

Regency Investments Ltd.

March 6, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai, 400001

To,
Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata - 700001

Dear Sir/Madam,

**Subject: - Submission of Notice of Extra-Ordinary General Meeting to be held on
March 30, 2018**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the copy of Notice of Extra-Ordinary General Meeting to be held on March 30, 2018 for preferential allotment of shares to Allottees as specified therein.

Kindly take the above information on record and oblige.

Thanking You,

For Regency Investment Limited


Sahara Sharma Director
Whole Time Director
DIN:07682859

NOTICE TO MEMBERS

Notice is hereby given that the Extra Ordinary General Meeting (EOGM) of the Members of **Regency Investments Limited** (Company) is scheduled to be held on Friday, March 30, 2018 at 11.30 A.M. at the Registered office of the Company situated at Unit No. 201-B, 2nd Floor, Global Business Park, Waraich Farm Compound, NH-22, Delhi-Ambala-CHD Road, Zirakpur, Mohali-140603, Punjab, to transact the following business:

1. To consider and if thought fit, to pass, with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provision of Section 14 and all other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) ,the consent of the members of the Company be and is hereby accorded for adoption of the new set of Articles of Association of the Company as placed before the meeting in substitution of the existing Articles of Association of the Company as applicable to Company under Companies Act, 2013.”

“RESOLVED FURTHER THAT consequent to the adoption of the new set of Articles of Association of the Company all the clauses of the erstwhile Articles of Association shall be redundant.”

“RESOLVED FURTHER THAT any of the Director/s of the Company be and is hereby authorized to prepare, sign and do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

2. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 13, 14, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof, for the time being in force), and pursuant to the provisions of Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby granted to increase the Authorised Share Capital of the Company from Rs. 3,20,00,000/- (Rupees Three Crore Twenty Lakhs) divided into 32,00,000 (Thirty Two Lakhs) Equity shares of Rs. 10/- (Rupees Ten) each to Rs. 4,20,00,000/- (Rupees Four Crore Twenty Lakhs) divided into 42,00,000 (Forty Two Lakhs) equity shares of 10/- (Rupees Ten Only) each by creation of 10,00,000 (Ten Lakhs) additional equity shares of Rs. 10/- (Rupees Ten Only) each ranking pari-passu with the rights and liabilities of the existing equity shares.

“RESOLVED FURTHER THAT, Mrs. Sahara Sharma, Whole Time Director (DIN: 07682859) or any other Directors or Company Secretary of the Company be and are hereby severally authorized to intimate the Registrar of Companies, Chandigarh about such increase in the Authorized Share Capital of the Company and to do all such deeds, matters and things to enable the Registrar to make necessary changes in the Capital Clause of the Memorandum of Association of the Company to be read as follows:

- V. The Authorized Share Capital of the Company is Rs. 4,20,00,000/- (Rupees Four Crore Twenty Lakhs) divided into 42,00,000 (Forty Two Lakhs) equity shares of Rs. 10/- (Rupees Ten Only).”

3. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 42 and Section 62(1)(c), and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the “CA 2013”) and in accordance with the provisions of Memorandum and Articles of Associations of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Chapter VII “Preferential Issue” and other applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009 and any other applicable rules, notifications and guidelines issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and other competent authorities, and subject to the approvals, permissions, and sanctions, and consent as may be necessary from any regulatory and other appropriate authorities and all such other approvals as may be required, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”) to create, issue, offer and allot in one or more tranches upto 10,18,542 (Ten Lakhs Eighteen Thousand Five Hundred and Forty Two) Equity shares of Rs. 10/- (Rupees Ten) each at an issue price of Rs. 35.50/- (Rupees Thirty Five and Fifty paise only), on preferential basis to Promoter, Non-Promoters Investors and Body Corporate, on such terms and conditions as may be determined by the Board in accordance with the provisions of Chapter VII of the ICDR Regulations, 2009 or other applicable laws to the below mentioned allottees.

Sr. No.	Name & Address of the Proposed Allottees	PAN	Category	Number of Shares
1	Gaurav Kumar Address:-C-503,Mona Gareen, Opp. Domino, Vip Road, Zirakpur, SAS Nagar, Mohali- 140603	BRJPK2015C	Promoter Investor	61,971
2	Kiran Singhal Address:-D7/321,Rohini Sector-6, Rohini sector-7, New Delhi-110085	BUCPS4837E	Non -Promoter Investor	5,633
3	Neelam Chopra Address:-303, GH-91, Sector-20, Panchkula -134116	ACTPC9330Q	Non -Promoter Investor	8,450
4	Pooja Kataria Address:-W/O Raman Kataria,404, Garden Enclave,Block Verka, Khan Kot,Amritsar-143501	ALTPK0571G	Non -Promoter Investor	14,084
5	Rakesh Nain Address:-H.No.963,Huda Sector- 19,Part-2,Huda, Kaithal,Haryana- 136027	AEMPN6139B	Non -Promoter Investor	5,915
6	Hakikat Rai Address:-House Number 1383 Gali Number-5 Ward Number 16, Rishi Nagar, Kaithal, Haryana-136027	BGCPR9999C	Non -Promoter Investor	8,450
7	Sukhbir Yadav Address:-22-20 Gali Number 8,	AEXPY2679G	Non -Promoter Investor	4,225

