



April 21, 2022

To,  
The Corporate Relations Department,  
The National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> 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,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.

**Re: Script Symbol “EMBASSY”, Scrip Code 542602 and Scrip Code 959990, 960165, 960421, 973434, 973545, 973546 and 973910 (NCDs).**

Dear Sir/ Madam,

**Subject: Submission of Compliance Report on Corporate Governance for the quarter ended March 31, 2022.**

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have enclosed the Compliance Report on Corporate Governance (Annexure I, Annexure II and Annexure IV) for the quarter and year ended March 31, 2022.

The Compliance Report on Corporate Governance referred to above has been uploaded on our website at <https://www.embassyofficeparks.com/investors/regulatory-filings/>

Thanking you.

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

Deepika Srivastava  
**Company Secretary and Compliance Officer**  
**A23654**

**Encl:** as above.

## Format to be submitted by a High Value Debt Listed Entity on a quarterly basis

1. **Name of Listed Entity:** Embassy Office Parks REIT, a Real Estate Investment Trust registered with the SEBI under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014
2. **Name of the Manager:** Embassy Office Parks Management Services Private Limited
3. **Quarter ending:** March 31, 2022

The provisions of Regulations 15 to 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 related to corporate governance have been made applicable to high value debt listed entities with effect from September 7, 2021, on a "comply or explain" basis until March 31, 2023 and on a mandatory basis thereafter. In case of a high value debt listed entity that is a real estate investment trust, the board of the manager of the real estate investment trust is required to comply with the above regulations. Accordingly, the details of the board and committees provided below are details of the Manager of the Embassy Office Parks REIT.

| I. #Composition of Board of Directors                                                     |                           |                        |                                                                                        |                             |                       |                   |           |                          |                                                                                                                                 |                                                                                                                                             |                                                                                                                                                    |                                                                                                                                                                              |
|-------------------------------------------------------------------------------------------|---------------------------|------------------------|----------------------------------------------------------------------------------------|-----------------------------|-----------------------|-------------------|-----------|--------------------------|---------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Title                                                                                     | Name of the Director      | PAN <sup>§</sup> & DIN | Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) <sup>&amp;</sup> | Initial Date of Appointment | Date of Reappointment | Date of Cessation | Tenure    | Date of Birth (DD/MM/YY) | No. of Directorship in listed entities including this listed entity [In reference to proviso to Regulation 17A(1)] <sup>1</sup> | No. of Independent Directorship in listed entities including this listed entity [In reference to proviso to Regulation 17A(1)] <sup>1</sup> | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations] <sup>2</sup> | No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations] <sup>2</sup> |
| Mr.                                                                                       | Jitendra Mohandas Virwani | DIN: 00027674          | Chairperson-Non-Executive Director                                                     | 30/03/2017                  | -                     | -                 | -         | 18/02/1966               | 1                                                                                                                               | 0                                                                                                                                           | 1                                                                                                                                                  | 0                                                                                                                                                                            |
| Mr.                                                                                       | Tuhin Arvind Parikh       | DIN: 00544890          | Non-Executive Director                                                                 | 16/06/2015                  | -                     | -                 | -         | 22/03/1973               | 0                                                                                                                               | 0                                                                                                                                           | 0                                                                                                                                                  | 0                                                                                                                                                                            |
| Mr.                                                                                       | Robert Christopher Heady  | DIN: 06401388          | Non-Executive Director                                                                 | 06/08/2018                  | -                     | -                 | -         | 13/10/1975               | 0                                                                                                                               | 0                                                                                                                                           | 0                                                                                                                                                  | 0                                                                                                                                                                            |
| Mr.                                                                                       | Aditya Virwani            | DIN: 06480521          | Non-Executive Director                                                                 | 06/08/2018                  | -                     | -                 | -         | 12/05/1994               | 1                                                                                                                               | 0                                                                                                                                           | 0                                                                                                                                                  | 0                                                                                                                                                                            |
| Mr.                                                                                       | Vivek Mehra               | DIN: 00101328          | Non-Executive - Independent Director                                                   | 09/06/2017                  | 01/10/2021            | -                 | 57 months | 21/04/1955               | 7                                                                                                                               | 7                                                                                                                                           | 7                                                                                                                                                  | 3                                                                                                                                                                            |
| Mr.                                                                                       | Anuj Puri                 | DIN: 00048386          | Non-Executive - Independent Director                                                   | 06/08/2018                  | -                     | -                 | 43 months | 19/06/1966               | 2                                                                                                                               | 2                                                                                                                                           | 2                                                                                                                                                  | 1                                                                                                                                                                            |
| Dr.                                                                                       | Punita Kumar Sinha        | DIN: 05229262          | Non-Executive - Independent Director                                                   | 06/08/2018                  | -                     | -                 | 43 months | 13/05/1962               | 4                                                                                                                               | 4                                                                                                                                           | 10                                                                                                                                                 | 3                                                                                                                                                                            |
| Dr.                                                                                       | Ranjan Ramdas Pai         | DIN: 00863123          | Non-Executive - Independent Director                                                   | 09/06/2017                  | 01/10/2021            | -                 | 57 months | 11/11/1972               | 0                                                                                                                               | 0                                                                                                                                           | 0                                                                                                                                                  | 0                                                                                                                                                                            |
| Mr.                                                                                       | Asheesh Mohta             | DIN: 00358583          | Alternate Director to Mr. Robert Christopher Heady                                     | 28/06/2019                  | -                     | -                 | -         | 25/12/1977               | 0                                                                                                                               | 0                                                                                                                                           | 0                                                                                                                                                  | 0                                                                                                                                                                            |
| Whether regular chairperson appointed: <b>Yes, Mr. Jitendra Virwani - for FY 2021-22.</b> |                           |                        |                                                                                        |                             |                       |                   |           |                          |                                                                                                                                 |                                                                                                                                             |                                                                                                                                                    |                                                                                                                                                                              |
| Whether Chairperson is related to Managing Director or CEO: <b>No</b>                     |                           |                        |                                                                                        |                             |                       |                   |           |                          |                                                                                                                                 |                                                                                                                                             |                                                                                                                                                    |                                                                                                                                                                              |

