

Ref.: MTL / SEC/ 2023-24 / 51

Date: 04.10.2023

To,

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

SCRIP Code: **511768** | Company Symbol: **MASTERTR**

Dear Sir,

Sub: Disclosure of Scrutinizer Report and Voting Results of the Annual General Meeting (AGM) of the Company held on Saturday, 30th September, 2023 in compliance with Regulation 44 of the SEBI (LODR) Regulations, 2015 and Rule 20 Sub-Rule 4 of Companies (Management and Administration) Rule, 2014.

We would like to inform you that at the Annual General Meeting (AGM) of the Company held on Saturday, 30th September, 2023 at 11.00 a.m. at Hotel Silver Stone, D - Block, SCO 14-15, Dugri Rd, Near Libra Bus Service, Opposite Radha Swami Fatak, D-Block, Model Town Extension, Model Town, Ludhiana, Punjab-141002, the Six (6) items of business contained in the Notice of the AGM dated August 28, 2023 was transacted and approved by the members with requisite majority.

The details of the combined voting results (which includes the results of remote e-voting and Ballot Forms at the Annual General Meeting) in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 along with Scrutinizer's Report are enclosed as **Annexure-I** and **Annexure II**.

The above information will also be available on the website of the Company www.mastertrust.co.in.

You are requested to kindly take the same on records.

Yours Faithfully,

For Master Trust Limited

Vikas Gupta
Company Secretary & Compliance Officer

Encl: A./a

MASTER TRUST LTD.

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

www.mastertrust.co.in



BHAMBRI & ASSOCIATES

Company Secretaries

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

Chairman of Annual General Meeting of the Equity Shareholders of
MASTER TRUST LIMITED

(CIN: L65991PB1985PLC006414)

Registered Office: Master Chambers, 19, 3rd Floor, Feroze Gandhi Market, Ludhiana-141001

held on Saturday, 30th day of September, 2023 at 11.00 AM

at Hotel Silver Stone, D - Block, SCO. 14 -15, Dugri Rd, Near Libra Bus Service, Model Town Extension, Ludhiana, Punjab 141002

Dear Sir

I, Ansh Bhambri, a Company Secretary in whole time practice, have been appointed as Scrutinizer for the purpose of Evoting and poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of **MASTER TRUST LIMITED** held on Saturday, 30th day of September, 2023 at 11.00 AM at Hotel Silver Stone, D - Block, SCO. 14 -15, Dugri Rd, Near Libra Bus Service, Model Town Extension, Ludhiana, Punjab 141002, submit our report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by CDSL, the authorized agency to provide e-voting facility, engaged by the Company and from the physical voting done at the polling process at the site of holding meeting of shareholders.
2. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in the presence of Scrutinizer with due identification marks placed by him.
3. The locked ballot box was subsequently opened in the presence of Chairman, Scrutinizer and two witnesses and poll papers were diligently scrutinized by him. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations /proxies lodged with the Company.
4. I did not find any poll papers / e-voting invalid.
5. The e-voting results were obtained from CDSL website and have been combined in this Report
6. The combined result of the Physical Poll and E-voting is as under:

[1]

<https://bhambri.co>



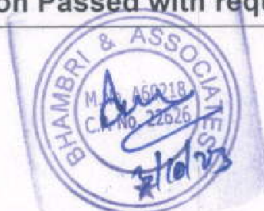
SCO No.9, 2nd Floor, Jandu Towers, Miller Ganj, Ludhiana - 141003

Email: anshbhambrics@yahoo.com Phone No.: 89689-30333 , 0161-4626033

Resolution No. 1 (Ordinary Resolution)										
TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS' THEREON										
Total Votes exercised		14838069								
Votes in favour of the Resolution				Votes against Resolution			Invalid Votes			
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	23	5315204	100.00	0	0	0.00	0	0	0.00	
Physical Voting	15	9522865		0	0		0.00	0	0	0.00
Total	38	14838069		0	0			0	0	0.00
Resolution Passed with requisite majority										

Resolution No. 2 (Ordinary Resolution)										
TO APPOINT A DIRECTOR IN PLACE OF MRS. HARNEESH KAUR ARORA (DIN 00089451), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT										
Total Votes exercised		14838069								
Votes in favour of the Resolution				Votes against Resolution			Invalid Votes			
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	23	5315204	100.00	0	0	0.00	0	0	0.00	
Physical Voting	15	9522865		0	0		0.00	0	0	0.00
Total	38	14838069		0	0			0	0	0.00
Resolution Passed with requisite majority										

