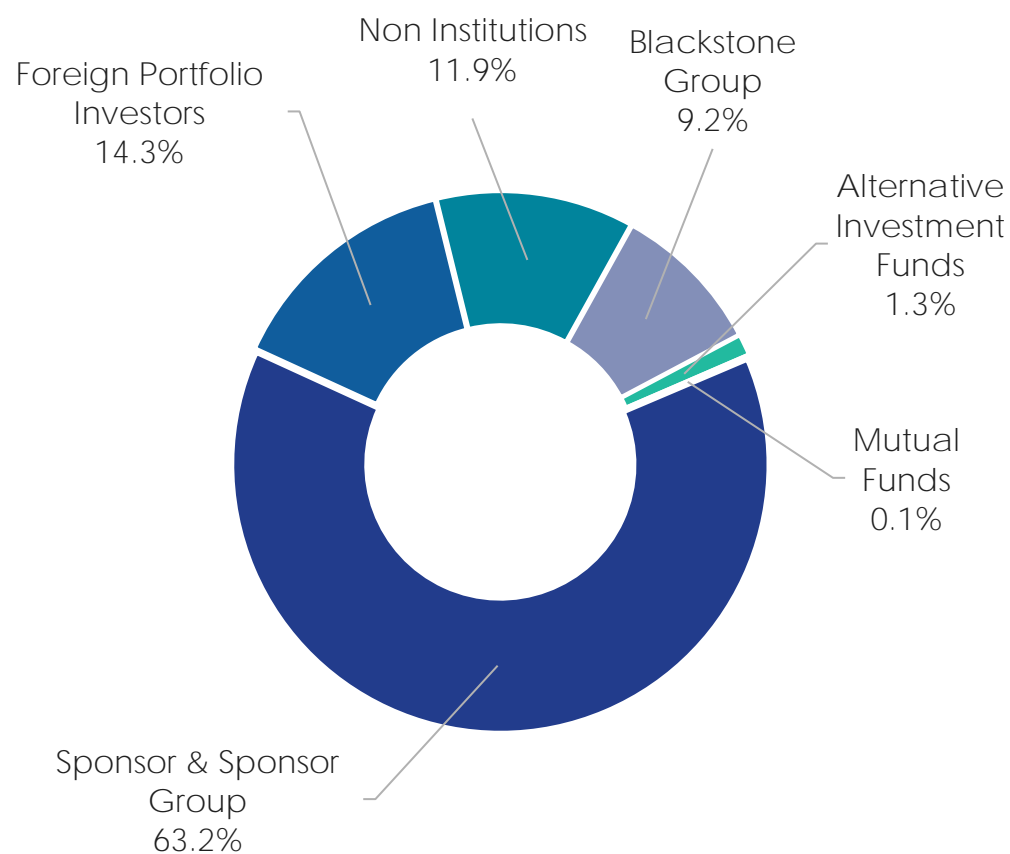
on issue price of INR 275 p.u. (Yield on closing price of INR 283 p.u. as on 30 Jun 21 stood at 6.5%)

3. Increase is over offer price



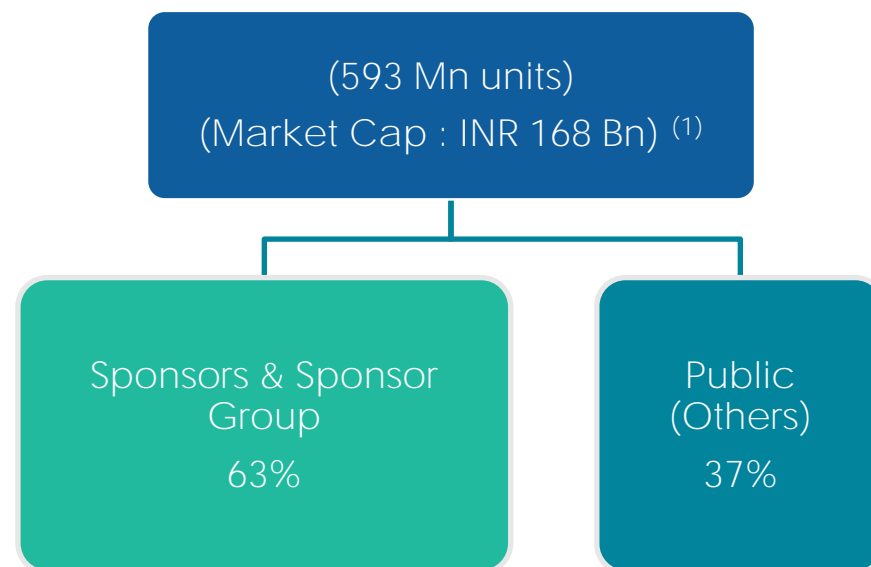
# Unitholding Summary

Unitholding Pattern as on 30 Jun 21

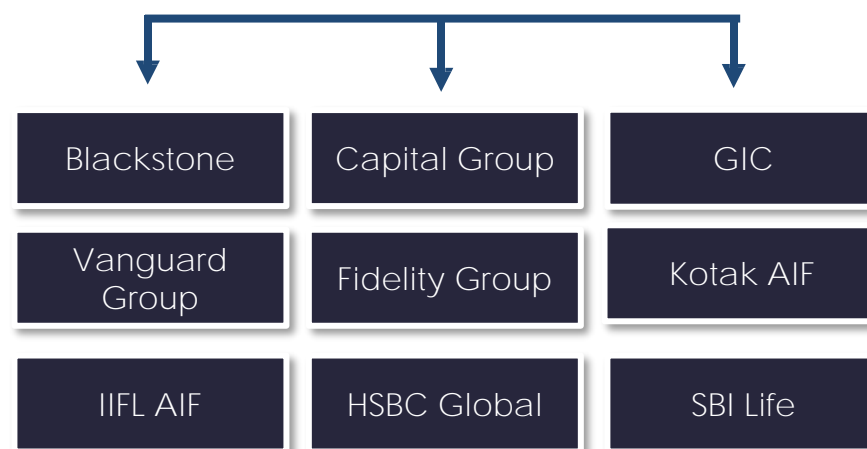


Total Unitholders - 11,380

Unitholding Summary



Marquee Investors <sup>(1)</sup>



Note:

1. As of 30 Jun 21





fiserv.

PVR

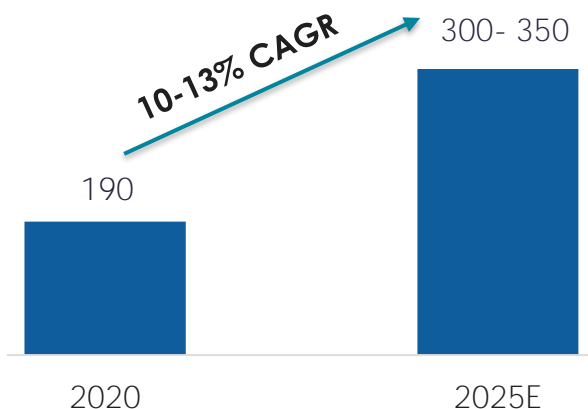
# Market Updates



# Robust Fundamentals and Outlook to Drive IT-BPM Demand Momentum

Robust hiring outlook on the back of pipeline, we anticipate need to return to office for talent management and retention

Indian IT-BPM Revenue (USD Bn)

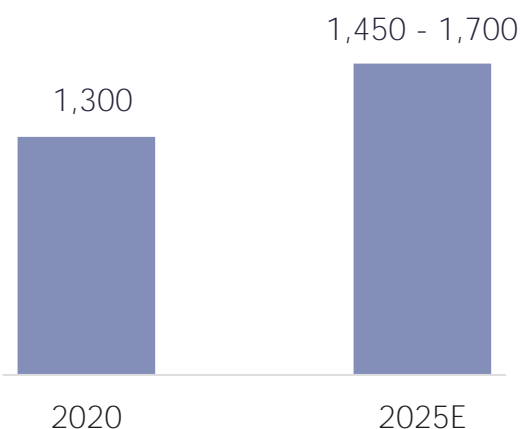


## Employment Trends

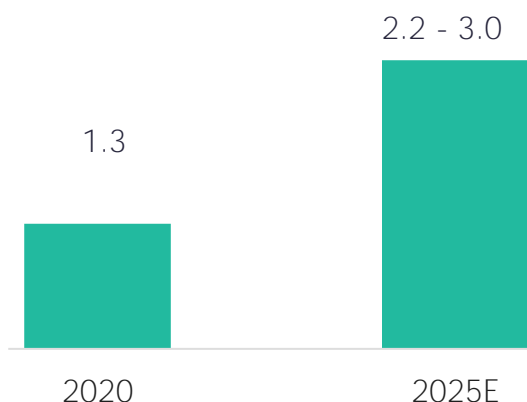
- IT- BPM is the Topmost Private Sector in the Country with 8% contribution to GDP
- Industry employs 4.47 Mn individuals
- Top 10 IT firms have exponentially increased headcount on QoQ basis during the pandemic
- In 2021, 89% firms are planning to expand workforce with 56% planning significant increase (>5%)

Pandemic has fueled digital transformation leading to strong outlook for GCCs

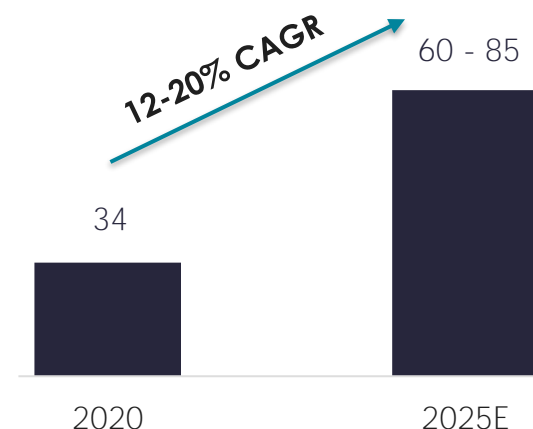
# of Firms Setting up GCCs



Direct Employment (Mn)



GCC Revenue (USD Bn)

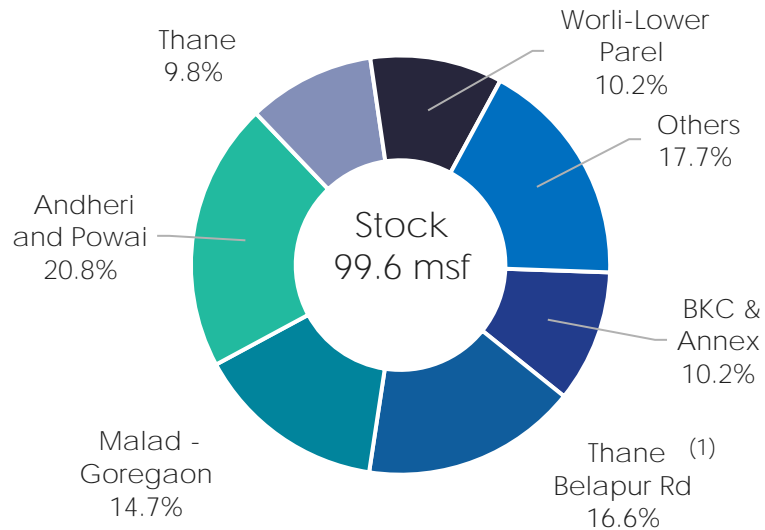


Estimated to lead to demand revival for Grade-A Office spaces as the normalcy returns



# Mumbai Region

## Grade-A Office Stock H1 CY2021



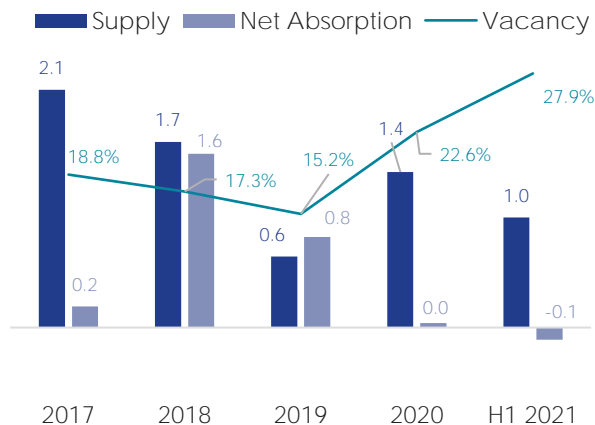
Primarily BFSI and IT-BPM segment tenants

## Key Updates

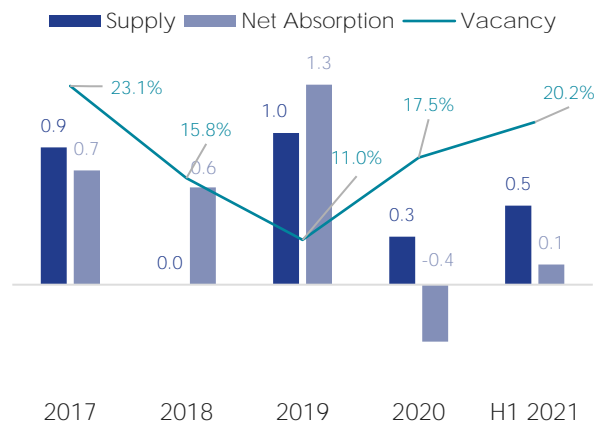
- Leasing to gain momentum in second half of 2021 driven by BFSI, engineering and manufacturing amongst others
- Currently vacancy in Thane Belapur road is high primarily due to new supply and subdued demand
- Trans harbor sea link & new airport expected to shift the demand epicenter, the micro market is seeing increasing traction from BFSI sector
- In Malad-Goregaon, vacancies are expected to decline due to high pre-commitments
- Rents in our micro-markets have remained stable since 2019 and are expected to remain stable in the near term

## Supply, net absorption and vacancy trend analysis – Mumbai Region Micro-Markets

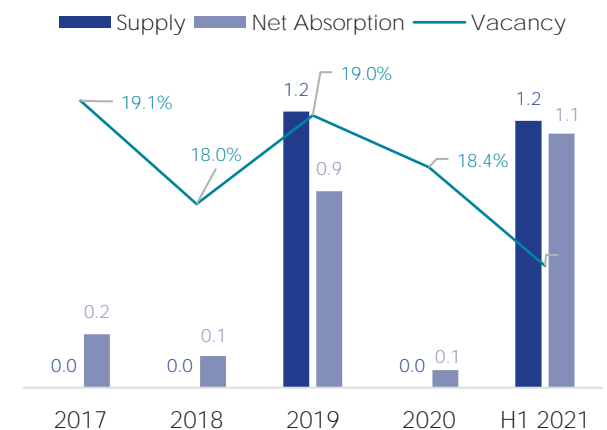
### Thane Belapur Rd



### BKC & Annex



### Malad-Goregaon

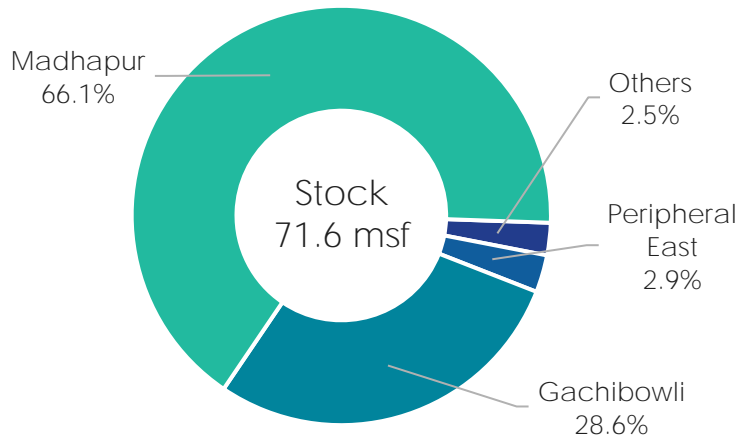


Note – Source: Cushman & Wakefield, supply and net absorption data is in msf

1. Thane Belapur Rd includes Airoli East and Airoli West

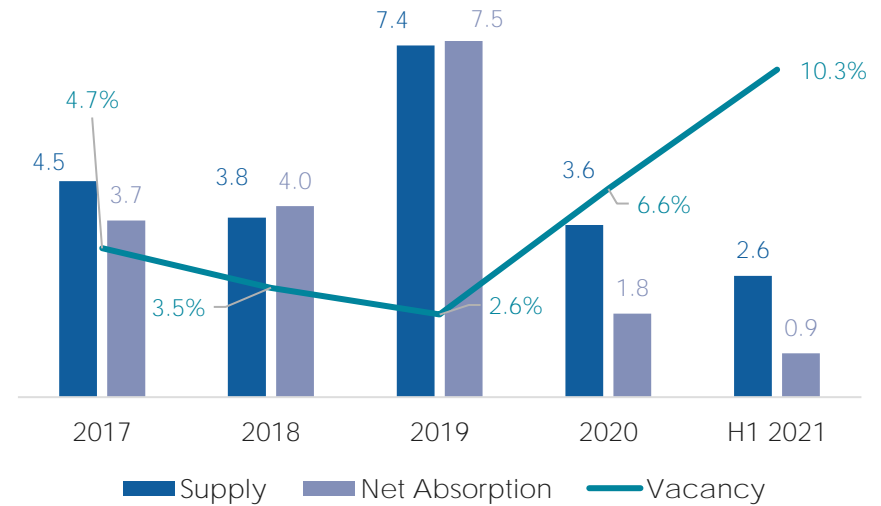
# Hyderabad

## Grade-A Office Stock H1 CY2021



Technology Sector is the Dominant Demand Driver

## Supply, net absorption and vacancy trend analysis Micro-Markets<sup>(1)</sup>: Madhapur



## Key Updates

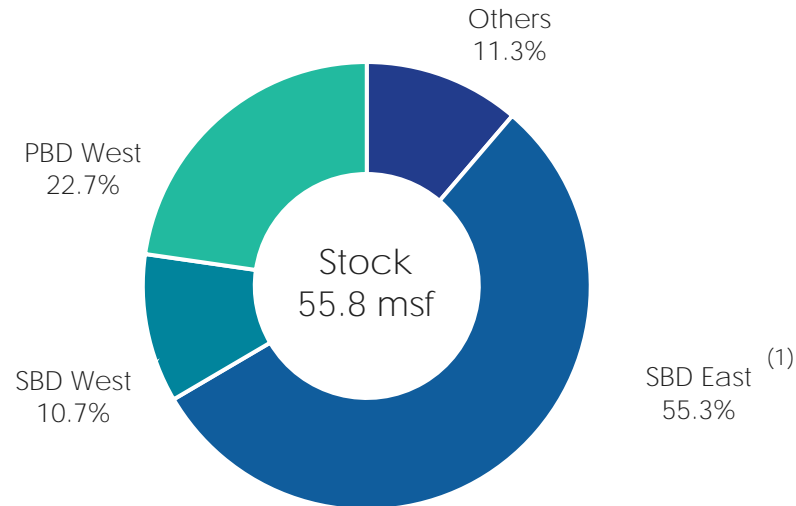
- Most preferred office space micro market in Hyderabad due to good physical and social infrastructure
- Delay in supply and soft demand expected for the next 6 to 12 months
- Pre-commitment levels continue to be strong
- Rentals are expected to remain stable over next 8 to 12 months

Note – Source: Cushman & Wakefield, supply and net absorption data is in msf

1. Mindspace REIT also owns Mindspace Pocharam - 1.0 msf in the Peripheral East micro-market

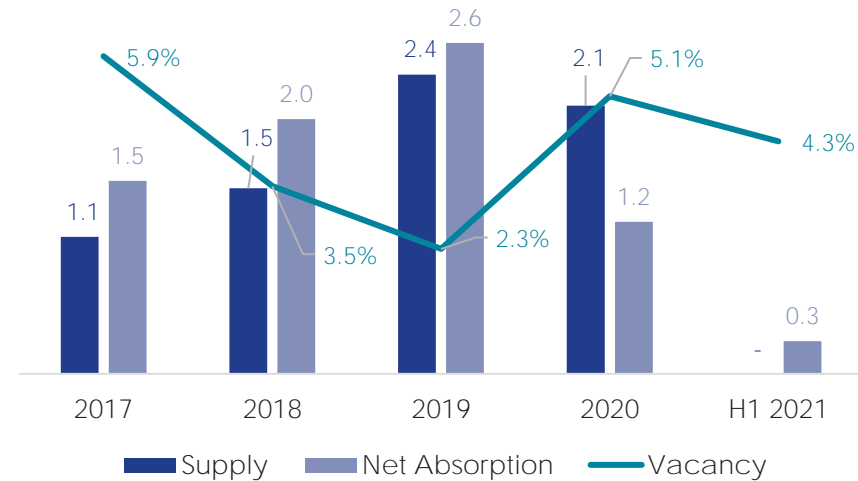


## Grade-A Office Stock H1 CY2021



Technology Sector is the Dominant Demand Driver

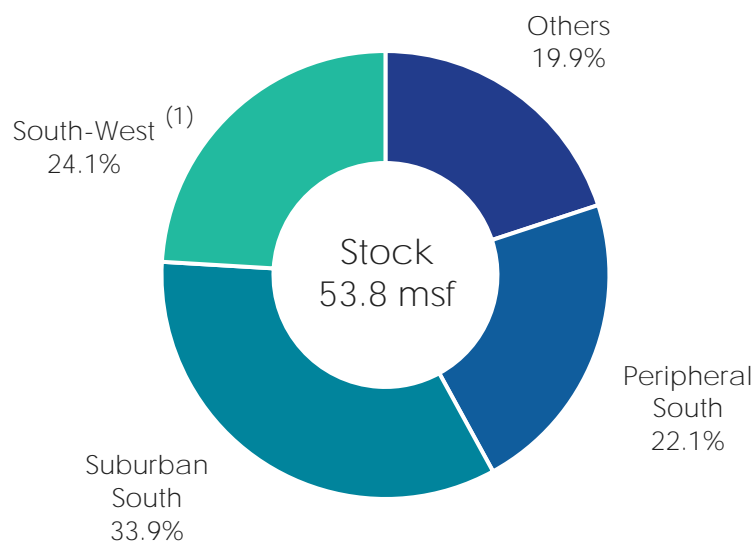
## Supply, net absorption and vacancy trend analysis Micro-Market: SBD East



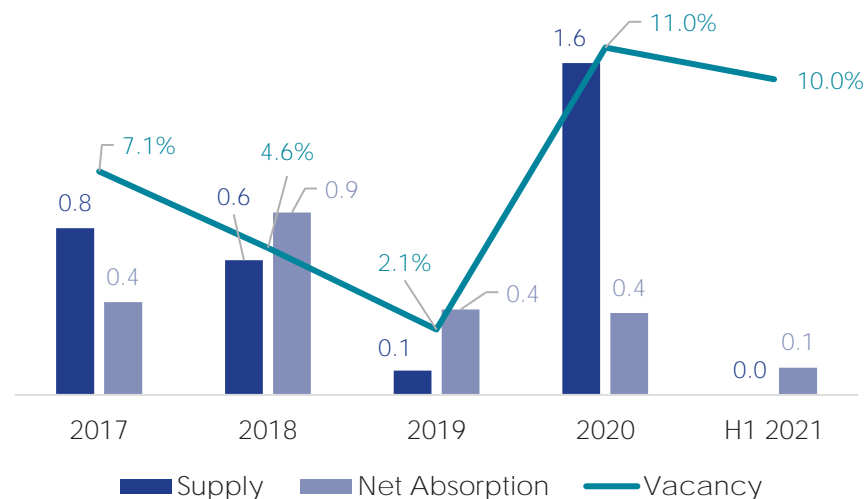
## Key Updates

- One of the best performing micro-market of the city
- Presence of strong social and physical infrastructure and proximity to International Airport led SBD East to emerge as a preferred commercial destination
- Vacancy albeit single digit, has increased marginally due to the impact of pandemic
- Rentals have increased consistently for past few years and are expected to remain stable over next 12 months along with slightly longer time to lease

## Grade-A Office Stock H1 CY2021



## Supply, net absorption and vacancy trend analysis Micro-Market: South-West



## Key Updates

- South-West micro market enjoys a good connectivity and well-developed social infrastructure
- Rents have largely remained stable and are expected to remain stable in the near term
- Expected to witness increased demand for office space in the medium term
- Vacancy expected to come down post an increase in CY 2020

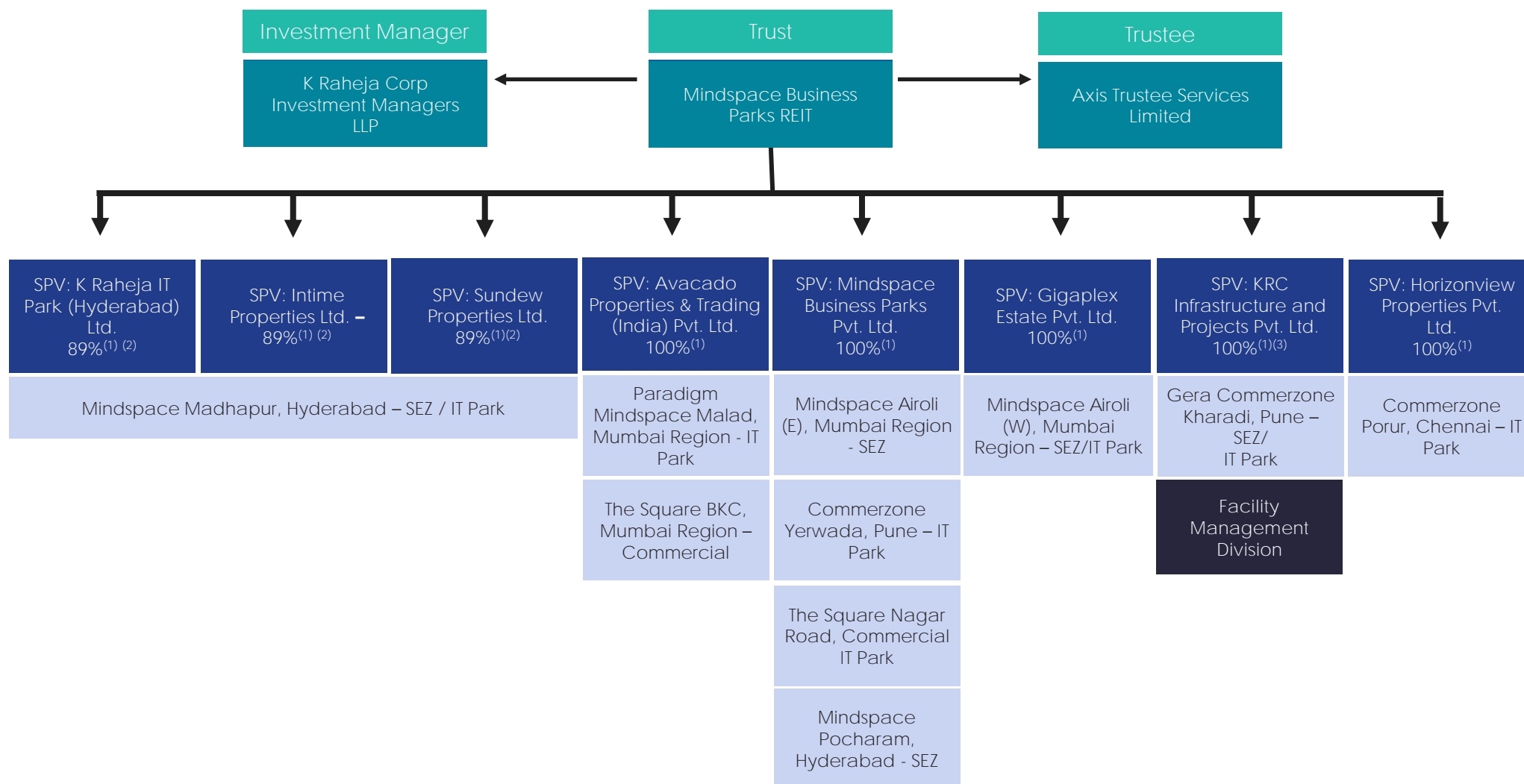




# Annexure



# Mindspace REIT Structure



Note:

1. % indicates Mindspace REIT's shareholding in respective Asset SPVs
2. 11% shareholding in these Asset SPVs is held by Telangana State Industrial Infrastructure Corporation Limited (TSIIC)



## Portfolio Summary

23.8 msf of Completed area with Committed Occupancy of 84.4% & WALE of 6.6 years

Asset	Total Leasable Area (msf)	Completed Area (msf)	UC/Future Area (msf)	Occupancy (%)	Committed Occupancy (%)	WALE (years)	In-place Rent (INR psf)
Mindspace Airoli East	6.8	4.7	2.1	89.1%	89.1%	5.2	52.6
Mindspace Airoli West	5.1	3.6	1.5	63.8%	68.6%	6.4	56.8
Mindspace Malad	0.7	0.7	-	94.0%	94.0%	3.5	91.4
The Square BKC	0.1	0.1	-	-	27.4%	-	-
Mumbai Region	12.8	9.2	3.6	78.4%	80.6%	5.5	57.6
Gera Commerzone Kharadi	2.6	1.3	1.3	93.1%	93.1%	10.8	71.0
The Square Nagar Road	0.8	0.7	0.1	73.4%	100.0%	5.3	61.3
Commerzone Yerwada	1.7	1.7	-	98.4%	98.4%	5.0	60.2
Pune	5.0	3.7	1.3	91.7%	96.8%	7.1	64.2
Mindspace Madhapur	11.6	9.8	1.8	84.2%	90.1%	7.5	54.9
Mindspace Pocharam	1.0	0.4	0.6	71.1%	71.1%	1.5	21.3
Hyderabad	12.6	10.2	2.4	83.7%	89.4%	7.3	53.9
Commerzone Porur	0.8	0.8	-	8.3%	8.3%	8.3	64.0
Chennai	0.8	0.8	-	8.3%	8.3%	8.3	64.0
Portfolio Total	31.2	23.8	7.4	80.3%	84.4%	6.6	57.1

## Breakup of Lease Expiry Profile

Asset	9M FY22			Area Expiring (msf)	FY23		Area Expiring (msf)	FY24	
	Area Expiring (msf)	% of Gross Contracted Rentals	Rent at Expiry (INR psf)		% of Gross Contracted Rentals	Rent at Expiry (INR psf)		% of Gross Contracted Rentals	Rent at Expiry (INR psf)
Mindspace Airoli East	0.5	11.8%	51	0.3	6.2%	52	0.2	5.6%	52
Mindspace Airoli West	0.2	8.1%	58	0.2	8.6%	52	0.1	5.1%	55
Mindspace Malad	-	0.6%	74	0.1	14.8%	92	0.1	13.4%	105
The Square BKC	-	-	-	-	-	-	-	-	-
Mumbai Region	0.7	8.9%	53	0.6	8.3%	58	0.4	6.6%	63
Gera Commerzone Kharadi	-	-	-	-	-	-	-	-	-
The Square Nagar Road	-	-	-	-	-	-	-	-	-
Commerzone Yerwada	0.1	6.4%	64	0.2	9.6%	52	0.1	10.7%	78
Pune	0.1	3.2%	64	0.2	4.7%	52	0.1	5.3%	78
Mindspace Madhapur	0.4	3.9%	51	0.7	7.8%	53	0.4	4.1%	52
Mindspace Pocharam	0.1	52.3%	22	-	-	-	0.1	35.2%	26
Hyderabad	0.5	4.4%	43	0.7	7.7%	53	0.5	4.5%	48
Commerzone Porur	-	-	-	-	-	-	-	-	-
Chennai	-	-	-	-	-	-	-	-	-
Portfolio Total	1.3	5.8%	50	1.6	7.3%	55	1.0	5.4%	58

Note: As of 30 Jun 21



## Balance Sheet as on 30 Jun 21

Balance Sheet (INR Mn)	30 Jun 21	31 Mar 21
Sources of Funds		
Total Equity	169,430	172,134
Sub-Total	169,430	172,134
Liabilities		
Debt <sup>(1)</sup>	40,283	37,858
Security Deposits	8,362	8,366
Other Liabilities <sup>(2)</sup>	3,959	4,360
Sub-Total	52,604	50,584
<b>Total</b>	<b>222,034</b>	<b>222,718</b>
Application of Funds		
Assets		
Investment Property / Property Plant Equipment	197,856	196,136
Investment Property Under Construction / Capital Work In Progress	12,511	15,339
Cash and Bank <sup>(3)</sup>	3,368	3,662
Other Assets <sup>(4)</sup>	8,299	7,581
<b>Total</b>	<b>222,034</b>	<b>222,718</b>

### Notes

- 1) Debt is prior to minority interest adjustment
- 2) Other Liabilities primarily include Trade Payables, Capital Creditors, Retention Money, Advances from customers and Statutory Dues
- 3) Distributions received from SPVs were held in cash at REIT Level as at 30 Jun 21 and as at 31 Mar 21
- 4) Other Assets primarily include Deferred Tax Assets, Advance Tax, Capital Advances, Security Deposits, Unbilled Revenue

# Debt Maturity Schedule as on 30 Jun 21

Description (INR Mn)	Fixed/ Floating	Total Facility	Undrawn Facility	Principal O/S	Interest Rate (p.a.p.m.)	Wt. Avg. Maturity (Years)	Principal Repayment							
							9M FY22	FY23	FY24	FY25	FY26	FY27	FY28 & beyond	Total
At REIT Level														
MLD (Tranche 1)	Fixed	5,000	-	5,000	6.60%	0.8	-	5,000	-	-	-	-	-	5,000
NCD (Tranche 1)	Fixed	2,000	-	2,000	6.42%	2.5	-	-	2,000	-	-	-	-	2,000
MLD (Tranche 2)	Fixed	3,750	-	3,750	6.46%	2.9	-	-	-	3,750	-	-	-	3,750
NCD (Tranche 2)	Fixed	750	-	750	6.64%	2.9	-	-	-	750	-	-	-	750
At SPV Level														
TL - MBPPL	Floating	14,143	-	12,173	7.22%	9.0	760	1,131	1,274	1,524	1,694	1,913	3,877	12,173
TL - Sundew	Floating	6,444	672	5,239	7.17%	7.6	229	375	448	517	624	718	2,328	5,239
TL - KRC Infra	Floating	5,550	863	4,634	6.85%	8.6	194	304	381	436	502	602	2,216	4,634
LAP - Horizonview	Floating	1,000	200	800	7.15%	2.5	-	-	800	-	-	-	-	800
TL - Gigaplex	Floating	1,000	100	868	7.20%	2.6	59	88	721	-	-	-	-	868
OD / LOC	Floating	7,368	2,681	4,687	7.61%	7.0	55	-	301	-	-	-	4,331	4,687
Total		47,005	4,516	39,903	7.01%	6.2	1,297	6,898	5,926	6,976	2,820	3,234	12,752	39,903
Repayment (%)							3.3%	17.3%	14.9%	17.5%	7.1%	8.1%	32.0%	100%

MLD – Market Linked Debentures  
NCD – Non-Convertible Debentures

TL – Term Loan  
LAP – Loan Against Property



## Summary of Valuation as on 31 Mar 21

### Project wise Market Value breakup<sup>(1)</sup>

Asset	Market Value (INR Mn)			Market Value (%)		
	Completed	UC/Future Dev.	Total	Completed	UC/Future Dev.	Total
Mindspace Airoli East	40,849	1,850	42,699	16.6%	0.8%	17.3%
Mindspace Airoli West	29,476	6,998	36,474	12.0%	2.8%	14.8%
Mindspace Malad	9,569	-	9,569	3.9%	-	3.9%
The Square BKC	3,905	-	3,905	1.6%	-	1.6%
Mumbai Region	83,799	8,848	92,647	34.0%	3.6%	37.6%
Gera Commerzone Kharadi	13,360	5,539	18,899	5.4%	2.3%	7.7%
The Square Nagar Road	8,115	354	8,469	3.3%	0.1%	3.4%
Commerzone Yerwada	19,606	-	19,606	8.0%	-	8.0%
Pune	41,081	5,893	46,974	16.7%	2.4%	19.1%
Mindspace Madhapur <sup>(2)</sup>	87,434	3,394	90,828	35.5%	1.4%	36.9%
Mindspace Pocharam	1,177	1,568	2,745	0.5%	0.6%	1.1%
Hyderabad	88,611	4,962	93,573	36.0%	2.0%	38.0%
Commerzone Porur	6,993	-	6,993	2.8%	-	2.8%
Chennai	6,993	-	6,993	2.8%	-	2.8%
Facility Management Business	5,327	652	5,979	2.2%	0.3%	2.4%
Portfolio Total	225,811	20,355	246,167	91.7%	8.3%	100.0%

