



16-10-2024

To,
BSE Limited
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Ref: Scrip Code: 511557; Scrip Name: PROFINC

Subject: Outcome of the Board Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Meeting of the Board of Directors of the Company held on Wednesday, 16th October 2024 at the registered office of the company to consider and approve, *inter alia*, the following matters:

1. The Board of Directors of the Company took a note of the Disqualification of the Statutory auditor M/s. Mohandas & Co. Chartered Accountants, subsequently said auditor has resigned from the post.
2. The Board of Directors of the Company has appointment M/s. K. S. Subrahmanyam & Co, Chartered Accountants, Proprietorship Firm, bearing firm registration number 017461S as the Statutory Auditor of the Company due to the casual vacancy of the M/s. Mohandas & Co. Chartered Accountant, subject to Shareholders approval.
3. The Board has considered and approved the amendment of terms of Shares to consider the issue of fully up equity shares by way of a rights issue to the existing shareholders of the Company in accordance with the provisions of Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws for an amount not exceeding Rs. 49.00 Crores (Rupees Forty-Nine Crores) instead of Rs. 33.00 Crores (Rupees Thirty-Three Crores) as approved by it in its meeting held on 22nd August, 2024.
4. Further, the Board has constituted a Rights Issue Committee and authorized its members to decide on the terms and conditions of the Issue, including but not limited to, the final Issue size/amount, rights entitlement ratio, the issue price, record date, timing of the Rights Issue, approval of draft letter of offer /



Letter of offer; appointment of intermediaries, if required; allotment of shares and other related matters.

5. The Board Members has also approved the Draft Letter of Offer ("DLOF") for raising of funds through issuance and allotment of fully paid up equity shares of Re. 1 each ("Equity Shares") to the eligible equity shareholders of the Company on a Rights basis, on such terms and at such price and ratio as may be decided by the Board (including Right Issue Committee) at a later date, as on the record date (to be notified later), for an amount not exceeding Rs. 49.00 Crores, subject to receipt of in-principle approval of BSE Limited, in accordance with the applicable laws including the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 and rules made there under, as amended from time to time ("Rights Issue").

Details with respect to resignation / change in Auditors of the Company/rights issue as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are attached as Annexure A and Annexure B respectively.

The meeting commenced at 5:55 p.m. and concluded at 6:45 p.m.

Kindly take the same on record.

Thanking You,
Yours Faithfully,

For Pro Fin Capital Services Limited

Abhay Narain Gupta
Director
DIN: 02294699



ANNEXURE A

i. Resignation of Statutory Auditor M/s Mohandas & Co., Chartered Accountant

Particulars	Details
Name of the Company	Pro Fin Capital Services Ltd.
Name of Auditor	M/s. Mohandas & Co. Chartered Accountants
Reason for Change viz., appointment, resignation, removal, death or otherwise	Disqualification
Effective Date of resignation	From close of business hours on October 16, 2024
Brief profile	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

ii. Brief Profile of Appointment of Statutory Auditor K. S. Subrahmanyam & Co, Chartered Accountant

Particulars	Details
Name of the Company	Pro Fin Capital Services Ltd.
Name of the Auditor	M/s. K. S. Subrahmanyam & Co. (Firm Registration Number 017461S) Address: 503/ C Wing, Shreepati CHS Ltd Building no 2, Poonam Saagar, Mira Road (East) Mumbai-401107.
Effective Date of Appointment	October 16, 2024



Term of Appointment	Appointment for the F.Y. 2024-25 subject to the approval of shareholders
Brief Profile	M/s K. S. Subrahmanyam & Co. is a firm registered with the Institute of Chartered Accountants of India vide FRNW017461S. Our team comprises of dedicated professionals who possess special skills across arrange for business requirements.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

**ANNEXURE B**

The details as required under SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 with respect to the Right issue is are given as under:

Particulars	Details
Type of securities proposed to be issued	Fully paid-up Equity Share of the face value of Re. 1 each of the Company
Type of issuance (further public offering, rights issue, depository receipts (ADR /GDR), qualified institutions placement, preferential allotment etc.);	Rights issue
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Number of Equity Share and, in such ratio, as may be decided by the Board of Directors/Rights Issue committee for an Amount not exceeding Rs. 49.00 Crores (Rupees Forty Nine Crores only)
Any cancellation or termination of proposal for issuance of Securities including reasons thereof.	N.A.

For Pro Fin Capital Services Limited

Abhay Narain Gupta

Director

DIN: 02294699