

BF UTILITIES

CIN:L40108PN2000PLC015323

SECT/BFUL/Regulation 44(3)/

September 30, 2022

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (E),
Mumbai – 400 051
SYMBOL – BFUTILITIE

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001.
Scrip Code – 532430

Dear Sir,

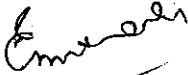
Sub: Disclosure of Voting Results of the 22nd Annual General Meeting (AGM) held on Thursday, 29th September, 2022.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of the business transacted at the 22nd Annual General Meeting (AGM) of the Company held on Thursday, September 29, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as **Annexed – I**.

We also enclosed herewith the Scrutinizer's Report on remote e-voting and e-voting at the AGM, as **Annexed – II**.

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary

Encl : as above.



KALYANI
GROUP COMPANY

BF UTILITIES LIMITED, MUNDHWA, PUNE CANTONMENT, PUNE 411 036, MAHARASHTRA, INDIA
P [REDACTED] Website : www.bfutilities.com

Phone : +91 7719004777 Email : Secretarial@bfutilities.com

BF UTILITIES

CIN:L40108PN2000PLC015323

Annexure - I

Format of Voting Results

Date of 22nd Annual General Meeting	:	29 September 2022
Total number of Shareholders on Cut-off Date (Record Date) i.e.22nd September, 2022	:	57,372
No. of shareholders present in the meeting either in person or through proxy :		
Promoter and Promoter Group	:	0
Public	:	0
No. of Shareholders attended the meeting through Video Conferencing		
Promoter and Promoter Group	:	7
Public	:	50

Agenda-wise disclosure

Resolution No.1

To consider and adopt

a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.

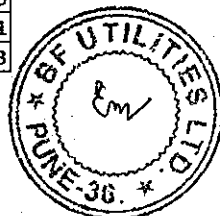
b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 and the Report of the Auditors thereon.

Resolution Required		:	Ordinary Resolution					
Whether promoter/promoter group are interested in the		:	No					
Result		:	Passed with Requisite Majority					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	21371765	20049565	93.8133	20049565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20049565	93.8133	20049565	0	100.0000	0.0000
Public Institutions	E-Voting	224959	28651	12.7361	28651	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28651	12.7361	28651	0	100.0000	0.0000
Public Non Institutions	E-Voting	16070904	1606907	9.9989	1604524	2383	99.8517	0.1483
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1606907	9.9989	1604524	2383	99.8517	0.1483
Total		37667628	21685123	57.5697	21682740	2383	99.9890	0.0110

Resolution No.2

Appointment of Mr. A. B. Kalyani, (DIN : 00089430) as a Director, who retires by rotation, and being eligible, offers himself for re-appointment

Resolution Required		:	Ordinary Resolution					
Whether promoter/promoter group are interested in the		:	Yes					
Result		:	Passed with Requisite Majority					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	21371765	20049565	93.8133	20049565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20049565	93.8133	20049565	0	100.0000	0.0000
Public Institutions	E-Voting	224959	28651	12.7361	8485	20166	29.6150	70.3850
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28651	12.7361	8485	20166	29.6150	70.3850
Public Non Institutions	E-Voting	16070904	1607006	9.9995	1602601	4405	99.7259	0.2741
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1607006	9.9995	1602601	4405	99.7259	0.2741
Total		37667628	21685222	57.5699	21660651	24571	99.8867	0.1133



BF UTILITIES

CIN:L40108PN2000PLC015323

Resolution No.3

Appointment of Mr. B. S. Mitkari (DIN : 03632549) as a Whole Time Director								
Resolution Required			: Special Resolution					
Whether promoter/promoter group are interested in the			: No					
Result			: Passed with Requisite Majority					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	21371765	20049565	93.8133	20049565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20049565	93.8133	20049565	0	100.0000	0.0000
Public Institutions	E-Voting	224959	28651	12.7361	24394	4257	85.1419	14.8581
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28651	12.7361	24394	4257	85.1419	14.8581
Public Non Institutions	E-Voting	16070904	1607006	9.9995	1603001	4005	99.7508	0.2492
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1607006	9.9995	1603001	4005	99.7508	0.2492
Total		37667628	21685222	57.5699	21676960	8262	99.9619	0.0381

