



Nirmitee Robotics India Limited



WORLD'S NO.1 DUCT CLEANING EXPERTS



Our Speciality
Critical Server and Projection Rooms



Nirmitee Robotics India Limited

Company Profile:

Nirmitee Robotics India Limited, a BSE SME Startup Portal Registered Company (formerly known as Nirmitee Robotics India Private Limited) is the world's leading HVAC Air Duct Cleaning Company.

No matter how small or how complex your HVAC Air Duct is, we are equipped and experienced to handle all kinds HVAC Air Duct Cleaning. We service Offices, Hotels, Convention Centers, Hospitals, Train and Bus Coaches, Aircraft and specialize in Buildings that house Sensitive Equipment, like Data Centers and Operation Theaters.

We use our patented Air Duct Inspection Robots to survey your HVAC Air Ducts, and then use a variety of our patented HVAC Duct Cleaning Robots to Scrub, Scrape, Vacuum, Clean and Sterilize your HVAC Air Ducts. With offices in India, Hong Kong, and Dubai, we serve customers around the world.

From the Desk of our Promoters:



Mr. Jay Motghare



Mr. Kartik Shende



Mr. Rajesh Admane

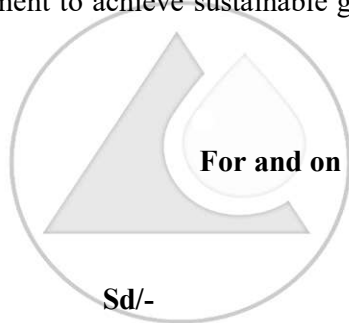
Dear Shareholders,

It is a pleasure to share our Annual Report for the Financial Year 2020-21, Financial Year 21 was a completely unprecedented year; a year of a global pandemic followed by global recession and subsequent government actions to reduce uncertainty in the business scenario.

The Indian government stepped up, allowed vaccination for all eligible adults and initiated several measures to reduce the impact of the second wave. This coupled with the support of equipment, medicines and other essentials from the global community has helped India in its fight against the COVID crisis. We hope very soon we shall see a positive outcome.

The Management has considered the impact of Covid-19 on the business of Company but the Management is still hopeful that Company will register even higher growth rate in future as the Corporate and social community is getting alert towards duct cleaning due to this unfortunate outbreak of Covid-19 pandemic. The Company is working rapidly and looking forward for opportunities to grab more and more business and develop its business activities in such a way by minimizing its risk of losing business through others, the positive results of which will be seen in the years to come.

Further, we thank all our colleagues, Board Members, Management, Regulatory authorities, and the stakeholders for their continued support as we pursue these endeavors going forward. We stand firm in our commitment to achieve sustainable growth and deliver value to all our stakeholders.



For and on behalf of the Board of Directors

Sd/-

Jay Prakash Motghare

Whole Time Director

DIN: 07559929

Sd/-

Kartik Eknath Shende

Non-Executive Director

DIN: 02627131

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ANNUAL REPORT

2020-2021

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Jay Prakash Motghare
(Whole Time Director)

Mr. Kartik Eknath Shende
(Non-Executive Director)

Mrs. Neelima Admane
(Woman Director)

Mr. Rajesh Narendra Admane
(Non-Executive Director)

Mr. Pradeep Prakash Thadani
(Independent Director)

Mr. Manish Tarachand Pande
(Independent Director)

KEY MANAGERIAL PERSONS:

Mr. Atul Dhawad

(Chief Financial Officer)

Mr. Akhilesh Girish Mishra

(Company Secretary)

COMMITTEES:

AUDIT COMMITTEE:

Mr. Rajesh Narendra Admane
(Chairman)

Mr. Pradeep Prakash Thadani
(Member)

Mr. Manish Tarachand Pande
(Member)

NOMINATION & REMUNERATION COMMITTEE:

Mr. Pradeep Prakash Thadani
(Chairman)

