Mackinnon Mackenzie And Company Limited

Registered Office: 4, Shoorji Vallabhdas Marg, Ballard Estate, Mumbai 400001
Tel.: 022 22610981, 22612111 | Email: mmcladv@yahoo.co.in
Website: www.mmclimited.in | CIN No.: L63020MH1951PLC013745

Date: September 03, 2026

To,
The Manager -CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Fort, Mumbai 400001

Scrip Code - 501874

Subject: Notice of 75th Annual General Meeting of the Company for the Financial Year 2025-26

Dear Sir/Madam,

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Notice convening the 74th Annual General Meeting (AGM) of the Company for the Financial Year 2025-26. The AGM is scheduled to be held on **Monday, September 28, 2026 at 16:00 (IST)** through Video Conferencing (VC) / Other Audio Visual Means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013, and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

The said Notice forms a part of the Annual Report of the Company for the Financial Year 2025-26 and has been sent electronically to all eligible shareholders whose email addresses are registered with the Company / Depository Participants, and is also available on the Company's website at www.mmclimited.in.

This is for your information and records.

Thanking You,

Yours faithfully,

For Mackinnon Mackenzie and Company Limited

Nandkishor Yashwant Joshi
Digitally signed by Nandkishor Yashwant Joshi
Date: 2026.09.03 16:19:20 +05'30'

Nandkishor Yashwant Joshi
Chairman & Independent Director
DIN: 09324612

Mackinnon Mackenzie
And Co. Limited

75[TH]

Annual Report
2025 - 2026

75TH ANNUAL REPORT
[FY 2025 - 2026]

MACKINNON MACKENZIE AND CO LIMITED

BOARD OF DIRECTORS:

Mr. Nandkishor Joshi – Non-Executive Independent Director
Mrs. Dipali Joshi – Non-Executive Non-Independent Director
Mr. Jimmy Guzdar – Non-Executive Independent Director

KEY MANAGERIAL PERSONNELS:

CHIEF FINANCIAL OFFICER
Mr. Rangaswamy Krishnaswamy

COMPANY SECRETARY

CS Hrishita Bajaj

MANAGER

Mr. Ashok Joshi

BANKERS

Bank of India
Bank of Baroda

CONTENTS:

REGISTERED OFFICE:

4, Shoorji Vallabhdas Marg,
Ballard Estate, Mumbai-400001.
CIN No: L63020MH1951PLC013745
Email id- mmcladv@yahoo.co.in

STATUTORY AUDITORS:

M/s. J M & Associates
Chartered Accountants,
ICAI Registration Number-011270N

SECRETARIAL AUDITOR:

Nishtha Khandelwal & Associates
Practicing Company Secretaries
FRN : S2024MH989400

SHARE TRANSFER AGENTS:

Satellite Corporate Services Pvt. Ltd.
Office no. A/106 & 107, Dattani Plaza,
East West Compound, Andheri Kurla Road,
Safed Pool, Sakinaka, Mumbai - 400 072
Contact details: 022-28520461/462

75th ANNUAL GENERAL MEETING on Monday, 28th September 2026 at 04.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM)

The Annual Report can be accessed on https://www.mmclimited.in/

In view of the high cost of paper and printing, copies of the Annual Report will not be distributed at the Annual General Meeting. You are, therefore, requested to bring your copy of the Annual Report to the Meeting.

NOTICE OF THE 75TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 75TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF MACKINNON MACKENZIE AND CO LIMITED WILL BE HELD ON MONDAY, SEPTEMBER 28, 2026, AT 16:00 (IST) THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. **To consider and adopt the Audited Financial Statements of the Company for the Financial Year Ended March 31, 2026.**

   To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.

2. **To appoint a director in place of Mrs. Dipali Joshi (DIN:09561518), who retires by rotation and being eligible offers herself for re-appointment.**

   "RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, Mrs. Dipali Joshi (DIN: 09561518) who retires by rotation and being eligible offers herself for reappointment be and is hereby re-appointed as a director of the company."

SPECIAL BUSINESS:

3. **To re-appoint Mr. Nandkishor Yashwant Joshi (Din: 09324612) as an Independent Director of the Company.**

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152, and Schedule IV read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and all other applicable provisions of the Companies Act, 2013, and Regulation 25 and Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) (including any statutory modification or re-enactment thereof), Mr. Nandkishor Yashwant Joshi (DIN: 09324612), who was appointed as an Independent Director of the Company for a term of five consecutive years and who holds office up to November 11, 2026, being eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years with effect from November 12, 2026 to November 11, 2031.

   RESOLVED FURTHER THAT any of the Directors or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e- form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

By Order of the Board
For MACKINNON MACKENZIE AND CO LTD

Place: Mumbai
Date: 01.09.2026

Mr. Nandkishor Yashwant Joshi
Chairman & Independent Director
DIN: 09324612

Registered Office:
4, Shoorji Vallabhdas Marg,
Ballard Estate, Mumbai- 400001
CIN: L63020MH1951PLC013745
Website: www.mmclimited.in
E-mail: mmcladv@yahoo.co.in

NOTES:

1. The general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include

large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.mmclimited.in/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2026 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

(i) The voting period begins on Wednesday, September 23, 2026 at 9:00 A.M. (IST) and ends on Sunday, September 27, 2026 at 5:00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, September 21, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click **on company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on “Shareholders” module.
3) Now enter your User ID
a. **For CDSL**: 16 digits beneficiary ID,
b. **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in **Physical Form** should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for Mackinnon Mackenzie and Co Limited to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; mmcladv@yahoo.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/ EGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at mmcladv@yahoo.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at mmcladv@yahoo.co.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com.

