

APRIL 16, 2013

Script Code : 507836

The Manager
Dept. of Corporate Services / Listing
BOMBAY STOCK EXCHANGE LTD.
25th Floor, P J Towers
Dalal Street,
Mumbai - 400 001.

By Speed Post

Dear Sir/Madam,

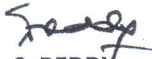
Sub : Compliance - under Clause 49
of the Listing Agreement in Revised Format

With reference to the above, please find enclosed our Compliance under Clause 49 for the quarter ended MARCH 31, 2013, in terms of the Listing Agreement.

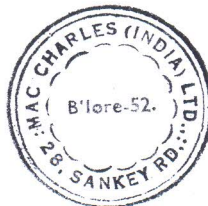
Please acknowledge receipt of the same.

Thanking you,

Yours truly,
For MAC CHARLES (INDIA) LIMITED


M. S. REDDY

Vice President Finance & Company Secretary
- cum - Compliance Officer



Encl. : as above

Mac Charles (India) Ltd.

Regd. Office :
P. B. No. 174,
28, Sankey Road,
Bangalore - 560 052

Tel : 2226 2233 / 2228 2828
Fax : Intl. (0091-80) 2226 7676 / 2226 2050
E-mail : leme.bangalore@lemeridien.com

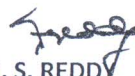
CLAUSE - 49

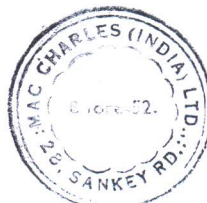
(UNDER THE LISTING AGREEMENT)

FOR THE QUARTER ENDED 31 MARCH 2013

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|--|-----------------------------|--------------------------|---|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | YES | |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB) | YES | |
| (C) Other Provisions as to Board and Committees | 49 (IC) | YES | |
| D) Code of Conduct | (49 (ID) | YES | |
| II. Audit Committee | 49 (II) | YES | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | YES | |
| (B) Meeting of Audit Committee | 49 (IIB) | YES | |
| (C) Powers of Audit Committee | 49 (IIC) | YES | |
| (D) Role of Audit Committee | 49 II(D) | YES | |
| (E) Review of Information by Audit Committee | 49 (IIE) | YES | |
| III. Subsidiary Companies | 49 (III) | YES | |
| IV. Disclosures | 49 (IV) | YES | |
| (A) Basis of Related Party Transactions | 49 (IV A) | - N. A. - | |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | YES | |
| (C) Board Disclosures | 49 (IV C) | YES | |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | - N. A. - | - NOT APPLICABLE -- 'No fresh issue during this quarter' |
| (E) Remuneration of Directors | 49 (IV E) | YES | |
| (F) Management | 49 (IV F) | YES | |
| (G) Shareholders | 49 (IV G) | YES | "will be complied with at the AGM" |
| V. CEO/CFO Certification | 49 (V) | YES | |
| VI. Report on Corporate Governance | 49 (VI) | YES | "will be complied with at the AGM" |
| VII. Compliance | 49 (VII) | YES | |

For MAC CHARLES (INDIA) LIMITED


M. S. REDDY
VICE PRESIDENT FINANCE AND COMPANY SECRETARY
- CUM - COMPLIANCE OFFICER



16.04.2013