



6TH ANNUAL MEETING OF _____ EMBASSY OFFICE PARKS REIT





EMBASSY OFFICE PARKS REIT

(A Real Estate Investment Trust registered with the Securities and Exchange Board of India with registration no. IN/REIT/17-18/0001)

Principal place of business: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560032
Tel #: +91 80 69354857

Compliance Officer: Ms. Viniitha Menon

E-mail: secretarial@embassyofficeparks.com; Website: www.embassyofficeparks.com

NOTICE OF SIXTH ANNUAL MEETING

NOTICE IS HEREBY GIVEN THAT THE SIXTH ANNUAL MEETING (“AM”) OF THE UNITHOLDERS OF EMBASSY OFFICE PARKS REIT (“EMBASSY REIT”) WILL BE HELD ON THURSDAY, JUNE 27, 2024, AT 1100 HRS IST AT GRAND BALLROOM, FOUR SEASONS HOTEL, EMBASSY ONE, NO.8 BELLARY ROAD, GANGANAGAR, BANGALORE - 560063, TO TRANSACT THE FOLLOWING BUSINESSES. UNITHOLDERS MAY ALSO PARTICIPATE THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”).

ORDINARY BUSINESS

ITEM NO. 1: TO CONSIDER, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF EMBASSY REIT FOR THE YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORT OF THE AUDITOR THEREON AND THE ANNUAL REPORT ON PERFORMANCE OF EMBASSY REIT.

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to Regulation 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Embassy Office Parks Management Services Private Limited, Manager to Embassy REIT (“**Manager**”), the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of Embassy Office Parks REIT (“**Embassy REIT**”) for the year ended March 31, 2024, together with the Report of the Auditor and the annual report on the performance of Embassy REIT, be and are hereby approved and adopted.

RESOLVED FURTHER THAT the Board of Directors of the Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Embassy REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings as may be deemed necessary to give effect to the above resolution, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of Embassy REIT, as it may deem fit.”

ITEM NO. 2: TO CONSIDER, APPROVE AND ADOPT THE VALUATION REPORT ISSUED BY MS. L ANURADHA, MRICS, INDEPENDENT VALUER FOR THE VALUATION OF EMBASSY REIT’S PORTFOLIO AS AT MARCH 31, 2024.

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(iii) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to Regulation 21 and 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Embassy Office Parks Management Services Private Limited, Manager to Embassy REIT (“**Manager**”), the Valuation Report of Embassy Office Parks REIT (“**Embassy REIT**”) issued by Ms. L Anuradha, MRICS, Independent Valuer with registration number IBBI/RV/02/2022/14979, with the independent property consultant review services provided by Cushman & Wakefield (India) Private Limited, for the valuation of Embassy REIT’s portfolio as at March 31, 2024, be and are hereby approved and adopted.

RESOLVED FURTHER THAT the Board of Directors of the Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Embassy REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings as may be deemed necessary to give effect to the above resolution, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of Embassy REIT, as it may deem fit.”

ITEM NO. 3: TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF AND FEES PAYABLE TO S. R. BATLIBOI & ASSOCIATES LLP, AS THE STATUTORY AUDITORS OF EMBASSY REIT FOR A SECOND TERM OF FIVE YEARS FOR THE FINANCIAL YEARS 2024-25 TO 2028-29.

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(ii) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“**RESOLVED THAT** pursuant to Regulations 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (“**REIT Regulations**”), and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Embassy Office Parks Management Services Private Limited, Manager to Embassy REIT (“**Manager**”), the Unitholders hereby approve the re-appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditors of Embassy Office Parks REIT (“**Embassy REIT**”) for the second consecutive term of five years in terms of the REIT Regulations for the Financial Years 2024-2025 to 2028-2029 on such terms and conditions, including fees, as may be mutually decided between the Statutory Auditors and the Board of Directors of the Manager.

RESOLVED FURTHER THAT the Board of Directors of the Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Embassy REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such letters and other writings as may be deemed necessary to give effect to the above resolutions, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of Embassy REIT, as it may deem fit.”

