

BF INVESTMENT

CIN:L65993PN2009PLC134021

SECT/BFIL/ Regulation 44(3)

August 01, 2024

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

BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code – 533303

ISIN No - INE878K01010

Dear Sir/Madam,

Sub: Disclosure of voting results of 15th Annual General Meeting (AGM) of the Company held on July 31, 2024 pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

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 15th Annual General Meeting (AGM) of the Company held on Wednesday, July 31, 2024 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as **Annexure -I**.

We also enclosed herewith the Scrutinizer's Report on remote e-voting and e-voting at the AGM as **Annexure - II**.

We are pleased to inform you that all the resolutions have been passed by the Members with requisite majority.

Thanking You,

Yours faithfully,
For BF Investment Limited

G. P. Pendse



Gayatri Pendse Karandikar
Company Secretary & Compliance Officer
Email:Gayatri.Pendse@bfilpune.com

Encl: As above

c.c – National Securities Depository Limited
Mumbai

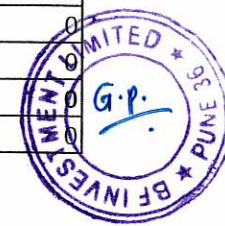


KALYANI
GROUP COMPANY

BF INVESTMENT LIMITED, MUNDHWA, PUNE CANTONMENT, PUNE 411 036, MAHARASHTRA, INDIA
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Phone : +91 7719005777 Email : Secretarial@bfilpune.com

BF INVESTMENT LIMITED										
Format of Voting Results - Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015										
Date of 15th Annual General Meeting							:	31st July, 2024		
Total no of shareholders on cut- off date (Record date) i.e. 24th July, 2024							:	23,169		
No of shareholders present in the meeting either in person or through proxy							:			
Promoter and Promoter Group								NA		
Public								NA		
No of shareholders attended the meeting through Video Conferencing							:			
Promoter and Promoter Group								6		
Public								40		
BF Investment Limited										
Resolution Required :Ordinary				1 - To consider and adopt : a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, the reports of the Board of Directors and Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the report of the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?				No						
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	% of Votes against on votes	No. of votes Invalid	
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]	
Promoter and Promoter Group	E-Voting	27922726	26603579	95.2757	26603579	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		26603579	95.2757	26603579	0	100.0000	0.0000	0	
Public Institutions	E-Voting	659562	555987	84.2964	555987	0	100.0000	0.0000	0	



	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		555987	84.2964	555987	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	9085340	1978509	21.7769	1978469	40	99.9980	0.0020	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1978509	21.7769	1978469	40	99.9980	0.0020	0
Total		37667628	29138075	77.3557	29138035	40	99.9999	0.0001	0

Resolution Required :Ordinary			2 - To appoint a director in place of Mr. B.S. Mitkari (DIN: 03632549), who retires by rotation and being eligible offers himself for re-appointment						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	% of Votes against on votes	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	27922726	26603579	95.2757	26603579	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26603579	95.2757	26603579	0	100.0000	0.0000	0
Public Institutions	E-Voting	659562	555987	84.2964	555987	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		555987	84.2964	555987	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	9085340	1978509	21.7769	1978404	105	99.9947	0.0053	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1978509	21.7769	1978404	105	99.9947	0.0053	0
Total		37667628	29138075	77.3557	29137970	105	99.9996	0.0004	0



Resolution Required :Special			3 - Payment of Commission to Non-Executive Director						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	% of Votes against on votes	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	27922726	26575359	95.1747	26575359	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26575359	95.1747	26575359	0	100.0000	0.0000	0
Public Institutions	E-Voting	659562	555987	84.2964	239030	316957	42.9920	57.0080	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		555987	84.2964	239030	316957	42.9920	57.0080	0
Public Non Institutions	E-Voting	9085340	1978535	21.7772	1978404	131	99.9934	0.0066	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1978535	21.7772	1978404	131	99.9934	0.0066	0
Total		37667628	29109881	77.2809	28792793	317088	98.9107	1.0893	0



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 INVESTMENT LIMITED
CIN	L65993PN2009PLC134021
Meeting	15 th Annual General Meeting of the members of the Company (AGM)
Day, Date & Time	Wednesday, 31st day of July, 2024, at 11:00 A.M (IST)
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 Investment Limited ("the Company") CIN: L65993PN2009PLC134021 at its meeting held on May 30, 2024 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the 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. read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 General Circular No. 20/2020 dated May 05, 2020, along with subsequent circulars issued in this regard, the latest being Circular No. 09/2023 dated September 25, 2023 (collectively referred to as 'MCA Circulars') read with Circulars issued by Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 having reference No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 read with Master Circular No. SEBI/ HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (collectively referred to as "MCA and SEBI Circulars" respectively) have permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing or Other Audio Visual Means ("VC / OAVM"), without the physical presence of the Members at a common venue.