**Note-**

<sup>1</sup>Pursuant to Regulation 17A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the explanation thereto, Directorship held by Directors in Embassy Office Parks Management Services Private Limited, Manager to Embassy Office Parks REIT is excluded for the purposes of the above table.

<sup>2</sup>As per regulation 26(1) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, positions held by the directors in the capacity of members and chairpersons of the Audit Committee and Stakeholders' Relationship Committee of the Manager to the Embassy Office Parks REIT, being a high value debt listed entity, are excluded for determining the total number of memberships and chairpersonships of Audit Committees and Stakeholders' Relationship Committees held by the respective directors.

Number of memberships in committees include chairmanship in committees.

\$ PAN of any director would not be displayed on the website of Stock Exchange.

&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

\* to be filled only for Independent Directors. Tenure would mean total period from which Independent director is serving on board of directors in continuity without any cooling off period.

| 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          | -                 |
|                                                                                                                                                                              |                                       | Mr. Anuj Puri                | Non-Executive - Independent Director                                         | 06-08-2018          | -                 |
|                                                                                                                                                                              |                                       | Dr. Punita Kumar Sinha       | Non-Executive - Independent Director                                         | 06-08-2018          | -                 |
|                                                                                                                                                                              |                                       | Dr. Ranjan Pai               | Non-Executive - Independent Director                                         | 15-03-2018          | -                 |
|                                                                                                                                                                              |                                       | Mr. Jitendra Virwani         | Non - Executive Director                                                     | 15-03-2018          | -                 |
|                                                                                                                                                                              |                                       | Mr. Robert Christopher Heady | Non - Executive Director                                                     | 06-08-2018          | -                 |
|                                                                                                                                                                              |                                       |                              |                                                                              |                     |                   |
| 2. Nomination & Remuneration Committee                                                                                                                                       | Yes                                   | Dr. Ranjan Pai               | Chairperson - Non-Executive - Independent Director                           | 15-03-2018          | -                 |
|                                                                                                                                                                              |                                       | Mr. Jitendra Virwani         | Non - Executive Director                                                     | 15-03-2018          | -                 |
|                                                                                                                                                                              |                                       | 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. Ranjan Pai               | Non-Executive – Independent Director                                         | 12-08-2019          | -                 |
|                                                                                                                                                                              |                                       | Dr. Punita Kumar Sinha       | Non-Executive - Independent Director                                         | 12-08-2019          | -                 |
|                                                                                                                                                                              |                                       | Mr. Anuj Puri                | Non-Executive - Independent Director                                         | 12-08-2019          | -                 |
|                                                                                                                                                                              |                                       | Mr. Jitendra Virwani         | Non - Executive Director                                                     | 12-08-2019          | -                 |
|                                                                                                                                                                              |                                       | Mr. Robert Christopher Heady | Non - Executive Director                                                     | 12-08-2019          | -                 |
|                                                                                                                                                                              |                                       |                              |                                                                              |                     |                   |
| 4. Stakeholders Relationship Committee                                                                                                                                       | Yes                                   | Dr. Punita Kumar Sinha       | Chairperson – Non – Executive – Independent Director                         | 06-08-2018          | -                 |
|                                                                                                                                                                              |                                       | Mr. Aditya Virwani           | Non-Executive Director                                                       | 06-08-2018          | -                 |
|                                                                                                                                                                              |                                       | Mr. Robert Christopher Heady | Non-Executive Director                                                       | 06-08-2018          | -                 |
