

To,
Mr. Ritobrata Mitra/Mr. Swapnil Kolhi
IDBI Trusteeship Services Ltd,
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001

Dear Sir,

Sub: Quarterly Compliance Report for the Quarter/Year ended March 31, 2022

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993, the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, Companies Act, 2013 and other applicable laws as amended from time to time and acts, rules, regulations, circulars, guidelines framed and issued thereunder, we furnish the required information for your needful.

Sl. No.	Particulars of Information/Documents																
1.	<u>REGULATORY REQUIREMENT:</u> <i>To be provided by Management/KMP/Compliance Officer</i>	Furnished Yes/No [Details to be filled in the table or enclosed the requisite attachment]															
a.	<u>List Of Debenture Holders:-</u> An updated list of debenture holders registered in the Register of Debenture Holders in the following format: <table><tr><th colspan="5">ISSUE-WISE PARTICULARS</th></tr><tr><th>Issue size (including ISIN No)</th><th>Name(s) of Debenture Holder</th><th>Address</th><th>Contact No.</th><th>Email Id</th></tr><tr><td>INR 200 crores ISIN No. INE0CCU07025</td><td colspan="4">As per the Benpos attached</td></tr></table>	ISSUE-WISE PARTICULARS					Issue size (including ISIN No)	Name(s) of Debenture Holder	Address	Contact No.	Email Id	INR 200 crores ISIN No. INE0CCU07025	As per the Benpos attached				Yes. Details are captured in the weekly Benpos shared by Registrar and Transfer Agent (RTA) and the
ISSUE-WISE PARTICULARS																	
Issue size (including ISIN No)	Name(s) of Debenture Holder	Address	Contact No.	Email Id													
INR 200 crores ISIN No. INE0CCU07025	As per the Benpos attached																

		Benpos as on March 31, 2022, is enclosed herewith as Annexure 1.																		
b.	<u>Any Modification In Existing Outstanding ISINs:</u> <table><tr><th colspan="5">ISSUE DETAILS</th></tr><tr><th>Existing ISIN No.</th><th>Revised ISIN No.</th><th>Date of change in ISIN No.</th><th>Date of DP letter for change in ISIN</th><th>Furnish copy of letter from DP</th></tr><tr><td></td><td></td><td></td><td></td><td></td></tr></table>	ISSUE DETAILS					Existing ISIN No.	Revised ISIN No.	Date of change in ISIN No.	Date of DP letter for change in ISIN	Furnish copy of letter from DP						No			
ISSUE DETAILS																				
Existing ISIN No.	Revised ISIN No.	Date of change in ISIN No.	Date of DP letter for change in ISIN	Furnish copy of letter from DP																
c.	<u>Investor Grievances Details:-</u> Details of complaints/grievances in the following format. In case no complaints have been received, a confirmation thereof. <table><tr><th colspan="6">ISSUE-WISE PARTICULARS</th></tr><tr><th>Issue size</th><th>Nos. of Complaint s/ Grievance s pending for the previous quarter</th><th>Nos. of Complaint s/ Grievance s Received during current quarter</th><th>Resolved / Unresolved</th><th>Nos. of Complaint s/ Grievance s pending for the current quarter</th><th>Reason (if pending beyond 30days of receipt of grievance)</th></tr><tr><td>INR 200 crores ISIN No. INEOCCU07025</td><td>0</td><td>0</td><td>0</td><td>0</td><td>NA</td></tr></table>	ISSUE-WISE PARTICULARS						Issue size	Nos. of Complaint s/ Grievance s pending for the previous quarter	Nos. of Complaint s/ Grievance s Received during current quarter	Resolved / Unresolved	Nos. of Complaint s/ Grievance s pending for the current quarter	Reason (if pending beyond 30days of receipt of grievance)	INR 200 crores ISIN No. INEOCCU07025	0	0	0	0	NA	No Compliant received with respect to said Debentures. Statement of Investor Complaints for the quarter ended on March 31, 2022, issued by Registrar and Transfer Agent (RTA) is enclosed herewith as Annexure 2.
ISSUE-WISE PARTICULARS																				
Issue size	Nos. of Complaint s/ Grievance s pending for the previous quarter	Nos. of Complaint s/ Grievance s Received during current quarter	Resolved / Unresolved	Nos. of Complaint s/ Grievance s pending for the current quarter	Reason (if pending beyond 30days of receipt of grievance)															
INR 200 crores ISIN No. INEOCCU07025	0	0	0	0	NA															
c.	<u>Payment Of Interest / Principal:</u> A Certificate cum Confirmation duly signed by a key managerial personnel viz., Managing Director/ Whole Time Director/CEO/ CS/CFO of the Company to the effect that:-	Yes, details provided in the adjacent table																		

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

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	<table><tr><th colspan="6">INTEREST/PRINCIPAL (ISIN WISE)</th></tr><tr><th>Issue size</th><th>ISIN No</th><th>Due date of redemption and/or interest (falling in the quarter)</th><th>Paid/ unpaid (actual date of payment, if paid, reasons if not paid)</th><th>Next due date for the payment of Interest / principal</th><th>Reasons for delay (if any)</th></tr><tr><td>INR 200 Crores</td><td>INEOCCU07025</td><td>March 31, 2022</td><td>March 31, 2022</td><td>June 30, 2022</td><td>NA</td></tr></table>						INTEREST/PRINCIPAL (ISIN WISE)						Issue size	ISIN No	Due date of redemption and/or interest (falling in the quarter)	Paid/ unpaid (actual date of payment, if paid, reasons if not paid)	Next due date for the payment of Interest / principal	Reasons for delay (if any)	INR 200 Crores	INEOCCU07025	March 31, 2022	March 31, 2022	June 30, 2022	NA	
INTEREST/PRINCIPAL (ISIN WISE)																									
Issue size	ISIN No	Due date of redemption and/or interest (falling in the quarter)	Paid/ unpaid (actual date of payment, if paid, reasons if not paid)	Next due date for the payment of Interest / principal	Reasons for delay (if any)																				
INR 200 Crores	INEOCCU07025	March 31, 2022	March 31, 2022	June 30, 2022	NA																				
d.	<p><u>Credit Rating:-</u> Details of revisions in the credit rating (if any);</p> <table><tr><th>Name(s) of Rating Agency</th><th>Immediate Previous Credit Rating</th><th>Revised Credit Rating & date of revision</th></tr><tr><td>CRISIL Ratings Limited</td><td>CRISIL Ratings Limited</td><td>Re-affirmed- CRISIL AAA/Stable vide letter dated 18.01.2022</td></tr></table>						Name(s) of Rating Agency	Immediate Previous Credit Rating	Revised Credit Rating & date of revision	CRISIL Ratings Limited	CRISIL Ratings Limited	Re-affirmed- CRISIL AAA/Stable vide letter dated 18.01.2022	Credit rating was re-affirmed by CRISIL Ratings Limited vide letter dated January 18, 2022 and same is enclosed herewith as Annexure 3												
Name(s) of Rating Agency	Immediate Previous Credit Rating	Revised Credit Rating & date of revision																							
CRISIL Ratings Limited	CRISIL Ratings Limited	Re-affirmed- CRISIL AAA/Stable vide letter dated 18.01.2022																							
e.	<p><u>DRR And REF Details:-</u></p> <table><tr><th>Issue size</th><th>Maintenance of Debenture Redemption Reserve</th><th>DRR required to be Created [In Crs.]</th><th>DRR Created upto March 31, 2022 Rs. (In Cr.)</th><th>Funds invested of debentures maturity during the year</th></tr><tr><td>Please mention issue size along with</td><td>INR 200 crores ISIN No. INEOCCU07025</td><td>Not Applicable to REIT</td><td>Not Applicable to REIT</td><td>Not Applicable to REIT</td></tr><tr><td colspan="5">Creation of Recovery Expense Fund (REF) in terms of SEBI Circular dated 22.10.2020</td></tr></table>						Issue size	Maintenance of Debenture Redemption Reserve	DRR required to be Created [In Crs.]	DRR Created upto March 31, 2022 Rs. (In Cr.)	Funds invested of debentures maturity during the year	Please mention issue size along with	INR 200 crores ISIN No. INEOCCU07025	Not Applicable to REIT	Not Applicable to REIT	Not Applicable to REIT	Creation of Recovery Expense Fund (REF) in terms of SEBI Circular dated 22.10.2020					Acknowledged email confirmation from BSE Limited for creation of fund was already shared along with previous QCR. As there is no addition in REF amount			
Issue size	Maintenance of Debenture Redemption Reserve	DRR required to be Created [In Crs.]	DRR Created upto March 31, 2022 Rs. (In Cr.)	Funds invested of debentures maturity during the year																					
Please mention issue size along with	INR 200 crores ISIN No. INEOCCU07025	Not Applicable to REIT	Not Applicable to REIT	Not Applicable to REIT																					
Creation of Recovery Expense Fund (REF) in terms of SEBI Circular dated 22.10.2020																									

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	ISIN no. for DRR & REF	Maintenance of REF, REF required to be created [in Rs.] Rs. 2,00,000/-	REF created upto March 31, 2022 Yes	REF maintained In the form of Cash	Any addition in the REF during the last quarter NA	in the last quarter, there is no change in the REF for quarter ended March 31, 2022.
2.	<u>Copies of the following information/documents (to be attached) (all fields mandatory):-</u>					Whether copy enclosed
a.	<p>Asset cover Certificate¹ in the format of Annexure A of the SEBI Circular dated 12.11.2020.</p> <p>For Secured NCDs, cases which are secured by way of book debts / receivables, the company shall mandatorily provide asset cover certificate including covenant compliance confirmation on half yearly basis from the Statutory Auditor of the Company. Covenant would include financial and non-financial covenants. This is a requirement as per Regulation 15(1)(t) of the SEBI (DT) Regulation as amended on 08.10.2021.</p> <p>In case of Unsecured NCD / bond issues, please furnish the certificate of Statutory Auditor (in the format as provided in Annexure A (Table-II) and Part C of SEBI Circular dated 12.11.2020), on half-yearly basis for maintenance of asset cover including compliance with all the covenants, in respect of listed non-convertible debt securities from the Issuers.</p>					Asset Cover Certificate issued by Statutory Auditor is attached herewith as "Annexure 4"
b.	A statement of value of pledged securities ² , if any / applicable (<i>Applicable Quarterly</i>)					Not Applicable
c.	A statement of value of Debt Service Reserve Account or any other form of security ³ if any / applicable (<i>Applicable Quarterly</i>)					Statement of value of Debt Service Reserve

¹ To be submitted within 30 days from the end of each quarter. To be submitted in the format as provided under Annexure A of the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

² To be submitted within 30 days from the end of each quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

³ To be submitted for the end of each quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

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		Account is not applicable.
d.	Net worth certificate of personal guarantors [if any] ⁴ (Applicable on half yearly basis)	Not Applicable
e.	Copy of Title Search Reports for movable/immovable assets, as applicable ⁵ (Applicable Annually)	As per the DTD financial Covenant , we have to submit the title search report within 75 days from end of each financial year. On receipt of the same will be shared with you.
f.	Copy of Valuation Report for movable/immovable assets, as applicable ⁶ (Applicable Annually)	Valuation Report for the quarter and financial year ended March 31, 2022, is attached herewith as

4 To be submitted for the end of the second and fourth quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020

5 To be submitted for the end of the financial year as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020

6 To be submitted for the end of the financial year as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020

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		"Annexure-5"
g.	Financials/Value of guarantor prepared on the basis of audited financial statements, etc. of the guarantor (secured by way of corporate guarantee) (Applicable Annually)	MBBPL financial as on March 31, 2022 will be provided in due course.
h.	a one-time certificate from the statutory auditor of the Company with respect to the use of the proceeds raised through the issue of Debentures as and when such proceeds have been completely deployed toward the proposed end-uses. In case of deviation/variation, please provide as per ' Appendix A '.	As per statutory auditor's certificate dated April 9, 2021 the funds are completely utilized. Hence Not applicable for quarter ended March 31, 2022.
i.	Certified True Copy of quarterly and year-to-date standalone financial results containing line items as required under Regulation 52 (4) of SEBI LODR Regulations. once it is approved by Governing Board of the Issuer at its meeting.	The same has been send alongwith the outcome of meeting
j.	Copy of the un-audited [with limited review report] or audited financial results submitted to stock exchange ⁷	The Financial Accounts are audited, hence limited review

⁷ Regulation 52(1) of SEBI LODR Regulations – To be submitted within forty five days from the end the second and fourth quarter and on the same day the information is submitted to stock exchanges.

		report is not applicable																		
k.	Periodical reports from lead bank regarding progress of the Project, if applicable	Not Applicable																		
l.	Copy of the Insurance Policies duly endorsed in favour of the Debenture Trustee as ‘Loss Payee’	Yes, the said policy was valid till 31 st December, 2022. The same has provided earlier.																		
m.	Details of initiation of forensic audit (by whatever name called) in respect of the Company and copies of the disclosures made by the Company to the Stock Exchange in this regard	Not Applicable																		
3.	CONFIRMATIONS/CERTIFICATES FROM STATUTORY AUDITORS	Whether copy enclosed																		
a.	<div>Certificate of confirmation from Statutory Auditor of the Company along with quarterly/annual financial results on following issues (please also enclose certificate of statutory auditor):-</div> <table><tr><td>Issue size with ISINs</td><td>Security Value/Cover</td><td>Asset Cover</td><td>Debt Equity Ratio</td><td>Value of book debts / receivables certified by the statutory auditor.⁸</td></tr><tr><td>INR 200 crores ISIN No. INE0CCU07025</td><td></td><td></td><td></td><td></td></tr></table> <table><tr><td>Purpose of utilization of Proceeds (deviations, if any)</td><td>Status of compliance with the covenants of the Offer Document/Information Memorandum</td><td>Debt Service Coverage Ratio</td><td>Interest Service Coverage Ratio</td></tr><tr><td></td><td>In case of breaches, please provide details</td><td>{Not applicable to Banks}</td><td>{Not applicable to Banks}</td></tr></table>	Issue size with ISINs	Security Value/Cover	Asset Cover	Debt Equity Ratio	Value of book debts / receivables certified by the statutory auditor. ⁸	INR 200 crores ISIN No. INE0CCU07025					Purpose of utilization of Proceeds (deviations, if any)	Status of compliance with the covenants of the Offer Document/Information Memorandum	Debt Service Coverage Ratio	Interest Service Coverage Ratio		In case of breaches, please provide details	{Not applicable to Banks}	{Not applicable to Banks}	The Same has enclosed is above as “Annexure-4”
Issue size with ISINs	Security Value/Cover	Asset Cover	Debt Equity Ratio	Value of book debts / receivables certified by the statutory auditor. ⁸																
INR 200 crores ISIN No. INE0CCU07025																				
Purpose of utilization of Proceeds (deviations, if any)	Status of compliance with the covenants of the Offer Document/Information Memorandum	Debt Service Coverage Ratio	Interest Service Coverage Ratio																	
	In case of breaches, please provide details	{Not applicable to Banks}	{Not applicable to Banks}																	

⁸ Where the debentures are secured by receivables/book debts

		of breach and steps taken by the Company.			
	Providing loans to the Special Purpose Vehicles for meeting their construction related expenses, working capital or general corporate requirements, repayment of financial indebtedness	The same shall form part of financials.	The same shall form part of financials.	The same shall form part of financials.	
	Net worth of the company	Net profit after tax	Earnings per share		
	The same shall form part of financials	The same shall form part of financials	The same shall form part of financials		
4.	<u>MANAGEMENT CONFIRMATIONS:</u>				Furnished Yes/No
a.	<u>Management Confirmation for Security and insurance⁹:</u>				
	i.	Security Documents executed by the Company remain valid (including but not limited to the purpose of and as provided in Limitation Act 1963), subsisting and binding upon the Company			Yes
	ii.	The assets of the Company and of the guarantors, if any, which are available by way of security/cash flows/profits are sufficient to discharge the claims of the debenture holders as and when they become due and that such assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders and adequate asset cover is maintained.			Yes, Assets cover certificate is enclosed above

⁹ applicable for secured debentures

	iii.	Delay or Failure to create security (if any), with detailed reasons for delay or default in security creation and the time lines within which the same shall be created					Not Applicable as security was created within the timelines mentioned in the Debenture Trust Deed dated December 10, 2020.	
	iv.	All the Insurance policies of the Secured Assets of the captioned debentures obtained are valid, enforceable and cover the risks as required under the Information Memorandum/ Debenture Trust Deed, and are endorsed in favour of Debenture Trustee as 'Loss Payee'. The premium in respect of the following insurance policies have been paid.					Yes	
		Issue Size	Policy No.	Coverage (Rs.)	Period & expiry date	Status of Endorsement		
		INR 200 Cr	OG-22-1919-4090-00000229	7,53,34,78,354.00	01-Jan-22 To 31-Dec-22	Endorsed		
b.	<u>Management Confirmation for statutory items:</u>							Yes/No
	i.	The Company has complied with and is in compliance with the provisions of the Companies Act 2013, the extant SEBI Regulations and the terms and conditions of the captioned Debentures and there is no event of default which has occurred or continuing or subsisting as on date. If no, please specify details.					Yes, to the extant applicable	
	ii.	Whether there is any breach of covenant / terms of the debenture issues in terms of the Information Memorandum and DTD. If yes, please specify date of such breach occurred, the details of breach of covenant and remedial action taken by the Company along with requisite documents.					No	

	<p>Any additional covenants of the issue (including side letters, accelerated payment clause, etc.) and status thereof</p> <p><i>Note: As per SEBI circular no. SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated November 12, 2020, Debenture Trustee is required to intimate the covenant breach to Debenture Holders, Stock Exchange, SEBI, etc.</i></p>	
	<p>iii. There is no major change in composition of its Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Changes if any to be disclosed along with copies of intimation made to the stock exchanges)</p>	<p>There is no change in Composition of Governing Board of the Issuer except appointment of Mr. Manish Kejriwal as an Independent Non-Executive Member of the Governing Board with effect from February 02, 2022 for a period of 5(Five) years.</p>
	<p>iv. Any amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Company</p>	<p>No</p>
	<p>v. Change, if any, in the nature and conduct of the business by the Company</p>	<p>No</p>

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	vi. Outstanding litigations, orders, directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any	No
	vii. Proposals, if any placed before the board of directors for seeking alteration in the form or nature or rights or privileges of the Debentures or in the due dates on which interest or redemption are payable, if any	No
	viii. Disclosures, if any made to the stock exchange in terms of Regulation 30 or Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the Debentures or on the payment of interest or redemption of the Debentures	Regulation 30 is not applicable to the Issuer. No disclosure has been made under Regulation 51 (2) which may have a bearing on the Debentures or on the payment of interest or redemption of the Debentures.
	ix. There are no events or information or happenings which may have a bearing on the performance/operation of the Company, or there is no price sensitive information or any action as per SEBI (LODR) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures	Yes
	x. Confirmation that the unclaimed/ unpaid amounts of monies due on debentures and redemption of debentures are transferred to Investor Education and Protection Fund (IEPF)	N.A.
c.	Management Confirmation for other items:	Yes/No
	i. Details of any default committed by the Issuer with respect to borrowings obtained from banks / financial institutions pertaining to:-	No

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	a. payment obligations; and / or b. covenant compliance	
	ii. Details of Reference to Insolvency or a petition (if any) filed by any creditor or details of Corporate Debt Restructuring (if any);	N.A.
	iii. Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	No
	iv. Details of fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	No
	v. Details of one time settlement with any bank (if any);	No
	vi. Confirmation that a functional website containing, amongst others as per Regulation 62 of SEBI (LODR) Regulations is maintained by the Company.	Yes
	vii. Confirmation that the information/documents has been submitted to the debenture holders as per Regulation 58 of SEBI LODR Regulations.	Yes, the same has been complied as and when said Regulation 58 is applicable
	viii. Confirmation that the capital adequacy norms are maintained as per RBI Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016	N.A.
	ix. Confirmation that there has been no change in the bank details of the Company for preauthorizing Debenture Trustee(s) to seek debt redemption payment related information from the Bank ¹⁰	Yes

¹⁰ Clause 3.2 of SEBI circular SEBI/HO/DDHS/CIR/P/103/2020 dated 23.06.2020.

Appendix-A
Statement of Deviation or Variation

Name of listed entity	Mindspace Business Parks REIT
Mode of Fund Raising	Private Placement
Type of instrument	Secured, listed, senior, taxable, non-cumulative, rated, redeemable, non-convertible debentures (“Debentures”)
Date of Raising Funds	December 17, 2020
Amount Raised	INR 200 Crores
Report filed for half year ended	March 31, 2022
Is there a Deviation / Variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	No
If yes, details of the approval so required?	Not Applicable
Date of approval	Not Applicable
Explanation for the Deviation / Variation	Not Applicable
Comments of the audit committee after review/ board of directors (in case there is no audit committee)	Not Applicable
Comments of the auditors, if any	Not Applicable
Objects for which funds have been raised and where there has been a deviation, in the following table:	The funds raised by the Issue shall be utilised by the Issuer in compliance with the provisions of the applicable laws for general corporate purposes including payment of fees and expenses in connection with the Issue, direct or indirect acquisition of commercial properties and for providing loans to the Group SPVs of the Issuer for meeting their construction related expenses, working capital or general corporate requirements, repayment of their existing financial indebtedness, for providing inter-company deposits to other Group SPVs financing their operations, and/or acquisition of commercial properties directly or indirectly

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					by way of purchase of any securities of other entities holding commercial properties, each in accordance with applicable laws.	
Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of Deviation/Variation for the half year according to applicable object (INR Crores and in %)	Remarks, if any
The funds raised by the Issue shall be utilised by the Issuer in compliance with the provisions of the applicable laws for general corporate purposes including payment of fees and expenses in connection with the Issue, direct or indirect acquisition of commercial	-	Rs. 200 Crores	-	Rs. 200 Crores	-	N.A.

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<p>I properties and for providing loans to the Group SPVs of the Issuer for meeting their construction related expenses, working capital or general corporate requirements, repayment of their existing financial indebtedness, for providing inter-company deposits to other Group SPVs financing their operations, and/or acquisition of commercial properties directly or indirectly by way of</p>						
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purchase of any securities of other entities holding commercial properties, each in accordance with applicable laws.						
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Deviation could mean:

(a) Deviation in the objects or purposes for which the funds have been raised

(b) Deviation in the amount of funds actually utilized as against what was originally disclosed.

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: Narendra Rahalkar

Designation: Compliance Officer

Encl: as above

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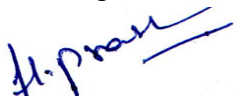
Annexure 1

K Raheja Corp Investment Managers LLP(Acting as the manager of MINDSPACE BUSINESS PARKS REIT)
Non Convertible Debenture Issue - 200 Crores
List of Debenture Holders and Address

SL. NO.	DP ID	CLIENT ID	NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	PIN	PAN	No. of Unit
1	IN300167	10122824	KOTAK MAHINDRA TRUSTEE CO. LTD. A/C KOTAK LOW DURATION FUND	C12/12 BKC BLOCK G		BKC BANDRA EAST	MUMBAI	400051	AAATK4475F	1000.00
2	IN300167	10122832	KOTAK MAHINDRA TRUSTEE CO. LTD. A/C KOTAK CORPORATE BOND FUND	C12/12 BKC BLOCK G		BKC BANDRA EAST	MUMBAI	400051	AAATK4475F	1000.00

MINDSPACE BUSINESS PARKS REIT							
INVESTOR GRIEVANCE REPORT FOR THE PERIOD 01.04.2021 TO 31.03.2022							
For Financial Year (FY) 2021-2022							
	All complaints including SCORES complaints	SCORES complaints					
Number of investor complaints pending at the beginning of the year.	0	0					
Number of investor complaints received during the year.	559	0					
Number of investor complaints disposed of during the year.	559	0					
Number of investor complaints pending at the end of the year.	0	0					
Average time taken for redressal of complaints	1 Working Day	1 Working Day					
For Quarter Ending (QE) Q4FY2022							
	All complaints including SCORES complaints	SCORES complaints					
Number of investor complaints pending at the beginning of the Quarter.	0	0					
Number of investor complaints received during the Quarter.	136	0					
Number of investor complaints disposed of during the Quarter.	136	0					
Number of investor complaints pending at the end of the Quarter.	0	0					
Average time taken for redressal of complaints for the Quarter	1 Working Day	1 Working Day					
Complaints pending during FY 2021-2022							
	Less than 1 month	1-3 months	3-6 months	6-9 months	9-12 months	Greater than 12 months	Total
All complaints	0	0	0	0	0	0	0
SCORES complaints	0	0	0	0	0	0	0
Complaints pending during Q4FY2022							
	Less than 1 month	1-3 months	3-6 months	6-9 months	9-12 months	Greater than 12 months	Total
All complaints	0	0	0	0	0	0	0
SCORES complaints	0	0	0	0	0	0	0
Complaints resolved during FY 2021-2022							
	Less than 1 month	1-3 months	3-6 months	6-9 months	9-12 months	Greater than 12 months	Total
All complaints	559	0	0	0	0	0	559
SCORES complaints	0	0	0	0	0	0	0
Complaints resolved during Q4FY2022							
	Less than 1 month	1-3 months	3-6 months	6-9 months	9-12 months	Greater than 12 months	Total
All complaints	136	0	0	0	0	0	136
SCORES complaints	0	0	0	0	0	0	0

Yours Sincerely,
 KFin Technologies Limited – RTA to Mindspace Business Parks REIT.



A N Hariprasad | Unit Manager

KFin Technologies Limited
 (Formerly known as KFin Technologies Private Limited)

Registered & Corporate Office:

Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda,
 Serilingampally Hyderabad Rangareddi, Telangana – 500032, India

CIN: U72400TG2017PLC117649

CONFIDENTIAL

RL/MIBPKR/283169/NCD/1221/22880/89661367.2/1

January 18, 2022

Ms. Preeti Chheda

Chief Financial Officer

Mindspace Business Parks REIT (Mindspace REIT)

Raheja Tower, Level 8

Block G, C-30

Bandra-Kurla Complex

Mumbai City - 400051

9920784726

Dear Ms. Preeti Chheda,

Re: CRISIL Rating on the Rs. 200 Crore Non Convertible Debentures of Mindspace Business Parks REIT (Mindspace REIT)

All ratings assigned by CRISIL Ratings are kept under continuous surveillance and review.

Please refer to our rating letter dated December 21, 2021 bearing Ref. no: RL/MIBPKR/283169/NCD/1221/22880/89661367.2

Please find in the table below the rating outstanding for your company.

S.No.	Instrument	Rated Amount (Rs. in Crore)	Rating Outstanding
1	Non-Convertible Debentures	200	CRISIL AAA/Stable

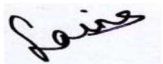
In the event of your company not making the issue within a period of 180 days from the above date, or in the event of any change in the size or structure of your proposed issue, a fresh letter of revalidation from CRISIL Ratings will be necessary.

As per our Rating Agreement, CRISIL Ratings would disseminate the rating along with outlook through its publications and other media, and keep the rating along with outlook under surveillance for the life of the instrument. CRISIL Ratings reserves the right to withdraw, or revise the rating / outlook assigned to the captioned instrument at any time, on the basis of new information, or unavailability of information, or other circumstances which CRISIL Ratings believes may have an impact on the rating.

As per SEBI circular (reference number: CIR/IMD/DF/17/2013; dated October 22, 2013) on centralized database for corporate bonds/debentures, you are required to provide international securities identification number (ISIN; along with the reference number and the date of the rating letter) of all bond/debenture issuances made against this rating letter to us. The circular also requires you to share this information with us within 2 days after the allotment of the ISIN. We request you to mail us all the necessary and relevant information at debtissue@crisil.com. This will enable CRISIL Ratings to verify and confirm to the depositories, including NSDL and CDSL, the ISIN details of debt rated by us, as required by SEBI. Feel free to contact us at debtissue@crisil.com for any clarification you may need.

Should you require any clarification, please feel free to get in touch with us.

Yours sincerely,



Saina S Kathawala

Associate Director - CRISIL Ratings



Nivedita Shibu

Associate Director - CRISIL Ratings



Disclaimer: A rating by CRISIL Ratings reflects CRISIL Ratings' current opinion on the likelihood of timely payment of the obligations under the rated instrument, and does not constitute an audit of the rated entity by CRISIL Ratings. Our ratings are based on information provided by the issuer or obtained by CRISIL Ratings from sources it considers reliable. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy / sell or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. CRISIL Ratings has a practice of keeping all its ratings under surveillance and ratings are revised as and when circumstances so warrant. CRISIL Ratings is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of its ratings. CRISIL Ratings' criteria are available without charge to the public on the web site, www.crisilratings.com. CRISIL Ratings or its associates may have other commercial transactions with the company/entity. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please contact Customer Service Helpline at CRISIL ratingdesk@crisil.com or at 1800-267-1301

CRISIL Ratings Limited
(A subsidiary of CRISIL Limited)
Corporate Identity Number: U67100MH2019PLC326247

Deloitte Haskins & Sells LLP

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

REF: NVS/2021-2022/049

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)

Statutory Auditor's Certificate on Statement of asset cover and other covenants in respect of Non-convertible Debentures Series I

This certificate is issued in accordance with the terms of our engagement letter with reference no. NVS/2021-22/19 dated July 19, 2021.

We, Deloitte Haskins & Sells LLP, the statutory auditors of Mindspace Business Parks REIT (the "Trust") and Mindspace Business Parks Pvt. Ltd. ("MBBPL") have been requested by the Management of the Investment Manager to state whether the financial and other information contained in the attached "Statement of asset cover and compliance with other covenants in respect of Non-convertible Debentures Series I issued on December 17, 2020 with a face value of Rs. 10,00,000 per debenture, aggregating to Rs. 2,000 million (the "NCD Series I")" (the "Statement") is in agreement with the audited books of account for the year ended March 31, 2022 and other records of the REIT and MBBPL (the "books of account and other records of Trust and MBBPL"), whether Asset Cover is correctly computed and whether the other covenants for the NCD Series I have been complied with as per terms of debenture trust deed read with the notes to the Statement. The certificate is required to be submitted to the debenture trustees pursuant to Regulation 56(1)(d) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended from time to time and (the "SEBI Regulations") and Debenture Trust Deed dated December 10, 2020.

Management's responsibility

The preparation of the Statement is the responsibility of the Management of the Investment Manager. This includes design, implementation and maintenance of internal control suitable for preparation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances, and maintenance of proper books of account and other records in compliance with the terms of debenture trust deed.

The Management of the Investment Manager is also responsible for ensuring compliance with the requirements of the debenture trust deed, debt listing agreement and for providing all relevant information to the Securities and Exchange Board of India.

Auditor's responsibility

Our responsibility, for the purpose of this certificate is to provide a limited assurance on the financial and other information in the Statement by comparing the said information with the corresponding amounts and particulars in the books of account and the records of the Trust and MBBPL including valuation reports issued by independent valuer appointed by the Management of the Trust, and by verifying the mathematical accuracy of Asset Cover and compliance with other covenants. The procedures performed in limited assurance engagement vary in nature and timing from, and are less



Registered Office: One International Center, Tower 3, 32nd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400 013, Maharashtra, India (LLP Identification No. AAB-8737)

Deloitte Haskins & Sells LLP

in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by The Institute of Chartered Accountants of India (ICAI) and the Standards on Auditing specified under Section 143(10) of the Act. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

Conclusion

On the basis of aforementioned procedures, nothing has come to our attention that causes us to believe that the financial and other information contained in the Statement read with the notes thereon is not in agreement with the audited books of account for the year ended March 31, 2022 and other records of the Trust and MBBPL, that the asset cover is not correctly computed and the other covenants for the debentures have not been complied with.

