



January 17, 2024

To,
The Corporate Relations Department,
The National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400051

To,
The Corporate Relations Department,
Department of Corporate Services,
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Re: Script Symbol “EMBASSY”, Scrip Code 542602, Scrip Code 973434, 973545, 973546, 973910, 974885, 975051, 975056 and 975311 (NCDs) and Scrip Code 726239 and 726240 (CPs).

Dear Sir/ Madam,

Subject: Submission of the Compliance Report on Corporate Governance for the quarter ended December 31, 2023.

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read along with SEBI circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/101, dated June 26, 2023, and Chapter 16 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116, dated July 06, 2023, we have enclosed the Compliance Report on Corporate Governance (**Annexure I**) of Embassy Office Parks REIT for the quarter ended December 31, 2023.

Thanking you,

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

Vinitha Menon
Company Secretary and Compliance Officer
A25036

Encl: as above

Format of report on Governance to be submitted by the Manager on quarterly basis

1. **Name of REIT:** Embassy Office Parks Real Estate Investment Trust
2. **Name of the Manager:** Embassy Office Parks Management Services Private Limited
3. **Quarter ending:** December 31, 2023

| Title | Name of the Director | PAN ^{\$} & DIN | Category (Chairperson/ Executive/Non- Executive/ Independent/ Nominee) ^{&} | Initial Date of Appointment | Date of Reappointment | Date of Cessation | Tenure* | Number of directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager** | Number of Independent directorships 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 posts of Chairperson 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) |
|-------|---------------------------------------|----------------------------------|---|--------------------------------|--------------------------|----------------------|-----------|---|--|--|---|
| Mr. | Jitendra Mohandas Virwani | PAN: AAVPV0738P DIN: 00027674 | Chairperson- Non-Executive - Non-Independent Director | 30/03/2017 | - | - | - | 2 | 0 | 3 | 0 |
| Mr. | Tuhin Arvind Parikh [^] | PAN: AAEP3946Q DIN: 00544890 | Non-Executive - Non- Independent Director | 16/06/2015 | - | - | - | 2 | 0 | 0 | 0 |
| Mr. | Robert Christopher Heady [^] | PAN: N.A. DIN: 06401388 | Non-Executive - Non- Independent Director | 06/08/2018 | - | - | - | 1 | 0 | 2 | 0 |
| Mr. | Aditya Virwani | PAN: AEDPV9640L DIN: 06480521 | Non-Executive - Non- Independent Director | 06/08/2018 | - | - | - | 2 | 0 | 1 | 0 |
| Dr. | Anoop Kumar Mittal | PAN: AITPM3952E DIN: 05177010 | Non-Executive - Independent Director | 06/08/2023 | - | - | 4 months | 3 | 3 | 5 | 0 |
| Mr. | Vivek Mehra | PAN: AAIPM8597Q DIN: 00101328 | Non- Executive - Independent Director | 09/06/2017 | 01/10/2021 | - | 78 months | 7 | 7 | 8 | 3 |
| Dr. | Punita Kumar-Sinha | PAN: DAXPS7631M DIN: 05229262 | Non-Executive - Independent Director | 06/08/2018 | 06/08/2023 | - | 64 months | 3 | 3 | 10 | 3 |

| | | | | | | | | | | | |
|-----|-------------------|----------------------------------|--|------------|------------|---|-----------|---|---|---|---|
| Dr. | Ranjan Ramdas Pai | PAN: AGBPP2795G DIN: 00863123 | Non-Executive - Independent Director | 09/06/2017 | 01/10/2021 | - | 78 months | 1 | 1 | 1 | 0 |
| Mr. | Asheesh Mohta^ | PAN: AEZPM9416K DIN: 00358583 | Alternate Director to Mr. Robert Christopher Heady | 28/06/2019 | - | - | - | 2 | 0 | 3 | 0 |

Whether Regular chairperson appointed – **Yes, Mr. Jitendra Virwani has been appointed as the Chairperson for the Board of Directors of the Manager for the Financial Year 2023-24**

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

**Computed as per Regulation 17A of the SEBI LODR Regulations

§PAN 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.

^Mr. Tuhin Arvind Parikh and Mr. Robert Christopher Heady resigned as Non-Executive Non-Independent Directors of the Company with effect from January 11, 2024, and Mr. Asheesh Mohta resigned as Alternate Director to Mr. Robert Christopher Heady with effect from January 10, 2024.

