

**EMBASSY CORPORATE**



To,  
The Compliance Officer  
MAC Charles (India) Limited  
1<sup>st</sup> Floor, Embassy Point,  
No 150, Infantry Road,  
Bangalore-560001

Date:12.12.2025

To  
Listing Department  
BSE Limited  
PJ Tower, Dalal Street, Fort  
Mumbai – 400 001

Dear Sir,

Sub: Disclosures under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Ref: 1. Name of the Company: Mac Charles (India) Limited  
2. BSE: 507836

With reference to the above-mentioned subject, we are hereby enclosing the disclosures under regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,2011.

**EMBASSY PROPERTY DEVELOPMENTS PRIVATE LIMITED**

Registered Office: Embassy Point, 1<sup>st</sup> Floor, 150, Infantry Road, Bangalore – 560 001  
T: +91 80 4179 9999 F: +91 80 2228 6912 website: [www.embassygroup.com](http://www.embassygroup.com)  
email id: secretarial@embassygroup.com

CIN: U85110KA1996PTC020897

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Please take note of the same as compliance under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**For Embassy Property Developments Pvt. Ltd.**

**Devika Priyadarsini**  
**Company Secretary**  
**M.No. A49485**

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**ANNEXURE – 1**

**Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)										Mac Charles (India) Limited					
Names of the Stock Exchanges where the shares of the target company are listed										BSE Limited					
Date of reporting										12.12.2025					
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked										Embassy Property Developments Private Limited					
Details of the creation/invocation/release of encumbrance:															
Name of the promoter (s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)								Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]}	
	No. of shares	% of total share capital	% w.r.t diluted share capital	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/others)	Reasons for encumbrance	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital	

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Embassy Property Developm ents Pvt Ltd	96169 52	73.4 1%	73.4 1%	-	-	Creation	08.12.202 5	Others*	In relation to issuance of 540 Crs Non- Convertible Debentures by Mac Charles Hub Projects Pvt Ltd	66,81,5 37	51%	Catalyst Trusteeshi p Limited	66,81,5 37	51%
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\*Note 1:

Mac Charles Hub Projects Private Limited wholly owned subsidiary of Mac Charles (India) 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 Developments 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.

**For Embassy Property Developments Pvt. Ltd.**

**Devika Priyadarsini**  
**Company Secretary**  
**M.No. A49485**

Place: Bangalore  
Date: 12.12.2025

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