



26th September, 2020

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

Dear Sir,

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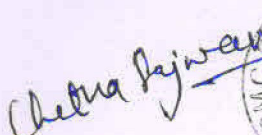

Sub: Disclosure of Voting Results as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 35th AGM of the Company

The details of voting results of the 35th Annual General Meeting of the Company held on September 25, 2020 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 35th AGM of the Company.

You are requested to take the same on record.

Thanking you

Yours faithfully
For PMC Fincorp Limited

Chetna Sajwan
Company Secretary & Compliance Officer
Encl: As Above

CIN : L27109UP1985PLC006998

Corporate Office : 14/5, Old Rajinder Nagar, New Delhi-110060

Tel. : 011-42436846, 47, 49 Fax : 011-42436849 E-mail : pritimercantile@gmail.com

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

Date of AGM	25 th September, 2020
Total Number of shareholders as on Record Date i.e. 18 th September, 2020	20057
No. of shareholders attended the meeting through video conferencing	
- Promoters & Promoter Group	3
- Public	38

Details of Agenda:-

Resolution No. 1:

Resolution required: Ordinary			Adoption of Audited Financial Statements of the Company for the year ended on 31st March, 2020					
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	97277000	94.20	97277000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		97277000	94.20	97277000	0	100.00	0
Public - Non Institutional holders	E-Voting	405795600	38362731	9.45	37429411	933320	97.57	2.43
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		38362731	9.45	37429411	933320	97.57	2.43
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
	Total		0	0	0	0	0	0
Total		509061200	135639731	26.65	134706411	933320	99.31	0.69

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	88637000	85.83	88637000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		88637000	85.83	88637000	0	100.00	0
Public -Non Institutional holders	E-Voting	405795600	38362761	9.45	37425917	936844	97.56	2.44
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		38362761	9.45	37425917	936844	97.56	2.44
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
	Total		0	0	0	0	0	0
Total		509061200	126999761	24.95	126062917	936844	99.26	0.74

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 35th Annual General Meeting until the conclusion of the 36th 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
Promoter and Promoter Group	E-Voting	103265600	97277000	94.20	97277000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		97277000	94.20	97277000	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	38362761	9.45	37428917	933844	97.57	2.43
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		38362761	9.45	37428917	933844	97.57	2.43
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
	Total		0	0	0	0	0	0
Total		509061200	135639761	26.65	134705917	933844	99.31	0.69

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



Resolution No. 4:-

Resolution required: Ordinary			Appointment of Mr. Yogesh Kumar Garg (DIN:02144584) 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	97277000	94.20	97277000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		97277000	94.20	97277000	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	38362761	9.45	37427931	934830	97.56	2.44
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		38362761	9.45	37427931	934830	97.56	2.44
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
	Total		0	0	0	0	0	0
Total		509061200	135639761	26.65	134704931	934830	99.31	0.69

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



Resolution No. 5:-

Resolution required: Ordinary			Re-appointment of Mr. Raj Kumar Modi as Managing Director of the Company for a period of 5 years w.e.f. 31st October, 2020 till 30th October, 2025					
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	97277000	94.20	97277000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		97277000	94.20	97277000	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	38362761	9.45	35263563	3099198	91.92	8.08
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		38362761	9.45	35263563	3099198	91.92	8.08
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
	Total		0	0	0	0	0	0
Total		509061200	135639761	26.65	132540563	3099198	97.71	2.28

Accordingly, The Above resolution passed as a Special Resolution.

Thank You,
For PMC Fincorp Limited

Chetna Sajwan
Chetna Sajwan
Company Secretary & Compliance Officer





Report of Scrutinizer

FORM NO. MGT.13

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
PMC Fincorp Limited
CIN: L27109UP1985PLC006998
Registered Office: B-10, VIP Colony, Civil Lines, Rampur- 244901(UP)
Corporate Office: 14/5 Old Rajender Nagar, New Delhi -110060

35th Annual General Meeting of the Shareholders of PMC Fincorp Limited held on Friday, 25th day of September 2020 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, Nakul Pratap Singh, Company Secretary in practice, having office at 702, Sector 15 A, Faridabad, Haryana – 121007, was appointed as Scrutinizer by the Board of Directors of PMC Fincorp Limited ("the Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020 and MCA General Circular No. 20/2020 dated May 05, 2020 read with SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020, in respect of resolutions proposed at the 35th Annual General Meeting of the Shareholders of PMC Fincorp Limited held on 25th day of September 2020 at 11:00 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to voting through electronic means and voting by using ballots by shareholders on the resolutions proposed in the Notice of the 35th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at meeting are conducted in a fair and transparent manner and render Scrutinizer's report of total votes cast in favour and against the resolutions proposed. I submit my report as under:

- I. The e-voting period remained open from Tuesday, September 22, 2020 (9:00 A.M.) till Thursday, September 24, 2020 (5:00 P.M.) IST on the designated website via NSDL e-voting platform.
- II. The shareholders holding shares as on the "cut-off date" i.e. September 18, 2020 were entitled to vote on the proposed resolutions (item No. 1 to 5) as set out in the Notice of the 35th Annual General Meeting of the Company.



- III. In the view of continuing pandemic novel corona virus (COVID -19), the Annual General Meeting is held as per guidelines and circulars issued by competent authorities. Since the Annual General Meeting is held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), there was no availability of any ballot box and the members attending the Annual General Meeting, who have not casted their votes while remote e-voting earlier, may cast their votes through online e-voting system on the NSDL platform.
- IV. After the closure of e-voting during the Annual General Meeting, I have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company.
- V. Thereafter, the details containing, inter alia, the information about shareholders voting 'For' and 'Against' the resolutions that were put to vote, were generated from the e-voting portal of NSDL and based on such reports generated, data regarding the e-voting was diligently scrutinized
- VI. The result of the e-voting is as under:

1. **Resolution: Ordinary**

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit & Loss for the year ended on that date, together with the Auditors' and the Directors' Reports thereon

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	68	13,47,06,441	99.31%
Poll	-	-	-
Total	68	13,47,06,441	99.31%

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	9,33,320	0.69%
Poll	-	-	-
Total	6	9,33,320	0.69%

(iii) **Invalid** votes:

Mode of Voting	Number of members present and voting	Number of votes cast by them
E-Voting	-	-
Poll	-	-
Total	-	-



2. Resolution: Ordinary

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.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	63	12,60,62,917	99.26%
Poll	-	-	-
Total	63	12,60,62,917	99.26%

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	10	9,36,844	0.74%
Poll	-	-	-
Total	10	9,36,844	0.74%

(iii) **Invalid** votes:

Mode of Voting	Number of members present and voting	Number of votes cast by them
E-Voting	-	-
Poll	-	-
Total	-	-

3. Resolution: 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 35th Annual General Meeting until the conclusion of the 36th Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	66	13,47,05,917	99.31%
Poll	-	-	-
Total	66	13,47,05,917	99.31%

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	8	9,33,844	0.69%
Poll	-	-	-
Total	8	9,33,844	0.69%



(iii) **Invalid** votes:

Mode of Voting	Number of members present and voting	Number of votes cast by them
E-Voting	-	-
Poll	-	-
Total	-	-

4. **Resolution: Ordinary**

Appointment of Mr. Yogesh Kumar Garg (DIN:02144584) as Non-Executive Independent Director.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	66	13,47,04,931	99.31%
Poll	-	-	-
Total	66	13,47,04,931	99.31%

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	8	9,34,830	0.69%
Poll	-	-	-
Total	8	9,34,830	0.69%

(iii) **Invalid** votes:

Mode of Voting	Number of members present and voting	Number of votes cast by them
E-Voting	-	-
Poll	-	-
Total	-	-

5. **Resolution: Special**

Re-appointment of Mr. Raj Kumar Modi as Managing Director of the Company for a period of 5 years w.e.f. 31st October, 2020 till 30th October, 2025.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	65	13,25,40,563	97.72%
Poll	-	-	-
Total	65	13,25,40,563	97.72%



(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	30,99,198	2.28%
Poll	-	-	-
Total	9	30,99,198	2.28%

(iii) **Invalid** votes:

Mode of Voting	Number of members present and voting	Number of votes cast by them
E-Voting	-	-
Poll	-	-
Total	-	-

VII. All electronic data and relevant records of voting until will remain in our custody the Chairman considers, approves and signs the minutes of the 35th Annual General Meeting and the-same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you.

Yours faithfully,

For **NPS & Associates**

Company Secretaries

NAKUL
PRATAP
SINGH

Digitally signed by
NAKUL PRATAP
SINGH
Date: 2020.09.25
16:19:15 +05'30'



Nakul Pratap Singh
Company Secretary in Practice
M.No A55529
CP No. 22069
UDIN: **A055529B000771354**

Date: September 25, 2020

Place: New Delhi