

SPZ & ASSOCIATES COMPANY SECRETARIES

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

SCRUTINIZER REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014 as amended]

To,

The Chairman

30th Annual General Meeting

BERAR FINANCE LIMITED (The "Company")

(CIN- U65929MH1990PLC057829)

Regd. Office: Avinisha Tower, Mehadia Chowk,

Dhantoli, Nagpur-440012, India

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 Berar Finance Limited ("The Company") as a scrutinizer for the purpose of Scrutinizing the remote e-voting process along with e-voting during the AGM (instapoll) 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 30th Annual General Meeting (AGM) of the members of the Company, held on Monday 28th day of September, 2020 at 11.00 A.M. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility at Registered office of the Company (the deemed venue)

The notice dated Saturday, 29th day of August, 2020 convening the 30th 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.

Nagpur Office: Block 98, Wing III, Rajat Sankul, Ganesh Peth, Nagpur-400 018



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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 electronic means on the resolutions contained in the Notice to the 30th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and instapoll 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 and e-voting during the AGM(instapoll).

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

- i. The remote e-voting commenced on Thursday, the 24th September 2020 (9:00 A.M.) and end on Sunday, the 27th September 2020 (5:00 P.M.)
- ii. The members who were on record of the Company as on the "cut-off date i.e. 21stSeptember 2020 (End of Day) entitled to vote on the resolutions as set out in the notice of the 30thAGM of the Company.
- iii. The votes cast via remote e-voting were blocked on 27^{th} September 2020 at 5.00 P.M. immediately after completion of voting hours.
- iv. The facility for e-voting during AGM (instapoll) was provided at the 30th AGM on Monday 28th day of September, 2020 from commencement of Meeting and till 15 minutes after completion of the Meeting for those members who attended the meeting but not voted through remote e-voting facility, and such e-voting was unblocked, after completion of such voting, in the presence of 2 (two) witnesses, who are not in the employment of the Company.
- v. Thereafter considering remote e-voting and votes by e-voting during the AGM (instapoll), the combined result of the voting is annexed to this report as "Annexure -A".

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The details containing, inter alia, votes put in "for" or "against", on each of the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the portal of CDSL and is based on such reports generated.

We hereby confirm that we are maintaining the Register received from authorized agency and the Company in respect of the votes cast through e-voting votes by e-voting during the AGM (instapoll) by the shareholders of the Company. We have shared these records to you

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Thanking you

Yours Faithfully

For SPZ & Associates Company Secretaries

CS Sunil Zore

Certificate of Practice Number: 11837

Place: Nagpur Date: 28/09/2020

ICSI UDIN-A022144B000797347

Based on the Scrutinizer's Report dated 28/09/2020, I declare that the Resolutions No. 1 to 8 proposed at the 30th Annual General Meeting are passed with requisite majority.

Maroti Jawanjar

Chairman of 30th AGM of Company

Place: Nagpur Date: 28/09/2020

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Director, as a Director liable to 100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			Regularisation of the appointment of Mr. Mahesh Parasiranan (DIN: 00233782), Additional	E-voting	36		100				0		0	36	\$615427	82	0	0	0
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			Total	ŝ	5694211	8	0	0	O.		0	٥	9	39	\$694211	3	0	0	0
		Revision in terms and conditions of Employment Agreement of Mr. E-voting Sandeep Jawanjal	E-voting	36	5635427	001	0	0	0		0	0	0	36	5635427	100	*	0	0
Item 6	Ordinary Resolution	(DINO) 490054) Executive Director of the Company.	Instapoll	FF)	58784	100	Ç	0	0		0	0	0	. m.	58784	001	0	0	0
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Item 7	Special Resolution:	Participating Preference Shares (CCPS).	Instapoli	е.	58784	8	0	0	0	0		0	c	~	\$8784	100	0	0	0
			Total	39	5694211	100	0	0	0	0		0	0	86	5694211	8	0	0	0
		Issuance of Tranche 2 Series A Equity Shares and Tranche 2 Series A CCPS through Private	Ewoting	36	5635427	100	0	0	0			0	0	36	5635427	901	0	0	0
Item 8	Special	Placement	Instapoli	6	58784	001	0	0	0	٥		0	0	0	58784	8	0	0	0
			Total	39	\$694211	100	0	0	. 0	C		0.	0	36	. 5694211	8	0	0	0
Note -	E-voting mea	Note - E-voting means remote e-voting and instapoli means e-voting during the AGM	means e-voting d	uring the AG	MS										-				