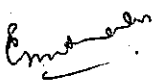
Resolution No.4

Reappointment of Mr. Shrikrishna K. Adivarekar (DIN : 06928271) as an Independent Director of the Company								
Resolution Required			: Special Resolution					
Whether promoter/promoter group are interested in the			: No					
Result			: Passed with Requisite Majority					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	21371765	20049565	93.8133	20049565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20049565	93.8133	20049565	0	100.0000	0.0000
Public Institutions	E-Voting	224959	28651	12.7361	24394	4257	85.1419	14.8581
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28651	12.7361	24394	4257	85.1419	14.8581
Public Non Institutions	E-Voting	16070904	1607007	9.9995	1602577	4430	99.7243	0.2757
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1607007	9.9995	1602577	4430	99.7243	0.2757
Total		37667628	21685223	57.5699	21676536	8687	99.9599	0.0401

Note :- The no. of votes invalid and the no. of Shareholders abstained on each resolutions (i.e. Resolution No. 1 to 4) is given in the Scrutinizer's Report enclosed herewith

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary

Place : Pune

Date : September 30, 2022



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

Name of the Company	BF Utilities Limited
Meeting	22 nd Annual General Meeting of the members of the Company (AGM)
Day, Date & Time	Thursday, September 29, 2022 at 11:00 a.m. (IST)
Mode	Video Conferencing "VC"/Other Audio –Visual Means "OAVM"

Dear Sir,

I, Sridhar Mudaliar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of BF Utilities Limited ("the Company") CIN: L40108PN2000PLC015323 at its meeting held on June 28, 2022 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 and 03/2022 both dated May 05, 2022 issued by Ministry of Corporate Affairs and the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the AGM shall be held and conducted.

The Circulars inter alia provide for relaxation in the manner in which the AGM to be held including the manner of sending the Notices and Annual Reports to the members and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further, pursuant to these Circulars physical attendance of members has been dispensed with and accordingly the facility for appointment of proxies by the members is also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

I submit herewith my report with respect to the resolutions proposed at the AGM of the members of the Company:

1. Responsibility of the Management, and the Scrutinizer:

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the Circulars as mentioned above and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the members on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to scrutinize the votes cast by remote e-voting and e-voting conducted at the meeting held through VC/OAVM in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ("NSDL").

2. Notice of AGM, advertisement and remote e-voting period:

In accordance with the notice of the AGM sent to the members by way of email on September 1, 2022 and uploaded on the website of the Company at www.bfutilities.com and the 'Advertisement' published on September 03, 2022 pursuant to Rule 20(4) (v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the Circulars mentioned above, the remote e-voting period remained open from Monday, September 26, 2022 (9.00 a.m.) (IST) to Wednesday, September 28, 2022 (5.00 p.m.) (IST).

3. Cut-off Date:

The members holding shares as on the "cut off" date i.e. Thursday, September 22, 2022, were entitled to vote on the proposed resolutions (item nos. 1 to 4 as set out in the Notice of the AGM of the Company).

4. Process of remote e-voting:

The remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked after conclusion of the AGM in the presence of two witnesses who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of members, who voted "for" and "against", were downloaded from the e-voting website of NSDL.

5. Process of Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the members who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by e-voting website of NSDL (www.evoting.nsd.com). Thereafter, the details containing, inter-alia, list of members, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsd.com) and the same are being handed over to the authorized representative of the Chairman. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company. The e-voting that was found defective for want of authorization has been treated as invalid and kept separately.



