



Regency Fincorp 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

24th May, 2023

To

The Listing Department

BSE Limited,

25th Floor, Phiroze Jeejeebhoy Towers,

Dalal Street Mumbai, Maharashtra - 400001

Sub: Outcome of Board meeting held on 24th May, 2023 through Video Conferencing

Ref: Regency Fincorp Limited (Scrip Code: 540175)

Meeting Conclusion Time: 5:00 P.M.

Dear Sir/Madam,

It is hereby informed that a meeting of Board of Directors of the Company was held on Wednesday, 24th May, 2023 commenced at 12:00 P.M. through Video Conferencing and concluded at 5:00 P.M. inter alia to consider and approve the following:

- 1) The Board considered and approved the Notice of the 30th Annual General Meeting to be convened on Friday, 23rd June, 2023 at 12:30 P.M. through VC and Annual Report of the Company for the financial year 2022-2023 made in terms of Regulation 34 of SEBI (LODR) Regulations, 2015.
- 2) The Board considered and approved the Directors' Report for the financial year 2022-23 made in terms of sub-section (3) of Section 13 of the Companies Act, 2013 and SEBI LODR Regulations, 2015.
- 3) The Board considered and approved the Secretarial Audit Report prepared by Ms. Kavita Yadav, Practicing Company Secretary of M/s A. K. Nandwani & Associates in **FORM MR-3** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment of Managerial Personnel) Rules, 2014 for the financial year 2022-23.
- 4) The Board appointed Ms. Kavita, Practicing Company Secretary (Membership No. F9115) as Scrutinizer for the 30th AGM of the Company and Remote E-voting process.
- 5) On recommendation of the Nomination and Remuneration Committee, the Board has considered and approved increase in Remuneration of Mr. Gaurav Kumar (DIN: 06717452), Managing Director of the Company w.e.f. 1st April, 2023 pursuant to the limits as prescribed under Section 197 read with Schedule V of Companies Act, 2023 and subject to the approval of shareholders at the forthcoming AGM.
- 6) The Board considered and approved the issuance of upto 27608333 (Two Crore Seventy Six Lacs Eight Thousand Three Hundred Thirty Three Only) Equity Shares and 5000000 (Fifty Lacs) Warrants convertible into Equity shares on preferential basis to the

Promoters/Non-Promoters in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended, and other applicable laws and the shareholders of the Company at the forthcoming Annual General Meeting.

- 7) The Board took note of the Appointment of Mr. Manish Manwani (IBBI Registration No. IBBI/RV/03/2021/14113) as Registered Valuer for the determination of Issue price in accordance with Regulation 164 of SEBI ICDR Regulations, 2022 for the purpose of proposed preferential issue, appointed by the Audit Committee of the Company in its meeting held on 18th May, 2023.
- 8) The Board considered and decided Wednesday, 24th May, 2023 as the Relevant date in terms of Regulation 161 of Chapter V of SEBI ICDR Regulations, 2018 for the purpose of proposed preferential issue of upto 27608333 (Two Crore Seventy Six Lacs Eight Thousand Three Hundred Thirty Three) Equity Shares and 5000000 (Fifty Lacs) Warrants convertible into Equity shares to the Promoters/Non-Promoters Category at Rs.12/-per share (including Rs.2/- as Premium) i.e. the Issue Price which is higher than the floor price i.e. Rs. 11.70/- per share determined by the Registered Valuer in accordance with Regulation 164 of SEBI ICDR Regulations, 2022.

The information in connection with the Preferential Issue pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed as **Annexure-I** to this letter.

- 9) The Board considered and approved Increase in Authorized share capital of the Company pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 and in accordance with the Articles of Association of the Company from the existing Authorized share Capital of Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 15000000 (One Crore Fifty Lacs) Equity shares of Rs.10/- each to Rs.45,00,00,000/- (Rupees Forty Five Crore Only) divided into 45000000 (Four Crore Fifty Lacs) Equity shares of Rs.10/- each and accordingly to amend Clause V of the Memorandum of Association of the Company subject to the approval of the shareholders of the Company in the forthcoming Annual General Meeting.
- 10) The Board considered the proposal for issuance Unsecured/secured Non-Convertible debentures for an aggregate value of upto Rs. 20,00,00,000/- (Rupees Twenty Crore Only) on private placement basis, in one or more tranches.
- 11) Calendar of Events for the 30th AGM of the Company enclosed and marked as **Annexure-II**

This is for your kind information and record.

