

Ref.: MTL / SEC/ 2024-25 / 20

Date: 27.06.2024

To,

BSE Limited,
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai - 400001.

Respected Sir/Madam,

SCRIP Code: 511768 | Company Symbol: MASTERTR

SUB: DISCLOSURE UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 – POSTAL BALLOT NOTICE

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Postal Ballot Notice dated June 26, 2024, along with the explanatory statement, seeking approval of the members of the Company for following matter:

Type of Resolution	Resolution
Special Resolution	Re-appointment of Mr. Harjeet Singh Arora (DIN: 00063176) as the Managing Director of the Company.

With reference to captioned subject, please note that Postal Ballot Notice together with the Explanatory Statement is being sent only those members of the Company whose names appear in the Register of Members / List of Beneficial Owners as on Friday, June 21, 2024. The e-voting period shall commence on Sunday, 30th June, 2024 at 10.00 a.m. and shall end on Tuesday, July 30, 2024 at 5.00 p.m.

This is for your kind information and record.

Yours Faithfully

For Master Trust Limited

VIKAS GUPTA
Company Secretary & Compliance Officer
FCS 12192

Enclosed as above

MASTER TRUST LIMITED

CIN : L65991PB1985PLC006414

Regd. Office: Master Chambers, SCO 19, 3rd Floor, Feroze Gandhi Market, Ludhiana, Punjab-141 001 • Tel.: 0161-5043500

Corporate Office: 1012, 10th Floor, Arunachal Building, 19, Barakhmba Road, New Delhi -110001 • Tel.: 011-42111000

E-mail: secretarial@mastertrust.co.in • Website: www.mastertrust.co.in

MASTER TRUST LIMITED

(CIN: L65991PB1985PLC006414)

Regd. Office: SCO 19, Master Chambers, Feroze Gandhi Market, Ludhiana-141001, Punjab

E-mail id: secretarial@mastertrust.co.in, website: www.mastertrust.co.in, Phone: 0161-3911500

NOTICE OF POSTAL BALLOT

Pursuant to section 110 of the Companies Act, 2013, read with the Companies
(Management and Administration) Rules, 2014

To

The members of **Master Trust Limited**

Notice is hereby given pursuant to the provisions of Section 110 of the Companies Act, 2013 (the "Act"), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Management Rules"), (including any statutory modification or re-enactment thereof for the time being in force) and any other applicable provisions of the Act and the rules made thereunder if any and Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR") and other applicable provisions, if any, of the SEBI LODR, for the time being in force and as amended from time-to-time and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), that the resolution set-out below is proposed to be passed by way of Postal Ballot.

Item 1- As a Special resolution

Re-appointment of **Mr. Harjeet Singh Arora (DIN: 00063176)** as the Managing Director of the Company.

For members opting for e-voting:

The company is pleased to provide e-voting facility as an alternate, to all its members, to enable them to cast their votes electronically, instead of physical postal ballot form on resolution set forth in the postal ballot notice. The company has engaged the services of Skyline Financial Services Private Limited (Skyline), Registrar & Transfer Agent of the company to provide the voting facility.

You are requested to read the instructions printed on the postal ballot form carefully and return the form duly completed and signed in the attached self-addressed, business reply envelope, so as to reach the scrutinizer on or before the close of working hours of (5:00 p.m. IST) on Tuesday, 30th July, 2024. Please note that any postal ballot form(s) received after the closing hours of the said date will be treated as invalid i.e. as not having been received. No other form or photocopy thereof is permitted. Upon completion of the scrutiny of e-voting, the Scrutinizer will submit a report to the Managing Director or Company Secretary of the company, who shall countersign the same. The result of e-voting shall be intimated to **BSE Limited** (where the Company's equity shares are listed) within a period of 2 working days from the conclusion of the e-voting. The results would also be uploaded on the websites of the Company at www.mastertrust.co.in and also to be submitted with concerned depository.

THE RESOLUTION IF PASSED BY REQUISITE MAJORITY, SHALL BE DEEMED TO HAVE BEEN PASSED ON TUESDAY, 30TH JULY, 2024, BEING THE LAST DATE FOR RECEIPT OF DULY COMPLETED POSTAL BALLOT FORMS/E-VOTING.

Item nos. 1 being special resolution will be declared as passed if votes cast in favour are more than the number of votes cast against each resolution.

