

BFL: 55

Date: May 30, 2022

To,  
The Manager (Listing),  
The BSE Limited,  
1st Floor, P.J. Towers,  
Dalal Street,  
Mumbai-400 001.

Ref: Scrip Code: 973024  
Scrip Code: 973106

Scrip ID: 1318BFL24  
Scrip ID: 15BFL25

ISIN: INE998Y07071  
ISIN: INE998Y07089

Dear Sir,

**Sub: - Outcome of Board Meeting held on May 30, 2022**

Pursuant to Regulation 51(2) and 52 read with Part B of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held today i.e. on Monday, May 30, 2022 have, inter-alia, considered and approved the audited Financial Results of the Company for the quarter & year ended March 31, 2022.

In this regard, please find enclosed herewith:



- Audited Financial Results of the Company along with Auditors Report Issued by Statutory Auditors of the Company, M/s Pravin Dhiran & Co. along with the disclosures as required under Regulation 52 (4) of SEBI Listing Regulations
- Declaration by the Managing Director of the Company pursuant to Regulation 52(3)(a) of SEBI Listing Regulations.
- Intimation under Regulation 54 of SEBI Listing Regulations;

The said documents are also being uploaded on the website of the Company [www.berarfinance.com](http://www.berarfinance.com).

The quarter & year ended results will also be published in the newspapers in the format prescribed by Securities and Exchange Board of India.

You are requested to take the same on record.

This is for your information and appropriate dissemination.



Thanking you,

Yours faithfully,

For Berar Finance Limited



Deepali Balpande

(Company Secretary and Compliance Officer)

ACS: 21290

Copy to following for information:-

- 1) IDBI Trusteeship Services Limited, Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai – 400 001.



CIN No. :- U69229MR1990PLC057829

Regd. Office : AVINISHA TOWER, MEHADIA SQUARE, DHANTOLI, NAGPUR - 440 012.

Tel. : (0712) 6661099 ♦ Website : www.berarfinance.com ♦ Email : info@berarfinance.com

**STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2022.**

(₹ in lakhs, unless otherwise stated)

Particulars	Quarter ended			Year Ended	
	March 31, 2022	December 31, 2021	March 31, 2021 <sup>A</sup>	March 31, 2022	March 31, 2021
	Audited	Unaudited	Unaudited	Audited	Audited
<b>Revenue from Operations</b>					
Interest Income	5,070.81	3,946.80	NA	15,888.76	12,212.12
Dividend Income	0.00	-	NA	0.00	0.47
Net gain on fair value changes	1.32	0.17	NA	8.73	88.13
Other operating income	-37.02	508.89	NA	1,652.77	1,184.61
<b>Total Revenue from Operations</b>	<b>5,035.13</b>	<b>4,455.86</b>	<b>NA</b>	<b>17,550.31</b>	<b>13,485.32</b>
Other Income	6.62	1.74	NA	9.98	0.86
<b>Total Income</b>	<b>5,041.75</b>	<b>4,457.60</b>	<b>NA</b>	<b>17,560.29</b>	<b>13,486.18</b>
<b>Expenses</b>					
Finance Costs	1,467.27	2,335.00	NA	9,021.06	6,752.88
Impairment on financial instruments	441.45	28.57	NA	964.44	1,208.28
Employee Benefits Expenses	701.66	779.73	NA	2,618.91	1,719.40
Depreciation, amortization and impairment	61.18	67.09	NA	237.04	190.55
Other expenses	896.47	390.11	NA	2,461.04	1,564.42
<b>Total Expenses</b>	<b>4,568.03</b>	<b>3,501.00</b>	<b>NA</b>	<b>15,322.49</b>	<b>11,435.52</b>
<b>Profit before tax</b>	<b>473.72</b>	<b>656.60</b>	<b>NA</b>	<b>2,237.81</b>	<b>2,050.66</b>
<b>Tax Expense:</b>					
- Current Tax	265.00	65.00	NA	715.00	625.00
- Prior period income tax	-	-	NA	0	0
- Deferred Tax	-72.89	75.52	NA	-219.58	-107.01
<b>Profit for the period</b>	<b>281.41</b>	<b>315.89</b>	<b>NA</b>	<b>1,741.89</b>	<b>1,537.67</b>
<b>Other Comprehensive Income</b>					
Items that will not be reclassified to profit or loss					
(i) Re-measurement gains / (losses) on defined benefit plans	-59.64	63.23	NA	-73.61	1.33
(ii) Income tax impact	-22.10	-18.20	NA	-18.52	-0.34
Items that will be reclassified to profit or loss					
(i) Fair Value of Equity Shares	-	-	-	0	-
(ii) Income tax relating to items that will be reclassified to profit and loss	-	-	-	0	-
<b>Other Comprehensive Income for the period</b>	<b>-81.74</b>	<b>47.03</b>	<b>NA</b>	<b>-92.13</b>	<b>0.99</b>
<b>Total Comprehensive Income for the period</b>					
(Comprising Profit and other comprehensive income for the period)	<b>199.67</b>	<b>562.90</b>	<b>NA</b>	<b>1,649.76</b>	<b>1,538.65</b>
<b>Earnings per equity share</b>					
Basic (INR)	1.73	5.15	NA	17.28	15.01
Diluted (INR)	1.72	5.15	NA	17.18	15.91
<b>Disclosures under Regulation 52(4)</b>					
Debt Equity Ratio	2.92	4.84	NA	2.92	4.98
Outstanding redeemable preference shares	-	-	-	-	-
Capital redemption reserve	-	-	-	-	-
Debt redemption reserve	-	-	-	-	-
<b>Net Worth*</b>	<b>25,914.19</b>	<b>16,054.83</b>	<b>NA</b>	<b>25,914.19</b>	<b>14,642.39</b>
Total debt to total asset(%)	72.96%	81.09%	NA	72.96%	81.72%
Net profit margin (%)**	5.59%	11.58%	NA	9.93%	11.40%
Gross Non Performing Assets (%)	3.09%	4.43%	NA	3.09%	2.55%
Net Performing Assets (%)	2.30%	3.43%	NA	2.30%	1.77%
Provision Coverage Ratio (%)	26.36%	23.75%	NA	26.36%	31.75%