Restriction on Distribution

This certificate is addressed to and provided to the Governing Board of the Investment Manager solely for the purpose to submit the accompanying statement to IDBI Trusteeship Services Limited, the trustee of the NCDs, for compliance with the SEBI Regulations and Debenture Trust Deed and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

Niles Shah
Partner

Membership No. 49660

Mumbai, May 12, 2022

UDIN: 22049660AIVHUA9623



Statement of asset cover and compliance with other covenants in respect of Non-convertible Debentures Series I issued on 17 December 2020 with a face value of Rs. 10,00,000 per debenture, aggregating to Rs. 2,000 million

Part A: Asset Cover

a) The listed entity viz. Mindspace Business Parks REIT ("Mindspace REIT" / "REIT") through its manager K Raheja Corp Investment Managers LLP, ("Manager"), has vide its Executive Committee Meeting dated 8 December 2020, has issued the following listed debt securities:

ISIN	Private Placement/Public Issue	Secured/Unsecured	Sanctioned amount (Rs. in Million)
INE0CCU07025	Private Placement	Secured	2,000

b) Asset Cover for listed debt securities:

i) The financial information as at 31 March 2022 has been extracted from the audited books of account for the year ended ended 31 March 2022 and other records of the REIT and Mindspace Business Parks Private Limited ("MBPPL") (the "books of account and other records of REIT and MBPPL").

ii) The assets of the listed entity provide coverage of **2.49** times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed (calculation as per statement of asset cover ratio for the Secured debt securities - table - I)

**Asset cover working as on 31 March 2022
Table - I**

SN	Particulars		Rs. in million
i.	Total assets available for secured Debt Securities' – (secured by first and exclusive charge on assets)	A	4,978
	Property Plant & Equipment (Fixed assets) - movable/immovable property etc (Mortgaged immovable properties) [Refer Note 1 & 3]		4,978
	Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc		-
	Receivables including interest accrued on Term loan/ Debt Securities etc [Refer Note 2]		-
	Investment(s)		-
	Cash and cash equivalents and other current/ Non-current assets [Refer Note 2]		-
ii.	Total borrowing through issue of secured Debt Securities	B	2,000
	Debt Securities		1,988
	IND - AS adjustment for effective Interest rate on secured Debt Securities		12
	Interest accrued/payable on secured Debt Securities		0
iii.	Assets Coverage Ratio (2x as per the terms of debenture trust deed)	(A/B)	2.49

Notes:

- 1 Mortgaged immovable properties as per debenture trust deed is leasable area of approximately 414,599 Sq. Ft. of buildings no. 1 and 5 of Commerzone Yerawada together with the proportionate undivided right, title and interest in the notionally demarcated land of MBPPL.
- 2 The Escrow account and all monies lying to the credit thereof as more particularly set out under the Mortgage Documents is excluded for computing asset cover in the above table.
- 3 The market value of the mortgage immovable properties has been considered based on the valuation reports issued by two independent valuer as at 31 March 2022 out of which lowest has been considered.

c) Compliance of all the covenants of the issue in respect of listed debt securities of the Trust:

We have examined the compliances made by the listed entity in respect of the covenants of the issue of the listed debt securities (NCD's) and certify that the such covenants of the issue have been complied by the entity. Compliance with other financial covenant as per debenture trustee deed are disclosed below:

i. Other covenants at Mindspace Business Parks REIT (the "REIT") Consolidated level

Particulars	Rs. in million
Gross Debt to EBITDA before regulatory income and expenses	
Gross Debt (A) [Refer Note 3 & 5]	45,375
EBITDA before regulatory income and expense for the year ended ended 31 March 2022 (B) [Refer Note 1 & 2]	13,000
Gross Debt to EBITDA before regulatory income and expenses (A)/(B)	3.49
Maximum Gross Debt to EBITDA before regulatory income and expenses as per Debenture Trust Deed for the aforesaid debentures	5.00
Loan to Value Ratio	
Gross Debt	45,375
Cash & Cash Equivalents	3,478
Loan (C)	41,897
Value of asset (D) [Refer Note 9]	276,027
Loan to Value Ratio (C)/(D)	15%
Maximum Loan to Value ratio as per Debenture Trust Deed for the aforesaid debentures	49%



ii. Other covenants at Mindspace Business Parks Pvt. Ltd., Asset Special Purpose Vehicle (SPV) level

Particulars	Rs. in million
Gross Debt to EBITDA before regulatory income and expenses	
Gross Debt (A) [Refer Note 4 & 5]	16,508
EBITDA before regulatory income and expense for the year ended ended 31 March 2022 (B) [Refer Note 1 & 2]	5,085
Gross Debt to EBITDA before regulatory income and expenses (A)/(B)	3.25
Maximum Gross Debt to EBITDA before regulatory income and expenses not exceeding 5.00x as per Debenture Trust Deed for the aforesaid debentures	5.00
Loan to Value Ratio	
Gross Debt	16,508
Add: Debt from Mindspace Business Parks REIT and its subsidiaries	6,837
Cash & Cash Equivalents	318
Loan (C)	23,027
Value of asset (D) [Refer Note 10]	75,715
Loan to Value Ratio (C)/(D)	30%
Maximum Loan to Value ratio not exceeding 49% as per Debenture Trust Deed for the aforesaid debentures	49%
Outstanding Receivables as at 31 March 2022 [Refer Note 6 & 7]	
- Building no 1	9
- Building no 5	-
Gross Receivables	9
Less : Provision for doubtful debts [Refer Note 7]	(8)
Receivables	1

Notes:

- 1 EBITDA is determined on the basis of earnings before interest, depreciation and amortisation and tax after extinguishing the movement in all regulatory deferral account balances from other income and expenses.
- 2 EBITDA is for the year ended from 1 April 2021 to 31 March 2022.
- 3 Gross debt for REIT is external financial indebtedness availed including interest on the basis of its consolidated financial statements.
- 4 Gross debt for Asset SPV is external financial indebtedness availed including interest on the basis of its standalone financial statements.
- 5 Gross Debt includes amortization charges recorded as per Ind-AS in the financial statements.
- 6 While determining outstanding receivables as on 31 March 2022, the balances considered are net of advances, if any. Also, common area maintenance charges and other utility charges payable by the tenant with respect to the maintenance of the Mortgaged Properties is excluded.
- 7 The above receivables are with respect to the mortgaged properties only.
- 8 The management, based on its evaluation of receivables, has made the provisions, wherever considered necessary.
- 9 Value of asset at consolidated level for the purpose of this calculation is fair value of investment properties, investment properties under construction and fair value of Camplus.
- 10 Value of asset at Asset SPV level for the purpose of this calculation is fair value of investment properties and investment properties under construction.

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

Preeti Chheda

Preeti Chheda
Chief Financial Officer
12 May 2022



**Opinion on Market Value for Building 1 (part) and Building 5 of
Commerzone located in Yerwada, Pune, Maharashtra, India**

For

IDBI Trustee

By

Anarock Property Consultants Private Limited

APRIL 2022

VALUATION SUMMARY

To,

12 April 2022

IDBI Trustee
Ground Floor, Asian Building,
17, R Kamani Rd, Ballard Estate,
Fort, Mumbai, Maharashtra 400001

Dear Sir/Madam,

This report provides Opinion on Market Value for an operational IT Park named Commerzone spread over a land area measuring 25.7 acres at Yerwada, Pune, Maharashtra, India (hereinafter referred to as the '**Subject Property**'). All details pertaining to the Subject Property are provided by Mindspace Business Parks Private Limited (hereinafter referred to as the '**Client**'), who owns the property.

The Opinion on Market Value for the property is based on 'Discounted Cash Flow Method' and as on 31 March 2022. The table below provides the description of the Subject Property assessed.

LOCATION ATTRIBUTES

Property Assessed	<p>The Subject Property is spread out over 25.7 acres of land parcel. The Subject Property comprises of two (2) buildings, i.e., Building 1 (Part) and Building 5, which are part of Eight (8) buildings that are ready and operational and collectively admeasuring approximately 1.67 million sq. ft. of leasable area.</p> <table><tr><th>Particulars</th><th>Leasable area (Sq. ft.)</th><th>Usage Type</th><th>Status</th><th>Units considered for assessment</th></tr><tr><td>Building 1 (Part)</td><td>43,200</td><td>Non- SEZ IT Park</td><td>Completed</td><td>GF-1, GF-3 and 302</td></tr><tr><td>Building 5</td><td>371,399</td><td>Non- SEZ IT Park</td><td>Completed</td><td>Entire Building</td></tr></table> <p>Source: Information as provided by the Client Note: As instructed by the Client, only a part of the Building 1 admeasuring 43,200 sq. ft. has been considered for our assessment and Valuation.</p>					Particulars	Leasable area (Sq. ft.)	Usage Type	Status	Units considered for assessment	Building 1 (Part)	43,200	Non- SEZ IT Park	Completed	GF-1, GF-3 and 302	Building 5	371,399	Non- SEZ IT Park	Completed	Entire Building
Particulars	Leasable area (Sq. ft.)	Usage Type	Status	Units considered for assessment																
Building 1 (Part)	43,200	Non- SEZ IT Park	Completed	GF-1, GF-3 and 302																
Building 5	371,399	Non- SEZ IT Park	Completed	Entire Building																
Site Address	Commerzone, Samrat Ashok Path, Off Airport Road, Yerwada, Pune, Maharashtra 411006																			
Road / Street Name	Site can be accessed through existing 12m wide Samrat Ashok Path, Off Airport Road																			
Type of Ownership	Freehold property, with title in the name of “Mindspace Business Parks Private Limited”, as indicated by the representative of the Client. Please refer to relevant legal due diligence report establishing ownership, type, and tenure of ownership. The same can be sourced from the Client.																			
Nature of Assignment	Opinion on Market Value (OMV)																			

PROPERTY ATTRIBUTES	
Total Leasable area	Cumulative Leasable area of Building-1 (Part) and Building- 5 is 414,599 sq. ft. - Building-1 (Part): 43,200 sq. ft. - Building-5: 371,399 sq. ft.
Shape of the Land Parcel	Rectangular in shape
Visibility	Excellent visibility from main Samrat Ashok Path, Off Airport Road
INFRASTRUCTURE	
Water, Sewerage & Drainage, Power	As indicated by the representative of the Client, Subject Property has access to water, sewerage, drainage and power provided by the city and state agencies
Access	Site can be accessed through 12m wide Samrat Ashok Path, Off Airport Road and another access is from internal 12 m wide secondary road running perpendicular from Samrat Ashok Path and adjoining the eastern boundary of the Subject Property
LEGAL ISSUES	
Title	Freehold property, with title in the name of "MindSPACE Business Parks Private Limited", as indicated by the representative of the Client. Please refer to relevant legal due diligence report establishing ownership, type, and tenure of ownership. The same can be sourced from the Client.
Disputes	No Disputes, as indicated by the representative of the Client. Please refer to relevant legal due diligence reports. The same can be sourced from the Client.
Usage	Commercial usage for IT Park development; entire development falls under "Non- SEZ"
VALUATION	
Effective Date	31 March 2022
Conducted by	Anarock Property Consultants Pvt. Ltd.
Conducted for	MindSPACE Business Parks Private Limited

OPINION ON MARKET VALUE

We are of the opinion that the Market Value of 414,599 sq. ft. of commercial development located at Commerzone, Yerwada, Samrat Ashok Path, Off Airport Road, Pune, Maharashtra as on 31 March 2022 is estimated to be **INR 4,978 Million (Indian Rupees Four Thousand Nine Hundred and Seventy Eight Million only).**

For and on behalf of,
Anarock Property Consultants Pvt Ltd.



Ashutosh Limaye

Senior Director & Head- Strategic Advisory & Valuations
Plot C, 1002, 10th Floor,
B Wing, ONE BKC, G Block BKC,
Bandra East, Mumbai- 400051

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List of Abbreviations

DCR	Development Control Rules
FAR	Floor Area Ratio
Ft.	Feet
Km	Kilometre
m	Meter
OMV	Opinion on Market Value
Sq. ft.	Square Feet
Sq. m.	Square Meter

Conversion of Units

1 Hectare	2.4711 acres
1 Acre	43,560 Sq. ft.
1 Acre	4,046.9 sq. m.
1 sq. m.	10.764 Sq. ft.

1. PROJECT APPRECIATION

1.1 ASSIGNMENT BACKGROUND

Mindspace Business Parks Private Limited (referred to as the '**Client**'), is desirous of obtaining an independent Opinion on Market Value for an operational IT Park namely Commerzone Yerwada, spread over a land measuring approx. 25.7 acres, as on the date of assessment), located at Yerwada, Pune (hereinafter referred to as the '**Subject Property**').

The '**Client**' owns the Subject Property. All data related to the Subject Property such as land area and usage, building permissions and approvals status and builtup area, leasable area etc. has been provided by the Client.

Client is desirous of obtaining independent Opinion on the Market Value (OMV) of the Subject Property for providing Asset Cover Certificate to **IDBI Trustee**. This report is submitted to the **IDBI Trustee**.

Client is hereby advised that they are not to rely on findings of this assignment as the sole and only criteria for making any decision related to the subject property. Client has further agreed that any reports and deliverables under this assignment will not be submitted in any court of law anywhere in the world, neither submitted nor presented in any legal platform, including any government agency or arbitration proceedings, nor disclosed in any public document nor published in any manner in whole or part thereof without seeking and obtaining Consultant's written approval on the form and content that may be shared, and will not be used to settle any disputes.

Client has engaged **Anarock Property Consultants Pvt. Ltd.** (hereinafter referred to as the '**Consultant**'), vide Work Order dated 4 April 2022 given their extensive experience in real estate consultancy, to provide Opinion on Market Value (OMV) of the Subject Property, details of which related to status of approvals, proposed development plans, area statements, among others pertaining to the Subject Property, have been provided by the Client's representative prior to beginning of this assignment.

1.2 OBJECTIVE OF STUDY

The objective of the assignment is to assess the Opinion on Market Value of the Subject Property using generally acceptable procedures and methodology, keeping the prevailing market conditions in perspective.

1.3 GENERAL ASSUMPTIONS

In preparing our Opinion on Market Value report, the following assumptions have been made, which the Consultant was under no duty to verify:

1. That all information provided to the Consultant by the Client, and / or their representative/ professional advisor or any other named party; upon which the Consultant will rely is complete and correct.
2. That all information provided by Client related to investments and share in revenues, among other aspects, is true and correct, and complete responsibility and liability for

authenticating their veracity vests solely with the Client with no responsibility or liability, whether financially or otherwise, for the Consultant.

3. We have compared other comparable properties on the basis of many factors and as far as possible tried to account for the differences in type, location and quality of the properties while making relevant comparison with the Subject Property.
4. That unless we are informed otherwise, the property complies with all relevant statutory requirements.
5. That there are no statutory or other notices served on the Subject Property. No geographical or geo-physical survey has been carried out. No environmental assessment has been carried out.
6. This valuation exercise is based on prevailing market dynamics as reported on the date of valuation without taking into account any unforeseeable event or developments which could impact the valuation in the future.

We have always relied on the measurements and information provided to us, whether from public and private sources. However, property markets in cities continue to be plagued by misinformation, non-disclosure and fragmentation, wherein almost inevitably some information is withheld in every case. Whilst every effort has been taken to provide authentic data and analysis, Anarock Property Consultants Private Limited, and/or any of their associated companies and/or their employees are not responsible for any loss, major or minor incurred on the basis of the information and analyses provided, nor are liable to any damages in any form or shape.

1.4 LIMITATIONS TO THIS ASSIGNMENT

Following are the major aspects that are not part of the scope of work for this assignment:

- a. This assignment is for opining on Market Value of the subject property keeping in mind various aspects such as the instructed development mix and the scale of development among other aspects.
- b. Legal due diligence: Legal due diligence for establishing clarity of title, ownership, encumbrances if any, notices or disputes if any, among other legal-related issues are not part of scope of work for this assignment. In all likelihood, an independent legal agency would be covering this aspect, details of which can be provided by the Client.
- c. Auditing of project figures: This is not part of the scope of work under this assignment. In all likelihood, an independent auditing agency would be covering this aspect, details of which can be provided by the Client.
- d. Given the confidential nature of real estate transactions, transaction details for many properties, which are privately transacted, are not in the public domain. Consequently, there is reliance on information from market sources, which may not be completely accurate. Thus, information has been crosschecked independently from other market sources to ascertain the broad credibility of information being provided by the market sources.
- e. This assignment has been done on best effort and knowledge basis,

We will rely on all information specific to the Subject Property which is provided to us by Client assuming it to be correct, authentic, and latest. This assignment does not expect us to verify the authenticity of information about the Subject Property and the Client takes

the responsibility of standing by the data shared with us. Complete responsibility for veracity of the same vests solely with the Client, with no responsibility or liability, whatsoever, financial or otherwise, for the Consultant.

1.5 SCOPE OF WORK

Following is the scope work of this assignment:

- Carry out macro and micro-market research for transactions related to development around the subject property.
- Gather and analyse comparable transactions.
- Present basis of OMV, methodology adopted and its underlying assumptions.
- Derivation of OMV for the proposed development at the subject property.

1.6 DISCLOSURE

The estimate of Opinion on Market Value is prepared for the sole use of the **Client**, and no responsibility/ liability is accepted to any other party for the whole or any part of its contents. It may be disclosed to other professional advisors assisting in respect of the purposes for which this estimate of Opinion on Market Value is prepared. Neither the whole nor any part of this estimate of Opinion on Market Value report, nor any reference thereto may be included in any published document, circular or statement nor published in any way without our written approval on the form and context in which it may appear. We trust that the contents of this report are enough for Client's present requirements, but, in case any further clarification or elaboration is required, the Client need not hesitate to contact us.

The Consultant has conducted the valuation exercise without any influence, coercion or bias and has endeavoured to render high standards of service, ensured due care, and exercised due diligence and professional judgment. The Consultant have acted independently while conducting this valuation and maintained high degree of transparency and fairness and rendered, at all times, high standards of service, exercise due diligence and ensure proper care.

1.7 DISCLAIMER

Our liability for this exercise (whether arising from negligence or whatsoever) is as mentioned in the Consulting Services Agreement. In no event, **Anarock Property Consultants Private Limited**, or any of their subsidiary companies, shall be held responsible or liable for indirect or consequential damages whether arising from indirect or consequential damages.

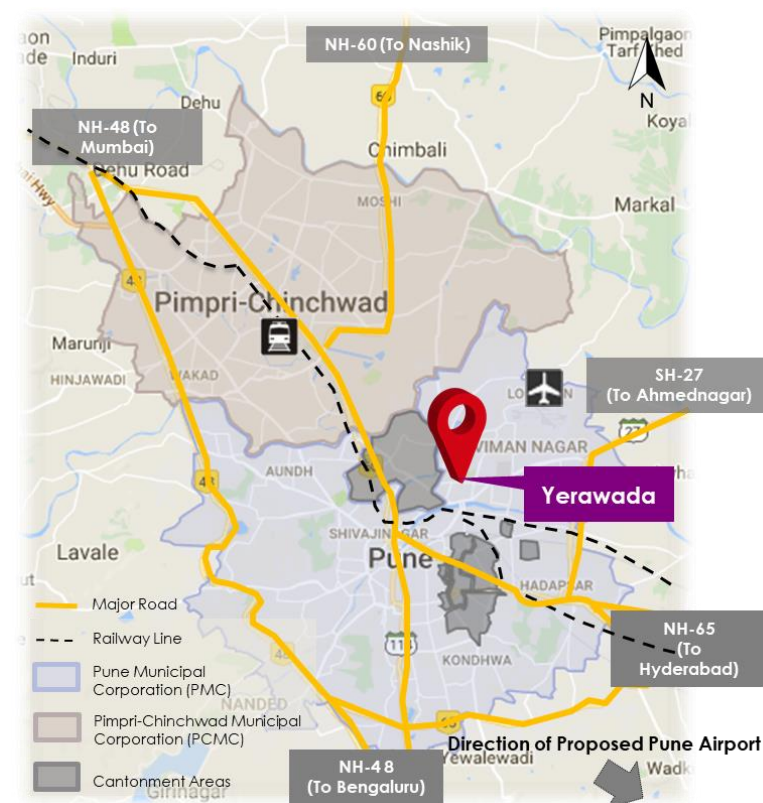
2. REGIONAL SETTING & INFRASTRUCTURE INTERVENTION

Pune City Overview

Pune is the second largest city of Maharashtra, after Mumbai. It is the ninth most populous city in the country with an estimated population of 3.13 million alone in Pune City as per the 2011 census. As per the latest Development Plan of Pune, the population is expected to reach 4.30 million in 2021.

Along with its extended city limits, i.e., Pimpri-Chinchwad and the three cantonment towns of Pune, Khadki and Dehu Road, Pune forms the urban core of the Pune Metropolitan Region (PMR). According to the 2011 census, the urban area has a combined population of 5.10 million with a 34% decadal growth rate.

Figure 2-1: Subject Property regional setting




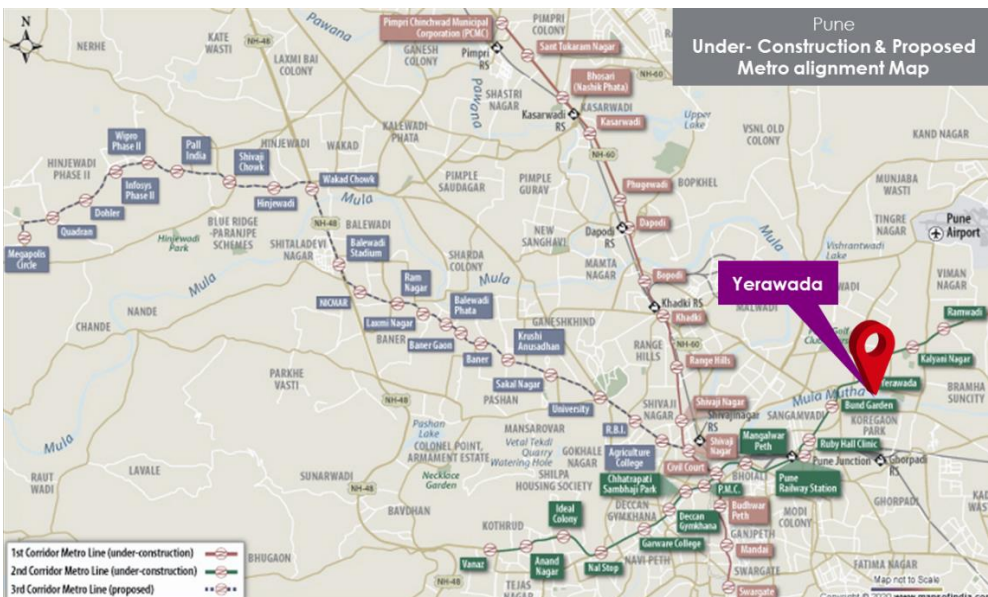
Base Map: Google Maps 2022

Pune is ranked the number one city in India in the ease of living ranking index[^]. The city is considered to be the cultural capital of Maharashtra. It is also known as the "Oxford of the East" due to the presence of several well-known educational institutions. The city has emerged as a major educational hub in recent decades.

Major contributing factors for the growth of the city in the last few years include:

- Adequate and quality physical infrastructure - connected well by road, rail, and air to all major cities

	<ul style="list-style-type: none"> - Rapidly growing IT/ITES industry - Established industrial (engineering and automobile) hub in Western India - Strong education base and the presence of several reputed research organizations - Adequate and quality social infrastructure and good quality of life. <p>The city has a good potential for expanding its economic base as it is one of the major industrial, trade & commerce hubs of Western India.</p> <p>^Source: As per the Ease of Living Index 2018 released by the Ministry of Housing and Urban Affairs (MoHUA) for 111 cities in terms of "liveability". The updated Index for the Year 2019-20 has not been released yet.</p>
Existing Infrastructure & Connectivity	<p>Pune region is well connected by 3 National Highways (NH-48, NH-60 & NH-65) and one Expressway (Mumbai – Pune) to major urban centres in western, central and southern parts of the country. It is connected by rail to Mumbai, Delhi, Hyderabad, Chennai, Miraj- Kolhapur, and Goa. Pune International Airport is located in the North – Eastern part of the city, which is a defence-controlled airport and is presently used for civil purposes catering to both international and domestic flights.</p> <p>Figure 2-2: Existing Infrastructure- Road, Rail, Airport & BRTS Route Map</p>  <p>Base Map: Google Maps 2022</p> <p>Road – Pune is situated on the inter-change of NH- 48 (Mumbai- Bangalore), NH- 60 (Pune- Nashik) and NH- 65 (Pune- Hyderabad). It is well connected through a network of national highways to major cities like Mumbai (163 km), Nashik (202 km), Nagpur (880 km), Bangalore (835 km), Chennai (1166 km) and Hyderabad (548 km). State Highways connect Pune to smaller prominent centres in the vicinity. Key State Highways are SH-27 (Pune – Ahmednagar), SH-64 (Pune – Saswad) and SH-57 (Pune – Pirangut).</p> <p>Air – Pune has an international airport located at Lohegaon. The airport provides domestic connectivity to all major cities in the country and international connectivity to Dubai and Frankfurt.</p>

	<p>Rail – Pune Metropolitan Region (PMR) has four (4) major stations; Chinchwad, Pimpri, Shivajinagar, and Pune. Pune Station is a major junction with connectivity by broad gauge to prominent cities like Mumbai, Bangalore, Chennai, Hyderabad, and Delhi.</p>												
<p>Proposed & On- Going Infrastructure upgrades</p>	<p>Metro: Work has started at multiple locations in the Pune Metropolitan Region (PMR). Phase 1 of Pimpri Chinchwad to Swargate, Pune is estimated to complete by 2021 & Phase 2 connecting from Kalyani Nagar to Vanaz, Kothrud in 2022. A large number of commuters are likely to choose the metro as mass transit mode and thus traffic congestion on roads is expected to reduce. Phase- 3 metro corridor is expected to be complete by 2023.</p> <p>Figure 2-3: Pune Metro Route Map</p>  <p>Source: www.punemetrorail.org</p> <p>Upcoming infrastructure projects are expected to connect extended suburbs of Pune to various parts of the city. Office locations falling in the metro zones have the potential to avail higher development potential, with additional FSI under the new TOD (Transit Oriented Development) policy.</p> <p>Various other infrastructure initiatives are planned to decongest the city roads as listed below:</p> <p>Table 2-1: Proposed and on- going Infrastructure interventions</p> <table><tr><th>Infrastructure Initiative</th><th>Spans Over</th><th>Estimated Project Cost (INR Cr)</th><th>Status</th></tr><tr><td>Metro Rail- Line 1,2 and 3</td><td>55 Km</td><td>8,313</td><td>Expected Completion by Year 2023</td></tr><tr><td>Ring Road ^</td><td>128 Km</td><td>17,000</td><td>Included under Bharatmala Project. Phase- 1 of about 70 km</td></tr></table>	Infrastructure Initiative	Spans Over	Estimated Project Cost (INR Cr)	Status	Metro Rail- Line 1,2 and 3	55 Km	8,313	Expected Completion by Year 2023	Ring Road ^	128 Km	17,000	Included under Bharatmala Project. Phase- 1 of about 70 km
Infrastructure Initiative	Spans Over	Estimated Project Cost (INR Cr)	Status										
Metro Rail- Line 1,2 and 3	55 Km	8,313	Expected Completion by Year 2023										
Ring Road ^	128 Km	17,000	Included under Bharatmala Project. Phase- 1 of about 70 km										

				is expected to be completed in next 5-6 years
	New Pune International Airport	2,400 hec.	14,000	Proposed (Under Land acquisition stage). There has been no formal announcement on the envisaged development timeline.
	Mumbai-Pune Hyperloop (Phase 1) **	200 km	60,500	Expected to be completed in next 10 years
	Bus Rapid Transit System	112 Km	Details Not available	50 km route is already operational; Warje-Kharadi corridor is under construction
	<p>^ MSRDC is in- discussion with the State Government infrastructure committee to come up with a feasible financial model for the proposed road development.</p> <p>** As of December 2021, the Hyperloop is at a feasibility stage with rounds of discussion in progress with the State Government.</p> <p>Source: Pune Municipal Corporation (PMC), Pune Metropolitan Region Development Authority (PMRDA), Pimpri- Chinchwad Municipal Corporation (PCMC)</p>			
City Economic Base	<p>Pune has the eighth-largest metropolitan economy and the sixth-highest per capita income in the country. The key sectors of the local economy are Education, Manufacturing (Auto & Auto – Ancillary and Engineering) and Information Technology (IT).</p> <p><u>IT / ITES</u>: The Rajiv Gandhi InfoTech Park in Hinjewadi is a ₹60,000 crores project by the Maharashtra Industrial Development Corporation (MIDC). The IT Park encompasses an area of about 2,800 acres (11 km²) and is home to over 800 IT companies of all sizes. Besides Hinjewadi, IT companies are also located at Magarpatta, Kharadi and several other parts of the city.</p> <p>Today Pune is home to well-known giants of the Indian IT / ITES industry like Wipro, Infosys, Satyam, Tata Technologies, IBM, TCS, Cap Gemini, Veritas, Cognizant, Veritas, Geometric, Syntel, Xansa, PCS, KPIT Cummins, Cognizant, Zensar, EDS, Amdocs, HSBC Global Technology, Avaya, T-Systems, Mastek and Mahindra British Telecom. Hinjewadi predominantly caters to the IT players including campuses of IT majors, while Kharadi, Vimannagar, and Magarpatta predominantly cater to ITES players. The creation of IT Parks set up by Maharashtra Industrial Development Corporation (MIDC) and good road connectivity were the key reasons for these locations picking up as IT / ITES destinations in the city.</p> <p><u>Auto and Auto-Ancillary Industry</u>: The automotive sector is particularly prominent in Pune. It is home to the Automotive Research Association of India (ARAI), which is responsible for the homologation of all vehicles available in India. All sectors of the automotive industry are represented, from two-wheelers and auto-rickshaws (Bajaj Auto, Kinetic Motor Company) to cars (Volkswagen, General Motors, Tata Motors, Mercedes-Benz), tractors (John Deere), tempos, excavators (JCB Mfg. Co. Ltd.) and trucks (Force Motors). Several automotive component manufacturers like TATA Auto Comp Systems</p>			

	<p>Limited, Robert Bosch GmbH, Visteon, Continental Corporation, SKF, etc. are also located here. Companies including General Motors and Volkswagen have set up green-field facilities at Talegaon & Chakan near Pune.</p> <p><u>Engineering Industry:</u> Engineering goods manufactured in Pune include forges (Bharat Forge), Truck Transmissions Systems, Clutches & Hydraulic components (Eaton Corporation) and engines (Kirloskar Oil Engines, Cummins). Other major manufacturers include Alfa Laval, Thyssen Krupp and Black & Veatch, Saint-Gobain Sekurit (Automotive safety glass.). One of India's largest engineering conglomerates the Kirloskar Group is based in Pune.</p> <p>Over the last three decades, Pune has developed as one of the prominent urban agglomerates in India. This evolution has positioned Pune as a major growth Centre and an attractive investment destination. Multinational companies around the globe have been drawn to Pune to set up shop and expand their existing businesses.</p>
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3. SUBJECT PROPERTY OVERVIEW

Property Name	Commerzone is a commercial IT Park development located within the Secondary Business District East (SBD East) micro-market at Yerwada, Pune in the state of Maharashtra.								
Property Address	Commerzone, Samrat Ashok Path, Off Airport Road, Yerwada, Taluka Haveli, Dist. Pune, Maharashtra 411006								
Total Land area	It is understood from the Client, that the total land area of the Subject Property is approximately 25.7 acres.								
Brief Description	Commerzone is a Grade A, IT Park located in Yerwada, Pune, comprising a total of eight IT office buildings and one Amenity building. Amongst all the buildings in the campus (six IT office buildings and the amenity building), Building 1 (Part) and Building 5 are a part of the Subject Property that has been assessed. The amenity building houses an operating school under the brand name VIBGYOR and is an independent building with exclusive access outside the campus of Commerzone. The Subject Property is part of a campus that is spread out over 25.7 acres of land parcel. Located in Yerwada, the Subject Property enjoys good frontage and has a flat topography with no significant variations in the gradient of the land. Further, basis our observations during our site visit and study of the site map and also as observed on Google Earth, we note that the land is regular in shape.								
Neighborhood Profile	<p><u>Map: Neighbourhood of Subject Property (Refer Annexure A)</u></p> <p>The Subject Property is located in proximity to prominent IT hubs and major transport nodes.</p> <p>Table 3-1: Distance of Subject Property from key landmarks</p> <table><tr><th>Pune International Airport</th><th>Pune Railway Station</th><th>Nearest prominent Office establishment (Business Bay)</th><th>IT Hub (Kharadi)</th></tr><tr><td>15 Minutes (4.5 Km)</td><td>20 Minutes (7.4 Km)</td><td>10 Minutes (3.2 Km)</td><td>25 Minutes (11.5 Km)</td></tr></table> <p><i>Note: Travel distances and estimated time travels are during non- peak hours</i></p> <p><i>Source: Google Maps 2022</i></p> <p>In the close vicinity of 2-3 km, there are prominent office/ IT establishments that include Panchshil Tech Park One, Business Bay and Weikfield IT Park to name a few.</p> <p>Grade- A establishments and prominent large- scale Projects falling under the “Yerwada” precinct have been included in <u>Annexure- D</u> of this report</p>	Pune International Airport	Pune Railway Station	Nearest prominent Office establishment (Business Bay)	IT Hub (Kharadi)	15 Minutes (4.5 Km)	20 Minutes (7.4 Km)	10 Minutes (3.2 Km)	25 Minutes (11.5 Km)
Pune International Airport	Pune Railway Station	Nearest prominent Office establishment (Business Bay)	IT Hub (Kharadi)						
15 Minutes (4.5 Km)	20 Minutes (7.4 Km)	10 Minutes (3.2 Km)	25 Minutes (11.5 Km)						

3.1 Subject Property Fact Sheet

Plot Boundaries	North: 12- metre wide Samrat Ashok Path South: Undeveloped open land parcel East: 12- metre wide Commerzone internal access road West: Undeveloped open land parcel																			
Shape	Developed over regular shaped land parcel.																			
Access	Site can be accessed through 12m wide Samrat Ashok Path, Off Airport Road and another access is from internal 12 m wide secondary road running perpendicular from Samrat Ashok Path and adjoining the eastern boundary of the Subject Property																			
Visibility	Excellent visibility from main Samrat Ashok Path, Off Airport Road																			
Frontage	Frontage of ~ 172 metres on the primary access road (Samrat Ashok Path) Frontage of ~ 543 metres on the secondary internal access road																			
Total Site Area and Leasable Area details of the Subject Property assessed	<p>The Subject Property is spread out over 25.7 acres of land parcel.</p> <p>The Subject Property is part of a campus that is ready and has operational buildings collectively admeasuring approximately 1.7 million sq. ft. of leasable area across the IT office and amenity buildings.</p> <p>For the purpose of valuation, we have only assessed Building no. 1 (Part) and Building no. 5</p> <p>Table 3-2: Subject Property fact sheet</p> <table><tr><th>Particulars</th><th>Leasable area (Sq. ft.)</th><th>Usage Type</th><th>Status</th><th>Units considered for assessment</th></tr><tr><td>Building 1 (Part)</td><td>43,200</td><td>Non- SEZ IT</td><td>Completed</td><td>GF-1, GF-3 and 302</td></tr><tr><td>Building 5</td><td>3,71,399</td><td>Non- SEZ IT</td><td>Completed</td><td>Entire Building</td></tr></table>					Particulars	Leasable area (Sq. ft.)	Usage Type	Status	Units considered for assessment	Building 1 (Part)	43,200	Non- SEZ IT	Completed	GF-1, GF-3 and 302	Building 5	3,71,399	Non- SEZ IT	Completed	Entire Building
Particulars	Leasable area (Sq. ft.)	Usage Type	Status	Units considered for assessment																
Building 1 (Part)	43,200	Non- SEZ IT	Completed	GF-1, GF-3 and 302																
Building 5	3,71,399	Non- SEZ IT	Completed	Entire Building																
Water, Sewerage & Drainage, Power	Water, sewage, & drainage services provided by Pune Municipal Corporation. Power Distribution by Mahavitaran (Maharashtra State Electricity Board).																			

