



Policy Title	Anti-Money Laundering Policy and Anti-Corruption Compliance Policy
Entity	Embassy Office Parks Management Services Private Limited (“ Company ”), the Embassy Office Parks REIT (“ REIT ”), its special purpose vehicles (“ SPVs ”), its holding company (“ Holdco ”) and Golflinks Software Park Private Limited (“ Investment Entity ”)
Responsibility for ensuring Compliance	Compliance Officer of the Company

PART A

Anti-Money Laundering Policy	
General Provisions	
Applicability	This Anti-Money Laundering Policy (“ AML Policy ”) is applicable to the Company (in its capacity as Manager of the REIT), the REIT, its SPVs, its Holdco and the Investment Entity (the Company, the REIT, its SPVs, its Holdco and the Investment Entity, collectively referred to as “ REIT Entities ”, and individually as a “ REIT Entity ”)
Purpose	<p>This AML Policy aims to establish the controls around prevention of money laundering (“AML”) in the REIT Entities and is in accordance with the Prevention of Money-Laundering Act, 2002 (“PMLA”). The Anti-Money Laundering regulators in India include:</p> <ol style="list-style-type: none"> a. the Securities and Exchange Board of India (“SEBI”); b. the Reserve Bank of India (“RBI”); c. the Directorate of Enforcement, Central Bureau of Investigation – Economics Offences Wing; and d. the Income Tax Department, Government of India. <p>The objective of this AML Policy is to:</p> <ol style="list-style-type: none"> a. To create awareness among REIT Personnel about the legal and regulatory framework for AML requirements; b. To interpret the obligations under the PMLA and the rules notified thereunder, and how they may be implemented in practice; and c. To align the REIT Entities’ operations with best industry practices in AML procedures.
Money Laundering	<p>Money laundering refers to the process of concealing the source of illegally obtained money. It involves disguising financial assets so that they can be used without detection of the illegal activity that produced them. Through money laundering, a person seeks to transform the monetary proceeds derived from criminal activity into funds with an apparently legal source.</p> <p>Under Section 3 of the PMLA, whosoever directly or indirectly attempts to indulge or knowingly assists or knowingly is a party or is actually involved in any process or activity connected with the proceeds of crime and projecting it as untainted property shall be guilty of offence of money-laundering.</p>
Key Terms	<ul style="list-style-type: none"> • “REIT Personnel” - all directors, officers, employees, agents, representatives, staff, consultants and other associated persons of the REIT Entities • “Potential Red Flags” - These are actions or situations or parties that REIT Personnel should be careful about - which when appearing together or individually should raise ‘Red Flag’ concerns. The Compliance Officer shall identify ‘Red Flag’ actions or situations in relation to the REIT Entities. Set out below are certain indicative actions or situations or parties that may be considered Potential Red Flags:

	<ul style="list-style-type: none"> a. parties who are reluctant to provide complete information and/or provide insufficient, false, or suspicious information; or b. parties that who appear to be acting as an agent for another company or individual, but decline or are reluctant to provide information regarding that company or individual; or c. parties who express concern about, or want to avoid, reporting or record-keeping requirements; or d. sudden and unanticipated changes in a parties’ transaction pattern. <ul style="list-style-type: none"> • A “Suspicious Transaction” includes an attempted transaction, whether or not made in cash, which to a person acting in good faith: <ul style="list-style-type: none"> a. gives rise to a reasonable ground of suspicion that it may involve the proceeds of an offence specified under the PMLA (including under the Schedule to the PMLA), regardless of the value involved; or b. appears to be made in circumstances of unusual or unjustified complexity; or c. appears to have no economic rationale or bona fide purpose; or d. gives rise to a reasonable ground of suspicion that it may involve financing of the activities relating to terrorism or other forms of criminal activity. • “Violations” under this AML Policy include the following actions by REIT Personnel: <ul style="list-style-type: none"> a. any violation of the compliance steps under this AML Policy by a REIT Personnel; b. requesting others to violate this AML Policy; c. failure to promptly raise a known or suspected violation of this AML Policy or notify a potential ‘Red Flag’ or Suspicious Transaction; d. failure to cooperate in investigations of possible AML Policy violations; e. retaliation against another REIT Personnel for reporting a concern under this AML Policy; f. failure to demonstrate leadership, initiative, and diligence to ensure compliance with this AML Policy, PMLA and other applicable laws; and g. involvement in any form of money laundering activities, whether in the course of employment with any REIT Entity or otherwise. • “Designated Director” shall be Chairperson of the Audit Committee of the Company
<p>Reporting of suspicious transactions and ‘Red Flag’ concern</p>	<p>Each REIT Personnel has an obligation under this AML Policy to immediately and, without delay, report to the Compliance Officer any Suspicious Transaction or suspicious activity or Potential Red Flag (“Report”). Further, each REIT Personnel shall be aware of and follow applicable laws in relation to reporting of cash transactions.</p>
<p>Obligations of Compliance Officer</p>	<ul style="list-style-type: none"> • Monitoring the REIT Entities’ compliance with AML obligations, overseeing communication and training for REIT Personnel. • Ensure that the REIT Entities’ keep and maintain all AML records as required under the PMLA and other applicable laws for such periods as prescribed. • Based on facts and circumstances of an incident covered in the report received by the Compliance Officer, he/she shall take one or more steps, such as (a) conducting a probe into the incident himself/herself, (b) setting up an internal inquiry into the incident, (c) in case of Aggravated Cases, determine and recommend whether the incident should be reported to the appropriate authority. (“Aggravated Cases” shall mean incidents of AML that need to be reported to relevant regulatory or enforcement authorities, for example the Financial Intelligence Unit, India. All Aggravated Cases must be escalated, without delay, to the Designated Director).