Mr. Manish Tarachand Pande
(Member)

Mr. Kartik Eknath Shende
(Member)

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Mr. Rajesh Narendra Admane
(Chairman)

Mr. Kartik Eknath Shende ©
(Member)

Mr. Jay Prakash Motghare
(Member)

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AUDITORS AND CONSULTANTS:

STATUTORY AUDITOR:

M/s Amit Gharlute & Co.,

Chartered Accountants

62, Dattapratibha, Ramkrishna Nagar,

Khamla, Nagpur, Maharashtra-440025

INTERNAL AUDITOR:

M/s Vijaywargi Khabiya & Saoji,

Chartered Accountants

3rd Floor, MG House, Rabindranath Tagore

Marg, Civil Lines, Nagpur- 440001

SECRETARIAL AUDITOR & CORPORATE CONSULTANT:

M/s Avinash Gandhewar & Associates

Practicing Company Secretaries

Sundaram Apartment, First Floor,

Byramji Town, Nagpur-440013

REGISTRAR AND SHARE TRANSFER AGENT:

Bigshare Services Private Limited

1st Floor, Bharat Tin Works Building,

Opp. Vasant Oasis, Makwana Road,

Marol, Andheri (East) Mumbai-400059

GENERAL SHAREHOLDER'S INFORMATION:

Annual General Meeting	05 th Annual General Meeting of Nirmitee Robotics India Limited
Date	25 th September 2021
Time	03: 00 P.M.
Venue	D 3/2, MIDC Hingna, Nagpur. (MS) India 440028
Financial Year Reported	01 st April 2020 to 31 st March 2021
Cut-Off date	20 th September 2021
Book Closure	21 st September 2021 to 25 th September 2021
E-Voting period	e-voting shall commence on 22 nd September 2021 09:00 A.M. and ends on 24 th September 2021 at 05:00 P.M
Scrip Code	543194
ISIN	INE0CPQ01010
CIN	L74999MH2016PLC284731

MEANS OF COMMUNICATION TO SHAREHOLDERS:

Effective communication of information is an essential component of Corporate Governance. It is a process of sharing information, thoughts, ideas and plans of all stakeholders which promotes management shareholders relations. The Company regularly interacts with shareholders through multiple channels of communication such as results, announcements, annual report, media releases, company website.

NOTICE

Notice is hereby given that the 05th Annual General Meeting of the members of Nirmitee Robotics India Limited will be held on Saturday, the 25th September, 2021 at 03:00 P.M. at the Registered office of the Company Situated at C/o Manisha Sales, D 3/2, Hingna, MIDC, Nagpur, Maharashtra- 440028 India to consider the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet for the year ended 31st March, 2021, the Profit and Loss account for the year ended as on the said date, the Director's Report and the Auditor's Report thereon.
2. To re-appoint Mr. Kartik Eknath Shende, Non-Executive Director (DIN: 02627131) who retires by rotation and being eligible, offers himself for the re- appointment.

To consider and, if thought fit, to pass the following resolution, with or without modification as an **Ordinary Resolution**:

“RESOLVED THAT, Mr. Kartik Eknath Shende, Non-Executive Director (DIN: 02627131), who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Non-Executive Director of the Company whose office shall be liable to retirement by rotation.”

3. To appoint M/s BPSD & Associates, Chartered Accountants (FRN: 118251W) as statutory auditors of the Company, in place of retiring auditors M/s Amit Gharlute & Co., Chartered Accountants, Nagpur (Firm Registration No. 133252W) and fix their remuneration .

To consider and, if thought fit, to pass the following resolution, with or without modification as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s BPSD & Associates, Chartered Accountants (FRN: 118251W), be and is hereby appointed as statutory auditors of the Company, in place of retiring auditors M/s Amit Gharlute & Co., Chartered Accountants, Nagpur (Firm Registration No. 133252W), to hold office from the conclusion of this AGM until the conclusion of AGM relevant to Financial Year 2025-26 at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.