<sup>A</sup> The Company does not have corresponding quarterly financial results for the quarter ended March 2021, therefore the column on corresponding figures for said quarter is not applicable.

\*Networth has been calculated as per Section 2 (57) of the Companies Act, 2013 and includes equity share capital and other equity.

\*\* Net profit margin is net profit after tax divided by revenue from operations.

Notes: Debt Service coverage ratio, Interest service coverage ratio, Current ratio, Long term debt to working capital ratio, Bad debts to account receivable ratio, Current Liability ratio, Debtors turnover, Inventory turnover and Operating margin (%) are not applicable.





CIN No. - U65929MH1990PLC057829

Regd. Office : AVINISHA TOWER, MEHADIA SQUARE, DHANTOLI, NAGPUR - 440 012.  
Tel. : (0752) 6662999 ♦ Website : www.berarfinance.com ♦ Email : info@berarfinance.com

Disclosure of assets and liabilities as per Regulation 52 of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015 as at March 31, 2022  
**STANDALONE BALANCESHEET AS AT MARCH 31, 2022**

Particulars	(₹ in Lakhs)	
	As at March 31, 2022	As at March 31, 2021
	<b>Audited</b>	<b>Audited</b>
<b>ASSETS</b>		
<b>(1) Financial Assets</b>		
(a) Cash and cash equivalents	9,507.52	9,479.25
(b) Bank Balances other than cash and cash equivalents	4,371.89	7,474.86
(c) Derivative financial instruments	-00	-00
(d) Receivables	-00	-00
(i) Trade Receivables	-00	-00
(ii) Other Receivables	-00	-00
(c) Loans	81,833.84	65,948.35
(d) Investments	1,562.29	1,177.09
(e) Other Financial assets	3,619.80	2,550.31
<b>Total Financial Assets</b>	<b>1,00,995.34</b>	<b>86,629.87</b>
<b>(2) Non-financial Assets</b>		
(a) Inventories	-	-
(b) Current Tax assets (Net)	-	-
(c) Deferred tax assets (Net)	672.69	471.65
(d) Property, Plant and Equipment	1,794.81	1,722.16
(e) Capital Work in Progress	21.99	9.00
(f) Goodwill	-00	-
(g) Other intangible assets	71.85	81.32
(h) Right of use assets	271.61	215.29
(i) Other non-financial assets	14.40	14.46
<b>Total Non-financial Assets</b>	<b>2,847.35</b>	<b>2,513.88</b>
<b>Total Assets</b>	<b>1,03,842.69</b>	<b>89,143.75</b>
<b>LIABILITIES AND EQUITY</b>		
<b>LIABILITIES</b>		
<b>(1) Financial Liabilities</b>		
Trade Payables	-	-
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	462.55	425.34
Debt Securities	12,224.08	12,066.02
Borrowings (Other than Debt Securities)	48,064.97	48,803.49
Deposits	15,064.14	11,318.39
Other financial liabilities	1,401.56	1,420.80
<b>Total Financial Liabilities</b>	<b>77,217.30</b>	<b>74,034.04</b>
<b>(2) Non-Financial Liabilities</b>		
Current Tax liabilities (Net)	140.66	74.06
Provisions	360.26	209.01
Other non-financial liabilities	210.28	184.23
<b>Total Non-financial Liabilities</b>	<b>711.20</b>	<b>467.32</b>
<b>(3) EQUITY</b>		
Equity Share capital	1,233.68	1,000.78
Other Equity	24,680.51	13,641.61
<b>Total Equity</b>	<b>25,914.19</b>	<b>14,642.39</b>
<b>Total Liabilities and Equity</b>	<b>1,03,842.69</b>	<b>89,143.75</b>



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Disclosure of statement of cashflow as per Regulation 52 of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2022  
**STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2022**

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
	Audited	Audited
<b>A. Cash flow from operating activities</b>		
Profit before tax	2237.41	2055.66
Adjustments for:	-	-
Depreciation and amortisation expense	237.04	190.55
ESOP expense	40.62	48.30
Provision for Defined Benefit Obligation	33.65	25.58
Finance cost	377.45	124.57
Interest Income on Security Deposit	(4.99)	3.65
Amortization Impact of Processing fees and commission on Loans	0.00	(634.08)
Interest Income on Investment	(86.20)	(73.99)
Net gain on fair value changes in Investment	(2.02)	37.30
Profit On Sale Of Investment	(6.71)	(75.85)
Gain on termination of lease	(4.33)	(0.01)
Income on Mutual Funds	0.24	-
Impairment on financial instruments	964.44	1,203.28
Profit on sale of property, plant and equipment (Net)	(0.19)	(0.14)
<b>Operating profit before working capital changes</b>	<b>3786.41</b>	<b>2904.82</b>
<b>Changes in working capital</b>		
Increase/ (decrease) in trade payables	37.21	184.75
Increase/ (decrease) in other financial liabilities	(83.31)	145.37
Increase/ (decrease) in provisions and other liabilities	70.04	[119.10]
(Increase)/ decrease in other financial assets	(1070.46)	(716.26)
(Increase)/ decrease in Loans	(16949.93)	(20505.52)
(Increase)/ decrease in other assets	0.06	(6.03)
<b>Cash generated from/used in operations</b>	<b>(14209.88)</b>	<b>(18111.97)</b>
Income tax paid	(648.43)	(313.61)
<b>Net cash generated from operating activities (A)</b>	<b>(14858.40)</b>	<b>(18625.57)</b>
<b>B. Cash flow from investing activities</b>		
Payment for property, plant and equipment, intangible assets and Capital Work-in-progress	(193.82)	(131.84)
Change in Other Bank balances not available for immediate use	3102.97	(5759.20)
Proceeds from sale of property plant and equipment	0.34	0.20
Purchase of investment	(400.42)	(331.80)
Proceeds from sale of investments	20.55	146.11
Interest received	90.00	69.67
<b>Net cash used in investing activities (B)</b>	<b>2621.61</b>	<b>(7006.87)</b>
<b>C. Cash flow from Financing activities</b>		
Proceeds from Bank & Financial Institution Borrowing (Net of Repayments)	(740.79)	15352.61
Debt Securities Issued	123.80	12165.85
Deposits taken (Net of Repayments)	3745.75	2630.72
Capital Raised	232.90	34.11
Expenses related to Issue of Shares	(318.50)	0.00
Dividend Paid	(100.08)	(46.31)
Repayment of lease liabilities	(139.01)	(93.88)
Premium received on issue of shares	9767.10	1963.89
<b>Net cash used in financing activities (C)</b>	<b>12571.08</b>	<b>32008.79</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>334.29</b>	<b>6376.35</b>
Cash and cash equivalents at the beginning of the year	4280.54	(2095.82)
<b>Cash and cash equivalents at the end of the year</b>	<b>4614.83</b>	<b>4280.54</b>





