



Date: April 06, 2026

To,  
The Manager,  
Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001

Scrip Code: 534060

**Subject: Intimation regarding Notice of Postal Ballot**

**Reference: Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Dear Sir/ Madam,

With reference to the captioned subject and pursuant to regulation 30 of SEBI Listing Regulations, we are enclosing herewith a copy of the Postal Ballot Notice (“Notice”) dated April 01, 2026 along with explanatory statement for seeking approval of the Members on the special business as contained in the Notice through electronic voting (remote e-voting).

In accordance with the applicable circulars issued by Ministry of Corporate Affairs (“MCA Circular”), this Notice is sent through electronic mode only to those members whose names appear in the Register of Members/ list of Beneficial Owners maintained by the Company/ Registrar and Transfer Agent (“RTA”) / Depositories, as on Friday, April 03, 2026 (“Cut-Off date”) and whose email addresses are registered with the Company/ RTA/ Depositories as on the Cut-Off date.

The Company has availed the services of NSDL (National Services Depository Limited), for facilitating remote e-voting to enable the Members to cast their votes electronically. The remote e-voting period commence on Tuesday, April 07, 2026 (09:00 A.M. IST) and end on Wednesday, May 06, 2026 (5.00 P.M. IST) (both days inclusive). The remote e-voting module shall thereafter be disabled.

The said notice is also made available on the website of the Company at [www.pmcfincorp.com](http://www.pmcfincorp.com),

You are requested to kindly take the same on your records.

Thanking you,  
Yours faithfully,

For **PMC Fincorp Limited**

**Kailash**  
**Company Secretary & Compliance Officer**  
**Membership No.: ACS 51199**

**PMC FINCORP LIMITED****CIN: L27109UP1985PLC006998****Registered Office:** B-10, VIP Colony, Civil Lines, Rampur, Uttar Pradesh - 244901 India**Corporate Office:** 201 & 202 Second Floor Rattan Jyoti Building, 18, Rajendra Place New Delhi - 110008**Email:** [compliances@pmcfincorp.com](mailto:compliances@pmcfincorp.com) | **Website:** [www.pmcfincorp.com](http://www.pmcfincorp.com)**NOTICE OF POSTAL BALLOT**

*(NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013, READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014)*

**NOTICE** is hereby given to the Members of PMC Fincorp Limited (“**the Company**”), pursuant to Sections 108 and 110 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 as amended (“**Management and Administration Rules**”) read with General Circulars Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“**MCA Circulars**”), Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”) and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Resolution as set out hereunder in this Notice is proposed for approval by the Members of the Company by means of Postal Ballot through voting by electronic means only (“**remote e-voting**”).

An Explanatory Statement pursuant to Sections 102 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. As per the MCA Circulars and SEBI circulars issued in this regard, the Company is sending Postal Ballot Notice along with e-voting instructions (the “**Notice**”) only by way of e-mail to all its Members who have registered their email addresses with the Company or depository(ies)/ depository participants and the communication of assent / dissent of the Members on the Resolution proposed in the Notice will only take place through the remote e-voting system. The remote e-voting period commences from **9.00 A.M. (IST) on Tuesday, April 7, 2026, and ends at 5.00 P.M. (IST) on Wednesday, May 06, 2026.**

The Company has appointed M/s A. K. Choudhary & Associates (Membership No. F12691 & CP No. 21297), Practicing Company Secretary to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company, or any other person authorized by the Chairman, and the results of the voting by Postal Ballot will be announced not later than 48 hours from the conclusion of the e-voting. The results declared along with the Scrutinizer’s Report shall be communicated in the manner provided in this Postal Ballot Notice.

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules and Regulation 44 of the Listing Regulations, the Company has engaged the services of the NSDL e-Voting system to provide remote e-voting facility. The procedure for remote e-voting is detailed in the Notes of this Notice. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on Wednesday, May 05, 2026. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

The said results along with the Scrutinizer’s Report would be intimated to BSE Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company’s website [www.pmcfincorp.com](http://www.pmcfincorp.com).

**SPECIAL BUSINESS:****Item No. 1****APPOINTMENT OF MR. PUNEET ARORA (DIN: 03056312), AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.**

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

“**RESOLVED THAT** pursuant to Section 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) and Regulation 17(1C) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time and all other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications and the applicable provisions of the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and the approval of the Board of Directors, Mr. Puneet Arora (DIN: 03056312), who was appointed as an Additional Director in the category of Executive Director by the Board of Directors at its meeting held on February 17, 2026, and whose designation was subsequently changed in Board Meeting was held on April 01, 2026 to Non-Executive Non-Independent Director with effect from April 01, 2026, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Puneet Arora (DIN: 03056312), shall be entitled to receive sitting fees for attending the meetings of Board and its Committees within the overall limits prescribed under the Act and, as recommended by the Nomination and Remuneration Committee and approved by the Board from time to time.

