BAGMANE REIT

June 25, 2026

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

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

Re: Script Symbol "BAGMANE", Scrip Code "544758"

Dear Sir/ Madam,

Subject: Resolution passed by circulation by the Board of Directors of Bagmane Realty Investment Manager Private Limited, Manager to Bagmane Prime Office REIT, on June 25, 2026

Ref: Regulation 22 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014

We wish to inform you that the Board of Directors of Bagmane Realty Investment Manager Private Limited, Manager to Bagmane Prime Office REIT ("**Bagmane REIT**"), today, i.e., on June 25, 2026, through a resolution passed by circulation, has approved convening of the First Annual Meeting of the Unitholders of Bagmane REIT, on Monday, July 20, 2026 at 15:30 Hrs IST through Video Conferencing / Other Audio-Visual Means ("**First AM**"). The Notice of the First AM is enclosed as **Annexure 1** and shall also be uploaded on the website of Bagmane REIT at https://www.bagmanereit.com/.

Kindly take the same on record.

Thanking you,

For and on behalf of **Bagmane Prime Office REIT** acting through its Investment Manager, **Bagmane Realty Investment Manager Private Limited**

Venkatesh Ranganath P
Digitally signed by Venkatesh Ranganath P
Date: 2026.06.25 18:36:56 +05'30'

Venkatesh Ranganath P
Company Secretary and Compliance Officer
A37567

BAGMANE REALTY INVESTMENT MANAGER PRIVATE LIMITED (ACTING AS INVESTMENT MANAGER TO BAGMANE PRIME OFFICE REIT) 5th floor, B Block Bagmane Tech Park, 65/2 Bagmane Laurel, C. V. Raman Nagar, Bangalore North, Bangalore- 560093, Karnataka | Tel: +91-80-40329999 | CIN - U66309KA2024PTC183039 | Email: reitcompliance@bagmanereit.com | Website of Bagmane Prime Office REIT: https://www.bagmanereit.com/

Annexure 1

BAGMANE
REIT

1st Annual Meeting of

Bagmane Prime Office REIT

BAGMANE PRIME OFFICE REIT

(A Real Estate Investment Trust registered with the Securities and Exchange Board of India with registration no. IN/REIT/25-26/0007)
Principal place of business: 5th floor, B Block Bagmane Tech Park, 65/2 Bagmane Laurel, C. V. Raman Nagar, Bangalore North, Bangalore- 560093, Karnataka
Tel #: +91 80 4032 9901; **Compliance Officer**: Mr. Venkatesh Ranganath P
E-mail: reitcompliance@bagmanereit.com ; **Website**: https://www.bagmanereit.com/

NOTICE

NOTICE IS HEREBY GIVEN THAT THE FIRST ANNUAL MEETING ("AM") OF THE UNITHOLDERS OF BAGMANE PRIME OFFICE REIT ("BAGMANE REIT") WILL BE HELD ON MONDAY, JULY 20, 2026 AT 15:30 HRS IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES ("NOTICE"). THE PRINCIPAL PLACE OF BUSINESS OF BAGMANE REIT I.E. 5TH FLOOR, B BLOCK BAGMANE TECH PARK, 65/2 BAGMANE LAUREL, C. V. RAMAN NAGAR, BANGALORE NORTH, BANGALORE- 560093 SHALL BE DEEMED TO BE THE VENUE OF THE MEETING:

ORDINARY BUSINESSES:

ITEM NO. 1: TO CONSIDER, APPROVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF BAGMANE PRIME OFFICE REIT FOR THE PERIOD FROM MAY 30, 2025 TO MARCH 31, 2026, ALONG WITH THE AUDIT REPORT THEREON:

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

"**RESOLVED THAT** pursuant to Regulation 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Bagmane Realty Investment Manager Private Limited ("**Manager**"), the Audited Financial Statements of Bagmane Prime Office REIT ("**Bagmane REIT**") for the period from May 30, 2025 to March 31, 2026 along with the audit report thereon, be and are hereby approved and adopted.

