



**TRANSCRIPT OF 4TH ANNUAL MEETING OF UNITHOLDERS OF MINDSPACE BUSINESS PARKS
REIT.**



Mr Bharat Sanghavi

Good afternoon, ladies and gentlemen. I Bharat Sanghavi, Compliance Officer of K Raheja Corp Investment Managers Private Limited, Manager to Mindspace REIT extend a warm welcome to all unitholders to the 4th Annual Meeting of Mindspace REIT held through electronic means in accordance with the SEBI REIT Regulations, 2014 read with relevant circulars issued by SEBI from time to time. The facility to join the meeting through electronic means has been made available to unitholders. The unitholders who have joined this meeting are kept on mute by moderator to avoid any disturbance during the meeting. Before we proceed further, I would like to introduce the Board members who have joined this meeting:

-Mr. Deepak Ghaisas, Independent Director and Chairperson of the Board, Stakeholder Relationship committee and the Investment committee and member of the Audit committee. Mr. Ghaisas also will preside over this meeting in his capacity as the Chairperson.

-Mr. Bobby Parikh, Independent Director and Chairperson of Audit committee and the NRC and member of Risk Management Committee.

-Mr. Ravi Raheja, Non-Independent, Non-Executive Director and member of the Stakeholder Relationship Committee.

-Mr. Vinod Rohira, Non-Independent, Non-Executive Director and member of Risk Management Committee.

Ms Manisha Girotra, Mr Manish Kejriwal and Mr Neel C. Raheja, Directors of the Company have requested leave of absence due to their prior commitments. With us, we also have Mr. Ramesh Nair, Chief Executive Officer and Ms. Preeti Chheda, Chief Financial Officer of the Manager. The representatives of the Trustee, Statutory



Auditors, Secretarial auditor and the scrutinizer have also joined this meeting. This meeting will commence with the Chairperson addressing the unitholders of Mindspace REIT and it will be followed by a presentation by Mr. Ramesh Nair on the operational and financial performance of Mindspace REIT for the financial year 23-24. During this meeting, if a unitholder faces any technical issue, he or she may contact the helpline number mentioned in the notice which is 1800 309 4001. I repeat, the helpline number for resolving any technical issues is 1800 309 4001. Mindspace Business Parks REIT have engaged K Fin Technologies Limited for hosting this meeting through electronic means and also for providing remote E-voting and E-voting facility. At this meeting, Aabid & Co., Practicing Company Secretaries have been appointed as a scrutinizer to scrutinize the remote E-voting and E-voting during the meeting to ensure that the same is carried out in a fair and transparent manner. The notice of this meeting and annual report for the financial year 23-24 along with the login credentials have already been circulated to the eligible unitholders. The notice and the annual report are also available on the website of Mindspace REIT, BSE Limited and National Stock Exchange of India Limited. The cut-off date fixed for identifying the unitholders who shall be eligible to vote through the remote E-voting and for participation and E-voting at this meeting was June 14, 2024. Further, the facility of remote E-voting in respect of the business to be transacted at this meeting began at 09:00 a.m. on June 17, 2024 and ended at 05:00 p.m. on June 20, 2024 and has now been deactivated. As all the resolutions mentioned in the notice of the annual meeting have only been circulated to put to the vote, there will not be any proposing or seconding of the resolution by any of the unitholders. Similarly, the facility for appointment of a proxy in voting by a show of hands is also not available for this meeting.



The facility to express, view or ask questions during this meeting was provided to unitholders by registering themselves from 09:00 a.m. on June 17, 2024 to 05:00 p.m. up to June 19, 2024. Once the question & answer session commences, the moderator will announce the names of the unitholders who have registered as a speaker unitholders one by one. Unitholders who have not registered their names through speaker registration can raise their queries through a chat box during the meeting. With this, I hand over the proceedings of the meeting to Mr. Deepak Ghaisas, Chairperson of this meeting.

Mr Deepak Ghaisas

Thank you Bharat. Since quorum is present, I call this meeting to order. I approve and authorize the commencement of the E-voting during the meeting, which shall remain open till 15 minutes after the conclusion of proceedings of this meeting. I would request moderator to confirm the opening of voting.

Moderator

Sir E-voting is active.

Mr Deepak Ghaisas

Great. A very warm welcome to everyone to the 4th Annual Meeting of Mindspace Business Parks REIT. At the onset on behalf of the Mindspace REIT Board of directors, I would like to thank you all for your continued trust, encouragement and support to the Mindspace REIT and its management. Financial year 2024 has represented a substantial return to normalcy within the office sector after extensive deliberations on evolving workplace strategies. There is a noticeable trend emerging in India where offices are reclaiming their status as the preferred work environments.

