



April 29, 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 (East), 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: Summary of Proceedings of the Second Extraordinary Meeting of the Unitholders of Embassy Office Parks REIT held on April 29, 2024.

We refer to our letter dated April 06, 2024 regarding the Notice of Second Extraordinary Meeting (“EM”) of the Unitholders of Embassy Office Parks REIT scheduled to be held on Monday, April 29, 2024, through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

A summary of the proceedings of the EM is enclosed herewith. The EM commenced at 1117 Hrs IST concluded at 1157 Hrs IST.

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

Summary of Proceedings of the Second Extraordinary Meeting of the Unitholders of Embassy Office Parks REIT :

An Extraordinary Meeting of the Unitholders of Embassy Office Parks REIT (“EM”) was scheduled to commence at 1100 Hrs IST on Monday, April 29, 2024 at 1100 Hrs IST, through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”). However, due to the need of quorum, the EM commenced at 1117 Hrs IST.

The EM commenced at 1117 Hrs IST and concluded at 1157 Hrs IST (including the time allowed for E-voting at the EM). The EM was held in compliance with the SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023.

Directors of Embassy Office Parks Management Services Private Limited, the Manager to Embassy REIT (“the Manager”), in attendance:

Sl. No.	Name of the Director	Particulars
1.	Dr. Ranjan Pai	Chairperson for the EM - Independent Director and Chairperson – Investment Committee and Nomination and Remuneration Committee
2.	Dr. Anoop Kumar Mittal	Independent Director
3.	Dr. Punita Kumar Sinha	Independent Director and Chairperson – Stakeholders’ Relationship Committee and Corporate Social Responsibility Committee
4.	Mr. Aditya Virwani	Non-Executive Director

Key Managerial Personnel of the Manager in attendance:

Sl. No.	Attendee	Particulars
1.	Mr. Aravind Maiya	Chief Executive Officer
2.	Mr. Abhishek Agrawal	Chief Financial Officer
3.	Ms. Vinitha Menon	Company Secretary and Compliance Officer

Senior Management of the Manager to Embassy REIT in attendance:

Sl. No.	Attendee	Particulars
1.	Mr. Ritwik Bhattacharjee	Chief Investment Officer
2.	Ms. Sakshi Garg	Head – Investor Relations

Auditor(s), Trustee(s) of the Manager and Scrutinizer for the EM:

Sl. No.	Attendee	Particulars
1.	Mr. Adarsh Ranka	Partner, S.R. Batliboi & Associates LLP, Statutory Auditors of Embassy REIT
2.	Mr. Nitul Gala and Mr. Sagar Shetty	Representatives of Axis Trustee Services Limited – Trustee of Embassy REIT
3.	Ms. Rupal Jhaveri	Practicing Company Secretary – Scrutinizer

Members Present:

A total of 39 Unitholders representing 13,99,96,934 Embassy REIT’s Units, representing 14.77% of Embassy REIT’s total voting power attended the EM, either themselves or through authorized representatives.

Ms. Sakshi Garg, Head – Investor Relations of the Manager, welcomed the participants to the EM and informed the Unitholders about the purpose for conducting the EM. As the EM was being through VC/OAVM, she briefed the Unitholders on the modalities relating to conducting the EM through VC/OAVM including in respect of casting an e-vote. She also informed the Unitholders that they could express their views and raise queries through the ‘Chat Box’ feature available on the screens. Ms. Garg then briefly introduced the Directors and Key Managerial Personnel of the Manager and other personnel present in the EM, to the Unitholders. Ms. Garg further informed the Unitholders that Mr. Jitendra Virwani and Mr. Vivek Mehra, Directors, could not attend the EM due to certain pre-commitments.

She further informed the Unitholders that Dr. Ranjan Pai, Independent Director and Chairperson of the Investment Committee of the Manager, will be the Chairperson of the EM and handed over the EM proceedings to Dr. Pai.

Dr. Pai welcomed the Unitholders and informed them that the EM is being held through VC/OAVM in accordance with the relevant circulars issued by SEBI. He further informed the Unitholders that all reasonable efforts have been made by the Manager of Embassy REIT to facilitate participation and voting by

Unitholders on the items being considered in the EM. As the requisite quorum was present, Dr. Pai called the EM to order. He then requested the Board of Directors to introduce themselves.

