

## FAMILIARISATION PROGRAMME FOR INDEPENDENT MEMBERS

<b>Approving Authority</b>	Board of Directors (“Board”) of K Raheja Corp Investment Managers Private Limited (Formerly known as K Raheja Corp Investment Managers LLP) (“ <b>Manager</b> ”) in its capacity as the Manager of Mindspace Business Parks REIT (“ <b>Mindspace REIT</b> ”)
<b>Approval Date</b>	July 17, 2023
<b>Effective Date</b>	This programme is for familiarisation of independent members (“ <b>Programme</b> ”) shall come into effect from the date it was adopted by the Board of Directors at their Board Meeting held on July 17, 2023.

### 1. APPLICABILITY

This Programme shall be applicable to the Company and Independent Members of the Board of Directors of the Manager.

### 2. DEFINITIONS:

- i. **“Applicable Law”** means any statute, law, regulation, ordinance, rule, judgement, order, decree, bye-law, approval of any Governmental Agency, directive, guideline, policy, requirement or other government restriction or any similar form of decision of or determination by, or any interpretation having the force of law of any of the foregoing Governmental Agency having jurisdiction, applicable to any Party, in force from time to time, including but not limited to the REIT Regulations;
- ii. **“Act”** means the Companies Act, 2013 as amended from time to time.
- iii. **“Board of Directors”** shall mean the Board of Directors of the Manager.
- iv. **“Core Team”** shall mean the core team of the Manager as defined in the Investment Management Agreement dated November 21, 2019 executed between the Manager and Axis Trustee Services Limited and any amendment thereof (“the Trustee”).
- v. **“Independent Member”** shall mean members of the Board of Directors as appointed by the Manager in accordance with the SEBI REIT Regulations.
- vi. **“SEBI”** shall mean Securities and Exchange Board of India.
- vii. **“SEBI REIT Regulations”** shall mean SEBI (Real Estate Investment Trusts) Regulations, 2014, as amended from time to time and circulars issued by the Securities and Exchange Board of time to time.

### **3. PURPOSE:**

The Purpose of the Programme is to provide a platform to the Independent members :-

- a) To understand the business of Mindspace REIT in depth;
- b) To interact directly with the Core Team; and
- c) To take informed decisions and contribute to Mindspace REIT

### **4. FAMILIARISATION PROCESS**

- a) The Manager shall through its Chief Executive Officer and Core Team present to the Independent Members, the strategy, operations and functions of Mindspace REIT on a regular basis to help the Independent Members understand Mindspace REIT's business model, operations, strategy, industry trends, competition, risk assessments, internal controls, compliance and such other aspects as may be necessary.
- b) The Manager shall update the Independent Members on changes in the relevant Applicable Laws/ regulations from time to time.
- c) In case any new Independent Member is appointed on the Board of Directors of the Manager, a customized induction program shall be organized for such new Member.

### **5. AMENDMENT**

The Board of Directors will review this program from time to time and make changes as may be deemed necessary.

## DETAILS OF FAMILIARISATION PROGRAMS IMPARTED TO INDEPENDENT DIRECTORS

The details of familiarization programs imparted to the Independent Directors (IDs) are as follows:

### Financial Year 2021-22

Sr. No.	Subject Matter	No. of sessions attended by IDs	Time spent in the sessions by IDs
1.	Environmental, Social and Governance (“ESG”) Roadmap	2	1 hour
2.	Key Regulatory Updates	4	1 hour
<b>Total no of hours spent on familiarization (A)</b>			<b>2 hours</b>

### Financial Year 2022-23

Sr. No.	Subject Matter	No. of sessions attended by IDs	Time spent in the sessions by IDs
1.	Presentation on Environmental, Social and Governance (“ESG”)	1	30 mins
2.	Key Regulatory Updates	4	1 hour
3.	SEBI (Prohibition of Insider Trading) Regulations, 2015	1	30 mins
4.	Key Regulatory updates on Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014	1	30 mins
<b>Total no of hours spent on familiarization (B)</b>			<b>2 hours and 30 mins</b>

### Financial Year 2023-24

Sr. No.	Subject Matter	No. of sessions attended by IDs	Time spent in the sessions by IDs
1.	Key Regulatory Updates	4	1 hour
2.	Governance Benchmarking	1	30 mins
3.	Business Responsibility and Sustainability Reporting (through e-learning module)	1	5 mins
<b>Total no of hours spent on familiarization (C)</b>			<b>1 hours and 35 mins</b>
<b>Cumulative hours spent on Familiarization till March 31, 2024 (A+B+C)</b>			<b>6 hours and 5 mins</b>