

S. R. DESHPANDE
COMPANY SECRETARY

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Scrutinizer's Consolidated 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,
BEMCO HYDRAULICS LIMITED
CIN: L51101KA1957PLC001283
REGD.OFF:UDYAMBAG, INDUSTRIAL ESTATE,
BELGAUM -590008

Dear Sir,

Sub: Scrutinizer's Consolidated Report

I, S.R. DESHPANDE Company Secretary in Practice, Belgaum, appointed as Scrutinizer by the Board of Directors of **BEMCO HYDRAULICS LIMITED** ("the Company") vide resolution dated 26th May, 2023 for conducting e-voting process in a fair and transparent manner and ascertaining the requisite majority for the said voting for the below mentioned resolutions.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under relating to e-voting and poll on the resolutions put before the 65th Annual General Meeting as per notice dated 26th May, 2023 convening the meeting.

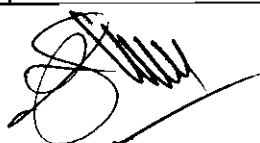
In addition to e voting, the Company has put all items of business at the 65th annual general meeting for ballot as no show of hands was allowed. I was appointed as the scrutinizer for the poll.

Further to above, I submit my consolidated report as under:

(A) Resolution No. 1- To consider and adopt the audited Standalone financial statement of the Company for the financial year ended March 31st, 2023, the reports of the Board of Directors and Auditors thereon.

(i) **Voted in favour** of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	3,28,941	100%
Physical	16	14,20,617	100%
Total	25	17,49,558	100%



(ii) Voted against the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

(B) Resolution No. 2- To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31st, 2023, the reports of Auditors thereon.

(i) Voted in favour of the resolution:

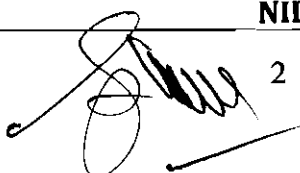
	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	3,28,941	100%
Physical	16	14,20,617	100%
Total	25	17,49,558	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

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(C) Resolution No. 3- To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2022 up 31st March, 2023.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	3,28,941	100%
Physical	16	14,20,617	100%
Total	25	17,49,558	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

(D) Resolution No. 4- To appoint a Director in place of Smt. Urmila Devi Mohta (DIN 00068906), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-election.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	3,28,941	100%
Physical	16	14,20,617	100%
Total	25	17,49,558	100%



(ii) Voted against the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

(E) Resolution No. 5- (Election) *Regularization* of additional director, Mr. Vijay Kumar. Mohta (DIN:00535338), by appointing him as Non Executive Director of the Company.

(i) Voted in favour of the resolution:

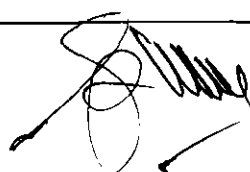
	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	3,28,941	100%
Physical	16	14,20,617	100%
Total	25	17,49,558	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

 4.

(F) Resolution No. 6- To re-appoint Mr. Anirudh Mohta (DIN: 00065302) as the Managing Director and fixing his remuneration w.e.f 1st April, 2024.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	7	140	100%
Physical	10	1,32,876	100%
Total	17	1,33,016	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

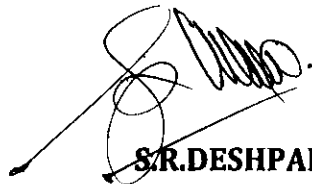
(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

The poll papers and all other relevant records were sealed and handed over to the **AMRUTA TARALE**, the Company secretary of the Company who is authorized by the Board for safe keeping.

Thanking you.

Yours sincerely,



S.R. DESHPANDE

M. No. FCS 3077

C.P. No. 1865

Peer Review No: I1991KR036900

Peer Review Certificate No:1526/2021

Place: Belgaum

Date: 27th July 2023

UDIN: F003077E000688476

Notes:

In terms of the amended rules, immediately after conclusion of voting at the 65th annual general meeting, counted the votes cast at the meeting and thereafter unblocked the votes cast through remote e voting on the platform provided by the CDSL that was completed at 5.00 p.m. on 25th July, 2023 and counted the votes cast through e voting and the voting at the venue of the general meeting on 26th July, 2023 at 5.30 p.m. in the presence of **CS ROSHAN RAIKAR**, and **CS VINAYAK ANGOLKAR** two independent witnesses.