RESOLVED FURTHER THAT the Board of Directors or Chief Executive Officer or Chief Financial Officer or Chief Operating Officer or Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of Bagmane REIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such documents, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the board of directors, to be in the best interest of Bagmane REIT, as it may deem fit."

ITEM NO 2: TO CONSIDER, APPROVE AND RATIFY, AS APPLICABLE, THE APPOINTMENT OF S.R. BATLIBOI & ASSOCIATES, LLP AS THE STATUTORY AUDITOR OF BAGMANE PRIME OFFICE REIT AND THEIR FEES PAYABLE FOR THE PERIOD FROM MAY 30, 2025 TO MARCH 31, 2026 AND FOR THE FINANCIAL YEARS 2026-27 TILL 2029-30:

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(ii) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

"**RESOLVED THAT** pursuant to the Regulation 10(5), 10(6), 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and circulars, notifications and guidelines, issued thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereto for the time being in force, in consultation with the Axis Trustee Services Limited, Trustee to Bagmane Prime Office REIT ("**Bagmane REIT**") and upon recommendation of the Board of Directors of Bagmane Realty Investment Manager Private Limited ("**Manager**"), the consent of the Unitholders of Bagmane REIT be and is hereby accorded for ratification of appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditor of Bagmane REIT for the period from May 30, 2025 to March 31, 2026 and approval of re-appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditor of Bagmane REIT in terms of the Financial Years from 2026-27 till 2029-30, at such remuneration as may be agreed between the Board of Directors and the Statutory Auditor.

RESOLVED FURTHER THAT the Board of Directors or Chief Executive Officer or Chief Financial Officer or Chief Operating Officer or Company Secretary and Compliance Officer of the Manager, be and are hereby severally authorized on behalf of Bagmane REIT to undertake necessary steps, including execution of engagement letters to implement the aforesaid resolution and to give effect to any modifications, changes or amendments thereto."

ITEM NO 3: TO CONSIDER, APPROVE AND RATIFY, AS APPLICABLE, THE APPOINTMENT OF KZEN VALTECH PRIVATE LIMITED AS THE INDEPENDENT VALUER AND JONES LANG LASALLE PROPERTY CONSULTANTS (INDIA) PRIVATE LIMITED AS THE INDEPENDENT PROPERTY CONSULTANT REVIEW SERVICES PROVIDER OF BAGMANE PRIME OFFICE REIT AND THEIR FEES PAYABLE FOR THE PERIOD FROM MAY 30, 2025 TO MARCH 31, 2026 AND FOR THE FINANCIAL YEARS 2026-27 TILL 2028-29:

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(iv) and 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

"**RESOLVED THAT** pursuant to the Regulation 10(5), 12, 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and circulars, clarifications, notifications and guidelines, issued thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereto for the time being in force, in consultation with the Axis Trustee Services Limited Trustee to Bagmane Prime Office REIT ("**Bagmane REIT**") and upon recommendation of the Board of Directors of Bagmane Realty Investment Manager Private

Limited ("**Manager**"), the consent of the Unitholders of Bagmane REIT be and is hereby accorded for the ratification of appointment of Kzen Valtech Private Limited, a registered valuer having registration number IBBI/RV-E/05/2022/164), represented by its Director, Mr. Sachin Gulaty as the Independent Valuer of Bagmane Prime Office REIT ("**Bagmane REIT**") for the period from May 30, 2025 to March 31, 2026 and 2026-27 and the approval of appointment for the Financial Years 2027-28 and 2028-29, at such remuneration as may be agreed between the Board of Directors and the Valuer.

RESOLVED FURTHER THAT pursuant to the applicable provisions of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and circulars, notifications and guidelines, issued thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereto for the time being in force, in consultation with the Axis Trustee Services Limited Trustee to Bagmane REIT and upon recommendation of the Board of Directors of the Manager, the consent of Unitholders of Bagmane REIT be and is hereby accorded for the approval of appointment of Jones Lang Lasalle Property Consultants (India) Private Limited to provide Independent Property Consultant Review Services to Bagmane REIT for period from May 30, 2025 to March 31, 2026 and for the financial years 2026-27 to 2028-29, at such remuneration as may be agreed between the Board of Directors and the Independent Property Consultant Review Services Provider.

