

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U65929MH1990PLC057829

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	BERAR FINANCE LIMITED	BERAR FINANCE LIMITED
Registered office address	AVINISHA TOWERMEHADIA CHOWK DHANTOLI,NA,NAGPUR,Maharashtra,India,4400 12	AVINISHA TOWERMEHADIA CHOWK DHANTOLI,NA,NAGPUR,Maharashtra,India,4400 12
Latitude details	79.0830481	79.0830481
Longitude details	21.1381222	21.1381222

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

BFL Photo.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****1B

(c) *e-mail ID of the company

*****tor.relations@berarfinance.
com

(d) *Telephone number with STD code

07*****99

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.berarfinance.com</div>								
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">22/08/1990</div>								
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>								
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>								
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>								
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No								
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> No								
(b) Details of stock exchanges where shares are listed									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">S. No.</th> <th style="width: 55%;">Stock Exchange Name</th> <th style="width: 30%;">Code</th> </tr> </thead> <tbody> <tr> <td style="height: 30px;"></td> <td></td> <td></td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code					
S. No.	Stock Exchange Name	Code							
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 100px;">1</div>								
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center; vertical-align: middle;">U99999MH1994PTC076534</td> <td style="text-align: center; vertical-align: middle;">BIGSHARE SERVICES PRIVATE LIMITED</td> <td style="vertical-align: top;">Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093</td> <td style="text-align: center; vertical-align: middle;">INR000001385</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U99999MH1994PTC076534	BIGSHARE SERVICES PRIVATE LIMITED	Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093	INR000001385
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ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No								
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">16/09/2025</div>								
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>								
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No								
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension	<div style="border: 1px solid black; height: 20px;"></div>								

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	14500000.00	12336846.00	12336846.00	12336846.00
Total amount of equity shares (in rupees)	145000000.00	123368460.00	123368460.00	123368460.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	14500000	12336846	12336846	12336846
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	145000000.00	123368460.00	123368460	123368460

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	500000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	5000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference				
Number of preference shares	500000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
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Total amount of unclassified shares

0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	1742390	10594456	12336846.00	123368460	123368460	
Increase during the year	0.00	121350.00	121350.00	1213500.00	1213500.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Dematerialisation during the year	0	121350	121350.00	1213500	1213500	
Decrease during the year	121350.00	0.00	121350.00	1213500.00	1213500.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialisation during the year	121350	0	121350.00	1213500	1213500	
At the end of the year	1621040.00	10715806.00	12336846.00	123368460.00	123368460.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
Dematerialisation during the year	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
0	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE998Y01017

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

4

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
11.65% Listed Non Convertible Debentures	2500	75000	187500000.00
11.40% Listed Non Convertible Debentures	30000	10000	300000000.00
11.50% Listed Non Convertible Debentures	30000	10000	300000000.00
12.25% Listed Non Convertible Debentures	1500	100000	150000000.00
Total	64000.00	195000.00	937500000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
11.65% Listed Non Convertible Debentures	0	250000000	62500000	187500000.00
11.40% Listed Non Convertible Debentures	0	300000000	0	300000000.00
11.50% Listed Non Convertible Debentures	0	300000000	0	300000000.00
12.25% Listed Non Convertible Debentures	0	150000000	0	150000000.00
Total	0.00	1000000000.00	62500000.00	937500000.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)

Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	1000000000.00	62500000.00	937500000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	1000000000.00	62500000.00	937500000.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

2945976199

ii * Net worth of the Company

3273857600

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	2717716	22.03	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00

4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1488484	12.07	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	4206200.00	34.1	0.00	0

Total number of shareholders (promoters)

8

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	3760400	30.48	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00

4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	1979691	16.05	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	2386005	19.34	0	0.00
10	Others				
	SHARE TRANSFERTO IEPF	4550	0.04		
	Total	8130646.00	65.91	0.00	0

Total number of shareholders (other than promoters)

1111

Total number of shareholders (Promoters + Public/Other than promoters)

