



MASTER CHEMICALS LIMITED

CIN: L99999MH1980PLC022653

REGISTERED OFFICE: 25-28, Plot No. 209, Atlanta Building Jamnalal Bajaj Marg, Nariman Point Mumbai 400021. **Tel:** 022 4293 1800. **Fax:** 022 4293 1870.

E-mail: statutorymcl@rediffmail.com **site:** www.masterchemicals.in

Date: 01st October, 2024

**To,
BSE Limited,
P. J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.**

Sub: Scrutinizer Report of 44th Annual General Meeting.

Dear Sir / Madam,

Please find enclosed Scrutinizer Report of 44th Annual General Meeting of **Master Chemicals Limited (Scrip Code: 506867)** issued by M/s. Amarendra Rai & Associates, Practicing Company Secretaries, Noida.

You are requested to take the same on your records and oblige.

Thanking you,

For Master Chemicals Limited

(Vipul Agarwal)

Director

DIN: 07135408

Add: B- 4/3, Paper Mill Colony, Nishatganj

Lucknow 226006

Encl: As Above.



**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING AND POLL FOR
MASTER CHEMICALS LIMITED**

(Pursuant to Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman
Master Chemicals Limited
44th Annual General Meeting
25-28, Plot No.-209, Atlanta Building Jamnalal
Bajaj Marg, Nariman Point Mumbai-400021

**Passing of Resolution through Remote E-Voting and Poll conducted at the 44th
Annual General Meeting of Master Chemicals Limited (the Company) held on
30th September, 2024.**

Dear Sir,

I, Amarendra Kumar Rai, a Company Secretary in Practice being proprietor of Amarendra Rai & Associates, Company Secretaries (FCS: 8575 and C.P. No.: 9373), Noida, appointed as Scrutinizer on 14th August, 2024, for the Remote E-Voting, commenced from 26th September, 2024 at 3:30 P.M. and concludes on 29th September, 2024 at 5.00 P.M. The Board had also appointed me for the Poll held at the 44th AGM of the Company on 30th September, 2024.

The Company had appointed Central Depository Services (India) Limited (CDSL) as service provider for extending the facility of remote e-voting to the Shareholders of the Company from Thursday, 26th September, 2024 at 3:30 P.M. and concludes on Sunday, 29th September, 2024 at 5.00 P.M. M/s Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me in compliance of the provisions of rule 20(4)(xii) of the Companies



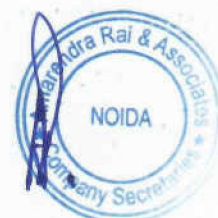
(Management and Administration) Amendment Rules, 2015, on 30th September, 2024 in the presence of two witnesses viz Mr. Varun Kumar and Ms. Sweta, who are not in the employment of the Company. For further details in this connection kindly refer my Scrutinizer's Report of remote e-voting dated 1st October, 2024 enclosed herewith and same is the part of this report.

At the 44th AGM of the Company held on 30th September, 2024 at 1.00 P.M. the Company has also provided facility for voting by Ballot or polling paper to the members attending the meeting, who has not already cast their vote by remote e-voting. The Chairman of the AGM had appointed me as scrutinizer for the same. For further details kindly refer my scrutinizer's report in Form MGT-13 dated 1st October, 2024.

The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and poll during the Annual General Meeting on the proposed resolutions contained in the Notice. My responsibility as a scrutinizer for the e-voting process i.e. remote e-voting and poll is restricted to make a scrutinizer's report of the votes cast in favour or against the resolution stated in the Notice of the AGM, based on the reports generated in the e-voting system provided by Central Depository Services (India) Limited (CDSL) and poll conducted at 44th AGM of the Company.

As confirmed by the Company via email that Notice of AGM alongwith annual report was sent on 2nd September 2024 via email to 8 shareholders of the company whose email is registered with the Company and RTA in Compliance with MCA Circulars and SEBI Circulars no. SEBI/HO/DDHS/P/CIR/2023/0164 dated 6th October, 2023.

The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English daily in the Financial Express (Mumbai edition) on August 31, 2024 and in regional Marathi daily in Dainik Pratahkal (Mumbai edition) on August 31, 2024.



The Shareholder holding shares on the "Cut-off date" (record date) i.e. Monday, 23rd September, 2024 was entitled to vote on the proposed resolutions stated in the Notice of the Company.

Consolidated Result of the E-voting together with that of the Poll is under:

ORDINARY RESOLUTION:

ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2024, Auditors' Report and Directors' Report thereon.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	3	172100	3	1050	6	173150	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint a director in place of Shri. Kriti Kumar Ganguly who retires by rotation and being eligible, offer himself for re-appointment.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	3	172100	3	1050	6	173150	100



Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

SPECIAL BUSINESS:

ITEM NO. 3 - SPECIAL RESOLUTION

To consider the appointment of Shri Vipul Agarwal (DIN: 07135408) as Independent Director of the Company for second term.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	3	172100	3	1050	6	173150	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolutions as contained from Item No.1 to Item No. 3 of the Notice dated August 14, 2024 have passed with requisite majority.