**Notes:**

1. The Company is a registered Non-Banking Finance Company engaged in the business of providing finance. The Company is registered with the Reserve Bank of India as a Non-Banking Finance Company (NBFC) with effect from 24 November 1998, with Registration No. 13.01109.
2. The financial results for the quarter and year ended March 31, 2022 have been reviewed by the Audit Committee and recommended for adoption to the Board of Directors. The Board of Directors of the Company have considered and approved the same in its meeting held on May 30, 2022.
3. The Company has granted 1,08,000 Employee stock option during the financial year 2021-2022.
4. During the year, the Company has allotted 23,29,048 equity shares of face value of Rs.10 per share by way of private placement at a premium of Rs419.36 per share.
5. The financial results of the Company have been prepared in accordance with Indian Accounting Standards ('Ind AS') as prescribed under Section 133 of the Companies Act 2013 ('the Act') and in compliance with the requirement of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').
6. Based on the guiding principles given in Ind AS 108 "Operating Segments" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India, the Company is mainly engaged in the business of financing activities. As the Company's business falls within a single primary business segment, there is no separate reportable segment in accordance with Ind AS 108 on "Operating Segments".
7. The Secured listed Non-Convertible Debt securities of the Company are fully secured by first pari-passu charge given by way of hypothecation over receivables of the Company, to the extent as stated in the respective Information/placement memorandum. Further, the Company has maintained asset cover as stated in the Information/placement memorandum which is sufficient to discharge the principal amount and interest accrued but not due at all times for the secured non convertible debt securities.



8. Other Equity contains statutory reserve as per Section 45 IC of Reserve Bank of India Act, 1934, balance in securities premium, share option outstanding account, general reserve and surplus in statement of profit and loss.
9. Earnings per share for the quarter ended March 31, 2022 and for quarter ended December 31, 2021 have not been annualised.
10. The Company has implemented the requirements pertaining to the RBI Circular - RBI/2021-2022/125 DOR.STR.REC.68/21.04.048/2021-22 dated November 12, 2021. The Company did not opt for the relaxation offered by RBI under its circular - RBI/2021-2022/158 DOR.STR.REC.85/21.04.048/2021-22 dated February 15, 2022 in relation to upgradation of non performing assets. The Gross Non Performing Assets ("GNPA") as at March 31, 2022 is 3.09% (If the Company had availed relaxation thereof under the said circular, the GNPA would have been 2.19%).
11. The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020 and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial results in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.
12. The figures of quarter ended March 31, 2022 are the balancing figures between audited figures in respect of year ended March 31, 2022 and reviewed figures for the nine months ended December 31, 2021.
13. The figures for the previous period/year have been regrouped/ reclassified wherever necessary to conform to the current period's/year's presentation.



14. Information as required pursuant to Regulation 52 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) :

Debt equity ratio	(Debt Securities + Borrowings + Deposits + Unclaimed Deposits)/ NetWorth
Net Worth	Share Capital + Other Equity  (Note: Other Equity : Retained Earnings+ General Reserve + Securities Premium+ Employee stock options plan+ Statutory Reserve)
Total debts to total assets (%)	(Debt Securities+ Borrowings + Deposits + Unclaimed Deposits)/Total Assets
Net profit margin(%)	Profit After Tax/Revenue from Operations
Gross non performing asset (%)	Gross Stage 3 Assets/Gross Loans
Net non performing asset (%)	(Gross Stage 3 Assets-Impairment Loss allowance for Stage 3 Assets)/(Gross Loans-Impairment Loss allowance for Stage 3 Assets)
Provision coverage ratio(%)	Impairment Loss allowance for Stage 3 Assets/Gross Stage 3 Assets

