

**MAC CHARLES (INDIA) LTD.**  
**CIN No. L55101KA1979PLC003620**

**Regd. Office:**  
**1<sup>st</sup> Floor, Embassy Point**  
**Infantry Road,**  
**Bangalore – 560 001**

**Phone:080-4903 0000**  
**Extn: 3490**  
**Email: [Investor.relations@maccharlesindia.com](mailto:Investor.relations@maccharlesindia.com)**  
**website: [www.maccharlesindia.com](http://www.maccharlesindia.com)**

To  
The General Manager- Listing  
BSE Limited  
24<sup>th</sup> Floor, P J Towers, Dalal Street, Fort  
**Mumbai – 400001**

September 14, 2023

**Subject: Proceedings of the 45th Annual General Meeting ('AGM') of the Company:**

Dear Sir/Madam,

We wish to inform you that the 43<sup>rd</sup> Annual General Meeting (AGM) of the Company was held on Thu, September 14, 2023 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the businesses as stated in the AGM Notice filed on 18<sup>th</sup> August,2023.

In this regard, please find attached the summary of the proceedings of the 43<sup>rd</sup> AGM pursuant to Regulation 30 read with Para A of Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The same is also made available on the Company's website at [www.maccharlesindia.com](http://www.maccharlesindia.com).

Request you to kindly take this intimation on record and acknowledge.

Thanking You,

Yours sincerely

**For Mac Charles (India) Limited**

**Chandana Naidu**  
**Company Secretary and Compliance Officer**  
**ACS: 25570**

Encl: as above

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**PROCEEDINGS OF THE 43<sup>rd</sup> ANNUAL GENERAL MEETING ('AGM') OF MAC CHARLES (INDIA) LIMITED HELD ON THURSDAY, SEPTEMBER 14, 2023 AT 12:00 NOON (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS.**

The 43<sup>rd</sup> Annual General Meeting of Mac Charles (India) Limited ('the Company') was held on Thursday, September 14, 2023 at 12:00 NOON (IST) through video conferencing ('VC') or other audio-visual means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, and subsequent Circulars issued in this regard by the Ministry of Corporate Affairs ('MCA'), the latest being 10/2022 dated December 28, 2022. The deemed venue for the meeting was the registered office of the Company at 1<sup>st</sup> Floor, Embassy Point, 150 Infantry Road, Bangalore - 560001.

Members Present:

48 Members were present at the meeting through video conferencing or other audio-visual means.

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:

S. No.	Name of the Director	Designation	Location for VC
1.	Mr. P.B. Appiah	Non-Executive Independent Director	Bengaluru, India
2.	Ms. Tanya Girdhar John	Non-Executive Independent Director	
3.	Mr. Bijoy Das	Non-Executive Independent Director	
4.	Mr. P.R.Ramakrishnan	Non-Executive Director	
5.	Mr. Harish Anand	Whole-time Director	

KEY MANAGERIAL PERSONNEL (KMP):

S. No.	Name of the Director	Designation	Location for VC
1.	Mr. Ankit Shah	CFO	Bengaluru, India
2.	Ms. Chandana Naidu	Company Secretary	

BY INVITATION

S. No.	Name of the Director	Designation	Location for VC
1.	Mr. Anuj Agarwal	Walker & Chandiok LLP Statutory Auditor	Bangalore
2.	Mr. Umesh Maskeri	Secretarial Auditor	Mumbai

Due to prior engagement, Mr. Aditya Virwani, Non-Executive Director could not attend the meeting. Mr. P.B.Appiah, Chairman of the Company welcomed all the Members, Directors and other invitees to the 43<sup>rd</sup> AGM of the Company. At the commencement of the meeting, the chairman introduced the

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Director(s) and Key Managerial Personnel(s) present at the meeting. He further informed that Mr. Sartaj Sewa Singh and Mr. Suresh Vaswani has completed their tenure as an Whole-time Director and Independent Director on the Board of the Company on June 22,2023 and July 28, 2023 respectively. The Chairman placed on record deep appreciation and gratitude to Mr. Sartaj Sewa Singh and Mr. Suresh Vaswani for his extensive contribution and stewardship.

The participation of Members through video conference was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present through video conference to conduct the proceedings of the meeting and the Chairperson called the Meeting to order.

The Chairman requested Ms. Chandana Naidu, Company Secretary, to provide general instructions to the Members regarding poll process and brief of on resolutions to be passed at the meeting.

The Company Secretary informed the Members that the 43<sup>rd</sup> AGM was being held through video conference in accordance with the Companies Act, 2013 and circulars issued by the MCA and SEBI. In compliances with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all the Members as on the cut-off date i.e. Thursday, September 07, 2023, to cast the votes on all resolutions as set forth in the AGM notice from Monday, September 11, 2023 to Wednesday, September 13, 2023 (both days inclusive).

The Company Secretary informed the Members that the results of remote e-voting shall be intimated to the Stock Exchanges within 2 (two) working days from the conclusion of AGM and the same shall be made available on the Company's website ([www.maccharlesindia.com](http://www.maccharlesindia.com)) and the website of Company's Registrar and Share Transfer Agents, BgSE Financials Limited.

The statutory registers and relevant documents had been made available electronically for inspection by the Members during the AGM. Members who wished to seek inspection of such documents were required to send their request at [investor.relations@maccharlesindia.com](mailto:investor.relations@maccharlesindia.com). As the meeting was being held through video conference, the facility for appointment of proxies by the Members was not applicable and hence the proxy register for inspection was not available.

With the consent of the Members present, the Notice convening the 43<sup>rd</sup> AGM along with the Integrated Annual Report for the financial year ended March 31, 2023 were taken as read. Thereafter, the Company Secretary requested the Chairman to address the Members.

The Chairman delivered her speech on business operations and financial performance of the Company for the financial year ended March 31, 2023.

The Company Secretary informed that few Members have asked questions via mail and accordingly responses for the same were sent on mail and further informed that any further questions on the Notice of AGM can be mailed at [investor.relations@maccharlesindia.com](mailto:investor.relations@maccharlesindia.com) and the same will also be replied through mail.

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Thereafter, the following items of businesses, as per the Notice of AGM, were transacted at the meeting.

Ordinary Business:

1. Adoption of the Audited Financial Statements (including audited consolidated financial statements) of the Company for the Financial Year ended March 31, 2023, and the reports of the Board of Directors and Auditors thereon – Ordinary Resolution;
2. Re-appointment of Mr. Aditya Virwani (DIN: 06480521) as Director, who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution;

After all the agenda items were duly taken up, the meeting concluded at 12:26 P.M. with a vote of thanks to the Chair, directors, invitees and the members.