# VOTING RESULTS

ADOPTION OF TH REPORTS OF THE	E AUDITED FI BOARD OF DIF	NANCIAL STATE RECTORS AND AL	MENTS OF DITORS (S	THE COMP	ANY FOR THE	YEAR E	NDED MARC	H 31, 2022 AM	ID TH
Total Votes excercise	ed			-8/40 = 340.	18998607		-	<del></del>	
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion		nvalid Votes	
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes	%	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	

APPOINT A DIRECT ELIGIBLE, OFFERS	FOR IN PLAC HIMSELF FOI	E OF MR. GURM RRE-APPOINTME	EET SINGH NT.	CHAWLA	(DIN: 00087449),	WHO RE	TIRES BY	ROTATION AND	BEIN
Total Votes excercise	d		10		18998607				-
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion	(1-10)	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	D	0	
Total	32	18998606		1	1 1	0.00	0	1 0	

RE-APPOINTMENT 015130N)	OF M/S, C.S.	ARORA & ASS	OCIATES,	CHARTERE	ACCOUNTAN	TS, LUDI	HANA (FIRM	REGISTRATIO	N NO
Total Votes excercise	d				18998607			<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	<b>%</b>	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	17	11829355	-	1	1	1978	0	0	0.00
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	33373
Total	32	18998606		1	1		0	0	

APPROVAL OF REL	ATED PARTIE	S TRANSACTION	s		2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2				
Total Votes excercise	ed .		7600		3215020				-
	Votes in	favour of the Re	solution	Vote	s against Resoluti	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	%
E- Voting*	11	13208		1	1		0	0	0.00
Physical Voting**	- 10	3201811	100.00	0	0	0.00	0	0	0.00
Total	21	3215019	( CANADASTORISO	1	1	2.30	0	0	

Resolution No.5 (Sp								A100 T	
REVISION IN OVER. Total Votes excercise		ING POWERS OF T	HE COM	PANY	18998607				
	Votes in	favour of the Res	olution	Votes	s against Resolution	on		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	%

		Res	olution Passe	d with requ	isite majority	<del>,                                     </del>			
Total	32	18998606		1	1	1 1	0	0	7
Physical Voting	15	7169251	100.00	0	0	0.00	0	0	1
E- Voting	17	11829355		1	1		0	0	0.00

CREATION OF MOR	RTGAGE / CHA	RGE ON THE ASS	ETS OF TH	E COMPANY		500	8	884 8	
Total Votes excercise					18998607	100			***
	Votes in	favour of the Re	solution	Votes	against Resoluti	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	0	

APPROVAL OF LOA	NS, INVESTM	ENTS, GUARANTE	E OR SEC	URITY UNDE	R SECTION 185	OF THE	COMPANIES /	ACT. 2013	
Total Votes excercise					18998607				
	Votes in	favour of the Re	solution	Vote	s against Resolut	ion		nvalid Votes	.5!
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	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 1		0	1 0	

APPROVAL OF LOA	NS, INVESTM	ENTS, GUARANTE	E OR SEC	URITY UNDE	R SECTION 186	OF THE	OMPANIES A	ACT. 2013	_
Total Votes excercise	ed				18998607				
	Votes in	favour of the Re	solution	Vote	s against Resoluti	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	O	0.00	Ö	0	
Total	32	18998606		1	1		0		

TO APPROVE MAT	ERIAL RELATE	D PARTY TRANS	ACTIONS W	ITH MASTE	R CAPITAL SER	VICES LIN	MTFD		_
Total Votes excercise					3215020				
	Votes in	favour of the Re	solution	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	
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0	0.00
Total	21	3215019	100047887878	. 1	1	0.00	0	0	0.00

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

<sup>\*\*3967440</sup> 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, 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

#### 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	*****		11.14 to 31.	
	Votes in	favour of the F	Resolution	Votes	against Resolut	tion	In	valid Votes	1 1 g.9
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 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	sised				18998607		- 1 in		2 -9 -11
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In	valid Votes	200
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	C = 1, 19
Total	32	18998606		1	1		0	0	

