



24th September, 2018

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

Dear Sir,

Script Code: 534060

Sub: Disclosure of Voting Results as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 33rd AGM of the Company

The details of voting results of the 33rd Annual General Meeting of the Company held on September 22, 2018 are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consolidated Scrutinizer Report of the 33rd AGM of the Company.

You are requested to take the same on record.

Thanking you

Yours faithfully

For PMC Fincorp Limited


R.K. Modi
(Managing Director)



Encl: As Above

Date of AGM	22 nd September, 2018
Total Number of shareholders as on Record Date	20129
No. of shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	4
Public	36
No. of shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Arranged
Public	

Details of Agenda:-

Resolution No. 1:

Resolution required: Ordinary			Adoption of Audited Financial Statements of the company for the year ended on 31st March, 2018.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	103265600	14628600	14.17	14628600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		103265600	100.00	103265600	0	100.00	0
Public - Non Institutional holders	E-Voting	405795600	9966795	2.46	9022868	943927	90.53	9.47
	Poll		250870	0.06	250870	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		10217665	2.52	9273738	943927	90.76	9.24
Public-Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		509061200	113483265	22.29	112539338	943927	99.17	0.83

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



Resolution No. 2:

Resolution required: Ordinary			Re-appointment of Mrs. Rekha Modi (DIN: 01274200), Director of Company who retires by rotation.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	103265600	5988600	5.80	5988600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		94625600	91.63	94625600	0	91.63	0
Public -Non Institutional holders	E-Voting	405795600	9966795	2.46	9022648	944147	90.53	9.47
	Poll		250870	0.06	250870	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		10217665	2.52	9273518	944147	90.76	9.24
Public- Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		509061200	104843265	20.60	103899118	944147	99.10	0.90

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



Resolution No. 3:-

Resolution required: Ordinary			To ratify the appointment of M/s Sunil K. Gupta & Associates, Chartered Accountants (Firm Registration No. 002154N), as the Statutory Auditors of the Company to hold office from the conclusion of the 33rd Annual General Meeting until the conclusion of the 34th Annual General Meeting and to authorise the Board of Directors to fix their remuneration.					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	103265600	14628600	14.17	14628600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		103265600	100.00	103265600	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	9966795	2.46	9022648	944147	90.53	9.47
	Poll		250870	0.06	250870	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		10217665	2.52	9273518	944147	90.76	9.24
Public- Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		509061200	113483265	22.29	112539118	944147	99.17	0.83

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



Resolution No. 4:-

Resolution required: Ordinary			Determination of fees to be charged for service of documents in a particular mode					
Whether promoter/promoter group are interested in agenda/resolution.			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	103265600	14628600	14.17	14628600	0	100.00	0
	Poll		88637000	85.83	88637000	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		103265600	100.00	103265600	0	100.00	0
Public- Non Institutional holders	E-Voting	405795600	9971795	2.46	9027648	944147	90.53	9.47
	Poll		250870	0.06	250870	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		10222665	2.52	9278518	944147	90.76	9.24
Public- Institutional Holders	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		509061200	113488265	22.29	112544118	944147	99.17	0.83

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

Thank You,
For PMC Fincorp Limited

R. K. Modi
(Managing Director)





Consolidated Scrutinizer(s) Report

[Pursuant to Regulation 44 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 as amended till date read with Rule 20 of Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

PMC FINCORP LIMITED

CORP. Office: 14/5, First Floor,

Old Rajender Nagar,

New Delhi-110060

Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through ballot paper pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014.

I, Ashu Gupta, Practicing Company Secretary of **Ashu Gupta & Co.** was appointed as the scrutinizer by the Board of Directors of PMC Fincorp Limited (the Company) for the purpose of scrutinizing the remote e-voting process and voting through ballot paper at its 33rd Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated 30th May, 2018 convening the Annual General Meeting of the Company held on 22nd September, 2018 at 12:30 P.M. at MoodFood Restaurant, Opposite Ambedkar Park, Civil Lines, Rampur, Uttar Pradesh – 244901

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to voting through electronic means & voting through ballot paper on the resolutions proposed in the notice of the 33rd Annual General Meeting.

