



Report on Corporate Governance for the quarter ended June 30, 2023

1. Name of REIT: **MindSpace Business Parks REIT ("MindSpace REIT")**
2. Name of the Manager: **K Raheja Corp Investment Managers Private Limited (Formerly known as K Raheja Corp Investment Managers LLP)**
3. Quarter ending: **June 30, 2023**

I. Composition of Board of Directors of the Manager											
Title (Mr. / Ms.)	Name of the Director	PAN^S & DIN	Category (Chairperson /Non- Independent /Independent /Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure*	No. of directorship in all Managers/Investment Managers of REIT/InvIT and listed entities, including this Manager	No. of Independent Directors hip in all Managers/ Investment Managers of REIT/InvIT and listed entities including this Manager	Number of memberships in Audit/ Stakeholder Committee (s) in all Managers/ Investment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)	Number of post of Chairperson in Audit/ Stakeholder Committee in all Managers/ Investment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)
Mr.	Deepak Ghaisas	DIN: 00001811	Independent	20-11-2019	-	-	43 months	2	2	4	2

K Raheja Corp Investment Managers Private Limited
(acting as the Manager to MindSpace Business Parks REIT)
Corporate Identification Number (CIN): U68200MH2023PTC406104
Regd. Office: Raheja Tower, C-30, Block 'G', Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
Phone: +91 – 22- 2656 4000 | www.mindspacereit.com



Ms.	Manisha Girotra	DIN: 00774574	Independent	20-11-2019	-	-	43 months	2	2	1	-
Mr.	Bobby Parikh	DIN: 00019437	Independent	17-12-2019	-	-	42 months	4	4	8	5
Mr.	Manish Kejriwal	DIN: 00040055	Independent	02-02-2022	-	-	17 months	3	1	1	1
Mr.	Ravi C. Raheja	DIN: 00028044	Non-Independent	18-07-2019	-	-	Not Applicable	3	0	8	1
Mr.	Neel C. Raheja	DIN: 00029010	Non-Independent	18-07-2019	-	-	Not Applicable	3	0	7	-

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Non-Independent/ Independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Bobby Parikh	Chairperson-Independent member	17-12-2019	-
		Mr. Deepak Ghaisas	Independent member	17-12-2019	-
		Mr. Neel C. Raheja	Non-Independent member	17-12-2019	-
2. Nomination & Remuneration Committee	Yes	Mr. Bobby Parikh	Chairperson-Independent member	17-12-2019	-
		Ms. Manisha Girotra	Independent member	11-11-2020	-
		Mr. Manish Kejriwal	Independent member	01-02-2022	-
3. Risk Management Committee	Yes	Mr. Manish	Chairperson-	30-01-2023	-

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		Kejriwal	Independent member		
		Mr. Bobby Parikh	Independent member	30-01-2023	-
		Mr. Neel C. Raheja	Non-Independent member	30-01-2023	-
		Mr. Vinod Rohira	Chief Executive Officer	30-01-2023	-
		Ms. Preeti Chheda	Chief Financial Officer	30-01-2023	-
4. Stakeholders’ Relationship Committee	Yes	Mr. Deepak Ghaisas	Chairperson-Independent member	17-12-2019	-
		Mr. Ravi C. Raheja	Non-Independent member	17-12-2019	-
		Mr. Neel C. Raheja	Non-Independent member	17-12-2019	-
\$For Board members who fit into more than one Category, all Categories are mentioned and separated by hyphen for the respective Board member.					
Note: K Raheja Corp Investment Managers LLP (KRCMLLP), Manager to Mindspace Business Parks REIT was converted from Limited Liability Partnership (“LLP”) into Private Limited Company viz. K Raheja Corp Investment Managers Private Limited (“KRCIMPL”) with effect from July 7, 2023. Consequently, the Committees of KRCMLLP have been constituted as the Committees of KRCIMPL.					