### Resolution No.3 (Ordinary Resolution)

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

Total Votes exerc	ased				18998607				
	Votes in	favour of the F	Resolution	Votes	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	18998606		1	1		0	<u> </u>	

Resolution Passed with requisite majority

Total Votes exi		ARTIES TRANS			0045000					
Total Votes exi	eruseu	L			3215020			7 - J. P. S. TA.	i v de	j- 97. ·
Votes in		favour of the F	Resolution	Votes against Resolution			Invalid Votes			is a 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*	11	13208		1	1		. 0	0	0.00	
Physical Voting**	10	3201811	100.00	0	0	0.00	0	0		y 1944
Total	21	3215019		1	1		0	o		

		Re	solution N	o.5 (Specia	Resolution)				
REVISION IN OV	ERALL BOF	ROWING POW	ERS OF T	HE COMPA	NY		100	reges	"
Total Votes exerc	besic								
	Votes in	favour of the F	Resolution	Votes	against Resolu	tion	In	valid Votes	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	0 :	0	
Total	32	18998606		1	1		0	0	
	·	Reso	ution Pas	sed with rec	uisite majorit	У	L		ين دستون

	Re	solution N	o.6 (Special	Resolution)				
ORTGAGE	CHARGE ON	THE ASSE	TS OF THE	COMPANY			**************************************	
sed	T			18998607				******
Votes in	favour of the F	esolution	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	%
17	11829355	N W	1	1	0.00	0	. 0	0.00
15	7169251	100.00	0	0		Ö	0	
32	18998606		1	1		0	0	
Ė	Votes in No. of Members 17	Votes in favour of the F No. of Nos. of Votes caste  17 11829355 15 7169251	ORTGAGE / CHARGE ON THE ASSE           Sed         Votes in favour of the Resolution           No. of Members         Nos. of Votes caste         %           17         11829355         15         7169251         100.00	ORTGAGE / CHARGE ON THE ASSETS OF THE	Votes in favour of the Resolution         Votes against Resolution           No. of Members         Nos. of Votes caste           17         11829355         1         1           15         7169251         100.00         0         0	DRTGAGE / CHARGE ON THE ASSETS OF THE COMPANY	Sed	Sed   18998607

	(a)	Re	solution N	lo.7 (Specia	Resolution)		7-7	4 -1 -27	e			
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	ised		18998607									
	Votes in favour of the 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 caste	%			
E- Voting	17	11829355		1	1	1 1 1 1 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	sed with rea	uisite majority	,	<u> </u>					

	Re	solution N	o.8 (Specia	Resolution)		Tent & Indicates at Indicate a			
LOANS, INV	ESTMENTS, G	UARANTE	OR SECU	RITY UNDER	SECTION	N 186 OF TH	E COMPAN	IES	
ised	18998607								
Votes in	favour of the P	Resolution	Votes	against Resolu	Invalid Votes				
No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes	%	
17	11829355		1	1		0	-	0.00	
15	7169251	100.00	0	0	0.00	0	0		
32	18998606	.55.00	1	1	0.00	0	0		
	Votes in No. of Members 17	ised  Votes in favour of the F  No of Nos of Votes caste  17 11829355  15 7169251	ised  Votes in favour of the Resolution  No of Nos of Votes caste  17 11829355  15 7169251 100.00	ised  Votes in favour of the Resolution Votes.  No. of Members Votes caste  17 11829355 1  15 7169251 100.00 0	Votes in favour of the Resolution	Security UNDER SECTION   18998607	COANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 186 OF THe ised	COANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 186 OF THE COMPAN	

		Res	solution No	o.9 (Ordinar	y Resolution)				
TO APPROVE	MATERIAL R	ELATED PART	Y TRANSA	CTIONS WI	TH MASTER C	APITAL	SERVICES	IMITED	
Total Votes ex	ercised			***	3215020		CERTICES	CIMITED	- 1-7
	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 caste	%
E- Voting*	11	13208		1	1	0.00	0	0	0.00
Physical Voting**	10	3201811	100.00	0	0		0	0	
Total	21	3215019		1.	1		0	0	
		Resol	ution Pass	ed with rea	uisite majorit	-	<u> </u>		L.,

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

<sup>\* 11816147</sup> Votes of 6 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