|                                                                                                                                                                              |                                       | Mr. Vivek Mehra              | Non-Executive - Independent Director                                         | 15-03-2018          | -                 |
|                                                                                                                                                                              |                                       |                              |                                                                              |                     |                   |
| \$ 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. |                                       |                              |                                                                              |                     |                   |

| III. Meeting of Board of Directors                                 |                                                                    |                                     |                               |                                           |                                                                      |
|--------------------------------------------------------------------|--------------------------------------------------------------------|-------------------------------------|-------------------------------|-------------------------------------------|----------------------------------------------------------------------|
| Date(s) of Meeting (if any) in the previous quarter (Oct-Dec 2021) | Date(s) of Meeting (if any) in the relevant quarter (Jan-Mar 2022) | 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) |
| October 29, 2021                                                   | January 28, 2022                                                   | Yes                                 | 8                             | 4                                         | 90 days (i.e., between October 29, 2021 and January 28, 2022)        |
| -                                                                  | March 17, 2022                                                     | Yes                                 | 7                             | 4                                         | 47 days (i.e., between January 28, 2022 and March 17, 2022)          |
| -                                                                  | March 29, 2022                                                     | Yes                                 | 8                             | 4                                         | 11 days (i.e., between March 17, 2022 and March 29, 2022)            |

\*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<br>Jan-Mar 2022)                                                                                                                           | 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<br>(Oct-Dec 2021)                                                                         | Maximum gap between any two consecutive meetings in number of days*                                                                                                                                                                                                                                           |
| <b>Audit Committee</b>                                                                                                                                                                                 |                                              |                               |                                           |                                                                                                                                                       |                                                                                                                                                                                                                                                                                                               |
| January 27 and 28, 2022<br>(Due to paucity of time, the Audit Committee meeting held on January 27, 2022, was reconvened on January 28, 2022)                                                          | Yes                                          | 6                             | 4                                         | October 28 and October 29, 2021<br>(Due to paucity of time, the Audit Committee meeting held on October 28, 2021, was reconvened on October 29, 2021) | 89 days (i.e., between October 28 and October 29, 2021* and January 27 and January 28, 2022*.<br>*(Due to paucity of time, the Audit Committee meeting held on October 28, 2021, was reconvened on October 29, 2021 and Audit Committee meeting held on January 27, 2022, was reconvened on January 28, 2022) |
| March 17, 2022                                                                                                                                                                                         | Yes                                          | 6                             | 4                                         | -                                                                                                                                                     | 47 days (i.e., between January 27 and January 28, 2022* and March 17, 2022)                                                                                                                                                                                                                                   |
| March 29, 2022                                                                                                                                                                                         | Yes                                          | 6                             | 4                                         | -                                                                                                                                                     | 11 days (i.e., between March 17, 2022 and March 29, 2022)                                                                                                                                                                                                                                                     |
| * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.<br>Note: to be filled in only for the current quarter meetings. |                                              |                               |                                           |                                                                                                                                                       |                                                                                                                                                                                                                                                                                                               |

| V. Related Party Transactions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| Subject                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Compliance status (Yes/No/N.A.) (Refer note below) |
| Whether prior approval of audit committee obtained                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Yes*                                               |
| Whether unitholder approval obtained for material RPT                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | N.A.**                                             |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | N.A.***                                            |
| <p>*Prior approval of the Audit Committee of the Manager has been obtained for related party transactions of the Embassy Office Parks REIT with its related parties (as defined under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended ("REIT Regulations")) in accordance with the policy on related party transactions adopted voluntarily by the Manager in its capacity as the manager of the Embassy Office Parks REIT ("RPT Policy").</p> <p>** Unitholder approval requirements applicable to the Embassy Office Parks REIT with respect to transactions with related parties (as defined under the REIT Regulations) are set out under the REIT Regulations and the RPT Policy.</p> <p>*** The REIT Regulations do not prescribe a framework for omnibus approval for transactions with related parties.</p> |                                                    |
| <p><b>Notes</b></p> <p>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 Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                    |

| VI. Affirmations                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - <b>YES</b></p> <p>The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>Audit Committee - <b>YES</b></p> <p>Nomination &amp; Remuneration Committee - <b>YES</b></p> <p>Stakeholders' Relationship Committee - <b>YES</b></p> <p>Risk Management Committee - <b>YES</b></p> <p>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - <b>YES</b></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 (Listing Obligations and Disclosure Requirements) Regulations, 2015. - <b>YES</b></p> <p>The report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the Board of Directors may be mentioned here - <b>Yes, the previous report, filed for the quarter ended December 31, 2021, was placed before the Board of Directors, at their meeting held on January 28, 2022. No comments/observations were received on the same. The current report filed for the quarter ended March 31, 2022, will be placed before the Board of Directors in the upcoming Board Meeting.</b></p> <p><b>Note- The affirmations filled in above are in respect of Embassy Office Parks Management Services Private Limited, Manager to Embassy Office Parks REIT.</b></p> |
| <p><b>Name &amp; Designation</b></p>  <p><b>Deepika Srivastava</b><br/> <b>A23654</b><br/> <b>Company Secretary/Compliance Officer/Managing Director/CEO/CFO</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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 Listed entity and instead a statement "same as previous quarter" may be given.

**Explanations as required under Explanation (3) to Regulation 15(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, are set out below: -**

| Sl. No | Particulars                                                                                     | Regulation Number       | Compliance Status                                                |
|--------|-------------------------------------------------------------------------------------------------|-------------------------|------------------------------------------------------------------|
| 1.     | Material Subsidiary                                                                             | 16(1)(c)                | Clarifications on the applicability have been sought from SEBI.* |
| 2.     | Code of Conduct                                                                                 | 17(5)                   | Clarifications on the applicability have been sought from SEBI.* |
| 3.     | Fees/compensation to be paid to the Non-Executive Directors including the Independent Directors | 17(6)                   | Clarifications on the applicability have been sought from SEBI.* |
| 4.     | Prior or Omnibus approval of Audit Committee for all related party transactions                 | 23(2), (3)              | Clarifications on the applicability have been sought from SEBI.* |
| 5.     | Approval for material related party Transactions                                                | 23(4)                   | Clarifications on the applicability have been sought from SEBI.* |
| 6.     | Composition of Board of Directors of unlisted material Subsidiary                               | 24(1)                   | Clarifications on the applicability have been sought from SEBI.* |
| 7.     | Other Corporate Governance requirements with respect to subsidiary of listed entity             | 24(2),(3),(4),(5) & (6) | Clarifications on the applicability have been sought from SEBI.* |
| 8.     | Listed entity has a subsidiary which is itself a holding                                        | 24(7)                   | Clarifications on the applicability have been sought from SEBI.* |

|    |                                      |       |                                                                                                                                                        |
|----|--------------------------------------|-------|--------------------------------------------------------------------------------------------------------------------------------------------------------|
|    | company                              |       |                                                                                                                                                        |
| 9. | Annual Secretarial Compliance Report | 24(A) | The Secretarial Compliance Report shall be submitted in the specified format with in sixty days from the end of Financial Year to the Stock exchanges. |

