

MTL/SEC/2022-2023/31

Date: 1st 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 37th Annual General Meeting (AGM) of the Company held on Thursday, 29th 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 37th Annual General Meeting (AGM) of the Company held on Thursday, 29th 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

Vikas Gupta
Company Secretary & Compliance Officer

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

"Amesoure- I"

VOTING RESULTS

ADOPTION OF THE	E AUDITED FI BOARD OF DIF	INANCIAL STATE RECTORS AND AL	MENTS OF IDITORS (S	THE COMP	ANY FOR THE	YEAR E	NDED MARC	H 31, 2022 AI	ND TH
Total Votes excercise	∍d		-		18998607		- w		
Votes in		favour of the Re	solution	Votes	s against Resolut	tion		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	18	11829356		0	0	97 St. 32	0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	200 Miles 1998
Total	33	18998607		0	0		0	0	

APPOINT A DIRECT ELIGIBLE, OFFERS I	OR IN PLAC	E OF MR. GURM R RE-APPOINTME	EET SINGH NT.	CHAWLA	(DIN: 00087449),	WHO RE	TIRES BY F	ROTATION AND	BEIN
Total Votes excercise	d				18998607				
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion		Invalid 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	Ö	0	
Total	32	18998606	1	1	1	5.55	0	1 0	

RE-APPOINTMENT 015130N)	OF M/S, C.S.	ARORA & ASS	OCIATES,	CHARTERED	ACCOUNTAN	TS, LUDI	IIANA (FIRM	REGISTRATIO	N NO
Total Votes excercise	ed				18998607				
	Votes in	favour of the Re	solution	Votes	against Resolut	tion		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	0	

APPROVAL OF REL	ATED PARTIE	S TRANSACTION	<u> </u>	· · · · · · · · · · · · · · · · · · ·					_
Total Votes excercise				2	3215020				
	Votes in	favour of the Re	solution	Votes	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	0.00
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0	
Total	21	3215019		1	1	200 A 200	0	0	

Resolution No.5 (Sp										
REVISION IN OVERA Total Votes excercise		ING POWERS OF 1	HE COMP	ANY	18998607	-	· · · · · · · · · · · · · · · · · · ·			
	Votes in	favour of the Res	The state of the party of the p					nvalid Votes	s	
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	

	11829355	1 1	456			U	0	0.00
15	7169251	100.00	Ó	0	0.00	0	0	
32 18998606			1	1	-	0	0	1
3	5 2	18998606	18998606	32 18998606 1	12 18998606 1 1	12 18998606 1 1	100.00	12 18998606 1 1 0 0

		RGE ON THE ASS	E19 OF IL	E COMPANY					
Total Votes excercise	ed				18998607				10.00
	Votes in	favour of the Re	solution	Votes	against Resolut	ion	li	nvalid Votes	H
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	-	
Total	32	18998606		1	1		0	0	

APPROVAL OF LOA	NS, INVESTM	ENTS, GUARANTI	EE OR SEC	JRITY UNDE	R SECTION 185	OF THE	COMPANIES A	ACT, 2013	-01	
Total Votes excercise			***		18998607					
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion	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		1	1		0	0	0.00	
Physical Voting	15	7169251	100.00	0	0	0.00	0	0		
Total	32	18998606		1	1	212 4	0	0		

APPROVAL OF LOA	NS, INVESTM	ENTS, GUARANTE	E OR SEC	JRITY UNDE	R SECTION 186	OF THE O	OMPANIES A	ACT, 2013	
Total Votes excercise					18998607		F 92300 1 70-712-1-1-0-1		
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion		nvalid Votes	1000.1
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	Ö	0	
Total	32	18998606		1	1		n		

Total Votes excercise		D PARTY TRANS	***		3215020	*	, ''		
	Votes in	favour of the Re	solution	Votes	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	
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0	0.00
Total	21	3215019		. 1	1		0	0	0.00

^{* 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.

rbo Rajeev Bhambri & Associates company secretaries

"America-II"

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, 29th 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, 29th 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

Resolution No.1 (Ordinary Resolution)