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* Yes / No	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
30-01-2023 14-03-2023	04-05-2023	Yes	6	4	50 (14-03-2023 to 04-05-2023)
* to be filled in only for the current quarter meetings					

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IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter**</i>	<i>Whether requirement of Quorum met (details)* Yes / No</i>	<i>Number of directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
Audit Committee					
04-05-2023	Yes	3	2	30-01-2023	80 (12-11-2022 to 30-01-2023)
				14-03-2023	50 (14-03-2023 to 04-05-2023)
Nomination & Remuneration Committee					
-	-	-	-	-	-
Stakeholders' Relationship Committee#					
11-04-2023	Yes	3	1	17-01-2023	85
<i>*This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional</i> <i>**to be filled in only for the current quarter meetings</i>					

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V. Affirmations
<ol style="list-style-type: none">1. The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014 - Yes2. The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014<ol style="list-style-type: none">a) Audit Committee - Yesb) Nomination & Remuneration Committee - Yesc) Stakeholders Relationship Committee - Yesd) Risk management committee - Yes.3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014 – Yes4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014 – Yes5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the Manager- Yes. Any comments/ observations/advice of the board of directors may be mentioned here – N.A.
For and on behalf of K Raheja Corp Investment Managers Private Limited (Formerly known as K Raheja Corp Investment Managers LLP) (acting as the Manager to Mindspace Business Parks REIT) <div style="display: flex; align-items: center;"><div style="margin-right: 10px;">Chanda Nikhil Makhija Thadani</div><div style="border-left: 1px solid black; padding-left: 5px; font-size: 0.8em;"><div style="text-align: center;">Digitally signed by Chanda Nikhil Makhija Thadani Date: 2023.07.21 11:56:10 +05'30'</div></div></div> Chanda Makhija Thadani Company Secretary and Compliance Officer



ANNEX III

Format to be submitted by Manager within three months from the end of financial year.

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No /NA) refer note below
<i>Copy of annual report of the REIT including balance sheet, profit and loss account, governance report, secretarial compliance report displayed on Website</i>	<i>26D, 26E and Circular dated December 29, 2016</i>	Yes
<i>Presence of Chairperson of Audit Committee at the Annual Meeting of Unitholders</i>	26A	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the Annual Meeting of Unitholders</i>	26A	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the Annual Meeting of Unitholders</i>	26A	Yes
<i>Whether "Governance Report" and "Secretarial Compliance Report" disclosed in Annual Report of the REIT</i>	<i>26D and 26E</i>	Yes

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Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Manager would like to provide any other information the same may be indicated here.

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

Chanda Nikhil
Makhija
Thadani

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Chanda Nikhil
Makhija Thadani
Date: 2023.07.21
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**Chanda Makhija Thadani
Company Secretary and Compliance Officer**

**K Raheja Corp Investment Managers Private Limited
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Report on Corporate Governance for the quarter ended September 30, 2023

1. Name of REIT: **Mindspace Business Parks REIT ("Mindspace REIT")**
2. Name of the Manager: **K Raheja Corp Investment Managers Private Limited (Formerly known as K Raheja Corp Investment Managers LLP) w.e.f. July 7, 2023**
3. Quarter ending: **September 30, 2023**

I. Composition of Board of Directors of the Manager											
Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairper son /Non- Independ ent/Indep endent / Nominee)	Initial Date of Appoint ment	Date of Re- app ointment	Date of Cessati on	Tenure*	No. of directo rship in all Manag ers/Inv estme nt Manag ers of REIT/In vIT and listed entitie s, includi ng this Manag er	No. of Indepen dent Directors hip in all Managers /Investme nt Managers of REIT/InvIT and listed entities including this Manager	Number of membershi ps in Audit/ Stakehold er Committee (s) in all Managers/I nvestment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)	Number of post of Chairperson in Audit/ Stakeholder Committee in all Managers/I nvestment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)
Mr.	Deepak Ghaisas	DIN: 00001811	Independe nt	11-07-2023	-	-	3 months	1	1	2	1

