



ARC FINANCE LIMITED

Date: 03.10.2023

To,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata- 700 001
Scrip Code: 011278

To,
The Bombay Stock Exchange Limited,
PJ Towers, Dalal Street
Mumbai- 400 001
Scrip Code: 540135

Sub: Declaration of Voting Result under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 41st Annual General Meeting of the Company held on 30th September, 2023.

Dear Sir,

In compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we now attach herewith in the prescribed format, the details regarding the voting results of the business transacted at 41st Annual General Meeting of the Members of **M/s. ARC Finance Limited** held on Saturday, 30th September, 2023 at 12.30 P.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

We also enclosed herewith: -

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.
2. Scrutinizer Report on E-Voting and voting at the Meeting through electronic voting system as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rule, 2014.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours Faithfully,
For **ARC FINANCE LIMITED**


ASIS BANERJEE
DIRECTOR
DIN NO: 05273668



ARC FINANCE LIMITED

Disclosures in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	30.09.2023
Total Number of shareholders on record date	125999
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and promoter Group:	NIL
Public:	NIL
No. of shareholders attended the meeting through video conferencing:	
Promoter and promoter Group:	2
Public:	118

Resolution No.1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.	Ordinary
Resolution Required: (Ordinary / Special)		
Whether promoter/ promoter group are interested in the agenda/ resolution?		
Category	Mode of Voting	No. of Shares held (1)
Promoter and promoter group	E-voting	60718750
	Poll	0
	Postal Ballot(if applicable)	N.A.
	Total	60718750
Public Institutions	E-voting	0
	Poll	0
	Postal Ballot(if applicable)	N.A.
	Total	0
Public- Non Institutions	E-voting	41834316
	Poll	0
	Postal Ballot(if applicable)	N.A.
	Total	41834316
Total		504950000
		102553066
		20.31
		102541666
		11400
		99.99
		0.01



Resolution No.2		To consider appointment of a director in place of Mr. Virendra Kumar Soni (08554333), who retires by rotation, and being eligible for reappointment as Director of the Company						
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes- in favour	No.of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	60718750	60718750	100.00	60718750	0	100	0
	Poll		0	0	0	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.		
	Total		60718750	100.00	60718750	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	0	N.A.	
	Total		0	0	0	0	0	
Public- Non Institutions	E-voting	444231250	41838416	9.42	41821216	17200	99.96	0.04
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		41838416	9.42	41821216	17200	99.96	0.04
Total	Total	504950000	102557166	20.31	102539966	17200	99.987	0.02



Resolution No.3	To appoint Surojit Sarkar (DIN NO: 09672539) as an Executive Director of the Company.						
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Resolution Required: (Ordinary / Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/ resolution?							No	
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	60718750	60718750	100.00	60718750	0	100	0
	Poll		0	0	0	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.		
	Total		60718750	100.00	60718750	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	0	N.A.	
	Total		0	0	0	0	0	
Public- Non Institutions	E-voting	444231250	41838416	9.42	41821716	16700	99.96	0.04
	Poll		0	0.00	0	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		41838416	9.42	41821716	16700	99.96	0.04
Total		504950000	102557166	20.31	102540466	16700	99.98	0.02



Resolution No.4	To appoint Mr. Virendra Kumar Soni (DIN NO: 08554333) as Whole-time Director of the Company.							
Resolution Required: (Ordinary / Special)								
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	60718750	60718750	100.00	60718750	0	100	0
	Poll		0	0	0	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.		
Public Institutions	Total	0	60718750	100.00	60718750	0	100	0
	E-voting		0	0	0	0		
	Poll		0	0	0	0		
	Postal Ballot(if applicable)		N.A.	0	N.A.	0	N.A.	
	Total		0	0	0	0		
Public- Non Institutions	E-voting	444231250	41838416	9.42	41821716	16700	99.96	0.04
	Poll		0	0.00	0	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.		
Total	Total	41838416	9.42	41821716	16700	99.96	0.04	
Total	Total	504950000	102557166	20.31	102540466	16700	99.988	0.02



Akhil Agarwal, B.Com, ACS

506/1, Grand Trunk Road, 2nd Floor
Howrah (South) - 711 101, INDIA

To,
The Chairman,
ARC Finance Limited
18, Rabindra Sarani, Poddar Court,
Gate No.4, 4th Floor, Room No.3,
Kolkata-700001

Dear Sir,

Sub: Scrutinizer's report on remote e-voting conducted pursuant to 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 by companies (Management and Administration) Amendment Rules, 2015 at the Annual General Meeting of the Equity Shareholders of ARC Finance Limited held on Saturday, the 30th day of September, 2023 at 12.30 P.M. through Video Conferencing or other audio- visual means.