RESOLVED FURTHER THAT any of the Directors of the company be and is hereby authorized to file form ADT-1 with the Registrar of Companies within the prescribed time.”

Special Business:

4. To approve the payment of Remuneration to Mr. Jay Motghare, Whole Time Director of Company (DIN: 07559929).

To consider and, if thought fit, to pass the following resolution, with or without modification as an **Ordinary Resolution**:

“RESOLVED THAT in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, including any statutory modifications or re-enactment thereof, and the Articles of Association and pursuant to the recommendation of Nomination and Remuneration Committee of the Company, the consent of Members be and is hereby accorded for the payment of remuneration to Mr. Jay Motghare, Whole Time Director of Company (DIN: 07559929) up to Rs. 60 Lakhs p.a. as set out in the Explanatory Statement, for a period of three years w.e.f. 01st April 2021 being as per the limit specified under Item A of Section II of Part II of the Schedule V in case of inadequacy or absence of profits calculated in accordance with the applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT in terms of the applicable provisions and Schedule V of the Companies Act, 2013, where in any financial year during the tenure of Mr. Jay Motghare, the Company has no profits, or its profits are inadequate, the Company shall pay Mr. Jay Motghare, the remuneration up to Rs. 60 Lakhs p.a.

RESOLVED FURTHER THAT any Director and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

5. To approve the payment of commission to Mr. Kartik Eknath Shende, Non-Executive Director of Company (DIN: 02627131).

To consider and, if thought fit, to pass the following resolution, with or without modification as a **Special Resolution**:

“RESOLVED THAT as per the provisions of sections 197, 198, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder and the Articles of Association and pursuant to the recommendation of Nomination and Remuneration Committee of the Company, the consent of members be and is hereby accorded for the payment of commission for a period of three years w.e.f. 01st April 2021 to Mr. Kartik Eknath Shende, Non-Executive Director (DIN: 02627131) up to Rs. 24 Lakhs p.a. over and above the limit specified under Item A of Section II of Part II of the Schedule V of the Companies Act, 2013 in case of inadequate profits or no profits.

RESOLVED FURTHER THAT the above commission shall be in addition to the fees payable to Mr. Kartik Eknath Shende for attending the meetings of Board of Directors or any Committee thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board and other meetings.

RESOLVED FURTHER THAT any Director and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

6. To approve the payment of commission to Mr. Rajesh Narendra Admane, Non-Executive Director of Company (DIN: 01504366).

To consider and, if thought fit, to pass the following resolution, with or without modification as a **Special Resolution**:

“RESOLVED THAT as per the provisions of sections 197, 198, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder and the Articles of Association and pursuant to the recommendation of Nomination and Remuneration Committee of the Company, the consent of members be and is hereby accorded for the payment of commission for a period of three years w.e.f. 01st April 2021 to Mr. Rajesh Narendra Admane, Non-Executive Director of Company (DIN: 01504366) up to Rs. 24 Lakhs p.a. over and above the limit specified under Item A of Section II of Part II of the Schedule V of the Companies Act, 2013 in case of inadequate profits or no profits.

RESOLVED FURTHER THAT the above remuneration shall be in addition to the fees payable to Mr. Rajesh Narendra Admane for attending the meetings of Board of Directors or any Committee thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board and other meetings.

RESOLVED FURTHER THAT any Director and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