	<ul style="list-style-type: none"> • In case of violations of this AML Policy, the Compliance Officer shall, after considering inputs, if any, from the Designated Director, have the discretion to do the following: <ul style="list-style-type: none"> a. Corrective Action: If necessary, corrective actions shall be prescribed by the Compliance Officer to REIT Personnel for implementation. b. Penalties: The Compliance Officer shall, based on the investigation reports (if any) have the discretion to recommend appropriate disciplinary action, including suspension and termination of service, against such a defaulting REIT Personnel. Depending on the nature and scale of default of this AML Policy by the defaulting REIT Personnel, the Compliance Officer may also recommend to the Board to commence civil and/or criminal proceedings against such a REIT Personnel in order to enforce remedies available to the REIT Entity under applicable laws. • Ensure that order of attachment or complaint has been filed by a person authorised to investigate the offence before the relevant magistrate or court in terms of the PMLA.
<p>Mergers, acquisitions or divestments</p>	<p>The REIT Entities shall, in a risk-based and proportionate manner, assess and mitigate money laundering risks arising from the REIT Entities’ joint ventures (“JV”), mergers, acquisitions or divestments, including:</p> <ul style="list-style-type: none"> a. Conducting due diligence on the potential JV partner(s) and pre-existing contracts, permits or other assets; b. Working with the partner(s) to implement appropriate internal controls, such as adequate books and records and auditing; c. Having anti money laundering provisions in the JV agreement; and d. Agreeing to post-formation monitoring of the JV and JV partner(s).
<p>Staff Awareness</p>	<p>The Compliance Officer shall raise awareness of the REIT Personnel on the risks, ability to identify such transactions and report to the correct authority.</p> <p>Training sessions should be periodically conducted among REIT Personnel to keep them updated on the latest amendments to anti-money laundering laws, internal controls, legal requirements and reporting authority.</p>
<p>Policy Certification</p>	<p>Please refer to <u>Annexure A</u> for the AML Policy and the ACC Policy certification format.</p>



