BERAR FINANCE LIMITED
Partnership for Prosperity

CIN No. :- U65929MH1990PLC057829
Regd. Office : AVINISHA TOWER, MEHADIA SQUARE, DHANTOLI, NAGPUR - 440 012.
Tel. : (0712) 6663999 ❖ Website : www.berarfinance.com ❖ Email : info@berarfinance.com

BFL: 2025-26/182

Date: October 10, 2025

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

Dear Sir/Madam,

Subject: Intimation under Regulation 51 read with Schedule III (Part B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In continuation to the earlier intimation dated October 10, 2025 and based on the voting results issued by the Scrutinizer dated October 10, 2025 , we wish to inform you that the 01/F.Y. 2025-2026 Extra-Ordinary General Meeting of the Company held on Thursday, October 09, 2025, the shareholders inter-alia, approved the following:

1. Increase in the authorized share capital of the Company from INR 15,00,00,000 (Indian Rupees Fifteen Crores only) divided into 1,45,00,000 (one crore forty five lakhs) equity shares of face value INR 10 (Indian Rupees Ten only) each; and 5,00,000 (five lakhs) cumulative compulsorily convertible participating preference shares carrying a coupon rate of 0.1% (zero point one percent) per annum of face value INR 10 (Indian Rupees Ten only) each To INR 17,32,00,000 (Indian Rupees Seventeen Crores Thirty two lakhs only) divided into 1,67,00,000 (one crore sixty seven lakhs) equity shares of face value INR 10 (Indian Rupees Ten only) each; 5,00,000 (five lakhs) cumulative compulsorily convertible participating preference shares carrying a coupon rate of 0.1% (zero point one percent) per annum of face value INR 10 (Indian Rupees Ten only) each; and 1,20,000 (one lakh twenty thousand) preference shares of face value INR 10/- (Indian Rupees Ten only) each and consequent amendment to Clause V of the Memorandum of Association ("MOA") of the Company.
2. Alteration of object clause of MOA by making addition of the clauses after existing Clause no. 25 of MOA under " Matters which are necessary for furtherance of the objects specified in III(A)" and to align the MoA in accordance with Companies Act, 2013 by deleting the other objects.
3. Issue and offer of 21,80,150 equity shares and 1,14,745 Series B cumulative non-participating compulsorily convertible preference shares ("Series B CCPS") by way of preferential offer through private placement. The details of issue are attached herewith as Annexure I;

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The Copy of amended MOA is enclosed herewith as attached herewith as Annexure II for your records.

This intimation is also being uploaded on the Company's website at www.berarfinance.com.

We request you to kindly take on record the aforesaid information.

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) MITCON Credentia Trusteeship Services Limited, 1402/1403, 14th Floor, Dalamal Tower, B-Wing, Free Press Journal Marg, 211, Nariman Point, Mumbai – 400021.
3) Bigshare Services Private Limited, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093.
4) CRISIL Ratings Limited, CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai400076, Maharashtra, India.
5) 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.
6) National Securities Depository Limited, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.
7) Central Depository Services (India) Limited, Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel (East) Mumbai - 400013.

Annexure I

S. No.	Name of the Investor	Type of Securities	No. of Securities Issued	Face Value (IN INR)	Premium (IN INR)	Issue price (IN INR)	Subscription Amount (IN INR)
1.	Abler Nordic Fund V KS	Equity	14,01,525	10/-	600.05	610.05	85,50,00,326.25
		Series B CCPS	73,765	10/-	600.05	610.05	4,50,00,338.25
2.	First Bridge India Growth Fund	Equity	7,78,625	10/-	600.05	610.05	47,50,00,181.25
		Series B CCPS	40,980	10/-	600.05	610.05	2,49,99,849.00
	TOTAL		**22,94,895**				**1,40,00,00,694.75**

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Annexure II

THE COMPANIES ACT, 2013
TABLE A
MEMORANDUM OF ASSOCIATION OF
A COMPANY LIMITED BY SHARES
OF
BERAR FINANCE LIMITED

I. The name of the Company is **BERAR FINANCE LIMITED.**

II. The Registered Office of the Company will be situated in the **State of Maharashtra.**

III. The objects for which the Company is established are:-

(A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-

1. To Carry on the business of financing by way of lending, making loans, providing credits, advancing money for all types of equipments, implements, furnitures, carriers, vehicles, industrial and office appliances, consumer durables, goods, articles and commodities, plant and machinery, land and buildings,warehousing, cold storage, real estates and all other types of movable and immovable properties and assets and to subsidise or assist in subsidising or financing the sell or/and maintenance of any goods, articles, commodities, assets and properties of all and every kind and description.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:

2. To purchase, take on lease or in exchange, hire and otherwise acquire any movable or immovable property, patents, licences, rights and privileges and in particular any land, tenements, buildings and easements and to sell, let, lease, mortgage, abandon or dispose off or otherwise deal with all or any part of the property and rights of the Company for the business of the Company.

3. To acquire, protect and renew any patents, patent rights, inventions, trademarks, designs, licences, concessions and the like, or any secret or other information as to any invention and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, rights or information so acquired for the business of the Company.

4. To acquire and undertake the whole or any part of the business property and liabilities of any person or company carrying on or proposing to carry on any business which the Company is authorised to carry on or possessed of property suitable for the purposes of the Company.

5. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, cooperation, joint venture or reciprocal concession or for limiting competition with any person or company or companies having similar objects.

6. To vest any movable or immovable property, rights or interest acquired by, received or belonging to the Company in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

7. To give guarantees and in particular to guarantee the payment of any principal moneys, interest or other moneys secured by or payable under any debentures, bonds,

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debenture-stock, mortgages, charges, contracts, obligations and securities, and the payment of dividends on and the repayment of the capital of stocks and shares.

8. To receive money on deposit or loan and borrow or raise money and in particular by the issue of debentures, debentures-stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company, both present and future, including its uncalled capital.

9. To lend or deposit moneys to such person or company and in particular to customers and others having dealings with the Company with or without security and to invest or otherwise employ such moneys in such manner as may be thought proper and from time to time to vary such transactions. The Company shall not however, carry on banking business as defined under the Banking Regulation Act, 1949.

10. To enter into any arrangements with any governments or authorities or any person or company or corporation and to obtain from them any rights, privileges, charters, contracts, licences and concessions with the Company may think it desirable to obtain and to carry out exercise and comply therewith.

11. To pay out of the funds of the Company, all expenses which the Company may pay lawfully with respects to the formation and registration of the Company or the issue of its Capital.

12. To pay for any rights or property acquired by the Company and to remunerate any person or Company whether by cash payment or by the allotment of the shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.

13. To form, promote, subsidise, and assist companies or partnerships of all kinds in any manner as may be thought fit in connection with any of the objects of the Company.

14. To procure the Company to be registered, incorporated or recognised in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country any business or profession of the Company.

15. To establish or promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the company/companies having similar objects.

16. To distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property of the Company subject to the provisions of the Companies Act.

17. To undertake and execute any trust, the undertaking of which may seem to the Company desirable either gratuitously or otherwise.

18. To carry on the business of the Company as principals, agents, trustees, contractors either alone or inconjunction with others in India or in any part of the world.

19. To promote, form and establish such institutions, association, chamber of commerce, or other bodies, business, industrial, trading or manufacturing within the objects of the Company, and to acquire, promote and/or subsidise any industry or undertaking within the objects of the Company.

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20. To subscribe, contribute, gift or donate any money, rights or assets for any national, educational, religious, charitable, scientific, public, general or useful objects or to any institutions, clubs, societies, associations, trusts, funds, or bodies corporate.

21. To open Bank accounts in India and elsewhere of any type including overdraft accounts and to operate the same in ordinary course of business and to draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory note, bills of lading warrants, debentures and other negotiable or transferable instruments and securities.

22. To enter into collaboration agreements, technical, financial or otherwise with any person, firm, company or corporation whatsoever, whether limited or otherwise, and whether situated in India or elsewhere.

23. To take part in the management, supervision and control of business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, accountants, trustees or other experts.

24. To institute, conduct, defend, compound and abandon any legal proceedings by or against the Company and/or its officers or otherwise concerning the affairs of the Company and also to compound all or allow time for payments or satisfaction of any debts due and of any claim or demands by or against the Company.

25. To give, refer any claim or demands by or against the Company to arbitration or to observe and carry out the terms of the awards.

26. Subject to the provisions of the Insurance Regulatory & Development Authority Act, 1999, National Housing Bank Act, 1987 and rules, regulations, guidelines, circulars, notifications and other enactments (including any statutory modifications and re-enactment thereto from time-to-time) if any, as applicable, to undertake, carry on and transact the business of soliciting or procuring insurance business as an insurance agent, acting as a corporate agent for Insurance distribution and/or to act as an insurance intermediary or broker in respect of general insurance, life insurance, or reinsurance business or to act as a composite broker and/or to carry on the business of distribution of insurance products and/or to act as an insurance consultant and/or to act as surveyors and loss assessors.*

27. To perform financial services, including factoring, bill marketing, bailing, underwriting, merchant banking, syndication of loans management of issue of shares, debentures, bonds, making and arranging short-term and long-terms loans and provide all types of financial advisory services. *

28. To provide long-term finance to any person or persons or co-operative society, company or association of persons for construction, purchase, enlarge or repair or any houses, flats, raw houses, bungalows, rooms, huts. *

29. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify whole or part thereof.*

30. To subscribe to or buy shares in other companies so as to act either as a holding Company or as an investing Company and to do all other acts matters and things incidental thereto.*

31. To carry on the business of leasing, hire-purchase, letting on hire or on deferred payments all types of plant & machinery, industrial and office equipments, appliances, furniture and fixtures, vehicles, land and buildings, consumer durables, goods and all other types of movable and immovable properties and assets.*

And it is hereby declared that :

i) The objects set forth in each of the several clauses of para III hereof shall have the widest possible construction and shall extend to any part of the world.

ii) Nothing in this paragraph shall authorise the Company to do any business which may fall within the purview of the Banking Regulation Act, 1949.

IV. THE LIABILITY OF THE MEMBERS IS LIMITED AND THIS LIABLITY IS LIMITED TO THE AMOUNT UNPAID, IF ANY ON THE SHARES HELD BY THEM.

*V. The Authorized Share Capital of the Company is INR 17,32,00,000 divided into

i. 1,67,00,000 (one crore sixty seven lakhs) equity shares of face value INR 10/- (Indian Rupees Ten only) each;

ii. 5,00,000 (five lakhs) cumulative compulsorily convertible participating preference shares carrying a coupon rate of 0.1% (zero point one percent) per annum of face value INR 10/- (Indian Rupees Ten only) each; and

iii. 1,20,000 (one lakh twenty thousand) Preference Shares of face value INR 10/- (Indian Rupees Ten only) each.

*Note: Clause 26 to Clause 31 added vide Special Resolution passed at the 01/F.Y. 2025-2026 Extra-Ordinary General Meeting dated October 09,2025.

Other Objects - III (C) deleted vide Special Resolution passed at the 01/F.Y. 2025-2026 Extra-Ordinary General Meeting dated October 09, 2025.

Clause V amended vide Ordinary Resolution passed at the 01/F.Y. 2025-2026 Extra-Ordinary General Meeting dated October 09,2025.

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We the several persons whose names, addresses, and descriptions are hereunder subscribed below are desirous of being formed into a Company in pursuance of this **MEMORANDUM OF ASSOCIATION** and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names :

Names, Addresses, and Description of Subscribers	No. of Equity Shares taken by each subscriber	Signature of Subscribers	Name, Addresses and Description of witness
1) **Maroti** S/o Gendaru Jawanjar 19, Process Servers Colony, Swawlambinagar, NAGPUR-440 022. (Service)	100 (One hundred)	S/d (M.G. Jawanjar)	
2) **Shantaram** S/o Krishnarao Mahakalkar 188, Reshimbag, NAGPUR-440 009. (Service)	100 (One hundred)	S/d (S.K. Mahakalkar)	Witness to Sr. No. 1 to 5 S/d **Omprakash** S/o Shyamsunder Bagdia Dharmik Bhavan, Fawara Chowk, Gandhibag, NAGPUR. (Chartered Accountant)
3) **Vishwas** S/o Bhaskarrao Pathak 89, Ujjwalnagar, NAGPUR-440 025. (Service)	100 (One hundred)	S/d (V.B. Pathak)	
4) **Pundlikrao** S/o Sitaramji Mathurey 64, Dindayalnagar, NAGPUR-440 022. (Pensioner)	100 (One hundred)	S/d (P.S. Mathurey)	
5) **Pradeep** S/o Namdeorao Wasurkar 50, Sitanagar, Post : Khamla, NAGPUR-440 025. (Medical Practioner)	100 (One hundred)	S/d (P.N. Wasurkar)	
TOTAL	500 (Five hundred)		

Dated 26th day of July, 1990

BERAR FINANCE LIMITED NAGPUR

Certified True Copy
FOR BERAR FINANCE LTD
Dmpande
(D. R. BALPANDE)
COMPANY SECRETARY
Membership No. ACS 21290
Address : Plot. no. 18,
Maske Layout, Sartaji
Colony, Narendra Nagar
Nagpur - 440015