For and on behalf of **Embassy Office Parks REIT** acting through the Manager, **Embassy Office Parks Management Services Private Limited**

Sd/-

Vinitha Menon

Company Secretary and Compliance Officer
A25036

Date: June 03, 2024

Place: Bengaluru

NOTES:

1. Pursuant to the Chapter 9 of the SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024 (“**Circular**”), issued by the Securities and Exchange Board of India REITs are allowed to hold the AM through OAVM, without the physical presence of Unitholders at a common venue. In order to enable the unitholders to avail the benefit of physical participation, Embassy REIT shall be conducting the meeting through physical presence at the venue of the AM and also through Video Conferencing Mode (“**VC**”) / Other Audio-Visual Mode (“**OAVM**”) in compliance with the Circular. Remote e-voting facility shall also be provided prior to the physical meeting and on the day of the meeting for Unitholders to vote electronically.
2. Unitholders (such as companies or body corporates) are entitled to appoint authorized representatives to attend the AM through VC/ OAVM or in person and participate there at and cast their votes through . Proxy forms can be submitted in case of physical attendance but the same shall not be applicable in case of participating by electronic means.
3. **A UNITHOLDER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE AM IN CASE OF PHYSICAL PARTICIPATION, AND SUCH PROXY NEED NOT BE A UNITHOLDER OF EMBASSY REIT**
4. The Instrument appointing a proxy, must be deposited with Embassy REIT at WeWork Unit No:106, Embassy One, Pinnacle, Ground Floor, No. 8, Bellary Road, Dena Bank Colony, Ganganagar, Bengaluru - 560032, Karnataka, not less than 48 hours prior to the convening of the AM.
5. Unitholders who have already cast their votes by remote e-voting are eligible to attend the AM. However, such Unitholders are not entitled to cast their vote again in the AM. A Unitholder can opt to vote only on a single mode in the meeting, i.e., through remote e-voting or voting at the AM. In case a Unitholder casts votes by both the modes then voting done through remote e-voting facility shall prevail and voting at the AM shall not be considered.
6. Explanatory statement setting out material facts, relating to businesses to be transacted at the AM is provided under **Annexure A**. The proxy form is enclosed with this Notice.
7. Pursuant to the SEBI Circulars, the Notice of the AM along with the Annual Report for the year ended 2023-24 is being sent in electronic form only to those Unitholders whose email addresses are registered with the Registrar and Share Transfer Agent of Embassy REIT / Depositories. The Notice calling the AM has been uploaded on the website of Embassy REIT at <https://www.embassyofficeparks.com/investors/regulatory-filings/> The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited (“**BSE**”) and The National Stock Exchange of India Limited (“**NSE**”) at www.bseindia.com and www.nseindia.com respectively and the AM Notice is also available on the website of National Securities Depository Limited (“**NSDL**”) (agency for providing the Remote e-voting facility) i.e. <https://www.evoting.nsdl.com/>
8. With regard to Item No.1 of this Notice, the Unitholders are requested to download the Annual Audited Standalone and Consolidated Financial Statements of Embassy REIT (prepared under Indian Accounting Standard “**Ind AS**”) for the year ended March 31, 2024 and the reports of the Auditor thereon, from the website of Embassy REIT using the link <https://www.embassyofficeparks.com/investors/financial-results/> or may write to Embassy Office Parks Management Services Private Limited (“**Manager**”) to Embassy REIT at the Email ID: secretarial@embassyofficeparks.com for the electronic copy of the aforementioned financial statements.
9. The Valuation Report dated May 30, 2024 issued by Ms. L Anuradha, MRICS, Independent Valuer of Embassy REIT, with the independent property consultant review report provided by Cushman & Wakefield (India) Private Limited, for the valuation of Embassy REIT’s portfolio as on March 31, 2024 is available on Embassy REIT’s website at: <https://www.embassyofficeparks.com/investors/regulatory-filings/>
10. Relevant documents referred to in the accompanying Notice, if any, are open for inspection by the Unitholders by mentioning the name, demat account number, e-mail id, mobile number to secretarial@embassyofficeparks.com. The Unitholders can also request copies of the same by sending the request to the corporate office of Embassy REIT on all working days (i.e. all days except Saturdays, Sundays and public holidays) between 11.00 a.m. and 5.00 p.m. up to the date of the AM (i.e., June 27, 2024) accompanying the necessary details mentioned above.