PART B

Anti-Corruption Compliance Policy	
General Provisions	
Applicability	This Anti-Corruption Compliance Policy (“ ACC Policy ”) is applicable to the Company (in its capacity as Manager of the REIT), the REIT, its SPVs, its Holdco and the Investment Entity (the Company, the REIT, its SPVs, its Holdco and the Investment Entity, collectively referred to as “ REIT Entities ”, and alone as a “ REIT Entity ”)
Purpose	<p>The Company is committed to conducting all aspects of the REIT Entities’ business in keeping with the highest legal and ethical standards and expects all employees and other persons acting on its behalf to uphold this commitment. In accordance with this commitment, the Company has adopted this ACC Policy, which is applicable to all directors, officers, employees, agents, representatives, staff, consultants and other associated persons of the REIT Entities (collectively, referred to as “REIT Personnel”).</p> <p>The Company and the REIT Entities will not tolerate bribery, kickbacks, or corruption of any kind, directly or through third parties, whether or not explicitly prohibited by this ACC Policy or by law. REIT Personnel are not permitted to give or offer anything of value (including gifts, hospitality, or entertainment) to anyone for the purpose of improperly obtaining or retaining a business advantage. Similarly, REIT Personnel may not solicit or accept such improper payments.</p> <p>This ACC Policy and the internal controls herein have been designed to prevent bribery from occurring, avoid the appearance of wrongdoing and enable Company to respond promptly and effectively to any inquiries about its conduct. REIT Personnel who violate this ACC Policy may be subject to disciplinary action, up to and including termination. The pages that follow provide a general guide to anti-corruption compliance but do not address every potential scenario that may implicate issues bearing on compliance with this ACC Policy. Therefore, any REIT Personnel who have any questions concerning the requirements of this ACC Policy should consult with the Compliance Officer.</p>
Policy	<p>A. REIT Personnel shall not be permitted to pay or receive bribes</p> <p>REIT Personnel must conduct their activities in full compliance with this ACC Policy and any applicable anti-corruption laws, including the Indian Prevention of Corruption Act, 1988, the U.S. Foreign Corrupt Practices Act of 1977, as amended (“FCPA”), the UK Bribery Act, 2010, the applicable financial recordkeeping and reporting requirements of the U.S. Currency and Foreign Transaction Reporting Act of 1970, as amended, the U.S. Money Laundering Control Act of 1986, as amended, the Indian Prevention of Money Laundering Act, 2002, and any anti-corruption laws in effect in the jurisdictions where any REIT Entity conducts business.</p> <p>REIT Personnel are not permitted to give or offer anything of value, directly or indirectly, to any Government Official (the term “Government Official” includes all “public servants” as defined under the Indian Prevention of Corruption Act, 1988); all officers or employees of a government department, agency or instrumentality; permitting agencies; customs officials; candidates for political office; and officials of public international organizations (e.g., the International Committee of the Red Cross). This term also includes government-owned or controlled commercial enterprises such as state-owned or controlled universities, airlines, oil companies, health care facilities, or other vendors) or any commercial party for the purpose of improperly obtaining or retaining a business advantage. “Anything of value” should be broadly interpreted to include cash, gifts to family members, forgiveness of a debt, loans, personal favors, entertainment, meals and travel, political and charitable contributions, business opportunities and medical care, among other items. Bribes, kickbacks or similar payments are not permitted, whether made to any Government Official or to the REIT Entities’ business partners, customers,</p>



investors, clients or other private parties. Similarly, REIT Personnel may not solicit or accept such payments.

If confronted with a request or demand for an improper payment or other violation of this ACC Policy or applicable anti-corruption laws, the request or demand must be immediately rejected and reported to the Compliance Officer. Similarly, if any REIT Personnel knows or believes that an improper payment has been or will be made, such REIT Personnel must also report such payment to the Compliance Officer. No adverse employment action will be taken against any REIT Personnel in retaliation for, honestly and in good faith, reporting a violation or suspected violation of anti-corruption laws or this ACC Policy.

B. Gifts, Meals, Entertainment and Employment

This ACC Policy sets forth various rules relating to gifts, entertainment, travel, meals, lodging and employment. All such expenditures must be recorded accurately in the books and records of the REIT Entities, in accordance with the section below, titled “**Recordkeeping and Internal Controls**”.

1. Gifts

As a general matter, the provision of gifts is prohibited. However, in the ordinary course of business, REIT Personnel may give modest gifts to counterparts as a token or courtesy.

Therefore, REIT Personnel may provide token gifts of modest value if: (1) the gift does not involve cash or cash equivalent gifts (e.g., gift cards, store cards or gambling chips); (2) the gift is permitted under applicable laws, including such laws as applicable to the recipients and their employers; (3) the gift is presented openly with complete transparency; and (4) the gift is provided as a token of esteem, courtesy or in return for hospitality, and comports with local custom.

2. Entertainment and Hospitality

Entertainment and hospitality involving Government Officials and the REIT Entities’ business partners or customers may be appropriate in certain circumstances. Entertainment is permitted, if the applicable expenses: (1) are related to the promotion of the REIT Entities’ products or services or to the execution or performance of its contract with a customer; (2) are permitted under applicable laws, including such laws as applicable to the Government Officials or the REIT Entities’ business partners or customers and their employers; (3) are customary under local business practices; (4) are reasonable under the circumstances and not lavish or extravagant; and (5) avoid impropriety and the appearance of impropriety.