Place: Nagpur

Date: May 30, 2022



For Berar Finance Limited

Sandeep Jawanjal  
Managing Director

DIN: 01490054





**PRAVIN DHIRAN & CO.**  
CHARTERED ACCOUNTANTS

"Munish-Sadan", Opp. Raman Cycle Industries, Krishna Nagar, Wardha - 442001.  
Ph. (07152) 242724 Fax : 245678 E-mail : pravin\_dhiran@rediffmail.com

To the Board of Directors of,  
**BERAR FINANCE LIMITED**  
Nagpur

**Opinion**

1. We have audited the accompanying Statement of Financial Results of BERAR FINANCE LIMITED (the "Company") for the quarter and year ended March 31, 2022, (the "Statement") being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. In our opinion and to best of our information and according to the explanation given to us, the aforesaid statement:
  - i. Is presented in accordance with the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 as amended: and
  - ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards prescribed under section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2022 and also the standalone balance sheet as at March 31, 2022 and the standalone statement of Cash Flows for the year ended on that date.



**Nagpur** : 2nd Fir., Raghukul, 54, Bajaj Nagar, Near CIIMS Hospital, Nagpur - 440010.

**Amravati** : 23, Salidham Market, Jawahar Road, Amravati - 444601.

### **Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in Auditor's Responsibilities for audit of the financial results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statement under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

### **Board of Directors' responsibility for the Financial Results**

4. This Standalone Financial Results have been compiled from the standalone financial statements. The Company's Board of Directors is responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information and the standalone balance sheet and the standalone statement of Cash Flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard prescribed under Section 133 of the Act, read with relevant rules issued thereunder, the relevant provisions of the circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. The responsible also includes maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.
5. In preparing the standalone financial results, the Boards of Directors of the Company are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Boards of Directors either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.





6. The Boards of Directors of the Company are responsible for overseeing the financial reporting process of the Company.

#### **Auditor's responsibilities for the audit of the Financial Results**

7. Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial results.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

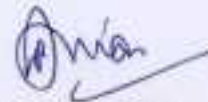




- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance of the Company, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
11. Our opinion on the Standalone Financial Results is not modified.

Nagpur  
Dated May 30<sup>th</sup>, 2022

**For PRAVIN DHIRAN & CO.**  
Chartered Accountants  
FRN: 133656W



**PRAVIN DHIRAN**  
Partner  
M.No. 115580  
UDIN - 22115580AJWUTZ6294



BFL: 56

Date: May 30, 2022

To,  
The Manager (Listing),  
The BSE Limited,  
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Ref: Scrip Code: 973024  
Scrip Code: 973106

Scrip ID: 1318BFL24  
Scrip ID: 15BFL25

ISIN: INE998Y07071  
ISIN: INE998Y07089

Dear Sir,

**Sub: - Declaration with respect to unmodified opinion in the Audit Report for the Financial year ended March 31, 2022, pursuant to Regulation 52(3)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").**

Pursuant to Regulation 52(3)(a) of SEBI Listing Regulations, I, Sandeep Jawanjal, Managing Director of the Company do hereby declare that M/s Pravin Dhiran & Co., Statutory Auditors of the Company, have issued Auditors Report with unmodified opinion on the Financial Statements of the Company for the Financial year ended March 31, 2022.

Kindly take the above on the record.

Thanking you,

Yours faithfully,

For Berar Finance Limited

  
Sandeep Jawanjal  
(Managing Director)  
DIN: 01490054



BFL: 57

Date: May 30, 2022

To,  
The Manager (Listing),  
The BSE Limited,  
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ISIN: INE998Y07089

Dear Sir,

**Sub: - Intimation under Regulation 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").**

Pursuant to Regulation 54 of SEBI Listing Regulations, please find enclosed herewith Asset cover details of listed non-convertible debt securities outstanding as on March 31, 2022. The asset cover details have been provided in the format prescribed by of Securities and Exchange Board of India for disclosure under Regulation 56(1)(d) of SEBI Listing Regulations and duly certified by the Statutory Auditors of the Company i.e M/s Pravin Dhiran & Co.

The Company has already enclosed the said certificate along with financial results of the Company submitted to BSE Limited on May 30, 2022.

You are requested to take the same on record.

