

BF UTILITIES

CIN:L40108PN2000PLC015323

SECT/BFUL/Regulation 44(3)/

December 31, 2020

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

Dept. of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai – 400 001
Scrip Code – 532430

Dear Sir,

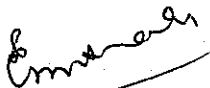
Sub: Disclosure of Voting Results of the 20th Annual General Meeting (AGM) held on 30th December, 2020.

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 20th Annual General Meeting (AGM) of the Company held on Wednesday, December 30, 2020 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.

c.c. – National Securities Depository Limited
Mumbai – 400 013.



KALYANI
GROUP COMPANY

BF UTILITIES LIMITED, MUNDHWA, PUNE CANTONMENT, PUNE 411 036, MAHARASHTRA, INDIA

Website : www.bfutilities.com

Phone: +91-020-26725257 Email: Secretarial@bfutilities.com

BF UTILITIES

CIN:L40108PN2000PLC015323

Format of Voting Results

Date of 20 th Annual General Meeting	:	30 December, 2020
Total number of Shareholders on Cut-off Date (Record Date) i.e.23rd December, 2020	:	49,702
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	:	31

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, 2020 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, 2020 and the Report of the Auditors thereon.

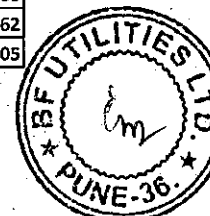
Resolution Required		:	Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?		:	No					
Result		:	Passed with Requisite Majority					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	21090015	20056777	95.1008	20056777	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		20056777	95.1008	20056777	0	100.0000	0.0000
Public Institutions	E-Voting	139914	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	16437699	1605582	9.7677	1605482	100	99.9938	0.0062
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1605582	9.7677	1605482	100	99.9938	0.0062
Total		37667628	21662359	57.5092	21662259	100	99.9995	0.0005

Resolution No.2

Appointment of Mr. B. N. Kalyani, (DIN : 0089340) 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
Promoter and Promoter Group	E-Voting	21090015	20049565	95.0666	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	95.0666	20049565	0	100.0000	0.0000
Public Institutions	E-Voting	139914	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	16437699	1605582	9.7677	1605482	100	99.9938	0.0062
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1605582	9.7677	1605482	100	99.9938	0.0062
Total		37667628	21655147	57.4901	21655047	100	99.9995	0.0005

Contd.---



BF UTILITIES

CIN:L40108PN2000PLC015323

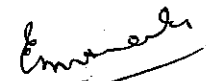
Resolution No.3

To appoint Ms. Aarti A. Sathe (DIN: 06925030) as a Non-Executive Independent 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]*	[7]=[5]/[2]*
Promoter and Promoter Group	E-Voting	21090015	20056777	95.1008	20056777	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		20056777	95.1008	20056777	0	100.0000	0.0000
Public Institutions	E-Voting	139914	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	16437699	1605582	9.7677	1605482	100	99.9938	0.0062
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1605582	9.7677	1605482	100	99.9938	0.0062
Total		37667628	21662359	57.5092	21662259	100	99.9995	0.0005

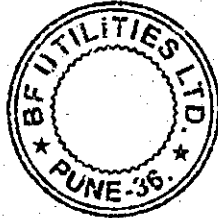
Note : For Resolution No.1 to 3 above, one E-voting representing a total 24 shares was declared invalid.

