

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

NOTICE

FOR BOARD MEETING NO. 03 F.Y. 2025-26

TO BE HELD ON WEDNESDAY, 15 OCTOBER 2025 AT 03:00 PM

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NOTICE

Dear Board Members,

This is to intimate that the meeting of the Board of Directors of Mackinnon Mackenzie and Company Limited ("the company") is scheduled to be held on Wednesday, 15 October 2025 at 03:00 P.M. at the registered office of the company situated at 4, Shoorji Vallabhdas Marg, Ballard Estate, Mumbai 400001 through video conferencing.

The members of the board are requested to take note that a facility to attend the meeting via video conferencing shall be made available to attend the meeting through video conferencing.

Further, in the situation of your inability to attend the meeting; you are requested to communicate to the undersigned.

Please find enclosed herewith the agenda and notes to agenda of the board meeting for your kind perusal.

You are requested to attend the meeting.

Thank you,

For Mackinnon Mackenzie and Company Limited

Sd/-

Nandkishor Yashwant Joshi

Chairman & Independent Director

DIN: 09324612

Date: 08.10.2025

Place: Mumbai

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Sr. No.	Agenda Items
1.	To elect the Chairman of the Board Meeting.
2.	To ascertain the quorum of the Board Meeting and to grant leave of absence to the Directors, if any.
3.	To consider and approve the minutes of the 02 nd meeting of the Board of Directors held on 31 July 2025.
4.	To take note of minutes of the 02 nd meeting of Audit Committee held on 31 July 2025.
5.	To take note of minutes of the 02 nd meeting of Stakeholder Relationship Committee held on 31 July 2025.
6.	To take note of minutes of the 03 rd meeting of Stakeholder Relationship Committee held on 08 September 2025.
7.	To consider and approve the appointment of Ms. Hrishita Bajaj (M. No.75692) as the Company Secretary and Compliance officer of the company.
8.	Any other item, if any, with the permission of the Chair

For Mackinnon Mackenzie and Company Limited

Sd/-

Nandkishor Yashwant Joshi

Chairman & Independent Director

DIN: 09324612

Date: 08.10.2025

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DETAILED NOTES TO AGENDA OF THE 03/2025-2026 MEETING OF THE BOARD OF DIRECTORS OF MACKINNON MACKENZIE AND COMPANY LIMITED TO BE HELD ON WEDNESDAY, 15 OCTOBER 2025 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY THROUGH VIDEO CONFERENCING.

1) To elect the Chairman of the Board Meeting.

The Board should appoint a Chairman of the Meeting, who shall chair the Meeting.

2) To ascertain the quorum of the Board Meeting and to grant leave of absence to the Directors, if any.

The Quorum for the Meeting of the Board shall be one-third of the total strength of the Board, or two Directors, whichever is higher and leave of absence may be granted to Directors who have conveyed their inability to attend the Board Meeting.

3) To consider and approve the minutes of the 02nd meeting of the Board of Directors.

The 02nd meeting of Board of Directors was held on Thursday, 31 July 2025 at registered office through video conferencing, the draft minutes of the same which was already circulated to directors, were taken as read, and were confirmed, approved by the Board and then signed by the Chairman.

The Board is requested to consider and pass the following resolution:

Draft Resolution:

“RESOLVED THAT the Minutes of the previous meeting of the Board of Directors of the Company held on Thursday, 31 July 2025, which was already circulated to the Directors be and are hereby approved and confirmed.”

4) To take note of minutes of the 02nd meeting of Audit Committee held on 31 July 2025.

The 02nd meeting of the Audit Committee was held on Thursday, 31st July 2025 at the registered office through video conferencing. The draft minutes of the said meeting, which were already circulated to all members of the Committee, were taken as read, confirmed, and approved by the Committee. The same were duly signed by the Chairman of the Committee.

