



PMC Fincorp

PMC FINCORP LIMITED

CIN: L27109UP1985PLC006998

Registered Office: B-10, VIP Colony Civil Lines, Rampur, Uttar Pradesh-244901, India,

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Notice of Extra-Ordinary General Meeting

Notice is hereby given that the Extra-ordinary General Meeting (“EGM”) of the Shareholders of PMC Fincorp Limited (“the Company”) will be held on Friday, January 16, 2026, at 11:00 A.M IST through video conferencing (“VC”)/ other audio-visual means (“OAVM”) to transact the following business:

ORDINARY RESOLUTION:

Item No. 1 Appointment of Statutory Auditor

Appointment of M/s Sunil K. Gupta & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, cause due to resignation of M/s Pankaj Gupta & Co., Chartered Accountants.

*To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an **Ordinary Resolution***

“RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force [including any statutory modification or amendment thereto or re-enactment thereof for the time being in force] and upon recommendation of the Audit Committee, M/s Sunil K. Gupta & Associates, Chartered Accountants, (FRN 002154N) be and is hereby appointed as Statutory Auditors of the Company w.e.f. December 9, 2025, until the conclusion of the next Annual General Meeting of the Company to fill up the causal vacancy caused by the resignation of M/s. Pankaj Gupta & Co., Chartered Accountants on such remuneration as may be decided by Board of Directors in consultation with Auditors in addition to taxes and re- reimbursement for out of pocket expenses incurred by the Auditors on audit.

RESOLVED FURTHER THAT M/s Sunil K. Gupta & Associates, Chartered Accountants (Firm Registration No. 002154N), be and are hereby appointed as the Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2026 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses, as may be fixed by the Board of Director of the Company, in consultation with them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all necessary steps and do all acts, deeds and things, including filings with stock exchanges and regulatory authorities, to give effect to this resolution.”

SPECIAL BUSINESS:

Item No. 2 Issuance of up to 9,00,00,000 Fully Convertible Warrants to the persons/ entities belonging to the “Non-Promoter” category on preferential basis.

*To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:*

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Companies Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under [including any statutory modification(s) thereto or re-enactment thereof for the time being in force], enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreement entered into with BSE Limited (“BSE”), where the equity shares of the Company are listed (“Stock Exchange”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended [“SEBI (ICDR) Regulations”], the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“Takeover Regulations”) as amended, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by Ministry of Corporate Affairs, SEBI and/or any other competent authorities, and subject to the approvals, consents, permissions and/or sanctions, as may be required from the Government of India, SEBI, Stock Exchanges, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and/or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, **up to 9,00,00,000** (Nine Crore) Warrants at an issue price of **Rs. 2.62/-** (Rupees Two and Sixty Two Paisa Only) each, determined in accordance with the

provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to be convertible at an option of Warrant holder(s) in one or more tranches, **within 18** (Eighteen) months from its allotment date into an equivalent number of fully paid-up equity shares of the face value of Re.1/- each, for cash, for an aggregate amount of **up to Rs.23,58,00,000/-** (Rupees Twenty Three Crore and Fifty Eight Lakh Only), and to issue Fresh Equity shares on the conversion of Warrants on such further terms and conditions as may be finalized by the Board of Directors, to the below mentioned persons/ entities belonging to the “**Non-Promoter**” category (“**Proposed Allotees**”) in the manner as follows:

S. N.	Name of the Proposed Allotee	Category	No. of Warrants to be allotted (up to)
1	Animax Ventures Private Limited	Non-Promoter	1,00,00,000
2	Puneet Arora	Non-Promoter	54,00,000
3	RSP Ventures through Sahil Kumar	Non-Promoter	70,00,000
4	Stellant Securities (India) Limited	Non-Promoter	2,00,00,000
5	Subhash Phootarmal Rathod	Non-Promoter	4,40,00,000
6	Promila Chaddha	Non-Promoter	36,00,000
Total			9,00,00,000

RESOLVED FURTHER THAT in terms of the provisions of Regulation 161 of Chapter V of SEBI ICDR Regulations, the Relevant Date for determining minimum issue price of Warrants proposed to be allotted to the above-mentioned allottees shall be **Wednesday, December 17, 2025**, i.e. being the working date, which is 30 days prior to the date of Extraordinary General Meeting (“EGM”) i.e., Friday, January 16, 2026.