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary
Place : Pune
Date : December 31, 2020



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	20 th Annual General Meeting (20 th AGM/AGM)
Day, Date & Time	Wednesday, December 30, 2020 at 11.30 A.M.
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") at its meeting held on November 12, 2020 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the 20th 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 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs and the circular dated May 12, 2020 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 will be held including the manner of sending the Notices and Annual Reports to the shareholders 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 had been dispensed with and accordingly the facility for appointment of proxies by the members was 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 20th AGM of the Equity shareholders of the Company:



1. Responsibility and E-voting Agency:

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 shareholders on the resolutions proposed in the Notice of the 20th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the process of remote e-voting and the e-voting conducted at the meeting held through VC/OAVM through electronic voting system is conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, 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 and advertisement:

In accordance with the notice of the 20th AGM sent to the shareholders by way of email on December 3, 2020, and the 'Advertisement' published on December 5, 2020, pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 read with the Circulars mentioned above, the remote e-voting period remained open from Sunday, December 27, 2020 (9.00 a.m.) to Tuesday, December 29, 2020 (5.00 p.m.).

3. Cut-off Date:

The shareholders holding shares as on the "cut off" date i.e. Wednesday, December 23, 2020, were entitled to vote on the proposed resolutions (item nos. 1 to 3 as set out in the Notice of the 20th AGM of the Company.)

4. Remote e-voting process:

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 on Wednesday, December 30, 2020 at around 12.12 p.m. after conclusion of the AGM in the presence of two witnesses (Ms. Neha Ruparel residing at Kalewadi, Pune - 411017 and Ms. Shalaka Khandelwal residing at Sinhgad Road, Pune - 411051) who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and the same will be handed over to the authorized representative of the Chairman.

5. Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the shareholders 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.nsdl.com). Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and the same are being handed over to 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 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:
- the audited standalone financial statements of the Company for the financial year ended March 31, 2020, the reports of Board of Directors and the Auditors thereon.
 - the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2020 and the report of the Auditors thereon.

(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
(i) Voted in Favour				
Number of members voted	60	2	62	98.41270
Number of votes cast by them	21662058	201	21662259	99.99954
(ii) Voted against				
Number of members voted	1	0	1	1.58730
Number of votes cast by them	100	0	100	0.00046
(iii) Total				
Total number of members voted	61	2	63	100
Total number of votes cast by them	21662158	201	21662359	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 voted/ whose votes were declared invalid	#1	0	#1
Total Number of shares involved	#24	0	#24

Votes cast by 1 shareholder by remote e-voting for 24 shares are considered invalid.



- b) **Ordinary Resolution No. 2** – To appoint a Director in place of Mr. B. N. Kalyani (DIN: 00089380), who retires by rotation and being eligible, offers himself for re-appointment.

(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
(i) Voted in Favour				
Number of members voted	59	2	61	98.38710
Number of votes cast by them	21654846	201	21655047	99.99954
(ii) Voted against				
Number of members voted	1	0	1	1.61290
Number of votes cast by them	100	0	100	0.00046
(iii) Total				
Total number of members voted	60	2	62	100
Total number of votes cast by them	21654946	100	21655147	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 voted/ whose votes were declared invalid	#2	0	#2
Total Number of shares involved	#7236	0	#7236

Votes cast by 1 shareholder by remote e-voting for 24 shares are considered invalid.
1 Shareholder has not voted for 7212 shares.

- c) **Special Resolution No. 3** – To appoint Ms. Aarti A. Sathe (DIN: 06925030) as a Non-Executive Independent Director.

(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
(i) Voted in Favour				
Number of members voted	60	2	62	98.41270
Number of votes cast by them	21662058	201	21662259	99.99954



(ii) Voted against				
Number of members voted	1	0	1	1.58730
Number of votes cast by them	100	0	100	0.00046
(iii) Total				
Total number of members voted	61	2	63	100
Total number of votes cast by them	21662158	201	21662359	100

(ii) **Not voted/Invalid** votes:

Particulars	Remote e-voting	e-voting at AGM through VC/OAVM	at held	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#1		0	#1
Total Number of shares involved	#24		0	#24

Votes cast by 1 shareholder by remote e-voting for 24 shares are considered invalid.



6.2 Accordingly, Resolution Nos. 1 to 3 have been passed with requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

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



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

Place: Pune

Date: December 30, 2020

UDIN: F006156B001741881