Thanking You,

For Amarendra Rai & Associates
Company Secretaries

Amarendra Kumar Rai

CP: 9373

UDIN: F008575F001394883

Issued at Noida dated 1st October, 2024

Encl:

- ① Report on Remote e-voting dt 01/10/2024
- ② Report on Poll in Form-MGT-13 dt 01/10/2024



REPORT OF SCRUTINIZER

(Pursuant to Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

To,

The Chairman

Master Chemicals Limited

44th Annual General Meeting

25-28, Plot No.-209, Atlanta Building Jamnalal

Bajaj Marg, Nariman Point Mumbai- 400021

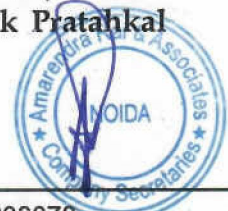
Sub: Passing of Resolution through E-Voting (Remote e-Voting) at the 44th Annual General Meeting of Master Chemicals Limited (the Company) held on 30th September, 2024.

Dear Sir,

I, Amarendra Kumar Rai, Proprietor of M/s. Amarendra Rai & Associates, Company Secretaries, appointed as scrutinizer for the purpose of scrutinizing the remote E-voting process of **Master Chemicals Limited** (CIN: L99999MH1980PLC022653) in a fair and transparent manner, for the resolution(s) as contained in the Notice of the 44th Annual General Meeting (AGM) of the Company to be held on 30th September, 2024 at 1:00 P.M. I submit the report as under:

- 1) The e-voting services were provided by Central Depository Services (India) Limited (CDSL).
- 2) The E-voting period commenced from 26th September, 2024 at 3:30 P.M. and concludes on 29th September, 2024 at 5.00 P.M.
- 3) The Company has informed me via email that, on the basis of the Register of Members and the lists of Beneficial owners made available by the Depositories viz., Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice convening the AGM on September, 2 2024, by email to 8 Members who had registered their Email-IDs with Company.

The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English daily in the **Financial Express** (Mumbai edition) on August 31, 2024 and in regional Marathi daily in **Dainik Pratahkal** (Mumbai edition) on August 31, 2024.



- 4) The Shareholder holding shares on the "Cut-off date" (record date) i.e. Monday, 23rd September, 2024 was entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 5) The Results of e-voting along with the List of Shareholders who voted *FOR* and *AGAINST* the below resolutions were downloaded from the e-voting website of CDSL.

RESULT OF E-VOTING

ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2024, Auditors' Report and Directors' Report thereon.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
3	172100	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint a director in place of Shri. Kriti Kumar Ganguly who retires by rotation and being eligible, offer himself for re-appointment.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
3	172100	100



2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

SPECIAL BUSINESS:

ITEM NO. 3 - SPECIAL RESOLUTION

To consider the appointment of Shri Vipul Agarwal (DIN: 07135408) as Independent Director of the Company for second term.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
3	172100	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

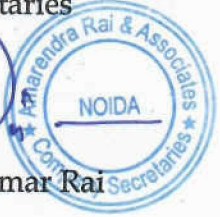
Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL



The relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the 44th Annual General Meeting (AGM) and shall thereafter be handed over to the authorized person for safe keeping.

For Amarendra Rai & Associates
Company Secretaries


Amarendra Kumar Rai



CP: 9373

Issued at Noida dated 1st October, 2024



FORM: MGT-13

Report of the Scrutinizer

(Pursuant to Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 rule 20 of the Companies (Management and Administration) Rules, 2014 as amended

To,

The Chairman

Master Chemicals Limited

25-28, Plot No.-209, Atlanta Building Jamnalal

Bajaj Marg, Nariman Point Mumbai-400021

44th Annual General Meeting of Equity Shareholders of Master Chemicals Limited held on Thursday, 30th September, 2024 at 1:00 P.M. at 25-28, Plot No.-209, Atlanta Building Jamnalal Bajaj Marg, Nariman Point Mumbai-400021.

Dear Sir,

I, Amarendra Kumar Rai appointed as scrutinizer for the purpose of poll taken on the below mentioned resolution(s), at the 44th Annual General Meeting of Equity Shareholders of **Master Chemicals Limited** (CIN: L99999MH1980PLC022653) held on 30th September, 2024 at 1:00 P.M. at 25-28, Plot No.-209, Atlanta Building Jamnalal Bajaj Marg, Nariman Point Mumbai-400021 submit the report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



Item No.: 1 (Ordinary Resolution)

To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31stMarch, 2024, Auditors' Report and Directors' Report thereon.

i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or proxy)	Number of Votes Cast by them	% of total number of Valid Votes Cast
3	1050	100

ii) Voted against the Resolution:

Number of Members present and Voting (In person or proxy)	Number of Votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

iii) Invalid Votes:

Total Number of members(In person or by proxy)whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

Item No.: 2 (Ordinary Resolution)

To appoint a Director in place of Shri Kriti Kumar Ganguly, who retires by rotation and being eligible, offer himself for re-appointment.

i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or proxy)	Number of Votes Cast by them	% of total number of Valid Votes Cast
3	1050	100

ii) Voted against the Resolution:

Number of Members present and Voting (In person or proxy)	Number of Votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

iii) Invalid Votes:



Total Number of members(In person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

Item No.: 3(Special Resolution)

To consider the appointment of Shri Vipul Agarwal (DIN: 07135408) as Independent Director of the Company for second term.

i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or proxy)	Number of Votes Cast by them	% of total number of Valid Votes Cast
3	1050	100

ii) Voted against the Resolution:

Number of Members present and Voting (In person or proxy)	Number of Votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

iii) Invalid Votes:

Total Number of members(In person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- Detailed List of Equity Shareholder who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The Poll Papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking You,

Place: Noida

Date: 1st October, 2024

For Amarendra Rai & Associates
Company Secretaries

Amarendra Kumar Rai

CP: 9373