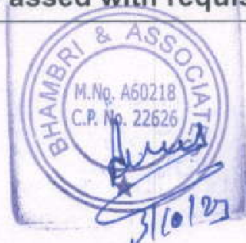
Resolution No. 3 (Ordinary Resolution)										
APPROVAL OF RELATED PARTY TRANSACTIONS										
Total Votes exercised		14838069								
Votes in favour of the Resolution				Votes against Resolution			Invalid Votes			
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	20	5313852	99.9909	3	1352	0.0091	0	0	0.00	
Physical Voting	15	9522865		0	0		0.0091	0	0	0.00
Total	35	14836717		3	1352			0	0	0.00
Resolution Passed with requisite majority										



Resolution No. 4 (Special Resolution)										
APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 186 OF THE COMPANIES ACT, 2013										
Total Votes exercised		14838069								
Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes			
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	22	5314404	99.9946	1	800	0.0054	0	0	0.00	
Physical Voting	15	9522865		0	0		0	0	0.00	
Total	37	14837269		1	800		0	0	0.00	
Resolution Passed with requisite majority										

Resolution No. 5 (Ordinary Resolution)										
TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MASTER CAPITAL SERVICES LIMITED										
Total Votes exercised		14838069								
Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes			
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	23	5315204	100.00	0	0	0.00	0	0	0.00	
Physical Voting	15	9522865		0	0		0	0	0.00	
Total	38	14838069		0	0		0	0	0.00	
Resolution Passed with requisite majority										

Resolution No. 6 (Special Resolution)										
TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. RAVINDER SINGHANIA (DIN 00006921) AS AN INDEPENDENT DIRECTOR OF THE COMPANY										
Total Votes exercised		14838069								
Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes			
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	23	5315204	100.00	0	0	0.00	0	0	0.00	
Physical Voting	15	9522865		0	0		0	0	0.00	
Total	38	14838069		0	0		0	0	0.00	
Resolution Passed with requisite majority										



7. A Compact Disc / soft copy of list of equity shareholders who voted "FOR", "AGAINST" and those whose Votes were declared invalid, if any, for each resolution is enclosed.

8. 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,
Yours faithfully,



(ANSH BHAMBRI)
Company Secretary in Whole Time Practice
CP No. 22626
Date: 03.10.2023
Place: Ludhiana

UDIN: A060218E001167555
Peer Review Number: 2971/2023

General information about company	
Scrip code	511768
NSE Symbol	
MSEI Symbol	
ISIN	INE677D01029
Name of the company	MASTER TRUST LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:30 PM

Scrutinizer Details

Name of the Scrutinizer	ANSH BHAMBRI
Firms Name	BHAMBRI & ASSOCIATES
Qualification	CS
Membership Number	60218
Date of Board Meeting in which appointed	28-08-2023
Date of Issuance of Report to the company	04-10-2023

Voting results	
Record date	22-08-2023
Total number of shareholders on record date	3692
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	16
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS' THEREON					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16277424	2598036	15.961	2598036	0	100	0
	Poll		9509388	58.4207	9509388	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	12107424	74.3817	12107424	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5475776	2717168	49.6216	2717168	0	100	0
	Poll		13477	0.2461	13477	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2730645	49.8677	2730645	0	100
Total		21753200	14838069	68.211	14838069	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MRS. HARNEESH KAUR ARORA (DIN: 00089451), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERESELF FOR RE-APPOINTMENT				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16277424	52000	0.3195	52000	0	100	0
	Poll		7976708	49.0047	7976708	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	8028708	49.3242	8028708	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5475776	2717168	49.6216	2717168	0	100	0
	Poll		13477	0.2461	13477	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2730645	49.8677	2730645	0	100
Total		21753200	10759353	49.461	10759353	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL OF RELATED PARTY TRANSACTIONS				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16277424	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5475776	2717168	49.6216	2715816	1352	99.9502	0.0498
	Poll		13477	0.2461	13477	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2730645	49.8677	2729293	1352	99.9505
Total		21753200	2730645	12.5528	2729293	1352	99.9505	0.0495
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 186 OF THE COMPANIES ACT, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16277424	2598036	15.961	2598036	0	100	0
	Poll		9509388	58.4207	9509388	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	12107424	74.3817	12107424	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5475776	2717168	49.6216	2716368	800	99.9706	0.0294
	Poll		13477	0.2461	13477	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2730645	49.8677	2729845	800	99.9707
Total		21753200	14838069	68.211	14837269	800	99.9946	0.0054
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MASTER CAPITAL SERVICES LIMITED				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16277424	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5475776	2717168	49.6216	2717168	0	100	0
	Poll		13477	0.2461	13477	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2730645	49.8677	2730645	0	100
Total		21753200	2730645	12.5528	2730645	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. RAVINDER SINGHANIA (DIN:00006921) AS AN INDEPENDENT DIRECTOR OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16277424	2598036	15.961	2598036	0	100	0
	Poll		9509388	58.4207	9509388	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	12107424	74.3817	12107424	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5475776	2717168	49.6216	2717168	0	100	0
	Poll		13477	0.2461	13477	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2730645	49.8677	2730645	0	100
Total		21753200	14838069	68.211	14838069	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