	Amar Garh, Gamdi, Kaithal, Haryana -136027			
8	Balwant Singh Address:-House Number-211, Gali, Number-08,Ward Number- 20, Kaithal, Haryana -136027	HKIPS9817J	Non -Promoter Investor	8,450
9	Mahi Pal Address:-H.No.219/A, Near Govt. School, Kotra, Kaithal, 136043	AARPP6596P	Non -Promoter Investor	8,450
10	Joginder Singh Address:-H.No. 484, Ashoka Garden Colony Kaithal,Haryana-136027	BYOPS1432B	Non -Promoter Investor	4,225
11	Randhir Singh Chahal Address:-H.No-1551,Gali No-13, Ward No-16, Rishi Nagar, Kaithal, Haryana-136027	ADSPC9079Q	Non -Promoter Investor	4,225
12	Paryas Malik Address:-Kurar -38, zarkhana, Jind, Haryana-126112	BTKPM1529A	Non -Promoter Investor	4,225
13	Joginder Pal Singh Address:-H. No. 3349,Sector- 47/D, Chandigarh - 160047	ACWJPJ5837G	Non -Promoter Investor	2,816
14	Prarthna Jindal Address:-1/10698, Gali No- 01,Subhash Park ,Naveen Shahdara, Delhi-110032	AKKPJ8660R	Non -Promoter Investor	5,633
15	Rashu Sarin Address:-H.No. 155,Kamla Devi Avenue, Fathegarh Churian Road, Amritsar-143001	BXBPS4765D	Non -Promoter Investor	14,084
16	Ravi Jagwani Address:-2157, Phase-10, SAS Nagar, Gf Flr, Mohali , Sector-62, Punjab-160062	AAGPJ0019G	Non -Promoter Investor	14,084
17	Mayank Jagwani Address:-2157, Phase-10,Sas Nagar, Gf Flr, Mohali , Sector- 62,State-Punjab-160062	AXKPJ5984H	Non -Promoter Investor	28,169
18	Millennial Card Technologies Pvt. Ltd. Address:-T-19, Basement, Greenpark Main, NewDelhi - 110016	AALCM0712B	Non -Promoter Investor	7,042
19	Rakesh Kwatra Address:- Flat No. 166 C- 5,Gulmohar Trend Society, Dhakauli, Mohali ,Punjab-160104	ATQPK6686H	Non -Promoter Investor	14,084
20	Vijay Kumar Umat Address:-H No. 49, Chndani Avenue, Ward No-42, Amritsar-143001	AABPU2980J	Non -Promoter Investor	33,802

21	Myanak Umat Address:-H No. 49, Chndani Avenue, Ward No-42, Amritsar-143001	ACBPU9007C	Non -Promoter Investor	33,802
22	Sunil Jindal Address:-Flat No.27, Akash Kunj,Sector-9, Rohini, North West,Delhi-110085	AEWPJ0470M	Non -Promoter Investor	5,633
23	Madhu Bala Address:-Ward No-14, Assandh, Karnal Haryana-132039	CPBPB8317R	Non -Promoter Investor	28,169
24	Priya Chauhan Address:-H.No. 253, Galino- 5,Guru Ramdaas Nagar,P.O. Khalsa College, Block Verka,Kot Khalsa, Amritsar-143002	BOOPC3526G	Non -Promoter Investor	28,169
25	Minal Malik Address:-C-24,Ground Floor, Soami Nagar,Panchsheel Enclave, Malviya Nagar,Delhi-110017	AFYPM9222P	Non -Promoter Investor	14,084
26	Parveen Goyal HUF Address:- H.No-171, Near Bhupinder, Gas Agency, E- Block, Sirsa Haryana-125055	AAYPG9394B	Non -Promoter Investor	5,633
27	Rajesh Goyal HUF Address:- H.No-171, Near Bhupinder, Gas Agency, E- Block, Sirsa Haryana-125055	AEEPG7538M	Non -Promoter Investor	5,633
28	Bimla Devi Sahuwala Address:- H.No-10,Sector-20, Hudda, Sirsa, Haryana	AJWPS5016M	Non -Promoter Investor	5,633
29	M P Sidana HUF Address:- H.No.38,B Rani Ka Bagh, Govt. College For Women, Road,Amritsar	AAEHM0526K	Non -Promoter Investor	56,338
30	Ramina Address:-38-B, Maclod Road, Rani Ka Bagh,Amritsar	ATQPR0396F	Non -Promoter Investor	56,338
31	Usha Gupta Address:-W/O Rajinder Kumar Gupta, 43, Ward No-44, Joshi Colony,Amritsar-1	AGDPG4693E	Non -Promoter Investor	28,169
32	Rajinder Kumar Gupta HUF Address:-S/O Durga Daas Gupta, 43, Ward No-44, Joshi Colony,Amritsar-1	AALHR0145J	Non -Promoter Investor	28,169
33	Pawan Kumar Sharma Address:-H.No.225, Green AvenueNear Green Avenue Market,Amritsar	ABQPS7739D	Non -Promoter Investor	8,450
34	Shikha Sarin Address:-W/O Varun Sarin, 25-B, Amritsar	BAAPS4115C	Non -Promoter Investor	8,450

35	Jatinder Bir Singh Address:-C/2213, Ranjit Avenue, C-Block,Amritsar	AUEPS9586K	Non -Promoter Investor	2,816
36	Riti Kapoor Address:-7, Rose Avenue, Maqbol Road, Amritsar-143001	AAWPK6833F	Non -Promoter Investor	16,901
37	Suman Kumar Kapoor Address:-S/O Harbansh Lal Kapoor, 7, Rose Avenue, Maqbool Road, Amritsar-143001	AAWPK6838Q	Non -Promoter Investor	16,901
38	Manik Kapoor Address:-7, Rose Avenue, Maqbol Road, Amritsar-143001	CAVPK5225J	Non -Promoter Investor	16,901
39	Varun Khindri HUF Address:- 84/85,Shakti Nagar,Amritsar-143001	AAKHV8924Q	Non -Promoter Investor	14,084
40	Shikha Agarwal Address:-84/85,Shakti Nagar,Amritsar-143001	AKNPA4129M	Non -Promoter Investor	14,084
41	Taranjeet Jaiswal Address:-Flat No-1,Astoria Building,East Avenue,S.C Chatterjee Marg, Santacruz West,Mumbai-400054	ADUPJ2603H	Non -Promoter Investor	8,450
42	Mukesh Jain Address:-801- Whistling Woods Tagore Road, Opp.Bhargav Nursing Home,Santacruz West-400054	AACPJ9762G	Non -Promoter Investor	28,169
43	Rupinder Kaur Address:- H.No.3113,Phase- 2,Near Telephone Exchange, Urban Estate, Basant Avenue Ludhiana,141013	ANRPK0261D	Non -Promoter Investor	42,253
44	Rajan Gogia Address:-Flat No-112, Navyug Apartments,Plot No-49,Sector-9, Rohini ,Sector-7,North West, Delhi-110085	AAHPG1273G	Non -Promoter Investor	2,816
45	Swati Gogia Address:-Flat No-112, Navyug Apartments,Plot No-49,Sector-9, Rohini ,Sector-7,North West, Delhi-110085	ACTPG1470B	Non -Promoter Investor	2,816
46	Tarun Kumar Saxena Address:-332,2nd floor, Garg Plaza, Plot No. - 24, Community Centre, Road-44, Pitam Pura, Delhi-110034	AAOPS8794F	Non -Promoter Investor	5,633
47	Vinod Kumar Sharma Address:-H.No-290-B, Bhai Randhir Singh Nagar, Rajguru Nagar, Ludhiana, 141012	AJWPS6253Q	Non -Promoter Investor	2,816

