

MTL/SEC/2022-2023/31

Date: 1<sup>st</sup> October, 2022

To, The Manager (Listing) BSE Limited, Floor 25, P.J. Towers, Dalal Street, Mumbai-400001

### Master Trust Limited-Scrip Code-511768

Dear Sir,

Sub: Disclosure of Scrutinizer Report and Voting Results of the 37<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, 29<sup>th</sup> September, 2022 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 37<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, 29<sup>th</sup> September, 2022 at 11.00 a.m. at Master Chambers, SCO 19, Feroze Gandhi Market, Ludhiana – 141001, Punjab, all the items of business contained in the Notice of the AGM dated August 25, 2022 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 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 <u>Annexure-I</u> and <u>Annexure II</u> respectively.

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

Harjeet Singh Arora

HARJEET SINGH ARORA Managing Director DIN : 00063176

Encl: A./a

#### MASTER TRUST LTD

CIN: L65991PB1985PLC006414 Regd. Office: Master Chambers, 19 Feroze Gandhi Market, Ludhiana-141001 • Tel.: 0161-3911500 • Fax: 0161-2402963 Corporate Office: 1012, 10th Floor, Arunachal Building, 19, Barakhamba Road, New Delhi-110001 • Tel.: 011-42111000 • Fax: 011-42111040 Email: secretarial@mastertrust.co.in • Website: www.mastertrust.co.in

## **VOTING RESULTS**

Resolution No.1 (	Ordinary Resolu	ution							
ADOPTION OF T	the state of the s	Contraction of the Contraction o			ANY FOD T				
REPORTS OF THE	BOARD OF DI	RECTORS AND A	UDITORS (S	STANDALONE	E AND CONSO	IE YEAR E	NDED MAR	CH 31, 2022 A	ND TH
Total Votes excerci		1			1899860				
	Votes in	favour of the R	esolution	Vote	s against Reso	_	<u> </u>	Invalid Votes	
Manner of Voting	No. of	Nos. of Votes	%	No. of	Nos. of Votes		No. of	Nos. of Votes	%
	Members	caste		Members	caste		Members	caste	10
E- Voting	18	11829356		0	0	Γ	0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	
Total	33	18998607		0	0		0	0	
·		Res	olution Pas	sed with req	uisite majority				<b>.</b>
								- 2	23.5
Resolution No.2 (C									
	CTOR IN PLAC	E OF MR. GURM	EET SING	I CHAWLA (I	DIN: 00087449	), WHO RE	TIRES BY R	OTATION AND	) BEIN
ELIGIBLE, OFFER			NT.						
Total Votes excercis					18998607				
	Votes in				against Resol			nvalid Votes	
Manner of Voting	No. of	Nos. of Votes	%	No. of	Nos. of Votes	%	No. of	Nos. of Votes	%
E- Voting	17	11829355		1	1		0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	D	0	
Total	32	18998606		1	1		0	0	
	0. 1639	Res	olution Pas	sed with requ	ilsite majority				
Resolution No.3 (O						20400			
RE-APPOINTMENT	OF M/S. C.S.	ARORA & ASS	OCIATES,	CHARTERED	ACCOUNTAN	ITS, LUDH	IANA (FIRM	REGISTRATIC	N NO
1513UN)									
otal Votes excercis	ed				18998607				
	Votes in	favour of the Re	solution	Votes	against Resolu	tion	1	nvalid Votes	
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of	Nos. of Votes	%	No. of	Nos. of Votes	%
E- Voting	17	11829355		Members 1	caste 1		Members 0	caste 0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	0.00
Fotal	32	18998606	100.00	1	1	0.00	0	Change of the second	
			Jution Page	ed with requ			<u> </u>	0	
· · · · · · · · · · · · · · · · · · ·				eu with requ	isite majority				
esolution No.4 (Or	rdinary Resolut	ion)							
PPROVAL OF REL									
otal Votes excercise		5 TRANSACTIONS			3215020	<del></del>	<del>,</del>		
	Votes in	favour of the Re	antritan						
fanner of Voting	No. of	Nos. of Votes	solution %	Votes No. of	against Resolu			valid Votes	
	Members	caste	70	NO. OF Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting*	11	13208		1	1		0		0.00
Physical Voting**	10	2004044					1.5		u

Resolution Passed with requisite majority

100.00

Physical Voting\*

Total

Resolution No.5 (Sp	ecial Resoluti	on)					
<b>REVISION IN OVER</b>	ALL BORROW	ING POWERS OF 1	HE COMP	ANY		82	
Total Votes excercise	ed				18998607		
140	Votes in	favour of the Res	solution	Votes	against Resolutio	'n	Invalid Votes
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Nos. of Votes Members caste

Harjeet	Brokally served by Repet South Acces Dirk with, 20 Youngh, 20 A 20 Youngh, 20
Singh Arora	conditionabover to conduct by reliable accord in an area to be further before the functions, on her used, considered Sample Accord, table 4000, prevention of control of the table to be able to be been accord and in a control of the 's' .