RESOLVED FURTHER THAT the Board of Directors or Chief Executive Officer or Chief Financial Officer or Chief Operating Officer or Company Secretary and Compliance Officer of the Manager, be and are hereby severally authorized on behalf of Bagmane REIT to undertake necessary steps, including execution of engagement letters to implement the aforesaid resolution and to give effect to any modifications, changes or amendments thereto."

For and on behalf of **Bagmane Prime Office REIT** acting through Investment Manager, **Bagmane Realty Investment Manager Private Limited**

Sd/-

Venkatesh Ranganath P
Company Secretary and Compliance Officer
Membership No. A37567

Date: June 25, 2026
Place: Bangalore

BAGMANE REALTY INVESTMENT MANAGER PRIVATE LIMITED (ACTING AS INVESTMENT MANAGER TO BAGMANE PRIME OFFICE REIT) 5th floor, B Block Bagmane Tech Park, 65/2 Bagmane Laurel, C. V. Raman Nagar, Bangalore North, Bangalore- 560093, Karnataka | Tel: +91-80-40329999 | CIN - U66309KA2024PTC183039 | Email: reitcompliance@bagmanereit.com | Website of Bagmane Prime Office REIT: https://www.bagmanereit.com/

NOTES:

1. Pursuant to Chapter 9 of the SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024 ("**Circular**"), issued by the Securities and Exchange Board of India, REITs are allowed to hold the AM through VC/ OAVM, without the physical presence of Unitholders at a common venue. Further, pursuant to Regulation 22(2)(f) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, ("**REIT Regulations**"), for all unitholder meetings, the Manager shall provide an option to the Unitholders to attend the meeting through VC/OAVM and the option of remote electronic voting.

   Hence Bagmane REIT shall be conducting the AM through VC/ OAVM, in compliance with the Circular and REIT Regulations. Remote e-voting facility shall also be provided prior to the AM and on the day of the AM for Unitholders to vote electronically.

2. As the AM shall be conducted through VC/OAVM, the facility for appointment of Proxy by the Unitholders is not available for this AM, and hence, the Proxy Form and Attendance Slip and the Route Map are not annexed to this Notice. Body Corporates are entitled to appoint authorised representatives to attend the AM through VC/OAVM and participate there at and cast their votes through e-voting.

3. Explanatory statement setting out material facts, relating to businesses to be transacted at the AM is provided under **Annexure A**.

4. With regard to Item No.1 of this Notice, the Unitholders are requested to download the Audited Financial Statements of Bagmane REIT (prepared as per the requirements of the REIT Regulations) for the period from May 30, 2025 to March 31, 2026 along with the audit report, from the website of Bagmane REIT using the link https://www.bagmanereit.com/ or may write to Bagmane Realty Investment Manager Private Limited, Manager to Bagmane REIT at the Email Id: reitcompliance@bagmanereit.com for the electronic copy of the aforementioned financial statements.

5. In case any unitholder is desirous of obtaining physical copy of the Audited Financial Statements of Bagmane REIT (prepared as per the requirements of the REIT Regulations) for the period from May 30, 2025 to March 31, 2026 along with the audit report, and Notice of the First AM of Bagmane REIT, he/she may write to Bagmane Realty Investment Manager Private Limited, Manager to Bagmane REIT at the email Id: reitcompliance@bagmanereit.com

6. Relevant documents referred to in the accompanying Notice, are open for inspection by the Unitholders, by sending a request to reitcompliance@bagmanereit.com, with the following details: Name, Demat Account Number, Email ID, Mobile Number. The Unitholders can also request copies of the same by sending a request to Bagmane REIT at – Mr. Venkatesh Ranganath P, 5th floor, B Block Bagmane Tech Park, 65/2 Bagmane Laurel, C. V. Raman Nagar, Bangalore North, Bangalore- 560093, Karnataka, on all working days (i.e., all days except Saturdays, Sundays and public holidays) between 11.00 A.M. and 5.00 P.M. up to the date of the AM i.e. July 20, 2026 accompanying the necessary details mentioned above. The relevant documents will also be available for inspection by the Unitholders in

electronic mode during the AM.