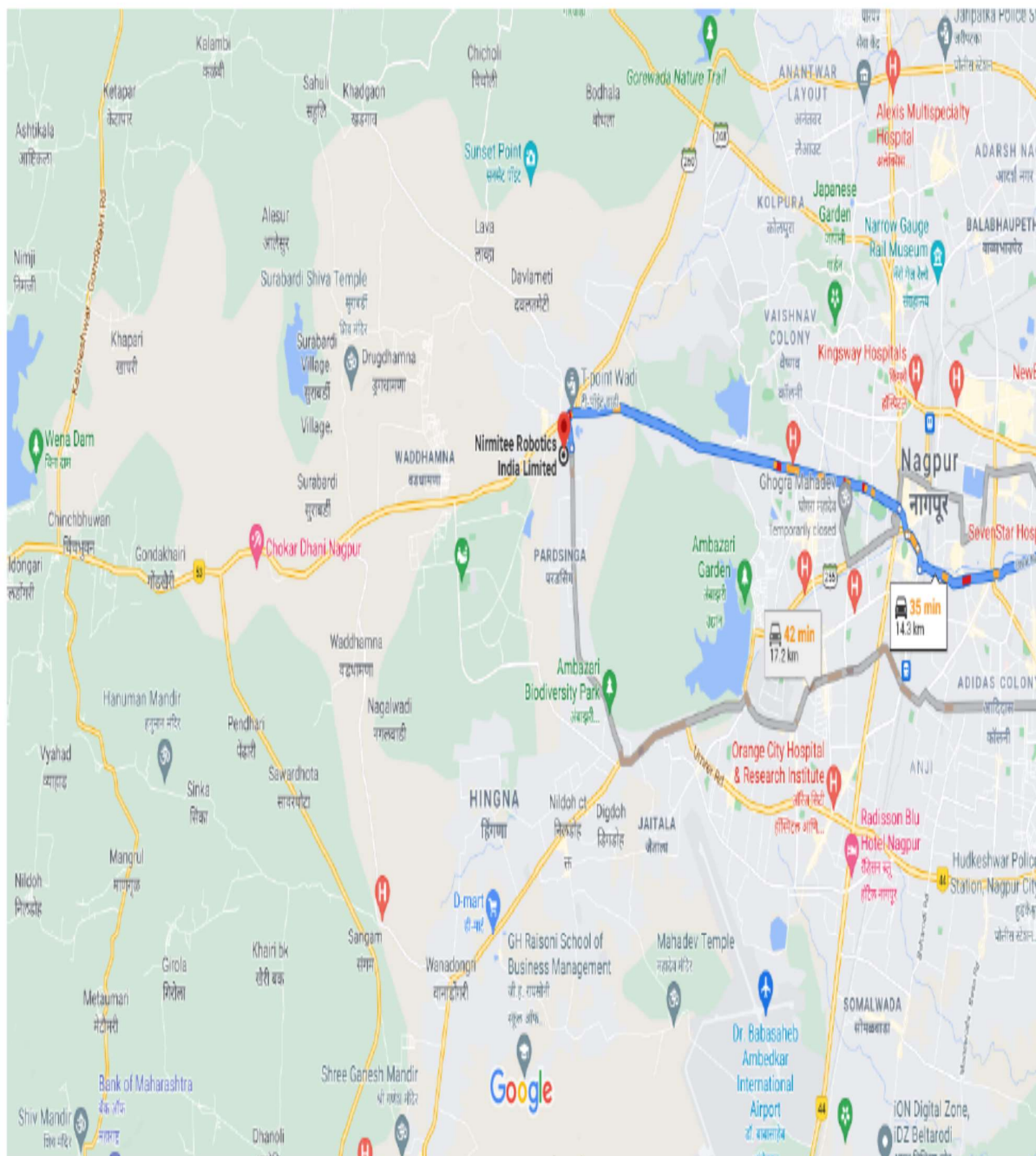
By order of the Board
For **NIRMITEE ROBOTICS INDIA LIMITED**

Sd/-
Akhilesh Girish Mishra
Company Secretary cum Compliance Officer
Membership No: A65835

Place: Nagpur
Dated: 25/08/2021



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NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend and vote instead of himself/herself. Such proxy/proxies need not to be a member of the company.
2. A person can act as proxy on behalf of members not exceeding (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The instrument of Proxy in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.
4. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution authority, as applicable.
5. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney/Letter of Representation authorizing its representative to attend and vote on their behalf at the Annual General Meeting.
6. **DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:** In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 read with circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's <https://www.nirmiteerobotics.com/investors/> websites of the Stock Exchanges, i.e., BSE Limited at <https://www.startupsbse.com/index.html> and on the website of NSDL, at <https://www.evoting.nsdl.com/>.

