



**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING AND POLL FOR
MASTER CHEMICALS LIMITED**

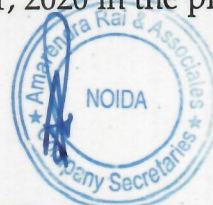
To,
The Chairman
Master Chemicals Limited
40th Annual General Meeting
25-28, Plot No.-209, Atlanta Building Jamnalal
Bajaj Marg, Nariman Point Mumbai-400021

**Passing of Resolution through Remote E-Voting and Poll conducted at the 40th
Annual General Meeting of Master Chemicals Limited (the Company) held on 31st
December, 2020.**

Dear Sir,

I, Amarendra Kumar Rai, a Company Secretary in Practice being proprietor of Amarendra Rai & Associates, Company Secretaries (FCS: 8575 and C.P. No.: 9373), Noida, appointed as Scrutinizer on 10th November, 2020, for the Remote E-Voting, commenced from 27th December, 2020 at 10:00 A.M. and concludes on 30th December, 2020 at 5:00 P.M. The Board had also appointed me for the Poll held at the 40th AGM of the Company on 31st December, 2020.

The Company had appointed Central Depository Services (India) Limited (CDSL) as service provider for extending the facility of remote e-voting to the Shareholders of the Company from Sunday, 27th December, 2020 at 10:00 A.M. and concludes on 30th December, 2020 at 5:00 P.M. M/s Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me in compliance of the provisions of rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, on 31st December, 2020 in the presence of two



witnesses viz Mr. Varun Kumar and Ms. Sweta, who are not in the employment of the Company. For further details in this connection kindly refer my Scrutinizer's Report of remote e-voting dated 1st January, 2021 enclosed herewith and same is the part of this report.

As confirmed by the Company, Notice of AGM along with annual report was sent on 10th December 2020 via email to the shareholders of the company whose email is registered with the Company and RTA in Compliance with MCA Circulars and SEBI Circulars no. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May, 2020.

The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and poll during the Annual General Meeting on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide facilities of remote e-voting.

At the 40th AGM of the Company held on 31st December, 2020 at 1:00 P.M. the Company has also provided facility for voting by poll to the members attending the meeting, who has not already cast their vote by remote e-voting but due to my health reason I was not in position to travel Mumbai and attend the proceedings of the 40th Annual General Meeting of the Company held on 31st December, 2020 at 1:00 P.M. as a scrutinizer.

Combined Result of the E-voting together with that of the Poll is under:

ORDINARY RESOLUTION:

ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2020, Auditors' Report and Directors' Report thereon.



	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	02	171800	0	0	02	171800	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint a Director in place of Smt. Rana Zia who retires by rotation and being eligible, offer herself for re-appointment.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	02	171800	0	0	02	171800	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

SPECIAL BUSINESS

ITEM NO. 3 - ORDINARY RESOLUTION

Appointment of Shri Vipul Agarwal (DIN: 07135408) as Director of the Company.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of	Number of	Number of	Number	Total	Total	% of

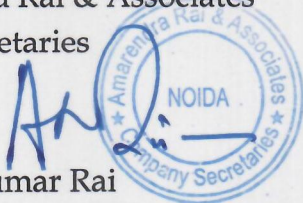


	Members who voted	Shares for which votes cast	Members who Voted (in person or by proxy)	of shares for which votes cast	number of Members who voted	number of shares for which votes cast	votes to total number of valid votes cast
Voted in favour of the resolution	02	171800	0	0	02	171800	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolutions as contained from Item No.1 to Item No. 3 of the Notice dated November 10, 2020 have passed with requisite majority.

Thanking You,

For Amarendra Rai & Associates
Company Secretaries



Amarendra Kumar Rai

CP: 9373

UDIN:F008575B001822376

Issued at Noida dated 1st January, 2021.



