



SPZ & ASSOCIATES

COMPANY SECRETARIES

Off Add : A-Wing, 202, Kolshet Rd., Dhokali Naka, Cosmos Nest, Thane (W)
PIN-400607, MB-9373059147,9960062228, E id : cssunilzore@gmail.com

SCRUTINIZER REPORT

[Pursuant to Provision of Section 108 of the Companies Act, 2013 and the
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
35th Annual General Meeting (AGM)
BERAR FINANCE LIMITED (The "Company")
(CIN-U65929MH1990PLC057829)
Regd. Office: Avinisha Tower, Mehadia Chowk, Dhantoli, Nagpur-440012

Dear Sir,

I, Sunil Purushottam Zore (Certificate of Practice No : 11837), a Company Secretary in practice, has been appointed by the Board of Directors of the Company as a scrutinizer for the purpose of Scrutinizing the remote e-voting process along with voting during the AGM by polling paper, and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the resolutions contained in the Notice (hereinafter referred to as "the resolutions") of the 35th Annual General Meeting (AGM) of the members of the Company, held on Tuesday, September 16, 2025 at 11.00A.M. (IST), at "Arjuna Celebrations", Pande Layout Road, Khamla, Nagpur-440025.

The Notice dated **August 12, 2025** convening the 35th AGM of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013, was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through

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Nagpur Office : Block 98, Wing III, RajatSankul, Ganesh Peth, Nagpur-440018



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electronic means and voting at AGM by polling paper on the resolutions contained in the Notice to the 35th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process along with voting during the AGM by polling paper is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company, to provide facilities for remote e-voting.

Further to the above, I submit my report as under:-

- i. The remote e-voting commenced on **Friday, September 12, 2025 at 9:00 A.M. (IST) and ended on Monday, September 15, 2025 at 5:00 P.M. (IST).**
- ii. The members who were on record of the Company as on the "cut-off date i.e. **Tuesday, September 09, 2025, (End of Day)** were entitled to vote on the resolutions as set out in the notice of the 35th AGM of the Company.
- iii. The votes cast via remote e-voting were blocked on **Monday, September 15, 2025 at 5:00 P.M. (IST)**, immediately after completion of voting hours.
- iv. The facility for voting during the AGM by polling paper was provided at the 35th AGM on Tuesday, September 16, 2025 at 11.00A.M. (IST), for those members who attended the meeting but not voted through remote e-voting facility.
- v. The votes cast at the AGM as well as the votes cast through remote e-voting were unlocked in the presence of two witnesses, not in the employment of the Company.
- vi. Thereafter, considering remote e-voting and voting during the AGM by polling paper, the combined result of the voting is annexed to this report as **"Annexure -A"**.

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vii. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately. I have found 4 (Four) poll papers out of 65 (Sixty Five) which were invalid/incomplete/defective.

viii. According to such report, it is confirmed that all resolutions stand passed with the requisite majority.

I hereby confirm that we are maintaining the register/record/report received from authorized agency and the Company in respect of the votes cast through remote e-voting and voting during the AGM by polling paper by the member of the Company. I have sealed and handed over polling papers and all others relevant records to Company Secretary of the Company for safe-keeping.

Thanking you,

Yours Faithfully,
For SPZ & Associates
Company Secretaries

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CS Sunil Zore

Certificate of Practice Number -11837
Membership Number - A22144
Firm Unique Identification Number- S2015MH305600
Peer Review Certificate Number- 965/2020
ICSI UDIN : A022144G001268941

MAROTI
GENDARU
JAWANJAR

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MAROTI GENDARU
JAWANJAR
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Maroti Jawanjar
The Executive Chairman
BERAR FINANCE LIMITED
Date: 17/09/2025
Place: Nagpur

Nagpur Office : Block 98, Wing III, RajatSankul, Ganesh Peth, Nagpur-440018

ANNEXURE-A
SCRUTINIZER REPORT

Item No. of Notice	Type of Resolution	Resolution Details	Type of Voting	Votes in favour of the resolution			Votes against the resolution			Total Voting			Invalid votes	
				Number of members voted	Number of Votes cast by them	% age	Number of members voted	Number of votes cast by them	% age	Number of members voted (5+8)	Number of Votes cast by them (6+9)	% age (7+10)	Number of members voted	Number of votes cast by them
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
1	Ordinary Resolution	Adoption of Audited Financial Statements of the Company for the year ended March 31, 2025 and the Board's and Auditors Reports thereon.	Remote e-voting	38	8676066	100.00	0	0	0.00	38	8676066	100.00	0	0
			Voting during AGM	61	668806	100.00	0	0	0.00	61	668806	100.00	4	4100
			Total	99	9344872	100.00	0	0	0.00	99	9344872	100.00	4	4100
2	Ordinary Resolution	Re-appointment of Mr. Shantaram Krishnarao Mahakalkar (DIN: 00379988), as a Director, who retires by rotation and being eligible, offers himself for re-appointment.	Remote e-voting	38	8676066	100.00	0	0	0.00	38	8676066	100.00	0	0
			Voting during AGM	61	668806	100.00	0	0	0	61	668806	100.00	4	4100
			Total	99	9344872	100.00	0	0	0	99	9344872	100.00	4	4100
3	Ordinary Resolution	Appointment of M/s. N.A. Shah Associates LLP (Firm Registration No.: 116560W/W100149), Chartered Accountants, Mumbai as Statutory Auditors of the Company	Remote e-voting	38	8676066	100.00	0	0	0	38	8676066	100.00	0	0
			Voting during AGM	61	668806	100.00	0	0	0	61	668806	100.00	4	4100
			Total	99	9344872	100.00	0	0	0	99	9344872	100.00	4	4100
4	Ordinary Resolution	Appointment of Ms. Annapurna Dubey (DIN: 08760434), as an Independent Director of the Company.	Remote e-voting	38	8676066	100.00	0	0	0	38	8676066	100.00	0	0
			Voting during AGM	61	668806	100.00	0	0	0	61	668806	100.00	4	4100
			Total	99	9344872	100.00	0	0	0	99	9344872	100.00	4	4100
5	Ordinary Resolution	Appointment of Ms. Anvi Somaiya (DIN: 11102904) as a director liable to retire by rotation.	Remote e-voting	38	8676066	100.00	0	0	0	38	8676066	100.00	0	0
			Voting during AGM	61	668806	100.00	0	0	0	61	668806	100.00	4	4100
			Total	99	9344872	100.00	0	0	0	99	9344872	100.00	4	4100
6	Special Resolution	Issue of Non-Convertible Debentures through Private Placement.	Remote e-voting	37	8674666	99.98	1	1400	0.02	38	8676066	100.00	0	0
			Voting during AGM	59	663788	99.25	2	5018	0.75	61	668806	100.00	4	4100
			Total	96	9338454	99.93	3	6418	0.07	99	9344872	100.00	4	4100