



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: 2023-24/458

Date: September 25, 2023

To,
The Manager (Listing),
The BSE Limited,
1st Floor, P.J. Towers,
Dalal Street,
Mumbai-400 001.

Ref: Scrip Code: 973024
Scrip Code: 973106
Scrip Code: 974200

Scrip ID: 1318BFL24
Scrip ID: 15BFL25
Scrip ID: 1150BFL25

ISIN: INE998Y07071
ISIN: INE998Y07089
ISIN: INE998Y07139

Sub: Intimation of Proceedings of 33rd Annual General Meeting 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").

Pursuant to Regulation 51 read with Schedule III (Part B) of Listing Regulations, we are submitting herewith the proceedings of 33rd Annual General Meeting of the Company held on Monday, September 25, 2023 through Video Conferencing/ Other Audio-Visual Means (VC/ OAVM) from 03.30 p.m. to 4.15 p.m.

FOR BERAR FINANCE LIMITED



Deepali Balpande
(Company Secretary and Compliance Officer)

ACS: 21290

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) CARE Ratings Limited, 4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai - 400 022.
- 4) ICRA Limited, 3rd Floor, Electric Mansion, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025
- 5) National Securities Depository Limited, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, India.
- 6) Central Depository Services (India) Limited, Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel (East) Mumbai - 400013.

**PROCEEDINGS OF THE 33rd ANNUAL GENERAL MEETING OF BERAR FINANCE LIMITED
HELD ON MONDAY, SEPTEMBER 25, 2023.**

The 33rd Annual General Meeting (AGM) of the Members of **Berar Finance Limited** ("The Company") was held on Monday, September 25, 2023 at 03.30 p.m. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Shri Maroti Jawanjar, Chairman presided over and welcomed Members, Directors and other Invitees to the meeting. 34 Members were present though VC including representative of Bodies Corporate. Pursuant to relevant circular issued by the Ministry of Corporate Affairs ("MCA") regarding holding of AGM through VC, the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the meeting. The requisite quorum being present, the Chairman called the Meeting in order. The quorum was present throughout the meeting.

Mr. Ashish Shah, Partner, Manubhai & Shah LLP, Statutory Auditors and Mr. Sunil Zore, Proprietor of SPZ & Associates, Secretarial Auditors of the Company were also present at the meeting through video conferencing.

Mr. Ravindra Dorle, Chief Financial Officer of the Company was also in attendance.

All the Directors except Mr. Siva Vadivel Alagan were present at the meeting.

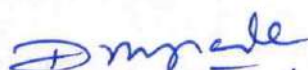
Thereafter, Mrs. Deepali Balpande, Company Secretary of the Company briefed the members about the following points;

- a) Procedural and technical aspects with respect to attending the AGM through video conferencing.
- b) Remote e-voting as well as Insta - Poll e-voting facility provided by the Company to the members to facilitate them to vote at the AGM.
- c) Appointment of Mr. Sunil Zore, Practicing Company Secretary, as a Scrutinizer for conducting the e-voting process in a fair and transparent manner and the manner of display of results given by the Scrutinizer.
- d) The manner of asking the questions by the registered speaker shareholders.

The Chairman thereafter addressed the members of the Company present at the meeting. The Chairman in his address to the Shareholders touched upon various aspects including performance of the Company during the financial year 2022-2023 and progress made by the Company during the financial year.

The Managing Director briefed the members about financial performance of the Company for the financial year 2022-2023 and various initiatives related to digitization taken by 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 33rd Annual General Meeting and the Annual Report containing the Audited Financial Statement for the year ended 31st March, 2023 along with the Board and Auditor's report have been send by electronic mode to those members whose email addresses are registered with the Company/ M/s. Bigshare Services Private Limited or Depository Participants. These documents are also being made available on the company's website and website of BSE Limited www.bseindia.com and website of CDSL www.evotingindia.com. Considering the above, the notice was taken as read. She further informed that the register of Directors Shareholding, register of contracts in which directors are interested, copies of annual financial statement, etc. were also available for inspection to the members through electronic mode.

The members seeking to inspect the documents can send an email to investor.relations@berarfinance.com.

She further informed the members that the statutory auditors M/s. Manubhai & Shah LLP and the secretarial auditors M/s. SPZ & Associates, have expressed unqualified opinion in their respective audit reports for the financial year 2022-2023. There were no qualifications, observations or other adverse comments on the financial statements and on the matters which have any material impact on the functioning of the Company. There being no qualifications, the reports were not being read out.

The following business items were transacted at the meeting:

Ordinary Business:

Item No.1: Adoption of audited financial statements of the Company for the year ended 31st March 2023 and the Directors' and Auditors' Reports thereon: **Ordinary Resolution.**

Item No.2: Declaration of final dividend for financial year 2022-2023: **Ordinary Resolution.**

Item No.3: Re-appointment of Mr. Avishek Addy (DIN: 07973542), as a Director, who retires by rotation and being eligible, offers himself for re-appointment: **Ordinary Resolution.**

Special Business:

Item No.4: Alteration of Articles of Association of the Company by addition of Article 71A after the existing Article 71 in Part-A of the Articles of Association: **Special Resolution.**

Item No.5: Profit related commission payable to the Non-Executive Directors of the Company: **Special Resolution.**

Item No.6: Appointment of Mr. Himanshu Joshi (DIN: 07214254) as an Independent Director of the Company for a period of one year with effect from June 01, 2023 to May 31, 2024, not liable to retire by rotation: **Ordinary Resolution.**

Item No.7: Fix the remuneration scale of Ms. Deepali Balpande, Company Secretary and Chief Compliance officer who holds office or place of profit in the Company: **Ordinary Resolution.**

The Chairman then called upon the member who had registered to speak at the meeting to raise their queries and/or express their views. The members asked few questions related to the Financial Statements of the Company, which were duly answered by the Managing Director of the Company.

D. Manubhai



It was informed to the Members that 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 latest by September 27, 2023.

It was also informed that the e-voting facility would continue to be available for 30 minutes after the conclusion of the meeting for those members who have not voted through remote e-voting facility.

Upon conclusion of the agenda items, the Chairman declared the proceedings of the Annual General Meeting as completed with a vote of thanks acknowledging the presence of all who participated in the meeting through VC. The meeting concluded at 4.15 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