RESOLVED FURTHER THAT the aforesaid issue of Warrants shall be subject to the following terms and conditions:

- a) The conversion of warrants into equity shares shall happen at any time, in one or more tranches, within a period of Eighteen (18) months from the date of allotment of warrants in terms of SEBI (ICDR) Regulations.
- b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant, in terms of the SEBI (ICDR) Regulations, which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance of 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
- c) Warrants being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI (ICDR) Regulations.
- d) Warrants so allotted under this resolution and Equity Shares arising on conversion thereof shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.
- e) Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 days from the date of passing a Special Resolution by the members, provided that where the issue and allotment of said warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange and/or Regulatory Authorities etc.
- f) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee(s).
- g) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period, the Warrants shall lapse, and the amount paid shall stand forfeited by the Company.
- h) The Warrants themselves, until converted into Equity Shares, do not give Warrant Holder any voting rights in the Company in respect of such Warrants.

RESOLVED FURTHER THAT the Equity Shares proposed to be allotted upon conversion of Warrants shall rank *pari-passu* in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Re.1/- (Rupees One Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution Mr. Raj Kumar Modi, Managing Director and/or Mr. Kailash, Company Secretary & Compliance Officer of the Company, be and are hereby authorized severally on behalf of the

Company to take all actions and to do all such acts, deeds, matters and things and perform such actions as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, authorize any person including to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the holder(s) of the Warrants, application to Stock Exchange for obtaining of in-principle approval, listing of the equity shares allotted pursuant to conversion of warrants, filing of requisite documents with the Registrar of Companies and with any other regulatory authority as required, and to modify, accept and give effect to any modifications in the terms and conditions of the issue as they may deem fit, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue)."

By Order of the Board of Directors
For PMC Fincorp Limited

Sd/
Kailash
Company Secretary & Compliance Officer
M. No. A51199

Date: December 22, 2025

Place: New Delhi

NOTES:

1. Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013 ('the Act'), relating to the Ordinary and Special Business to be transacted at this Extra Ordinary General Meeting (EGM) is annexed.
2. The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 14/2020 dated April 8, 2020 read with General Circular Nos. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and after examination, latest Circular No. 03/2025 dated September 22, 2025 it has also been decided to allow Companies to conduct EGM through Video Conferencing ("VC") /Other Audio Visual means ("OAVM"), without the physical presence of the Members at a common venue.
3. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act'), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company. The detailed procedure for participation in the meeting through VC/OAVM is annexed hereto.
4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this EGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
5. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company can serve notices and other communication through electronic mode to those Members who have registered their Email IDs either with the Depository Participant(s) or the Company. Members who have not registered their Email IDs so far, are requested to register their Email IDs, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to update their Email IDs with the Company's RTA.
6. Corporate Members are requested to send a certified copy of the Board Resolution authorising their representative to attend this EGM, pursuant to Section 113 of the Act, through e-mail at compliances@pmcfincorp.com or by post to the Company Secretary of the Company at 201 & 202 Second Floor Rattan Jyoti Building, 18, Rajendra Place New Delhi – 110008.
7. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting.
8. The Company has appointed Mr. Ajay Kumar Choudhary (M. No. F12691 & CP No. 21297), Proprietor of A.K. Choudhary & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the E-Voting process in a fair and transparent manner. The Scrutinizer will submit his report after completion of the scrutiny to the Chairman of the Company or any person authorized by him. The result of the e-Voting will be announced not later than 2 working days of the conclusion of the e-Voting and the same will be communicated to BSE Limited and shall also be available on the Company's website <https://www.pmcfinCorp.com/> and on the website of NSDL www.evoting.nsdl.com and also will be displayed at the Registered Office of the Company. The Resolution shall be deemed to be passed on the date of EGM i.e. January 16, 2025 (Friday).
9. In conformity with the regulatory requirements, the Notice of this EGM is being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. Members desirous of obtaining physical copies of the said Notice are required to send a request to the Company, mentioning their name and DP ID & Client ID / folio number, through e-mail at compliances@pmcfincorp.com.

