



## Regency Fincorp Limited

(Formerly Known as: Regency Investments Limited)  
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 Zirakpur140603, Punjab.  
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Date: 17<sup>th</sup> February, 2026

To  
 The Listing Department  
 BSE Limited,  
 25th Floor, Phiroze Jeejeebhoy Towers,  
 Dalal Street Mumbai, Maharashtra - 400001

**SUB: OUTCOME OF BOARD MEETING HELD TODAY I.E. 17<sup>TH</sup> FEBRUARY, 2026**

**REF: REGENCY FINCORP LIMITED (SCRIP CODE: 540175)**

**Meeting Conclusion Time: 07:00 P.M.**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we would like to inform you that the Board of Directors at their meeting held today, i.e., on Tuesday, 17<sup>th</sup> Day of February 2026 commenced at 04:30 P.M. through Video Conferencing and concluded at 07:00 P.M. inter alia has considered and approved the following agenda items:

1. Issuance of 7500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 75,00,00,000/- (Indian Rupees Seventy-Five Crores Only) in one or more tranches on private placement basis; *out of which* 5000 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 50,00,00,000/- (Indian Rupees Fifty Crores Only) will be issued in First tranche consisting of:
  - a. 2500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 25,00,00,000/- (Indian Rupees Twenty-Five Crores Only) as Base Issue; and
  - b. 2500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 25,00,00,000/- (Indian Rupees Twenty-Five Crores Only) as Green Shoe Option.

Disclosure under Regulation 30 read with Clause 2 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure-I**.

2. Appointment of "Infomerics Valuation and Rating Limited" as credit rating agency for issuance of 7500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 75,00,00,000/- (Indian Rupees Seventy-Five Crores Only) in one or more tranches.
3. Appointment "Catalyst Trusteeship Limited" as debenture trustee for issuance of Secured, Rated,

Listed, Non-Convertible Debentures for issuance of 7500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 75,00,00,000/- (Indian Rupees Seventy-Five Crores Only) in one or more tranches.

4. Took note of the resignation tendered by Mr. Kamal Kumar (DIN: 03050458) from the position of Non-Executive Independent Director of the company w.e.f closure of business hours on 11<sup>th</sup> February, 2026.

The details 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 No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 has been submitted by the company vide its intimation dated 12<sup>th</sup> February, 2026.

5. Cessation of directorship of Mr. Sunil Jindal (DIN: 02909819) w.e.f. 17<sup>th</sup> February, 2026 due to disqualification under Section 167(1)(b) of the Companies Act, 2013, having remained absent from all meetings of the Board of Directors held during a period of twelve months.

We would like to inform you that Mr. Sunil Jindal, the Independent Director of the Company; last attended the Board Meeting on 28<sup>th</sup> December, 2024. Afterwards, he has not attended any subsequent board meetings till date i.e, 17<sup>th</sup> February, 2026. He did not even seek leave of absence from the company for not attending the meetings. The company has also marked him absent in the attendance column of the Corporate Governance Report as submitted during the last quarter of financial year 2024-25 and during the First 3 (Three) quarters of the financial year 2025-26. A total of approximately 21 board meetings has been held in the last 12 months, but he has not attended a single meeting. Therefore, Mr. Sunil Jindal is disqualified as per section 167(1)(b) of the Companies Act, 2013.

Disclosure under Regulation 30 read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure-II**.

6. Appointment of Mr. Sachin Garg (DIN: 09094753) as Additional Director in the capacity of Non-Executive Independent Director of the Company, upon recommendation received from the Nomination and Remuneration Committee.

Disclosure under Regulation 30 read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure-III**.

This is for your kind information and record.

**For Regency Fincorp Limited**

**Abhimanyu**  
**Company Secretary & Compliance Officer**  
**M No. 49176**

**ANNEXURE-I**

**Disclosure under Regulation 30 read with Clause 2 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

S NO	Particulars	Details
1	Type of securities proposed to be issued	Secured, Rated, Listed, Non-Convertible Debentures ("NCD")
2	Type of issuance	Private Placement
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	<p><b>Total number of securities proposed to be Issued in one or more Tranches:</b> 7500 Units of Secured, Rated, Listed, Non-Convertible Debenture ("NCD") having face value of INR 1,00,000/- (Indian Rupees One Lakh Only) in one or more tranches.</p> <p><b>Total amount for which the securities will be issued in one or more Tranches:</b> INR 75,00,00,000 (Indian Rupees Seventy-Five Crores Only).</p> <p><b>Total number of securities to be issued in First Tranche:</b> 5000 Units of Secured, Rated, Listed, Non-Convertible Debenture ("NCD") having face value of INR 1,00,000/- (Indian Rupees One Lakh Only).</p> <p><b>Total amount for which the securities will be issued in First Tranche:</b></p> <p>a. 2500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 25,00,00,000/- (Indian Rupees Twenty-Five Crores Only) as Base Issue; and</p> <p>b. 2500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 25,00,00,000/- (Indian Rupees Twenty-Five Crores Only) as Green Shoe Option.</p>
<b><i>Additional Information in case of issuance of Non-Convertible Securities - FOR FIRST TRANCHE</i></b>		
4	Size of the issue	<p>5000 Units of Secured, Rated, Listed, Non-Convertible Debenture ("NCD") having face value of INR 1,00,000/- (Indian Rupees One Lakh Only) consisting of:</p> <p>a. 2500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR 25,00,00,000/- (Indian Rupees Twenty-Five Crores Only) as Base Issue; and</p> <p>b. 2500 units of Secured, Rated, Listed, Non-Convertible Debentures for an amount of aggregating to INR</p>