1119.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	341
2	Individual - Male	752
3	Individual - Transgender	0
4	Other than individuals	26
	Total	1119.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MAJ INVEST FINANCIAL INCLUSION FUND III K/S	Gammeltorv 18, 1457, Kobenhavn K, Denmark	29/07/2021	Denmark	1979691	16.05

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**[Details of Promoters, Members (other than promoters), Debenture holders]**

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	1092	1111
Debenture holders	7832	5308

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	0	2	0	10.98	0
B Non-Promoter	0	6	0	4	0.00	0.24
i Non-Independent	0	2	0	1	0	0.24
ii Independent	0	4	0	3	0	0
C Nominee Directors representing	0	2	0	2	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	2	0	2	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	8	2	6	10.98	0.24

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

10

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
MAROTI GENDARU JAWANJAR	00379916	Whole-time director	1022894	
SHANTARAM KRISHNARAO MAHAKALKAR	00379988	Director	29900	
AVISHEK ADDY	07973542	Director	0	
SIVA CHIDAMBARAM VADIVEL ALAGAN .	08242283	Director	0	11/06/2025
RAJESH VASUDEVAN .	02711990	Director	0	
ANNAPURNA DEVENDRA DUBEY	08760434	Additional Director	0	
VARUN BHALLA	09687552	Director	0	
SANDEEP MAROTRAO JAWANJAL	01490054	Managing Director	331218	
DEEPALI RAVINDRA BALPANDE	ALCPB4673M	Company Secretary	41900	
YOGESH MANOHARLAL TAHALYANI	AWJPT6425D	CFO	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
RAJESH VASUDEVAN .	02711990	Additional Director	23/05/2024	Appointment
HIMANSHU JOSHI	07214254	Director	31/05/2024	Cessation
VISHWAS BHASKARRAO PATHAK	00452917	Director	20/09/2024	Cessation
ATUL DILIP SARDA	02161209	Director	20/09/2024	Cessation
RAJESH VASUDEVAN .	02711990	Director	20/09/2024	Change in designation
VARUN BHALLA	09687552	Director	20/09/2024	Appointment
HARISHCHANDRA NAMAJI SUKHDEVE	09289094	Director	17/10/2024	Cessation

RASHMI SAGAR MITKARY	08960192	Director	12/11/2024	Cessation
ANNAPURNA DEVENDRA DUBEY	08760434	Additional Director	14/11/2024	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	20/09/2024	1100	96	70.7

B BOARD MEETINGS

*Number of meetings held

7

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2024	10	7	70
2	13/08/2024	10	9	90
3	17/10/2024	9	8	88.89
4	14/11/2024	7	7	100
5	31/01/2025	8	7	87.5
6	13/03/2025	8	7	87.5
7	28/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

33

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/05/2024	6	3	50
2	Audit Committee	13/08/2024	6	5	83.33
3	Audit Committee	13/11/2024	4	3	75
4	Audit Committee	23/12/2024	5	4	80
5	Audit Committee	31/01/2025	5	4	80
6	Audit Committee	06/02/2025	5	5	100
7	Audit Committee	28/03/2025	5	5	100
8	Nomination and Remuneration Committee	23/05/2024	5	2	40
9	Nomination and Remuneration Committee	13/08/2024	5	4	80
10	Nomination and Remuneration Committee	13/11/2024	4	4	100
11	Nomination and Remuneration Committee	30/01/2025	4	3	75
12	Corporate Social Responsibility Committee	23/05/2024	4	3	75
13	Corporate Social Responsibility Committee	13/08/2024	4	3	75
14	Corporate Social Responsibility Committee	30/01/2025	4	3	75
15	Risk Management Committee	23/05/2024	5	2	40
16	Risk Management Committee	31/07/2024	5	5	100
17	Risk Management Committee	13/09/2024	5	4	80
18	Risk Management Committee	13/11/2024	5	5	100

19	Risk Management Committee	23/12/2024	5	4	80
20	Risk Management Committee	13/03/2025	5	4	80
21	IT Strategy Committee	23/05/2024	3	2	66.67
22	IT Strategy Committee	13/08/2024	3	3	100
23	IT Strategy Committee	14/11/2024	3	3	100
24	IT Strategy Committee	30/01/2025	3	3	100
25	IT Strategy Committee	28/03/2025	3	3	100
26	Stakeholders Relationship Committee	20/04/2024	3	3	100
27	Stakeholders Relationship Committee	19/07/2024	3	3	100
28	Stakeholders Relationship Committee	18/10/2024	2	2	100
29	Stakeholders Relationship Committee	18/01/2025	3	3	100
30	Customer Service Committee	09/04/2024	3	3	100
31	Customer Service Committee	09/07/2024	3	3	100
32	Customer Service Committee	09/10/2024	3	3	100
33	Customer Service Committee	09/01/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								16/09/2025 (Y/N/NA)
1	ANNAPURNA DEVENDRA DUBEY	3	3	100	6	6	100	Yes
2	MAROTI GENDARU JAWANJAR	7	6	85	17	16	94	Yes
3	AVISHEK ADDY	7	6	85	22	18	81	No

4	SHANTARAM KRISHNARAO MAHAKALKAR	7	7	100	4	4	100	Yes
5	SIVA CHIDAMBARAM VADIVEL ALAGAN .	7	5	71	20	6	30	Not applicable
6	RAJESH VASUDEVAN .	6	6	100	16	16	100	No
7	VARUN BHALLA	5	5	100	10	10	100	Yes
8	SANDEEP MAROTRAO JAWANJAL	7	6	85	14	14	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	MAROTI GENDARU JAWANJAR	Whole-time director	4920000	3570000	0	0	8490000.00
2	SANDEEP JAWANJAL	Managing Director	4658400	3430000	0	0	8088400.00
	Total		9578400.00	7000000.00	0.00	0.00	16578400.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	DEEPALI RAVINDRA BALPANDE	Company Secretary	3249600	0	0	68750	3318350.00
2	YOGESH MANOHARLAL TAHALYANI	CFO	2441582	0	0	0	2441582.00
	Total		5691182.00	0.00	0.00	68750.00	5759932.00

C *Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAJESH VASUDEVAN	Director	0	0	0	460000	460000.00
2	VARUN BHALLA	Director	0	0	0	320000	320000.00

3	ANNAPURNA DEVENDRA DUBEY	Director	0	0	0	200000	200000.00
4	SHANTARAM KRISHNARAO MAHAKALKAR	Director	0	0	0	190000	190000.00
5	VISHWAS BHASKARRAO PATHAK	Director	0	0	0	100000	100000.00
6	ATUL DILIP SARDA	Director	0	0	0	100000	100000.00
7	HARISHCHANDRA NAMAJI SUKHDEVE	Director	0	0	0	110000	110000.00
8	RASHMI SAGAR MITKARY	Director	0	0	0	115000	115000.00
9	HIMANSHU JOSHI	Director	0	945000	0	0	945000.00
	Total		0.00	945000.00	0.00	1595000.00	2540000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

6427

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder08102025.xlsm

(b) Optional Attachment(s), if any

BFL_MGT-8_24-25.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of **BERAR FINANCE LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;

2 maintenance of registers/records & making entries therein within the time prescribed therefor;

- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

**SUNIL
PURUSHOT
TAM ZORE**

Sunil Zore

09/10/2025

Nagpur

☒ Associate ☐ Fellow

 $1*8*7$

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

21290

*(b) Name of the Designated Person

DEEPALI RAVINDRA BALPANDE

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 08 dated* (DD/MM/YYYY) 28/03/2025 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

SANDEEP
MAROTRAO
JAWANJAL
Digitally signed by
SANDEEP
MAROTRAO
JAWANJAL
DN: c=IN, o=, ou=, cn=SANDEEP MAROTRAO JAWANJAL, email=SANDEEP.MAROTRAO@JAWANJAL.COM, c=IN

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*4*0*5*

***To be digitally signed by**

DEEPALI
RAVINDRA
BALPANDE
Digitally signed by
DEEPALI RAVINDRA
BALPANDE
DN: c=IN, o=, ou=, cn=DEEPALI RAVINDRA BALPANDE, email=DEEPALI.RAVINDRA@BALPANDE.COM, c=IN