The shift underscores the increasing confidence among the businesses and employees of the benefits of office space for fostering the collaboration, enhancing productivity, and nurturing a cohesive corporate culture. As a



result, organizations are actively encouraging their employees to return to the office. The shift is clearly demonstrated by the significant increase in physical occupancy at our parks, rising from under 55% at the end of March 23 to 70% as of March 24. The upward trend reaffirms the resurgence of offices as central hub for work and highlights a positive momentum in the office sector's recovery.

In financial year 2024, our business delivered a strong performance. Our revenue from operations for financial year 2024 excluding one-offs grew by 13.7% year on year to Rs. 2,351 crores. Our NOI for financial year 2024 grew by 11.9% year on year to Rs 1,896 crore excluding one-offs. As a result, for this strong performance, we have delivered distribution of Rs. 1,136 crores of Rs. 19.2 per unit for the full year of financial year 2024.

During the financial year 23-24, we achieved a gross leasing of 3.6 million Sq. ft. We ended the year with a committed occupancy of 90.6% excluding our Pocharam asset for which Board has given approval for a potential divestment. We added over 50 new tenants in portfolio since listing, taking the total to over 220 tenants across sectors like Information Technology, Banking & Financial services, Telecom & Media, Engineering & Manufacturing and healthcare amongst others. As per reports from International Property Consultants, calendar year 2023 was the best year in terms of gross leasing and second-best year in terms of net leasing for commercial real estate in India. In contrast to western economies where the office demand remains below pre Covid levels, the Indian office market has experienced a robust recovery. The abundant talent availability, cost competitiveness, strong domestic growth and overall nationwide nation growth have positioned India as office to the world where there has been a strong demand from global captive centres (GCC) and domestic companies across sectors. The new special economic zone demarcation rules notified by the government in



December 2023 have been welcomed by the industry. This provided a fillip to the sector and will bring more tenants into the vacant spaces and boost economic activity.

We continuously upgrade our parks to provide top notch amenities and an exceptional client experience. This includes modernizing lobbies, setting up diverse, high quality food courts and enhancing facilities to create a welcoming and productive environment. Our goal is to meet the evolving needs and preferences of our tenants, ensuring their satisfaction and well-being. Organizations today aim to provide best in class work environment. Post pandemic, there is a shift towards high quality grade A asset managed by the institutional asset managers who maintain high safety and health standards with wellness at work. As a philosophy, we have achieved gross leasing of over 3.5 million sq. ft. to the 3rd consecutive year across our parks. The committed occupancy in 6 out of our 10 parks is above 96% with Pune, Bandra Kurla Complex and Malad nearing 100% occupancy. The new Special Economic Zone reforms are anticipated to boost occupancy levels in our Airoli parks as well. Currently we have 4.4 million sq. ft. under construction to be completed over the next three years and 2.5 million sq. ft. designed for the future development. During the year, we made two strategic acquisitions to consolidate ownership in our existing parks, adding 300,000 sq. ft. I am happy to inform that our REIT has grown from 29.5 million sq. ft. at the time of listing to 33.2 million sq. ft. at the end of financial year 2024.

We continue to explore other growth opportunities both within and outside the portfolio. Our sponsors new developments in key office markets may offer Mindspace REIT further growth opportunities. Now let us look at the financial performance for the financial year 23-24, our revenue from operations for this year grew by 13.7% YoY excluding one off to Rs. 2,351 crores. Our Net operating income stood at Rs. 1,896 crores recording a growth of 11.9% YoY



excluding the one-offs. Our in-place rentals have grown by 5.8% year on year to Rs. 69 per sq. ft. per month. We have distributed Rs. 1,136 crores during the year that is Rs. 19.2 per unit which translates an annualized distribution yield of around 5.6% on the unit price as on the 31 March 24.

Due to our prudent debt management strategy, we have successfully maintained a low loan to value ratio of 21.1% as of March 2024. Our AAA rated credit profile has enabled us to secure low borrowing costs of around 7.8% as of March 2024. During the financial year, we raised aggregate of Rs. 1,490 crores through Non-convertible debentures and Commercial Papers. We aim to optimize our debt portfolio to navigate the current interest rate environment by maintaining a mix of fixed and variable cost borrowings spread across varied maturities. Our prudent approach to deploy capital bolstered by a strong balance sheet and an optimum capital structure coupled with ability to generate free cash flow provides us with ample room for growth.

