



## Investment Committee

The Investment Committee was constituted pursuant to the resolution of the Governing Board of the Manager on November 11, 2020. The terms of reference of the Investment Committee effective as on date shall include the following:

- i. To review decisions in respect of acquisition of ROFO or third-party assets or divestment of project(s) of Mindspace Business Parks REIT or its Asset SPVs,
- ii. To grant approval for making binding offers for acquisition of assets or further issue of units in relation to the acquisition of such assets subject to compliance with the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and / or unitholders' approval, as may be required,
- iii. To approve and recommend to the Governing Board on acquisitions of assets or further issue of units before making binding or firm commitments for such acquisition or further issuance or divestment of project(s) of Portfolio,
- iv. To ensure all related party or ROFO acquisitions are as per the terms of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and Right of First Offer Agreement dated June 29, 2020 ("**ROFO Agreement**"), as amended from time to time,
- v. To put in place policies or procedures as may be required in relation to such acquisitions or divestment,
- vi. To act on any responsibilities delegated by the Governing Board to it in respect of such investments / divestments, and
- vii. To delegate its powers to the Executive Committee or such other committee or persons as it may deem necessary.