II. Composition of Committees

| Name of Committee | Whether Regular Chairperson appointed | Name of Committee members | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) & | Date of Appointment | Date of Cessation |
|--|---------------------------------------|-------------------------------|--|---------------------|-------------------|
| 1. Audit Committee | Yes | Mr. Vivek Mehra | Chairperson - Non-Executive - Independent Director | 15-03-2018 | - |
| | | Dr. Anoop Kumar Mittal | Non-Executive - Independent Director | 06-08-2023 | - |
| | | Dr. Ranjan Ramdas Pai | Non-Executive - Independent Director | 15-03-2018 | - |
| | | Dr. Punita Kumar-Sinha | Non-Executive - Independent Director | 06-08-2018 | - |
| | | Mr. Robert Christopher Heady | Non-Executive - Non-Independent Director | 06-08-2018 | - |
| | | Mr. Jitendra Mohandas Virwani | Non-Executive - Non-Independent Director | 15-03-2018 | - |
| 2. Nomination and Remuneration Committee | Yes | Dr. Ranjan Ramdas Pai | Chairperson - Non-Executive - Independent Director | 15-03-2018 | - |

| | | | | | |
|---|-----|-------------------------------|--|------------|---|
| | | Dr. Anoop Kumar Mittal | Non-Executive - Independent Director | 06-08-2023 | - |
| | | Mr. Vivek Mehra | Non - Executive - Independent Director | 15-03-2018 | - |
| | | | | | |
| 3. Risk Management Committee | Yes | Mr. Vivek Mehra | Chairperson - Non-Executive - Independent Director | 12-08-2019 | - |
| | | Dr. Anoop Kumar Mittal | Non-Executive - Independent Director | 06-08-2023 | - |
| | | Dr. Ranjan Ramdas Pai | Non-Executive - Independent Director | 12-08-2019 | - |
| | | Dr. Punita Kumar-Sinha | Non-Executive - Independent Director | 12-08-2019 | - |
| | | Mr. Robert Christopher Heady | Non-Executive - Non-Independent Director | 12-08-2019 | - |
| | | Mr. Jitendra Mohandas Virwani | Non-Executive - Non-Independent Director | 12-08-2019 | - |
| | | | | | |
| 4. Stakeholders' Relationship Committee | Yes | Dr. Punita Kumar-Sinha | Chairperson - Non - Executive - Independent Director | 06-08-2018 | - |
| | | Mr. Vivek Mehra | Non-Executive - Independent Director | 15-03-2018 | - |
| | | Mr. Robert Christopher Heady | Non-Executive - Non-Independent Director | 06-08-2018 | - |
| | | Mr. Aditya Virwani | Non-Executive - Non-Independent Director | 06-08-2018 | - |
| <p>&Category of directors means executive/non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen.</p> | | | | | |

III. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter (July– September 2023) | Date(s) of Meeting (if any) in the relevant quarter (October – December 2023) | Whether requirement of Quorum met * | Number of Directors present * | Number of independent directors' present * | Maximum gap between any two consecutive meetings (in number of days) |
|--|---|-------------------------------------|-------------------------------|--|---|
| July 26, 2023 September 29, 2023 | October 26, 2023 | Yes | 8 | 4 | Number of days between July 26, 2023, and September 29, 2023 – 65 days Number of days between September 29, 2023, and October 26, 2023 – 27 days |

*to be filled in only for the current quarter meetings.

| IV. Meeting of Committees | | | | | |
|--|---|-------------------------------|---|---|---|
| Date(s) of meeting of the committee in the relevant quarter (October – December 2023) | Whether requirement of Quorum met (details) * | Number of Directors present * | Number of independent directors present * | Date(s) of meeting of the committee in the previous quarter (July – September 2023) | Maximum gap between any two consecutive meetings in number of days** |
| Audit Committee | | | | | |
| October 25, 2023 | Yes | 6 | 4 | July 25, 2023 September 29, 2023 | Number of days between July 25, 2023 and September 29, 2023 – 66 days Number of days between September 29, 2023 and October 25, 2023 – 26 days |
| Risk Management Committee | | | | | |
| October 25, 2023 | Yes | 6 | 4 | July 26, 2023 | 91 days |
| *to be filled in only for the current quarter meetings. | | | | | |
| **This information has to be mandatorily given for audit committee and risk management committee. For rest of the committees, giving this information is optional. | | | | | |

| V. Affirmations |
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| <p>The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014 - Yes</p> <p>The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014:</p> <p>a. Audit Committee - Yes</p> <p>b. Nomination and Remuneration Committee – Yes</p> <p>c. Stakeholders' Relationship Committee - Yes</p> <p>d. Risk Management Committee - Yes</p> <p>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014. - Yes</p> <p>The meetings of the board of directors and the above committees of the Manager have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014. - Yes</p> <p>This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the Manager. Any comments/observations/advice of the Board of Directors may be mentioned here - Yes, the previous report, filed for the quarter ended September 30, 2023, was placed before the Board of Directors of the Manager, at their meeting held on October 26, 2023. No comments/observations were received on the same. The current report filed for the quarter ended December 31, 2023, will be placed before the Board of Directors of the Manager in the upcoming Board Meeting.</p> <p>Name and Designation</p> <p>Vinitha Menon Company Secretary and Compliance Officer A25036</p> |

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the Manager and instead a statement "same as previous quarter" may be given.