

CTL/SAST/25-26/21926

December 11, 2025

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001	
Company Name	Mac Charles India Limited
Promoter	Mr. Jitendra Virwani
Pledgor	Embassy Property Development Limited

Dear Sir/ Madam,

Sub: Disclosure pursuant to Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to creation of encumbrance on the equity shares of Mac Charles India Limited

Pursuant to the disclosure required to be made under Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the creation of encumbrance on the equity shares of “**Mac Charles India Limited**” in favour of “**Catalyst Trusteeship Limited**” in the capacity of debenture trustee for the benefit of holders of the 54,000 senior, secured, redeemable, listed, rated, non-convertible debentures of a nominal value of INR 1,00,000 each, aggregating to not more than INR 5,400,000,000 issued/ to be issued by Mac Charles Hub Projects Private Limited (the “**Debentures**”).

For **Catalyst Trusteeship Limited**

Deesha Srikkanth
Digitally signed by
Deesha Srikkanth
Date: 2025.12.11
19:46:33 +05'30'

Authorised Signatory

Name: Deesha Srikkanth

Designation: Senior Vice President

Place: Mumbai

CATALYST TRUSTEESHIP LIMITED

An ISO: 9001 Company

Registered Office : GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038 Tel : +91 (20) 6680 7200
Delhi Office : 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi - 110 001 Tel : +91 (11) 4302 9101/02
Corporate Office : 901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013
Tel : +91 (22) 4922 0555 Fax : +91 (22) 4922 0505
CIN No. U74999PN1997PLC110262 Email : dt@ctltrustee.com Website : www.catalysttrustee.com

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Part A
Annexure

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	Mac Charles India Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Catalyst Trusteeship Limited acting as the debenture trustee on behalf of the holders of the Debentures.		
3. Whether the acquirer belongs to Promoter/Promoter group	Not Applicable		
4.Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
b) Shares in nature of encumbrance (pledge/ lien/non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)	-	-	-

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by Deesha
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<u>Details of acquisition:</u>			
a) Shares carrying voting rights acquired/ sold	-	-	-
b) VRs acquired/sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares in nature of encumbrance (lien/non-disposal undertaking/others) (Please refer Note 1) <u>Encumbrance</u>	66,81,537	51.00%	51.00%
e) Total (a+b+c+d)	66,81,537	51.00%	51.00%
<u>After the acquisition, holding of acquirer along with PACs of :</u>			
a) Shares carrying voting rights	-	-	-
b) VRs otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in nature of encumbrance (lien/non-disposal undertaking/others) <u>Encumbrance</u>	66,81,537	51.00%	51.00%
e) Total (a+b+c+d)	66,81,537	51.00%	51.00%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	Encumbrance over 51% of paidup share capital of Target Company held by the Promoter and Embassy Property Development Limited		

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Srikanth

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by Deesha
Srikanth
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7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-
8. Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	08-12-2025
9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	INR 13,10,10,520 (1,31,01,052 shares of Face value of Rs. 10 each)
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 13,10,10,520 (1,31,01,052 shares of Face value of Rs. 10 each)
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	INR 13,10,10,520 (1,31,01,052 shares of Face value of Rs. 10 each)

Note 1:

Mac Charles Hub Projects Private Limited has entered into a debenture trust deed dated 8 December 2025 with Catalyst Trusteeship Limited (acting as debenture trustee) ("**Debenture Trust Deed**") in relation to the Debentures.

One of the terms of the Debenture Trust Deeds is that upon Embassy Property Developers Private Limited and Mr. Jitendra Virwani (i) ceasing to own at least 51% of the issued and paid up share capital of Mac Charles (India) Limited on a fully diluted basis; or (ii) not directly or indirectly cease to control, Mac Charles (India) Limited, the debt in relation to the Debentures is required to be repaid. Such covenant is in the nature of 'encumbrance' (as defined in the Takeover Regulation) and is required to be disclosed.

Signature of the acquirer:

For **Catalyst Trusteeship Limited**

Deesha Srikkanth
Digitally signed by Deesha Srikkanth
Date: 2025.12.11 19:47:51 +05'30'

Authorised Signatory

Name: Deesha Srikkanth

Designation: Senior Vice President

Place: Mumbai

Date: December 11, 2025

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