S. R. DESHPANDE
COMPANY SECRETARY

150, BUDHWAR PETH
TILAKWADI, BELGAUM-590006
Email: deshpandecs@gmail.com
Cell: +919845058386

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 25th May, 2026 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 68th Annual General Meeting as per notice dated 25th May, 2026 convening the meeting.

In addition to e voting, the Company has put all items of business at the 68th 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) Ordinary Resolution No. 1– To consider and adopt the audited Standalone financial statement of the Company for the financial year ended March 31st, 2026, 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	48	1,05,88,069	99.99%
Physical	6	2,43,74,378	100
Total	**54**	**3,49,62,447**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) **Ordinary Resolution No. 2–** To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31st, 2026, 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	48	1,05,88,069	99.99%
Physical	6	2,43,74,378	100%
Total	**54**	**3,49,62,447**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) **Ordinary Resolution No. 3–** To declare dividend on equity shares for the financial year ended 31st March,2026.

(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	47	1,05,69,781	99.99%
Physical	6	2,43,74,378	100%
Total	**53**	**3,49,44,159**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) **Ordinary Resolution No. 4–** To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2025 up 31stMarch, 2026.

(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	47	1,05,87,169	99.99%
Physical	6	2,43,74,378	100%
Total	**53**	**3,49,61,547**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) Ordinary Resolution No. 5– To appoint a director in place of Mr Vijay Kumar Mohta (DIN 00535338), who retires by rotation at this Annual General Meeting and being eligible offers 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	48	1,05,88,069	99.99%
Physical	6	2,43,74,378	100%
Total	**54**	**3,49,62,447**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) Ordinary Resolution No. 6– To appoint a Director in place of Mrs Jyoti Mohan Dalmia (DIN: 02546712), 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	47	1,05,87,569	99.99
Physical	6	2,43,74,378	100%
Total	**53**	**3,49,61,947**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) Special Resolution No.7 - To consider ratification of increase in remuneration of Managing Director.

(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	46	26,31,289	99%
Physical	6	2,43,74,378	100%
Total	**52**	**2,70,05,667**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) Special Resolution No. 8: To consider and approve the remuneration in respect of office or place of profit in the subsidiaries Company by Mr. Anirudh Mohta, being the related party as Managing director of 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	44	22,78,441	99.99
Physical[1]	5	318	100%
Total	**49**	**22,78,759**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(iii) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by

[1] One corporate member, being a related party abstained from voting on special resolution no. 8 and 9 at the poll conducted at the venue of the AGM.

		them
E-voting	NIL	NIL
Physical	NIL	NIL
Total	**NIL**	**NIL**

(I) Special Resolution No. 9 – To approve the related party transactions with subsidiary company 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	45	22,96,729	99.99%
Physical[2]	5	318	100%
Total	**50**	**22,97,047**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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) Special Resolution No. 10 – Lease of Undertaking under section 180(1)(a) of the Companies Act,2013.

(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

[2] One corporate member, being a related party abstained from voting on special resolution no. 8 and 9 at the poll conducted at the venue of the AGM.

E-voting	48	1,05,88,069	99.99%
Physical	6	2,43,74,378	100%
Total	**54**	**3,49,62,447**	99.99%

(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	2	40	0.01%
Physical	NIL	NIL	NIL
Total	**2**	**40**	**0.01%**

(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:7729/2026

Place: Belgaum
Date: 14th August 2026

UDIN: F003077H001115826

Notes:
In terms of the amended rules, after conclusion of voting at the 68th 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 12th August, 2026 and counted the votes cast through e voting and the voting at the venue of the general meeting on 13th August, 2026 at 4.30 p.m. in the presence of **CS ROSHAN RAIKAR and MISS SHWETA CHANDILKAR** two independent witnesses.

S. R. DESHPANDE
COMPANY SECRETARY

150, BUDHWAR PETH
TILAKWADI, BELGAUM-590006
Email: deshpandecs@gmail.com
Cell:+919845058386

SCRUTINIZERS' REPORT ON E-VOTING FOR THE ITEMS ON THE AGENDA OF THE 68th 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 68th Annual General Meeting of the Company as contained in the notice dated 25th May, 2026.

