

# Pro Fin Capital Services Ltd.



**Date: December 24, 2025**

To,  
**BSE Limited**  
**Corporate Relationship Department**  
PhirozeJeejeebhoy Towers,  
Dalal Street, Mumbai - 400001

**Scrip code: 511557**

**Sub: Disclosure of Voting Results of the Extra Ordinary General Meeting (EGM) of Pro Fin Capital Services Limited held on Tuesday, December 23, 2025**

Dear Sir/ Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, please find the following enclosed herewith:

1. Voting results of the business transacted at the EGM of the Company held on Tuesday, December 23, 2025 at the Registered office of the Company at 503, Western Edge II, Western Express Highway, Borivali East, Mumbai, Maharashtra, 400066.
2. Consolidated report of scrutinizer on remote e-voting and e-voting at the EGM issued by M/s. S K Dwivedi & Associates.

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

Thanking You,

**Yours faithfully**

**For Pro Fin Capital Services Limited**

**ABHAY** Digitally signed  
by ABHAY  
**NARAIN** NARAIN GUPTA  
**GUPTA** Date: 2025.12.24  
16:25:46 +05'30'

**Abhay Narain Gupta**  
**Whole-time Director**

**Place: Mumbai**

General information about company	
Scrip code	511557
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE732K01027
Name of the company	Pro Fin Capital Services Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-12-2025
Start time of the meeting	11:30 AM
End time of the meeting	12:15 PM



Scrutinizer Details	
Name of the Scrutinizer	Shailendra Kumar Dwivedi
Firms Name	S K Dwivedi & Associates
Qualification	CS
Membership Number	A73645
Date of Board Meeting in which appointed	26-11-2025
Date of Issuance of Report to the company	24-12-2025



Voting results	
Record date	16-12-2025
Total number of shareholders on record date	35640
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	61
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Abi



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Authorized Share Capital and Alteration of Capital Clause of Memorandum of Association				
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	12922983	12922983	100	0	12922983	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12922983	12922983	100	0	12922983	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	40116735	40116522	99.9995	89285	40027237	0.2226	99.7774
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		213	0.0005	183	30	85.9155	14.0845
	Total	40116735	40116735	100	89468	40027267	0.223	99.777
Total		53039718	53039718	100	89468	52950250	0.1687	99.8313
Whether resolution is Pass or Not.						No		
Disclosure of notes on resolution						Textual Information(1)		

Abc

PRO Fin Capital Services  
Mumbai  
PIT 5011

Text Block	
Textual Information(1)	<p>The Company had provided the Members the facility to cast their vote electronically, on all Resolutions set forth in the Notice. Members who were present at the Extra Ordinary General Meeting and had not cast their votes electronically were provided an opportunity to cast their vote at the end of the Meeting by ballot paper. Therefore, voting through Postal Ballot (in this submission) is to be considered as voting through ballot paper at the Extra Ordinary General Meeting.</p>

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Abt



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of Bonus Shares				
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	12922983	12922983	100	12922983	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12922983	12922983	100	12922983	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	40116735	40116522	99.9995	40116522	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		213	0.0005	213	0	100	0
	Total	40116735	40116735	100	40116735	0	100	0
Total		53039718	53039718	100	53039718	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

ABL

PRO Fin Capital Services Ltd. Mumbai

Text Block	
Textual Information(1)	<p>The Company had provided the Members the facility to cast their vote electronically, on all Resolutions set forth in the Notice. Members who were present at the Extra Ordinary General Meeting and had not cast their votes electronically were provided an opportunity to cast their vote at the end of the Meeting by ballot paper. Therefore, voting through Postal Ballot (in this submission) is to be considered as voting through ballot paper at the Extra Ordinary General Meeting.</p>



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



# S. K. DWIVEDI & ASSOCIATES

## Company Secretaries

Address: A/103, New Ankur CHS Ltd. 32 Bhardawadi Lane, Off J. P. Road Andheri (W), Mumbai - 400058

Mob. No. +91-9699981283 | E-mail ID: shailendradwivedi219@gmail.com |

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### Form – MGT-13

#### CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND BALLOT VOTING

[Pursuant to section 109 of the companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

For

**Pro Fin Capital Services Limited**

To,

**The Chairman**

**Extra Ordinary General Meeting of**

**Pro Fin Capital Services Limited**

503, Western Edge II, Western Express Highway,

Borivali East, Mumbai, Maharashtra, 400066

Dear Sir,

I, Shailendra Kumar Dwivedi, proprietor of M/s. S K Dwivedi & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Pro Fin Capital Services Limited ("the Company") vide board resolution dated **November 26, 2025** for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") and through Physical Ballot voting carried out by the company pursuant to section 108 of the companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the Extra Ordinary General Meeting ("EGM") of the Members of the Company, held on Tuesday, December 23, 2025, at the registered office of the company situated at 503, Western Edge II, Western Express Highway, Borivali East, Mumbai, Maharashtra, 400066.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- (i) Process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
- (ii) Process of Physical voting at the EGM through postal ballot paper (MGT-12).

