



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 provision of Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

To,
The Chairman of Extra-Ordinary General Meeting.
BERAR FINANCE LIMITED (The "Company")
(CIN- U65929MH1990PLC057829)
Regd. Office: Avinisha Tower, Mehadia Chowk, Dhantoli, Nagpur-440012, India

Subject : Combined Report of Scrutinizer on E-Voting & Ballot Process for passing resolutions in Extra-Ordinary General Meeting of Members of the Company held on Monday, 3rd Day of February, 2020 at 3.00 P.M held at Arjuna Celebrations, Pande Layout Road, Khamla, Nagpur-440025.

Dear Sir,

The Board of Directors of the Company at its meeting held on 23rd December, 2019 has appointed CS Sunil Zore (Certificate of Practice No. 11837) Proprietor of M/s SPZ & Associates, Company Secretaries, as Scrutinizer to conduct E-Voting & Ballot Process, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with rules of the Companies (Management & Administration) Rule, 2014 in a fair and transparent manner and ascertaining the requisite majority in E-voting and Ballot Process carried out as per the provisions of the Companies Act, 2013 to pass the resolutions as per the Notice of Extra-Ordinary General Meeting of Members of the Company dated 23rd December, 2019 (The "Notice").

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider ("Service Provider"), for extending the facility of E-voting Process to the shareholders of the Company which commenced from Thursday, 30th Day of January, 2020 at 9:00 A.M. and ended on Sunday, 2nd Day of February, 2020 at 5:00 P.M.

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted at the Extra-Ordinary General Meeting.

The Cut-off Date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was Monday, 27th day of January, 2020. As on Cut-off Date, there were 1112 shareholders of the Company having 80,00,000 equity shares.

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





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The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

At the end of the voting period on Sunday, 2nd Day of February, 2020 at 5:00 P.M., the voting portal of the Service Provider was blocked forthwith. The votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Subodh Taywade and Mr. Nimish Shambharkar who acted as the witnesses, as prescribed in Sub Rule 3(xi) of Rule 20 of Companies (Management and Administration) Rules, 2014.

As a Scrutinizer the report of the E-Voting and Ballot Process carried out by the shareholders was duly complied, the details of which are given in Annexure "A" which is part of this report.

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

We hereby confirm that we are maintaining the Register received from the Service Provider and the Company in electronic and physical form, in respect of the votes cast through e-voting and through Ballot Process by the shareholders of the Company. We have handed over these records to you.

Thanking you

Yours Faithfully
For SPZ & Associates
Company Secretaries

CS Sunil Zore

Certificate of Practice Number : 11837

Place : Nagpur

Date : 03/02/2020

UDIN - A022144 B000119111

Maroti Jawanjar

Chairman of Extra-Ordinary General Meeting.

Place : Nagpur

Date : 03/02/2020

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

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			Votes abstain			Total Voting			Invalid votes	
				Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age	Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age	Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age	Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age	Number of members present and voting (in person or by proxy)	Number of votes cast by them
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16		
Item No. 1	Special Resolution	To add Clause 4A after clause 4 in the Articles of Association of the Company thereby authorizing the Company to change in its Authorized Share Capital	E-voting Postal Ballot Total	17 70 87	4286450 511790 4798240	100 100 100	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0		
Item 2	Ordinary Resolution	To reclassify the Authorized Share Capital of the Company	E-voting Postal Ballot Total	17 70 87	4286450 511790 4798240	100 100 100	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0		
Item 3	Special Resolution	To accord authority to the Company to issue preference shares by inserting clause 4B after proposed clause 4A in the Articles of Association of the Company and undertake the consequent amendment to the Articles of Association of the Company	E-voting Postal Ballot Total	17 70 87	4286450 511790 4798240	100 100 100	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0		
Item 4	Special Resolution	To authorize the issuance of the Tranche 1 Series A CCPS to Amicus Capital Private Equity LLP (ACPE) and Amicus Capital Partners India Fund I (ACPFI), ACPE and ACPFI are hereinafter referred to as the Investors	E-voting Postal Ballot Total	17 70 87	4286450 511790 4798240	100 100 100	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0		
Item 5	Special Resolution	To issue Tranche 1 Series A Equity Shares and Tranche 1 Series A CCPS to the Investors through Private Placement	E-voting Postal Ballot Total	17 70 87	4286450 511790 4798240	100 100 100	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0		
Item 6	Special Resolution	To remove Article 13 of the Articles of Association of the Company that requires directors to hold qualification shares	E-voting Postal Ballot Total	17 70 87	4286450 511790 4798240	100 100 100	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0		