This positions us well to create a sustainable long-term value for our unitholders. At Mindspace REIT, we are committed to sustainability, creating vibrant spaces that benefit the environment, communities and stakeholders. Our dedication to sustainability is reflected in our achievement with 99.9% of our completed portfolio achieving at least gold or platinum ratings from Indian Green Building Council or Leadership of energy and environment design and 28.9% share of energy from renewable sources.

It gives me immense pleasure to announce that we became the first Indian commercial real estate entity to be adjudged global listed sector leader in 2023 Global real estate sustainability Benchmark, that is the organization for office development benchmark. The REIT also ranked first in Asia and placed 1/9 in India in the listed



company category for commercial business development.

The REIT has secured a prestigious five-star rating for the second consecutive year, affirming its leadership by achieving 100/100 in the development benchmark. Moreover, Mindspace REIT impressively scored 91/100 in the Standing Investment Benchmark, ranking 6th among real estate peers across Asia with a 5-star rating. Mindspace REIT has achieved great place to work certificate for the third consecutive year. We are actively promoting women to assume leadership positions throughout the organization, supported by initiatives like Sheroes which provides a platform for women to advance their careers with us. I am pleased to announce that 37% of our senior management team is comprised of women, a figure that stands among the highest in our industry. Transparency is a key to our governance framework with a predominantly independent board. We will publish our third ESG report in late June detailing our ongoing initiatives and progress. When considering technology, real estate might not immediately come to mind. Contrary to this belief, we at Mindspace REIT are the foremost of adopting the technology for innovation and automation. For example, we used cutting edge implosion technology to strategically demolish two aging buildings in Madhapur Hyderabad, achieving in 8 seconds what could have been done or taken months otherwise.

We continuously explore the technological advancements to streamline operations and enhance tenant experiences. We are looking at upcoming artificial intelligence and getting ready to adopt such emerging solutions to improve our efficiency and the customer experience.



Before I conclude, I want to express my appreciation for the Mindspace team who demonstrated agility and achieved outstanding results. Financial Year 2024 marked a strong year for us and we anticipate a continued and robust demand that will bolster the industry. Mindspace REIT is committed to lead the charge in defining the future of work, advance sustainability initiatives, engage with communities and cultivate rewarding careers for our employees and deliver value for our stakeholders. As an organization, we are united in pursuit of our vision “to set benchmarks and office real estate building sustainable ecosystems that prioritize well-being, making us the first choice for the stakeholders”.

On behalf of the board, I would also like to thank all our valued stakeholders, including customers, vendors, bankers, unitholders for their consistent and resolute co-operation and trust. With a sustained trust in us and our able leadership, we shall strive to deliver value for our unitholders. I seek your support and look forward to continuing this journey of creating the value in the times to come. Stay well. Thank you very much. Now I would like to request Mr. Ramesh Nair to make a short presentation on the performance of Mindspace REIT for the financial year 23-24.

Mr Ramesh Nair

Thank you Deepak.

Mr Ramesh Nair

In a snapshot, our total leasable area increased to 33.2 million sq. ft. Our in-place rent today is at Rs. 69 per sq. ft. Our same store committed occupancy increased to 91.1%. Our committed occupancy moved to 90.6%. Our weighted average lease expiry is at 6.8 years. Mark to



market potential was at 9.2%. The overall total portfolio value of us today stands at Rs. 29,900 Crores and the market value of completed area is at 91%. Now how does this translate to unitholders? A higher leasable area basically means that higher dividends for unitholders. Higher rentals and diversification also provide more stable and predictable income. In-place rents lead to higher revenues and cash flows. Higher occupancy rate means a greater proportion of the REIT properties generating rental income. Lower cost of debt means that the REIT spend less on interest payments, which leaves more cash flow available for operations & investments and distribution. Re-leasing spread is positive releasing spreads, when a new lease is done, we fetch higher rentals on that and a higher portfolio market value which helps benefiting unitholders because it positively influences the market perception of the REIT. Our distribution since listing, we have done a gross leasing of 15 million sq. ft. Our re-leasing spread has been 20.7% since listing we have delivered new products, new developments of 2.3 million sq. ft. Our cost of debt at 7.8% p.a.p.m is probably the lowest in the industry. Our loan to market value which is 21.1% again probably the lowest in the industry and since listing, our in-place rentals have increased 7% CAGR over the years. This was our financial year 2024 performance. Our occupancy increased to 90.6%. Gross leasing was highest since listing i.e. 3.6 million sq. ft. YoY NOI growth was at 11.9%. Our distribution was at Rs. 11.4 billion and we also applied for NPA conversion under new SEZ reform for 1.9 million sq. ft. This is a snapshot of our financial performance which was supported very well by our organic cash flows. Our revenue from operations increased by 13.7%. Our net operating income increased by 11.9% to Rs. 1,895 Crores. Distribution was at Rs. 1,136 Crores. Distribution per unit was at Rs. 19.2. Loan to value like I mentioned stands at 21.1% NAV is