Thanking You

FOR REGENCY FINCORP LIMITED

GAURAV KUMAR
MANAGING DIRECTOR
DIN: 06717452

DETAILS REGARDING PREFERENTIAL ISSUE**A. Category- Equity Shares & Equity Warrants**

Particulars	Details of Securities Allotted
Type of securities proposed to be issued	Equity shares
Type of issuance	Preferential Issue
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	27608333 (Two Crore Seventy Six Lacs Eight Thousand Three Hundred Thirty Three Only) Equity Shares and 5000000 (Fifty Lacs) Warrants convertible into Equity shares
Undertaking with regard to sale of shares	Allottees have not sold any shares in the last 90 Trading Days
Issue Price	Rs.12/- per share (including Rs.2/- as premium) The price at which the Equity Shares shall be issued is not lower than the floor price i.e. Rs. 11.70/- per share calculated in accordance with Regulation 164 of the SEBI ICDR Regulations by the Registered Valuer

B. Additional details to the stock exchange(s) as the Company is a Listed Company in respect of the Equity shares to be allotted:-

In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument: Not Applicable in case of proposed allotment of 27608333 Equity shares and 5000000 share warrants convertible into Equity shares.

S.NO	NAME	NATURE OF INSTRUMENT	PAN	NO OF SHARES PROPOSED TO BE ALLOTTED
1	SHUBHAM AGARWAL	EQUITY SHARES	BLHPA3703M	250000
2	MANJU AGARWAL	EQUITY SHARES	ABKPA6275E	250000
3	SHIVANI AGARWAL	EQUITY SHARES	CNVPM4850N	250000
4	SHREYA VERMA	EQUITY SHARES	BGXPV1009G	250000
5	TARUN SETH	EQUITY SHARES	AATPS2410H	416666
6	AMITA SETH	EQUITY SHARES	AOCPS5205H	416666
7	NEELAM CHAUHAN	EQUITY SHARES	BIYPC1122Q	208333
8	SOARUP FINANCE PRIVATE LIMITED	EQUITY SHARES	ABGCS0986B	625000
9	VIMAL KUMAR SHARMA	EQUITY SHARES	APUPS1811A	416666
10	SHIKHA SAINI	EQUITY SHARES	DJGPS1873D	208333
11	VINISHA SINGH	EQUITY SHARES	HEEPS6702C	208333
12	ZABIULLA KHAN	EQUITY SHARES	AALPZ0157C	166666
13	SAMEERA FIRDOUS	EQUITY SHARES	AFMPF9317A	166666
14	AZEE MUNNISA	EQUITY SHARES	EZYPM1334J	166666
15	IKBAL KHAN	EQUITY SHARES	HSCP0204H	166666
16	CHANDAKHADI VISHWANATHA	EQUITY SHARES	AFAPC3151K	166666

17	NEELAM	EQUITY SHARES	ATHPN1105F	41666
18	SONAL BHASEEN	EQUITY SHARES	AOTPB8678Q	41666
19	MOHINDER SINGH NAIN	EQUITY SHARES	ADDPN6821A	166666
20	LOTUS MACHINES PVT LTD	EQUITY SHARES	AAACL2508D	416666
21	NATURES HEAVENS PRIVATE LIMITED	EQUITY SHARES	AAHCN8494R	3625000
22	REGENCY DIGITRADE INVESTMENTS PRIVATE LIMITED	EQUITY SHARES	AAKCR5917Q	2125000
23	DHULL TRADING PRIVATE LIMITED	EQUITY SHARES	AAGCD8323G	4525000
24	ECOMATIX SOLUTIONS PRIVATE LIMITED	EQUITY SHARES	AAECE8423C	6916666
25	MAX BIO BIOSCIENCES PRIVATE LIMITED	EQUITY SHARES	AAFCEB2763F	4166666
26	VISHAL RAI SARIN	EQUITY SHARES	APJPS0737C	1250000
27	RAJIV VASHISHT	SHARE WARRANTS	ABZPV4450B	1666666
28	SAHARA SHARMA	SHARE WARRANTS	BBCPK1148K	416666
29	RITU JOLLY	SHARE WARRANTS	AHBPJ3398Q	416666
30	RAJAT VASHISHT	SHARE WARRANTS	ARVPV2932N	416666
31	BHAWNA KUMARI	SHARE WARRANTS	DUZPK4955E	416666
32	IQBAL SINGH	SHARE WARRANTS	ATVPS0075R	833333
33	NEHA ABROL	SHARE WARRANTS	AFBPA6503Q	833333

ANNEXURE-II

CALENDAR OF EVENTS		
S.NO.	EVENTS	DATES
1	Cut-off date to ascertain shareholders eligible to receive Notice of AGM	Friday, 26 th May, 2023
2	Last date for Dispatch of Notice of AGM	Monday, 29 th May, 2023
3	Remote E-Voting Start Date (9:00 A.M.)	Tuesday, 20 th June, 2023
4	Remote E-Voting End Date (5:00 P.M.)	Thursday, 22 nd June, 2023
5	Book Closure Date (both days inclusive)	Tuesday, 20 th June, 2023 to Thursday, 22 nd June, 2023
6	Date of Annual General Meeting	Friday, 23 rd June, 2023
7	Submission of Scrutinizer's report to the Director	Saturday, 24 th June, 2023
8	Declaration of Result by Director	Saturday, 24 th June, 2023