***\*Considering that Real Estate Investment Trusts are governed under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 which have a distinct set of rules, regulations and compliance requirements, we have made representations to SEBI (through an industry body) in relation to the applicability of certain provisions under Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to Real Estate Investment Trusts and are awaiting feedback.***



## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

| <b>I. Disclosure on website in terms of Listing Regulations</b>                                                                            |                                                               |                                                                                                                                                                                                                                                                                                                                                             |
|--------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Item</b>                                                                                                                                | <b>Compliance status<br/>(Yes/No/NA)<br/>refer note below</b> | <b>If Yes provide link to website.<br/>If No / NA provide reasons</b>                                                                                                                                                                                                                                                                                       |
| <b>As per regulation 46(2)<sup>1</sup> of the LODR:</b>                                                                                    |                                                               |                                                                                                                                                                                                                                                                                                                                                             |
| a) Details of business                                                                                                                     | Yes                                                           | <a href="https://www.embassyofficeparks.com/about-us/">https://www.embassyofficeparks.com/about-us/</a>                                                                                                                                                                                                                                                     |
| b) Terms and conditions of appointment of independent directors                                                                            | Yes                                                           | <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/db/19/db19309d-154d-46ea-bae4-1caafc247d04/terms_and_condition_for_appointment_of_independent_directors.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/db/19/db19309d-154d-46ea-bae4-1caafc247d04/terms_and_condition_for_appointment_of_independent_directors.pdf</a> |
| c) Composition of various committees of board of directors                                                                                 | Yes                                                           | <a href="https://www.embassyofficeparks.com/esg/committee-composition/">https://www.embassyofficeparks.com/esg/committee-composition/</a>                                                                                                                                                                                                                   |
| d) Code of conduct of board of directors and senior management personnel                                                                   | Yes                                                           | <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/3d/52/3d528648-4e22-40e7-b288-f8d18cea7eaa/code-of-conduct.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/3d/52/3d528648-4e22-40e7-b288-f8d18cea7eaa/code-of-conduct.pdf</a>                                                                                           |
| e) Details of establishment of vigil mechanism/ Whistle Blower policy                                                                      | Yes                                                           | <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/13/34/13343a90-beb0-4707-8291-679809fc47a2/whistle_blower_policy.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/13/34/13343a90-beb0-4707-8291-679809fc47a2/whistle_blower_policy.pdf</a>                                                                               |
| f) Criteria of making payments to non-executive directors, if the same is not disclosed in the Annual Report                               | Yes                                                           | Embassy Office Parks REIT has disclosed the criteria for making payments to non-executive directors in its Annual Report.                                                                                                                                                                                                                                   |
| g) Policy on dealing with related party transactions                                                                                       | Yes                                                           | <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/92/3a/923a72c3-56fb-49f0-94a0-aef28cc1ba41/related_party_transactions.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/92/3a/923a72c3-56fb-49f0-94a0-aef28cc1ba41/related_party_transactions.pdf</a>                                                                     |
| h) Policy for determining 'material' subsidiaries                                                                                          | NA                                                            | Clarifications on the applicability have been sought from SEBI.*                                                                                                                                                                                                                                                                                            |
| i) Details of familiarization programmes imparted to independent directors                                                                 | Yes                                                           | <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/72/93/729378b3-a944-4d36-bb94-880e714de5ee/familiarization_program_for_independent_directors_.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/72/93/729378b3-a944-4d36-bb94-880e714de5ee/familiarization_program_for_independent_directors_.pdf</a>                     |
| j) Email address for grievance redressal and other relevant details                                                                        | Yes                                                           | <a href="https://www.embassyofficeparks.com/investors/resources/#contact-form">https://www.embassyofficeparks.com/investors/resources/#contact-form</a>                                                                                                                                                                                                     |
| k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                                                           | <a href="https://www.embassyofficeparks.com/investors/resources/#contact-form">https://www.embassyofficeparks.com/investors/resources/#contact-form</a>                                                                                                                                                                                                     |
| l) Financial results                                                                                                                       | Yes                                                           | <a href="https://www.embassyofficeparks.com/investors/financial-results/">https://www.embassyofficeparks.com/investors/financial-results/</a>                                                                                                                                                                                                               |

