

Regency Fincorp Limited

(Formerly Known as: -Regency Investments Limited) Corp. & Regd. Office :Unit No.57-58, 4th Floor, Sushma Infinium, Chandigarh-Ambala Highway, Zirakpur -140603 Contact No.: +91 77175 93645 Web.: www.regencyfincorp.com E-mail : regencyinvestmentsItd@gmail.com

Date: 4th June, 2024

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

Sub: Submission of Scrutinizer's Report for Annual General Meeting of the Company

Reference: <u>Regency Fincorp</u> Limited (Scrip Code: 540175)

Dear Sir/Madam,

This is with reference to the captioned subject, please find enclosed herewith the Scrutinizer's Report issued by Ms. Anuradha Malik, Practicing Company Secretary appointed as Scrutinizer for conducting e-voting process of 31st Annual General Meeting of the company.

This is for your information and record.

Thanking You

Yours' Faithfully

FOR REGENCY FINCORP LIMITED

GAURAV KUMAR MANAGING DIRECTOR DIN: 06717452



Anuradha Malik **Practicing Company Secretary** (Peer Reviewed) Address: H.No. 61, VPO Jauli, Sonipat, Haryana-131301 M. No: +91 9034571110, Email: csanuradhamalik@gmail.com

Date: 4th June, 2024

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

Sub.: <u>Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to</u> <u>the resolutions contained in the Notice of the Annual General Meeting of Regency</u> <u>Fincorp Limited held on Tuesday, 4th June, 2024 at 12:30 P.M. through Video</u> <u>Conferencing (VC)/Other Audio-Visual Means (OAVM).</u>

Dear Sir,

Please find enclosed herewith the <u>Scrutinizer's Report</u> on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the Annual General Meeting of Regency Fincorp Limited held on **Tuesday**, **4**th **June**, **2024** at **12:30 P.M.** through Video Conferencing.

This is for your information and records.

Thanking You,

YOURS SINCERELY, Anuradha Malik Practicing Company Secretary

ANURADHA MALIK

Digitally signed by ANURADHA MALIK serialNumber=1a396dec60d0256c1b183a5c8a4e789532aa 8b96e702fb47a8a217f7a2dbe43, cn=ANURADHA MALIK Date: 2024.06.04 15:07:56 +05'30'

Membership No: 60626 COP - 27205 Encl: As Above



<u>Scrutinizer's Report</u> [Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

Date: 4th June, 2024

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

<u>Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting</u> <u>and voting through electronic Voting system at the Annual General Meeting of</u> <u>Regency Fincorp Limited ("the Company") held on Tuesday, 4th June, 2024 at 12:30</u> <u>P.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)</u>

Dear Sir,

I, Anuradha Malik, Company Secretary in Whole-Time Practice, appointed by the Board of Directors of the Company at the meeting held on 10th May, 2024 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and electronic voting held during the Annual General Meeting (AGM) of the Company held on Tuesday, 4th June, 2024 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Management Responsibility

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made there under and General Circular Nos. 14/2020, 17/2020, 20/2020, 39/2020, 02/2021, 2/2022, 10/2022 and 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, December 31,2020, January 13, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by the Ministry of Corporate Affairs (MCA) (hereafter referred to as "MCA Circulars") relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice dated 10th May, 2024.

Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the Notice of AGM dated 10th May, 2024 based on the reports generated from the e-voting





system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility and e-voting during the AGM.

I do hereby submit my report as follows:

- 1. All the Resolutions for consideration at the AGM were transacted through remote e-voting and also e-voting during the AGM, for which purpose the Board of Directors of the Company engaged the services of National Securities Depository Limited (NSDL).
- 2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date i.e. Tuesday 28th May, 2024 were entitled to cast their votes by remote e-voting or e-voting during the AGM.
- 3. Voting through remote e-voting commenced at Saturday, 1st June, 2024[9:00 A.M.] and ended on Monday, 3rd June, 2024 [5:00 P.M.] and after which the remote e-voting was blocked by NSDL.
- 4. Facility of e-voting was provided during the AGM to those Members who did not cast their votes by remote e-voting prior to the AGM.
- 5. After Conclusion of Voting at the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked on the same day i.e. Tuesday, 4th June, 2024 at 01:12 P.M., in the presence of two witnesses, Mr. Hitesh and Ms. Naveen neither of whom are in employment of the Company.
- 6. Based on the report generated from NSDL's e-voting website <u>https://www.evoting.nsdl.com/</u> which I have scrutinized, the consolidated results of voting are reported as under:

ORDINARY BUSINESSES

Item No. 1 — As an Ordinary Resolution

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

	Remote e-voting		0	E-voting during the AGM		Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of Shares for which votes	Percentage of votes to total number of	
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted	cast	valid votes cast	
		Cast		Cast				
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100	



Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

None of the other Directors, Key Managerial Personnel or their relatives are in anyway concerned or interested, financially or otherwise, in the Resolution No. 1 as set out in this Notice.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated 10th May, 2024 has been passed with Requisite Majority.

Item No. 2 — As an Ordinary Resolution

TO APPOINT A DIRECTOR IN PLACE OF MR. GAURAV KUMAR (DIN: 06717452) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

	Remote	e-voting	E-voting d AG	0	Consoli	idated voting	results
	Number of	Number of	Number of	Number of	Total number of	Total	Percentage of votes to
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	total number of valid votes
		Cast		Cast		votes cast	cast
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

#Except Mr. Gaurav Kumar, Managing Director and his relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated 10th May, 2024 has been passed with Requisite Majority.

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Item No. 3 — As an Ordinary Resolution

	Remote	e e-voting	•	during the GM	Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of Shares for	Percenta ge of votes to
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted	which votes cast	total number of valid votes cast
		Cast		Cast			votes cust
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

APPOINTMENT OF STATUTORY AUDITORS

#None of the Directors of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated 10th May, 2024 has been passed with Requisite Majority.

SPECIAL BUSINESSES

Item No. 4 — As a Special Resolution

TO INCREASE THE REMUNERATION PAID TO MR. GAURAV KUMAR (DIN:06717452), MANAGING DIRECTOR OF THE COMPANY

Remote e-voting		-	E-voting during the AGM		Consolidated voting results		
Number of	Number of	Number of	Number of	Total number of	Total number of	Percentag e of votes	
Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted	Shares for which votes cast	to total number of valid votes cast	
	Cast		Cast				

ANURADHA MALIK

Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

#Except Mr. Gaurav Kuma, Managing Director and his relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

Based on the aforesaid results, Special Resolution as contained in Item No. 4 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special resolution.

Item No. 5 — As a Special Resolution

TO RATIFY THE APPOINTMENT OF MR. VISHAL RAI SARIN (DIN: 08758350) AS WHOLE TIME DIRECTOR

	Remote	e-voting	E-voting d AG	•	Consol	idated voting	results
	Number of	Number of	Number of	Number of	Total number of	Total	Percentag e of votes
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	to total number of valid votes cast
		Cast		Cast			
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

#Except Mr. Vishal Rai Sarin, Whole Time Director and his relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

> ANURADHA MALIK

Digitally signed by ANURADHA MALIK DN: emk, e=Perional, pseudonym=kGhSPytHmBND7bitc0A0m;JDN8s0p3m0z, 25.4.20=43871966e3274Ce4e4e3277538dad513f8537f7db4 2080707ec28991d, postalCode=131301; st=Haryana, serialNumber=1a936dec60025c51 b1335.55da4769532aa8b6e 702bH27a8a217f7a2dbe43, cn=ANURADHA MALIK Date: 2024.0604 15:11349-40530 Based on the aforesaid results, Special Resolution as contained in Item No. 5 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special Resolution.