This is for your information and appropriate dissemination.

Thanking you,

Yours faithfully,

For Berar Finance Limited





Deepali Balpande  
(Company Secretary and Compliance Officer)  
ACS: 21290

Copy to following for information:-

IDBI Trusteeship Services Limited, Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai - 400 001.





**PRAVIN DHIRAN & CO.**

CHARTERED ACCOUNTANTS

"Manish-Sadan", Opp. Raman Cycle Industries, Krishna Nagar, Wardha - 442001.  
Ph. (07152) 242724 Fax : 245678 E-mail : pravin\_dhiran@rediffmail.com

To,  
The Board of Directors  
Berar Finance Limited  
Registered Office: Avinisha Tower,  
Mehadia Chowk, Dhantoli, Nagpur-440012

Dear Sirs,

**Subject:** Statutory Auditor's Certificate on Asset Cover and compliance with covenants as per Regulation 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (SEBI LODR) in respect of Non-Convertible Debentures ("the debentures / NCD's) aggregating to **Rs.52 Crores issued by Berar Finance Limited ("the Company")**

1. The management has requested us to certify the particulars contained in the accompanying Statement of Information for listed Non-Convertible Debentures ('NCDs') attached herewith (the 'Statement') of Berar Finance Limited (the 'Company') as at 31<sup>st</sup> March 2022. This statement has been prepared by the Company to comply with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended till date (referred to as the 'Regulations') for the purpose of its onward submission to "IDBI Trusteeship Services Ltd" (referred to as the 'Company's Debenture Trustee').

**Management's Responsibility for the Statement**

2. The preparation of the Statement / Annexure A is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents as well as compliance with the Regulations. This responsibility also includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.
3. The Statement has been prepared by the management on the basis of audited Financial Results as of and for the period ended 31 March 2022 of the Company which have been approved by the Board of Directors in its meeting held on 30<sup>th</sup> May 2022.
4. The Company's management is also responsible for ensuring that the Company complies with the terms and conditions including compliances of the covenants as per the Information Memorandum and other agreements and documents executed with Debenture Trustee and Debenture holders and also in compliance with SEBI LODR as applicable.

**Nagpur** : 2nd Flr., Raghokul, 54, Bajaj Nagar, Near CIIMS Hospital, Nagpur - 440010.

**Amravati** : 23, Salidham Market, Jawahar Road, Amravati - 444601.



### **Auditors' Responsibility**

5. Our responsibility is to provide a reasonable assurance on the Statement, based on the verification of the Audited Financial Results, relevant records, documents, information, explanations and representations given to us by the Company's management and in accordance with our interpretations of the law and related pronouncements.
6. Pursuant to the Regulation 56(1)(d) of SEBI LODR, it is our responsibility to provide a reasonable assurance on the Asset Cover and to confirm that the computation has been made based on the Financial Results and other information as considered relevant for this purpose.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Services engagements.

### **Opinion**

9. Based on the audited Financial Results and the information and explanations given to us and the examination conducted as detailed above and representations provided to us, we certify that nothing has come to our attention that causes us to believe that Company has not complied, in all material respects, with the requirements of SEBI regulations for the maintenance of the hundred percent asset cover, including the compliance with all covenants, in respect of debt securities for the period ended March 31, 2022.





## Restriction on Use

10. This Certificate has been issued at the request of the Company for them to submit it to IDBI Trusteeship Services Limited the Debenture Trustee pursuant to the requirements of SEBI LODR and stock exchange/SEBI and may not be suitable for any other purpose. Therefore, our Certificate is intended solely for the information and use of the Board of Directors, the management of the Company, the Debenture Trustee and stock exchange/SEBI and is not intended to be and should not be used by anyone other than these specified parties.

This Certificate should not be circulated, copied, used or referred for any other purpose without our prior written consent.