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Total 32 18998606 1 1 1	Physical Voting		7169251	100.00	0	0	0.00	0	0	
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		RGE ON THE ASS							
Total Votes excercise	ea				18998607				
	Votes in	favour of the Re	solution	Votes	s against Resolut	ion	]	nvalid Votes	95
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	17	11829355		1	1	2	0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	
Total	32	18998606		1	1		0	0	

Total Votes excercise	bed				18998607	c <del></del>			
	Votes in	favour of the Re	solution	Votes	against Resolut	ion		nvalid 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	17	11829355		1	1		0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	
Total	32	18998606		1	1			0	

Total Votes excercise	be				18998607				
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion		nvalid Votes	800.0
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	17	11829355		1	1 1		0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	Ô	0	
Total	32	18998606		1	1		0	0	

Resolution No.9 (O	rdinary Resolu	tion)			3 9				
TO APPROVE MAT	ERIAL RELATE	D PARTY TRANS	ACTIONS W	TH MASTE	R CAPITAL SER	VICES LIN	NITED		
Total Votes excercise	ed				3215020				
	Votes in	favour of the Re	esolution	Vote	s against Resolut	ion		nvalid 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*	11	13208		1	1		0	0	<u> </u>
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0	0.00
Total	21	3215019		. 1	1		0	0	0.00
		Reso	olution Pase	sed with requ	lisite majority	2		L., <u> </u>	_

\* 11816147 Votes of 6 Intrested Party excluded from the concerned resolution being related party.

\*\*3967440 Votes of 5 Intrested Party excluded from the concerned resolution being related party.

Harjeet Singh Arora





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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 held on Thursday, 29<sup>th</sup> day of September 2022, at 11.00 A.M. at Master Chambers, SCO 19, Feroze Gandhi Market, Ludhiana – 141001, Punjab

Dear Sir

I, Rajeev Bhambri, a Company Secretary in whole time practice, have been appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of **MASTER TRUST LIMITED** held on Thursday, 29<sup>th</sup> day of September 2022, at 11.00 A.M. at Master Chambers, SCO 19, Feroze Gandhi Market, Ludhiana – 141001, Punjab, 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 NSDL, 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 Representative of Scrutinizer with due identification marks placed by him.

3. The locked ballot box was subsequently opened in the presence of Chairman, Representative of 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 NSDL website and have been combined in this Report.

6. The combined result of the Physical Poll and Evoting is as under

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#### **Resolution No.1 (Ordinary Resolution)**

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# ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED MARCH 31, 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS (STANDALONE AND CONSOLIDATED)

Total Votes exerc	ised				18998607		· · · · · · · · · · · · · · · · · · ·	an a		
	Votes in	favour of the F	Resolution	Votes	against Resolut	tion	In	valid Votes	ng ting pada	[
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	18	11829356		0	0.		0	0	0.00	1
Physical Voting	15	7169251	100.00	0	0	0.00	0	0		
Total	33	18998607		0	0		0	0	1	- a 🖻

#### **Resolution No.2 (Ordinary Resolution)**

# APPOINT A DIRECTOR IN PLACE OF MR. GURMEET SINGH CHAWLA (DIN: 00087449), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Total Votes exerc	ised			2	18998607				
	Votes in	favour of the P	Resolution	Votes	against Resolu	tion	In	valid 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	17	11829355		1	1		0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	k <sub>a</sub> n kg − 6r
Total	32	18998606		1	1	1	0	0	a ka k

### Resolution No.3 (Ordinary Resolution) RE-APPOINTMENT OF M/S. C.S. ARORA & ASSOCIATES, CHARTERED ACCOUNTANTS, LUDHIANA (FIRM REGISTRATION NO.: 015130N)

Total Votes exerc	ised				18998607				
	Votes in	favour of the F	Resolution	Votes a	against Resolu	tion	In	valid 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	17	11829355		1	1		0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	
Total	32	18998606		1	1		0	0	

