

BFL: 2025-26/151

Date: September 17, 2025

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

Dear Sir/Madam,

Sub: Proceedings of 35th Annual General Meeting of Berar Finance Limited ("Company") held on Tuesday, September 16, 2025 under Regulation 51 read with Part B of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Pursuant to Regulation 51 read with Schedule III (Part B) of Listing Regulations, we enclose herewith the proceedings of the 35th Annual General Meeting of the Company held on Tuesday, September 16, 2025 at 11.00 A.M. (IST), at " Arjuna Celebrations ", Pande Layout Road, Khamla, Nagpur-440025.

The proceedings can also be accessed at the Company's website at www.berarfinance.com.

Kindly take the same on your record.

Thanking you,

For Berar Finance Limited



(Deepali Balpande)

Company Secretary and Compliance Officer

ACS: 21290

Encl: As above



Copy to following for information:-

- 1) IDBI Trusteeship Services Limited, Ground Floor, Universal Insurance Building, Sir Phirozshah Mehta Rd, Fort, Mumbai, Maharashtra - 400 001.
- 2) Bigshare Services Private Limited, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093.
- 3) CRISIL Ratings Limited, CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai 400076, Maharashtra, India.
- 4) India Ratings and Research Private Limited, Wockhardt Tower, Level 4, West Wing, Plot C-2, G Block, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra - 400051, India.

- 5) National Securities Depository Limited, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.
- 6) Central Depository Services (India) Limited, Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel (East) Mumbai - 400013.



**SUMMARY OF THE PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING OF
BERAR FINANCE LIMITED HELD ON TUESDAY, SEPTEMBER 16, 2025.**

Date, Time and Venue of the Meeting:

The 35th Annual General Meeting ("AGM" or "the Meeting") of the members of Berar Finance Limited ("the Company") was held on Tuesday, September 16, 2025 at 11.00 A.M. (IST), at "Arjuna Celebrations", Pande Layout Road, Khamla, Nagpur-440025. The meeting was conducted in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

Proceedings in brief:

- Mr. Maroti Jawanjar, Chairman presided over the meeting and extended a warm welcome to all the Members, Directors and other invitees to the meeting.
- 85 Members were present at the Meeting as per the attendance register including authorized representative of Bodies Corporate.
- The requisite quorum being present, the Chairman called the Meeting in order. The quorum was present throughout the Meeting.
- The Chairman confirmed the presence of Chairperson of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee.
- The Chairman informed the members that Mr. Avishek Addy, Ms. Anvi Somaiya and Mr. Rajesh Vasudevan, Directors could not attend the Meeting due to certain pre-occupations. Thereafter, he advised the Company Secretary to introduce the Board members seated on the Dias.
- Mr. Ashish Shah, Partner, Manubhai & Shah LLP, Statutory Auditors and Mr. Sunil Zore, Proprietor of SPZ & Associates, Secretarial Auditors of the Company for F.Y 2024-2025 were present at the Meeting.
- Mr. Yogesh Tahalyani, Chief Financial Officer of the Company was also present at the Meeting.
- Thereafter, Ms. Deepali Balpande, Company Secretary briefed the Members on the statutory part, which, inter-alia, covered the following:
 - Remote e-voting as well as voting at the AGM through polling papers.
 - Appointment of Mr. Sunil Zore, Practicing Company Secretary, as a Scrutinizer to scrutinize the remote e-voting process as well as voting during the AGM, in a fair and transparent manner.
 - The Scrutinizer's Report on the voting results would be made available on the Company's website & would also be uploaded on the website of the stock exchange www.bseindia.com and website of CDSL www.evotingindia.com, within prescribed timelines.
- The Chairman then delivered his formal address and called upon the Managing Director to brief the performance of the Company and abreast members about future plans.
- Thereafter, Mr. Sandeep Jawanjal, Managing Director of the Company briefed the members about business performance, financial highlights and the Company insights and future aspects of the Company.
- The Chairman then directed the Company Secretary to brief outline the business to be transacted at the meeting as per the notice of the AGM.
- The Company Secretary informed the members that the Notice of the AGM along with the Annual Report for the Financial Year 2024-2025 were sent through electronic mode to those Members whose email addresses were registered with the Company, M/s



Bigshare Services Private Limited, RTA and the Depository Participants. The Members who have not registered their e-mail address, physical copy of Annual Report along with AGM Notice, Proxy form and Attendance slip were sent at their registered address available with Company. A copy of the Notice of this AGM along with the Annual Report are also available on the website of the Company i.e., www.berarfinance.com, website of the Stock Exchange where NCDs of the Company are listed, i.e. BSE Limited at www.bseindia.com and website of the CDSL www.evotingindia.com. Considering the above, the Notice was taken as read.

- She further informed that the statutory registers and other documents as required under relevant laws/Acts were made available for inspection by the members at the venue of the Meeting.
- As there were no qualifications in the Statutory Auditors' Report on the Financial Statements and the Secretarial Auditors' Report, both the reports were taken as read.
- The following items as stated in the Notice of the 35th AGM were transacted at the Meeting:

Resolution No.	Business transacted
ORDINARY BUSINESS	
1	Adoption of audited financial statements for the year ended March 31, 2025 and the Board's and Auditors' Reports thereon.
2	Re-appointment of Mr. Shantaram Krishnarao Mahakalkar (DIN: 00379988), as a Director, who retires by rotation and being eligible, offers himself for re-appointment.
3	Appointment of M/s. N.A. Shah Associates LLP (Firm Registration No.: 116560W/W100149), Chartered Accountants, Mumbai as Statutory Auditors of the Company.
SPECIAL BUSINESS	
4	Appointment of Ms. Annapurna Dubey (DIN: 08760434), as an Independent Director of the Company.
5	Appointment of Ms. Anvi Somaiya (DIN: 11102904) as a director liable to retire by rotation.
6	Issue of Non-Convertible Debentures through Private Placement.

- On the invitation of the Chairman, Members made their comments, put up their queries, and sought clarifications on the Company's accounts, businesses and other related matters which were duly addressed.
- The Chairman, thereafter, placed a formal vote of thanks and expressed his sincere gratitude to all the Members for their continued support & trust and for participation at the meeting.
- The meeting commenced at 11.00 a.m. and concluded at 12.30 p.m.
- This summary of proceedings is issued pending the approval of the Minutes by the Chairman.

For Berar Finance Limited



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