11. The manner of voting on the proposed resolutions is restricted only to voting through electronic means (“e-voting”).
12. The Manager, on behalf of Embassy REIT, has engaged the services of NSDL for the purpose of providing remote e-voting facility to the Unitholders. The Unitholders as on the cut-off date, Thursday, June 20, 2024 (“the Cut-Off Date”) can exercise their right to vote by electronic voting systems from a place other than venue of the AM (“Remote e-voting”) on any or all of the items of business specified in the AM Notice. The remote e-voting period commences at **0900 Hrs IST on Saturday, June 22, 2024** and ends at **1700 Hrs IST on Wednesday, June 26, 2024**. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled by National Securities Depository Limited upon expiry of the aforesaid period. The e-voting facility shall also be provided on the day of the AM for Unitholders who have not cast their vote through Remote e-voting. Details of the process and manner of Remote e-voting along with the User ID and Password is provided under **Annexure B**.
13. The route map for reaching the AM venue along with a prominent landmark is provided under **Annexure C**.
14. Unitholders may note that in accordance with Chapter 9 of the Circular, only the Unitholders whose email IDs are updated with the depository would be able to cast their vote through remote e-voting facility. Unitholders whose email IDs are not registered are therefore requested to update their email ID with their depository in order to cast vote through remote e-voting facility or contact the registrar and transfer agent.
15. Any person who acquires Units of Embassy REIT and becomes a Unitholder of Embassy REIT after the dispatch of the Notice, and holds Units as on the Cut-Off Date, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in or contact KFin Technologies Limited (“KFinTech”) at +91 40 79615205.
16. Once the vote on a resolution is cast by the Unitholder, the Unitholder shall not be allowed to change it subsequently and the remote e-voting module shall be disabled by NSDL for voting thereafter. A person who is not a Unitholder as on the Cut-off Date will not be entitled to vote and should treat this AM Notice for information purpose only .
17. Unitholders on the day of the AM shall login through their user ID and password on the e-voting website of NSDL. The link shall be available in the Unitholder login where the EVEN of Embassy REIT 128694 will be displayed. On clicking the link, the Member will be able to view the webcasting of the AM Proceedings. The VC facility will be available on Thursday, June 27, 2024 from 1030 Hrs IST onwards till the conclusion of the AM.
18. The Unitholders will be able to view the proceedings of AM on NSDL’s e-voting website at <https://www.evoting.nsdl.com> and on Embassy REIT’s website at <https://www.embassyofficeparks.com/investors/events-unitholder-meetings/>
19. Unitholders are requested to address all correspondence, including distribution matters, to the Registrar and Transfer Agent, KFin Technologies Limited at distribution.reit@embassyofficeparks.com
20. SEBI has mandated the submission of Permanent Account Number (“PAN”) by every participant in the securities market. Unitholders are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
21. The Chairman shall, at the end of the AM, allow voting on the resolutions by use of e-voting system for all those Unitholders who are present during the AM in person or through VC/OAVM but have not cast their votes by availing the e-voting facility available at the venue or remote e-voting facility.
22. The Board of Directors of the Manager have appointed Ms. Rupal D Jhaveri (M. No: F5441; CP No: 4225), a Company Secretary in Practice, as the Scrutinizer to scrutinize the evoting process in a fair and transparent manner.
23. The Scrutinizer shall immediately after scrutinizing the votes cast by remote e-voting and e-voting at the venue, make a Scrutinizer’s Report of the votes cast in favour or against, if any, and submit the same forthwith to the Chairperson of the Board of Directors of the Manager or a person authorized by him/her in writing, who shall countersign the same
24. The results of the voting along with Scrutinizer’s Report(s) will be available on the website of Embassy REIT (<https://www.embassyofficeparks.com/investors/regulatory-filings/>) and on NSDL’s website (<https://www.evoting.nsdl.com>) within two (2) working days of passing of the resolutions and communication of the same to BSE Limited and the National Stock Exchange of India Limited.
25. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AM i.e. Thursday, June 27, 2024.