7. The Notice calling the First AM has been uploaded on the website of Bagmane REIT and can be accessed using the following link https://www.bagmanereit.com/ The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited ("**BSE**") and The National Stock Exchange of India Limited ("**NSE**") at www.bseindia.com and www.nseindia.com respectively.

8. The Manager, on behalf of Bagmane REIT, is providing remote e-voting facility to the Unitholders. The Unitholders as on the cut-off date, **Monday**, **July 13, 2026** ("**the Cut-Off Date**") can exercise their right to vote by electronic voting systems from a place other than venue of the AM **("remote e-voting")** on any or all of the items of business specified in the Notice. The remote e-voting period commences at **0900 Hrs IST** on **Thursday**, **July 16, 2026** and ends at **1700 Hrs IST** on **Sunday, July 19, 2026**. The e-voting facility shall also be made available during the Annual Meeting for those Unitholders who have not cast their vote through remote e-voting. Resolutions passed by the Unitholders through remote e-voting shall be deemed to have been passed at the AM.

   Unitholders who have cast their vote through remote e-voting may attend the AM but shall not be entitled to cast their vote again during the AM.

9. Any person who acquires Units of Bagmane REIT and becomes a Unitholder of Bagmane REIT after the dispatch of the Notice, and holds Units as on the Cut-Off Date, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in.

   In case of any difficulty in attending the AM through VC/OAVM or for any technical assistance, Unitholders may contact NSDL at evoting@nsdl.co.in.

10. Following is the mechanism to access remote e-voting for the AM:

    a. **For individual Unitholders:**

    SEBI vide its circular SEBI/HO/ CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, has enabled e-voting to all the demat account holders, by way of a single login credential, through their respective demat accounts/ websites of Depositories/ Depository Participants. Accordingly, the individual Unitholders holding the units in their respective demat accounts are required to cast their vote without having to register again, thereby facilitating seamless authentication and enhancing ease and convenience of participating in e-voting process. Details of the process and manner of remote e-voting by individual Unitholders are provided under **Annexure B**.

    b. **For Unitholders other than individual Unitholders:**

    The Manager, on behalf of Bagmane REIT, has engaged the services of NSDL for the purpose of providing remote e-voting facility to all Unitholders. Details of the process and manner of remote e-voting for Unitholders are provided under **Annexure B**.

11. In case of joint holders attending the AM, the unitholder whose name appears as the first holder in the order of names as per the Register of unitholders will be entitled to vote.

12. Attendance of the unitholders participating in the AM through VC/OAVM shall be counted for the purpose of reckoning the quorum.

13. Once the vote on a resolution is cast by the

Unitholder, the Unitholder shall not be allowed to change it subsequently and the remote e-Voting module shall be disabled by NSDL for voting thereafter.

14. Unitholders on the day of the AM shall login through their user ID and password on the e-voting website of NSDL. The link shall be available in the Unitholder login where the EVEN of Bagmane REIT 139822 will be displayed. On clicking the link, the Unitholder will be able to view the webcast of the AM Proceedings. The VC facility will be available on Monday, July 20, 2026, from 15:00 Hrs IST onwards till the conclusion of the AM, for participation and voting.

15. The Unitholders will be able to view the proceedings of the AM on NSDL's evoting website https://www.evoting.nsdl.com/ and on Bagmane REIT's website at https://www.bagmanereit.com/

16. SEBI has mandated the submission of Permanent Account Number ("**PAN**") by every participant in the securities market. Unitholders are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.

17. Unitholders who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications from the Manager, on behalf of Bagmane REIT, electronically by contacting their respective Depository Participant.

18. Those Unitholders who have already registered their e-mail addresses are requested to keep their e-mail addresses updated with their Depository Participants to enable servicing of all communications from the Manager, on behalf of Bagmane REIT, electronically to their e-mail address in future.

