

MAC CHARLES (INDIA) LTD.
CIN No. L55101KA1979PLC003620

Regd. Office:
1st Floor, Embassy Point
150 Infantry Road,
Bangalore – 560 001

Phone:080-4903 0000/Extn: 3490
Email: investor.relations@maccharlesindia.com
website: www.maccharlesindia.com

To
Listing Department
BSE Limited
24th Floor, P J Towers, Dalal Street, Fort
Mumbai-400001

11th April, 2023

Submitted electronically through the BSE listing centre portal

Dear Sir,

Sub: Revised Disclosure under regulation 31(3) and 31(4) of SEBI (Substantial Acquisition of Shares and takeovers) Regulations, 2011 for the financial year ended 31st March, 2023

Ref: Scrip Code 507836

With reference to the subject captioned above, please find enclosed herewith the Disclosure made by Promoters and Promoter Group, under regulation 31(3) and 31(4) of SEBI (Substantial Acquisition of Shares and takeovers) Regulations, 2011,

This is for your kind information and records.

Thanking you,

Yours faithfully
For Mac Charles (India) Limited

CHANDANA
SARWESWARAR
AO NAIDU

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CHANDANA
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Date: 2023.04.11 16:07:02
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Chandana Naidu Khare
Company Secretary and Compliance Officer

Date: 11.04.2023

To, The Compliance Officer MAC Charles (India) Limited 1 st Floor, Embassy Point, No 150, Infantry Road, Bangalore-560001	To Listing Department BSE Limited PJ Tower, Dalal Street, Fort Mumbai – 400 001
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Dear Sir,

Sub: Disclosures under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,2011.

Ref: 1. Name of the Company: Mac Charles (India) Limited
2. BSE: 507836

With reference to the above-mentioned subject, we hereby declare that the Promoter Embassy Property Developments Pvt Ltd of Mac Charles (India) Limited along with Persons acting in concert has not made any encumbrance directly or indirectly apart from the disclosures given under regulation 31(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take note of the same as compliance under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,2011.

For Embassy Property Developments Pvt. Ltd.

DEVIKA
PRIYADARSINI
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DEVIKA PRIYADARSINI
Date: 2023.04.11
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Devika Priyadarsini
Company Secretary
M. No. A49485

Embassy Property Developments Pvt. Ltd.

Embassy Point, 1st Floor, 150, Infantry Road, Bangalore - 560 001, India. T: +91 80 4179 9999 F: +91 80 2228 6912
www.embassyindia.com | CIN: U85110KA1996PTCO20897
email:secretarialteam@embassyindia.com

ANNEXURE – 1

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)													Mac Charles (India) Limited		
Names of the Stock Exchanges where the shares of the target company are listed													BSE Limited		
Date of reporting													11.04.2023		
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked													Embassy Property Developments Private Limited		
Details of the creation/invocation/release of encumbrance:															
Name of the promoter (s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]}		
	No. of shares	% of total share capital	% w.r.t diluted share capital(*)	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/others)	Reasons for encumbrance **	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital	
Embassy Property Developm	9616952	73.41%	73.41%	9616952	73.41%	Creation	07 th Dec 2022	Pledge Equity Shares	In relation to of Loan taken by	9616952	73.41%	Trustee Name-IDBI	9616952	73.41%	

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ents Pvt Ltd									LJ-Victoria Properties Private Limited from Indiabulls Commercial Credit Limited			Trusteeship Services Limited Lender Name-Indiabulls Commercial Credit Limited		
Embassy Property Developments Pvt Ltd	9616952	73.41%	73.41%	9616952	73.41%	Creation	Created on 12 th Jan 2021 for additional loan of Rs. 78 Crores and original encumbrance was created on 24 th December 2016 for Rs. 400 Crores	Pledge	In relation to of Loan taken by Embassy Inn Private Limited from Indiabulls Housing Finance Limited	9616952	73.41%	Lender Name-Indiabulls Housing Finance Limited	9616952	73.41%

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DEVIKA PRIYADARSINI
Date: 2023.04.11
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Devika Priyadarsini
Company Secretary
M.No. A49485

Place: Bangalore
Date: 11.04.2023

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Annexure - II
Format for disclosure of details of encumbrance
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Mac Charles (India) Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Embassy Property Developments Private Limited
Total promoter shareholding in the listed company	No. of shares – 9616952 % of total share capital – 73.41%
Encumbered shares as a % of promoter shareholding	100%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: <u>07th Dec 2022</u>)	Created on 12 th Jan 2021 for additional loan of Rs. 78 Crores and original encumbrance was created on 24 th December 2016 for Rs. 400 Crores
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge of Equity Shares	Pledge of Equity Shares
No. and % of shares encumbered	No. of shares: 9616952 % of total share capital: 73.41%	No. of shares: 9616952 % of total share capital: 73.41%

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Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	IDBI Trusteeship Services Limited	Indiabulls Housing Finance Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No Company engaged in <i>inter alia</i> providing trusteeship services.	NBFC
	Names of all other entities in the agreement	Listed company and its group companies (if any) – 1. Mac Charles (India) Limited 2. Embassy Property Developments Private Limited Other entities (if any) – 1. IDBI Trusteeship Services Limited in its capacity as Debenture Trustee 2. IDBI Trusteeship Services Limited in its capacity as Common Security Trustee	Listed company and its group companies (if any) – 1. Mac Charles (India) Limited 2. Embassy Property Developments Private Limited Other entities (if any) – 1. Indiabulls Housing Finance Limited in its capacity as Lender 2. Embassy Inn Private Limited- Wholly owned subsidiary of EPDPL
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No	No

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		<p>3. Whether the debt instrument is listed on stock exchanges? No</p> <p>4. Credit Rating of the debt instrument: Provisional ACUITE BBB- NA</p> <p>5. ISIN of the Instrument – NA</p>	<p>3. Whether the debt instrument is listed on stock exchanges? No</p> <p>4. Credit Rating of the debt instrument: Provisional ACUITE BBB- NA</p> <p>5. ISIN of the Instrument – NA</p>
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	NA	NA
	Amount involved (against which shares have been encumbered) (B)	NA	NA
	Ratio of A / B	NA	NA
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>	General Corporate Purpose	Business needs of promoter and its wholly owned subsidiary company i.e. Embassy Property Developments Pvt and Embassy Inn Pvt Ltd.

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