3.2 Subject Property Assessment

The Subject Property is located at Yerwada, Off Airport Road which is a prime location connecting CBD to the eastern suburbs of the city.

Building Description	Ownership Model	Current Status	Prominent Occupiers in the Campus
<ul style="list-style-type: none"> Building 1 (Part)*- 43,200 sq. ft. Building 5- 3,71,399 sq. ft. <p>* Only GF-1, GF-3 and 302 units are</p>	Lease only	Operational	<p>Building 1 (Part): Café Coffee Day, Bajaj Allianz General Insurance, Cadence Design Systems, Apstone Securities Analysis, Nuance India, Schlumberger, Mango Apps, Cientific Games India, Quinstreet Software</p> <p>Building 5: NVIDIA Graphics Pvt. Ltd.</p>

considered
assessment

for

Source: Client data and Site Visit

The Subject Property is part of a campus that has ready and operational buildings collectively admeasuring approximately 1.7 million sq. ft. of leasable area across the IT Office and amenity buildings. For the purpose of Valuation, we have only assessed **Building- 1 (Part) and Building- 5, admeasuring about 414,599 sq. ft.**

Encroachment

Description

There are no visible encroachments seen during site visit and also as indicated by the Client.

Site Occupancy Details

Title

As indicated by the Client, Subject Property possesses a clear and marketable title. We have not reviewed the title nor done any legal due diligence about this aspect. We have relied on the information provided by the Client assuming it to be correct and reliable.

Dispute

We have assumed that there are no legal disputes pending against the Subject Property. Valuation has been carried out considering the property to have free and marketable title.

Usage

Commercial usage for IT Park development; entire development falls under "Non- SEZ".

Source: Client data

Fig 3-1: Map Showing Subject Property and nearby landmarks



Base Map: Google Earth Pro

For detailed understanding of the Subject Property, please refer to the Site Visit Photographs captured in the Annexure- D of this report.

3.3. SWOT ANALYSIS

The Strength- Weakness-Opportunity-Threats analysed for the Subject Property are as below:

Table 3-4: SWOT analysis of the Subject Property

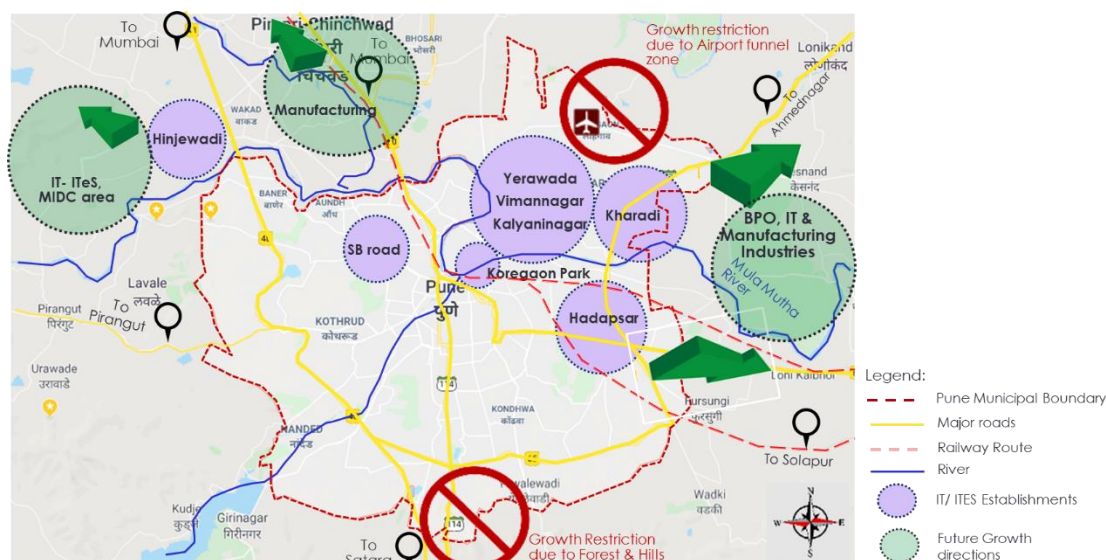
Strengths		Opportunities	
<ul style="list-style-type: none"> - Proximity to Pune International Airport - Ample provision for car park facility - The IT Park development has a wide frontage of ~ 172 metres on the primary access road (Ashok Path) and a frontage of ~ 543 metres on the secondary internal access road - It has excellent visibility from the abutting 12-metre wide Ashok Path which further connects the Airport Road on the East- side and Alandi road on the West- side - Grade- A development with good specifications - Developer of good repute 		<ul style="list-style-type: none"> - Co-working space operators could explore the Campus which has established commercial ecosystem and all modern amenities. 	
Weaknesses		Threats	
<ul style="list-style-type: none"> - Campus lacks Food & Beverage component and leisure facilities; and the occupiers have to have their own cafeteria 		<ul style="list-style-type: none"> - Possible future competition in the competing micro markets in long term (beyond 5-7 years) 	

4. COMMERCIAL REAL ESTATE MARKET OVERVIEW

4.1. City level Overview

Pune is among the top six office markets of India in terms of total Grade A office stock, the other five being Mumbai, Delhi NCR, Bangalore, Chennai and Hyderabad. Availability of talent pool of various skill-sets, good standard of life at moderate cost of living, well-developed physical and social infrastructure and proximity to India's financial capital- Mumbai make Pune a sustainable office market.

Fig 4-1: Mapping of prominent Commercial Office establishments in Pune



Base Map: Google Maps 2022; Source: Anarock Research

Growth direction of PMC is envisaged towards the present growth along Hinjewadi, PCMC and Hadapsar. The growth is triggered mainly by IT industry in Hinjewadi, automobile industry in PCMC and BPO, IT and manufacturing industry in Hadapsar. Restriction of growth in the Northeast due to the presence of Airport funnel zone and towards south due to presence of forest and hilly areas

City Level Snapshot

Table 4-1: Office Sector City Level Performance Snapshot- Stock, Vacancy, Rentals and Absorption trends

Parameter	Current Scenario (2021)	Outlook 2022	Scenario by end 2022
Grade A Office stock (in million sq. ft.)	59.80	↑	~65
Vacancy (in %)	9%	↑	~11%
Average Rents (INR per sq. ft. per month)	65	↑	66
Average Yearly Net Absorption (in million sq. ft.)	~3.1	↑	~3.5

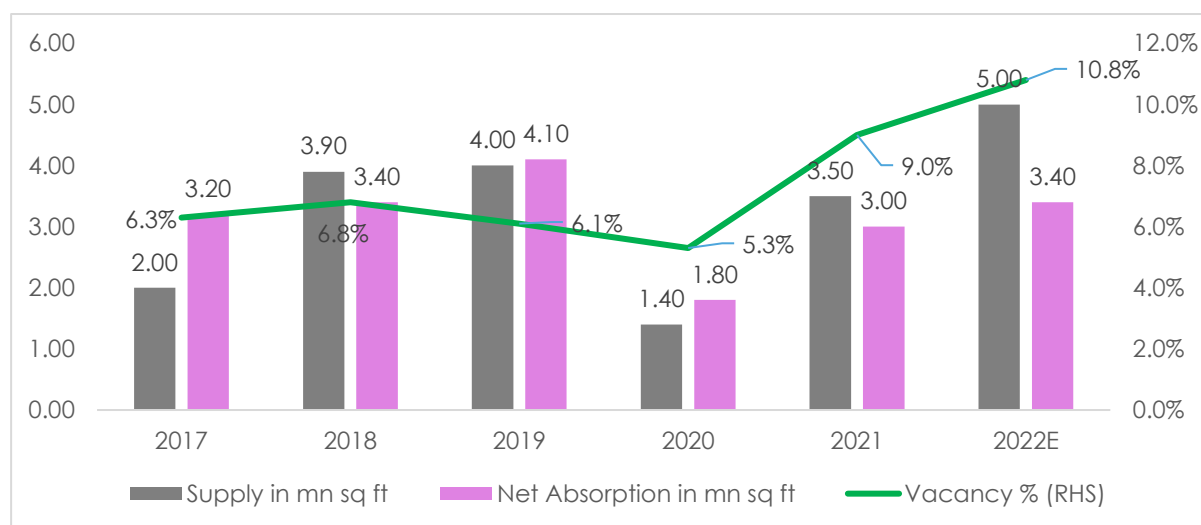
Source: Anarock Research

Supply vs Absorption

Year 2020 is a year of abnormal market situation due to Covid-19 pandemic, and both supply and absorption are observed at lower levels in 2020 with 1.4 million sq. ft. and 1.8 million sq. ft. respectively. The situation has thereafter improved in 2021, Supply of 3.50 million sq. ft. was added in 2021 with absorption levels improving in 2021 to 3 million sq. ft.. Further, we expect the market to stabilize and recover to pre-pandemic levels over the next few years. With expected ramp up in vaccination across the country, there are more reasons to believe that the office market will be on its recovery path.

In the next three years, the supply of Grade A space is expected to scale new peaks while the average annual take-up of space is likely to be around 3.4 million sq ft. Resultantly, vacancy is expected to increase from the historic low levels in Pune city. However, there is expected to be a minimal impact on the Yerwada sub-market as there is no upcoming supply in the Yerwada precinct.

Fig 4-2: Commercial Office – Supply Vs Absorption



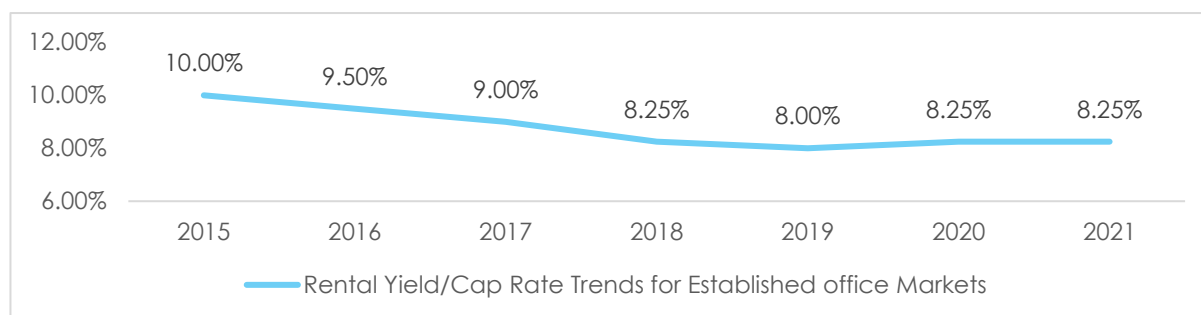
Source: Anarock Research

Rents

The current average rental in the city is INR 65/sq. ft./ month which is projected to increase to INR 66/sq. ft./ month by end of 2022. The rentals vary based on specific micro markets. It ranges between INR 120-130/sq. ft./ month in CBD to INR 50 - 95/sq. ft./ month in SBD and PBD micro markets.

Cap Rate Trends (City Level)

Fig 4-3: Office Market Cap rate movement



Source: Anarock Research

Table 4-2: Office Market- Key institutional transactions in Pune

Year	Investor	Asset Class	Location	Investment (INR Cr)	Project Name
2021	Godrej Group	Commercial	Mundhwa, Pune	300	Not available in public domain
2019	Xander Group	IT & Commercial	Vimannagar (SBD East)	900	Weikfield IT Citi Info Park
2017	Milestone Capital Advisors	IT SEZ Park	Kharadi (SBD East)	160	South Wing (E Park), Kharadi IT Park
2017	Blackstone	IT & Commercial	Yerwada (SBD East)	375	Panchshil Corporate Park
2015	Ascendas	IT SEZ	Hinjewadi (PBD West)	640	IT SEZ Bluebridge Phase-II
2014	Blackstone	IT SEZ Park	Kharadi (SBD East)	450	Eon Free Zone IT Park, Phase-II

*Best estimates

Source: Anarock Research

4.2. Impact of Covid- 19 and Future Outlook

The office market in Pune had been on a growth trajectory since 2017, till the COVID-19 pandemic put brakes on it in 2020. Lockdown measures, adopted across the country, severely impacted the office market in Pune. The year 2020 witnessed net absorption levels of 1.8 million sq. ft. from the high levels of 4.1 million sq. ft. in 2019.

The second wave of COVID-19 impacted occupiers' sentiments and the market recovery, as several occupiers deferred their return to office / space take-up plans and chose to adopt a cautious 'wait and watch' approach. The situation further improved in 2021 with 3.0 million sq. ft. absorbed in 2021. We expect the market to stabilize and recover to pre-pandemic levels over the next few years. With expected ramp up in vaccination across the country, there are more reasons to believe that the office market will be on its recovery path. In tandem with the restoration of

'business as usual' in the coming period, leasing activity is expected to increase, and settle close to 2018-2019 levels by end of 2023.

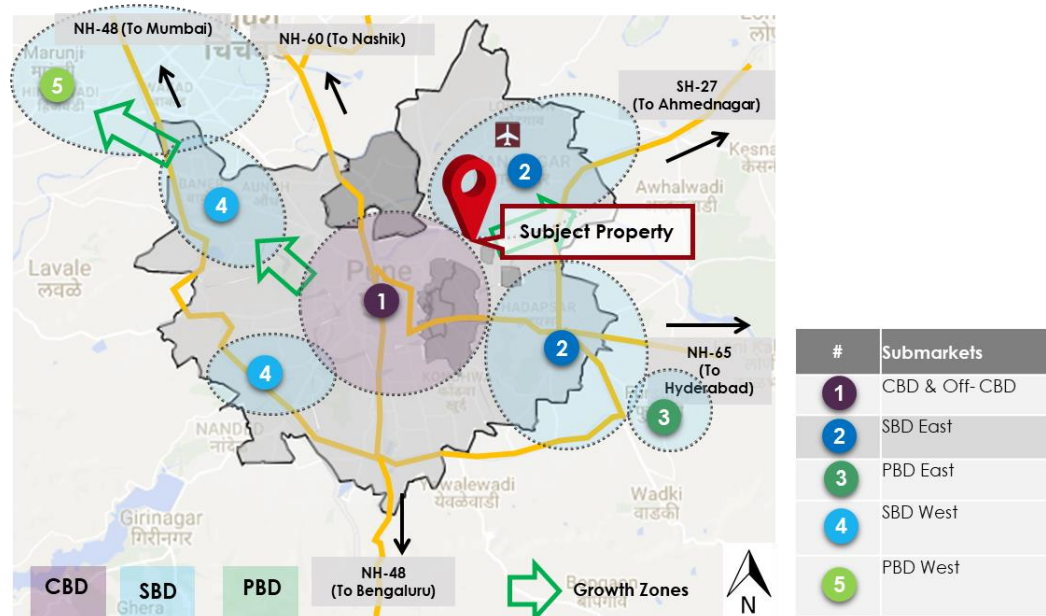
In the post-COVID era, the focus on health, wellness and sustainability will further increase, and so will the demand for graded developments.

While the crisis led to acceleration of trends like remote working and the use of collaborative technology in the short-term, the long-term implications are still uncertain. Some change is inevitable and office in its new avatar will only emerge stronger in the next normal.

4.3. Sub- Market level Overview (Focus on SBD- East market)

Based on the city's growth trends, the city has been divided into different precincts indicating the key locations and their major development mix.

Fig 4-4: Pune Office- Business district classification



CBD (CENTRAL BUSINESS DISTRICT); SBD (SECONDARY BUSINESS DISTRICT); PBD (PERIPHERAL BUSINESS DISTRICT)

Base Map: Google Map

Source: Anarock Research

Note: North Submarket includes Industrial Development; prominently Automobile Industries which has not been captured in the illustration above.

A brief description on these micro-markets is highlighted in the table below:

Table 4-3: Office Sub- Market introduction

Pune Office (Business district classification)			
	Submarkets	Key Locations	Characteristics
1	CBD & Off- CBD	Bund Garden Road, S B Road, Camp, Deccan, University Road, Shankar Sheth Road	<ul style="list-style-type: none"> Houses BSFI occupiers & traditional Non-IT development with good social Infrastructure Fairly old & smaller establishments with absence of standard amenities.
2	SBD East	Kalyani Nagar, Vimannagar, Yerwada, Kharadi, Nagar Road, Hadapsar	<ul style="list-style-type: none"> Leasing activity in the eastern SBD was dominated by IT- BPM & Co- working sector. Proximity to Airport.
3	PBD East	Phursungi, Wanowrie, Wagholi, Charoli	<ul style="list-style-type: none"> Emerging as a cost-effective front office location. Good mix of occupier profile.
4	SBD West	Wakdewadi, Aundh, Baner- Balewadi, Pashan, Kothrud, Karvenagar, Paud Road	<ul style="list-style-type: none"> Flexi Co- working spaces gain significant market share. Emerging as a cost-effective front office location.
5	PBD West	Hinjewadi, Bavdhan, Wakad, Tathawade, Talawade, Pimple Saudagar	<ul style="list-style-type: none"> Dominated by IT/ ITeS occupiers. Competitive rentals, continue to drive demand in the PBD West market with 4% existing vacancy

Source: Anarock Research

Sub- Market Level Snapshot

Attributes	SBD East	PBD East	SBD West	PBD West
Sub market Stock	31.13 Million sq. ft.	2.95 Million sq. ft.	7.66 Million sq. ft.	13.98 Million sq. ft.
Vacancy	5.7 %	9.9%	13 %	13.8 %
Average Rentals	INR 85 – 95 per sq. ft. / month	INR 55 – 75 per sq. ft. / month	INR 80 - 95 per sq. ft. / month	INR 45 – 70 per sq. ft. / month
Major Occupier Category	IT, ITeS, BFSI, Pharma	BPOs, IT, ITeS, Telecom Back offices	IT, ITeS Manufacturing, BFSI Back Offices	Software, ITeS, Manufacturing, Pharma, Automotive
Prominent Developers	Panchshil Realty, Kumar Properties, Kolte Patil, Goel Ganga, ABIL, Marvel Group, Magarpatta Corporation	Shapoorji Pallonji, Panchshil Realty, Rohan Developers	Panchshil Realty, Gera developers, Amar Builders, RMZ Corp Builders, Nyati Group, Rohan Builders	Paranjape Schemes, Gera Developers, Kumar Properties, ABIL Group, Panchshil Realty
Prominent Occupiers	Reliance, TATA Technologies, Synechron, Wipro, Honeywell, Barclays, Smart Works, We Work, Redbricks, MasterCard, BMC Software, L&T	IBM, Accenture, ADP, Amdocs, Amazon, ADP, Allstate, Wipro, Vodafone	Siemens, Cummins India, Smart Works, Thyssenkrup, Redbricks, Mediaocean, Veritas, Concentrix	Infosys, HCL, Tata Technologies, eClerx, Persistent Systems, Wipro, Tech Mahindra, KPIT Cummins, Cognizant, Lupin
Positive Impact of Office activities on Residential Zones	Kalyaninagar, Vimannagar, Yerwada, Kharadi, Mundhwa, Hadapsar	Phursungi, Wagholi, Dhanori	Aundh, Baner- Balewadi, Pashan, Wakad, Pimple Gurav, Pimple Nilakh	Hinjewadi, Pimple Saudagar, PCMC, Maan- Mahalunge, NH4 Bypass Micro markets; Tathawade, Punawale

Source: Anarock Research

Note: The table does not capture the CBD scenario, since its market share is comparatively low at around 4.08 Mn sq. ft.

Occupier Movement Trends

- SBD Pune is well-endowed with better infrastructure and proximity to residential locations, presence of support infrastructure such as hotels, malls, educational and medical facilities.
- West SBD saw high space intake by Co- working sector, & prominent Coworking operators are entering the SBD East areas.
- IT/ITeS occupiers prefer office projects from PBD West (Hinjewadi) & SBD East (Kharadi, Yerwada & Hadapsar) Micro Markets who offer campus style developments, large floor plate and higher efficiencies.
- In recent years the occupiers were seen taking the cognisance of the workforce movement and checking the feasibility to set up offices nearer to the residential pockets.
- Apart from the speculative office developments, Pune houses captive developments as well with 1.5 million sq. ft. of total stock, which offer direct employment to ~15,000 people.
- Prominent SEZs and IT Parks in the PBD West (Hinjewadi IT Park) & SBD East (Yerwada-Kharadi- Hadapsar IT Parks) and good infrastructure with the availability of mid-range as well as affordable housing projects nearby have gained interest amongst corporate occupiers.
- There are large campuses getting developed in SBD East (Commerzone SEZ at Kharadi, International Tech Park Kharadi (ITPP) Phase 1 & Lunkad Sky at Vimannagar) and PBD West (DLF IT Park Phase-2, International Tech Park Phase-4 at Hinjewadi) which are likely to witness completions in medium term. The majority of the planned supply is concentrated in three micro markets namely Kharadi (34%), Baner (27%) and Airport Road/Pune Station (20%).

4.4. Yerwada Precinct Overview

Currently this precinct is witnessing limited supply of grade A office projects. As a result, rentals are expected to strengthen in and around Yerwada precinct. IT/ITeS occupiers and Coworking operators are expected to drive the future demand in this market. Some of the prominent projects in this precinct are Business Bay, Tech Park One, Commerzone IT Park, Cerebrum IT Park. Some of the key occupiers who are already present in this precinct are Master Card, HSBC, Deutsche Bank, TCS, IBM, Happiest Minds Technologies, KPMG, Schlumberger India Technology Centre Ltd., to name a few.

The SBD East submarket was the most dominant in terms of leasing activity. Demand is headlined by captive centres accounting for a 36% share of leasing, with IT-BPM and co-working next with shares of 20% and 15%, respectively. On an overall basis, vacancy stands at 5.7%.

Note: Please refer to [Annexure-E](#) for existing Office Stock in Yerwada Micro market

Future Outlook

We understand that this precinct is an established commercial node and we foresee that any new Grade A Office supply shall be leased at ease.

We expect the SBD East submarket to continue future leasing activity in line with upcoming supply with strong demand from the IT-BPM & captive occupier segments.

Co-working may gain further traction as established operators like WeWork, Smartworks, Awfis, Table Space etc. continue to scout for space in the major office markets.

5. PROPERTY ASSESSMENT REPORT AND OPINION ON MARKET VALUE OF PROPERTY

VALUATION GUIDELINE

The valuation has been carried out in accordance with the "International Valuation Standards" published by the International Valuation Standards Committee ("IVSC"), subject to variation to meet local established law, custom, practice and market conditions.

Market Value is defined by IVSC and adopted by RICS is defined below:

"The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion"

VALUATION APPROACH

Considering the revenue generating potential of the Subject Property, opinion on Market Value of the Subject Property is offered using 'Discounted Cash Flow Approach'.

The paragraph below a present description of the valuation approach followed.

Discounted Cash Flow Approach:

This approach is based on the present value of the future receivable net income from the current operational leases / revenues. The current revenues and the future achievable revenues derived from the Subject Property would be adjusted for the outgoing/operational expenses to derive 10-year cash flows. The same is then discounted at an appropriate discounting rate linked with risk adjusted discounting factor to arrive at the sale value for the Subject Property.

Subject Property Review:

- Physical site inspections were undertaken to assess the current status of the Subject Property.
- Rent rolls, as received from the Client, of the existing leases were reviewed in order to understand the key leasing arrangements including tenure, rent, escalation, renewal terms, CAM, parking rents (if any), etc.
- No legal due diligence of the Subject Property has been undertaken for this valuation purpose.

5.1 VALUATION USING DISCOUNTED CASH FLOW METHOD

The Subject Property comprises 2 operational IT office tower –

Particulars	Building 1 (part)	Building 5
Total Leasable Area	43,200	3,71,399
Current Vacancy	0%	0%
No of 4W parking slots	43	425
No of 4W parking slots leased	-	425

Source: Information as received from Client

Key Assumptions:

Revenue Assumptions		
Current Market Rent (assumed for the Subject Property)	Per sq. ft. per month	INR 79
Structural Vacancy (for future leasing)	%	5%
Market 4W Parking Rent (contracted) for 425 slots**	Per slot per month	INR 1,000.00
Market 4W Parking Rent (future leasing)	Per slot per month	INR 2,000.00
Market Rent Growth Rate	% p.a.	5.0%
Market 4W Parking Rent Growth Rate	% p.a.	0.0%
Market Lease Tenure (future leasing)	# of years	9 years
Contracted Rent Escalation Period	# of years	Every 3 years of lease tenure
Contracted Rent Escalation Rate	%	15%
CAM/O&M Income**	Per sq.ft./month	14.24
Stabilised CAM/O&M Margin**	Per sq.ft./month	2.43
Other Operating Income**	% of lease rental	1.00%

**Information as received from Client

Cost Assumptions		
Brokerage Cost (for fresh leases)	Month's Rent	2
Brokerage Cost (for re-lease)	Month's Rent	1
Cost escalation	% p.a.	3.0%
Transaction Cost on Sale	% of Terminal Value	1.0%
Current CAM/ O&M cost**	Per sq.ft./month	11.64
Property Tax**	Per sq.ft./month	2.40
Insurance**	Per sq.ft./month	0.42
Other Operating Expenses**	% of Lease Rentals	2.0%
Property Management Fees**	% of Lease Rentals	3.5%

**Information as received from Client

As per information received from Client, we understand that Other Operating Expenses and Property Management Fees are expenses incurred at Company level hence these two heads are not included while calculating the Net Operating Income (NOI).

The Subject Property is stabilised, located in a sought-after office micro market of Pune i.e., Yerwada and developed and managed by a reputed developer, hence for re-lease purpose post 2024-25, we have assumed that the Client will be able to lease the space by themselves either to the existing tenant or to new tenants. Hence, no brokerage cost has been considered for this valuation purpose.

Discounting Assumptions		
Terminal Cap rate	% of Net Operating Income	8.00%
WACC (pre-tax)	%	11.35%

WACC is calculated considering a Debt: Equity ratio of 50:50 wherein cost of equity is considered at 16% and cost of debt is considered at 6.7%.

Particulars	Unit	1	2	3	4	5	6	7	8	9	10	11
		31- Mar- 22	31- Mar- 23	31- Mar- 24	31- Mar- 25	31- Mar- 26	31- Mar- 27	31- Mar- 28	31- Mar- 29	31- Mar- 30	31- Mar- 31	31- Mar- 32
		31- Mar- 23	31- Mar- 24	31- Mar- 25	31- Mar- 26	31- Mar- 27	31- Mar- 28	31- Mar- 29	31- Mar- 30	31- Mar- 31	31- Mar- 32	31- Mar- 33
OPERATING INCOME												
Lease Rentals	INR Mn	287	307	399	454	455	455	512	522	523	589	601
Parking Income	INR Mn	5	5	8	11	11	11	11	11	11	11	11
CAM/O&M Margin	INR Mn	12	13	13	13	13	14	14	15	15	15	16
Other Operating Income	INR Mn	3	3	4	5	5	5	5	5	5	6	6
Total Operating Income	INR Mn	308	328	424	482	483	484	542	553	554	621	633
OPERATING COSTS												
Property Taxes	INR Mn	(12)	(12)	(13)	(13)	(13)	(14)	(14)	(15)	(15)	(16)	(16)
Insurance Premiums	INR Mn	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(3)	(3)	(3)	(3)
Total Operating Costs	INR Mn	(14)	(14)	(15)	(15)	(16)	(16)	(17)	(17)	(18)	(18)	(19)
Net Operating Income	INR Mn	294	314	409	467	467	467	525	535	536	602	614
Other Operating Expenses @ 2%	INR Mn	(6)	(6)	(8)	(9)	(9)	(9)	(10)	(10)	(10)	(12)	(12)
Property Management Fees @ 3.5%	INR Mn	(10)	(11)	(14)	(16)	(16)	(16)	(18)	(18)	(18)	(21)	(21)
Brokerage Expenses	INR Mn	-	-	-	-	-	-	-	-	-	-	-
Terminal Value	INR Mn	-	-	-	-	-	-	-	-	-	7,680	-
Transaction Cost	INR Mn	-	-	-	-	-	-	-	-	-	(77)	-
Net Income	INR Mn	278	297	387	442	442	442	497	507	507	8,173	581
Net Cashflows	INR Mn	278	297	387	442	442	442	497	507	507	8,173	-
Discount Rate	11.35%											
NPV INR Million	4,978											

SUMMARY VALUATION ANALYSIS

Opinion on Market Value of the Subject Property (Tower 1 (Part) and Tower 5) located at Commerzone in Yerwada, Pune	4,978	INR Million

Annexure- A: NEIGHBOURHOOD OF SUBJECT PROPERTY



Base Map: Google Maps

Annexure- B: PICTURES CAPTURED DURING SITE VISIT



View of Main Gate-1 from Ashok
Path road



Internal access lane to Gate no.
2 & access to Building 8



View of Main Gate- 2 from
Commerzone internal access
road



View of Amenity building
occupied by VIBGYOR School



Exterior View of Building- 1



View on entrance Lobby-
Building 1



View of Typical floors
(Building-1) with Office
Occupiers



Exterior View- Building 5
occupied by NVIDIA Graphics

Note:

- Due to the Covid- 19 pandemic, Site Visit of Building- 5, i.e. occupied by NVIDIA Graphics was restricted. However, Building- 5 was inspected from the exteriors.
- Building- 1, which is occupied by multiple companies (Bajaj Allianz General Insurance, Cadence Design Systems, Apstone Securities Analysis, Nuance India, Schlumberger, Mango Apps, Cientific Games India, Quinstreet Software) was inspected in detail during the Site Visit.
- The secondary entrance to the Campus, i.e. Gate no. 2 was closed & access was restricted due to the Covid- 19 restrictions.