Our responsibility as scrutinizer is to ensure that the voting process through electronic means are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast 'in favour' or 'against' if any, the resolutions stated in the notice to the Chairman of the meeting, based on the reports generated from the electronic voting system, provided by the National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide facility of voting through electronic means.

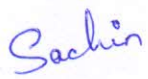
In this regard, we hereby submit our consolidated report as under:

1. The shareholders of the Company holding shares on the "cut-off date" i.e. 14th September, 2018 were entitled to vote on the resolutions as set out in the notice of the 33rd Annual General Meeting by remote e-voting or voting through ballot/ polling paper at the AGM.



2. The remote e-voting period remained open from 19th September, 2018 (9:00 A.M) to 21st September, 2018 (5:00 P.M) and thereafter, the members who did not exercise their voting rights through remote e-voting, were entitled to vote at the Annual General Meeting through ballot paper. Accordingly, the Company had issued ballot papers to the members who attended the Meeting.
3. After the declaration of poll by the Chairman, two Ballot boxes kept for the purpose of voting through ballots, were locked in my presence with due identification marks placed by me.
4. Immediately after the conclusion of the meeting, the locked ballot boxes were opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and RTA with respect to the authorizations/proxies lodged with the Company.
5. No ballot papers which were incomplete and/or otherwise found defective.
6. After counting the votes cast by the members present at the 33rd Annual General Meeting through ballot paper, the votes cast through remote e-voting were unblocked on 22nd September, 2018 around 1:10 P.M. in the presence of two witnesses Ms. Vinny Jain D/o Shri Vivek Jain and Shri Sachin Chhajer S/o Shri Sampat Mal Chhajer, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.


Vinny Jain


Sachin Chhajer

7. We have scrutinized the votes cast through electronic means and voting through ballot papers at the Annual General Meeting only for the purpose of this report.

Based on the reports generated from the M/s NSDL e-voting website and voting through ballot paper at the 33rd AGM, the consolidated report on the voting on each resolution is as under:

We hereby observed that-

- a) 35 members have casted their vote through ballot at the AGM
- b) 45 members have casted their votes through remote e-voting process

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet and Profit & Loss for the Financial Year ended 31st March, 2018 together with the Directors' Report and Auditors' Report thereon.



a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	42	23651468	96.16%
Voting at the AGM	35	88887870	100%
Total	77	112539338	99.17%

b) Votes cast "against" the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	03	943927	3.84%
Voting at the AGM	0	0	0
Total	03	943927	0.83%

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mrs. Rekha Modi (DIN: 01274200), Director of Company who retires by rotation and being eligible offers herself for re-appointment.

a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	39	15011248	94.08%
Voting at the AGM	35	88887870	100%
Total	74	103899118	99.10%

b) Votes cast "against" the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	05	944147	5.92%
Voting at the AGM	0	0	0
Total	05	944147	0.9%

Resolution No. 3: Ordinary Resolution

To ratify the appointment M/s Sunil K. Gupta & Associates, as Statutory Auditors of the Company

a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	40	23651248	96.16%
Voting at the AGM	35	88887870	100%
Total	75	112539118	99.17%



b) Votes cast "against" the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	05	944147	3.84%
Voting at the AGM	0	0	0
Total	05	944147	0.83%

Resolution No. 4: Ordinary Resolution

To charge from members an amount in advance to equivalent to estimated expenses for delivery of document to any member

a) Votes cast "in favour" of the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	41	23656248	96.16%
Voting at the AGM	35	88887870	100%
Total	76	112544118	99.17%

b) Votes cast "against" the resolution:

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	05	944147	3.84%
Voting at the AGM	0	0	0
Total	05	944147	0.83%

Based on the aforesaid results, we report that all Resolutions set out in the notice of the 33rd Annual General Meeting dated 30th May, 2018 stand passed with requisite majority.

The Register to record the assent or dissent and all other papers relating to remote e-voting and voting at the AGM will remain in our custody until Chairman approves and signs the Minutes of the AGM and the same shall be handed over to the Chairman/ Company Secretary for safe keeping.

The Company may accordingly declare the results of voting, as required.

Thanking you,
Yours truly,


Ashu Gupta

Practising company Secretary

Membership No- 4123

C.P. No. 6646



Date: 24.09.2018

Place: New Delhi