

General information about company

Scrip code	511768
NSE Symbol	
MSEI Symbol	
ISIN	INE677D01029
Name of the entity	MASTER TRUST LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																
Whether the listed entity has a Regular Chairperson													No			
Whether Chairperson is related to MD or CEO													No			
the r	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
	AAMPA0474C	00063176	Executive Director	Not Applicable	MD	21-01-1953	NA		01-09-2016	01-09-2019			2	0	0	0
R JIA	ABRPS7928R	00077540	Non-Executive - Non Independent Director	Not Applicable		15-07-1954	NA		01-04-1992				2	0	1	1
T	AAKPC9490J	00087449	Non-Executive - Non Independent Director	Not Applicable		07-10-1959	NA		27-11-1998				1	0	0	0
A	AABPC8875E	00104957	Non-Executive - Independent Director	Not Applicable		19-02-1965	NA		26-09-2014	01-10-2019		66	1	1	1	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
5	Mr	ASHWANI KUMAR	AAYPK0500B	00030307	Non-Executive - Independent Director	Not Applicable		14-07-1955	NA		26-09-2014	01-10-2019		66	2	2
6	Mr	ANIL KUMAR BHATIA	AAOPB4381K	00254117	Non-Executive - Independent Director	Not Applicable		27-09-1954	NA		26-09-2014	01-10-2019		66	1	1
7	Mrs	HARNEESH Kaur ARORA	ACJPA6923B	00089451	Non-Executive - Non Independent Director	Not Applicable		13-12-1959	NA		27-11-1998				1	0
8	Mr	ANIL KUMAR MALHOTRA	AHFPM2621R	00455951	Non-Executive - Independent Director	Not Applicable		21-03-1955	NA		26-09-2014	01-10-2019	14-02-2020	64	0	0

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00030307	ASHWANI KUMAR	Non-Executive - Independent Director	Member	30-05-2014		
2	00254117	ANIL KUMAR BHATIA	Non-Executive - Independent Director	Member	13-12-2019		
3	00455951	ANIL KUMAR MALHOTRA	Non-Executive - Independent Director	Chairperson	30-05-2014	14-02-2020	Textual Information(1)
4	00104957	PAVAN KUMAR CHHABRA	Non-Executive - Independent Director	Chairperson	14-02-2020		Textual Information(2)

Sr Text Block	
Textual Information(1)	Resigned
Textual Information(2)	Addition in Committee

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00104957	PAVAN KUMAR CHHABRA	Non-Executive - Independent Director	Member	14-11-2014		
2	00077540	RAJINDER KUMAR SINGHANIA	Non-Executive - Non Independent Director	Member	14-11-2014		
3	00254117	ANIL KUMAR BHATIA	Non-Executive - Independent Director	Chairperson	13-12-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00077540	RAJINDER KUMAR SINGHANIA	Non-Executive - Non Independent Director	Chairperson	14-11-2014		
2	00089451	HARNEESH KAUR ARORA	Non-Executive - Non Independent Director	Member	01-04-2019		
3	00254117	ANIL KUMAR BHATIA	Non-Executive - Non Independent Director	Member	13-12-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00063176	HARJEET SINGH ARORA	COMMITTEE OF DIRECTORS (LEGAL & BANKING)	Executive Director	Chairperson	
2	00077540	RAJINDER KUMAR SINGHANIA	COMMITTEE OF DIRECTORS (LEGAL & BANKING)	Non-Executive - Non Independent Director	Member	
3	00254117	ANIL KUMAR BHATIA	COMMITTEE OF DIRECTORS (LEGAL & BANKING)	Non-Executive - Independent Director	Member	

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	13-12-2019				Yes	6	2
2		14-02-2020	62		Yes	6	2

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	13-12-2019				Yes	2	2
2	Audit Committee	14-02-2020	62			Yes	2	2
3	Nomination and remuneration committee	14-02-2020			Only one meeting in a year	Yes	2	1
4	Stakeholders Relationship Committee	14-02-2020			only one meeting in a year	Yes	2	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block

Textual Information(1)	The provisions of sub-regulations (2), (3) and (4) of Regulation 23 of SEBI LODR, is not applicable because Transactions entered into between a holding company and its wholly owned subsidiary whose accounts are consolidated with such holding company and placed before the shareholders at the general meeting for approval.
Textual Information(2)	This Provison is not applicbale becaseu transactions entered into between a holding company and its wholly owned subsidiary

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	VIKAS GUPTA
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Composition of the Board was with 8 Directors include:

- 4 Non Executive Independant Director
- 1 Executive Director
- 3 Non Executive Non Independant Director

One of the Non Executive Independant Director Mr. Anil K. Malhotra has resigned w.e.f 14.02.2020 therefore the Board has now 7 Director Include:

- 3 Non Executive Independant Director
- 1 Executive Director
- 3 Non Executive Non Independant Director

the Company doesnt have any Chairman but the Comapy has a Excutive Director as MD.

The Comapny is going to appoint 1 Non Executive Independant Director in Upcoming Board Meeting thereafter Final Composition of the Board will submitted to you.

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		WWW.MASTERTRUST.CO.IN
2	Terms and conditions of appointment of independent directors	Yes		WWW.MASTERTRUST.CO.IN
3	Composition of various committees of board of directors	Yes		WWW.MASTERTRUST.CO.IN
4	Code of conduct of board of directors and senior management personnel	Yes		WWW.MASTERTRUST.CO.IN
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		WWW.MASTERTRUST.CO.IN
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		WWW.MASTERTRUST.CO.IN
8	Policy for determining 'material' subsidiaries	Yes		WWW.MASTERTRUST.CO.IN
9	Details of familiarization programmes imparted to independent directors	NA		

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		WWW.MASTERTRUST.CO.IN
11	email address for grievance redressal and other relevant details	Yes		WWW.MASTERTRUST.CO.IN
12	Financial results	Yes		WWW.MASTERTRUST.CO.IN
13	Shareholding pattern	Yes		WWW.MASTERTRUST.CO.IN
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		WWW.MASTERTRUST.CO.IN
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		WWW.MASTERTRUST.CO.IN
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		WWW.MASTERTRUST.CO.IN
21	Materiality Policy as per Regulation 30	Yes		WWW.MASTERTRUST.CO.IN
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		WWW.MASTERTRUST.CO.IN
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

Text Block

Textual Information(1)

Company's New Website is constructed tehrefore all docs and policies migrating from old to new website.

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	NA	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	VIKAS GUPTA
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	VIKAS GUPTA
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	VIKAS GUPTA
Designation of person	Company Secretary and Compliance Officer
Place	LUDHIANA
Date	15-05-2020