19. The Manager reserves the right to restrict the number of questions depending upon availability of time for the smooth conduct of the AM.

20. The transcript/recording of the AM shall be made available on the website of Bagmane REIT soon after the conclusion of the AM.

21. E-voting during the AM is integrated with the VC platform and no separate login is required for the same. The Unitholders shall be guided on the process during the AM.

22. The Board of Directors of the Manager has appointed Ms. Rupal D Jhaveri, Company Secretary in Practice (FCS No: 5441; CP No: 4225), a Company Secretary in Practice, as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

23. The Chairman shall, at the AM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of e-Voting system for all those Unitholders who are present during the AM but have not cast their votes by availing the remote e-Voting facility.

24. The Scrutinizer shall immediately after the conclusion of the voting at AM, scrutinize the votes cast by remote e-voting and e-voting during the AM, and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same forthwith to the Chairman of the Manager or a person authorized by him in writing, who shall countersign the same. The Scrutinizer's decision on the validity of the vote shall be final.

25. The results shall be declared on or after the conclusion of AM of Bagmane REIT but not later than two (2) working days from date of AM, and the resolutions will be deemed to be passed on the date of AM i.e., July 20, 2026, subject to receipt of the requisite number of

votes in favour of the Resolution(s).

26. The results of the voting along with Scrutiniser's Report(s) will be available on the website of Bagmane REIT at https://www.bagmanereit.com/ within two (2) working days of passing of the resolutions and communication of the same to BSE Limited and the National Stock Exchange of India Limited.

27. The notice of the AM shall be placed on website of Bagmane REIT at https://www.bagmanereit.com/ website of the RTA and on the website of BSE Limited and the National Stock Exchange of India Limited.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS:

As the AM is being conducted through OAVM/ VC, for the smooth conduct of proceedings of the AM, Unitholders are encouraged to express their views/ send their queries in advance, mentioning their Name, Demat Account Number, E-mail Id and Mobile Number to reitcompliance@bagmanereit.com. Only questions / queries received by Bagmane REIT on or before 1200 Hrs IST on July 16, 2026, shall be considered and responded to during the AM.

INSTRUCTIONS FOR UNITHOLDERS FOR ATTENDING THE AM THROUGH VC/OAVM ARE AS UNDER:

1. As per SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/ CIR/2024/43 dated May 15, 2024, the facility for joining the Meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed until the expiry of 15 minutes after such scheduled time.

2. Unitholders will be provided with a facility to attend the AM through VC/OAVM through the NSDL e-voting system. Unitholders may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join Annual meeting" menu against company name. You are requested to click on VC/OAVM link placed under "Join General Meeting" menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Bagmane REIT 139822 will be displayed. Please note that the Unitholders who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.

3. Unitholders are encouraged to join the Meeting through laptops for better experience.

4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of glitches.

BAGMANE REALTY INVESTMENT MANAGER PRIVATE LIMITED (ACTING AS INVESTMENT MANAGER TO BAGMANE PRIME OFFICE REIT) 5th floor, B Block Bagmane Tech Park, 65/2 Bagmane Laurel, C. V. Raman Nagar, Bangalore North, Bangalore- 560093, Karnataka | Tel: +91-80-40329999 | CIN - U66309KA2024PTC183039 | Email: reitcompliance@bagmanereit.com | Website of Bagmane Prime Office REIT: https://www.bagmanereit.com/

Annexure A

EXPLANATORY STATEMENT

ITEM NO: 1

Pursuant to Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, including any applicable circulars, notifications, guidelines and clarifications issued thereunder, each as amended from time to time (the "**REIT Regulations**"), the latest annual accounts of a REIT are required to be received, approved and adopted by the Unitholders in accordance with the REIT Regulations.

The Board of Directors of the Manager, at its meeting held on June 03, 2026, have approved the Audited Financial Statements for the period from May 30, 2025 to March 31, 2026 of Bagmane Prime Office REIT along with the audit report thereon. Further, the Board of Directors of the Manager has recommended the same to the Unitholders of Bagmane REIT, for their approval and adoption.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of Axis Trustee Services Limited, Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 1 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO: 2

The Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 ("**REIT Regulations**") require a REIT to appoint an individual or a firm as its Auditor.

