

# BF INVESTMENT

SECT/BFIL/CLAUSE-35A/

September 17, 2014

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 – BFINVEST

Dept. of Corporate Services,  
BSE Ltd.  
Phiroze Jeejeebhoy Tower  
Dalal Street, Mumbai – 400 001.  
Fax No.022-22723121/3719/2037  
Scrip Code – 533303

The Secretary,  
Pune Stock Exchange Ltd.,  
'Shivleela Chambers',  
752, Sadashiv Peth,  
R. B. Kumathekar Marg,  
Pune - 411 030.  
Fax No. 020-24460082/ 83

Dear Sir,

**Sub: Disclosure of Voting Results of the 5<sup>th</sup> Annual General Meeting (AGM) held on 16<sup>th</sup> September, 2014.**

With reference to 5<sup>th</sup> Annual General Meeting (AGM) of the Company held on 16<sup>th</sup> September, 2014, please find enclosed herewith, the Disclosure of Voting Results of the AGM (along with Scrutinizer's Report), in the format prescribed under Clause 35A of the Listing Agreement.

Thanking You,

Yours Faithfully,  
For BF Investment Limited



S. R. Kshirsagar  
Company Secretary

Encl : as above.



**KALYANI**  
GROUP COMPANY

**CIN:L65993PN2009PLC134021**

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

Phone : +91-20-26822552, 26702777 Fax : +91-20-26823061

Email : bfinvestment@vsnl.net

# BF INVESTMENT

## Disclosure regarding Voting Results

Date of 5 <sup>th</sup> Annual General Meeting	:	16 <sup>th</sup> September, 2014
Total number of Shareholders on Cut-off Date (Record Date) i.e. 8 <sup>th</sup> August, 2014	:	25,722
No. of Shareholders present in the Meeting in person or through proxies		
Promoter and Promoter Group	:	5
Public	:	43
No. of Shareholders attended the Meeting through Video conferencing		
Promoter and Promoter Group	:	N.A.
Public	:	N.A.

### Agenda-wise

#### Resolution No.1

Adoption of the Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2014 and the Reports of the Board of Directors and Auditors thereon								
Resolution Required				:	Ordinary Resolution			
Mode of Voting				:	E-voting and Ballot Papers			
Result				:	Passed unanimously			
Promoter/ Public	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	27386976	26349621	96.21	26349621	0	100	0	
Public – Institutional holders	236954	19833	8.37	19833	0	100	0	
Public-Others	10043698	1576252	15.69	1576252	0	100	0	
<b>Total</b>	<b>37667628</b>	<b>27945706</b>	<b>74.19</b>	<b>27945706</b>	<b>0</b>	<b>100</b>	<b>0</b>	

#### Resolution No.2

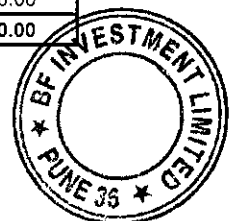
Appointment of Mr. B. N. Kalyani, as Director, who retires by rotation, and being eligible offers himself for re-appointment								
Resolution Required				:	Ordinary Resolution			
Mode of Voting				:	E-voting and Ballot Papers			
Result				:	Passed with Requisite Majority			
Promoter/ Public	No. of 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	27386976	26349621	96.21	26349621	0	100	0	
Public – Institutional holders	236954	19833	8.37	10000	9833	50.42	49.58	
Public-Others	10043698	1576252	15.69	1576236	16	99.999	0.001	
<b>Total</b>	<b>37667628</b>	<b>27945706</b>	<b>74.19</b>	<b>27935857</b>	<b>9849</b>	<b>99.96</b>	<b>0.04</b>	

#### Resolution No.3

Appointment of Mr. P. V. Deo, Chartered Accountant, Pune as Auditor of the Company								
Resolution Required				:	Ordinary Resolution			
Mode of Voting				:	E-voting and Ballot Papers			
Result				:	Passed unanimously			
Promoter/ Public	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	27386976	26349621	96.21	26349621	0	100	0	
Public – Institutional holders	236954	19833	8.37	19833	0	100.00	0.00	
Public-Others	10043698	1576252	15.69	1576237	0	99.999	0.00	
<b>Total</b>	<b>37667628</b>	<b>27945706</b>	<b>74.19</b>	<b>27945691</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

Note : 15 votes invalid

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## Resolution No.4

Appointment of Mr. B. B. Hattarki, as an Independent Director							
Resolution Required			:	Ordinary Resolution			
Mode of Voting			:	E-voting and Ballot Papers			
Result			:	Passed with Requisite Majority			
Promoter/ Public	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	27386976	26349621	96.21	26349621	0	100	0
Public – Institutional holders	236954	19833	8.37	10000	9833	50.42	49.58
Public-Others	10043698	1576252	15.69	1576252	0	100.000	0.000
<b>Total</b>	<b>37667628</b>	<b>27945706</b>	<b>74.19</b>	<b>27935873</b>	<b>9833</b>	<b>99.96</b>	<b>0.04</b>