26. In case of joint holders attending the AM, only such joint holder who is higher in the order of names will be entitled to vote at the AM.
27. Unitholders attending the meeting in person or through VC or OAVM shall be counted for the purpose of reckoning the quorum.
28. Those Unitholders who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their Depository Participants to enable servicing of notices/ documents/Annual Reports and other communications electronically to their e-mail address in future.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS:

As the AM is being conducted through VC / OAVM and physically, for the smooth conduct of proceedings of the AM, Unitholders are encouraged to express their views/ send their queries in advance, mentioning their Name, Demat Account Number, E-mail Id and Mobile Number to secretarial@embassyofficeparks.com. Only questions / queries received by Embassy REIT on or before 1200 Hrs IST on June 25, 2024 shall be considered and responded to during the AM.

Unitholders shall also be allowed to pose questions during the AM, by filling in a form on the day of the AM, at the venue of the AM.

For any queries in relation to attending the AM through video conferencing, Unitholders may write an email to secretarial@embassyofficeparks.com.

Annexure A

EXPLANATORY STATEMENT



ITEM NO:1

The Board of Directors of the Manager at its meeting held on April 25, 2024, have approved the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of Embassy REIT as at and for the year ended March 31, 2024 together with the Report of the Auditor. The Board of Directors of the Manager by way of a resolution passed through circulation on June 03, 2024 has approved the Annual Report on the performance of Embassy REIT. All these documents have been recommended to the Unitholders of Embassy REIT, for their approval and adoption.

Pursuant to Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, including any applicable circulars, notifications, guidelines and clarifications issued thereunder, each as amended from time to time (the **"REIT Regulations"**), the latest annual accounts and Annual Report on performance of Embassy REIT are required to be received, approved and adopted by the Unitholders in accordance with the REIT Regulations.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Key Managerial Personnel or Directors of Axis Trustee Services Limited (the **"Trustee"**) are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 1 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO:2

The Board of Directors of the Manager at its meeting held on April 25, 2024, took on record the Summary Valuation Report, dated April 22, 2024, issued by Ms. L Anuradha, MRICS, Independent Valuer with registration number IBBI/RV/02/2022/14979 along with the independent property consultant review report dated April 23, 2024 provided by Cushman & Wakefield (India) Private Limited, for the valuation of the portfolio as at March 31, 2024.

Further a detailed valuation report dated May 30, 2024 was issued by Ms. L Anuradha, MRICS, Independent Valuer, with the independent property consultant review services provided by Cushman & Wakefield (India) Private Limited. The Board of Directors of the Manager by way of a resolution passed through circulation on June 03, 2024, took on record the detailed valuation report. The detailed valuation report has been

recommended to the Unitholders of Embassy REIT, for their approval and adoption.

Pursuant to Regulation 22(4)(a)(iii) of the REIT Regulations, the latest Valuation Report is required to be received, considered, approved and adopted by the Unitholders of Embassy REIT in accordance with the REIT Regulations.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 2 by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO:3

The REIT Regulations require a REIT to appoint an individual or a firm as the auditor conduct audit of the accounts of the REIT and who shall hold office from the date of conclusion of the annual meeting in which the auditor has been appointed till the date of conclusion of the sixth annual meeting of the unitholders. Regulation 10(6A) of the REIT Regulations, inter alia, provides that Manager of a REIT may appoint an audit firm as the auditor for two terms of five consecutive years.

The Unitholders of Embassy REIT at their Annual Meeting held on July 25, 2019 had approved the appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditors of Embassy REIT for a term of five years commencing from the financial year 2019-20.

Since S.R. Batliboi & Associates LLP, (ICAI Firm Registration No: 101049W/E300004), have completed their first term as the Statutory Auditors of Embassy REIT, the Unitholders based on the recommendation of the Board of Directors of the Manager, are requested to approve the re-appointment of S.R. Batliboi & Associates LLP, (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditors of Embassy REIT, for the second consecutive term of five years commencing from the Financial Years 2024-25 to 2028-29.