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Ms.	Manisha Girotra	DIN: 00774574	Independent	11-07-2023	-	-	3 months	2	2	1	-
Mr.	Bobby Parikh	DIN: 00019437	Independent	11-07-2023	-	-	3 months	4	4	7	4
Mr.	Manish Kejriwal	DIN: 00040055	Independent	11-07-2023	-	-	3 months	3	1	1	1
Mr.	Vinod Rohira	DIN: 00460667	Non - Independent	01-09-2023	-	-	1 month	1	-	1	-
Mr.	Ravi C. Raheja	DIN: 00028044	Non-Independent	07-07-2023	-	-	Not Applicable	3	-	6	1
Mr.	Neel C. Raheja	DIN: 00029010	Non-Independent	07-07-2023	-	-	Not Applicable	3	-	5	-

**Note: K Raheja Corp Investment Managers LLP (KRCIMLLP), Manager to Mindspace Business Parks REIT was converted from Limited Liability Partnership ("LLP") into Private Limited Company viz. K Raheja Corp Investment Managers Private Limited ("KRCIMPL") with effect from July 7, 2023. Consequently, the Independent Directors of KRCIMLLP were appointed on the Board of KRCIMPL w.e.f. July 11, 2023 and re-appointed by the Shareholders of KRCIMPL w.e.f. September 20, 2023. Mr. Ravi C. Raheja and Mr. Neel C. Raheja are the first directors of KRCIMPL w.e.f. July 7, 2023.*

Tenure of Independent Directors prior to conversion from KRCIMLLP to KRCIMPL

Names of the Directors	Date of Appointment prior to Conversion	Tenure
Mr. Deepak Ghaisas	20-11-2019	43 months
Mr. Bobby Parikh	17-12-2019	42 months
Ms. Manisha Girotra	20-11-2019	43 months
Mr. Manish Kejriwal	02-02-2022	17 months

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II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Non-Independent/ Independent/Nominee) #	Date of Appointment (Refer Note)	Date of Cessation
1. Audit Committee	Yes	Mr. Bobby Parikh	Chairperson- Independent member	17-07-2023	-
		Mr. Deepak Ghaisas	Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-Independent member	17-07-2023	-
2. Nomination & Remuneration Committee	Yes	Mr. Bobby Parikh	Chairperson- Independent member	17-07-2023	-
		Ms. Manisha Girotra	Independent member	17-07-2023	-
		Mr. Manish Kejriwal	Independent member	17-07-2023	-
3. Risk Management Committee	Yes	Mr. Manish Kejriwal	Chairperson- Independent member	17-07-2023	-
		Mr. Bobby Parikh	Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-Independent member	17-07-2023	-
		Mr. Vinod Rohira	Non-Independent member	17-07-2023	-
		Ms. Preeti Chheda	Chief Financial Officer	17-07-2023	-
4. Stakeholders' Relationship Committee	Yes	Mr. Deepak Ghaisas	Chairperson- Independent member	17-07-2023	-
		Mr. Ravi C. Raheja	Non-Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-Independent member	17-07-2023	-

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#For Board members who fit into more than one Category, all Categories are mentioned and separated by hyphen for the respective Board member

Note: K Raheja Corp Investment Managers LLP (KRCIMLLP), Manager to Mindspace Business Parks REIT was converted from Limited Liability Partnership ("LLP") into Private Limited Company viz. K Raheja Corp Investment Managers Private Limited ("KRCIMPL") with effect from July 7, 2023. Consequently, the Committees of KRCIMLLP have been constituted as the Committees of KRCIMPL w.e.f. July 17, 2023.