48	Rohit Gupta HUF Address:-H.No.70/A, A Civil Line, Green Park, Ludhiana, Punjab-141001	AAHHR4500B	Non -Promoter Investor	4,225
49	Sanjeev Kumar Gupta Address:-H.No.411/1, College Road, Civil Lines, Ludhiana - 141001	ABMPG0989R	Non -Promoter Investor	2,816
50	Niti Sharma Address:-House No. 82,Manzil Appartment, Plot No.-7, Sector-9, Dwarka, New Delhi-75	HEDPS2485P	Non -Promoter Investor	5,633
51	Jyoti Daga Address:-Babu Lal Satya Narayan 2950,Katara Khushal Rai, Kinari Bazaar, Chandani Chowk, Delhi-06	ATXPJ9098D	Non -Promoter Investor	5,633
52	Satya Narain Chandak Address:-N-8,Double Storey,Lajpat Nagar-Iv, South Delhi, New Delhi- 110024	ABSPC5128J	Non -Promoter Investor	5,633
53	Nikos Consulting Private Limited Address:-B 42,Brahma Apartments,Plot No 7,Sector 7, Dwarka,New Delhi-110075	AADCN3266F	Non -Promoter Investor	7,042
54	Blue Dawn Services Private Limited Address:-Office No. 310, 3rd Floor Blk-O, Sec-9, Rohini City New Delhi ,North West,DL-110085	AAFCB9646P	Non -Promoter Investor	19,718
55	Dharmendra Gupta Address:-1/9877-B,2nd Floor, Street No-1, West Gurakh Park, Shahdara, Delhi-110032	AJBPG3617R	Non -Promoter Investor	2,816
56	Smita Vishal Kapoor Address:-W-30094,Wellington Estate,Dlf City Phase-V,Gurgaon-122001,Haryana	AENPK5499N	Non -Promoter Investor	4,225
57	Ramesh HUF Address:-Jasaur Kheri (17),Jhajjar,Jasaur Kheri,Haryana-124505	AASHR6187F	Non -Promoter Investor	2,816
58	Raju Pawashetty Shiva Address:-13-1-5/6/1, Avanthi Nagar, Mothi Nagar, Balangar, Rangareddi, Andhra Pradesh-500018	APGPP5994P	Non -Promoter Investor	2,816
59	Kishor Netke Address:-B-74, Dattani Park No-2, Chs Western Express Highway,Near Sai Dham Mandir, Kandivali East ,	AEQPN5193P	Non -Promoter Investor	2,816

	Mumbai, Maharashtra-400101			
60	Kunal Sunil Kumar Address:-40 Prince Garden, A Block,3rd Floor, Flat No-304, Thambusamy Road,Near Motcham Theatre, Kilpauk, Chennai, Tamil Nadu-600010	AOHPK88456	Non -Promoter Investor	2,816
61	Mahendra Shankar Utekar Address:-B/14 Saibaba So. Ganesh Nagar Parerawadi, SakiNaka,Mumbai, Maharashtra -400072	AAZPU0917F	Non -Promoter Investor	2,816
62	Anuj Agarwal Address:-S/O vinod Kumar Agrwal, Forum Parvesh, Block-A,Flat-603, 212, Girish Ghosh Road, Belurmath, Howrah, Belur Math, West Bengal-711202	BAYPA7901F	Non -Promoter Investor	2,816
63	Suraj Munoth Address:-47/2, Pulianthope,3rd Street, Perambur Barracks, Chennai, Tamil Nadu-600012	GPEPS4146J	Non -Promoter Investor	2,816
64	Rameshchand Pukhraj Address:-300/708,T H Road,New Washermenpet, Tondiarpet, Chennai, Tamil Nadu-600081	AAEPR4827L	Non -Promoter Investor	2,816
65	Paresh Kumar Joshi Address:-20 New Chankyapuri, Ram Vatika Ke Pas, Sachin Tendulkar Road, Gwalior, Madhya Pradesh-474011	AGQPJ7707H	Non -Promoter Investor	2,816
66	Pratik A Kothari Address:-103/104,Sagar Apartmet, Near Raymond Show Room,Majura Gate, Surat City, Gujarat - 395002	AOIPK9612G	Non -Promoter Investor	2,816
67	Pushpaben Arvindbhai Kothari Address:-103/ 104,Sagar Apartmet, Near Raymond Show Room, Majura Gate, Surat City, Gujarat, 395002	ADDPK4179J	Non -Promoter Investor	2,816
68	Nidhi Partik Kothari Address:-103/ 104,Sagar Apartmet, Near Raymond Show Room,Majura Gate, Surat City, Gujarat - 395002	AMDPS6492F	Non -Promoter Investor	2,816
69	Ghanshyam P Patel HUF Address:-A-30, Mansarovar Society, Near Morarji Desai Garden, Adajan, Surat City,Navyug College, Gujarat-395009	AAHHG0065L	Non -Promoter Investor	2,816

70	Varinder Singh Address:-D-71,Phase-5, Focal Point, Ludhiana	BQRPS6868N	Non -Promoter Investor	2,816
71	Munish Kumar Address:-D-74, Phase-5, Focal Point, Ludhiana	AFVPK2603R	Non -Promoter Investor	2,816
72	Darpan Garg Address:-D-97, Phase-5, Focal Point, Ludhiana	CCMPG8293F	Non -Promoter Investor	2,816
73	Savita Chaudhary Address:-74, Ansal Enclave, Chandigarh Road, Ludhiana	ADQPC7861C	Non -Promoter Investor	4,225
74	Lalit Kohli Address:- 74, Ansal Enclave, Chandigarh Road, Ludhiana	AQNPK9722G	Non -Promoter Investor	2,816
75	Shubham Sharma Address:-H.No. 3345, Sector-32 D, Chandigarh	ICPPS6741K	Non -Promoter Investor	8,450
76	Shreyansh Atul Khatri Address:-101,Silver Arch Shastri, Nagar, Andheri West, Mumbai-400053	CVCCK3007L	Non -Promoter Investor	8,450
77	Sangeeta Sharma Address:-34/A Morar Enclave, Gola Ka Mandir, Gwalior, Madhya Pradesh-474005	BCOPS3060H	Non -Promoter Investor	2,816
78	Sourabh Goyal Address:-H.No-133, Model Town, Ambala, Haryana-134003	AHQPG9733P	Non -Promoter Investor	28,169
79	Sanjay Sharma Address:-CP-91, Maurya Enclave,Pitam Pura, Delhi	AMCPS2081F	Non -Promoter Investor	2,816
80	Vijay Kumar Tandon Address:-Jiwan Lal Tandon H. No 44-D Prakash Chand Road, Police Line, Amritsar 143001	AAFPT8683D	Non -Promoter Investor	28,169
81	Veena Tandon Address:-H. No 44-D Prakash Chand Road ,Police Line, Amritsar - 143001	AAFPT8681B	Non -Promoter Investor	28,169
82	Amit Tandon Address:-H. No 44-D Prakash Chand Road, Police Line, Amritsar - 143001	AAFPT8682C	Non -Promoter Investor	28,169
83	Atul Tandon Address:-H. No 44-D Prakash Chand Road ,Police Line, Amritsar - 143001	AAFPT1980K	Non -Promoter Investor	28,169