The Board of Directors of the Manager at its meeting held on April 25, 2024, in consultation with Axis Trustee Services Limited, approved the re-appointment of S.R. Batliboi & Associates LLP, (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditors

of Embassy REIT, for the second consecutive term of five years commencing from the Financial Years 2024-25 to 2028-29, and has recommended the same to the Unitholders of Embassy REIT, for their approval.

A brief profile of S.R. Batliboi & Associates LLP is set out below:

S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) is a limited liability partnership firm of Chartered Accountants, registered with the Institute of Chartered Accountants of India and having its registered office at 22, Camac Street, Block B, 3rd Floor, Kolkata - 700016 .

S.R. Batliboi & Associates LLP have consented to their re-appointment as the Statutory Auditors of Embassy REIT and have confirmed that they are not disqualified to be re-appointed as the Statutory Auditors in terms of the provisions of REIT Regulations.

Pursuant to Regulation 22(4)(a)(ii) of the REIT Regulations, the appointment of auditor is required to be approved by the Unitholders of Embassy REIT.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 3 by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

Annexure B

Details of the process and manner of Remote e-voting and e-voting at the venue

How do I vote electronically using NSDL e-voting system?

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-voting system

A) Login method for e-voting and joining virtual meeting for individual unitholders holding securities in demat mode.

Individual unitholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for Individual unitholders holding securities in demat mode is given below:

Type of Unitholders	Type of Unitholders
Individual Unitholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Unitholders can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Type of Unitholders	Type of Unitholders
Individual Unitholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Unitholders who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-voting page without any further authentication. The Unitholders to login through Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on “Login” icon & New System Myeasi Tab and then type your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see the e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly. If the Unitholder is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. <ol style="list-style-type: none"> Alternatively, the Unitholder can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending an OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Unitholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining the AM and voting during the AM.

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Unitholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Unitholders holding securities in demat mode with NSDL	Unitholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
Individual Unitholders holding securities in demat mode with CDSL	Unitholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-voting and joining virtual meeting for Unitholders other than Individual Unitholders holding securities in demat mode and Unitholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Unitholders/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding units i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Unitholders who hold units in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Unitholders who hold units in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.

5. Password details for unitholders other than Individual unitholders are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for units held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - ii) If your email ID is not registered, please follow steps mentioned below in **process for those unitholders whose email IDs are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on **“Forgot User Details/Password”**(If you are holding units in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) If you are still unable to get the password, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - c) Unitholders can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on the “Login” button.
9. After you click on the “Login” button, Home page of e-voting will open.

Step 2: Cast your vote electronically and join Annual Meeting on NSDL e-voting system. How to cast your vote electronically and join Annual Meeting on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding units and whose voting cycle and Annual Meeting is in active status.
2. Select "EVEN" of Embassy Office Parks REIT 128694 for which you wish to cast your vote during the remote e-voting period and casting your vote during the Annual Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Annual Meeting".
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of units for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Unitholders

1. Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rupal@csrdj.com with a copy marked to evoting@nsdl.co.in.

Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Please note that login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Unitholders and e-voting user manual for Unitholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in.

Process for those Unitholders whose Email ID is not registered with the depositories for procuring User ID and password and registration of Email ID for e-voting for the resolutions set out in this Notice:

1. Please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to evoting@nsdl.co.in.
2. Alternatively Unitholders may send a request to evoting@nsdl.co.in for procuring User ID and password for e-voting by providing above mentioned documents.
3. Individual Unitholders holding Units in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

INSTRUCTIONS FOR UNITHOLDERS FOR e-voting ON THE DAY OF THE AM ARE SET OUT BELOW:

1. The procedure for e-voting on the day of the AM is same as the instructions mentioned above for remote e-voting.
2. Only those Unitholders who will be present in the AM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AM.
3. Unitholders who have voted through remote e-voting will be eligible to attend the AM. However, they will not be eligible to vote at the AM.

The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AM shall be the same person mentioned for Remote e-voting .
- 4.