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter##</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met* Yes / No</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
04-05-2023	11-07-2023	Yes	6	4	68 (04-05-2023 to 11-07-2023)
	17-07-2023	Yes	6	4	5 (11-07-2023 to 17-07-2023)
	25-07-2023	Yes	6	4	7 (17-07-2023 to 25-07-2023)
	07-08-2023	Yes	6	4	12 (25-07-2023 to 07-08-2023)
	22-09-2023	Yes	4	3	45 (07-08-2023 to 22-09-2023)
* to be filled in only for the current quarter meetings					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter**</i>	<i>Whether requirement of Quorum met (details)* Yes / No</i>	<i>Number of directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee					
25-07-2023	Yes	3	2	04-05-2023	82 (04-05-2023 to 25-07-2023)
Nomination & Remuneration Committee					
07-08-2023	Yes	3	3	04-05-2023	95 (04-05-2023 to 07-08-2023)
Stakeholders' Relationship Committee#					
20-07-2023	Yes	3	1	11-04-2023	99 (11-04-2023 to 20-07-2023)
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					

K Raheja Corp Investment Managers LLP (KRCIMLLP), Manager to Mindspace Business Parks REIT was converted from Limited Liability Partnership ("LLP") into Private Limited Company viz. K Raheja Corp Investment Managers Private Limited ("KRCIMPL") with effect from July 7, 2023. Consequently, the Committees of KRCIMLLP have been constituted as the Committees of KRCIMPL w.e.f. July 17, 2023.

V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014 - **Yes**
2. The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014
 - a) Audit Committee - **Yes**
 - b) Nomination & Remuneration Committee - **Yes**
 - c) Stakeholders Relationship Committee - **Yes**
 - d) Risk management committee –**Yes.**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014 – **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014 – **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the Manager- **Yes, the previous reports have been submitted.**
Any comments/ observations/advice of the board of directors may be mentioned here – **N.A.**

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

Chanda Nikhil

Makhija Thadani

Digitally signed by Chanda Nikhil
Makhija Thadani
Date: 2023.10.20 15:58:22 +05'30'

**Chanda Makhija Thadani
Company Secretary and Compliance Officer
Membership No: FC6091**

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Report on Corporate Governance for the quarter ended December 31, 2023

1. Name of REIT: **Mindspace Business Parks REIT ("Mindspace REIT")**
2. Name of the Manager: **K Raheja Corp Investment Managers Private Limited (Formerly known as K Raheja Corp Investment Managers LLP)**
3. Quarter ending: **December 31, 2023**

I. Composition of Board of Directors of the Manager											
Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Non- Independent /Independent / Nominee)	Initial Date of Appoint ment	Date of Re- app ointment	Date of Cessati on	Tenure*	No. of directo rship in all Manag ers/Inv estme nt Manag ers of REIT/In vIT and listed entitie s, includi ng this Manag er	No. of Indepen dent Directors hip in all Managers /Investme nt Managers of REIT/InvIT and listed entities including this Manager	Number of membershi ps in Audit/ Stakehold er Committee (s) in all Managers/I nvestment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)	Number of post of Chairperson in Audit/ Stakeholder Committee in all Managers/I nvestment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)
Mr.	Deepak Ghaisas	DIN: 00001811	Independent	11-07-2023	-	-	6 months	1	1	4	3

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Mr.	Bobby Parikh	DIN: 00019437	Independent	11-07-2023	-	-	6 months	4	4	8	5
Ms.	Manisha Girotra	DIN: 00774574	Independent	11-07-2023	-	-	6 months	2	2	1	-
Mr.	Manish Kejriwal	DIN: 00040055	Independent	11-07-2023	-	-	6 months	3	1	1	1
Mr.	Ravi C. Raheja	DIN: 00028044	Non-Independent	07-07-2023	-	-	Not Applicable	3	-	8	1
Mr.	Neel C. Raheja	DIN: 00029010	Non-Independent	07-07-2023	-	-	Not Applicable	3	-	7	-
Mr.	Vinod Rohira	DIN: 00460667	Non - Independent	01-09-2023	-	-	Not Applicable	1	-	1	-

