

# Regency World Consulting Ltd.

C-36 (Basement) Friends Colony East, New Delhi- 110065

Email: [regencyworldconsulting@gmail.com](mailto:regencyworldconsulting@gmail.com)

Web: [regencyworld.net](http://regencyworld.net)

Tel: 01141327522

CIN: L74210DL1985PLC021863

Date – 06<sup>th</sup> September, 2024

To,

The Manager

Metropolitan Stock Exchange of India Limited

205(A), 2nd Floor, Piramal Agastya Corporate Park

Kamani Junction, LBS Road, Kurla (West)

Mumbai-400070.

**SYMBOL: RWCL (REGENCY WORLD CONSULTING LIMITED) - EQ - ISIN - INE419C01010.**

**Sub: Notice of the 39<sup>th</sup> Annual General Meeting of the Company.**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the notice of 39<sup>th</sup> Annual General Meeting (AGM) of the Company scheduled to be held on **Monday, 30<sup>th</sup> September, 2024 at 03:30 P.M.** through Video Conferencing / Other Audio Visual Means for the financial year 2023-24. The aforesaid Notice is also available on the website of the company at <https://regencyworld.net/>

**For & on the behalf of Board of Directors of  
REGENCY WORLD CONSULTING LIMITED**

**AJAY KUMAR**

**(Managing Director)**

**DIN: 07015936**

# Regency World Consulting Ltd.

**Regd. Off:** C-36 (Basement) Friends Colony East, New Delhi- 110065

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## **NOTICE**

Notice is hereby given that the 39<sup>th</sup> Annual General Meeting of Members of **Regency World Consulting Ltd** will be held on **Monday, 30<sup>th</sup> Day of September, 2024** at 03:30 P.M. IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of the AGM.

### **ORDINARY BUSINESS:**

#### **1. ADOPTION OF FINANCIAL STATEMENTS & REPORT THEREON:**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 134 of the Companies Act 2013, the Financial Statements containing the Balance Sheet, Profit and Loss Account, Cash Flow statements, Note & Schedules appended thereto for the Financial Year ended 31<sup>st</sup> March 2024 together with the Board’s Report and Auditor’s Report thereon be and are hereby received, considered and adopted.”

#### **2. REAPPOINTMENT OF STATUTORY AUDITOR**

To consider and approve the re-appointment of statutory auditor of the company, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 139 and 142 of the companies Act, 2013, the companies (Audit and Auditors) rules, 2014 and such other applicable provisions of the act, if any, **N K Bhat & Associates, Chartered Accountants (FRN No. 011556N)** be and is hereby re-appointed as the Statutory Auditor of the company at a remuneration as may be mutually agreed to between the board of Directors and auditors, and to hold office of the Statutory Auditor from the conclusion of this Annual General Meeting till conclusion of 44<sup>th</sup> Annual General Meeting to be held in year 2029.

“**RESOLVED FURTHER THAT** any of the director of the company, be and hereby authorized to digitally sign and file E-form ADT-1 with the Registrar of Companies, Delhi and to such acts, deed and things as may be considered necessary and appropriate to give effects to the above resolution.

### **SPECIAL BUSINESS:**

#### **3. REGULARISATION OF ADDITIONAL (MANAGING DIRECTOR) MR. AJAY KUMAR (DIN: 07015936) AS MANAGING DIRECTORS OF THE COMPANY.**

To consider and, if thought fit, to pass with or without modification the following as **Ordinary resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 196, 197, 198 and 203 and other applicable provisions of Companies Act, 2013, the rules made thereunder read with Schedule V of the Act and

Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), **Mr. Ajay Kumar (DIN: 07015936)**, who was appointed as an Additional Director cum Managing Director of the Company by the Board of Directors, with effect from **August 02, 2024** in terms of Section 161, 196, 197 and 203 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting of the Company in terms of, be and is hereby accorded in 39<sup>th</sup> Annual General Meeting by way of Ordinary Resolution to appoint as Managing Director not liable to retire by rotation, for a term of 5 (five) consecutive years to hold office from the ensuing AGM.

**“RESOLVED FURTHER THAT** any of the Director of Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

**4. REGULARISATION OF ADDITIONAL DIRECTOR MR. RAMESH SHARMA (DIN: 10728184) AS NON-EXECUTIVE & INDEPENDENT DIRECTORS OF THE COMPANY.**

To consider and, if thought fit, to pass with or without modification the following as **Special resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161(1) read with schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of **Ramesh Sharma (DIN: 10728184)** as an Additional Director (Non-Executive & Independent) **w.e.f 02.08.2024**, approval of the members is be and hereby accorded in 39<sup>th</sup> Annual General Meeting by way of special resolution for appointment of **Ramesh Sharma (DIN: 10728184)** as an Non-Executive & Independent Director not liable to retire by rotation for the period of five years from the date of conclusion of this **39<sup>th</sup>** Annual General Meeting.