- *Building- 8 (currently occupied by Companies like UBS, Schlumberger and retail F&B occupiers like SUBWAY, Klock Kitchen and BNY Mellon) has an exclusive vehicular access from the Eastern- side of the Subject Property, i.e. from the 12m wide internal access road*
- *The Amenity building houses an operating school under the brand name VIBGYOR and is an independent building with exclusive access from the Commerzone Internal 12- metre wide road.*

Annexure- C: LIST OF PROMINENT TRANSACTIONS* (Q3 2019 – Q4 2021) IN SBD EAST MICRO MARKET

SR. NO.	BUILDING	ADDRESS	PRECINCT	QUARTER	YEAR	AREA LEASED (sq. ft.)	MONTHLY RENT (INR/ sq. ft.)	LANDLORD	TENANT	LEASE TYPE
1	Business Bay- Tower A & B	Yerwada	SBD East	3Q	2019	2,45,301	124	Panchshil Corporate Park Pvt Ltd.	Master Card Technology Pvt Ltd.	Term Renewal
2	World Trade Centre- Tower C	Kharadi	SBD East	3Q	2019	63,000	88	Panchshil Realty	Table Space	Fresh lease
3	Panchshil Tech Park One- Tower C & D	Yerwada	SBD East	3Q	2019	48,340	103	Panchshil Tech Park Pvt Ltd.	CLSA Technologies And Services Pvt Ltd	Renewal
4	Eon Free Zone- Phase 2	Kharadi	SBD East	3Q	2019	35,713	83	Panchshil Realty	Larsen & Toubro Infotech	Expansion^
5	AP 83	Mundhwa	CBD	4Q	2019	4,70,000	90	Amar & Pristine Group	Smart Works	Pre- lease*
6	Gera Commerzone	Kharadi	SBD East	4Q	2019	3,00,000	88	Gera Group	Allstate	Pre- lease*
7	Eon Phase- II Tower B	Kharadi	SBD East	4Q	2019	71,000	85	Panchshil Realty	Citco	Expansion^
8	Eon Phase- II Tower B	Kharadi	SBD East	4Q	2019	71,000	85	Panchshil Realty	Mphasis	Expansion^
9	Panchshil Tech Park One- Tower B	Yerwada	SBD East	4Q	2019	26,060	122	Panchshil Tech Park Pvt Ltd.	Table Space Technologies Pvt Ltd.	Renewal
10	Gera Commerzone R4	Kharadi	SBD East	1Q	2020	1,08,000	91	Gera Group	Cognizant	Pre- lease*
11	Gera Commerzone R4	Kharadi	SBD East	1Q	2020	1,05,000	91	Gera Group	UPS Logistics	Pre- lease*
12	Business Bay- Tower A	Yerwada	SBD East	1Q	2020	22,100	115	Panchshil Corporate Park Pvt Ltd.	Executive Center India Pvt Ltd.	Renewal
13	Panchshil Tech Park One- Tower B	Yerwada	SBD East	1Q	2020	16,824	93	Panchshil Tech Park Pvt Ltd.	Altimetrik India Pvt Ltd.	Renewal
14	Quadra 1	Hadapsar	SBD East	2Q	2020	39,500	91	Panchshil Realty	Signify Innovations India Limited	Fresh lease
15	Gera Commerzone R4	Kharadi	SBD East	3Q	2020	1,68,000	93	Gera Group	Bharat Petroleum	Fresh lease
16	Gera Commerzone R4	Kharadi	SBD East	3Q	2020	1,10,000	90	Gera Group	Mindcrest	Fresh lease
17	Tech Park One- B	Yerwada	SBD East	3Q	2020	1,03,746	91	Panchshil Realty	IBM India Pvt Ltd	Renewal

18	Sky One Corporate Park (Building A)	Vimannagar	SBD East	3Q	2020	30,000	89	Lunkad Realty	Vertiv	Pre-lease*
19	Commerzone(Building No.1)	Yerwada	SBD East	4Q	2020	28,183	75	Bajaj Allianz Life Insurance Company	Cadence Design Systems	Renewal
20	Gera Commerzone(R1)	Kharadi	SBD East	4Q	2020	112,000	76	KRC Infrastructure and Projects	Mindcrest India	New
21	Nyati Tiara	Yerwada	SBD East	4Q	2020	110,989	70	Nyati Builders	TCS	Renewal (Fitted Out)
22	Sky One Corporate Park (Tower 1)	Vimannagar	SBD East	4Q	2020	23,000	125	Sky One Corporate Park	Kantar GDC India	New (Fitted Out)
23	Sky One Corporate Park(Tower 1)	Vimannagar	SBD East	4Q	2020	59,456	95	Sky One Corporate Park	Piaggio Vehicles	New (Fitted Out)
24	Panchshil World Trade Centre(Tower 5)	Kharadi	SBD East	4Q	2020	28,295	97	P One Infrastructure	DNV GL Shared Services India	New
25	Sky One Corporate Park(Tower 1)	Vimannagar	SBD East	4Q	2020	25,660	141	Sky One Corporate Park	Sincro Digital Marketing India	New (Fitted Out)
26	Weikfield Citi-Infopark (D Bldg.)	Vimannagar	SBD East	4Q	2020	24,400	63	NV Realty	Maersk	Renewal
27	Weikfield Citi-Infopark (B Bldg.)	Vimannagar	SBD East	4Q	2020	34,500	73	NV Projects	Maersk	New
28	Sky One Corporate Park(Tower 1)	Vimannagar	SBD East	4Q	2020	230,945	95	Sky One Corporate Park	Simplioffice	New
29	Tech Park One(Tower C)	Yerwada	SBD East	4Q	2020	32,484	70	Panchshil Techpark Private Limited	Concentrix	Renewal
30	Tech Park One (Tower D)	Yerwada	SBD East	4Q	2020	44,723	70	Panchshil Techpark Private Limited	Concentrix	Renewal
31	Tech Park One (Tower A)	Yerwada	SBD East	4Q	2020	150,953	66	Panchshil Techpark Private Limited	Concentrix	Renewal
32	Binarius	Yerwada	SBD East	4Q	2020	22,325	93	Sofotel Infra	Cotiviti India	New (Fitted Out)
33	E Park (Pune)	Kharadi	SBD East	4Q	2020	42,660	72	Laxmi Traders	EFC Limited	Renewal
34	Business@Mantri (Tower B)	Vimannagar	SBD East	4Q	2020	19,508	68	Shyamalal Jagdishchandra Agarwal	Bajaj Finserv	Renewal

35	Commerzone (Building No. 6)	Yerwada	SBD East	4Q	2020	25,500	80	Mindspace Business Parks	BNY Mellon	Renewal (Fitted Out)
36	Fountainhead (Tower 2)	Vimannagar	SBD East	1Q	2021	20,928	75	Alliance Spaces	Aligned Automation Services	New
37	Panchshil Business Bay (Tower A)	Yerwada	SBD East	1Q	2021	16,007	130	Panchshil Corporate Park	Snfl Cloudtech India	New
38	Panchshil Business Bay (Tower A)	Yerwada	SBD East	1Q	2021	10,000	130	Panchshil Corporate Park	Snfl Cloudtech India	Renewal (Fitted Out)
39	Giga Space IT Park (Gamma – 1)	Vimannagar	SBD East	1Q	2021	13,500	65	Padma Kalyanchand Kotecha	Carraro Technologies India	Renewal
40	Panchshil World Trade Centre (Tower 3)	Kharadi	SBD East	1Q	2021	16,987	244	Tablespace Technologies	Avaloq India	Renewal (Plug and Play)
41	Eon Free Zone II (Tower B)	Kharadi	SBD East	1Q	2021	71,426	107	Eon Kharadi Infrastructure	Northrn Operating Solutions	New
42	Eon Free Zone II (Tower B)	Kharadi	SBD East	1Q	2021	71,426	78	Eon Kharadi Infrastructure	Northrn Operating Solutions	New
43	Weikfield Citi-Infopark (B Bldg.)	Vimannagar	SBD East	1Q	2021	10,000	87	NV Projects	JP Morgan	Renewal (Fiitted Out)
44	Weikfield Citi-Infopark (B Bldg.)	Vimannagar	SBD East	1Q	2021	11,730	87	NV Projects	JP Morgan	Renewal (Fitted Out)
45	Weikfield Citi-Infopark (B Bldg.)	Vimannagar	SBD East	1Q	2021	33,660	65	NV Projects	JP Morgan	Renewal
46	Giga Space IT Park(Delta 2)	Vimannagar	SBD East	1Q	2021	34,965	63	Sushila Devi Mahansaria	Arthur J. Gallagher & Co	Renewal
47	Giga Space IT Park (Beta 2)	Vimannagar	SBD East	1Q	2021	12,410	55	EnnEnn Corp	Ison BPO India	Renewal
48	Commerzone (Building No. 8)	Yerwada	SBD East	1Q	2021	98,497	67	Mindspace Business Parks	BNY Mellon	Renewal
49	Nyati Unitree	Yerwada	SBD East	2Q	2021	15,900	71	Chetan Unadkat	Glatf Systems	Renewal
50	Panchshil World Trade Centre	Kharadi	SBD East	3Q	2021	21,000	74	Panchshil Realty	Executive Centre	New
51	Eon Free Zone II	Kharadi	SBD East	3Q	2021	58,632	75	Panchshil Realty	Synechron Technologies	New
52	Business@Mantri	Vimannagar	SBD East	3Q	2021	52,573	80	Mantri Developers	Bajaj Finserv	New (Warmshell)

53	Eon Free Zone II	Kharadi	SBD East	3Q	2021	36,963	72	Panchshil Realty	Compucom Systems India	New (Warmshell)
54	Eon Free Zone II	Kharadi	SBD East	3Q	2021	36,963	72	Panchshil Realty	Compucom Systems India	New (Warmshell)
55	Giga Space IT Park	Vimannagar	SBD East	3Q	2021	17,838	68	Kolte Patil Developers	Suma Soft	New (Fitted Out)
56	Business@Mantri	Vimannagar	SBD East	3Q	2021	12,500	75	Mantri Developers	Bajaj Financial Securities	New (Warmshell)
57	Giga Space IT Park	Vimannagar	SBD East	4Q	2021	11,552	74	Kolte Patil Developers	Aakash Institute	New
58	Giga Space IT Park	Vimannagar	SBD East	4Q	2021	34,965	77	Kolte Patil Developers	Arthur J. Gallagher and Co.	New (Warmshell)

Source: igrmaharashtra.gov.in & Anarock Research

**Majority of the projects in the shortlisted submarkets have adopted a 'Leasing Model'. No prominent sale transaction was recorded during the same period*

Notes:

*All transactions captured are for “**Warm shell**” premises unless specified.*

****Pre-lease** is an agreement signed by a landlord and tenant before construction begins or well before completion.*

***^Expansion** is a stage where the business reaches the point for growth and seeks out for additional space to carry out operations*

Annexure- D: LIST OF EXISTING OFFICE STOCK IN YERWADA PRECINCT

SUBJECT PROPERTY	ADDRESS	COMPLETION YEAR	GROSS LEASABLE AREA (sq. ft.)	DEVELOPER	Type of Development
Tech Park One Tower A	Airport Road, Pune	2005	1,50,000	Panchshil Realty	IT Park
Weikfield IT Park Block A	Airport Road, Pune	2006	5,50,000	Vascon Engineers	IT Park
Tech Park One Tower B	Airport Road, Pune	2006	2,30,000	Panchshil Realty	IT Park
Mutha Towers	Airport Road, Pune	2006	3,00,000	Mutha Group Developers	IT
Nyati Tiara	Nagar Road, Yerwada, Pune	2006	1,10,989	Nyati Group	IT
Commerzone Building 3	Jail Road	2007	3,50,000	K Raheja Corp	IT Park
Tech Park One Tower C	Airport Road, Pune	2007	2,80,000	Panchshil Realty	IT Park
Tech Park One Tower D	Airport Road, Pune	2007	2,30,000	Panchshil Realty	IT Park
Commerzone Building 4	Jail Road	2008	3,50,000	K Raheja Corp	IT Park
Commerzone Building 2	Jail Road	2008	3,50,000	K Raheja Corp	IT Park
Commerzone Building 1	Jail Road	2009	3,50,000	K Raheja Corp	IT Park
Commerzone Building 6	Jail Road	2010	3,50,000	K Raheja Corp	IT Park
Commerzone Building 7	Jail Road	2011	3,50,000	K Raheja Corp	IT Park
Binarius	Yerwada	2011	4,50,000	Sofotel Software Services	IT
Commerzone Building 5	Jail Road	2014	3,50,000	K Raheja Corp	IT Park
Panchshil Business Bay Phase 1	Airport Road, Pune	2014	8,00,000	Panchshil Realty	IT Park
Panchshil Business Bay Phase 2	Airport Road, Pune	2014	8,00,000	Panchshil Realty	IT Park
Commerzone Building 8	Jail Road	2015	4,50,000	K Raheja Corp	IT Park
Nyati Unitree	Yerwada	2016	3,00,000	Nyati Group	Non IT
Marvel Trueno	Airport Road, Pune	2019	4,50,000	Marvel Realtors	Non IT
Ishanya	Yerwada	2019	90,000	Deepak Fertilizer	Non IT
Solitaire Business Hub Building 1	Yerwada	2020	4,00,000	Chordia Group	Non IT
Amar Pristine 83	Koregaon Park	2021	5,00,000	Amar Group	Non IT
Panchshil Business Park	Balewadi	2021	11,00,000	Panchshil Realty	IT Park

Source: Anarock Research

Annexure- E: UPCOMING OFFICE SUPPLY IN PUNE OFFICE MARKET

SUBJECT PROPERTY	ADDRESS	PRECINCT	COMPLETION YEAR	GROSS LEASABLE AREA (sq. ft.)	DEVELOPER	Type of Development
Pune One*	Station Road	CBD	2022	3,45,000	Brahma Corp	Non IT
Khinvasara Park	Model Colony	CBD	2022	70,000	Khinvasara Construction	Non IT
Gagan Uno	Sangamwadi	CBD	2022	1,37,811	Gagan Group	Non IT
Gagan Kapital	Sangamwadi	CBD	2022	23,524	Gagan Group	Non IT
Solitaire Business Hub Phase-I, Solitaire World	Bibwewadi	CBD	2023	2,59,936	Classic Promoters and Builders Private Limited	Non IT
Solitaire Business Hub Phase-II, Solitaire World	Bibwewadi	CBD	2024	3,71,481	Classic Promoters and Builders Private Limited	Non IT
Gagan Commerce Centre	Sangamwadi	CBD	2023	2,12,617	Gagan Group	Non IT
The Vibe	Koregaon Park	CBD	2024	1,28,785	Gagan Group	Non IT
Westport	Baner	SBD West	2022	1,44,894	Baner Lifespaces LLP	Non IT
F1 Tech Park	Bavdhan	SBD West	2022	3,20,000	Lohia Jain Group	IT Park
Solitaire Business Hub	Baner	SBD West	2022	4,55,509	Atul Builders	Non IT
Cerebrum SEZ	Hinjewadi	SBD West	2023	16,00,000	KUL	IT SEZ
Amar Business Zone	Balewadi	SBD West	2023	4,48,095	Amar Builders	Non IT
Solitaire Business Hub 3, Phase-I	Baner	SBD West	2025	6,34,415	Ashok Chordia	Non IT
Solitaire Business Hub 3, Phase-III	Baner	SBD West	2025	6,34,415	AC Realty Market LLP	Non IT
Solitaire Business Hub 3, Phase-II	Baner	SBD West	2025	1,58,608	Baner Land Developers LLP	Non IT
DLF IT Park, Pune Phase 2	Hinjewadi	PBD West	2023	15,00,000	DLF	IT SEZ
International Tech Park Pune (ITPP) Phase 4	Hinjewadi	PBD West	2022	3,89,719	Ascendas	IT SEZ
Mannara IT Park Phase 1 Building 2	Hinjewadi	PBD West	2022	4,50,000	Mannara Technologies	IT SEZ
Marvel Sentinel	Hadapsar	SBD East	2022	1,60,000	Marvel Realtors	Non IT
Marvel Trueno	Airport Road	SBD East	2022	4,50,000	Marvel Realtors	Non IT
Commerzone SEZ Phase 1 Building 1 (Part)	Kharadi	SBD East	2022	5,96,000	K Raheja Corp	IT SEZ
Salarpuria Tech Point	Kharadi	SBD East	2022	3,50,000	Salarpuria Group	IT Park
Primus- A	Hadapsar	SBD East	2022	65,372	Kumar Builders	Non IT
Kumar Purva Commercial	Hadapsar	SBD East	2022	20,344	Kumar Builders	Non IT
GT Square	Fatima Nagar	SBD East	2022	2,20,000	Goel Ganga Development	Non IT
Commerzone SEZ Phase 1 Tower 2-6	Kharadi	SBD East	2022	28,00,000	K Raheja Corp	IT SEZ

International Tech Park Kharadi (ITPP) Phase 1	Kharadi	SBD East	2022	6,30,000	Ascendas	IT SEZ
Lunkad Sky	Vimannagar	SBD East	2022	7,50,000	Lunkad Reality	Non IT
Salarpuria IT Park Unnamed 2	Kharadi	SBD East	2023	8,00,000	Salarpuria Group	IT Park
International Tech Park Kharadi (ITPP) Phase 2	Kharadi	SBD East	2023	6,30,000	Ascendas	IT SEZ
Grant Bay	Kharadi	SBD East	2023	74,459	Gagan Group	Non IT
Rohan Commercial Project	Vimannagar	SBD East	2024	7,00,000	Rohan Builders	Non IT
Gagan Southcode	Kondhwa	PBD East	2022	1,14,544	Gagan Group	Non IT
SP InfoCity, Fursungi Building 6	Fursungi	PBD East	2022	5,00,000	Shapoorji Pallonji Group	IT SEZ
SP InfoCity, Fursungi Building 7, 8 & 9	Fursungi	PBD East	2023	22,50,000	Shapoorji Pallonji Group	IT SEZ

*Completions delayed by 9- 12 months, i.e., Year 2022

A total office supply of approx. 21 Million sq. ft. is expected in the entire city of which approximately 8.25 Mn sq. ft. is planned in the SBD East Sub market, until the year 2025.

Note: There are small scale commercial office developments that are in the planning stage. Considering their small size and no/ limited occupier pre-commitments, there is no visible direct competition to Commerzone Yerwada, Pune in the medium-term horizon. There could be a supply of office spaces from the mixed-use developments in and around Yerwada but these are typically sold to occupiers or small investors and hence not considered as direct competition to the Subject Property.

VALUATION REPORT

BUILDING NO. 20 (PART - ENTIRE BUILDING
EXCLUDING GROUND FLOOR) AND
12B (PART - 13TH AND 14TH FLOOR),

MINDSPACE MADHAPUR

LOCATED AT MADHAPUR VILLAGE, SERILINGAMPALLY
MANDAL, RANGA REDDY DISTRICT, HYDERABAD
500081, TELANGANA, INDIA

CBRE SOUTH ASIA PRIVATE LIMITED

REFERENCE CODE: SF-0001271751

DATE OF REPORT: 27TH APRIL 2022

Legal Notice and Disclaimer

This valuation report (the "Report") has been prepared by CBRE South Asia Pvt. Ltd. ("CBRE") exclusively for Sundew Properties Ltd. (the "Instructing Party"), in accordance with the Agreement entered into between CBRE and the Instructing Party dated 19th January 2022 (the "Agreement"). The Report is confidential to the Instructing Party and any other Addressees named herein and the Instructing Party and the Addressees may not disclose the Report unless expressly permitted to do so under the Agreement.

Where CBRE has expressly agreed that persons other than the Instructing Party or the Addressees can rely upon the Report (a "Reliant Party" or "Reliant Parties") then CBRE shall have no greater liability to any Reliant Party than it would have if such party had been named as a joint client under the Agreement.

CBRE's maximum aggregate liability to the Instructing Party and to any Reliant Parties howsoever arising under, in connection with or pursuant to this Report and/or the Agreement together, whether in contract, tort, negligence or otherwise shall be limited to the total fees received by CBRE under the Agreement.

CBRE shall not be liable for any indirect, special or consequential loss or damage howsoever caused, whether in contract, tort, negligence or otherwise, arising from or in connection with this Report. Nothing in this Report shall exclude liability which cannot be excluded by law.

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For the avoidance of doubt, nothing in our Report will constitute any recommendation, investment advice or an offer or solicitation for the purpose of or for sale of any securities, financial instrument or products or other services. Any investors should make their own investment decisions in relation to any investments. If you do not understand this legal notice, then it is recommended that you seek independent legal advice.



View of the Subject Property – Mindspace Madhapur Building No. 20



View of the Subject Property – Mindspace Madhapur Building No. 12B

Located at Madhapur Village, Serilingampally Mandal, Ranga Reddy District,
Hyderabad 500081, Telangana, India

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1 Valuation Certificate

Property:	A commercial (IT/ITES SEZ) development viz. Mindspace Madhapur, building no. 20 (Part - Entire Building excluding Ground Floor) and 12B (part) located at Madhapur Village, Serilingampally Mandal, Ranga Reddy District, Hyderabad 500081, Telangana, India
Submitted to:	M/S Sundew Properties Ltd. (Hereinafter referred to as the 'Client')
Purpose:	Financial Reporting purpose
Interest Valued:	Freehold rights
Basis of Valuation:	Market Value
Registered Owner:	Based on the review of property tax, Insurance and other documents provided by the Client, we understand that subject property is owned by M/S Sundew properties Ltd.
Land Area:	Based on the inputs provided by the Client, we understand that the total land area of the subject property (Building 20 and 12 B) is approx. 7 acres.
Town Planning:	As per the provisions of the Notified Master plan for Cyberabad Development Authority (CDA), we understand that the subject property is currently zoned for 'Public and semi-public' use. Further, as per the provisions of the Government of Telangana's Information & Communications Technology (ICT) Policy 2005 – 2010 (and the revised policy for 2010 – 2015), private IT Parks and IT Campuses are exempt from zoning regulations. The same has been considered for the purpose of this appraisal.
Brief Description:	<p>The subject property comprised of two commercial IT/ ITES SEZ office developments viz. Mindspace Madhapur Building 20 (Part - Entire Building excluding Ground Floor) and 12 B (Part – 13th and 14th Floor) with a total leasable area of approx. 1 Mn sft. The subject property is located in HITEC City in the designated IT corridor of Hyderabad. The subject property land parcel forms part of the larger land parcel of approx. 109.36 acres viz. Mindspace Madhapur in TSIC software layout.</p> <p>The subject property is located at a distance of approx. 2 – 3 km from Old Mumbai Highway, approx. 10 – 11 km from Financial district and approx. 30 – 31 km from Rajiv Gandhi International Airport</p>
Leasable Area (sft):	The following table represents the built-up area of the subject property:

Building Name	Leasable Area (sft)	Number of floors
Building 20	899,755*	4P+G+12 office floors
Building 12 B	98,487**	4P+G + 14 office floors

Source: Client; *Part – Entire Building except Ground Floor; **Floor 13th and 14th only considered for the purpose of this valuation;

Valuation Approach:	Income Approach – Discounted Cash Flow Method (assuming rental reversion) & Comparable method
Date of Valuation:	March 31 st , 2022
Date of Inspection:	April 13 th , 2022



Date of Report: April 26th, 2022

Assessed Value: **Discounted Cashflow Method:**

Asset Value of the property: INR 9,864 Mn

Value of the Fit outs: INR 4 Mn

Total Value of the property: 9,868 Mn

Direct Comparison Method:

Asset Value: INR 9,458 Mn

Final Conclusion of Value: **INR 9,687 Mn**

**Assumptions,
Disclaimers,
Limitations
& Qualifications**

This valuation report is provided subject to assumptions, disclaimers, limitations and qualifications detailed throughout this report which are made in conjunction with those included within the Assumptions, Disclaimers, Limitations & Qualifications section located within this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.

Important Warning - Material Valuation Uncertainty from Novel Coronavirus

The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organisation as a "Global Pandemic" on the 11th March 2020, has impacted many aspects of daily life and the global economy – with some real estate markets experiencing significantly lower levels of transactional activity and liquidity. As at the valuation date, in the case of the subject property(ies), there is a shortage of market evidence for comparison purposes, to inform opinions of value.

Our valuation of the property(ies) is therefore reported as being subject to 'material valuation uncertainty'. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case.

For the avoidance of doubt, the inclusion of the 'material valuation uncertainty' declaration above does not mean that the valuation cannot be relied upon. Rather, the declaration has been included to ensure transparency of the fact that – in the current extraordinary circumstances – less certainty can be attached to the valuation than would otherwise be the case. The material uncertainty clause is to serve as a precaution and does not invalidate the valuation.

Values may change more rapidly and significantly than during standard market conditions. Given the unknown future impact that COVID-19 might have on the real estate market and the difficulty in differentiating between short term impacts and long-term structural changes, we recommend that you keep the valuation(s) contained within this report under frequent review.

Prepared By: **CBRE South Asia Pvt. Ltd.**

Official Signatories:

1. Inspection Conducted by:
Name: PVV Rahul
Sign :



2. Project Manager / Final
Reviewer:
Name: Rukun Shadra
Sign :



3. RICS Member:
Name: Vaibhav Jakhodia
Membership number:
6422514
Sign :



2 Assumptions, Disclaimers, Limitations & Qualifications

Valuation Subject To Change:	Premise 1 - The subject appraisal exercise is based on prevailing market dynamics as on the date of appraisal and does not take into account any unforeseeable developments which could impact the same in the future								
Our Investigations:	Premise 2 - We are not engaged to carry out all possible investigations in relation to the subject property. Where in our report we identify certain limitations to our investigations, this is to enable the reliant party to instruct further investigations where considered appropriate or where we recommend as necessary prior to reliance. CBRE is not liable for any loss occasioned by a decision not to conduct further investigations								
Assumptions:	Premise 3 - Assumptions are a necessary part of undertaking valuations. CBRE adopts assumptions for the purpose of providing valuation advice because some matters are not capable of accurate calculation or fall outside the scope of our expertise, or our instructions. The reliant party accepts that the valuation contains certain specific reasonable assumptions as per market and acknowledges and accepts the risk that if any of the assumptions adopted (which are reasonable & justifiable) in the valuation are incorrect, then this may have an effect on the valuation								
Information Supplied by Others:	Premise 4 - This appraisal is based on the information provided by the Client. The same has been assumed to be correct and has been used for appraisal exercise. Where it is stated in the report that another party has supplied information to CBRE, this information is believed to be reliable but CBRE can accept no responsibility if this should prove not to be so. Where information is given without being attributed directly to another party, this information has been obtained by our search of the records and examination of documents or by inquiry from the Government or other appropriate departments								
Future Matters:	Premise 5 - To the extent that the valuation includes any statement as to a future matter, that statement is provided as an estimate and/or opinion based on the information known to CBRE at the date of this document. CBRE does not warrant that such statements are accurate or correct								
Map and Plans:	Premise 6 - Any sketch, plan or map in this report is included to assist reader while visualizing the property and assume no responsibility in connection with such matters								
Site Details:	Premise 7 - The subject property is an operational commercial IT/ ITES SEZ office development with a total leasable area of approx. 1 Mn sft comprising of 2 buildings viz. 20 with 4P+G+12 upper floors (Entire Building except Ground Floor considered for this exercise) and 12B with 4P+G+14 office floors (only 13 th and 14 th floor considered for this exercise). For the purpose of this valuation exercise, CBRE has assumed that the subject property is free from any encroachments and is available as on the date of the appraisal exercise								
Property Title:	Premise 8 - For the purpose of this appraisal exercise, we have assumed that the subject property has a clear title and is free from any encumbrances, disputes and claims. CBRE has made no further enquiries with the relevant local authorities in this regard and does not certify the property as having a clear and marketable title. Further, no legal advice regarding the title and ownership of the subject property has been obtained for the purpose of this appraisal exercise. It has been assumed that the title deeds are clear and marketable								
Environmental Conditions:	Premise 9 - We have assumed that the subject property is not contaminated and is not adversely affected by any existing or proposed environmental law and any processes which are carried out on the property are regulated by environmental legislation and are properly licensed by the appropriate authorities								
Town Planning:	Premise 10 - As per the provisions of the Notified Master plan for Cyberabad Development Authority (CDA), we understand that the subject property is currently zoned for 'Public and semi-public' use. Further, as per the provisions of the Government of Telangana's Information & Communications Technology (ICT) Policy 2005 – 2010 (and the revised policy for 2010 – 2015), private IT Parks and IT Campuses are exempt from zoning regulations. The same has been considered for the purpose of this appraisal.								
Area details:	<p>Premise 11 – Based on the information provided by the client, we understand that subject property has a total leasable area of approx. 1 Mn sft spread across a land area of approx. 7 acres.</p> <table> <tr> <th>Building Name</th><th>Total Leasable area (sft)</th></tr> <tr> <td>Building No. 20</td><td>899,755*</td></tr> <tr> <td>(Part - Entire Building excluding Ground Floor)</td><td></td></tr> <tr> <td>Building No. 12 (Part – 13th and 14th Floor)</td><td>98,487**</td></tr> </table> <p>Source: Client; *Part - Entire Building excluding Ground Floor; **Floors 13th and 14th under consideration for the purpose of this exercise</p>	Building Name	Total Leasable area (sft)	Building No. 20	899,755*	(Part - Entire Building excluding Ground Floor)		Building No. 12 (Part – 13 th and 14 th Floor)	98,487**
Building Name	Total Leasable area (sft)								
Building No. 20	899,755*								
(Part - Entire Building excluding Ground Floor)									
Building No. 12 (Part – 13 th and 14 th Floor)	98,487**								
Condition & Repair:	Premise 12 - In the absence of any information to the contrary, we have assumed that there are no abnormal ground conditions, nor archaeological remains present which might adversely affect the current or future occupation, development or value of the property; the property is free from rot, infestation, structural or latent defect; no currently known deleterious or hazardous materials or suspect techniques will be used in the construction of or subsequent alterations or additions to the property and comments made in the property details do not purport to express an opinion about, or advice upon, the condition of uninspected parts and should not be taken as making an implied representation or statement about such parts								
Valuation Methodology:	<p>Premise 13 – For the purpose of this valuation exercise, the valuation methodologies used are Income approach viz. Discounted Cash Flow approach</p> <p>The Discounted Cash Flow Methodology is based upon an estimation of future results. The methodology begins with a set of assumptions as to the projected income and expenses of the property. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The result is the best estimate of value CBRE can produce, but it is an estimate and not a guarantee and it is fully dependent upon the accuracy of the</p>								

assumptions as to income, expense and market conditions. This methodology uses market derived assumptions, including discount rates, obtained from analysed transactions.

Where reliance has been placed upon external sources of information in applying the valuation methodologies, unless otherwise specifically instructed by Client and/or stated in the valuation, CBRE has not independently fully verified that information and CBRE does not advise nor accept it as reliable. The person or entity to whom the report is addressed acknowledges and accepts the risk that if any of the unverified information in the valuation is incorrect, then this may have an effect on the valuation

Not a Structural Survey: Premise 14 - We state that this is a valuation report and not a structural survey

Other: Premise 15 - Considering the unorganized nature of real estate markets in India, all comparable evidence (if any) provided in the valuation report has been limited to the basic details such as the area of asset, rate at which transacted, broad location, etc., other specific details would be provided only if the information is available in public domain

Legal: Premise 16 - We have not made any allowances with respect to any existing or proposed local legislation relating to taxation on realization of the sale value of the subject property. CBRE is not required to give testimony or to appear in court by reason of this appraisal report, with reference to the property in question, unless arrangement has been made thereof

Additional Premise 17 - For the purpose of this valuation, the rent rolls for the existing leases have been provided by the Client. It must be noted that CBRE has undertaken review of the executed lease deeds only for a couple of tenants and on sample basis and not for entire tenants.

Premise 18 – For the purpose of this appraisal exercise, we have assumed that the title deeds are clear, marketable and transferable and there are no restrictions on the development potential of the subject property. Further, based on Client / Client's inputs, it is understood that there are no third-party ownership rights on the subject land parcel. The same has been considered for the purpose of this appraisal exercise and any change in this assumption will have an impact on the assessed values

Market Uncertainty Premise 19 – The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organisation as a “Global Pandemic” on the 11th March 2020, has impacted many aspects of daily life and the global economy – with some real estate markets experiencing significantly lower levels of transactional activity and liquidity. As at the valuation date, in the case of the subject property(ies), there is a shortage of market evidence for comparison purposes, to inform opinions of value.

Our valuation of the property(ies) is therefore reported as being subject to ‘material valuation uncertainty’. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case.

For the avoidance of doubt, the inclusion of the ‘material valuation uncertainty’ declaration above does not mean that the valuation cannot be relied upon. Rather, the declaration has been included to ensure transparency of the fact that – in the current extraordinary circumstances – less certainty can be attached to the valuation than would otherwise be the case. The material uncertainty clause is to serve as a precaution and does not invalidate the valuation.

Values may change more rapidly and significantly than during standard market conditions. Given the unknown future impact that COVID-19 might have on the real estate market and the difficulty in differentiating between short term impacts and long-term structural changes, we recommend that you keep the valuation(s) contained within this report under frequent review

3 Introduction

3.1 Instruction

CBRE has been instructed by **Sundew Properties Ltd.** (the 'Client') to advise upon the market value (MV) for a commercial (IT/ITES) office project, viz. "**Mindspace Madhapur Building No. 20 (Part - 4P +12 upper floors) and 12B (Part – 13th and 14th Floor)**" (the 'subject property') located at Madhapur village, Serilingampally Mandal, Ranga Reddy district, Telangana - 500081.

The subject property comprises of two blocks viz. Building 20 (4P +G+12 upper floors)¹ and 12B (4P+G+14)² with a total leasable area admeasuring approx. 998,242 sft spread across a total land area of approx. 7 acres.

3.2 Purpose

We understand that the appraisal is required by the Client for **Financial reporting purpose**.

3.3 Valuation Capability

The CBRE India team comprises of over 300+ dedicated and experienced professionals who provide quality Valuation Advisory services from 10 offices across India. These professionals comprise of Royal Institute of Chartered Surveyors (RICS) /IOV/IIV certified valuers, master planners, architects, MBA professionals, etc. CBRE India Valuation Advisory team has undertaken valuations of more than 100,000 assets across varied asset classes spread across 21 states and 300+ cities. On an average, the CBRE India valuation team undertakes more than 700 valuations per year comprising of more than 3,500 properties. We have undertaken valuations for PE Funds, Corporates, Government authorities, Banks, NBFC, Developers, etc.

3.4 Scope of Appraisal

The appraisal has been undertaken to ascertain the value of the subject property given the prevalent market conditions.

For purpose of market valuation of the subject development, a detailed assessment of the site surroundings has been undertaken with respect to the prevalent activities, change in dynamics 'impacting the values and the optimal use of the subject property' vis-à-vis the surrounding micro market etc.

The primary catchment for the appraisal has been defined as HITEC City, Madhapur, Raidurg, Gachibowli and the respective neighbouring micro-markets. A primary research exercise has been undertaken in the catchment area to ascertain the prevalent activity levels in terms of commercial office/SEZ developments. This has been achieved through CBRE in-house databases, secondary

¹ Part – Entire Building except Ground floor considered for the purpose of this valuation

² Part – Only 13th and 14th Floors considered for the purpose of this valuation

research, interactions with various market players such as local real estate agents, private developers, etc.

3.5 Critical Assumptions

All factual details with respect to the subject property such as land area, plot demarcation, etc. has been provided by the Client. Further, no verification of records/ physical measurements was undertaken by CBRE for the purpose of this valuation exercise.