INSTRUCTIONS FOR UNITHOLDERS FOR ATTENDING THE AM THROUGH VC/OAVM ARE AS UNDER:

1. As per SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024, the facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed until the expiry of 15 minutes after such scheduled time.
2. Unitholders will be provided with a facility to attend the AM through VC/OAVM through the NSDL e-voting system. Unitholders may access by following the steps mentioned above for **Access to NSDL e-voting system**. After successful login, you can see link of "VC/OAVM link" placed under "Join Annual meeting" menu against company name. You are requested to click on VC/OAVM link placed under **"Join General Meeting"** menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Embassy REIT 128694 will be displayed. Please note that the Unitholders who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
3. Unitholders are encouraged to join the Meeting through laptops for better experience.
4. Further Unitholders will be required to allow camera access and use internet with a good speed to avoid any disturbance during the meeting.
5. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

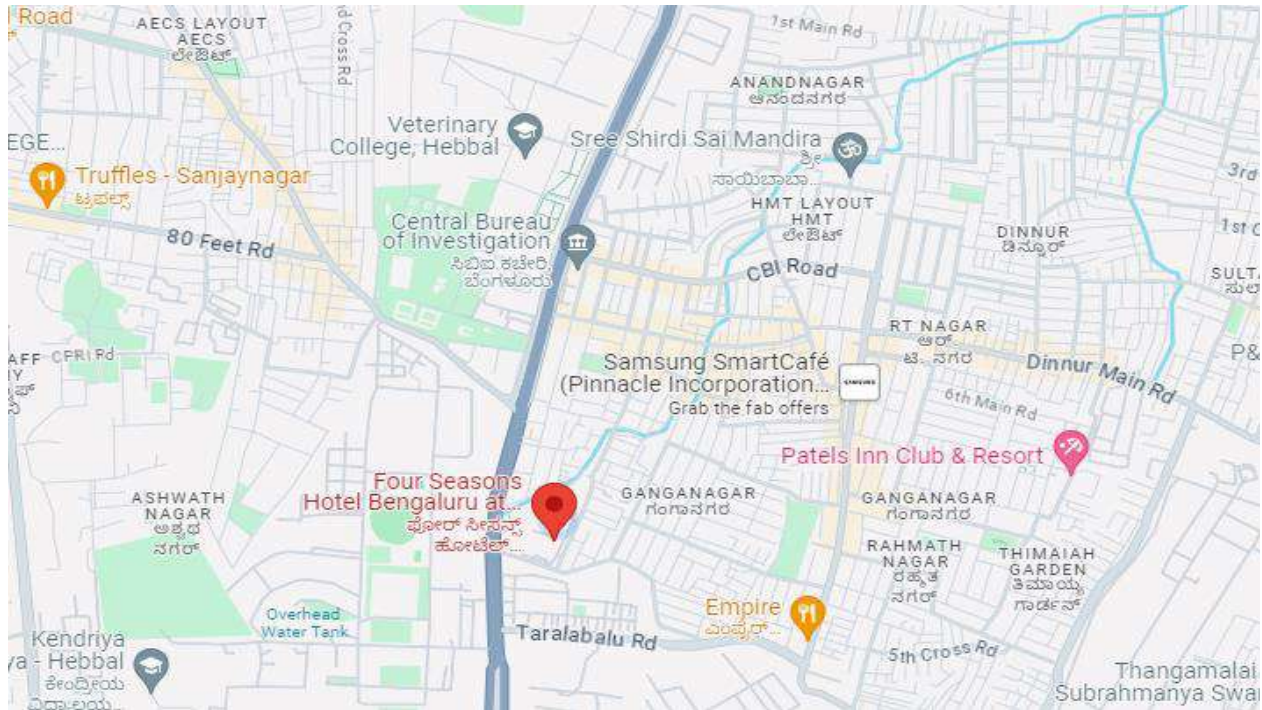
INFORMATION AT A GLANCE

Particulars	Details
Time and date of AM	1100 Hrs IST, Thursday, June 27, 2024
Mode	Physical and through video conference / other audio-visual means
Helpline number for VC participation	1800 1020 990
Cut-off date for e-voting	Thursday, June 20, 2024
E-voting start time and date	0900 Hrs IST on Saturday, June 22, 2024
E-voting end time and date	1700 Hrs IST on Wednesday, June 26, 2024
E-voting website of NSDL	https://evoting.nsdl.com .
Name, address and contact details of Registrar and Transfer Agent	Mr. Suresh Babu D Kfin Technologies Limited, Selenium, Tower B, Plot No. 31-32, Financial District, Nanakramguda Hyderabad, Telangana, India 500 032. +91 40 79615205 suresh.d@kfintech.com
Name, address and contact details of evoting services provider	National Securities and Depository Limited Amit Vishal Assistant Vice President Pallavi Mhatre Senior Manager National Securities Depository Limited, Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013, India Email id : evoting@nsdl.co.in; Contact number: 022 - 48867000 / 022 - 24997000