**Note: K Raheja Corp Investment Managers LLP ("KRCIMLLP"), Manager to Mindspace Business Parks REIT was converted from a limited liability partnership ("LLP") into a private limited company viz. K Raheja Corp Investment Managers Private Limited ("KRCIMPL") with effect from July 7, 2023. Consequently, the independent directors of KRCIMLLP were appointed on the board of directors of KRCIMPL with effect from July 11, 2023 and appointed by the Shareholders of KRCIMPL with effect from September 20, 2023. Mr. Ravi C. Raheja and Mr. Neel C. Raheja are the first directors of KRCIMPL with effect from July 7, 2023.*

Tenure of Independent Directors prior to conversion from KRCIMLLP to KRCIMPL

Names of the Directors	Date of Appointment prior to Conversion	Tenure
Mr. Deepak Ghaisas	20-11-2019	46 months
Mr. Bobby Parikh	17-12-2019	45 months
Ms. Manisha Girotra	20-11-2019	46 months
Mr. Manish Kejriwal	02-02-2022	20 months

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Non-Independent/ Independent/Nominee) #	Date of Appointment (Refer Note)	Date of Cessation
1. Audit Committee	Yes	Mr. Bobby Parikh	Chairperson- Independent member	17-07-2023	-
		Mr. Deepak Ghaisas	Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-independent member	17-07-2023	-
2. Nomination & Remuneration Committee	Yes	Mr. Bobby Parikh	Chairperson- Independent member	17-07-2023	-
		Ms. Manisha Girotra	Independent member	17-07-2023	-
		Mr. Manish Kejriwal	Independent member	17-07-2023	-
3. Risk Management Committee	Yes	Mr. Manish Kejriwal	Chairperson- Independent member	17-07-2023	-
		Mr. Bobby Parikh	Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-independent member	17-07-2023	-
		Mr. Vinod Rohira	Non-independent member	17-07-2023	-
		Ms. Preeti Chheda	Chief Financial Officer	17-07-2023	-
		Mr. Ramesh Nair	Chief Executive Officer	30-10-2023	-
4. Stakeholders' Relationship Committee	Yes	Mr. Deepak Ghaisas	Chairperson- Independent member	17-07-2023	-
		Mr. Ravi C. Raheja	Non-independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-Independent member	17-07-2023	-

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III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter##</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met* Yes / No</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
11-07-2023	-	-	-	-	-
17-07-2023	-	-	-	-	-
25-07-2023	-	-	-	-	-
07-08-2023	-	-	-	-	-
22-09-2023	30-10-2023	Yes	5	3	37 (22-09-2023 to 30-10-2023)
	29-11-2023	Yes	7	4	29 (30-10-2023 to 29-11-2023)
* to be filled in only for the current quarter meetings					
## K Raheja Corp Investment Managers LLP (KRCIMLLP), Manager to Mindspace Business Parks REIT was converted from Limited Liability Partnership ("LLP") into Private Limited Company viz. K Raheja Corp Investment Managers Private Limited ("KRCIMPL") with effect from July 7, 2023. Consequently, the Committees of KRCIMLLP have been constituted as the Committees of KRCIMPL w.e.f. July 17, 2023.					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter**</i>	<i>Whether requirement of Quorum met (details)* Yes / No</i>	<i>Number of directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee					
28-10-2023	Yes	3	2	25-07-2023	94 (25-07-2023 to 28-10-2023)
Nomination & Remuneration Committee					
30-10-2023	Yes	3	3	07-08-2023	83 (07-08-2023 to 30-10-2023)
29-11-2023	Yes	3	3	-	29 (30-10-2023 to 29-11-2023)
Stakeholders' Relationship Committee					
17-10-2023	Yes	3	1	20-07-2023	88 (20-07-2023 to 17-10-2023)