7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility for voting through Ballot / Polling Paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting by Ballot/Polling Paper. The Board has appointed **M/s Avinash Gandhewar & Associates, Practicing Company Secretaries, Nagpur**, as a Scrutinizer to scrutinize the process of e-voting.



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EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 4

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a Company having inadequate/no profits, may subject to certain conditions including the passing of an Ordinary Resolution, pay such remuneration to its managerial personnel as per the limit specified under Item A of Section II of Part II of the Schedule V on the recommendation of Nomination and Remuneration Committee.

During the financial year ended March 31, 2021, the profit of the Company was not adequate due to increase in Company's financial cost and COVID impact and therefore the remuneration payable to the Whole Time Director would be paid as per the limit specified under Item A of Section II of Part II of the Schedule V of the Companies Act, 2013.

The details of remuneration paid to Mr. Jay Motghare, Whole Time Director (DIN: 07559929) during the financial year despite inadequacy or absence of profits is as under:

1.	Basic Salary	Rs. 30,000/- per month
2.	Dearness Allowance (DA)	Rs. 10,000/- per month
3.	Other Allowances	Rs. 60,000/- per month
4.	Perquisites	N.A.
5.	Retirement Benefits a. Provident Fund b. Superannuation Fund c. Gratuity	N.A.

In the event of inadequacy of profits calculated as per Section 198 of the Companies Act, 2013 in this financial year Mr. Jay Motghare shall be entitled to a minimum remuneration comprising salary, DA and other allowances as detailed above subject to maximum Rs. 60 Lakhs p.a.

Other than Mr. Jay Motghare, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolution.

Pursuant to the recommendations of Nomination and Remuneration Committee, your Directors recommend the Resolution set out in Item No. 4 as an Ordinary Resolution for your approval.

Statement containing additional information as required in Schedule V of the Companies Act, 2013:

I. General Information:

1.	Nature of industry	<p>Nirmitee Robotics India Limited, a BSE SME Startup Portal Registered Company, is a pioneer HVAC Air Duct Cleaning Company based in Nagpur, India, with offices around the world. The company specializes in Ozone treatment and Sterilization of HVAC Air Ducts.</p> <p>The company is proud to have developed its own patented, air duct inspection and air duct cleaning robots. Nirmitee Robotics India Limited was established in 2016 by a group of young, dedicated and motivated professionals.</p>
2.	Date or expected date of commencement of commercial production.	12/08/2016
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable

4.	Financial performance based on given indicators.	The Total revenue of the Company stood at Rs. 3, 52, 46,259/- in the current year and Rs. 3, 27, 91,137/- in the previous year. The Company made a net profit of Rs. 23,13,160/- (Rupees Twenty Three Lakhs Thirteen Thousand One Hundred and Sixty Only) for the year ended March 31, 2021 as compared to the net profit of Rs. 32,81,160/- (Rupees Thirty Two Lakhs Eighty One Thousand One Hundred and Sixty Only) in the previous year.
5.	Foreign Investments or collaborations, if any.	Not Applicable

II. Information about the appointee:

1.	Background details	Mr. Jay Prakash Motghare, aged 41 years is the founder Promoter and also a Whole Time Director of our Company. He holds Bachelors of Arts from Nagpur University. He was previously associated with Progeon Limited, ADFC Private Limited, GE Money, Citi Corporation Limited. He later founded our Company to carry out the activities for providing HVAC (Heating, Ventilation and Air Conditioning) Duct Cleaning Service and also acquired Affiliate Membership of ISHARE (Indian Society of Heating, Refrigerating and Air Conditioning Engineers.
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		Now as a Whole-time Director of our Company he has been guiding force behind the growth and business strategy of our Company.
2.	Past remuneration	Rs. 12,00,000/- Per Annum
3.	Recognition or awards	-
4.	Job profile and his suitability	Mr. Jay Motghare is currently responsible for day to day business activities of our company with a special emphasis on Research & Development, Formulation of Strategies, Business Development and Customer Relationship Management.
5.	Remuneration proposed	As stated in the Explanatory Statement
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Jay Motghare is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Not related to any of the Directors and Key Managerial Personnel of the Company

