



BSE Limited

July 26, 2024

Department of Corporate Services
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

BSE Scrip Code-534060

Sub: Disclosure of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In compliance with the provisions of Regulation 44(3), other applicable provisions of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 read with Rules and Regulations made thereunder and other applicable provisions of the Companies Act, 2013, we hereby submit the following documents regarding the 39th Annual General Meeting (AGM) of the members of PMC Fincorp Limited (,the Company'), which was held on Thursday, July 25, 2024 at 11:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM):

- a) Disclosure of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Consolidated Report of Ms. Anamika Bhola, Proprietor of M/s. Anamika Bhola & Associates, (Scrutinizer) dated July 26, 2024 on remote e-voting and e-voting at the AGM.

All the resolutions included in the notice of 39th AGM of the Company were passed with requisite majority

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

For **PMC Fincorp Limited**

Kailash
Company Secretary & Compliance Officer
Membership No.: A51199

Encl: A/a



PMC Fincorp limited – 39th Annual General Meeting - Voting Results Disclosure as per Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of AGM	July 25, 2024
Total number of shareholders on record date (as on July 19, 2024)	139205
Number of shareholders present in the either in person or through proxy:	
Promoter and Promoter group	Not Applicable since the AGM was held through VC
Public	Not Applicable since the AGM was held through VC
Number of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	6
Public	51

Details of Agenda:-

Resolution No. 1:

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				NO				
Description of resolution considered				To consider and adopt the Financial Statements of the Company consisting of the Standalone Balance Sheet, Statement of Profit and Loss Account and Cash Flow Statement for the Financial Year Ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	106981386	106981386	100.00	106981386	0	100	0
	Poll		0	0	0	0	0	0
	Total		106981386	106981386	100.00	106981386	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	427079814	63725749	14.92	63723718	2031	99.99	0.0032
	Poll		0	0	0	0	0	0
	Total		427079814	63725749	14.92	63723718	2031	99.99
Total	Total	534061200	170707135	31.96	170705104	2031	99.99	00.0012

Note: The resolution was passed with requisite majority.

CIN : L27109UP1985PLC006998

Corporate Office : 201 & 202, 2nd Floor, Rattan Jyoti Building, 18, Rajendra Place, New Delhi-110008

Tel. : 011-47631025, 26, 27 E-mail : contact@pmcfincorp.com

Regd. Office : B-10, VIP Colony, Civil Lines, Rampur, U.P.-244901



Resolution No. 2:

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Rekha Modi (DIN: 01274200). who retires by rotation and being eligible. offers herself for re-appointment:				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	106981386	98341386	91.92	98341386	0	100	0
	Poll		0	0	0	0	0	0
	Total	106981386	98341386	91.92	98341386	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	427079814	63725749	14.92	63723062	2687	99.99	00.0042
	Poll		0	0	0	0	0	0
	Total	427079814	63725749	14.92	63723062	2687	99.99	00.0042
Total	Total	534061200	162067135	30.34	162064448	2687	99.99	00.0017

Note: The resolution was passed with requisite majority.



Resolution No. 3:

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase the Authorised Share Capital of the Company from 60,00,00,000/- (Rupees Sixty Crore Only) divided into 60,00,00,000 (Sixty Crore) Equity Shares of Re. 1/- each to Rs. 90,00,00,000 /- (Rupees Ninety Crore Only) divided into 90,00,00,000 Equity Shares of Re. 1/- each and Alteration in the Capital Clause of Memorandum of Association.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	106981386	106981386	100.00	106981386	0	100	0
	Poll		0	0	0	0	0	0
	Total	106981386	106981386	100.00	106981386	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	427079814	63723248	14.92	63721217	2031	99.99	00.0032
	Poll		0	0	0	0	0	0
	Total	427079814	63723248	14.92	63721217	2031	99.99	00.0032
Total	Total	534061200	170704634	31.96	170702603	2031	99.99	00.0012

Note: The resolution was passed with requisite majority.



Resolution No. 4:

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approve the revised Remuneration payable to Mr. Raj Kumar Modi (DIN:-01274171) Managing Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	106981386	100992786	94.40	100992786	0	100	0
	Poll		0	0	0	0	0	0
	Total	106981386	100992786	94.40	100992786	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	427079814	63668424	14.91	63658273	10151	99.98	0.0159
	Poll		0	0	0	0	0	0
	Total	427079814	63668424	14.91	63658273	10151	99.98	0.0159
Total	Total	534061200	164661210	30.8319	164651059	10151	99.99	00.0062

Note: The resolution was passed with requisite majority.

