



Regency Fincorp Limited

(Formerly Known as:- Regency Investments Limited)

CIN: L67120PB1993PLC013169

Corp. & Regd. Office: Unit No.57-58, 4th Floor, Chandigarh-Ambala Highway, Zirakpur, Punjab-140603

Contact No.: +91-1762-424697 | Web.: www.regencyfincorp.com |

E-mail : regencyinvestmentsltd@gmail.com

Date: 04.03.2023

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

Sub: Voting Results of Postal Ballot held through E-Voting only as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Submission of Scrutinizer's Report

Reference: Regency Fincorp Limited (Scrip Code: 540175)

Dear Sir/Madam,

This has further reference to our Notice of Postal ballot through E-voting seeking approval of the members of the Company for the items of business as set out in the Notice of Postal Ballot dated 27th January, 2023.

In this regard, Ms. Kavita, Practicing Company Secretary (Membership No. F9115) who was appointed as the Scrutinizer for conducting the Postal Ballot process has submitted her report dated 4th March 2023 on the voting of Postal Ballot held through E-Voting, to the Chairman of the Company. In accordance with the said report, the result of Postal Ballot held through E-Voting was declared by the Chairman of the Company today i.e. on 4th March 2023.

Accordingly, the Special Resolutions as set out in the Notice of Postal Ballot have been passed on 4th March 2023 i.e. the last date of receipt of votes of Postal Ballot held through E-Voting, by the members of the Company with requisite majority.

Further, in compliance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the copy of Voting Results is enclosed herewith as **Annexure-I**.

The Report submitted by the Scrutinizer is also attached herewith as **Annexure-II**.

You are requested to take the above information on your records and disseminate the same on your website.

Thanking You,

Yours Sincerely

FOR REGENCY FINCORP LIMITED

MANISHA SHARMA
Digitally signed by
MANISHA SHARMA
Date: 2023.03.04
19:11:22 +05'30'

**MANISHA SHARMA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A58430**

DETAIL OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATIONS 44(3) OF SEBI (LODR) REGULATIONS, 2015

S. No.	Particulars	Details
1.	Date of Postal Ballot Notice	Friday, 27 th January 2023
2.	Cut-off Date	Friday 27 th January 2023
3.	Voting Start Date & Time	Friday, 3 rd February, 2023 at 9:00 A.M.
4.	Voting End Date & Time	Saturday, 4 th March, 2023 at 5:00 P.M.
5.	Total number of shareholders as on the Cut-off Date	4280
6.	No. of shareholders present in the meeting either in person or through proxy	Not Applicable
	Promoters and Promoter Group	
	Public	
7.	Number of Shareholders attended the meeting through video conferencing:	Not Applicable
	Promoters and Promoter Group:	
	Public:	

AGENDA-WISE DISCLOSURE								
Resolution No. 1		To appoint Mr. Kamal Kumar (DIN: 03050458) as an Independent Director of the Company						
Whether the promoter/ promoter group are interested in the Agenda/ Resolution					No			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3) = [(2)/(1)]*100	4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]* 100
Promoter and Promoter Group	Remote E-voting	2669366	2669366	100%	2669366	0	100%	0.00%
Public-Institutions	Remote E-voting	-	-	-	-	-	-	-
Public- non-Institutions	Remote E-voting	8016362	1206703	15.05%	1198257	8446	99.30%	0.70%
	TOTAL	10685728	3876069	36.27%	3867623	8446	99.78%	0.22%

Resolution No. 2:		To consider and approve revision in the terms of loan agreements with various entities						
Whether the promoter/ promoter group are interested in the Agenda/ Resolution					Yes			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3) = [(2)/(1)]*100	4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	2669366	0	0	0	0	0.00%	0.00%
Public-Institutions	Remote E-voting	-	-	-	-	-	-	-
Public-non-Institutions	Remote E-voting	8016362	1074109	13.40%	1073709	400	99.96%	0.04%
TOTAL		10685728	1074109	10.05%	1073709	400	99.96%	0.04%