Note:

1. As of 31 Mar 21 and adjusted for completion status as of 30 Jun 21; includes Real Estate & Facility Management Division
2. The Market Value of Mindspace Madhapur is with respect to 89.0% ownership of the respective Asset SPVs that own Mindspace Madhapur

# ROFO Assets to Add Further Scale And Growth

Strong pipeline spread across Mumbai Region, Chennai and Hyderabad

3 currently  
identified assets

8.6 msf  
total potential

4.6 msf  
by FY23

10  
year ROFO term<sup>(2)</sup>

Hyderabad | 1.8 msf  
Commerzone Madhapur

Status:

- 1.8 msf pre-leased
- 17th floor WIP
- Expected completion:  
Phase 1 – Q2 FY22  
Phase 2 – Q4 FY22

Perspective



Current



Chennai | 1.8 msf  
Commerzone Pallikaranai

Status:

- Tower 2: 6th Floor  
Slab WIP
- Expected  
completion: Block 1 –  
Yet to commence  
Block 2 – Q3 FY23

Perspective



Current



Mumbai Region | 5.0 msf  
Mindspace Juinagar

Status:

- Completed: 0.8 msf<sup>(1)</sup>
- UC: 0.2 msf
- Future Development:  
4.0 msf

Perspective



Current



Note: Area represent Sponsor Group's share; ROFO Assets comprises only commercial development within the park

1. Committed Occupancy of 55%; Completed area as on 30 Jun 21

2. Effective from Aug 20



## 12 Research Houses Covering Mindspace REIT

Research House	Analyst	Email Id
Ambit Capital	Karan Khanna	<a href="mailto:karan.khanna@ambit.co">karan.khanna@ambit.co</a>
Bank of America	Kunal Tayal	<a href="mailto:kunal.tayal@bofa.com">kunal.tayal@bofa.com</a>
CITI Research	Atul Tiwari	<a href="mailto:atul.tiwari@citi.com">atul.tiwari@citi.com</a>
Credit Suisse	Lokesh Garg	<a href="mailto:lokesh.garg@credit-suisse.com">lokesh.garg@credit-suisse.com</a>
ICICI Securities	Adhidev Chattopadhyay	<a href="mailto:adhidev.chattopadhyay@icicisecurities.com">adhidev.chattopadhyay@icicisecurities.com</a>
IIFL Securities	Mohit Agrawal	<a href="mailto:mohit.agrawal@iiflcap.com">mohit.agrawal@iiflcap.com</a>
Investec Capital	Sri Karthik Velamakanni	<a href="mailto:sri.karthik@investec.co.in">sri.karthik@investec.co.in</a>
JM Financial	Manish Agrawal	<a href="mailto:manish.agrawal@jmfl.com">manish.agrawal@jmfl.com</a>
Kotak Securities	Murtuza Arsiwalla	<a href="mailto:murtuza.arsiwalla@kotak.com">murtuza.arsiwalla@kotak.com</a>
Morgan Stanley	Sameer Baisiwala	<a href="mailto:sameer.baisiwala@morganstanley.com">sameer.baisiwala@morganstanley.com</a>
Nirmal Bang	Amit Agarwal	<a href="mailto:amit.agarwal@nirmalbang.com">amit.agarwal@nirmalbang.com</a>
UBS Securities	Sourabh Taparia	<a href="mailto:sourabh.taparia@ubs.com">sourabh.taparia@ubs.com</a>

# Key Definitions

Asset SPVs	Collectively, Avacado, Gigaplex, Horizonview, Intime, KRIT, KRC Infra, MBPPL and Sundew
Committed Occupancy (%)	$\frac{\text{Occupied Area} + \text{Committed Area}}{\text{Completed Area}}$
Committed Area	Completed Area which is unoccupied but for which letter of intent/ agreement to lease have been signed
Completed Area	Leasable Area for which occupancy certificate has been received; Completed Area comprises Occupied Area, Committed Area and Vacant Area
Future Development Area	Leasable Area of an asset that is planned for future development, as may be permissible under the relevant rules and regulations, subject to requisite approvals as may be required, and for which internal development plans are yet to be finalized and applications for requisite approvals required under law for commencement of construction are yet to be received
Gross Contracted Rentals (INR)	Gross Contracted Rentals is the sum of Base Rentals and fit-out rent invoiced from Occupied Area that is expected to be received from the tenants pursuant to the agreements entered into with them
In-place Rent (psf per month)	Base Rent $\left( \frac{\text{Base Rentals for the specified period}}{\text{Occupied Area} \times \text{monthly factor}} \right)$ for a specified month
Market Rent (psf per month)	Manager's estimate of Base Rent that can be expected from leasing of the assets to potential tenants
Market Value	Market value (adjusted for non-controlling interest) as determined by Valuer as of 31 Mar 21
Msf	Million square feet
Net Operating Income (NOI)	Net Operating Income calculated as Revenue from operations less: direct operating expenses (which includes Maintenance services expense, property tax, insurance expense, cost of material sold and cost of power purchased)
Occupied Area	Completed Area for which lease agreements / leave and license agreements have been signed with tenants
Pre-Leased Area	Under Construction Area for which letter of intent / agreement to lease/ lease deed/ leave and license agreement has been entered into with prospective tenants
Portfolio	Assets which will be directly or indirectly owned by Mindspace REIT in terms of the REIT Regulations
Re-leasing spread	Refers to the change in Base Rent between new and expiring leases, expressed as a percentage
Same Store Committed Occupancy (%)	Represents Committed Occupancy for the Portfolio for areas where occupancy certificate was received on or before 30 Jun 20
Total Leasable Area	Total Leasable Area is the sum of Completed Area, Under Construction Area and Future Development Area
Under Construction Area	Leasable Area where construction is ongoing and / or the occupancy certificate is yet to be obtained
Vacant Area	Completed Area which is unoccupied and for which no letter of intent / lease agreement / leave and license agreement has been signed
WALE	Weighted Average Lease Expiry based on area. Calculated assuming tenants exercise all their renewal options post expiry of their initial commitment period







# Thank You

Investor Relations Enquiries: Kedar Kulkarni  
(Finance & Investor Relations)

Email id: [ir@mindspacereit.com](mailto:ir@mindspacereit.com)





# Deloitte Haskins & Sells LLP

## Annexure 3

Chartered Accountants  
Lotus Corporate Park  
1st Floor, Wing A- G  
CTS No. 185/A, Jay Coach  
Off Western Express Highway  
Goregaon (East)  
Mumbai - 400 063  
Maharashtra, India

Tel: +91 22 6245 1000  
Fax: +91 22 6245 1001

### INDEPENDENT AUDITOR'S REPORT ON REVIEW OF CONDENSED STANDALONE INTERIM FINANCIAL STATEMENTS

To  
The Governing Board,  
K. Raheja Corp Investment Managers LLP (The "Investment Manager")  
(Acting in capacity as the Investment Manager of Mindspace Business Parks REIT)

#### Introduction

1. We have reviewed the accompanying unaudited Condensed Standalone Interim Financial Statements of MINDSPACE BUSINESS PARKS REIT (the "REIT"), which comprise the unaudited Condensed Standalone Balance Sheet as at June 30, 2021, the unaudited Condensed Standalone Statement of Profit and Loss, including other comprehensive income, the unaudited Condensed Standalone Statement of Cash Flow for quarter ended June 30, 2021, the unaudited Condensed Standalone Statement of changes in Unitholders' Equity for the quarter ended June 30, 2021, and the Statement of Net Distributable Cash Flow for the quarter ended June 30, 2021 as an additional disclosure in accordance with paragraph 6 of Annexure A to the Security Exchange Board of India (SEBI) Circular No. CIR/IMD/DF/146/2016 dated December 29, 2016 ("SEBI Circular") along with summary of the significant accounting policies and select explanatory notes (together hereinafter referred as the "Condensed Standalone Interim Financial Statements").
2. The Condensed Standalone Interim Financial Statements, which is the responsibility of the Investment Manager and approved by the Governing Board of the Investment Manager, have been prepared in accordance with Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting", 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 SEBI REIT Regulations that would have been followed for half yearly reporting as per the SEBI REIT Regulations. Our responsibility is to express a conclusion on the Condensed Standalone Interim Financial Statements based on our review.

#### Scope of review

3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Investment Manager's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing issued by ICAI and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.





# Deloitte Haskins & Sells LLP

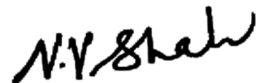
## Conclusion

4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Condensed Standalone Interim Financial Statements have not been prepared in accordance with **Ind AS 34 "Interim Financial Reporting", 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 SEBI REIT Regulations.

## Emphasis of matter

5. We draw attention to Note 13(a)(i) of the Condensed Standalone Interim Financial Statements, which describes the presentation of "Unit Capital" as "Equity" to comply with the REIT Regulations. Our conclusion is not modified in respect of this matter.

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)



Nilesh Shah  
Partner

Membership No. 49660  
UDIN: 21049660AAAACX5306

Mumbai, August 13, 2021



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

**Condensed Standalone Balance Sheet**

(all amounts in Rs. million unless otherwise stated)

	Note	As at 30 June 2021 (Unaudited)	As at 31 March 2021 (Audited)
<b>ASSETS</b>			
<b>Non-current assets</b>			
Financial assets			
- Investments	4	1,53,103	1,53,103
- Loans	5	16,178	21,178
- Other financial assets	6	85	213
Other non-current assets	7	4	4
<b>Total non-current assets</b>		<b>1,69,370</b>	<b>1,74,498</b>
<b>Current assets</b>			
Financial assets			
- Loans	8	5,000	-
- Cash and cash equivalents	9	2,843	2,938
- Other financial assets	10	288	2
Other current assets	11	23	10
<b>Total current assets</b>		<b>8,154</b>	<b>2,950</b>
<b>Total assets</b>		<b>1,77,524</b>	<b>1,77,448</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Corpus	12	0	0
Unit capital	13	1,62,839	1,62,839
Other equity	14	2,880	2,950
<b>Total equity</b>		<b>1,65,719</b>	<b>1,65,789</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
- Borrowings	15	6,455	11,425
- Other financial liabilities	16	71	193
<b>Total non-current liabilities</b>		<b>6,526</b>	<b>11,618</b>
<b>Current liabilities</b>			
Financial liabilities			
- Borrowings	17	4,978	-
- Trade payables	18	-	-
- total outstanding dues of micro and small enterprises; and		-	-
- total outstanding dues of Creditors other than micro and small enterprises		8	13
- Other financial liabilities	19	289	19
Other current liabilities	20	1	6
Current tax liabilities (net)	21	3	3
<b>Total current liabilities</b>		<b>5,279</b>	<b>41</b>
<b>Total equity and liabilities</b>		<b>1,77,524</b>	<b>1,77,448</b>
Significant accounting policies			
See the accompanying notes to the condensed standalone financial statements			

As per our report of even date attached.

for Deloitte Haskins &amp; Sells LLP

Chartered Accountants

Firm's registration number: 117366W/W-100018

for and on behalf of the Governing Board of

K Raheja Corp Investment Managers LLP

(acting as the Manager to Mindspace Business Parks REIT)

Nilesh Shah

Partner

Membership number: 49660

Place: Mumbai

Date: 13-August-2021

Ravi C. Raheja

Member

DIN: 00028044

Place: Mumbai

Date: 13-August-2021

Vinod N. Rohira

Chief Executive Officer

DIN: 00460667

Place: Mumbai

Date: 13-August-2021

Preeti N. Chheda

Chief Financial Officer

DIN: 08066703

Place: Mumbai

Date: 13-August-2021





**MINDSPACE BUSINESS PARKS REIT**
**RN:IN/REIT/19-20/003**
**Condensed Standalone Statement of Profit and Loss**
**(all amounts in Rs. million unless otherwise stated)**

	Note	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)*	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
<b>Income and gains</b>					
Interest	22	425	355	-	789
Dividend		2,587	2,681	-	5,344
Other Income	23	(2)	7	-	12
<b>Total Income</b>		<b>3,010</b>	<b>3,043</b>	<b>-</b>	<b>6,145</b>
<b>Expenses</b>					
Valuation expenses		1	3	-	9
Audit fees		1	4	-	7
Insurance expenses		0	0	-	0
Management fees		16	17	-	34
Trustee fees		1	0	-	2
Legal and professional fees		4	9	3	17
Other expenses	24	5	2	1	7
<b>Total Expenses</b>		<b>28</b>	<b>35</b>	<b>5</b>	<b>76</b>
<b>Earnings/ (loss) before finance costs, depreciation, amortisation and tax</b>		<b>2,982</b>	<b>3,008</b>	<b>(5)</b>	<b>6,069</b>
Finance costs	25	200	131	-	230
Depreciation and amortisation expense		-	-	-	-
<b>Profit/ (loss) before tax</b>		<b>2,782</b>	<b>2,877</b>	<b>(5)</b>	<b>5,839</b>
<b>Tax expense:</b>	26				
Current tax		-	3	-	5
Deferred tax		-	-	-	-
<b>Profit/ (loss) for the period / year</b>		<b>2,782</b>	<b>2,874</b>	<b>(5)</b>	<b>5,834</b>
<b>Items of other comprehensive income</b>					
Items that will not be reclassified subsequently to profit or loss					
- Remeasurements of defined benefit liability, net of tax		-	-	-	-
<b>Total comprehensive income/ (loss) for the period / year</b>		<b>2,782</b>	<b>2,874</b>	<b>(5)</b>	<b>5,834</b>
<b>Earning per unit</b>	27				
Basic		4.69	4.85	Not Applicable	14.67
Diluted		4.69	4.85	Not Applicable	14.67

Significant accounting policies 3  
See the accompanying notes to the 4 - 38  
Condensed Standalone Financial  
Statements

\* refer note 36

As per our report of even date attached.

for Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's registration number: 117366W/W-100018

Nilesh Shah

Partner

Membership number: 49660

Place: Mumbai

Date: 13-August-2021

for and on behalf of the Governing Board of

**K Raheja Corp Investment Managers LLP**

(acting as the Manager to Mindspace Business Parks REIT)

Ravi C. Raheja

Member

DIN: 00028044

Place: Mumbai

Date: 13-August-2021

Vinod N. Rohira

Chief Executive Officer

DIN: 00460667

Place: Mumbai

Date: 13-August-2021

Preeti N. Chheda

Chief Financial Officer

DIN: 08066703

Place: Mumbai

Date: 13-August-2021



**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Standalone Statement of Cash Flows**  
(all amounts in Rs. million unless otherwise stated)

	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited) *	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
<b>Cash flows from operating activities</b>				
<b>Profit/ (loss) before tax</b>	<b>2,782</b>	<b>2,877</b>	<b>(5)</b>	<b>5,839</b>
<i>Adjustments:</i>				
Interest income	(425)	(355)	-	(789)
Dividend income	(2,587)	(2,681)	-	(5,344)
Guarantee commission fees	3	(7)	-	(7)
Net gains/(losses) on financial assets at fair value through profit or loss	-	-	-	(3)
Gain on redemption of mutual fund units	(1)	(0)	-	(2)
Finance costs	200	131	-	230
<b>Operating cash flows before working capital changes</b>	<b>(28)</b>	<b>(35)</b>	<b>(5)</b>	<b>(76)</b>
<i>Changes in:</i>				
(Increase) / Decrease in financial and other assets	(13)	(2)	-	(13)
Increase / (Decrease) in financial and other liabilities	(3)	(3)	3	(26)
Increase / (Decrease) in Trade payables	(5)	9	2	12
<b>Cash (used in)/ generated from operations</b>	<b>(49)</b>	<b>(31)</b>	<b>(0)</b>	<b>(103)</b>
Income taxes paid, net	-	(1)	-	(3)
<b>Net cash generated / (used in) from operating activities</b>	<b>(49)</b>	<b>(32)</b>	<b>(0)</b>	<b>(106)</b>
<b>Cash flow from investing activities</b>				
Loans given to SPVs	(3,300)	(8,030)	-	(26,682)
Loans repaid by SPV	3,300	3,560	-	5,504
Purchase of Investments (Preference shares)	-	-	-	(334)
Investment in mutual fund	(660)	(1,255)	-	(7,525)
Proceeds from Redemption of mutual fund	661	1,255	-	7,527
Proceeds from Redemption of Preference shares	-	-	-	337
Investment in fixed deposits	-	(82)	-	(387)
Maturity proceeds of fixed deposits	-	83	-	388
Dividend received	2,587	2,681	-	5,344
Interest received	264	255	-	581
<b>Net cash generated / (used in) investing activities</b>	<b>2,852</b>	<b>(1,533)</b>	<b>-</b>	<b>(15,247)</b>
<b>Cash flow from financing activities</b>				
Proceeds from issue of units	-	-	-	10,000
Loans taken from SPV	-	-	-	150
Loans repaid to SPV	-	-	-	(150)
Collection towards Offer For Sale	-	-	-	35,000
Payment to Sponsor Group and Blackstone entities in respect of Offer For Sale	-	-	-	(35,000)
Expenses incurred towards Initial Public Offering	-	-	-	(264)
Proceeds from issue of debentures	-	4,500	-	11,500
Distribution to unit holders	(2,852)	(2,835)	-	(2,835)
Recovery Expense Fund Deposits	-	(1)	-	(1)
Interest paid	(46)	(37)	-	(39)
Debentures issue expenses	-	(32)	-	(70)
<b>Net cash generated from financing activities</b>	<b>(2,898)</b>	<b>1,595</b>	<b>-</b>	<b>18,291</b>
<b>Net increase in cash and cash equivalents</b>	<b>(95)</b>	<b>30</b>	<b>(0)</b>	<b>2,938</b>
<b>Cash and cash equivalents at the beginning of the period / year</b>	<b>2,938</b>	<b>2,908</b>	<b>0</b>	<b>0</b>
<b>Cash and cash equivalents at the end of the period / year</b>	<b>2,843</b>	<b>2,938</b>	<b>0</b>	<b>2,938</b>





**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Standalone Statement of Cash Flows**  
**(all amounts in Rs. million unless otherwise stated)**

	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited) *	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
Cash and cash equivalents comprise:				
Cash on hand	-	-	-	-
Balances with banks				
- in current accounts	2,768	2,888	0	2,888
- in escrow accounts	-	-	-	-
Fixed deposits with original maturity less than 3 months	75	50	-	50
<b>Cash and cash equivalents at the end of the period / year</b> <b>(refer note 9)</b>	<b>2,843</b>	<b>2,938</b>	<b>0</b>	<b>2,938</b>

Note: The Trust has issued Units in exchange for investments in SPVs during the quarter ended 30 September 2020. The same has not been reflected in Condensed Standalone Statement of Cash Flows during the year ended 31 March 2021 since these were non-cash transactions. (refer note 13(iii))

Significant accounting policies 3  
See the accompanying notes to the Condensed Standalone Financial Statements 4-38

\* refer note 36

As per our report of even date attached

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018

*N.V. Shah*

**Nilesh Shah**  
Partner  
Membership number: 49660

Place: Mumbai  
Date: 13-August-2021

for and on behalf of the Governing Board of  
**K Raheja Corp Investment Managers LLP**  
(acting as the Manager to Mindspace Business Parks REIT)

*Ravi C. Raheja*  
**Ravi C. Raheja**  
Member  
DIN: 00028044

Place: Mumbai  
Date: 13-August-2021

*Vinod N. Rohira*

**Vinod N. Rohira**  
Chief Executive Officer  
DIN: 00460667

Place: Mumbai  
Date: 13-August-2021

*Preeti N. Chheda*  
**Preeti N. Chheda**  
Chief Financial Officer  
DIN: 08066703

Place: Mumbai  
Date: 13-August-2021



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

**Condensed Standalone Statement of changes in Unit holder's Equity**  
(all amounts in Rs. million unless otherwise stated)

<b>A. Corpus</b>	<b>Amount</b>
Balance as on 1 April 2020	0
Additions during the year	-
<b>Balance as on 31 March 2021</b>	<b>0</b>
<b>Balance as on 1 April 2021</b>	<b>0</b>
Additions during the period	-
<b>Closing balance as at 30 June 2021</b>	<b>0</b>
<b>B. Unit Capital</b>	<b>Amount</b>
Balance as on 1 April 2020	-
Add : Units issued during the year (refer note 13)	1,63,080
Less : Issue expenses	(241)
<b>Balance as on 31 March 2021</b>	<b>1,62,839</b>
<b>Balance as on 1 April 2021</b>	<b>1,62,839</b>
Add : Units issued during the period (refer note 13)	-
Less : Issue expenses	-
<b>Closing balance as at 30 June 2021</b>	<b>1,62,839</b>
<b>C. Other equity</b>	<b>Retained Earnings</b>
Balance as on 1 April 2020	(49)
Profit for the year ended 31 March 2021	5,834
Other comprehensive income for the year	-
*Less: Distribution to Unitholders for the quarter ended 31 December 2020	(2,835)
<b>Balance at 31 March 2021</b>	<b>2,950</b>
<b>Balance as at 1 April 2021</b>	<b>2,950</b>
Profit for the quarter ended 30 June 2021	2,782
Other comprehensive income for the period	-
*Less: Distribution to Unitholders for the quarter ended 31 March 2021	(2,852)
<b>Closing balance as at 30 June 2021</b>	<b>2,880</b>

\*The distributions made by Mindspace REIT to its Unitholders are based on the Net Distributable Cash flows (NDCF) of Mindspace REIT under the REIT Regulations.

As per our report of even date attached.

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018

*N.V. Shah*

**Nilesh Shah**  
Partner  
Membership number: 49660

Place: Mumbai  
Date : 13-August-2021

for and on behalf of the Governing Board of  
**K Raheja Corp Investment Managers LLP**  
(acting as the Manager to Mindspace Business Parks REIT)

*Kavi C. Raheja*  
**Kavi C. Raheja**  
Member  
DIN: 00028044

Place: Mumbai  
Date : 13-August-2021

*Vinod N. Rohira*

**Vinod N. Rohira**  
Chief Executive Officer  
DIN: 00460667

Place: Mumbai  
Date : 13-August-2021

**Preeti N. Chheda**  
Chief Financial Officer  
DIN: 08066703

Place: Mumbai  
Date : 13-August-2021





**MINDSPACE BUSINESS PARKS REIT**
**RN:IN/REIT/19-20/003**

(all amounts in Rs.million unless otherwise stated)

Net Distributable Cash Flows (NDCF) pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Sl No	Particulars	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)	For the year ended 31 March 2021 (Audited)
1	Cash flows received from Asset SPVs including but not limited to:			
	interest	264	255	456
	dividends (net of applicable taxes)	2,587	2,681	5,344
	repayment of REIT Funding	-	-	-
	proceeds from buy-backs/ capital reduction (net of applicable taxes)	-	-	-
	redemption proceeds from preference shares or any other similar instrument	-	-	-
2	Add: Proceeds from sale of investments, assets, sale of shares of Asset SPVs, liquidation of any other asset or investment (incl. cash equivalents) or any form of fund raise at Mindspace REIT level adjusted for the following: <sup>(3)&amp;(4)</sup>	420	5,200	7,620
	applicable capital gains and other taxes, if any	-	-	-
	debts settled or due to be settled from sale proceeds	-	-	-
	transaction costs	-	(30)	(50)
	proceeds re-invested or planned to be reinvested in accordance with the REIT regulations	-	-	-
	any acquisition	-	-	-
	investments as permitted under the REIT regulations	-	-	-
	lending to Asset SPVs	(420)	(5,170)	(7,570)
	as may be deemed necessary by the Manager	-	-	-
3	Add: Proceeds from sale of investments, assets or sale of shares of Asset SPVs not distributed pursuant to an earlier plan to re-invest in accordance with the REIT Regulations, if such proceeds are not intended to be invested subsequently	-	-	-
4	Add: Any other income received by Mindspace REIT not captured herein	1	1	2
5	Less: Any other expenses paid by Mindspace REIT not captured herein	(19)	(2)	(35)
6	Less: Any expense in the nature of capital expenditure at Mindspace REIT level	-	-	-
7	Less: Net debt repayment / (drawdown), redemption of preference shares / debentures / any other such instrument / premiums / any other obligations / liabilities, etc., as maybe deemed necessary by the Manager	-	-	-
8	Add/Less: Other adjustments, including but not limited to net changes in security deposits, working capital, etc., as may be deemed necessary by the Manager <sup>(5)&amp;(6)</sup>	(55)	(31)	(24)
9	Less: Interest paid on external debt borrowing at Mindspace REIT level	(46)	(37)	(37)
10	Less: Income tax and other taxes (if applicable) at the Standalone Mindspace REIT level	-	-	-
	<b>Net Distributable Cash Flows (NDCF)</b>	<b>2,732</b>	<b>2,866</b>	<b>5,706</b>

**Notes:**

- The Governing Board of the Manager to the Trust, in their meeting held on 13 August 2021, has declared distribution to unitholders of Rs 4.60 per unit which aggregates to Rs 2,728 million for the quarter ended 30 June 2021. The distributions of Rs 4.60 per unit comprises Rs 4.23 per unit in the form of dividend and Rs 0.37 per unit in the form of interest payment.
- Statement of Net Distributable Cash Flows have not been disclosed for all the comparative periods since the first distribution of the REIT as stated in the Final Offer Document was made upon completion of the first full quarter after the listing of the Units on the Stock Exchanges i.e. 31 December 2020. For the year ended 31 March 2021, lending to SPVs from fund raised at REIT level in the quarter ended 30 September 2020 has been excluded for the purpose of NDCF calculation
- Repayment of REIT funding which is further lent to SPVs has been captured under "Liquidation of assets"
- Lending to and repayment from SPVs within the same quarter has been adjusted under "Other Adjustments"
- Borrowing from and repayment to SPVs within the same quarter has been adjusted under "Other Adjustments"

As per our report of even date attached:

**for Deloitte Haskins & Sells LLP**

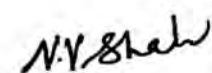
Chartered Accountants

Firm's registration number: 117366W/W-100018

for and on behalf of the Governing Board of

**K Raheja Corp Investment Managers LLP**

(acting as the Manager to Mindspace Business Parks REIT)


**Nilesh Shah**

Partner

Membership number: 49660

Place: Mumbai

Date: 13-August-2021


**Ravi C. Raheja**

Member

DIN: 00028044

Place: Mumbai

Date: 13-August-2021


**Vinod N. Rohira**

Chief Executive Officer

DIN: 00460667

Place: Mumbai

Date: 13-August-2021

**Preeti N. Chheda**

Chief Financial Officer

DIN: 08066703

Place: Mumbai

Date: 13-August-2021



**MINDSPACE BUSINESS PARKS REIT****RN:IN/REIT/19-20/003****Notes to the Condensed Standalone Financial Statements**  
(all amounts in Rs. million unless otherwise stated)**I Mindspace REIT background**

Mindspace Business Parks REIT ("Mindspace REIT") was settled on 18 November 2019 at Mumbai, Maharashtra, India as a contributory, determinate and irrevocable trust under the provisions of the Indian Trusts Act, 1882, pursuant to a trust deed dated 18 November 2019. Mindspace REIT was registered with SEBI on 10 December 2019, at Mumbai as a REIT pursuant to the REIT Regulations having registration number IN/REIT/19-20/0003. The Trust's principal place of business address is at Raheja Tower, Level 8, Block "G", C-30, Bandra Kurla Complex, Mumbai - 400 051.

Anbee Constructions LLP (ACL) and Cape Trading LLP ("CTL") are the sponsors of Mindspace REIT. The Trustee to Mindspace REIT is Axis Trustee Services Limited (the "Trustee") and the Manager for Mindspace REIT is K Raheja Corp Investment Managers LLP (the "Manager").

The objectives and principal activity of Mindspace REIT is to carry on the activity of a real estate investment trust, as permissible under the REIT Regulations, to raise funds through the REIT, to make investments in accordance with the REIT Regulations and the investment strategy and to carry on the activities as may be required for operating the REIT, including incidental and ancillary matters thereto.

Mindspace REIT acquired the Special Purpose Vehicles ("SPVs") by acquiring all the equity interest held by the Sponsor Group and Blackstone entities in the SPVs on 30 July 2020. In exchange for these equity interests, the above shareholders have been allotted 55,66,54,582 units of Mindspace REIT on 30 July 2020 which were issued at Rs. 275 each.

Mindspace REIT went public as per its plan for Initial Public Offer of Units after obtaining the required approvals from the relevant authorities. The units were allotted to the successful applicants on 4 August 2020.

All these units were subsequently listed on the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) on 7 August 2020.

Accordingly, the equity interest in each of the below SPVs have been transferred from the respective shareholders to Mindspace REIT.

1. Mindspace Business Parks Private Limited (MBPPL)
2. Gigaplex Estate Private Limited (Gigaplex)
3. Sundew Properties Limited (Sundew)\*
4. Intime Properties Limited (Intime)\*
5. K. Raheja IT Park (Hyderabad) Limited (KRIT)\*
6. KRC Infrastructure and Projects Private Limited (KRC Infra)
7. Horizonview Properties Private Limited (Horizonview)
8. Avacado Properties and Trading (India) Private Limited (Avacado)

\* Remaining 11% of equity interest in Intime Properties Limited, K. Raheja IT Park (Hyderabad) Limited and Sundew Properties Limited is owned by Andhra Pradesh Industrial Infrastructure Corporation ("APIIC")

The brief activities and shareholding pattern of the SPVs are provided below:

Name of the SPV	Activities	Equity Shareholding (in percentage) as at 31 March 2021	Equity Shareholding (in percentage) as at 30 June 2021
MBPPL	The SPV is engaged in real estate development projects such as Special Economic Zone (SEZ), Information Technology Parks and other commercial assets. The SPV has its projects in Airoli (Navi Mumbai), Pune and Pocharam (Hyderabad). The SPV is a deemed distribution licensee pursuant to which it can distribute power to the SEZ tenants within the Park. It commenced distribution of electricity in its project at Airoli, Navi Mumbai from 9 April 2015.	Mindspace REIT: 100%	Mindspace REIT: 100%
Gigaplex	The SPV is engaged in real estate development projects such as Special Economic Zone (SEZ), Information Technology Parks and other commercial assets. The SPV has its projects in Airoli (Navi Mumbai). The SPV is a deemed distribution licensee pursuant to which it can distribute power to the SEZ tenants within the Park. It commenced distribution of electricity in its project at Airoli, Navi Mumbai from 19 April 2016.	Mindspace REIT: 100%	Mindspace REIT: 100%





**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

**Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

Name of the SPV	Activities	Equity Shareholding (in percentage) as at 31 March 2021	Equity Shareholding (in percentage) as at 30 June 2021
Sundew	The SPV is engaged in development and leasing/licensing of IT park, SEZ to different customers in Hyderabad.	Mindspace REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)	Mindspace REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)
Intime	The SPV is engaged in development and leasing/licensing of IT park to different customers in Hyderabad.	Mindspace REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)	Mindspace REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)
KRIT	The SPV is engaged in development and leasing/licensing of IT park to different customers in Hyderabad.	Mindspace REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)	Mindspace REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)
KRC Infra	The SPV is engaged in real estate development projects such as Special Economic Zone (SEZ) and Information Technology Parks. The SPV has its project in Kharadi Pune. The SPV is a deemed distribution licensee pursuant to which it can distribute power to the SEZ tenants within the Park. It commenced distribution of electricity in its project at Kharadi, Pune from 1 June 2019.	Mindspace REIT : 100%	Mindspace REIT : 100%
Horizonview	The SPV is engaged in development and leasing/licensing of IT park to different customers in Chennai.	Mindspace REIT : 100%	Mindspace REIT : 100%
Avacado	The SPV has developed an Industrial park for the purpose of letting out to different customers in Paradigm building at Malad-Mumbai and is being maintained and operated by the SPV. The SPV also has a commercial project in Bandra Kurla Complex, Mumbai.	Mindspace REIT : 100%	Mindspace REIT : 100%



**2 Basis of Preparation**

The Condensed Standalone Interim Financial Statements ('Condensed Standalone Financial Statements') of Mindspace Business Parks REIT comprise the Condensed Standalone Balance Sheet as at 30 June 2021, the Condensed Standalone Statement of Profit and Loss, including other comprehensive income, the Condensed Standalone Statement of Cash Flow for the quarter ended 30 June 2021, the Condensed Standalone Statement of Changes in Unitholders Equity for the quarter ended 30 June 2021, the Statement of Net Distributable Cashflows of Mindspace REIT for the quarter ended 30 June 2021 and a summary of the significant accounting policies and select explanatory information and other additional financial disclosures.

The Condensed Standalone Financial Statements have been prepared in accordance with the requirements of 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 Circular No. CIR/IMD/DF/146/2016 dated December 29, 2016 ("the REIT regulations"); Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting" to the extent not inconsistent with the REIT Regulations (refer note 13 on presentation of "Unit Capital" as "Equity" instead of compound instruments under Ind AS 32 – Financial Instruments: Presentation), read with relevant rules issued thereunder and other accounting principles generally accepted in India.

The preparation of the condensed standalone financial statements is after taking into consideration, effect to the amended Schedule III of the Companies Act, 2013 notified vide Ministry of Corporate Affairs notification dated 24th March 2021, to the extent these are relevant to the preparation of the condensed standalone financial statements.

The Condensed Standalone Financial Statements were authorised for issue in accordance with resolution passed by the Governing Board of the Manager on behalf of Mindspace REIT on 13 August 2021.

The Condensed Standalone Financial Statements are presented in Indian Rupees in Million, except when otherwise indicated.

**Statement of compliance to Ind-AS**

These Condensed Standalone financial statements for the quarter ended 30 June 2021 have been prepared in accordance with Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting", to the extent not inconsistent with the REIT regulations as more fully described above and Note 13 to the condensed standalone financial statements.

**3 Significant accounting policies****a) Functional and Presentation Currency**

The Condensed Standalone Financial Statements are presented in Indian Rupees, which is also Mindspace REIT functional currency in which Mindspace REIT operates. All financial information presented in Indian Rupees has been rounded off to the nearest million except otherwise stated.

**b) Basis of measurement**

These Condensed Standalone Financial Statements are prepared on the historical cost basis, except for certain financial assets and liabilities (refer accounting policy regarding financial instrument) measured at fair values.

**c) Use of judgments and estimates**

The preparation of the Condensed 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 Condensed Standalone Financial Statements is included in the following notes:

(i) Presentation of "Unit Capital" as "Equity" in accordance with the REIT Regulations instead of compound instrument (Note no 13)

(ii) Impairment and fair valuation of Investments in SPVs.

(iii) recognition and measurement of provisions for contingencies and disclosure of contingent liabilities (Note 32 (a))

**d) Current versus non-current classification**

Mindspace REIT presents assets and liabilities in the 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 date; or
- Cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

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 date; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Mindspace 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. Mindspace REIT has identified twelve months as its operating cycle.

**e) Measurement of fair values**

Mindspace REIT accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Mindspace REIT has an established control framework with respect to the measurement of fair values.

Mindspace REIT regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, Mindspace REIT uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that entity can access on measurement date.
- 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).

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.





### 3.1 Impairment of assets

Mindspace REIT assesses at each reporting date, whether there is any indication that an asset may be impaired. If any such indication exists, the trust estimates the recoverable amount of the asset. The recoverable amount of the assets (or where applicable that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of the assets and from its disposal at the end of its useful life. An impairment loss is recognised whenever the carrying amount of an asset or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment loss is recognised in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

### 3.2 Asset Acquisition

If the acquisition of an asset or a group of assets does not constitute a business, Mindspace REIT identifies and recognises the individual identifiable assets acquired including those assets that meet the definition of, and recognition criteria for, intangible assets in Ind AS 38, Intangible Assets and liabilities assumed. The cost of the group is allocated to the individual identifiable assets and liabilities on the basis of their relative fair values at the date of purchase and no goodwill is recognised.

Allocation of the cost of the group is done as follows:

For any identifiable asset or liability initially measured at an amount other than cost, Mindspace REIT initially measures that asset or liability at the amount specified in the applicable Ind AS Standard. Mindspace REIT deducts from the transaction price of the group the amounts allocated to the assets and liabilities initially measured at an amount other than cost, and then allocates the residual transaction price to the remaining identifiable assets and liabilities based on their relative fair values at the date of the acquisition.

### 3.3 Foreign currency transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the period are recognised in the Statement of Profit and Loss of the period.