CIN : L27109UP1985PLC006998

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Resolution No. 5:

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approve the revised remuneration payable to Mr. Prabhat Modi (DIN: 08193181) Whole Time Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	106981386	103265600	96.52	103265600	0	100	0
	Poll		0	0	0	0	0	0
	Total	106981386	103265600	96.52	103265600	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	427079814	63668424	14.91	63662772	5652	99.99	00.0089
	Poll		0	0	0	0	0	0
	Total	427079814	63668424	14.91	63662772	5652	99.99	00.0089
Total	Total	534061200	166934024	31.2575	166928372	5652	99.99	00.0034

Note: The resolution was passed with requisite majority.

For PMC Fincorp Limited

Kailash
Company Secretary & Compliance Officer
Membership No: A51199

ANAMIKA BHOLA & ASSOCIATES
COMPANY SECRETARIES

RZ-44, SOUTH EXTN, PART-III, SHUKAR BAZAR, UTTAM NAGAR, NEW DELHI-110059
Email -anamikabhola@gmail.com, Ph-9899633450, 8368038585

Consolidated Scrutinizer(s) Report

[Pursuant to Regulation 44 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 as amended till date read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
PMC Fincorp Limited
(CIN No-L27109UP1985PLC006998)
Reed. Office: B-10, VIP Colony Civil Lines
Rampur UP 244901

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote E-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and remote Evoting at the Annual General Meeting of the Members of PMC Fincorp Limited held on Thursday, 25th July, 2024 at 11:00 A.M. IST through two way video conferencing ("VC") or other audio visual means("OAVM")

Dear Sir,

Your Company had provided a facility to the shareholders to exercise their votes on the resolution(s), as set out in the Notice of Annual General Meeting dated 27th June, 2024, by way of Remote e-voting and e-voting conducted during the 39th Annual General Meeting (AGM) held on Thursday, 25th July, 2024 at 11:00 A.M., pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended till date.

I, Anamika Bhola, of Anamika Bhola & Associates., Practicing Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of PMC Fincorp Limited ("the Company") pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended till date, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") at the said AGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said notice.

Further, the said notice, as confirmed by the Company, was sent to those Members whose email addresses were registered with the Company/ Depositories, in compliance with the MCA Circulars nos. dated 09/2023 dated September 25, 2023 read with Circular No. 02/2022 dated May 05, 2022 14/2020, 17/2020, 22/ 2020, 33/2020,39/2020 and 10/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2022 and June 23, 2021 respectively, and clarification circular No. 20/2021 dated December 08, 2021 (collectively referred to as "MCA Circulars") and SEBI Circulars dated October 7, 2023 (collectively referred to as "SEBI Circulars").



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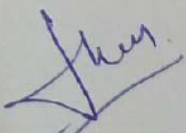
The Annual General Meeting was convened through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the shareholders at common venue in terms of above stated MCA Circulars and SEBI Circulars, The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to voting through electronic means on the resolutions proposed in the said notice of AGM.

My responsibility as scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast 'in favour' or 'against' if any, to the Chairman or his authorized representative, on the resolutions based on the votes cast and reports generated from the electronic voting system, provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide facility of Remote e-voting and e-voting during the AGM.

In this regard, I confirm that-

1. The public advertisement with respect to dispatch of Notice of AGM and conducting of Remote e-voting and e-voting during the AGM was published in 'Financial Express' English Edition and "Jansatta" Hindi Daily on July 03, 2024,
2. The shareholders of the Company holding shares on the "cut-off date" i.e. Friday, the 19th Day of July, 2024, were entitled to vote on the resolution(s) proposed as set out in the notice of AGM by remote e-voting;
3. The Company had engaged National Securities Depository Limited (NSDL) as the Agency for remote e-voting and also for e-voting at the AGM held through VC/OAVM; and
4. Remote e-voting period remained open from Monday, 22nd July, 2024 (9:00 A.M.) and will end on Wednesday, 24th July, 2024 (5:00 P.M.).

