## PMC Fincorp Pvt. Ltd. 40th AGM Transcript

**Kailash - Company Secretary:** Dear members, good morning. The time is now 11:03 A.M. On behalf of PMC Fincorp Ltd., I Kailash, Company Secretary, welcomes you all to the 40th AGM of your company. In view of relevant circular issued by the Ministry of Corporate Affairs and SEBI, the 40th Annual General Meeting of the company is being conducted through video conferencing facility on WebEx platform.

The venue of AGM shall be deemed to be the registered office of the company. Before we start the proceedings of the AGM, I would like to make a certain point regarding the process to participate at this meeting through VC. The facility to join this AGM through VC has been made available for members on a first come first serve basis.

The members who have joined this meeting, by default, are kept on mute mode to avoid any disturbance arising from background noise and enjoy seamless conduct of this meeting. We have some shareholders who have registered themselves as a speaker, which we will take up in a later part of this meeting. Apart from that, if any shareholders would like to ask any question, please write the same in your chat box, which will be answered in the question-answer in the best possible manner.

The proceeds of this meeting are being recorded. During the meeting, the participants would be on mute. The company has availed the facility webcasting of the AGM through NSDL. The facility of remote e-voting prior to the AGM, as well as the e-voting during the AGM, is also being provided by NSDL. The meeting has opened 30 minutes prior to the scheduled time and will remain open for 15 minutes after the meeting is.

Members are advised to join the meeting by using their laptop and headphones with an internet connection having a better speed to avoid any disturbance during the AGM. As mentioned in the notice, the facility of participants at the AGM through VC has been made available. As you all know, this meeting is held through the VC. The provisions pertaining to proxy are not applicable. We had given an opportunity to the shareholders to register themselves as a speaker and ask any question before September 2025 by sending an email at the company's dedicated mail ID, compliances@pmcfincorp.com. We have thus received a request from seven number of shareholders and accordingly planned to give them an opportunity to speak. The name of such shareholders will be called during the course of the meeting.

The facility to inspect the document by the member, also available during the meeting on logging on the website of the NSDL at www.evoting.nsdl.com. The company had provided members the opportunity to cast their vote on the resolution contained in the AGM notice by means of remote e-voting.

The remote e-voting commenced on Monday, 8th September 2025, at 9 A.M. and closed on Wednesday, 10th September 2025 at 5 P.M. Members present at the AGM today may cast their

vote through voting on e-voting platform, NSDL. The e-voting platform is open now for voting and will be closed after 15 minutes from the time of closing of this meeting.

During the AGM, if any member faced any issue or required any assistance related to e-voting or VC, he or she may contact the helpline number, as mentioned in the AGM notice. The company has appointed Ms. Anamika Bhola, Proprietor M/s Anamika Bhola & Associates, practicing company secretary as a scrutinizer to scrutinize the votes cast through remote e-voting and during the voting in this AGM. The scrutinizer will scrutinize the voting results and submit the report within two working days. The result of the voting will be announced by posting on the website of the company, www.pmcfincorp.com. Website of the stock exchange, BSEIndia.com, on the website of NSDL. The company has made all efforts feasible to enable the members to participate at the meeting through the VC and vote electronically.

I now request chairman sir to formally commence the proceeding.

**Prabhat Modi - Whole Time Director:** I confirm that the requisite quorum is present. Hence, I now declare the meeting to be in order and open.

**Kailash - Company Secretary:** Thank you so much, sir. We have with us our distinguished board members, our KMPs and our auditors. I will now call the name of each of them; they are requested to introduce themselves and call by mentioning their name and location where they are attending the meeting.

First, I will start with Rekha Modi ma'am.

Mrs. Rekha Modi - Non-Executive Non-Independent Director, Chairman of the Board and Chairman of Stakeholders Relationship Committee: Good morning, everyone.

Kailash - Company Secretary: Thank you ma'am. Second is, Mr. Raj Kumar Modi sir.

**Raj Kumar Modi - Managing Director:** Good morning to all. I am Raj Kumar Modi, Managing Director of the board, attending this meeting from Delhi.

**Prabhat Modi - Whole-Time Director:** Good morning to all. I am Prabhat Modi, Whole-Time Director of the company attending this meeting from Delhi.

