

BF UTILITIES

SECT/BFUL/Regulation 44(3)/

October 1, 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

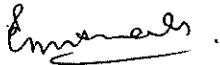
Dear Sir,

Sub: Disclosure of Voting Results of the 16th Annual General Meeting (AGM) held on 30th September, 2016.

With reference to 16th Annual General Meeting (AGM) of the Company held on 30th September, 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, Hauapsar, Pune 411013.
Phone: +91-20-6629 2550/26

BF UTILITIES LIMITED, MUNDHWA, PUNE CANTONMENT, PUNE 411 036, MAHARASHTRA, INDIA
Phone : +91-20-26822552, 26702777 Fax : +91-20-26823061
Email: bfutilitiesld@vsnl.net Website : www.bfutilities.com

BF UTILITIES

Format of Voting Results

Date of 16 th Annual General Meeting	:	30 September, 2016
Total number of Shareholders on Cut-off Date (Record Date) i.e. 23rd September, 2016	:	43,390
No. of shareholders present in the meeting either in person or through proxy :		
Promoter and Promoter Group	:	8
Public	:	43
No. of Shareholders attended the meeting through Video Conferencing		
Promoter and Promoter Group	:	N.A.
Public	:	N.A.

Agenda-wise disclosure

Resolution No.1

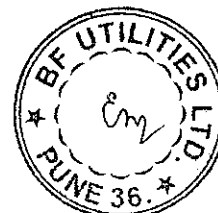
Adoption of the Financial Statements of the Company for the year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon

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	23692782	95.83	23692782	0	100.00	0.00
	Poll	0	0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total		24724432	23692782	95.83	23692782	0	100.00
Public - Institutions	E-Voting	0	252439	57.36	0	252439	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
	Total		440108	252439	57.36	0	252439	0.00
Public - Non Institutions	E-Voting	0	1599803	12.80	1599803	0	100.00	0.00
	Poll *	0	21	0.00	21	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total		12503088	1599824	12.80	1599824	0	100.00
Total		37667628	25545045	67.82	25292606	252439	99.01	0.99

Resolution No.2

Appointment of Mr. B. N. 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
	Total		24724432	23664512	95.71	23664512	0	100.00
Public - Institutions	E-Voting	0	252439	57.36	0	252439	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
	Total		440108	252439	57.36	0.00	252439	0.00
Public - Non Institutions	E-Voting	0	1599753	12.79	1599753	0	100.00	0.00
	Poll *	0	21	0.00	21	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total		12503088	1599774	12.80	1599774	0	100.00
Total		37667628	25516725	67.74	25264286	252439	99.01	0.99



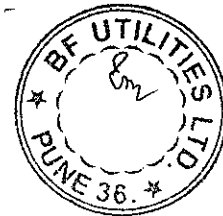
BF UTILITIES

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 unanimously			
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	23692782	95.83	23692782	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
	Total	24724432	23692782	95.83	23692782	0	100.00	0.00
Public – Institutions	E-Voting	0	252439	57.36	252439	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
	Total	440108	252439	57.36	252439	0	100.00	0.00
Public – Non Institutions	E-Voting	0	1599803	12.80	1599803	0	100.00	0.00
	Poll *	0	21	0.00	21	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	12503088	1599824	12.80	1599824	0	100.00	0.00
Total		37667628	25545045	67.82	25545045	0	100.00	0.00

Resolution No.4

Authority to the Board to create charge								
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 (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	23692782	95.83	23692782	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
	Total	24724432	23692782	95.83	23692782	0	100.00	0.00
Public – Institutions	E-Voting	0	252439	57.36	88859	163580	35.20	64.80
	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
	Total	440108	252439	57.36	88859	163580	35.20	64.80
Public – Non Institutions	E-Voting	0	1599753	12.79	1599743	10	100.00	0.00
	Poll *	0	21	0.00	21	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	12503088	1599774	12.80	1599764	10	100.00	0.00
Total		37667628	25544995	67.82	25381405	163590	99.99	0.01



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Resolution No.5

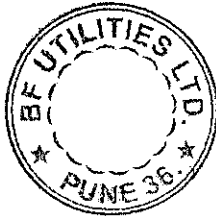
Authority to the Board to Borrow Money									
Resolution Required					:	Special Resolution			
Whether promoter/promoter group are interested in the					:	No			
Result					:	Passed with Requisite Majority			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on 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	23692782	95.83	23692782	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	
	Total	24724432	23692782	95.83	23692782	0	100.00	0.00	
Public – Institutions	E-Voting	0	252439	57.36	88859	163580	35.20	64.80	
	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	
	Total	440108	252439	57.36	88859	163580	35.20	64.80	
Public – Non Institutions	E-Voting	0	1599603	12.79	1599548	55	100.00	0.00	
	Poll *	0	21	0.00	21	0	100.00	0.00	
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00	
	Total	12503088	1599624	12.79	1599569	55	100.00	0.00	
Total		37667628	25544845	67.82	25381210	163635	99.36	0.64	

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary
Place : Pune
Date : October 1, 2016






SVD & Associates

Company Secretaries

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



To
The Chairman,
BF Utilities Limited,
Mundhwa, Pune Cantonment,
Pune-411 036


Sub: Results of E-voting and voting by Poll.

Dear Madam,

I undersigned, Sridhar G. Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of BF Utilities Limited ("the Company") for scrutinizing the e-voting process (during September 27, 2016 to September 29, 2016) and voting by poll (at 16th Annual General Meeting (AGM) held on September 30, 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 SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 relating to voting through electronic means (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 16th 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 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") and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 16th Annual General Meeting of the Company held on September 30, 2016:

- a) Report on E-voting;
 - b) Report on Poll; and
- 

c) Combined report of e-voting and Poli

I hereby declare that Resolution No. 3 has been passed unanimously and Resolution No. 1, 2, 4 and 5 have been passed by requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,
Yours faithfully,

For SVD & Associates




Sridhar G. Mudaliar

Partner

FCS No. 6156

C. P. No. 2664

Place: Pune

Date: October 01, 2016

Sridhar G. Mudaliar
M.Com, LL.B, F.C.S.
Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune- 411016
Tel: 25655319

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Ordinary Resolution: Adoption of the Financial Statements of the Company for the year ended 31st March, 2016 and the reports of the Board of Directors and Auditors thereon.	25292585	252439	21	0	25292606	252439	Resolution passed with requisite majority
2	Ordinary Resolution: Appointment of Mr. B. N. Kalyani, as a Director, who retires by rotation, and being eligible, offers himself for re-appointment.	25764265	252439	21	0	25264286	252439	Resolution passed with requisite majority
3	Ordinary Resolution: Ratification of appointment of M/s. Joshi Apte & Co, Chartered Accountants, Pune as Auditor of the Company.	25545024	0	21	0	25545045	0	Resolution passed unanimously
4	Special Resolution: Authority to the Board to create charge.	25381384	163590	21	0	25381405	163590	Resolution passed with requisite majority
5	Special Resolution: Authority to the Board to Borrow Money.	25381189	163635	21	0	25381210	163635	Resolution passed with requisite majority

Date: October 01, 2016
Place: Pune

Sridhar G. Mudaliar

Sridhar G. Mudaliar

M.Com. LL.B., F.C.S

Company Secretary

22-A, Hanuman Nagar,

Off: Senapati Bapat Road,

Model Colony, Pune 411 016

Tel: 25655319

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

16th Annual General Meeting of the Equity shareholders of BF Utilities Limited held on Friday, September 30, 2016 at 11:00 AM (I.S.T.) at Kalyani Steels Ltd at Mundhwa, Pune 411 036.

