



ARC FINANCE LIMITED

Date: 03.10.2024

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 42nd Annual General Meeting of the Company held on 30th September, 2024.

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 42nd Annual General Meeting of the Members of **M/s. ARC Finance Limited** held on Monday, 30th September, 2024 at 1.00 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

SWEETY AGARWAL
COMPANY SECRETARY



ARC FINANCE LIMITED

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

Date of the AGM	30.09.2024
Total Number of shareholders on record date	264632
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:	110

Resolution No.1	To receive, consider and adopt the Audited Balance Sheet as on March 31, 2024, 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 / Special)						Whether promoter/ promoter group are interested in the agenda/ resolution?	Ordinary 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
Promoter and promoter group	E-voting	Poll	60718750	0	100.00	60718750	0	0	100	0
Public Institutions	E-voting	Poll	500	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	Poll	444230750	27240664	6.13	27238406	2258	0	99.99	0.01
Total			504950000	87959414	17.42	87957156	2258		100.00	0.00



Resolution No. 2 To appoint a director in place of Mr. Surojit Sarkar (DIN No. 09672539) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re appointment

Resolution Required: (Ordinary / Special)

Whether promoter/ promoter group are interested in the agenda/ resolution? Ordinary 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	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		60718750	100.00	60718750	0	100	0
Public Institutions	E-voting	500	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		0	0	0	0	0	0
Public- Non Institutions	E-voting	444230750	27240564	6.13	27235605	4959	99.98	0.02
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		27240564	6.13	27235605	4959	99.98	0.02
Total		504950000	87959314	17.42	87954355	4959	99.994	0.01



Resolution No.3 Approval for Regularisation of Mr. Virendra Kumar Soni (Din: 08554333) as Managing Director of the Company

Resolution Required: (Ordinary / Special) Ordinary

Whether promoter/ promoter group are interested in the agenda/ resolution?									Ordinary	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	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		60718750	100.00	60718750	0	100	0	0	
Public Institutions	E-voting	500	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	0	N.A.	0	N.A.	N.A.	
	Total		0	0	0	0	0	0	0	
Public- Non Institutions	E-voting	444230750	27240664	6.13	27238305	2359	99.99	0.01	0.01	
	Poll		0	0.00	0	0	0.00	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		27240664	6.13	27238305	2359	99.99	0.01	0.01	
Total		504950000	87959414	17.42	87957055	2359	99.997	0.003	0.003	



Resolution No.4 Approval for increase in Authorized share capital and alteration of Memorandum of Association of the company

Resolution Required: (Ordinary / Special)

Whether promoter/ promoter group are interested in the agenda/ resolution?

Special

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	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
Public Institutions	Total	500	60718750	100.00	60718750	0	100	0
	E-voting		0	0	0	0	0	
	Poll		0	0	0	0	0	
Public- Non Institutions	Postal Ballot(if applicable)	444230750	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	
	E-voting		27405664	6.17	27238412	167252	99.39	0.61
Total	Poll	504950000	0	0.00	0	0	0.00	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27405664	6.17	27238412	167252	99.39	0.61
			88124414	17.45	87957162	167252	99.810	0.19



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 - 700 001,

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 (AGM) of M/s. ARC Finance Limited held on Monday, 30th September, 2024 at 01:00 P.M. through Video Conferencing and Other Audio-Visual Means.

1. I, Akhil Agarwal, Company Secretary in Practice, having CP No. 16313 and Peer Review No. 4237/2023, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 2nd September, 2024, 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 42nd Annual General Meeting of the Company held on **30th day of September, 2024 at 01:00 P.M. through VC/OAVM.**
2. The Management of the Company is responsible to ensure Compliance with the requirements of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) on the resolutions proposed in the Notice of 42nd Annual General Meeting of the members of the Company. 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 casted in favour or in against if any, to the Chairman of the Company on the resolution, based on the reports generated from the electronic voting system provided by **National Securities Depository Limited (NSDL).**
3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by **National Securities Depository Limited (NSDL).**
4. The remote e-voting period remained opened from 9:00 A.M. on Friday, 27th September, 2024 to 5:00 P.M. on Sunday, 29th September, 2024.
5. The Members of the Company as on "**cut-off date**", i.e., **23rd September, 2024** were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company.



6. The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.
7. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who attended meeting through VC/OAVM and had not voted through remote e-voting, were allowed to cast their vote through e-voting system during the AGM.
8. 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.
9. Thereafter, votes casted through remote e-voting at the meeting were unblocked on 30th September, 2024 in the presence of two witnesses, Ms. Twinkle Sharma and Ms. Muskan Rathi, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Twinkle Sharma

Name: Twinkle Sharma

Muskan Rathi

Name: Muskan Rathi

8. The details containing, inter-alia, list of Equity Shareholders who have voted "for" or "against" were downloaded from e-voting website of National Securities Depository Limited (NSDL) i.e., <https://www.evoting.nsdl.com/>.
9. My responsibility as scrutinizer for the e- voting at the meeting is restricted to making Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions.
10. Based on the reports generated from the website of NSDL during the AGM, the result of voting stands as under:



a) **Resolution -1: Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet as on March 31, 2024, 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.

(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	234	87957156	99.997
Voting by poll	-	-	-
Total	234	87957156	99.997

(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	5	2258	0.003
Voting by poll	-	-	-
Total	5	2258	0.003

(iii) **Invalid** votes :

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



b) **Resolution-2: Ordinary Resolution**

To appoint a director in place of Mr. Surojit Sarkar (DIN No. 09672539) 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	231	87954355	99.994
Voting by poll	-	-	-
Total	231	87954355	99.994

(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	4959	0.006
Voting by poll	-	-	-
Total	7	4959	0.006

(iii) **Invalid** votes :

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



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

Approval for Regularisation of Mr. Virendra Kumar Soni (Din: 08554333) as Managing 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	232	87957055	99.997
Voting by poll	-	-	-
Total	232	87957055	99.997

(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	2359	0.003
Voting by poll	-	-	-
Total	7	2359	0.003

(iii) **Invalid** votes :

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



d) **Resolution-4: Special Resolution**

Approval for increase in Authorized share capital and alteration of Memorandum of Association of the company.

(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	233	87957162	99.81
Voting by poll	-	-	-
Total	233	87957162	99.81

(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	7	167252	0.19
Voting by poll	-	-	-
Total	7	167252	0.19

(vi) **Invalid** votes :

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



11. RESULTS:

- a. My report includes the result of votes cast through e-voting process.
 - b. I have scrutinized the votes cast through electronic means for the purpose of this report.
 - c. 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:

- a. 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
Peer Review No. 4237/2023
UDIN: A035073F001381319

Place: Kolkata

Date: 30.09.2024