



30<sup>th</sup> September, 2019

The Secretary,  
Department of Corporate Services,  
The Bombay Stock Exchange Limited  
P.J. Tower, Dalal Street, Fort,  
Mumbai – 400001

Dear Sir,

Script Code: 534060

Sub: Disclosure of Voting Results as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 34<sup>th</sup> AGM of the Company

The details of voting results of the 34<sup>th</sup> Annual General Meeting of the Company held on September 28, 2019 are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 34<sup>th</sup> AGM of the Company.

You are requested to take the same on record.

Thanking you

Yours faithfully

For PMC Fincorp Limited

  
Raj Kumar Modi  
(Managing Director)



Encl: As Above

Date of AGM	28 <sup>th</sup> September, 2019
Total Number of shareholders as on Record Date i.e. 21 <sup>st</sup> September, 2019	19422
No. of shareholders present in the meeting either in person or through proxy	
- Promoters & Promoter Group	4
- Public	34
No. of shareholders present in the meeting either in person or through proxy	
- Promoters & Promoter Group	Not Arranged
- Public	

**Details of Agenda:-**

**Resolution No. 1:**

Resolution required: Ordinary			Adoption of Audited Financial Statements of the Company for the year ended on 31st March, 2019.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
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	103265600	14628600	14.17	14628600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		103265600	100.00	103265600	0	100.00	0
Public - Non Institutional holders	E-Voting	405795600	17562935	4.33	17562305	630	99.99	0.00
	Poll		1444916	0.36	1444916	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		19007851	4.68	19007221	630	99.99	0.00
Public-Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Total</b>		509061200	122273451	24.02	122272821	630	99.99	0.00

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.



**Resolution No. 2:**

Resolution required: Ordinary			Re-appointment of Mrs. Rekha Modi (DIN: 01274200), Director of Company who retires by rotation.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
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	103265600	5988600	5.80	5988600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		94625600	91.63	94625600	0	100.00	0
Public -Non Institutional holders	E-Voting	405795600	17562935	4.33	17544885	18050	99.90	0.10
	Poll		1444916	0.36	1444916	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		19007851	4.68	18989801	18050	99.91	0.09
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Total</b>		509061200	113633451	22.32	113615401	18050	99.98	0.02

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.



Resolution No. 3:-

Resolution required: Ordinary			To ratify the appointment of M/s Sunil K. Gupta & Associates, Chartered Accountants (Firm Registration No. 002154N), as the Statutory Auditors of the Company to hold office from the conclusion of the 34 <sup>th</sup> Annual General Meeting until the conclusion of the 35 <sup>th</sup> Annual General Meeting and to authorise the Board of Directors to fix their remuneration.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
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	103265600	14628600	14.17	14628600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		103265600	100.00	103265600	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	17562935	4.33	17544885	18050	99.90	0.10
	Poll		1444916	0.36	1444916	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		19007851	4.68	18989801	18050	99.91	0.09
Public- Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Total</b>		509061200	122273451	24.02	122255401	18050	99.99	0.01

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.







Resolution No. 4:-

Resolution required: Ordinary			Appointment of Mr. Mahavir Prasad Garg (DIN: 00081692) as Non-Executive Independent Director					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
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	103265600	14628600	14.17	14628600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		103265600	100.00	103265600	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	17562935	4.33	17544885	18050	99.90	0.10
	Poll		1428716	0.35	1428716	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		18991651	4.68	18973601	18050	99.90	0.10
Public- Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Total</b>		509061200	122257251	24.02	122239201	18050	99.99	0.01

Accordingly, The Above resolution was passed with requisite majority as an Ordinary Resolution.

Thank You,  
For PMC Fincorp Limited

Raj Kumar Modi  
(Managing Director)



## Consolidated Scrutinizer's Report

*[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 20 & 21 of Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,

**PMC FINCORP LIMITED**

Regd. Office: B-10, VIP Colony,

Civil Lines Rampur UP 244901

CORP. Office: 14/5, First Floor,

Old Rajender Nagar, New Delhi-110060

**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through poll/ ballot paper at the venue of 34<sup>th</sup> Annual General Meeting of PMC FINCORP LIMITED held on Saturday, the 28<sup>th</sup> Day of September, 2019.**

Dear Sir,

I, Ashu Gupta, Practicing Company Secretary of **Ashu Gupta & Co** was appointed as the scrutinizer by the Board of Directors of PMC FINCORP LIMITED (the Company) for the purpose of scrutinizing the remote e-voting process and voting through ballot paper at its 34<sup>th</sup> Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated 28<sup>th</sup> August, 2019 convening the Annual General Meeting of the Company held on 28<sup>th</sup> September, 2019 at 12.30 P.M. at the MoodFood Restaurant, Opposite Ambedkar Park, Civil Lines, Rampur, Uttar Pradesh - 244901

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 & voting through ballot paper on the resolutions proposed in the notice of the 34<sup>th</sup> Annual General Meeting.