Monetary assets and liabilities denominated in foreign currency, which are outstanding as at the end of the period and not covered by forward contracts, are translated at the end of the period at the closing exchange rate and the resultant exchange differences are recognised in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

### 3.4 Compound financial instruments

The component parts of compound financial instruments issued by Mindspace REIT are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Trust's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured.

Transaction costs that relate to the issue of the convertible instruments are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible instrument using the effective interest method.

### 3.5 Embedded derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

### 3.6 Tax expense

Income tax expense comprises current tax and deferred tax charge or credit. It is recognised in the Condensed Standalone Statement of Profit and Loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income in which case, the current and deferred tax are also recognised in equity and other comprehensive income respectively.

#### a) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the period 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 end of reporting period.

#### b) Deferred tax

Deferred tax asset/ liability is recognized on temporary differences between the carrying amounts of assets and liabilities in the Condensed Standalone Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets and liabilities are measured that are expected to apply to the period when the asset is realised or the liability is settled, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which Mindspace REIT expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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 realized simultaneously.





**3.7 Provisions, contingent liabilities and contingent assets**

Provisions are recognised when Mindspace REIT has a present legal or constructive obligation as a result of a past event, it is probable that the Trust will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Contingent liabilities are disclosed when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. When there is a possible obligation of a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

A contingent asset is disclosed when there would be a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of Mindspace REIT.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each reporting date and adjusted to reflect the current best estimates.

**3.8 Investment in SPVs**

The Company has elected to recognize its investments in SPVs at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

The details of such investments are given in Note 4.

Assets representing investments in SPVs are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

**3.9 Financial instruments**

**1 Initial recognition and measurement**

Financial assets and/or financial liabilities are recognised when Mindspace REIT becomes party to a contract embodying the related financial instruments. All financial assets, financial liabilities are initially measured at fair value. Transaction costs that are attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from as the case may be, the fair value of such assets or liabilities, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

**2 Financial assets:**

**a) Classification of financial assets:**

- (i) Mindspace REIT classifies its financial assets in the following measurement categories:
  - those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
  - those measured at amortised cost.
- (ii) The classification is done depending upon Mindspace REIT business model for managing the financial assets and the contractual terms of the cash flows.
- (iii) For investments in debt instruments, this will depend on the business model in which the investment is held.
- (iv) Mindspace REIT reclassifies debt investments when and only when its business model for managing those assets changes.

**b) Subsequent Measurement**

**(i) Debt instruments:**

Subsequent measurement of debt instruments depends on Mindspace REIT business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Trust classifies its debt instruments:

**Financial assets at amortised cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order 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 principal and interest on the principal amount outstanding.

**Financial assets at fair value through other comprehensive income (FVTOCI)**

Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

**Financial assets at fair value through the Statement of Profit and Loss (FVTPL)**

Financial assets are subsequently measured at fair value through the Statement of Profit and Loss unless it is measured at amortised cost or fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in the Statement of Profit and Loss.





**c) Impairment of financial assets:**

The Mindspace Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset. For trade receivables, the Mindspace Group measures the loss allowance at an amount equal to lifetime expected credit losses. Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Mindspace Group has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

**d) Derecognition of financial assets:**

A financial asset is primarily derecognised when:

- (i) the right to receive cash flows from the asset has expired, or
  - (ii) Mindspace REIT has transferred its rights to receive cash flows from the asset; and Mindspace REIT has transferred substantially all the risks and rewards of the asset, or Mindspace REIT has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset
- On derecognition of a financial asset in its entirety (other than investments in equity instruments at FVOCI), the differences between the carrying amounts measured at the date of derecognition and the consideration received is recognised in Statement of Profit and Loss. Any interest in transferred financial assets that is created or retained by Mindspace REIT is recognised as a separate asset or liability.

**3.10 Financial liabilities and equity instruments**

**(a) Classification as debt or equity**

Financial liabilities and equity instruments issued by Mindspace REIT are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

**Financial Liabilities**

**Recognition, measurement and classification**

Financial liabilities are classified as either held at a) fair value through the Statement of Profit and Loss, or b) at amortised cost. Management determines the classification of its financial liabilities at the time of initial recognition or, where applicable, at the time of reclassification.

Mindspace REIT financial liabilities include trade and other payables, loans and borrowings and derivative financial instruments. Subsequent measurement of financial liabilities depends on their classification as fair value through the Statement of Profit and Loss or at amortised cost. All changes in fair value of financial liabilities classified as FVTPL are recognised in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the Effective Interest Rate method.

**Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and presented on net basis in the Balance Sheet when there is a currently enforceable legal right to offset the recognised amounts and there is an intention either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

**3.11 Financial guarantee contracts**

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are measured initially at the fair value and in accordance with Ind AS 109 unless on a case to case basis Mindspace REIT elects to account for financial guarantee as Insurance Contracts as specified under Ind AS 104.

**3.12 Revenue Recognition**

Revenue is measured at the fair value of the consideration received or receivable. This inter alia involves discounting of the consideration due to the present value if payment extends beyond normal credit terms.

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 Mindspace 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.



## **MINDSPACE BUSINESS PARKS REIT**

**RN:JN/REIT/19-20/003**

### **Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

#### **3.13 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 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.

#### **3.14 Cash and cash equivalents**

Cash and cash equivalents comprises of cash at bank and on hand, demand deposits, 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.

#### **3.15 Cash distribution to unit holders**

Mindspace 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 Governing Board of the Manager. A corresponding amount is recognised directly in equity.

#### **3.16 Condensed Standalone Statement of Cash flows**

Cash flow is 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 Mindspace 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 Trust's cash management.

#### **3.17 Subsequent events**

The Condensed Standalone Financial Statements are adjusted to reflect events that occur after the reporting date but before the Financial Statements are issued. The Financial Statements have their own date of authorisation. Therefore, when preparing the Financial Statements, management considers events up to the date of authorisation of these financial statements.

#### **3.18 Earnings per unit**

The basic earnings per unit is computed by dividing the net profit/ (loss) attributable to the unit holders of the REIT 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 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 unit are included.

#### **3.19 Earnings before finance costs, depreciation, amortisation and income tax**

Mindspace REIT has elected to present earnings before finance cost, depreciation, amortisation and income tax as a separate line item on the face of the Condensed Standalone Statement of Profit and Loss. Mindspace REIT measures earnings before finance cost, depreciation, amortisation and income tax on the basis of profit/ (loss) from continuing operations. In its measurement, Mindspace REIT does not include depreciation and amortisation expense, finance costs and tax expense.

#### **3.20 Errors and estimates**

Mindspace REIT revises its accounting policies if the change is required due to a change in Ind AS or if the change will provide more relevant and reliable information to the users of the Financial Statement. Changes in accounting policies are applied retrospectively.

A change in an accounting estimate that results in changes in the carrying amounts of recognised assets or liabilities or to profit or loss is applied prospectively in the period(s) of change.

Discovery of errors results in revisions retrospectively by restating the comparative amounts of assets, liabilities and equity of the earliest prior period in which the error is discovered. The opening balances of the earliest period presented are also restated.

#### **3.21 Distributions**

The Net Distributable Cash Flows of Mindspace REIT are based on the cash flows generated from Mindspace REIT's assets and investments.

In terms of the Distribution Policy and the REIT Regulations, not less than 90% of the NDCF of each of the Asset SPVs is required to be distributed to Mindspace REIT, in proportion of their shareholding in the Asset SPV, subject to applicable provisions of the Companies Act. Presently, NDCF to be received by Mindspace REIT from the Asset SPVs may be in the form of dividends, interest income, principal loan repayment, proceeds of any capital reduction or buyback from the Asset SPVs, sale proceeds out of disposal of investments if any or assets directly held by Mindspace REIT or as specifically permitted under the Trust Deed or in such other form as may be permissible under the applicable law.

The Manager is required to and shall declare and distribute at least 90% of the NDCF of Mindspace REIT as distributions ("REIT Distributions") to the Unitholders. Such REIT Distributions shall be declared and made for every quarter of a Financial Year.





**MINDSPACE BUSINESS PARKS REIT****RN:IN/REIT/19-20/003****Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

**4 Non-current investments**

Particulars	As at 30 June 2021	As at 31 March 2021
<b>Unquoted Investments in SPVs (at cost) (refer note below)</b>		
- 39,75,000 (31 March 2021: 39,75,000) equity shares of Avacado Properties and Trading Private Limited of Rs.10 each, fully paid up	9,482	9,482
- 11,765 (31 March 2021: 11,765) equity shares of Horizonview Properties Private Limited of Rs.10 each, fully paid up	0	0
- 5,88,235 (31 March 2021: 5,88,235) equity shares of KRC Infrastructure And Projects Private Limited of Rs.10 each, fully paid up	6,868	6,868
- 1,96,01,403 (31 March 2021: 1,96,01,403) equity shares of Gigaplex Estate Private Limited of Rs.1 each, fully paid up	13,121	13,121
- 2,50,71,875 (31 March 2021: 2,50,71,875) equity shares of Sundew Properties Limited of Rs.10 each, fully paid up	33,722	33,722
- 12,03,033 (31 March 2021: 12,03,033) equity shares of Intime Properties Limited of Rs.10 each, fully paid up	15,478	15,478
- 1,78,00,000 (31 March 2021: 1,78,00,000) equity shares of K. Raheja IT Park (Hyderabad) Limited of Rs.10 each, fully paid up	25,618	25,618
- 81,513 (31 March 2021: 81,513) equity shares of Mindspace Business Parks Private Limited of Rs.10 each, fully paid up	48,814	48,814
<b>Total</b>	<b>1,53,103</b>	<b>1,53,103</b>

Note: The Trust has issued units as consideration to acquire these investments wherein the tradable REIT Unit has been issued at Rs 275 each.

Details of % shareholding in the SPVs, held by Mindspace REIT is as under:

Name of SPVs	Ownership Interest	
	30 June 2021	31 March 2021
Avacado Properties and Trading (India) Private Limited	100%	100%
Horizonview Properties Private Limited	100%	100%
KRC Infrastructure and Projects Private Limited	100%	100%
Gigaplex Estate Private Limited	100%	100%
Intime Properties Limited*	89%	89%
K. Raheja IT Park (Hyderabad) Limited*	89%	89%
Sundew Properties Limited*	89%	89%
Mindspace Business Parks Private Limited	100%	100%

\* Remaining 11% of ownership interest in Intime Properties Limited, K. Raheja IT Park (Hyderabad) Limited and Sundew Properties Limited is owned by Andhra Pradesh Industrial Infrastructure Corporation (APIIC)



5	<b>Loans (Non current)</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	<i>Unsecured, considered good</i>		
	Loan to SPVs- refer Note 30	16,178	21,178
		16,178	21,178
<p>Note : Mindspace REIT has given loan amounting Rs 3,300 million during the quarter ended 30 June 2021 (31 March 2021 Rs. 26.682 million) to Gigaplex, Avacado , Horizonview, KRC Infra, MBPPL and Sundew and the outstanding balance as at end of 30 June 2021 is Rs.21,178 million (including Loans to SPV's of current nature amounting to Rs. 5,000 million) (31 March 2021 Rs.21,178 million)</p> <p>Security: Unsecured</p> <p>Interest : 7.50% per annum for the quarter ending 30 June 2021 (31 March 2021 - 7.55% - 8.75% per annum) in accordance with interest rate policy as adopted by Mindspace REIT</p> <p>Terms of repayment:</p> <p>a) Bullet repayment of Rs.9,728 million on date falling 15 years from the first disbursement date or such other date as may be mutually agreed between the Lender and the Borrower in writing.</p> <p>b) Bullet repayment of Rs.5,000 million is due on 29 April 2022 and accordingly the same has been classified as current loans as on 30 June 2021 (refer note 8)</p> <p>c) Bullet repayment of Rs 4,470 million is due on 17 May 2024.</p> <p>d) Bullet repayment Rs 1,980 million is due on 16 December 2023.</p> <p>e) At any time prior to the repayment date, the Borrower may on any date, prepay the whole or any part of the loan outstanding.</p>			
6	<b>Other financial assets (Non-current)</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	Interest receivable on loan to SPVs	80	205
	Other Receivables from related parties	5	8
		85	213
7	<b>Other Non-current assets</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	Prepaid Expenses	4	4
		4	4
8	<b>Loans (Current)</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	<i>Unsecured, considered good</i>		
	Loan to SPVs- refer Note 5 and 30	5,000	-
		5,000	-
9	<b>Cash and cash equivalents</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	Cash on hand	-	-
	Balances with banks		
	- in current accounts*	2,768	2,888
	- fixed deposits with original maturity less than 3 months	75	50
		2,843	2,938
*Includes balance with banks of Rs 0 million (31 March 2021: NIL) for unclaimed distributions.			
10	<b>Other current financial assets</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	Interest receivable on loan to SPVs	288	2
		288	2
11	<b>Other current assets</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<b>Particulars</b>		
	<i>Unsecured, considered good</i>		
	Advance for supply of goods and rendering of services	8	6
	Deposits	1	1
	Prepaid Expenses	12	2
	Balances with government authorities	2	1
		23	10





12

**Corpus**

Corpus	Amount
As at 1 April 2020	0
Additions during the year	-
As at 31 March 2021	0
As at 1 April 2021	0
Additions during the period	-
Closing Balance as at 30 June 2021	0

13

**Unit Capital**

Unit Capital	No.	Amount
As at 1 April 2020	-	-
Units issued during the year		
- pursuant to the initial public offer, issued, subscribed and fully paid-up in cash (refer note a(ii) below)	3,63,63,600	10,000
- in exchange for equity interest in SPVs (refer note a(iii) below)	55,66,54,582	1,53,080
Less: Issue expenses (refer note below)		(241)
As at 31 March 2021	59,30,18,182	1,62,839
As at 1 April 2021	59,30,18,182	1,62,839
Units issued during the period	-	-
Closing Balance as at 30 June 2021	59,30,18,182	1,62,839

Note: Issue expenses pertaining to the Initial Public Offering (IPO) and listing of the units on the NSE and BSE have been reduced from the Unitholders capital in accordance with Ind AS 32 Financial Instruments: Presentation.

**(a) Terms/rights attached to units and other disclosures**

- (i) Mindspace REIT has only one class of Units. Each Unit represents an undivided beneficial interest in Mindspace REIT. 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. The distribution will be in proportion to the number of Units held by the Unitholders. Mindspace REIT declares and pays distributions in Indian Rupees.

Under the provisions of the REIT Regulations, Mindspace REIT is required to distribute to Unitholders not less than 90% of the net distributable cash flows of Mindspace REIT for each financial year. Accordingly, a portion of the Unit Capital contains a contractual obligation of the Mindspace REIT to pay to its Unitholders cash distributions. Hence, the Unit Capital is a compound financial instrument which contains equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars (No. CIR/IMD/DF/146/2016 dated 29 December 2016 and No. CIR/IMD/DF/141/2016 dated 26 December 2016) issued under the REIT Regulations, the Unitholders' funds have been presented as "Equity" in order to comply with the requirements of Section H of Annexure A to the SEBI Circular dated 26 December 2016 dealing with the minimum presentation and disclosure requirements for key financial statements. Consistent with Unit Capital being classified as equity, the distributions to Unitholders is also presented in Statement of Changes in Unitholders' Equity when the distributions are approved by the Board of Directors of Investment Manager.

- (ii) Initial Public Offering of 3,63,63,600 units for cash at price of Rs. 275 per unit aggregating to Rs. 10,000 million.

- (iii) Mindspace REIT has acquired the SPVs by acquiring all the equity interest held by the Sponsor Group and Blackstone Entities in the SPVs. The acquisition of equity interest in the SPVs has been done by issue of 55,66,54,582 units of Rs. 275 each as per the table below.

Name of the SPV	Number of Units allotted for acquiring equity interest held by Sponsor Group and Blackstone entities in SPVs		
	Sponsor Group	Blackstone Entities	Total
Avacado	2,93,04,371	51,71,359	3,44,75,730
Horizonview	364	64	428
KRC Infra	2,12,24,693	37,45,522	2,49,70,215
Gigaplex	4,73,34,745	3,72,113	4,77,06,858
Intime	4,67,89,935	94,84,426	5,62,74,361
Sundew	10,19,43,753	2,06,64,275	12,26,08,028
KRIT	7,74,43,859	1,56,98,080	9,31,41,939
Mindspace	15,08,55,361	2,66,21,662	17,74,77,023
Total number of Units issued	47,48,97,081	8,17,57,501	55,66,54,582

**(b) Unitholders holding more than 5 percent Units in Mindspace REIT (other than Sponsor and Sponsor Group)**

Name of the unitholder	As at 30 June 2021		As at 31 March 2021	
	No of Units	% holding	No of Units	% holding
BREP Asia SG Pearl Holding (NQ) Pte Ltd	5,42,91,425	9.16%	5,42,91,425	9.16%

- (c) Mindspace REIT has not allotted any fully paid-up units by way of bonus units nor has it bought back any class of units from the date of registration till the balance sheet date. Further, Mindspace REIT has not issued any units for consideration other than cash from the date of registration till the balance sheet date, except as disclosed above.

14

**Other Equity**

Particulars	As at 30 June 2021	As at 31 March 2021
<b>Reserves and Surplus</b>		
Retained earnings*	2,880	2,950
	2,880	2,950

\*Refer Condensed Standalone Statement of changes in Unit holder's Equity for detailed movement in other equity balances.

**Retained earnings**

The cumulative gain or loss arising from the operations which is retained and is recognized 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.





**15 Borrowings**

Particulars	As at 30 June 2021	As at 31 March 2021
10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1") (net of issue expenses, at amortised cost) (31 March 2021 : 4,975 million) (refer Note 1)		4,075
10 year G-Sec linked secured, listed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 2") (net of issue expenses, at amortised cost) (31 March 2021 : 3,719 million) (refer Note 2)	3,722	3,719
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 1) (net of issue expenses, at amortised cost) (31 March 2021 : 1,981 million) (refer Note 3)	1,983	1,981
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 2) (net of issue expenses, at amortised cost) (31 March 2021 : 750 million) (refer Note 4)	750	750
	<b>6,455</b>	<b>11,425</b>

**Note 1 :** In September 2020, Mindspace REIT issued 5,000 10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 500,00,00,000 (Rupees five hundred crores only). The tenure of the said MLD Series 1 is 577 days from 29 September 2020, being date of allotment of the MLD Series 1 and coupon, if any shall be payable on the Scheduled Redemption Date i.e. on maturity on 29 April 2022. The coupon payoff structure is linked to condition where the payoff will be fixed on the final fixing date i.e. 30 March 2022. If identified 10 year G-Sec's last traded price as on final fixing date is greater than 25% of its last traded price as on initial fixing date i.e. 29 September 2020, the coupon rate will be 6.80% p.a. If identified 10 year G-Sec's last traded price as on final fixing date is less than or equal to 25% of its last traded price as on initial fixing date, the coupon rate will be zero percent. As per the valuers report in respect of valuation of MLD Series 1, the probability of occurrence of such an event (last traded price of identified 10 year G-Sec on final fixing date being less than or equal to 25% of its last traded price on initial fixing date) is remote and hence the value of the option considered as zero.  
This MLD Series 1 was listed on BSE Limited on 13 October 2020.

**Security terms**

MLD Series 1 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- First and exclusive charge registered by way of simple mortgage (including receivables arising therefrom) on the aggregate leasable area of approximately 974,500 Sq. Ft. or thereabouts in buildings no. 6, 7 and 8 of Commerzone Yerawada (approx. 178,569 sq ft in building no. 6, approx. 371,799 sq ft in building no. 7 and approx. 424,132 in building no. 8) together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 25,313 sq. mtrs. on which the said three building no. 6, 7 and 8, out of all those pieces and parcels of larger land are situate, lying and being in Village Yerawada, Taluka Haveli, District Pune ("Mortgaged Properties") of MLD Series 1.
- A charge on the escrow account in which receivables of the Mortgaged Properties of MBPPL shall be received.
- Corporate guarantee executed by MBPPL.

**Redemption terms:**

- MLD Series 1 are redeemable by way of bullet payment at the end of 577 days from the date of allotment, i.e. 29 April 2022 and accordingly the same has been classified as current borrowings as on 30 June 2021 (refer note 17)
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade. The Investors shall have the right to accelerate the MLD Series 1 if the rating is downgraded to A+
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days notice to the Issuer require the Issuer to redeem in full, all the Debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each Debenture.
- Details of disclosure required as per SEBI circular SEBI/HO/DDHS/DDHS/CIR/P/2018/71 dated 13 April 2018 are as follows:-

Particulars	Secured / Unsecured	Previous due date		Next due date	
		Principal	Interest	Principal	Interest
10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1")	Secured	Not Applicable	Not Applicable	On Maturity	On Maturity

e) Rating agency CRISIL, has assigned a rating of "CRISIL PP-MLD AAA/Stable" to MLD Series 1 of the issuer / Mindspace REIT. Subsequently there is no change in the credit rating.

**Note 2 :** In March 2021, Mindspace REIT issued 3,750 10 year G-Sec linked secured, listed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 2") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 375,00,00,000 (Rupees three hundred seventy five crores only). The tenure of the said MLD Series 2 is 38 months from 18 March 2021, being date of allotment of the MLD Series 2 and coupon, if any shall be payable on the Scheduled Redemption Date i.e. on maturity on 17 May 2024. The coupon payoff structure is linked to condition where the payoff will be fixed on the final fixing date i.e. 16 April 2024. If identified 10 year G-Sec's last traded price as on final fixing date is greater than 25% of its last traded price as on initial fixing date i.e. 18 March 2021, the coupon rate will be 6.65% p.a. If identified 10 year G-Sec's last traded price as on final fixing date is less than or equal to 25% of its last traded price as on initial fixing date, the coupon rate will be zero percent. As per the valuers report in respect of valuation of these MLD Series 2, the probability of occurrence of such an event (last traded price of identified 10 year G-Sec on final fixing date being less than or equal to 25% of its last traded price on initial fixing date) is remote and hence the value of the option considered as zero.

This MLD Series 2 was listed on BSE Limited on 22 March 2021.





**Security terms**

MLD Series 2 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- First and exclusive charge being created by way of equitable mortgage on the aggregate leasable area of approximately 13,71,442 Sq. Ft. or thereabouts in buildings no. 12A and Units of Building 12B of Madhapur, Hyderabad (approx. 12,69,140 sq. ft. in building no.12A and approx. 1,02,302 sq. ft. in building no. 12B) together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 29,842 sq. mtrs on which the said two building no. 12A and 12B, out of all those pieces and parcels of larger land that are situated, lying and being in Madhapur Village, Serilingampally Mandal, Ranga Reddy District, Hyderabad ("Mortgaged Properties"), for MLD Series 2.
- First ranking exclusive charge created by way of a hypothecation over the Hypothecated Properties of MLD Series 2.
- A charge on the escrow account created, in which receivables of the Mortgaged Properties of Sundew shall be received, save and except any common area maintenance charges payable to Sundew with respect to the maintenance of the mortgaged properties.
- Corporate guarantee executed by Sundew.

**Redemption terms:**

- MLD Series 2 are redeemable by way of bullet payment at the end of 38 months from the date of allotment, i.e. 17 May 2024.
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade. The Investors shall have the right to accelerate the MLD Series 2 if the rating is downgraded to A+.
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days notice to the Issuer require the Issuer to redeem in full, all the Debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each Debenture.

d) Details of disclosure required as per SEBI circular SEBI/HO/DDIS/DDIS/CIR/P/2018/71 dated 13 April 2018 are as follows:

Particulars	Secured / Unsecured	Previous due date		Next due date	
		Principal	Interest	Principal	Interest
10 year G-Sec linked secured, listed, senior, taxable, non-cumulative, rated, principal protected - market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 2")	Secured	Not Applicable	Not Applicable	On Maturity	On Maturity

e) Rating agency CRISIL has assigned a rating of "CRISIL PP-MLD AAA/Stable" to MLD Series 2 of the issuer / Mindspace REIT. Subsequently there is no change in the credit rating.

**Note 3 :** In December 2020, Mindspace Business Parks REIT issued 2,000 secured, listed, senior, taxable, non-cumulative, rated, redeemable, non-convertible debentures ("NCD Series 1") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 200,00,00,000 (Rupees two hundred crores only) with a coupon rate of 6.45% p.a. payable quarterly beginning from the end of first full quarter from the date of allotment i.e. 31 March 2021, with last coupon payment on the scheduled redemption date i.e. 16 December 2023. The tenure of the said NCD Series 1 is 36 months from 17 December 2020, being date of allotment.

This NCD Series 1 was listed on BSE Limited on 21 December 2020.

**Security terms**

NCD Series 1 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the NCD Holders):

- First and exclusive charge registered by way of simple mortgage (including receivables arising therefrom) on the aggregate leasable area of approximately 414,599 Sq. Ft. or thereabouts in buildings no. 1 and 5 of Commerzone Yerawada (approx. 43,200 sq. ft. in building no. 1 and approx. 371,399 in building no. 5) together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 18,264 sq. mtrs on which the said two building no. 1 and 5, out of all those pieces and parcels of larger land that are situated, lying and being in Village Yerawada, Taluka Haveli, District Pune ("Mortgaged Properties") of NCD Series 1.
- A charge on the escrow account in which receivables of the Mortgaged Properties shall be received save and except any common area maintenance charges payable to MBBPL with respect to the maintenance of the mortgaged properties.
- Corporate guarantee executed by MBPPL.

**Redemption terms:**

- NCD Series 1 are redeemable by way of bullet repayment at the end of 36 months from the date of allotment, i.e. 16 December 2023.
- Interest is payable on the last day of each financial quarter in a year (starting from 31 March, 2021) until the scheduled redemption date.
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade.
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days' notice to the Issuer require the Issuer to redeem in full, all the debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each debenture.

e) Details of disclosure required as per SEBI circular SEBI/HO/DDIS/DDIS/CIR/P/2018/71 dated 13 April 2018 are as follows:

Particulars	Secured / Unsecured	Previous due date		Next due date	
		Principal	Interest	Principal	Interest
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 1)	Secured	On Maturity	30 June 2021	On Maturity	30 September 2021

f) Rating agency CRISIL has assigned a rating of "CRISIL AAA/Stable" to the NCD Series 1 of the issuer / Mindspace REIT. Subsequently there is no change in the credit rating.



**Note 4 :** In March 2021, Mindspace Business Parks REIT issued 750 secured, listed, senior, taxable, non-cumulative, rated, redeemable, non-convertible debentures ("NCD Series 2") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 75,00,00,000 (Rupees seventy five crores only) with a coupon rate of 6.6861% p.a payable quarterly beginning from the end of first full quarter from the date of allotment i.e. 30 June 2021, with last coupon payment on the scheduled redemption date i.e. 17 May 2024. The tenure of the said NCD Series 2 is 38 months from 18 March 2021, being date of allotment. NCD Series 2 was listed on BSE Limited on 22 March 2021.

**Security terms**

NCD Series 2 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the NCD Holders):

- First and exclusive charge being registered by way of simple mortgage (including receivables arising therefrom) on the aggregate leasable area of approximately 151,460 Sq. Ft. or thereabouts in building no. 4 of Commerzone Yerawada together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 9,561 sq. mtrs. on which the said building, out of all those pieces and parcels of larger land that are situated, lying and being in Village Yerawada, Taluka Haveli, District Pune ("Mortgaged Properties") of NCD Series 2.
- A charge on the escrow account to be created, in which receivables of the Mortgaged Properties shall be received, save and except any common area maintenance charges payable to MBPPL with respect to the maintenance of the mortgaged properties.
- Corporate guarantee executed by MBPPL.

**Redemption terms:**

- NCD Series 2 are redeemable by way of bullet repayment at the end of 38 months from the date of allotment, i.e. 17 May 2024.
- Interest is payable on the last day of each financial quarter in a year (starting from 30 June, 2021) until the scheduled redemption date.
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade.
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days' notice to the Issuer require the Issuer to redeem in full, all the debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each debenture.
- Details of disclosure required as per SEBI circular SEBI/HO/DDHS/DDHS/CIR/P/2018/71 dated 13 April 2018 are as follows :

Particulars	Secured / Unsecured	Previous due date		Next due date	
		Principal	Interest	Principal	Interest
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 2)	Secured	On Maturity	30 June 2021	On Maturity	30 September 2021

f) Rating agency CRISIL has assigned a rating of "CRISIL AAA/Stable" to the NCD Series 2 of the issuer / Mindspace REIT. Subsequently there is no change in the credit rating.

**Other requirements as per SEBI circular (No. SEBI/HO/DDHS/DDHS/CIR/P/2018/71 dated 13 April 2018) for issuance of debt securities by Real Estate Investment Trusts (REITs) and Infrastructure Investment Trusts (InvITs).**

Particulars	As at and for the year ended 30 June 2021
Security / Asset cover (MLD Series 1)(refer a below)	2.20
Security / Asset cover (NCD Series 1)(refer b below)	2.37
Security / Asset cover (MLD Series 2)(refer c below)	2.34
Security / Asset cover (NCD Series 2)(refer d below)	2.44
Debt-equity ratio (refer e below)	0.07
Debt-service coverage ratio (refer f below)	14.94
Interest-service coverage ratio (refer g below)	14.94
Net worth (Rs. in million) (refer h below)	1,65,719

Formulae for computation of ratios are as follows basis Condensed Standalone Financial Statements:-

- Security / Asset cover ratio (MLD Series 1) = Fair value of the secured assets as on 30 June 2021 as computed by independent valuer / (Outstanding principal amount of MLD Series 1 + Interest accrued thereon)
- Security / Asset cover ratio (NCD Series 1) = Lower of Fair value of the secured assets as on 30 June 2021 as computed by two independent valuers / (Outstanding principal amount of NCD Series 1 + Interest accrued thereon)
- Security / Asset cover ratio (MLD Series 2) = Fair value of the secured assets as on 30 June 2021 as computed by independent valuer / (Outstanding principal amount of MLD Series 2 + Interest accrued thereon)
- Security / Asset cover ratio (NCD Series 2) = Fair value of the secured assets as on 30 June 2021 as computed by independent valuer / (Outstanding principal amount of NCD Series 2 + Interest accrued thereon)
- Debt equity ratio = Borrowings / Total Equity
- Debt Service Coverage Ratio = Earnings before interest, depreciation and tax / (Interest expenses + Principal repayments made during the period)
- Interest Service Coverage Ratio = Earnings before interest, depreciation and tax / Interest expenses
- Net worth = Corpus + Unit capital + Other equity
- Borrowings = Non current borrowings + Current borrowings + Current maturities of long-term borrowings + Interest accrued





16	<b>Other financial liabilities</b>		
	<b>Particulars</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	Interest accrued but not due on debentures	70	185
	Other payables to related party	1	8
		71	193
17	<b>Current liabilities</b>		
	<b>Borrowings</b>		
	<b>Particulars</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	<i>Secured</i>		
	<b>Current maturities of long-term debt</b>		
	10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1") (net of issue expenses, at amortised cost) (31 March 2021 : 4,975 million) (refer Note 15(1))	4,978	-
		4,978	-
18	<b>Trade payables</b>		
	<b>Particulars</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	Trade payable		
	- Total outstanding dues to micro and small enterprises	8	13
	- Total outstanding dues other than micro and small enterprises	8	13
19	<b>Other financial liabilities (current)</b>		
	<b>Particulars</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	Interest accrued but not due on debentures	262	2
	Unpaid Distributions	0	-
	Other liabilities		
	- to related party*	27	17
	- to others	-	-
		289	19
	* Expense of Rs.19 million (31 March 2021 Rs. 17 million) is payable to the Manager for Mindspace REIT Management Fees.		
20	<b>Other current liabilities</b>		
	<b>Particulars</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	Statutory dues	1	6
		1	6
21	<b>Current tax liabilities</b>		
	<b>Particulars</b>	<b>As at 30 June 2021</b>	<b>As at 31 March 2021</b>
	Provision for Income Tax (Net of Advance Tax)	3	3
		3	3



<b>22 Interest Income</b>				
Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Interest income				
- on fixed deposits	0	1	-	1
- on loans given to SPVs (refer note 30)	425	354	-	788
	425	355	-	789
<b>23 Other Income</b>				
Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Guarantee Commission Fees	(3)	7	-	7
Net gains/(losses) on financial assets at fair value through profit or loss*	-	-	-	3
Gain on redemption of mutual fund units	1	0	-	2
	(2)	7	-	12
* Gain on redemption of investment in preference shares invested in SPV				
<b>24 Other expenses</b>				
Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Bank charges	0	0	0	1
Filing and stamping fees	5	1	0	3
Royalty Charges	-	-	1	1
Marketing and advertisement expenses	-	0	-	0
Brokerage Expenses	-	-	-	1
Miscellaneous expenses	0	1	0	1
	5	2	1	7
<b>25 Finance costs</b>				
Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Interest expense on debentures (refer Note 15)	200	131	-	228
Interest expense on loans taken from SPV (refer Note 30)	-	-	-	2
	200	131	-	230
<b>26 Tax expense</b>				
Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Current tax	-	3	-	5
Deferred tax charge	-	-	-	-
	-	3	-	5

**27 Earnings Per Unit (EPU)**

Basic EPU amounts are calculated by dividing the profit for the period attributable to unit holders by the weighted average number of units outstanding during the period. Diluted EPU amounts are calculated by dividing the profit attributable to unit holders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital. The units of the Trust were allotted to Sponsor Group and Blackstone entities on 30 July 2020 and to the applicants of initial public offer on 4 August 2020.

The following reflects the profit and unit data used in the basic and diluted EPU computation

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Profit / (loss) after tax for calculating basic and diluted EPU	2,782	2,874	(5)	5,834
Weighted average number of Units (Nos)	59,30,18,182	59,30,18,182	Not Applicable	39,75,55,169
Earnings Per Unit				
- Basic (Rupees/unit)	4.69	4.85	Not Applicable	14.67
- Diluted (Rupees/unit) *	4.69	4.85	Not Applicable	14.67

\*MindSpace REIT does not have any outstanding dilutive units

**28 Management Fees****REIT Management Fees**

Pursuant to the Investment Management Agreement dated 21 November 2019, the Manager is entitled to fees @ 0.5% of REIT Net Distributable Cash Flows 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 REIT and its investments. The REIT Management fees accrued for the quarter ended 30 June 2021 is Rs 16 million. There are no changes during the period in the methodology for computation of fees paid to the Manager.

**29 Assessment of possible impact resulting from Covid-19 pandemic**

MindSpace REIT has considered the possible effects that may result from the pandemic relating to COVID-19 on the operations and carrying amounts of Loans given, Investments and other assets. MindSpace REIT, as at the date of approval of these financial statements, has used internal and external sources of information to determine the expected future impact of COVID-19 pandemic on the performance of the Company. MindSpace REIT based on current estimates expects the carrying amount of the assets to be recovered. However, due to the evolving nature of the pandemic and its response by various government authorities MindSpace REIT will continue to monitor developments to identify significant impacts, if any, on the operations.





