



BHAMBRI & ASSOCIATES

Company Secretaries

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 Extra-Ordinary General Meeting of the Equity Shareholders of
MASTER TRUST LIMITED

(CIN: L65991PB1985PLC006414)

Registered Office: Master Chambers, 19, 3rd Floor, Feroze Gandhi Market, Ludhiana-141001

held on Friday, 15th day of December, 2023 at 11.00 AM

at Master Chambers, 19, 3rd Floor, Feroze Gandhi Market, Ludhiana-141001

Dear Sir

I, Ansh Bhambri, a Company Secretary in whole time practice, have been appointed as Scrutinizer for the purpose of E-voting and poll taken on the below mentioned resolutions, at the Extra-Ordinary General Meeting of the Equity Shareholders of **MASTER TRUST LIMITED** held on Friday, 15th day of December, 2023 at 11.00 AM at Master Chambers, 19, 3rd Floor, Feroze Gandhi Market, Ludhiana-141001, 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 Scrutinizer with due identification marks placed by him.
3. The locked ballot box was subsequently opened in the presence of Chairman, 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 E-voting is as under:

[1]



SCO No.9, 2nd Floor, Jandu Towers, Miller Ganj, Ludhiana - 141003

Email: anshbhambrics@yahoo.com Phone No.: 89689-30333 , 0161-4626033

Resolution No. 1 (Ordinary Resolution)										
TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION										
Total Votes exercised		18934020								
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 [§]	18065751	100.00	0	0	0.00	0	0	0.00	
Physical Voting	11	868269		0	0		0.00	0	0	0.00
Total	30	18934020		0	0			0	0	0.00
Resolution Passed with requisite majority										

Resolution No. 2 (Special Resolution)										
ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PROPOSED ALLOTTEES, ON A PREFERENTIAL BASIS										
Total Votes exercised		18934020								
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 [§]	18065751	100.00	0	0	0.00	0	0	0.00	
Physical Voting	11	868269		0	0		0.00	0	0	0.00
Total	30	18934020		0	0			0	0	0.00
Resolution Passed with requisite majority										

Resolution No. 3 (Special Resolution)										
ALTERATION IN THE ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY										
Total Votes exercised		18934020								
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 [§]	18065751	100.00	0	0	0.00	0	0	0.00	
Physical Voting	11	868269		0	0		0.00	0	0	0.00
Total	30	18934020		0	0			0	0	0.00
Resolution Passed with requisite majority										

§ For the count of members for e-voting, multiple demat accounts of the same member have been considered as one.



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,



(ANSH BHAMBRI)
Company Secretary in Whole Time Practice
CP No. 22626
Date: 16.12.2023
Place: Ludhiana

UDIN: A060218E002959950
Peer Review Number: 2971/2023