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM. My responsibility as Scrutinizer for voting process (i.e. remote e-voting and physical voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the votes cast "in favour" or "against" the resolution(s) by the members of the Company by means of Remote e-voting & Physical Ballot voting.

**Report on Scrutiny:**

- Extra Ordinary General Meeting (EGM) of the Members of Pro Fin Capital Services Limited was convened on Tuesday, December 23, 2025 at 11.30 A.M. at the office of the company situated at 503, Western Edge II, Western Express Highway, Borivali East, Mumbai, Maharashtra, 400066.
- The Company has appointed National Securities Depository Limited (“NSDL”) as the Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company. BEETAL Financial & Computer Services Pvt Ltd is the registrar and Share Transfer Agent (RTA) of the Company.
- The Company has sent the notices of the EGM along with the Annual Report and E-Voting details by email on December 1, 2025. The cut-off date for the purpose of identifying the Members who were entitled to vote on the resolution placed for their approval was **Tuesday, December 16, 2025**.
- The Service Provider had set up electronic voting facility on their website, <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>. The Company has uploaded all the items of the business to be transacted at the EGM on the website of the Company and on the website of the service provider to facilitate their members to cast their vote through Remote E-Voting and physical voting at the EGM.
- The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- After the closure of the voting at EGM, the votes cast through remote e-voting facility and Physical voting at the EGM was duly unblocked by me as scrutinizer in the presence of Ms. Vidhi Doshi and Ms. Priyanka Singh are not in the employment of the Company and/or NSDL and acted as the witness, as prescribed in Sub-Rule 4(xii) of the said Rule 20. They have signed below in confirmation of the same.



Ms. Vidhi Doshi



Ms. Priyanka Singh

- Thereafter, I, as a scrutinizer, duly compiled the votes casted through remote e-voting and physical voting held during EGM based on the report generated and downloaded by me from the website of NSDL i.e., <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>.
- I now submit my consolidated Report as under on the result of the e-voting and e-voting at the EGM in respect of the said Resolutions.

## **SPECIAL BUSINESS**

### **Item No 1 of the Notice (As an Ordinary Resolution)**

#### **Increase in Authorized Share Capital and Alteration of Capital Clause of Memorandum of Association:**

##### **Voting Summary**

<b>Details</b>	<b>Remote E-voting</b>	<b>Voting through Ballot paper at EGM</b>	<b>Total voting</b>
Number of Members who cast their votes	89	66	<b>155</b>
Total number of shares held by them	53039505	213	<b>53039718</b>

##### **Voting Result:**

Manner of voting	Votes in favour of the resolutions		Votes against the resolutions	
	Nos.	Percentage	Nos.	Percentage
Remote E-voting	89285	99.78	52950220	100.00
Voting through Ballot paper at EGM	183	0.21	30	0.00
<b>Total</b>	<b>89468</b>	<b>100</b>	<b>52950250</b>	<b>100</b>

The votes cast in favour are less than the votes cast against the resolutions.

### **Item No 2 of the Notice (As an Ordinary Resolution)**

#### **Issue of Bonus Shares**

##### **Voting Summary**

<b>Details</b>	<b>Remote E-voting</b>	<b>Voting through Ballot paper at EGM</b>	<b>Total voting</b>
Number of Members who cast their votes	89	66	<b>155</b>
Total number of shares held by them	53039505	213	<b>53039718</b>

##### **Voting Result:**

Manner of voting	Votes in favour of the resolutions		Votes against the resolutions	
	Nos.	Percentage	Nos.	Percentage
Remote E-voting	53039445	100.00	60	100
Voting through Ballot paper at EGM	213	0.00	0	0
<b>Total</b>	<b>5,30,39,658</b>	<b>100</b>	<b>60</b>	<b>100</b>

The votes cast in favour are more than the votes cast against the resolutions.

All the Resolutions mentioned in the EGM Notice as per the details above stand passed under Remote e-voting and e-voting conducted at EGM with the requisite majority and hence deemed to be passed as on date of the EGM, **except Item No 1.**

I hereby confirm that I am maintaining the Registers received from the Service provider electronically in respect of the votes cast through Remote e-voting, along-with the Physical copies of the Polling Papers (Form MGT-12), if any. All other relevant records are under my safe custody and will be handed over to the company secretary for safe keeping, after the Chairman signs the minutes of the EGM for their records.

Thanking you,

**Place: Mumbai**  
**Date: 24/12/2025**  
**UDIN: A073645G002721895**

**For S K Dwivedi & Associates**  
**Company Secretaries**

SHAIENDRA  
KUMAR DWIVEDI

Digitally signed by SHAIENDRA  
KUMAR DWIVEDI  
Date: 2025.12.24 13:55:04 +05'30'

**Shailendra Kumar Dwivedi**  
**Proprietor**  
**ACS-73645**  
**C.P. No. 27296**  
**Peer Review No: 5801/2024**  
**Firm Registration No.: S2024MH976800**

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**Counter Sign by Chairman**