



Regency Fincorp Limited

(Formerly Known as: -Regency Investments Limited)

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Date: 17th September, 2025

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., Wednesday, 17th September, 2025

Ref: Regency Fincorp Limited (Scrip Code: 540175)

Meeting Conclusion Time: 5:00 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 Board of Directors at their meeting held today, i.e., on Wednesday, **17th Day of September, 2025** commenced at **04:00 P.M.** through Video Conferencing and concluded at **05:00 P.M.** has inter alia:

1. On recommendations received from the Nomination and Remuneration committee, the Board has considered and approved the appointment of Mr. Abhimanyu (MEM NO: A49176) as Company Secretary and Compliance Officer of the Company, with effect from 17th September, 2025

Disclosure under Regulation 30 of SEBI Listing Regulations read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-I**.

2. On recommendations received from the Nomination and Remuneration committee, the Board has considered and approved the appointment of Mr. Abhimanyu as Internal Auditor of the Company, with effect from 17th September, 2025.

Disclosure under Regulation 30 of SEBI Listing Regulations read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-II**.

3. Considered and approved alteration in the main objects clause of the Memorandum of Association ("MOA") of the Company, subject to the approval of the members in the upcoming postal ballot of the company.

Disclosure under Regulation 30 of SEBI Listing Regulations read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-III**

4. Considered and approved the adoption of Memorandum of Association (“MOA”) of the company in compliance with the provisions of Companies Act, 2013, subject to the approval of members in the upcoming postal ballot process of the company.

Disclosure under Regulation 30 of SEBI Listing Regulations read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-IV**.

5. Considered and approved the adoption of Articles of Association (“AOA”) of the company in compliance with the provisions of Companies Act, 2013, subject to the approval of members in the upcoming postal ballot process of the company.

Disclosure under Regulation 30 of SEBI Listing Regulations read with Clause 7 of Para A of Part A of Schedule III of SEBI Listing Regulations and with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-V**.

6. Considered and approved to make changes in the terms of Loans received by the Company by conversion of the Loans into Equity Shares, subject to the approval of the members in the upcoming postal ballot of the company.
7. Considered and approved the appointment of Mr. Devender Singh proprietor of M/s Devender Singh and Associates, Practicing Company Secretary(ies) for conducting the Postal ballot process in a fair and transparent manner
8. Considered and approved the Calendar of events for the purpose of Postal Ballot of the Company

The Calendar of events for the postal ballot of the company is annexed herewith and marked as **Annexure-VI**

9. Considered and approved Notice of Postal Ballot process of the Company.

This is for your kind information and record.

Thanking You

For Regency Fincorp Limited

Gaurav Kumar
Managing Director
DIN: 06717452

Annexure-I

Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

S. NO.	PARTICULARS	DETAILS
1	Name of the Key Managerial Personnel	Mr. Abhimanyu (Mem. No. A49176)
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment as Company Secretary and Compliance Officer
3	Date of appointment /re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Date of Appointment: w.e.f. 17 th September, 2025 Terms of Appointment: As per the appointment letter
4	Brief profile (in case of appointment);	Qualified Company Secretary with 7 years of progressive experience in secretarial functions. Proficient in handling ROC filings, drafting and vetting agreements, managing board and shareholder meetings, and ensuring adherence to the Companies Act. He also holds a Master of Commerce (M. Com) Degree.
5	Disclosure of relationships between directors (in case of appointment of a director).	Not applicable
6	Confirmation as required under BSE circular Number LIST/COM/14/2018- 19	Not applicable

