

BROOKPROP MANAGEMENT SERVICES PRIVATE LIMITED
BOARD DIVERSITY POLICY

Effective Date	This policy on board diversity (“ Policy ”) shall come into effect from September 23, 2021, which is the date of its approval by the Nomination and Remuneration Committee of the Company.
Approval Date	September 23, 2021
Approved By	Nomination and Remuneration Committee of Brookprop Management Services Private Limited (“ Company ”) in its capacity as the manager of Brookfield India Real Estate Trust
Total Pages	2

1. Overview and Purpose:

As per the terms of reference of the Nomination and Remuneration Committee of the Company (“**Committee**”), a board diversity policy is to be devised by the Committee.

The Company is committed to enhancing the diversity of its board of directors (“**Board**”) and believes that its Board should reflect a diversity of backgrounds relevant to its strategic priorities. This includes such factors as diversity of business expertise, international experience and gender diversity.

The purpose of having such a policy inter alia include:

1. Ensuring transparent processes for nomination of directors with focus on diversity of thought, expert domain knowledge, perspectives, skills, experience, educational background and gender representation.
2. Ensuring that the Company benefits from the contributions and deliberations of an accomplished but dissimilar group of individuals and professionals, bringing a broader and more comprehensive perspective, enabling discussion of issues, independence and creativity in decision making process as well as comprehensive strategic planning, effective risk management, sustainable organizational development and a robust corporate governance framework.
3. Ensuring that interests of diverse stakeholders are considered, protected and aligned in the decision making process.

2. Applicability:

This Policy is applicable to the board of the Company (in its capacity as manager of Brookfield India Real Estate Trust).

3. Scope

This Policy will serve as a guiding principle for the purpose of determining the composition and selection of candidates for appointment on the Board. The following will be considered while appointing directors on the Board:

1. The Board shall have an appropriate mix of diversity, blend of functional and industry expertise, and specialized knowledge and skills keeping in view the business and strategic objective of the Company.
2. The Board shall comprise a group of professionals and individuals, with proven accomplishments and standing in their respective area of expertise and who can therefore contribute meaningfully to good corporate governance and in provide direction towards achieving the Company’s strategic objectives and obligations towards its various stakeholders.

3. The selection of candidates for appointment in the Board will be based on professional merit which shall include review of the candidate's educational background, industry experience, expertise in the fields of business related to the business of the Company. Further, skills, experience, and competencies required for effective functioning and independence of the Board and also personal qualities of integrity and ethical conduct will be considered.
4. There will be no discrimination or bias on grounds of age, ethnicity, gender, religion or other socio-cultural factors and the endeavor would be to have group of individuals on the Board, with a diverse set of personalities and demographics.
5. The Board shall comply with all statutory and regulatory requirements with regard to the composition and diversity of the Board, as applicable.
6. The composition of the Board, the competencies required to further strengthen the Board, the time and availability of the candidate being recommended for appointment shall also be considered.

4. Review and amendment of the Policy

The Committee has been empowered to review the Policy periodically and to make changes therein as may be required, so as to be aligned to the Company's strategic objectives, and to be in conformity with statutory and regulatory requirements, if any. Notwithstanding the above, this Policy shall stand amended to the extent of any change in applicable laws without any action of the Company.