|                                                                                                                                                                                                                                                 |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| m) <del>Shareholding pattern</del> Unitholding pattern                                                                                                                                                                                          | Yes | <a href="https://www.embassyofficeparks.com/investors/regulatory-filings/">https://www.embassyofficeparks.com/investors/regulatory-filings/</a>                                                                                                                                                                                                                                                                                                                                            |
| n) Details of agreements entered into with the media companies and/or their associates                                                                                                                                                          | NA  | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange                                                       | Yes | <a href="https://www.embassyofficeparks.com/investors/regulatory-filings/">https://www.embassyofficeparks.com/investors/regulatory-filings/</a>                                                                                                                                                                                                                                                                                                                                            |
| p) New name and the old name of the listed entity                                                                                                                                                                                               | NA  | Embassy Office Parks REIT has not changed its name since its listing. Hence Not applicable.                                                                                                                                                                                                                                                                                                                                                                                                |
| q) Advertisements as per regulation 47 (1)                                                                                                                                                                                                      | Yes | Regulation 47(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Embassy Office Parks REIT. However, the Embassy Office Parks REIT has voluntarily published news-paper advertisements, which can be accessed at <a href="https://www.embassyofficeparks.com/investors/regulatory-filings/">https://www.embassyofficeparks.com/investors/regulatory-filings/</a>                                |
| r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments                                                                                                                                        | Yes | <a href="https://www.embassyofficeparks.com/investors/debenture-holders/">https://www.embassyofficeparks.com/investors/debenture-holders/</a>                                                                                                                                                                                                                                                                                                                                              |
| s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year                                                                                                                        | NA  | Regulation 46 (s) of the SEBI LODR regulations 2015, is not applicable to high value debt listed entities.                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>As per other regulations of the LODR:</b>                                                                                                                                                                                                    |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| a) Whether company has provided information under separate section on its website as per Regulation 46(2)                                                                                                                                       |     | Regulation 46 (2) of the SEBI LODR regulations 2015, is not applicable to high value debt listed entities.                                                                                                                                                                                                                                                                                                                                                                                 |
| b) Materiality Policy as per Regulation 30                                                                                                                                                                                                      | Yes | <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/6f/55/6f552876-3dc0-4070-a339-57074ac2397f/materiality_of_information_29october2021.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/6f/55/6f552876-3dc0-4070-a339-57074ac2397f/materiality_of_information_29october2021.pdf</a>                                                                                                                                                                        |
| c) Dividend Distribution policy as per Regulation 43A (as applicable)                                                                                                                                                                           | NA  | The Embassy Office Parks REIT has adopted a policy on distribution in terms of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014. The policy can be accessed at – <a href="https://eopwebsvr.blob.core.windows.net/media/filer_public/44/33/4433d807-ad6c-4a1f-8224-45374a2504d2/distribution_policy_1.pdf">https://eopwebsvr.blob.core.windows.net/media/filer_public/44/33/4433d807-ad6c-4a1f-8224-45374a2504d2/distribution_policy_1.pdf</a> |
| <i>It is certified that these contents on the website of the listed entity are correct.</i>                                                                                                                                                     |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <sup>1</sup> Regulation 46 of the SEBI LODR regulations 2015, is not applicable to high value debt listed entities. However, corresponding provision of Regulation 62(1A) of the SEBI LODR Regulations, 2015 have been disclosed as applicable. |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |

| <b>II Annual Affirmations</b>                                                                                              |                          |                                                                  |
|----------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------------------------------------------------------|
| <b>Particulars</b>                                                                                                         | <b>Regulation Number</b> | <b>Compliance status (Yes/No/NA)<br/>refer note below</b>        |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i> | 16(1)(b) & 25(6)         | Yes                                                              |
| <i>Board composition</i>                                                                                                   | 17(1), 17(1A) & 17(1B)   | Yes                                                              |
| <i>Meeting of board of directors</i>                                                                                       | 17(2)                    | Yes                                                              |
| <i>Quorum of board meeting</i>                                                                                             | 17(2A)                   | Yes                                                              |
| <i>Review of Compliance Reports</i>                                                                                        | 17(3)                    | Yes                                                              |
| <i>Plans for orderly succession for Appointments</i>                                                                       | 17(4)                    | Yes                                                              |
| <i>Code of Conduct</i>                                                                                                     | 17(5)                    | Clarifications on the applicability have been sought from SEBI.* |
| <i>Fees/compensation</i>                                                                                                   | 17(6)                    | Clarifications on the applicability have been sought from SEBI.* |
| <i>Minimum Information</i>                                                                                                 | 17(7)                    | Yes                                                              |
| <i>Compliance Certificate</i>                                                                                              | 17(8)                    | Yes                                                              |
| <i>Risk Assessment &amp; Management</i>                                                                                    | 17(9)                    | Yes                                                              |
| <i>Performance Evaluation of Independent Directors</i>                                                                     | 17(10)                   | Yes                                                              |
| <i>Recommendation of board</i>                                                                                             | 17(11)                   | Yes                                                              |
| <i>Maximum number of directorship</i>                                                                                      | 17A                      | Yes                                                              |
| <i>Composition of Audit Committee</i>                                                                                      | 18(1)                    | Yes                                                              |
| <i>Meeting of Audit Committee</i>                                                                                          | 18(2)                    | Yes                                                              |
| <i>Composition of Nomination &amp; Remuneration Committee</i>                                                              | 19(1) & (2)              | Yes                                                              |
| <i>Quorum of Nomination and Remuneration Committee meeting</i>                                                             | 19(2A)                   | Yes                                                              |
| <i>Meeting of Nomination &amp; Remuneration Committee</i>                                                                  | 19(3A)                   | Yes                                                              |

|                                                                                            |                              |                                                                                                                                                                          |
|--------------------------------------------------------------------------------------------|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <i>Composition of Stakeholder Relationship Committee</i>                                   | 20(1), 20(2) and 20(2A)      | Yes                                                                                                                                                                      |
| <i>Meeting of Stakeholder Relationship Committee</i>                                       | 20 (3A)                      | Yes                                                                                                                                                                      |
| <i>Composition and role of Risk Management Committee</i>                                   | 21(1),(2),(3),(4)            | Yes                                                                                                                                                                      |
| <i>Meeting of Risk Management Committee</i>                                                | 21(3A)                       | Yes                                                                                                                                                                      |
| <i>Vigil Mechanism</i>                                                                     | 22                           | Yes                                                                                                                                                                      |
| <i>Policy for related party Transaction</i>                                                | 23(1),(1A),(5),(6),(7) & (8) | Clarifications on the applicability have been sought from SEBI.*                                                                                                         |
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>     | 23(2), (3)                   | Clarifications on the applicability have been sought from SEBI.*                                                                                                         |
| <i>Approval for material related party Transactions</i>                                    | 23(4)                        | No material related party transactions have been entered into by Embassy Office Parks REIT, which require unitholder approval.                                           |
| <i>Disclosure of related party transactions on consolidated basis</i>                      | 23(9)                        | Yes                                                                                                                                                                      |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i>                   | 24(1)                        | Clarifications on the applicability have been sought from SEBI.*                                                                                                         |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i> | 24(2),(3),(4),(5) & (6)      | Clarifications on the applicability have been sought from SEBI.*                                                                                                         |
| <i>Annual Secretarial Compliance Report</i>                                                | 24(A)                        | The secretarial compliance report in respect of FY 21-22 shall be considered by the Board of the Manager of the Embassy Office Parks REIT in the upcoming Board Meeting. |
| <i>Alternate Director to Independent Director</i>                                          | 25(1)                        | Yes                                                                                                                                                                      |
| <i>Maximum Tenure</i>                                                                      | 25(2)                        | Yes                                                                                                                                                                      |
| <i>Meeting of independent directors</i>                                                    | 25(3) & (4)                  | Yes                                                                                                                                                                      |
| <i>Familiarization of independent directors</i>                                            | 25(7)                        | Yes                                                                                                                                                                      |
| <i>Declaration from Independent Director</i>                                               | 25(8) & (9)                  | Yes                                                                                                                                                                      |