Annexure C

ROUTE MAP FOR ANNUAL MEETING VENUE

Venue: Grand Ballroom, Four Seasons Hotel, Embassy One, No.8, Bellary Road, Ganganagar, Bangalore - 560063



Landmark: Next to HMT Bhavan



Attendance Slip

(To be presented at the entrance)

EMBASSY OFFICE PARKS REIT

Principal place of business: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road,
Ganganagar, Bengaluru, Karnataka - 560032
SEBI Reg. No. IN/REIT/17-18/0001
Sixth Annual Meeting, Thursday, June 27, 2024

Registered Folio No./ DP ID No. / Client ID No.

Name of the Unitholder

Name of the Proxy holder

Number of units held

I hereby record my presence at the SIXTH ANNUAL MEETING of Embassy Office Parks REIT on Thursday, June 27, 2024 at Grand Ballroom, Four Seasons Hotel, Embassy One, No.8 Bellary Road, Ganganagar, Bangalore - 560063 at 1100 Hrs IST.

.....
Signature of the Unitholder /Jointholder / Proxy

Notes:

Only Unitholder / Proxyholder can attend the meeting.





Proxy Form

EMBASSY OFFICE PARKS REIT

Principal place of business: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560032

SEBI Reg. No. IN/REIT/17-18/0001

Name of the Unitholder(s):
Registered address:
E-mail ID:
Folio no/Client ID: DP ID:

I/We, being the Unitholder(s) of Units of the Embassy Office Parks REIT, hereby appoint:

1. Name having e-mail Id

Address or failing him /her

2. Name having e-mail Id

Address or failing him /her

3. Name having e-mail Id

Address or failing him /her

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Sixth Annual Meeting of Embassy Office Parks REIT on **Thursday, June 27, 2024 at Grand Ballroom, Four Seasons Hotel, Embassy One, No.8 Bellary Road, Ganganagar, Bangalore - 560063 at 1100 Hrs IST** and at any adjournment thereof in respect of such resolutions as are indicated below:

**I wish my above Proxy to vote in the manner as indicated in the box below:

Sl. No	Resolutions	For	Against
1.	TO CONSIDER, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF EMBASSY REIT FOR THE YEAR ENDED MARCH 31, 2024, TOGETHER WITH THE REPORT OF THE AUDITOR THEREON AND THE ANNUAL REPORT ON PERFORMANCE OF EMBASSY REIT		
2.	TO CONSIDER, APPROVE AND ADOPT THE VALUATION REPORT ISSUED BY MS. L ANURADHA, MRICS, INDEPENDENT VALUER FOR THE VALUATION OF EMBASSY REIT'S PORTFOLIO AS AT MARCH 31, 2024		
3.	TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF AND FEES PAYABLE TO S. R. BATLIBOI & ASSOCIATES LLP, AS THE STATUTORY AUDITORS OF EMBASSY REIT FOR A SECOND TERM OF FIVE YEARS FOR THE FINANCIAL YEARS 2024-25 TO 2028-29		

Signed this day of 2024

Signature of Unitholder

Signature of First Proxy holder

Signature of Second Proxy holder

Signature of Third Proxy holder

Affix Revenue Stamp

Notes:

- This form of proxy in order to be effective should be duly completed and deposited at the corporate office of Embassy REIT not less than 48 hours before the commencement of the meeting.
- A Proxy need not be a Unitholder of Embassy REIT.
- Please note that appointment of a proxy is only optional. Please put an 'X' in the appropriate column against the resolutions indicated in the Box.
If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Appointing a proxy does not prevent a Unitholder from attending the meeting in person if he/she so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