**Kailash - Company Secretary:** Next is Mr. Yogesh Kumar Garg sir, Independent Director. **Yogesh Kumar Garg:** Good morning to all. I am Yogesh Kumar Garg, Independent Director of this company. I am attending this meeting on the webinar.

**Kailash - Company Secretary:** Thank you so much, sir. The next is the Independent Director, Mr. Mahavir Prasad Garg sir. Please unmute your voice. Actually, Mahavir Prasad Garg sir is present in the AGM but is not able to speak.

So, I will call on the next Director, Deepali Sehgal Kulshrestha.

**Deepali Sehgal Kulshrestha:** Good morning, everyone. I am Deepali Sehgal Kulshrestha, attending this meeting from Delhi.

**Kailash - Company Secretary:** Thank you ma'am, thank you so much. And, I have, CFO Mr. Chandresh Kumar Sharma Ji. He's present in the AGM.

Now, I am Kailash, company secretary and compliance officer and KMP of the company attending this meeting from Delhi. Notice for the AGM along with the annual report for the financial year 2024-25, containing the auditory standalone financial statement for the year ended 31st March 2025, along with the report of the Board of Directors and Auditors thereon, have been emailed within the statutory period to all the shareholders whose email IDs are registered with their respective depository participant or the company, or with the registrar and transfer agent, RTA, Indus Shareshree Private Ltd (formerly Indus Portfolio Pvt Ltd).

I now request our honorable director, Mr. Prabhat Modi, to address the members.

**Prabhat Modi - Whole-Time Director:** Dear shareholders, good morning to everyone. I warmly welcome each one of you to the 40th Annual General Meeting of your company. It is always a pleasure to connect with you all. I am sure that all of you have gone through the annual report for the financial year 24-25.

In this annual report, we have tried to lay out our performance, its phases and the outlook of the company. The Directors report and the audited financials for the financial year ended 31st March 2025 have been with you and with your consent, I shall take the notice of this AGM on page number 5 and the board's report on page number 26, which has been circulated to all shareholders, as read.

The Secretarial Audit report is enclosed as annexure one to the board report on page number 37 of the Annual Report. I shall take them as read. The Statutory Auditors Report on standalone Financial Statements are available on page number 67 of the Annual Report. The statutory Auditors report on the financial statements of the company for the financial year ended 25 do not contain any qualifications, observations, comments or other remarks.

These are also being taken as read. Moving on, firstly, I would like to express my gratitude to you for participating in the company's rights issue completed during the financial year 24-25. In terms of the company's performance, we have achieved an all-time high profit of INR 14.35 crores, carrying forward our momentum from last year, posting an all-time high profit.

Further, the company's assets under management have crossed INR 200 crore mark and I would also like to mention that the company's current book value has achieved an amount of INR Rs. 2.37. The Board of directors have also recommended a final dividend of 1%. We firmly believe that we will continue to deliver profitable growth as we continue to grow the company. Moving on, the Indian capital markets and the Indian economy went through major events globally

and domestically during the financial year, the most notable being the general elections in India

and the presidential elections of the United States of America. Both events induced extreme volatility and significantly changed the economic landscape ahead. Starting with the India elections during Q1 of FY 2025, we experienced a deep correction short time, which priced in the new coalition government.

What followed was a sharp reversal from the election day lows to the all-time highs in September. What followed was a sharp reversal on the back of slowing corporate earnings and growth outlooks and heavy foreign outflows. However, we believe in the long-term India story, being the only fastest growing major economy as domestic consumption, favorable demographics and an expanding digital infrastructure is laying the foundation for long term growth.

As my concluding remarks, I would like to mention that we firmly believe that we will continue to deliver profitable growth as we continue to grow the company. In regards to the same, the company has been successful in deploying the funds raised in expanding the lending and investing operations. Despite significant volatility in the capital markets, the company was able to safeguard its position as our strategy has been focused on avoiding leveraged positions and identifying longer term trends.

We also feel that the share price of a company does not justify the fundamental performance and value. Further the company's lending operations are steady and we are gradually expanding our capital market operations. Going ahead, we feel the company will further optimize and reposition its portfolio for better opportunities in the capital market and with this, I would like to hand over to the company secretary to carry the meeting forward.