**“RESOLVED FURTHER THAT** any of the Director of Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

**5. REGULARISATION OF ADDITIONAL DIRECTOR MS. GEETA DEVI (DIN: 10313906) AS NON-EXECUTIVE & INDEPENDENT DIRECTORS OF THE COMPANY.**

To consider and, if thought fit, to pass with or without modification the following as **Special resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161(1) read with schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of **Ms. Geeta Devi (DIN:10313906)** as an Additional Director (Non-Executive & Independent) **w.e.f 02.08.2024**, approval of the members is be and hereby accorded in **39<sup>th</sup>** Annual General Meeting by way of special resolution for appointment of **Ms. Geeta Devi (DIN:10313906)** as an Non-Executive & Independent Director not liable to retire by rotation for the period of five years from the date of conclusion of this **39<sup>th</sup>** Annual General Meeting.

**“RESOLVED FURTHER THAT** any of the Director of Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

6. **REGULARISATION OF ADDITIONAL DIRECTOR MR. CHIRAG (DIN: 10728185) AS NON - EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and, if thought fit, to pass with or without modification the following as **Ordinary resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161, and other applicable provisions of Companies Act, 2013, the rules made thereunder read with Schedule V of the Act and Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), **Mr. Chirag (DIN: 10728185)**, who was appointed as an Additional Non -Executive Non-Independent Director of the Company by the Board of Directors, with effect from **August 02, 2024** who holds office up to the date of this Annual General Meeting of the Company in terms of, be and is hereby accorded as an Director in 39<sup>th</sup> Annual General Meeting by way of Ordinary resolution liable to retire by rotation, for a term of 5 (five) consecutive years to hold office from the ensuing AGM.

**“RESOLVED FURTHER THAT** any of the Director of Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

**By Order of the Board of Directors**  
**REGENCY WORLD CONSULTING LIMITED**

Sd/-

**RUCHI BANSAL**  
**Company Secretary**  
**Membership No: A22954**  
**Date: 31.08.2024**

## **NOTES**

1. The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as “**MCA Circulars**”) has permitted the holding of the annual general meeting through Video Conferencing (“**VC**”) or through other audio-visual means (“**OAVM**”), **without the physical presence of the Members at a common venue**, the 39<sup>th</sup> AGM of the Company is being held through VC/OAVM on **Monday, 30<sup>th</sup> September, 2024 at 03:30 P.M. (IST)**.
2. The deemed venue for 39<sup>th</sup> AGM shall be the Registered Office of the Company at C-36 Basement Friends Colony East, South Delhi, New Delhi, Delhi, India, 110065.
3. 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 MCA Circulars dated May 05, 2022, December 14, 2021, January 13, 2021, 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 e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL
4. The Members can join the 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 AGM through VC/OAVM will be made available to at least 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.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this agm is being held pursuant to the mca circulars through vc/oavm, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the mca circulars and the sebi circulars, the facility for appointment of proxies by the members will not be available for this agm and hence the proxy form, attendance slip and route map of agm are not annexed to this notice.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://regencyworld.net/>. The Notice can also be accessed from the websites of the Stock Exchange i.e. Metropolitan Stock Exchange at <https://www.msei.in/>. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evoting.nsdl.com/>
8. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 10/2022 dated December 28, 2022 MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, 21/2021 dated 14th December, 2021 and 02/2022 dated 05th May, 2022.
9. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [regencyworldconsulting@gmail.com](mailto:regencyworldconsulting@gmail.com).
10. Shareholders are requested to update their email ids with RTA at <https://www.alankit.com/>
11. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's RTA for assistance in this regard.
12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
13. Listing Regulations has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The companies and the registrar and share transfer agents are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. It is also mandatory to print the bank details on the physical instrument if the payment is made in physical mode. Accordingly, shareholders are requested to provide or update (as the case may be) their bank details with the respective depository participant for the shares held in dematerialized form and with the registrar and share transfer agent in respect of shares held in physical form. For further details about registration process, please contact your depository/ R&TA of the Company.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their



PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.

