

BF UTILITIES

CIN:L40108PN2000PLC015323

SECT/NSE/BSE/

November 30, 2019

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

The Secretary,
BSE Ltd.
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001.
Scrip Code – 532430

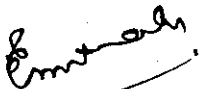
Dear Sir,

Sub:- Proceedings of Nineteenth Annual General Meeting – SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015

Pursuant to SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, please find enclosed herewith proceedings of the Nineteenth Annual General Meeting of the Company held on 30th November, 2019.

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary

Encls – as above.



KALYANI
GROUP COMPANY

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PROCEEDINGS OF THE NINETEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SATURDAY, 30TH NOVEMBER, 2019

The Nineteenth Annual General Meeting of the members of "BF Utilities Limited" was held on Saturday, 30th November, 2019 at 11.00 a.m., at Kalyani Steels Limited, Mundhwa, Pune – 411 036.

Mr. B. N. Kalyani Chaired the proceedings of the Meeting and welcomed 46 Members present for the Meeting, which included Corporate Representatives and public shareholders, present in person and proxy. As the requisite quorum was present pursuant to the provisions of Section 103 of the Companies Act 2013, and rules made thereunder, the Chairman called the Meeting in Order.

The other Director present were Mr. B. B. Hattarki, Ms. Aarti A. Sathe, Mr. S. K. Adivarekar and Mr. B. S. Mitkari.

Mr. C. K. Joshi, partner of Joshi Apte & Co., Chartered Accountants, Pune. Statutory Auditors of the Company were present. Mr. Sridhar Mudaliar of SVD & Associates, Company Secretaries, who were appointed by the Board as a Scrutinizer to scrutinize the voting process, which included votes casted through remote e-voting and Poll, were also present.

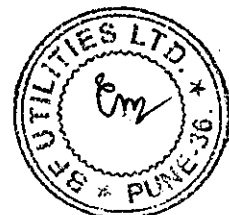
With the permission of the members present, the Notice of the Nineteenth Annual General Meeting was taken as read. Since there were no qualifications, observations or comments on the standalone financial statements, mentioned in the Independent Auditor's report, having any adverse effect on the functioning of the Company, Independent Auditors' report was also taken as read with the permission of the members present.

The Chairman then addressed the members.

The Chairman informed that pursuant to the provisions of Section 108 of the Companies Act 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Listing Regulations, 2015, the Company had provided remote e-voting facility to the shareholders to cast their votes electronically in respect of all businesses mentioned in the notice.

The remote e-voting facility was kept open for a period of Three days, commencing on Wednesday, 27th November, 2019 (9:00 am) and till Friday, 29th November, 2019 (5:00 p.m.)

The members were requested to opt only one mode for voting i.e. either through remote e-voting or by Ballot Papers. It was also informed that if a member cast vote by both modes, then voting done through remote e-voting would prevail and voting done through Ballot Paper would be treated as invalid.



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The members were also informed that as per Section 107 read with Section 108 of the Companies Act, 2013, there will be no voting by way of show of hands at this Annual General Meeting. Therefore, in terms of provisions of the Companies Act, 2013 and to enable members present at the meeting to cast their votes, who have not exercised their votes by remote e-voting, can put their votes at Poll by signing the Ballot Papers.

The Chairman then requested Mr. Sridhar Mudaliar of M/s SVD & Associates, Company Secretaries, acting as Scrutinizers to check and lock the empty Ballot Box in the presence of members.

The Chairman then invited the members to offer comments and seek clarifications, if any, in respect of business being transacted at the meeting. On invitation, some of the members addressed the meeting, gave their suggestions and raised queries, which were replied by the Chairman.

The Chairman requested those members to vote through poll, who had not voted through remote e-voting.

The following items of business as set out in the Notice of AGM dated September 25, 2019 were transacted at the Meeting :

ORDINARY BUSINESS :

- 1) To consider and adopt
 - a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 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, 2019 and the Report of the Auditors thereon. (Ordinary Resolution)
- 2) Appointment of Mr. A. B. Kalyani, (DIN : 0089430) as a Director, who retires by rotation, and being eligible, offers himself for re-appointment. (Ordinary Resolution)

SPECIAL BUSINESS :

- 3) Appointment of Mr. B. S. Mitkari as Director not liable to retire by rotation (Ordinary Resolution)
- 4) Appointment of Mr. B S. Mitkari (Din :03632549) as a Whole Time Director (Special Resolution)



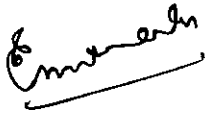
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5) Approval of Related Party Transaction with Bharat Forge Limited (Special Resolution)

After the voting process was completed, Chairman announced that the final result of the votes casted through remote e-voting and Poll would be declared, on receipt of Scrutinizer's report, within Two (2) days after the conclusion of Annual General Meeting, and the same would be uploaded / posted on the Company's website and on the website of NSDL and would be communicated to the Stock Exchanges.

Thanking the members for their participation, the Chairman announced the conclusion of the Meeting at around 11.45 a.m.

For BF Utilities Limited



B. S Mitkari
Company Secretary
November 30, 2019