10. Members who would like to express their views or ask questions with respect to the agenda items of the meeting will be required to register themselves as speaker by sending e-mail to the Company Secretary at compliances@pmefincorp.com from their registered e-mail address, mentioning their name, DP ID & Client ID / folio number and mobile number. Only those Members who have registered themselves as speaker by , Monday, January 12, 2026 will be able to speak at the meeting. The Company reserves the right to restrict the number of questions and / or number of speakers, depending upon availability of time, for smooth conduct of the EGM.
11. Further, Members who would like to have their questions / queries responded to during the EGM are requested to send such questions / queries in advance within the aforesaid time period.
12. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date. Friday, January 09, 2026.
13. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.
14. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
15. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the Quorum under Section 103 of the Companies Act, 2013.
16. The voting through electronic means will commence on 13th January 2026 at 9:00 a.m. and will end on 15th January 2026 at 5:00 p.m. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

17. Special Window for Re-Lodgement of Transfer Requests Of Physical Shares:

SEBI through SEBI/HO/MIRSD/MIRSD-POD/P/CIR/2025/97 dated July 02, 2025, has introduced special window for re-lodgement of transfer requests of physical shares, for period of six months from July 07, 2025 till January 06, 2026 (Re-Lodgement Window).

This special window is only available for re-lodgement of Transfer Deeds, lodged prior to 1st April 2019, which were rejected, returned, or not attended to due to deficiency in the documents, process, or otherwise. All eligible transfer requests duly rectified and re-logged within the specified period will be processed only through transfer-cum- demat mode, and shares shall be issued solely in demat form

Eligible shareholders are requested to submit their transfer requests duly complete in all respects to the Company's Registrar and Transfer Agent (RTA) i.e. . Indus Shareshree Private Limited (Formerly known as "Indus Portfolio Pvt. Ltd.") or to the Company as per details provided in this Notice.

18. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Tuesday January 13, 2026 at 9:00 A.M. and ends on Thursday January 15, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, January 09, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, January 09, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &

Type of shareholders	Login Method
	<p>voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cDSLindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cDSLindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID

	For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
5. Password details for shareholders other than Individual shareholders are given below:	
<p>a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.</p> <p>b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’, and the system will force you to change your password.</p> <p>c) How to retrieve your ‘initial password’?</p> <p>(i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.</p> <p>(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.</p>	
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:	
<p>a) Click on “<u>Forgot User Details/Password?</u>”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.</p> <p>b) <u>Physical User Reset Password?</u>” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.</p> <p>c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.</p> <p>d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>	
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.	
8. Now, you will have to click on “Login” button.	
9. After you click on the “Login” button, Home page of e-Voting will open.	

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csakchoudhary@gmail.com > with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Assistant Vice-President, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliances@pmcfincorp.com .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliances@pmcfincorp.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/ shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliances@pmcfincorp.com. The same will be replied by the company suitably.

Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting

Explanatory Statement
(Pursuant to Section 102(1) of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any statutory modifications) thereto or re-enactments made thereunder, if any, for the time being in force (the “**Act**”), the following explanatory statement sets out all material facts relating to the business mentioned in the accompanying Notice:

Item No. 1:

M/s. Pankaj Gupta & Co., Chartered Accountant was appointed statutory auditor of the Company by the members at their AGM held on September 17, 2022 for a period of 5 years to hold office from the conclusion of 37th AGM until the conclusion of 42nd AGM of the Company to be held in calendar year 2027.

M/s. Pankaj Gupta & Co has resigned from the office of Statutory Auditor vide their letter dated November 14, 2025 before completion of its term citing reasons as "due to the increasing of fees". There is no other reason for their resignation. The resignation of M/s. Pankaj Gupta & Co has caused a casual vacancy in the office of Statutory Auditors as envisaged by section 139(8) of the Companies Act, 2013 and casual vacancy so caused by the resignation of auditors can only be filled up by the Company after taking consent of the members.

M/s. Pankaj Gupta & Co, Chartered Accountant has issued their limited review reports on the Company's results for the quarter and half-year ended September 30, 2025. Their intention to step down as Statutory Auditors of the Company was received by letter on November 14, 2025 and was duly placed before the Audit Committee and Board of Directors of the Company at their meetings held on December 9, 2025 and M/s. Pankaj Gupta & Co, Chartered Accountant have confirmed to the Chairman of the Audit Committee that there were no reasons for resigning other than as stated above.