When possible, business entertainment payments should be made directly by the relevant REIT Entity to the provider of the service, and should not be paid directly to a Government Official or the REIT Entities’ business partners or customers or other party as a reimbursement.

All business entertainment expenses, regardless of amount or attendees, should be properly documented in an expense report. Such expense report shall enumerate the attendees, including the name of each attendee and his or her title and place of employment, and provide a detailed business purpose for the entertainment.

Please note that in addition to traditional gifts, both hospitality and entertainment that are provided to business relationships where the REIT Personnel are not in attendance, and instances where the REIT Entity pays for travel related expenses for a Government Official or the REIT Entities’ business partners or customers, shall be considered gifts, and subject to the rules and requirements for gifts specified in this ACC Policy.



	<p>3. <i>Travel and Lodging</i></p> <p>Reasonable and bona fide travel expenditures paid on behalf of Government Officials or the REIT Entities’ business partners or customers may be permissible in certain circumstances. Permissible payments may cover the costs of travel for an official or customer to visit the REIT Entities’ offices and discuss the REIT Entities’ qualifications for projects within the official’s responsibility or travel in connection with a project status review. Travel expenses shall not be extravagant or lavish, and may include: (1) airfare; (2) lodging cost; and (3) ground transportation costs during the trip. Payment of cash per diems, expenses unrelated to legitimate business activities, and expenses that benefit a friend or family member of a Government Official or the REIT Entities’ business partners or customers are prohibited.</p> <p>Direct reimbursements should also be avoided. Rather, reimbursements should be made to the Government Entity (“Government Entity” means any nation or government or any province, state or any other political subdivision thereof, any entity, authority or body exercising executive, legislative, judicial, regulatory or administrative functions of or pertaining to government, any court, tribunal or arbitrator and any securities exchange or body or authority regulating such securities exchange.) or business entity that employs the expense recipient. Payments directly to the expense recipient (of a per diem allowance, expense reimbursement, or for any other purpose) require specific written approval of the Compliance Officer in all cases.</p> <p>4. <i>Employment/Internships</i></p> <p>On occasion, Government Officials or the REIT Entities’ business partners or customers may request that the REIT Entities provide internships or employment to certain individuals. Offering internships or employment to Government Officials or the REIT Entities’ business partners or customers may be viewed as providing an item of value.</p> <p>This ACC Policy sets forth guidance for handling such requests from Government Officials or the REIT Entities’ business partners or customers. If a candidate is interviewed for an internship or employment within the ordinary course of filling a position, the Compliance Officer must be notified of the candidate’s relationship to a Government Official or the REIT Entities’ business partners or customers. If a candidate related to a Government Official or the REIT Entities’ business partners or customers is interviewed outside of the ordinary course of filling a position, any internship or employment offer must be pre-approved by the Compliance Officer.</p> <p>C. Political Contributions and Charitable Donations</p> <p>REIT Personnel may not make political or charitable donations, whether in their own name or in the name of the REIT Entities, to obtain or retain business or to gain an improper business advantage. Any political or charitable contributions by the REIT Entities must be permitted under the law, permissible pursuant to the terms of this ACC Policy, made to a bona fide organization, and (in the case of political contributions or charitable contributions connected to any Government Official or Government Entity) made with the prior approval of the Compliance Officer. In certain instances where there is heightened risk of corruption, the Compliance Officer may require diligence to be conducted. The Compliance Officer must be notified if a Government Official solicits a political or charitable contribution in connection with any government action related to the REIT Entities or their respective affiliates. Individual REIT Personnel may not make political contributions on behalf of the REIT Entities or their respective affiliates.</p>
<p>Relationship with Third Parties</p>	<p>Anti-corruption laws prohibit indirect payments made through a third party, including giving anything of value to a third party while knowing that value will be given to a Government Official or the REIT Entities’ business partners or customers for an improper purpose. Third parties can include, but are not limited to, consultants, vendors, agents, or any other individual or entity</p>