1. The Board of Directors of **ARC Finance Limited (the Company)** for the purpose of scrutinizing e-voting process (remote e- voting) at the meeting pursuant to Section 108 of the Companies Act , 2013 read with Rule 20 & 21 of the (Companies Management and administration) Rules, 2014 (Amendment Rules ,2015) In respect of the below mentioned resolutions proposed at the Annual General Meeting of the Equity Shareholders of the Company held on Saturday, the 30th day of September, 2023 at 12.30 P.M. through Video Conferencing or other audio- visual means, India, for determining the result of voting on resolutions.
2. I, Akhil Agarwal Company Secretary in Practice, having Membership No. PCS 16313, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 5th September, 2023, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 41st Annual General Meeting of the Company held on **30th day of September, 2023**



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akhilkumaragarwal@ymail.com

3. The Compliance with the Provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Notice of the Annual General meeting of the Company is the responsibility of the management. My responsibility as Scrutinizer is to ensure that the voting process through electronic means at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor in against if any, to the chairman on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) at the meeting.
4. The notice dated September 5th 2023 along with statement setting out material facts under section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the company and e-voting opened at 09.00 a.m. on Wednesday 27th day of September, 2023 and will end at 5.00 p.m. on Friday 29th day of September, 2023.
5. The Equity Shareholders holding shares as on September 23, 2023, "cutoff date ", were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company
6. After the conclusion of voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
7. The electronic votes cast at the meeting were thereafter unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.nsdlindia.com>) and the same are being handed over to the chairman.
8. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting at the meeting on the resolutions contained in the notice of the AGM.
9. My responsibility as scrutinizer for the e-voting at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.
10. I now submit my consolidated Report as under on the result of the e-voting at the AGM in respect of the said resolutions



a) Resolution -1 : Ordinary Resolution

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Report of the Directors' and Auditors' thereon.

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	190	102541666	99.99
Voting by poll	NA	NA	NA
Total	199	102541666	99.99

(ii) Voted **against** the resolution :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	11400	0.01
Voting by poll	NA	NA	NA
Total	3	11400	0.01

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



b) Resolution-2: Ordinary Resolution

To appoint a director in place of Mr. Virendra Kumar Soni (08554333) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	187	102539966	99.98
Voting by poll	NA	NA	NA
Total	187	102539966	99.98

(ii) Voted **against** the resolution :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	17200	0.02
Voting by poll	NA	NA	NA
Total	7	17200	0.02

(iii) **Invalid** Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



c) **Resolution-3: Ordinary Resolution**

To appoint Mr. Surojit Sarkar (DIN NO: 09672539) as an Executive Director of the company.

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	188	102540466	99.98
Voting by poll	NA	NA	NA
Total	188	102540466	99.98

(ii) Voted **against** the resolution :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	16700	0.02
Voting by poll	NA	NA	NA
Total	6	16700	0.02

(iii) **Invalid** Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



(d) Resolution-4: Ordinary Resolution

To regularize the Appointment of Virendra Kumar Soni (DIN No: 08554333) as Whole-Time Director.

(iv) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	188	102540466	99.98
Voting by poll	NA	NA	NA
Total	188	102540466	99.98

(v) Voted **against** the resolution :

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	16700	0.02
Voting by poll	NA	NA	NA
Total	6	16700	0.02

(vi) **Invalid** Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



11. **RESULTS:**

- My report includes the result of voting cast through e-voting.
- I have scrutinized the votes cast through electronic means for the purpose of this report.
- The particulars of all the electronic votes cast by the members through remote e-voting process have been recorded in a register separately maintained for the purpose.

12. All relevant records of voting will remain in my custody until the Chairman Considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

13. **RECOMMENDATION:**

- All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The chairman may accordingly declare the result of voting.

Thanking You,

Yours Truly.



Akhil Agarwal
Practicing Company Secretary
Membership No.ACS35073
CP NO.16313
UDIN: A035073E001142509

Place: Kolkata

Date: 30.09.2023