III. Other Information:

1.	Reasons of loss or inadequate profits	Increase in Company's financial cost and COVID impact
2.	Steps taken or proposed to be taken for improvement	The Company has taken significant steps to reduce costs in line with the projected sales given the COVID impact.
3.	Expected increase in productivity and profits in measurable terms	During 2021-2022, the financial position showed considerable recovery in demand and business results and is expected to show further progressive recovery of demand and underlying business results.

Item No. 5

Looking to the competitive business environment, stringent accounting standards and consequent increase in the responsibilities of the Non-Executive Directors ("NEDs"), it is considered prudent and appropriate to remunerate the NEDs of the Company. However, the Act, restricted payment of any remuneration to NEDs in case of loss or inadequate profits in any financial year.

In order to address this situation, Ministry of Corporate Affairs vide notification dated March 18, 2021 made necessary amendments in the Act and Schedule V of the Act, which now enables the Companies to pay remuneration to NEDs in case of loss or inadequate profits, within the limits of Schedule V of the Act. However, the same is subject to approval of shareholders by way of an Ordinary Resolution.

Further, as per the proviso of Item A of Section II of Part II of the Schedule V of the Companies Act, 2013, Companies may remunerate its Directors in excess of the limit as specified under Schedule V subject to passing of Special Resolution in this regard.

Therefore, the members of Company are requested to accord their consent for the payment of commission, in case of inadequate profits or no profits, for a period of three years w.e.f. April 01st, 2021 to Mr. Kartik Eknath Shende, Non-Executive Director (DIN: 02627131) up to Rs. 24 Lakhs p.a. over and above the limit specified under Item A of Section II of Part II of the Schedule V of the Companies Act, 2013.

Other than Mr. Kartik Eknath Shende, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolution.

Pursuant to the recommendations of Nomination and Remuneration Committee, your Directors recommend the Resolution set out in Item No. 5 as Special Resolution for your approval.

Statement containing additional information as required in Schedule V of the Companies Act, 2013:

I. General Information:

1.	Nature of industry	<p>Nirmitee Robotics India Limited, a BSE SME Startup Portal Registered Company, is a pioneer HVAC Air Duct Cleaning Company based in Nagpur, India, with offices around the world. The company specializes in Ozone treatment and Sterilization of HVAC Air Ducts.</p> <p>The company is proud to have developed its own patented, air duct inspection and air duct cleaning robots. Nirmitee Robotics India Limited was established in 2016 by a group of young, dedicated and motivated professionals.</p>
2.	Date or expected date of commencement of commercial production.	12/08/2016

3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable
4.	Financial performance based on given indicators.	The Total revenue of the Company stood at Rs. 3, 52, 46,259/- in the current year and Rs. 3, 27, 91,137/- in the previous year. The Company made a net profit of Rs. 23,13,160/- (Rupees Twenty Three Lakhs Thirteen Thousand One Hundred and Sixty Only) for the year ended March 31, 2021 as compared to the net profit of Rs. 32,81,160/- (Rupees Thirty Two Lakhs Eighty One Thousand One Hundred and Sixty Only) in the previous year.
5.	Foreign Investments or collaborations, if any.	Not Applicable