Dear Sir,

I, Sridhar G. Mudaliar, SVD & Associates, Company Secretaries have been appointed as scrutinizer of BF Utilities Limited ("the Company") for the purpose of the poll taken on below mentioned resolutions, at the 16th Annual General Meeting of the Equity shareholders of BF Utilities Limited held on Friday, September 30, 2016 at 11:00 AM (I.S.T.) at Kalyani Steels Ltd at Mundhwa, Pune 411 036. I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, a ballot box kept for polling was locked in my presence with due identification marks placed.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company, Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid.
4. The result of the Poll is as under:



- a) **Ordinary Resolution No. 1** -- Adoption of the Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	21	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- b) **Ordinary Resolution No. 2** -- Appointment of Mr. B. N. Kalyani, as a Director, who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	21	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

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(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

c) Ordinary Resolution No. 3 – Ratification of appointment of M/s. Joshi Apte & Co, Chartered Accountants, Pune as Auditor of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	21	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

d) Special Resolution No. 4 – Authority to the Board to create charge.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	21	100

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(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

e) Special Resolution No. 5 – Authority to the Board to Borrow Money.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	21	100

(ii) Voted against the resolution:


Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poli papers and other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,


Srihar G. Mudaliar
Practicing Company Secretary
FCS No. 6156
C. P. No. 2664
Place: Pune
Date: October: 01, 2016

Sridhar G. Mudaliar
M.Com. LL.B., F.C.S
Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune 411 016
Tel: 25655319

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
16th Annual General Meeting of the Equity shareholders of BF Utilities Limited held on Friday, September 30, 2016 at 11:00 AM (I.S.T.) at Kalyani Steels Ltd at Mundhwa, Pune 411 036.

Dear Sir,

I, Sridhar G. Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer of BF Utilities Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolutions, at the 16th Annual General Meeting of the Equity shareholders of BF Utilities Limited held on Friday, September 30, 2016 at 11:00 AM (I.S.T.) at Kalyani Steels Ltd at Mundhwa, Pune 411 036. I submit my report as under:

1. The e-voting period remained open from September 27, 2016 (9.00 a.m.) to September 29, 2016 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. September 23, 2016 were entitled to vote on the proposed resolutions (item no. 1 to 5 as set out in the Notice of the 16th Annual General Meeting (AGM) of BF Utilities Limited.)

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3. The votes were unblocked on September 30, 2016 at around 11:35 AM in the presence of two witnesses, Ms. Purva Pandit (Kothrud, Pune-411038) and Ms. Asmita Koyari (Chinchwad, Pune-411019) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited ("NSDL").

Purva Pandit
Name: Purva Pandit
Kothrud, Pune-411038

Asmita
Name: Asmita Koyari
Chinchwad, Pune 411019

5. The result of the e-voting is as under:

- a) **Ordinary Resolution No. 1 – Adoption of the Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the reports of the Board of Directors and Auditors thereon.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
50	25292585	99.01%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
4	252439	0.99%

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- b) **Ordinary Resolution No. 2 – Appointment of Mr. B. N. Kalyani, as a Director, who retires by rotation, and being eligible, offers himself for re-appointment.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
48	25264265	99.01%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
4	252439	0.99%

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
2*	28320

* Includes one shareholder being interested votes considered as invalid:

- c) Ordinary Resolution No. 3 – Ratification of appointment of M/s. Joshi Apte & Co, Chartered Accountants, Pune as Auditor of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
54	25545024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

d) Special Resolution No. 4 – Authority to the Board to create charge.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
49	25381384	99.36%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
4	163590	0.64%

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1	50

e) Special Resolution No. 5 – Authority to the Board to Borrow Money.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
48	25381189	99.36%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
5	163635	0.64%

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1	200

6. The register, all other papers and relevant records relating to electronic 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 Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



Sridhar G. Mudaliar
Practicing Company Secretary
FCS No. 6156
C. P. No. 2664
Place: Pune
Date: October 01, 2016