Resolution No. 3:		To Consider change in the registered office of the Company from the State of Punjab to NCT of Delhi						
Whether the promoter/ promoter group are interested in the Agenda/ Resolution					No			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3) = [(2)/(1)]*100	4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	2669366	2669366	100%	2669366	0	100%	0.00%
Public-Institutions	Remote E-voting	-	-	-	-	-	-	-
Public-non-Institutions	Remote E-voting	8016362	1206703	15.05%	1206699	4	100%	0.00%
TOTAL		10685728	3876069	36.27%	3876065	4	100%	0.00%

Note: *For the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes had not been taken into account.*

Thanking You

Yours' Faithfully

FOR REGENCY FINCORP LIMITED

MANISHA SHARMA Digitally signed by
MANISHA SHARMA
Date: 2023.03.04
19:12:07 +05'30'

MANISHA SHARMA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A58430



A. K. NANDWANI & ASSOCIATES
Company Secretaries

125-126, B. D. Chambers, 10/54, D B. Gupta Road,
Karol Bagh, New Delhi - 110005 (INDIA)
Ph. : (O) 91-11-41548580 Telefax : 91-11-47528088
E-mail : info@aknassociates.in, aknconsult@gmail.com
Visit us : www.aknassociates.in

Date: 04.03.2023

To
Mr. Gaurav Kumar
Managing Director
Regency Fincorp Limited
Unit No. 57-58, 4th Floor, Sushma Infinium
Chandigarh-Ambala Highway,
Zirakpur Mohali PB 140603

Sub.: Scrutinizer's Report on Postal Ballot by 'Remote E-voting' in respect to the resolutions contained in the Notice of Postal Ballot dated 27th January, 2023

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report on the results of the Postal Ballot conducted only by voting through electronic means ('Remote E-voting') in respect to the resolutions contained in the Notice of Postal Ballot dated 27th January, 2023.

This is for your information and records.

Thanking You,
Yours Sincerely,

FOR A. K. NANDWANI & ASSOCIATES
COMPANY SECRETARIES

Kavita
KAVITA
(PARTNER)
FCS - 9115
COP - 10641



ENCL: AS ABOVE



A. K. NANDWANI & ASSOCIATES
Company Secretaries

125-126, B. D. Chambers, 10/54, D. B. Gupta Road,
Karol Bagh, New Delhi - 110005 (INDIA)
Ph. : (O) 91-11-41548580 Telefax : 91-11-47528088
E-mail : info@aknassociates.in, aknconsult@gmail.com
Visit us : www.aknassociates.in

Scrutinizer's Report (Postal Ballot with E-voting facility)

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 and 22 of the
Companies (Management and Administration) Rules, 2014]*

To

Mr. Gaurav Kumar

Managing Director

Regency Fincorp Limited

Unit No. 57-58, 4th Floor, Sushma Infinium

Chandigarh-Ambala Highway,

Zirakpur Mohali PB 140603

**Sub.: Scrutinizer's Report on Postal Ballot by 'Remote E-voting' in respect to the
resolutions contained in the Notice of Postal Ballot dated 27th January, 2022**

Dear Sir,

I, Kavita (FCS 9115) of M/s A.K. NANDWANI & ASSOCIATES, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Regency Fincorp Limited pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of Scrutinizing the Postal Ballot through e-voting in respect of the below stated resolutions as proposed in the Postal Ballot Notice dated January 27, 2023 ("Notice") and I submit my report as under:

Management Responsibility

The Management of the Company is responsible to ensure compliances under the provisions Section 110 and other applicable provisions of the Companies Act, 2013, as amended ("The Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules 2014, as amended (the "Management Rules") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and General Circular no. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated 23rd June, 2021, General Circular no. 20/2021 dated 8th December, 2021, General Circular no. 3/2022 dated 5th May, 2022 and General Circular no. 11/2022 dated 8th



December, 2022 issued by the Ministry of Corporate Affairs hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification and re-enactment(s) thereof, for the time being in force) in respect of postal ballot through remote e-voting.