**RESOLVED FURTHER THAT** any of the Directors or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit including the filing of necessary forms and returns with the Registrar of Companies (RoC) and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

**By order of the Board of Directors  
For PMC Fincorp Limited**

**Date: April 01, 2026  
Place: New Delhi**

**Sd/-  
Kailash  
Company Secretary & Compliance Officer  
Membership No. 51199**

**NOTES:**

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (“the Act”), in respect of the Special Businesses detailed above and the relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment are also part of this Notice.
2. In compliance with MCA Circulars, the Notice is being sent only by electronic mode to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company and as received from National Securities and Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (‘Depositories’) as on Friday, April 03, 2026 (cut-off date) and whose e-mail IDs are registered with the Company / Depositories. A person who is not a member as on the Friday, April 03, 2026 (cut-off date) should treat this Notice of Postal Ballot for information purposes only.
3. In accordance with the MCA Circulars, physical copies of the Notice are not being sent to Members. The Members will have the option to vote only through remote e-Voting and voting through physical ballot papers will not be provided.
4. In compliance with provisions of section 108 and 110 and other applicable provisions of the Act read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the members of the Company as on the Friday, April 03, 2026 (cut-off date). For this purpose, the Company has entered into an agreement with NSDL to facilitate e-voting to enable the members to cast their votes electronically
5. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Friday, April 03, 2026 cut-off date fixed for the purpose.
6. Members may note that the Notice of Postal Ballot will also be available on the Company’s website at [www.pmcfincorp.com](http://www.pmcfincorp.com) and on websites of the Stock Exchanges where equity shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) , and on NSDL website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. All documents referred to in the Notice and Explanatory statement shall be available for inspection through electronic mode until the last day of remote e-voting, basis request being sent on [compliances@pmcfincorp.com](mailto:compliances@pmcfincorp.com) mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self attested copy of their PAN card attached to the email.
8. The postal ballot e-voting schedule as under:

Commencement of voting (Start date)	Close of voting (End date)	Results announcement date
Tuesday, April 07, 2026, at 9.00 a.m. IST	Wednesday, May 06, 2026, at 5.00 p.m. IST	On or before Friday, May 08, 2026

9. The Board of Directors has appointed M/s. A. K. Choudhary & Associates, Company Secretaries, (Membership No. F12691 & CP No. 21297) as the Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner.
10. The Scrutinizer will submit his report to the Chairperson or any other person authorized by him after completion of the scrutiny and the results of e-voting by Postal Ballot will be announced on or before Friday, May 08, 2026. The resolution, if passed by requisite majority shall be deemed to have been passed on Wednesday, May 06, 2026, being the last date specified by the Company for remote e-voting.
11. The declared results along with the Scrutinizer's Report shall be forwarded to the BSE Limited and shall be uploaded on the website of the Company i.e., [www.pmcfincorp.com](http://www.pmcfincorp.com) and website of NSDL at <https://www.evoting.nsdl.com/>.
12. For receiving all communication from the Company electronically:
  - a) Members holding shares in physical mode and who have not registered / updated their e-mail address with the Company are requested to register/ update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at [Compliances@pmcfincorp.com](mailto:Compliances@pmcfincorp.com) or to Indus Shareshree Private Limited at [rs.kushwaha@indusinvest.com](mailto:rs.kushwaha@indusinvest.com).
  - b) Members holding shares in dematerialised mode are requested to register / update their e-mail address with the relevant Depository Participant which is mandatory while e-Voting & joining virtual meetings through Depository.
13. The instructions for shareholders for e-voting are as under:
  - a) Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, evoting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.
  - b) Members are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility
  - c) Method of login for Individual Members holding the securities in demat mode:

**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 for Individual shareholders holding securities in demat mode**

In terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 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 in order to access e-Voting facility.

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> </ol>

	<p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1) 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2) 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. 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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 also able to directly access the system of all e-Voting Service Providers.</li> </ol>

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<ol style="list-style-type: none"> <li>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>2. 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.</li> <li>3. 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.</li> </ol>
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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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911</p>

**B) Login Method 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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - 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.

## c) How to retrieve your 'initial password'?

- (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'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
    - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  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 on NSDL e-Voting system.****How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 also "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](mailto:csakchoudhary@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://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](mailto: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](mailto: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](mailto:compliances@pmcfincorp.com). If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 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 in order to access e-Voting facility.

**EXPLANATORY STATEMENT UNDER SECTION 102 AND 110 OF THE COMPANIES ACT, 2013  
READ TOGETHER WITH THE RELEVANT RULES**

(Pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 36 of SEBI (LODR) Regulations, 2015)

The following Explanatory Statement sets out material facts relating to the aforesaid items of the accompanying Notice:

**Item No. 1**

**Appointment of Mr. Puneet Arora (DIN: 03056312), as Non-executive Non-Independent Director of the Company**

The Board of Directors of the Company, at its meeting held on February 17, 2026, had appointed Mr. Puneet Arora (DIN: 03056312) as an Additional Director in the category of Executive Director, pursuant to the provisions of Section 161 of the Companies Act, 2013 (“the Act”).

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on April 01, 2026 approved the change in designation of Mr. Puneet Arora from Executive Director to Non-Executive Non-Independent Director with effect from April 01, 2026.

