

BF UTILITIES

SECT/NSE/BSE/PSE/

April 2, 2013

The Secretary,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (E),
Mumbai – 400 051
Fax - 022-2659 8237 /38, 2659 8347 /48
SYMBOL – BFUTILITIE

The Secretary,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001.
Fax No.022-22723121/3719/2037
Scrip Code – 532430

The Secretary,
Pune Stock Exchange Ltd.,
'Shivleela Chambers',
752, Sadashiv Peth,
R. B. Kumathekar Marg,
Pune 411 030.
Fax No. 020-24460082

Through Courier

Dear Sir,

Sub:- Minutes of the 12th Annual General Meeting

We are sending herewith copy of the Minutes of the 12th Annual General Meeting of BF Utilities Ltd. held on Saturday, 30th March, 2013 at Pune.

Thanking You,

Yours Faithfully,
For BF Utilities Limited



B. S. Mitkari
Sr. VP-Finance & Company Secretary

Encls – as above.



KALYANI
GROUP COMPANY

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

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

HELD AT _____ ON _____ TIME _____

MINUTES OF THE TWELVETH ANNUAL GENERAL MEETING OF THE MEMBERS OF BF UTILITIES LIMITED HELD ON SATURDAY, THE 30TH DAY OF MARCH, 2013 AT 10.30 A. M. AT KALYANI STEELS LIMITED AT MUNDHWA, PUNE - 411 036.

PRESENT :

- | | | |
|----|-------------------|---------------------|
| 1. | MR. B. N. KALYANI | CHAIRMAN AND MEMBER |
| 2. | MR. A. B. KALYANI | DIRECTOR AND MEMBER |
| 3. | MR. G. K. AGARWAL | DIRECTOR AND MEMBER |
| 4. | MR. S. S. VAIDYA | DIRECTOR |

and 60 Members either in person or through proxy as recorded in the Attendance Register.

In attendance :

Mr. B. S. Mitkari, Company Secretary.

The Chairman ascertained and declared that there is a requisite quorum. He thereupon commenced the proceedings of the Meeting.

At the outset the Chairman welcomed the Members and thanked them for sparing their valuable time and making it convenient to attend the Meeting.

The Directors' Report and Audited Statement of Accounts, Auditors' Report, the Proxy Register and Proxies and the Register of Directors' Shareholdings were laid on the table for inspection of the Members.

The Notice dated 9th February, 2013 convening the Meeting was taken as read with the unanimous consent of the Members present.

The Chairman then read out his speech. A small presentation was also made on the Bangalore-Mysore Infrastructure Project.

The Company Secretary then read out the Auditors' Report dated 9th February, 2013 to the Members of the Company on the Company's Accounts for the year ended on 30th September, 2012.

The Chairman then invited the attention of the Members to the Directors' Report, Audited Balance Sheet as at 30th September, 2012 and the Profit and Loss Account for the year ended 30th September, 2012 which were already circulated.

The Chairman thereupon invited Questions from the Members. There were no questions from any of the Members present.


CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

The Chairman then moved towards the first ORDINARY RESOLUTION for adoption of accounts of the Company for the year ended 30th September, 2012.

1. ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 30TH SEPTEMBER, 2012 :

"RESOLVED THAT THE BALANCE SHEET AS AT 30TH SEPTEMBER, 2012 AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 30TH SEPTEMBER, 2012 AND THE DIRECTORS' REPORT AND AUDITORS' REPORT THEREON BE AND THE SAME ARE HEREBY APPROVED AND ADOPTED."

Mr. M. P. Chitale, a Member of the Company, seconded.

The resolution when put to vote was carried unanimously.

2. RE-APPOINTMENT OF MR. B. N. KALYANI AS A DIRECTOR :

Mr. S. M. Doijad, a Member of the Company, proposed and moved the following ORDINARY RESOLUTION :

"RESOLVED THAT MR. B. N. KALYANI, DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION, BUT BEING ELIGIBLE, BE AND IS HEREBY RE-APPOINTED AS A DIRECTOR OF THE COMPANY."

Mr. R. S. Pawar, a Member of the Company, seconded.

The resolution when put to vote was carried unanimously.

3. RE-APPOINTMENT OF MR. G. K. AGARWAL AS A DIRECTOR :

Mr. S. R. Dekhane, a Member of the Company, proposed and moved the following ORDINARY RESOLUTION :

"RESOLVED THAT MR. G. K. AGARWAL, DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION, BUT BEING ELIGIBLE, BE AND IS HEREBY RE-APPOINTED AS A DIRECTOR OF THE COMPANY."

Mr. N. S. Patil, a Member of the Company, seconded.

The resolution when put to vote was carried unanimously.



CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

4. RE-APPOINTMENT OF M/S. JOSHI APTE & CO. AS COMPANY'S AUDITORS :

Mr. A. D. Gaikwad, a Member of the Company, proposed and moved the following ORDINARY RESOLUTION :

"RESOLVED THAT THE COMPANY'S AUDITORS, M/S. JOSHI APTE & CO., CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 104370W) BE AND THEY ARE HEREBY RE-APPOINTED AS AUDITORS OF THE COMPANY TO HOLD THE OFFICE FROM THE CONCLUSION OF THIS MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY AND THAT THE BOARD OF DIRECTORS BE AND IS HEREBY AUTHORISED TO FIX THEIR REMUNERATION FOR THE PERIOD."

Mr. S. M. Doijad, a Member of the Company, seconded.

The resolution when put to vote was carried unanimously.

The Meeting concluded with a vote of thanks to the Chair.



CHAIRMAN

36-3-13