MAC CHARLES (INDIA) LTD.
CIN No. L55101KA1979PLC003620

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

Phone: Tel. No: 080-47222333
Email: investor.relations@maccharlesindia.com
website: www.maccharlesindia.com

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

May 28, 2026

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2026:

As you are aware all listed entities on an annual basis are required to arrange to conduct a verification by a Practicing Company Secretary(“PCS”) on compliance of all applicable SEBI Regulations and circulars/ issued thereunder, consequent to which, the PCS shall submit the Annual Secretarial Compliance Report (ÄSCR”) in the manner and format specified in the SEBI circular mentioned above. The listed entity shall submit the ASCR to the stock exchanges within 60 days of the end of the financial year in the manner specified in the SEBI circular mentioned above.

Accordingly, we wish to inform you that the Company has received the Annual Secretarial Compliance Report (ÄSCR”) for the Financial Year 2025-26 from Mr. Umesh P Maskeri, Practicing Company Secretary in the format stipulated in the Circular issued by SEBI referred to Above.

We wish to inform you that the said ASCR dated May 08, 2026 along with the management comments thereon was placed and was taken note of at the meeting of the Board of Directors of the Company held on May 08, 2026.

Request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For Mac Charles (India) Limited

RICHA SAXENA
Digitally signed by RICHA SAXENA
Date: 2026.05.28 12:29:13 +05'30'

Richa Saxena
Company Secretary and Compliance Officer
M.No.-A17163

Umesh Parameshwar Maskeri
Practicing Company Secretary

No 304, Geetanjali Heights, Plot No.77, Sector 27
Near Presentation Convent School, Nerul East, Navi Mumbai–400 706
Mobile: 09930178352; Email: umeshmaskeri@gmail.com

ANNUAL SECRETARIAL COMPLIANCE REPORT
Of Mac Charles (India) Limited
For the Financial Year ended March 31, 2026
Pursuant to the provisions of Regulation 24 (A)(2) of the
Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015
Read with SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

To
The Members of
Mac Charles (India) Limited
Registered Office
1st Floor, Embassy Point, 150, Infantry Road
Bangalore-560001

Dear Sir,

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Mac Charles (India) Limited (herein after referred to as the "listed entity" having Corporate Identification Number as L55101KA1979PLC003620 and having its Registered Office at 1st Floor, Embassy Point, 150, Infantry Road, Bangalore-560001. Secretarial review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon. The equity shares of the said listed entity have been listed on BSE Limited.

Based on my verification of the listed entity's books, papers, minutes books, forms and return filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorised representatives during the conduct of Secretarial Review, I hereby report that in my opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject o the reporting made hereinafter :

I, have examined :

a) All the documents and records made available to me and explanation provided by Centrum Capital Limited ("the listed entity"),
b) the filings/submissions made by the listed entity to the stock exchanges,
c) website of the listed entity
d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year Financial Year ended March 31, 2026 ("Review Period") in respect of compliance with the provisions of :

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COP 12704
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FCS 4831
COMPANY SECRETARY

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a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
b) the Securities Contract (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, Circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specified regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: Not applicable during the year ;
(e) Securities and Exchange Board of India (Share Based Employees Benefits and Sweat Equity) Regulations, 2021 -; Not applicable during the year ;
(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(g) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021;
(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(i) Securities and Exchange Board of India (Merchant Bankers) Regulations, 2013 – Not applicable during the year;
(j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And circulars/guidelines issued thereunder;

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below :

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1	**Secretarial standard :** The compliances of listed entity are in accordance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 203 and mandatorily applicable	Yes	-
2	**Adoption and timely updation of policies :** • All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity • All the policies are in conformity with the SEBI Regulations and has been reviewed and timely updated as pr the regulations / circulars/ guidelines issued by SEBI	Yes	-
3	**Maintenance and disclosures on website** : • The Listed entity is maintaining a functional website • Timely dissemination of the documents / information under a separate section on the website • Weblinks provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s) / section of the website	Yes	-
4	**Disqualification of Director** : None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	-

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5	**Details related to Subsidiaries of listed entities have been examined w.r.t.**: (a) Identification of material subsidiary companies **(b)** Disclosure Requirement of material as well as other subsidiaries	Yes	-
6	**Preservation of Documents** : The listed entity is preserving and maintaining records as prescribed under SEBI regulations and disposal of records as per Policy of preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	-
7	**Performance Evaluation** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	-
8	**Related party Transactions** : **(a)** The listed entity has obtained prior approval of Audit Committee for all related party transactions	Yes	-
	(b) In case no prior approval obtained, the listed entity shall provide detailed reasons alongwith confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit Committee	Not applicable	Not applicable
9	**Disclosure of events or information :** The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder	Yes	-
10	**Prohibition of Insider Trading** : The listed entity is in compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	-
11	**Actions taken by SEBI or Stock Exchanges (s) if any** : No Actions taken against the listed entity / its promoters / directors / subsidiaries either SEBI or by Stock Exchanges (including the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars / guidelines issued thereunder except as provided under separate Annexure I	Yes	-
12	**Resignation of statutory auditors from the listed entity or its material subsidiaries** In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 on compliance with the provisions of the LODR Regulations by listed entities.	Not applicable	No such instance
13	**Additional Non -compliances, if any** : No any addition non-compliance observed for all SEBI regulations / circular / guidance note etc.	Details of non-compliances alongwith the management comments are furnished in the annexure	

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Assumptions & Limitation of scop and Review :

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

2. My responsibility is to certify based upon my examination of relevant documents and information This is neither an audit nor an expression of opinion.

