

# MAC CHARLES (INDIA) LIMITED

Corporate Identification No. (CIN): L55101KA1979PLC003620

Registered Office: No.28, Sankey Road, Bengaluru - 560 052

## FORM OF PROXY - MGT-11

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) : \_\_\_\_\_

Registered address : \_\_\_\_\_

E-mail Id : \_\_\_\_\_

Folio No/ Client Id : \_\_\_\_\_

DP ID : \_\_\_\_\_

I/We, being the member (s) of ..... shares of Mac Charles (India) Limited, hereby appoint

1. .... of ..... having email id: ..... or failing him

2. .... of ..... having email id: ..... or failing him

3. .... of ..... having email id: .....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 39<sup>th</sup> Annual General Meeting of the Company, to be held at 11-30 AM on Monday, the August 26, 2019 at **Le Meridien at 28, Sankey Road, Bengaluru-560052** and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting as are indicated below:

Resn. No.	Resolutions	Optional**		
		For	Against	Abstain
A	<b>ORDINARY BUSINESSES</b>			
1	<b>Ordinary Resolution</b> To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon			
2	<b>Ordinary Resolution</b> To declare dividend on equity shares for the financial year ended March 31, 2019			
3	<b>Ordinary Resolution</b> To appoint Mr. Aditya Virwani(DIN 06480521), who retires by rotation and being eligible, offers himself for re-appointment as a Director			
B	<b>SPECIAL BUSINESSES</b>			
4	<b>Special Resolution</b> To re-appoint Shri Appiah Palecanda Bopanna (DIN: 00215646) as an Independent Director for a period of 5 years			
5	<b>Special Resolution</b> To approve and ratification of inter corporate deposit of Rs.10 crores granted to Embassy Property Developments Private Limited ("EPDPL") which is a Holding Company and a related party			

Signed this..... day of July 2019

Affix  
Revenue  
Stamp

Signature of shareholder	
Signature of First Proxy holder	
Signature of Second Proxy holder	
Signature of Third Proxy holder	

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For detailed resolutions and explanatory statement, please refer to the notice of 39th Annual General Meeting of the Company.
3. \*\*It is optional to put an 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of member(s) in above box before submission.