“**RESOLVED FURTHER THAT** in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations, 2009 the “Relevant Date” for the purpose of calculating the price for the issue of shares pursuant to preferential allotment is **February 28, 2018**, which is 30 days prior to the date of this Extra Ordinary General Meeting i.e. March 30, 2018.”

“RESOLVED FURTHER THAT the Equity Shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu with the existing equity shares of the Company in all respects.”

“RESOLVED FURTHER THAT the Company hereby takes note of the certificate from the Statutory Auditors of the Company certifying that the above issue of the Equity Shares is being made in accordance with the ICDR Regulations.”

“RESOLVED FURTHER THAT the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this private placement shall be kept by the Company in a separate bank account opened by the Company with **Canara Bank, Sector-17 Chandigarh** and shall be utilized by the Company in accordance with Section 42 of the CA 2013.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue, allotment of the Equity Shares, Mrs. Sahara Sharma, Whole Time Director (DIN: 07682859) or any other Directors or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing, and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company.”

Date: February 28, 2018
Place: Punjab

For and On Behalf of Board of Directors
Regency Investments Limited

Registered Office:
Unit No. 201-B, 2nd Floor,
Global Business Park ,
Waraich Farm Compound,
NH - 22, Delhi- Ambala - CHD Road,
Zirakpur, Mohali - 140603, Punjab

Sd/-
Sahara Sharma
Whole Time Director
DIN: 07682859

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Under the Companies Act, 2013, voting is by a show of hands unless a poll is demanded by a member or members present in person, or by proxy, holding at least one-tenth of the total shares entitled to vote on the resolution or by those holding paid-up capital of at least Rs. 500,000. A proxy shall not vote except on a poll. The instrument appointing the proxy must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. Every member entitled to vote at the Extra Ordinary General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Extra Ordinary General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
3. Members who attend the Meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the venue of the meeting.
4. Members are requested to bring their copy of the Notice at the time of attending the Extra Ordinary General Meeting.
5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
6. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company's Registrar and Transfer Agent, **M/s. MAS SERVICES LIMITED, New Delhi.**, details of such folio together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the Member/s after making requisite changes thereon.
7. Non-resident Indian Shareholders are requested to inform the Company immediately:
 - a. Change in residential status on return to India for permanent settlement.
 - b. Particulars of bank account maintained in India with complete name, branch, branch code, account type, account number and address of bank, if not furnished earlier.
 - c. Copy of Reserve Bank of India permission.
8.
 - a. Members holding shares in physical form are requested to advise immediately change in their address, if any, quoting their folio number(s) to the Registrar & Share Transfer Agent of the Company.
 - b. Members holding shares in the electronic form are requested to advise immediately change in their address, if any, quoting their Client ID number, to their respective Depository Participants.
9. Members may avail dematerialization facility by opening Demat Accounts with the Depository Participants of either National Securities Depository Limited or Central Depository Services (India) Limited and get the equity share certificates held by them dematerialized.

10. Members desirous of getting any information in respect of proposed resolutions, are requested to send their queries in writing to the Company at its registered office at least 7 days before the date of the meeting, so that the required information can be made available at the meeting.
11. Corporate members intending to send their authorized representative to attend the meeting are requested to send to the Company, a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar & Share Transfer Agent i.e. **M/s. MAS SERVICES LIMITED, New Delhi**.
13. Members may also note that the Notice of the Extra Ordinary General Meeting will also be available on the Company's website: <http://www.regencyinvestments.co.in> for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: regencyinvestmentsltd@gmail.com.

14. Voting through electronic means

- I. Pursuant to Section 108 of the Companies Act, 2013, read with Rules 20 of the Companies (Management and Administration) Rule, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the members provided with the facility to cast their votes by electronics means on all the resolutions proposed to be considered in this Extra Ordinary General Meeting. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on March 23, 2018 are entitled to vote on the Resolutions set forth in this Notice. The e-voting period will commence at 09:00 A.M on March 27, 2018, and ends at 05:00 P.M on March 29, 2018.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter

The instructions for e-voting are as under:

- i. The voting period begins at 09:00 A.M on March 27, 2018 and ends at 05:00 P.M on March 29, 2018. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. on March 23, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. The shareholders should log on to the e-voting website- <http://www.evotingindia.com>.
- iv. Click on "Shareholders" tab.

- v. Now, select the “**REGENCY INVESTMENTS LIMITED**” from the drop down menu and click on “SUBMIT
- vi. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vii. Next enter the Image Verification as displayed and Click on Login.
- viii. If you are holding shares in demat form and had logged on to <http://www.evotingindia.com> and voted on an earlier voting of any company, then your existing password is to be used.
- ix. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- x. After entering these details appropriately, click on “SUBMIT” tab.
- xi. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiii. Click on the EVSN for the relevant business of Regency Investments Limited on which you choose to vote.
- xiv. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xvi. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- xviii. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xix. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xx. Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to <http://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (i) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date March 23, 2018 may follow the same instructions as mentioned above for e-Voting.
- (ii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at <http://www.evotingindia.com>, under help section or write an email to helpdesk.evoting@cdslindia.com.

