



Umesh Parameshwar Maskeri
Practicing Company Secretary

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Sector 27, Nerul East, Navi Mumbai-400 706
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August 13, 2026

To
Chairman of the 46th Annual General Meeting of
Mac Charles (India) Limited
Registered Office
150, Infantry Road, Embassy Point
Bangalore-560001

Dear Sir,

SCRUTINIZER'S REPORT Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014			
Name of the company		Mac Charles (India) Limited	
Nature of Meeting/Event		46 th Annual General Meeting ("AGM")	
Day, Date and Time		At 11-00 AM, Thursday, August 13, 2026	
Deemed Venue of AGM		Registered Office- 150, Infantry Road, Embassy Point, Bangalore-560001	
Mode		Video Conferencing ("VC")/ Other Audio-Visual Means ("ÖAVM")	
Electronic Number	Voting Sequence	260714005	

1. Appointment of Scrutinizer:

I, Umesh P Maskeri, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Mac Charles (India) Limited ("the company") at their meeting held on May 08, 2026 for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the notice of the 46th AGM dated May 08, 2026 of the Company to be held at 11-00 AM on Thursday, the August 13, 2026 by Video Conferencing or Other Audio Visual Means (OAVM), in respect of scrutinizing the remote e-voting process and electronic voting under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules").



2. Relaxations granted by Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”) in view of COVID-19 pandemic

The Ministry of Corporate Affairs (‘MCA’) issued General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, and General Circular No. 09/94 dated 19409-2023 allowed the companies to conduct their AGMs through video conferencing (VC) or other audio-visual means (OAVM) in accordance with the requirements laid down in Para 3 and Para 4 of General Circular No. 20/2020 dated 05.05.2020 (“MCA Circulars”). The Securities and Exchange Board of India (‘SEBI’) also issued Circular No. 03/2025 dated 22nd September 2025, the validity of which has been extended till further orders. granting relaxation from the provisions of Regulations 36(1)(b) and 58(1)(b) of SEBI LODR. In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 46th AGM of the Company was held through VC / OAVM facility, which does not require physical presence of members at a common venue. Accordingly, Company has sent the notice of AGM to the shareholders by email to all such members who have registered their email address with the Company, depository participants or the Registrar and Transfer Agent.

3. Despatch of Notice of 46th Annual General Meeting (“AGM”):

- (a) The Company has informed that it has arranged and sent the Notice of AGM dated May 08, 2026, by electronic mail by Central Depository Services (India) Limited (“CDSL”) Green initiatives to its Members on July 14, 2026, whose names appeared in the Register of Members /Register of Beneficial Owners as on July 03, 2026, the record date for this purpose, and who had registered their email address with the Company or Depositories or Depository Participants.
- (b) Company has also sent individual letters on July 14, 2026, to the shareholders mentioning the web- link including the exact path, where complete details of the Annual Report is available, to those shareholder(s) who have not so registered their email address with the Company or Depositories or Depository Participants, so to enable them to access the Notice of AGM

4. Publication of advertisement in Newspapers:

In terms of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to the provisions of MCA Circulars, the Company had duly released an advertisement intimating the voting through Remote E-voting and dispatch of Notice by email, in English Newspaper viz. Financial Express and in Kannada Newspaper viz. Hosa Digantha both on July 15, 2026 and having wide circulation in the state of Karnataka. The said newspaper advertisements, contained among other things, the information that there will be voting by electronic means only and further the process to register the email addresses, in case of shareholders who had not registered their email address with the Company, depository or depository participant as stipulated in MCA Circular No 17/2020 dated April 13, 2020.

5. Cut off date:

The Company has provided me with the Register of Members / Register of Beneficial Owners as on the cut-off date i.e. August 06, 2026.



6. Remote e-voting Process: EVSN 260714005

6.1. Agency:

Company has availed the services of Central Depository Services (India) Limited ('CDSL'), which has provided the facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM.