The MCA and SEBI Circulars inter alia provide for relaxation in the manner in which the AGM to be held including the manner of sending the Notices and Annual Reports to the members and the manner of voting at the meeting. Further pursuant to these Circulars, physical attendance of members has been dispensed with and accordingly the facility for appointment of proxies by the members is 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 AGM of the Company:

1. Responsibility of the Management and the Scrutinizer:

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 members on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to scrutinize the votes cast by remote e-voting and e-voting conducted at the meeting held through VC/OAVM in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ("NSDL"). The Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.

2. Notice of AGM, advertisement and remote e-voting period:

In accordance with the notice of the AGM sent to the members by way of email on Monday, July 8, 2024 and uploaded on the website of the Company at <https://www.bfilpune.com/> and the newspaper advertisement published on Tuesday, July 9, 2024 pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the Circulars mentioned above, the remote e-voting period remained open from Sunday, July 28, 2024 at 9.00 a.m. (IST) to Tuesday, July 30, 2024 at 5.00 p.m. (IST).

3. Cut-off Date:

The members holding shares as on the "cut off" date i.e. Wednesday, July 24, 2024, were entitled to vote on the proposed resolutions (item nos. 1 to 3 as set out in the Notice of the AGM of the Company).

4. Process of remote e-voting:

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 after conclusion of the AGM in the presence of two witnesses who are not in the employment of the Company. Thereafter the details containing, inter alia list of equity members, who voted "for" and "against", were downloaded from e-voting website of NSDL.

5. Process of Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the members 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 members, 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 authorized representative of 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 Share Transfer Agents of the Company and the authorizations lodged with the Company. No votes through remote e-voting or e-voting at the AGM was found to be defective.



6. Counting Process and results:

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:				
a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, the reports of the Board of Directors and Auditors thereon.				
b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the report of the Auditors thereon				
Summary of Voting:				
(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-Voting at 15th AGM through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	80	1	81	
Number of votes cast by them	2,91,38,034	1	2,91,38,035	99.9999
(b) Voted against				
Number of members voted	1	0	1	
Number of votes cast by them	40	0	40	0.0001
(c) Total=(a)+ (b)				
Total number of members voted	81	1	82	
Total number of votes cast by them	2,91,38,074	1	2,91,38,075	100.00
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-Voting at 15th AGM through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	0	0	0	
Total invalid shares	0	0	0	
(b) Not voted/Abstain				
Total number of members	*1	0	*1	
Total not voted/Abstain shares	26	0	26	
*1 shareholder by remote e-voting has abstained for 26 shares.				



b) Ordinary Resolution No. 2 – To appoint a director in place of Mr. B.S. Mitkari (DIN: 03632549), who retires by rotation and being eligible offers himself for re-appointment.

Summary of Voting:

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-Voting at 15th AGM through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	79	1	80	
Number of votes cast by them	2,91,37,969	1	2,91,37,970	99.9996
(b) Voted against				
Number of members voted	2	0	2	
Number of votes cast by them	105	0	105	0.0004
(c) Total=(a)+ (b)				
Total number of members voted	81	1	82	
Total number of votes cast by them	2,91,38,074	1	2,91,38,075	100.00

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-Voting at 15th AGM through VC/OAVM	Total
(a) Invalid votes			
Total number of members	0	0	0
Total invalid shares	0	0	0
(b) Not voted/Abstain			
Total number of members	*1	0	*1
Total not voted/Abstain shares	26	0	26

*1 shareholder by remote e-voting has abstained for 26 shares



c) Special Resolution No. 3 – Payment of Commission to Non-executive Director.

Summary of Voting:

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-Voting at 15th AGM through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	73	1	74	
Number of votes cast by them	2,87,92,792	1	2,87,92,793	98.9107
(b) Voted against				
Number of members voted	8	0	8	
Number of votes cast by them	3,17,088	0	3,17,088	1.0893
(c) Total=(a)+ (b)				
Total number of members voted	81	1	82	
Total number of votes cast by them	2,91,09,880	1	2,91,09,881	100.00

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-Voting at 15th AGM through VC/OAVM	Total
(a) Invalid votes			
Total number of members	0	0	0
Total invalid shares	0	0	0
(b) Not voted/Abstain			
Total number of members	*1	0	*1
Total not voted/Abstain shares	28,220	0	28,220

*1 shareholder by remote e-voting has abstained for 28,220 shares



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
Company Secretaries



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



Place: Pune

Date: July 31, 2024.

Peer Review Number: 669/2020

UDIN: F006156F000863861