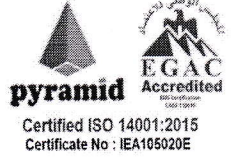




**BEMCO HYDRAULICS LIMITED**

(CIN: L51101KA1957PLC001283)



**REGD. OFFICE & WORKS :**

UDYAMBAG, BELGAUM - 590 008. KARNATAKA, INDIA

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

**Tel: -** 91-831-2441980, 2440270

**Fax :-** 91-831-2441263

**NOTICE**

Notice is hereby given that a meeting of the Board of Directors of the Company will be held on Thursday the 30<sup>th</sup> May, 2024 at the registered office of the Company at 10:30 AM to transact the following business:

1. To read and confirm the Minutes of the previous Board Meeting held on 09<sup>th</sup> February, 2024.
2. To take on record minutes of proceedings of all committees of the Board.
3. To consider appointment of an Additional Director of the company.
4. To receive, consider, approve and adopt the draft Standalone financial statements for the year ended 31st March 2024, 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 2024.
5. To receive, consider, approve and adopt the draft consolidated financial statements of Bemco Hydraulics Limited and its subsidiary Companies Pegasys Machines Pvt Ltd and Bemco Fluidtechnik LLP for the year ended 31st March 2024.
6. To receive and consider the audit report from statutory auditors and submit the audited annual financial Results for the year ended 31st March, 2024 incorporating the results for the last Quarter of F.Y.2023-24 to the Stock Exchange.
7. To receive and consider the Secretarial audit report from secretarial auditors and for the year ended 31st March, 2024.
8. To consider recommendation of dividend on 2186700 equity shares.
9. To approve and pay the dividend on 300000, 11% Cumulative Redeemable Preference shares, for the period from April 1, 2023 up 31st March, 2024 as the dividend in respect of these number of shares were in arrears as on 31<sup>st</sup> March, 2024.
10. To open a current account as dividend account .
11. To approve the draft Board of Directors Report for the financial year 2023-24.
12. To consider the appointment of a Cost Auditor for the financial year 2024-25.
13. To consider the appointment of Internal Auditor for the financial year 2024-25



14. To consider the appointment of Secretarial Auditor for the financial year 2024-25.
15. To consider the appointment of tax Auditor for the financial year 2024-25.
16. To consider and approve the corporate social responsibility policy and amount to be spent in the financial year 2024-25.
17. To discuss the investment of surplus funds of the Company.
18. To receive and take on record forms MBP 1 from each director disclosing nature of his/her interest in other firms and companies.
19. 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.
20. To take note of the intimation in form DIR 8 about qualification/ disqualification pursuant to section 164(2) of the Companies Act, 2013.
21. 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 2024-25.
22. To consider and review the applicable policies of the company.
23. To consider and authorize Managing Director, Company Secretary & CFO to file various forms / returns under the Companies Act 2013 from time to time.
24. To take a note on Investor complaints statement submitted to stock exchange for the quarter ended 31st March, 2024.
25. To appoint the representative to attend the Annual General meeting on behalf of the Company wherever company holds shares.
26. 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 2024-25.
27. To reconstitute Nomination and Remuneration Committee of the Company.
28. To reconstitute Audit Committee of the Company.
29. To finalize the date of 66<sup>th</sup> AGM.
30. To fix up the date of Book Closure, on account of 66<sup>th</sup> AGM.
31. To finalize e-voting dates on account of 66<sup>th</sup> AGM.
32. To appoint scrutinizer for the purpose of e-voting on account of 66<sup>th</sup> AGM.

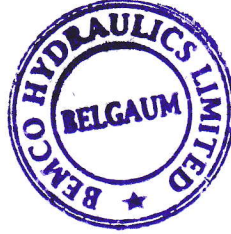


33. To approve 66<sup>th</sup> AGM Notice.

34. To consider any other business with permission of the Chair.

For BEMCO HYDRAULICS LTD

Place: Belgaum  
Date: 20/05/2024



  
Amruta Tarale  
Company Secretary

**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 01<sup>st</sup> April, 2024 as per the letter dated 29<sup>th</sup> March, 2024 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 31<sup>st</sup> March, 2024.