

# BF UTILITIES

SECT/BFUL/Regulation 44(3)/

March 4, 2016

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

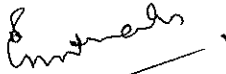
Dear Sir,

**Sub: Disclosure of Voting Results of the 15<sup>th</sup> Annual General Meeting (AGM) held on 2<sup>nd</sup> March, 2016.**

With reference to 15<sup>th</sup> Annual General Meeting (AGM) of the Company held on 2<sup>nd</sup> March, 2016, please find enclosed herewith, the Disclosure of Voting Results of the AGM (along with Scrutinizer's Report), in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

CIN:L40108PN2000PLC015323



**KALYANI**  
GROUP COMPANY

**Correspondence Address:**  
Cyber City, Tower 15, Level 6, Office 602,  
Magarpatta City, Hadapsar, Pune 411013.  
**Phone: +91-20-6829 2550/26**

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

Phone : +91-20-26822552, 26702777 Fax : +91-20-26823061

Email : bfutilitiesltd@vsnl.net Website : www.bfutilities.com

# BF UTILITIES

## Format of Voting Results

Date of 15 <sup>th</sup> Annual General Meeting	:	2 March, 2016
Total number of Shareholders on Cut-off Date (Record Date) i.e.24 <sup>th</sup> February, 2016	:	43,594
No. of shareholders present in the meeting either in person or through proxy :		
Promoter and Promoter Group	:	8
Public	:	65
No. of Shareholders attended the meeting through Video Conferencing		
Promoter and Promoter Group	:	N.A.
Public	:	N.A.

## Agenda-wise disclosure

### Resolution No.1

Adoption of the Financial Statements of the Company for the year ended 30th September, 2015 and the Reports of the Board of Directors and 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	23664512	95.71	23664512	0	100.00	0.00
	Poll	0	0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)	0	28270	0.11	28270	0	100.00	0.00
	<b>Total</b>		<b>24724432</b>	<b>23692782</b>	<b>95.83</b>	<b>23692782</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	91147	38.35	0	91147	0.00	100.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>237666</b>	<b>91147</b>	<b>38.35</b>	<b>0</b>	<b>91147</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	0	3858	0.03	3858	0	100.00	0.00
	Poll *	0	1443	0.01	1443	0	100.00	0.00
	Postal Ballot (if applicable)	0	1595323	12.56	1595323	0	100.00	0.00
	<b>Total</b>		<b>12705530</b>	<b>1600624</b>	<b>12.60</b>	<b>1600624</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>37667628</b>	<b>25384553</b>	<b>67.39</b>	<b>25293406</b>	<b>91147</b>	<b>99.64</b>	<b>0.36</b>

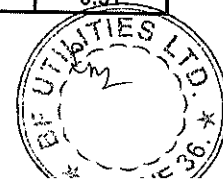
\* Excluding One Ballot Form having 20 Shares are invalid

### Resolution No.2

Appointment of Mr.A. B. Kalyani, 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	23664512	95.71	23664512	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>24724432</b>	<b>23664512</b>	<b>95.71</b>	<b>23664512</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	91147	38.35	12949	78198	14.21	85.79
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>237666</b>	<b>91147</b>	<b>38.35</b>	<b>12949.00</b>	<b>78198</b>	<b>14.21</b>
Public – Non Institutions	E-Voting	0	3858	0.03	3152	706	81.70	18.30
	Poll *	0	1443	0.01	1443	0	100.00	0.00
	Postal Ballot (if applicable)	0	1595323	12.56	1595323	0	100.00	0.00
	<b>Total</b>		<b>12705530</b>	<b>1600624</b>	<b>12.60</b>	<b>1599918</b>	<b>706</b>	<b>99.96</b>
<b>Total</b>		<b>37667628</b>	<b>25356283</b>	<b>67.32</b>	<b>25277379</b>	<b>78904</b>	<b>99.69</b>	<b>0.31</b>

\* Excluding One Ballot Form having 20 Shares are invalid



# BF UTILITIES

## Resolution No.3

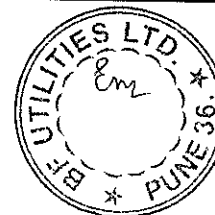
Ratification of appointment of M/s. Joshi Apte & Co, Chartered Accountants, Pune as Auditor of the Company								
Resolution Required				:	Ordinary Resolution			
Whether promoter/promoter group are interested in the				:	No			
Result				:	Passed with Requisite Majority			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	23664512	95.71	23664512	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	28270	0.11	28270	0	100.00	0.00
	<b>Total</b>	<b>24724432</b>	<b>23692782</b>	<b>95.83</b>	<b>23692782</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	0	91147	38.35	91147	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>237666</b>	<b>91147</b>	<b>38.35</b>	<b>91147</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	0	3858	0.03	3852	6	99.84	0.16
	Poll *	0	1443	0.01	1443	0	100.00	0.00
	Postal Ballot (if applicable)	0	1595323	12.56	1595323	0	100.00	0.00
	<b>Total</b>	<b>12705530</b>	<b>1600624</b>	<b>12.60</b>	<b>1600618</b>	<b>6</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>37667628</b>	<b>25384553</b>	<b>67.39</b>	<b>25384547</b>	<b>6</b>	<b>100.00</b>	<b>0.00</b>