**Kailash - Company Secretary:** Thank you so much, sir, in terms of the provision of Company Act 2013 and the SEBI Listing Regulations, members holding shares as on September 4, 2025 are entitled to exercise voting on the resolution contained in the notice dated, 7th August 2025. Shareholders holding shares as on cutoff date will be provided the option to cast their vote remotely from 8th September 2025 from 9 A.M. to 10th September 2025, up to 5 P.M. by logging into the e-voting platform of NSDL. In view of remote e-voting and as per the standard 7.1 of the Secretarial Standard of General Meeting, proposing and seconding the following resolution is not required.

There are a total eight resolutions to vote before putting the resolution number one, I would like to brief you on the resolution.

Ordinary business, resolution number one. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon.

Resolution number second, to Declare Final Dividend on Equity Shares for the Financial Year ended March 31, 2025; 1% amount to Rs. 0.01 paisa per equity share of face value 1, per equity share.

Resolution number third, to appoint a director in place of Mr. Prabhat Modi (DIN: 08193181), who retires by rotation at this AGM, and being eligible offers himself for Re-appointment. Special business; there are 5 items in the special business.

The resolution number four, increase in Authorized Share Capital and alteration in the capital clause of Memorandum of Association.

Resolution number five, appointment of M/s Anamika Bhola & Associates as a Secretarial Auditor for a period of 5 years commencing from Financial Year 2025-26.

Resolution number six, re-appointment of Mr. Yogesh Kumar Garg (DIN: 02144584) as Non-Executive, Independent Director of the Company for further 5 years.

The resolution number seven, approval for the re-appointment of Mr. Raj Kumar Modi (DIN: 01274171) as a Managing Director of the Company for further five years.

The last resolution, number eight, approval for the Re-appointment of Mr. Prabhat Modi (DIN: 08193181) Whole Time Director of the Company for further five years.

E-voting is now open, and members may please go to the page, evotingnsdl and cast their vote, and at the same time, watch proceedings of the meeting. The e-voting facility will remain open up to 15 minutes after the conclusion of this meeting, to enable members to cast their vote. Instructions for the casting vote electronically during the AGM was part of the AGM notice. I would like to invite queries from the members on the above items.

**Prabhat Modi - Whole-Time Director:** Please invite gueries, Kailash.

**Kailash - Company Secretary:** We will now unmute the member who have registered themselves as a speaker. I request to all the speaker shareholders, please unmute. Members are requested to ask their query when called, each speaker will be given two-minute time and the speaker is requested to adhere to the time limit to ensure effectiveness of the meeting and provide equal opportunity to the other speaker to put forward their reviews.

To avoid repetitions, the answer to all the questions will be provided toward the end. Members may also note that the company reserves the right to limit the number of members asking questions, depending on the availability of time. Now, I request the first speaker to put forward the questions. The first speaker is Ms. Nisha Chadha. First speaker is, I repeat again, first speaker is Ms. Nisha Chadha. Folio number IN30236510914712. I think she's not present. Our next speaker is Narendra Singh Chauhan.

Narendra Singh Chauhan: Sir, pehle toh mein dhanyawad dena chahunga ki PMC Fincorp Ltd. ki company AGM mei mujhe bolne ka mauka diya gya. Poore secretarial department ka mein dhanyawad dunga aur meri request aur saari query resolve kari. Sir, mein bas yahi kehna chahunga ki company boht accha kar rahi hai aur mujhe poori management aur staff members

pe vishwas hai ki wo hume aage acha return denge bas sir, issi ke saath mein aagya chahunga, dhanyawad. Thank you.

**Kailash - Company Secretary:** Thank you so much, sir. Thank you so much. The next speaker is Mr. Parveen Kumar. I repeat again, the next speaker is Mr. Praveen Kumar, folio number IN3001181044

Praveen Kumar: Hello, I am audible, sir?

Kailash - Company Secretary: Yes, yes please.