Annexure-II

Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

S. NO.	PARTICULARS	DETAILS
1	Name of the Internal Auditor	Mr. Abhimanyu (Mem No. A49176)
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment as Internal Auditor
3	Date of appointment /re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Date of Appointment: w.e.f. 17 th September, 2025 Terms of Appointment: As per the appointment letter
4	Brief profile (in case of appointment);	Qualified Company Secretary with 7 years of progressive experience in secretarial functions. Proficient in handling ROC filings, drafting and vetting agreements, managing board and shareholder meetings, and ensuring adherence to the Companies Act. He also holds a Master of Commerce (M. Com) Degree.
5	Disclosure of relationships between directors (in case of appointment of a director).	Not applicable
6	Confirmation as required under BSE circular Number LIST/COM/14/2018- 19	Not applicable

Annexure-III

Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

The Board of Directors considered and approved to add certain new business activities and consequently the Company is altering its main objects, thereby, the Board has proposed to alter Clause III(A) of the Memorandum of Association, subject to approval of the members in the upcoming postal ballot process of the company by way of replacing the existing sub clause 4 with the new sub clause 4.

Subsequent to the alteration, the sub-clause 4 shall be read as under:

4. To carry on in India or elsewhere in all its branches, the business of Prepaid Payment Instruments (PPIs), to develop, operate and provide digital payment solutions including electronic wallets, prepaid cards, UPI and QR-based payments, payment aggregation services, merchant payment gateways, online money transfers, bill payments, recharges and allied cashless transaction services through mobile, internet or other digital platforms, and to undertake all related activities incidental or conducive thereto. Also to carry on the business of general finance, housing finance, investment and leasing and to provide advisory/consultancy services (or leasing, hire purchase, finance and investment) and to undertake all related activities incidental or conducive thereto.

Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

The existing Memorandum of Association (“MOA”) of the Company is based on the erstwhile Companies Act, 1956. The Adoption of new set of MOA is necessary to bring the existing MOA in line with the new Companies Act, 2013 (the “new Act”).

The other/ancillary object clause of the existing MOA needs to be re-aligned as per Table A of Schedule I of the new Act.

The existing Memorandum of Association (MOA) containing 'Clause III(B)' i.e. “Objects Incidental or Ancillary to the attainment of Main Objects” containing sub-clause no. 1 to 59 be and hereby stands replaced by New 'Clause III(B)' i.e. “Matters which are necessary for furtherance of the Objects specified in 'Clause III(A)' containing the sub-clause no. 1 to 33. 'Clause III(C)' of the existing MOA containing sub-clause 1 to 76 i.e., “Other Objects” shall be deleted.

The Board at its meeting held today, i.e. 17th September, 2025 has approved the adoption of new set of Memorandum of Association of the Company, subject to the approval of members at the upcoming postal ballot process of the Company.

Annexure-V

Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

The existing Articles of Association (“AOA”) of the Company are based on the provisions of the Companies Act, 1956 (the “erstwhile Act”) and several regulations in the existing AOA contained reference to specific sections of the erstwhile Act and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 (the “new Act”).

In order to bring the existing AOA of the Company in line with the provisions of the new Act, the Company will have to make numerous changes in the existing AOA. It is therefore considered desirable to adopt a comprehensive new set of Articles of Association of the Company (new Articles) in substitution of and to the exclusion of the existing AOA.

The Board at its meeting held today, i.e. 17th September, 2025 has approved the adoption of new set of Articles of Association of the Company, subject to approval of the members in the upcoming postal ballot of the company.

Annexure-VI

CALENDAR OF EVENTS FOR THE PURPOSE OF POSTAL BALLOT PROCESS

S. No.	PARTICULARS	DATE
1	Cut-off date for dispatch of notice	Friday, 12 th September, 2025
2	Date of Completion of Dispatch of notice	Latest by, 19 th September, 2025
3	Cut-off date for E-Voting	Friday, 12 th September, 2025
4	E-Voting Start Date [9:00 A.M.]	Saturday, 20 th September, 2025
5	E-Voting End Date [05:00 P.M.]	Sunday, 19 th October, 2025
6	Declaration of result	Latest by Wednesday, 22 nd October, 2025 (Excluding holidays)
7	Scrutinizer	Mr. Devender Singh (M. No: A 76094; COP: 28056)