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |               |                                                                                                                                                                                                                         |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Directors and Officers insurance                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 25(10)        | Yes                                                                                                                                                                                                                     |
| Memberships in Committees                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 26(1)         | Yes                                                                                                                                                                                                                     |
| Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 26(3)         | Yes                                                                                                                                                                                                                     |
| Disclosure of Shareholding by Non- Executive Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 26(4)         | This sub-regulation has been omitted by SEBI, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021, with effect from 5.5.2021. |
| Policy with respect to Obligations of directors and senior management                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 26(2) & 26(5) | Yes                                                                                                                                                                                                                     |
| <p>*The provisions of Regulations 15 to 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 related to corporate governance have been made applicable to high value debt listed entities with effect from September 7, 2021, on a "comply or explain" basis until March 31, 2023 and on a mandatory basis thereafter.</p> <p>Considering that Real Estate Investment Trusts are governed under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 which have a distinct set of rules, regulations and compliance requirements, we have made representations to SEBI (through an industry body) in relation to the applicability of certain provisions under Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to Real Estate Investment Trusts and are awaiting feedback.</p> |               |                                                                                                                                                                                                                         |
| <p><b>Note</b></p> <p>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 Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>                                                                                                                                                                                                                                                                                                                                                                                                            |               |                                                                                                                                                                                                                         |

### III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied. - N/A. The Embassy Office Parks REIT does not have any subsidiaries. Further, the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, do not prescribe a framework for corporate governance and policies in respect of subsidiaries.

<sup>1</sup>Regulation 46 of the SEBI LODR regulations 2015, is not applicable to high value debt listed entities. However, corresponding provision of Regulation 62(1A) of the SEBI LODR Regulations, 2015 have been disclosed as applicable.

### Name & Designation



Deepika Srivastava

A23654

Company Secretary / Compliance Officer / Managing Director / CEO / CFO

# ANNEXURE IV

Annexure IV to be submitted by the listed entity on half yearly basis at the end of every 6 months of the financial year

Half year ending – March 31, 2022

| I. Disclosure of Loans / guarantees / comfort letters / securities etc. <small>refer note below</small>                                                                                |                                             |                                                |                                                                                   |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|------------------------------------------------|-----------------------------------------------------------------------------------|
| (A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:                                                                                        |                                             |                                                |                                                                                   |
| Entity                                                                                                                                                                                 | Aggregate amount advanced during six months | Balance outstanding at the end of six months   |                                                                                   |
| Promoter or any other entity controlled by them                                                                                                                                        | Nil                                         | Nil                                            |                                                                                   |
| Promoter Group or any other entity controlled by them                                                                                                                                  | Nil                                         | Nil                                            |                                                                                   |
| Directors (including relatives) or any other entity controlled by them                                                                                                                 | Nil                                         | Nil                                            |                                                                                   |
| KMPs or any other entity controlled by them                                                                                                                                            | Nil                                         | Nil                                            |                                                                                   |
| (B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: |                                             |                                                |                                                                                   |
| Entity                                                                                                                                                                                 | Type (guarantee, comfort letter etc.)       | Aggregate amount of issuance during six months | Balance outstanding at the end of six months (taking into account any invocation) |
| Promoter or any other entity controlled by them                                                                                                                                        | Nil                                         | Nil                                            | Nil                                                                               |
| Promoter Group or any other entity controlled by them                                                                                                                                  | Nil                                         | Nil                                            | Nil                                                                               |
| Directors (including relatives) or any other entity controlled by them                                                                                                                 | Nil                                         | Nil                                            | Nil                                                                               |

|                                             |     |     |     |
|---------------------------------------------|-----|-----|-----|
| KMPs or any other entity controlled by them | Nil | Nil | Nil |
|---------------------------------------------|-----|-----|-----|

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity                                                                 | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
|------------------------------------------------------------------------|--------------------------------------|--------------------------------------------------------|----------------------------------------------|
| Promoter or any other entity controlled by Them                        | Nil                                  | Nil                                                    | Nil                                          |
| Promoter Group or any other entity controlled by them                  | Nil                                  | Nil                                                    | Nil                                          |
| Directors (including relatives) or any other entity controlled by Them | Nil                                  | Nil                                                    | Nil                                          |
| KMPs or any other entity controlled by them                            | Nil                                  | Nil                                                    | Nil                                          |

## II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company – Not Applicable

## Name & Designation

GEO/ CFO

## Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/ for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company ; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..