II. Details of Scrutinizer and results of the voting

- a) M/s. Amit R. Dadheech & Associates, Practicing Company Secretary (CP No. 8952) has been appointed as Scrutinizer to scrutinize voting process in a fair and transparent manner.
- b) The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the meeting unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and submit his report after consolidation of e-voting and the votes in the shareholders meeting, cast in favour of or against, if any, to the Chairman of the Company.
- c) The Results declared along with the Scrutinizer’s Report shall be available for inspection and also placed on the website of the Company within prescribed period.

Date: February 28, 2018

Place: Punjab

**For and On Behalf of Board of Directors
Regency Investments Limited**

Registered Office:

Unit N0. 201-B, 2nd Floor,
Global Business Park ,
Waraich Farm Compound,
NH – 22, Delhi- Ambala – CHD Road,
Zirakpur, Mohali – 140603, Punjab

**Sd/-
Sahara Sharma
Whole Time Director
DIN: 07682859**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO.1:

The Company is planning to increase in Authorised Share Capital of the company for proposed preferential allotments of shares and to meet any other future eventualities, it is considered necessary to increase the authorized share capital of the Company. Hence, to present a true and fair rules and regulation about the operation of the Company it is necessary to adopt the new set of Articles of Association in accordance with the provision of the Act.

As per the provision of the Companies Act, 2013 any change in the Articles of Association of the Company shall be approved by the shareholders in the general meeting.

Your Directors recommends passing this resolution as Special Resolution as set out in Item no. 1 of the annexed notice.

None of the Director/s and Key Managerial Personnel of the Company including their relatives is concerned or interested in this resolution except to the extent of their shareholdings.

ITEM NO. 2:

The existing Authorised Share Capital of the Company is Rs. 3,20,00,000/- (Rupees Three Crore Twenty Lakhs) divided into 32,00,000 (Thirty Two Lakhs) Equity shares of Rs. 10/- (Rupees Ten Only) each. In view of the proposed preferential allotments of shares and to meet any other future eventualities, it is considered necessary to increase the authorized share capital of the Company from Rs. 3,20,00,000/- (Rupees Three Crore Twenty Lakhs) divided into 32,00,000 (Thirty Two Lakhs) Equity shares of Rs. 10/- (Rupees Ten) each Rs. 4,20,00,000/- (Rupees Four Crore Twenty Lakhs) divided into 42,00,000 (Forty Two Lakhs) equity shares of 10/- (Rupees Ten) each by creation of 10,00,000 (Ten Lakhs) additional equity shares of Rs. 10/- (Rupees Ten) each ranking pari-passu with the rights and liabilities of the existing equity shares.

As a consequence of the above, it is necessary to alter the Capital Clause of the Memorandum of Association of the Company. As per the provisions of Section 13 & 61 of the Companies Act, 2013, the increase in the Authorised Share Capital and alteration of the Memorandum of Association of the Company require the consent of the shareholders by way of an Ordinary Resolution.

Your Directors recommend passing of the Ordinary Resolution as set out in Item no. 2 of the annexed notice.

None of the Directors of the Company except their Shareholding in the Company is in any way concerned or interested in above Resolution.

ITEM NO. 3:

The Company is proposing to raise funds issue for working capital requirement, expansion of business operations and general corporate purpose by way of Preferential Allotment of Equity shares of the Company to Promoter, Non Promoter Investors and Body Corporate, in terms of Section 42 and 62 of the Companies Act, 2013 and rules made thereunder and in terms of SEBI (Issue of Capital and Disclosure Requirement) Regulation, 2011.

As per Section 62(1)(c) and 42 of the Companies Act, 2013 and Chapter VII of SEBI (Issue of capital and Disclosure requirements) Regulations, 2009 (“SEBI (ICDR) Regulations”), approval of shareholders in the general meeting by way of special resolution is required for allotment of Equity Shares on preferential basis.

In terms of the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and the aforesaid ICDR Regulations, the relevant disclosures / details are given below:

a) **Object of the Issue:** To meet general business requirements addressing Working Capital needs as well as expansion of Business activities. Therefore, the Company has proposed the Issue of Equity Shares on Preferential Basis to selected person to meet its capital requirements in due course

b) **The total number of equity shares to be issued**
10,18,542 (Ten Lakhs Eighteen Thousand Five Hundred and Forty Two) Equity shares of Rs. 10/- (Rupees Ten) each at an issue price of Rs. 35.50/- (Rupees Thirty Five and Fifty paise) each.

c) **Terms of Issue of the Equity Shares, if any.**
The Equity Shares allotted in terms of this resolution shall rank pari passu with existing equity shares of the Company in all respects.

d) **Relevant Date**
The relevant date as per the ICDR Regulations for the determination of the price per equity share pursuant to the preferential allotment is February 28, 2018 (“Relevant Date”) (i.e. 30 days prior to the date of proposed EGM which is March 30, 2018). The meeting of the Board of the Directors was held on February 28, 2018 to approve the proposed preferential issue.

e) **Pricing of Preferential Issue**
The equity shares will be issued at such a price (including premium) not lower than the minimum price as stipulated in Chapter VII of SEBI (ICDR) Regulations (Regulation 76).

Accordingly, the price of equity shares of Rs.10/- per equity share to be issued is fixed at Rs.35.50/- per equity share in accordance with the price determined in terms of Regulation 76 of the ICDR Regulations.

f) **Intention of promoters / directors / key managerial personnel to subscribe to the offer:**
Except Mr. Gaurav Kumar, Managing Director and Promoter and Mrs. Rashu Sarin, Independent Director of the company, none of the promoters, directors or key managerial personnel intend to subscribe to the proposed issue.

g) **The pre issue and post issue shareholding pattern of the company**

Sr. No.	Category	Pre Issue Holding of Preferential allotment		Post Issue Holding of Preferential allotment	
		No. of shares held	% of share holding	No. of shares held	% of share holding
A	Promoters’ holding :				
1	Indian :				
	Rajiv Vashist	97,500	3.25	97,500	2.43

