

REGENT ENTERPRISES LIMITED

Regd. Office:-E-205 (LGF), Greater Kailash II, New Delhi-110048

Telephone no. 011-24338696, Email: info@regententerprises.in

Website: www.regententerprises.in

CIN-L15500DL1994PLC153183

September 03, 2020

To,
Department of Corporate Services,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai- 400001.
Script code: 512624

Sub: Notice of "26th Annual General Meeting" of the Company.

Dear Sir/ Madam,

This is with reference to the above-mentioned subject and in terms of applicable regulation of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the copy of Notice of the 26th Annual General Meeting of the Company Scheduled to be held on **Monday, September 28, 2020 at 10:00 AM IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")**.

Kindly take the same on your records.

Thanking You.

Yours faithfully,

FOR REGENT ENTERPRISES LIMITED

For Regent Enterprises Ltd.


Director

VIKAS KUMAR
WHOLE TIME DIRECTOR
(DIN-05308192)

REGENT ENTERPRISES LIMITED

Rgd. Office:-E-205 (LGF), Greater Kailash- II, New Delhi-110048, India
Telephone no. 011-29213191, Email: info@regententerprises.in
Fax No. 011-24338696; Website: www.regententerprises.in
CIN-L15500DL1994PLC153183

NOTICE OF 26th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th Annual General Meeting of the members of the Regent Enterprises Limited will be held at on Monday, 28th Day of September, 2020 at 10.00 A.M. through Video Conferencing (VC)/ Other audio Visual Means(OAVM) to transact the following businesses:-

Ordinary Business:

- (1) To receive, consider and adopt the audited Financial Statement of the Company for the Financial Year ended 31st March, 2020 including Balance Sheet, Cash Flow Statement and Profit & Loss Account etc., together with the Director's Reports (including its Annexures) and Auditor's Report for the said financial year.
- (2) To Re-appoint Mr. Sachin Jain (**DIN:07865427**) who retires at this Annual General Meeting by rotation and being eligible offers himself for re-appointment.

Special Business:

- (3). To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as **Ordinary Resolution:**

Appointment of Statutory Auditor i.e M/s Pipara & Co. LLP, Chartered Accountants (FRN: 107929W/W100219) to Fill Casual Vacancy:

"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), **M/s Pipara & Co. LLP, Chartered Accountants (FRN : 107929W/W100219)**, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s. Rajan K Gupta & Co., Chartered Accountants (FRN: AAHFR6242E)**.

RESOLVED FURTHER THAT M/s Pipara & Co. LLP, Chartered Accountants (FRN: 107929W/W100219) be and are hereby appointed as Statutory Auditors of the Company from this Annual General Meeting and

that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting to be held in 2021 on such remuneration as may be fixed by the Board of Directors in consultation with them."

**By order of the Board
For REGENT ENTERPRISES LIMITED**

**Vikas Kumar
Whole Time Director
DIN-05308192**

**Place: New Delhi
Date: 01st September, 2020**

**Registered Office:
E-205 (LGF), Greater Kailash-II,
New Delhi-110048**

NOTES:-

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting

by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.regententerprises.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangement in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM i.e. 28th September, 2020. Members seeking to inspect such documents can send an email to info@regententerprises.in.
8. The Securities and Exchange board of India has mandated that securities of Listed Companies can be transferred only in dematerialized form with effect from April 1, 2019. Accordingly, the Company/ Registrar and share Transfer Agent has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in Physical form are advised to avail the facility of Dematerialization.
9. The Securities and Exchange board of India has mandated the submission of Permanent account Number (PAN) by every participant in the securities market. Members holding Shares in electronic form are, therefore requested to submit their PAN to their depository Participant(s). Members holding shares in physical form are requested to submit their PAN details to the Registrar and Share Transfer Agent.
10. Members desirous of making nomination as permitted under Section 72 of the Companies Act, 2013 in respect of physical shares held by them in the company can make nomination in Form SH-13 which can be procured from RTA. The Members holding shares in demat form may contact their respective depository participants for making such nominations.
11. Non Resident Indian Members are requested to inform Registrar and Share Transfer Agent of the Company any change in their residential status on return to India for permanent settlement, if not furnished earlier. Members holding shares in electronic form may contact their respective Depository Participant for availing this facility.
12. Pursuant to provisions of Section 91 of the Companies Act, 2013. Register of Members and Share Transfer Books of the Company will remain closed on all days from 22nd September, 2020 to 30th September, 2020 (both days inclusive).
13. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
14. The Members are requested to notify immediately any change in their postal address, exclusively on separate letter without clubbing it with any other request, for quicker attention directly to the Company's Share Transfer Agent.