Amarendra Rai & Associates

Company Secretaries
(Peer Review Certificate no. 986/2020)

To,

The Chairman

Date: 01.01.2021

Master Chemicals Limited

40th Annual General Meeting

25-28, Plot No.-209, Atlanta Building Jamnalal

Bajaj Marg, Nariman Point Mumbai-400021

Sub: Passing of Resolution through E-Voting (Remote e-Voting) at the 40th Annual General Meeting of Master Chemicals Limited (the Company) held on 31st December, 2020.

Dear Sir,

I refer to my appointment as scrutinizer made on 10th November, 2010, pursuant to the authority granted by the Board of Directors of **Master Chemicals Limited** (CIN: L99999MH1980PLC022653) to Scrutinize the e-voting process in a fair and transparent manner as per the provisions of Companies Act, 2013 and rules made there under including amended rules for the 40th Annual General Meeting (AGM) of the Company to be held on 31st December, 2020.

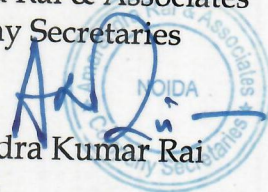
I have carried out the work as Scrutinizer from the close of Working hours on 30th December, 2020. I had scrutinized and reviewed the voting through electronic means and votes tendered therein.

My responsibility as a scrutinizer for the e-voting process i.e. remote e-voting is restricted to make a scrutinizer's report of the votes cast in favour or against the resolution stated in the Notice of the AGM, based on the reports generated in the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility and engaged by the company.

I herewith submit the Scrutinizer's Report on the results of the e-voting along with the relevant details.

For Amarendra Rai & Associates
Company Secretaries

Amarendra Kumar Rai
CP: 9373



REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013]
[Rule 20 of the Companies (Management and Administration) Amendment Rules 2015]

To,
The Chairman
Master Chemicals Limited
40th Annual General Meeting
25-28, Plot No.-209, Atlanta Building Jamnalal
Bajaj Marg, Nariman Point Mumbai- 400021

Dear Sir,

I, Amarendra Kumar Rai, Proprietor of M/s. Amarendra Rai & Associates, Company Secretaries, appointed as scrutinizer for the purpose of scrutinizing the remote E-voting process of **Master Chemicals Limited** (CIN: L99999MH1980PLC022653) in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 40th Annual General Meeting (AGM) of the Company to be held on 31st December, 2020 at 1:00 P.M. I submit the report as under:

- 1) The e-voting services were provided by Central Depository Services (India) Limited (CDSL).
- 2) The E-voting period commenced from 27th December, 2020 at 10:00 A.M. and concludes on 30th December, 2020 at 5:00 P.M.
- 3) The Company has informed that, on the basis of the Register of Members and the lists of Beneficial owners made available by the Depositories viz., Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice convening the AGM on December 10 2020, by email to Members who had registered their Email-IDs with Company and the same was hosted on the website of the Company.
The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English daily in the **Free Press Journal** (Mumbai edition) on December 10, 2020 and in regional Marathi daily in **Navshakti** (Mumbai edition) on December 10, 2020.
- 4) The Shareholder holding shares on the "Cut-off date" (record date) i.e. Thursday, 24th December, 2020 was entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 5) The Results of e-voting along with the List of Shareholders who voted *FOR* and *AGAINST* the below resolutions were downloaded from the e-voting website of CDSL.



RESULT OF E-VOTING

ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2020, Auditors' Report and Directors' Report thereon.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
2	171800	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint a Director in place of Smt. Rana Zia who retires by rotation and being eligible, offer herself for re-appointment.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
2	171800	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:



Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

SPECIAL BUSINESS

ITEM NO. 3 - ORDINARY RESOLUTION

Appointment of Shri Vipul Agarwal (DIN: 07135408) as Director of the Company.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
2	171800	100

2) Voted Against the Resolution:


Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

The relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the 40th Annual General Meeting (AGM) and shall thereafter be handed over to the authorized person for safe keeping.

For Amarendra Rai & Associates
Company Secretaries


Amarendra Kumar Rai
CP: 9373

UDIN:F008575B001822376

Issued at Noida dated 1st January, 2021