

Ref: MTL/SEC/2023-24/67

Date: 15th December, 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 Extra Ordinary General Meeting (EGM) of the Company held on Friday, 15<sup>th</sup> December, 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 Extra Ordinary General Meeting (EGM) of the Company held on Friday, 15<sup>th</sup> December, 2023 at 11.00 a.m. at Master Chambers, 19, Feroze Gandhi Market, Ludhiana - 141001, 3 items of business contained in the Notice of the EGM dated November 18, 2023 were 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 Extra Ordinary 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](http://www.mastertrust.co.in).

You are requested to kindly take the same on records.

Yours Faithfully,

For Master Trust Limited

Harjeet Singh Arora  
Managing Director  
DIN : 00063176

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](mailto:secretarial@mastertrust.co.in) • Website: [www.mastertrust.co.in](http://www.mastertrust.co.in)

[www.mastertrust.co.in](http://www.mastertrust.co.in)

General information about company	
Scrip code	511768
NSE Symbol	
MSEI Symbol	
ISIN	INE677D01029
Name of the company	MASTER TRUST LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-12-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:30 AM

**Scrutinizer Details**

Name of the Scrutinizer	ANSH BHAMBRI
Firms Name	BHAMBRI & ASSOCIATES
Qualification	CS
Membership Number	60218
Date of Board Meeting in which appointed	18-11-2023
Date of Issuance of Report to the company	16-12-2023

### Voting results

Record date	08-12-2023
Total number of shareholders on record date	3720
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	8
b) Public	15
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	3
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 INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION				
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	15424430	94.7596	15424430	0	100	0
	Poll		852994	5.2404	852994	0	100	0
	Postal Ballot (if applicable)							
	Total	16277424	16277424	100	16277424	0	100	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	0
Public- Non Institutions	E-Voting	5475776	2641321	48.2365	2641321	0	100	0
	Poll		15275	0.279	15275	0	100	0
	Postal Ballot (if applicable)							
	Total	5475776	2656596	48.5154	2656596	0	100	0
Total		21753200	18934020	87.0402	18934020	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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PROPOSED ALLOTTEES ON A PREFERENTIAL BASIS				
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	15424430	94.7596	15424430	0	100	0
	Poll		852994	5.2404	852994	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	16277424	100	16277424	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	2641321	48.2365	2641321	0	100	0
	Poll		15275	0.279	15275	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2656596	48.5154	2656596	0	100
Total		21753200	18934020	87.0402	18934020	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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION IN THE ARTICLES OF ASOCIATION (AOA) 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	15424430	94.7596	15424430	0	100	0
	Poll		852994	5.2404	852994	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16277424	16277424	100	16277424	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	2641321	48.2365	2641321	0	100	0
	Poll		15275	0.279	15275	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5475776	2656596	48.5154	2656596	0	100
Total		21753200	18934020	87.0402	18934020	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	



# 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 Extra-Ordinary General Meeting of the Equity Shareholders of  
**MASTER TRUST LIMITED**

(CIN: L65991PB1985PLC006414)

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

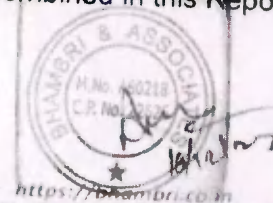
held on Friday, 15th day of December, 2023 at 11.00 AM

at Master Chambers, 19, 3rd Floor, Feroze Gandhi Market, Ludhiana-141001

Dear Sir

I, Ansh Bhambri, a Company Secretary in whole time practice, have been appointed as Scrutinizer for the purpose of E-voting and poll taken on the below mentioned resolutions, at the Extra-Ordinary General Meeting of the Equity Shareholders of **MASTER TRUST LIMITED** held on Friday, 15th day of December, 2023 at 11:00 AM at Master Chambers, 19, 3rd Floor, Feroze Gandhi Market, Ludhiana-141001, 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]

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

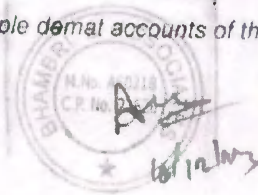
**Email: anshbhambrics@yahoo.com Phone No.: 89689-30333, 0161-4626033**

<b>Resolution No. 1 (Ordinary Resolution)</b>										
TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION										
Total Votes exercised		18934020								
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	19 <sup>s</sup>	18065751	100.00	0	0	0.00	0	0	0.00	
Physical Voting	11	868269		0	0		0.00	0	0	0.00
<b>Total</b>	<b>30</b>	<b>18934020</b>		<b>0</b>	<b>0</b>			<b>0</b>	<b>0</b>	<b>0.00</b>
Resolution Passed with requisite majority										

<b>Resolution No. 2 (Special Resolution)</b>										
ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PROPOSED ALLOTTEES, ON A PREFERENTIAL BASIS										
Total Votes exercised		18934020								
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	19 <sup>s</sup>	18065751	100.00	0	0	0.00	0	0	0.00	
Physical Voting	11	868269		0	0		0.00	0	0	0.00
<b>Total</b>	<b>30</b>	<b>18934020</b>		<b>0</b>	<b>0</b>			<b>0</b>	<b>0</b>	<b>0.00</b>
Resolution Passed with requisite majority										

<b>Resolution No. 3 (Special Resolution)</b>										
ALTERATION IN THE ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY										
Total Votes exercised		18934020								
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	19 <sup>s</sup>	18065751	100.00	0	0	0.00	0	0	0.00	
Physical Voting	11	868269		0	0		0.00	0	0	0.00
<b>Total</b>	<b>30</b>	<b>18934020</b>		<b>0</b>	<b>0</b>			<b>0</b>	<b>0</b>	<b>0.00</b>
Resolution Passed with requisite majority										

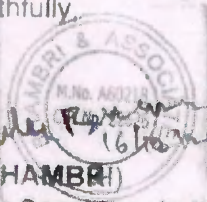
\$ For the count of members for e-voting, multiple demat accounts of the same member have been considered as one



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: 16.12.2023  
Place: Ludhiana

**UDIN: A060218E002959950**  
Peer Review Number: 2971/2023