



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

To,
The Chairman
31st Annual General Meeting
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 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 31st Annual General Meeting (AGM) of the members of the Company, held on **Monday 27th day of September, 2021 at 04.00 P.M.** through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility.

The notice dated **August 23, 2021** convening the 31st 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.



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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 31st 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 23rd September 2021 (9:00 A.M.)** and ended on **Sunday, the 26th September 2021 (5:00 P.M.)**.
- ii. The members who were on record of the Company as on the "cut-off date i.e. **Monday, September 20, 2021 (End of Day)** were entitled to vote on the resolutions as set out in the notice of the 31st AGM of the Company.
- iii. The votes cast via remote e-voting were blocked on **Sunday, the 26th September 2021 (5:00 P.M.)**, immediately after completion of voting hours.
- iv. The facility for e-voting during AGM (instapoll) was provided at the 31st AGM on **Monday 27th September, 2021 at 04.00 P.M.** for those members who attended the meeting but not voted through remote e-voting facility, and such e-voting was blocked, after 30 minutes on completion of AGM.



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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". 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 that "Annexure - A" is based on such reports.

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

We 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 by e-voting during the AGM (instapoll) by the shareholders of the Company.

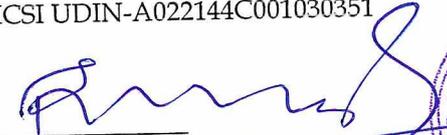
Thanking you

Yours Faithfully
For SPZ & Associates
Company Secretaries


CS Sunil Zore

Certificate of Practice Number - 11837
Membership Number - A22144
Firm Unique Identification Number- S2015MH305600
Peer Review Certificate Number- 965/2020
ICSI UDIN-A022144C001030351




Maroti Jawanjar
The Executive Chairman
BERAR FINANCE LIMITED
Date: 29/09/2021, Place: Nagpur

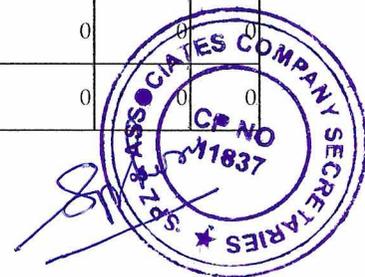


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ANNEXURE-A
SCRUTINIZER REPORT

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	%age
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
1	Ordinary Resolution	Adoption of audited financial statements for the year ended 31st March 2021 and the Directors and Auditors Reports thereon.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0
2	Ordinary Resolution	Declaration of final dividend for financial year 2020-2021	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0
3	Ordinary Resolution	Re-appointment of Mr.Dattatraya Prabhakar Dalal (DIN: 00380199), as a Director, who retires by rotation and being eligible ,offers himself for re-appointment.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0
4	Special Resolution	Appointment of Mr. Maroti Gendaru Jawanjar (DIN: 00379916) as Executive Chairman of the Company.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0

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5	Ordinary Resolution	Appointment of Mr.Sandeep Marotrao Jawanjal (DIN: 01490054) as Managing Director of the Company.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0
6	Ordinary Resolution	Appointment of Ms. Rashmi Mitkary (DIN: 08960192) as an Independent Director of the Company.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0
7	Ordinary Resolution	Appointment of Mr. Avishek Addy (DIN: 07973542) as a Non-Executive Director of the Company.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0
8	Ordinary Resolution	Appointment of Mr. Harishchandra Namaji Sukhdeve (DIN: 09289094) as a Non-Executive Director of the Company.	E-voting	34	6579248	100	0	0	0	34	6579248	100	0	0	0
			Instapoll	6	82800	100	0	0	0	6	82800	100	0	0	0
			Total	40	6662048	100	0	0	0	40	6662048	100	0	0	0

Note- E-voting means remote evoting and Instapoll means e-voting during the AGM

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