Consequent to the casual vacancy the Board of Directors, on the basis of recommendation of Audit Committee, has in its meeting held on 9th December, 2025 appointed subject to approval of members, M/s. Sunil K. Gupta & Associates, Chartered Accountants, (Firm Registration Number 002154N], as the Statutory Auditors of the Company to hold office upto the conclusion of next Annual General Meeting of the Company. M/s. Sunil K. Gupta & Associates, Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

M/s Sunil K. Gupta & Associates, Chartered Accountants, (Firm Registration Number 002154N), ("the Audit Firm"), is a firm of Chartered Accountants registered with Institute of Chartered Accountants of India (ICAI). It's head office is at Delhi. It provides Risk Advisory, Tax and Regulatory, Audit and Assurance Services, Legal & Secretarial Compliances, Fixed Assets, Inventory, On-ground Verification, Forensic Audit and Investigation, ESG Planning, Implementation and Monitoring, Valuation services to its various clients. The Board of Directors recommends Ordinary Resolution set out at Item No. 1 for approval by the shareholders of the Company.

None of the Directors/Key Managerial Personnel and their relatives is in anyway, concerned or interested in the said resolution.

Item No. 2:

The **Special Resolution** contained in Item No. 2 of this Notice, has been proposed pursuant to the provisions of Sections 23(1)(b), 42, and 62 of the Companies Act, 2013, read with the applicable rules made there under to issue and allot, up to 9,00,00,000 Fully Convertible Warrants (**“Warrants”**) at an issue price of Rs. 2.62/- each, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to Rs. 23,58,00,000/-, to certain persons/ entities belonging to the “Non Promoter” category, on a preferential basis.

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI (ICDR) Regulations, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board of Directors (**“Board”**) in their meeting held on Monday, December 22, 2025.

The approval of the members of the Company is accordingly being sought by way of a **‘Special Resolution’** under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR), Regulations, 2018.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

I. Objects of the Preferential Issue

The Company is a Non-Banking Financial Company (NBFC) engaged in providing financial services to medium and small enterprises and manufacturers across diverse industries and engaged in equity investment and trading and providing financial services, in order to expand the scale of its NBFC operations, requires augmentation of its financial resources.

The Company intends to utilize the proceeds raised through the issue of Warrants ("Issue Proceeds") towards the following objects:

S. N.	Particulars	Total amount estimated to be utilized (Amount in Rs. Crore)	Tentative timelines for utilization of proceeds from the date of receipt of funds
1.	Augment the capital base of our Company	22.00	By December 31, 2027
2.	General Corporate Purposes	1.58	By December 31, 2027
	Total*	23.58	

(*) considering 100% conversion of Warrants into Equity Shares within the stipulated time.

Interim Use of Proceeds

Our Company, in accordance with the policies formulated in accordance with the applicable laws and guidelines and description as given in this Notice, will have the flexibility to deploy the proceeds. Pending utilization of the proceeds from the Preferential Issue, the Company may invest such proceeds in deposits in scheduled commercial banks and government securities as permitted under applicable laws.

II. Monitoring of Utilization of Funds

Given that the issue size does not exceed Rs. 100 Crore (Rupees One Hundred Crore Only), in terms of Regulation 162A of the SEBI (ICDR) Regulations, the Company is not required to appoint a SEBI registered credit rating agency as the monitoring agency to monitor the use of the proceeds of the Preferential Issue ("Monitoring Agency").

III. Particulars of the offer including date of passing of board resolution, kind of securities offered, maximum number of specified securities to be issued:

The Board of Directors of the Company at its meeting held on Monday, December 22, 2025, had, subject to approval of the members of the Company ("Members") and such other approvals as may be required, approved the issue of up to 9,00,00,000 Fully Convertible Warrants, each carrying a right exercisable by the warrant holder to subscribe to the Equity shares of the Company of face value of Re.1/- each, to the certain persons/ entities belonging to the "Non Promoter" Category, at an issue price of Rs. 2.62/- each, determined in terms of Chapter V of SEBI ICDR Regulations.

In respect of the Warrants proposed to be allotted, an amount equivalent to 25% of the issue price of Warrant shall be payable at the time of subscription and allotment of Warrants and the balance 75% of shall be payable by the Warrant holder at the time of allotment of Equity Shares pursuant to exercise of the options attached to Warrant(s) to subscribe to Equity Share(s).

IV. The intent of the promoters, directors, key management personnel, or senior management of the issuer to subscribe to the offer.