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 68th Annual General Meeting of the Company scheduled on 13st August 2026 as contained in the notice dated 25th May, 2026.

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 Depositaries viz, National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) as on 6th August 2026 cutoff date for the purpose of e-voting. The Company completed dispatch of notice of e-voting:
   a. through e-mail to 6,864 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 68th 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 Sunday the 9th August 2026, to 5 p.m. Wednesday the 12th August 2026 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, after conclusion of voting at the 68th 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 12th August 2026 and counted the votes cast through e voting and the voting at the venue of the general meeting on 13st August 2026 at 4.30 p.m. in the presence of **C S ROSHAN RAIKAR** and **MISS SHWETA CHANDILKAR** two independent witnesses.

5. Based on the results made available to me, 50 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.

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

Place: Belgaum
Date: 14th August 2026

UDIN: F003077H001115826

Peer Review No: I1991KR036900
Peer Review Certificate No:7729/2026

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 31st, 2026, 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	1,05,88,109	1,05,88,109	100%
Assent	1,05,88,069	1,05,88,069	99.99%
Dissent	40	40	0.01%
Abstain	-	-	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	2
subject	**To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31st, 2026, 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	1,05,88,109	1,05,88,109	100%
Assent	1,05,88,069	1,05,88,069	99.99%
Dissent	40	40	0.01%
Abstain	-	-	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	3
subject	**To declare dividend on equity shares for the financial year ended 31st March,2026.**
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	1,05,69,821	1,05,69,821	100%
Assent	1,05,69,781	1,05,69,781	99.99%
Dissent	40	40	0.01%
Abstain	18,288	18,288	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	4
subject	**To Confirm dividend paid on 300000, 11% Cumulative Redeemable Preference shares, paid for the period from April 1, 2025 up 31st March, 2026.**
Type of resolution	Ordinary

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	1,05,87,209	1,05,87,209	100%
Assent	1,05,87,169	1,05,87,169	99.99%
Dissent	40	40	0.01%
Abstain	900	900	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	5
subject	**To appoint a director in place of Mr Vijay Kumar Mohta (DIN 00535338), who retires by rotation at this Annual General Meeting and being eligible offers 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	1,05,88,109	1,05,88,109	100%
Assent	1,05,88,069	1,05,88,069	99.99%
Dissent	40	40	0.01%
Abstain	-	-	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	6
subject	**To appoint a director in place of Mrs Jyoti Mohan Dalmia (DIN: 02546712), 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	1,05,87,609	1,05,87,609	100%
Assent	1,05,87,569	1,05,87,569	99.99
Dissent	40	40	0.01%
Abstain	500	500	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	7
subject	**To consider the approval for ratification in remuneration of Managing Director.**
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	26,31,329	26,31,329	100%
Assent	26,31,289	26,31,289	99%
Dissent	40	40	0.01%
Abstain	79,56,780	79,56,780	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	8
subject	**To consider and approve the remuneration in respect of office or place of profit in the subsidiaries Company by Mr. Anirudh Mohta, being the related party as Managing director of company.**
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	22,78,481	22,78,481	100
Assent	22,78,441	22,78,441	99.99
Dissent	40	40	0.01%
Abstain	83,09,628	83,09,628	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	9
subject	**To approve the related party transactions with subsidiary company 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	22,96,769	22,96,769	100%
Assent	22,96,729	22,96,729	99.99%
Dissent	40	40	0.01%
Abstain	82,91,340	82,91,340	-
Total	**1,05,88,109**	**1,05,88,109**	-

Agenda No.	10
subject	**Lease of Undertaking under section 180(1)(a) of the Companies Act,2013.**
Type of resolution	Special

Particulars	Number of e votes	Number of votes contained in e votes	Per cent age of total
Received	1,05,88,109	1,05,88,109	100%

Assent	1,05,88,069	1,05,88,069	99.99%
Dissent	40	40	0.01%
Abstain	-	-	-
Total	**1,05,88,109**	**1,05,88,109**	-