II. Information about the appointee:

1.	Background details	Mr. Kartik Eknath Shende, aged 48 years is Co-Promoter and Non-Executive Director of our Company since July, 2017. He was engaged in manufacturing of Dental care and personal care products. Currently he is a founding member and Director of our Group Company – Vithobha Industries Limited, a company engaged in dealing of oral cares and personal care products.
2.	Past remuneration	Rs. 12,00,000/- Per Annum

3.	Recognition or awards	-
4.	Job profile and his suitability	As a Promoter Director, he is responsible for formulating various strategies and providing guidance for its implementation in our Company.
5.	Remuneration proposed	As stated in the Explanatory Statement.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.	The remuneration of Mr. Kartik Shende is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any.	Not related to any of the Directors and Key Managerial Personnel of the Company.

III. Other Information:

1.	Reasons of loss or inadequate profits	Due to increase in finance cost of the Company and COVID impact.
2.	Steps taken or proposed to be taken for improvement	The Company has taken significant steps to reduce costs in line with the projected sales given the COVID impact.
3.	Expected increase in productivity and profits in measurable terms	During 2021-2022, the financial position showed considerable recovery in demand and business results and is expected to show further progressive recovery of demand and underlying business results.

Item No. 6

Looking to the competitive business environment, stringent accounting standards and consequent increase in the responsibilities of the Non-Executive Directors (“NEDs”), it is considered prudent and appropriate to remunerate the NEDs of the Company. However, the Act, restricted payment of any remuneration to NEDs in case of loss or inadequate profits in any financial year.

In order to address this situation, Ministry of Corporate Affairs vide notification dated March 18, 2021 made necessary amendments in the Act and Schedule V of the Act, which now enables the Companies to pay remuneration to NEDs in case of loss or inadequate profits, within the limits of Schedule V of the Act. However, the same is subject to approval of shareholders by way of an Ordinary Resolution.

Further, as per the proviso of Item A of Section II of Part II of the Schedule V of the Companies Act, 2013, Companies may remunerate its Directors in excess of the limit as specified under Schedule V subject to passing of Special Resolution in this regard.

Therefore, the members of Company are requested to accord their consent for the payment of commission, in case of inadequate profits or no profits, for a period of three years w.e.f. April 01st, 2021 to Mr. Rajesh Admane, Non-Executive Director (DIN: 01504366) up to Rs. 24 Lakhs p.a. over and above the limit specified under Item A of Section II of Part II of the Schedule V of the Companies Act, 2013.

Other than Mr. Rajesh Admane, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the above Resolution.

Pursuant to the recommendations of Nomination and Remuneration Committee, your Directors recommend the Resolution set out in Item No. 4 as Special Resolution for your approval.

Statement containing additional information as required in Schedule V of the Companies Act, 2013:

I. General Information:

1.	Nature of industry	<p>Nirmitee Robotics India Limited, a BSE SME Startup Portal Registered Company, is a pioneer HVAC Air Duct Cleaning Company based in Nagpur, India, with offices around the world. The company specializes in Ozone treatment and Sterilization of HVAC Air Ducts.</p> <p>The company is proud to have developed its own patented, air duct inspection and air duct cleaning robots. Nirmitee Robotics India Limited was established in 2016 by a group of young, dedicated and motivated professionals.</p>
2.	Date or expected date of commencement of commercial production.	12/08/2016
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable
4.	Financial performance based on given indicators.	<p>The Total revenue of the Company stood at Rs. 3, 52, 46,259/- in the current year and Rs. 3, 27, 91,137/- in the previous year. The Company made a net profit of Rs. 23,13,160/- (Rupees Twenty Three Lakhs Thirteen Thousand One Hundred and Sixty Only) for the year ended March 31, 2021 as</p>

		compared to the net profit of Rs. 32,81,160/- (Rupees Thirty Two Lakhs Eighty One Thousand One Hundred and Sixty Only) in the previous year.
5.	Foreign Investments or collaborations, if any.	Not Applicable

II. Information about the appointee:

1.	Background details	Mr. Rajesh Narendra Admane, aged 52 years is Co-Promoter and Non-Executive Director of our company since October 2016. He holds Bachelor's in Science (Technology) with specialization in Petroleum Refining and Petrochemical Technology.
2.	Past remuneration	Rs. 12,00,000/- Per Annum
3.	Recognition or awards	-
4.	Job profile and his suitability	He is responsible for providing guidance for the Technical knowhow.
5.	Remuneration proposed	As stated in the Explanatory Statement.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.	The remuneration of Mr. Rajesh Narendra Admane is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.