In compliance with the provisions of Section 108 of the Act read with Rule 22 of Companies (Management and Administration) Rules, 2014 and regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members may cast their votes either through postal ballot or through electronic form (e-voting). Those members opting for e-voting may follow the procedure as stated in this notice.

An Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the said resolution setting out the material facts and the reasons thereof is annexed to the Postal Ballot Notice ("Notice"), for your consideration.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, CS Pooja Mahajan Kohli (Membership No. FCS 7255), Proprietor of M/s Pooja M Kohli & Associates, Company Secretary in Practice, Ludhiana have been appointed as the "Scrutinizer", to scrutinize the voting through e-voting process and postal ballot in a fair and transparent manner.

By the order of Board of Directors of
Master Trust Limited

Date: 26.06.2024
Place: Ludhiana

Sd/-
Vikas Gupta
Company Secretary
FCS 12192

RESOLUTION FOR POSTAL BALLOT

(Pursuant to section 110 of the Companies Act, 2013)

1. Re-appointment of Mr. Harjeet Singh Arora (DIN: 00063176) as the Managing Director of the Company

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (**“Act”**) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] along with applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the **“Board”**, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution), and subject to such other sanctions/approvals, as may be necessary or required, consent of the members be and is hereby accorded for re-appointment of Mr. Harjeet Singh Arora (DIN: 00063176), as the Managing Director of the Company, for a period of five (5) years with effect from 01.09.2024 up to 31.08.2029, liable to retire by rotation, on the terms and conditions of re-appointment including remuneration as set-out in the Explanatory Statement annexed to the Notice, with authority to the Board to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board and Mr. Harjeet Singh Arora, subject to the provisions of the Act and applicable laws.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year during the tenure of Mr. Harjeet Singh Arora, the Company has no profits or inadequate profit, Mr. Harjeet Singh Arora, will be paid remuneration by way of salary and perquisites as set out in the Explanatory Statement annexed to the Notice, subject to requisite approval, if any, as may be required under the Act or rules made thereunder (including any modification or re-enactment thereof).

RESOLVED FURTHER THAT for the purposes of giving effect to the above resolution, the Board be and are hereby authorized to execute all such agreements, documents, instruments and writings, file requisite filings, settle all questions, difficulties or doubts that may arise in this regard including for obtaining necessary approvals in relation thereto, and do such other acts, deeds, matters and things as may be considered necessary, desirable or expedient and delegate all or any of its powers herein conferred to any committee of directors or director(s) or officer(s) of the Company.”

By the order of Board of Directors of
Master Trust Limited

Date: 26.06.2024

Place: Ludhiana

Sd/-
Vikas Gupta
Company Secretary
FCS 12192

REGISTERED OFFICE:

Master Chambers, SCO 19, 3rd Floor
Feroze Gandhi Market, Ludhiana, Punjab-141001
CIN: L65991PB1985PLC006414
E-mail: secretarial@mastertrust.co.in
Website: www.mastertrust.co.in

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act setting out material facts pertaining to the resolution, is annexed hereto for your consideration and forms part of this Notice.
2. The relevant details, pursuant to the provisions of SEBI LODR and SS-2, in respect of Directors seeking re-appointment are also annexed hereto.
3. The Notice is being sent to all the members, whose names appear on the Register of Members/ List of Beneficial Owners as on Friday, June 21, 2024 as received from NSDL and Central Depository Services (India) Limited (collectively referred to as “**Depositories**”). In compliance with MCA Circulars, the Notice is being sent to members only in electronic form to the e-mail addresses registered with their Depository Participants /the Company’s Registrar and Transfer Agent. Physical copies of the Notice are being sent to the physical shareholders. Therefore, those members who have not yet registered their e-mail addresses are requested to verify / update their e-mail addresses and mobile number with their respective Depository Participants. Members can temporarily update their email address and mobile number with Company’s RTA – Skyline Financial Services Private Limited.
4. The Notice is also available on the website of the Company at www.mastertrust.co.in, on the website of stock exchanges i.e. BSE Limited at www.bseindia.com and with CSDL immediately after declaration of result.
5. In compliance with the provisions of Sections 108 and 110 of the Act, read with the Management Rules and Regulation 44 of SEBI LODR, the Company is offering e-voting facility to all the members of the Company to enable them to cast their votes electronically. The Company has engaged the services of CDSL to provide e-voting facility to its members. The instructions for e-voting are annexed to this Notice.
6. The voting rights of the members shall be in proportion to their holding of Equity Shares with the paid-up equity share capital of the Company as on Friday, June 28, 2024 (“Cut-Off date”). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off date will be entitled to cast their votes by e-voting. A person who is not a member as on the Cut-Off date should treat this Notice for information purposes only.
7. Facility to exercise vote by Postal Ballot by voting through electronic means will be available during the following period:
 - a) Commencement of e-voting: Sunday, June 30, 2024 at 10:00 am (I.S.T.)
 - b) End of e-voting: Tuesday, July 30, 2024 at 05:00 pm (I.S.T.)
(both days inclusive).
- b) The facility for voting through electronic means will be disabled for voting by CDSL upon expiry of the aforesaid voting period.
8. A member cannot exercise his/her vote through proxy on postal ballot. However, corporate, and institutional members shall be entitled to vote through their authorized representatives. Corporate and institutional members are requested to provide a proof of authorization (board resolution /authority