This appraisal exercise is based on the premise that the subject property has a clear title and is free from any encumbrances, disputes, claims etc. CBRE has not made any inquiries in this regard with the relevant legal/ statutory authorities.

No legal advice regarding the title and ownership of the subject property has been obtained for the purpose of this appraisal exercise. CBRE has made no enquiry with the relevant local authorities in this regard and does not certify the property as having a clear and marketable title. It has been assumed that the title deed is clear and marketable.

Market Uncertainty

The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organisation as a “Global Pandemic” on the 11th March 2020, has impacted many aspects of daily life and the global economy – with some real estate markets experiencing significantly lower levels of transactional activity and liquidity. As at the valuation date, in the case of the subject property(ies), there is a shortage of market evidence for comparison purposes, to inform opinions of value.

Our valuation of the property(ies) is therefore reported as being subject to ‘material valuation uncertainty’. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case.

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Values may change more rapidly and significantly than during standard market conditions. Given the unknown future impact that COVID-19 might have on the real estate market and the difficulty in differentiating between short term impacts and long-term structural changes, we recommend that you keep the valuation(s) contained within this report under frequent review

3.6 Extension of Liability & Confidentiality

This valuation report is confidential in nature and is for the sole usage of **Sundew Properties Ltd.** (the ‘Client’) and the debentures holders, and no other party shall have any right to rely on the appraisal provided by CBRE without prior written consent. Our liability is extended to the Client only and any other

parties (affiliates, designates, assignees, rating agencies, auditors, prospective investors and investors) relying on our report may do so on their own accord. CBRE would neither be liable nor answerable to them in any manner whatsoever. The client agrees that any third party (including the parties as aforesaid) who is in receipt of valuation report from the client shall be advised in writing by the client that:

- the valuation report is to be read and construed in its entirety and reliance on the valuation report is strictly subject to the disclaimers and limitations on liability set out herein and in the valuation report; and
- CBRE's liability is extended to the Client only and any other parties relying on the valuation report may do so on their own accord without any liability on CBRE to such parties.

Neither the whole nor any part of this appraisal and report or any reference to it may be included in any published document, circular or statement nor published in any way without the valuer's prior written approval of the form and context in which it may appear.

The valuer's responsibility in connection with this appraisal report is limited to the Client to whom it is addressed and to that Client only. The valuer disclaims all responsibility and will accept no liability to any other party.

The values assessed in this report are for the subject property and any allocation of values between parts of the property apply only in the terms of and for the purpose of this report. The values assessed should not be used in conjunction with any other assessment, as they may prove incorrect if so used.

Where the values are assessed, they reflect the full contract value and no account is taken of any liability to taxation on sale or of tax costs involved in effecting lease viz. stamp duties, registration charges, etc.

3.7 Valuer's Interest

We hereby certify that the valuer(s) is/are suitably qualified and authorised to practise as a valuer; does not have a pecuniary interest, financial or otherwise, that could conflict with the proper valuation of the property (including the parties with whom our Client is dealing, including the lender or selling agent, if any); accepts instructions to value the property only from the instructing party.

3.8 Market Value Definition

As per RICS appraisal Manual, the Market Value (MV) is defined as:

'The estimated amount for which an asset or liability should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.'

3.9 Qualifications

This valuation is prepared in accordance with the Royal Institution of Chartered Surveyors (RICS) Valuation Standards and is in compliance with the International Valuation Standards (IVS).

This valuation report is provided subject to the assumptions, disclaimers, limitations and qualifications detailed throughout this report and to those included within the Assumptions, Disclaimers, Limitations & Qualifications section of this report.

4 Site Details

4.1 Location

Situation: The subject property is an operational commercial IT/ITES SEZ office development viz. **Mindspace Madhapur Building No. 20 (Part - Entire Building excluding Ground Floor) and 12B (Part – 13th and 14th Floor).**

Location: The subject property is located at Madhapur village, Serilingampally Mandal, Ranga Reddy district, Telangana-500081. Further, subject property is located in HITEC City in the designated **IT corridor of Hyderabad**. The subject property land parcel forms part of the larger land parcel of approx. 109.36 acres viz. **Mindspace Madhapur** in TSIIIC software layout.

The subject micro-market is characterized by significant real estate developments activity across various real estate classes of IT/ITES offices, Residential, Retail and Hospitality. Surrounding the subject property are some of the prominent IT/ITeS developments such as Salarpuria Sattva Knowledge City, Ascendas “The V”, RMZ Skyview etc. Additionally, the subject site is also located in close proximity to retail developments such as Inorbit mall, IKEA and upscale hospitality developments like ITC Kohenur, Trident, Novotel, The Westin, etc.

The subject micro-market is very well connected to the international airport and other key economic nodes of the city through the arterial roads, and outer ring road. The distances from prominent key hubs to the subject property are mentioned in the table below:

<i>Landmark</i>	<i>Approx. distance (km)</i>
HITEC City (viz. Cyber Towers)	3 – 4
Financial district	10 - 11
Punjagutta ‘X’ Roads (CBD)	11 – 12
Secunderabad Railway Station	17 – 18
Rajiv Gandhi International Airport (RGIA)	34 – 35

Source: CBRE Research

Surrounds: **Mindspace Madhapur Building No. 12B (Part)**

- **North:** Private property – Jain PCH Rock Garden Phase 2
- **South:** Primary access road – Mindspace Madhapur Road (approx. 100 ft. wide) and Mindspace Madhapur Building No. 20
- **East:** Mindspace Madhapur Building 12C

- Mindspace Madhapur Building No. 20 (Part - Entire Building excluding Ground Floor)**

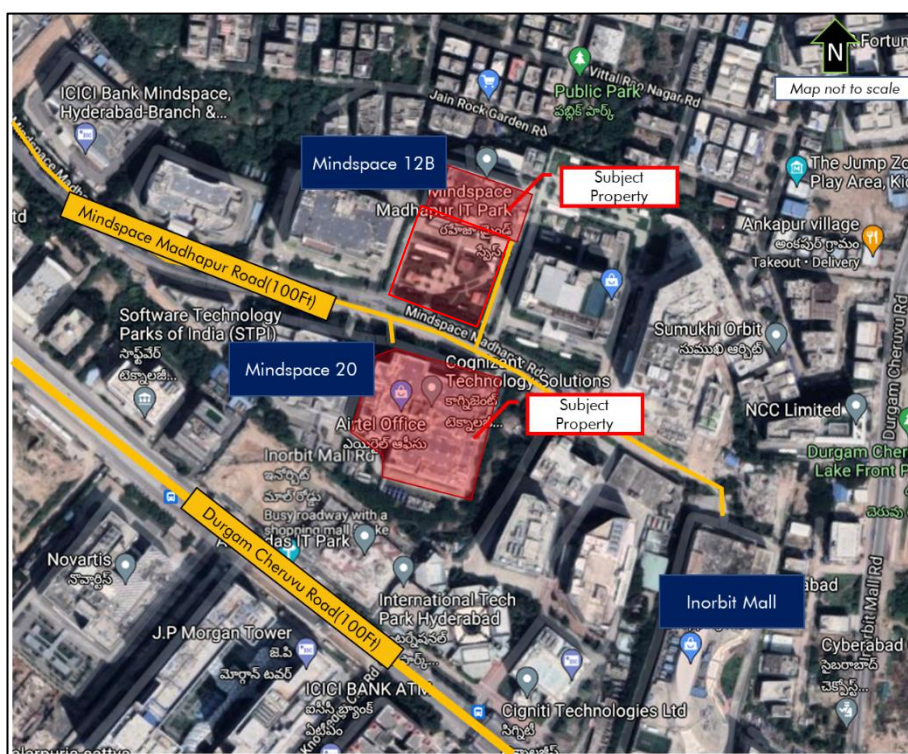
- Based on the information provided by the Client and site inspection conducted by CBRE, it is understood that the subject property viz. Building 20 (Part - Entire Building excluding Ground Floor) and 12B (Part – 13th and 14th Floor), Mindspace Madhapur is an operational IT/ITeS SEZ office development. Keeping in perspective the location of the subject site viz. established IT Corridor, the profile of the surrounding activity and the nature of the existing/ upcoming real estate activity in the subject micro market it is opined that such a commercial office development at the subject site is an optimal use of the property.

[illegible]

4.2 Site & Services

- Shape:** Based on our site inspection undertaken and documents shared by the Client, we understand the subject land parcel is contiguous and regular in shape.
- Topography:** Based on our site inspection undertaken, subject land is observed to be similar in elevation as the abutting primary access road.
- Accessibility/ Frontage:** Based on the site visit undertaken, it is understood that the subject property is currently accessible through existing 100 ft wide Mindspace Madhapur road towards southern periphery.

The map below highlighted the accessibility to the subject property.



Source: CBRE Research

- Services** The subject property is an operational commercial development and has all requisite building services such as water, lifts, 24x7 electricity, open spaces, sewerage systems, 100% power back-up, firefighting systems, other amenities, etc.

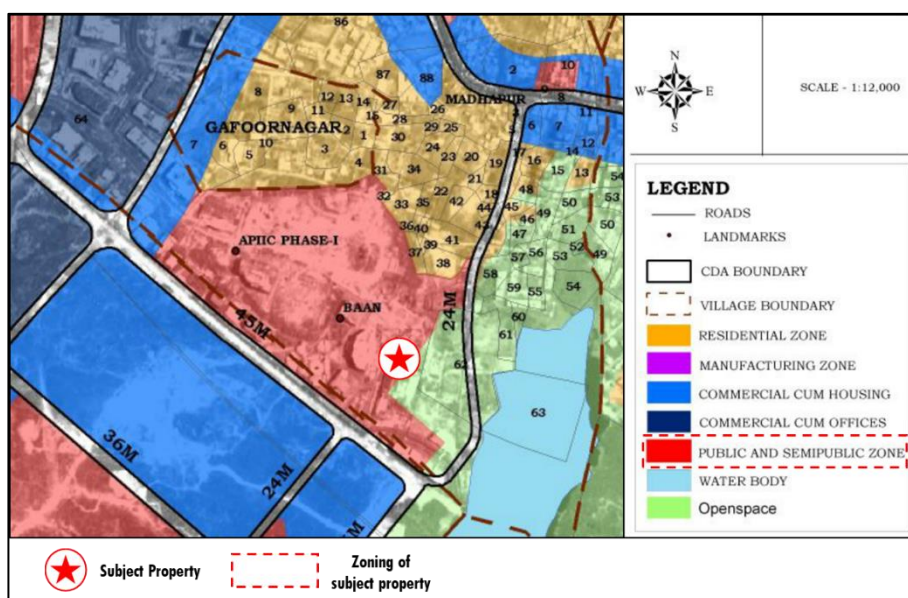
4.3 Legal Details

As per the information received from the Client, we understand that the subject property is freehold in nature. This appraisal exercise is based on the premise that the subject property has a clear title and is free from any encumbrances, disputes, claims, etc. CBRE has not made any inquiries in this regard with the relevant legal/statutory authorities.

4.4 Town Planning & Statutory Assessments

Zoning: As per the provisions of the Notified Master plan for Cyberabad Development Authority (CDA), we understand that the subject property is currently zoned for '**Public and semi-public**' use. Further, as per the provisions of the Government of Telangana's Information & Communications Technology (ICT) Policy 2005 – 2010 (and the revised policy for 2010 – 2015), private IT Parks and IT Campuses are exempt from zoning regulations. The same has been considered for the purpose of this appraisal.

The map below highlighted the zoning of the subject property.



Source: CDA Masterplan

Current Usage: The subject property is an operational commercial IT/ITeS office development. Based on the surrounding development profile, real estate dynamics in the subject micro-market, Commercial office is the Highest & Best Use of the subject property.

Restrictions: As per feedback received from the Client, there are no restrictions on the current use of the property.

Approvals: Based on our review of documents provided by the Client, we understand that all the requisite approvals for development of the property have been received.

5 Improvements

5.1 Property Description

The subject property is a Commercial office (IT/ITES SEZ) development viz. Mindspace Madhapur Building 20 (Part - Entire Building excluding Ground Floor) and 12B (Part – 13th and 14th Floor), located in Madhapur, Hyderabad. Based on the review of the documents shared by the Client, it is understood for the total development the total leasable area is approx. 998,242 sft (excluding food court area on ground floor in Building no. 20) and spread across land area of approx. 7 acres. Based on the site visual inspection undertaken it is understood that subject property is at a slightly higher level than the access road which abuts the subject property towards the Southern Periphery of the subject property. Subject property is accessible via existing 100 ft wide Mindspace Madhapur road towards the Southern periphery of the subject property.

Based on the external visual inspection undertaken, it is understood that the subject property is an operational commercial development. Further, it was observed during the site inspection that the subject property has provision for parking, firefighting, food-court, access to amenities such as water, electricity, etc.

Please refer to the property photographs highlighted below:



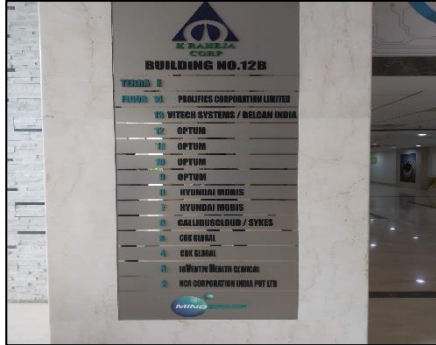
External view of the subject property – 12B



External view of the subject property – 20



Signage at the subject property – 20



Signage at the subject property – 12 B



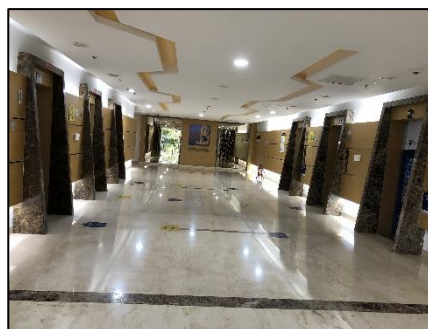
Internal view at the subject property – 12B



Vacant Space on 12th Floor, B-20



Primary access road to 20 and 12 B



Lift Lobby of Building 20

5.2 Area Details

As per the rent roll provided by the Client, the total leasable area details of the subject project are highlighted below:

Building Name	Total Leasable area (sft)	Total Area Leased (sft)	Vacant Area (sft)
Building 20	899,755*	844,006	55,749
Building 12 B	98,487	98,487	-

Source: Client; *excluding vacant food court area of approx. 15,550 sft on ground floor

5.3 Construction, Services and Finishes

The subject property is a grade A commercial office building with warm shell specifications.

5.4 Age of existing structure

As per details provided by the Client, it is understood that Building 20 was completed and operational since 2011 – 12 and Building 12 B since 2014 – 15.

5.5 Condition & Repair

Based on our site inspection conducted, it was observed that the subject property is well maintained and access to all requisite amenities required for an operational commercial development.

6 SWOT Analysis

Strengths	Weakness
<ul style="list-style-type: none"> ▪ Strategic Location & high address recall - located in Madhapur, a prominent IT/ITES micro-market of Hyderabad ▪ Business Ecosystem: Large scale IT Park styled development with presence of other support real estate components like Retail Mall, Hospitality developments, and Residential developments. Commands a premium on rentals owing to developer reputation, quality of space, tenant relationships, etc. ▪ Super Connectivity: Presence of excellent physical infrastructure in the location which includes direct connectivity to Hyderabad Metro, HITEC City road network, etc. Superior connectivity to Airport via Outer Ring Road, Old Mumbai Highway, etc ▪ Social Infrastructure: Presence of excellent social infrastructure in the location which includes established residential, retail, hospitality, institutional and healthcare developments 	<ul style="list-style-type: none"> ▪ Limited provision for a tenant to occupy larger space/ BTS: Subject property is a multi-tenant let development and has lesser provision in the existing facility to in-house a BTS/ larger space requirement tenant owing to current contracted tenants with staggered expiry dates. ▪ Existing and upcoming supply of large-scale superior grade A commercial products in the micro-market might keep the rentals subdued in the short term ▪ Peak hour Traffic bottle neck ~ Influx of working population into the micro-market causes heavy traffic bottle necks during peak hours
Opportunities	Threats
<ul style="list-style-type: none"> ▪ Paucity of large developable land parcels – Subject location currently lacks the presence of large developable land parcels which can be further developed into large IT Parks. Land parcels forming 	<ul style="list-style-type: none"> ▪ Competing supply can be mitigated by ~ well laid marketing propaganda targeting larger anchor tenants and occupier outreach of the Developer

part of Raidurg layout have already been allotted and are currently at different stages of development

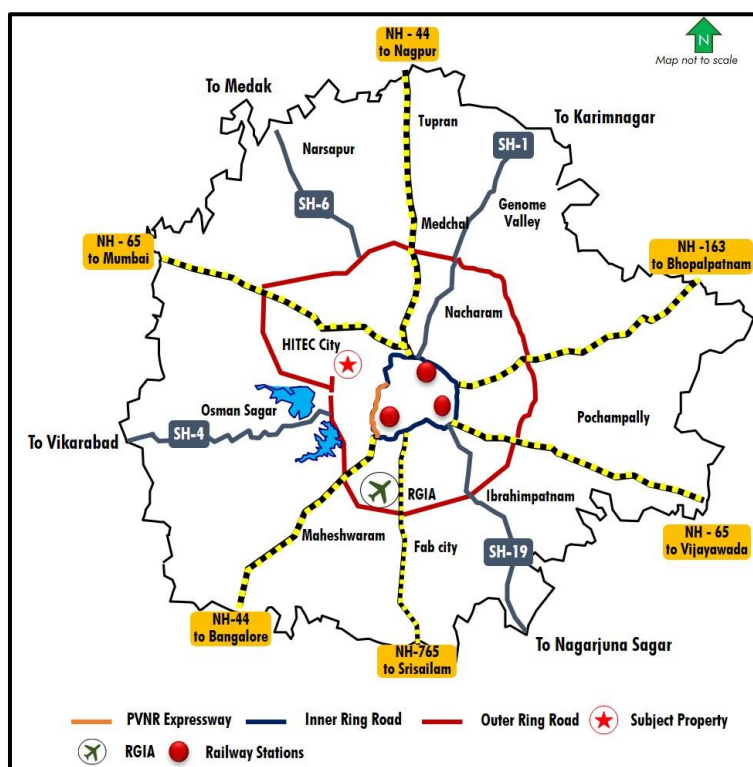
- **City's positioning** – Over the recent years, Hyderabad as a city has been a sought-after city at PAN India level and has witnessed decent interests from major MNC companies and conglomerates and is expected to drive the commercial spaces.

- **Market uncertainty due to outbreak of coronavirus**

7 City Overview

7.1 Macro Overview: Hyderabad

Hyderabad³ is the common capital for the states of Andhra Pradesh and Telangana for a period of 10 years with effect from 2nd June 2014. The total area covered under the Hyderabad Metropolitan Development Authority (HMDA) is approx. 7,228 sq. km (India's third largest metropolis by area). The city was initially positioned as an important trading hub of South India for silverware, silk wear, cotton wear, pearls and ornaments. Further, the city enjoys excellent connectivity to other major cities through three National Highways and a grid of State Highways.



Source: CBRE Research

From a traditional trading hub, Hyderabad has established itself as a manufacturing and services hub with the establishment of prominent educational institutes such as Osmania University, Jawaharlal Nehru Technological University (JNTU), the highly acclaimed Indian School of Business (ISB) and Indian Institute of Information Technology (IIIT). The manufacturing activities in the city focus on cement, fertilizer and pharmaceutical industries. Over the last decade, the city has emerged as an important IT/ biotech hub in India.

The origins of growth began with the establishment of the Hyderabad Information Technology and Engineering Consultancy City (HITEC City) in 1998 and subsequent development of Cyber towers as an incubation center sparked the development activity in West Hyderabad. HITEC City provided a mix of Built-to-Suit (BTS) and Multi-Tenanted Space (MTS) facilities for IT occupiers. However, the limited

³ Area notified as the Greater Hyderabad Municipal Corporation under the Hyderabad Municipal Corporation Act, 1955 is the common capital for both the Telangana and Andhra Pradesh States

availability of non-litigated land parcels in and around HITEC City and need for improved infrastructure prompted the government in 2005 to establish the Financial District, a 150-acre dedicated industrial park designed to cater to IT/ITeS and financial firms. The district was formed in the Nanakramguda micro market, which is a geographical extension of the HITEC City (IT Corridor). The Subsequent years saw the development of campuses by large corporates such as Microsoft, ICICI Bank, Wipro, Infosys, etc.

Hyderabad witnessed accelerated growth post creation of the new state of Telangana which put an end to the political unrest in the region with greater stability. Proactive government policies, investor friendly climate and government focus coupled with the inherent strengths of the city as a prominent IT hub, strong institutional base and significant demographic dividend propelled economic growth of the city. As of year, 2020, following are the few achievements of Hyderabad growth journey so far:

- Large footprint of MNC's/Fortune 500 companies such as Apple, JPMC, Wells Fargo, Dell, Deloitte, Novartis, Qualcomm, P&G, Uber, etc. coupled with large campus developments by Microsoft, Google, Amazon (largest amazon campus in the world), etc.
- Hyderabad has been ranked the most liveable city in India for five consecutive years as per Mercer's quality of living index
- The city has emerged as a major player in the pharmaceutical industry (genome valley cluster, pharma city, medical devices park initiative, etc.) and is recognized as the vaccine hub of India (manufactures one third of global vaccine demand for children)
- T-Hub initiative by the Telangana government in Hyderabad is expected to be the largest start up incubator in India by 2020-year end
- Vibrant government promoting industry friendly policies, fast tracked single window approvals driving multi-faceted sector growth

Hyderabad is at the forefront in terms of infrastructure up-gradation. Many focused initiatives by the State Government in development of physical (Operational Outer Ring Road, Proposed regional ring road, expansion/upgradation international airport, up-gradation and development of roads, flyovers etc.), social (sports stadiums, Indian School of Business, Indian Institute of Information Technology etc.) and business infrastructure (Cyberabad –Hitech Layout, Golden Mile layout, Hardware Park, SEZs, Genome Valley, International Convention Centre, etc.) over the last decade has resulted in Hyderabad emerging as a preferred destination for domestic and multi-national corporates. This has resulted in large-scale development initiatives by many local, national and foreign developers across real estate segment.

7.2 Infrastructure Initiatives: Hyderabad⁴

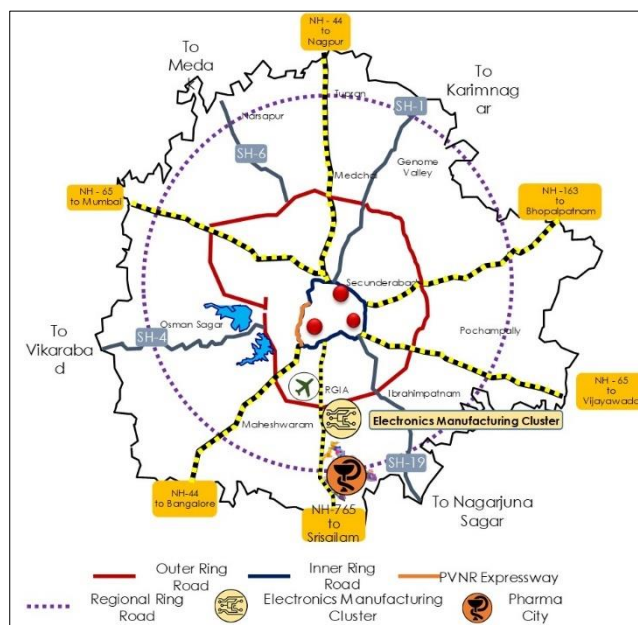
Hyderabad as evolved as preferred IT Destination over a period of time and the infrastructure initiatives to support growth of the urban agglomeration has been planned in tandem with the development of the city. The process and plan to develop infrastructure of the city was been initiated over two decades ago which helped the city achieve state-of-the-art infrastructure to support real estate activity and emergence of new growth vectors.

7.2.1 Existing Infrastructure:

7.2.1.1 Road Infrastructure:

- **Network of National & State highways:**

Multiple National and State Highways run across the city viz. National Highways viz. NH – 65 (To Vijayawada/ Mumbai), NH – 44 (To Nagpur/ Bangalore) for inter/ intra city connectivity to major key nodes, NH – 163 (To Bhopalpatnam), NH – 765 (To Doranala) & State highways Viz. SH – 6 (to Medak/ Doranala), SH – 1 (to Karimnagar), etc. This highway network provides effective connectivity to key hubs of economic prominence within Hyderabad and along with neighbouring districts and states.

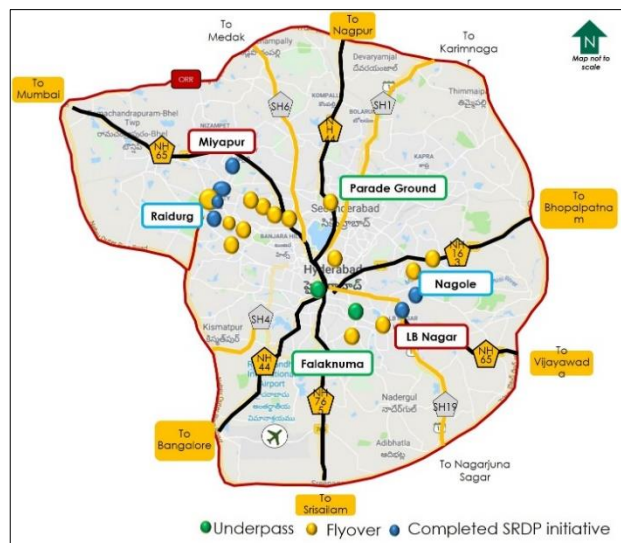


- **Inner Ring Road:** Inner Ring Road is the key link between arterial & sub arterial roads across key suburban areas connecting the key nodes of the Hyderabad city which runs across a total length of approx. 50 kms. It also provides also connectivity to all national and state highways passing through Hyderabad city.
- **Outer Ring Road:** The Outer Ring Road is an 8-lane expressway encircling around the city and which runs across a total length of 162 km. It was developed by Hyderabad Metropolitan Development Authority (HMDA) in two phases and has been fully operational since Q2 2017. The key objective of this project is to facilitate better connectivity & reduced travel times to key activity nodes such as airport and peripheral micro-markets with the ultimate aim to ease traffic congestion in city areas.
- **PNVR Expressway:** P.V. Narasimha elevated expressway is a 4-lane elevated corridor admeasuring over a length of 12 km was completed in 2009 and has been operational since then. The total cost incurred towards completion of the expressway is approx. INR 5,000 Mn. It

⁴All dates mentioned in this section of the report are based on inputs received from public sources. Also, it should be noted that these are based on current status of the project and are subject to change.

begins from Mehdiapatnam and adjoins with NH-44 at Aramgarh in proximity to Shamshabad. PNVR expressway has proven to have reduced the traffic stress internal roads and reduce travel time from the airport to the CBD areas.

- **SRDP Initiatives:** Government of Telangana has taken proactive measures to redesign the road network in Hyderabad under the **Strategic Road Development Plan (SRDP)**. SRDP's key objective is to decongest the traffic across 366 corridors and 54 junctions in the city with an estimated budget of INR 200,000 Mn for four phases under **DBMT model (Design Build Maintain Transfer Model)**. The estimated budgeted cost of Ph-I is approx. INR 40,510 Mn. The completed initiatives under this have significantly helped in reducing the congestion in key locations. Some of the prominent existing and upcoming SRDP initiatives are highlighted in the table below:

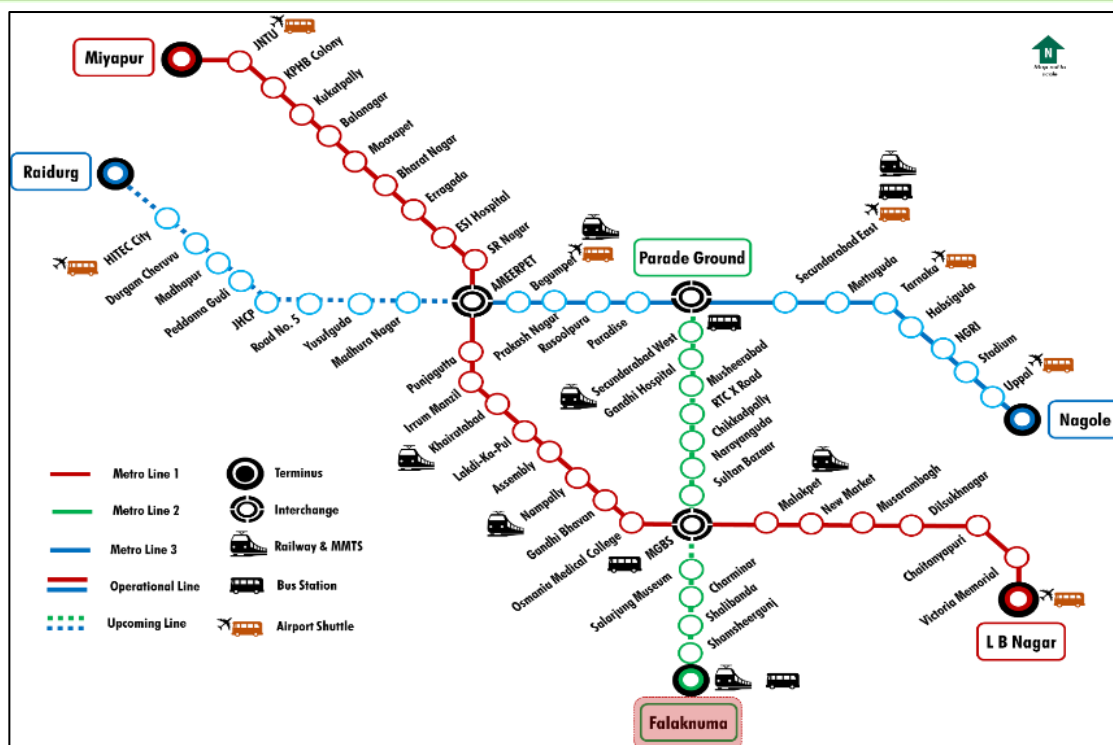


Location of SRDP initiative	Status	Commencement date
Underpasses		
Mindspace Madhapur junction	Operational	Q2 2019
Ayyapa society	Operational	Q4 2017
Flyovers		
Kukatpally junction	Operational	Q2 2019
Mindspace Madhapur junction	Operational	Q2 2019
Biodiversity junction	Operational	Partially completed in Q3 2019; Phase II completed in Q2 2020
Kamineni hospital	Operational	Q2 2020
Botanical garden – Kondapur junction	Under-construction	Q2 2022
Durgam Cheruvu suspension bridge	Operational	Q3 2020

Source: CBRE Research

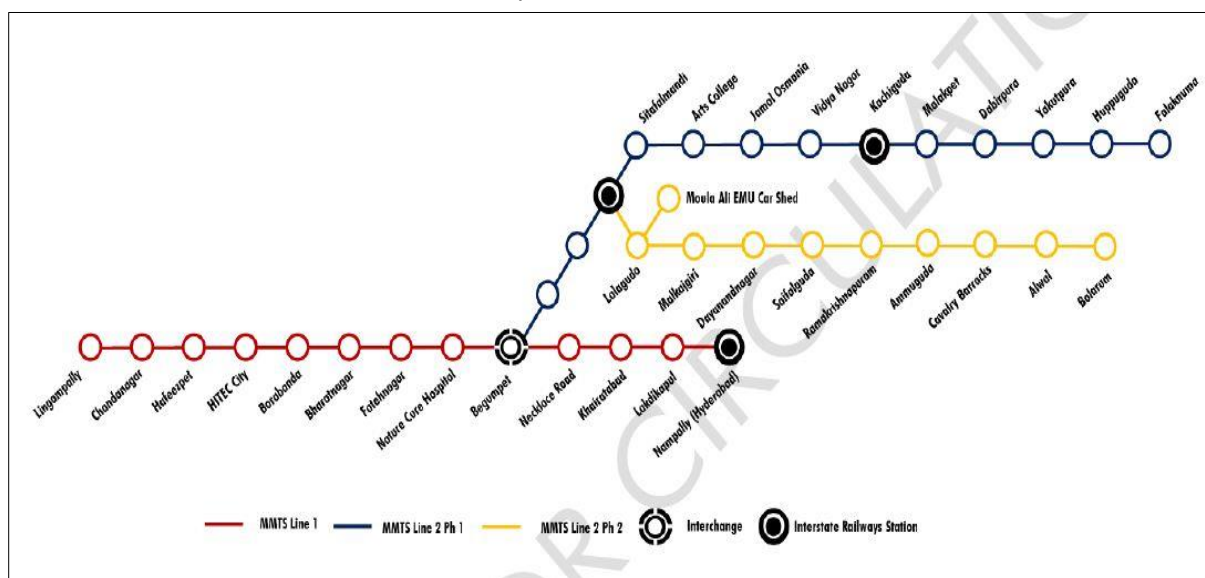
7.2.1.2 Rail Infrastructure:

- **Mass Rapid Transport System (MRTS) Phase – I:** Hyderabad Metro Rail has been concluded to provide Seamless connectivity spanning 69.2 km through 67 stations across 3 lines viz. Line 1 (LB Nagar – Miyapur), Line 2 (Jubilee Bus Stand - Falaknuma) and Line 3 (Nagole – Shilparamam / Raidurg). It is one of the largest PPP initiatives being undertaken in India on design, built, finance, operate & transfer (DBFOT) basis. A Consortium headed by L&T had been awarded the concession rights for undertaking this project in September 2010 and L&T began construction in June 2012. The total cost that has gone into the project towards its successful completion is approx. INR 165,110 Mn on as of February 2020. Further, stretches of phase – I have been operational from in Q4 2017, Q2 2018 and the final stretch became operational in Q1 2020 which embarks the completion of Phase – I. The map below outlines the route for Phase – I:



Source: CBRE Research

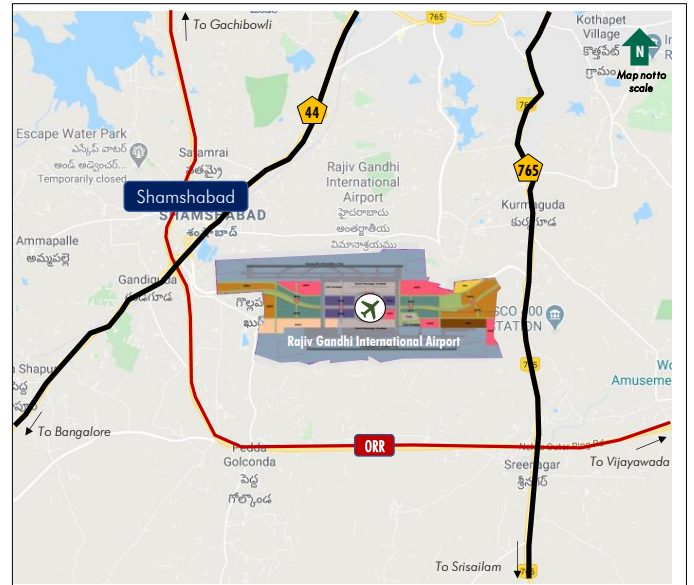
- **MMTS:** Hyderabad Multi-Modal Transport System known as MMTS is a suburban rail system in Hyderabad, India. It is a joint partnership of Government of Telangana and the South-Central Railway and is operated by the latter. The first phase was completed at a cost of INR 1,780 million and started its operations on 9 August 2003 and It spans a distance of 44 km, covering 27 stations and connects Secunderabad, Nampally, Dabirpura, Malakpet, Falaknuma, Hitech city and Lingampally along few other routes like Bolaram (up to Manoharabad) and Umadnagar. The exhibit below outlines the route map for MMTS:



Source: CBRE Research

7.2.1.3 Air Infrastructure

- The **Hyderabad International Airport** viz. (**Rajiv Gandhi International Airport**) located in Shamshabad commenced operations in 2008 is owned & operated by GMR Hyderabad International Airport Limited. RGIA is well connected to 18 national and 63 international destinations of economic importance around the world. The total area of airport region is spread over approx. 5,500 acres of which approx. 2,000 acres (1,700 acres land ~ airside; 300 acres landside facilities) has been developed for airport. RGIA hosts amenities like GMR Aerospace park, Aviation training centre, MRO Facility,



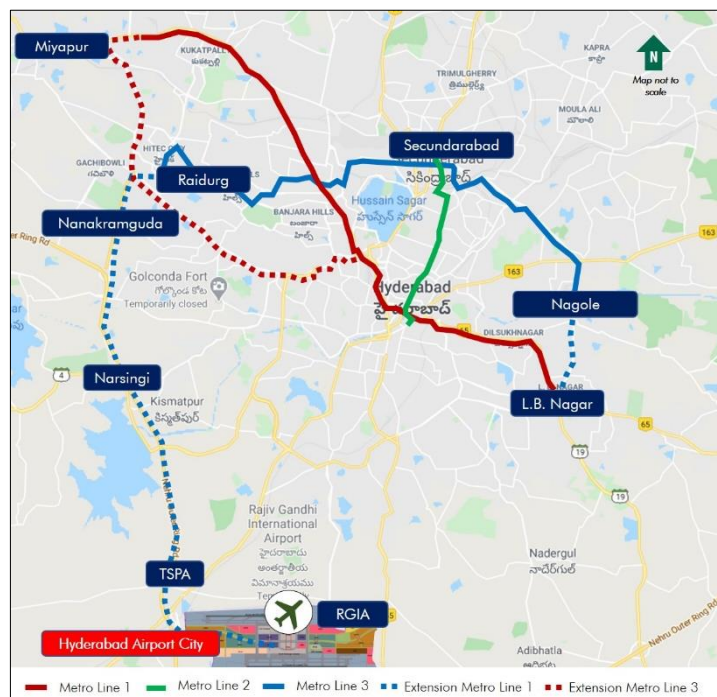
Source: CBRE Research

Cargo Terminals, Fuel and Solar Farm, etc. In addition, the larger region admeasuring over a land extent of approx. 1,250 acres is envisaged to be developed as 'Airport City' comprising of multiple support real estate segments viz. Commercial office space, high street / cultural haat / drive-in-theatre / retail mall developments, hospitality, MICE, Healthcare establishments, educational institutions, industrial and logistics segment, and other avenues of entertainment such as golf course and amusement parks. The overall project is planned to be developed over various phases and is envisaged to be well connected to the city via road network and proposed metro line as mentioned earlier.

