

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

APRIL 11, 2014

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, 2014, in terms of the Listing Agreement.

Please acknowledge receipt of the same.

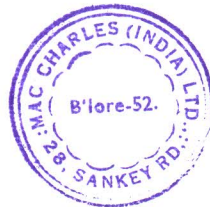
Thanking you,

Yours truly,
For MAC CHARLES (INDIA) LIMITED



M. S. REDDY

Vice President Finance & Company Secretary
- cum - Compliance Officer



Encl. : as above

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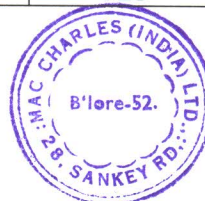
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CORPORATE GOVERNANCE
CLAUSE - 49
(UNDER THE LISTING AGREEMENT)
FOR THE QUARTER ENDED 31 MARCH 2014

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



11.04.2014