After the conclusion of e-voting cast during the AGM, we unblocked the result of votes cast through remote e-voting and e-voting by members during the AGM at 11:50 A.M. in the presence of Mr. Himanshu Malhotra and Mr. Pradeep Malhotra, who are not in the employment of the Company and who also appended their signature, ag witnesses thereto, hereunder:



(Himanshu Malhotra)



(Pradeep Malhotra)

ANAMIKA BHOLA & ASSOCIATES

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Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolution that was put to vote through Remote e-voting, were generated from the e-voting website of NSDL and consolidated with the e-voting cast at the AGM.

It is observed that -

57 members including 6 promoter shareholders attended the AGM through VC and Other Audio Visual Means;

215 members had cast vote through remote e-voting;

1 member had cast their vote through e-voting at the AGM.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting conducted during the 39th Annual General Meeting of the Company, based on the reports generated from e-voting platform of NSDL, scrutinized on test check basis and relied upon by me as under:

ORDINARY BUSINESS

Resolution No. 1: Ordinary Resolution

To consider and adopt the Financial Statements of the Company consisting of the Standalone Balance Sheet, Statement of Profit and Loss Account and Cash Flow Statement for the Financial Year Ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Members who cast their vote	Number of Invalid vote cast in	Number of valid vote cast in			% of total number of valid votes cast
			Remote E-voting	E-voting at AGM	Total	
Votes in Favour	210	0	170704784	320	170705104	99.998
Votes against	6	0	2031	0	2031	0.002
	216	0	170706815	320	170707135	100



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Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Rekha Modi (DIN: 01274200), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

Particulars	Number of Members who cast their vote	Number of Invalid vote cast in	Number of valid vote cast in			% of total number of valid votes cast
			Remote E-voting	E-voting at AGM	Total	
Votes in Favour	205	8640000	162064128	320	162064448	99.999
Votes against	11	0	2687	0	2687	0.001
	216	8640000	162066815	320	162067135	100

Resolution No. 3: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and rules issued there under (including any statutory modification or reenactment thereof for the time being in force), and subject to such other approval(s)/consent(s) from the concerned Statutory/Regulatory Authority(ies), the consent of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from 60,00,00,000/- (Rupees Sixty Crore Only) divided into 60,00,00,000 (Sixty Crore) Equity Shares of Re. 1/- each to Rs. 90,00,00,000 /- (Rupees Ninety Crore Only) divided into 90,00,00,000 Equity Shares of Re. 1/- each.

Particulars	Number of Members who cast their vote	Number of Invalid vote cast in	Number of valid vote cast in			% of total number of valid votes cast
			Remote E-voting	E-voting at AGM	Total	
Votes in Favour	208	0	170702283	320	170702603	99.998
Votes against	6	0	2031	0	2031	0.002
	214	0	170704314	320	170704634	100



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Resolution No. 4: Special Resolution

Approve the revised Remuneration payable to Mr. Raj Kumar Modi(Din:-01274171)
Managing Director of the Company.

Particulars	Number of Members who cast their vote	Number of Invalid vote cast in	Number of valid vote cast in			% of total number of valid votes cast
			Remote E-voting	E-voting at AGM	Total	
Votes in Favour	200	5988600	164650739	320	164651059	99.98
Votes against	14	0	10151	0	10151	0.012
	214	5988600	164660890	320	164661210	100

Resolution No. 5: Special Resolution

Approval of the revised Remuneration payable to Mr. Prabhat Modi (Din:- 08193181)
Whole Time Director of the Company.

Particulars	Number of Members who cast their vote	Number of Invalid vote cast in	Number of valid vote cast in			% of total number of valid votes cast
			Remote E-voting	E-voting at AGM	Total	
Votes in Favour	199	3715786	166928052	320	166928372	99.991
Votes against	15	0	5652	0	5652	0.008
	214	3715786	166933704	320	166934024	100

Based on the aforesaid results, I report that Resolution(s) set out in the notice of the Annual General Meeting held on Thursday the 25th Day of July, 2024 stands passed with requisite majority.



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The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over the Chairman/Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM. :

The Company may accordingly declare the results of voting, as required.

For Anamika Bhola & Associates
(Company Secretaries)

Anamika Bhola

Anamika Bhola
ACS NO-26132
COP NO-23474



Peer Review No:- 3417/2023
UDIN NO- A026132F000828131

Place:- New Delhi
Date:-26.07.2024