letter /power attorney, etc.) in favour of their authorised representatives to the scrutinizer through e-mail to pcs poojamkohli@gmail.com with a copy marked to secretarial@mastertrust.co.in.

9. Further, SEBI vide notification dated January 24, 2022, has amended Regulation 40 of SEBI LODR and has mandated that all requests for transmission of securities as well as transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are therefore advised to dematerialize the shares held by them in physical form.

By the order of Board of Directors of
Master Trust Limited

Date: 26.06.2024
Place: Ludhiana

Sd/-
Vikas Gupta
Company Secretary
FCS 12192

EXPLANATORY STATEMENT

[Pursuant to the provisions of Section 102 of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”)]

ITEM NO. 1

The tenure of Mr. Harjeet Singh Arora (DIN:00063176) as a Managing Director of the Company will expire on 31st August, 2024 therefore, it is recommended by the Nomination and Remuneration Committee (“NRC”), for the re-appointment of Mr. Harjeet Singh Arora as a Managing Director for the period of 5 years. The Board of Directors of the Company (“Board”) has approved, at its meeting held on June 26, 2024, the re-appointment of Mr. Harjeet Singh Arora as the Managing Director for a further period of five (5) years with effect from September 01st, 2024 to August 31st, 2029, on the terms of remuneration given below.

The re-appointment of Mr. Harjeet Singh Arora, has been recommended by the Nomination and Remuneration Committee after a thorough evaluation of his performance and contribution to the Company and He shall devote whole of his time and attention to his services as Managing Director of the Company and shall under the superintendence, control and direction of the Board, perform the duties and exercise the powers as may be entrusted to confer upon by the Board.

The Board also believes that the re-appointment of Mr. Harjeet Singh Arora as the Managing Director is in the best interest of the Company.

In terms of Section 196(3) of Companies Act, 2013, the approval of members by way of special resolution is sought for re-appointment of Mr. Harjeet Singh Arora, aged 71 years, as a Managing Director for a period of five (5) years.

Additional information in respect of Mr. Harjeet Singh Arora, pursuant to Regulation 36 of SEBI LODR and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), is given at Annexure A to this Notice.

The key terms and conditions of appointment including remuneration of Mr. Harjeet Singh Arora are given below:

A. Tenure of appointment

The re-appointment of Mr. Harjeet Singh Arora, as Managing Director is for a period of five (5) years with effect from September 01st, 2024 to August 31st, 2029. Mr. Harjeet Singh Arora is liable to retire by rotation.

B. Remuneration

(i) **Salary** : Rs. 4,00,000/- (Rupees Four Lakhs) per month or such higher sum as may from time to time be determined by the Remuneration Committee/Board.

(ii) **Perquisites** : Such perquisites and allowances as or may from time to time be allowed to Senior Executives of the Company or as may from time to time be determined by the Remuneration Committee/Board.

Provided that if in any financial year during his term of appointment hereunder, the Company has no profit or its profits are inadequate, he shall for that year be entitled to the above remuneration or such lower remuneration as may from time to time be determined and decided by Remuneration Committee/Board depending upon the effective capital of the Company for the time being, as per Schedule V of the Act or any statutory modification or amendments thereof.