Pursuant to Regulation 10(5) of the REIT Regulations, the Manager, in consultation with the Trustee, is required to appoint all intermediaries and services providers for managing the assets of the REIT or any other activity pertaining to the REIT.

Accordingly, the Board of Directors of the Manager, at its meeting held on November 29, 2025 had approved the appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditor of Bagmane REIT with effect from May 30, 2025, to hold office until March 31, 2026.

Pursuant to Regulation 22(4) of the REIT Regulations, appointment of auditor and fees of such auditor needs to be approved by the unitholders of the Bagmane REIT at their Annual Meeting but since no units were issued during FY 2025-26, approval of unitholders could not be obtained.

Thereafter, the Board of the Manager, vide a resolution passed through circulation on June 17, 2026, approved the re-appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004), as the Statutory Auditor of Bagmane REIT for the Financial Years from 2026-27 till 2029-30 and recommended the re-appointment, of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory

BAGMANE REALTY INVESTMENT MANAGER PRIVATE LIMITED (ACTING AS INVESTMENT MANAGER TO BAGMANE PRIME OFFICE REIT) 5th floor, B Block Bagmane Tech Park, 65/2 Bagmane Laurel, C. V. Raman Nagar, Bangalore North, Bangalore- 560093, Karnataka | Tel: +91-80-40329999 | CIN - U66309KA2024PTC183039 | Email: reitcompliance@bagmanereit.com | Website of Bagmane Prime Office REIT: https://www.bagmanereit.com/

Auditor of Bagmane REIT, for the Financial Years from 2026-27 till 2029-30 at such remuneration as may be agreed between the Board of Directors and the Statutory Auditor, to the unitholders of Bagmane REIT.

The unitholders of Bagmane REIT, based on the recommendation of the Board of Directors are requested to ratify the appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditor of Bagmane REIT for the period from May 30, 2025 to March 31, 2026 and approve the appointment of S.R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) as the Statutory Auditor of Bagmane REIT for the Financial Years from 2026-27 till 2029-30, along with the fees payable.

Axis Trustee Services Limited, Trustee to Bagmane REIT, has accorded their approval for the aforementioned appointment.

A brief profile of S.R. Batliboi & Associates LLP is set out below:

*S. R. Batliboi & Associates LLP (ICAI Firm Registration No: 101049W/E300004) is a limited liability partnership firm of Chartered Accountants, registered with the Institute of Chartered Accountants of India ("**ICAI**"). The firm is a part of M/s. S. R. Batliboi and Affiliates network of audit firms registered with ICAI. The registered office of the firm is at 22, Camac Street, Block B, 3rd Floor, Kolkata – 700016.*

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of Axis Trustee Services Limited, the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 2 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO: 3

The Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 ("**REIT Regulations**") require a REIT to appoint a person registered as a 'registered valuer' under Section 247 of the Companies Act, 2013, as its Independent Valuer.

Further, pursuant to Regulation 10(5) of the REIT Regulations, the Manager, in consultation with the Trustee, is required to appoint all intermediaries and services providers for managing the assets of the REIT or any other activity pertaining to the REIT.

Accordingly, the Board of the Manager, at their meeting held on December 11, 2025, had approved the appointment of KZEN Valtech Private Limited as the Valuer of Bagmane REIT for a period from May 30, 2025 till one year post listing.

Thereafter, the Board of the Manager, vide a resolution passed through circulation on June 17, 2026, approved the re-appointment of KZEN Valtech Private Limited, as the Valuer of Bagmane REIT for the Financial Years 2026-27 to 2028-29 and recommended the appointment / ratification of appointment, as applicable, of KZEN Valtech Private Limited, including remuneration, for the period from May 30, 2025 to March 31, 2026 and for the financial years from 2026-27 to 2028-29 including remuneration to the unitholders of Bagmane REIT.

