

Ref.: MTL / SEC/ 2024-25 / 19

Date: 26.06.2024

To,
The Secretary
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

SCRIP Code: 511768 | Company Symbol: MASTERTR

Sub: Outcome of the Meeting of the Board of Directors held on 26th June, 2024, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations")

Dear Sir/Madam (s),

This is to inform you that the outcome of the Meeting of the Board of Directors of the Company ("The Board") held today i.e. on 26th June, 2024, inter alia, has been as follows:-

1. ALLOTMENT OF 3,12,500 EQUITY SHARES PURSUANT TO CONVERSION OF WARRANTS.

The Board has considered and approved the allotment of 3,12,500 (Three Lakhs Twelve Thousand and Five Hundred only) Equity Shares of face value of Rs. 5/- (Rupees Five only) each upon conversion of 3,12,500 (Three Lakhs Twelve Thousand and Five Hundred only) warrants at an issue price of Rs. 350/- (Rupees Three Hundred and Fifty only) each, including premium of Rs. 345/- each (as determined in accordance with the pricing guidelines prescribed under Chapter V of the SEBI ICDR Regulations) (the "Issue Price"), to the below mentioned allottee, belonging to the non-promoter category:

Sr. No.	Name of Allottees	Category	number of Equity shares
1.	Share India Algoplus Private Limited	Non-Promoter	3,12,500
	Total		3,12,500

Subsequent to the aforesaid allotment, the paid up equity share capital of the company has increased from Rs. 10,87,66,000 to Rs. 11,03,28,500 comprising of 2,20,65,700 equity shares of face value of Rs. 5/- each.

The allotment of the equity shares shall be made in dematerialized form and the equity shares so allotted shall rank pari-passu with the existing equity shares of the company in all respects.

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as Annexure I to this letter.

MASTER TRUST LTD.

CIN : L65991 PB1985PLC006414

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

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2. RE-APPOINTMENT OF MR. HARJEET SINGH ARORA, AS THE MANAGING DIRECTOR OF THE COMPANY FOR THE PERIOD OF 5 YEARS, SUBJECT TO APPROVAL OF SHAREHOLDERS.

The Board has considered and approved the re-appointment of Mr. Harjeet Singh Arora (DIN: 00063176), as Managing Director of the Company for the period of 5 years w.e.f. 01.09.2024 to 31.08.2029, subject to the consent of shareholders through postal ballot to be undertaken by the company.

3. The Board has approved the Postal Ballot notice of the Company.
4. The Board has appointed Mrs. Pooja Mahajan Kohli, Practicing Company Secretary, Proprietor of M/s Pooja M. Kohli & Associates (C.P. No. 14836) as a Scrutinizer for the purpose of conducting the e-voting process and postal ballot process of the Company in transparent manner.
5. The Board has considered and approved the appointment of M/s Pooja M. Kohli & Associates, Company Secretary in practice (C.P. No. 14836), Ludhiana as Secretarial Auditor of the Company for Financial year 2023-24.

Brief profile of Secretarial Auditor is enclosed as Annexure-II

The meeting of the Board commenced at 11:00 A.M. and concluded at 12:00 Noon

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For Master Trust Limited

Vikas Gupta
Company Secretary and Compliance Officer
FCS 12192

Enclosed as above

Annexure I

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

S. No.	Particulars	Details			
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Equity Shares pursuant to conversion of warrants			
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment			
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Allotment of 3,12,500 Equity Shares at an issue price of Rs. 350/- each (including a premium of Rs. 345/- each), upon conversion for equal number of Warrants allotted at an issue price of Rs. 350/- each upon receipt of balance amount at the rate of Rs. 262.50 per warrant (being 75% of the issue price per warrant) aggregating to Rs. 8,20,31,250/-.			
4.	Additional Information in case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):				
i.	Names of the Investors	Sr. No.	Name	No. of Equity Shares allotted Upon Conversion of Warrants	Promoter/Non-Promoter
		1.	Share India Algoplus Private Limited	3,12,500	Non-Promoter

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ii.	Post allotment of securities	<p>The equity shares upon conversion of Warrants are allotted to the Non-Promoter of the Company. Details of shareholding in the Company, prior to and after such conversion, are as under:</p> <table border="1" data-bbox="624 409 1324 714"> <thead> <tr> <th data-bbox="624 409 816 526" rowspan="2">Name of Investors</th> <th colspan="2" data-bbox="816 409 1072 526">Pre-Preferential Issue</th> <th colspan="2" data-bbox="1072 409 1324 526">Post Preferential Issue</th> </tr> <tr> <th data-bbox="816 526 973 561">Shares</th> <th data-bbox="973 526 1072 561">%</th> <th data-bbox="1072 526 1208 561">Shares</th> <th data-bbox="1208 526 1324 561">%</th> </tr> </thead> <tbody> <tr> <td data-bbox="624 561 816 714">Share India Algoplus Private Limited</td> <td data-bbox="816 561 973 597">1,00,000</td> <td data-bbox="973 561 1072 597">0.46%</td> <td data-bbox="1072 561 1208 597">4,12,500</td> <td data-bbox="1208 561 1324 597">1.87%</td> </tr> </tbody> </table>	Name of Investors	Pre-Preferential Issue		Post Preferential Issue		Shares	%	Shares	%	Share India Algoplus Private Limited	1,00,000	0.46%	4,12,500	1.87%
Name of Investors	Pre-Preferential Issue			Post Preferential Issue												
	Shares	%	Shares	%												
Share India Algoplus Private Limited	1,00,000	0.46%	4,12,500	1.87%												
iii.	Issue price	Allotment of 3,12,500 Equity Shares at an issue price of Rs. 350/- each (including a premium of Rs. 345/- each), upon conversion for an equal number of Warrants allotted at an issue price of Rs. 350/- each.														
iv.	Number of investors	One (01) Investors														
v.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Exercise of 3,12,500 warrants into 3,12,500 fully paid-up Equity Shares of Rs.5/-each.														
vi.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable														

Annexure-II

BRIEF PROFILE OF M/S. POOJA M. KOHLI & ASSOCIATES (COMPANY SECRETARIES)
APPOINTED AS SECRETARIAL AUDITOR OF THE COMPANY FOR F.Y. 2023-24

S. No.	Particular	Description
1	Name of The Firm	M/s. Pooja M. Kohli & Associates (Company Secretary in practice)
2	Address of the Firm	# 655, Street No.4, Preet Nagar, Dugri, Ludhiana-141013 (Punjab)
3	Certificate of Practice No.	14836
4	Membership No.	FCS 7255
5	Work Profile	The firm is providing various professional services in the field of Corporate consultancy, SEBI, Secretarial Compliance, Secretarial Audit and Corporate Restructuring.

Thanking you,

Yours faithfully,

For Master Trust Limited

Vikas Gupta
Company Secretary and Compliance Officer
FCS 12192