

May 30, 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: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2026

Pursuant to Regulation 26D of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read along with Chapter 15 of the SEBI Circular No. SEBI/HO/DDHS-PoD2/P/CIR/2025/99 dated July 11, 2025, please see enclosed the Annual Secretarial Compliance Report of Bagmane Prime Office REIT for the year ended March 31, 2026.

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
Company Secretary and Compliance Officer
A37567

Annual Secretarial Compliance Report
Secretarial Compliance Report of Bagmane Prime Office REIT
For the year ended 31st March 2026

I **Gunasekaran Saranya**, Managing Partner representing on behalf of M/s. GSKS & PARTNERS LLP, Practising Company secretaries firm have examined:

- a) all the documents and records made available to us and explanation provided by **Bagmane Realty Investment Manager Private Limited ("the Manager")** acting as manager to **Bagmane Prime Office REIT**;
- b) the filings/ submissions made by the Manager to the stock exchanges,
- c) website of the **Bagmane Prime Office REIT ("the REIT")**,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March 2026 ("**Review Period**") in respect of compliance with the provisions of:
 - i) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and
 - ii) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("**SEBI**");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (as amended up to the Third Amendment Regulations, 2025) and circulars/guidelines/master circular issued thereunder – Complied to the extent applicable during the period under review;



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- b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Complied to the extent applicable during the period under review;
- c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements Regulations, 2018 - Complied to the extent applicable during the period under review;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - Complied to the extent applicable during the period under review;
- e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- Not Applicable to Bagmane REIT and Manager during the period under review;
- f) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - Not Applicable to Bagmane REIT and Manager during the period under review;
- g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable to Bagmane REIT and Manager during the period under review;
- h) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- Not Applicable to Bagmane REIT and Manager during the period under review;
- i) Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014 (to the extent applicable);
- j) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
and circulars/ guidelines issued thereunder.

Based on the above examination, I hereby report that, during the Review Period:

- a) The Manager of the REIT has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of matters specified below.



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Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.		NA	

- b) The Manager of the REIT has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the REIT, parties to the REIT, its promoters, directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
Against Bagmane REIT, its Sponsor, Sponsor Group and the Manager				
	NIL			
Against Axis Trustee Services Limited, Trustee to Bagmane REIT				
1.	SEBI	Administrative, Deficiency and Advisory issued by SEBI vide its letter dated April 01, 2025,	Advisory issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.

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Branch: Shakti Tower-1, No. 766, Anna Salai, Thousand Lights, Chennai - 600 002

Contact details: 99449 73222 | 99441 37767



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		in relation to inspection of InvIT client of Axis Trustee Services Limited		
2.	SEBI	Advisory issued by SEBI vide its letter dated April 03,2025, in relation to inspection of InvIT client of Axis Trustee Services Limited	Warning letter issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.
3.	SEBI	Show cause notice dated May 30,2025, issued by SEBI under rule 4 (1) of SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules,1995 w.r.t Role of Axis Trustee in the matter of Fit and Proper Criteria in relation to KMP of a REIT client	Show Cause Notice issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the SCN and taken corrective steps.
4.	IFSCA	Warning issued by IFSCA vide its letter dated September 08,2025 in relation to inspection of FME client of Axis Trustee Services Limited	Warning Letter issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.
5.	IFSCA	Warning issued by IFSCA vide its letter dated September 23,2025 in relation to non-compliance in appointment of fund administrator in case of FME Client	Warning Letter issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.



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		of Axis Trustee Services Limited		
6.	SEBI	Advisory issued by SEBI vide its letter dated September 30,2025, in relation to examination of Securitized Debt Instrument issued in which Axis Trustee Services Limited acted as a Trustee	Advisory issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.
7.	SEBI	Advisory issued by SEBI vide its letter dated March 12,2026, in relation to inspection of REIT Client of Axis Trustee Services Limited	Advisory issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.
8.	SEBI	Administrative Warning and Advisory letter issued by SEBI vide letter dated March 20,2026, in relation to inspection of InvIT client of Axis Trustee Services Limited.	Warning and Advisory Letter issued to Axis Trustee Services Limited	The Trustee has confirmed that it has responded to the letter and taken corrective steps.



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d) The Manager of the REIT has taken following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial Compliance report for the year ended 31.03.2026	Actions taken by the Manager, if any	Comments of the Practising Company Secretary on the actions taken by the REIT
	NA	NA	-	-

For **GSKS & PARTNERS LLP**

Company secretaries



GUNASEKARAN SARANYA

Managing Partner

FCS No: 10857

COP No: 23016

Peer review No: 8016/2016

UDIN: F010857H000539198

Date: 29th May 2026

Place: Coimbatore

Note:

Compliance with applicable laws and authenticity of documents furnished are the responsibilities of the Management of the Manager. This Report is issued solely for the purpose of compliance under Regulation 26D of SEBI (Real Estate Investment Trusts) Regulations, 2014 and is neither an audit nor an expression of opinion on the financial records or future viability of the REIT.

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