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*2*0

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB8067271

eForm filing date (DD/MM/YYYY)

10/10/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



Form No. MGT-8

[Pursuant to section 92 (2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **BERAR FINANCE LIMITED** (the Company) a Company registered under the Companies Act 1956 and governs under the Companies Act 2013, having Corporate Identification Number (CIN) U65929MH1990PLC057829 and having Registered Office at "Avinisha Tower, Mehadia Chowk, Dhantoli, Nagpur-440012, Maharashtra, India" as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2025 (the period under review). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its Officers and Agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has generally complied with provisions of the Act & Rules made there under wherever applicable, in respect of:
 - 1. Its status under the Act;
 - 2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
 - 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies and other authorities;
 - 4. Calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed;
 - 5. Closure of Register of Members / Security holders, as the case may be ;
There was no such event during the period under review.



6. The provisions of section 185 of the Act, 2013 relating to loans/ advances to related parties are not applicable to the Company as it is Non-Banking Finance Company registered with Reserve Bank of India.
7. There were no contracts/arrangements with related parties as specified in section 188 of the Act except the transactions in the ordinary course of business and which were at arm's length basis.
8. Issue and allotment of securities and transfer or transmission of securities or redemption of debentures and issue of security certificates in all instances.

There was no buy back of securities, redemption of preference shares, or alteration or reduction of share capital or conversion of share/ securities during the period under review.

9. During the financial year under review, the Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. Declaration/payment of dividend; transfer of unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. The Board of the Company is duly constituted and during the period under review, the appointment and re-appointment of Directors and Key Managerial Personnel were duly made and disclosures of the Directors were duly received, and the remuneration paid to Directors and Key Managerial Personnel were within the ceilings permissible under the Act. There was no instance of filling-up of casual vacancy during the year under review.
13. Appointment of auditors as per the provisions of section 139 of the Act; M/s. Manubhai & Shah LLP (Firm Registration No.: 106041W/W100136), Chartered Accountants, is appointed as Statutory Auditors of the Company on September 26, 2022 at 32nd AGM of the Company for 3 (Three) years pursuant to requirement of section 139 of the Act. There is no re-appointment / filling up of casual vacancies of Auditor during the period under review.



**SPZ & ASSOCIATES
COMPANY SECRETARIES**

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

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; *Company is not required to take any approval from any authority pursuant to provision of Act.*
15. The provisions of Chapter V (Section 73 to 76A) of the Act relating to deposits are not applicable to the Company as it is a deposit-taking Non-Banking Finance Company registered with Reserve Bank of India.
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the Memorandum and Articles of Association (AOA) of the Company during the year.
 - The Company has not altered Provision of Memorandum of Association.
 - The Company has not altered Provision of Article of Association.

This certificate is being issued on 09th October, 2025.

For SPZ & Associates
Company Secretaries

SUNIL
PURUSHOT
TAM ZORE
Digitally signed
by SUNIL
PURUSHOT
TAM ZORE
Date: 2025.10.09
16:15:06 +05'30'

CS Sunil Zore

Certificate of PracticeNo: 11837

Membership Number: 22144

Firm Unique Identification Number: S2015MH305600

Peer Review Certificate Number: 965/2020

ICSI UDIN: A022144G001506264

(This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.)



**SPZ & ASSOCIATES
COMPANY SECRETARIES**

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

"Annexure A to Form MGT-8"

To
Berar Finance Limited
Add: Avinisha Tower, Mehadia Chowk,
Dhantoli, Nagpur-440012,
Maharashtra, India.

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

This Letter is being issued on 09th October, 2025.

For SPZ & Associates
Company Secretaries

SUNIL
PURUSHOT
TAM ZORE
Digitally signed
by SUNIL
PURUSHOTTAM
ZORE
Date: 2025.10.09
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CS Sunil Zore

Certificate of Practice No: 11837

Membership Number: 22144

Firm Unique Identification Number: S2015MH305600

Peer Review Certificate Number: 965/2020

ICSI UDIN: A022144G001506264