7.2.2 Upcoming Infrastructure:

7.2.2.1 Mass Rapid Transport System (MRTS) Ph – II:

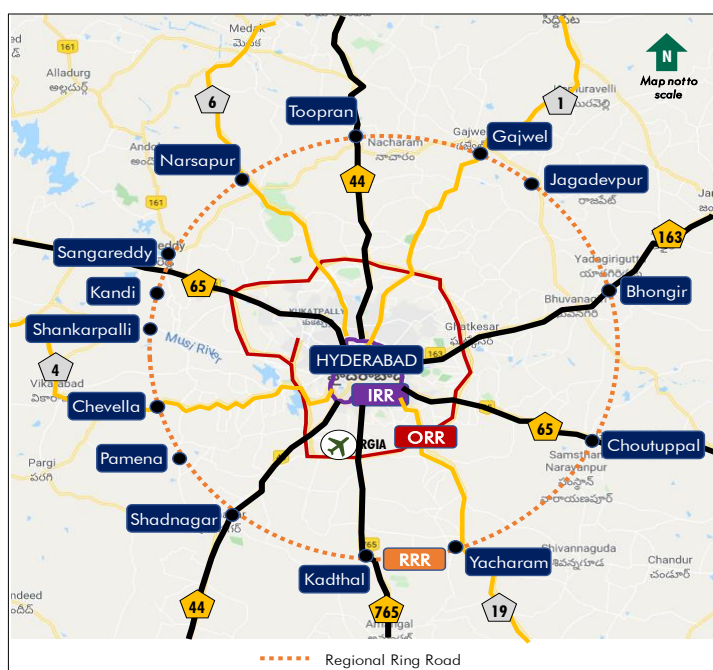
Proposed phase – II of Hyderabad MRTS would be spread across a length of approx. 58 kms across 2 lines viz. Line 1 (Miyapur to Lakdikapul) ~ approx. 22 kms, Part of Line 3 (Airport line extension) ~ approx. 31 kms and Part of Line 3 (East Hyderabad) ~ approx. 5 kms. The estimated project cost is expected to be approx. INR 46,500 Mn. Phase – II is expected to provide seamless connectivity via prominent economic hubs and residential clusters located in West (Miyapur, Kondapur, Gachibowli, Nanakramguda, Narsingi, etc.) & East Hyderabad (Lakdikapul, Mehdiapatnam, etc.) corridors till Rajiv Gandhi International Airport and integrate the existing metro line phase – I creating a closed circuit across the city.



Source: CBRE Research

7.2.2.2 Regional Ring Road (RRR):

Government of Telangana conceptualized development of RRR to enhance socio-economic growth of Hyderabad city with other potential/ industrial hubs in surrounding region. RRR would admeasure approx. 340 kms and would be providing linkages with 125 villages surrounding Hyderabad city. The estimated project cost is expected to be approx. INR 130,000 Mn and would be undertaken by National Highway Authority of India. Further, RRR project has received approval from central government for the commencement of the work.

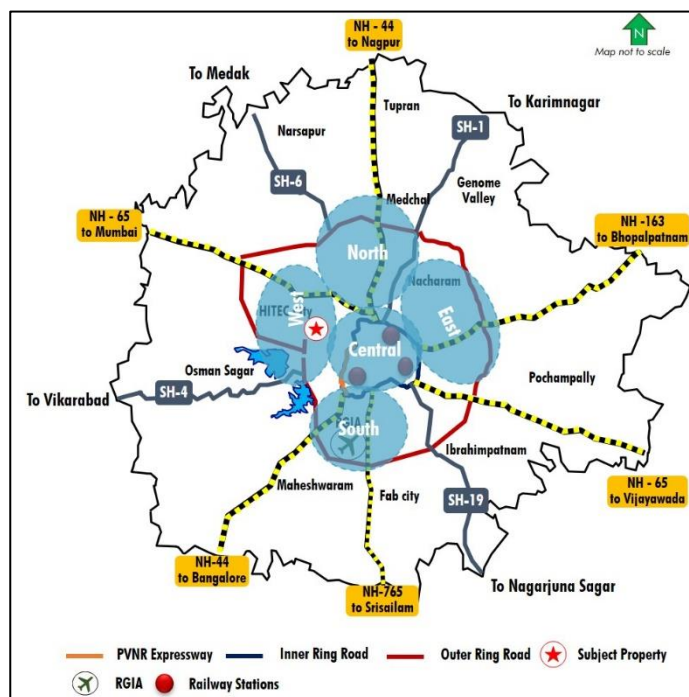


Source: CBRE Research

7.3 Hyderabad Real Estate Market Overview

For the purpose of comprehending the real estate sector, Hyderabad city has been classified into five different activity zones based on the concentration and profile of development activity, as detailed below:

- **Central (Zone I)** ~ Banjara Hills, Ameerpet, Begumpet, S P Road, Panjagutta, Somajiguda, Raj Bhavan Road, Secunderabad, Jubilee Hills, Abids, Himayat Nagar, etc.
- **East (Zone II)** ~ Uppal, Nacharam, Pocharam, etc.
- **North (Zone III)** ~ Kompally, Shamirpet, Hakimpet, Jeedimetla, Medchal, etc.
- **West (Zone IV)** ~ Madhapur, Gachibowli, Raidurg, Manikonda, Bachupally, Gopanpally, Hitech Layout, Nallagandla, Tellapur, Kondapur, Kukatpally, Nanakramguda, etc.
- **South (Zone V)** ~ Shamshabad, Sri Sailam Highway, etc.



For the purpose of this valuation exercise, areas of Zone IV have been evaluated. This zone has been a logical extension of Zone I and has emerged as a prominent IT/ITES hub (primarily Grade A) of Hyderabad. This can primarily be attributed to the following reasons:

- Zone being characterized by presence of several prominent institutions such as Hyderabad Central University, ISB, IIIT, JNTU, etc., thereby establishing it as a prominent educational hub of the city
- Pro-active government initiative to promote this zone as a prominent IT / ITES hub in the Indian context by allotting large land banks to major IT / ITES companies and other multi-national companies (viz. Microsoft, Wipro, Infosys, UBS, CA, ICICI, Franklin Templeton, etc.) to establish their campus facilities in this region. As part of this initiative, the state government earmarked a separate region called “Cyberabad” towards the west of the city in the year 2000 and constituted a separate development authority (viz. Cyberabad Development Authority) to promote planned and sustainable development activity in this region

From being a commercial (primarily IT/ITeS) driven micro market, the profile of this zone has witnessed significant transformation towards becoming an integrated real estate destination. The consistent leasing activity in the IT/ITeS office space over the last decade has triggered the demand for development of housing, retail, hospitality and entertainments segments in this zone. Eyeing the opportunity across various real estate asset classes, several national / international developers such as Ascendas,

Salarpuria Group, RMZ, DivyaSree Developers, Lodha Group, Mantri Constructions, PBEL, etc. have initiated large scale real estate projects in this zone.

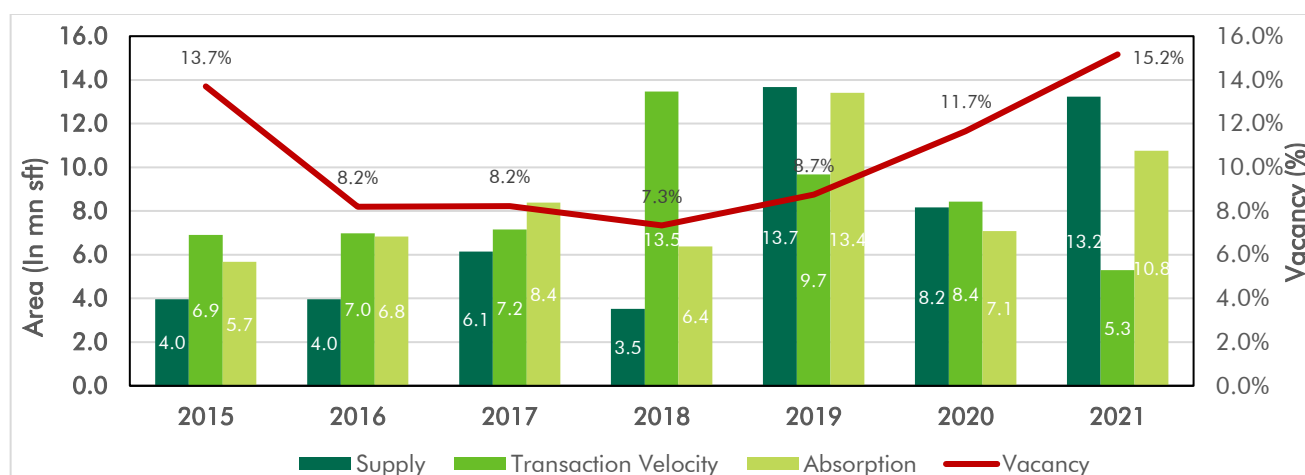
7.4 Commercial Office Supply Demand Dynamics

Hyderabad has approx. 94.3 Mn sft of operational commercial office stock out of which approx. 80.0 Mn sft is occupied. Majority of the completed supply is concentrated in West Hyderabad representing approx. 87% of the total supply. Further, CBD region has approx. 5.3 Mn sft of completed supply and bulk of the commercial stock is sub investment grade with limited facilities and amenities. In addition, peripheral regions of Hyderabad comprising of Eastern and Southern micro markets such as Uppal, Pocharam, Shamshabad, etc. has approx. 3.6 Mn sft of completed supply which are at nascent stages, primarily on account of significant distance from established hubs and lack of proper physical / social eco system.

Over the last 5 years, Hyderabad has witnessed a total supply of approx. 36.7 Mn sft out of which majority of the stock is located in west Hyderabad primarily on account of its excellent physical and social infrastructure and an established IT/ITeS eco system. Additionally, the city has been consistently witnessing gross absorption of approx. 8.0 – 10.0 Mn sft with highest transaction velocity of 13.4 Mn sft in year 2019 compared to 10.7 Mn sft in year 2021

Post bifurcation of the state in the year 2014 and the city has witnessed socio-political stability with improved confidence in real estate markets. The city has witnessed increased supply-demand levels in the commercial office segment with marginal increase in vacancy from historic levels. In these last 3 years, Hyderabad has witnessed a total supply of approx. 21.0 Mn sft. with transactions (leasing) of approx. 31.2 mn sft translating to an average transaction velocity of approx. 7.8 Mn sft each year.

The table below highlights the y-o-y absorption & supply levels at the city level:



Source: CBRE Research

Note: Supply – refers to new supply completed each year; Absorption – refers to the net space occupied in each year comprising of both primary and secondary leasing; Vacancy in the chart accounts for the gap between cumulative stock and occupied space in the city at any given year and includes secondary spaces (if any) being generated due to churn in the market

In fact, the market has witnessed a sustained transaction velocity of 8 – 9 mn sft witnessed in the previous two years (2019 & 2020) indicating strong pre-commitment and expansion requirements of new and existing occupiers.

Majority of the Hyderabad commercial market supply was absorbed by IT/ITeS sector along with Research, Consulting & Analytics, Banking & Financial Services, Healthcare & Pharmaceuticals sectors and Engineering & Manufacturing sectors. However, in the past 2-3 years emerging sectors like E-Commerce and Co-Working spaces, educational, training institutions, etc. have begun taking up significant spaces and the sectoral mix of tenants is observed to be highly diversified. The same is expected to continue in the next 2-3 years

During H2 2021, the city witnessed a supply addition of about 9.5 million sq. ft. becoming operational. The development completions in Q4 2021 included four SEZ developments: Avance Business Hub – H9 (0.288 million sq. ft.) in IT Corridor, Divyasree Orion (Block 8) (1.18 million sq. ft.) in Extended IT Corridor, DivyaSree Techridge (P2) (0.5 million sq. ft.), BSR Tech Park (1.025 million sq. ft.) in Extended IT Corridor and one IT development in IT corridor named Gowra Fountain Head in IT corridor I, the detailed of the same are mentioned in the table below:

Name of Development	Developer	Micro Market	Area (sft)	Type of Development
aVance Business Hub (H9) (Phase 1)	Phoenix Group	IT Corridor I	288,000	SEZ
Divyasree Orion Block 8	DivyaSree	Extended IT Corridor	1,180,000	SEZ
Gowra Fountain Head	Gowra Ventures	IT Corridor I	500,000	IT
Divyasree Techridge P2 (Phase 1)	DivyaSree	Extended IT Corridor	294,000	SEZ
BSR Tech Park - Block 1 (Phase 2)	BSR Builders LLP(Vamsiram Builders)	Extended IT Corridor	1,025,000	SEZ

Source: CBRE Research

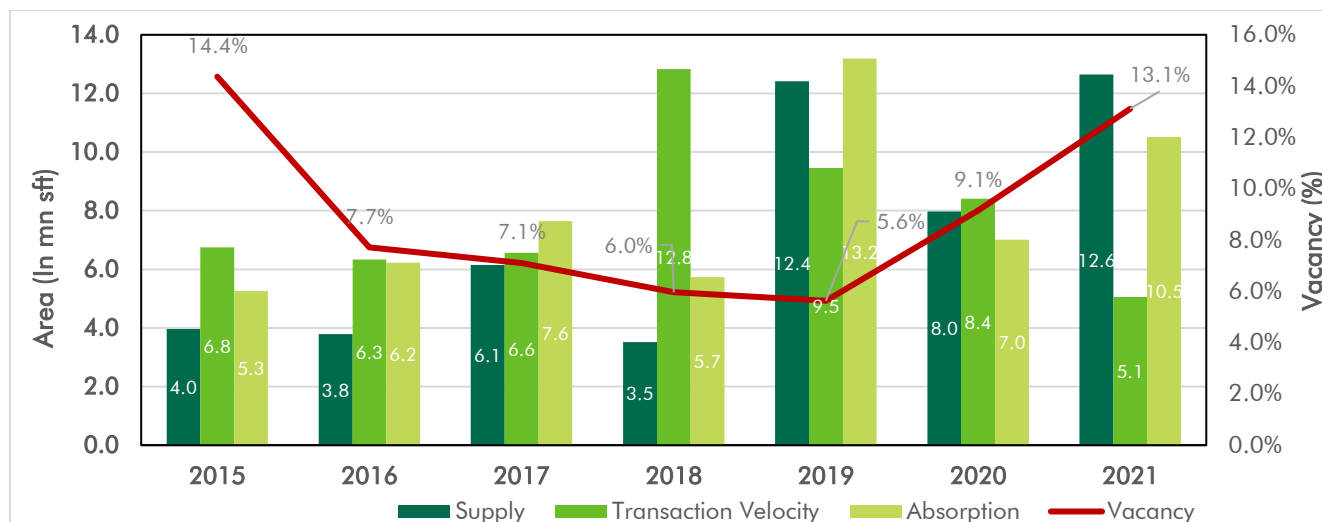
In terms of leasing in Q3 & Q4 2021, leasing activity witnessed an multi fold increase on a quarterly basis with about 5.15 & 3.5 million sq. ft. of space take-up. Extended IT corridor dominated leasing activity with a share of about 45% in overall space take-up, followed by IT corridor I & IT corridor II with a share of approx. 31% & 21% respectively.

Key large-sized transactions included Legato leasing 0.28 million sq. ft. in Avance Business Hub – H9, followed by Smartworks leasing of 0.23 million sq. ft. in Aurobindo Galaxy, Smartworks leasing 0.43 million sq. ft. in Mindspace Building 3A and 3B. The vacancy levels increased from approx. 12.0% in Q4 2020 to approx. 15.17% during the current review period.

7.5 West Hyderabad level – Supply, Transaction, Absorption & Vacancy Trends

West Hyderabad represents approx. 86% of the total commercial office supply in the city and comprises of two prominent vectors such as IT Corridor and Extended IT Corridor. IT Corridor comprises of micro markets such as HITEC City, Madhapur, Gachibowli, Kondapur, and part of Raidurg layout. Further, saturation in developable land parcels and organic development of west Hyderabad has led to the rise

of Extended IT Corridor comprising of micro markets such as Raidurg (other side of Old-Mumbai Highway), Nanakramguda, Kokapet, Manikonda, etc.



Source: CBRE Research

Over the years 2015 –2021, West Hyderabad has witnessed a total supply of approx. 50.4 mn sft representing 96% of the total Hyderabad level supply during the same time frame. High demand levels are witnessed for Grade A commercial developments viz. RMZ - Skyview, Salarpuria - Argus, Salarpuria - Octave, etc. in the later part of 2018 from prominent MNC (viz. Qualcomm, JP Morgan, etc.).

In terms of vacancy, the region has been observing a declining trend from earlier levels of 9% in 2016 to 6% in 2019. There is increase in vacancy levels from 2020 to 2021 due to vacant spaces in recent completed. However, it is important to note that majority of this vacancy are in developments in the Extended IT Corridor (which is the second preferred market after IT corridor). Further, this vacancy largely comprises of buildings such as BSR Tech Park - Block 1 (Phase 1), Laxmi Infobahn - T8 (Phase 1), etc. with historic strata sold inventory (developer having sold smaller space units to individual investors resulting in limited management control on the development). Additionally, the available vacant space is at advanced stages of pre-commitments from prospective occupiers which will further reduce the vacancy levels.

The prevailing rentals are in the range of INR 55 – 75 per sft per month depending upon the micro market, development profile, amenities and facilities. The upper range of INR 65 – 75 per sft per month is prevailing in IT Corridor whereas the Extended IT corridor commands rental in the range of INR 50 - 65 per sft per month with the developments in Financial District command higher rental as compared to developments in Kokapet located in the periphery of Extended IT Corridor. The following sections will further highlight IT corridor dynamics in detail.

7.6 IT Corridor ~ Subject Region

IT Corridor forms dominant part of west Hyderabad with approx. 50.4 mn sft accounting to approx. 63.97% share and represents approx. 55.4% of the overall city level supply. As highlighted earlier, IT Corridor comprises of prominent micro markets such as HITEC City, Madhapur, Gachibowli, Kondapur, etc. Further, IT corridor has the presence of IT/SEZ parks (viz. Raheja Mindspace, RMZ Skyview, Phoenix aVance, DLF Cyber City, V IT Park, Salarpuria Knowledge City, etc.) and standalone formats (viz. Krishe Sapphire, Western pearl, Cyber Pearl, etc.) by prominent developers.

IT Corridor has witnessed a total completed supply of approx. 50.4 mn sft out of which SEZ developments account for approx. 13.6 mn sft. Prominent SEZ developments in IT Corridor are Mindspace Madhapur (Building, 12A, 12B, 12C, 14 & 20), DLF Cyber City, RMZ Skyview and Phoenix aVance Business Hub. The graph below highlights the y-o-y supply & absorption dynamics in the subject region.

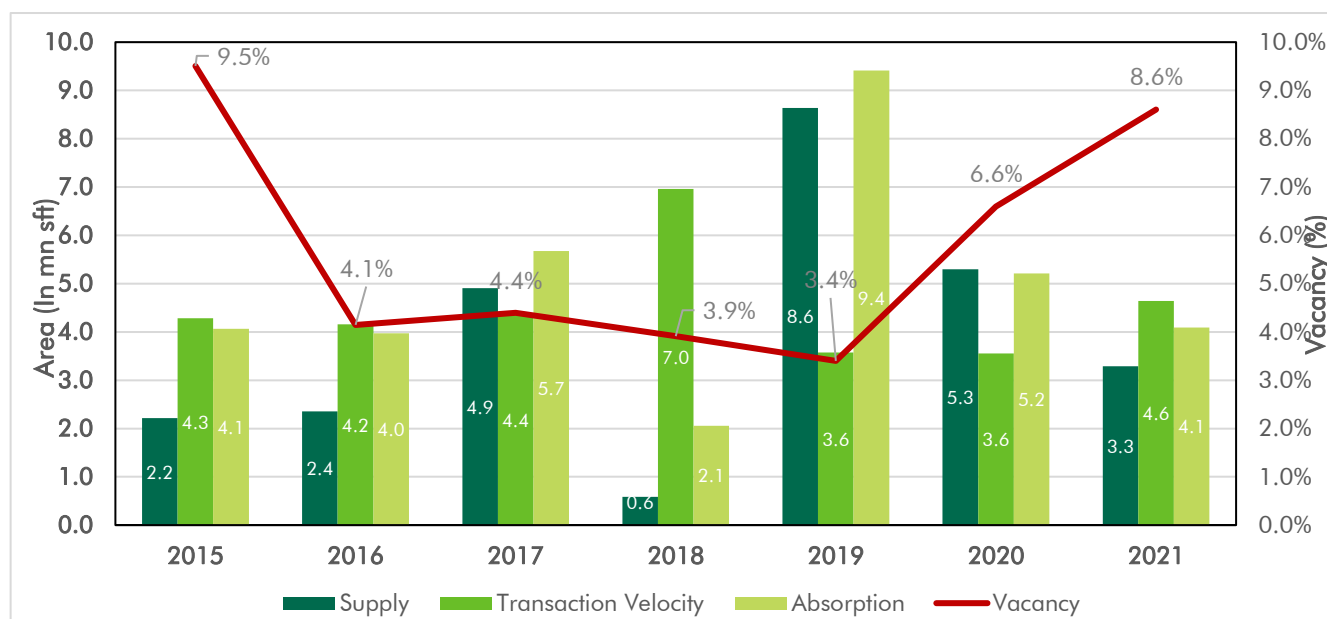


Figure 7-1: IT Corridor | Average Rental Trends (SEZ & Non-SEZ)

Source: CBRE Research

7.6.1 Rental Value Overview ~ SEZ and Non SEZ

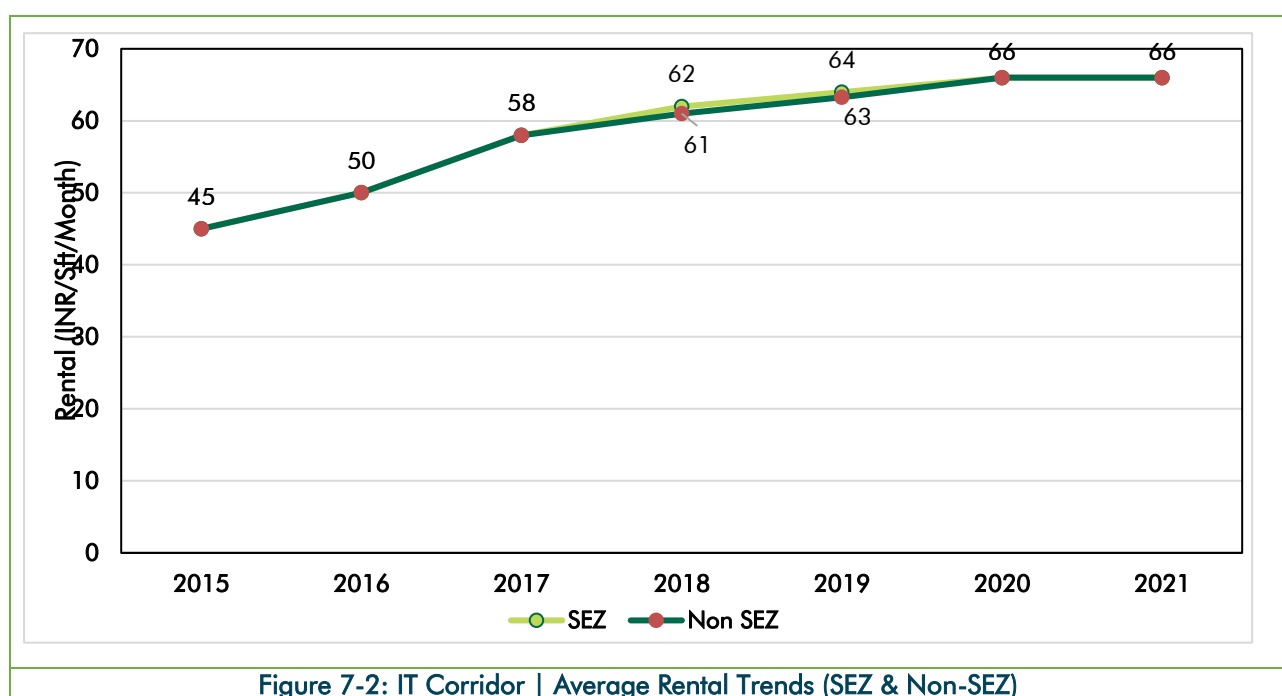
The average prevailing rentals in IT Corridor are in the range of INR 66 – 70 per sft per month and has witnessed healthy appreciation of approx. 4-5% in the last 1-2 years primarily on account of increased demand from the occupiers, limited availability of completed space followed with the increase in construction costs over the last few years. Further, the market dynamics doesn't exhibit any differential rentals in SEZ space vis-à-vis non SEZ developments. The rentals are primarily governed by the demand – supply dynamics in the subject region depending upon the occupier's requirement.

Further, the prominent new developments from Category A developers such as Mindspace Madhapur, RMZ Skyview, Salarpuria, etc. are commanding rentals in the upper band of INR 68 – 72 per sft per

month whereas few developments such as, Cyber Pearl, DLF Cyber City, etc. commands rental in the range of INR 55 – 60 per sft per month.

The SEZ & Non SEZ rentals in this micro-market have similar range and no significant difference is witnessed in the rental values between these segments owing to the supply - demand levels being aligned in the respective segments. Even in developments like Mindspace Madhapur/ RMZ Skyview consisting of both SEZ and Non SEZ space, command similar rentals and the same trend is highlighted in the exhibit below.

The graph below highlights the average market rental trends of SEZ and Non SEZ witnessed over the last few years in the subject micro market:



Source: CBRE Research

The average prevailing rentals in the subject region are in the range of INR 65 – 70 per sft per month and has witnessed healthy appreciation of approx. 4-5% in the last 1-2 years primarily on account of increased demand from the occupiers, limited availability of completed space followed with the increase in construction costs over the last few years. Further, the market dynamics doesn't exhibit any differential rentals in SEZ space vis-à-vis non SEZ developments. The rentals are primarily governed by the demand – supply dynamics in the subject region depending upon the occupier's requirement.

Further, the prominent new developments from Category A developers such as Mindspace Madhapur (subject development's other buildings), RMZ Skyview, Salarpuria, etc. are commanding rentals in the upper band of INR 68 – 72 per sft per month whereas few developments such as, Cyber Pearl, DLF Cyber City, etc. commands rental in the range of INR 60 – 65 per sft per month.

Prominent SEZ Transactions in IT Corridor

<i>Name of Development</i>	<i>Tenant</i>	<i>Area (in sft)</i>	<i>Year of Transaction</i>	<i>Base Rental (INR/Sft/Month)</i>
aVance Business Hub (H9) (Phase 1)	Legato	288,000	Q4 2021	69 (W)
Mindspace West - Bldg No 12D	Charnham India	39,067	Q4 2021	67 (W)
Mindspace West - Bldg No 12D	GEP	40,285	Q4 2021	67 (W)
DLF Cyber City (Bk 2) - Ph I	Berkadia	58,269	Q4 2021	67 (W)
Mindspace West - Bldg. No 12D	Francisco Partners	28,910	Q3 2021	65 (W)
Commerzone (Phase 1)	Qualcomm	700,000	Q3 2021	64 (W)
Mindspace Madhapur West - Bldg. No 12D	Telstra	44,000	Q1 2021	64(W)
Mindspace Madhapur West - Bldg. No 12D	Model N	70,000	Q3 2020	65(W)
Mindspace Madhapur West - Bldg. No 12D	UTC Building & Industrial Systems	200,000	Q2 2020	67(W)
Mindspace Madhapur West - Bldg. No 12D	Mind Tree	90,000	Q4 2020	64(W)
The Skyview - Block 20 - SEZ	Alliant Group	45,637	Q3 2020	72(W)
The Skyview - Block 20 - SEZ	TDCX Digilab	45,500	Q3 2020	73(W)

Source: CBRE Research; W-Warm Shell; * inclusive of car parking; The above rentals are not inclusive of Property tax, CAM charges, car parking charges, etc.