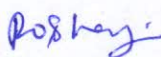
Our responsibility as scrutinizer is to ensure that the voting process through electronic means are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast 'in favour' or 'against' if any, the resolution(s) stated in the notice to the Chairman of the Meeting, based on the reports generated from the electronic voting system, provided by National Securities Depository Limited (NDSL), the authorized agency engaged by the Company to provide facility of voting through electronic means and the report generated electronically for voting by ballot papers at the AGM.

In this regard, we hereby submit our consolidated report as under:





1. The shareholders of the Company holding shares on the "cut-off date" i.e. Saturday, September 21, 2019 were entitled to vote on the resolutions as set out in the notice of the 34<sup>th</sup> Annual General Meeting by remote e-voting or voting through ballot/polling paper at the AGM.
2. The remote e-voting period remained open from Wednesday, September 25, 2019 at 09:00 a.m. to Friday, September 27, 2019 at 5:00 p.m. and thereafter, the members who did not exercise their voting rights through remote e-voting, were entitled to vote at the Annual General Meeting through ballot paper. Accordingly, the Company had issued ballot papers to the members who attended the Meeting.
3. After the declaration of poll by the Chairman, one Ballot boxes kept for the purpose of voting through ballot, were locked in my presence with due identification marks placed by me.
4. Immediately after the conclusion of the meeting, the locked ballot boxes were opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and RTA with respect to the authorizations/proxies lodged with the Company.
5. 1 (One) Ballot paper which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. After conclusion of the meeting the votes cast through remote e-voting were unblocked on 28<sup>th</sup> September, 2019 around 01.16 P.M. in the presence of two witnesses Mr. Roshan Ojha S/o Shri Vijay Ojha and Ms. Divya D/o Shri Raj Kumar, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.

  
**Roshan Ojha**

  
**Divya**

7. We have scrutinized the votes cast through electronic means and voting through ballot papers at the Annual General Meeting only for the purpose of this report. Based on the reports generated from NDSL e-voting website and voting through ballot paper at the 34<sup>th</sup>AGM, the consolidated report on the voting on each resolution is as under:

We have observed that:

- a) 30 members had casted their vote through ballot at the meeting.
- b) 51 members had casted their vote through remote e-voting.





## Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss for the year ended on that date, together with the Auditors' and the Directors' Reports thereon.

### a) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Total Number of members who cast their votes</i>	<i>Total Number of votes cast</i>	<i>Number of members who cast their votes in favour</i>	<i>Number of votes cast in favour</i>	<i>% of votes in favour on total number of votes</i>
Remote e-voting	51	32191535	49	32190905	99.99%
Voting at the meeting	30	90081916	30	90081916	100%
<b>Total</b>	<b>81</b>	<b>122273451</b>	<b>79</b>	<b>122272821</b>	<b>99.99%</b>

### b) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Total Number of members who cast their votes</i>	<i>Total Number of votes cast</i>	<i>Number of members who cast their votes against</i>	<i>Number of votes cast against</i>	<i>% of votes against on total number of votes</i>
Remote e-voting	51	32191535	2	630	0%
Voting at the meeting	30	90081916	0	0	0%
<b>Total</b>	<b>81</b>	<b>122273451</b>	<b>2</b>	<b>630</b>	<b>0%</b>

### c) Invalid Votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	0	0
Voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





## Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mrs. Rekha Modi (DIN: 01274200), Director of Company who retires by rotation and being eligible offers herself for re-appointment.

### a) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Total Number of members who cast their votes</i>	<i>Total Number of votes cast</i>	<i>Number of members who cast their votes in favour</i>	<i>Number of votes cast in favour</i>	<i>% of votes in favour on total number of votes</i>
Remote e-voting	50	23551535	45	23533485	99.92%
Voting at the meeting	30	90081916	30	90081916	100%
<b>Total</b>	<b>80</b>	<b>113633451</b>	<b>75</b>	<b>113615401</b>	<b>99.98%</b>

### b) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Total Number of members who cast their votes</i>	<i>Total Number of votes cast</i>	<i>Number of members who cast their votes against</i>	<i>Number of votes cast against</i>	<i>% of votes against on total number of votes</i>
Remote e-voting	50	23551535	5	18050	0.08%
Voting at the meeting	30	90081916	0	0	0%
<b>Total</b>	<b>80</b>	<b>113633451</b>	<b>5</b>	<b>18050</b>	<b>0.016%</b>

### c) Invalid Votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	0	0
Voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



### Resolution No. 3: Ordinary Resolution

To ratify the appointment of M/s Sunil K. Gupta & Associates, Chartered Accountants (Firm Registration No.002154N), as the Statutory Auditors of the Company to hold office from the conclusion of the 34th Annual General Meeting until the conclusion of the 35th Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

#### a) Votes cast "in favour" of the resolution:

Mode of voting	Total Number of members who cast their votes	Total Number of votes cast	Number of members who cast their votes in favour	Number of votes cast in favour	% of votes in favour on total number of votes
Remote e-voting	51	32191535	46	32173485	99.94%
Voting at the meeting	30	90081916	30	90081916	100%
<b>Total</b>	<b>81</b>	<b>122273451</b>	<b>76</b>	<b>122255401</b>	<b>99.99%</b>

#### b) Votes cast "against" the resolution:

Mode of voting	Total Number of members who cast their votes	Total Number of votes cast	Number of members who cast their votes against	Number of votes cast against	% of votes against on total number of votes
Remote e-voting	51	32191535	5	18050	0.056%
Voting at the meeting	30	90081916	0	0	0%
<b>Total</b>	<b>81</b>	<b>122273451</b>	<b>5</b>	<b>18050</b>	<b>0.015%</b>

#### c) Invalid Votes:

Mode of voting	Total number of members whose votes were declared invalid	total number of votes cast by them and declared invalid
Remote e-voting	0	0
Voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





#### Resolution No. 4: Ordinary Resolution

Appointment of Mr. Mahavir Prasad Garg (DIN: 00081692) as Non-Executive Independent Director to consider and if thought fit, to pass with or without modification(s)

a) **Votes cast “in favour” of the resolution:**

<i>Mode of voting</i>	<i>Total Number of members who cast their votes</i>	<i>Total Number of votes cast</i>	<i>Number of members who cast their votes in favour</i>	<i>Number of votes cast in favour</i>	<i>% of votes in favour on total number of votes</i>
Remote e-voting	51	32191535	46	32173485	99.94%
Voting at the meeting	30	90081916	29	90065716	99.98%
<b>Total</b>	<b>81</b>	<b>122273451</b>	<b>75</b>	<b>122239201</b>	<b>99.97%</b>

NOTE: In compliance with Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, the votes cast by the related parties have not been considered in Resolution no. 4.

b) **Votes cast “against” the resolution:**

<i>Mode of voting</i>	<i>Total Number of members who cast their votes</i>	<i>Total Number of votes cast</i>	<i>Number of members who cast their votes against</i>	<i>Number of votes cast against</i>	<i>% of votes against on total number of votes</i>
Remote e-voting	51	32191535	5	18050	0.056%
Voting at the meeting	30	90081916	0	0	0%
<b>Total</b>	<b>81</b>	<b>122273451</b>	<b>5</b>	<b>18050</b>	<b>0.015%</b>

c) **Invalid Votes:**

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	0	0
Voting at the AGM	1	16200
<b>Total</b>	<b>1</b>	<b>16200</b>



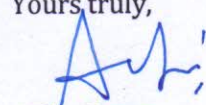


Based on the aforesaid results, we report that all Resolutions set out in the notice of the 34<sup>th</sup> Annual General Meeting dated August 28, 2019 stand passed with requisite majority.

The Register to record the assent or dissent in respect of the votes cast by the members and all other papers relating to remote e-voting and voting at the AGM will remain in our custody until Chairman approves and signs the Minutes of the AGM and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

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

Thanking you,  
Yours truly,



**Ashu Gupta**  
Practising company Secretary  
Membership No- 4123  
C.P. No. 6646



Date: 30.09.2019  
Place: New Delhi