30 Related Party Disclosures

A. Parties to Mindspace REIT as at 30 June 2021

Sl. No.	Particulars	Name of Entities	Promoters/Partners *	Directors
1	Trustee	Axis Trustee Services Limited	-	-
2	Sponsors	Anbee Constructions LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
3		Cape Trading LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
4	Manager	K Raheja Corp Investment Managers LLP	Mr. Ravi C Raheja Mr Neel C Raheja	-
5	Sponsors Group (refer note below)	Mr Chandru L Raheja	-	-
6		Mr Ravi C Raheja	-	-
7		Mr Neel C Raheja	-	-
8		Mrs Jyoti C Raheja	-	-
9		Capstan Trading LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
10		Casa Maria Properties LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
11		Raghukool Estate Development LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
12		Palm Shelter Estate Development LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
13		K Raheja Corp Pvt. Ltd.	Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mrs Jyoti C Raheja Jointly with Mr Chandru L Raheja  Mr Ravi C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mr Neel C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP Mr Neel C Raheja Jointly with Mr Ramesh M. Valecha	Ravi C Raheja Neel C Raheja Ramesh Valecha Vinod Rohira
14		Inorbit Malls (India) Private Limited (till 30 July 2020)	Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mrs Jyoti C Raheja Jointly with Mr Chandru L Raheja  Mr Ravi C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mr Neel C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP Mr Neel C Raheja Jointly with Mr Ramesh M. Valecha Ivory Properties & Hotels Pvt Ltd K Raheja Corp Private Limited	Ravi C Raheja Neel C Raheja Sunil Hingorani



30 Related Party Disclosures

A. Parties to Mindspace REIT as at 30 June 2021

Sl. No.	Particulars	Name of Entities	Promoters/Partners *	Directors
15		Ivory Properties and Hotels Private Limited (till 30 July 2020)	Mr Chandru L. Raheja Jointly with Mrs. Jyoti C. Raheja  Mrs Jyoti C. Raheja Jointly with Mr Chandru L. Raheja  Mr. Ravi C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Mr. Neel C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP	Ravi C. Raheja Neel C. Raheja Ramesh Valecha Vinod Rohira
16		K Raheja Private Limited (till 30 July 2020)	Mr. Chandru L. Raheja Jointly with Mrs. Jyoti C. Raheja  Mrs. Jyoti C. Raheja Jointly with Mr. Chandru L. Raheja  Mr. Ravi C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs. Jyoti C. Raheja  Mr. Neel C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs. Jyoti C. Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP	Ravi C. Raheja Neel C. Raheja Vinod Rohira
17		Ivory Property Trust	Chandru L. Raheja Jyoti C. Raheja Ivory Properties & Hotels Pvt Ltd Ravi C. Raheja Neel C. Raheja (all are trustees)	
18		Genext Hardware & Parks Pvt. Ltd.	Mr. Ravi C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs. Jyoti C. Raheja  Mr. Neel C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs. Jyoti C. Raheja Chandru L. Raheja jointly with Jyoti C. Raheja, behalf of Ivory Property Trust	Ravi C. Raheja Neel C. Raheja Ramesh Valecha





30 Related Party Disclosures

A. Parties to Mindspace REIT as at 30 June 2021

Sl. No.	Particulars	Name of Entities	Promoters/Partners *	Directors
19	Names of SPVs	1 Avacado Properties and Trading (India) Private Limited 2 Gigaplex Estate Private Limited 3 Horizonview Properties Private Limited 4 KRC Infrastructure and Projects Private Limited  5 Intime Properties Limited 6 Sundew Properties Limited 7 K Raheja IT Park (Hyderabad) Limited 8 Mindspace Business Parks Private Limited  9 Dices Realcon Private Limited (upto 19th February, 2021) 10 Educator Protech Private Limited (upto 19th February, 2021) 11 Happy Easton Private Limited (upto 4th February, 2021) 12 Sampada Eastpro Private Limited (upto 17th March, 2021)		
20	Governing Board and Key Managerial Personnel of the Manager (K Raheja Corp Investment Managers LLP)	<u>Governing Board</u> Mr Deepak Ghaisas Ms Manisha Girotra Mr Bobby Parikh Mr Alan Miyasaki Mr Ravi C Raheja Mr Neel C Raheja  <u>Key Managerial Personnel</u> Mr Vinod Rohira Ms Preeti Chheda		
21	Entities controlled/jointly controlled by members of Governing Board	Brookfields Agro & Development Private Limited Cavalcade Properties Private Limited Grange Hotels And Properties Private Limited Immense Properties Private Limited Novel Properties Private Limited Pact Real Estate Private Limited Paradigm Logistics & Distribution Private Limited  Sustain Properties Private Limited Aqualine Real Estate Private Limited Feat Properties Private Limited Carin Properties Private Limited Asterope Properties Private Limited Content Properties Private Limited Grandwell Properties And Leasing Private Limited Sundew Real Estate Private Limited M/s Bobby Parikh and Associates Gencoval Strategic Services Pvt Ltd Stemade Biotech Private Limited Harim Infrafacilities Services Private Limited		

\* only when acting collectively



**MINDSPACE BUSINESS PARKS REIT**
**RN:IN/REIT/19-20/003**
**Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

**30 Related party disclosures**
**B Transactions during the period**

	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
<b>Unsecured loans given to</b>				
Avacado Properties and Trading Pvt. Ltd.	150	-	-	4,498
Gigaplex Estate Private Limited	680	1,200	-	6,924
Horizonview Properties Pvt. Ltd.	250	200	-	4,490
Sundew Properties Limited	-	3,970	-	4,620
KRC Infrastructure and Projects Private Limited	1180	1,350	-	2,080
Mindspace Business Parks Private Limited	1040	1,310	-	4,070
<b>Unsecured loans taken from</b>				
Intime Properties Limited	-	-	-	150
<b>Investment in preference shares</b>				
Mindspace Business Parks Private Limited	-	-	-	334
<b>Redemption of investment in preference shares</b>				
Mindspace Business Parks Private Limited	-	-	-	337
<b>Unsecured loans repaid by</b>				
Avacado Properties and Trading Pvt. Ltd.	150	400	-	400
Gigaplex Estate Private Limited	680	1,500	-	2,104
Horizonview Properties Pvt. Ltd.	180	-	-	-
Mindspace Business Parks Private Limited	1040	560	-	1,300
Sundew Properties Limited	420	250	-	480
KRC Infrastructure and Projects Private Limited	830	850	-	1,220
<b>Unsecured loans repaid to</b>				
Intime Properties Limited	-	-	-	150
<b>Investment in equity share of SPVs</b>				
Avacado Properties and Trading (India) Private Limited	-	-	-	9,482
Gigaplex Estate Private Limited	-	-	-	13,121
Horizonview Properties Private Limited	-	-	-	0
KRC Infrastructure and Projects Private Limited	-	-	-	6,868
Intime Properties Limited	-	-	-	15,478
Sundew Properties Limited	-	-	-	33,722
K. Raheja IT Park (Hyderabad) Limited	-	-	-	25,618
Mindspace Business Parks Private Limited	-	-	-	48,814
<b>Trustee fee expenses</b>				
Axis Trustee Services Limited	1	0	-	1
<b>Dividend Income</b>				
Intime Properties Limited	508	507	-	925
Sundew Properties Limited	694	696	-	1,257
K. Raheja IT Park (Hyderabad) Limited	685	668	-	1,202
Mindspace Business Parks Private Limited	700	810	-	1,960
<b>Interest Income</b>				
Avacado Properties and Trading (India) Private Limited	78	83	-	205
Gigaplex Estate Private Limited	97	107	-	257
Horizonview Properties Private Limited	87	80	-	222
KRC Infrastructure and Projects Private Limited	26	17	-	19
Sundew Properties Limited	76	21	-	23
Mindspace Business Parks Private Limited	61	46	-	62
<b>Interest Expense</b>				
Intime Properties Limited	-	-	-	2





**MINDSPACE BUSINESS PARKS REIT**
**RN:IN/REIT/19-20/003**
**Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

**30 Related party disclosures**
**B Transactions during the period**

	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
<b>Gain on Redemption of Preference Shares</b>				
Mindspace Business Parks Private Limited	-	-	-	3
<b>Reimbursement of Expenses</b>				
K Raheja Corp Investment Managers LLP*	3	-	1	61
*Includes fees paid to M/s Bobby Parikh & Associates amounting to Rs. 1 million for the quarter ended 30 June 2021 and Rs 0.48 million for the year ended 31 March 2021.				
<b>Investment Management Fees</b>				
K Raheja Corp Investment Managers LLP	16	17	-	34
<b>Payment to Sponsor Group in relation to Offer for Sale</b>				
Chandru L Raheja	-	-	-	10
Jyoti C Raheja	-	-	-	1,139
Ravi C Raheja	-	-	-	1,180
Neel C Raheja	-	-	-	1,180
Genext Hardware & Parks Private Limited	-	-	-	958
Inorbit Malls (India) Private Limited	-	-	-	1,506
Ivory Properties And Hotels Private Limited	-	-	-	3,387
Ivory Property Trust	-	-	-	10,357
K. Raheja Corp Private Limited	-	-	-	4,304
K. Raheja Private Limited	-	-	-	2,852
<b>Guarantee commission fees from SPV</b>				
KRC Infrastructure and Projects Private Limited	(2)	6	-	6
Horizonview Properties Private Limited	(1)	1	-	1
Sundew Properties Limited	0	-	-	-
Mindspace Business Parks Pvt Ltd	0	-	-	-
<b>Guarantee commission fees to SPV</b>				
Sundew Properties Limited	-	0	-	0
Mindspace Business Parks Pvt Ltd	-	-	-	9
<b>Issue of Unit capital</b>				
Anbee Constructions LLP	-	-	-	9,736
Cape Trading LLP	-	-	-	9,736
Capstan Trading LLP	-	-	-	11,301
Casa Maria Properties LLP	-	-	-	11,301
Chandru L. Raheja	-	-	-	8,984
Genext Hardware & Parks Private Limited	-	-	-	7,274
Inorbit Malls (I) Private Limited	-	-	-	1,541
Ivory Properties & Hotels Private Limited	-	-	-	3,466
Ivory Property Trust	-	-	-	13,008
Jyoti C. Raheja	-	-	-	3,912
K Raheja Corp Private Limited	-	-	-	14,468
K Raheja Private Limited	-	-	-	2,918
Neel C. Raheja	-	-	-	5,845
Palm Shelter Estate Development LLP	-	-	-	11,301
Raghukool Estate Development LLP	-	-	-	9,958
Ravi C. Raheja	-	-	-	5,846



**MINDSPACE BUSINESS PARKS REIT****RN:IN/REIT/19-20/003****Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

**30 Related party disclosures****C Closing Balances**

	As at	As at
Particulars	30 June 2021	31 March 2021
<b>Unsecured loan receivable (non-current)</b>		
Mindspace Business Parks Private Limited	2,370	2,770
Avacado Properties and Trading (India) Private Limited	1,928	4,098
Gigaplex Estate Private Limited	2,390	4,820
KRC Infrastructure and Projects Private Limited	1,210	860
Sundew Properties Limited	3,720	4,140
Horizonview Properties Private Limited	4,560	4,490
<b>Unsecured loan receivable (current)</b>		
Mindspace Business Parks Private Limited	400	-
Avacado Properties and Trading (India) Private Limited	2170	-
Gigaplex Estate Private Limited	2430	-
<b>Investment in equity shares of SPVs</b>		
Avacado Properties and Trading (India) Private Limited	9,482	9,482
Gigaplex Estate Private Limited	13,121	13,121
Horizonview Properties Private Limited	0	0
KRC Infrastructure and Projects Private Limited	6,868	6,868
Intime Properties Limited	15,478	15,478
Sundew Properties Limited	33,722	33,722
K. Raheja IT Park (Hyderabad) Limited	25,618	25,618
Mindspace Business Parks Private Limited	48,814	48,814
<b>Interest receivable (non-current)</b>		
Mindspace Business Parks Private Limited	-	16
Gigaplex Estate Private Limited	-	94
Sundew Properties Limited	80	11
Avacado Properties and Trading (India) Private Limited	-	84
<b>Interest receivable (current)</b>		
Mindspace Business Parks Private Limited	23	2
Gigaplex Estate Private Limited	140	-
Avacado Properties and Trading (India) Private Limited	125	-
<b>Guarantee commission fees receivable (non-current)</b>		
KRC Infrastructure and Projects Private Limited	5	7
Horizonview Properties Private Limited	0	1
Sundew Properties Limited	0	-
Mindspace Business Parks Pvt Ltd	0	-
<b>Other Financial Liabilities (non-current)</b>		
Sundew Properties Limited	0	0
Mindspace Business Parks Private Limited	1	8
<b>Other Financial Liabilities (current)</b>		
K Raheja Corp Investment Managers LLP	19	17
Mindspace Business Parks Pvt Ltd	8	-
<b>Co-Sponsor Initial Corpus</b>		
Anbee Constructions LLP	0	0
Cape Trading LLP	0	0
<b>Corporate guarantees outstanding</b>		
Horizonview Properties Private Limited	917	689
Mindspace Business Parks Private Limited	3,330	-
Sundew Properties Limited	4,529	-
KRC Infrastructure and Projects Private Limited	5,369	-





## 31 Details of utilisation of proceeds of Debentures are as follows:

Objects of the issue as per the Issue memorandum	Proposed utilisation	Actual utilisation upto 30 June 2021	Unutilised amount as at 30 June 2021
Providing loans to the SPVs for meeting their construction related expenses, working capital or general corporate requirements, repayment of financial indebtedness, general corporate purposes including payment of fees and expenses in connection with the Issue, acquisition of commercial properties or such other purposes as stipulated in the transaction documents.	11,500	11,500	-
<b>Total</b>	<b>11,500</b>	<b>11,500</b>	<b>-</b>

## 32 Commitments and contingencies

## a) Contingent Liabilities

MindSpace REIT has provided corporate guarantees for loans availed by Horizonview, KRC Infra, MBPPL and Sundew and the outstanding guarantee is Rs. 14,144 million.

## b) Statement of capital and other commitments

i) There are no capital commitments as at 30 June 2021 and 31 March 2021.

## 33 Financial instruments :

## (a) The carrying value and fair value of financial instruments by categories are as below:

Particulars	Carrying value	Fair Value	Carrying value	Fair Value
	30 June 2021	30 June 2021	31 March 2021	31 March 2021
<b>Financial assets</b>				
Fair value through profit and loss	-	-	-	-
Fair value through other comprehensive income	-	-	-	-
<b>Amortised cost</b>				
Loans (Non current)	16,178	-	21,178	-
Loans (Current)	5,000	-	-	-
Cash and cash equivalents	2,843	-	2,938	-
Other financial assets	374	-	216	-
<b>Total assets</b>	<b>24,395</b>	<b>-</b>	<b>24,332</b>	<b>-</b>
<b>Financial liabilities</b>				
Fair value through profit and loss	-	-	-	-
Fair value through other comprehensive income	-	-	-	-
<b>Amortised cost</b>				
Borrowings (Non Current)	6,455	-	11,425	-
Borrowings (Current)	4,978	-	-	-
Other financial liabilities	360	-	212	-
Trade payables	8	-	13	-
<b>Total liabilities</b>	<b>11,801</b>	<b>-</b>	<b>11,650</b>	<b>-</b>

The management considers that the carrying amounts of above financial assets and financial liabilities approximate their fair values.

## (b) Measurement of fair values

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:

a) recognised and measured at fair value

b) measured at amortised cost and for which fair values are disclosed in the Condensed Standalone financial statements

To provide an indication about the reliability of the inputs used in determining fair value, MindSpace REIT has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is mentioned below:

**Fair value hierarchy**

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

**Notes to the Condensed Standalone Financial Statements**

(all amounts in Rs. million unless otherwise stated)

**(c) Financial instruments**

Quantitative disclosures fair value measurement hierarchy for assets as at 30 June 2021

Particulars	Total	Level 1	Level 2	Level 3
Financial assets & liabilities measured at fair value	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2021:

Particulars	Total	Level 1	Level 2	Level 3
Financial assets & liabilities measured at fair value	-	-	-	-

**(d) 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 30 June 2021 and 31 March 2021.

**(e) 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 value of mutual funds are based on price quotations at reporting date

ii) The fair values of other current financial assets and financial liabilities are considered to be equivalent to their carrying values.

iii) 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.

**34 Segment Reporting**

MindSpace REIT does not have any Operating segments as at 30 June 2021 and 31 March 2021 and hence, disclosure under Ind AS 108, Operating segments has not been provided in the Condensed Standalone financial statements

**35 Distributions**

The Governing Board of the Manager to the Trust, in their meeting held on 13 August 2021, has declared distribution to unitholders of Rs 4.60 per unit which aggregates to Rs 2,728 million for the quarter ended 30 June 2021. The distributions of Rs 4.60 per unit comprises Rs 4.23 per unit in the form of dividend and Rs 0.37 per unit in the form of interest payment.

36 The figures for the quarter ended 31 March 2021 are the derived figures between the audited figures in respect of the year ended 31 March 2021 and the published year-to-date figures up to 31 December 2020, which were subject to limited review.

37 Previous period figures have been regrouped, as considered necessary, to conform with current period presentation.

38 "0" represents value less than Rs. 0.5 million.





**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Consolidated Financial Statements**  
**Consolidated Balance Sheet**  
(All amounts in Rs. million unless otherwise stated)

	Note	As at 30 June 2021 (Unaudited)	As at 31 March 2021 (Audited)
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	5	1,403	1,410
Capital work-in-progress		22	22
Investment property	6	1,96,451	1,94,725
Investment property under construction	7	12,489	15,317
Other intangible assets	8	1	1
Financial assets			
- Investments	9	22	18
- Other financial assets	10	2,160	1,927
Deferred tax assets (net)	11	1,624	1,543
Non-current tax assets (net)	12	1,150	1,064
Other non-current assets	13	1,013	957
<b>Total non-current assets</b>		<b>2,16,335</b>	<b>2,16,984</b>
<b>Current assets</b>			
Inventories	14	54	51
Financial assets			
- Trade receivables	15	278	214
- Cash and cash equivalents	16 A	3,368	3,539
- Other bank balances	16 B	139	123
- Other financial assets	17	925	1,129
Other current assets	18	745	511
<b>Total current assets</b>		<b>5,509</b>	<b>5,567</b>
<b>Total assets before regulatory deferral account</b>		<b>2,21,844</b>	<b>2,22,551</b>
Regulatory deferral account - assets		190	167
<b>Total assets</b>		<b>2,22,034</b>	<b>2,22,718</b>



## INDEPENDENT AUDITOR'S REPORT ON REVIEW OF CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

To  
The Governing Board,  
K. Raheja Corp Investment Managers LLP (The "Investment Manager")  
(Acting in capacity as the Investment Manager of Mindspace Business Parks REIT)

### Introduction

1. We have reviewed the accompanying unaudited Condensed Consolidated Interim Financial Statements of **MINDSPACE BUSINESS PARKS REIT** ("the REIT") and its subsidiaries (the "Special Purpose Vehicles") (together referred as the "Mindspace Group"), which comprise the unaudited Condensed Consolidated Balance Sheet as at June 30, 2021, the unaudited Condensed Consolidated Statement of Profit and Loss, including other comprehensive income, the unaudited Condensed Consolidated Statement of Cash Flow for quarter ended June 30, 2021, the unaudited Condensed Consolidated Statement of changes in Unitholders' Equity for the quarter ended June 30, 2021 and the Statement of Net Distributable Cash Flow of the REIT and each of its special purpose vehicles for quarter ended June 30, 2021 as an additional disclosure in accordance with paragraph 6 of Annexure A to the Security Exchange Board of India (SEBI) Circular No. CIR/IMD/DF/146/2016 dated December 29, 2016 ("SEBI Circular") along with summary of the significant accounting policies and select explanatory notes (together hereinafter referred as the "Condensed Consolidated Interim Financial Statements").
2. The Condensed Consolidated Interim Financial Statements, which is the responsibility of the Investment Manager and approved by the Governing Board of the Investment Manager, have been prepared in accordance with Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting", 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 SEBI REIT Regulations that would have been followed for half yearly reporting as per the SEBI REIT Regulations. Our responsibility is to express a conclusion on the Condensed Consolidated Interim Financial Statements based on our review.

### Scope of Review

3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Investment Manager's personnel responsible for financial and accounting matters, and applying analytical and





# **Deloitte Haskins & Sells LLP**

other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing issued by ICAI and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

The Condensed Consolidated Interim Financial Statements include the financial information of the entities listed in Annexure A to this report.

## **Conclusion**

4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Condensed Consolidated Interim Financial Statements have not been prepared in accordance with Ind AS 34 "Interim Financial Reporting", 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 SEBI REIT Regulations.

## **Emphasis of matter**

5. We draw attention to Note 44 to the Condensed Consolidated Interim Financial Statements regarding freehold land and building thereon (Paradigm, Malad) held by Avacado Properties and Trading (India) Private Limited which is presently under litigation. Pending the outcome of proceedings and a final closure of the matter, no adjustments have been made in the Condensed Consolidated Interim Financial Statements for the quarter ended June 30, 2021. Our conclusion is not modified in respect of this matter.
6. We draw attention to Note 20(a)(i) of the Condensed Consolidated Interim Financial Statements, which describes the presentation of "Unit Capital" as "Equity" to comply with the REIT Regulations. Our conclusion is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



**Nilesh Shah**

Partner

Membership No. 49660

UDIN: 21049660AAAACW8833

Mumbai, August 13, 2021



# **Deloitte Haskins & Sells LLP**

Annexure "A"

List of entities included in the Condensed Consolidated Interim Financial Statements

Special Purpose Vehicles:

- i. Avacado Properties and Trading (India) Private Limited
- ii. Horizonview Properties Private Limited
- iii. KRC Infrastructure and Projects Private Limited
- iv. Gigaplex Estate Private Limited
- v. Sundew Properties Limited
- vi. Intime Properties Limited
- vii. K. Raheja IT Park (Hyderabad) Limited
- viii. Mindspace Business Parks Private Limited





**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Consolidated Financial Statements**  
**Consolidated Balance Sheet**  
(All amounts in Rs. million unless otherwise stated)

	Note	As at 30 June 2021 (Unaudited)	As at 31 March 2021 (Audited)
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Corpus	19	0	0
Unit Capital	20	1,62,839	1,62,839
Other equity	21	(2,247)	191
<b>Equity attributable to unit holders of the Mindspace REIT</b>		<b>1,60,592</b>	<b>1,63,030</b>
<b>Non-controlling interest</b>	51	<b>8,838</b>	<b>9,104</b>
<b>Total equity</b>		<b>1,69,430</b>	<b>1,72,134</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
- Borrowings	22	28,547	33,489
- Lease liabilities		173	171
- Other financial liabilities	23	2,557	2,528
Provisions	24	30	28
Deferred tax liabilities (net)	25	256	258
Other non-current liabilities	26	533	524
<b>Total non-current liabilities</b>		<b>32,096</b>	<b>36,998</b>
<b>Current liabilities</b>			
Financial liabilities			
- Borrowings	27	11,276	4,065
- Lease liabilities		19	18
- Trade payables	28		
- total outstanding dues of micro enterprises and small enterprises		35	52
- total outstanding dues of creditors other than micro enterprises and small enterprises		763	813
- Other financial liabilities	29	7,713	7,663
Provisions	30	7	6
Other current liabilities	31	627	924
Current tax liabilities (net)	32	36	15
<b>Total current liabilities</b>		<b>20,476</b>	<b>13,556</b>
<b>Total equity and liabilities before regulatory deferral account</b>		<b>2,22,002</b>	<b>2,22,688</b>
Regulatory deferral account - liabilities		32	30
<b>Total equity and liabilities</b>		<b>2,22,034</b>	<b>2,22,718</b>
<b>Significant accounting policies</b>			
	3		
See the accompanying notes to the Condensed Consolidated Financial Statements	4-56		

As per our report of even date attached:

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018

**Nilesh Shah**  
Partner  
Membership number: 49660

Place: Mumbai  
Date: 13 August 2021

for and on behalf of the Governing Board of  
**K Raheja Corp Investment Managers LLP**  
(acting as the Manager to Mindspace Business Parks REIT)

**Ravi C. Raheja**  
Member  
DIN: 00028044

Place: Mumbai  
Date: 13 August 2021

**Vinod N. Rohira**  
Chief Executive Officer  
DIN: 00460667

Place: Mumbai  
Date: 13 August 2021

**Preeti N. Chheda**  
Chief Financial Officer  
DIN: 08066703

Place: Mumbai  
Date: 13 August 2021



**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Consolidated Financial Statements**  
**Consolidated Statement of Profit and Loss**  
**(All amounts in Rs. million unless otherwise stated)**

	Note	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)*	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
<b>Income and gains</b>					
Revenue from operations	33	4,197	4,341	-	11,381
Interest	34	13	82	-	133
Other income	35	12	46	-	51
<b>Total Income</b>		<b>4,222</b>	<b>4,469</b>	<b>-</b>	<b>11,565</b>
<b>Expenses</b>					
Cost of work contract services		-	69	-	274
Cost of materials sold		-	-	-	2
Cost of power purchased		117	145	-	341
Employee benefits expense	36	57	56	-	115
Cost of property management services	37	76	112	-	191
Trustee fees		1	0	-	2
Valuation fees		1	3	-	9
Insurance expense		20	21	-	57
Audit fees		4	11	1	23
Management fees		120	126	-	316
Repairs and maintenance	38	116	121	-	416
Legal & professional fees		27	39	3	138
Impairment Loss	7	-	176	-	176
Other expenses	39	362	497	1	1,039
<b>Total Expenses</b>		<b>901</b>	<b>1,376</b>	<b>5</b>	<b>3,099</b>
<b>Earnings/(loss) before finance costs, depreciation and amortisation, regulatory income / expense, exceptional items and tax</b>		<b>3,321</b>	<b>3,093</b>	<b>(5)</b>	<b>8,466</b>
Finance costs	40	599	607	-	1,707
Depreciation and amortisation expense	41	744	657	-	1,964
<b>Profit/(loss) before rate regulated activities, exceptional items and tax</b>		<b>1,978</b>	<b>1,829</b>	<b>(5)</b>	<b>4,795</b>
Add : Regulatory income/ (expense) (net)		21	17	-	32
Add : Regulatory income/(expense) (net) in respect of earlier periods		-	(13)	-	(33)
<b>Profit/(loss) before exceptional items and tax</b>		<b>1,999</b>	<b>1,833</b>	<b>(5)</b>	<b>4,794</b>
Exceptional Items (refer note 54)		(1,332)	-	-	-
<b>Profit/(loss) before tax</b>		<b>667</b>	<b>1,833</b>	<b>(5)</b>	<b>4,794</b>
Current tax	42	368	309	-	1,033
Deferred tax charge / (income)	42	(11)	249	-	628
MAT credit (entitlement) / charge	42	(72)	9	-	(216)
<b>Tax expense</b>		<b>285</b>	<b>567</b>	<b>-</b>	<b>1,445</b>
<b>Profit/(Loss) for the period/year</b>		<b>382</b>	<b>1,266</b>	<b>(5)</b>	<b>3,349</b>
<b>Profit/(Loss) for the period/year attributable to unit holders of Mindspace REIT</b>		<b>414</b>	<b>1,144</b>	<b>(5)</b>	<b>3,075</b>
<b>Profit/(Loss) for the period/year attributable to non-controlling interests</b>		<b>(32)</b>	<b>122</b>	<b>-</b>	<b>274</b>





**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Consolidated Financial Statements**  
**Consolidated Statement of Profit and Loss**  
**(All amounts in Rs. million unless otherwise stated)**

Note	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)*	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
<b>Other comprehensive income</b>				
A. (i) Items that will not be reclassified to profit or loss - Remeasurements of defined benefit liability/ (asset)	(0)	(0)	-	(0)
(ii) Income tax relating to above	-	-	-	-
B. (i) Items that will be reclassified to profit or loss	-	-	-	-
(ii) Income tax relating to above	-	-	-	-
<b>Other comprehensive income attributable to unit holders of Mindspace REIT</b>	(0)	(0)	-	(0)
<b>Other comprehensive income attributable to non controlling interests</b>	-	-	-	-
<b>Total comprehensive income/(loss) for the period/ year</b>	<b>382</b>	<b>1,266</b>	<b>(5)</b>	<b>3,349</b>
<b>Total comprehensive income /(loss) for the period / year attributable to unit holders of Mindspace REIT</b>	<b>414</b>	<b>1,144</b>	<b>(5)</b>	<b>3,075</b>
<b>Total comprehensive income/(loss) for the period/year attributable to non controlling interests</b>	<b>(32)</b>	<b>122</b>	<b>-</b>	<b>274</b>
Earnings per unit	48			
Basic	0.70	1.93	2.20	7.74
Diluted	0.70	1.93	2.20	7.74
Significant accounting policies	3			
See the accompanying notes to the Condensed Consolidated Financial Statements	4-56			

\*Refer note 53

As per our report of even date attached:

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018

for and on behalf of the Governing Board of  
**K Raheja Corp Investment Managers LLP**  
(acting as the Manager to Mindspace Business Parks REIT)

*N.V. Shah*

Nilesh Shah  
Partner  
Membership number: 49660

Place: Mumbai  
Date : 13 August 2021

*Ravi C. Raheja*

Ravi C. Raheja  
Member  
DIN: 00028044

Place: Mumbai  
Date : 13 August 2021

*Vinod N. Rohira*

Vinod N. Rohira  
Chief Executive Officer  
DIN: 00460667

Place: Mumbai  
Date : 13 August 2021

Preeti N. Chheda  
Chief Financial Officer  
DIN: 08066703

Place: Mumbai  
Date : 13 August 2021



Condensed Consolidated Financial Statements  
Consolidated Statement of Cash Flow  
(All amounts in Rs. million unless otherwise stated)

	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)*	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
<b>A Cash flows from operating activities</b>				
Profit before tax	667	1,833	(5)	4,794
Adjustments for:				
Depreciation and amortisation expense	744	657	-	1,964
Finance costs	599	607	-	1,707
Interest income	(13)	(82)	-	(133)
Provision for doubtful debts (net)	0	(12)	-	11
Gain on redemption of preference shares	-	-	-	(3)
Gain on redemption of mutual fund units	(3)	(3)	-	(5)
Lease Rent	-	2	-	5
Liabilities no longer required written back	(9)	(40)	-	(40)
Inventory written off	-	1	-	1
Exceptional Items (refer note 54)	1,332	-	-	-
Impairment Loss	-	176	-	176
<b>Operating cash flow before working capital changes</b>	<b>3,317</b>	<b>3,138</b>	<b>(5)</b>	<b>8,477</b>
<b>Movement in working capital</b>				
(Increase) / decrease in inventories	(3)	(10)	-	5
(Increase) / decrease in trade receivables	(64)	(382)	-	(272)
(Increase) / decrease in other financial assets and other assets	(262)	(349)	-	(1,089)
(Decrease) / Increase in Other financial liabilities, other liabilities and provisions	(396)	357	3	433
(Decrease) / increase in regulatory deferral account (assets / liabilities)	(22)	(5)	-	0
(Decrease) / increase in trade payables	(48)	310	2	543
<b>Cash generated/(used in) from operations</b>	<b>2,522</b>	<b>3,059</b>	<b>(0)</b>	<b>8,095</b>
Direct taxes paid net of refund received	(433)	32	-	(571)
<b>Net cash generated/(used in) from operating activities (A)</b>	<b>2,089</b>	<b>3,091</b>	<b>(0)</b>	<b>7,525</b>
<b>B Cash flows from investing activities</b>				
Expenditure incurred on investment property and investment property under construction including capital advances, net of capital creditors	(911)	(740)	-	(3,555)
Purchase of property, plant and equipment and intangible assets	(19)	(8)	-	(30)
Investment in Government Bond	(4)	-	-	-
Investment in mutual fund	(1,660)	(3,852)	-	(10,122)
Proceeds from redemption of mutual fund	1,663	3,856	-	10,127
Movement in fixed deposits/other bank balances	(58)	(17)	-	(127)
Loans repayment received from body corporates	-	0	-	12,382
Purchase of Investments (Preference shares)	-	0	-	(334)
Interest received	24	39	-	1,526
<b>Net cash (used in) / generated from investing activities (B)</b>	<b>(965)</b>	<b>(723)</b>	<b>-</b>	<b>9,867</b>





Condensed Consolidated Financial Statements  
Consolidated Statement of Cash Flow  
(All amounts in Rs. million unless otherwise stated)

	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)*	For the quarter ended 30 June 2020 (Unaudited)	For the year ended 31 March 2021 (Audited)
<b>C Cash flows from financing activities</b>				
Proceeds from external borrowings	2,778	1,605	-	3,542
Repayment of external borrowings	(1,996)	(4,492)	-	(34,785)
Proceeds from issue of units	-	-	-	10,000
Collection towards Offer For Sale	-	-	-	35,000
Payment to Sponsor Group and Blackstone entities in respect of Offer For Sale	-	-	-	(35,000)
Proceeds from issue of non-convertible debentures	-	4,500	-	11,500
Expenses incurred towards Initial Public Offering	-	-	-	(264)
Non-convertible debentures issue expenses	-	(32)	-	(70)
Payment towards lease liabilities	(2)	(14)	-	(16)
Dividend paid (including tax)	(3,086)	(3,066)	-	(3,253)
Recovery Expense Fund Deposits	-	(1)	-	(1)
Finance costs paid	(463)	(557)	-	(1,697)
Net cash generated /(used in) financing activities (C)	(2,769)	(2,057)	-	(15,044)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(1,645)	311	(0)	2,348
Cash and cash equivalents at the beginning of the period/year	1,465	1,154	0	0
Cash and cash equivalents acquired due to asset acquisition (refer note 43)	-	-	-	(883)
Cash and cash equivalents at the end of the period / year	(180)	1,465	(0)	1,465
Cash and cash equivalents comprises (refer note no. 16A & 27)				
Cash on hand	2	2	-	2
Investment in axis overnight mutual fund	0	-	-	-
Balance with banks				
- on current accounts	3,146	3,060	0	3,060
- in escrow accounts	145	64	-	64
Deposit accounts with less than or equal to three months maturity	75	413	-	413
Cheques on hand	-	-	-	-
Less : Bank overdraft	(3,548)	(2,074)	-	(2,074)
Cash and cash equivalents at the end of the period / year	(180)	1,465	0	1,465

Significant accounting policies - refer note 3

Note:

1. The Trust has issued units in exchange for acquisition of assets during the period ended 30 September 2020. The same was not been reflected in Condensed Consolidated Statement of Cash Flows for the year ended 31 March, 2021 since these were non-cash transactions. (refer note 43)

See the accompanying notes to the Condensed Consolidated Financial Statements - refer note 4-56

\*Refer note 53

As per our report of even date attached:

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018

for and on behalf of the Governing Board of  
K Raheja Corp Investment Managers LLP  
(acting as the Manager to Mindspace Business Parks REIT)

  
Nilesh Shah  
Partner  
Membership number: 49660

  
Ravi C. Raheja  
Member  
DIN: 00028044

  
Vinod N. Rohira  
Chief Executive Officer  
DIN: 00460667

  
Preeti N. Chheda  
Chief Financial Officer  
DIN: 08066703

Place: Mumbai  
Date : 13 August 2021

Place: Mumbai  
Date : 13 August 2021

Place: Mumbai  
Date : 13 August 2021

Place: Mumbai  
Date : 13 August 2021



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

**Condensed Consolidated Financial Statements****Consolidated Statement of changes in Unit holder's Equity**

(All amounts in Rs. million unless otherwise stated)

<b>A. Corpus</b>	<b>Amount</b>
Balance as on 1 April 2020	0
Additions during the year	-
<b>Closing balance as at 31 March 2021</b>	<b>0</b>
Balance as on 1 April 2021	0
Additions during the period	-
<b>Closing balance as at 30 June 2021</b>	<b>0</b>
<b>B. Unit Capital</b>	<b>Amount</b>
Balance as at 1 April 2020	-
Add: Units issued during the period (refer note 20)	1,63,080
Less: Issue expenses	(241)
<b>Balance as at 31 March 2021</b>	<b>1,62,839</b>
<b>Balance as at 1 April 2021</b>	<b>1,62,839</b>
Changes during the period	-
<b>Balance as at 30 June 2021</b>	<b>1,62,839</b>
<b>C. Other equity</b>	<b>Amount</b>
<b>Retained Earnings</b>	<b>Amount</b>
Balance as at 1 April 2020	(49)
Add: Profit / (loss) for the year attributable to the unitholders of Mindspace REIT	3,075
Add: Other comprehensive income attributable to the unitholders of Mindspace REIT	-
Less: Distribution to Unitholders for the quarter ended 31 December 2020*	(2,835)
<b>Balance as at 31 March 2021</b>	<b>191</b>
<b>Balance as at 1 April 2021</b>	<b>191</b>
Add: Profit / (loss) for the period attributable to the unitholders of Mindspace REIT	414
Add: Other comprehensive income attributable to the unitholders of Mindspace REIT	(0)
Less: Distribution to Unitholders for the quarter ended 31 March 2021*	(2,852)
<b>Balance as at 30 June 2021</b>	<b>(2,247)</b>

\* The distributions made by Trust to its Unitholders are based on the Net Distributable Cash flows (NDCF) of Mindspace REIT under the REIT Regulations.

