



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 : regencyinvestmentsltd@gmail.com

05th February, 2024

The Listing Department

BSE Limited

25th Floor, P J Towers Dalal Street

Mumbai, Maharashtra- 400001

Sub: Scrutinizer's Report for E-Voting for Extra Ordinary General Meeting of the Company

Ref: Regency Fincorp Limited (Scrip Code: 540175)

Dear Sir/Madam,

This is with reference to the captioned subject, please find enclosed herewith Scrutinizer's Report issued by Ms. Kavita, Partner, M/s A.K. Nandwani & Associates appointed as Scrutinizer for conducting E-voting process of the Extra- Ordinary 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**

Place: Zirakpur



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: 5th February, 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.: Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the Extra-Ordinary General Meeting of Regency Fincorp Limited held on Monday, 5th February, 2024 at 12:30 P.M. through Video Conferencing

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the Extra-Ordinary General Meeting of Regency Fincorp Limited held on Monday, **5th February, 2024** at **12:30 P.M.** through Video Conferencing.

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

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Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the
Companies (Management and Administration) Rules, 2014]*

To

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

Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting and voting through electronic Voting system at the Extra-Ordinary General Meeting of Regency Fincorp Limited ("the Company") held on Monday, 5th February, 2024 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Kavita, Partner of M/s A.K. Nandwani & Associates, Company Secretaries in Whole-Time Practice, appointed by the Board of Directors of the Company at the meeting held on 6th January, 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 Extra-Ordinary General Meeting (EGM) of the Company held on 5th February, 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 EGM on the resolutions contained in the EGM Notice dated 06th January, 2024.



Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the EGM is restricted to make a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the Notice of EGM dated 6th January, 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 EGM.

I do hereby submit my report as follows:

1. All the Resolutions for consideration at the EGM were transacted through remote e-voting and also e-voting during the EGM, 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. 29th January, 2024 were entitled to cast their votes by remote e-voting or e-voting during the EGM.
3. Voting through remote e-voting commenced at 9:00 A.M. on 02nd February, 2024 and ended on 5:00 P.M. on 04th February, 2024 and after which the remote e-voting was blocked by NSDL.
4. Facility of e-voting was provided during the EGM to those Members who did not cast their votes by remote e-voting prior to the EGM.
5. After Conclusion of Voting at the EGM, the votes cast through e-voting during the EGM and remote e-voting were unblocked on the same day i.e. 5th February, 2024 at 01:20 P.M., in the presence of two witnesses, Ms. Ishika and Ms. Isha neither of whom are in employment of the Company.
6. Based on the report generated from NSDL's e-voting website <https://www.evoting.nsdl.com/>, which I have scrutinized, the consolidated results of voting are reported as under:

SPECIAL BUSINESS

Item No. 1 — As an Ordinary Resolution

TO APPOINT MR. SARFARAZ MALLICK (DIN: 10255433) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY



	Remote e-voting		E-voting during the EGM		Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted		
		Cast		Cast			
Voted in favour of the resolution	28	31,61,055	3	32	31	31,61,087	100.00
Voted against the Resolution	01	20	-	-	01	20	-
Total	29	31,61,075	3	32	32	31,61,107	100.00

Except Mr. Sarfaraz Mallick and his relatives, none of the other Directors, Key Managerial Personnel and 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 EGM Notice of the Company dated 6th January, 2024 has been passed with Requisite Majority.

Item No. 2 — As a Special Resolution

TO APPOINT MS. SALONI SHRIVASTAV (DIN: 07746707) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

	Remote e-voting		E-voting during the EGM		Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted		
		Cast		Cast			
Voted in favour of	27	31,52,673	3	32	30	31,52,705	99.73



the resolution							
Voted against the Resolution	2	8,402	-	-	2	8,402	00.26
Total	29	31,61,075	3	32	32	31,61,107	100.00

#Except Ms. Saloni and her relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying Notice.

Based on the aforesaid results, Special Resolution as contained in Item No. 2 of the EGM Notice of the Company dated 6th January, 2024 has been passed with Requisite Majority.

Item No. 3 — As an Ordinary Resolution

TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND MAKE SUBSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION

	Remote e-voting		E-voting during the EGM		Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of	Percentage of votes to total number of valid votes cast
	Members who voted	Shares for which votes Cast	Members who voted	Shares for which votes Cast	Members who voted	Shares for which votes cast	
Voted in favour of the resolution	28	31,61,055	3	32	31	31,61,087	100.00
Voted against the Resolution	1	20	-	-	1	20	-
Total	29	31,61,075	3	32	32	31,61,107	100.00

#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 EGM Notice of the Company dated 6th January, 2024 has been passed with Requisite Majority.



Item No. 4 — As a Special Resolution

TO CREATE, ISSUE, OFFER AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS

	Remote e-voting		E-voting during the EGM		Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
	Members who voted	Shares for which votes Cast	Members who voted	Shares for which votes Cast	Members who voted		
Voted in favour of the resolution	23	4,32,463	3	32	26	4,32,495	98.09
Voted against the Resolution	2	8,402	-	-	02	8,402	01.91
Total	25	4,40,865	3	32	28	4,40,897	100.00

#Except Mr. Gaurav Kumar, Managing Director and Mr. Vishal Rai Sarin, Whole Time Director of the Company, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way, 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 EGM Notice of the Company dated 6th January, 2024 has been passed with Requisite Majority.

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.

Item No. 5 — As a Special Resolution

TO CONSIDER AND APPROVE REVISION IN THE TERMS OF LOAN AGREEMENTS WITH VARIOUS ENTITIES

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



		Cast		Cast			votes cast
Voted in favour of the resolution	25	4,91,691	3	32	28	4,91,723	100.00
Voted against the Resolution	1	20	-	-	1	20	-
Total	26	4,91,711	3	32	29	4,91,743	100.00

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

Based on the aforesaid results, Special Resolution as contained in Item No. 5 of the EGM Notice of the Company dated 6th January, 2024 has been passed with Requisite Majority.

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.

7. Twenty-One (21) 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 Extra-Ordinary 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,

FOR A. K. NANDWANI & ASSOCIATES

Kavita



(KAVITA)
PARTNER
M. NO.: F9115
C.P. NO.: 10641
UDIN: F009115E003376820
PR 1136/2021
Place: New Delhi
Date:05.02.2024

We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the EGM were unblocked from NSDL's e-voting website <https://www.evoting.nsdl.com/> in our presence on 5th February, 2024 at 01:20 P.M.

Ishika

Name: *Ishika Sainde*
Address: *DB Gupta Road,
Dev Nagar, Karol
Bagh, DE-110005*

Isha

Name: *Isha Bajaj*
Address: *3034 Sant Nagar
Rani Bagh, Delhi-110034*

Counter Signed by the Chairperson

Signature: