



# BEMCO HYDRAULICS LIMITED

(CIN: L51101KA1957PLC001283)



ISO 9001:2008  
Certified Company  
Reg No. RQ91/6325



ISO 14001:2004  
Certified Company  
Reg No.- MAH/E -2170



## REGD. OFFICE & WORKS :

UDYAMBAG, BELGAUM - 590 008. KARNATAKA, INDIA

Email:- [finance@bemcohydraulics.net](mailto:finance@bemcohydraulics.net) Web :- [www.bemcohydraulics.net](http://www.bemcohydraulics.net)

Tel: - 91-831-4219000, 2441980.

Fax :- 91-831-2441263

## Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Extra Ordinary General Meeting (EOGM). The e-voting in respect of items on the agenda of the EGM was open for three days from Thursday the 4<sup>th</sup> December 2014 till Saturday the 6<sup>th</sup> December 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders.

The Board of Directors had appointed CS S.R. Deshpande, Practicing Company Secretary as the Scrutinizer for e-voting. He having submitted his report to the Chairman of the meeting that showed that the special resolution authorising private placement 4,00,000 equity shares of Rs. 10 each at a premium of not less than Rs. 70 per share aggregating to a sum of Rs. 2,80,00,000/- to five parties listed in the special resolution was assented to by 18 members carrying 364737 votes as against the dissenting votes four members carrying 79,145 votes.

As the votes cast in favour of the special resolution in e voting were three times more than the votes cast against the special resolution, the Chairman thought it inadvisable to proceed further and conduct a poll, Because he felt that there is no necessity of a poll. Further, neither the Chairman himself nor any of the members present demanded the poll. accordingly, the Chairman declared the result of the e voting as under.

| Sr No   | Resolution Special | Particulars   | % votes in favour | % votes Against |                               |          |                         |                               |          |          |                                    |          |        |
|---|--------------------|---|-------------------|-----------------|-------------------------------|----------|-------------------------|-------------------------------|----------|----------|------------------------------------|----------|--------|
| <b>ITEM ON THE NOTICE OF EOGM DATED 10<sup>TH</sup> DECEMBER 2014</b> |                    |   |                   |                 |                               |          |                         |                               |          |          |                                    |          |        |
| 1   | Special            | Issue and allotment of 4,00,000 equity shares of Rs. 10 each for cash at a premium of not less than Rs. 10 per share aggregating to a sum of Rs. 2,80,00,000/- to the following parties   | 82.16             | 17.83%          |                               |          |                         |                               |          |          |                                    |          |        |
|   |                    | <table border="1"> <thead> <tr> <th>Name of the proposed allottee</th> <th>Category</th> <th>Number of equity shares</th> </tr> </thead> <tbody> <tr> <td>Mohta Capital Private Limited</td> <td>Promoter</td> <td>2,00,000</td> </tr> <tr> <td>Sri Ramchandra Enterprises Private</td> <td>Promoter</td> <td>50,000</td> </tr> </tbody> </table> |                   |                 | Name of the proposed allottee | Category | Number of equity shares | Mohta Capital Private Limited | Promoter | 2,00,000 | Sri Ramchandra Enterprises Private | Promoter | 50,000 |
| Name of the proposed allottee   | Category           | Number of equity shares   |                   |                 |                               |          |                         |                               |          |          |                                    |          |        |
| Mohta Capital Private Limited   | Promoter           | 2,00,000  |                   |                 |                               |          |                         |                               |          |          |                                    |          |        |
| Sri Ramchandra Enterprises Private                                    | Promoter           | 50,000  |                   |                 |                               |          |                         |                               |          |          |                                    |          |        |





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|  |  |                                  |               |          |  |
|--|--|----------------------------------|---------------|----------|--|
|  |  | Limited                          |               |          |  |
|  |  | Urmila Devi MOhta                | Promoter      | 15,000   |  |
|  |  | Anirudh Mohta                    | Promoter      | 35,000   |  |
|  |  | Sungrace Finvest Private Limited | Non prtomoter | 1,00,000 |  |

Based on the Report of the Scrutinizer, on e voting the **special Resolution** as set out in the Notice of convening the Extra Ordinary General Meeting was duly approved by the Shareholders with requisite majority.

Date: 10<sup>th</sup> December 2014

For **BEMCO HYDRAULICS LIMITED**

**M. M. MOHTA**

Chairman

DIN- 00068884

2, Mohanam, 10th Cross,  
Bhagyanagar, BELGAUM -590006  
Karnataka State



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

**150, BUDHWAR PETH**  
**TILAKWADI, BELGAUM**  
[deshpandecs@gmail.com](mailto:deshpandecs@gmail.com)  
Phone 0831-2467378  
Cell 9845058386

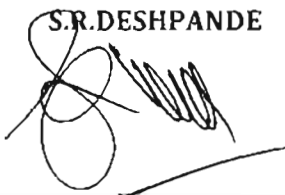
**SCRUTINIZERS' REPORT ON E VOTING ON SPECIAL RESOLUTION FOR AUTHORISING PRIVATE PLACEMENT OF SHARES AT THE EXTRA ORDINARY GENERAL MEETING OF BEMCO HYDRAULICS LIMITED ON 10<sup>TH</sup> DECEMBER 2014**

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 a special resolution at the Extra Ordinary General Meeting of the Company convened on 10<sup>th</sup> December 2014.