15. Members are requested to notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
16. Members holding shares in single name in physical form are advised to make nomination in respect of their shareholding in the Company and for cancellation and variation of nomination in Form SH- 13 and SH-14, respectively, the same forms can be obtained from the Registrar and Transfer Agent of the Company.
17. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio.
18. Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
19. The Board of Directors of the Company has appointed M/s Parul Agrawal & Associates, Company Secretaries as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
20. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 24/09/2024 to Monday, 30/09/2024 (both day inclusive).
21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 48 hours of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
22. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at <https://regencyworld.net/> and the website of NSDL <https://www.evoting.nsdl.com/> immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
23. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

## 24. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

The voting period begins on 27<sup>th</sup> September, 2024 at 9:00 A.M. and ends on 29<sup>th</sup> September, 2024 at 5:00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 23<sup>rd</sup> September, 2024 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

### How do I vote electronically using NSDL e-Voting system?

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

#### **Step 1: Access to NSDL e-Voting system**


##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p><b>1.</b> Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p><b>2.</b> If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p><b>3.</b> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon</p>



	<p>“Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;">  <p>The image shows a promotional banner for the NSDL Mobile App. It features the text 'NSDL Mobile App is available on' in blue, followed by the Apple App Store and Google Play logos. Below each logo is a QR code for downloading the app.</p> </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-</p>

	Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**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 ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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. Password details for shareholders other than Individual shareholders 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:
  - a) 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) 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.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system. How to cast your vote electronically and join General Meeting on NSDL e-Voting systems?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and who’s voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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 promoted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. 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 [roc.pcsbkh@gmail.com](mailto:roc.pcsbkh@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their

Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. 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](http://www.evoting.nsdl.com) to reset the password.

3. 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](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Abhishek Mishra at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**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 [regencyworldconsulting@gmail.com](mailto:regencyworldconsulting@gmail.com)
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 [regencyworldconsulting@gmail.com](mailto:regencyworldconsulting@gmail.com) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**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 by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member 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.
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/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [regencyworldconsulting@gmail.com](mailto:regencyworldconsulting@gmail.com) The same will be replied by the company suitably.
6. Members, who would like to ask questions during the AGM with regard to the resolution to be placed at the AGM, need to register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/folio number and mobile number, along with their questions/queries to reach the Company’s email address [regencyworldconsulting@gmail.com](mailto:regencyworldconsulting@gmail.com) at least seven (7) days in advance before the start of the meeting i.e. by September 23, 2024 by 09.00 P.M. Those Members who have registered themselves as speakers shall only be allowed to ask questions during the AGM, on first-come-first-serve basis and subject to availability of time.

**By Order of the Board of Directors**  
**REGENCY WORLD CONSULTING LIMITED**

**Sd/-**

**RUCHI BANSAL**  
**Company Secretary**  
**Membership No: A22954**  
**Date: 31.08.2024**



**EXPLANATORY STATEMENT**

As required by Section 102 of the Companies Act, 2013 (the “Act”), and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) the following Explanatory Statement sets out all material acts relating to the business mentioned under Item No. 03, 04, 05 & 06 of the accompanying Notice dated Wednesday September 05, 2024:

**ITEM NO.3: REGULARISATION OF MR. AJAY KUMAR (DIN: 07015936) AS MANAGING DIRECTOR OF THE COMPANY.**

The Board of Directors of the company had appointed **Mr. Ajay Kumar (DIN: 07015936)** as an Additional (Executive) Director of the Company with effect from August 02, 2024, pursuant to the provisions of the Section 152 & 161 of the Companies Act, 2013 read with the rules framed there under, to hold office up to the date of the ensuing 39<sup>th</sup> Annual General Meeting.

Considering the knowledge and experience of **Mr. Ajay Kumar**, the Board of Directors in consonance with Nomination and Remuneration Committee recommends the appointment of **Mr. Ajay Kumar** as a Managing Director of the Company and is now being placed before the Members at the Annual General Meeting for their approval.

The Company has received from **Mr. Ajay Kumar** (i) consent in writing to act as director in form DIR2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution financially or otherwise except **Mr. Ajay Kumar** to the extent to whom the resolution relates.

The Board of Directors of your Company recommends passing of the resolution as set out at Item No.03 as an Ordinary Resolution.

**ITEM NO.4: REGULARISATION OF MR. RAMESH SHARMA (DIN:10728184) AS NON-EXECUTIVE & INDEPENDENT DIRECTOR OF THE COMPANY.**

The Board of Directors of the company had appointed **Mr. Ramesh Sharma (DIN: 10728184)** as an Additional (Non-Executive & Independent) Director of the Company with effect from August 02, 2024, pursuant to the provisions of the Section 149, 152 & 161 of the Companies Act, 2013 read with the rules framed there under, to hold office up to the date of the ensuing 39<sup>th</sup> Annual General Meeting.