None of promoters, directors, key managerial personnel, or senior management of the Company intend to subscribe to the offer or separately in furtherance of the objects specified herein above:

V. The Shareholding Pattern of the Issuer before and after the Preferential Issue:

The shareholding pattern of the Company before and after the proposed preferential issue to the 'Public' Category is likely to be as follows:

Category	Pre Issue Shareholding Structure ⁽¹⁾		Warrants to be allotted (Up to) ⁽³⁾	Post Issue Shareholding Structure ⁽²⁾	
	No. of Shares	%		No. of Shares	% [#]
(A) Promoter Shareholding					
(1) Indian					
(a) Individuals & HUF	3,05,70,847	4.29	-	3,05,70,847	3.81
(b) Bodies Corporate	11,81,82,666	16.60	-	11,81,82,666	14.73
Sub Total (A)(1)	14,87,53,513	20.89	-	14,87,53,513	18.55
(2) Foreign promoters	-	-	-	-	-
Total Promoter shareholding A=A1 +A2	14,87,53,513	20.89	-	14,87,53,513	18.55
(B) Public Shareholding					
B1) Institutional Investors	-	-	-	-	-
B2) Central Govt./Stat Govt./POI	6,000	0.00	-	6,000	0.00
B3) Non-Institutional Investors					

Investor Education and Protection Fund (IEPF)	1,25,99,410	1.77	-	1,25,99,410	1.57
Individuals	47,02,21,601	66.03	5,30,00,000	52,32,21,601	65.23
Body Corporate	4,32,22,026	6.07	3,00,00,000	7,32,22,026	9.13
Others (Including HUF, LLP & NRI)	3,72,79,050	5.24	70,00,000	4,42,79,050	5.52
Total Public Shareholding B=B1+B2+B3	56,33,28,087	79.11	9,00,00,000	65,33,28,087	81.45
C) Non-Promoter – Non-Public	-	-	-	-	-
Grand Total (A+B+C)	71,20,81,600	100.00	9,00,00,000	80,20,81,600	100.00

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. Rs.80,20,81,600/- divided into 80,20,81,600 Equity Shares of face value of Re. 1/ each.

Notes:

1. The pre-issue shareholding pattern is as on the latest BENPOS date i.e. Friday, December 19, 2025.
2. Post shareholding structure may change depending upon any other corporate action in between.
3. The Warrants to be converted over a period of 18 months from the date of allotment.

VI. Proposed time frame within which the Preferential Issue shall be completed:

As required under the SEBI ICDR Regulations 2018, preferential allotment of said Warrants shall be completed within a period of 15 (Fifteen) days from the date of passing of special resolution under Item No. 2. Provided that where the allotment is pending on account of receipt of any approval or permission from any regulatory authority, if applicable, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approvals or permissions. Further, the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the shareholders of the Company, allot the corresponding number of Equity Shares in dematerialized form.

VII. Number of people to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:

Not Applicable, since the Company has not made the preferential issue of any security during the year.

VIII. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):

Identity of the ultimate beneficial owners of the securities proposed to be allotted:

#	Name of the Proposed Allottees	Category	Name of the Ultimate Beneficial Owner		
1.	Animax Ventures Private Limited	Non Promoter	Surender Kumar Arora		
2.	Puneet Arora	Non Promoter	Not Applicable, allottee being a natural person		
3.	RSP Ventures through Sahil Kumar	Non Promoter	Sahil Kumar and Puneet Arora		
4.	Stellant Securities (India) Limited	Non Promoter	As proposed allottee is a Listed Company therefore pursuant to proviso to the Regulation 163 (f) of SEBI ICDR Regulation, disclosure of ultimate beneficial owners is not applicable		
5.	Subhash Phootarmal Rathod	Non Promoter	Not Applicable, allottee being a natural person		
6.	Promila Chaddha	Non Promoter	Not Applicable, allottee being a natural person		

IX. The percentage of post-preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue.

Sr. No.	Name of the Proposed Allottee	Pre-Shareholding Structure		Warrants to be allotted	Post Issue Shareholding structure (Presuming full conversion of Warrants)	
		No. of shares	%		No. of shares	% [#]
1.	Animax Ventures Private Limited	-	-	1,00,00,000	1,00,00,000	1.25
2.	Puneet Arora	1,81,087	0.03	54,00,000	55,81,087	0.70
3.	RSP Ventures through Sahil Kumar	-	-	70,00,000	70,00,000	0.87
4.	Stellant Securities (India) Limited	-	-	2,00,00,000	2,00,00,000	2.49
5.	Subhash Phootarmal Rathod	-	-	4,40,00,000	4,40,00,000	5.49
6.	Promila Chaddha	-	-	36,00,000	36,00,000	0.45

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. Rs. 80,20,81,600/- divided into 80,20,81,600 Equity Shares of face value of Re. 1/ each.