3. I have not verified the correctness an appropriateness of financial records and books of accounts of the listed entity

4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the effectiveness with which the management has conducted the affairs of the listed entity.

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Umesh Parameshwar Maskeri
Practicing Company Secretary
COP No. 12704 FCS No 4831
ICSI Peer Review Certificate No 6331/2024
ICSI UDIN F004831H000306847

UMESH P. MASKERI
COP 12704
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COMPANY SECRETARY

Place : Mumbai
Date : May 08, 2026

UMESH P. MASKERI
COMPANY SECRETARY
304, Geetanjali Heights,
Plot No. 77, Sector - 27,
Nerul (East)
Navi Mumbai - 400 706.

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ANNEXURE TO ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 OF MAC CHARLES (INDIA) LIMITED

PART A

The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of the matters specified below :

Sr No	Compliance requirement (Regulations / Circulars / guidelines including specific clause)	Regulation / Circular No	Deviations	Action taken by the regulatory authority	Type of Action Advisory / Clarification / Show Cause Notice / Warning etc	Details of violation	fine amount Rs	observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	SEBI (Depositories and Participants) Regulations, 2018	76	There is a difference of Rs 6,000 between the issued capital of Rs 13,10,10,520 and listed capital of Rs 13,10,04,520. .	No action was taken by either by BSE or Depositories	No action was taken by either by BSE or Depositories	There is a difference of Rs 6,000 between the issued capital of Rs 13,10,10,520 and listed capital 13,10,04,520.	NIL	Reason for difference of Rs 6,000/-between the issued capital and listed capital : 600 equity shares, issued as Bonus Shares in earlier years, have been kept in abeyance, owing to orders passed by special court appointed by the Government of India and these shares have not been listed by the BSE Limited. This matter has been reported to BSE through the Reconciliation of Share capital Audit Report on quarterly basis pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018		The concerned shareholders are required to approach the court of law and obtain orders for vacating the orders passed by the special court orders
2	SEBI LODR			NA	NA		Nil	RTA of the Company has sent 3 reminders to the shareholders		In process.

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		Regulation 39(4) read with Schedule VI	Non- Transfer of unclaimed shares to Unclaimed Suspense Account			Non- Transfer of 26,400 Equity Shares being unclaimed shares to Unclaimed Suspense Account		covering 538 folios. Company has opened the demat account. RTA has proposed to transfer the 7000 shares in respect of 140 folios to unclaimed suspense account shortly. The remaining shares are in the process of being transferred.	

PART B

The listed entity has taken the following actions to comply with the observations made in the previous reports :

Sr No	Compliance requirement (Regulations / Circulars / guidelines including specific clause)	Regula tion / Circular No	Deviations	Action taken by	Type of Action Advisory / Clarification / Show Cause Notice / Warning etc	Details of violation	fine amount Rs	observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	SEBI (Prohibition of Insider Trading) Regulations,	9(4)	Review of compliances by Audit Committee was not carried out	NA	NA	Review of compliances by Audit Committee was not carried out	Nil	Audit Committee has not reviewed the compliances	Audit Committee at its meetings held on May 23, 2023, May 23, 2024 and May 15, 2025 has reviewed the compliances for the FY 2022-23, 2023-24 and 2024-25 respectively	Since complied and Closed

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2	SEBI (Prohibition of Insider Trading) Regulations,	Para 3 of Schedule A	Designation of Senior Officer as Chief Investment Relation officer has not been done	NA	NA	Designation of Senior Officer as Chief Investment Relation officer has not been done	Nil	Company has not designated Chief Investment Relation Officer (CIRO)	The Board of Directors at its meeting held on May 23, 2023 has designated the Chief Financial Officer as the CIRO	Since complied and Closed
3	SEBI LODR	Regulation 39(4) read with Schedule VI	Non- Transfer of unclaimed shares to Unclaimed Suspense Account	NA	NA	Non- Transfer of 26,400 Equity Shares being unclaimed shares to Unclaimed Suspense Account	Nil	RTA of the Company has sent 3 reminders to the shareholders covering 538 folios and 26400 shares. Company has opened the demat account. RTA has proposed to transfer the 7000 shares in respect of 140 folios to unclaimed suspense account shortly. The remaining shares are in the process of being transferred.		In process.

NA means Not applicable

Umesh Parameshwar Maskeri
Practicing Company Secretary
COP No. 12704 FCS No 4831
ICSI Peer Review Certificate No 6331/2024
ICSI UDIN F004831H000306847

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COP 12704
MUMBAI
FCS 4831
COMPANY SECRETARY

Date : May 08, 2026
Place : Mumbai

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