S. R. DESHPANDE
COMPANY SECRETARY

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SCRUTINIZERS' REPORT ON E-VOTING FOR THE ITEMS ON THE AGENDA OF THE 65th ANNUAL GENERAL MEETING.

REPORT to the Chairman of the Board of Directors of **BEMCO HYDRAULICS LIMITED**, a Company incorporated under the Companies Act, 1956, **CIN:L51101KA1957PLC001283**, having its registered office at Udyambag, Khanapur Road, Belgaum herein after called the Company, on e-voting conducted by the company to pass the items on the agenda of the 65th Annual General Meeting of the Company as contained in the notice dated 26th May, 2023.

1. In terms of Regulations 44 of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015 and provisions of section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management & Administration) Rules 2014(the rules) I was appointed as scrutinizer to the e-voting process for passing the items on the agenda of the 65th Annual General Meeting of the Company scheduled on 26th July 2023 as contained in the notice dated 26th May, 2023.
2. On the basis of register of members and list of beneficiary owners made available by the **RTA, Adroit Corporate Services Private Limited**, Mumbai from Depositories viz, National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) as on 19th July, 2023 cutoff date for the purpose of e-voting. The Company completed dispatch of notice of e-voting:
 - a. through e-mail to 1265 members whose e-mail ids were registered with the Company and RTA.
 - b. SEBI through its circular dated 05/01/2023 has given relaxation for sending physical copies of annual report to shareholders/members, a soft copy of its 65th Annual report was made available to all the members on company's website www.bemcohydraulics.net.
3. In terms of aforesaid notice, e-voting was open for four days from 10 a.m. on Saturday 22nd July, 2023, to 5 p.m. on Tuesday the 25th July, 2023 and the members were required to cast their votes electronically conveying their assent or dissent in respect of the ordinary and special resolutions, on e-voting platform provided by the Central Depository Services Limited (CDSL).
4. In terms of the amended rules, immediately after conclusion of voting at the 65th annual general meeting, counted the votes cast at the meeting and thereafter unblocked the votes cast through remote e voting on the platform provided by the CDSL that was completed at 5 pm on 25th July, 2023 and counted the votes cast through e voting and the voting at the venue of the general meeting on 26th July, 2023 at 5.30 p.m. in the presence of **CS ROSHAN RAIKAR**, and **CS VINAYAK ANGOLKAR** two independent witnesses.
5. Based on the results made available to me, 9 members have cast their votes on the e-voting platform and I have annexed with this report, the details and analysis of the e-voting results for 6 (six) items on the agenda contained in the said notice.

Place: Belgaum
Date: 27th July 2023
UDIN: F003077E000688476


S.R. DESHPANDE

M. No. FCS 3077

C.P. No. 1865

Peer Review No: I1991KR036900

Peer Review Certificate No:1526/2021

ANALYSIS OF THE RESULTS

Agenda No.	1
subject	To consider and adopt the audited Standalone financial statement of the Company for the financial year ended March 31 st , 2023, the reports of the Board of Directors and Auditors thereon.
Type of resolution	Ordinary

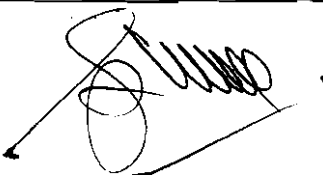
Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	328941	328941	100%
Assent	328941	328941	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	328941	328941	100%

Agenda No.	2
subject	To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31 st , 2023, the reports of Auditors thereon.
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	328941	328941	100%
Assent	328941	328941	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	328941	328941	100%

Agenda No.	3
subject	To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2022 up 31 st March, 2023.
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	328941	328941	100%
Assent	328941	328941	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	328941	328941	100%



Agenda No.	4
subject	To appoint a Director in place of Smt. Urmila Devi Mohta (DIN 00068906), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-election.
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	328941	328941	100%
Assent	328941	328941	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	328941	328941	100%

Agenda No.	5
subject	Regularization of additional director, Mr. Vijay Kumar Mohta (DIN:00535338), by appointing him as Non Executive Director of the Company.
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	328941	328941	100%
Assent	328941	328941	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	328941	328941	100%

Agenda No.	6
subject	To re-appoint Mr. Anirudh Mohta (DIN: 00065302) as the Managing Director and fixing his remuneration w.e.f 1 st April, 2024.
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	140	140	100%
Assent	140	140	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	140	140	100%

