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EMBASSY OFFICE PARKS

Embassy Office Parks REIT

(Registered in the Republic of India as an irrevocable trust under the Indian Trusts Act, 1882 and as a real estate investment trust under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, on August 3, 2017 at Bengaluru having registration number IN/REIT/17-18/0001)

Principal Place of Business: Royal Oaks, Embassy Golf Links Business Park, Off Intermediate Ring Road, Bengaluru - 560 071, Karnataka, India. **Tel:** +91 80 3322 0000/ 2222; **Fax:** +91 80 4903 0046; **Compliance Officer:** Ramesh Periasamy, **E-mail:** compliance@embassyofficeparks.com; **Website:** www.embassyofficeparks.com

Embassy Office Parks REIT ("**Embassy REIT**") is issuing up to [•] Units for cash at a price of ₹ [•] per Unit aggregating up to ₹ 47,500 million (the "**Issue**").

INITIAL PUBLIC ISSUE IN RELIANCE UPON REGULATION 14(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (REAL ESTATE INVESTMENT TRUSTS) REGULATIONS, 2014, AS AMENDED (THE "REIT REGULATIONS")

NOTICE TO INVESTORS

This is with reference to the initial public offer of units of the Embassy Office Parks REIT ("**REIT**") and the Offer Document dated March 11, 2019 ("**Offer Document**") filed with the Securities and Exchange Board of India, the BSE Limited and the National Stock Exchange of India Limited.

Investors should note that a third party has sent letters dated March 12, 2019 and March 14, 2019 ("**Letters**"), intimating us of an ex-parte temporary injunction order dated January 31, 2019 passed by the Hon'ble Pr. City Civil and Sessions Judge, Bengaluru ("**Ex-parte Order**") against Reddy Veeranna ("**RV**"), one of the shareholders (holding 27%) in Manyata Promoters Private Limited ("**MPPL**"), restraining him from creating any third party rights over his immovable and movable properties, particularly shares held by him. In response to the Letters, RV has (based on an opinion received from legal counsel) confirmed that his shares in MPPL are outside the scope of the Ex-parte Order and are subject to the terms of the arbitral award dated May 9, 2018 and Settlement Agreement dated April 16, 2018. In addition, RV has confirmed that the Letters shall not affect the Formation Transactions in connection with MPPL. The Manager has noted the above. The description of the Formation Transactions involving RV's shares in MPPL are set out on page 273 of the Offer Document.

The above may have an impact on the Formation Transactions and in this regard Investors should refer to Paragraph #3 of Risk Factor #1 on page 22 in the Offer Document.

All capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Offer Document.

On behalf of **Embassy Office Parks REIT**
Embassy Office Parks Management Services Private Limited

Place : Bengaluru

Date : March 15, 2019

Sd/-
Compliance Officer

Embassy Office Parks REIT is proposing, subject to, receipt of requisite approvals, market conditions and other considerations, to make an Initial Public Offering of its Units and has filed the Offer Document dated March 11, 2019 ("**Offer Document**") with SEBI. The Offer Document is available on the websites of SEBI, BSE, NSE at www.sebi.gov.in, www.bseindia.com and www.nseindia.com respectively GCBRLMs at www.morganstanley.com, www.investmentbank.kotak.com, www.jpml.com and www.ml-india.com and BRLMs at www.axiscapital.co.in, www.creditsuisse.com, www.db.com/India, www.goldmansachs.com, www.hsbc.co.in/1/2/corporate/equitiesglobalinvestmentbanking, www.iiflcap.com, www.jmfl.com & www.nomuraholdings.com/company/group/asia/india/index.html Potential investors should note that investment in Units involves a high degree of risk and for details relating to the same, see "Risk Factors" beginning on page 22 of the Offer Document. The Units have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. The Units have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("**Securities Act**") or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Accordingly, the Units are being offered and sold (a) in the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) in transactions exempt from the registration requirements of the Securities Act; and (b) outside the United States in compliance with Regulation S under the Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.