

Dated 13<sup>th</sup> August, 2019

MTL/SEC/2019-2020/19

To,

The Secretary  
BSE Limited  
Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Dear Sir,

Master Trust Limited-Scrip Code-511768

**Sub: Declaration of postal ballot results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We refer to our letter dated 11<sup>th</sup> July, 2019 informing the dispatch of the postal ballot notice to the Shareholders of the Company for seeking their approval for:

1. Sub-division of equity shares of the Company.
2. Alteration of capital clause - Clause V of the Memorandum of Association of the Company.

In this regard, we wish to inform you the following with respect to declaration of Postal Ballot results:

- The Resolutions 1 & 2 as mentioned above and also detailed in the postal ballot notice dated 08<sup>th</sup> July, 2019 have been passed by the members of the company with requisite majority on 13<sup>th</sup> August, 2019, being the last date for receipt of duly completed postal ballot forms/ e-voting.
- We enclose the details regarding the voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the declaration of postal ballot results of the Company made today on 13<sup>th</sup> August, 2019 and the report of Scrutinizer dated on 13<sup>th</sup> August, 2019 pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

Kindly take the above information on record and acknowledge receipt.

Yours Faithfully,

For Master Trust Limited

  
Vikas Gupta  
Company Secretary & Compliance Officer

Encl: A./a.

**MASTER TRUST LTD**

CIN: L05991PB1985PLC006414

Regd. Office: Master Chambers, 19 Feroze Gandhi Market, Ludhiana-141001 • Tel.: 0161-3911500 • Fax: 0161-2402963

Corporate Office: 10/12, 10th Floor, Arunachal Building, 19, Barakhamba Road, New Delhi-110001 • Tel.: 011-42111000 • Fax: 011-42111040

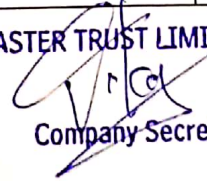
Email: [secretarial@mastertrust.co.in](mailto:secretarial@mastertrust.co.in) • Website: [www.mastertrust.co.in](http://www.mastertrust.co.in)

Company Name	MASTER TRUST LIMITED
Date of the Postal Ballot Result	13 <sup>th</sup> August, 2019
Total number of shareholders on record date	1873 nos. as on 08.07.2019
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	- - -
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	- - -

Resolution required: (Ordinary/ Special)		ORDINARY RESOLUTION- Approval for sub-division of existing each equity share of face value of Rs.10/- fully paid up into two equity shares of face value of Rs.5/- each fully paid-up.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Promoter and Promoter Group	E-Voting	8139670	6720652	82.57	6720652	0	100.00	0.00	
	Postal Ballot		1113018	13.67	1113018	0	100.00	0.00	
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting	2736930	1628981	59.52	1628981	0	100.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
<b>Total</b>		<b>10876600</b>	<b>9462651</b>	<b>87.00</b>	<b>9462651</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

Resolution required: (Ordinary/ Special)		ORDINARY RESOLUTION- Approval for alteration of the existing capital clause - Clause V of the Memorandum of Association of the Company by substituting the same with a new Clause V.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Promoter and Promoter Group	E-Voting	8139670	6720652	82.57	6720652	0	100.00	0.00	
	Postal Ballot		1113018	13.67	1113018	0	100.00	0.00	
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting	2736930	1628981	59.52	1628981	0	100.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
<b>Total</b>		<b>10876600</b>	<b>9462651</b>	<b>87.00</b>	<b>9462651</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

For MASTER TRUST LIMITED

  
Company Secretary

**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

**Report of Scrutinizer(s)**  
**[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies**  
**(Management and Administration) Rules, 2014]**

To,  
The Chairman  
Master Trust Limited  
SCO 19, Master Chambers,  
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 resolution(s), through Postal Ballot and E-voting by the Equity Shareholders of **Master Trust Limited**. Notice of Postal Ballot was given to shareholders on 08.07.2019 to consider the resolutions proposed therein.

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 Central Depository Services Limited, the authorized agency to provide e-voting facility, engaged by the company and from the voting done through postal ballot.
2. No poll papers/evoting were found invalid.
3. The e-voting results were obtained from CDSL website and have been combined in this Report.
4. The combined result of the Postal Ballot and Evoting is as under:



<b>Resolution No.1 (Ordinary Resolution)</b>									
Approval for sub-division of existing each equity share of face value of Rs.10/- fully paid up into two equity shares of face value of Rs.5/- each fully paid-up.									
Total Votes exercised		9462651							
	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	19	8349633	100.00	0	0	0.00	0	0	0.00
Postal Ballot	2	1113018		0	0		0	0	
Total	21	9462651		0	0		0	0	
<b>RESOLUTION PASSED</b>									

<b>Resolution No.2 (Ordinary Resolution)</b>									
Approval for alteration of the existing capital clause - Clause V of the Memorandum of association of the company by substituting the same with a new Clause V.									
Total Votes exercised		9462651							
	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	19	8349633	100.00	0	0	0.00	0	0	0.00
Postal Ballot	2	1113018		0	0		0	0	
Total	21	9462651		0	0		0	0	
<b>RESOLUTION PASSED</b>									



5. 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.

6. The Poll papers and other relevant records were sealed and handed over to director authorized by Board for safe keeping.

Thanking you,

Yours faithfully,



**(RAJEEV BHAMBRI)**  
Company Secretary in whole time Practice  
CP No.9491  
Date: 13.08.2019  
Place: Ludhiana