The Board is requested to take note of the following resolution:

Draft Resolution:

“RESOLVED THAT the Minutes of the 02nd Meeting of the Audit Committee of the Company held on Thursday, 31 July 2025, as circulated to the members of the Committee and duly confirmed and signed by the Chairman, be and are hereby noted and taken on record by the Board.”

5) To consider and approve the minutes of the 02nd meeting of Stakeholder Relationship Committee held on 31 July 2025.

The 02nd meeting of the Stakeholders Relationship Committee was held on Thursday, 31st July 2025 at the registered office through video conferencing. The draft minutes of the said meeting, which were

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already circulated to all members of the Committee, were taken as read, confirmed, and approved by the Committee. The same were duly signed by the Chairman of the Committee.

The Board is requested to take note of the following resolution:

Draft Resolution:

“RESOLVED THAT the Minutes of the 02nd Meeting of the Stakeholders Relationship Committee of the Company held on Thursday, 31 July 2025, as circulated to the members of the Committee and duly confirmed and signed by the Chairman, be and are hereby noted and taken on record by the Board.”

6) To consider and approve the minutes of the 03rd meeting of Stakeholder Relationship Committee held on 08 September 2025.

The 03rd meeting of the Stakeholders Relationship Committee was held on Monday, 08 September 2025 at the registered office through video conferencing. The draft minutes of the said meeting, which were already circulated to all members of the Committee, were taken as read, confirmed, and approved by the Committee. The same were duly signed by the Chairman of the Committee.

The Board is requested to consider and pass the following resolution:

Draft Resolution:

“RESOLVED THAT the Minutes of the 03rd Meeting of the Stakeholders Relationship Committee of the Company held on Monday, 08 September 2025, as circulated to the members of the Committee and duly confirmed and signed by the Chairman, be and are hereby noted and taken on record by the Board.”

7) To consider and approve the appointment of Ms. Hrishita Bajaj (M. No. A75692) as the Company Secretary and Compliance officer of the company.

Proposal for appointment of Ms. Hrishita Bajaj as the Company Secretary and Compliance officer of the company w.e.f. 15 October 2025 is forwarded by Nomination & Remuneration committee for consideration of the board. The Board shall consider the proposal as per recommendation of Nomination and Remuneration Committee.

In this context, Ms. Hrishita Bajaj (M. No. A75692) is proposed for appointment as the Company Secretary and Compliance Officer of the Company. She has expressed her consent to assume this role.

The Committee is tasked with reviewing the proposal and determining the terms and conditions of appointment, including her remuneration, in accordance with the provisions of the Companies Act, 2013, and the Listing Regulations. The following resolution is proposed:

Draft Resolution:

“RESOLVED THAT pursuant to the provisions of Section 2(51) and Section 203 of the Companies Act, 2013, read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, including any statutory modification(s) or re-

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enactment(s) thereof for the time being in force, the Nomination and Remuneration Committee recommends the appointment of Ms. Hrishita Bajaj (Membership No. A75692) as the Company Secretary and Compliance Officer of the Company, with effect from 15 October 2025, on such terms and conditions as may be mutually agreed upon and as set out in the Appointment Letter.

RESOLVED FURTHER THAT Ms. Hrishita Bajaj has expressed her willingness and consent to act as the Company Secretary and Compliance Officer, and shall also perform the functions of Compliance Officer under the applicable provisions of the Companies Act, 2013, SEBI (LODR) Regulations, 2015, and other applicable laws, and shall carry out such duties and responsibilities as may be assigned to her by the Board of Directors from time to time.

RESOLVED FURTHER THAT the remuneration payable to Ms. Hrishita Bajaj shall be determined in accordance with the recommendations of the Nomination and Remuneration Committee and as approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to issue the Appointment Letter to Ms. Hrishita Bajaj and to sign and execute all necessary documents, forms, returns, and do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution, including filing necessary e-forms with the Ministry of Corporate Affairs and making necessary disclosures to the stock exchanges, if applicable.”

8) Any other item, if any, with the permission of the Chair.