**Significant accounting policies – refer note 3**

See the accompanying notes to the Condensed Consolidated Financial Statements - refer note 4-56

As per our report of even date attached:

for Deloitte Haskins &amp; Sells LLP

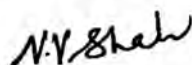
Chartered Accountants

Firm's registration number: 117366W/W-100018

for and on behalf of the Governing Board of

**K Raheja Corp Investment Managers LLP**

(acting as the Manager to Mindspace Business Parks REIT)


**Nitesh Shah**

Partner

Membership number: 49660


**Ravi C. Raheja**

Member

DIN: 00028044


**Vinod N. Rohira**

Chief Executive Officer

DIN: 00460667

**Preeti N. Chheda**

Chief Financial Officer

DIN: 08066703

Place: Mumbai

Date : 13 August 2021

Place: Mumbai

Date : 13 August 2021

Place: Mumbai

Date : 13 August 2021

Place: Mumbai

Date : 13 August 2021





**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Consolidated Financial Statements**

Disclosure pursuant to SEBI circular No. CIR/IMD/DF/146/2016  
 (All amounts in Rs. million unless otherwise stated)

Net Distributable Cash Flows (NDCF) pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016  
 (i) Mindspace REIT Standalone

Sr. no.	Description	For the quarter ended 30 June 2021 (Unaudited)	For the quarter ended 31 March 2021 (Audited)	For the year ended 31 March 2021 (Audited)
1	Cash flows received from Asset SPVs including but not limited to:			
	interest	264	255	456
	dividends (net of applicable taxes)	2,587	2,681	5,344
	repayment of REIT Funding	-	-	-
	proceeds from buy-backs/ capital reduction (net of applicable taxes)	-	-	-
	redemption proceeds from preference shares or any other similar instrument	-	-	-
2	Add: Proceeds from sale of investments, assets, sale of shares of Asset SPVs, liquidation of any other asset or investment (incl. cash equivalents) or any form of fund raise at Mindspace REIT level adjusted for the following: <sup>(3) &amp; (4)</sup>	420	5,200	7,620
	applicable capital gains and other taxes, if any	-	-	-
	debts settled or due to be settled from sale proceeds	-	-	-
	transaction costs	-	(30)	(50)
	proceeds re-invested or planned to be reinvested in accordance with the REIT regulations	-	-	-
	any acquisition	-	-	-
	investments as permitted under the REIT regulations	-	-	-
	lending to Asset SPVs	(420)	(5,170)	(7,570)
	as maybe deemed necessary by the Manager	-	-	-
3	Add: Proceeds from sale of investments, assets or sale of shares of Asset SPVs not distributed pursuant to an earlier plan to re-invest in accordance with the REIT Regulations, if such proceeds are not intended to be invested subsequently	-	-	-
4	Add: Any other income received by Mindspace REIT not captured herein	1	1	2
5	Less: Any other expenses paid by Mindspace REIT not captured herein	(19)	(2)	(35)
6	Less: Any expense in the nature of capital expenditure at Mindspace REIT level	-	-	-
7	Less: Net debt repayment / (drawdown), redemption of preference shares / debentures / any other such instrument / premiums / any other obligations / liabilities, etc., as maybe deemed necessary by the Manager	-	-	-
8	Add/Less: Other adjustments, including but not limited to net changes in security deposits, working capital, etc., as may be deemed necessary by the Manager <sup>(5) &amp; (6)</sup>	(55)	(31)	(24)
9	Less: Interest paid on external debt borrowing at Mindspace REIT level	(46)	(37)	(37)
10	Less: Income tax and other taxes (if applicable) at the standalone Mindspace REIT level	-	-	-
	<b>Net Distributable Cash Flows (NDCF)</b>	<b>2,732</b>	<b>2,866</b>	<b>5,706</b>

**Notes:**

- The Governing Board of the Manager to the Trust, in their meeting held on 13 August 2021, has declared distribution to unitholders of Rs 4.60 per unit which aggregates to Rs 2,728 million for the quarter ended 30 June 2021. The distributions of Rs 4.60 per unit comprises Rs. 4.23 per unit in the form of dividend and Rs 0.37 per unit in the form of interest payment.
- Statement of Net Distributable Cash Flows have not been disclosed for all the comparative periods since the first distribution of the REIT as stated in the Final Offer Document was made upon completion of the first full quarter after the listing of the Units on the Stock Exchanges i.e. 31 December 2020.
- For the year ended 31 March 2021, lending to SPVs from fund raised at REIT level in the quarter ended 30 September 2020 has been excluded for the purpose of NDCF calculation.
- Repayment of REIT funding which is further lent to SPVs has been captured under "Liquidation of assets"
- Lending to and repayment from SPVs within the same quarter has been adjusted under "Other Adjustments"
- Borrowing from and repayment to SPVs within the same quarter has been adjusted under "Other Adjustments"

**Significant accounting policies - refer note 3**

See the accompanying notes to the Condensed Consolidated Financial Statements - refer note 4-56

As per our report of even date attached:

for Deloitte Haskins & Sells LLP  
 Chartered Accountants  
 Firm's registration number: 117366W/W-100018

*N.Y. Shah*  
**Nilesh Shah**  
 Partner  
 Membership number: 49660

Place: Mumbai  
 Date: 13 August 2021

for and on behalf of the Governing Board of  
**K Raheja Corp Investment Managers LLP**  
 (as Manager of the Mindspace Business Parks REIT)

*Ravi C. Raheja*  
**Ravi C. Raheja**  
 Member  
 DIN: 00028044

Place: Mumbai  
 Date: 13 August 2021

*Vinod N. Rohira*  
**Vinod N. Rohira**  
 Chief Executive Officer  
 DIN: 00460667

Place: Mumbai  
 Date: 13 August 2021

*Preeti N. Chheda*  
**Preeti N. Chheda**  
 Chief Financial Officer  
 DIN: 08066703

Place: Mumbai  
 Date: 13 August 2021



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

Condensed Consolidated Financial Statements

Disclosure pursuant to SEBI circular No. CIR/IMD/DF/146/2016

(All amounts in Rs. million unless otherwise stated)

Additional disclosures as required by Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Net Distributable Cash Flows (NDCF) pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

(ii) Calculation of net distributable cash flows at each Asset SPV

For the quarter ended 30 June 2021 pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Sr. no.	Description	Avacado	MBPPL	Horizonview	Gigaplex	KRC Infra	Intime	KRIT	Sundew	Elimination <sup>(2)</sup>	Total (Unaudited)
1.	Profit after tax as per Statement of profit and loss/income and expenditure (standalone) (A)	59	647	(186)	(200)	79	253	88	486	-	1,226
2.	Add: Depreciation and amortisation as per Statement of profit and loss/income and expenditure	20	111	30	88	37	8	9	83	-	386
3.	Add/Less: Loss/gain on sale of real estate assets	-	-	-	-	-	-	-	-	-	-
4.	Add: Proceeds from sale of real estate assets, liquidation of any other asset or investment (incl. cash equivalents) or any form of fund raise at the Asset SPV level adjusted for the following:	-	-	70	-	350	420	400	100	(1,340)	0
	debits settled or due to be settled from sale proceeds	-	-	-	-	-	-	-	-	-	-
	transaction costs	-	-	-	-	-	-	-	-	-	-
	proceeds re-invested or planned to be reinvested in accordance with the REIT Regulations	-	-	-	-	-	-	-	-	-	-
	any acquisition	-	-	-	-	-	-	-	-	-	-
	investment in any form as permitted under the REIT Regulations as may be deemed necessary by the Manager	-	-	-	-	-	-	-	-	-	-
5.	Add: Proceeds from sale of real estate assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-	-	-	-	-
6.	Add/Less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), as may be deemed necessary by the Manager <sup>(3)</sup> For example, any decrease/increase in carrying amount of an asset or of a liability recognised in statement of profit and loss/income and expenditure on measurement of the asset or the liability at fair value, interest cost as per effective interest rate method, deferred tax, lease rents recognised on a straight line basis, etc.	28	125	18	297	17	5	224	81	-	795
7.	Add: Cash flow received from Asset SPV and investment entity, if any including (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	-	-	-	-	-	-	-	-	-	-
8.	Add: Interest on borrowings from Mindspace REIT	38	56	86	52	26	-	-	6	-	264
9.	Add/Less: Other adjustments, including but not limited to net changes in security deposits, working capital, etc., as may be deemed necessary by the Manager <sup>(1) &amp; (4)</sup>	63	(204)	(3)	(57)	36	(76)	(97)	(195)	-	(533)
10.	Less: Any expense in the nature of capital expenditure including capitalized interest thereon (to the parties other than Mindspace REIT), overheads, etc. <sup>(4) &amp; (5)</sup>	(35)	(120)	(61)	(322)	(403)	(3)	(94)	(96)	-	(1,134)
11.	Less: Net debt repayment / (drawdown) / redemption of preference shares / debentures / any other such instrument / premiums / accrued interest / any other obligations / liabilities etc., to parties other than Mindspace REIT, as may be deemed necessary by the Manager	(135)	193	133	181	(119)	0	244	851	920	2,268
12.	Less: Proceeds to shareholders other than Mindspace REIT through buyback of shares/ capital reduction/ dividend paid on preference or equity capital, buyback distribution tax if any paid on the same, and further including buyback distribution tax, if applicable on distribution to Mindspace REIT <sup>(6)</sup>	-	-	-	-	NA	(63)	(85)	(86)	-	(234)
	<b>Total Adjustments (B)</b>	(21)	161	274	239	(56)	291	601	744	(420)	1,813
	<b>Net Distributable Cash Flows (C)=(A+B)</b>	38	808	87	39	23	544	689	1,230	(420)	3,008





Note 1: Borrowing from and repayment to REIT within the same quarter has been adjusted under "Other Adjustments"

Note 2: For the purpose of eliminations, repayment of Inter SPV loans and repayment of loans from REIT (further lent to Asset SPVs) is considered

Note 3: In case of KRIT, amount includes written down value (in SPV) of the buildings bearing nos. 1A & 1B and plant and machinery and other items attached to the buildings amounting Rs 260 million on account of demolition of the said buildings. The Company has received concurrence from TSIC on 23 June 2021 for redevelopment.

Note 4: The change in balance in of Book Overdraft disclosed under other current financial liabilities is not considered as distributable cash-flow and accordingly, it is adjusted while determining Net distributable cash flow for the quarter

Note 5: In case of Sundew, during the quarter ended 30 June 2021, a total amount of Rs. 204 million (Including Rs 42 million incurred during the quarter) has been transferred from capital expenditure to other adjustments pursuant to lease commencement of fit-outs

Note 6: As per Chapter V, clause 16(a) of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time, the entity is required to distribute not less than 90% of net distributable cash flows of the entity to Mindspace REIT in proportion of its holding in the SPV subject to applicable provisions in the Companies Act, 2013. As per distribution policy adopted by the governing board of Mindspace REIT's Manager (K Raheja Corp Investment Managers LLP), any proceeds to shareholders other than Mindspace REIT is reduced to arrive at Net Distributable Cash Flows (NDCF)

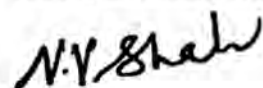
The above note has been prepared as per the distribution policy adopted by the governing board of Mindspace REIT's Manager, which is forming part of the Final offer document of Mindspace REIT and does not represent amount available for declaring dividend as per section 123 of the Companies Act, 2013 read with Declaration and Payment of Dividend Rules 2014

Significant accounting policies - refer note 3

See the accompanying notes to the Condensed Consolidated Financial Statements - refer note 4-56

As per our report of even date attached:

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018



Nilesh Shah  
Partner  
Membership number: 49660  
Place: Mumbai  
Date : 13 August 2021

for and on behalf of the Governing Board of  
K Raheja Corp Investment Managers LLP  
(as Manager of the Mindspace Business Parks REIT)



Ravi C. Raheja  
Member  
DIN: 00028044  
Place: Mumbai  
Date : 13 August 2021



Vinod N. Rohira  
Chief Executive Officer  
DIN: 00460667  
Place: Mumbai  
Date : 13 August 2021

Preeti N. Chheda  
Chief Financial Officer  
DIN: 08066703  
Place: Mumbai  
Date : 13 August 2021



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

Condensed Consolidated Financial Statements

Disclosure pursuant to SEBI circular No. CIR/IMD/DF/146/2016

(All amounts in Rs. million unless otherwise stated)

Additional disclosures as required by Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Net Distributable Cash Flows (NDCF) pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

(iii) Calculation of net distributable cash flows at each Asset SPV

For the quarter ended 31 March 2021 pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Sr. no.	Description	Avacado	MBPPL	Horizonview	Gigaplex	KRC Infra	Intime	KRIT	Sundew	Elimination <sup>(3)</sup>	Total
1.	Profit after tax as per Statement of profit and loss/income and expenditure (standalone) (A)	56	649	(396)	147	(81)	228	320	469	-	1,392
2.	Add: Depreciation and amortisation as per Statement of profit and loss/income and expenditure	18	109	31	87	36	9	8	76	-	374
3.	Add/less: Loss/gain on sale of real estate assets	-	-	-	-	-	-	-	-	-	-
4.	Add: Proceeds from sale of real estate assets, liquidation of any other asset or investment (incl cash equivalents) or any form of fund raise at the Asset SPV level adjusted for the following:	-	750	200	-	500	250	315	3,960	(1,505)	4,470
	debts settled or due to be settled from sale proceeds	-	-	-	-	-	-	-	-	-	-
	transaction costs	-	-	-	-	-	-	-	-	-	-
	proceeds re-invested or planned to be reinvested in accordance with the REIT Regulations	-	-	-	-	-	-	-	-	-	-
	any acquisition	-	-	-	-	-	-	-	-	-	-
	investment in any form as permitted under the REIT Regulations	-	-	-	-	-	-	-	-	-	-
	as may be deemed necessary by the Manager	-	-	-	-	-	-	-	-	-	-
5.	Add: Proceeds from sale of real estate assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-	-	-	-	-
6.	Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), as may be deemed necessary by the Manager.	21	16	220	(68)	161	6	24	19	-	399
	For example, any decrease/increase in carrying amount of an asset or of a liability recognised in statement of profit and loss/income and expenditure on measurement of the asset or the liability at fair value, interest cost as per effective interest rate method, deferred tax, lease rents recognised on a straight line basis, etc.	-	-	-	-	-	-	-	-	-	-
7.	Add: Cash flow received from Asset SPV and investment entity, if any including (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	-	-	-	-	-	-	-	-	-	-
8.	Add: Interest on borrowings from Mindspace REIT	43	41	80	62	18	-	-	11	-	255
9.	Add/less: Other adjustments, including but not limited to net changes in security deposits, working capital, etc., as may be deemed necessary by the Manager <sup>(2)</sup>	159	318	0	398	37	96	137	(561)	-	584
10.	Less: Any expense in the nature of capital expenditure including capitalized interest thereon (to the parties other than Mindspace REIT), overheads, etc. <sup>(5)</sup>	(45)	(84)	(78)	(299)	(397)	(6)	(120)	129	-	(900)
11.	Less: Net debt repayment / (drawdown) / redemption of preference shares / debentures / any other such instrument / premiums / accrued interest / any other obligations / liabilities etc., to parties other than Mindspace REIT, as may be deemed necessary by the Manager	191	(916)	19	40	(267)	0	71	(3,305)	805	(3,362)
12.	Less: Proceeds to shareholders other than Mindspace REIT through buyback of shares/ capital reduction/ dividend paid on preference or equity capital, buyback distribution tax if any paid on the same, and further including buyback distribution tax, if applicable on distribution to Mindspace REIT <sup>(4)</sup>	-	-	-	-	-	(63)	(83)	(86)	-	(232)
	<b>Total Adjustments (B)</b>	<b>387</b>	<b>234</b>	<b>472</b>	<b>220</b>	<b>88</b>	<b>292</b>	<b>352</b>	<b>243</b>	<b>(700)</b>	<b>1,588</b>
	<b>Net Distributable Cash Flows (C) = (A+B)</b>	<b>443</b>	<b>883</b>	<b>76</b>	<b>367</b>	<b>7</b>	<b>520</b>	<b>672</b>	<b>712</b>	<b>(700)</b>	<b>2,980</b>





Note 1: Statement of Net Distributable Cash Flows have not been disclosed for all the comparative periods since the first distribution of the REIT as stated in the Final Offer Document was made upon completion of the first full quarter after the listing of the Units on the Stock Exchanges i.e. 31 December 2020

Note 2: Borrowing from and repayment to REIT within the same quarter has been adjusted under "Other Adjustments"

Note 3: For the purpose of eliminations, repayment of Inter SPV loans and repayment of loans from REIT (further lent to Asset SPVs) is considered

Note 4: As per Chapter V, clause 16(a) of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time, the entity is required to distribute not less than 90% of net distributable cash flows of the entity to Mindspace REIT in proportion of its holding in the SPV subject to applicable provisions in the Companies Act, 2013. As per distribution policy adopted by the governing board of Mindspace REIT's Manager (K Raheja Corp Investment Managers LLP), any proceeds to shareholders other than Mindspace REIT is reduced to arrive at Net Distributable Cash Flows (NDCF)

The above note has been prepared as per the distribution policy adopted by the governing board of Mindspace REIT's Manager, which is forming part of the Final offer document of Mindspace REIT and does not represent amount available for declaring dividend as per section 123 of the Companies Act, 2013 read with Declaration and Payment of Dividend Rules 2014

Note 5: In case of Sundew, during the quarter ended 31 March 2021, a total amount of Rs 469 million (including a sum of Rs 136 million incurred during the quarter) has been transferred from capital expenditure to other adjustments pursuant to lease commencement of fit outs.

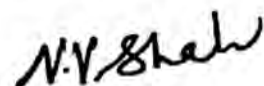
**Significant accounting policies - refer note 3**

See the accompanying notes to the Condensed Consolidated Financial Statements - refer note 4-56

As per our report of even date attached:

for Deloitte Haskins & Sells LLP  
Chartered Accountants  
Firm's registration number: 117366W/W-100018

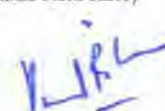
for and on behalf of the Governing Board of  
**K Raheja Corp Investment Managers LLP**  
(as Manager of the Mindspace Business Parks REIT)



Nitesh Shah  
Partner  
Membership number: 49660  
Place: Mumbai  
Date: 13 August 2021



Ravi C. Raheja  
Member  
DIN: 00028044  
Place: Mumbai  
Date: 13 August 2021



Vinod N. Rohira  
Chief Executive Officer  
DIN: 00460667  
Place: Mumbai  
Date: 13 August 2021

Preeti N. Chheda  
Chief Financial Officer  
DIN: 08066703  
Place: Mumbai  
Date: 13 August 2021



**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

Condensed Consolidated Financial Statements

Disclosure pursuant to SEBI circular No. CIR/IMD/DF/146/2016

(All amounts in Rs. million unless otherwise stated)

Additional disclosures as required by Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Net Distributable Cash Flows (NDCF) pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

(iv) Calculation of net distributable cash flows at each Asset SPV

For the year ended 31 March 2021 pursuant to guidance under Paragraph 6 to SEBI circular No. CIR/IMD/DF/146/2016

Sr. no.	Description									Elimination	Total
		Avacado	MBPPL	Horizonview	Gigaplex	KRC Infra	Intime	KRIT	Sundew	(A)	
1	Profit after tax as per Statement of profit and loss/income and expenditure (standalone) (A)	105	1,357	(606)	177	(28)	524	671	901	-	3,101
2	Add: Depreciation and amortisation as per Statement of profit and loss/income and expenditure	37	220	60	172	71	17	17	153	-	747
3	Add/less: Loss/gain on sale of real estate assets	-	-	-	-	-	-	-	-	-	-
4	Add: Proceeds from sale of real estate assets, liquidation of any other asset or investment (incl. cash equivalents) or any form of fund raise at the Asset SPV level adjusted for the following:	2,170	2,370	220	2,430	860	250	315	4,380	(1,925)	11,070
	debts settled or due to be settled from sale proceeds	-	-	-	-	-	-	-	-	-	-
	transaction costs	-	-	-	-	-	-	-	-	-	-
	proceeds re-invested or planned to be reinvested in accordance with the REIT Regulations	-	-	-	-	-	-	-	-	-	-
	any acquisition	-	-	-	-	-	-	-	-	-	-
	investment in any form as permitted under the REIT Regulations as may be deemed necessary by the Manager	-	-	-	-	-	-	-	-	-	-
5	Add: Proceeds from sale of real estate assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently	-	-	-	-	-	-	-	-	-	-
6	Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), as may be deemed necessary by the Manager. For example, any decrease/increase in carrying amount of an asset or of a liability recognised in statement of profit and loss/income and expenditure on measurement of the asset or the liability at fair value, interest cost as per effective interest rate method, deferred tax, lease rents recognised on a straight line basis, etc.	45	1	267	(11)	172	(9)	2	30	-	497
7	Add: Cash flow received from Asset SPV and investment entity, if any including (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	-	-	-	-	-	-	-	-	-	-
8	Add: Interest on borrowings from Mindspace REIT	90	44	167	124	19	-	-	12	-	456
9	Add/Less: Other adjustments, including but not limited to net changes in security deposits, working capital, etc., as may be deemed necessary by the Manager <sup>(2) &amp; (3)</sup>	213	226	(32)	373	(316)	141	485	(465)	-	625
10	Less: Any expense in the nature of capital expenditure including capitalized interest thereon (to the parties other than Mindspace REIT), overheads, etc. <sup>(6) &amp; (7)</sup>	(82)	(80)	(195)	(615)	(1,294)	(6)	(231)	(156)	-	(2,659)
11	Less: Net debt repayment / (drawdown) / redemption of preference shares / debentures / any other such instrument / premiums / accrued interest / any other obligations / liabilities etc., to parties other than Mindspace REIT, as may be deemed necessary by the Manager	(2,086)	(2,136)	272	(1,817)	476	0	71	(3,420)	805	(7,835)
12	Less: Proceeds to shareholders other than Mindspace REIT through buyback of shares/ capital reduction/ dividend paid on preference or equity capital, buyback distribution tax if any paid on the same, and further including buyback distribution tax, if applicable on distribution to Mindspace REIT <sup>(3)</sup>	-	-	-	-	-	(114)	(149)	(155)	-	(418)
	<b>Total Adjustments (B)</b>	<b>387</b>	<b>645</b>	<b>759</b>	<b>656</b>	<b>(113)</b>	<b>279</b>	<b>510</b>	<b>379</b>	<b>(1,120)</b>	<b>2,483</b>
	<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>492</b>	<b>2,002</b>	<b>153</b>	<b>833</b>	<b>(40)</b>	<b>803</b>	<b>1,181</b>	<b>1,280</b>	<b>(1,120)</b>	<b>5,584</b>





**MINDSPACE BUSINESS PARKS REIT**

**RN-IN/REIT/19-20/003**

**Condensed Consolidated Financial Statements**

**Disclosure pursuant to SEBI circular No. CIR/IMD/DF/146/2016**

**(All amounts in Rs. million unless otherwise stated)**

Note 1: Statement of Net Distributable Cash Flows have not been disclosed for all the comparative periods since the first distribution of the REIT as stated in the Final Offer Document was made upon completion of the first full quarter after the listing of the Units on the Stock Exchanges i.e. 31 December 2020.

Note 2: Lending to and repayment from REIT within the same quarter has been adjusted under "Other Adjustments"

Note 3: Borrowing from and repayment to REIT within the same quarter has been adjusted under "Other Adjustments"

Note 4: For the purpose of eliminations, repayment of Inter SPV loans and repayment of loans from REIT (further lent to Asset SPVs) is considered

Note 5: As per Chapter V, clause 16(a) of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time, the entity is required to distribute not less than 90% of net distributable cash flows of the entity to Mindspace REIT in proportion of its holding in the SPV subject to applicable provisions in the Companies Act, 2013. As per distribution policy adopted by the governing board of Mindspace REIT's Manager (K Raheja Corp Investment Managers LLP), any proceeds to shareholders other than Mindspace REIT is reduced to arrive at net distributable cash flows (NDCF).

The above note has been prepared as per the distribution policy adopted by the governing board of Mindspace REIT's Manager, which is forming part of the Final offer document of Mindspace REIT and does not represent amount available for declaring dividend as per section 123 of the Companies Act, 2013 read with Declaration and Payment of Dividend Rules 2014.

Note 6: In case of MBPPL, during the quarter ended 31st December 2020, a total amount of Rs 134 million (including a sum of Rs 50 million incurred during the quarter) has been transferred from capital expenditure to other adjustments pursuant to lease commencement of fit outs.

Note 7: In case of Sundew, during the quarter ended 31 March 2021, a total amount of Rs 469 million (including a sum of Rs 136 million incurred during the quarter) has been transferred from capital expenditure to other adjustments pursuant to lease commencement of fit outs.

**Significant accounting policies - refer note 3**

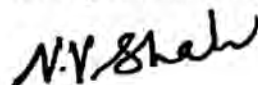
See the accompanying notes to the Condensed Consolidated Financial Statements - refer note 4-56

As per our report of even date attached:

for **Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's registration number: 117366W/W-100018



**Nilesh Shah**

Partner

Membership number: 49660

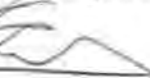
Place: Mumbai

Date: 13 August 2021

for and on behalf of the Governing Board of

**K Raheja Corp Investment Managers LLP**

(as Manager of the Mindspace Business Parks REIT)



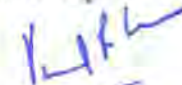
**Ravi C. Raheja**

Member

DIN: 00028044

Place: Mumbai

Date: 13 August 2021



**Vinod N. Rohira**

Chief Executive Officer

DIN: 00460667

Place: Mumbai

Date: 13 August 2021

**Preeti N. Chheda**

Chief Financial Officer

DIN: 08066703

Place: Mumbai

Date: 13 August 2021



**1 Organisation Structure**

The interim condensed consolidated financial statements ('Condensed Consolidated Financial Statements') comprise financial statements of Mindspace Business Parks Real Estate Investment Trust (Mindspace Business Parks REIT/Mindspace REIT/Trust), its SPVs Mindspace Business Parks Private Limited (MBPPL), Gigaplex Estate Private Limited (Gigaplex), Sundew Properties Limited (Sundew), Intime Properties Limited (Intime), K. Raheja IT Park (Hyderabad) Limited (KRIT), RRC Infrastructure and Projects Private Limited (RRC Infra), Horizonview Properties Private Limited (Horizonview), Avacado Properties and Trading (India) Private Limited (Avacado) (individually referred to as 'Special Purpose Vehicle' or 'SPV' or 'Asset SPV' and together referred to as 'Mindspace Business Parks Group'/Mindspace Group). The SPVs are companies domiciled in India.

Anbee Constructions LLP ('ACL') and Cape Trading LLP ('CTL') collectively known as (the 'Sponsors' or the 'Co-Sponsors') have set up the 'Mindspace Business 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 18th November 2019 under Regulation 6 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 having registration number RN IN/REIT/19-20/003. The Trustee to Mindspace REIT is Axis Trustee Services Limited (the 'Trustee') and the Manager for Mindspace REIT is K. Raheja Corp Investment Managers LLP (the 'Investment Manager').

The objectives and principal activity of Mindspace REIT is to carry on the activity of a real estate investment trust, as permissible under the REIT Regulations, to raise funds through the REIT, to make investments in accordance with the REIT Regulations and the Investment Strategy and to carry on the activities as may be required for operating the REIT, including incidental and ancillary matters thereto.

Mindspace REIT acquired the SPVs by acquiring all the equity interest held by the Sponsor Group and Blackstone entities in the SPVs on 30 July 2020. In exchange for these equity interests, the above shareholders have been allotted 55,66,54,582 Units of Mindspace Parks REIT issued at Rs. 275 each.

Mindspace REIT went public as per its plan for Initial Public Offer of Units after obtaining the required approvals from the relevant authorities. The Units were allotted to the successful applicants on 4 August 2020.

All these units were subsequently listed on the Bombay Stock Exchange (BSE Limited) and National Stock Exchange (NSE) on 7 August 2020.

The brief activities and shareholding pattern of the SPVs are provided below:

Name of the SPV	Activities	Shareholding (in percentage) as at 31 March 21	Shareholding (in percentage) as at 30 June 2021
MBPPL	The SPV is engaged in real estate development projects such as Special Economic Zone (SEZ), Information Technology Parks and other commercial assets. The SPV has its projects in Airoli (Navi Mumbai), Pune and Pocharam (Hyderabad). The SPV is a deemed distribution licensee pursuant to which it can distribute power to the SEZ tenants within the Park. It commenced distribution of electricity in its project at Airoli, Navi Mumbai from 9 April 2015.	Mindspace Business Parks REIT : 100%	Mindspace Business Parks REIT : 100%
Gigaplex	The SPV is engaged in real estate development projects such as Special Economic Zone (SEZ), Information Technology Parks and other commercial assets. The SPV has its projects in Airoli (Navi Mumbai). The SPV is a deemed distribution licensee pursuant to which it can distribute power to the SEZ tenants within the Park. It commenced distribution of electricity in its project at Airoli, Navi Mumbai from 19 April 2016.	Mindspace Business Parks REIT : 100%	Mindspace Business Parks REIT : 100%
Sundew	The SPV is engaged in development and leasing/licensing of IT park, SEZ to different customers in Hyderabad.	Mindspace Business Parks REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)	Mindspace Business Parks REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)
Intime	The SPV is engaged in development and leasing/licensing of IT park to different customers in Hyderabad.	Mindspace Business Parks REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)	Mindspace Business Parks REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)
KRIT	The SPV is engaged in development and leasing/licensing of IT park to different customers in Hyderabad.	Mindspace Business Parks REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)	Mindspace Business Parks REIT : 89% Andhra Pradesh Industrial Infrastructure Corporation Limited (11%)





# MINDSPACE BUSINESS PARKS REIT

RN:IN/REIT/19-20/003

## Condensed Consolidated Financial Statements

### Notes to Accounts

(All amounts in Rs. million unless otherwise stated)

KRC Infra	The SPV is engaged in real estate development projects such as Special Economic Zone (SEZ) and Information Technology Parks. The SPV has its project in Kharadi, Pune. The SPV is a deemed distribution licensee pursuant to which it can distribute power to the SEZ tenants within the Park. It commenced distribution of electricity in its project at Kharadi, Pune from 1 June 2019.	Mindspace Business Parks REIT : 100%	Mindspace Business Parks REIT : 100%
Horizonview	The SPV is engaged in development and leasing/licensing of IT park to different customers in Chennai.	Mindspace Business Parks REIT : 100%	Mindspace Business Parks REIT : 100%
Avacado	The SPV has developed an industrial park for the purpose of letting out to different customers in Paradigm building at Malad, Mumbai and is being maintained and operated by the SPV. The SPV also has a commercial project in Bandra Kurla Complex, Mumbai.	Mindspace Business Parks REIT : 100%	Mindspace Business Parks REIT : 100%

#### Basis of preparation

The Condensed Consolidated Financial Statements of Mindspace Business Parks REIT comprise the Condensed Consolidated Balance Sheet as at 30 June 2021, the Condensed Consolidated Statement of Profit and Loss, including other comprehensive income, the Condensed Consolidated Statement of Cash Flow for quarter ended 30 June 2021, the Condensed Statement of Changes in Unitholders Equity for the quarter ended 30 June 2021, the Statement of Net Distributable Cashflows of Mindspace Business Parks REIT and each of the SPVs for the quarter ended 30 June 2021 and a summary of the significant accounting policies and select explanatory information and other additional financial disclosures. The Condensed Consolidated Financial Statements have been prepared in accordance with the requirements of 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 Circular No. CIR/IMD/DF/146/2016 dated December 29, 2016 ("the REIT regulations"); Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting" to the extent not inconsistent with REIT regulations (refer note 20 on presentation of "Unit Capital" as "Equity" instead of compound instruments under Ind AS 32 - Financial Instruments, Presentation), read with relevant rules issued thereunder and other accounting principles generally accepted in India.

The preparation of the condensed consolidated financial statements is after taking into consideration, effect to the amended Schedule III of the Companies Act, 2013 notified vide Ministry of Corporate Affairs notification dated 24th March 2021, to the extent these are relevant to the preparation of the condensed consolidated financial statements.

The Condensed Consolidated Financial Statements were authorised for issue in accordance with the resolution passed by the Governing Board of the Manager on 13 August 2021.

Statement of compliance to Ind AS:

These Condensed Consolidated financial statements for the quarter ended 30 June 2021 have been prepared in accordance with Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting", to the extent not inconsistent with the REIT regulations as more fully described above and Note 20 to the condensed consolidated financial statements.

#### Basis of Consolidation

Mindspace Business Parks Group consolidates entities which it owns or controls. The Condensed Consolidated Financial Statements comprise the financial statements of Mindspace Business 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 Condensed Consolidated Financial Statements of Mindspace Business Parks Group are stated below:

- The financial statements of Mindspace Business Parks Group are consolidated for like items and intragroup balances and transactions for assets and liabilities, equity, income, expenses and cash flows between entities of Mindspace Business Parks Group are eliminated in full upon consolidation.
- Andhra Pradesh Industrial Infrastructure Corporation Limited, which is a shareholder in Intime, KRIT and Sundew has not agreed to exchange their equity interest in the SPVs (Intime, KRIT and Sundew), thus, Mindspace Business Parks REIT has recorded a non-controlling interests for these SPVs. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interest 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. 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.
- The figures in the notes to accounts and disclosures have been Consolidated line by line and Inter-company transactions and balances including unrealised profits are eliminated in full on consolidation.
- Mindspace Business Parks Group holds 4% of the equity share capital of Stargaze Properties Private Limited, a company involved in the real estate development. Mindspace Business Parks Group is of the view that it is not able to exercise significant influence over Stargaze Properties Private Limited and hence it has not been accounted using equity method.



### 3 Significant accounting policies

#### (a) Functional and presentation currency

The Condensed Consolidated Financial Statements are presented in Indian rupees, which is Mindspace Business Parks Group's functional currency and the currency of the primary economic environment in which Mindspace Business Parks Group operates. All financial information presented in Indian rupees has been rounded off to nearest million except otherwise stated.

#### (b) Basis of measurement

The Condensed Consolidated Financial Statements are 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.

#### (c) Use of judgements and estimates

The preparation of the Condensed 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 Condensed Consolidated Financial Statements is included in the following notes:

- Presentation of "Unit Capital" as "Equity" in accordance with the REIT Regulations instead of compound instrument (Note 20)
- Estimation of lease term for revenue recognition
- Estimation of useful life of property, plant and equipment and investment property
- Estimation of recognition of deferred tax assets, availability of future taxable profit against which tax losses carried forward can be used and income taxes
- Impairment and Fair valuation of Investment Property, Investment property under construction, Property, plant and equipment and Capital work-in-progress
- Recognition and measurement of provisions for contingencies and disclosure of contingent liabilities

#### d) Current versus non-current classification

Mindspace Business Parks Group presents assets and liabilities in the Condensed 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.

Mindspace Business 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. Mindspace Business Parks Group has identified twelve months as its operating cycle.

#### (e) Measurement of fair values

Mindspace Business Parks Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Mindspace Business Parks Group has an established control framework with respect to the measurement of fair values.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, Mindspace Business Parks Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that entity can access on measurement date;
- 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).

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.

### 3.1 Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are measured initially at the fair value and in accordance with Ind AS 109 unless on a case to case basis elects to account for financial guarantee as Insurance Contracts as specified under Ind AS 104.





**3.2 Property, plant and equipment****(a) Recognition and measurement**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. Depreciation is charged when the assets are ready for their intended use. Purchase price or construction cost is defined as any consideration paid or fair value of any other consideration given to acquire the asset.

**(b) Subsequent expenditure**

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to Mindspace Business Parks Group. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to Mindspace Business Parks Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Consolidated Statement of Profit and Loss during the reporting period in which they are incurred.

**(c) Depreciation**

Depreciation / amortisation is provided using straight line method as per the useful life of the assets estimated by the management over the balance useful life. The estimated useful lives of the assets, which are higher than, lower than or equal to those prescribed under Schedule II of the Companies Act 2013, are listed in the table below. Depreciation on addition / deletion of property, plant and equipment made during the period is provided on pro-rata basis from / to the date of such addition / deletion.

The assets and estimated useful life are as under:

Asset group	Estimated Useful Life (in years)	
	Power assets	Other assets
Right to use - Leasehold land	Balance Lease term	-
Buildings*	75/90	-
Plant and machinery	15	15
Electrical installation*	15	15
Computers	3	3
Temporary Structure*	-	1
Office equipment*	4	4
Furniture and fixtures*	-	7
Vehicles*	-	5

\* For these class of assets, based on technical assessment the management believes the useful life of the assets is appropriate which is different than those prescribed under Part C of Schedule II of the Companies Act, 2013.

(1) Based on internal assessment the management believes the residual value of all assets except Leasehold Land is estimated to be 5% of the original cost of those respective assets at SPV.

(2) Assets individually costing less than Rs 5,000 are fully written off in the year of acquisition.

(3) The estimated useful lives, residual values and depreciation method are reviewed at the end of the reporting period with the effect of any changes in the estimation accounted for on a prospective basis.

