

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L40108PN2000PLC015323

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCB7711M

(ii) (a) Name of the company

BF UTILITIES LIMITED

(b) Registered office address

MUNDHAWAPUNE CANTONMENT
PUNE
PUNE
Maharashtra
411036

(c) *e-mail ID of the company

Bmitkari@bfutilities.com

(d) *Telephone number with STD code

02026725257

(e) Website

www.bfutilities.com

(iii) Date of Incorporation

15/09/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM will be held on 29/09/2021

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NANDI INFRASTRUCTURE CORP	U85110KA1996PLC019619	Subsidiary	74.52
2	NANDI HIGHWAY DEVELOPERS	U85110KA1996PLC019621	Subsidiary	69.53
3	AVICHAL RESOURCES PRIVATE	U70101MH1998PTC114605	Subsidiary	100
4	NANDI ECONOMIC CORRIDOR	U85110KA2000PLC026939	Subsidiary	40.41

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	60,000,000	37,667,628	37,667,628	37,667,628
Total amount of equity shares (in Rupees)	300,000,000	188,338,140	188,338,140	188,338,140

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	60,000,000	37,667,628	37,667,628	37,667,628
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	300,000,000	188,338,140	188,338,140	188,338,140

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorized Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	2,191,450	35,476,178	37667628	188,338,140	188,338,140	
Increase during the year	0	1,577,169	1577169	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		1,577,169	1,577,169			
Dematerialized						
Decrease during the year	1,577,169	0	1,577,169	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	1,577,169		1,577,169			
Dematerialized						
At the end of the year	614,281	37,053,347	37667628	188,338,140	188,338,140	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	30/12/2020		
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor						
Transferor's Name						
	Surname		middle name		first name	
Ledger Folio of Transferee						
Transferee's Name						
	Surname		middle name		first name	

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

145,875,015

(ii) Net worth of the Company

1,289,027,839

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	83,563	0.22	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	21,006,452	55.77	0	
10.	Others	0	0	0	
	Total	21,090,015	55.99	0	0

Total number of shareholders (promoters)

21

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	11,547,740	30.66	0	
	(ii) Non-resident Indian (NRI)	194,955	0.52	0	
	(iii) Foreign national (other than NRI)	165	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	31,549	0.08	0	
4.	Banks	3,339	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	105,905	0.28	0	
7.	Mutual funds	1,709	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,562,338	9.46	0	
10.	Others Trust/NBFC/Clearing Memb	1,129,913	3	0	
	Total	16,577,613	44.01	0	0

Total number of shareholders (other than promoters)

48,193

Total number of shareholders (Promoters+Public/
Other than promoters)

48,214

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

10

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, P			2,681	0.01
ACACIA PARTNERS, LP	CITIBANK N.A. FIFC, G PLOT C-54/55			7,000	0.02
BNP PARIBAS ARBITRA	BNP PARIBAS, 1 NORTH AVENUE, M			1,000	0
THE JAGUAR FUND N.	STANDARD CHARTERED BANK, 23-			14	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACACIA BANYAN PAR	CITIBANK N.A. FIFC,GPLOT C-54/55			1,485	0
EMERGING MARKETS	CITIBANK N.A. FIFC,GPLOT C-54/55			2,290	0.01
PREMIER INVESTMENT	KOTAK MAHINDRA BANK INFINITY			7,700	0.02
DIMENSIONAL EMERG	CITIBANK N.A. FIFC,GPLOT C-54/55			24	0
EMERGING MARKETS	CITIBANK N.A. FIFC,GPLOT C-54/55			1,680	0.01
THE EMERGING MARK	CITIBANK N.A. FIFC,GPLOT C-54/55			82,031	0.21

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	21	21
Members (other than promoters)	45,405	48,193
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	2	0	2	0	0.01
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0	0.01

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
B. N. Kalyani	00089380	Director	7,212	
A. B. Kalyani	00089430	Director	0	
B. B. Hattarki	00145710	Director	0	
A. A. Sathe	06925030	Director	0	
S. K. Adivarekar	06928271	Director	0	
B. S. Mitkari	03632549	Whole-time director	0	
B. S. Mitkari	ABKPN5929R	Company Secretary	0	
B. S. Mitkari	ABKPN5929R	CEO	0	
B. S. Mitkari	ABKPN5929R	CFO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT. CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	30/12/2020	49,702	38	57.53