The Company has received all statutory disclosures / declarations from Mr. Harjeet Singh Arora, including consent in writing to act as Managing Director and intimation that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

(iii) In addition to the above, he shall not be entitled to any sitting fees for any Board/Committee meeting.

Mr. Harjeet Singh Arora, being the appointee and Mrs. Harneesh Kaur Arora (spouse of Mr. Harjeet Singh Arora) being the Director of the Company are concerned or interested in this resolution. None of the other Directors/ Key Managerial Personnel (KMP) of the Company/ their relatives are concerned or interested, financially or otherwise, in the resolution.

In compliance with the provisions of Sections 152, 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act, read with rules framed thereunder and applicable provisions of SEBI LODR, the terms and conditions of re-appointment including remuneration of Mr. Harjeet Singh Arora as Managing Director as specified above are now being placed before the members of the Company for their approval. The Board recommends the resolutions at Item No. 1 for approval by the members as Special Resolution.

By the order of Board of Directors of
Master Trust Limited

Date: 26.06.2024
Place: Ludhiana

Sd/-
Vikas Gupta
Company Secretary
FCS 12192

ANNEXURE A

Information pursuant to Regulation 36 of SEBI LODR and SS-2

Details of Managing Directors seeking re-appointment:-

A. Brief resume of the director:

He founded the Master Trust group in 1985 under the name of Arora Financial Consultants Private Ltd and has over 40 years of experience in corporate finance, capital markets and financial advisory services. A Chartered Accountant and a Company Secretary by qualification, his vision of bringing all financial services under one roof is what has made the group achieve so much in the last 39 years. An avid cricket fan, he also enjoys yoga in his free time.

He is also the Managing Director of Master Capital Services Limited (Subsidiary Company) and Director of Prime Industries Limited (BSE Listed Company), further he is also having directorship in other Group Companies.

B. Nature of expertise in specific functional areas:

He has over 40 years of experience in corporate finance, capital markets and financial advisory services.

C. Disclosure of relationships between directors inter-se:

Mr. Harjeet Singh Arora, being appointee is related to Mrs. Harneesh Kaur Arora, his wife being the Director of the Company.

He is not related to any other director of the Company.

D. Names of listed entities in which the person also holds the directorship and the membership of Committees of the board:

Name of Listed Companies	Designation
Prime Industries Limited	Director

Name of Listed Companies	Committees	Relationship	Designation
Prime Industries Limited	Stakeholder Committee		Chairperson

E. Listed entities from which Mr. Harjeet Singh Arora has resigned as Director in past 3 years: N.A.

F. Details of remuneration to be paid: As per the resolution of this Notice read with the explanatory statement thereto.

Instructions for E-voting:

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company is pleased to provide to its members a facility to exercise their right to vote on resolutions proposed to be passed through postal ballot by electronic means (“e-voting”). The members may cast their vote(s) using an electronic voting system (‘remote e-voting’).

The remote e-voting period commences on Sunday, June 30, 2024 (10:00 A.M.) and ends on Tuesday, July 30, 2024 (5:00 P.M.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, June 28, 2024 may cast their vote by remote e- voting. The remote e-voting module shall be disabled by CDSL (Central Depository Services (India) Limited for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change its subsequently.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

(i) The voting period begins on Sunday, June 30, 2024 (10:00 A.M.) and ends on Tuesday, July 30, 2024 (5:00 P.M.). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, June 28, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) - Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. - If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

(v) After entering these details appropriately, click on “SUBMIT” tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the EVSN for the relevant <Master Trust Limited> on which you choose to vote.

(ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; prime_indust@yahoo.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding Postal Ballot & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

POSTAL BALLOT FORM

Name of the member (s) :
(including joint-holder(s), if any)

Registered Address: of the sole/ first named Member:

Registered Folio No./ DP ID & Client ID* :
(* applicable only to the Members holding shares in dematerialized form)

Number of Equity Shares held as of cutoff date i.e. 28.06.2024:

I/We hereby exercise my/ our vote in respect of the Resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated 26.06.2024, issued by the Company, by conveying my/ our consent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Resolution no.	Resolution	No. of equity shares held by me/us	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Special Resolution – Re-appointment of Mr. Harjeet Singh Arora (DIN: 00063176) as the Managing Director of the Company.			

Place : _____
Date : _____
Email address: _____
Contact No. : _____

Signature of member