**(d) De-recognition**

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Condensed Consolidated Statement of Profit and Loss.

**(e) Capital work in progress**

Property, plant and equipment under construction is disclosed as capital work in progress which is carried at cost less any recognized impairment losses. Cost comprises of purchase price and any attributable cost such as duties, freight, borrowing costs, erection and commissioning expenses incurred in bringing the asset to its working condition for its intended use.

Advance paid and expenditure incurred on acquisition / construction of property, plant and equipment which are not ready for their intended use at each balance sheet date are disclosed under other non current assets as advances on capital account and capital work-in-progress respectively.

**3.3 Intangible assets****(a) Recognition and measurement**

An intangible asset is an identifiable non-monetary asset without physical substance. Intangible assets with finite useful lives that are acquired separately are initially measured at its cost and then carried at the cost less accumulated amortisation and impairment, if any. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less impairment, if any.

**(b) Subsequent expenditure**

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the Condensed Consolidated Statement of Profit and Loss as incurred.

**(c) Amortisation**

Amortisation is calculated over the cost of the asset, or other amount substituted for cost, less its residual value. Amortisation is recognised in the Condensed Consolidated Statement of Profit and Loss on a straight line method over the estimated useful lives of intangible assets, from the date that they are available for use.

Asset group	Estimated Useful Life (in years)	
	Computer Softwares	Trademarks
Computer Softwares	3	-
Trademarks	-	10

The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

**(d) De-recognition**

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal, gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the Consolidated Statement of Profit and Loss when the asset is derecognised.



3.4 Investment property

(a) Recognition and measurement

Properties including land, building and other assets, which are held either for long-term rental yield or for capital appreciation or for both, and which are not occupied substantially by Mindspace Business Parks Group are classified as investment property.

Investment properties are initially recognised at cost, including related transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the requirement of Ind AS 16's requirements for cost model i.e. Cost less depreciation less impairment losses, if any. Depreciation is charged when the investment property is ready for its intended use. Cost comprises of direct expenses like land cost, site labour cost, material used for project construction, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance, and construction overheads are allocated on a reasonable basis to the cost of the project.

Plant and machinery, furniture and fixtures, office equipment and electrical equipments which are physically attached to the commercial buildings are considered as part of investment property.

Acquisitions and disposals are accounted for at the date of completion of acquisitions and disposals.

(b) Subsequent expenditure

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 Mindspace Business Parks Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

(c) Depreciation

Depreciation / amortisation is provided using straight line method as per the useful life of the assets estimated by the management over the balance useful life. The estimated useful lives of the assets, which are higher than, lower than or equal to those prescribed under Schedule II of the Companies Act 2013 and listed in the table below. Depreciation on addition / deletion of investment property made during the period is provided on pro-rata basis from / to the date of such addition / deletion.

Asset group	Estimated Useful Life (in years)
Right to use - Leasehold land	Balance Lease term
Buildings*	75/90
Infrastructure and development	15
Roadwork*	15
Plant and machinery	15
Office equipment*	4
Furniture and fixtures*	7
Electrical installation*	15

\* For these class of assets, based on technical assessment the management believes the useful life of the assets is appropriate which is different than those prescribed under Part C of Schedule II of the Companies Act, 2013.

Based on internal assessment the management believes the residual value of all assets except Leasehold Land is estimated to be 5% of the original cost of those respective assets in SPV.

Assets individually costing less than Rs 5,000 are fully written off in the year of acquisition.

The estimated useful lives, residual values and depreciation method are reviewed at the end of the reporting period with the effect of any changes in the estimation accounted for on a prospective basis.

(d) Fair Value

Fair value of investment property is based on a valuation by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued. The fair value of investment property is disclosed in the Statement of Net assets at Fair Value.

(e) De-recognition

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on de-recognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Condensed Consolidated Statement of Profit and Loss in the period in which the property is de-recognised.

(f) Investment properties under construction

Property that is being constructed for future use as investment property is accounted for as investment property under construction until assets are ready for their intended use.

Direct expenses like land cost, site labour cost, material used for project construction, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance, and construction overheads are taken as the cost of the project.

Investment properties under construction represent the cost incurred in respect of areas under construction of the real estate development projects less impairment losses, if any.

Advance paid for acquisition of investment property which are not ready for their intended use at each balance sheet date are disclosed under other non current assets as capital advance.





**3.5 Impairment of assets**

Mindspace Business Parks Group assesses at each balance sheet date, whether there is any indication that an asset may be impaired. If any such indication exists, Mindspace Business Parks Group estimates the recoverable amount of the asset. The recoverable amount of the assets (or where applicable that of the cash generating unit to which the asset belongs) is estimated as the higher of its fair value less cost of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of the assets and from its disposal at the end of its useful life. An impairment loss is recognised whenever the carrying amount of an asset or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment loss is recognised in the Consolidated Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Consolidated Statement of Profit and Loss.

**3.6 Borrowing costs**

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are treated as direct cost and are considered as part of cost of such assets. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

Capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the general borrowings.

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.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

Borrowing cost incurred by the SPVs on inter-company loans is continued to be capitalised only to the extent Mindspace Group has incurred external borrowing cost.

**3.7 Inventories**

**(a) Measurement of inventory**

Inventories comprise of building material and components. Contractual work in progress, in respect of third party customers, is classified as work in progress. Mindspace Business Parks Group measures its inventories at the lower of cost and net realisable value.

**(b) Cost of inventories**

The cost of inventories of building material and components and work in progress comprise all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis.

**(c) Net realisable value**

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**3.8 Revenue recognition**

**(a) Facility rentals**

Revenue from property leased out under an operating lease is recognised over the lease term on a straight line basis, except where there is an uncertainty of ultimate collection.

**(b) Revenue from works contractual services**

Revenue from works contractual service is accounted for on the basis of completion of work as per the specification and agreement with the customer.

**(c) Maintenance services**

Maintenance income is recognised over a period of time for services rendered to the customers.

**(d) Revenue from power supply**

Revenue from power supply is accounted for on the basis of billings to consumers and includes unbilled revenues accrued up to the end of the accounting year. Mindspace Business Parks Group determines surplus/deficit i.e. excess/ shortfall of aggregate gain over return on equity entitlement for the period in respect of its operations based on the principles laid down under the respective Tariff Regulations as notified by Maharashtra Electricity Regulatory Commission (MERC), on the basis of the tariff order issued by it. In respect of such surplus/deficit, appropriate adjustments as stipulated under the regulations are made during the period. Further, any adjustments that may arise on annual performance review by the MERC under the tariff regulations is made after the completion of such review.

**(e) Finance Lease**

For assets let out under finance lease, Mindspace Business Parks 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.

**(f) Sale of surplus construction material and scrap**

Revenue from sale of surplus construction material is recognised on transfer of risk and rewards of ownership which is generally on dispatch of material.



3.9 Recognition of dividend income, interest income :

- (i) Dividend income is recognised in profit or loss on the date on which Mindspace REIT group has right to receive payment is established.
- (ii) Interest income is recognised on time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.
- (iii) Delayed payment charges and interest on delayed payments are recognised, on time proportion basis, except when there is uncertainty of ultimate collection.

3.10 Tax expense

Income tax expense comprises current tax and deferred tax charge or credit. It is recognised in the Statement of Profit and Loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income in which case, the current and deferred tax are also recognised in equity and other comprehensive income respectively.

(a) 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 end of reporting period.

(b) Deferred tax

Deferred tax asset/liability is recognised on temporary differences between the carrying amounts of assets and liabilities in the Consolidated Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets and liabilities are measured that are expected to apply to the period when the asset is realised or the liability is settled, using the tax rates and tax laws that have been enacted or substantively enacted by the end of reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which Mindspace Business Parks Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

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; and
- Temporary differences related to investments in subsidiaries, associates, and joint arrangements to the extent that Mindspace Business Park 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.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax 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.

For operations carried out under tax holiday period (80IA benefits of Income Tax Act, 1961), deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

In the situations where one or more units of the Group are entitled to a tax holiday under the tax law, no deferred tax (asset or liability) is recognized in respect of temporary differences which reverse during the tax holiday period, to the extent the concerned unit's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognized in the year in which the temporary differences originate. However, the Group restricts recognition of deferred tax assets to the extent it is probable that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

(c) Minimum Alternate Tax (MAT)

MAT credit entitlement is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the Consolidated Statement of Profit and Loss and shown as MAT credit entitlement under deferred tax assets. This is reviewed at each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

3.11 Earnings per unit (EPU):

The basic earnings per unit is computed by dividing the net profit/ (loss) attributable to the unit holders of Mindspace REIT 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 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 unit or increase loss per unit are included.

3.12 Provisions, contingent liabilities and contingent assets

Provisions are recognised when Mindspace Business Parks Group has a present legal or constructive obligation as a result of a past event, it is probable that Mindspace Business Parks Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Contingent liabilities are disclosed when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. When there is a possible obligation of a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

A contingent asset is disclosed when there would be a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of Mindspace Business Parks Group.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

3.13 Foreign currency transactions and translations

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the Consolidated Statement of Profit and Loss of the period.

Monetary assets and liabilities denominated in foreign currency, which are outstanding as at the period-end and not covered by forward contracts, are translated at the period-end at the closing exchange rate and the resultant exchange differences are recognised in the Condensed Consolidated Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.





## 3.14 Leases

## As a Lessor

Mindspace Business Parks Group enters into lease agreements as a lessor with respect to some of its investment properties.

Leases for which Mindspace Business Parks Group is a lessor is classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When Mindspace Business Parks Group is an intermediate lessor, it accounts for the head lease and the sublease as two separate contracts. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

Amounts due from lessees under finance leases are recognised as receivables at the amount of Mindspace Business Parks Group's net investment in the leases. Finance lease income is allocated to reporting periods so as to reflect a constant periodic rate of return on Mindspace Business Parks Group's net investment outstanding in respect of the leases.

## As a Lessee

Mindspace Business Parks Group assesses whether a contract is or contains a lease, at inception of a contract. Mindspace Business Parks Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, Mindspace Business Parks Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, Mindspace Business Parks Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented separately as part of Financial Liabilities in the Condensed Consolidated balance sheet. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

Mindspace Business Parks Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate;
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is measured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used);
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever Mindspace Business Parks Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'. The costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset.

Mindspace Business Parks Group applies Ind AS 36 Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in Note 3.4.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the Condensed Consolidated Statement of Profit and Loss.

## 3.15 Financial instruments

## 1 Initial recognition and measurement

Financial assets and/or financial liabilities are recognised when Mindspace Business Parks Group becomes party to a contract embodying the related financial instruments. All financial assets, financial liabilities are initially measured at fair value. Transaction costs that are attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from as the case may be, the fair value of such assets or liabilities, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Condensed Consolidated Statement of Profit and Loss.

## 2 Financial assets:

## (a) Classification of financial assets:

(i) Mindspace Business Parks Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Consolidated Statement of Profit and Loss), and
- those measured at amortised cost.

(ii) The classification is done depending upon Mindspace Business Parks Group's business model for managing the financial assets and the contractual terms of the cash flows.

(iii) For investments in debt instruments, this will depend on the business model in which the investment is held.

(iv) Mindspace Business Parks Group reclassifies debt investments when and only when its business model for managing those assets changes.



(b) Subsequent Measurement

(i) Debt Instruments:

Subsequent measurement of debt instruments depends on Mindspace Business Parks Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which Mindspace Business Parks Group classifies its debt instruments:

**Financial assets at amortised cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order 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 principal and interest on the principal amount outstanding.

**Financial assets at fair value through other comprehensive income (FVTOCI)**

Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

**Financial assets at fair value through the Consolidated Statement of Profit and Loss (FVTPL)**

Financial assets are subsequently measured at fair value through the Consolidated Statement of Profit and Loss unless it is measured at amortised cost or fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in the Consolidated Statement of Profit and Loss.

(ii) Equity Instruments:

Mindspace Business Parks Group subsequently measures all equity investments at fair value. There are two measurement categories into which Mindspace Business Parks Group classifies its equity instruments:

**Investments in equity instruments at FVTPL:**

Investments in equity instruments are classified as at FVTPL, unless Mindspace Business Parks Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for equity instruments which are not held for trading.

**Investments in equity instruments at FVTOCI:**

On initial recognition, Mindspace Business Parks Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserve for 'equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to Consolidated Statement of Profit and Loss on disposal of the investments, but is transferred to retained earnings.

(c) Impairment of financial assets:

Mindspace Business Parks Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset. For trade receivables, Mindspace Business Parks Group measures the loss allowance at an amount equal to lifetime expected credit losses. Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, Mindspace Business Parks Group has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

(d) Derecognition of financial assets:

A financial asset is primarily derecognised when:

- (i) the right to receive cash flows from the asset has expired, or
- (ii) Mindspace Business Parks Group has transferred its rights to receive cash flows from the asset; and

Mindspace Business Parks Group has transferred substantially all the risks and rewards of the asset, or

Mindspace Business Parks Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset in its entirety (other than investments in equity instruments at FVOCI), the differences between the carrying amounts measured at the date of derecognition and the consideration received is recognised in Consolidated Statement of Profit and Loss. Any interest in transferred financial assets that is created or retained by the SPV is recognised as a separate asset or liability.

3 Financial liabilities and equity instruments

(a) Classification as debt or equity

Financial liabilities and equity instruments issued by Mindspace Business Parks Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

(b) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of Mindspace Business Parks Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Repurchase of Mindspace Business Parks Group's own equity instrument is recognised and deducted directly in equity. No gain or loss is recognised in the Consolidated Statement of Profit and Loss on the purchase, sale, issue or cancellation of Mindspace Business Parks Group's own equity instruments.

(c) Compound financial instruments

The component parts of compound financial instruments issued by Mindspace Business Parks Group are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of Mindspace Business Parks Group's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured.

Transaction costs that relate to the issue of the convertible instruments are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible instrument using the effective interest method.





**(d) Financial Liabilities****• Recognition, measurement and classification**

Financial liabilities are classified as either held at a) fair value through the Consolidated Statement of Profit and Loss, or b) at amortised cost. Management determines the classification of its financial liabilities at the time of initial recognition or, where applicable, at the time of reclassification.

MindSpace Business Parks Group's financial liabilities include trade and other payables, loans and borrowings and derivative financial instruments. Subsequent measurement of financial liabilities depends on their classification as fair value through the Consolidated Statement of Profit and Loss or at amortized cost. All changes in fair value of financial liabilities classified as FVTPL are recognized in the Consolidated Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the Effective Interest Rate method.

**• Derecognition**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. Gains and losses are recognized in the Consolidated Statement of Profit and Loss when the liabilities are derecognized.

**• Offsetting of financial instruments**

Financial assets and financial liabilities are offset and presented on net basis in the Balance Sheet when there is a currently enforceable legal right to offset the recognised amounts and there is an intention either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

**3.16 Cash and cash equivalents**

Cash and cash equivalents comprises of cash at banks and on hand, demand deposits, 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.

**3.17 Statement of Cash flow**

Cash flow is 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 MindSpace Business Parks Group are segregated.

For the purpose of the Condensed Consolidated 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 MindSpace Business Parks Group's cash management.

As per para 8 of Ind AS 7 "where bank overdrafts which are repayable on demand form an integral part of an entity's cash management, bank overdrafts are included as a component of cash and cash equivalents. Bank overdraft, in the Condensed Consolidated Balance Sheet, is included as 'borrowings' under Financial Liabilities.

**3.18 Employee benefits plan**

Disclosure pursuant to Ind AS - 19 'Employee benefits'

**(1) Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits such as salaries, wages, etc. and are recognised in the period in which the employee rendered the related services. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period.

**(2) Long term employee benefits****Defined contribution plans**

Contributions to defined contribution schemes such as provident fund are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. MindSpace Business Parks Group's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense. The above benefits are classified as defined contribution schemes as MindSpace Business Parks Group has no further defined obligations beyond the monthly contributions.

**Defined benefit plan**

MindSpace Business Parks Group's gratuity benefit scheme is a defined benefit plan. MindSpace Business Parks Group has determined the gratuity liability based on internal calculation based on the number of years completed and last drawn basic salary as mentioned in the Payment of Gratuity Act, 1972. The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. The defined benefit obligation is calculated annually by actuaries / SPVs using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Condensed Consolidated Statement of Profit and Loss.

**Other long term employee benefits - Compensated absences**

Benefits under compensated absences are accounted as other long-term employee benefits. MindSpace Business Parks Group has determined the liability for compensated absences based on internal calculation which is determined on the basis of leave credited to employee's account and the last drawn salary. MindSpace Business Parks Group's net obligation in respect of compensated absences is the amount of benefit to be settled in future, that employees have earned in return for their service in the current and previous years. The benefit is discounted to determine its present value. The obligation is measured on the basis of an actuarial valuation / by SPVs using the projected unit credit method. Remeasurement is recognised in the Consolidated Statement of Profit and Loss in the period in which they arise. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability.



**3.19 Earnings before finance costs, depreciation and amortisation, regulatory income / expense, exceptional items and tax**

Mindspace Business Parks Group has elected to present earnings before interest, depreciation and amortisation, regulatory income / expense, exceptional items and tax as a separate line item on the face of the Condensed Consolidated Statement of Profit and Loss. Mindspace Business Parks Group measures earnings before interest, depreciation and amortisation, regulatory income / expense, exceptional items and tax on the basis of profit/ (loss) from continuing operations.

**3.20 Subsequent events**

The Condensed Consolidated Financial Statements are adjusted to reflect events that occur after the reporting date but before the Condensed Consolidated Financial Statements are issued. The Consolidated Financial Statements have their own date of authorisation, which differs from that of the financial statements of the entities which are part of Mindspace REIT group. Therefore, when preparing the Condensed Consolidated Financial Statements, management considers events up to the date of authorisation of these financial statements.

**3.21 Errors and estimates**

Mindspace Business Parks Group revises its accounting policies if the change is required due to a change in Ind AS or if the change will provide more relevant and reliable information to the users of the Condensed Consolidated financial statement. Changes in accounting policies are applied retrospectively.

A change in an accounting estimate that results in changes in the carrying amounts of recognised assets or liabilities or to profit or loss is applied prospectively in the period(s) of change.

Discovery of errors results in revisions retrospectively by restating the comparative amounts of assets, liabilities and equity of the earliest prior period in which the error is discovered. The opening balances of the earliest period presented are also restated.

**3.22 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 to sell. 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.

**3.23 Segment Information****Primary segment information**

The primary reportable segment is business segments.

**Business segment**

Mindspace Business Parks Group is organised into the two operating divisions - 'real estate' and 'power distribution', which are determined based on the internal organisation and management structure of Mindspace Business Parks Group and its system of internal financial reporting and the nature of its risks and its returns. The Governing Board of the manager has been identified as the chief operating decision maker (CODM). CODM evaluates Mindspace Business Parks Group's performance, allocates resources based on analysis of various performance indicators of Mindspace Business Parks Group as disclosed below.

**Real estate**

Real estate comprises development of project/property under special economic zone (SEZ), information technology parks (IT parks) and other commercial project/building. After development of the project/property, the same is leased out to the different customers. Real Estate will also include Facilities Maintenance services received from tenants for common area maintenance (CAM) services. Mindspace Business Parks Group has its project/property in Mumbai, Hyderabad, Pune and Chennai. Mindspace Business Parks Group executes works contracts for construction of buildings based on customers specification and requirements.

**Power distribution**

The state power regulator has taken on record the SEZ developer MBPPL, Gigaplex, Sundew and KRC Infra as Deemed Distribution Licensee for Power. The approved SPV being Deemed Distributor, supplies power to customers within the notified SEZ.

**Secondary segment information**

Mindspace Business Parks Group's operations are based in India and therefore Mindspace Business Parks Group has only one geographical segment - India.

**3.24 Non-controlling interests**

Non-controlling interests represent the share of reserves and capital attributable to the shareholders of the SPVs who have not agreed to exchange their shares in the SPVs for units of Mindspace REIT and will not become the unitholders of Mindspace REIT. Below is the list of shareholders of the SPVs for whom non-controlling interest has been recognised. Non-controlling interests in the results and equity of subsidiaries are shown separately in the Condensed Consolidated Statement of Profit and Loss, Condensed Consolidated Statement of Changes in Equity and Condensed Balance Sheet.

SPV	Shareholder	% Holding in SPV (As on reporting date)
KRIT	Andhra Pradesh Industrial Infrastructure Corporation Limited	11.0%
Intime	Andhra Pradesh Industrial Infrastructure Corporation Limited	11.0%
Sundew	Andhra Pradesh Industrial Infrastructure Corporation Limited	11.0%

Ind AS 110 requires entities to attribute the profit or loss and each component of other comprehensive income to the owners of Mindspace REIT and to the non-controlling interests. This requirement needs to be followed even if this results in the non-controlling interests having a deficit balance.

**3.25 Cash distribution to unit holders**

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 Governing Board of the Manager. A corresponding amount is recognised directly in equity.

**3.26 Distribution Policy**

The Net Distributable Cash Flows of Mindspace REIT are based on the cash flows generated from Mindspace REIT's assets and investments.

In terms of the Distribution Policy and the REIT Regulations, not less than 90% of the NDCF of each of the Asset SPVs is required to be distributed to Mindspace REIT, in proportion of their shareholding in the Asset SPV, subject to applicable provisions of the Companies Act or the LLP Act. Presently, NDCF to be received by Mindspace REIT from the Asset SPVs may be in the form of dividends, interest income, principal loan repayment, proceeds of any capital reduction or buyback from the Asset SPVs, sale proceeds out of disposal of investments if any or assets directly held by Mindspace REIT or as specifically permitted under the Trust Deed or in such other form as may be permissible under the applicable law.

The Manager is required to and shall declare and distribute at least 90% of the NDCF of Mindspace REIT as distributions ("REIT Distributions") to the Unitholders. Such REIT Distributions shall be declared and made for every quarter of a Financial Year.





MINDSPACE BUSINESS PARKS REIT  
RN:IN/REIT/19-20/003  
Condensed Consolidated Financial Statements  
Notes to Accounts  
(All amounts in Rs. million unless otherwise stated)

4 Pursuant to the share acquisition agreements entered between Mindspace REIT, Sponsor Group and Blackstone Entities for acquisition of the shares of the Asset SPVs held by the Sponsor Group and Blackstone Entities, the acquisition was effected on 30 July 2020. However, consolidation of the financials of these Assets SPVs has been done effective 1 August 2020 considering the impact of 1 day operation on the financial results is immaterial.

5 Property, plant and equipment

Reconciliation of carrying amounts for the period ended 30 June 2021

Particulars	Power assets					Other assets					Total
	Right of use - Leasehold Land	Buildings	Plant and machinery	Electrical Installation	Right of use - plant and machinery	Plant and machinery	Electrical Installation	Office equipment	Computers	Furniture and fixtures	
<b>Gross block (cost or deemed cost)</b>											
At 1 April 2020	-	-	-	-	-	-	-	-	-	-	-
Additions due to Asset acquisition	1	467	711	150	63	40	8	5	1	4	1,450
Additions during the year	-	-	-	-	-	26	2	-	0	0	28
Disposals	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	1	467	711	150	63	66	10	5	1	4	1,478
At 1 April 2021	1	467	711	150	63	66	10	5	1	4	1,478
Additions during the period	-	-	-	-	-	2	-	-	17	0	19
Disposals	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2021	1	467	711	150	63	68	10	5	18	4	1,497
<b>Accumulated depreciation</b>											
At 1 April 2020	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	0	4	47	3	5	4	0	3	1	1	68
Disposals	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	0	4	47	3	5	4	0	3	1	1	68
At 1 April 2021	0	4	47	3	5	4	0	3	1	1	68
Charge for the period	0	2	18	1	2	2	0	0	1	0	26
Disposals	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2021	0	6	65	4	7	6	0	3	2	1	94
<b>Carrying amount (net)</b>											
At 31 March 2021	1	463	664	147	58	62	10	2	0	3	1,410
At 30 June 2021	1	461	646	146	56	62	10	2	16	3	1,403

Note - refer note 43 for Asset acquisition



MINDSPACE BUSINESS PARKS REIT  
RN:IN/REIT/19-20/003  
Condensed Consolidated Financial Statements  
Notes to Accounts  
(All amounts in Rs. million unless otherwise stated)

6 Investment property

Reconciliation of carrying amounts for the period ended 30 June 2021

Particulars	Development rights of Land**	Freehold Land	Leasehold Land	Buildings	Infrastructure and development	Roadwork	Plant and machinery	Furniture and fixtures	Electrical installation	Total
Gross block (cost or deemed cost)										
As at 1 April 2020	-	-	-	-	-	-	-	-	-	-
Additions due to Asset acquisition	2,758	67,666	26,206	88,720	3,421	29	4,834	81	1,491	1,95,206
Additions during the year	-	-	-	862	112	-	436	11	113	1,534
Disposals	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	2,758	67,666	26,206	89,582	3,533	29	5,270	92	1,604	1,96,740
As at 1 April 2021	2,758	67,666	26,206	89,582	3,533	29	5,270	92	1,604	1,96,740
Additions during the period	-	-	703	2,390	408	-	234	3	37	3,775
Disposals (Refer note 54)	-	-	-	(1,341)	(3)	-	(15)	(0)	(16)	(1,375)
At 30 June 2021	2,758	67,666	26,909	90,631	3,938	29	5,489	95	1,625	1,99,140
Accumulated depreciation										
As at 1 April 2020	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	-	328	822	195	1	433	11	105	1,895
Disposals	-	-	-	-	-	-	-	-	-	-
Impairment Loss*	-	-	-	118	-	-	-	-	-	118
At 31 March 2021	-	-	328	940	195	1	433	11	105	2,013
As at 1 April 2021	-	-	328	940	195	1	433	11	105	2,013
Charge for the period	-	-	123	320	79	0	151	4	42	719
Disposals (Refer note 54)	-	-	-	(19)	(1)	-	(9)	-	(14)	(43)
At 30 June 2021	-	-	451	1,241	273	1	575	15	133	2,689
Carrying amount (net)										
At 31 March 2021	2,758	67,666	25,878	88,642	3,338	28	4,837	81	1,499	1,94,725
At 30 June 2021	2,758	67,666	26,458	89,390	3,665	28	4,914	80	1,492	1,96,451

\*Note - refer note 43 for Asset acquisition

\*\*Conveyance of the proportionate share in the land will happen upon handover of 22% of the proportionate share of the constructed area belonging to the landowner as per the Joint Development Agreement.





MINDSPACE BUSINESS PARKS REIT  
RN:IN/REIT/19-20/003  
Condensed Consolidated Financial Statements  
Notes to Accounts  
(All amounts in Rs. million unless otherwise stated)

7 Investment property under construction

The breakup of investment property under construction comprises upcoming buildings in various parks. The SPV wise details are as follows:

Particulars	As at 30 June 2021	As at 31 March 2021
MBPPL*	2,261	2,203
Gigaplex	4,782	7,579
Sundew	58	656
KRIT	735	627
KRC Infra**	4,487	4,122
Avacado	164	130
Horizonview	2	0
<b>Total</b>	<b>12,489</b>	<b>15,317</b>

**Note - refer note 43 for Asset acquisition**

\*During the year ended 31 March 2021, an impairment loss of Rs 176 million has been recognized in the Statement of Profit and Loss for Mindspace Pocharam, Hyderabad and recorded as "Buildings" under Investment Property and Investment Property under construction in the financial statements of the Group ('Property'). These assets are used in the Group's "Real estate" segment. The Group has determined this Property as Cash Generating Unit (CGU) of the Group for the purpose of Ind AS 36. The impairment charge arose due to vacancies at the Property and the Group's expectation of longer time to lease the vacant area against earlier estimates, as a result of the existing market conditions due to Covid - 19 pandemic. The recoverable amount of Rs 2,746 million as at 31 March 2021 being the higher of value in use and the fair value of the Property as per Ind AS 36 is considered for impairment and has been determined at the level of the CGU. In determining value in use of the property as at 31 March 2021, the Independent Valuer has discounted the cash flows at a rate of 12.25% for completed buildings and 13.60% for under construction building on a pre-tax basis.

\*\* The cost of construction and other related expenses incurred on building no. G1 for Gera Developments Private Limited is classified under IPUC as on 30 June 2021, since the SPV is in the process of finalising the arrangement with Gera Developments Private Limited.



MINDSPACE BUSINESS PARKS REIT  
RN:IN/REIT/19-20/003  
Condensed Consolidated Financial Statements  
Notes to Accounts  
(All amounts in Rs. million unless otherwise stated)

8 Other intangible assets

Reconciliation of carrying amounts for the period ended 30 June 2021

Particulars	Trademarks
<b>Gross block</b>	
As at 1 April 2020	-
Additions due to Asset acquisition *	0
Additions	1
Disposals	-
At 31 March 2021	1
As at 1 April 2021	1
Additions	-
Disposals	-
At 30 June 2021	1
<b>Accumulated amortisation</b>	
As at 1 April 2020	-
Charge for the year	0
Disposals	-
At 31 March 2021	0
As at 1 April 2021	0
Charge for the period	0
Disposals	-
At 30 June 2021	0
<b>Carrying amount (net)</b>	
At 31 March 2021	1
At 30 June 2021	1

\* includes trademark and computer softwares (less than Rs 0.5 million)

Note - refer note 43 for Asset acquisition





**MINDSPACE BUSINESS PARKS REIT**  
**RN:IN/REIT/19-20/003**  
**Condensed Consolidated Financial Statements**  
**Notes to Accounts**  
**(All amounts in Rs. million unless otherwise stated)**

**9 Investment**

Particulars	As at 30 June 2021	As at 31 March 2021
<b>Financial assets</b>		
<b>Investments in equity instruments</b>		
<b>Unquoted equity shares measured at FVTOCI</b>		
2,000 equity shares of Stargaze Properties Private Limited, face value of Rs. 10 each fully paid-up (31 March 2021 : 2,000)	0	0
<b>Unquoted investment in Government Securities at amortised cost</b>		
25,000 7.61% Central Government Loan (Face value Rs 100), (31 March 2021: 25,000)	3	3
25,000 8.24% GOI 2027 Bond (Face value Rs 100), (31 March 2021: 25,000)	3	3
25,000 7.17% Central Government Loan (Face value Rs 100), (31 March 2021: 25,000)	2	2
22,000 7.26% Central Government Loan (Face value Rs 100), (31 March 2021: 22,000)	2	2
22,000 7.06% Central Government Loan (Face value Rs 100), (31 March 2021: 22,000)	2	2
10,000 7.72% GOI 2055 Bond (Face value Rs 100), (31 March 2021: 10,000)	1	1
18,000 7.26% GOI 2029 Bond (Face value Rs 100), (31 March 2021: 18,000)	2	2
28,700 7.40% GOI 2055 Bond (Face value Rs 100), (31 March 2021: 28,700)	3	3
21,210 8.33% GOI 2036 Bond (Face value Rs 100), (31 March 2021: NIL)	3	-
12,000 7.06% GOI 2046 Bond (Face value Rs 100), (31 March 2021: NIL)	1	-
1,790 8.33% GOI 2036 Bond (Face value Rs 100), (31 March 2021: NIL)	0	-
	22	18
<b>Investments measured at cost (gross)</b>	-	-
<b>Investments measured at fair value through profit or loss</b>	-	-
<b>Investments measured at fair value through other comprehensive income</b>	0	0
<b>Investments measured at amortised cost</b>	22	18
<b>Aggregate amount of impairment recognised</b>	-	-
<b>Aggregate amount of quoted investments and market value thereof</b>	-	-
<b>Aggregate amount of unquoted investments</b>	22	18



MINDSPACE BUSINESS PARKS REIT  
RN:IN/REIT/19-20/003  
Condensed Consolidated Financial Statements  
Notes to Accounts  
(All amounts in Rs. million unless otherwise stated)

10 Other financial assets (Non current)

Particulars	As at 30 June 2021	As at 31 March 2021
<i>Unsecured, considered good</i>		
Fixed deposits with banks*	254	201
Unbilled revenue	556	496
Finance lease receivable	826	712
Security deposits for development rights	-	6
Security deposits	517	506
Other receivables	7	6
	<b>2,160</b>	<b>1,927</b>

\* These fixed deposits are held as lien against loan availed to support debt servicing and bank guarantees.

11 Deferred tax assets (net)

Particulars	As at 30 June 2021	As at 31 March 2021
Deferred tax assets (net)	1,624	1,543
	<b>1,624</b>	<b>1,543</b>

12 Non-current tax assets (net)

Particulars	As at 30 June 2021	As at 31 March 2021
Advance tax (net of provision for tax)	1,150	1,064
	<b>1,150</b>	<b>1,064</b>

13 Other non-current assets

Particulars	As at 30 June 2021	As at 31 March 2021
<i>Unsecured, considered good</i>		
Capital advances	603	577
Advance to vendors	10	12
Balances with government authorities	20	24
Prepaid expenses	380	344
	<b>1,013</b>	<b>957</b>

14 Inventories (valued at lower of cost and net realisable value)

Particulars	As at 30 June 2021	As at 31 March 2021
Building materials and components	54	51
	<b>54</b>	<b>51</b>

15 Trade receivables

Particulars	As at 30 June 2021	As at 31 March 2021
<i>Unsecured</i>		
Considered good	278	214
Credit impaired	52	62
Less: loss allowance	(52)	(62)
	<b>278</b>	<b>214</b>





MINDSPACE BUSINESS PARKS REIT  
RN:IN/REIT/19-20/003  
Condensed Consolidated Financial Statements  
Notes to Accounts  
(All amounts in Rs. million unless otherwise stated)

16 A Cash and cash equivalents

Particulars	As at 30 June 2021	As at 31 March 2021
Cash on hand	2	2
Investment in axis overnight mutual fund	0	-
Balances with banks		
- in current accounts*	3,146	3,060
- in escrow accounts	145	64
- in deposit accounts with original maturity of less than three months	75	413
	3,368	3,539

\*Includes balance with banks of Rs 0 million (31 March 2021: NIL) for unpaid distributions.

16 B Other bank balances

Particulars	As at 30 June 2021	As at 31 March 2021
Fixed deposits with original maturity for more than 3 months and less than twelve months*	45	123
Balance with banks**	94	-
	139	123

\* These fixed deposits are held as lien against loan availed to support debt servicing and bank guarantees.

\*\* These are unspent Corporate Social Responsibility (CSR) balances deposited in separate escrow accounts

17 Other financial assets (Current)

Particulars	As at 30 June 2021	As at 31 March 2021
<i>Unsecured, considered good</i>		
Interest receivable		
- on fixed deposits	2	2
- from others	24	24
Interest accrued but not due		
- from others	6	17
Security deposit for development rights	60	61
Security deposits	30	23
Fixed deposits with banks*	209	221
Unbilled revenue	315	526
Finance lease receivable	244	209
Other receivables		
- Considered good	35	46
- Credit impaired	1	1
Less: loss allowance	(1)	(1)
	925	1,129

\* These fixed deposits are held as lien against loan availed to support debt servicing and bank guarantees.

18 Other current assets

Particulars	As at 30 June 2021	As at 31 March 2021
<i>Unsecured, considered good</i>		
Deposit / advance for supply of goods and rendering of services	105	61
Balances with government authorities	200	206
Prepaid expenses	440	244
	745	511



19 Corpus

Corpus	Amount
As at 1 April 2020	0
Additions during the year	-
Closing balance as at 31 March 2021	0
As at 1 April 2021	0
Additions during the period	-
Closing balance as at 30 June 2021	0

20 Unit Capital

A. Unit Capital	No.	Amount
As at 1 April 2020	-	-
Units issued during the year		
- pursuant to the initial public offer, issued, subscribed and fully paid-up in cash (refer note a (ii) below)	3,63,63,600	10,000
- in exchange for equity interest in SPVs (refer note a (iii) below)	55,66,54,582	1,53,080
Less: Issue expenses (refer note below)	-	(241)
Closing balance as at 31 March 2021	59,30,18,182	1,62,839
As at 1 April 2021	59,30,18,182	1,62,839
Additions during the period	-	-
Closing balance as at 30 June 2021	59,30,18,182	1,62,839

Note: Issue expenses pertaining to the Initial Public Offering (IPO) and listing of the units on the National Stock Exchange and Bombay Stock Exchange have been reduced from the Unitholders capital in accordance with Ind AS 32 Financial Instruments: Presentation.