For Pravin Dhiran & Co.  
Chartered Accountants  
ICAI Firm Registration No. 133656W



**Pravin Dhiran**  
Partner  
Membership No. 115580  
UDIN - 22115580AJWZEY1837



Nagpur  
Date: May 30, 2022



**Annexure A**  
**Asset Cover Certificate**

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

a. The listed entity has vide its Board Resolution and information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following listed debt securities:

ISIN	Private Placement/ Public Issue	Secured/ Unsecured	Sanctioned Amount ( Amount in Rupees )
INE998Y07071	Private Placement	Secured	18,00,00,000.00
INE998Y07089	Private Placement	Secured	34,00,00,000.00

b) Asset Cover for listed debt securities:

- i) The Financial information as on 31.03.2022 has been extracted from the books of accounts for the year ended 31.03.2022 and other relevant records of the listed entity;
- ii) The assets of the listed entity provide coverage of 1.10 times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed (calculation as per statement of asset cover ratio for the Secured debt securities - table - I)

**Table - I:**

Sr. No.	Particulars		INE998Y07071	INE998Y07089
i	Total assets available for secured Debt Securities' - (secured by either pari passu or exclusive charge on assets) (mention the share of Debt Securities' charge holders)	A	12,78,67,294.00	37,74,80,385.00
	<input type="checkbox"/> Property Plant & Equipment (Fixed assets) - movable/immovable property etc		12,78,67,294.00	37,74,80,385.00
	<input type="checkbox"/> Loans/advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc		-	-
	<input type="checkbox"/> Receivables including interest accrued on Term loan/ Debt Securities etc		-	-
	<input type="checkbox"/> Investments(s)		-	-
	<input type="checkbox"/> Cash and cash equivalents and other current/ Non-current assets		-	-
ii	Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets)	B	11,42,72,846.00	34,01,55,172.00
	<input type="checkbox"/> Debt Securities (Provide details as per table below)		11,50,00,000.00	34,00,00,000.00
	<input type="checkbox"/> MSD - AS adjustment for effective Interest rate on secured Debt Securities		-7,29,024.00	-20,47,078.00
	<input type="checkbox"/> Interest accrued/payable on secured Debt Securities		1,870.00	22,02,250.00
iii	Asset Coverage Ratio	A/B	112%	111%



ISIN wise details

Sr. No.	ISIN	Facility	Type of charge	Sanctioned Amount	Outstanding Amount As on 31-03-2022	Cover Required	Assets Required
1	INE998Y07071	Non-convertible Debt Securities	The Debentures shall be secured by way of a first ranking, exclusive and continuing charge on identified receivables ("Hypothecated Assets") created pursuant to the deed of hypothecation executed between the Company and the Debenture Trustee. The Hypothecated Assets shall at all times be equal to 1.10 (One decimal point one zero) time or 110.0% (One hundred and ten percent) the aggregate amount of principal outstanding of the NCDs where at least 1.10 (One decimal point one zero) time or 110.0% (One hundred and ten percent) of the security cover is from principal receivables ("Security Cover").	Rs.18,00,00,000/-	11,50,00,000.00	1.10 (One decimal point one zero) time	12,65,00,000.00
2	INE998Y07089	Non-convertible Debt Securities	The Debentures shall be secured by way of a first ranking, exclusive and continuing charge on identified receivables ("Hypothecated Assets") created pursuant to the deed of hypothecation executed between the Company and the Debenture Trustee. Commencing from the Initial Security Creation Date, the charge over the Hypothecated Assets shall be (i) such that the value of the receivables underlying the Hypothecated Assets is at least 1.10 (one decimal one zero) times (i.e., 110% (one hundred and ten percent) of the value of the Outstanding Amounts, and (ii) that the value of principal amounts of the Client Loans underlying the Hypothecated Assets is at least 1.10 (one decimal one zero) times (i.e., 110% (one hundred and ten percent) of the value of the Outstanding Amounts (collectively, the "Security Cover").	Rs.34,00,00,000/-	34,00,00,000.00	1.10 (One decimal point one zero) time	37,40,00,000.00



c) **Compliance of all the covenants/terms of the issue in respect of listed debt securities of the listed entity:**  
We have examined the compliances made by the listed entity in respect of the covenants/terms of the issue of the listed debt securities (NCD's) and certify that the such covenants/terms of the issue have been complied by the listed entity.

For **Pravin Dhiran & Co.**

Chartered Accountants

FRN - 133656W



(**Pravin Dhiran**)

Partner

M. No. 115580

UDIN - 22115580AJWZEY1837

Date: 30/05/2022

Place: Nagpur