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/06/2020	6	5	83.33
2	11/09/2020	6	5	83.33
3	17/09/2020	6	5	83.33
4	02/11/2020	6	5	83.33
5	12/11/2020	6	4	66.67
6	26/12/2020	6	5	83.33
7	11/02/2021	6	6	100
8	12/03/2021	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/06/2020	4	3	75
2	Audit Committee	11/09/2020	4	3	75
3	Audit Committee	17/09/2020	4	3	75
4	Audit Committee	02/11/2020	4	3	75
5	Audit Committee	12/11/2020	4	3	75
6	Audit Committee	26/12/2020	4	3	75
7	Audit Committee	11/02/2021	4	4	100
8	Audit Committee	12/03/2021	4	3	75
9	Nomination & Remuneration Committee	12/11/2020	3	2	66.67
10	Corporate Social Responsibility Committee	11/02/2021	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	B. N. Kalyani	8	7	87.5	8	0	0	
2	A. B. Kalyani	8	8	100	11	9	81.82	
3	B. B. Hattarki	8	8	100	18	18	100	
4	A. A. Sathe	8	1	12.5	8	1	12.5	
5	S. K. Adivarek	8	8	100	17	17	100	
6	B. S. Mitkari	8	8	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	B. S. Mitkari	Whole-time Dire	8,741,081	0	0	299,331	9,040,412
	Total		8,741,081	0	0	299,331	9,040,412

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	B. N. Kalyani	Director	0	0	0	35,000 /	35,000
2	A. B. Kalyani	Director	0	0	0	40,000	40,000
3	B. B. Hattarki	Director	0	0	0	40,000	40,000
4	A. A. Sathe	Director	0	0		5,000	5,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	S. K. Adivarekar	Director	0	0	0	40,000	40,000
	Total		0	0	0	160,000	160,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

10

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
BF Utilities Limited	National Stock Exchange	18/08/2020	Delayed submission	271400	Penalty duly paid.
BF Utilities Limited	National Stock Exchange	02/11/2020	Delayed submission	265500	Penalty duly paid.
BF Utilities Limited	National Stock Exchange	02/06/2020	Delayed submission	33040	Penalty duly paid. However wa
BF Utilities Limited	National Stock Exchange	14/12/2020	Delayed submission	159300	Penalty duly paid.
BF Utilities Limited	National Stock Exchange	15/03/2021	Delayed submission	147500	Penalty duly paid.
BF Utilities Limited	BSE Limited	18/08/2020	Delayed submission	271400	Penalty duly paid.
BF Utilities Limited	BSE Limited	04/09/2020	Delayed submission	33040	Penalty duly paid.
BF Utilities Limited	BSE Limited	02/11/2020	Delayed submission	283200	Penalty duly paid.
BF Utilities Limited	BSE Limited	14/12/2020	Delayed submission	230100	Penalty duly paid.
BF Utilities Limited	BSE Limited	17/02/2021	Delayed submission	147500	Penalty duly paid.

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Sridhar Mudaliar

Whether associate or fellow

Associate Fellow

Certificate of practice number

2664

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

00145710

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

3237

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

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Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Note:

The above Annual Return (MGT-7) is prepared as on March 31, 2021 as per the format prescribed by the Companies (Management and Administration) Amendment Rules, 2014. Annual General Meeting (AGM) of the Company is scheduled to be held on September 29, 2021. MGT-7 is subject to verification/ certification by the Practicing Company Secretary only after AGM, and issuance of compliance certificate in MGT-8. The necessary attachment and certification of the e-form no MGT-7 would be done after the AGM. The Company will replace the uploaded version of e-form no MGT-7 with Ministry of Corporate Affairs (MCA), with this version, upon filing with MCA.

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS - Number of meetings held

S. No	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	attendance	
				Number of members attended	as % age of total members
11	Stakeholders Relationship Committee	03/08/2020	3	2	66.67
12	Stakeholders Relationship Committee	24/08/2020	3	2	66.67
13	Stakeholders Relationship Committee	17/11/2020	3	2	66.67
14	Stakeholders Relationship Committee	30/11/2020	3	2	66.67
15	Stakeholders Relationship Committee	07/12/2020	3	2	66.67
16	Stakeholders Relationship Committee	28/12/2020	3	2	66.67
17	Stakeholders Relationship Committee	08/03/2021	3	2	66.67
18	Risk Management Committee	11/02/2021	3	2	66.67