**Reason for change:** Mr. Puneet Arora has expressed his intention to step down from executive responsibilities of the Company. Accordingly, the Board has approved the change in his designation while continuing to benefit from his experience at the Board level.

In accordance with the provisions of Section 161 of the Act, Mr. Puneet Arora holds office as an Additional Director up to the date of the ensuing General Meeting or the last date on which the General Meeting should have been held, whichever is earlier. Accordingly, approval of the Members is sought for his appointment as a Non-Executive Non Independent Director of the Company.

The Company has received a notice in writing under Section 160 of the Act from a Member proposing the candidature of Mr. Puneet Arora for the office of Director.

Mr. Puneet Arora has given his consent to act as a Director and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. He has also submitted the necessary disclosures as required under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board is of the opinion that Mr. Puneet Arora possesses the requisite qualifications, experience and expertise and his continued association would be of immense benefit to the Company. Accordingly, the Board recommends the Ordinary Resolution set out in the Notice for approval of the Members.

The Company has received following statutory disclosures / declarations:

- (i) Form DIR-8 – intimating the Company that she stands free from any disqualification, under section 164(1) and 164(2) of the Act;
- (ii) Declaration that he is not debarred from holding the office of director by virtue of any SEBI Order or any other such authority and given her consent to act as Director of the Company;
- (iii) A notice in writing by a member proposing her candidature under section 160(1) of the Act;
- (iv) Form MBP-1 – disclosing his concerns or interests in other company(ies) in terms of section 184(1) of the Act.

As per provisions of Regulation 17(1C) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, approval of the shareholders has to be obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

None of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in this resolution, except to the extent of their shareholding, if any.

Additional Disclosures as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 are as under:

Name	Mr. Puneet Arora
DIN	DIN 03056312
Date of Birth	August 14, 1984
Date of first appointment on Board	February 17, 2026
Qualifications	Mr. Puneet Arora is a Chartered Accountant and finance professional with over sixteen years of diverse experience spanning financial markets, audit & assurance, equity markets, proprietary trading, and investment management structures. He brings extensive exposure to capital market operations, regulatory compliance, financial structuring, and governance frameworks.
Experience (including nature of expertise in specific functional areas)/ Brief resume	Mr. Puneet Arora is a Chartered Accountant and finance professional with over sixteen years of diverse experience spanning financial markets, audit & assurance, equity markets, proprietary trading, and investment management structures. He brings extensive exposure to capital market operations, regulatory compliance, financial structuring, and governance frameworks. He is a shareholder in a proprietary broking entity and is actively involved in running and managing Alternative Investment Fund (AIF) structures. He also has experience in Debt Syndication, including structuring and arranging debt financing solutions for corporate clients.  <b>Core Competencies</b> <ul style="list-style-type: none"> <li>• Financial Markets – Equity trading, capital markets operations, portfolio structuring</li> <li>• Audit &amp; Assurance – Financial reporting, internal controls, statutory compliance</li> <li>• Equity Markets – Market analysis, risk assessment, strategic investment oversight</li> </ul>

	<ul style="list-style-type: none"> <li>Proprietary Broking – Shareholding and trading governance oversight</li> <li>Alternative Investment Funds (AIF) – Fund structuring, regulatory oversight, operational supervision</li> <li>Corporate Governance – Board strategy, compliance oversight, policy framework implementation</li> <li>Financial Structuring – Capital allocation, financial modeling, investment planning</li> <li>Debt Syndication – Structuring, arranging and negotiating debt funding with banks and financial institutions</li> </ul> <p><b>Governance &amp; Strategic Contribution</b></p> <p>Mr. Arora contributes to board-level decision making through strong financial discipline, regulatory compliance oversight, risk governance, investment evaluation, and strategic capital allocation. His diversified sector exposure enhances structured growth planning and governance excellence.</p>
Directorships held in other Companies (excluding foreign and Section 8 Companies)	Agiraa Diamond Private Limited, SPV Finserve Private Limited, Apex Fingrow Private Limited and Opulence Holiday Homes Private Limited
Memberships/Chairmanships of committees of other public companies	Nil
Number of shares held in the Company	181087
Number of Meetings of the Board of Directors attended during FY 2025-26	Nil
Relationship with other Directors, Manager or Key Managerial Personnel, if any	Mr. Puneet Arora is not related to any of the existing Directors or Key Managerial Personnel of the Company.
Terms and conditions of Appointment	Mr. Puneet Arora was originally appointed as Executive Director of the Company with effect from February 17, 2026, for a term of 5 (five) years (i.e., up to February 16, 2031), pursuant to the provisions of Section 149 of the Companies Act, 2013. The remaining tenure as Non-Executive Non Independent Director will be up to February 16, 2031.
Details of remuneration: Last drawn remuneration details during FY 2025-26	Not applicable, he had not received any remuneration from the company.

**By order of the Board of Directors  
For PMC Fincorp Limited**

**Sd/-  
Kailash**

**Company Secretary & Compliance Officer  
Membership No. 51199**

**Date: April 01, 2026  
Place: New Delhi**