	Gaurav Kumar	97,500	3.25	159,471	3.97
	Bodies Corporate:	0	0.00	0	0.00
	Sub Total	195,000	6.50	256,971	6.39
2	Foreign Promoters	-	0.00	0	0.00
	Sub Total (A)	195,000	6.50	256,971	6.39
B	Non-Promoters' holding				
1	Institutional Investors - Banks & Financial Institution	0	0.00	0	0.00
	Sub total (B1)	0	0.00	0	0.00
2	Non-Institution :				
	Individual share capital upto Rs. 2 Lacs	682,109	22.74	1,072,486	26.69
	Individual share capital in excess of Rs. 2 Lacs	1,921,764	64.05	2,454,156	61.06
	NBFC Registered with RBI	0	0.00	0	0.00
	Corporate Bodies	73,325	2.44	107,127	2.67
	Clearing Members	0	0.00	0	0.00
	Directors and Director's Relatives	0	0.00	0	0.00
	Foreign Portfolio Investor	0	0.00	0	0.00
	Others (Including NRIs, Foreign Holdings)	128,002	4.27	128,002	3.19
	Sub Total(B2)	2,805,200	93.50	3,761,771	93.61
	GRAND TOTAL	3,000,200	100.00	4,018,742	100.00

(Note: Percentage decimals are rounded off upto two decimals only)

- h) The time within which the preferential issue shall be completed:** As required under the ICDR Regulations, the Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 15 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue or in the event allotment of equity shares would require any approval(s) from any Regulatory Authority or the Central Government, within 15 days from the date of such approval(s), as the case may be.
- i) The identity of the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue:-**

Name of the Allottees	Category	PAN	Pre preferential offer holding		Post Preferential Offer holding	
			No. of Shares	% Holding	No. of Shares	% Holding
Gaurav Kumar	Promoter Investor	BRJPK2015C	97,500	3.25	159,471.00	3.97
Kiran Singhal	Non - Promoter Investor	BUCPS4837E	0	0	5,633.00	0.14

Neelam Chopra	Non - Promoter Investor	ACTPC9330Q	0	0	8,450.00	0.21
Pooja Kataria	Non - Promoter Investor	ALTPK0571G	0	0	14,084.00	0.35
Rakesh Nain	Non - Promoter Investor	AEMPN6139B	0	0	5,915.00	0.15
Hakikat Rai	Non - Promoter Investor	BGCPR9999C	0	0	8,450.00	0.21
Sukhbir Yadav	Non - Promoter Investor	AEXPY2679G	0	0	4,225.00	0.11
Balwant Singh	Non - Promoter Investor	HKIPS9817J	0	0	8,450.00	0.21
Mahi pal	Non - Promoter Investor	AARPP6596P	0	0	8,450.00	0.21
Joginder Singh	Non - Promoter Investor	BYOPS1432B	0	0	4,225.00	0.11
Randhir Singh Chahal	Non - Promoter Investor	ADSPC9079Q	0	0	4,225.00	0.11
Paryas Malik	Non - Promoter Investor	BTKPM1529A	0	0	4,225.00	0.11
Joginder Pal Singh	Non - Promoter Investor	ACWPJ5837G	0	0	2,816.00	0.07
Prarthna Jindal	Non - Promoter Investor	AKKPJ8660R	0	0	5,633.00	0.14
Rashu Sarin	Non - Promoter Investor	BXBPS4765D	11,000	0.37	25,084.00	0.62
Ravi Jagwani	Non - Promoter Investor	AAGPJ0019G	0	0	14,084.00	0.35
Mayank Jagwani	Non - Promoter Investor	AXKPJ5984H	0	0	28,169.00	0.70
Millennial Card Technologies pvt. Ltd.	Non - Promoter Investor	AALCM0712B	0	0	7,042.00	0.18
Rakesh Kwatra	Non - Promoter Investor	ATQPK6686H	0	0	14,084.00	0.35

Vijay Kumar Umat	Non - Promoter Investor	AABPU2980J	0	0	33,802.00	0.84
Myanak Umat	Non - Promoter Investor	ACBPU9007C	0	0	33,802.00	0.84
Sunil Jindal	Non - Promoter Investor	AEWPJ0470M	0	0	5,633.00	0.14
Madhu Bala	Non - Promoter Investor	CPBFB8317R	0	0	28,169.00	0.70
Priya Chauhan	Non - Promoter Investor	BOOPC3526G	0	0	28,169.00	0.70
Minal Malik	Non - Promoter Investor	AFYPM9222P	0	0	14,084.00	0.35
Parveen Goyal HUF	Non - Promoter Investor	AAYPG9394B	0	0	5,633.00	0.14
Rajesh Goyal HUF	Non - Promoter Investor	AEEPG7538M	0	0	5,633.00	0.14
Bimla Devi Sahuwala	Non - Promoter Investor	AJWPS5016M	0	0	5,633.00	0.14
M P Sidana HUF	Non - Promoter Investor	AAEHM0526K	0	0	56,338.00	1.40
Ramina	Non - Promoter Investor	ATQPR0396F	0	0	56,338.00	1.40
Usha Gupta	Non - Promoter Investor	AGDPG4693E	0	0	28,169.00	0.70
Rajinder Kumar Gupta HUF	Non - Promoter Investor	AALHR0145J	0	0	28,169.00	0.70
Pawan Kumar Sharma	Non - Promoter Investor	ABQPS7739D	0	0	8,450.00	0.21
Shikha Sarin	Non - Promoter Investor	BAAPS4115C	0	0	8,450.00	0.21
Jatinder Bir Singh	Non - Promoter Investor	AUEPS9586K	0	0	2,816.00	0.07
Riti Kapoor	Non - Promoter Investor	AAWPK6833F	0	0	16,901.00	0.42

Suman Kumar Kapoor	Non - Promoter Investor	AAWPK6838Q	0	0	16,901.00	0.42
Manik Kapoor	Non - Promoter Investor	CAVPK5225J	0	0	16,901.00	0.42
Varun Khindri HUF	Non - Promoter Investor	AAKHV8924Q	0	0	14,084.00	0.35
Shikha Agarwal	Non - Promoter Investor	AKNPA4129M	0	0	14,084.00	0.35
Taranjeet Jaiswal	Non - Promoter Investor	ADUPJ2603H	0	0	8,450.00	0.21
Mukesh Jain	Non - Promoter Investor	AACPJ9762G	0	0	28,169.00	0.70
Rupinder Kaur	Non - Promoter Investor	ANRPK0261D	0	0	42,253.00	1.05
Rajan Gogia	Non - Promoter Investor	AAHPG1273G	0	0	2,816.00	0.07
Swati Gogia	Non - Promoter Investor	ACTPG1470B	0	0	2,816.00	0.07
Tarun Kumar Saxena	Non - Promoter Investor	AAOPS8794F	0	0	5,633.00	0.14
Vinod Kumar Sharma	Non - Promoter Investor	AJWPS6253Q	0	0	2,816.00	0.07
Rohit Gupta HUF	Non - Promoter Investor	AAHHR4500B	0	0	4,225.00	0.11
Sanjeev Kumar Gupta	Non - Promoter Investor	ABMPG0989R	0	0	2,816.00	0.07
Niti Sharma	Non - Promoter Investor	HEDPS2485P	0	0	5,633.00	0.14
Jyoti Daga	Non - Promoter Investor	ATXPJ9098D	0	0	5,633.00	0.14
Satya Narain Chandak	Non - Promoter Investor	ABSPC5128J	0	0	5,633.00	0.14
Nikos Consulting Private Limited	Non - Promoter Investor	AADCN3266F	0	0	7,042.00	0.18

