

BF UTILITIES

CIN:L40108PN2000PLC015323

SECT/BFUL/Regulation 44(3)/

December 25, 2024

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

SYMBOL – BFUTILITIE

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001.

Scrip Code – 532430

Dear Sir/Ma'am

**Sub: Disclosure of Voting Results of the 24th Annual General Meeting (AGM)
held on Tuesday, 24th December, 2024.**

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 24th Annual General Meeting (AGM) of the Company held on Tuesday, December 24, 2024 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as **Annexed – I**.

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

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary
Email: Secretarial@bfutilities.com



Encl : as above.

c.c. – National Securities Depository Limited
Mumbai



KALYANI
GROUP COMPANY

BF UTILITIES

CIN:L40108PN2000PLC015323

Annexure - I

Format of Voting Results

Date of 24th Annual General Meeting	:	24 December 2024
Total number of Shareholders on Cut-off Date (Record Date) i.e.17th December, 2024	:	52,552
No. of shareholders present in the meeting either in person or through proxy :		
Promoter and Promoter Group	:	0
Public	:	0
No. of Shareholders attended the meeting through Video Conferencing		
Promoter and Promoter Group	:	6
Public	:	38

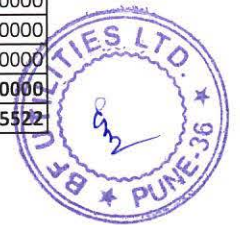
Agenda-wise disclosure

Resolution No.1

To consider and adopt								
a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 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, 2024 and the Report of the 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	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 polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	21371765	20056777	93.8471	20056777	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20056777	93.8471	20056777	0	100.0000	0.0000
Public Institutions	E-Voting	650019	128565	19.7787	8485	120080	6.5998	93.4002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		128565	19.7787	8485	120080	6.5998	93.4002
Public Non Institutions	E-Voting	15645844	1559188	9.9655	1559188	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1559188	9.9655	1559188	0	100.0000	0.0000
Total		37667628	21744530	57.7274	21624450	120080	99.4478	0.5522

Resolution No.2

To appoint a Director in place of Mr. A. B. Kalyani (DIN: 00089430), who retires by rotation and being eligible, offers himself for re-appointment.								
Resolution Required		:	Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?		:	Yes					
Result		:	Passed with Requisite Majority					
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 polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	21371765	20056777	93.8471	20056777	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20056777	93.8471	20056777	0	100.0000	0.0000
Public Institutions	E-Voting	650019	128565	19.7787	8485	120080	6.5998	93.4002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		128565	19.7787	8485	120080	6.5998	93.4002
Public Non Institutions	E-Voting	15645844	1559188	9.9655	1559188	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1559188	9.9655	1559188	0	100.0000	0.0000
Total		37667628	21744530	57.7274	21624450	120080	99.4478	0.5522



BF UTILITIES

CIN:L40108PN2000PLC015323

Resolution No.3

Approval of Related Party Transaction with Bharat Forge Limited.								
Resolution Required				:	Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution ?				:	Yes			
Result				:	Passed unanimously			
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 polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	21371765	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	650019	128565	19.7787	128565	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		128565	19.7787	128565	0	100.0000	0.0000
Public Non Institutions	E-Voting	15645844	1559188	9.9655	1559188	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1559188	9.9655	1559188	0	100.0000	0.0000
Total		37667628	1687753	4.4806	1687753	0	100.0000	0.0000

Note : - The no. of votes invalid and the no. of Shareholders abstained on each resolutions (i.e. Resolution No. 1 to 3) are given in the Scrutinizer's Report enclosed herewith

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Company Secretary
Place : Pune
Date : December 25, 2024



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 UTILITIES LTD
CIN	L40108PN2000PLC015323
Meeting	24 th Annual General Meeting of the members of the Company (AGM)
Day, Date & Time	Tuesday, 24 th day of December, 2024, at 11:00 A.M (IST)
Mode	Video Conferencing "VC"/Other Audio –Visual Means "OAVM"

Dear Sir/Ma'am,

I, Sridhar Mudaliar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of BF Utilities Ltd ("the Company") CIN: L40108PN2000PLC015323 at its meeting held on November 11, 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. 03/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 along with subsequent circulars issued in this regard, the latest being Circular No. 09/2024 dated September 19, 2024 (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 (SEBI LODR) having reference No. SEBI/HO/CFD/CFD PoD 2/P/CIR/2023/167 dated October 07, 2023 and the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 03, 2024 read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated November 11, 2024 (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 MCA and SEBI 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 Thursday, November 28, 2024 and uploaded on the website of the Company at <https://www.bfutilities.com/> and the newspaper advertisement published on Friday, November 29, 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 Saturday, December 21, 2024 at 9.00 a.m. (IST) to Monday, December 23, 2024 at 5.00 p.m. (IST).

3. Cut-off Date:

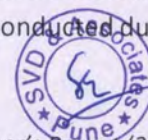
The members holding shares as on the "cut off" date i.e. Tuesday, December 17, 2024, were entitled to vote on the proposed resolutions (item nos. 1 to 3 as set out in the Notice of the AGM of the Company).

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. The remote e-voting or e-voting at the AGM that was found defective for want of authorization have been treated as invalid and kept separately.

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:

1) 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, 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 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 24 th AGM through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	47	1	48	
Number of votes cast by them	21624449	1	21624450	99.4478
(b) Voted against				
Number of members voted	9	0	9	
Number of votes cast by them	120080	0	120080	0.5522
(c) Total=(a)+ (b)				
Total number of members voted	56	1	57	
Total number of votes cast by them	21744529	1	21744530	100.00

(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at 24 th AGM through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	1	0	1	
Total invalid shares	100	0	100	
(b) Not voted/Abstain				
Total number of members	0	0	0	
Total not voted/Abstain shares	0	0	0	



2) Ordinary Resolution No. 2 – To appoint a Director in place of Mr. A. B. Kalyani (DIN: 00089430), 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 24 th AGM through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	47	1	48	
Number of votes cast by them	21624449	1	21624450	99.4478
(b) Voted against				
Number of members voted	9	0	9	
Number of votes cast by them	120080	0	120080	0.5522
(c) Total=(a)+ (b)				
Total number of members voted	56	1	57	
Total number of votes cast by them	21744529	1	21744530	100.00

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at 24 th AGM through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	1	0	1	
Total invalid shares	100	0	100	
(b) Not voted/Abstain				
Total number of members	0	0	0	
Total not voted/Abstain shares	0	0	0	



3) Ordinary Resolution No. 3 – Approval of Related Party Transaction with Bharat Forge Limited.

Summary of Voting:

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

Particulars	Remote e-voting	e-voting at 24 th AGM through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	49	1	50	
Number of votes cast by them	1687752	1	1687753	100.0000
(b) Voted against				
Number of members voted	0	0	0	
Number of votes cast by them	0	0	0	0.0000
(c) Total=(a)+ (b)				
Total number of members voted	49	1	50	
Total number of votes cast by them	1687752	1	1687753	100.00

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at 24 th AGM through VC/OAVM	Total	
(a) Invalid votes				
Total number of members	1	0	1	
Total invalid shares	100	0	100	
(b) Not voted/Abstain				
Total number of members	7	0	7	
Total not voted/Abstain shares	20056777	0	20056777	

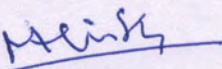


7. Electronic data and relevant Records:

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: December 25, 2024

Peer Review Number: 669/2020

UDIN: F006156F003483421