\* Excluding One Ballot Form having 20 Shares are invalid

## Resolution No.4

Appointment of Ms. A. A. Sathe as an Independent Director								
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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	23664512	95.71	23664512	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	28270	0.11	28270	0	100.00	0.00
	<b>Total</b>	<b>24724432</b>	<b>23692782</b>	<b>95.83</b>	<b>23692782</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	0	91147	38.35	91147	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>237666</b>	<b>91147</b>	<b>38.35</b>	<b>91147</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	0	3858	0.03	3152	706	81.70	18.30
	Poll *	0	1443	0.01	1443	0	100.00	0.00
	Postal Ballot (if applicable)	0	1595323	12.56	1595323	0	100.00	0.00
	<b>Total</b>	<b>12705530</b>	<b>1600624</b>	<b>12.60</b>	<b>1599918</b>	<b>706</b>	<b>99.96</b>	<b>0.04</b>
<b>Total</b>		<b>37667628</b>	<b>25384553</b>	<b>67.39</b>	<b>25383847</b>	<b>706</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding One Ballot Form having 20 Shares are invalid



# BF UTILITIES

## Resolution No.5

Related Party Transactions of the Company with Bharat Forge Limited

Resolution Required				:	Special Resolution			
Whether promoter/promoter group are interested in the				:	Yes			
Result				:	Passed with Requisite Majority			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>24724432</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	0	91147	38.35	91147	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>237666</b>	<b>91147</b>	<b>38.35</b>	<b>91147</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	0	3858	0.03	3158	700	81.86	18.14
	Poll *	0	1443	0.01	1443	0	100.00	0.00
	Postal Ballot (if applicable)	0	1595323	12.56	1595323	0	100.00	0.00
	<b>Total</b>	<b>12705530</b>	<b>1600624</b>	<b>12.60</b>	<b>1599924</b>	<b>700</b>	<b>99.96</b>	<b>0.04</b>
<b>Total</b>		<b>37667628</b>	<b>1691771</b>	<b>4.49</b>	<b>1691071</b>	<b>700</b>	<b>99.96</b>	<b>0.04</b>

\* Excluding One Ballot Form having 20 Shares are invalid

Thanking You,,

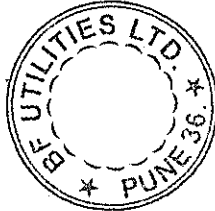
Yours Faithfully,  
For BF Utilities Limited



B. S. Mitkari  
Company Secretary

Place : Pune

Date : March 4, 2016






# SVD & Associates

Company Secretaries

4th Floor, Vedwati Apartments, Shivajinagar, Pune - 411005  
Ph.: 020 69000666, E-mail: deulkarcs@gmail.com



To  
Mr. A. B. Kalyani  
Chairman of the 15<sup>th</sup> Annual general Meeting,  
BF Utilities Limited,  
Mundhwa, Pune-411036

**Sub: Results of voting by Poll, E-voting and Ballot in lieu of E-voting.**

Dear Sir,

I undersigned, S. V. Deulkar, Partner, M/s SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of BF Utilities Limited ("the Company") for scrutinizing the ballots received by post/courier/hand delivery ("Ballots received in lieu of e-voting"), e-voting process (during February 28, 2016 to March 1, 2016) and voting by poll (at 15<sup>th</sup> Annual General Meeting (AGM) held on March 2, 2016) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Agreement entered into by the Company with the Stock exchanges on which the shares of the Company are listed relating to voting through electronic means (by remote e-voting), by ballot in lieu of e-voting and voting by poll by the shareholders on the resolutions proposed in the Notice dated November 28, 2015 of the 15<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through ballots received in lieu of e-voting, by remote e-voting and by poll at AGM are 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"), report on ballot received in lieu of e-voting and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 15<sup>th</sup> Annual General Meeting of the Company held on March 2, 2016:

- a) Report on Ballots received in lieu of e-voting;

- b) Report on E-voting;
- c) Report on Poll and
- d) Combined report of ballots received in lieu of e-voting, e-voting and Poll

I hereby declare that all the 5 (Five) resolutions as per the aforesaid notice of Annual General Meeting of the Company have been passed by requisite majority.

Thanking you,

Yours faithfully,

For SVD & Associates



S. V. Deulkar

Partner

C. P. No. 965

Place: Pune

Date: March 3, 2016

S. V. Deulkar  
Practicing Company Secretary  
63, Ashok Nagar, Pune 411007

Combined Report  
BF Utilities Limited

Annual General Meeting held on March 2, 2016

Sr. No	Resolutions	Ballot received by post		E-voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	For	Against	
1	Adoption of the Financial Statements of the Company for the year ended 30th September, 2015 and the reports of the Board of Directors and Auditors thereon.	1623593	0	23668370	91147	1443	0	25293406	91147	Resolution passed with requisite majority
2	Appointment of Mr. A. B. Kalyani, as a Director, who retires by rotation and being eligible, offers himself for re-appointment.	1595323	0	23680613	78904	1443	0	25277379	78904	Resolution passed with requisite majority
3	Ratification of appointment of M/s Joshi Apte & Co, Chartered Accountant, Pune as Auditor of the Company.	1623593	0	23759511	6	1443	0	25384547	6	Resolution passed with requisite majority
4	Appointment of Ms. A. A. Sathe as an Independent Director.	1623593	0	23758811	706	1443	0	25383847	706	Resolution passed with requisite majority
5	Related Party Transaction of the Company with Bharat Forge Limited	1595323	0	94305	700	1443	0	1691071	700	Resolution passed with requisite majority

Place: Pune

Date: March 3, 2016



S.V. DEULKAR  
COMPANY SECRETARY  
FCS 1321 C P 965  
63 Ashok Nagar-Pune-411007