



Regency Fincorp Limited

(Formerly Known as: -Regency Investments Limited)

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24th April, 2025

The Listing Department
BSE Limited
25th Floor, P J Towers Dalal Street
Mumbai, Maharashtra- 400001

Subject: Announcement under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: REGENCY FINCORP LIMITED (SCRIP CODE: 540175)

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") we hereby wish to inform you that the shareholders at their meeting held on Thursday, 24th April, 2025 at 12:30 P.M. has approved the following agendas:

1. Change in designation and fixation of remuneration of Mr. Sarfaraz Mallick (DIN: 10255433) from Non-Executive Director to Executive Director of the Company.

The details in respect of change in designation as required under Regulation 30 read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is enclosed herewith and marked as **Annexure-I**.

2. Issuance of Secured/Unsecured, Listed/ Unlisted Redeemable Non-Convertible Debentures on Private Placement Basis to Residents and Non-Residents.

The information in connection with the issue of securities pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is enclosed herewith and marked as **Annexure-II**.

3. Revision in the terms of Loan Agreements with various entities.
4. Ratification in the contents of notice of Extra- Ordinary General Meeting dated 3rd October, 2024

The information in connection with the ratification of the contents of notice of Extra-Ordinary General meeting dated 3rd October, 2024 pursuant to Regulation 30 of the SEBI Listing Regulations is enclosed herewith and marked as **Annexure-III**.

Request you to kindly take the same on your records.

For Regency Fincorp Limited

Gaurav Kumar
Managing Director
DIN: 06717452

Place: Chandigarh

ANNEXURE-I

THE DETAILS FOR CHANGE IN DESIGNATION AS REQUIRED UNDER REGULATION 30 READ WITH CLAUSE 7 OF PARA A OF PART A OF SCHEDULE III OF SEBI LISTING REGULATIONS READ WITH SEBI CIRCULAR SEBI/HO/CFD/CFD-POD1/P/CIR/2023/123 DATED JULY 13, 2023

S. NO.	PARTICULARS	DETAILS
1	Name and DIN of the Director	Mr. Sarfaraz Mallick (DIN: 10255433)
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Change in Designation
3	Date of Change in Designation/ appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment ;	Date of change in designation: The Board in its meeting held on 29 th March, 2025 has approved the change in designation of Mr. Sarfaraz Mallick from Non-Executive Director to Executive Director of the Company and whose office shall be liable to retire by rotation. Further, the members at their Meeting held today i.e. 24 th April, 2025 have approved the same. Terms: Mr. Sarfaraz Mallick's designation is changed from Non-Executive Non-Independent Director to Executive Director of the Company. He shall be entitled to a remuneration of INR 12,00,000 (Indian Rupees Twelve Lakhs Only) per annum.
4	Brief profile (in case of appointment);	Not Applicable in case of Change in Designation
5	Disclosure of relationships between directors (in case of appointment of a director).	No Relation

ANNEXURE-II

DETAILS REGARDING ISSUE OF SECURITIES VIA PRIVATE PLACEMENT

Category- Secured/ Unsecured, Listed/Unlisted Redeemable Non-Convertible Debentures

Particulars	Details of Securities Allotted
Type of securities proposed to be issued	Non- Convertible Debentures (“NCD”)
Type of issuance	Private Placement
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to INR 200,00,00,000 (Indian Rupees Two Hundred Crores Only)
Issue Price	<p>The members have approved the issuance of Non-Convertible Debentures up to INR 200,00,00,000 (Indian Rupees Two Hundred Crores Only). The Board during the financial year 2025-26 will consider such issuance and thereafter the issue price shall be ascertained.</p> <p>At the time of issuance of NCD by virtue of the special resolution passed dated 24th April 2025, the company will submit this disclosure mentioning the issue price therein.</p>
Additional information in case of preferential issue:	
size of the issue	Up to INR 200,00,00,000 (Indian Rupees Two Hundred Crores Only)
whether proposed to be listed? If yes, name of the stock exchange(s)	The shareholders at their meeting held on 24th April, 2025 has approved the issuance of Listed and/or Unlisted Non-Convertible Debentures.
a. tenure of the instrument b. date of allotment and date of maturity;	

<ul style="list-style-type: none"> c. coupon/interest offered, schedule of payment of coupon/interest and principal; d. charge/security, if any, created over the assets; e. special right / interest / privileges attached to the instrument and changes thereof; f. delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal; g. details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any; h. details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures; 	<p>The same shall be considered by the Board at the time of issuance of the debentures in various tranches during the financial year 2025-26</p>
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ANNEXURE-III

THE DETAILS FOR RATIFICATION OF THE CONTENTS OF THE NOTICE OF EXTRA- ORDINARY GENERAL MEETING DATED 3RD OCTOBER 2024

Please be informed that pursuant to the Second proviso to Regulation 166A(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the link for the Valuation Report was inadvertently skipped and Identity of Natural persons of the proposed allottee being the ultimate beneficial owners of one of the proposed allottee i.e. Vibhor Garg HUF was inadvertently mentioned “Not Applicable” in notice of the extra ordinary general meeting dated 03rd October, 2024.

BSE Limited via its In-Principle Approval dated 18th December, 2024 vide letter no. LOD/PREF/MK/FIP/1538/2024-25 for preferential issue of 43960000 (Four Crore Thirty Nine Lakh Sixty Thousand) Warrants convertible into Equity Shares at Rs. 22/- (Rupees Twenty Two Only) each to Promoter/Non-Promoter Category, has advised the company to incorporate the:

- A. Weblink of the valuation report; and
- B. The name of the Natural Person of the proposed allottee in the notice of the ensuing general meeting of the company.

Complying with those directions, the Company had attached the weblink for the valuation report in the Explanatory Statement of Item No. 4 under the Notice of the Extra Ordinary General Meeting dated 29th March 2025.

The same was placed before the members in the meeting and therefore the members have approved the same via passing special resolution under Item no. 4.