



**BENCHMARK COMPUTER  
SOLUTIONS LIMITED**

(ISO 9001:2015 Certified)

CIN - U72000MH2002PLC137752 GSTN - 27AACCB3357N1ZE



03<sup>rd</sup> September, 2024

To,  
**The General Manager,**  
Listing Department,  
**Bombay Stock Exchange,**  
Phiroze Jeejeebhoy Towers, Dalal St,  
Kala Ghoda, Fort, Mumbai,  
Maharashtra - 400001.

**SUBJECT: OUTCOME OF BOARD MEETING HELD ON 03<sup>RD</sup> SEPTEMBER, 2024,  
UNDER REGULATION 30 OF THE SECURITIES & EXCHANGE BOARD OF  
INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)  
REGULATIONS, 2015 ("SEBI LISTING REGULATIONS").**

**Scrip Code: 544052**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015 ("Listing Regulations"), as amended time to time, we hereby inform you that the **meeting of the Board of Directors of Benchmark Computer Solutions Limited** was duly held today viz. **Tuesday, 03<sup>rd</sup>, September 2024 at 03:00 pm** at the registered office of the Company at Unit No. 2, 2nd Floor, Jyoti Wire House, Plot No. 23A Shah Indl. Estate, Veera Desai Road, Andheri (W), Mumbai, Maharashtra - 400053, wherein the following matters have transacted:

1. The Board of Directors of the Company has approved the appointment of Mr. Hemant Muddanna Sanil (DIN: 01245532), Managing Director of the Company who retires by rotation at ensuing annual general meeting as recommended by NRC Committee and such re-appointment is subject to approval of members pursuant to Regulation 17(1C) of the Listing Regulations.

The requisite details as required under the Listing Regulations and SEBI Circular No. SEBI / HO / CFD / CFD – PoD – 1 / P / CIR / 2023 / 123 dated July 13, 2023 enclosed herewith as **Annexure – I**.







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Further, Mr. Hemant Muddanna Sanil is not debarred from holding the office of Director by Virtue of any order passed by SEBI or any other such authority and he is not disqualified from holding the office of director pursuant to the provisions of Section 164 of the companies Act, 2013.

2. The Board of Directors of the Company has approved the Secretarial Audit Report issued by M/s. M.K. Saraswat & Associates, Company Secretaries for the financial Year 2023-2024.
3. The Board of directors has approved the appointment of M/s. Leela Fintech Services LLP, Chartered Accountants, as Internal Auditor of the company for the financial Year 2024-2025, as recommended by Audit Committee.
4. The Board of directors has approved the appointment of M.K. Saraswat & Associates as Secretarial Auditor of the company for the financial Year 2024-2025 as recommended by Audit Committee.
5. The Board of Directors of the Company has approved and adopted the Director's Report along with the Annexures U/s 134 of the Companies Act, 2013 for the Financial Year ended 31st March, 2024.
6. The Board of Directors of the Company has approved the appointed M/s Valawat & Associates, Chartered Accountant (FRN: 003623C), as a Statutory Auditors of the Company and fix their remuneration, in place of existing Statutory Auditors, M/s. AMS & Co. (Firm Registration No. 130878W), whose term shall expire at the conclusion of forthcoming 21<sup>st</sup> Annual General Meeting ('AGM') to be held in the calendar year 2024, as recommended by Audit Committee, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.

The requisite details as required under the Listing Regulations and SEBI Circular No. SEBI / HO / CFD / CFD – PoD – 1 / P / CIR / 2023 / 123 dated July 13, 2023 are enclosed herewith as **Annexure – II**.

7. The Board of Directors of the Company has approved appointment of Ms. Mona Bhide (DIN: 05203026), as Additional Director in the category of Independent Director of the Company.







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Regularisation of Ms. Mona Bhide (DIN: 05203026), as a Director in the category of Independent Director, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.

Information as required to be disclosed as per SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 are enclosed as **Annexure - III.**

8. Board and the Nomination and remuneration Committee accepted the Resignation of Mr. Satish Inani, Independent director of the company w.e.f. 4<sup>th</sup> September, 2024.

Information as required to be disclosed as per SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 are enclosed as **Annexure - IV.**

9. The Board of Directors of the Company has considered for increase in managerial remuneration of Mr. Hemant Muddanna Sanil (DIN: 01245532), Managing Director of the Company and Mrs. Sangeeta Dhananjay Wakode (DIN: 10460812), Whole Time Director of the Company, as recommended by NRC, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.
10. The Board of Directors of the Company has approved the overall Borrowing Limits u/s 180(1)(c) of the Companies Act, 2013, as recommended by Audit Committee, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.
11. The Board of Directors of the Company has sought approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company, as recommended by Audit Committee, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.
12. The Board of Directors of the Company has approved threshold limit of loans/guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013, as recommended by Audit Committee, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.
13. The Board of Directors of the Company has sought approval to advance any loan/guarantee/provide security u/s 185 of the Companies Act, 2013, as recommended by







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Audit Committee, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.

14. The Board of Directors of the Company has approved the notice for the 14th Annual General Meeting and book closure along with voting period and cut-off date for the purpose of e-voting at such meeting.