The Postal Ballot Notice dated January 27, 2023, along with explanatory statement setting out material facts under Section 102 of the Act was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.

Scrutinizer's Responsibility

My responsibility as the Scrutinizer for the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in "favour" or "against" the resolution stated in the Postal Ballot Notice, based on the reports generated from the E- voting system provided by Central Depository Services Limited (CDSL), the service provider.

The Company had availed the e-voting facility offered by CDSL for conducting e-voting by electronic means.

Cut-off Date

The shareholders of the Company holding shares as on the cut-off date of 27th January, 2023 were entitled to vote on the resolution as contained in the postal ballot notice.

Postal Ballot Process

- i. In accordance with the Postal Ballot Notice and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014, the Postal ballot through e-voting commenced at 9:00 A.M. IST on 3rd February, 2023 and ended at 5:00 P.M. IST on 4th March, 2023, and the e-voting module was blocked by CDSL thereafter.
- ii. The Votes cast under e-voting were thereafter unblocked and downloaded on 4th March, 2023 at 5:08 P.M. from the portal of CDSL, and was witnessed by two witnesses, Mr Anil Kumar Nandwani and Ms. Simran, who are not in the employment of the Company and/or the CDSL. They have signed below in confirmation of the same.

Mr. Anil Kumar Nandwani

Ms. Simran



- iii. I have scrutinized and reviewed the remote e-voting based on the data downloaded from the CDSL's e-voting website www.evotingindia.com.

Postal Ballot Result

I now submit my report as under on the results of the remote e-voting in respect of the Special Resolution:

Resolution No. 1: As Special Resolution

Appointment of Mr. Kamal Kumar as an Independent Director of the Company

- (i) Voting "**in favour**" of resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
46	3867623	99.78%

- (ii) Voting "**against**" the resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
7	8446	0.22%

#Except Mr. Kamal Kumar, Director of the Company and their relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.1.

Based on the aforesaid results, Special Resolution as contained in Item No. 1 of the Notice of Postal Ballot of the Company dated 27th January, 2023 has been passed with Requisite Majority.



Resolution No. 2: As Special Resolution

To Consider and Approve revision in the terms of Loan Agreements with Various Entities

(i) Voting "**in favour**" of resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
42	1073709	99.96%

(ii) Voting "**against**" the resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
7	400	0.04%

#Except Mr. Gaurav Kumar, Managing Director of the Company and Mr. Vishal Rai Sarin, Wholetime Director of the Company and their relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.2.

Note: for the purpose of calculation of No. of votes casted, only the valid votes have been counted and no. of invalid votes had not been taken into account.

Based on the aforesaid results, Special Resolution as contained in Item No. 2 of the Notice of Postal Ballot of the Company dated 27th January, 2023 has been passed with Requisite Majority.

Resolution No. 3: As Special Resolution

To Consider change in the Registered Office of the Company from the State of Punjab to NCT of Delhi

(i) Voting "**in favour**" of resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
52	3876065	100.00%



(ii) Voting "**against**" the resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
1	4	0.00%

Based on the aforesaid results, Special Resolution as contained in Item No. 3 of the Notice of Postal Ballot of the Company dated 27th January, 2023 has been passed with Requisite Majority.

Custody of Records

All electronic data and relevant records of e-voting have been handed over to the Managing Director/Company Secretary for safe keeping.

Based on the above information, you may kindly announce the results.

Thanking You,

**YOURS SINCERELY,
FOR A. K. NANDWANI & ASSOCIATES
COMPANY SECRETARIES**

Kavita
**KAVITA
(PARTNER)
FCS - 9115
COP - 10641
UDIN: F009115D003239056
PR 1136/2021**



**PLACE: NEW DELHI
DATE: 04.03.2023**