By order of the Board of Directors
For, Mackinnon Mackenzie and Co Limited

Place: Mumbai
Date: 01.09.2026

Sd/-
Mr. Nandkishor Yashwant Joshi
Chairman & Independent Director
DIN No.:- 09324612

Registered Office:
4 Shoorji Vallabhdas Marg
Ballard Estate, Mumbai,
Maharashtra, India, 400001
E-mail: mmcladv@yahoo.co.in
Website: www.mmclimited.in

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 3:

Mr. Nandkishor Yashwant Joshi (DIN: 09324612) was appointed as an Independent Director of the Company under the Act for a period of five consecutive years with effect from November 12, 2021. His current term is scheduled to expire on November 11, 2026.

The Nomination and Remuneration Committee (NRC), on the basis of a comprehensive performance evaluation, has highly recommended his re-appointment for a second term of five consecutive years. During his initial tenure, his expertise in Administration, Shipbuilding and Finance provided invaluable strategic guidance to the Board.

The Company has received a declaration from Mr. Nandkishor Yashwant Joshi confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations. Further, he has confirmed that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, and that he does not serve as an Independent Director in more than seven listed entities.

In the opinion of the Board, he fulfills all the conditions specified in the Act, the Rules made thereunder, and the SEBI LODR Regulations, and he is independent of the management. Given his background, experience, and continued contributions, the Board considers that his continued association would be of immense benefit to the Company.

As required under Regulation 36(3) of the SEBI LODR Regulations and the Secretarial Standard-2, the specific profile, expertise, and other directorships of the said Director are annexed to this Notice. Copies of the draft letter of re-appointment will be available for inspection by members at the Registered Office of the Company during business hours.

Except Mr. Nandkishor Yashwant Joshi and his relatives, none of the Directors, Key Managerial Personnel (KMP) of the Company, or their relatives are concerned or interested, financially or otherwise, in this resolution. The Board recommends the Special Resolution set out at Item No. 3 for approval by the members.

ANNEXURE

Additional information pursuant to regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, the particulars of Directors who are proposed to be appointed/ reappointed are given below:

S. No.	Particulars	Disclosure
1.	**Name of the Director**	Nandkishor Yashwant Joshi (DIN: 09324612)
2.	**Age**	68 Years
3.	**Qualification**	Graduate from Bachelor of Arts
4.	**Brief Resume (including expertise in specific functional areas)**	Mr Nandkishor Yashwant Joshi retired from the services of Govt of India Defence Shipyard / PSU (Mazagon Dock Shipbuilders Ltd – MDL) as Chief Manager in 2018 and joined as Officer on Special Duties, Ardeshir B. Cursetjee & Sons Ltd in the same year. Subsequently, in supersession, in the year 2021, he was appointed Director of Mackinnon Mackenzie & Co Ltd. While in the services of MDL, Mr. Joshi was deputed to the Liaison Office of MDL at Embassy of India, Moscow (Russia) for a period of 4 years i.e. from 1990 to 1994.
5.	**Terms and conditions of re-appointment**	Re-appointment as a Non- Executive Independent Director for Second term of five consecutive years with effect from November 12, 2026.
6.	**Details of remuneration last drawn**	Sitting Fees of Rs. 26,000/- in the Financial Year 2025-26
7.	**Remuneration proposed to be paid**	Sitting fees payable in accordance with the Company's policies, no other remuneration will be paid by the Company to Mr. Nandkishor Joshi (if re-appointed as an Independent Director of the Company).
8.	**Date of First appointment on the Board**	November 12, 2021
9.	**Shareholding in the Company as on the date of Relationship with Other Directors this Notice (including as a beneficial owner)**	Nil
10.	**Relationship with other directors / Key Managerial Personnel**	None
11.	**Number of Board Meetings attended during the financial year 2025-26**	04
12.	**Directorship held in other listed companies (excluding Private and Section 8 Companies)**	NIL
13.	**Membership/Chairmanship held in committees of other listed companies (excluding Private and Section 8 Companies)**	NIL
14.	**Listed entities from which the Director has resigned in the past three years**	NIL
15.	**Skills and capabilities required for the role and the manner in which the proposed person meets such requirements**	The role requires strong leadership, regulatory expertise, and experience in governance and compliance. The appointee brings over his experties in the Administration, Shipbuilding and Finance

Details of Director seeking Re-appointment at the 75th Annual General Meeting

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

Particulars	
Name	Mrs. Dipali Divyul Joshi
DIN	09561518
Date of Birth	December 15, 1991
Date of First Appointment on Board	April 24, 2022
Qualifications	B.com (Second Year)
Work Experience	Mrs. Dipali Divyul Joshi is a Director of the Company since April 24, 2022. She has attended various meetings of the Board and provided significant input to the Company.
Directorships in other Companies	Ardeshir B Cursetjee And Sons Limited
Membership of Committees in other Public Limited Companies (includes only Audit & Stakeholders' Relationship Committee)	Two
No. of Shares Held in the Company as on 31st March 2024.	Nil
Relationship with Other Directors	Relative of Mr. Ashok Joshi, Manager & KMP