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The Board of the Manager, vide a resolution passed through circulation on June 17, 2026 also approved /ratified as applicable, the appointment of Jones Lang Lasalle Property Consultants (India) Private Limited as the Independent Property Consultant Review Services Provider of Bagmane Prime Office REIT and their fees payable for the Financial Years 2025-26 to 2028-29, and recommended the same to the unitholders of Bagmane REIT.

Pursuant to Regulation 22(4) of the REIT Regulations, the appointment of valuer needs to be approved by the unitholders of the REIT at their Annual Meeting but since no units were issued during FY 2025-26, approval of unitholders could not be obtained.

Axis Trustee Services Limited, Trustee to Bagmane REIT, has accorded their approval for the aforementioned appointment.

A brief profile of KZEN Valtech Private Limited is set out below:

KZEN VALTECH PRIVATE LIMITED, bearing Registered Valuer Entity number IBBI/RV-E/05/2022/164 with IBBI for providing opinions on market value of the respective Subject Properties.

*Mr. Sachin Gulaty, Director, KZEN VALTECH PRIVATE LIMITED, is registered as a valuer with IBBI for the asset class Land and Building under the provisions of The Companies (Registered Valuers and Valuation) Rules, 2017 since 13 August 2021. He qualified for the degree of Bachelor of Architecture from School of Planning and Architecture, New Delhi in 1997, and qualified for the degree of Master in Planning with specialization in Urban Planning from School of Planning and Architecture, New Delhi in 2002. He, subsequently, undertook distance learning from SVKM's Narsee Monjee Institute of Management Studies ("**NMIMS**") Global Access – School for Continuing Education, qualified for the two-years Post Graduate Diploma in Banking & Financial Management and was awarded this Post Graduate Diploma in July 2018.*

*Mr. Gulaty has almost 28 years of experience, including one and a half years of post-graduate education, spread over domains of architecture, urban planning, urban infrastructure, real estate advisory, and real estate asset valuation. He was the National Head of Valuations for Jones Lang LaSalle Property Consultants (India) Private Limited ("**JLL India**"), a leading International Property Consulting firm in India, from 2010 to 2021. Prior to this role, Mr. Gulaty gained practical experience in providing architecture services, town and city planning, and research related to regulatory studies and urban governance covering urban infrastructure such as water supply, sanitation, solid waste management, and urban transport, among other aspects. In the early part of his career, he worked with renowned architectural services firm, Kuldip Singh & Associates, and The Energy and Resources Institute ("**TERI**"). His last employment was with JLL as Senior Director and National Head for Valuations.*

As the National Head of Valuations at JLL India, he led numerous valuation exercises for multiple financial institutions, private equity/real estate funds, corporates, industrial houses, government departments, and developers across multiple real estate asset classes of commercial, retail, residential, industrial, healthcare, and hospitality, among others. Clientele served by him across his entire career till date, under various employments, includes Brookfield, GIC, Qatar Investment Authority, JP Morgan, BlackRock, CapitaLand, Citibank, Standard Chartered Bank, Yes Bank, Kotak Mahindra, Maruti Suzuki, Indiabulls, Dubai Port World, World Bank, DLF, RMZ, Shriram Properties, DIPAM, NHAI, NBCC, AAI, and RLDA, among others.

*Mr. Gulaty, who carries IBBI Registration Number: IBBI/RV/02/2021/14284, is enrolled with the Institute of Valuers Registered Valuers Foundation ("**IOVRVF**"), is a Fellow of Royal Institution of Chartered Surveyors ("RICS"), Fellow and Lifetime Member of Institute of Valuers, India ("**IOV**"), admitted as an Arbitrator (India) on the RICS Panel of Dispute Resolvers & Expert Witnesses, empaneled as an Arbitrator on the India International Arbitration*

*Centre ("**IIAC**") Panel of Arbitrators for Domestic and International Arbitration as an Eminent Person, RICS Accredited Mediator, and features in the global list of RICS Trained Assessors, has prepared and signed this report on behalf of RV-E.*

