

**S. R. DESHPANDE**  
**COMPANY SECRETARY**

**150, BUDHWAR PETH**  
**TILAKWADI, BELGAUM**  
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Phone 0831-2467378  
Cell 9845058386

**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 23rd May, 2022 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 64th Annual General Meeting as per notice dated 23rd May, 2022 convening the meeting.

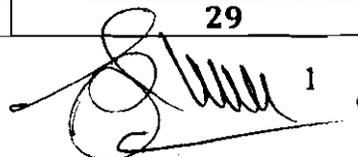
In addition to e voting, the Company has put all items of business at the 64th annual general meeting for ballot as no show of hands was allowed. I was appointed as the scrutinizer for the poll.

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, 2022, 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	267	100%
Physical	20	1676409	100%
<b>Total</b>	<b>29</b>	<b>1676676</b>	<b>100%</b>



(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(B) Resolution No. 2-** To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31<sup>st</sup>, 2022, the reports of Auditors thereon.

(i) Voted in favour of the resolution:

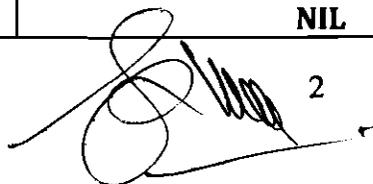
	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	267	100%
Physical	20	1676409	100%
<b>Total</b>	<b>29</b>	<b>1676676</b>	<b>100%</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

 2

**(C) Resolution No. 3-** To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2018 up 31st March, 2022 as the dividend in respect of these number of shares were in arrears from 1.4.2018 onwards.

(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	267	100%
Physical	20	1676409	100%
<b>Total</b>	<b>29</b>	<b>1676676</b>	<b>100%</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

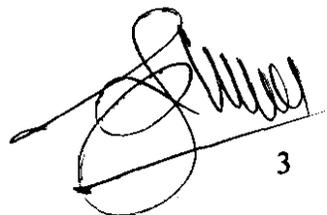
(iii) Invalid votes:

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

**(D) Resolution No. 4-** To appoint a director in place of Mrs. 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	267	100%
Physical	20	1676409	100%
<b>Total</b>	<b>29</b>	<b>1676676</b>	<b>100%</b>



(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(A) Resolution No. 5- To Appoint M/S A C BUTERIA AND COMPANY, Chartered Accountants, as statutory auditor on five year tenure and fix their remuneration**

(i) voted in favour of the resolution:

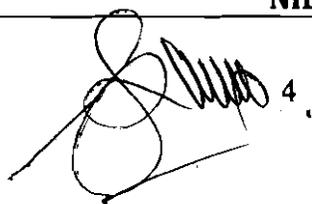
	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	9	267	100%
Physical	20	1676409	100%
<b>Total</b>	<b>29</b>	<b>1676676</b>	<b>100%</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(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
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

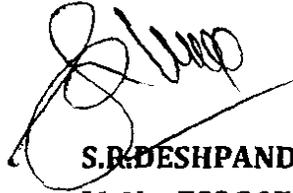


4.

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: 11991KR036900**

**Peer Review Certificate No:1526/2021**

Place: Belgaum

Date: 30<sup>th</sup> July 2022

UDIN: F003077D000713270

**Notes:**

In terms of the rules as amended on 19<sup>th</sup> March 2015, immediately after conclusion of voting at the 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 04:20 p.m. on 29th July, 2022 and counted the votes cast through e voting and the voting at the venue of the general meeting held on 29th July, 2022 at 3.30 p.m. in the presence of **CS ROSHAN RAIKAR** and **CS VINAYAK ANGOLKAR** two independent witnesses.

**S. R. DESHPANDE**  
**COMPANY SECRETARY**

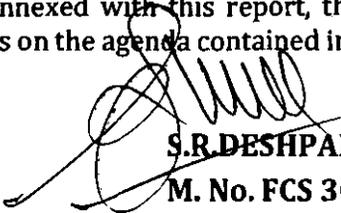
**150, BUDHWAR PETH**  
**TILAKWADI, BELGAUM**  
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Phone 0831-2467378  
Cell 9845058386

**SCRUTINIZERS' REPORT ON E-VOTING FOR THE ITEMS ON THE AGENDA OF THE 64th ANNUAL GENERAL MEETING.**

REPORT to the Chairman of the Board of Directors of BEMCO HYDRAULICS LIMITED, a company incorporated under the Companies Act, 1956 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 64th Annual General Meeting of the Company as contained in the notice dated 23rd May, 2022.

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 64th Annual General Meeting of the Company as contained in the notice dated 23rd May, 2022.
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 22th July, 2022 cutoff date for the purpose of e-voting. The Company completed dispatch of notice of e-voting:
  - a. through e-mail to 769 members whose e-mail ids were registered with the Company and RTA.
  - b. due to Covid 19 pandemic, SEBI through its circular dated 15/01/2021 and 13/05/2022 has given relaxation for sending physical copies of annual report to shareholders/members, a soft copy of its 64th Annual report was made available to all the members on company's website [www.bemcohydraulics.net](http://www.bemcohydraulics.net).
3. In terms of aforesaid notice, e-voting was open for four days from 10 a.m. on Monday 25th July, 2022, to 5 p.m. on Thursday the 28th July, 2022 and the members were required to cast their votes electronically conveying their assent or dissent in respect of the ordinary 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 64th 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 28th July, 2022 and counted the votes cast through e voting and the voting at the venue of the general meeting on 29th July, 2022 at 04:20 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, 15 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 5 (five) items on the agenda contained in the said notice.

Place: Belgaum  
Date: 30<sup>th</sup> July 2022  
UDIN: F003077D000713270

  
**S.R. DESHPANDE**

**M. No. FCS 3077**

**C.P. No. 1865**

Peer Review No: 11991KR036900

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 <sup>st</sup> , 2022, the reports of the Board of Directors and Auditors thereon.
Type of resolution	Ordinary

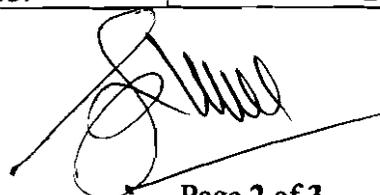
Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	267	267	100%
Assent	267	267	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	267	267	100%

Agenda No.	2
subject	To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31 <sup>st</sup> , 2022, 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	267	267	100%
Assent	267	267	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	267	267	100%

Agenda No.	3
subject	To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2018 up 31 <sup>st</sup> March, 2022 as the dividend in respect of these number of shares were in arrears from 1.4.2018 onwards.
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	267	267	100%
Assent	267	267	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
Total	267	267	100%



<b>Agenda No.</b>	<b>4</b>
<b>subject</b>	<b>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.</b>
<b>Type of resolution</b>	<b>Ordinary</b>

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	267	267	100%
Assent	267	267	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
<b>Total</b>	<b>267</b>	<b>267</b>	<b>100%</b>

<b>Agenda No.</b>	<b>5</b>
<b>subject</b>	<b>To Appoint M/S A C BUTERIA AND COMPANY, Chartered Accountants as statutory auditors on five year tenure and fix their remuneration</b>
<b>Type of resolution</b>	<b>Ordinary</b>

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	267	267	100%
Assent	267	267	100%
Dissent	NIL	NIL	NIL
Abstain	NIL	NIL	NIL
<b>Total</b>	<b>267</b>	<b>267</b>	<b>100%</b>