Risk Management Committee

30-10-2023	Yes	5	2	04-05-2023	178 (04-05-2023 to 30-10-2023)
<p><i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i></p> <p><i>**to be filled in only for the current quarter meetings</i></p>					

V. Affirmations

- The composition of board of directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014, as amended ("SEBI REIT Regulations")- **Yes**
- The composition of the following committees is in terms of the SEBI REIT Regulations
 - Audit Committee - **Yes**
 - Nomination and Remuneration Committee - **Yes**
 - Stakeholders Relationship Committee - **Yes**
 - Risk Management Committee –**Yes.**
- The members of the respective committees of the board of directors have been made aware of their powers, role and responsibilities as specified in the SEBI REIT Regulations – **Yes**
- The meetings of the board of directors and the committees have been conducted in the manner as specified in the SEBI REIT Regulations– **Yes**
- This report and/or the report submitted in the previous quarter has been placed before board of directors of the Manager- **Yes, the previous reports have been submitted.**
Any comments/ observations/advice of the board of directors may be mentioned here – **None**

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

BHARAT
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SANGHAVI

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Bharat Sanghavi
Company Secretary and Compliance Officer
Membership No: A13157

Report on Corporate Governance for the quarter ended March 31, 2024

1. Name of REIT: **Mindspace Business Parks REIT (“Mindspace REIT”)**
2. Name of the Manager: **K Raheja Corp Investment Managers Private Limited (Formerly known as K Raheja Corp Investment Managers LLP)**
3. Quarter ending: **March 31, 2024.**

I. Composition of Board of Directors of the Manager											
Title (Mr. / Ms.)	Name of the Director	\$PAN & DIN	Category (Chairperson /Non- Independent/ Independent / Nominee) &	Initial Date of Appointment	Date of Re- app ointme nt	Date of Cessation	Tenure*	No. of directorship in all Managers/ Investment Managers of REIT/InvIT and listed entities, including this Manager	No. of Independent Directors hip in all Managers/ Investment Managers of REIT/InvIT and listed entities including this Manager	Number of memberships in Audit/ Stakeholder Committee (s) in all Managers/ Investment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)	Number of post of Chairperson in Audit/ Stakeholder Committee in all Managers/ Investment Managers of REIT/InvIT and listed entities, including this Manager (Refer Regulation 26A of REIT Regulations)
Mr.	Deepak Ghaisas	00001811	Independent	11-07-2023	-	-	9 months	1	1	4	3
Mr.	Bobby Parikh	00019437	Independent	11-07-2023	-	-	9 months	4	4	8	5

**K Raheja Corp Investment Managers Private Limited
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Phone: +91 – 22- 2656 4000 | www.mindspacereit.com

Ms.	Manisha Girotra	00774574	Independent	11-07-2023	-	-	9 months	3	3	1	-
Mr.	Manish Kejriwal	00040055	Independent	11-07-2023	-	-	9 months	4	2	1	1
Mr.	Ravi C. Raheja	00028044	Non-Independent	07-07-2023	-	-	Not Applicable	3	-	5	1
Mr.	Neel C. Raheja	00029010	Non-Independent	07-07-2023	-	-	Not Applicable	3	-	8	-
Mr.	Vinod Rohira	00460667	Non - Independent	01-09-2023	-	-	Not Applicable	1	-	3	-

Whether Regular chairperson appointed- **Yes**

Whether Chairperson is related to managing director or CEO- **No**

SPAN of any director would not be displayed on the website of Stock Exchange.

& Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

**to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the Manager in continuity without any cooling off period.*

**Note: K Raheja Corp Investment Managers LLP ("KRCIMLLP"), Manager to Mindspace Business Parks REIT was converted from a limited liability partnership ("LLP") into a private limited company viz. K Raheja Corp Investment Managers Private Limited ("KRCIMPL") with effect from July 7, 2023. Consequently, the independent directors of KRCIMLLP were appointed on the board of directors of KRCIMPL with effect from July 11, 2023 and appointed by the Shareholders of KRCIMPL with effect from September 20, 2023. Mr. Ravi C. Raheja and Mr. Neel C. Raheja are the first directors of KRCIMPL with effect from July 7, 2023.*

Tenure of Independent Directors prior to conversion from KRCIMLLP to KRCIMPL

Names of the Directors	Date of Appointment prior to Conversion	Tenure
Mr. Deepak Ghaisas	20-11-2019	46 months
Mr. Bobby Parikh	17-12-2019	45 months
Ms. Manisha Girotra	20-11-2019	46 months
Mr. Manish Kejriwal	02-02-2022	20 months

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Non-Independent/ Independent/Nominee) #	Date of Appointment (Refer Note)	Date of Cessation
1. Audit Committee	Yes	Mr. Bobby Parikh	Chairperson- Independent member	17-07-2023	-
		Mr. Deepak Ghaisas	Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-independent member	17-07-2023	-
2. Nomination & Remuneration Committee	Yes	Mr. Bobby Parikh	Chairperson- Independent member	17-07-2023	-
		Ms. Manisha Girotra	Independent member	17-07-2023	-
		Mr. Manish Kejriwal	Independent member	17-07-2023	-
3. Risk Management Committee	Yes	Mr. Manish Kejriwal	Chairperson- Independent member	17-07-2023	-
		Mr. Bobby Parikh	Independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-independent member	17-07-2023	-
		Mr. Vinod Rohira	Non-independent member	17-07-2023	-
		Ms. Preeti Chheda	Chief Financial Officer	17-07-2023	-
		Mr. Ramesh Nair	Chief Executive Officer	30-10-2023	-
4. Stakeholders' Relationship Committee	Yes	Mr. Deepak Ghaisas	Chairperson- Independent member	17-07-2023	-
		Mr. Ravi C. Raheja	Non-independent member	17-07-2023	-
		Mr. Neel C. Raheja	Non-independent member	17-07-2023	-

K Raheja Corp Investment Managers Private Limited
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III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met* Yes / No</i>	<i>Number of Directors present*</i>	<i>Number of independent Directors present*</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
30-10-2023	-	-	-	-	
29-11-2023	-	-	-	-	
	29-01-2024	Yes	7	4	60 (29-11-2023 to 29-01-2024)
<i>* to be filled in only for the current quarter meetings</i>					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter**</i>	<i>Whether requirement of Quorum met (details)* Yes / No</i>	<i>Number of directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee					
29-01-2024	Yes	3	2	28-10-2023	92 (28-10-2023 to 29-01-2024)
Nomination & Remuneration Committee					
-	-	-	-	29-11-2023	-
Stakeholders' Relationship Committee					
17-01-2024	Yes	2	1	17-10-2023	91 (17-10-2023 to 17-01-2024)
Risk Management Committee					
-	-	-	-	30-10-2023	-
<i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					

V. Affirmations

1. The composition of board of directors is in terms of Securities Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended ("**SEBI REIT Regulations**")- **Yes**
2. The composition of the following committees is in terms of the SEBI REIT Regulations
 - a) Audit Committee - **Yes**
 - b) Nomination and Remuneration Committee - **Yes**
 - c) Stakeholders Relationship Committee - **Yes**
 - d) Risk Management Committee –**Yes.**
3. The members of the respective committees of the board of directors have been made aware of their powers, role and responsibilities as specified in the SEBI REIT Regulations – **Yes**
4. The meetings of the board of directors and the committees have been conducted in the manner as specified in the SEBI REIT Regulations– **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before board of directors of the Manager- **Yes, the previous reports have been submitted.**
Any comments/ observations/advice of the board of directors may be mentioned here – **None**

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

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Bharat Sanghavi
Company Secretary and Compliance Officer
Membership No: A13157