15. The Board of Directors of the Company has approved the appointment of Mr. Mukesh Saraswat, Practicing Company Secretaries as the Scrutinizer for scrutinizing the process of remote e-voting and e-voting at the AGM in a fair and transparent manner.

16. Considered and approved all other business as per agenda circulated.

The above disclosures shall also be available on the website of the Company i.e. [www.benchmarksolution.com](http://www.benchmarksolution.com)

We further inform that the meeting of Board commenced at 3:00 PM and concluded at 4.30 P.M.

You are requested to kindly take the above information on your record.

Thanking You

Yours faithfully

**For Benchmark Computer Solutions Limited**

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**Mr. Hemant Muddanna Sanil**  
**Chairman & Managing Director**  
**DIN: 01245532**







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Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI / HO / CFD / CFD – PoD – 1 / P / CIR / 2023 / 123 dated July 13, 2023.

## Annexure I

Particulars	Details
Name of Director	Mr. Hemant Muddanna Sanil
Director Identification Number (DIN)	01245532
Date of Birth	02/09/1964
Age	60 Years
Tenure of re – appointment	NA
Reason for re- appointment	Retire by Rotation
Brief resume & Nature of expertise in specific functional areas	<p>He is associated with the Company since 2002. He has completed his Bachelor of Engineering in Electronics and Communication from Mangalore University in the year 1986.</p> <p>He is having experience of more than 20 years in the field of Computer System Industry.</p>
Disclosure of relationship between directors inter-se	Mrs. Savita Sanil – Spouse
Names of listed entities in which the person also holds the directorship	N.A.
No. of Shares held in the Company	24,79,449
Membership & Chairmanships of Committees of the Board	Stakeholder Relationship Committee, Audit Committee, Nomination and remuneration Committee.

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**DETAILS WITH RESPECT TO AUDITORS OF THE COMPANY AS REQUIRED UNDER DISCLOSURE OF INFORMATION PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, READ WITH SEBI CIRCULAR NO. SEBI / HO / CFD / CFD – POD – 1 / P / CIR / 2023 / 123 DATED JULY 13, 2023**

## Annexure II

Particulars	Details
Name of the Company	Benchmark Computer Solutions Limited
Name of the Auditor	Appointment of M/s Valawat & Associates., Chartered Accountants (Firm Registration Number: 003623C)
Reason for Change viz. appointment <del>resignation, removal, death or Otherwise</del>	The present term of existing Statutory Auditors viz. M/s. AMS & Co. (Firm Registration No. 130878W), shall expire at the conclusion of forthcoming 21st AGM to be held in the calendar year 2024.
Date of appointment/ reappointment/ cessation (as applicable) & term of appointment/ re-appointment	Term – 1 year  From the conclusion of forthcoming 21 <sup>st</sup> AGM till the conclusion of 22 <sup>nd</sup> AGM, subject to the approval of shareholders of the Company.
Brief profile	M/s. Valawat & Associates is a Partnership Firm of Chartered Accountants registered with The Institute of Chartered Accountants of India (ICAI) bearing ICAI Firm Registration No. 003623C. The firm was established in the year 1987 and rendering un-interrupted value-added services to the incorporated bodies, reputed business houses and High Net worth (HNI) individuals. There are 4 partners namely Mr. Narendra Kumar Valawat, Mr. Jinendra Jain, Mr. Rajnish Karnawat and Mr. Priyansh Valawat. It has strength of 15 employees. M/s. Valawat & Associates has head office at Udaipur, Rajasthan and Branch Office at Mumbai, Maharashtra.  The Partners of the firm are well experienced in field of audit, taxation, company law matters, Central Excise, Custom Laws, Sales

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	tax and Project financing. Firm has served many manufacturing and trading industries over the years some of major industries are as: NBFC, Insurance Sector, Chemical Industries, Education Industries, Retail & Consumer Industries, Media & Entertainment Sector, Construction Sector, Hospitality Sector, Technology Sector and Banking Sector.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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## Details as required under Regulation 30 of the SEBI LODR Regulation. Annexure III

Disclosure Requirement	Details
Name	Ms. Mona Bhide (DIN: 05203026)
Date of Birth	17/04/1963
Date of Appointment	Appointed w.e.f. 03 <sup>rd</sup> September, 2024
Designation	Additional Director in the category of Independent Director.  Regularisation of Ms. Mona Bhide (DIN: 05203026), as a Director in the category of Independent Director, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting.
Brief Profile (In case of Appointment)	Ms. Mona Bhide is a Legal Professional. She is a Managing Partner of Dave & Girish & Co., a law firm. Ms. Mona Bhide has been in legal practice since the year 1989.
Relationship Inter-se Directors / Key Managerial Personnel (in case of appointment)	Ms. Mona Bhide is not related to any of the Directors of the Company.
Number of shares held in the Company	Not Applicable

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## Details as required under Regulation 30 of the SEBI LODR Regulation.

### Annexure IV

Disclosure requirement	Details
Name	Mr. Satish Inani
Reason for change	Resignation: Resignation as the Independent Director of the Company due to his personal reasons and other pre occupation.
Date of cessation	Resigned from the post w.e.f. 4 <sup>th</sup> September, 2024
Brief Profile (In case of Appointment)	Not Applicable
Relationship Inter-se Directors / Key Managerial Personnel (in case of appointment)	Not Applicable
Number of shares held in the Company	Not Applicable

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