(a) Terms/rights attached to Units and other disclosures

- (i) 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. 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, Mindspace Business Parks REIT is required to distribute to Unitholders not less than 90% of the net distributable cash flows of Mindspace Business Parks REIT for each financial year. Accordingly, a portion of the Unit Capital contains a contractual obligation of the Mindspace Business Parks REIT to pay to its Unitholders cash distributions. Hence, the Unit Capital is a compound financial instrument which contains equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars (No. CIR/IMD/D/146/2016 dated 29 December 2016 and No. CIR/IMD/DF/141/2016 dated 26 December 2016) issued under the REIT Regulations, the Unitholders' funds have been presented as "Equity" in order to comply with the requirements of Section H of Annexure A to the SEBI Circular dated 26 December 2016 dealing with the minimum presentation and disclosure requirements for key financial statements. Consistent with Unit Capital being classified as equity, the distributions to Unitholders is also presented in Statement of Changes in Unitholders' Equity when the distributions are approved by the Board of Directors of Investment Manager.

- (ii) Initial Public Offering of 3,63,63,600 Units for cash at price of Rs. 275 per Unit aggregating to Rs. 10,000 million.

- (iii) Mindspace REIT has acquired the SPVs by acquiring all the equity interest held by the Sponsor Group and Blackstone Entities in the SPVs. The acquisition of equity interest in the SPVs has been done by issue of 55,66,54,582 Units of Rs. 275 each as per the table below.

Name of the SPV	Number of Units allotted for acquiring equity interest held by Sponsor Group and Blackstone entities in SPVs		
	Sponsor group	Blackstone Entities	Total
Avacado	2,93,04,371	51,71,359	3,44,75,730
Horizonview	364	64	428
KRC Infra	2,12,24,693	37,45,522	2,49,70,215
Gigaplex	4,73,34,745	3,72,113	4,77,06,858
Intime	4,67,89,935	94,84,426	5,62,74,361
Sundew	10,19,43,753	2,06,64,275	12,26,08,028
KRIT	7,74,43,859	1,56,98,080	9,31,41,939
Mindspace	15,08,55,361	2,66,21,662	17,74,77,023
Total number of Units issued	47,48,97,081	8,17,57,501	55,66,54,582

(b) Unitholders holding more than 5 percent Units in the Trust (other than Sponsor and Sponsor Group)

Name of the unitholder	As at 30 June 2021		As at 31 March 2021	
	No of Units	% holding	No of Units	% holding
BREP ASIA SG PEARL HOLDING (NQ) PTE LTD	5,42,91,425	9.16%	5,42,91,425	9.16%

- (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 from the date of registration till the balance sheet date. Further the Trust has not issued any units for consideration other than cash from the date of incorporation till the balance sheet date, except as disclosed above.





21 Other Equity\*

Particulars	As at 30 June 2021	As at 31 March 2021
<b>Reserves and Surplus</b>		
Retained earnings	(2,247)	191
	(2,247)	191

\*Refer Condensed Consolidated Statement of changes in Unit holder's equity for detailed movement in other equity balances.

**Retained earnings :**

The cumulative gain or loss arising from the operations which is retained and is recognized and accumulated under the heading of retained earnings. At the end of the period, the profit/loss after tax is transferred from the statement of profit and loss to the retained earnings account.

22 Borrowings

Particulars	As at 30 June 2021	As at 31 March 2021
<b>Secured</b>		
<b>Terms loans</b>		
- from banks / financial institutions	22,092	22,064
<b>Debentures</b>		
10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected - market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1") (net of issue expenses, at amortised cost) (31 March 2021 : 4,975) (refer Note i)	-	4,975
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 1) (net of issue expenses, at amortised cost) (31 March 2021 : 1,981) (refer Note ii)	1,983	1,981
10 year G-Sec linked secured, listed, senior, taxable, non-cumulative, rated, principal protected - market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 2") (net of issue expenses, at amortised cost) (31 March 2021 : 3,719) (refer Note iii)	3,722	3,719
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 2) (net of issue expenses, at amortised cost) (31 March 2021 : 750) (refer Note iv)	750	750
	<b>28,547</b>	<b>33,489</b>

- (i) In September 2020, Mindspace REIT issued 5,000 10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected - market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 500,00,00,000 (Rupees five hundred crores only). The tenure of the said MLD Series 1 is 577 days from 29 September 2020, being date of allotment of the MLD Series 1 and coupon, if any shall be payable on the Scheduled Redemption Date i.e. on maturity on 29 April 2022. The coupon payoff structure is linked to condition where the payoff will be fixed on the final fixing date i.e. 30 March 2022. If identified 10 year G-Sec's last traded price as on final fixing date is greater than 25% of its last traded price as on initial fixing date i.e. 29 September 2020, the coupon rate will be 6.80% p.a. If identified 10 year G-Sec's last traded price as on final fixing date is less than or equal to 25% of its last traded price as on initial fixing date, the coupon rate will be zero percent. As per the valuers report in respect of valuation of MLD Series 1, the probability of occurrence of such an event (last traded price of identified 10 year G-Sec on final fixing date being less than or equal to 25% of its last traded price on initial fixing date) is remote and hence the value of the option considered as zero.

This MLD Series 1 was listed on BSE Limited on 13 October 2020.

**Security terms**

MLD Series 1 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- First and exclusive charge registered by way of simple mortgage (including receivables arising therefrom) on the aggregate leasable area of approximately 974,500 Sq. Ft. or thereabouts in buildings no. 6, 7 and 8 of Commerzone Yerawada (approx. 178,569 sq. ft. in building no. 6, approx. 371,799 sq. ft. in building no. 7 and approx. 424,132 in building no. 8) together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 25,313 sq. mtrs. on which the said three building no. 6, 7 and 8, out of all those pieces and parcels of larger land are situate, lying and being in Village Yerawada, Taluka Haveli, District Pune ("Mortgaged Properties") of MLD Series 1.
- A charge on the escrow account in which receivables of the Mortgaged Properties of MBPPL shall be received.
- Corporate guarantee executed by MBPPL.

**Redemption terms:**

- MLD Series 1 are redeemable by way of bullet payment at the end of 577 days from the date of allotment, i.e. 29 April 2022 and accordingly the same has been classified as current borrowings as on 30 June 2021 (refer note 27)
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade. The Investors shall have the right to accelerate the MLD Series 1 if the rating is downgraded to A-
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days notice to the Issuer require the Issuer to redeem in full, all the Debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each Debenture





- (ii) In December 2020, Mindspace Business Parks REIT issued 2,000 secured, listed, senior, taxable, non-cumulative, rated, redeemable, non-convertible debentures ("NCD Series 1") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 200,00,00,000 (Rupees two hundred crores only) with a coupon rate of 6.45% p.a. payable quarterly beginning from the end of first full quarter from the date of allotment i.e. 31 March 2021, with last coupon payment on the scheduled redemption date i.e. 16 December 2023. The tenure of the said NCD Series 1 is 36 months from 17 December 2020, being date of allotment. This NCD Series 1 was listed on BSE Limited on 21 December 2020.

#### Security terms

NCD Series 1 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the NCD Holders):

- First and exclusive charge registered by way of simple mortgage (including receivables arising therefrom) on the aggregate leasable area of approximately 414,599 Sq. Ft. or thereabouts in buildings no. 1 and 5 of Commerzone Yerawada (approx. 43,200 sq. ft. in building no. 1 and approx. 371,399 in building no. 5) together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 18,264 sq. mtrs. on which the said two building no. 1 and 5, out of all those pieces and parcels of larger land that are situated, lying and being in Village Yerawada, Taluka Haveli, District Pune ("Mortgaged Properties") of NCD Series 1.
- A charge on the escrow account in which receivables of the Mortgaged Properties shall be received save and except any common area maintenance charges payable to MBPPL with respect to the maintenance of the mortgaged properties.
- Corporate guarantee executed by MBPPL.

#### Redemption terms:

- NCD Series 1 are redeemable by way of bullet repayment at the end of 36 months from the date of allotment, i.e. 16 December 2023.
- Interest is payable on the last day of each financial quarter in a year (starting from 31 March, 2021) until the scheduled redemption date.
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade.
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days' notice to the Issuer require the Issuer to redeem in full, all the debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each debenture.

- (iii) In March 2021, Mindspace REIT issued 3,750 10 year G-Sec linked secured, listed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 2") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 375,00,00,000 (Rupees three hundred seventy five crores only). The tenure of the said MLD Series 2 is 38 months from 18 March 2021, being date of allotment of the MLD Series 2 and coupon, if any shall be payable on the Scheduled Redemption Date i.e. on maturity on 17 May 2024. The coupon payoff structure is linked to condition where the payoff will be fixed on the final fixing date i.e. 16 April 2024. If identified 10 year G-Sec's last traded price as on final fixing date is greater than 25% of its last traded price as on initial fixing date i.e. 18 March 2021, the coupon rate will be 6.65% p.a. If identified 10 year G-Sec's last traded price as on final fixing date is less than or equal to 25% of its last traded price as on initial fixing date, the coupon rate will be zero percent. As per the valuers report in respect of valuation of these MLD Series 2, the probability of occurrence of such an event (last traded price of identified 10 year G-Sec on final fixing date being less than or equal to 25% of its last traded price on initial fixing date) is remote and hence the value of the option considered as zero. This MLD Series 2 was listed on BSE Limited on 22 March 2021.

#### Security terms

MLD Series 2 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

- First and exclusive charge being created by way of equitable mortgage on the aggregate leasable area of approximately 13,71,442 Sq. Ft. or thereabouts in buildings no. 12A and Units of Building 12B of Madhapur, Hyderabad (approx. 12,69,140 sq. ft. in building no.12A and approx. 1,02,302 sq. ft. in building no. 12B) together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 29,842 sq. mtrs. on which the said two building no.12A and 12B, out of all those pieces and parcels of larger land that are situated, lying and being in Madhapur Village, Serilingampally Mandal, Ranga Reddy District, Hyderabad ("Mortgaged Properties"), for MLD Series 2.

- First ranking exclusive charge created by way of a hypothecation over the Hypothecated Properties of MLD Series 2.

- A charge on the escrow account created, in which receivables of the Mortgaged Properties of Sundew shall be received, save and except any common area maintenance charges payable to Sundew with respect to the maintenance of the mortgaged properties.

- Corporate guarantee executed by Sundew.

#### Redemption terms:

- MLD Series 2 are redeemable by way of bullet payment at the end of 38 months from the date of allotment, i.e. 17 May 2024.
- The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade. The Investors shall have the right to accelerate the MLD Series 2 if the rating is downgraded to A+.
- Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days notice to the Issuer require the Issuer to redeem in full, all the Debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each Debenture.

- (iv) In March 2021, Mindspace Business Parks REIT issued 750 secured, listed, senior, taxable, non-cumulative, rated, redeemable, non-convertible debentures ("NCD Series 2") having face value of Rs. 10,00,000 (Rupees ten lakhs only) each, amounting to Rs. 75,00,00,000 (Rupees seventy five crores only) with a coupon rate of 6.6861% p.a. payable quarterly beginning from the end of first full quarter from the date of allotment i.e. 30 June 2021, with last coupon payment on the scheduled redemption date i.e. 17 May 2024. The tenure of the said NCD Series 2 is 38 months from 18 March 2021, being date of allotment. NCD Series 2 was listed on BSE Limited on 22 March 2021.

#### Security terms

NCD Series 2 are secured by each of the following security in favour of the Debenture Trustee (holding for the benefit of the NCD Holders):

- First and exclusive charge being registered by way of simple mortgage (including receivables arising therefrom) on the aggregate leasable area of approximately 151,460 Sq. Ft. or thereabouts in building no. 4 of Commerzone Yerawada together with the proportionate undivided right, title and interest in the notionally demarcated land admeasuring approximately 9,561 sq. mtrs. on which the said building, out of all those pieces and parcels of larger land that are situated, lying and being in Village Yerawada, Taluka Haveli, District Pune ("Mortgaged Properties") of NCD Series 2.

- A charge on the escrow account to be created, in which receivables of the Mortgaged Properties shall be received, save and except any common area maintenance charges payable to MBPPL with respect to the maintenance of the mortgaged properties.

- Corporate guarantee executed by MBPPL.





**Redemption terms:**

- a) NCD Series 2 are redeemable by way of bullet repayment at the end of 38 months from the date of allotment, i.e. 17 May 2024.  
b) Interest is payable on the last day of each financial quarter in a year (starting from 30 June, 2021) until the scheduled redemption date.  
c) The Coupon shall be increased by 25 bps for every notch downgrade in the rating by the Credit Rating Agency. In case rating is upgraded after any rating downgrade, the Coupon shall be decreased by 25 bps for each upgrade.  
d) Upon occurrence of a mandatory redemption event, the Debenture Trustee may, by issuing not less than 30 (thirty) business days' notice to the Issuer require the Issuer to redeem in full, all the debentures then outstanding by paying an amount equal to the total mandatory redemption amount in respect of each debenture.

e) Details of disclosure required as per SEBI circular SEBI/HO/DDHS/DDHS/CIR/P/2018/71 dated 13 April 2018 are as follows:

Particulars	Secured/Unsecured	Previous due date	Next due date
10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1")	Secured	Principal - Not Applicable Interest - Not Applicable	Principal - On Maturity Interest - On Maturity
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 1)	Secured	Principal - On Maturity Interest - 30 June, 2021	Principal - On Maturity Interest - 30 September, 2021
10 year G-Sec linked secured, listed, senior, taxable, non-cumulative, rated, principal protected – market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 2")	Secured	Principal - Not Applicable Interest - Not Applicable	Principal - On Maturity Interest - On Maturity
Secured, listed, senior, taxable, non-cumulative, rated, redeemable non-convertible debentures (NCD Series 2)	Secured	Principal - On Maturity Interest - 30 June, 2021	Principal - On Maturity Interest - 30 September, 2021

5. Rating agency CRISIL has assigned a rating of "CRISIL PP-MLD AAA/Stable" to MLD Series 1 & 2 and "CRISIL AAA/Stable" to the NCD Series 1 & 2 of the issuer / Mindspace REIT. Subsequently there is no change in the rating.



Other requirements as per SEBI circular (No. SEBI/HO/DDHS/DDHS/CIR/P/2018/7) dated 13 April 2018 for issuance of debt securities by Real Estate Investment Trusts (REITs) and Infrastructure Investment Trusts (InvITs).

Particulars	For the period ended 30 June 2021
Security / Asset cover (MLD Series 1) (refer a below)	2.20 times
Security / Asset cover (NCD Series 1) (refer b below)	2.37 times
Security / Asset cover (MLD Series 2) (refer c below)	2.34 times
Security / Asset cover (NCD Series 2) (refer d below)	2.44 times
Debt-equity ratio (refer e below)	0.24
Debt-service coverage ratio (refer f below)	3.52
Interest-service coverage ratio (refer g below)	5.58
Net worth (refer h below)	1,69,430

Formulae for computation of ratios are as follows basis condensed consolidated financial statements (including non-controlling interest) :-

a) Security / Asset cover ratio (MLD Series 1) = Fair value of the secured assets as on 30 June 2021 as computed by independent valuers / (Outstanding principal amount of MLD Series 1 + Interest accrued thereon)

b) Security / Asset cover ratio (NCD Series 1) = Lower of Fair value of the secured assets as on 30 June 2021 as computed by two independent valuers / (Outstanding principal amount of NCD Series 1 + Interest accrued thereon)

c) Security / Asset cover ratio (MLD Series 2) = Fair value of the secured assets as on 30 June 2021 as computed by independent valuer / (Outstanding principal amount of MLD Series 2 + Interest accrued thereon)

d) Security / Asset cover ratio (NCD Series 2) = Fair value of the secured assets as on 30 June 2021 as computed by independent valuers / (Outstanding principal amount of NCD Series 2 + Interest accrued thereon)

e) Debt equity ratio = Borrowings / Total equity

f) Debt Service Coverage Ratio = Earnings before interest, depreciation, exceptional items and tax / (Interest expenses + Principal repayments made during the period\*)

g) Interest Service Coverage Ratio = Earnings before interest, depreciation, exceptional items and tax / (Interest expenses (net of capitalisation))

h) Net worth = Corpus + Unit capital + Other equity

Borrowings = Non current borrowings + Current borrowings + Current maturities of long-term borrowings + Interest accrued

\* Excludes bullet and full repayment of external borrowings.

## 23 Other non-current financial liabilities

Particulars	As at 30 June 2021	As at 31 March 2021
Security deposits	2,324	2,201
Retention money Payable		
- due to micro and small enterprises	94	76
- others	69	66
Interest Accrued but not due on debentures	70	185
	2,557	2,528

## 24 Provisions (Non current)

Particulars	As at 30 June 2021	As at 31 March 2021
Provision for employee benefits		
- gratuity	16	15
- compensated absences	14	13
	30	28

## 25 Deferred tax liabilities (net)

Particulars	As at 30 June 2021	As at 31 March 2021
Deferred tax liabilities (net)	256	258
	256	258

## 26 Other non-current liabilities

Particulars	As at 30 June 2021	As at 31 March 2021
Unearned rent	523	514
Other advance	10	10
	533	524

## 27 Short term borrowings

Particulars	As at 30 June 2021	As at 31 March 2021
Secured:		
Loans repayable on demand		
- overdraft from banks	3,548	2,074
- Term loan from banks	1,150	500
Current maturities of long-term debt		
- 10 year G-Sec linked secured, listed, guaranteed, senior, taxable, non-cumulative, rated, principal protected - market linked, redeemable, non-convertible debentures ("Market Linked Debentures / MLD Series 1") (net of issue expenses, at amortised cost) (31 March 2021 : Nil) (Refer Note 22(i))	4,978	-
- from banks / financial institutions	1,600	1,491
	11,276	4,065





**28 Trade payables**

Particulars	As at 30 June 2021	As at 31 March 2021
Trade Payables		
- total outstanding dues of micro enterprises and small enterprises	35	52
- total outstanding dues of creditors other than micro enterprises and small enterprises *	763	813
	798	865

\* Includes Rs 42 million (31 March 2021: Rs 40 million) payable to the Manager for Management Fees. Refer note 52

**29 Other current financial liabilities**

Particulars	As at 30 June 2021	As at 31 March 2021
Employees dues payable	0	0
Interest accrued but not due on loans from		
- banks / financial institutions	61	62
- debenture	262	2
Interest accrued and due	67	40
Security deposits	5,242	5,397
Retention dues payable		
- due to micro and small enterprises	110	128
- others	134	146
Bank overdraft	100	-
Unpaid Distributions	0	-
Capital creditors		
- Due to micro and small enterprises	432	501
- Others	1,185	1,255
Other liabilities*	120	132
	7,713	7,663

\* Expense of Rs 19 million (31 March 2021 Rs. 17 million) is payable to the Manager for Mindspace REIT Management Fees. Refer note 52

**30 Provisions (Current)**

Particulars	As at 30 June 2021	As at 31 March 2021
Provision for employee benefits		
- gratuity	3	3
- compensated absences	4	3
	7	6

**31 Other current liabilities**

Particulars	As at 30 June 2021	As at 31 March 2021
Unearned rent	273	254
Advances received from customers	109	441
Statutory dues	190	174
Other advances	50	50
Other payable	5	5
	627	924

**32 Current tax liabilities (net)**

Particulars	As at 30 June 2021	As at 31 March 2021
Provision for income-tax, net of advance tax	36	15
	36	15



**33 Revenue from operations**

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
<b>Sale of services</b>				
Facility rentals	3,403	3,419	-	9,024
Maintenance services	632	664	-	1,665
Revenue from works contract services	-	72	-	278
<b>Revenue from power supply</b>	<b>116</b>	<b>128</b>	<b>-</b>	<b>315</b>
<b>Other operating income</b>				
Interest income from finance lease	44	39	-	77
Sale of surplus construction material and scrap	2	18	-	20
Service connection and other charges	-	1	-	2
	<b>4,197</b>	<b>4,341</b>	<b>-</b>	<b>11,381</b>

**34 Interest Income**

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
<b>Interest income</b>				
- loans given to body corporates	-	(0)	-	22
- on fixed deposits	6	8	-	20
- on electricity deposits	2	4	-	13
- on Income-tax refunds	-	69	-	75
- others	5	1	-	3
	<b>13</b>	<b>82</b>	<b>-</b>	<b>133</b>

**35 Other income**

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Gain on redemption of mutual fund units	3	3	-	5
Gain on redemption of preference shares	-	-	-	3
Foreign exchange gain (net)	-	1	-	1
Liabilities no longer required written back	9	40	-	40
Miscellaneous income	0	2	-	2
	<b>12</b>	<b>46</b>	<b>-</b>	<b>51</b>

**36 Employee benefits expense\***

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Salaries and wages	50	55	-	105
Contribution to provident and other funds	3	2	-	5
Gratuity expenses	2	(3)	-	0
Compensated absences	2	2	-	5
	<b>57</b>	<b>56</b>	<b>-</b>	<b>115</b>

\* Employee benefits expenses majorly refers to employee benefit expenses of facilities maintenance services.

**37 Cost of property management services**

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Housekeeping services	10	10	-	20
Facade cleaning	-	1	-	1
Engineering services	17	18	-	36
Security expenses	14	16	-	31
AMC expenses	26	36	-	64
Garden maintenance	1	2	-	3
Repair and maintenance	4	16	-	18
Consumables	3	12	-	16
Electricity consumption charges	1	1	-	2
	<b>76</b>	<b>112</b>	<b>-</b>	<b>191</b>

**38 Repairs and maintenance**

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
<b>Repairs and maintenance:</b>				
- building	67	57	-	232
- plant and machinery	45	59	-	168
- electrical installation	4	6	-	16
	<b>116</b>	<b>121</b>	<b>-</b>	<b>416</b>





39 Other expenses

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Rent	3	2	-	5
Property tax	119	144	-	337
Royalty	-	(0)	1	1
Electricity, water and diesel charges	104	92	-	224
Travelling and conveyance	0	0	-	4
Rates and taxes	6	20	-	28
Business support fees	14	15	-	37
Brokerage and commission	52	51	-	127
Filing fees and stamping charges	7	8	0	16
Business promotion expenses/advertising expense	4	1	-	21
Bank Charges	1	1	0	6
Bad debts written off	0	4	-	4
Corporate Social Responsibility expenses	46	158	-	185
Provision for Doubtful Debts (expected credit loss allowance)	0	(12)	-	11
Foreign exchange loss (net)	-	0	-	0
Directors' sitting fees	0	1	-	2
Miscellaneous expenses	6	12	0	31
	362	497	1	1,039

40 Finance costs

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Interest expense				
- on borrowings from banks and financial institutions	445	483	-	1,568
- on debentures	200	132	-	228
- on lease liability	5	4	-	13
- on others	3	2	-	10
Accretion of interest on 0.001% non-cumulative redeemable preference shares	-	-	-	4
Unwinding of interest expenses on security deposits	67	89	-	188
Other finance charges	0	8	-	17
Less: Finance costs capitalised to investment property under construction	(121)	(111)	-	(321)
	599	607	-	1,707

41 Depreciation and amortisation

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Depreciation of property, plant and equipment	25	23	-	68
Depreciation of investment property	719	634	-	1,895
Amortisation of intangible assets	0	0	-	0
Less: Depreciation cost transferred to investment properties under construction	-	(0)	-	(0)
	744	657	-	1,964

42 Tax expense

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For the year ended 31 March 2021
Current tax	368	309	-	1,033
Deferred tax charge / (income)	(11)	249	-	628
MAT credit (entitlement) / charge	(72)	9	-	(216)
	285	567	-	1,445



**43 Asset Acquisition**

The Mindspace REIT entered into share acquisition agreements with shareholders of 8 Asset SPVs (refer note 1 under accounting policies for list of these SPVs) for acquisition of shares of the Asset SPVs in exchange for the units of Mindspace REIT. The acquisition was effected on 30th July 2020 ("Acquisition Date").

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.

REIT has opted to apply optional concentration test in respect of acquisition of these SPVs. Acquired SPVs are engaged in the business of real estate development and leasing. Major asset pool of these SPVs comprise of investment property and investment property under construction. Based on the assessment performed, management has determined that substantially all of the fair value of the gross assets acquired is concentrated in investment property and investment property under construction (including other assets which meet the definition of group of similar identifiable assets as per definition provided in para B7B of Ind AS 103 such as investment property, property, plant and equipment attached to these investment properties which cannot be physically removed and used separately from these investment properties, without incurring significant cost, or significant diminution in utility or fair value to either asset).

Accordingly, acquisition of these SPVs 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. The REIT has accounted for the transaction as follows:

- Identified asset or liability initially measured at an amount other than cost and applied applicable standards for initial measurement of these assets and liabilities
- Plant and Machinery recognised at fair value as determined by an independent valuer
- Deducted from the gross transaction price of the group acquired, amount recognised in respect of items listed in point (a) and (b) above
- Allocated the residual transaction price to the remaining identifiable assets (i.e. Land and Buildings which are then being classified as Investment Property and Investment property under construction) based on their relative fair values at the date of acquisition, arrived at by an independent valuer.

The transaction has not resulted in recognition of goodwill or bargain gain in the books of the REIT. Non-controlling interests in these subsidiaries have a present ownership interest and is entitled to a proportionate share of net assets upon liquidation. These non-controlling interests have been accounted at their fair value on the date of acquisition of the SPVs. For this purpose, fair value has been determined in accordance with Ind AS 113.

As consideration for the assets acquired, Mindspace REIT issued 556,654,582 units at unit price of Rs. 275 per unit totalling to Rs. 153,080 million. Mindspace REIT has also incurred directly attributable expenses in relation to the asset acquisition, amounting to Rs. 23 million, resulting in the total transaction price of Rs. 153,103 million. The following tables summarize the total transaction price, gross transaction price and the allocation of the transaction price.

Particulars	Amount (in million)
Purchase consideration	1,53,080
Acquisition costs	23
<b>Total transaction price</b>	<b>1,53,103</b>
Issue price per unit	275





**MINDSPACE BUSINESS PARKS REIT**

RN:IN/REIT/19-20/003

**Condensed Consolidated Financial Statements****Notes to Accounts**

(All amounts in Rs. million unless otherwise stated)

Based on the above total transaction price and adjusted for the other assets and liabilities assumed, the gross transaction price is as follows:

Particulars	Amount (in million)
<b>Total Transaction Price</b>	<b>1,53,103</b>
Less: Other Assets	44,344
Add: Other Liabilities	91,570
Add: Non-Controlling Interest	9,247
<b>Gross Transaction Price</b>	<b>2,09,576</b>

Based on the above total transaction price and adjusting for the other assets and liabilities assumed, the gross transaction price is allocated as follows on the basis of the allocation explained above :

Particulars	Amount (in million)
Land – freehold, leasehold and development rights of Land as part of Investment property	96,631
Building as part of Investment property	88,720
Investment property under construction	12,898
Property, plant and equipment and other assets	11,327
<b>Total</b>	<b>2,09,576</b>

Depreciation on leasehold land, building, plant & machinery and other assets has been calculated on the above allocated amounts based on the balance useful lives of these assets as per the accounting policy.



44 Contingent liabilities and Capital commitments

Particulars	As at 30 June 2021	As at 31 March 2021
<b>Contingent liabilities</b>		
Claims not acknowledged as debt in respect of		
- Income-Tax matters (Refer note 1 below) excluding interest	936	936
- Service-Tax matters (Refer note 2 below)	332	332
- Customs duty matters (Refer note 3 below)	25	25
- Stamp duty	65	65
- Bank guarantees to Telangana State Pollution Control Board	33	33
<b>Capital commitments</b>		
Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for (Refer Note 4 below)	5,057	4,986

Notes:

- a) Gigaplex -An appeal has been filed for A Y 2010-11 before CIT(A) against the penalty order raising demand of Rs 3 million and the appeal is pending. The company has paid 20% (Rs 0.6 million) with a request to keep the demand in abeyance. As per Income tax website, there is no demand outstanding.
- (b) KRIT - Contingent liability of Rs 933 million related to AY 2012-13 to AY 2018-19 for which company has filed appeals before CIT(A) against orders under section 143(3) / 143(3) read with section 153A of the Act contesting the disallowance of deduction under section 80IA of the Income Tax Act, 1961. The company is hopeful of a favourable outcome for these Assessment Years. In case of unfavourable decisions in appeal for AY 2012-13 and AY 2018-19, the tax would be payable under normal tax and hence, MAT credit currently available with the Company will no longer be available. As a result, in addition to above contingent liability, the Company would require to pay additional tax of Rs 326 million w.r.t. AY 2019-20 and AY 2020-21 (These years are not under litigation) because during these years the Company has utilised the MAT credit availed during AY 2012-13 to AY 2018-19. For AY 2009-10 and AY 2010-11, Income tax cases on 80IA disallowances are pending with Hon'ble HC of Telangana based on appeal filed by the department against the ITAT - Hyderabad order, which were in favour of the Company. Future Cash outflow in respect of above, if any, is determinable only on receipt of judgements / decisions pending with relevant authorities.

SPVs	As at 30 June 2021	As at 31 March 2021
MBPPL	92	92
Sundew	2	2
Intime	41	41
KRIT	189	189
Avacado	8	8
	332	332

**MBPPL :** The SPV has received show cause and demand notices for inclusion in taxable value amounts received as reimbursement of electricity and allied charges and demand service tax there on of Rs. 92 million excluding applicable interest and penalty. SPV has filed appropriate replies to the show cause and demand notices.

**Sundew :** Demand for Non Payment of service tax on renting of fitouts and equipments Rs 2 Million and Demand for Interest and Penalty on account of wrong availment of credit of service tax paid on input services Rs 0 million. SPV has filed an appeals with CESTAT and matter is pending.

**Intime :** Demand for Non Payment of service tax on renting of fitouts and equipments Rs 21 million and Demand for Service tax on electricity and water and irregular availment of credit of service tax paid on input services Rs 20 million. SPV has filed an appeals with CESTAT and matter is pending.

**KRIT :** Demand for Non Payment of service tax on renting of fitouts and equipments Rs 96 million and Demand for Service tax on electricity and water and irregular availment of credit of service tax paid on input services Rs 93 million. SPV has filed an appeals with CESTAT and matter is pending.

**Avacado :** (a) The SPV has received an order dated 31 January 2018 pronounced by the Commissioner (Appeals), confirming the service tax demand of Rs. 7 million (excluding applicable interest and penalty thereon) on renting of immovable property services provided to tenants during the period April 2008 to March 2011. The Company has filed an Appeal before the Customs, Central Excise & Service Tax Appellate Tribunal. The matter is pending adjudication.

(b) For the subsequent period April 2011 to September 2011, the Company has received a Show Cause cum Demand Notice dated 22 October 2012 alleging non-payment of service tax of Rs. 1 million (excluding applicable interest and penalty thereon) on renting of immovable property services provided to tenants. The Company has filed its detailed reply on 24 December 2012. No further correspondence has been received in this case.

For both the above matters, the Company has filed applications in Form SVLDRS-1 under the Sabka Vishwas (Legacy Dispute Resolution) Scheme, 2019. The Company has received SVLDRS-3 with service tax demand in respect of above matters. The Company has not accepted the demand and is evaluating the further course of action.

Customs duty demand at the time of debonding of assets from the Software Technology Parks of India scheme ( STPI ) for Intime Rs. 16 million and KRIT Rs. 9 million.

The SPV wise details of capital commitments are as follows:

SPVs	As at 30 June 2021	As at 31 March 2021
MBPPL	483	404
Gigaplex	953	938
Sundew	319	434
KRC Infra	2,747	2,640
Horizonview	140	167
KRIT	318	301
Avacado	96	102
Intime	1	
	5,057	4,986





#### Avacado

- a) A Suit has been filed in the year 2008 by Nushi Neville Wadia (Plaintiff) against Ivory Properties and Hotels Private Limited (Ivory) & Others which includes the Company as one of the Defendants inter alia in respect of the land and the 'Paradigm' Industrial Park building of the Company. The Plaintiff has prayed against the Company and the said Ivory restraining them from carrying out further construction or any other activity on the land (on which the building Paradigm is constructed), demolition and removal of the structures on the said land, appointment of a Court Receiver in respect of the said land and Paradigm building, declaring the MOUs / Agreements entered into by the Company with Ivory and the Plaintiff as voidable and having been avoided and rescinded by the Plaintiff and to be delivered up and cancelled, restraining from alienating, encumbering, or parting with possession of structures and restraining from dealing with, creating fresh leases / licenses or renewing lease / license in respect of the said Paradigm building and from receiving or recovering any rent / license fee / compensation in respect of the said leases / licenses, depositing all the rents in the Court, etc. The Court has not granted any ad-interim relief to the Plaintiff. The Company has filed its reply to the said Suit denying the allegations and praying that no interim relief be granted to the Plaintiff. The Company in its reply has also taken up a plea that issue of limitation should be decided as a preliminary issue before any interim relief could be granted to the Plaintiff. Pursuant to the Plaintiff's application for expedited hearing of the case, the Hon'ble High Court Bombay vide an Order dated 19/09/2013 and 20/09/2013 framed the issue of limitation under section 9 (A) of Code of Civil Procedure to be tried as to jurisdiction for the maintainability of the suit and directed the Plaintiff to file an affidavit in lieu of examination in chief of the first witness on or before 17/10/2013. Pursuant to the Plaintiff's SLP in the Supreme Court challenging the Orders of the Hon'ble High Court dated 19/09/2013 and 20/09/2013, the Hon'ble Supreme Court vide its Order dated 08/10/2013 stayed the operation of the aforesaid Orders and further proceedings in the High Court Suit No. 414 of 2008. Thereafter the Hon'ble Supreme Court by its Order dated 25 August 2015 has referred the said SLP to a three Judge Bench to be posted along with SLP (C) No. 22438 of 2015. The SC by its Order dated 12.12.2018 disposed off the said SLP as infructuous in view of deletion of Section 9A of the Civil Procedure Code by the Maharashtra Act 61 of 2018 on 29.10.2018. In view of the subsequent amendment by the State of Maharashtra to the said provisions, pursuant to the Petitioners application to restore the SLP by cancelling the Order dated 12.12.2018, by Judgement dated 4.10.2019, three Judge Bench of the SC held that u/s 9A CPC (Maharashtra) question of limitation cannot be decided as a preliminary issue as to jurisdiction. The SLP, application for interim relief and the High court Suit are pending for the final hearing.

Based on an advice obtained from an independent legal counsel, the management is confident that the Company will be able to suitably defend the impact, if any, on the Ind AS financial statements can be determined on disposal of the above Petition and accordingly, Ind AS Financial statements of the company have been prepared on a going concern basis. Further, the Plaintiff, through his advocates & solicitors, had addressed letter dated 13 February, 2020 including to Mindspace REIT, the Manager, the Trustee, the Sponsors, Avacado, Mr Ravi C. Raheja, Mr. Neel C. Raheja, Mr. Chandru L. Raheja, Ivory Properties and KRCPL, expressing his objection to the proposed Offer and any actions concerning the building Paradigm located at Mindspace Malad project. The allegations and averments made by the Plaintiff have been responded and denied by the addressees, through their advocates & solicitors. No further correspondence has been received.

- b) Pursuant to the levy of service tax on renting of immovable properties given for commercial use, retrospectively with effect from 1 June 2007 by the Finance Act, 2010, some of the lessees to whom the Company has let out its premises, have based on a legal advice, challenged the said levy and, inter-alia, its retrospective application and withheld payment of service tax to the Company, based on certain judicial pronouncements and stay orders granted by appropriate High Courts from time to time. Further in this regard the Hon'ble Supreme Court has passed an interim order dated 14th October, 2011 in Civil appeal nos. 8390, 8391-8393 of 2011 and in compliance of which, such lessees have deposited with appropriate authority in 3 installments, 50% of the amount such service tax not so paid by them upto 30 September 2011 and have furnished surety for the balance 50% of the amount of service tax and which amount has also been deposited by them with the authorities. Further as per Hon'ble Supreme Court's Order dated 5th April 2018 in Civil Appeal No. (s) 4487/2010, the matter is deferred until disposal of the issues pending before the nine judges Bench in Mineral Area Development Authority and others. In view of the above and subject to the final orders being passed by the Hon'ble Supreme Court in the aforesaid appeals, there may be a contingent liability on the Company in respect of interest payable on account of the delayed payment of service tax, which amount would be recoverable from the respective lessees by the Company.