Format to be submitted by Manager for the financial year ended March 31, 2024

I. Disclosure on website of REIT in terms of Master Circular vide no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023		
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If Yes provide link to website. If No / NA provide reasons</i>
a) Details of business	Yes	https://www.mindspacereit.com/about-us#page1
b) Financial information including complete copy of the Annual Report including Balance Sheet, Profit and Loss Account, etc.	Yes	https://www.mindspacereit.com/investor-relations/quarterly-results#ir
c) Contact information of the designated officials of the company who are responsible for assisting and handling investor grievances	Yes	https://www.mindspacereit.com/investor-relations/retail-investors#ir
d) Email ID for grievance redressal and other relevant details	Yes	https://www.mindspacereit.com/investor-relations/retail-investors#ir
e) Information, report, notices, call letters, circulars, proceedings, etc. concerning units	Yes	https://www.mindspacereit.com/investor-relations/annual-meeting#ir
f) All information and reports including compliance reports filed by REIT with respect to units	Yes	https://www.mindspacereit.com/investor-relations/compliance-reports#ir
g) All intimations and announcements made by REIT to the stock exchanges	Yes	https://www.mindspacereit.com/investor-relations/stock-exchange-filings#ir

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h) All complaints including SCORES complaints received by the REIT	Yes	https://www.mindspacereit.com/investor-relations/stock-exchange-filings#ir
i) Any other information which may be relevant for the investors	-	-
<i>It is certified that these contents on the website of the REIT are correct.</i>		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	2(1)(qai)	Yes
<i>Board composition</i>	4(2)(e)(iv), 26A, 26B(1)	Yes
<i>Meeting of board of directors</i>	26A	Yes
<i>Quorum of board meeting</i>	26B(2)	Yes
<i>Review of Compliance Reports</i>	26B(3)	Yes
<i>Plans for orderly succession for Appointments</i>	26A	Yes
<i>Code of Conduct</i>	26A	Yes
<i>Minimum Information</i>	26B(4)	Yes
<i>Compliance Certificate</i>	26B(5)	Yes
<i>Risk Assessment & Management</i>	26A	Yes
<i>Performance Evaluation of Independent Directors</i>	26A	Yes
<i>Recommendation of Board</i>	26B(6)	Yes
<i>Composition of Audit Committee</i>	26A	Yes
<i>Meeting of Audit Committee</i>	26A	Yes

<i>Composition of Nomination & Remuneration Committee</i>	26A	Yes
<i>Quorum of Nomination and Remuneration Committee Meeting</i>	26A	Yes
<i>Meeting of Nomination & Remuneration Committee</i>	26A	Yes
<i>Composition of Stakeholder Relationship Committee</i>	26A	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	26A	Yes
<i>Composition and role of Risk Management Committee</i>	26A	Yes
<i>Meeting of Risk Management Committee</i>	26A	Yes
<i>Vigil Mechanism</i>	26C	Yes
<i>Approval for related party Transactions</i>	19(5), 19(7), 22(5)(a)	Yes
<i>Disclosure of related party transactions</i>	19(1)	Yes
<i>Annual Secretarial Compliance Report</i>	26D	Yes
<i>Alternate Director to Independent Director</i>	26A	NA
<i>Maximum Tenure of Independent Director</i>	26A	Yes
<i>Meeting of Independent directors</i>	26A	Yes
<i>Familiarization of Independent directors</i>	26A	Yes
<i>Declaration from Independent Director</i>	26A	Yes
<i>Directors and Officers insurance</i>	26A	Yes
<i>Memberships in Committees</i>	26A	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26A	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26A	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of REIT Regulations, "Yes" may be indicated. Similarly, in case the REIT has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Manager would like to provide any other information the same may be indicated here.

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

BHARAT KANAKLAL SANGHAVI
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**Bharat Sanghavi
Company Secretary and Compliance Officer
Membership No.: A13157**