Prominent Non SEZ Transactions in IT Corridor

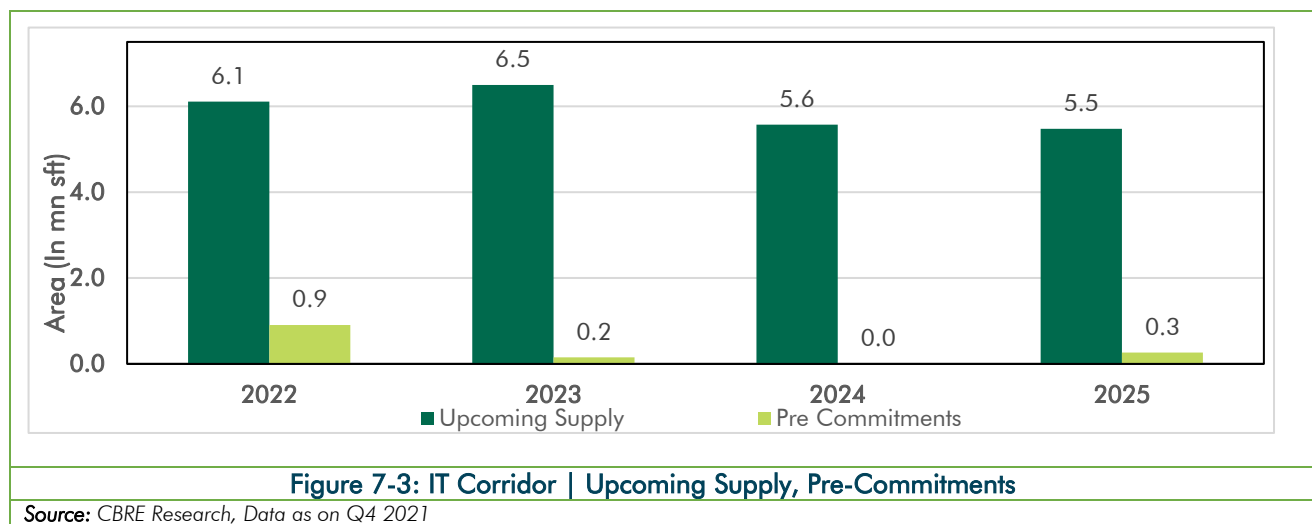
<i>Name of Development</i>	<i>Tenant</i>	<i>Area (in sft)</i>	<i>Year of Transaction</i>	<i>Base Rental (INR/Sft/Month)</i>
Mindspace West - Bldg No 3A	Smartworks	200,000	Q4 2021	62 (W)
Mindspace West - Bldg No 3B	Smartworks	230,000	Q4 2021	62 (W)
Aurobindo Galaxy	Smartworks	230,846	Q4 2021	66 (W)
The Skyview - Block 10 - Non SEZ	Facebook	91,000	Q3 2021	74 (W)
The Skyview - Block 10 - Non SEZ	TEKsystems	22,000	Q3 2021	75 (W)
Aurobindo Galaxy	Smartworks	230,000	Q3 2021	65 (W)
Aurobindo Galaxy	Table Space	80,000	Q2 2021	68 (W)
My Home Twitza	Thermo Fisher Scientific	55,000	Q2 2021	68 (W)
Aurobindo Galaxy	Smartworks	2,30,000	Q1 2021	66(W)
Aurobindo Galaxy	Aurobindo Pharma	2,40,000	Q1 2021	69(W)
Aurobindo Galaxy	Progress Software	40,000	Q1 2021	70(W)
Salarpuria Knowledge City Parcel IV - Octave 3	Goldman Sachs	106,468	Q4 2020	120(FF)
Salarpuria Knowledge City Parcel II (Argus)	Rackspace	20,000	Q4 2020	74(W)

Source: CBRE Research; W-Warm Shell; FF- Fully Fitted; The above rentals are not inclusive of Property tax, CAM charges, car parking charges, etc.

Based on the above table, it can be observed that the current prevalent rentals in Grade A IT Parks in the subject location ranges between INR 67 – 69 per sft per month say an average of INR 68 per sft per month which would be applicable for subject property.

7.6.2 Future Supply ~ SEZ and Non SEZ

IT Corridor is expected to witness an upcoming supply of approx. 24.8 mn sft by 2025 primarily comprising of Commerzone (Phase 2) -1.1 mn sft, Salarpuria Knowledge Park Tower 2 – 1.8 mn sft, Vasavi Sky City – 2.80 mn sft



Note: Upcoming Supply - refers to the under-construction developments

Some of the prominent upcoming developments in IT Corridor are highlighted in the table below:

Name of Development	Development Type	Area (in Mn sft)	Expected Year of Completion
Phoenix Equinox	Grade A ~ SEZ	2.2	Q2 2026
Phoenix Inspira	Grade A ~ SEZ & Non Sez	2.8	Q4 2026
The V - Redevelopment - Phase 1 - Block A	Grade A ~ Non SEZ	1.3	Q4 2022
Salarpuria Knowledge Park Tower 1	Grade A ~ Non SEZ	0.8	Q2 2022
Trendset Jayabheri Projects	Grade A ~ Non SEZ	0.73	Q1 2022
Gowra Fountain Head	Grade A ~ Non SEZ	0.5	Q1 2022
L&T Site (T1)	Grade A ~ Non SEZ	0.55	Q1 2022
Commerzone	Grade A ~ SEZ	1.8	Q4 2022
Nexity (Tower 40)	Grade A ~ Non SEZ	0.08	Q1 2022
Commerzone	Grade A ~ Non SEZ	1.8	Q1 2023
Aurobindo Orbit	Grade A ~ Non SEZ	1.1	Q1 2024
Vasavi Sky City Block – 1&2	Grade A ~ Non SEZ	2.8	Q2 2025

Source: CBRE Research

7.7 Future Outlook for Commercial office

Over the past 15-18 months, the commercial market in Hyderabad & India as a whole, has witnessed a reduction in transaction levels attributable to nationwide lock down amidst the pandemic. As per the on-ground intelligence gathered from various stakeholders viz. developers, MNC/domestic tenants, etc., we

understand that the Hyderabad commercial office market has been very resilient. Limited instances of tenants vacating the spaces or re negotiation of the existing rentals have been observed.

Leasing renewals by existing tenants across grade A office spaces (viz. Google in Divyasree Omega, Oracle in Cyber tech park & Ananth Tech park, Open Text & Qualcomm in Mindspace Madhapur, etc.) have been happening at prevailing on going market rentals and no rental corrections in market rentals across micro markets observed. Pre-commitments in under construction spaces by majority of tenants (viz. Google, Deloitte, Factset, Micron, etc.) remain intact.

Over the past 3-4 months, gradual increase in frequency of enquiry levels by occupiers evaluating office spaces have also been observed. Hence, based on the aforementioned instances, it can be assumed that the Hyderabad commercial office market is very resilient and is experiencing a temporary reduction in transaction velocity and is expected to bounce back post occupiers return to office gradually. Key risk remains on the supply side which may lead to a market correction if demands remain muted for the extended period of time.

The larger impact will be on tier II developers with limited financial resources leading to delay in completion of projects. While tier 1 developers will focus on finishing those projects where pre-commitments are already done and active discussion with tenants on other prospective options

8 Benchmarking Analysis - for Commercial Office space in SEZ & Non SEZ segment

As a part of the detailed real estate market study for the commercial (IT/ITES) developments, CBRE has also undertaken a benchmarking of some of the prominent commercial (SEZ & Non-SEZ) developments to understand the prevalent best practices in terms of the location, scale, profile of development, rental/sale pricing achieved, absorption patterns, etc.

My Home Skyview			Salarpuria Sattva Knowledge City		Divyasree Orion
Developer	My Home Group & RMZ		Salarpuria Sattva ~ Argus & Octave		Divyasree Block 8
Location	Raidurg		Raidurg		Raidurg
Land Area (Acres)	10.4 acres	1.4 acres	30 acres (area of larger campus)		26 acres (larger campus)
Type of Development	Block 20 (LEED Platinum)	Block 10 (LEED Platinum)	Argus (Grade A – IT)	Octave (Grade A – IT)	Divyasree Block 8
	SEZ	Non - SEZ	Non - SEZ	Non – SEZ	SEZ & Non-SEZ
Construction status	Completed	Completed	Completed	Completed	Completed
Year of completion	Q1 2019	Q1 2019	Q2 2019	Q2 2019	2021
Leasable area (Mn sft)	1.73	1.73	1.2	1.7	1.2
% of area leased	100%	100%	100%	100%	100%
Current transacted Rentals (INR/sft/month)	72 – 75 (Warm Shell)		70 – 73 for warm Shell		69 – 73 for warm Shell
Efficiency (%)	70%		75%		75%
Lease terms	3+3+3 / 15% (every 3 years)		3 + 3 + 3		5 + 5
Car Parking adequacy ratio (per sft of area leased)	1: 800		1:700		1:750
Prominent tenants	Facebook, Qualcomm etc.		Apple, Fanatics, Silicon Labs, etc.		Wells Fargo (Complete building)

9 Valuation Rationale

9.1 Scope of Valuation

The valuation exercise is aimed at the assessment of the Market Value (MV) of the subject property. In considering the value of the property, we have considered the guidelines laid out in the Appraisal and Valuation Manual published by the Royal Institution of Chartered Surveyors (RICS), U.K.

9.2 Market Value

The Market Value is defined as

'The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction, after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion'.

9.3 Approach and Methodology

The purpose of this appraisal exercise is to estimate the Market Value (MV) of the subject property. This has been achieved by a systematic gathering, classification and analysis of data, which is required in the development of two basic approaches to appraisal, viz. the **Direct Comparison Approach** and the **Income Approach**, as discussed below.

9.3.1 Direct Comparison Approach

In '**Direct Comparison Approach**', the subject property is compared to similar properties that have actually been sold in an arms-length transaction or are offered for sale (after deducting for value of built-up structure located thereon). This technique demonstrates what buyers have historically been willing to pay (and sellers/landlords willing to accept) for similar properties in an open and competitive market and is particularly useful in estimating the value of land that is typically traded as open plots or with structures thereon.

Post obtaining the values of property which have been transacted or are offered for sale, as discussed above, a fair transaction value is determined based on the prevailing market dynamics.

However, the RICS under the clause 'Evidence of Market Transactions' indicates that:

'Generally, market valuations are based on evidence of market transactions of similar properties. A valuation, however, is an exercise in judgment and should represent the valuer's opinion of the price which would have been obtained if the property had been sold at the valuation date on the terms of the definition of Market Value. The valuer is not bound to follow evidence of market transactions unquestioningly, but should take account of trends in value and the market evidence available to him, whether or not of directly comparable transactions, adjusting such evidence to reflect the MV definition and attaching more weight to some pieces of evidence than others, according to the valuer's judgment. It is seldom that a valuer has evidence of contemporaneous transactions of precisely similar properties to that being valued. The art of valuation often involves subjective adjustments to evidence of transactions, which are not wholly comparable together with interpretation of trends in value. A valuer

must exercise skill, experience and judgment in valuing and in making such adjustments and comparisons, even to the extent of making a market valuation (of a property for which it is thought there would have been a market) in the absence of any direct transaction evidence.'

9.3.2 Income Approach

The Income Approach is based on the premise that value of an income - producing asset is a function of future benefits and income derived from that asset. There are two commonly used methods of the income approach in real estate valuation namely, Income Capitalization and Discounted Cash Flow.

A. Income Capitalization Method

Income capitalization involves capitalizing a 'normalized' single - year net income estimated by an appropriate market-based yield. This approach is best utilized with stable revenue producing assets, whereby there is little volatility in the net annual income.

B. Discounted Cash Flow Method

Using this valuation method, future cash flows from the property are forecasted using precisely stated assumptions. This method allows for the explicit modelling of income associated with the property. These future financial benefits are then discounted to a present-day value at an appropriate discount rate.

In our opinion, it is a more accurate determinant of value than the direct capitalization method when valuing income producing/ development properties in unstabilized markets. This method allows for explicit modelling of income associated with the development of the property.

9.4 Methodology Adopted

We acknowledge that the approaches to valuation differ considerably and that for a particular purpose alternative approaches to valuation can be utilized subject to Client's consultations and giving due consideration to Client's requirements. Considering the nature of the subject property along with location dynamics and discussions held with the Client, the subject property has been valued using **Discounted Cash Flow Method (Term End Reversion) (Term end Q4 2031)**. We have also undertaken an alternative approach through a **Direct Comparison Method** to assess the value of the subject property.

9.4.1.1 Discounted Cash Flow Method (Term & Reversion)

The market practice in most commercial/ IT developments involves contracting tenants in the form of pre-commitments at sub-market rentals to increase the attractiveness of the property to prospective tenants. Additionally, there are instances of tenants paying above-market rentals for certain properties as well. Hence, in order to arrive at a unit value for these tenancies, we have considered the impact of such leases (sub/ above market leases) on the valuation of the subject property.

For the purpose of this valuation exercise, we have analysed the tenancy details provided by the Client to identify variances vis-à-vis prevailing market rentals. The variance thresholds adopted for the purpose of this valuation exercise are as follows:

- **Variance of 15% for leases higher than market rentals:** This is based on the premise that tenants would consider the cost of fit-outs, moving out expenses, etc. before they decide to move out of the existing space. Based on the empirical evidence, we are of the opinion that leases which are above 15% as compared to the prevailing market rentals will either consider renegotiation or moving out of the premise at the time of lock-in expiry, first escalation, second escalation, etc. whichever is earlier from the date of valuation.
- **Variance of 0% for the leases lower than market rentals:** This is based on the premise that the leases which are below the prevailing market rentals rental would continue till the expiry of the term as the developer legally cannot terminate the lease.

Further, we have projected future cash flows from the property based on existing lease terms till the expiry of the leases or re-negotiation (using the variance analysis defined above), whichever is earlier. Post which, the lease terms have been aligned with those prevalent in the market. **These cash flows have been projected for 10-year duration from the date of valuation and for 11th year (for assessment of terminal value).** These future financial benefits are then discounted to a present-day value at an appropriate discount rate.

For each lease, the following steps have been undertaken to assess the rental over a 10-year time horizon:

- **Step 1:** Project the rentals for identified tenancies up to the period of lease expiry, lock-in expiry, first escalation, second escalation, etc. whichever is applicable. In the event of unleased spaces, market-led rentals to be adopted with suitable lease-up time
- **Step 2:** Generating a comparable market based rental stream for identified tenancies for the time period similar to the cash flows drawn in the aforementioned step
- **Step 3:** In the event the escalated contracted rental is above the market rent by threshold highlighted above (viz. 15%), the contracted terms are discarded, and the terms are reverted to market levels. In the event the escalated contracted rental is within the 15% band of the market rental, the contracted terms are adopted going forward until the next lease review/ renewal. Intent of this step is to project the rental for respective leases until lease expiry as well as post expiry
- **Step 4:** Computing the monthly income based on rentals projected as part of Step 3 and translating the same to an annual income (for the next 10 years and 11th year – considered for calculation of terminal value)

Adjustments for other revenues and recurring operational expenses, fit-out income (if any) and vacancy provision have been adopted in-line with prevalent market dynamics. In addition, appropriate rent-free periods have been adopted during lease roll-overs to factor potential rent-free terms as well as outflows towards brokerage. The net income on annual basis have been projected over the next 10 years and the 1-year forward income (for 11th year) as of end of year 10 has been capitalized to assess the terminal value of the development. The annual net income over the next 10 years along with the terminal value

during the end of year 10 have been discounted at a suitable discount rate to arrive at the net present value of the asset through this approach.

9.5 Value Assessment - Discounted Cash Flow Method

9.5.1 Development Assumptions

The total area breakup and leased space for the respective blocks in the subject property is highlighted in the table below:

Building Name	Total Leasable area (sft)	Total Area Leased (sft)	Vacant Area (sft)
Building 20	899,755*	844,006	55,749
Building 12 B	98,487	98,487	-

Source: Client; *excluding the vacant space for food court on the ground floor

9.5.2 Absorption Assumptions

Currently, the subject property has vacant space of 55,749 sq. ft.in Building 20 (Part – 12th Floor) excluding Ground Floor and 12B (part) is completely occupied and the same has been considered for the purpose of this valuation.

9.5.3 Revenue Assumptions

9.5.1 Lease Rental Assumptions

For the purpose of this appraisal as highlighted, the following lease rentals for the subject development have been assumed based on prevailing market benchmarks:

Tenant	Leasable Area (sft)	Rental as on date of signing (INR / sft / month)	Lease Commencement Date (DD/MM/YY)	Rent Commencement Date (DD/MM/YY)*	Lease End Date (DD/MM/YY)	Escalation (%)	Escalation Due (in months)
Yash Technologies Pvt. Ltd.	64,053	35	9-Apr-15	9-Apr-15	8-Apr-22	15%	36 Months
Yash Technologies Pvt. Ltd.	29,088	35	28-Aug-15	28-Aug-15	27-Aug-22	15%	36 Months
Yash Technologies Pvt. Ltd.	29,091	35	28-Sep-15	28-Sep-15	27-Sep-22	15%	36 Months
DSM Shared Services India Pvt. Ltd	29,738	39	13-Jun-15	13-Jun-15	12-Jun-22	15%	36 Months
Facebook India Online Services	65,946	38	1-Sep-16	1-Sep-16	30-May-27	15%	36 Months
Parexel International (India) Private Ltd	127,911	65	1-Jan-22	1-Jan-22	31-Dec-31	5%	12 Months
Cognizant Technology Solutions (I) Pvt. Ltd.	115,849	32	3-May-12	3-May-12	2-May-27	15%	36 Months
Cognizant Technology Solutions (I) Pvt. Ltd.	122,089	32	3-May-12	3-May-12	2-May-27	15%	36 Months
OMICS INTERNATIONAL PRIVATE LIMITED	35,226	41	5-Jul-15	5-Jul-15	4-Jul-22	15%	36 Months

Tenant	Leasable Area (sft)	Rental as on date of signing (INR / sft / month)	Lease Commencement Date (DD/MM/YY)	Rent Commencement Date (DD/MM/YY)*	Lease End Date (DD/MM/YY)	Escalation (%)	Escalation Due (in months)
Real Page India Pvt. Ltd.	30,464	41	4-May-15	4-May-15	31-May-22	15%	36 Months
Real Page India Pvt. Ltd.	17,196	41	1-Jun-15	1-Jun-15	31-May-22	15%	36 Months
Vacant	32,722	68	1-Oct-22	1-Oct-22	1-Oct-27	15%	36 Months
Vacant	23,027	68	1-Oct-22	1-Oct-22	1-Oct-27	15%	36 Months
Prolifics Corporation Limited	21,483	43	6-Nov-15	6-Nov-15	5-Nov-22	15%	36 Months
Open Text Technologies India Pvt. Ltd.	32,562	43	1-Feb-16	1-Feb-16	31-Jan-28	15%	36 Months
RealPage India Pvt. Ltd.	6,285	66	6-Mar-20	6-Mar-20	5-Mar-30	5%	12 Months
RealPage India Pvt. Ltd.	32,073	46	31-May-16	31-May-16	30-May-23	15%	36 Months
RealPage India Pvt. Ltd.	31,823	46	1-Jun-16	1-Jun-16	28-Feb-24	15%	36 Months
Heron Health Pvt Ltd	27,034	64	1-Jan-21	1-Jan-21	31-Dec-30	5%	12 Months
Yash Technologies Pvt. Ltd.	26,095	46	1-Apr-17	1-Apr-17	31-Mar-24	15%	36 Months
Prolifics Corporation Limited	47,500	49	16-Mar-19	16-Mar-19	15-Mar-25	15%	36 Months
NCR Corporation India Ltd	29,823	67	1-Jun-21	1-Jun-21	31-May-31	5%	12 Months
Belcan India Private Ltd	21,164	54	1-May-19	1-May-19	30-Apr-31	15%	36 Months

Source: Rent Roll dated 31st March 2022, provided by Client

The below lease rent has been adopted for units that are vacant (if any) as on date of valuation (on lease commencement).

Unit	Average Lease Rates on Commencement (INR / sft / month)
New tenants (marked to market rent) and vacant space (if any)	68

Source: CBRE Estimates

9.5.1.1 Fit-out Rental Assumptions

Developers spend additional capex to provide fit-out to certain tenants where they can realize fit-out rental for a period of 5-7 years to amortize the additional cost spent. Applicable fit-out rentals for the respective tenants have been provided by the Client. The same has been considered for the purpose of this valuation exercise. CBRE has calculated the NPV of incremental fit-out rentals until the amortization period of 5 - 7 years for these fit-outs.

The details pertaining to the fit-out rentals have been stated in the table below:

Tenant	Fit-out Rentals (INR / sft / month)	Fit-out Commencement Date (DD/MM/YYYY)	Fit-out expiry date (DD/MM/YYYY)
NCR CORPORATION INDIA PRIVATE LIMITED	68.4	1-Jun-21	1-Jun-26

Source: Rent Roll

As per our interactions with the Client and subsequent review of rent roll & other documents provided, it is understood that the subject property has NCR Corporation tenant contracted for 5 years of amortisation for the fit-out space with 0% escalation. Further to the same, as per inputs from the Client, it is understood that the budget for the NCR's fit out space is approx. INR 85 Mn.

9.5.1.2 Parking Income

Tenant	Charges per car park (INR / sft / month)*	Number of chargeable parking slots	Parking Rent Commencement Date (DD/MM/YYYY)	Lease End Date (DD/MM/YYYY)	Escalation (%)	Escalation Due (in months)
Parexel International (India) Private Ltd	1,500	143	1-Jan-22	31-Dec-31	5%	12 Months
Open Text Technologies India Pvt. Ltd.	1,859	39	1-Feb-16	31-Jan-28	15%	36 Months
RealPage India Pvt. Ltd.	1,500	6	6-Mar-20	5-Mar-30	5%	12 Months
RealPage India Pvt. Ltd.	5,000	20	31-May-16	30-May-23	15%	36 Months
Heron Health Pvt Ltd	1,500	30	1-Jan-21	31-Dec-30	5%	12 Months
Prolifics Corporation Limited	5,000	15	16-Mar-19	15-Mar-25	15%	36 Months
NCR CORPORATION INDIA PRIVATE LIMITED	2,500	30	1-Jun-21	31-May-31	5%	12 Months
Belcan India Private Ltd	2,500	15	1-May-19	30-Apr-31	15%	36 Months

Source: Rent Roll; *Rentals/ charges as on date of signing

9.5.1.3 Income from Maintenance

The maintenance charges payable by tenants (as understood from the rent rolls) are in the range of INR 11 – 12 per sft per month. Based on the market norms, Developers are managing to make a margin of 15% - 20% on the CAM charges charged to tenants. As per the details provided by the Client it is understood that the subject property is able to make a stabilised CAM Margin of INR 2 – 2.5 per sft per month viz. (approx. 19 – 20%) which is reasonably in line with market.

Hence for the purpose of the valuation, the CAM margin of 19% viz. INR 2.21 per sft per month is expected as a stabilised rate and with an annual growth of CAM Margin per sft per month of 5%

Below table highlights the same:

Particulars	Unit	Value
CAM/O&M Income	INR Per sq.ft./month	11.53
CAM Margin Stabilized	INR Per sq.ft./month	2.21
Y-O-Y escalation	%	5%

Source: Client

9.5.1.4 Rent Escalations

Based on the rent roll provided by the Client, the escalations as provided for in the rent rolls have been utilized for the purpose of projections. Keeping the rental growth witnessed in the market, the subject property rentals (for new tenants / renewal of existing leases) have been escalated by 4% every year (for next 3 years – due to COVID Impact) and thereafter stabilised 5% growth year on year to estimate the growth in market rentals.

9.5.1.5 Other Revenues

In addition to lease rent revenues, fit-outs, maintenance and parking revenues, office developments typically have additional sources of revenue. These include revenues on account of security deposit (refunded at the time of lease expiry / exit), signage income, etc. Based on the market practice, tenants provide 5-9 months of base rentals as deposit to the Developer.

Nature of Income	Details	Units	Comments
Warm shell Security Deposit	Approx. 6 – 8 months	No. of months' warm shell rental	Approx. 7 months for the subject property on Weighted average

In addition to the same, as per our review of the documents received and interactions with the Client, the subject property has other revenue in form of other operating income (from Signage, ATM, Telecom tower, Kiosk spaces, events, vending machines) which translates to approx. 1% of lease rental.

The assumptions considered for the revenue heads for the purpose of this valuation exercise are based on the rent roll provided by the Client. The same has been cross-checked with the prevailing market norms for other revenues and were found to be broadly in line.

9.5.4 Expense Side Assumptions

Based on the site inspection undertaken, it is understood that the subject property is an operational development. Further, to the same, it is understood that for a typical Grade A commercial development for the smooth operations, other operating expenses such as maintenance, CAM, property tax, support staff, Insurance and other expenses are incurred. In addition, based on the discussion with the Client, we understand, following are the operating expenses incurred by the subject development year on year.

The following table highlights the assumptions considered post review of the cost incurred towards the other expenses in the subject development:

Nature of Cost	Details	Value (INR/ sft/ month)	Units
Property Tax	3.05%	1.60	% of gross rental income
Insurance	0.48%	0.25	% of gross rental income
Operating Expenses	2%	-	% of gross rental income
Transaction cost on Exit	0.5%	-	% of terminal value

Source: Client input/ CBRE assessment

- **Property Tax** ~ Based on our market research , we understand that property taxes for commercial projects in the micro-market are approx. **2.5% – 3.0%** of the gross rental income. With reference to the same, property tax for the subject property has been incorporated as a percentage viz. 3.05% of gross rental income (GRI) as per inputs and review of property tax document provided by the Client.
- **Insurance** ~ Based on our market research , we understand that insurance costs for commercial projects in the micro-market are approx. **0.3% – 0.5%** of the gross rental income. With reference to the same, property tax for the subject property has been incorporated as a percentage viz. 0.48% of gross rental income (GRI) as per inputs and review of insurance document provided by the Client.
- **Operating Expense** ~ Operating expense for the property includes maintenance of the property and other expenses. As per inputs provided by the Client and our market intelligence, a percentage (2.00%) of the current GRI has been adopted in the financial calculations.

However, due to the nature of expense, the same has been factored below the NOI.

9.5.5 Other Assumptions

- **Property Management Fees** ~ based on our interactions with the Client and review of the document 'KRCIM LLP Sundew KRCIM LLP Property Management Agreement' it is understood that the property management fees are paid to the Manager to the REIT basis an agreement between REIT SPV's (including Sundew) and Manager. Please refer to the annexure highlighting clause 5.1 of the agreement.

However, due to the nature of expense, the same has been provided below the NOI.

- **Vacancy provision** ~ based on the prevailing market benchmarks, historical occupancy levels witnessed at the subject location, etc. a vacancy provision of 2.5% has been adopted upon assessment of terminal value

As highlighted in the above sections, the current vacancy at West Hyderabad level is 9%, however historically the vacancy level has been 5.5% to 7.5% for the past 3-4 years. Further, at the subject micro-market level, historically the vacancy is substantially lower than the West Hyderabad level viz. 2% - 4% while the current vacancy is approx. 7.5%. The subject micro-market, IT Corridor is the most preferred commercial office space market in India and the historic vacancy levels for the micro-market have been similar to the current vacancy which is lower than the wider market vacancy. Further, the Subject property forms part of Mindspace Madhapur IT Park, which has vacancy of less than 2% - 3% historically. The vacancy at the subject property is expected to be in the similar range as it has been witnessed that the majority of the commercial office space supply in the micro-market is pre-dominantly pre-committed or is in the development stages as built-to-suit for prominent occupiers. Keeping these factors in consideration, we expect the vacancy at the subject property to be negligible. However, we have factored limited vacancy, viz. 2.50 % on terminal value to be on the conservative side for the purpose of the appraisal

- **Revenue escalations** ~ based on prevailing market condition, historical rental growth achieved by the larger development and our interactions with market participants, CBRE is of the opinion that the annual rent growth for the subject property will be 2.5% for CY 2021 (on account of COVID-19). The growth is expected to be 4% for the next 3 years and thereafter a stabilised 5% growth year on year.
- **Rent – free period** ~ based on the trend prevalent in the subject micro-market, the typical rent-free period is approx. 3 months. Further, the same has been considered as rent-free period of 3 months for the subject property from the rent commencement date
- **Brokerage** ~ based on prevalent market dynamics, we have considered brokerage equivalent to 2 months of rental income for future / new leases

9.5.6 Exit Valuation – Capitalization Rates

The exit valuation proceeds have been calculated on the following basis:

- Q1 2032 is considered as the year of capitalization for the purpose of calculation of exit value
- The vacancy provision on exit has been maintained at 2.5% to account for vacancy / collection losses / contingencies in line with market practices

A few recent transactions witnessed for commercial assets across various micro markets/ cities (as available in the public domain) have been detailed below:

City/ Location	Date of Transaction	Property	Area (in sft)	Buyer	Implied Yield on Passing NOI	Implied Yield on Market NOI	SP Attributes (Location, asset grade, etc.)
Hyderabad	Q1, 2021	Avance H6	639,495	Ascendas India Trust	7.5% - 8.0%	8.5% - 9%	Superior
Hyderabad	Q1, 2020	Aquila – Tower A	1,178,175	Sovereign Wealth Fund	9.0% - 9.5%	9.25% - 9.75%	Superior
Hyderabad	Q4, 2019	Wave Rock 2.1	2,300,000	Allianz- Shapoorji JV	7.5% - 8.0%	9.0% - 9.5%	Superior
Bengaluru	Q3, 2019	Global Village Tech Park	4,117,000	Blackstone	7.75% - 8.25%	9.0% - 9.5%	Significantly Superior
Mumbai	Q2, 2019	One BKC	695,000	Blackstone	7.75% - 8.25%	8.0% -8.5%	Similar
Mumbai	Q1, 2018	One Indiabulls Centre	1,665,000	Blackstone	8.0% - 8.5%	8.25% - 8.75%	Similar
Gurgaon	Q1, 2018	Skyview Corporate Park	234,000	Indiabulls/ Interglobe	8.0% - 8.5%	8.0% - 8.5%	Superior

Source: CBRE Research, *Yields mentioned in the table are on market rentals & exclusive of interest on security deposits

- Depending on the location, asset class, degree of development, space off-take witnessed, risk perceived with the project etc., the yields prevalent in the market are as follows:
 - The capitalization rate for the subject development has been assumed based on the transactions, seller quotes (duly adjusted for negotiation) obtained during market research, and prevailing dynamics within the subject micro market.
 - One-year forward yields are in the range of 7.5%-8.0% for assets trading at or near market
 - The terminal yield expectations of institutional investors are envisaged to be broadly in the range of **8.0% to 8.5%** for assets similar to subject property
 - We also note that the typical return expectation for the recent Mindspace Office Parks REIT listing which the Subject Property forms part of is also **approx. 8%**.
 - In order to conclude on the yield expectation for the subject property, a couple of transactions highlighted in the table above have been adjusted downward i.e. lower expectation on account of SP being superior in terms of location (established market), asset grade, etc. and to provision for other revenues viz. parking revenue, margin on

CAM, interest on deposit, etc. and the outflows viz. vacancy loss, property tax / lease rent and other recurring expenses (if any)

- Given the nature and location of the subject property, the net operating income in the subject development is **capitalized at 8 %**. Considering the market outlook over the short to medium term, the yield assumed for this property has been assumed to hold at the time of exit.
- The net exit value (transaction cost on exit) is further adjusted for exit costs to the extent of 0.5% of exit value based on prevailing market rates

9.5.7 Financial Assumptions

The cash flows have been discounted at an appropriate weighted average cost of capital (WACC) to arrive at the present value of the cash flows.

For the purpose of this exercise, the cost of debt has been considered based on prevalent LRD rates for Grade-A office parks in Hyderabad along with prevalent debt to equity ratios. Additionally, the cost of equity has been adopted based on an analysis of the returns of key listed realty stocks in India and adjusting the same for asset and market specific attributes.

Based on above, the following WACC rate has been assumed:

Component	Cost	Proportion	WACC
Debt	45%	7.75%*	11.46%
Equity	55%	14.5%	

Source: CBRE assessment / * Client feedback on debt cost

The cash flows are assumed to realize evenly during the course of every quarter; hence a mid-quarter discounting convention has been adopted for the purpose of this valuation. Additionally, we have also not factored any cash flows attributable to working capital requirement/expenses for valuation as the same is immaterial.

Please note, the WACC adopted for the purpose of this appraisal is in line with the WACC adopted for **Mindspace Business Parks REIT portfolio (11.5%)**, which comprise of investment grade-A assets at prominent locations, similar to the subject property in terms of asset characteristics and location dynamics. This is also in-line with return expectations of institutional investors for investment grade assets, based our interactions with few market players.

9.5.8 Value of Subject Property - Discounted Cash Flow Method

Based on the above Discounted Cash Flow analysis the value of the subject property is highlighted in the table below:

Particulars	Value (INR Mn)
	Discounted Cash Flow Method – Rent Reversion
Value of subject property	9,864
Add: Value of Fit outs	4
Total value	9,868

9.5.9 Sensitivity Analysis

As per the Client's requirement, a sensitivity analysis is required for the market value of the subject property. The below table highlights how sensitive the market value is to a specific set of variables, the resultant values are the market value that would result with the variables as mentioned:

WACC Rate / Capitalization Rate	7.75%	8%	8.25%	8.5%
11.50%	10,007	9,843	9,689	9,261
11.75%	9,840	9,680	9,529	9,107
12.00%	9,677	9,520	9,373	8,956

Additionally, a sensitivity analysis for Market Rental v/s Cap rates is also highlighted below:

Market Rentals / Capitalization Rate	7.75%	8.00%	8.25%	8.50%
66	9,814	9,654	9,504	9,363
67	9,923	9,761	9,609	9,465
68	10,032	9,868	9,713	9,568
69	10,141	9,974	9,818	9,670
70	10,250	10,081	9,922	9,773

9.6 Alternate Approaches to Valuation

9.6.1 Direct Comparison

Table below highlights sale comparable for office spaces in Hyderabad.