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				
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In	valid Votes	9 F 9 88
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
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	
Total	33	18998607		0	0		0	0	

Resolution Passed with requisite majority

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				1 8998 607				
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In	valid Votes	CELES F
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	Ö	April 1
Total	32	18998606		1	1		0	0	

Resolution Passed with requisite majority

Resolution No.3 (Ordinary Resolution)

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

Total Votes exercised		18998607							
	Votes in	favour of the F	Resolution	Votes a	against Resolut	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		1	1	0.00	0	0	0.00
Physical Voting	15	7169251	100.00	0	0		0	0	
Total	32	32 18998606		1	4		0	0	

Resolution Passed with requisite majority

Resolution No.4 (Ordinary Resolution)												
APPROVAL O	F RELATED P	ARTIES TRANS	ACTIONS									
Total Votes exe	ercised		,	X2.5								
2 kg sa	Votes in	favour of the F	Resolution	Votes a	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 caste	%			
E- Voting*	11	13208		1	1	42.5	0	0	0.00	Zaglaje		
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0				
Total	21	3215019		1	1		0	Ö				

		Re	solution N	lo.5 (Special	Resolution)				
REVISION IN OV	ERALL BO	RROWING POW	ERS OF T	HE COMPA	NY	· · · · · · · · · · · · · · · · · · ·		** A. T.	- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1
Total Votes exerc	ised		· · · · · · · · · · · · · · · · · · ·		18998607			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	ln	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	10 10	0	Ö	1
		Reso	ution Pas	sed with red	uisite majorit	У	L.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		M. Carlondon of the

		Re	solution N	o.6 (Special	Resolution)				
CREATION OF N	MORTGAGE	/ CHARGE ON	THE ASSE	TS OF THE	COMPANY				~~~~~
Total Votes exerc	ised			**************************************	18998607		100 M 12 / 14 / 14 M 10 11 11 12 M 10 M 10 M 10 M 10 M 10	and the second s	Part of Army Many levin miggs
	Votes in	favour of the F	Resolution	Votes a	against Resolut	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	
		Reso	ution Pass	sed with rec	uisite majority	1	COMPRIENCE AS	<u></u>	•

					Resolution)	*********							
APPROVAL OF ACT, 2013	LOANS, INV	ESTMENTS, G	UARANTE	E OR SECU	RITY UNDER S	SECTION	N 185 OF TH	E COMPAN	IES .				
Total Votes exerc	ised		18998607										
	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 caste	%				
E- Voting	17	11829355		1	1		Ö	<u> </u>	0.00				
Physical Voting	15	7169251	100.00	0	0	0.00	0	Ă					
Total	32	18998606		1	1		0	0					
		Resol	ution Pass	ed with rea	uisite majority		<u> </u>						

		Re	solution N	o.8 (Specia	Resolution)							
APPROVAL OF ACT, 2013	LOANS, INV	ESTMENTS, G	UARANTE	E OR SECU	RITY UNDER S	ECTIO	N 186 OF TH	E COMPAN	IES .			
Total Votes exerc	cised		18998607									
	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 caste	%			
E- Voting	17	11829355		1	1		0	0	0.00			
Physical Voting	15	7169251	100.00	0	0	0.00		0				
Total	32	18998606		1	1	0.00	0	0				
		Reso	ution Pass	ed with req	uisite majorit		<u> </u>		<u> </u>			

		Res	solution No	o.9 (Ordinar	y Resolution)		···		
TO APPROVE	MATERIAL R	ELATED PART	Y TRANSA	CTIONS WI	TH MASTER C	APITAL	SERVICES	IMITEO	
Total Votes exercised				APPENDIX ALL MARKET STATE OF THE STATE OF TH	3215020				
	Votes in	favour of the F	Resolution	Votes	against Resolu	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		1	1		0	caste .	
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0	0.00
Total	21	3215019		1.	1		0	0	
		Resol	ution Pass	ed with rea	uisite majorit		LL		

^{* 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.

- 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,

(RAJEEV BHAMBRI)

Company Secretary in Whole Time Practice

CP No.9491

Date: 30.09.2022 Place: Ludhiana

UDIN: F004327D001103073