6.2. Remote e-voting period

The remote e-voting period commenced at 09-00 AM on Tuesday, August 10, 2026, and concluded at 5.00 p.m. on Wednesday, August 12, 2026. Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions set out in the notice convening the AGM. and the CDSL remote e-voting portal was disabled thereafter.

- 6.3. The facility of voting by remote evoting was provided for an additional duration of 15 minutes after the conclusion of the Annual General Meeting on August 13, 2026.
- 6.4. There was no facility to cast votes by ballot papers, in accordance with the provision of Para 3 (A)(VI) of the General Circular No 20 dated May 05, 2020, issued by the Ministry of Corporate Affairs.

7. Counting process:

On completion of evoting during the AGM and 15 minutes after conclusion of the AGM, I have unblocked the votes cast through remote e-voting on August 13, 2026, from the CDSL evoting portal and downloaded the voting results in the presence of two persons, who are not the employees of Mac Charles (India) Limited.

8. Responsibility of Management:

The Management of the Company is responsible for ensuring compliance with the requirements of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") relating to the agenda items placed before the members for their approval, including the eligibility or otherwise of the related parties to vote to approve the items of business, pursuant to the provisions of Regulation 23(4) of the SEBI LODR, if any, mentioned in the Notice of AGM. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting placed for approval of the shareholders at the AGM by remote e-voting.

9. Voting results:

A summary of the voting results through remote for each of the agenda items contained in the notice of AGM is furnished below:



Resolution 1: Ordinary Resolution:

To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon.

Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number of folios	Votes	Number of folios	Votes	Number of folios	Votes	
Ascent	90	10490123	Nil	Nil	90	10490123	99.9984
Dissent	3	167	Nil	Nil	3	167	0.0016
Total	93	10490290	Nil	Nil	93	10490290	100
Result	Passed with requisite majority						

Resolution No 2: Ordinary resolution:

To appoint Mr. P.R. Ramakrishnan (DIN 00055416) who retires by rotation and being eligible, offers himself for re- appointment as a Director.

Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number of folios	Votes	Number of folios	Votes	Number of folios	Votes	
Ascent	91	10490218	Nil	Nil	91	10490218	99.9984
Dissent	2	72	Nil	Nil	2	72	0.0016
Total	93	10490290	Nil	Nil	93	10490290	100
Result	Passed with requisite majority						

Resolution No 3: Special Business Special resolution:

To approve the continuation of Mr. P.R. Ramakrishnan (DIN: 00055416) as a Non-Executive Non-Independent Director upon attaining the age of 75 years on June 19, 2027, liable to retire by rotation, upon attaining the said age pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number of folios	Votes	Number of folios	Votes	Number of folios	Votes	
Ascent	91	10490218	Nil	Nil	91	10490218	99.9984
Dissent	2	72	Nil	Nil	2	72	0.0016
Total	93	10490290	Nil	Nil	93	10490290	100
Result	Passed with requisite majority						



10. Based on the aforesaid report, it may be seen that resolutions No (1), (2) and (3) of the AGM Notice have been passed with requisite majority. The consolidated voting results of the aforesaid voting may accordingly be declared by the Chairman or the Company Secretary of the Company.
11. The Register maintained in electronic form recording the assent or dissent received alongwith all the relevant records of e-voting downloaded from the CDSL evoting portal have been handed over to the Company Secretary for safekeeping.

Thanking you,
Yours faithfully,



Umesh Parameshwar Maskeri
Practicing Company Secretary
Membership FCS 4813
Certificate of Practice No 12704
Peer Review Certificate No 6331/2024
ICSI UDIN: F004831H001104050

Place: Bangalore
Date: August 13, 2026

Countersigned by
For Mac Charles (India) Limited

Richa Saxena
Company Secretary and Compliance Officer
ACS No A17163

Place: Bangalore
Date: August 13, 2026