Location	Date of Transaction	Property	Saleable Area (in sft)	Buyer	Transaction Value	Rentals (INR per sft per month)
Gachibowli, Hyderabad	Q1, 2021*	Avance H6	639,495	Ascendas India Trust*	INR 8,757 per sft	Contracted NOI: 58 Forward purchase at 7.95% cap rate
Financial District, Hyderabad	Q1, 2020*	Aquila - Tower A	1,178,175	Sovereign Wealth Fund*	INR 8,488 per sft	Contracted NOI: 65 Forward purchase at 9.19% cap rate
Financial District, Hyderabad	Q4, 2019	Wave Rock 2.1	2,300,000	Allianz-Shapoorji JV	INR 7,826 per sft	In-place: 52 Marginal: 60

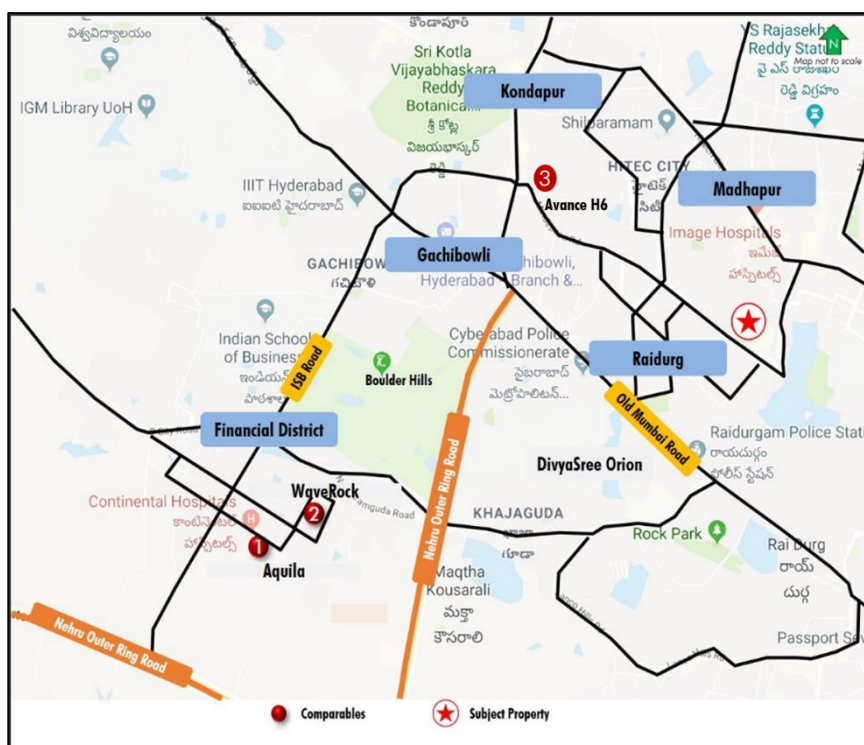
Source: CBRE Research; *commercials are agreed, due-diligence in process – however, the transaction has not yet concluded

- Comparable #1 is similar asset quality and inferior in location to subject property. The asset is currently under-construction and is fully pre-committed SEZ development. However, the transaction is a forward purchase. Hence, on account of superior location and advanced construction status the subject property would command a premium of approx. 15%.
- Comparable #2 is similar asset quality and inferior in location to subject property. The asset is fully occupied and is an SEZ development. The subject property would command a premium of approx. 20% on account of sub-market rentals of comparable, date of transaction and its inferior location

- Comparable #3 is similar asset quality and similar in location to subject property. The asset is currently under-construction and is expected to get completed by end of Q3 2021. Hence, on account of advanced construction status the subject property would command a premium of approx. 7.5%

Keeping the above in consideration, we are of the opinion that the capital value for the subject property would be in the range of **INR 9,390 – 9,760 per sft** as on date (say **INR 9,520 per sft**). Thus, translating to an overall value of **INR 9,458 Mn** for the subject property.

The map below highlights the comparable properties and the subject property:



Source: CBRE Research

9.6.2 Value of Subject Property - Direct Comparison Approach

Based on the above Discounted Cash Flow analysis the value of the subject property is highlighted in the table below:

Particulars	Value (INR Mn)
	Direct Comparison Approach
Value of subject property	9,458

9.7 Final Conclusion of Value

Based on the two valuation methods viz. Discounted Cash Flow & Direct Comparison approach, the value of the subject property is summarized in the table below:

Particulars	Value (INR Mn)	
	Discounted Cash Flow Method	Direct Comparison Approach
Value of subject property as completed	9,868	9,458
Resultant Average Value	9,687	

10 Valuation Conclusion

The date of appraisal is **March 31st, 2022**

We verify that, to the best of our knowledge and belief:

- The statements of fact contained in this report are true and correct, and have been verified wherever possible
- All possible factors affecting the value of the subject property were considered
- The analysis, opinions and conclusions reported herein are unbiased views and are limited only by the Underlying Assumptions and Limiting Conditions and other qualifications contained herein
- We have no past, present or contemplated (prospective) future interest in the real estate that is the subject of this report and we have no personal interest or bias with respect to the parties involved
- These appraisals and the procedures related thereto follow the Codes of Ethics and the Standards of Professional Practice of the professional institution noted
- CBRE South Asia Pvt. Ltd. has inspected the property on **April 13th, 2022**.

Based on the site visit of the subject property, subsequent market analysis, economic interests and configuration (size and location) of the subject property, CBRE opinion on the achievable market value for the subject property is highlighted in the table below:

Particulars	Value (INR Mn)	
	Discounted Cash Flow Method	Direct Comparison Approach
Value of subject property as completed	9,868	9,458
Resultant Average Value	9,687	

Official Signatories:

1. Inspection Conducted by:
Name: PVV Rahul
Sign :



2. Project Manager / Final
Reviewer:
Name: Rukun Shadra
Sign :

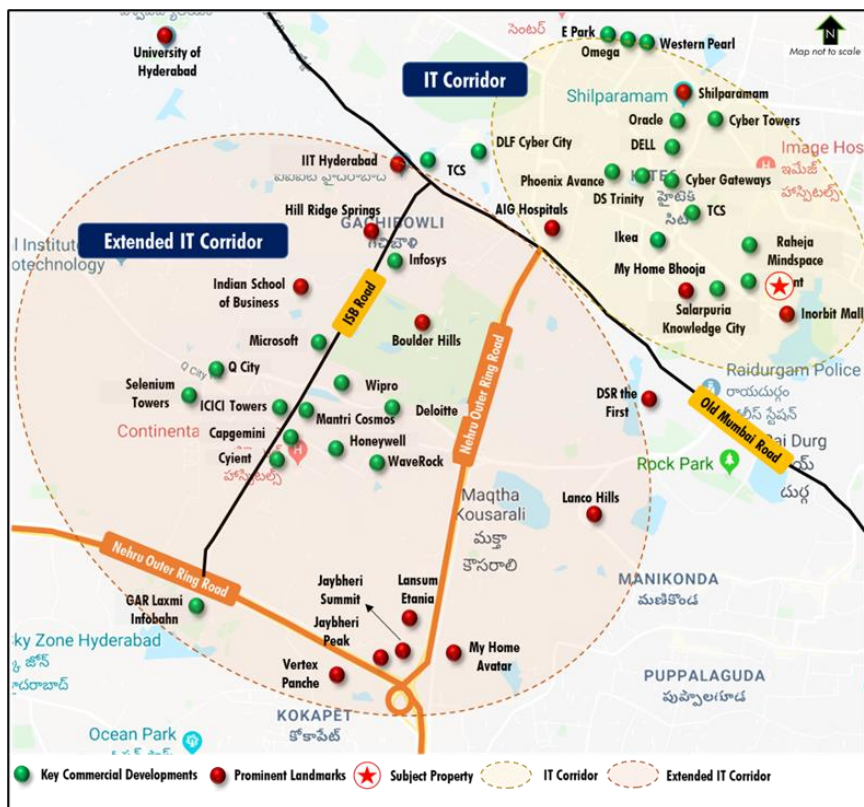


3. RICS Member:
Name: Vaibhav Jakhodia
Membership number:
6422514
Sign :



11 Annexures

11.1 Location Map



11.2 Financials - Discounted Cash Flow Method with Rental Reversion

11.2.1 Area Statement

Area Sheet		
Component		Saleable Area (sq. ft)
Office Develompment		998,242
Office Develompment	100%	998,242
Total		998,242

11.2.2 Base Assumptions

Area Statement	
Total Leasable Area	998,242
Leased	942,493
Vacant	55,749
Lease Reversion Assumptions	
Date of Valuation	31-Mar-22
Upper Cap	15%
Lower Cap	0%
Market Rental (INR/sft) - Office	68.00
Market Rental (INR/sft) - Support Retail	
Market escalation (per annum) for initial period	4.0%
No. of years for initial escalation (years)	2.25
Stabilized escalation (per annum) going forward	5%
Market escalation (per term)	15%
Rent free period (months)	3
Brokerage (months)	2
Escalation months	36
Other incomes (INR mn p.a.)	
Warm Shell Security Deposit (as a % of rental income per annum)	55%
CAM Deposit (as a % of CAM income per annum)	
Interest on deposits (in %)	
Visitor Car Parking income (as a % of rental income)	
Miscellaneous income (as a % of rental income)	1.00%
CAM Assumptions (INR Mn)	
Margin on CAM	19%
Annual Expenses	
Annually Recurring Expenses	
Insurance – Building / Public Liability (as a % of rental income)	0.48%
Property Tax (as a % of rental income)	3.05%
Property Management Fees (as a % of rental income)	3.50%
Operating Expenses (as a % of rental income)	2.00%
Exit Assumptions	
Quarter of Capitalization	2032 - Q1
Capitalization Rate - % (Leased Space)	8.00%
Transaction Cost on Exit (%)	0.50%
Growth Rate (CAGR %)	4.77%
Discount Rate for future cash flows (%)	11.46%
Vacancy Loss (%) - at the time of operations	2.50%
Vacancy Loss (%) - at the time of exit	2.50%

11.2.3 Lease Details

S No.	Tenant Name	Building	Floor	BUA as per agreements (sqft)	Rental as on date of signing	Market Rental (INR/sqft)	Lease commencement date	Rent commencement date	Lease end date	Escalation due (months)	Escalation % age – 1	Escalation % age – 2
1	Yash Technologies Pvt. Ltd.	20	Unit No.3&4,2nd Off. Flr,	64,053	35	68	9-Apr-15	9-Apr-15	8-Apr-22	36 Months	15%	15%
2	Yash Technologies Pvt. Ltd.	20	Unit No.1,2nd Off. Flr,	29,088	35	68	28-Aug-15	28-Aug-15	27-Aug-22	36 Months	15%	15%
3	Yash Technologies Pvt. Ltd.	20	Unit No.2,2nd Off. Flr	29,091	35	68	28-Sep-15	28-Sep-15	27-Sep-22	36 Months	15%	15%
4	DSM Shared Services India Pvt. Ltd	20	Unit.No.3,9th Level	29,738	39	68	13-Jun-15	13-Jun-15	12-Jun-22	36 Months	15%	15%
5	Facebook India Online Services	20	Unit No.1201, 102 & 1204	65,946	38	68	1-Sep-16	1-Sep-16	30-May-27	36 Months	15%	15%
6	Parexel International (India) Private Ltd	20	11th Floor	127,911	65	68	1-Jan-22	1-Jan-22	31-Dec-31	12 Months	5%	5%
7	Cognizant Technology Solutions (I) Pvt. Ltd.	20	Floor,3rd Off.Level,Unit No.2	115,849	32	68	3-May-12	3-May-12	2-May-27	36 Months	15%	15%
8	Cognizant Technology Solutions (I) Pvt. Ltd.	20	h Floor, Unit No.401 - 4th off	122,089	32	68	3-May-12	3-May-12	2-May-27	36 Months	15%	15%
9	OMICS INTERNATIONAL PRIVATE LIMITED	20	Unit No.1, 9th Floor	35,226	41	68	5-Jul-15	5-Jul-15	4-Jul-22	36 Months	15%	15%
10	Real Page India Pvt. Ltd.	20	h Floor,1st Off.Level,Unit No	30,464	41	68	4-May-15	4-May-15	31-May-22	36 Months	15%	15%
11	Real Page India Pvt. Ltd.	20	h Floor,1st Off.Level,Unit No	17,196	41	68	1-Jun-15	1-Jun-15	31-May-22	36 Months	15%	15%
12	Vacant	20	Unit No.1, 12th Floor	32,722	68	68	1-Oct-22	1-Oct-22	1-Oct-27	36 Months	15%	15%
13	Vacant	20	Unit No.2, 12th Floor	23,027	68	68	1-Oct-22	1-Oct-22	1-Oct-27	36 Months	15%	15%
14	Prolifics Corporation Limited	20	Unit No.2, 9th Floor	21,483	43	68	6-Nov-15	6-Nov-15	5-Nov-22	36 Months	15%	15%
15	Open Text Technologies India Pvt. Ltd.	20	Unit No.4, 9th Floor	32,562	43	68	1-Feb-16	1-Feb-16	31-Jan-28	36 Months	15%	15%
16	RealPage India Pvt. Ltd.	20	Office No.2B, Grould Floor	6,285	66	68	6-Mar-20	6-Mar-20	5-Mar-30	12 Months	5%	5%
17	RealPage India Pvt. Ltd.	20	h Floor,6th Off. Level, Unit N	32,073	46	68	31-May-16	31-May-16	30-May-23	36 Months	15%	15%
18	RealPage India Pvt. Ltd.	20	h Floor,6th Off.Level, Unit N	31,823	46	68	1-Jun-16	1-Jun-16	28-Feb-24	36 Months	15%	15%
19	Heron Health Pvt Ltd	20	h Floor,6th Off. Level, Unit N	27,034	64	68	1-Jan-21	1-Jan-21	31-Dec-30	12 Months	5%	5%
20	Yash Technologies Pvt. Ltd.	20	h Floor,6th Off.Level, Unit N	26,095	46	68	1-Apr-17	1-Apr-17	31-Mar-24	36 Months	15%	15%
21	Prolifics Corporation Limited	12B	Unit No.1401	47,500	49	68	16-Mar-19	16-Mar-19	15-Mar-25	36 Months	15%	15%
22	NCR CORPORATION INDIA PRIVATE LIMITED	12B	Unit 1301, 13th floor	29,823	67	68	1-Jun-21	1-Jun-21	31-May-31	12 Months	5%	5%
23	Belcan India Private Ltd	12B	Unit No 1302 of 13th Floor(Pa	21,164	54	68	1-May-19	1-May-19	30-Apr-31	36 Months	15%	15%

BUILDING NO. 20 (PART - ENTIRE BUILDING EXCLUDING GROUND FLOOR) AND 12B (PART – 13th and 14th Floor)
LOCATED AT MINDSPACE MADHAPUR, MADHAPUR, RR DISTRICT, TELANGANA

11.2.4 Consolidated Cash flows

Particulars	Mar. 22 Year 0	2022 - Q2 Year 2022	2022 - Q3 Year 2022	2022 - Q4 Year 2022	2023 - Q1 Year 2023	2023 - Q2 Year 2023	2023 - Q3 Year 2023	2023 - Q4 Year 2023	2024 - Q1 Year 2024	2024 - Q2 Year 2024	2024 - Q3 Year 2024	2024 - Q4 Year 2024	2025 - Q1 Year 2025	2025 - Q2 Year 2025	2025 - Q3 Year 2025	2025 - Q4 Year 2025
Gross Rental Income	-	143.43	149.01	175.06	181.87	178.76	183.87	183.87	183.53	183.40	193.27	193.27	192.83	196.96	205.60	210.41
Car Parking Rentals	-	2.08	2.12	2.12	2.16	2.17	2.18	2.18	2.22	2.22	2.23	2.23	2.30	2.40	2.45	2.45
Margin on CAM	-	6.60	6.60	6.93	6.93	6.93	6.93	7.28	7.28	7.28	7.28	7.64	7.64	7.64	7.64	8.03
Visitor Car Parking Rentals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Income	-	152.11	157.73	184.11	190.97	187.86	192.98	193.33	193.03	192.90	202.78	203.14	202.77	207.00	215.70	220.89
Other Income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Misc Income	-	1.43	1.49	1.75	1.82	1.79	1.84	1.84	1.84	1.83	1.93	1.93	1.93	1.97	2.06	2.10
Less: Vacancy Provision	-	(3.84)	(3.98)	(4.65)	(4.82)	(4.74)	(4.87)	(4.88)	(4.87)	(4.87)	(5.12)	(5.13)	(5.12)	(5.22)	(5.44)	(5.57)
Other Expenses	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CAM Under Recoveries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Brokerage	-	(19.32)	(20.48)	(2.99)	-	(4.57)	-	-	(4.67)	(3.84)	-	-	(7.30)	-	-	-
Property Taxes	-	(4.37)	(4.54)	(5.34)	(5.55)	(5.45)	(5.61)	(5.61)	(5.60)	(5.59)	(5.89)	(5.89)	(5.88)	(6.01)	(6.27)	(6.42)
Insurance	-	(0.68)	(0.71)	(0.83)	(0.87)	(0.85)	(0.88)	(0.88)	(0.87)	(0.87)	(0.92)	(0.92)	(0.92)	(0.94)	(0.98)	(1.00)
Net Annual Cash Flow	-	125.33	129.51	172.05	181.55	174.04	183.46	183.80	178.85	179.56	192.78	193.13	185.48	196.80	205.06	210.00
Capitalisation	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Additional Expenses - asset management	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Property Management Fees	-	(5.02)	(5.22)	(6.13)	(6.37)	(6.26)	(6.44)	(6.44)	(6.42)	(6.42)	(6.76)	(6.76)	(6.75)	(6.89)	(7.20)	(7.36)
Operating expenses	-	(2.87)	(2.98)	(3.50)	(3.64)	(3.58)	(3.68)	(3.68)	(3.67)	(3.67)	(3.87)	(3.87)	(3.86)	(3.94)	(4.11)	(4.21)
Cash Flow from Project	-	117.44	121.32	162.43	171.55	164.21	173.35	173.69	168.76	169.48	182.15	182.50	174.88	185.96	193.75	198.43
Dates	31-Mar-22	30-Jun-22	30-Sep-22	31-Dec-22	31-Mar-23	30-Jun-23	30-Sep-23	31-Dec-23	31-Mar-24	30-Jun-24	30-Sep-24	31-Dec-24	31-Mar-25	30-Jun-25	30-Sep-25	31-Dec-25
Applicable share	100%	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	-	117.44	121.32	162.43	171.55	164.21	173.35	173.69	168.76	169.48	182.15	182.50	174.88	185.96	193.75	198.43

2026 - Q1 Year 2026	2026 - Q2 Year 2026	2026 - Q3 Year 2026	2026 - Q4 Year 2026	2027 - Q1 Year 2027	2027 - Q2 Year 2027	2027 - Q3 Year 2027	2027 - Q4 Year 2027	2028 - Q1 Year 2028	2028 - Q2 Year 2028	2028 - Q3 Year 2028	2028 - Q4 Year 2028	2029 - Q1 Year 2029	2029 - Q2 Year 2029	2029 - Q3 Year 2029	2029 - Q4 Year 2029	2030 - Q1 Year 2030	2030 - Q2 Year 2030	2030 - Q3 Year 2030	2030 - Q4 Year 2030	2031 - Q1 Year 2031	2031 - Q2 Year 2031	2031 - Q3 Year 2031	2031 - Q4 Year 2031	2032 - Q1 Year 2032	2032 - Q2 Year 2032
212.62	213.16	214.09	214.09	215.94	183.45	244.66	236.44	243.81	254.14	259.32	261.73	264.28	264.91	265.98	265.98	267.47	273.32	282.35	283.81	281.52	284.94	295.17	301.05	276.65	304.51
2.50	2.50	2.51	2.51	2.56	2.57	2.58	2.58	2.66	2.76	2.83	2.83	2.88	2.89	2.90	2.90	2.95	2.96	2.97	2.97	3.06	3.17	3.23	3.23	3.23	3.23
8.03	8.03	8.03	8.43	8.43	8.43	8.43	8.85	8.85	8.85	8.85	9.29	9.29	9.29	9.29	9.76	9.76	9.76	9.76	10.24	10.24	10.24	10.24	10.76	10.76	10.76
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
223.14	223.69	224.63	225.03	226.92	194.44	255.67	247.86	255.32	265.76	270.99	273.85	276.45	277.09	278.17	278.63	280.18	286.04	295.08	297.02	294.81	298.35	308.64	315.03	290.64	318.50
2.13	2.13	2.14	2.14	2.16	1.83	2.45	2.36	2.44	2.54	2.59	2.62	2.64	2.65	2.66	2.66	2.67	2.73	2.82	2.84	2.82	2.85	2.95	3.01	2.77	3.05
(5.63)	(5.65)	(5.67)	(5.68)	(5.73)	(4.91)	(6.45)	(6.26)	(6.44)	(6.71)	(6.84)	(6.91)	(6.98)	(6.99)	(7.02)	(7.03)	(7.07)	(7.22)	(7.45)	(7.50)	(7.44)	(7.53)	(7.79)	(7.95)	(7.34)	(8.04)
-	-	-	-	-	(51.89)	-	(9.71)	(5.76)	-	-	-	-	-	-	-	(1.23)	-	-	-	(5.52)	(10.60)	-	-	(27.41)	-
(6.48)	(6.50)	(6.53)	(6.53)	(6.59)	(5.59)	(7.46)	(7.21)	(7.44)	(7.75)	(7.91)	(7.98)	(8.06)	(8.08)	(8.11)	(8.11)	(8.16)	(8.34)	(8.61)	(8.65)	(8.58)	(8.69)	(9.00)	(9.18)	(8.44)	(9.29)
(1.01)	(1.02)	(1.02)	(1.02)	(1.03)	(0.87)	(1.17)	(1.13)	(1.16)	(1.21)	(1.24)	(1.25)	(1.26)	(1.26)	(1.27)	(1.27)	(1.30)	(1.30)	(1.35)	(1.35)	(1.34)	(1.36)	(1.41)	(1.43)	(1.32)	(1.45)
212.14	212.66	213.55	213.94	215.74	133.01	243.03	225.93	236.96	252.63	257.60	260.32	262.80	263.40	264.43	264.88	265.12	271.92	280.50	282.35	274.75	275.02	293.40	299.48	248.91	302.77
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(7.44)	(7.46)	(7.49)	(7.49)	(7.56)	(6.42)	(8.56)	(8.28)	(8.53)	(8.90)	(9.08)	(9.16)	(9.25)	(9.27)	(9.31)	(9.31)	(9.36)	(9.57)	(9.88)	(9.93)	(9.85)	(9.97)	(10.33)	(10.54)	(9.68)	(10.66)
(4.25)	(4.26)	(4.28)	(4.28)	(4.32)	(3.67)	(4.89)	(4.73)	(4.88)	(5.08)	(5.19)	(5.23)	(5.29)	(5.30)	(5.32)	(5.32)	(5.35)	(5.47)	(5.65)	(5.68)	(5.63)	(5.70)	(5.90)	(6.02)	(5.53)	(6.09)
200.45	200.94	201.78	202.17	203.87	122.92	229.58	212.92	223.55	238.65	243.34	245.93	248.26	248.83	249.80	250.25	250.41	256.88	264.97	266.75	259.26	257.35	277.16	282.92	15,341.40	(16.75)
31-Mar-26	30-Jun-26	30-Sep-26	31-Dec-26	31-Mar-27	30-Jun-27	30-Sep-27	31-Dec-27	31-Mar-28	30-Jun-28	30-Sep-28	31-Dec-28	31-Mar-29	30-Jun-29	30-Sep-29	31-Dec-29	31-Mar-30	30-Jun-30	30-Sep-30	31-Dec-30	31-Mar-31	30-Jun-31	30-Sep-31	31-Dec-31	31-Mar-32	30-Jun-32
200.45	200.94	201.78	202.17	203.87	122.92	229.58	212.92	223.55	238.65	243.34	245.93	248.26	248.83	249.80	250.25	250.41	256.88	264.97	266.75	259.26	257.35	277.16	282.92	15,341.40	(16.75)


11.2.5 Valuation Summary

Date of Valuation	31-Mar-22
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Discount Rate	11.46%
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A - Asset Value - DCF	Value (INR Mn)
Value of Property	9,864
Fit out Value	4
Value of Property - Including Fitout Value	9,868
B - Asset Value - Direct Comparison	Value (INR Mn)
Value of Property	9,505
Value of Property (INR psft)	9,522
Value Conclusion	Value (INR Mn)
Value of Property (Avg - A:B)	9,687

11.3 Government Guideline Value



Registration & Stamps Department

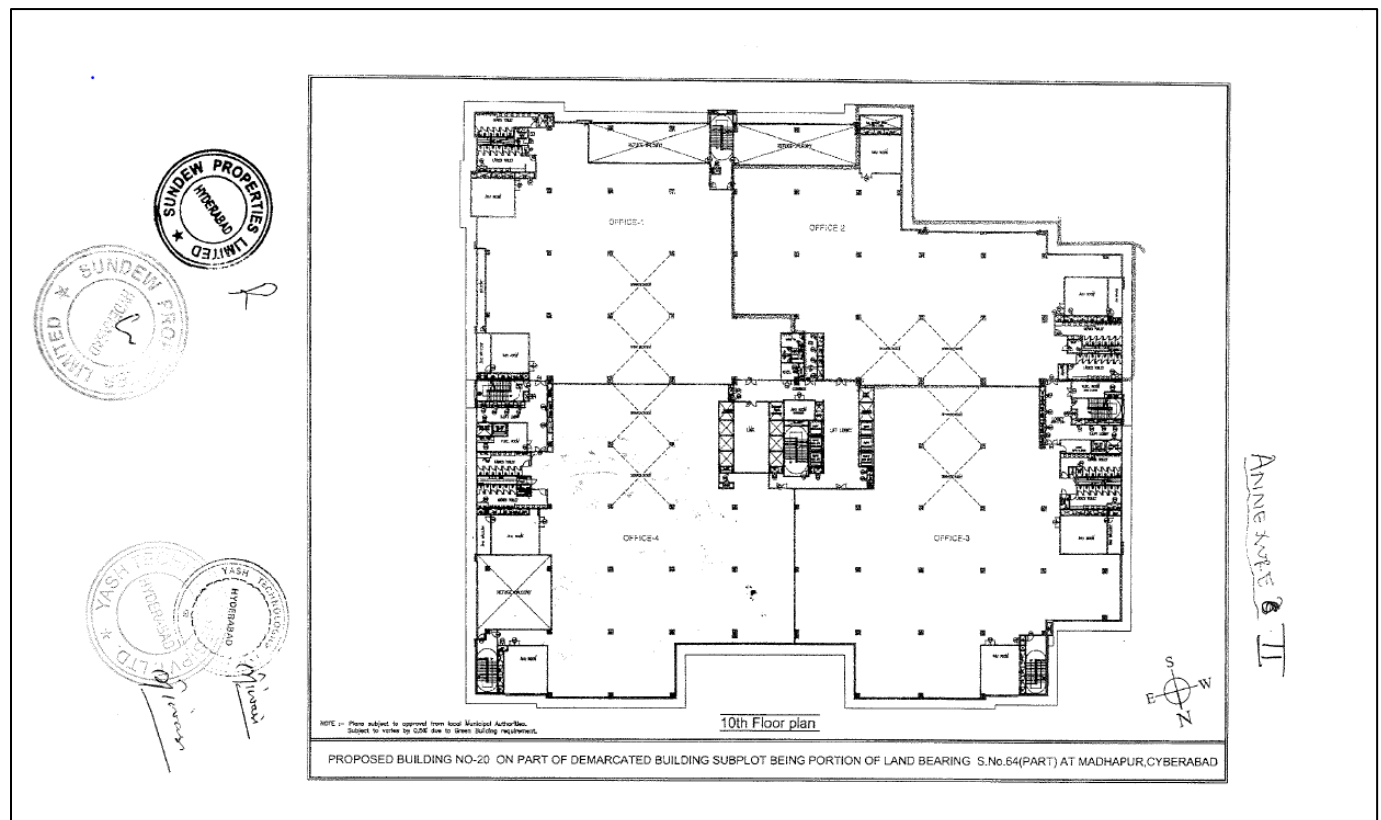
Government of Telangana

Unit Rates - Locality Wise

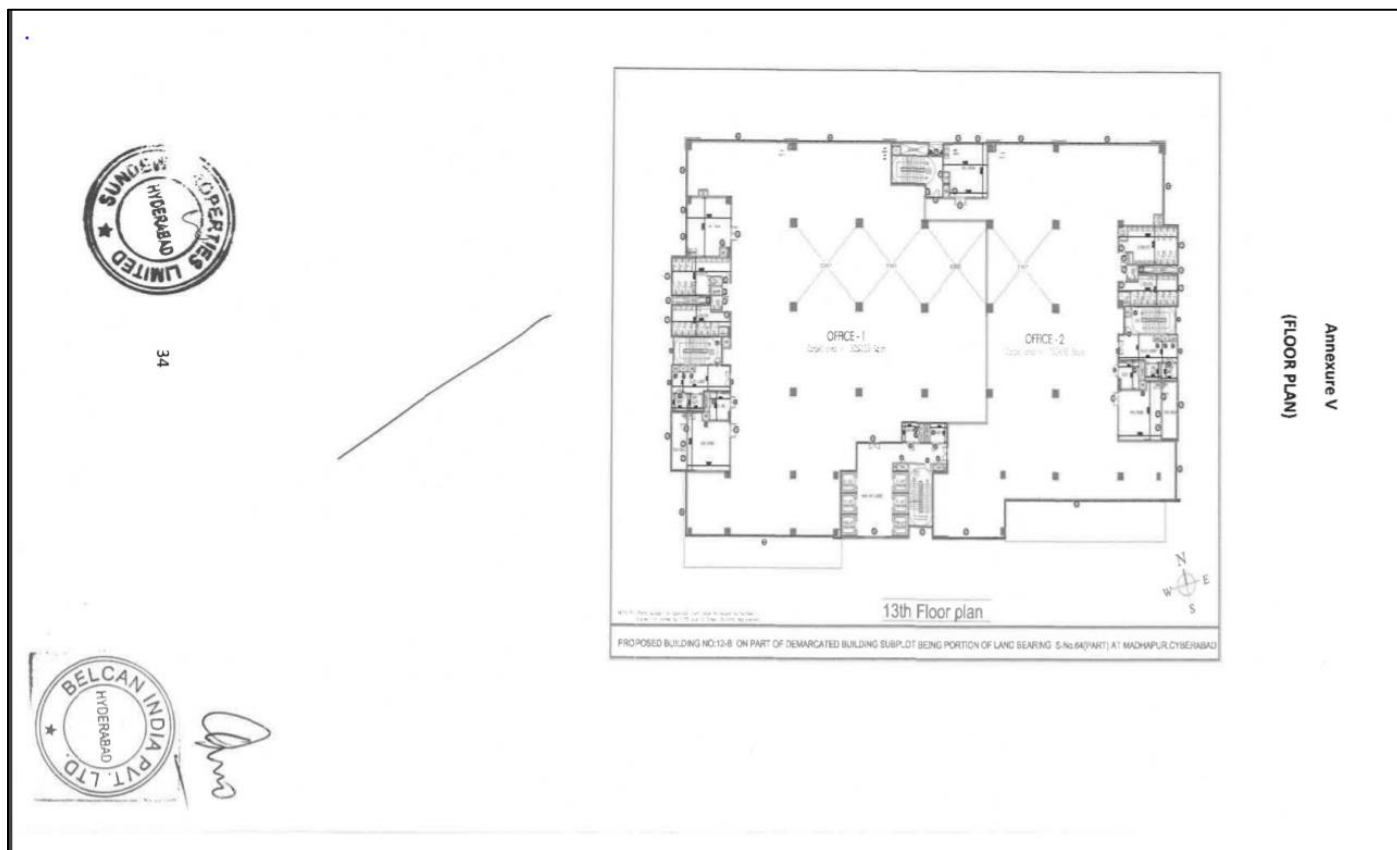
District Name		RANGAREDDY	Mandal Name		SRILINGAMPALLE	City/Town/Village		MADHAPUR
S.No.	Ward-Block	Locality		Apartment value (Rs. per Sq.Ft)	Classification	Effective Date (dd/mm/yyyy)	Door No. Wise Details - Rates	
26.	0 - 1	MADHAPUR ROAD TO KOTHAGUDA JUNCTION		6,600	02(Commercial)	22/07/2021	Get	
27.	0 - 1	MADHAPUR TO JUBILEEHILLS ROAD VIA YSR STATUE		6,600	02(Commercial)	22/07/2021	Get	
28.	0 - 1	MINDSPACE JN TO INORBIT MALL		6,600	02(Commercial)	22/07/2021	Get	

11.4 Floor Plan

1. Sample Plan – Building 20 – 10th Floor – Yash Technologies



2. Sample Plan – Building 12B – 13th Floor – Belcan



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