Blue Dawn Services Private Limited	Non - Promoter Investor	AAFCB9646P	0	0	19,718.00	0.49
Dharmendra Gupta	Non - Promoter Investor	AJBPG3617R	0	0	2,816.00	0.07
Smita Vishal Kapoor	Non - Promoter Investor	AENPK5499N	0	0	4,225.00	0.11
Ramesh HUF	Non - Promoter Investor	AASHR6187F	0	0	2,816.00	0.07
Raju Pawashetty Shiva	Non - Promoter Investor	APGPP5994P	0	0	2,816.00	0.07
Kishor Netke	Non - Promoter Investor	AEQPN5193P	0	0	2,816.00	0.07
Kunal Sunil Kumar	Non - Promoter Investor	AOHPK88456	0	0	2,816.00	0.07
Mahendra Shankar Utekar	Non - Promoter Investor	AAZPU0917F	0	0	2,816.00	0.07
Anuj Agarwal	Non - Promoter Investor	BAYPA7901F	0	0	2,816.00	0.07
Suraj Munoth	Non - Promoter Investor	GPEPS4146J	0	0	2,816.00	0.07
Rameshchand Pukhraj	Non - Promoter Investor	AAEPR4827L	0	0	2,816.00	0.07
Paresh Kumar Joshi	Non - Promoter Investor	AGQPJ7707H	0	0	2,816.00	0.07
Pratik A Kothari	Non - Promoter Investor	AOIPK9612G	0	0	2,816.00	0.07
Pushpaben Arvindbhai Kothari	Non - Promoter Investor	ADDPK4179J	0	0	2,816.00	0.07
Nidhi Partik Kothari	Non - Promoter Investor	AMDPS6492F	0	0	2,816.00	0.07
Ghanshyam P Patel HUF	Non - Promoter Investor	AAHHG0065L	0	0	2,816.00	0.07
Varinder Singh	Non - Promoter Investor	BQRPS6868N	0	0	2,816.00	0.07

Munish Kumar	Non - Promoter Investor	AFVPK2603R	0	0	2,816.00	0.07
Darpan Garg	Non - Promoter Investor	CCMPG8293F	0	0	2,816.00	0.07
Savita Chaudhary	Non - Promoter Investor	ADQPC7861C	0	0	4,225.00	0.11
Lalit Kohli	Non - Promoter Investor	AQNPK9722G	0	0	2,816.00	0.07
Shubham Sharma	Non - Promoter Investor	ICPPS6741K	0	0	8,450.00	0.21
Shreyansh Atul Khatri	Non - Promoter Investor	CVCPK3007L	0	0	8,450.00	0.21
Sangeeta Sharma	Non - Promoter Investor	BCOPS3060H	0	0	2,816.00	0.07
Sourabh Goyal	Non - Promoter Investor	AHQPG9733P	0	0	28,169.00	0.70
Sanjay Sharma	Non - Promoter Investor	AMCPS2081F	0	0	2,816.00	0.07
Vijay Kumar Tandon	Non - Promoter Investor	AAFPT8683D	0	0	28,169.00	0.70
Veena Tandon	Non - Promoter Investor	AAFPT8681B	0	0	28,169.00	0.70
Amit Tandon	Non - Promoter Investor	AAFPT8682C	0	0	28,169.00	0.70
Atul Tandon	Non - Promoter Investor	AAFPT1980K	0	0	28,169.00	0.70

Further, shareholders are required to note the name of the ultimate beneficial owner as per Regulation 73 of SEBI (ICDR) Amendments 2013 vide notification dated 26/08/2013, wherein disclosure of natural persons who are the ultimate beneficial owners is mandatory, the details of natural person of the proposed allottees is provided herewith:-

Sr. No.	Name of Allottees	Natural persons who are the ultimate beneficial owners	No. of Equity Shares proposed to be allotted	Percentage of Equity Shares proposed to be allotted
1	Millennial Card Technologies Private	<u>Directors:-</u> 1.Ashwin Bhambri	7,042	0.18

	Limited	2. Anand Kumar <u>Shareholders:-</u> 1.Ashwin Bhambri- 9,400 Equity Shares - 94% 2. Anand Kumar- 600 Equity Shares - 6%		
2	Nikos Consulting Private Limited	<u>Directors:-</u> 1. Shalini V Kalra 2. Sunil Srivastava <u>Shareholders:-</u> 1.Shalini V Kalra - 7,700 Equity Shares - 24.21% 2. Sunil Srivastava - 7,700 Equity Shares - 24.21% 3. Ravi Kapoor - 4,600 Equity Shares - 14.46% 4. Paresh Pradhan - 11,804 Equity Shares - 37.12%	7,042	0.18
3	Blue Dawn Services Private Limited	<u>Directors:-</u> 1.Girish Anand Malik 2. Rashmeet Kaur <u>Shareholders:-</u> 1. Girish Anand Malik - 9500 Equity Shares - 95% 2. Rashmeet Kaur - 500 Equity Shares- 5%	19,718	0.49
4	Parveen Goyal HUF	Karta:- Parveen Gupta <u>Co-parceners:-</u> Wife- Preeti Goyal Son- Krishna Son- Yash Goyal	5,633.00	0.14
5	Rajesh Goyal HUF	Karta:- Rajesh Goyal <u>Co-parceners:-</u> Wife- Rekha Goyal Son- Sourabh Goyal Daughter- Vanshika Goyal	5,633.00	0.14
6	M P Sidana HUF	Karta:- Mohinder Pal Sidana <u>Co-parceners:-</u> Wife- Jeewan Jyoti Son- Rohan Sidana Daughter- Ramina Sidana	56,338.00	1.40
7	Rajinder Kumar Gupta HUF	Karta:- Rajinder Kumar Gupta <u>Co-parceners:-</u> Wife- Usha Gupta	28,169.00	0.70