Dr. Pai then Unitholders that the purpose of the EM is to seek approval of the Unitholders as mentioned in the notice of the EM dated April 06, 2024. He further informed the Unitholders that on April 06, 2024, the Independent Directors of the Investment and Audit Committees of the Board as well as the Board of the Manager to Embassy REIT approved the acquisition of Embassy Splendid Techzone, Chennai (“**Proposed Acquisition**”) subject to requisite unrelated Unitholders’ confirmation and other approvals.

Dr. Pai then handed over the proceedings to Mr. Aravind Maiya, Chief Executive Officer of the Manager. Mr. Maiya then presented an overview of the Proposed Acquisition, including the key terms of the Proposed Acquisition, rationale, governance process, valuations and financing plan to the Unitholders.

Mr. Maiya then handed over the proceedings to Ms. Sakshi Garg, Head – Investor Relations of the Manager.

Thereafter, Ms. Garg requested the Unitholders to raise their queries and then directed the queries raised by Unitholders prior to the EM and through the Chat Box to the relevant personnel of Embassy REIT, to provide responses.

After the queries were responded to, Ms. Garg informed the Unitholders present at the EM that in case of any further clarifications, the Unitholders could reach out to the Investors Relations department of Embassy REIT at ir@embassyofficeparks.com. She then handed over the proceedings to Ms. Vinitha Menon, Company Secretary and Compliance Officer of the Manager.

Ms. Menon informed the Unitholders that pursuant to the SEBI Circular dated January 12, 2023, REITs are allowed to hold a General Meeting through Video Conferencing or Other Audio-Visual means, without the physical presence of Unitholders at a common venue. She added that the remote E-voting period remained open from Thursday, April 25, 2024, from 0900 hrs IST till Sunday, April 28, 2024, till 1700 hrs IST. Ms. Menon then stated that the Unitholders who were present in the EM but had not cast their votes by remote E-voting prior to the EM, would be provided with an opportunity to cast their votes by way of E-voting, at the conclusion of the EM. Ms. Menon added that the E-voting would be made available for 15 minutes after the E-voting announcement at the conclusion of the EM.

Ms. Menon then mentioned that the notice dated April 06, 2024, convening the EM has been made available to the Unitholders in advance of the EM.

Ms. Menon further informed the Unitholders that Ms. Rupal Jhaveri, Practicing Company Secretary, had been appointed as the Scrutinizer to scrutinize the E-voting to ensure that the voting is carried out in a fair and transparent manner.

Ms. Menon also informed the Unitholders that results of the EM will be submitted to the Stock Exchanges within 2 working days of the conclusion of this Meeting and the relevant resolutions will be deemed to be passed on the date of this meeting, subject to receipt of the requisite number of votes in favor of the relevant resolutions. She added that the results declared along with the Scrutinizer’s report would be placed on the websites of Embassy REIT and NSDL and the recorded transcript of this meeting shall also be made available on Embassy REIT’s website.

She read out that the following items as set out in the Notice of the EM dated April 06, 2024 which were put to vote by remote E-voting:

<u>Sl. No.</u>	<u>Resolutions</u>	<u>Type</u>
Special Business		
1.	Consideration and approval of the proposed acquisition of a business park in Chennai for an enterprise value of up to ₹12,690 million As Resolution No. 1 relates to a related party transaction, any votes cast by a related party in respect of Resolution no. 1 have not been considered	Simple Majority
2.	Consideration and approval of raising of funds through an institutional placement(s) of units of Embassy REIT not exceeding ₹30,000 million to investors in one or more placements	Special Majority

Ms. Menon then handed over the proceedings to Dr. Ranjan Pai, Chairperson of the EM.

Dr. Pai thanked the Unitholders, the Board of Directors and other attendees for joining the EM. He further authorized Ms. Vinitha Menon, Company Secretary and Compliance Officer, to conduct the voting procedure and conclude the EM. He added that Unitholders who were present in the EM and who have not yet cast their votes can do so by availing the remote E-Voting facility and that the E-Voting facility shall remain open for the 15 minutes.

Dr. Pai stated that the requisite quorum was present throughout the EM and the results of the EM will be announced by Embassy REIT on or before May 02, 2024.

The E-voting facility was kept open for the next 15 minutes to enable the Unitholders to cast their votes. Upon completion of the E-voting process, Ms. Menon declared the EM closed.

The resolutions stated in the notice of the EM dated April 06, 2024 were passed with requisite majority.

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