## Resolution No.5

Appointment of Mr. M. U. Takale, as an Independent Director							
Resolution Required			:	Ordinary Resolution			
Mode of Voting			:	E-voting and Ballot Papers			
Result			:	Passed with Requisite Majority			
Promoter/ Public	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	27386976	26349621	96.21	26349621	0	100	0
Public – Institutional holders	236954	19833	8.37	19833	0	100.00	0.00
Public-Others	10043698	1576252	15.69	1576236	16	99.999	0.001
<b>Total</b>	<b>37667628</b>	<b>27945706</b>	<b>74.19</b>	<b>27945690</b>	<b>16</b>	<b>100.00</b>	<b>0.00</b>

## Resolution No.6

Payment of Remuneration by way of Commission to Non Whole-time Director							
Resolution Required			:	Ordinary Resolution			
Mode of Voting			:	E-voting and Ballot Papers			
Result			:	Passed with Requisite Majority			
Promoter/ Public	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	27386976	26349621	96.21	26349621	0	100	0
Public – Institutional holders	236954	19833	8.37	19833	0	100.00	0.00
Public-Others	10043698	1576252	15.69	1575831	421	99.97	0.027
<b>Total</b>	<b>37667628</b>	<b>27945706</b>	<b>74.19</b>	<b>27945285</b>	<b>421</b>	<b>100.00</b>	<b>0.002</b>

Thanking You,

Yours Faithfully,  
For BF Investment Limited



S. R. Kshirsagar  
Company Secretary

S. V. Deulkar  
Practicing Company Secretary  
63, Ashoknagar, Pune -411007

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To  
The Chairman,  
BF Investment Limited,  
Mundhwa, Pune Cantonment,  
Pune : 411036

**Sub: Results of E-voting and Ballot by post**

Dear Sir,

I undersigned, S. V. Deulkar, Practicing Company Secretary who has been appointed as the Scrutinizer of BF Investment Limited for following:

- a) E-voting conducted during 10<sup>th</sup> September, 2014 to 12<sup>th</sup> September, 2014,
- b) Ballots received by post till 12<sup>th</sup> September, 2014
- c) Combined report of E-voting and Ballot by post.

for the resolutions contained in the Notice of the said 5<sup>th</sup> Annual General Meeting (AGM) held on 16<sup>th</sup> September , 2014.

I enclose my Reports on E-voting, Ballot by post and combined report of E-voting and Ballot by post for your information and records.

I hereby declare that all the 6 (six) resolutions as per the aforesaid Notice of the AGM of the Company have been passed by the requisite majority.

Thanking you,

Yours faithfully,



S. V. Deulkar  
Practicing Company Secretary  
C. P. No. 965

Place: Pune

Date: 16<sup>th</sup> September, 2014

**S. V. Deulkar**  
Practicing Company Secretary  
63, Ashok Nagar, Pune 411007

**Combined Report**

BF Investment Limited – Annual General Meeting dated 16th September, 2014

Sr No.	Resolutions	E - voting		Voting through Poll		Total		Result
		For	Against	For	Against	For	Against	
1	Ordinary Resolution to Consider and adopt the audited Balance sheet & Profit and Loss Account as at 31st March, 2014 and Director's Report and Auditor's Report thereon.	27030	0	27918676	0	27945706	0	Resolution passed unanimously
2	Ordinary Resolution for re-appointment of Mr. B.N.Kalyani, as a Director, who retires by rotation.	17181	9849	27918676	0	27935857	9849	Resolution passed with requisite majority
3	Ordinary Resolution for re-appointment of Mr. P.V.Deo, Chartered Accountant, as Statutory Auditor of the company.	27015	0	27918676	0	27945691	0	Resolution passed unanimously
4	Ordinary Resolution for appointment of Mr. B. B. Hattarki as an Independent Director.	17197	9833	27918676	0	27935873	9833	Resolution passed with requisite majority
5	Ordinary Resolution for appointment of Mr. M. U. Takale as an Independent Director.	27014	16	27918676	0	27945690	16	Resolution passed with requisite majority
6	Ordinary Resolution for payment of commission to Non Whole - Time Directors.	26609	421	27918676	0	27945285	421	Resolution passed with requisite majority



S. V. Deulkar  
Practicing Company Secretary  
C. P. No. 965



Place: Pune  
Date : 16th September, 2014