

S. R. DESHPANDE
COMPANY SECRETARY

150, BUDHWAR PETH
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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 30th May, 2024 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 66th Annual General Meeting as per notice dated 30th May, 2024 convening the meeting.

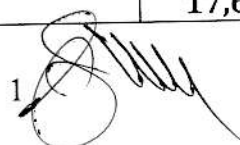
In addition to e voting, the Company has put all items of business at the 66th annual general meeting for ballot as no show of hands was allowed. I was appointed as the scrutinizer for the poll.

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, 2024, 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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	100%

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(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, 2024, 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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	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

(C) **Resolution No. 3-** To declare dividend of Rs.2 per share on equity share capital 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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	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

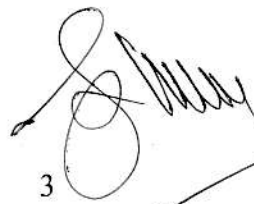
(iii) **Invalid votes:**

	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 Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2023 up 31st March, 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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	100%

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Company Secretary
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(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- 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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	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

(F) Resolution No. 6- To elect Mr. Vijay Kumar Mohta (DIN:00535338), a Director who retires by rotation and being eligible offered himself 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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	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

(G) Resolution No.7 - Election of Mr Parag Bhandare (DIN00695347) an additional Director appointed by the Board with effect from 1st April 2024 (Regularization)

(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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	100%

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical	Number of votes cast by them	% of total number of valid votes

	mode		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

(H) Resolution No. 8 - Election of Mr Raghunandan Kulkarni(DIN 05232463) an additional Director appointed by the Board with effect from 1st April 2024 (Regularization)

(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	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	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

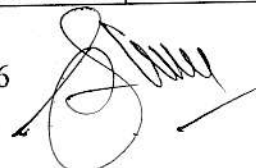
(iii) **Invalid votes:**

	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

(I) Resolution No. 9 - Election of Mr Hrushikesh Malu (DIN10626929) an additional Director appointed by the Board with effect from 30th May 2024 (Regularization)

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

	Number of members voted	Number of	% of total



	through electronic voting system and through physical mode	votes cast by them	number of valid votes cast
E-voting	22	546820	100%
Physical	2	1218703	100%
Total	24	17,65,523	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

(J) Resolution No. 10 - To approve related party transactions with BEMCO FLUIDTECHNIK LLP

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

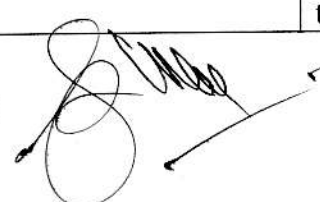
	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	18	132253	100%
Physical	0	0	100%
Total	18	132253	100%

(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

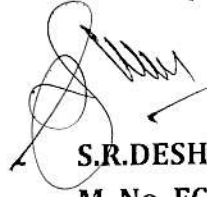


E-voting	1	16728
Physical	NIL	NIL
Total	1	16728

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
Company Secretary
FCS 3077; CP No. 1865

Place: Belgaum

Date: 30th July 2024

UDIN: F003077F000856457

S.R.DESHPANDE

M. No. FCS 3077

C.P. No. 1865

Peer Review No: I1991KR036900

Peer Review Certificate No:1526/2021

Notes:

In terms of the amended rules, immediately after conclusion of voting at the 66th 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 28th July, 2024 and counted the votes cast through e voting and the voting at the venue of the general meeting on 29th July, 2024 at 4.15 p.m. in the presence of **CS ROSHAN RAIKAR**, and **CS VINAYAK ANGOLKAR** two independent witnesses.

S. R. DESHPANDE
COMPANY SECRETARY

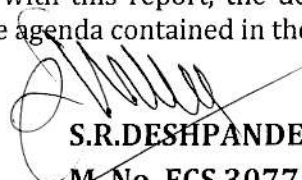
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SCRUTINIZERS' REPORT ON E-VOTING FOR THE ITEMS ON THE AGENDA OF THE 66th ANNUAL GENERAL MEETING.

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 66th Annual General Meeting of the Company as contained in the notice dated 30th May, 2024.

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 66th Annual General Meeting of the Company scheduled on 29th July 2024 as contained in the notice dated 30th May, 2024.
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 22nd July, 2024 cutoff date for the purpose of e-voting. The Company completed dispatch of notice of e-voting:
 - a.through e-mail to 1524 members whose e-mail ids were registered with the Company and RTA.
 - b.SEBI through its circular dated 07/10/2023 has given relaxation for sending physical copies of annual report to shareholders/members, a soft copy of its 66th 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 Thursday the 25th July, 2024, to 5 p.m. on Sunday day the 28th July, 2024 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 66th 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 pm on 28th July, 2024 and counted the votes cast through e voting and the voting at the venue of the general meeting on 29th July, 2024 at 4.15 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, 22 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 10 (ten) items on the agenda contained in the said notice.

Place: Belgaum
Date: 30th July 2024
UDIN: F003077F000856457


S.R.DESHPANDE
M. No. FCS 3077
C.P. No. 1865

S. R. DESHPANDE
Company Secretary
FCS 3077; CP 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 , 2024, 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	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

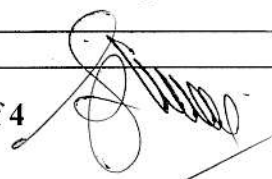
Agenda No.	2
subject	To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31 st , 2024, the reports of Auditors thereon.
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	3
subject	To declare dividend of Rs. 2 per share on equity share capital 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	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	4
subject	To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2023 up 31 st March, 2024.
Type of resolution	Ordinary



resolution			
Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	5		
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	Special		

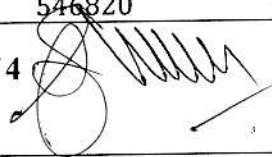
Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	6		
subject	To elect Mr. Vijay Kumar Mohta (DIN:00535338), a Director who retires by rotation and being eligible offered himself 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	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	7		
subject	Election of Mr Parag Bhandare (DIN00695347) an additional Director appointed by the Board with effect from 1st April 2024 (Regularization)		
Type of resolution	Special		

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	546820	546820	100%



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Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	8
subject	Election of Mr Raghunandan Kulkarni(DIN 05232463) an additional Director appointed by the Board with effect from 1st April 2024 (Regularization)
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	9
subject	Election of Mr Hrushikesh Malu (DIN10626929) an additional Director appointed by the Board with effect from 30th May 2024 (Regularization)
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	546820	546820	100%
Assent	546820	546820	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	546820	546820	100%

Agenda No.	10
subject	To approve related party transactions with BEMCO FLUIDTECHNIK LLP
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	148981	148981	100%
Assent	148981	148981	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	148981	148981	100%