

Policy Title	Borrowing Policy (“Policy”)
Entity	PropShare Investment Manager Private Limited (“ Investment Manager ”) in its capacity as Investment Manager of the Property Share Investment Trust (“ Trust ”).
Applicability	This document applies to the Investment Manager and the Trust, in relation to the borrowings and indebtedness of the Trust and its schemes and special purpose vehicles thereunder (“ SPVs ”).
Introduction & Purpose	<p>(a) Pursuant to the Investment Management Agreement dated June 27, 2024, the Investment Manager has been empowered by the trustee of the Trust to borrow monies on behalf of the Trust and its SPV, in its capacity as Investment Manager of the Trust in order to meet any liabilities, for undertaking any investments/acquisitions or meet any other obligations of the Trust and its SPVs.</p> <p>(b) This policy is framed in accordance with Securities and Exchange Board of India (Real Estate Investment Trust) Regulations, 2014, as amended, including any guidelines, circulars, notifications and clarifications framed or issued thereunder (“REIT Regulations”) to outline the process for borrowing monies by the Trust.</p>
Key Terms	<p>(a) The Investment Manager shall ensure that all funds borrowed in relation to the Trust and its portfolio are in compliance with the REIT Regulations.</p> <p>(b) The Investment Manager may cause the Trust to borrow or incur financial indebtedness for the purpose of the Trust and subject to requisite approval of the board of directors of the Investment Manager, the investment committee of the Investment Manager or such committee of the board of directors of the Investment Manager as may be constituted in this regard and the unitholders of the Trust (“Unitholders”) in accordance with the REIT Regulations.</p> <p>(c) The SPV may undertake leverage through external borrowings or issuance of debt securities under Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021. The option to undertake leverage must be disclosed in the scheme offer document filed for initial offer.</p> <p>(d) The Trust may undertake leverage if the option to undertake leverage is disclosed in the scheme offer document filed for initial offer. The total borrowings and deferred payments net of cash and cash equivalents, at the scheme level, shall not exceed 49% of the value of the scheme assets.</p> <p>Provided that if the total borrowings and deferred payments net of cash and cash equivalents, at the scheme level, exceeds 25% of the value of the scheme assets, then for any further borrowings, -</p> <p>(i) credit rating shall be obtained from a credit rating agency registered with the Board; and</p> <p>(ii) approval of unit holders shall be obtained as per regulation 26ZM which mentions the rights of unit holders.</p> <p>(e) Approval from the Unitholders of the Trust shall be required, where votes cast in favour of the resolution shall be more than the votes cast against the resolution, in case of any borrowing in excess of 25% of the value of the scheme assets.</p> <p>(f) The Trust (acting through its Investment Manager) shall be permitted to borrow monies through any permitted means, by any instrument, in Indian or foreign currency, as permitted by applicable law, including as prescribed by the Reserve Bank of India. In case the Trust issues debt securities, in the manner specified by SEBI, the same shall be listed on a recognized stock exchange and it shall comply with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities)</p>

	<p>Regulations, 2021, as amended and the Master Circular on Real Estate Investment Trusts dated May 15, 2024, as amended, issued by Securities and Exchange Board of India (“SEBI”).</p> <p>(g) The annual report of the Trust shall disclose details of outstanding borrowings and deferred payments of the Trust including any credit rating(s), debt maturity profile, gearing ratios of the Trust on a consolidated and standalone basis as at the end of the year.</p> <p>(h) The annual report shall contain detail of changes during the year with respect to borrowings/repayment of borrowings on a standalone and consolidated basis.</p> <p>(i) Any such obligation will not allow the Investment Manager to make the liabilities of the Trust or its Unitholders unlimited or extend beyond the asset held by the Trust.</p> <p>(j) In addition to the above, any borrowing by the SPVs or the Trust will be in accordance with the conditions prescribed under applicable law.</p>
<p>Disclosure and Reporting</p>	<p>(a) The Investment Manager shall disclose to the designated stock exchange(s) any additional borrowing, at level of assets of the Trust assets or the Trust, as per the requirements prescribed under the REIT Regulations and any other applicable law.</p> <p>(b) Details of changes during the year pertaining to borrowings or repayment of borrowings (standalone and consolidated) shall be disclosed in the annual report of the Trust as per the requirements prescribed under the REIT Regulations and any other applicable law.</p> <p>(c) Details of outstanding borrowings and deferred payments of the Trust, including any credit rating(s), debt maturity profile, gearing ratios of the Trust on a consolidated and standalone basis, shall be disclosed in the annual report of the Trust as per the requirements prescribed under the REIT Regulations and any other applicable law.</p>
<p>Conflict with Applicable Law</p>	<p>The Policy shall not contradict with the provisions of any applicable law. In case of any discrepancy, the provisions of applicable law shall prevail over the provisions of this Policy.</p>
<p>Amendment</p>	<p>(a) Any amendment or variation to this Policy shall be undertaken in compliance with the REIT Regulations and other applicable law.</p> <p>(b) Notwithstanding the above, this Policy will stand automatically amended to the extent of any change in applicable law, including any amendment to the REIT Regulations, without any action from the Investment Manager or approval of the unitholders of the Trust.</p>