X. Consequential changes in the Voting Rights, change in control, and change in the Management, if any, in the issuer consequent to the preferential issue:

As a result of the proposed preferential issue of Warrants and further their conversion into Equity Shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

XI. Lock-in Period:

- (a) Warrants being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI (ICDR) Regulations.
- (b) The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI (ICDR) Regulations.

XII. Issue price and Relevant Date:

In terms of Regulation 161 of SEBI (ICDR) Regulations, the Relevant Date for determining the floor price for the Preferential Allotment of the Warrants has been reckoned as Wednesday, December 17, 2025, being the working day, 30 days prior to the date of the EGM scheduled for Friday, January 16, 2026.

The Equity Shares of the Company are listed on BSE Limited (“BSE”/ “Stock Exchange”). The Existing Equity Shares of the Company are frequently traded within the meaning of the explanation provided in Regulation 164(5) of Chapter V of the SEBI (ICDR) Regulations, 2018.

In compliance with Regulation 166A of the ICDR Regulations as the preferential issue to the proposed allottee(s), is more than five percent of the post-issue fully diluted share capital of the Company, therefore, the minimum issue price is higher of the price determined through the following methods:

- (a) In terms of the provisions of Regulation 164 of SEBI (ICDR) Regulations the price at which Warrants shall be allotted shall not be less than higher of the price through the following:
 - i. 90 trading days volume weighted average price of the equity shares quoted on BSE preceding the relevant date i.e. **Rs. 1.94/- each.**
 - ii. 10 trading days volume weighted average price of the equity shares quoted on BSE preceding the relevant date i.e. **Rs. 1.69/- each.**

Accordingly, the minimum issue price of Warrants on a Preferential basis in terms of Regulation 164 of the SEBI (ICDR) Regulation, is Rs.1.94/- per each, being higher of the above two prices.

- (b) The price determined through the Valuation report of Mr. Ravi Ashok Kumar, (Registration No.: IBBI/RV/04/2019/12615). i.e., Rs. 2.56/- each. The said report is available on the website of the Company http://pmcfincorp.com/wp-content/uploads/2025/12/Final-Valuation-Report-RV-for-PMC-Fincorp-Limited_Signed-with-UDIN.pdf
- (c) The Articles of Association of the Company, do not require obtaining a valuation report.

Accordingly, the minimum issue price of Warrants on a Preferential basis shall be Rs. 2.56/- each.

However, the Board of Directors of the Company has decided on the issue of Warrants at an Issue Price of Rs. 2.62/- each, which is higher than the above-mentioned prices.

XIII. Undertakings:

- None of the Company, its directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation 163(1)(h) is not applicable.
- None of the proposed allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

XIV. Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:

Not Applicable, since none of the Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India.

XV. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or Public:

Sr. No.	Name of the Proposed Allotee	Current Status	Post Status
1.	Animax Ventures Private Limited	Non Promoter	Non Promoter
2.	Puneet Arora	Non Promoter	Non Promoter
3.	RSP Ventures through Sahil Kumar	Non Promoter	Non Promoter
4.	Stellant Securities (India) Limited	Non Promoter	Non Promoter
5.	Subhash Phootarmal Rathod	Non Promoter	Non Promoter
6.	Promila Chaddha	Non Promoter	Non Promoter

XVI. Practicing Company Secretary's Certificate:

The certificate from Mr. Ajay Kumar Choudhary, (CP No. 21297), Practicing Company Secretary, certifying that the preferential issue of Warrants is being made in accordance with requirements of Chapter V of SEBI (ICDR) Regulations have been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website viz: <http://pmcfincorp.com/wp-content/uploads/2025/12/PCS-compliance-certificate.pdf>

XVII. Details of the Directors, Key Managerial Persons, or their relatives, in any way concerned or interested in the said resolution:

None of the Director, key managerial personnel or their relatives, in any way are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 2 of this Notice:

The Board of Directors recommends the resolutions as set out in Item No. 2 of this notice for the issue of Warrants, on a preferential basis, to the proposed allottee by way of **Special Resolution**.

By Order of the Board of Directors
For PMC Fincorp Limited

Sd/
Kailash
Company Secretary & Compliance Officer
M. No. A51199

Date: December 22, 2025
Place: New Delhi