	<p>working on behalf of the REIT Entities. REIT Personnel should avoid situations involving third parties that might lead to a violation of this ACC Policy or applicable anti-corruption laws.</p> <p>REIT Personnel who deal with third parties are responsible for taking reasonable precautions to ensure that the third parties conduct business ethically and comply with this ACC Policy. Such precautions may include conducting a risk-based due diligence review of a third party, inserting appropriate anti-corruption compliance provisions in the third party's written contract, requiring the third party to certify that it has not violated and will not violate this ACC Policy and any applicable anti-corruption laws during the course of its business with the REIT Entity, and monitoring the reasonableness and legitimacy of the services provided by and the compensation paid to the third party during the engagement. REIT Personnel should pay particular attention and closely monitor high-risk third parties whose engagement may involve interactions with Government Officials, including for purposes of obtaining permits, clearances, authorizations, or similar approvals or review by a governmental authority or agency. Any doubts regarding the scope of appropriate due diligence efforts in this regard should be resolved by contacting the Compliance Officer.</p>
<p>Recordkeeping and Internal Controls</p>	<p>This ACC Policy requires that all expenditures made by the REIT Entities are accurately reflected in each REIT Entity's financial records and that all payments made with funds of such a REIT Entity, or on behalf of such REIT Entity, have been properly authorized. REIT Personnel must follow all applicable standards, principles, laws and practices for accounting and financial reporting. REIT Personnel must be timely and complete when preparing all reports and records required by management. In particular, REIT Personnel should ensure that no part of any payment is to be made for any purpose other than that to be fully and accurately described in the Company's books and records. REIT Personnel should use best efforts to ensure that all transactions, dispositions, and payments involving the REIT Entities' funds or assets are properly and accurately recorded in such REIT Entity's financial records. No undisclosed or unrecorded accounts are to be established for any purpose. False or artificial entries are not to be made in the REIT Entities' books and records for any reason. Finally, personal funds must not be used to accomplish what is otherwise prohibited by this ACC Policy.</p> <p>The Compliance Officer is primarily responsible for the oversight and enforcement of this ACC Policy.</p>
<p>Training</p>	<p>All REIT Personnel must receive and review a copy of this ACC Policy. All such REIT Personnel must then certify in writing that they (1) have reviewed this ACC Policy; (2) agree to abide by this ACC Policy; and (3) agree to report any potential violations of this ACC Policy.</p> <p>In addition, regular anti-corruption compliance training programs will be offered to educate REIT Personnel about the requirements and obligations of anti-corruption laws and this ACC Policy.</p>
<p>Reporting Requirements and Whistleblower Protection</p>	<p>The Company takes its commitment to anti-corruption compliance very seriously and expects all REIT Personnel to share that commitment. The Company therefore expects and requires that any REIT Personnel who have knowledge of or reason to suspect, any violation of this ACC Policy contact the Compliance Officer immediately. Reports may be made anonymously. If any REIT Personnel fails to report known or suspected violations, then the relevant REIT Personnel may be subject to disciplinary action, up to and including termination.</p> <p>It is the Company's policy that, if the report of known or suspected violations is made honestly and in good faith, no adverse employment-related action will be taken against any REIT Personnel in retaliation for reporting a violation or suspected violation of anti-corruption laws or this ACC Policy.</p> <p>All questions regarding this ACC Policy should be directed to the Compliance Officer.</p>
<p>Policy Certification</p>	<p>Please refer to Annexure A for the ACC Policy and the AML Policy certification format.</p>



ANNEXURE A

***EMBASSY OFFICE PARKS MANAGEMENT SERVICES PRIVATE LIMITED/ [NAME OF SPV/
HOLDCO, AS APPLICABLE]***

ANTI-MONEY LAUNDERING POLICY AND ANTI-CORRUPTION POLICY CERTIFICATION

This is to acknowledge that I have received, read and fully understood the Embassy Office Parks Real Estate Investment Trust’s Anti-Money Laundering Policy (“**AML Policy**”) and Anti-Corruption Compliance Policy (“**ACC Policy**”). I agree to comply with all the rules contained therein. I agree to report any potential violations to the Compliance Officer. I will participate in any anti-corruption training that I am required to from time to time. I understand that failure to comply with this AML Policy and the ACC Policy, and all applicable anti-money laundering and anti-corruption laws in jurisdictions where the company does business may result in immediate termination and prosecution, with penalties including fines and/or imprisonment as provided under applicable laws. Should I have any questions regarding the AML Policy and the ACC Policy or find any deviations or violations, I will contact the Compliance Officer.

Signature: _____

Name: _____

Company: _____

Department: _____

Date: _____

(The signed receipt must be returned to the relevant human resources department of the relevant REIT Entity, and filed in the REIT Personnel’s personnel file.)