		Son- Nikhil Gupta Daughter- Ekta Gupta		
8	Varun Khindri HUF	Karta:- Varun Khindri Co-parceners:- Wife- Shikha Khindri Son- Vihaan Khindri	14,084.00	0.35
9	Rohit Gupta HUF	Karta:- Rohit Gupta Co-parceners:- Wife- Shelley Gupta	4,225.00	0.11
10	Ramesh HUF	Karta:- Ramesh Co-parceners:- Wife- Manju Son- Aditya Vashisht Daughter- Tanvi Vashisht	2,816.00	0.07
11	Ghanshyam P Patel HUF	Karta:- Ghanshyam Pravjiv Bhai Patel Co-parceners:- Wife- Jimmy G Patel Son- Manv G Patel	2,816.00	0.07

- j) Undertaking to re-compute the price and lock-in till the recomputed price is paid:** In terms of SEBI ICDR Regulations, the Company hereby undertakes that:
- i. It shall re-compute the price of the specified securities in terms of the provisions of these regulations where it is required to do so.
 - ii. If the amount payable on account of re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked in till the time such amount is paid by allottees.
- k) Certificate of statutory auditor:** A certificate from Statutory Auditors of the Company i.e. M/s. Kapil Sandeep & Associates (Firm Reg. No. 016244N), Chartered Accountants,, certifying that the issue of equity shares is being made in accordance with requirements of ICDR Regulations shall be placed before the general meeting of the shareholders.
- l) Lock in period:** The proposed allotment of the equity shares, shall be subject to a lock-in as per the requirements of Regulation 78(6) of ICDR Regulations, 2009.
- m) Number of persons to whom allotment on preferential basis has already been made during the Financial Year:** There has been no allotment made on preferential basis during the financial year 2017-18.
- n) Change in management:** The proposed fresh subscription of shares will not result in any change in the management and control of the Company. Voting rights shall change according to the change in the pre and post shareholding pattern mentioned above and the same is in accordance with SEBI (SAST) Regulations, 2011.

Relevant documents are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.

The consent of the shareholders is sought pursuant to the provision of section 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 and in terms of regulations prescribed by SEBI.

Your Directors recommend passing of the Special Resolution as set out in item no. 3 of the annexed notice.

Except Mr. Gaurav Kumar, Managing Director and Promoter and Mrs. Rashu Sarin, Independent Director of the Company, none of the Directors of the Company except their Shareholding in the Company is in any way concerned or interested in above Resolution.

Date: February 28, 2018

Place: Punjab

**For and On Behalf of Board of Directors
Regency Investments Limited**

Registered Office:

Unit N0. 201-B, 2nd Floor,
Global Business Park ,
Waraich Farm Compound,
NH - 22, Delhi- Ambala - CHD Road,
Zirakpur, Mohali - 140603, Punjab

**Sd/-
Sahara Sharma
Whole Time Director
DIN: 07682859**

Regency Investments Limited

CIN: - L67120PB1993PLC013169

Reg.off.:- Unit No 201-B,2nd Floor, Global Business Park, Waraich Farm

Compound, Nh-22, Delhi-Ambala-Chd Road , Zirakpur , Mohali - 140603 , Punjab

Email Id:- regencyinvestmentsltd@gmail.com Tel.No. - 0172-4639129/4649129

Website: - www.regencyinvestmentsltd.com

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall

Registered Folio No. / DP ID No./Client ID No.	
Name and Address of the Member(s)	
Joint Holder 1	
Joint Holder 2	

I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company, to be held on Friday, March 30, 2018 at 11.30 a.m. at Registered Office of the company at Unit No 201-B, 2nd Floor, Global Business Park, Waraich Farm Compound, NH-22, Delhi-Ambala-CHD Road , Zirakpur , Mohali - 140603 , Punjab .

.....
Member's/Proxy's name in Block Letters

.....
Member's/Proxy's Signature

PROXY FORM

FORM MGT-11

(Pursuant to section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014

Regency Investments Limited

CIN: - L67120PB1993PLC013169

Reg.off.:- Unit No 201-B,2nd Floor, Global Business Park, Waraich Farm

Compound, Nh-22, Delhi-Ambala-Chd Road , Zirakpur , Mohali - 140603 , Punjab

Email Id:- regencyinvestmentsltd@gmail.com Tel.No.- 0172-4639129/4649129

Website: - www.regencyinvestmentsltd.com

Name of the member(s):	
Registered address:	
Email ID:	
Folio No / Client ID / DP ID:	

I/We, being the member (s) of Regency Investments Limited holding _____ Equity shares of the Company, hereby appoint:-

1	Name			
	Address			
	Email ID		Or failing him	
	Signature			
2	Name			
	Address			
	Email ID		Or failing him	
	Signature			
3	Name			
	Address			
	Email ID		Or failing him	
	Signature			
4	Name			
	Address			
	Email ID		Or failing him	
	Signature			

and whose signature are appended below, as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Friday, March 30, 2018 at 11.30 a.m. at Registered office of the Company at Unit No 201-B,2nd Floor, Global Business Park, Waraich Farm Compound, NH-22, Delhi-Ambala-CHD Road , Zirakpur, Mohali - 140603 , Punjab and at any adjournment thereof in respect of such resolutions as is indicated below:-

Resolution Number	Resolution	For	Against	Abstain
1.	Adoption of New Set of Articles of Association due to increase in Authorised Share Capital			
2.	Increase in Authorised Share Capital and consequential Changes In Memorandum of Association of the company			
3.	Issue of Equity Shares on Preferential Allotment Basis to Promoters and Non-Promoter Allottees			

Signed this ____ day of _____ 2018

Signature of Members : _____

Signature of Proxy Holder (s): _____

Affix revenue Stamp

NOTES:

- 1) This Proxy Form in order to be effective should be completed and deposited at the Registered Office of the Company not less than 48 before the commencement of the Extra-Ordinary General Meeting.
- 2) A proxy need not be a member of the Company.
- 3) A person cannot act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
- 4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- 5) In the case of joint holders, the signature of any one holder will be sufficient but names of all the joint holders should be stated.

ROUTE MAP TO EGM VENUE

