



BEMCO HYDRAULICS LIMITED

(CIN: L51101KA1957PLC001283)



REGD. OFFICE & WORKS :

UDYAMBAG, BELGAUM - 590 008. KARNATAKA, INDIA

Email:- cs@bemcohydraulics.net Web :- www.bemcohydraulics.net

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NOTICE

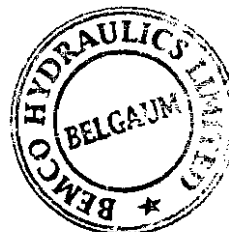
Notice is hereby given that a meeting of the Board of Directors of the Company will be held on Friday the 26th May, 2023 at the registered office of the Company at 11:00 AM to transact the following business:

1. Obituary to pass condolence resolution for late Mr. Madan Mohan Mohta.
2. To read and confirm the Minutes of the previous Board Meeting held on 03rd February, 2023.
3. To take on record minutes of proceedings of all committees of the Board.
4. To approve the reappointment of Mr. Anirudh Mohta as Managing Director of the company and fixing his remuneration w.e.f 01 April, 2024 as recommended by Nomination and Remuneration committee.
5. To appoint Mr Vijay Kumar Mohta as an additional director of the company as recommended by Nomination and Remuneration committee.
6. To appoint Mrs. Urmiladevi Mohta, director of the company as Chairperson of the company as recommended by Nomination and Remuneration committee.
7. To approve reappointment of Mr. Vijay Sambrekar as CFO as recommended by Nomination and Remuneration committee.
8. To receive, consider, approve and adopt the draft Standalone financial statements for the year ended 31st March 2023, as considered by the audit committee with its recommendations and pass a resolution adopting such annual accounts incorporating the fourth quarter results for the quarter ended 31st March 2023.
9. To receive, consider, approve and adopt the draft consolidated financial statements of Bemco Hydraulics Limited and its subsidiary Bemco Fluidtechnik LLP for the year ended 31st March 2023.
10. To receive and consider the audit report from statutory auditors and submit the audited annual financial Results for the year ended 31st March, 2023 incorporating the results for the last Quarter of F.Y.2022-23 to the Stock Exchange.
11. To receive and consider the Secretarial audit report from secretarial auditors and for the year ended 31st March, 2023.
12. To approve and pay the dividend on 300000, 11% Cumulative Redeemable Preference shares, for the period from April 1, 2022 up 31st March, 2023 as the dividend in respect of these number of shares were in arrears as on 31st March, 2023.
13. To open a current account as dividend account .
14. To approve the draft Board of Directors Report for the financial year 2022-23.
15. To consider the appointment of a Cost Auditor for the financial year 2023-24.
16. To consider the appointment of Internal Auditor for the financial year 2023-24



17. To consider the appointment of Secretarial Auditor for the financial year 2023-24.
18. To consider the appointment of tax Auditor for the financial year 2023-24.
19. To consider and approve the corporate social responsibility policy and amount to be spent in the financial year 2023-24.
20. To receive and take on record forms MBP 1 from each director disclosing nature of his/her interest in other firms and companies.
21. To receive and take on record the declarations from Independent Directors that they meet the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act 2013.
22. To take note of the intimation in form DIR 8 about qualification/ disqualification pursuant to section 164(2) of the Companies Act, 2013.
23. To consider and grant prior approval of the Board to the transactions with related parties (including subsidiary Company) that are likely to take place during the financial year 2023-24.
24. To consider and approve the transactions under section 180 of the Companies Act 2013 for borrowing of unsecured loans.
25. To consider and review the applicable policies of the company.
26. To consider and authorize Managing Director, Company Secretary & CFO to file various forms / returns under the Companies Act 2013 from time to time.
27. To take a note on Investor complaints statement submitted to stock exchange for the quarter ended 31st March, 2023.
28. To appoint the representative to attend the Annual General meeting on behalf of the Company wherever company holds shares.
29. To review the performance of the Company for the current Financial Year and to consider annual operating plan and capital budget for the financial year 2023-24.
30. To reconstitute Nomination and Remuneration Committee of the Company.
31. To finalize the date of 65th AGM.
32. To fix up the date of Book Closure, on account of 65th AGM.
33. To finalize e-voting dates on account of 65th AGM.
34. To appoint scrutinizer for the purpose of e-voting on account of 65th AGM.
35. To approve 65th AGM Notice.
36. To consider any other business with permission of the Chair.

For **BEMCO HYDRAULICS LTD**



A handwritten signature in black ink, appearing to read "Amruta Tarale".

Amruta Tarale
Company Secretary

Place: Belgaum
Date: 19/05/2023

Note:

1. Pursuant to the SEBI (Prohibition of Insider Trading) Regulations 2015 and in terms of the provisions of the Company's Code of Conduct for prevention of Insider Trading (Code), the "Trading Window" for trading in the equity shares of the Company was closed from 01st April, 2022 as per the letter dated 30th March, 2023 and shall remain closed for the insiders covered under the code till 48 hours after the declaration of financial results of the company for the quarter and year ended 31st March, 2023.

TO,

1. Mr. ANIRUDH MOHTA - MANAGING DIRECTOR
2. MRS. U. D. MOHTA - DIRECTOR
3. MR. R. M. SHAH - INDEPENDENT DIRECTOR
4. MR. N. K. DAGA - INDEPENDENT DIRECTOR
5. MR. DILIP CHANDAK - INDEPENDENT DIRECTOR
6. MR. VIJAY KUMAR MOHTA
7. MR. VIJAY SAMBREKAR - CFO
8. SDR ASSOCIATES - PRACTICING COMPANY SECRETARY FIRM