at Rs. 380 per unit. The cost of debt is 7.8% and we are AAA rated. Some of the key achievements on strategic initiatives as well as sustainability, we acquired 240,000 sq. ft. from our landlords share in Commerzone Porur. We also acquired 42,000 sq. ft. in Yerwada Commerzone. On the redevelopment side, we started 3 million sq. ft. of projects in Hyderabad. On the sustainability front we rank not only best in India but best in Asia. Won various ratings from GRESB rating for development for listed companies. Again, we are developing Mixed-Use asset in Mindspace Airoli East, which is going to be a new building of 800,000 sq. ft. where we have also leased 300,000 sq. ft. We also received approval for selling our non-core asset at Mindspace Pocharam in Hyderabad. We also received on the safety front 9 British Safety Council Sword of Honour. This is some of our under-construction projects and the progress we have one million Sq. ft. coming by end of this year in Pune Kharadi We also very soon will have our 50,000 sq. ft. high street in Airoli East, our data centre close to 300,000 sq. ft. will be ready by early next year. We also in Hyderabad have a building 1A-1B and building 7/8 which would be ready by mid of 2026 and mid of 2027 respectively, and in Hyderabad we also have state of the art experience centre which would be ready towards middle of next year. This is some of how we have upgraded our older buildings and this is how the newer buildings look currently. These are some of the lobby images, some of the FNB and other social amenities which we are providing in our parks. So, where do we see growth happening? NOI growth can happen in two ways. One is the organic NOI growth which will happen one from leasing up of vacant area of 2.4 million sq. ft. out of which 80% is SEZ area. The SEZ reforms will help make this into non processing zones and will help in leasing given that today the market is 90% for non SEZ areas. We also have 4.4 million sq. ft. under construction and future development.



We have another 2.5 million sq. ft. which is again something which we are actively planning and will soon be announcing development here. We are also selling the 600,000 sq. ft. non-core asset in Pocharam. This has helped to increase our occupancy by 2%.

In a nutshell, what we believe is the market has been supportive. The overall Global Capability Centres demand in the market and the demand from domestic firms in the market is high. The SEZ said reforms has again helped us Navi Mumbai evolving as a data centre hub. All the four key markets where the REIT has a presence, the locations have become very prime over the years, especially the Hyderabad market and the Madhapur market which have become in Hyderabad, ten years back that location used to be called a peripheral market, today, international property consultants call that the CBD of Hyderabad. 80% of all demand happens in that market. Nearly all the deals which happen, 60% of the deals in that market is done by GCC. Hyderabad has very clearly emerged as the second-best market in the country and today it's the only location, Madhapur, where IT locates and where the metro also ends. Our other big market, Navi Mumbai, today, have all the infrastructure initiatives. Many of you would have seen how the new airport is coming, the trans harbour link has already been inaugurated, all this is helping Navi Mumbai market and in turn helping us. We are seeing rental growth in all the markets. There is huge consolidation happening in the industry which is also helping us. A couple of years back, the biggest challenge we had used to be office attendance of employees of our clients. That is again working in our favour. Two IPC's put attendance rates in India at 80% and 76%. Month back, KPMG came out with a study on Navi Mumbai and other satellite cities, comparing them to other large



cities. Navi Mumbai was rated amongst the top three in terms of quality of talent, cost of talent and also other aspects like cleanliness, traffic, safety, attrition, cost of living. On all these fronts, Navi Mumbai was ranked again quite high. In terms of our parks again, we are re-energizing our parks by upgrading them proactively. Our experience centre which is coming up in Hyderabad would be one of its kind in the country. It will have the best club facilities which any office park or office building will have in India. We are very proactively investing in landscaping and amenities. You saw the various achievements of ours on the ESG front and we are investing significant amount of money in employee engagement to make sure our clients get back all their employees back into their campuses. With that, I will hand it over to Deepak once again.

Mr. Deepak Ghaisas

Thanks Ramesh. I would now request Bharat to proceed with the meeting.

