

**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 Tuesday, 29<sup>th</sup> day of September 2020, 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 Tuesday, 29<sup>th</sup> day of September 2020, 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 CDSL, 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 CDSL website and have been combined in this Report.
6. The combined result of the Physical Poll and Evoting is as under:

-1-





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

**1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the reports of the Board of Directors and the Auditors' thereon.**

Total Votes exercised		17877451							
	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	25	17832451	100.000	0	0	0.000	0	0	0.00
Physical Voting	13	45000		0	0		0	0	0.00
Total	38	17877451		0	0		0	0	0.00
Resolution Passed with requisite majority									

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

**2. To appoint a Director in place of Mr. Rajinder Kumar Singhania (DIN: 00077540), who retires by rotation and being eligible, offers himself for Re-appointment.**

Total Votes exercised		17877451							
	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	24	17832351	99.999	1	100	0.001	0	0	0.00
Physical Voting	13	45000		0	0		0	0	0.00
Total	37	17877351		1	100		0	0	0.00
Resolution Passed with requisite majority									

**Resolution No.3 (Ordinary Resolution)**

**3. Approval for Related Parties Transactions**

Total Votes exercised		17877451							
	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	25	17832451	100.000	0	0	0.000	0	0	0.00
Physical Voting	13	45000		0	0		0	0	0.00
Total	38	17877451		0	0		0	0	0.00
Resolution Passed with requisite majority									



Resolution No.4 (Ordinary Resolution)									
4. Regularization of appointment of Mr. Rajiv Kalra (DIN: 07143336) from Additional Independent Director to Independent Director									
Total Votes exercised		17877451							
Manner of Voting	Votes in favour of the Resolution			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	%
E- Voting	24	17832351	99.999	1	100	0.001	0	0	0.00
Physical Voting	13	45000		0	0		0	0	0.00
Total	37	17877351		1	100		0	0	0.00
Resolution Passed with requisite majority									

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: 30.09.2020  
 Place: Ludhiana  
 UDIN: F004327B000822452