		25,00,00,000/- (Indian Rupees Twenty-Five Crores Only) as Green Shoe Option.
5	Whether proposed to be listed? If yes, name of the stock exchange(s);	<b>Proposed to be listed:</b> Yes <b>Name of Stock Exchange:</b> BSE Limited
6	Tenure of the Instrument Date of allotment and Date of maturity	<b>Tenure:</b> 12 months and 5 days  <b>Date of allotment:</b> In compliance with Master Circular SEBI/HO/DDHS/DDHS-PoD/P/CIR/2025/0000000137 dated 15th October, 2025, the allotment of NCD's shall be done after closure of Bidding Time (as the NCD shall be privately placed through Electronic Book Provider (EBP)) i.e, on Settlement date.  <b>Date of maturity:</b> 12 months and 5 days from Actual Date of Allotment
7	Coupon/interest offered, schedule of payment of coupon/interest and principal	<b>Interest offered:</b> 14% per annum payable monthly <b>Schedule of Interest payment:</b> Monthly <b>Schedule of principal payment:</b> Redemption on Maturity
8	Charge/security, if any, created over the assets;	1.25x (one point two five times) of the amounts outstanding under the Debentures (including but not limited to interest, default interest, remuneration of the Trustee, charges, fees, expenses and any other charges due from the Company) ("Security Cover Ratio") where at least 1.25x (one point two five times) time or 125% (one hundred and twenty five percent) of the security cover is from principal receivables.
9	Special right/interest/privileges attached to the instrument and changes thereof	None
10	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;	2% (Two per cent) per month from the date of default (over the applicable Coupon Rate) on the outstanding principal amount, for the period of default, in case of default in payment of interest and / or principal redemption on the due dates by the Company.
11	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;	NA
12	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures;	NA

**ANNEXURE-II****Disclosure under Regulation 30 read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

<b>S.No.</b>	<b>Details of the Events</b>	<b>Information of Such Events</b>
1.	Name of the Director and DIN	Mr. Sunil Jindal (DIN: 02909819)
2.	Designation	Non-Executive Independent Director
3.	Reason for Change viz. <del>appointment, cessation, resignation, removal, death or otherwise</del>	Mr. Sunil Jindal ceases to be a director in the company due to disqualification under Section 167(1)(b) of the Companies Act, 2013, having remained absent from all meetings of the Board of Directors held during a period of twelve months.
4.	Date of <del>Appointment</del> /cessation (as applicable) & <del>term of Appointment</del>	17 <sup>th</sup> February, 2026
5.	Brief profile (in case of appointment)	Not Applicable
6.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
<b>Additional Information in case of resignation of an Independent Director</b>		
1.	Letter of Resignation along with detailed reason for resignation	Not applicable as cessation is due to disqualification under Section 167(1)(b) of the Companies Act, 2013
2.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Directorships & Committee Memberships in other listed entities: NIL
3.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Not applicable as cessation is due to disqualification under Section 167(1)(b) of the Companies Act, 2013

**ANNEXURE-III****Disclosure under Regulation 30 read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026**

<b>S.No.</b>	<b>Details of the Events</b>	<b>Information of Such Events</b>
1.	Name of the Director and DIN	Mr. Sachin Garg (DIN: 09094753)
2.	Designation	Non-Executive Independent Director
3.	Reason for Change viz. appointment, cessation, resignation, removal, death or otherwise	Appointment as Additional Director (Independent)
4.	<b>Date of Appointment/cessation (as applicable) &amp; term of Appointment</b>	<b>Date of Appointment:</b> 17 <sup>th</sup> February, 2026 <b>Terms of Appointment:</b> Appointment as Additional Director in the capacity of Non-Executive Independent Director of the Company. He shall hold office up to the date of ensuing general meeting of the company in compliance with the provisions of Section 161 of Companies Act, 2013.
5.	<b>Brief profile (in case of appointment)</b>	<p>Dr. Sachin Garg is a seasoned banking and financial services professional with over 18 years of extensive experience across retail banking, wealth management, and mortgage advisory. He holds a Doctorate in Marketing and Finance and is a Certified Financial Professional, reflecting a strong blend of academic excellence and practical expertise.</p> <p>Dr. Garg has also successfully cleared NISM Series XA and XB (Investment Adviser Level 1 &amp; 2) examinations, qualifying him as a Registered Investment Advisor (RIA), further strengthening his credentials in investment advisory and financial planning.</p> <p>He is having Core Expertise in Retail &amp; Branch Banking, Wealth Management &amp; Investment Advisory, Mortgage &amp; Structured Lending, Financial Planning &amp; Portfolio Advisory, Team Leadership &amp; Business Growth, Client Relationship Management.</p> <p>Dr. Sachin Garg is widely recognized for his strategic thinking, ethical advisory approach, and deep understanding of the Indian banking and financial services landscape.</p>
6.	<b>Disclosure of relationships between directors (in case of appointment of a director)</b>	Not Applicable