15. The Shareholders are requested to update their Contact address and E-mail address.
16. Members desirous of asking any question at the Annual General Meeting are requested to send in their question at info@regententepprises.in at least 10 days before the Annual General Meeting so that the same can be suitably addressed.
17. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
18. As a part of “**Green Initiative in the Corporate Governance**”, the Ministry of Corporate Affairs vide its circular no.’s 17/2011 and 18/2011 dated 21.01.2011 and 29.04.2011 respectively, has permitted the Companies to serve the documents, namely, Notice of general Meeting, Balance Sheet, profit & Loss Account, Auditors’ Report, Directors’ Report, etc. to the members through e-mail. The shareholders holding shares in physical form are requested to register their email address with the Registrar & Share Transfer Agent by sending duly signed request letter quoting their Folio no. name and address. In case of shares held in demat form; the Shareholders may register their e-mail addresses with their DPs (Depository Participants).
19. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
- 20. Voting through electronic means (e-voting)**
- a. Pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule, 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended) and the circulars issued by Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility to its members to exercise their votes electronically through the electronic voting (e-voting) service facilitated by the National Securities Depository Limited (NSDL). Members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The Board of Directors has appointed Mr. Vijay Sharma, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
- b. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e 21st September, 2020 shall be entitled to avail the facility of remote e- voting as well as e-voting system on the date of AGM. Any recipient of the Notice who shall has no voting rights as on the cut-off date, shall treat this Notice as intimation only.
- c. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of the AGM and holding shares prior to cut-off date i.e. 21st September, 2020 shall be entitled to exercise his/her vote by obtain the User ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com.
- d. The remote e-voting will commence on 25th September, 2020 and will end on 27th September, 2020. During this period the members of the company holding shares either in Physical form or in Demat form as on the cut-off date i.e. 21st September, 2020 may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
- e. The voting rights of the members shall be in proportion to their shares in the paid up equity share capital of the company as on the cut- off date i.e. 21st September, 2020.
- f. The Board of Directors has appointed CS Vijay Sharma of **M/s. Sharma Vijay & Associates, Practicing Company Secretary (Membership No. ACS: 45793 COP No. 19035)**, as the Scrutinizer for conducting the remote E-voting

process as well as the e –voting system on the date of the AGM, in a fair and transparent manner.

21. The Instructions for shareholders for remote e-voting are as under:

- A. The voting period begin on 25th September, 2020 and will end on 27th September, 2020. During the period shareholders of the company holding shares either in physical form or in Demat form as on the cut-off date i.e. 21st September, 2020 may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting thereafter.
- B. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open Web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical

form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

- Select "EVEN" of company for which you wish to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssharmavijay@gmail.com with a copy marked to evoting@nsdl.co.in.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- Once the vote on a resolution is cast by a member, he/she shall not be allowed to change it subsequently or cast the vote again.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids

for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of AADHAR Card) by email to info@regententerprises.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of AADHAR Card) to info@regententerprises.in.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note

that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the Meeting may register themselves as a speaker may send their request mentioning their name, demat account number/ folio number, email id, mobile number at info@regententerprises.in
6. Shareholders, who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/ folio number, email id, mobile number at info@regententerprises.in. The same will be replied by the company suitably.
7. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**By order of the Board
For REGENT ENTERPRISES LIMITED**

**Place: New Delhi
Date: 01st September, 2020**

**Vikas Kumar
Whole
Time Director
DIN-05308192**

**Registered Office:
E-205 (LGF), Greater Kailash-II,
New Delhi-110048**

Explanatory Statements Pursuant To Section 102 of the Companies Act, 2013

Item No. 3.

Section 139(8) of the Companies Act, 2013 provides that any casual vacancy in the office of a Statutory Auditor shall in the case of a Company other than a Company whose accounts are subject to audit by an auditor appointed by the Comptroller and Auditor-General of India, be filled by the Board of Directors within thirty days, but if such casual vacancy is as a result of the resignation of an auditor, such appointment shall also be approved by the company at a general meeting convened within three months of the recommendation of the Board and he shall hold the office till the conclusion of the next Annual General Meeting. The previous Auditor i.e **M/s Rajan K Gupta & Co(FRN: AAHFR6242E)**, has resigned from the company. On the recommendation of the Audit Committee, based upon the performance, rich experiences of diversified sectors, Board of the Directors has appointed the **M/s Pipara & Co. LLP**, Chartered Accountants, **(FRN: 107929W/W100219)** for the Financial Year commencing on 01/04/2020 and ended on 31/03/2021 subject to approval of Members in forthcoming General Meeting.

In accordance with the provisions of section139(8) of the Companies act, 2013 read with the underlying rules viz. Companies (Audit and auditors) Rules, 2014 the appointment of Statutory Auditor i.e **M/s Pipara &Co. LLP**, Chartered Accountants, **(FRN: 107929W/W100219)** as recommended by Audit committee, has to be approved by the Members of the company in their General Meeting.

Accordingly Resolution set out in **Item No. 3** of the notice seeks the approval of the members for the appointment of **M/s Pipara &Co. LLP**, Chartered Accountants, as Statutory Auditor of the company, who shall hold office till the conclusion of next AGM to be held in the year 2021.

None of the Directors, Key Managerial personnel of the company and their relatives are in any way concerned or interested, financially or otherwise in the resolution as set out at item No. 3 of the Notice.

The Board recommends the Ordinary Resolution as set out at item No. 3 in the Notice for approval by the members.

**By order of the Board
For REGENT ENTERPRISES LIMITED**

**Place: New Delhi
Date: 01st September, 2020**

**Vikas Kumar
Whole Time Director
DIN-05308192**

**Registered Office:
E-205 (LGF), Greater Kailash-II,
New Delhi-110048**