6. Counting Process and results:

6.1 The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) Ordinary Resolution No. 1 – To consider and adopt:

a) the audited standalone financial statements of the Company for the Financial Year ended March 31, 2022, the reports of the Board of Directors and Auditors thereon.

b) the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2022 and the report of the Auditors thereon.

Summary of Voting:

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in favour				
Number of members voted	133	0	133	---
Number of votes cast by them	2,16,82,740	0	2,16,82,740	99.99%
(b) Voted against				
Number of members voted	4	0	4	---
Number of votes cast by them	2,383	0	2,383	0.01%
(c) Total				
Total number of members voted	137	0	137	---
Total number of votes cast by them	2,16,85,123	0	2,16,85,123	100%
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	4	0	#^4	
Total Number of shares involved	41,648	0	#^41,648	

2 Shareholders voted by remote e-voting have not voted for 101 shares.

^ 2 Shareholders voted by remote e-voting holding 41,547 shares have been considered invalid.



- b) **Ordinary Resolution No. 2** – To appoint a Director in place of Mr. A. B. Kalyani (DIN: 00089430), who retires by rotation and being eligible, offers himself for re-appointment.

Summary of Voting:

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	121	0	121	---
Number of votes cast by them	2,16,60,651	0	2,16,60,651	99.89%
(b) Voted against				
Number of members voted	16	0	16	---
Number of votes cast by them	24,571	0	24,571	0.11%
(c) Total				
Total number of members voted	137	0	137	---
Total number of votes cast by them	2,16,85,222	0	2,16,85,222	100%
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	4	0	#^4	
Total Number of shares involved	41,549	0	#^41,549	

2 Shareholders voted by remote e-voting have not voted for 2 shares.

^ 2 Shareholders voted by remote e-voting holding 41,547 shares have been considered invalid.

- c) **Special Resolution No. 3** – Appointment of Mr. B. S. Mitkari (DIN: 03632549) as a Whole-time Director.



Summary of Voting:

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	128	0	128	---
Number of votes cast by them	2,16,76,960	0	2,16,76,960	99.96%
(b) Voted against				
Number of members voted	9	0	9	---
Number of votes cast by them	8,262	0	8,262	0.04%
(c) Total				
Total number of members voted	137	0	137	---
Total number of votes cast by them	2,16,85,222	0	2,16,85,222	100%
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	4	0		#^4
Total Number of shares involved	41,549	0		#^41,549

2 Shareholders voted by remote e-voting have not voted for 2 shares.

^ 2 Shareholders voted by remote e-voting holding 41,547 shares have been considered invalid.

- d) Special Resolution No. 4** – Re-appointment of Mr. Shrikrishna K. Adivarekar (DIN: 06928271) as an Independent Director of the Company.

Summary of Voting:

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	127	0	127	---
Number of votes cast by them	2,16,76,536	0	2,16,76,536	99.96%



(b) Voted against				
Number of members voted	11	0	11	---
Number of votes cast by them	8,687	0	8,687	0.04%
(c) Total				
Total number of members voted	138	0	138	---
Total number of votes cast by them	2,16,85,223	0	2,16,85,223	100%
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM through VC/OAVM	held	Total
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	3		0	#^3
Total Number of shares involved	41,548		0	#^41,548

1 Shareholder voted by remote e-voting has not voted for 1 share.

^ 2 Shareholders voted by remote e-voting holding 41,547 shares have been considered invalid.


6.2 Accordingly, resolution as item nos. 1 to 4, as stated in the notice of AGM of the Company, have been passed with requisite majority.

7. Electronic data and relevant Records:

All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the authorized representative of the Chairman for safe keeping thereafter.

Thanking you.

Yours faithfully,
For SVD and Associates
Company Secretaries


Sridhar Mudaliar
Partner
FCS. No. 6156
C. P. No. 2664.



Place: Pune

Date: September 29, 2022

Peer Review Number: P2013MH075200

UDIN: F006156D001080438