**Praveen Kumar:** A very, very good morning to my founder, my respected chairperson, respected board of director and my fellow shareholder, myself Praveen Kumar joining this meeting from New Delhi. A few observations, which I love to share with the entire house. But before that, sir, in this financial year, this is our first interaction with the management so I wish the entire management team, each and every dedicated employee of our company, a happy, healthy and prosperous issue. And coming down to my observation, sir, the most excellent address to the shareholder, very, very in-depth and very, very encouraging sir, thank you very much for preparing, your speech ethically sir, and sir, I am with the company for years and years now. And I do remember clearly, I sat with our respected founder, Mr. Raj Modi sir, in his office, and that was the lowest period in our company.

But I am so delighted to meet him at that point of time as far as my investment in the company is concerned and he's so optimistic, he said, sir, we are working 200% and mark my word, you will see the result and God bless him with all his health and happiness. Our founder, Mr. Modi, that yes, last year was a milestone in our company's highest profit. It is due to his dedicated approach. He devoted entire life to build this company, to create value for a retail investor like me. And sir, if you remember our respected Narendra Modi ji folded and asked each and every big corporate to create jobs, he's doing it fantastically, mark him fantabulous.

I whole hearted all the resolutions. Usme aaj Modi Sir ka bhi resolution hai mein usko support karta hu. With all the delight and all the best in the future sir.

Sir, company's doing extremely well and I love to thank the director, Mr. Mahavir Prasad Garg Ji, who has ample experiences in his life. He's a great asset as far as his knowledge and input into the company. Second, sir, I love to thank our respected CS, Mr. Rawat and the entire team for bringing out a higher standard of corporate governance. It was always a red-carpet welcome throughout the year. If you have any update, any queries about the company. That boosted our morale as far as the investment in the company is concerned, sir, you are taking community service to the next level, sir, to build India in a very, very constructive way. God bless you for that, sir and keep the momentum in the future also. Thank you for this opportunity. *Jai Hind*, sir, *Jai Hind*.

**Kailash - Company Secretary:** Thank you sir. Thank you so much, *Jai Hind*. Our next speaker is Chetan Chadha. I will repeat again, the next speaker is Mr. Chetan Chadha.

Chetan Chadha: Hello? Can you hear me, sir?

Kailash - Company Secretary: Yes. Yes please.

**Chetan Chadha:** Thank you, sir. Thank you so much for giving me the chance to speak with you. Myself Chetan Chadha and I am joining this AGM from New Delhi at my home. And I am really thankful to the entire secretarial team, for giving you the chance to speak with you. First of all, mein secretarial department ka iske liye bhi dhanyawad karunga ki mene ek hi request lagai thi mujhe speaker ke liye apne saath judne ka mauka dein toh aapne mujhe uske liye proper link provide karaya aur judne ke liye mujhe serial number diya. Aur ek hardcopy ki request kari thi, wo bhi on timely mene receive ki. Aur mene dekha ki iss saal humne kaafi acche results show kiye hain.

Aur aap logo ne iss saal accha dividend bhi diya hai but mein board se request zarur karunga ki sir abhi hume shayd expansions ki kaafi zarurat hai toh possible ho toh hum dividend ko thoda rok bhi sakte hain, kyuki in future ke liye hume abhi, expansions ke liye aur apne aap ko badhane ke liye, dividend se zyada company ki profitability ki aur dhyan dene ki zarurat hai jab company mei acha profit aur aayega toh hum aur aage accha shareholder ke baare mei soch payenge aur unki motivation jaise pichle walo ne bhi bataya. Lekin sir, ek choti si request ye karunga jo aapne first speaker ka naam liya tha, wo Nisha Chadha nahi thi, Nisha Chanda thi from Rohtak. So please change the name from Nisha Chadha to Nisha Chanda. So, I am really thankful to the entire team for giving me the chance to speak with you, thank you sir.

Kailash - Company Secretary: Thank you so much.

Prabhat Modi - Whole-Time Director: Kailash, aap mute pe ho.

Kailash - Company Secretary: The next speaker is Reddeppa Gundluru.

**Reddeppa Gundluru:** Thank you. Respected chairman, board of directors and company secretary. Good morning, *namaste*, myself Reddeppa Gundluru from Hyderabad. I am a shareholder, I'm very happy and proud about the company's performance. Your speech is very wonderful and we received the annual report well in advance of the year.

Sir, I have a couple of questions I would like to ask you, sir. So, what is the current AUM of the company, and how it has grown compared to last year and which segment, which segment, housing, finance, SMEs, loans or personal loans contribute most to the company loan book sir? What is the growth outlook for FY-26 I would like to know?

What is the asset quality risk? What is the current gross NPA? How is the company managing to inquire into stress accounts? Sir, another question about the funding and capital. How is the company raising the funds for its lending operation, bank borrowings and debt markets and equity?

So, with this, I support all the resolutions. Please continue VC, no questions on the resolution's sir. We have faith on the board, trust on the board. Thank you so much the secretary for sending the link and the annual report and doing the AGM smoothly. So, with this, we have faith and trust on the board, go ahead and take my company to new heights sir.

I pray God gives more wisdom and strength for further financial endeavor achievements, stay blessed, stay happy. Thank you so much, Reddeppa Gundluru from Hyderabad. Please remember us and Diwali greetings. Thank you.

**Kailash - Company Secretary:** Thank you so much, sir. And our next speaker is, I will start from the first speaker, Ms. Nisha Chanda. I repeat again, Ms. Nisha Chanda. Now, the next speaker is Ms. Usha Devi V. I repeat again, the next speaker is Ms. Usha Devi V.

**Usha Devi V:** Hello. Good morning, sir. Good morning, board members, thank you for giving me the opportunity in this meeting. My query compared to last year June quarter revenue is much higher than this year June quarter revenue.

Next one is, nearabout Rs. 97 crores ka revenue dikha raha hai, but 10% revenue bhi reserve mei show nahi kar rhe hai. Profit is also growing every quarter but stock price is not moving. Last year achieved good results but no movement in stock price. What are the investments in the last year? Please, that is my query sir, thank you.

**Kailash - Company Secretary:** Thank you so much. The next speaker is Shiva Krishna Vara Prasad Narkatpally. The next speaker is S. K. V. Prasad.

**S. K. V. Prasad:** Thank you. Good morning, everyone. Good morning, board of Members and good morning, my fellow shareholders. Congrats for we are in the 40th AGM meeting and, company is doing best and they are giving it good profits and the quarter-on-quarter company is increasing. Actually, I am calling from Hyderabad.

Even though the company is increasing their margins. I have some queries from my end. This is the 40th AGM, so let us think about how a company started 40 years before then, what should be the price of the share as of present date. There are so many companies that have increased and as so many companies have grown in a better way, why is the company lagging in the growth and parallelly giving good profits to the shareholders, existing shareholders that is my first query and who is benefiting from the company? Only the directors, they are increasing the salaries and their perks. The company continues to do anything, not giving a good share price to the shareholders. And one more thing. I have one query. Why the share capital is rising to 1 CR, the quantity. Even though you are doing so much liquidation. So, the share price will not move. Who is benefiting from this one? And my suggestion is, the company has to buy the shares on its own from the company so that it will stick to the volume and it may increase the confidence in the shareholders, further increasing the share price.

What company is going to do for issuing another 30 crore shares, whether it is going to be warrants or rights, or management is going to buy. And I, I saw last three years the company has attained a price of 11 place. Then why the company's price is still sticking to the Rs. 2, something like that. I am not blaming the management for this one. This is not in their hands whenever we speak. But the thing is why they are not taking any major steps to increase the share price. And I am the shareholder who has been holding the shares for a decade. So, do you want me to stay for another decade to see the good profits of the company?

Whenever we ask these questions, there is no answer. And one more thing. I want these sessions to be interactive. When we ask questions, you simply answer in one way. Why? There is no interaction, whether you people think shareholders are convinced or not. Please stick to this point. It has to be an interactive session. There are no such shareholders so maximum number to ask questions and disturb you. Please, I want a deliberate answer from the management. Yeah, those are my queries as of now. Yeah. Thank you.

Kailash - Company Secretary: Thank you so much, sir.

**Prabhat Modi - Whole-Time Director:** So, I welcome all the queries that have been raised by the speakers that are registered in advance. First of all, the major point that has been raised has been the stock price of the company. Now, to be very clear, one of the shareholders already mentioned this, that the company itself cannot directly do anything to increase the share price. The company cannot buy its own shares other than if it announces a buyback, which we have not done. We cannot buy our own shares in the market to improve the share price and other than that, the only thing the company can do is to do good fundamentally, so good profits, good growth and deliver continuously.