Item No. 6 — As a Special Resolution

TO INCREASE THE REMUNERATION PAID TO MR. VISHAL RAI SARIN (DIN:08758350), WHOLE-TIME DIRECTOR OF THE COMPANY

	Remote	e-voting	-	E-voting during the AGM		idated voting	results
	Number of	Number of	Number of	Number of	Total number of	Total	Percentag e of votes
	Members who voted	Shares for which votes	Member s who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	to total number of valid votes cast
		Cast		Cast			
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

#Except Mr. Vishal Rai Sarin, Whole Time Director and his relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.

Based on the aforesaid results, Special Resolution as contained in Item No. 6 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special Resolution.

Item No. 7 — As a Special Resolution

TO APPOINT MS. DOLLY SETIA (DIN:10501076) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

Remote e-voting		E-voting during the AGM		Consolidated voting results		
Number of	Number of	Number of	Number of	Total number of	Total	Percentag e of votes
Members who voted	Shares for which votes	Member s who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	to total number of valid votes cast
	Cast		Cast			

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Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

#Except Ms. Dolly Setia and her relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

Based on the aforesaid results, Special Resolution as contained in Item No. 7 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special Resolution.

Item No. 8 — As a Special Resolution

TO CONSIDER AND APPROVE THE REVISION IN THE BORROWING LIMITS OF THE COMPANY

	Remote	e e-voting		E-voting during the AGM		idated voting	results
	Number of	Number of	Number of	Number of	Total number of	Total	Percentag e of votes
	Members who voted	Shares for which votes	Member s who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	to total number of valid votes cast
		Cast		Cast			
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in Item No. 8 except to the extent of their shareholding in the Company.

Based on the aforesaid results, Special Resolution as contained in Item No. 8 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special Resolution.

ANURADHA MALIK



Item No. 9 — As a Special Resolution

TO ISSUE SECURED/UNSECURED LISTED/UNLISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF THE COMPANY ON PRIVATE PLACEMENT BASIS TO RESIDENTS AND NON-RESIDENTS

	Remote	Remote e-voting		g during AGM	Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total	Percentag e of votes
	Members who voted	Shares for which votes	Member s who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	to total number of valid votes cast
		Cast		Cast			
Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in Item No 9.

Based on the aforesaid results, Special Resolution as contained in Item No. 9 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special Resolution.

Item No. 10 — As a Special Resolution

TO OFFER AND ISSUE EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTER AND NON-PROMOTERS/PUBLIC CATEGORY SHAREHOLDERS

Remote e-voting		E-voting during the AGM		Consolidated voting results		
Number of	Number of	Number of	Number of	Total number of	Total	Percentag e of votes
Members who voted	Shares for which votes	Membe rs who voted	Shares for which votes	Members who voted	number of Shares for which votes cast	to total number of valid votes cast
	Cast		Cast			

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Voted in favour of the resolution	32	2731232	0	0	32	2731232	100
Voted against the Resolution	2	3	0	0	2	3	0
Total	34	2731235	0	0	34	2731235	100

#Except Mr. Gaurav Kumar, Managing Director, and Mrs Neha Abrol, relatives of Mr. Gaurav Kumar, none of the other Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No. 10 to the extent of their shareholding in the Company.

Based on the aforesaid results, Special Resolution as contained in Item No. 10 of the AGM Notice of the Company dated 10th May, 2024 has been passed as Special Resolution.

- 7. Seventeen (17) members were present in person and all the resolutions are passed with requisite majority.
- 8. All the relevant records shall remain in my safe custody until the Chairperson of the Meeting considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairperson or Company Secretary of the Company for safe keeping.

Thanking you, Yours faithfully,

ANURADHA MALIK Practicing Company Secretary M. NO.: 60626 C.P. NO.: 27205 Peer Review: 5632/2024 Place: Sonipat

Date:04.06.2024 UDIN: A060626F000526091 We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from NSDL's e-voting website <u>https://www.evoting.nsdl.com/</u> in our presence on 4th June, 2024 at 01:12 P.M.

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Hoters

Name: Mr. Hitesh Kumar Address: H.No. 61, VPO Jauli, Sonipat, Haryana-131301

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Name: Ms. Naveen Address: H.No. 61, VPO Jauli, Sonipat, Haryana-131301

Counter Signed by the Chairperson

Signature:

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