



## BERAR FINANCE LIMITED

Corporate Identity Number (CIN): U65929MH1990PLC057829  
Registered Office: Avinisha Tower, Mehadia Chowk,  
Dhantoli, Nagpur - 440012, Tel No. 0712-6663999,  
Email: info@berarfinance.com, Website: www.berarfinance.com

### POSTAL BALLOT NOTICE AND E-VOTING INFORMATION

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto and in accordance with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020 and Circular No. 39/2020 dated December 31, 2020, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and the Secretarial Standard - 2 on General Meetings (the "SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, the Company is seeking approval of its Members by way of the Special Resolution for approving the amendment, re-statement and entrenchment of the Articles of Association of the Company by way of postal ballot through remote voting by electronic means only. The provision of the Section 5 and Section 14 of the Companies Act, 2013 and other applicable provisions, if any are considered and complied for the stated resolution, the detail of the same has been set out in the Postal Ballot Notice dated May 21, 2021. The Postal Ballot Notice is available on the Company's website www.berarfinance.com and on the website of the BSE Limited ("BSE") at www.bseindia.com.

In compliance with aforesaid MCA Circulars, the Company has completed the dispatch of the Postal Ballot Notice on May 27, 2021 only through electronic mode to those Members whose e-mail addresses are registered with the Depositories or with the Company and whose names are recorded in the Register of Members of the Company or in the Register of the Beneficial Owners maintained by the Depositories as on Friday, May 21, 2021 ("Cut-off date"). The communication of the assent or dissent of the Members would be taken only through the remote e-voting system. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

Please note that on account of the threat posed by the COVID-19, pandemic and in terms of the requirements specified in the MCA Circulars, the Company is sending this Notice in electronic form only. Accordingly, physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope has not be sent to the Members for this Postal Ballot.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility to its Members. The remote e-voting period commences from 9.00 a.m. (IST) on Friday, May 28, 2021 and ends at 5.00 p.m. (IST) on Saturday, June 26, 2021. The e-voting module shall be disabled by the CDSL thereafter. Voting rights of the Members shall be in the proportion to the shares held by them in the paid-up equity capital of the Company as on the Cut-off date. Only those members whose names are recorded in the Register of Members of the Company or in the Register of the Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting. Once the vote on the resolution is cast by the Members, he/she shall not be allowed to change it subsequently.

The Members whose e-mail address is not registered with the Company/Depositories, may register the same by the following the process stated below:

The process for registration of email address is as under:

a) For voting in the resolution proposed in the Postal Ballot through remote e-voting, members who have not registered their email address may get their email address registered by sending an email at deepali.balpande@berarfinance.com. The members shall provide the following information in the email:

For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card).

For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card).

b) Post successful registration of the email, the member would get soft copy of the Postal Ballot Notice and the procedure for e-voting along with User ID and Password to enable the e-voting for this Postal Ballot. In case of any queries, member may write to deepali.balpande@berarfinance.com.

The Board of Directors of the Company has appointed Mr. Sunil Zore (Membership No. ACS 22144, CP No. 11837) of M/s. SPZ & Associates, Practicing Company Secretaries, as the Scrutinizer ("Scrutinizer") to scrutinize the process of Postal Ballot in a fair and transparent manner.

The result of the Postal Ballot will be announced on or before Monday, June 28, 2021. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. Saturday, June 26, 2021 at 5:00 p.m. (IST). The results declared along with the Scrutinizer's Report will be intimated to BSE Limited where the non-convertible debentures of the Company are listed and will also be hosted on the Company's website i.e. www.berarfinance.com and will also be displayed at the registered office of the Company.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (FAQs) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By order of the Board  
For Berar Finance Limited  
Sd/-

CS. Deepali Balpande  
(Company Secretary) ACS:21290

Place: Nagpur  
Date: 27.05.2021