1. In terms of clause 35B of the listing agreement 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 on 10<sup>th</sup> November 2014 to the e-voting process for an item on the agenda of the extra ordinary general meeting on 10<sup>th</sup> December 2014 as contained in the notice convening the meeting dated 10<sup>th</sup> November 2014.
2. On the basis of register of members and list of beneficiary owners made available by the Depositories viz, National Securities Depository Limited (NSDL) and Central Depository Services Limited as on 10<sup>th</sup> November 2014 cutoff date for the purpose of e-voting, the Company completed dispatch of notice of e-voting:
  - a. By e mail to None
  - b. By registered Air Mail to one member, in physical mode
  - c. By courier service to 2064 members in physical mode

*(As evidenced by the certificate issued by Shree Ganesh Mailing Services, Mumbai licensed mailer for India Post)*
3. In terms of aforesaid notice, e-voting was open for three days from 10 a.m. on Thursday the 4<sup>th</sup> December 2014, to 5.30 p.m. on Saturday the 6<sup>th</sup> December 2014 and the members were required to cast their votes electronically conveying their assent or dissent in respect of the special resolution, on e-voting platform provided by the Central Depository Services Limited (CDSL)
4. In terms of the rules I unlocked the e-voting on the platform provided by CDSL after completion of e-voting process at 12 noon on Monday the 8<sup>th</sup> December 2014 in the presence of CS Roshan Raikar and Mr.Vinayak Angolkar.
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 a single special resolution on the agenda contained in the said notice.

**S.R.DESHPANDE**



DATE: 8<sup>th</sup> December 2014  
Place Belgaum

**ANALYSIS OF THE RESULTS**

| Agenda No.                                 | 1  |                           |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
|--|--|---------------------------|------------------------------------|-------------------------|-------------------------------|----------|----------|--|----------|--------|-------------------|----------|--------|----------------|----------|--------|----------------------------------|--------------|----------|
| subject                                    | Issue and allotment of 4,00,000 equity shares of Rs. 10 each at a price not lower than Rs. 70 for an aggregate amount not lower than Rs. 2,80,00,000/- to following persons, companies from promoter group and an independent investor as per details given in notice namely   |                           |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
|  | <table border="1"><thead><tr><th>Name of proposed allottee</th><th>Category/ Promoter or non promoter</th><th>Number of equity shares</th></tr></thead><tbody><tr><td>Mohta Capital Private Limited</td><td>Promoter</td><td>2,00,000</td></tr><tr><td>Sri Ramchandra Enterprises Private Limited</td><td>Promoter</td><td>50,000</td></tr><tr><td>Urmila Devi Mohta</td><td>Promoter</td><td>15,000</td></tr><tr><td>Anirudha Mohta</td><td>Promoter</td><td>35,000</td></tr><tr><td>Sungrace Finvest Private Limited</td><td>Non promoter</td><td>1,00,000</td></tr></tbody></table> | Name of proposed allottee | Category/ Promoter or non promoter | Number of equity shares | Mohta Capital Private Limited | Promoter | 2,00,000 | Sri Ramchandra Enterprises Private Limited | Promoter | 50,000 | Urmila Devi Mohta | Promoter | 15,000 | Anirudha Mohta | Promoter | 35,000 | Sungrace Finvest Private Limited | Non promoter | 1,00,000 |
| Name of proposed allottee                  | Category/ Promoter or non promoter   | Number of equity shares   |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
| Mohta Capital Private Limited              | Promoter   | 2,00,000                  |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
| Sri Ramchandra Enterprises Private Limited | Promoter   | 50,000                    |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
| Urmila Devi Mohta                          | Promoter   | 15,000                    |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
| Anirudha Mohta                             | Promoter   | 35,000                    |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
| Sungrace Finvest Private Limited           | Non promoter   | 1,00,000                  |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |
| Type of resolution                         | <b>Special</b>   |                           |                                    |                         |                               |          |          |  |          |        |                   |          |        |                |          |        |                                  |              |          |

| Particulars | Number of e votes | Number of votes contained in e votes | Percentage of total |
|-------------|-------------------|--------------------------------------|---------------------|
| Received    | 22                | 443882                               | 100%                |
| Assent      | 18                | 364737                               | 82.16%              |
| Dissent     | 4                 | 79145                                | 17.83               |
| Abstain     | NIL               | NIL                                  | NIL                 |
| Total       | 22                | 443882                               | 100%                |