Considering the knowledge and experience of **Mr. Ramesh Sharma**, the Board of Directors in consonance with Nomination and Remuneration Committee recommends the appointment of **Mr. Ramesh Sharma** as an Independent Director of the Company and is now being placed before the Members at the Annual General Meeting for their approval.

The Company has received from **Mr. Ramesh Sharma** (i) consent in writing to act as director in form DIR2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution financially or otherwise except **Mr. Ramesh Sharma** to the extent to whom the resolution relates.

The Board of Directors of your Company recommends passing of the resolution as set out at Item No.04 as a Special Resolution.

**ITEM NO. 5: REGULARISATION OF MS. GEETA DEVI (DIN: 10313906) AS NON-EXECUTIVE & INDEPENDENT DIRECTOR OF THE COMPANY.**

The Board of Directors of the company had appointed **Ms. Geeta Devi (DIN: 10313906)** as an Additional (Non-Executive & Independent) Director of the Company with effect from August 02, 2024, pursuant to the provisions of the Section 149, 152 & 161 of the Companies Act, 2013 read with the rules framed there under, to hold office up to the date of the ensuing 39<sup>th</sup> Annual General Meeting.

Considering the knowledge and experience of **Ms. Geeta Devi**, the Board of Directors in consonance with Nomination and Remuneration Committee recommends the appointment of **Ms. Geeta Devi** as an Independent Director of the Company and is now being placed before the Members at the Annual General Meeting for their approval.

The Company has received from **Ms. Geeta Devi** (i) consent in writing to act as director in form DIR2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution financially or otherwise except **Ms. Geeta Devi** to the extent to whom the resolution relates.

The Board of Directors of your Company recommends passing of the resolution as set out at Item No.05 as a Special Resolution.

**ITEM NO. 6: REGULARISATION OF MR. CHIRAG (DIN: 10728185) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.**

The Board of Directors of the company had appointed **Mr. Chirag (DIN: 10728185)** as an Additional (Non-Executive) Director of the Company with effect from August 02, 2024, pursuant to the provisions of the Section 149, 152 & 161 of the Companies Act, 2013 read with the rules framed there under, to hold office up to the date of the ensuing 39<sup>th</sup> Annual General Meeting.

Considering the knowledge and experience of **Mr. Chirag**, the Board of Directors in consonance with Nomination and Remuneration Committee recommends the appointment of **Mr. Chirag** as an Independent Director of the Company and is now being placed before the Members at the Annual General Meeting for their approval.

The Company has received from **Mr. Chirag** (i) consent in writing to act as director in form DIR2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution financially or otherwise except **Mr. Chirag** to the extent to whom the resolution relates.

The Board of Directors of your Company recommends passing of the resolution as set out at Item No.06 as an Ordinary Resolution.

**By Order of the Board of Directors**  
**REGENCY WORLD CONSULTING LIMITED**  
**Sd/-**

**RUCHI BANSAL**

**Company Secretary**  
**Membership No: A22954**  
**Date: 31.08.2024**

## **ANNEXURE TO NOTICE**

**Details of Director seeking appointment/re-appointment in the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]**

<b>Name</b>	<b>Mr. Ajay Kumar</b>	<b>Mr. Ramesh Sharma</b>
DIN	07015936	10728184
Date of Birth	03/08/1991	19/09/1959
Nationality	Indian	Indian
Designation	Managing Director	Non-Executive-Independent
Date of first Appointment	August 02, 2024	August 02, 2024
Qualifications	Passed Secondary Education	Passed Secondary Examination and above 40 years' experience in self-Employed Business.
Directorship in other Listed Companies *	NIL	SYBLY INDUSTRIES LIMITED: Additional Director
Memberships / Chairmanship of Committees of other Listed Companies	NIL	NIL
Relationship with other Directors / Key Managerial Personnel	NIL	NIL
No. of shares held in the Company either by self or on a beneficial basis for any other person	NIL	NIL

\* Excludes Private and Foreign Companies.

<b>Name</b>	<b>Mr. Chirag</b>	<b>Ms. Geeta Devi</b>
DIN	10728185	10313906
Date of Birth	03/09/2004	10/10/1975
Nationality	Indian	Indian
Designation	Non-Executive Director	Non-Executive-Independent Director
Date of first Appointment	August 02, 2024	August 02, 2024
Qualifications	Passed Primary Education	Passed Secondary education
Directorship in other Listed Companies *	NIL	SYBLY INDUSTRIES LIMITED:Additional Director
Memberships / Chairmanship of Committees of other Listed Companies	NIL	NIL
Relationship with other Directors / Key Managerial Personnel	NIL	NIL
No. of shares held in the Company either by self or on a beneficial basis for any other person	NIL	NIL