



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE RIGHTS ISSUE COMMITTEE OF THE BOARD OF DIRECTORS OF PMC FINCORP LIMITED (“THE COMPANY”) HELD ON SATURDAY, SEPTEMBER 07, 2024, AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT 201, 202 RATTAN JYOTI BUILDING ,18 RAJENDRA PLACE, NEW DELHI-110008 COMMENCED AT 11:30 AM AND CONCLUDED AT 12:15 PM.

TO CONSIDER AND APPROVE THE TERMS AND CONDITIONS OF THE PROPOSED RIGHTS ISSUE OF THE COMPANY

"RESOLVED THAT in furtherance to the resolution passed by the Board of Directors in their meeting held on June 05, 2024, for issuance of Equity Shares of the face value of ₹ 1/- each (the “Rights Securities”) at a price of ₹ 2.75/- each by way of a Rights Issue to the eligible shareholders holding equity shares of face value of ₹ 1/- each of the Company as on the record date (to be decided later) for an amount not exceeding ₹ 49,00,00,000 (Rupees Forty Nine Crore Only) (the “Issue”/“Rights Issue”), the Rights Issue Committee of the Board of Directors of the Company be and hereby considered and approved the following terms and conditions of the right issue:

1.	Instrument	:	Fully paid-up Equity Shares of face value of ₹ 1/- each.
2.	Rights Issue Shares	:	17,80,20,400 (Seventeen Crore Eighty Lakh Twenty Thousand Four Hundred) fully paid-up Equity Shares of face value of ₹ 1/- each.
3.	Rights Issue Price	:	₹ 2.75/- per Rights Equity Share (including a premium of ₹ 1.75/- per Rights Equity Share) to be paid on Application.
4.	Rights Issue Size	:	₹ 48,95,56,100/- (Rupees Forty-Eight Crore Ninety-Five Lakh Fifty-Six Thousand One Hundred Only) in total. <i>*Assuming Full Subscription with respect to Rights Equity Shares.</i>
5.	Rights Entitlement Ratio	:	1 (One) Rights Equity Share for every 3 (Three) Equity Shares held by eligible shareholders as on the Record Date (to be notified later).

RESOLVED FURTHER THAT Mr. Prabhat Modi Whole Time Director and Mr. Kailash, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to sign all necessary documents, letters, applications, deeds and instruments whatsoever, including preparation of Letter of Offer as per the applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, Companies Act, 2013 and all other applicable laws, settling of any matter in relation to the Issue and incidental thereto including but not limited to appointing intermediaries, making applications to stock exchanges for in-principle approval, making applications to depositories for ISIN creation and to do all such acts, deeds, matters, and things which they may in their discretion deem necessary or desirable for the purposes of giving effect to this resolution.

**Certified To Be True
For PMC Fincorp Limited**

**Kailash
Company Secretary and Compliance Officer
Membership Number: A51199**

**Place: New Delhi
Date: September 16, 2024**