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			Alimentaria entre contractor de la contractoria de la contractoria de la contractoria de la contractoria de la	2	y Resolution)		90 			
		ARTIES TRANS	SACTIONS		1			Setter Sy		
Total Votes exe	ercised				3215020			ng deficien		n Be annar fei
	Votes in	favour of the F	Resolution	Votes	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*	11	13208		1	1		0.	0	0.00	
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0		
Total	21	3215019		1	1	ε.	0	0		
<mark>na na n</mark>		Reso	lution Pas	sed with rec	uisite majorit	V	I		L	

		Re	solution N	lo.5 (Specia	Resolution)				5
<b>REVISION IN OV</b>	ERALL BOR	ROWING POW	ERS OF T	HE COMPA	NY		<u> </u>	<del>يرين المراجعية.</del> يع <sub>يد ا</sub> لمر	n dan gana dan dan dan dan dan dan dan dan dan
Total Votes exerc	ised				18998607			1 ( <sup>1</sup> )	
-	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In	valid 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	17	11829355	100.00	1	1	0.00	0	0	0.00
Physical Voting	15	7169251		0	0		0	0	
Total	32	18998606		1	1		0	0	1
**************************************	L <u></u>	Reso	lution Pas	sed with rec	uisite majorit	 У	L		L different sold state

		Re	solution N	o.6 (Specia	Resolution)			<del>den en angere</del> n.	
CREATION OF N	ORTGAGE	/ CHARGE ON	THE ASSE	TS OF THE	COMPANY		terre and the second	- <u>19-2-2-</u>	
Total Votes exerc	xised				18998607				Name of Association State of Association
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In		
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	17	11829355	100.00	1	1	0.00	0	• 0	0.00
Physical Voting	15	7169251		0	0		0	0	
Total	32	18998606		1	1		0	0	
		Reso	lution Pass	sed with rec	uisite majority	/	ANNIBRIS AG		

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		Re	solution N	lo.7 (Specia	Resolution)				
APPROVAL OF ACT, 2013	LOANS, INV	ESTMENTS, G	UARANTE	E OR SECU	RITY UNDER S	SECTIO	N 185 OF TH	E COMPAN	ies
Total Votes exerc	cised		<del>9</del>		18998607		••••••••••••••••••••••••••••••••••••••		
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In	valid 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	17	11829355		1	1	· · · · · · · · · · · · · · · · · · ·	0	O	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	0.00
Total	32	18998606		1	1	0.00	0	0	
		Resol	ution Pass	sed with req	uisite majorit	V	II		L

		Re	solution N	o.8 (Specia	Resolution)		Yeant:	1997 - 1997 - 1997 - 1997 1997 - 1997 1997 - 1997	and the second secon	
APPROVAL OF ACT, 2013	LOANS, INV	ESTMENTS, G	UARANTE	E OR SECU	RITY UNDER S	SECTIO	N 186 OF TH	E COMPAN	IES	
Total Votes exerc	cised	·			18998607				to a second	
	Votes in	favour of the F	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	17	11829355	100.00	1	1	0.00	0	0	0.00	
Physical Voting	15	7169251		0	0		0	0		
Total	32	18998606		1	1		0	0	n yn yn d Ar	
		Reso	ution Pass	ed with reg	uisite majorit	/	L			

		Ret	solution No	o.9 (Ordinar	y Resolution)			and the second secon	ining the second		
TO APPROVE	MATERIAL R	ELATED PART	Y TRANSA	CTIONS WI	TH MASTER C	APITAL	SERVICES	LIMITED			
Total Votes exercised		ELATED PARTY TRANSACTIONS WITH MASTER CAPITAL SERVICES LIMITED 3215020									
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	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	%		
E-Voting*	11	13208	100.00.	1	1	0.00		<u>caste</u>	0.00		
Physical Voting**	10	3201811		0	0		0	0			
Total	21	3215019		1.	1		0	0			
	9	Resol	ution Pass	sed with rea	uisite majority		المحجد والمحجا				

\* 11816147 Votes of 6 shareholders being related parties excluded from the Resolution Nos. 4 & 9.

\*\*3967440 Votes of 5 shareholders being related parties excluded from the Resolution Nos. 4 & 9.

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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.

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Thanking you,

Yours faithfully, CP-9491

(RAJEEV BHAMBE) Company Secretary in Whole Time Practice CP No.9491 Date: 30.09.2022 Place: Ludhiana UDIN: F004327D001103073