A brief profile of Jones Lang Lasalle Property Consultants (India) Private Limited is set out below:

JLL is India's premier and largest professional services firm specializing in real estate. The Firm has grown from strength to strength in India for the past two decades. JLL India has an extensive presence across ten major cities (Mumbai, Delhi NCR, Bengaluru, Pune, Chennai, Hyderabad, Kolkata, Ahmedabad, Kochi, and Coimbatore) and over 130 tier-II and III markets with a cumulative strength of over 16,900 employees. The Firm provides investors, developers, local corporates, and multinational companies with a comprehensive range of services. These include leasing, capital markets, project development, facility management, property management, transaction management, and research advisory. These services cover various asset classes such as commercial, industrial, warehouse and logistics, data centres, residential, retail, hospitality, healthcare, senior living, and education.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of Axis Trustee Services Limited, the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 3 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

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Annexure B

INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING ON THE DAY OF THE AM

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. **Login method for e-Voting and joining virtual meeting for Individual Unitholders holding securities in demat mode**

Individual unitholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Type of Unitholders	Login Method
Individual Unitholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen

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	will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Unitholders can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Unitholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the Unitholder is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the

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	evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Unitholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Unitholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Unitholders holding units in demat mode with NSDL	Unitholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Unitholders holding units in demat mode with CDSL	Unitholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. **Login Method for e-Voting and joining the virtual meeting for unitholders other than individual unitholders holding units in demat mode.**

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding units i.e., Demat (NSDL or CDSL)	Your User ID is:
a) For Unitholders who hold units in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Unitholders who hold units in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************

5. Password details for Unitholders other than individual unitholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those unitholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

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c) Unitholders can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and Annual Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Unitholders

1. Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer e-mail to rupal@csrdj.com with a copy marked to evoting@nsdl.co.in . Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

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3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to evoting@nsdl.com

<u>Process for those Unitholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice</u>:

1. Please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to evoting@nsdl.co.in .

2. If you are an individual unitholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **<u>Login method for e-Voting and joining virtual meeting for Individual unitholders holding securities in demat mode</u>**.

3. Alternatively unitholders may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. Individual unitholders holding units in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

<u>Instructions for Unitholders for E-Voting on the day of the AM are as under:-</u>

1. The procedure for e-Voting on the day of the AM is same as the instructions mentioned above for remote e-voting.

2. Only those Unitholders, who will be present in the AM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AM. However, they will not be eligible to vote at the AM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AM shall be the same person mentioned for Remote e-voting.

<u>Instructions For Unitholders for attending the AM Through VC/OAVM are as under</u>:

1. As per SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/ CIR/2024/43 dated May 15, 2024, the facility for joining the AM shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed until the expiry of 15 minutes after such scheduled time

2. Unitholders will be provided with a facility to attend the AM through VC/OAVM through the NSDL e-Voting system. Unitholders may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Bagmane REIT 139822 will be displayed. Please note that the Unitholders who do not have

the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

3. Unitholders are encouraged to join the Meeting through Laptops for better experience.

4. Further Unitholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. Please note that participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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INFORMATION AT A GLANCE

Particulars	Details
Time and date of AM	15:30 Hrs IST, Monday, July 20, 2026
Mode	Through Video Conference / Other Audio-Visual means
Cut-off date for e-voting	Monday, July 13, 2026
E-voting start time and date	0900 Hrs IST on Thursday, July 16, 2026
E-voting end time and date	1700 Hrs IST on Sunday, July 19, 2026
E-voting website of NSDL	https://evoting.nsdl.com
Name and address of the Registrar and Transfer Agent	**KFin Technologies Limited** **Address**: Selenium, Tower B, Plot No. 31-32, Financial District, Nanakramguda Hyderabad, Telangana, India 500 032.
Name, address and contact details of evoting services provider	**National Securities Depository Limited** **Contact Personnel**: Mr. Falguni Chakraborty Senior Manager **Address and Contact Details**: National Securities Depository Limited, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 **Email ID** : evoting@nsdl.com **Contact Number** : 022 - 48867000

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