#### KRC Infra

In respect of the Company's project at Village Kharadi, Pune, a special civil suit is filed. The suit filed by Ashok Phulchand Bhandari against Balasaheb Laxman Shrivale and 29 others in respect of inter alia an undivided share admeasuring 44.15 Acres out of the land bearing S. No. 65 Hissa No. 3 for declaration, specific performance, injunction and other reliefs. Neither Gera Developments Private Limited nor KRC Infrastructure and Projects Private Limited is a party to the aforementioned suit and neither of them have filed any intervention application. There are no orders passed in the matter affecting the suit lands or the development thereof or restraining the transfer or development of the aforesaid land in any manner whatsoever. Ashok Phulchand Bhandari's application to add legal representatives of deceased Defendant No. 1 has been allowed. The matter is currently pending.

#### MBPPL

- a) Pursuant to the demerger and vesting of the Commercezone Undertaking of K. Raheja Corp Pvt Ltd. (KRCPL), in the Company MBPPL, the company MBPPL is the owner to the extent of 88.16% undivided right title and interest in the land bearing S. No. 144, 145 Yerawada, Pune which is comprised in the said Undertaking. "Shrimant Chhatrapati Udayanraje Bhosale" ("the Plaintiff") has filed a Special Civil Suit bearing No.133 of 2009 in the Court of Civil Judge, Senior Division Pune against the erstwhile land Owner Shri Mukund Bhavan Trust (who had entrusted development rights to MBPPL) and the State of Maharashtra, claiming to be the owner of the said land. The Hon'ble Court was pleased to reject the Application for amendment of plaint filed by the Plaintiff and allow the Third Party Applications on 14.11.2016. The Plaintiff has filed two writ petitions bearing Nos. 4415/2017 and 4268/2017 in the Bombay High Court challenging the aforesaid orders passed on 14.11.2016. The matter was transferred to another Court for administrative reasons and adjourned on several occasions for compliance of the order by the Plaintiff. On 5th March 2018 the Advocate for the Plaintiff filed a purnish on record stating that since he does not have any instructions in the matter from the Plaintiff, the Vakalatnama is being withdrawn by him and the matter was posted on 20th March 2018. On 20th March 2018 the Hon'ble Court was pleased to adjourn the matter till 22nd June 2018 since the Advocate for the Plaintiff had withdrawn the Vakalatnama and the Plaintiff was not represented by any Advocate. Writ Petition Nos. 4415/2017 and 4268/2017 filed in the Hon'ble Bombay High Court challenging the orders dated 14th November 2016 by Shrimant Chhatrapati Udayanraje Bhosale against Shri. Mukund Bhavan Trust and others came up for hearing on 28 November 2017 wherein the Advocate for the Petitioner undertook to serve the copy of the petition on the Respondent No. 2 i.e. State of Maharashtra and the Hon'ble High Court was pleased to adjourn the same till 16.01.2018, 26.02.2018, 22.06.2018. On 22.06.2018 the Advocate for the Defendant No. 1 filed a purnish stating that the Defendant No. 1 (a) expired matter was further adjourned till 24.10.18, 26.11.18, 21.12.18, 01.02.2019, 25.03.2019 and 15.04.2019, 18.06.2019, 27.08.2019, 19.09.2019. On 19.09.2019 the matter has been stayed by the Hon'ble Court and further posted on 11.11.2019 for compliance of the order dated 14.11.2016 by the Plaintiff. The matter has been stayed under Sec 10 of Code of Civil Procedure. On 07.04.2020 the matter has been further adjourned till 11.06.2020. On 11.06.2020 the matter was further adjourned till 11.09.2020 and the same has now been further adjourned till 04.12.2020. On 04.12.2020 the matter was further adjourned till 24.02.21. On 24.02.21, the matter was further adjourned on 09.07.21 and is now posted on 14.09.21. Both the Writ Petitions were posted on 21.09.18, 11.10.18, 22.10.18 and further posted on 10.06.19 for Admission. The matters came on board on 20.06.2019, 14.11.2019, 15.01.2019 and 21.02.2019. As per the CMIS Writ Petition No. 4415/2017 was last posted on 27.03.2020 and is yet not listed. As per the CMIS Writ Petition No. 4268/2017 was last posted on 27.03.2020 and thereafter on 23.07.20 for Admission and is yet not listed. In the management's view, as per legal advice, considering the matter and the facts, no provision for any loss / liability is presently required to be made.
- b) Maharashtra State Electricity Distribution Company Limited (MSEDCL) had sent a letter and subsequently, a show cause notice as to why the K. Raheja Corp Pvt. Ltd. (KRCPL) (of which the Commercezone Undertaking is demerged in the SPV MBPPL) should not be penalised for alleged laying of cable without obtaining proper permission from the Pune Municipal Corporation (PMC) and levied a penalty of Rs. 23 million on MBPPL. MBPPL has adequately responded to such allegations. Pune Municipal Corporation has issued to MSEDCL (with a copy to MBPPL and Panchashil Corporate Park Pvt. Ltd. (Panchashil) stating that the penalty has been waived however, since there has been a violation of PMC approved trenching policy the penalty of Rs 5 million is to be paid by Panchashil and MBPPL. MBPPL has received letter from MSEDCL, addressed to MBPPL and Panchashil to pay penalty charges of Rs. 5 millions and complete the balance cable laying work on priority by observing rules and regulations of MSEDCL with due permission from PMC. MSEDCL sent a letter to Panchashil and MBPPL providing the bifurcation of penalty of Rs. 5 millions and requesting Panchashil and MBPPL to make the payment at the earliest. MBPPL has sent a reply letter informing MSEDCL that MBPPL is not liable to pay penalty of Rs. 3 million and in respect of the penalty of Rs. 2 millions, MBPPL and Panchashil are both jointly liable to pay the same. MBPPL has further requested MSEDCL to confirm on the same to enable MBPPL and Panchashil to discuss/negotiate on the same. It is learnt that Panchashil made the payment of Rs. 5 million as penalty charges to MSEDCL and completed the work of laying cable. No provision is considered necessary at this stage.
- c) The Company is subject to other legal proceedings and claims, which have arisen in the ordinary course of business. The Company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the Company's results of operations or financial condition.





- d) MBPPL received a communication (alleged reminder) from Pune Municipal Corporation (PMC) demanding an amount of Rs. 157 million allegedly due from MBPPL based on objections by internal audit report of Pune Municipal Corporation. MBPPL, has submitted a letter denying all allegation of PMC, as MBPPL has not been served with any document referred in the said PMC letter. Subsequently MBPPL addressed one more communication stating that MBPPL would be in a position to submit their reply upon receipt of the details of amount demanded as per their reply submitted which states that if any principal outstanding is due/recoverable, MBPPL agrees to make the said payment and sought detailed clarification on the interest amount.
8. **Intime, Sundew and KRIT**
- a) In accordance with the Scheme of arrangement which was approved by Hon'ble Andhra Pradesh High Court on 23 March 2007, the Industrial Park II and III undertakings of K Raheja IT Park (Hyderabad) Limited (formerly known as K Raheja IT Park (Hyderabad) Private Limited) ("KRIT", "JV Company") have been demerged and vested in the Company with effect from the appointed date i.e. 01 September 2006. The Company had acquired the land at Madhapur, Hyderabad as part of the demerger scheme from KRIT. The said land is in lieu of the employment opportunities to be generated by KRIT and others. The liability, if any, arising due to the obligation to create the job opportunities for the entire larger land of which the above property is a part, continues to be retained by KRIT as at 30 June 2020. During the year ended 31 March 2016, Telangana State Industrial Infrastructure Corporation Limited ("TSIIC") has returned the original Bank Guarantees to KRIT and also confirmed to the bank that TSIIC will not claim any amount from the bank under the Bank Guarantees and the bank is relieved of its obligation. Hence, no liability is recognised towards the price of the plot of land.
- b) An unconditional obligation to pay amounts due to Andhra Pradesh Industrial Infrastructure Corporation Limited ("APIIC") in respect of APIIC's claims of losses due to any difference in values pertaining to sale transactions of the project undertaken by KRIT. Losses incurred by the Government/TSIIC in its JV Company, if any, will be paid in full by K Raheja Corp Pvt. Ltd. and it has furnished to the JV Company in writing agreeing and admitting liability to make such payment to Government/TSIIC. The shareholding pattern of the Government/TSIIC in the JV Company and the Company will not change as a result of conversion from Private to Public, the Government / TSIIC equity of 11% will remain the same in the Company and all the demerged companies and further in future, Government / TSIIC will not be asked to infuse further cash to maintain its 11% stake.
9. **Gigaplex**  
 Regular Civil Suit had been filed before the Hon. Civil Judge (J.D) Vashi at Central Business District by an Education Society ("the Plaintiff") who is claiming rights in existing school structure, claiming its area as 500 square meters and its existence since more than 30 years, seeking an injunction not to dispossess him. The Company has filed its reply opposing the Plaintiff's prayers. After hearing the parties, the Hon'ble Judge at the Vashi Court had rejected the Plaintiff's Injunction Application by Order dated 20.08.18 (Order). Thereafter the Plaintiff has filed an appeal in Thane District Court. The Plaintiff's Appeal filed in Thane District Court is still pending, its next date is on 02.09.21. In management view, the estimate of liability arising out of the same is remote, no provision has been taken.
10. **KRIT**  
 A Writ petition has been filed against the Company in the High Court of Judicature of Andhra Pradesh at Hyderabad with respect to specific use of the land admeasuring 4,500 square yards, earmarked as plot 18. Pursuant to it, the Court has passed an Order for no construction activity upon the triangular piece of 2 acres 40 cents of land earlier identified at the time of allotment as 'Common Facility Centre' in the software layout until further orders of the Court. TALA and APIIC have filed affidavits opposing the writ petition, confirming the allotment and rights of KRIT in the Suit Land, and for vacating the Stay Order. The matter is pending before the Court. Greater Hyderabad Municipal Corporation ("GHMC") had filed an application in the Court for clarification that the Stay Order does not preclude GHMC from acquiring a portion of 0.14 acres (approximately 567 square meters) for road widening. Subsequently, GHMC has acquired the portion of land and constructed the road. The matter is pending for disposal by the High Court. Based on the facts of the case, the management does not expect any liability and is of the opinion that no provision needs to be made.
11. **Horizonview**  
 W.S. Industries (India) Limited ("WSIL") has filed a writ petition before the Madras High Court against the District Revenue Officer, Thiruvallur ("DRO") and P. Jayapal S/o R. Perumalsamy ("Jayapal") seeking directions for quashing a notice dated May 25, 2017 issued by the DRO and Additional District Judge ("Notice"). The Notice was issued by the DRO cum Additional District Judge on a complaint presented by Jayapal alleging that lands were handed over to WSIL on certain conditions, and instead of using such lands for common purpose, WSIL has been using the lands for commercial purpose. WSIL is the erstwhile owner of the land, a portion of which was subsequently sold and transferred by WSIL to certain entities. Horizonview has been granted development rights over such land. The Madras High Court, by its order dated June 5, 2017, has granted interim stay. The matter is pending before the Madras High Court. Neither RPL, Signalling Systems Limited (the present owner of the land at Porur being developed by Horizonview Properties Private Limited) nor Horizonview Properties Private Limited is a party to the aforementioned suit.
12. **Sundew**  
 The Office of the Land Reforms Tribunal Cum Deputy Collector & Special Grade Revenue Divisional Officer, Atmakur ("Tribunal") had, by letter dated 27 August 2009, sought information from the Company under Section 8(2) of the Andhra Pradesh Land Reforms (Ceiling on Agriculture Holdings) Act, 1973 ("APLRAC") in respect of the entire land parcel at Mindspace Madhapur. The Revenue Department of the Government of Andhra Pradesh forwarded a Memo dated 5 September 2009 for furnishing of certain information to the Government of Andhra Pradesh, including information requested by the letter dated 27 August 2009. The Company had filed a detailed response on 30 September 2009 stating that (a) the land was originally granted by the Government of Andhra Pradesh to K Raheja IT Park Hyderabad Limited (KRIT) which was a joint venture company with Andhra Pradesh Industrial Infrastructure Corporation Limited, (b) the land was vested in the Company by way of demerger order of the Andhra Pradesh High Court, (c) the land has been declared as an SEZ and is therefore exempt from the local laws; (d) the land was shown as a non-agricultural land in the master plan of Hyderabad and is therefore not "land" covered under the APLRAC. The Tribunal issued a final notice to the Company in January 2012 requesting to submit a declaration for full and correct particulars of the lands held. The matter is currently pending before the Tribunal.
45. **Assessment of possible impact resulting from Covid-19 pandemic**  
 The Mindspace Group has considered the possible effects that may result from the pandemic relating to COVID-19 on the operations of the Mindspace Group and carrying amounts of property, plant and equipment, Investment Property, Inventories, receivables and other assets. The Mindspace Group, as at the date of approval of these condensed consolidated financial statements, has used internal and external sources of information to determine the expected future impact of COVID-19 pandemic on the performance of the Mindspace Group. The Mindspace Group based on current estimates expects the carrying amount of the assets to be recovered. However, due to the evolving nature of the pandemic and its response by various government authorities the Management will continue to monitor developments to identify significant impacts, if any, on the Mindspace Group's operations.
46. **Management Fees**
- Property Management Fee**  
 Pursuant to the Investment Management Agreement dated 29 June 2020 as amended, the Manager is entitled to fees @ 3% of the total rent (lease and fitout) per annum of the relevant property in respect to operations, maintenance and management of the SPVs, as applicable. The fees has been determined to meet the ongoing costs of the Investment Manager to undertake the services provided to the SPVs. Property Management fees for the quarter ended 30 June 2021 amounts to Rs 89 million. There are no changes during the period in the methodology for computation of fees paid to the Manager.
- Support Services Fee**  
 Pursuant to the Investment Management Agreement dated 29 June 2020 as amended, the Manager is entitled to fees @ 0.5% of the total rent (lease and fitout) per annum of the relevant property in respect to general administration and other support service of the SPVs, as applicable. The fees has been determined to meet the ongoing costs of the Investment Manager to undertake the services provided to the SPVs. Support Management fees for the quarter ended 30 June 2021 amounts to Rs 15 million. There are no changes during the period in the methodology for computation of fees paid to the Manager.
- REIT Management Fees**  
 Pursuant to the Investment Management Agreement dated 21 November 2019, Investment Manager is entitled to fees @ 0.5% of REIT Net Distributable Cash Flows which shall be payable either in cash or in Units or a combination of both, at the discretion of the Investment Manager. The fees has been determined for undertaking management of the REIT and its investments. The REIT Management fees accrued for the quarter ended 30 June 2021 are Rs 16 million. There are no changes during the period in the methodology for computation of fees paid to the Investment Manager.





47 Details of utilisation of proceeds of Debentures are as follows:

Particulars	Proposed utilisation	Actual utilisation upto 30 June 2021	Unutilised amount as at 30 June 2021
Providing loans to the SPVs for meeting their construction related expenses, working capital or general corporate requirements, repayment of financial indebtedness, general corporate purposes including payment of fees and expenses in connection with the issue, acquisition of commercial properties or such other purposes as stipulated in the transaction documents.	11,500	11,500	-

48 Earnings Per Unit (EPU)

Basic EPU amounts are calculated by dividing the profit/(loss) for the period attributable to Mindspace REIT by the weighted average number of units outstanding during the period. Diluted EPU amounts are calculated by dividing the profit attributable to Mindspace REIT by the weighted average number of units outstanding during the period. The Units of the Trust were allotted to Sponsor Group and Blackstone entities on 30 July 2020 and to the applicants of initial public offer on 4 August 2020.

Particulars	For the quarter ended 30 June, 2021	For the quarter ended 31 March, 2021	For the quarter ended 30 June, 2020	For the year ended 31 March 2021
Profit/ (loss) after tax for calculating basic and diluted EPU attributable to Mindspace REIT	414	1,144	(5)	3,075
Weighted average number of units (no. in million)	593	593	Not Applicable	398
<b>Earnings Per Unit</b>				
- Basic (Rupees/unit)	0.70	1.93	Not Applicable	7.74
- Diluted (Rupees/unit) *	0.70	1.93	Not Applicable	7.74

\* Mindspace REIT does not have any outstanding dilutive units



49 Financial instruments

A The carrying value of financial instruments by categories are as below:

Financial assets	As at 30 June 2021	As at 31 March 2021
<b>Fair value through Other Comprehensive Income ('FVTOCI')</b>		
Investments in equity instruments	0	0
<b>Amortised cost</b>		
Investments - non-current	22	18
Trade receivables	278	214
Cash and cash equivalents	3,368	3,539
Other bank balances	139	123
Other financial assets	3,085	3,056
<b>Total assets</b>	<b>6,892</b>	<b>6,950</b>
<b>Financial liabilities</b>		
Borrowings	39,823	37,554
Lease liabilities	192	189
Security deposits	7,566	7,598
Trade payables	798	865
Other financial liabilities	2,704	2,593
<b>Total liabilities</b>	<b>51,083</b>	<b>48,799</b>

The Management considers that the carrying amount of the above financial assets and liabilities approximates to their fair value.

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:

**Fair value hierarchy**

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The following table presents the fair value measurement hierarchy of assets and liabilities measured at fair value on recurring basis as at 30 June 2021.

**Financial instruments**

Quantitative disclosures fair value measurement hierarchy for assets as at 30 June 2021.

Particulars	Date of valuation	Total	Level 1	Level 2	Level 3
<b>Financial assets measured at fair value:</b>					
FVTOCI financial investments:	30-06-2021	0	-	-	0

c) Transfers between Level 1, Level 2 and Level 3

There were no transfers between Level 1, Level 2 or Level 3 during the period.

d) 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 values of other current financial assets and financial liabilities are considered to be equivalent to their carrying values.





#### 50 Segment information

The Mindspace Group is organised into the two operating divisions - 'real estate' and 'power distribution', which are determined based on the internal organisation and management structure of the Mindspace Group and its system of internal financial reporting and the nature of its risks and its returns. The Governing Board of the manager has been identified as the chief operating decision maker (CODM). CODM evaluates the Mindspace Group's performance, allocates resources based on analysis of various performance indicators of the Group as disclosed below.

#### Primary segment information

The primary reportable segment is business segment.

#### Real estate

Real estate comprises development and management of projects under Special Economic Zone (SEZ), Information Technology Parks and other commercial assets. The Group has its project/properties in Mumbai, Hyderabad, Pune and Chennai for development and management of commercial SEZ and IT parks.

#### Power distribution

The state power regulator has taken on record the SEZ developer MBPPL, Gigaplex and KRC Infra as Deemed Distribution Licensee for Power. The approved SPVs being Deemed Distributor, supplies power to customers within the notified SEZ.

#### For the quarter ended 30 June 2021

Particulars	Real estate	Power distribution	Unallocable	Inter segment elimination	Total
Segment revenue	4,081	153	-	(37)	4,197
Segment result	2,656	28	(110)	-	2,574
Less: Finance cost	67	(0)	532	-	599
Add: Interest income / other income	15	0	10	-	25
Profit / (Loss) before exceptional items and tax	2,603	28	(632)	-	1,999
Less: Exceptional Items (refer note 54)	(1,332)	-	-	-	(1,332)
Profit / (loss) before tax	1,271	28	(632)	-	667
Less: Tax	-	-	285	-	285
Profit / (Loss) after tax	1,271	28	(917)	-	382

#### For the quarter ended 31 March 2021

Particulars	Real estate	Power distribution	Unallocable	Inter segment elimination	Total
Segment revenue	4,205	181	-	(46)	4,340
Segment result	2,553	8	(249)	-	2,312
Less: Finance cost	89	1	517	-	607
Add: Interest income / other income	40	0	88	-	128
Profit / (Loss) before tax	2,504	7	(678)	-	1,833
Tax	-	-	567	-	567
Profit / (Loss) after tax	2,504	7	(1,246)	-	1,266

#### For the year ended 31 March 2021

Particulars	Real estate	Power distribution	Unallocable	Inter segment elimination	Total
Segment revenue	11,045	460	-	(124)	11,381
Segment result	6,761	3	(447)	-	6,317
Less: Finance cost	188	1	1,519	-	1,707
Add: Interest income / other income	62	0	122	-	184
Profit / (Loss) before tax	6,636	2	(1,844)	-	4,794
Tax	-	-	1,445	-	1,445
Profit / (Loss) after tax	6,636	2	(3,289)	-	3,349



For the quarter ended 30 June 2021

Other Information

Particulars	Real estate	Power distribution	Unallocable	Inter segment elimination	Total
Segment assets	2,13,400	1,645	6,989	-	2,22,034
Segment liabilities	10,653	1,186	40,765	-	52,604
Capital expenditure	968	0	-	-	968
Depreciation & amortisation	724	20	-	-	744

For the year ended 31 March 2021

Other Information

Particulars	Real estate	Power distribution	Unallocable	Inter segment elimination	Total
Segment assets	2,14,065	1,712	6,941	-	2,22,718
Segment liabilities	10,923	1,321	38,340	-	50,584
Capital expenditure	4,037	0	-	-	4,037
Depreciation & amortisation	1,910	54	-	-	1,964

For the quarter ended 30 June 2020

MindSpace REIT did not had any Operating segments as at 30 June 2020 as SPVs were acquired on 30 July 2020. Accordingly, disclosure under Ind AS 108, Operating segments for quarter ended 30 June 2020 is not applicable.

Secondary segment information

MindSpace Group's operations are based in India and therefore the Group has only one geographical segment - India.

Segment accounting policies are in line with accounting policies of the MindSpace Group. In addition, the following specific accounting policies have been followed for segment reporting:

Segment revenue includes income directly attributable to the segment.

Revenue and expenses directly attributable to segments are reported under respective reportable segment.

Revenue and expenses which are not attributable or allocable to segments have been disclosed under 'Unallocable'.

Borrowings and finance cost of the Group which are not attributable or allocable to segments have been disclosed under 'Unallocable'.

SPV wise revenue from major customers:

Entity	Quarter ended 30 June 2021	Year ended 31 March 2021
MBPPL	179	439
Gigaplex	258	704
Sundew	127	329
Intime	207	552
KRIT	272	1,025
KRC Infra	241	903
Horizonview	8	8
Avacado	139	383





51 Non-controlling interest

Name of the entity	For the period ended 30 June 2021			
	Net assets		Share in total comprehensive income	
	As a % of consolidated net assets	Amount	As a % of consolidated total comprehensive income	Amount
<b>Parent</b>				
Mindspace Business Parks REIT	94.8%	1,60,592	108.5%	414
<b>SPVs</b>				
Intime Properties Limited	1.1%	1,826	6.2%	24
K. Raheja IT Park (Hyderabad) Limited	1.7%	2,903	(29.2%)	(111)
Sundew Properties Limited	2.4%	4,109	14.5%	55
<b>Consolidated net assets/ Total comprehensive income</b>	<b>100%</b>	<b>1,69,430</b>	<b>100%</b>	<b>382</b>

The following table summarises the financial information relating to subsidiaries which have material Non-controlling interest.

(i) Intime Properties Limited

Summarised balance sheet

Particulars	As at 30 June 2021	As at 31 March 2021
Non-current assets	17,204	17,664
Current assets	164	95
Non-current liabilities	(106)	(107)
Current liabilities	(661)	(696)
<b>Net assets</b>	<b>16,601</b>	<b>16,956</b>
<b>NCI holdings</b>	<b>11.0%</b>	<b>11.0%</b>
Carrying amount of Non-controlling interests	1,826	1,865

Summarised statement of profit & loss and Cash flow

Particulars	For the period ended 30 June 2021	For the year ended 31 March 2021
Total comprehensive income for the period	216	605
Attributable to Non-controlling interest		
Total comprehensive income for the period	24	67
<b>Cash flows from/ (used in) :</b>		
Operating activities	17	59
Investing activities	50	58
Financing activities	(63)	(116)
<b>Net increase/ (decrease) in cash and cash equivalents</b>	<b>4</b>	<b>1</b>

(ii) K. Raheja IT Park (Hyderabad) Limited

Summarised balance sheet

Particulars	As at 30 June 2021	As at 31 March 2021
Non-current assets	27,581	29,165
Current assets	202	121
Non-current liabilities	(234)	(198)
Current liabilities	(1,161)	(917)
<b>Net assets</b>	<b>26,388</b>	<b>28,171</b>
<b>NCI holdings</b>	<b>11.0%</b>	<b>11.0%</b>
Carrying amount of Non-controlling interests	2,903	3,099



**Summarised statement of profit & loss and Cash flow**

Particulars	For the period ended 30 June 2021	For the year ended 31 March 2021
Total comprehensive income for the period	(1,014)	739
<b>Attributable to Non-controlling interest</b>		
Total comprehensive income for the period	(111)	81
<b>Cash flows from:</b>		
Operating activities	17	73
Investing activities	42	69
Financing activities	(85)	(150)
<b>Net increase in cash and cash equivalents</b>	<b>(26)</b>	<b>(8)</b>

(iii) Sundew Properties Limited

**Summarised balance sheet**

Particulars	As at 30 June 2021	As at 31 March 2021
Non-current assets	48,872	48,910
Current assets	594	407
Non-current liabilities	(9,503)	(9,337)
Current liabilities	(2,617)	(2,357)
<b>Net assets</b>	<b>37,346</b>	<b>37,623</b>
<b>NCI holdings</b>	<b>11.0%</b>	<b>11.0%</b>
<b>Carrying amount of Non-controlling interests</b>	<b>4,109</b>	<b>4,140</b>

**Summarised statement of profit & loss and Cash flow**

Particulars	For the period ended 30 June 2021	For the year ended 31 March 2021
Total comprehensive income for the period	504	1,149
<b>Attributable to Non-controlling interest</b>		
Total comprehensive income for the period	55	126
<b>Cash flows from/ (used in) :</b>		
Operating activities	45	140
Investing activities	9	652
Financing activities	(96)	(759)
<b>Net increase in cash and cash equivalents</b>	<b>(42)</b>	<b>33</b>
<b>Total carrying amount of NCI</b>	<b>8,838</b>	<b>9,104</b>





52 Related Party Disclosures

A. Parties to Mindspace REIT as at 30 June, 2021 (Refer Note 1)

Sl. No.	Particulars	Name of Entities	Promoters/Partners *	Directors
1	Trustee	Axis Trustee Services Limited	-	-
2	Sponsors	Anbee Constructions LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
3		Cape Trading LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
4	Manager	K Raheja Corp Investment Managers LLP	Mr Ravi C Raheja Mr Neel C Raheja	-
5	Sponsors Group (refer note below)	Mr Chandru L Raheja	-	-
6		Mr Ravi C Raheja	-	-
7		Mr Neel C Raheja	-	-
8		Mrs Jyoti C Raheja	-	-
9		Capstan Trading LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
10		Casa Maria Properties LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
11		Raghukool Estate Development LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
12		Palm Shelter Estate Development LLP	Mr Ravi C Raheja Mr Neel C Raheja Mr Chandru L Raheja Mrs Jyoti C Raheja	-
13		K Raheja Corp Pvt. Ltd.	Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mrs Jyoti C Raheja Jointly with Mr Chandru L Raheja  Mr Ravi C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mr Neel C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP Mr Neel C Raheja Jointly with Mr Ramesh M. Valecha	Ravi C. Raheja Neel C. Raheja Ramesh Valecha Vinod Rohira
14		Inorbit Malls (India) Private Limited (till 30 July 2020)	Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mrs Jyoti C Raheja Jointly with Mr Chandru L Raheja  Mr Ravi C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Mr Neel C Raheja Jointly with Mr Chandru L Raheja Jointly with Mrs Jyoti C Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP Mr Neel C Raheja Jointly with Mr Ramesh M. Valecha Ivory Properties & Hotels Pvt Ltd K Raheja Corp Private Limited	Ravi C. Raheja Neel C. Raheja Sunil Hingorani



52 Related Party Disclosures

A. Parties to Mindspace REIT's as at 30 June, 2021 (Refer Note 1)

Sl. No.	Particulars	Name of Entities	Promoters/Partners *	Directors
15		Ivory Properties and Hotels Private Limited (till 30 July 2020)	Mr Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Mrs Jyoti C. Raheja Jointly with Mr Chandru L. Raheja  Mr Ravi C. Raheja Jointly with Mr Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Mr Neel C. Raheja Jointly with Mr Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP	Ravi C. Raheja Neel C. Raheja Ramesh Valecha Vinod Rohira
16		K Raheja Private Limited (till 30 July 2020)	Mr Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Mrs Jyoti C. Raheja Jointly with Mr Chandru L. Raheja  Mr Ravi C. Raheja Jointly with Mr Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Mr Neel C. Raheja Jointly with Mr Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Anbee Constructions LLP Cape Trading LLP Capstan Trading LLP Casa Maria Properties LLP Raghukool Estate Development LLP Palm Shelter Estate Development LLP	Ravi C. Raheja Neel C. Raheja Vinod Rohira
17		Ivory Property Trust	Chandru L. Raheja Jyoti C. Raheja Ivory Properties & Hotels Pvt Ltd Ravi C. Raheja Neel C. Raheja (all are trustees)	
18		Genext Hardware & Parks Pvt. Ltd.	Mr. Ravi C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja  Mr. Neel C. Raheja Jointly with Mr. Chandru L. Raheja Jointly with Mrs Jyoti C. Raheja Chandru L. Raheja jointly with Jyoti C. Raheja, behalf of beneficiaries of Ivory Property Trust	Ravi C. Raheja Neel C. Raheja Ramesh Valecha





52 Related Party Disclosures

A. Parties to Mindspace REIT as at 30 June, 2021 (Refer Note 1)

Sl. No.	Particulars	Name of Entities	Promoters/Partners *	Directors
19	Names of SPVs	1. Avacado Properties and Trading (India) Private Limited 2. Gigaplex Estate Private Limited 3. Horizonview Properties Private Limited 4. KRC Infrastructure and Projects Private Limited 5. Intime Properties Limited 6. Sundew Properties Limited 7. K. Raheja IT Park (Hyderabad) Limited 8. Mindspace Business Parks Private Limited 9. Dices Realcon Private Limited (upto 19th February, 2021) 10. Educator Protech Private Limited (upto 19th February, 2021) 11. Happy Eastcon Private Limited (upto 4th February, 2021) 12. Sampada Eastpro Private Limited (upto 17th March, 2021)		
20	Governing Board and Key Managerial Personnel of the Manager (K Raheja Corp Investment Managers LLP)	<u>Governing Board</u> Mr. Deepak Ghaisas Ms. Manisha Girotra Mr. Bobby Parikh Mr. Alan Miyasaki Mr. Ravi C. Raheja Mr. Neel C. Raheja  <u>Key Managerial Personnel</u> Mr. Vinod Rohira Ms. Preeti Chheda		
21	Entities controlled/jointly controlled by members of Governing Board	Brookfields Agro & Development Private Limited Cavalcade Properties Private Limited Grange Hotels And Properties Private Limited Immense Properties Private Limited Novel Properties Private Limited Pact Real Estate Private Limited Paradigm Logistics & Distribution Private Limited  Sustain Properties Private Limited Aqualine Real Estate Private Limited Feat Properties Private Limited Cavin Properties Private Limited Asterope Properties Private Limited Content Properties Private Limited Grandwell Properties And Leasing Private Limited Sundew Real Estate Private Limited M/s Bobby Parikh and Associates Gencoval Strategic Services Pvt Ltd Stemadec Biotech Private Limited Hariom Infrafacilities Services Private Limited		

\* only when acting collectively



52 Related party disclosures

B. Related parties with whom the transactions have taken place during the period / year

Particulars	Quarter ended			For year ended
	30 June 2021	31 March 2021	30 June 2020	31 March 2021
<b>Project Management Fees</b>				
K Raheja Corp Investment Managers LLP	104	110	-	282
<b>Investment Management Fees</b>				
K Raheja Corp Investment Managers LLP	16	17	-	34
<b>Trustee fee expenses</b>				
Axis Trustee Services Limited	1	0	-	2
<b>Legal &amp; professional fees</b>				
M/s Bobby Parikh and Associates	1	1	-	7
<b>Interest income</b>				
Ivory Property Trust	-	-	-	19
<b>Rent expense</b>				
Genext Hardware & Parks Pvt. Ltd.	3	3	-	8
<b>Sitting Fees</b>				
Neel C Raheja	0	0	-	0
Ravi C Raheja	0	0	-	0
Vinod N. Rohira	0	0	-	0
Preeti Chheda	0	0	-	0
<b>Loan repaid</b>				
Ivory Property Trust	-	-	-	3150
<b>Reimbursement of Expenses</b>				
K Raheja Corp Investment Managers LLP*	3	-	1	61

\*Includes fees paid to M/s Bobby Parikh & Associates amounting to Rs. 1 million for the quarter ended 30 June 2021 and Rs 0.48 million for the year ended 31 March 2021.





52 Related party disclosures

B. Related parties with whom the transactions have taken place during the period / year

Particulars	Quarter ended			For year ended
	30 June 2021	31 March 2021	30 June 2020	31 March 2021
<b>Payment to Sponsor Group companies in relation to Offer for Sale</b>				
Chandru L Raheja	-	-	-	10
Jyoti C Raheja	-	-	-	1,139
Ravi C Raheja	-	-	-	1,180
Neel C Raheja	-	-	-	1,180
Genext Hardware & Parks Private Limited	-	-	-	958
Inorbit Malls (India) Private Limited	-	-	-	1,506
Ivory Properties And Hotels Private Limited	-	-	-	3,387
Ivory Property Trust	-	-	-	10,357
K. Raheja Corp Private Limited	-	-	-	4,304
K. Raheja Private Limited	-	-	-	2,852
<b>Issue of Unit capital</b>				
Anbee Constructions LLP	-	-	-	9,736
Cape Trading LLP	-	-	-	9,736
Capstan Trading LLP	-	-	-	11,301
Casa Maria Properties LLP	-	-	-	11,301
Chandru L. Raheja	-	-	-	8,984
Genext Hardware & Parks Private Limited	-	-	-	7,274
Inorbit Malls (I) Private Limited	-	-	-	1,541
Ivory Properties & Hotels Private Limited	-	-	-	3,466
Ivory Property Trust	-	-	-	13,008
Jyoti C. Raheja	-	-	-	3,912
K Raheja Corp Private Limited	-	-	-	14,468
K Raheja Private Limited	-	-	-	2,918
Neel C. Raheja	-	-	-	5,845
Palm Shelter Estate Development LLP	-	-	-	11,301
Raghukool Estate Development LLP	-	-	-	9,958
Ravi C. Raheja	-	-	-	5,846



52 Related party disclosures

C. Balances as at period end

Particulars	As on 30 June 2021	As on 31 March 2021
<b>Other Receivable</b>		
Vinod N Rohira	0	0
<b>Trade Payables</b>		
K Raheja Corp Investment Managers LLP	42	40
M/s Bobby Parikh and Associates	1	0
Genext Hardware & Parks Pvt. Ltd.	3	-
<b>Sitting Fees Payable</b>		
Neel C. Raheja	0	0
Ravi C. Raheja	0	0
Preeti Chheda	0	0
Vinod N Rohira	0	-
<b>Other Financial Liabilities</b>		
K Raheja Corp Investment Managers LLP	19	17
<b>Security Deposit</b>		
K. Raheja Corp Pvt. Ltd.	2	2
<b>Co-Sponsor Initial Corpus</b>		
Anbee Constructions LLP	0	0
Cape Trading LLP	0	0

- 53 The figures for the quarter ended 31 March 2021 are the derived figures between the audited figures in respect of the year ended 31 March 2021 and the published year-to-date figures up to 31 December 2020, which were subject to limited review.
- 54 KRIT is proposing to redevelop Buildings 1A and 1B at Mindspace, Madhapur, Hyderabad. Vacation of these buildings by the tenant, provided the SPV an opportunity to evaluate the possibility of redevelopment which would potentially increase the area of the building, help incorporating new upgraded facilities, enhance the marketability of the buildings and also offer future consolidation opportunities to existing tenants in the Park with continuity and growth. Basis the assessment by the SPV of the opportunity and concurrence from the Telangana State Industrial Infrastructure Corporation Ltd. (TSIIC) vide its letter dated June 23, 2021, the SPV proposes to redevelop the said buildings subject to the receipt of statutory approvals & clearances as may be required for the proposed redevelopment. Accordingly, the Mindspace Group has charged the written down value of the said buildings, plant and machinery and other assets in relation to the buildings aggregating to Rs. 1,332 million to the Condensed Consolidated Statement of Profit and Loss and disclosed as Exceptional Item.
- 55 Previous period figures have been regrouped, as considered necessary, to conform with current period presentation.
- 56 "0" represents value less than Rs. 0.5 million.