Over the years, shareholders have requested for a dividend payout, which this year the board considered and announced which is one of the resolutions that you need to vote on. And for us also, it is very important to increase the shareholders wealth because even our wealth is tied with this. If the company's share price does good, we will also personally do very good.

We are the largest single shareholder in this company and it is our vested interest to increase the share price of the company. And as far as salaries are concerned, you might have noticed that we do not increase or we do not take any large perks from the business. We take basic salaries, which are increased once in 2 or 3 or even five years.

So, we are not in this for salaries, or we are not in this to take money in any other way. We are very much interested and we are very much invested in this company. And it is in our interest also to increase the share price. Now, coming to that, as I mentioned in my speech, the book value of the company is Rs. 2.37, which is more than the current traded price.

And in comparison, to other NBFCs, it should trade around above Rs. 5 at basic levels. Now, I would take this opportunity to appeal to all the shareholders that as the company is doing its part though; to give a valuation to the company is the investors part and we would appeal that. If you

believe in the company, we have shown that we can grow this business year on year to stay invested with us and to give us the valuation that we deserve.

As far as the increase in the authorized capital is concerned, this is just a precautionary resolution that we are passing so that if we need to take any future steps with respect to growing our AUM, our capital, we can do so by fundraising through any means that are available to us.

Coming to the earlier question regarding the AUM growth from last year, the segment of loans and the source of funds, let me clarify that the source of funds for the company is completely internally generated or raised through equity funding. We do not do any tripartite agreement with banks. We have not taken bank-back loans on the business.

We have grown this AUM internally and through equity fundraising through the years and most of our loans are to B2B customers, most of our loans are business loans, some to SMEs, some to big companies. So, we do very little or no individual or personal loans. We only do business loans and the AUM growth from last year.

Last year the AUM was around 135 crores, 137 crores, sorry and this year we have crossed 200 crores. That is on the back of the rights issue that we completed this year and the profits that we have generated on that new capital. So that's why we have seen this huge growth in AUM, from last year to this year.

I hope that I answered all the queries as far as Shiva's point of making these sessions interactive. I'm sorry, there's, I mean, we would like to have detailed and comprehensive discussions, but these forums are really limited in time. And, we are not able to completely have it, you know, 1 to 1 meetings sort of a way because there are so many attendants and we have to attend to all the shareholders and we have to complete through a lot of procedures. But I am sure that we are always open to have any individual discussions with any shareholders that want to ask any questions regarding the business. Thank you.

**Kailash - Company Secretary:** Thank you so much, sir. Thank you so much. As all the queries have been responded and clarified and the business agreement is now complete. That brings us to the end of this meeting. Before I announce the conclusion of this meeting, members who have still not voted on the resolution are requested to cast their vote on the NSDL e-voting system. The detailed process of voting is already mentioned in the AGM notice.

Let me remind you that voting will be closed after 15 minutes from the time of the closure of this meeting now. The board of directors has appointed Ms. Anamika Bhola, practicing company secretary as scrutinizer to supervise the e-voting process. The resolution as set forth in the notice shall be deemed to be passed subject to the receipt of the request member's vote.

I express my sincere thanks for your support and cooperation. I would also like to thank all esteemed board members and also my fellow colleagues. Now, I request the chairman to formally declare the meeting as concluded.

**Prabhat Modi - Whole-Time Director:** I declare the meeting as concluded. Thank you all for attending this meeting and again, we are open to interacting with any shareholders who want a more detailed conversation. Thank you.

Kailash - Company Secretary: This is very important, please. SEBI circular number SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2nd, 2025. A special window is open for a period of six months from July 7th, 2025 till January 6th, 2026 to facilitate to re-lodgement of transfer deeds only. The transfer request of physical shares which are lost prior to the deadline of April 1st, 2019 and rejected return, not attended due to deficiency in the document process or otherwise can be re-lodged after rectifying the error during this period. Eligible shareholders can take the opportunity and re-lodge requests for registration of transfer of necessary documents to company's RTA, rs.kushwaha@indus.com, at the office of G65 Bali Nagar, New Delhi - 110015.

Write to the company's mail ID at compliances@pmcfincorp.com for further assistance. Thank you so much, sir. The AGM is concluded.