Mr. Bharat Sanghavi

Thank you Sir. The report of the auditors for the financial year 23-24 does not contain any qualification, observation or comment which may have any adverse impact on the financial reporting of the Mindspace REIT. Accordingly, the said report is not required to be read out before the meeting. Now, I would like to appraise the unitholders present at the meeting about the resolutions proposed in the notice for the unitholders approval by simple majority. First resolution- To consider and adopt the audited standalone financial statement and audited consolidated financial statement of Mindspace REIT for the financial year ended March 31, 2024, together with the reports of the auditors thereon for the financial year ended March 31, 2024, the reports on the performance of Mindspace REIT. Second resolution- To consider and adopt the valuation report issued by KZEN VALTECH Private Limited, the valuer for the valuation of portfolio of Mindspace REIT as of March 31, 2024.



Third resolution- To approve aggregate, consolidate, borrowing and deferred payments of Mindspace REIT and its asset SPVs in totality Mindspace REIT group net of cash and cash equivalent up to 49% of the value of Mindspace REIT Group assets.

Now I would like to invite the moderator to call upon the names of the unitholders who have registered themselves as a speaker for this meeting. In case any questions are posed by unitholders through ask a question facility or a chat box, then the management would respond to such questions after the meeting is over via email to the respective unitholders. In case any further clarification is required, unitholders may reach out to the Compliance Officer or Investor Relations cell of the Manager of Mindspace REIT.

Moderator

Thank you Sir. We now call upon all the speakers who have registered one by one. I now request our first speaker, Mr. Gaurav Rozatkar we request you to unmute your audio, switch on your camera and proceed please. Mr. Gaurav Rozatkar we request you to unmute your audio, switch on your camera and proceed please. No feedback received. We now move on to our second speaker, Mrs. Celestian Elizabeth Mascarenhas Mrs. Celestian, we request you to unmute your audio, switch on your camera and proceed please. No feedback. We now move on to our third speaker, Mr. K. Bharat Raj, we request you to unmute your audio, switch on your camera and proceed please.

Mr K. Bharat Raj

Very good Afternoon Chairman, entire Board of directors. I am Bharat Raj attending from Hyderabad. Wonderful Chairman speech by Mr. Deepak Ghaisas and Mr. Nair gave a nice presentation. One question Mr Nair, apart from Hyderabad and Mumbai, we have plans to expand our Mindspace in other part of the States. Please let me know what is your future plans in Bengaluru city. Second question, I thank



for secretarial department for sending in time link and wonderful CSR program. Chairman Sir, when can we expect a dividend payout for our shareholders in this financial year. Once again Sir, my best wishes for coming years. All the best for the coming years. Thank you very much for giving this opportunity.

Mr. Deepak Ghaisas

Thank you Bharat

Mr. Ramesh Nair

We already have a significant presence in Pune and Chennai. In Pune, we are the dominant player. We have two of the best business parks in that city with us and also a standalone project. Last year, Chennai again saw one of the highest gross leasing numbers and we were also beneficiaries there. Both our parks in Pune and Chennai are nearly full. We have roughly just over 100,000 sq. ft. left to be leased. So, we are bullish on both these markets. With regards to Bangalore, we actively look for proposals every quarter. The investment bankers and international property consultants, they get us opportunities and we actively look at these markets where we can grow.

Mr. Deepak Ghaisas

Thank you

Moderator

We have completed calling of the speakers. There is no speakers left for the day I will proceed with the following meeting, Sir. Thank you.

Mr. Bharat Sanghavi

The proceedings of the meeting along with the consolidated results of the remote E-voting and E-voting during the meeting will be announced within 48 hours of the conclusion of this meeting. The said result along with the scrutinizers report will be informed to the Stock Exchanges as per the applicable law. It would also be placed on the website of Mindspace REIT and the Stock Exchanges. Further, the transcript of this meeting shall also be made available on the website of Mindspace REIT. I offer a vote of thanks to the Chairperson on behalf of all the



unitholders, members of the board and invitees present at the meeting, I now request Mr. Deepak Ghaisas, the Chairperson to give his closing remarks.

Mr. Deepak Ghaisas

Thanks Bharat. The voting facility will remain open for next 15 minutes to enable unitholders to cast their vote, who have not yet cast their vote on the resolution. Further, I authorize any one of the CEO, CFO or the Compliance Officer to accept, acknowledge and counter sign the Scrutinizers' report in connection with the meeting and declare the results of the voting in accordance with the requirements prescribed under the applicable laws. I take this opportunity to thank all the unitholders for taking the time to join this meeting. I thank Board members and other invitees for attending this meeting. Please take care of yourself. Stay safe and stay healthy. I now announce the meeting as concluded. Thank you.