7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any.	Not related to any of the Directors and Key Managerial Personnel of the Company.
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III. Other Information:

1.	Reasons of loss or inadequate profits	Increase in finance cost and COVID impact.
2.	Steps taken or proposed to be taken for improvement	The Company has taken significant steps to reduce costs in line with the projected sales given the COVID impact.
3.	Expected increase in productivity and profits in measurable terms	During 2021-2022, the financial position showed considerable recovery in demand and business results and is expected to show further progressive recovery of demand and underlying business results.

Additional Information of Director seeking re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 and Secretarial Standard of General Meeting:

Name of Director	Mr. Kartik Eknath Shende
Date of Birth	04 th March 1973
Age	48 years
Date of Appointment	01 st July 2017
Expertise/Experience	Experience of more than 10 years in manufacturing and service industry
Qualification	Undergraduate
Terms and conditions of re appointment	-
Remuneration last drawn	Rs. 12,00,000.00
Remuneration proposed to be paid	Rs. 12,00,000.00
Percentage and No. of Equity Shares held	141664 Equity shares (23.60%)
Number of Board Meetings attended	14
Chairman / Member of the Committees of the Board of Directors of other Companies in which he is director	-
Relationship between directors inter-se	-

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THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING:-

The remote e-voting period begins on Wednesday, 22nd September 2021 at 09:00 A.M. and ends on Friday, 24th September 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 20th September 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 20th September 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for

	<p>casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for

	the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer by e-mail to gpassociates.ngp@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Soni Singh at evoting@nsdl.co.in

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Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@nirmiteerobotics.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@nirmiteerobotics.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING

(to be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Nirmitee Robotics India Limited. I hereby record my presence at the 05th Annual General Meeting of the shareholders of Nirmitee Robotics India Limited held on Saturday, 25th September, 2021 at 03:00 P.M. at the registered office of the Company at C/o Manisha Sales, D 3/2, Hingna, MIDC, Nagpur, Maharashtra- 440028 India.

Reg. Folio No. / Client ID	
DP ID	
No. of Shares	

Name & Address of Member;

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Signature of Shareholder/Proxy/Representative
(Please Specify)

Form No. MGT-11

PROXY FORM

[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

CIN	L74999MH2016PLC284731
Name of the Company	Nirmitee Robotics India Limited
Registered office	C/o Manisha Sales, D 3/2, Hingna, MIDC, Nagpur, Maharashtra 440028
Name of the member(s)	
Registered Address	
Email Id	
Folio No / Client ID	DP ID:

I /We, being the member(s) of _____ shares of the above named company, hereby appoint

1.	Name		Signature
	Address		
	Email Id		
	Or failing him		
2.	Name		Signature
	Address		
	Email Id		
	Or failing him		

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 05th Annual General Meeting of the Company to be held on Saturday, 25th September, 2021 at 03:00 P.M. at the registered office of the Company at C/o Manisha Sales, D 3/2, Hingna, MIDC, Nagpur, Maharashtra- 440028 India and at any adjournment thereof in respect of such resolutions as are indicated below:

	For	Against
Ordinary Business:		
1. To receive, consider and adopt the Audited Balance Sheet for the year ended 31 st March, 2021, the Profit and Loss account for the year ended as on the said date, the Directors' Report and the Auditors' Report thereon.		
2. To re-appoint Mr. Kartik Eknath Shende, Non-Executive Director (DIN: 02627131) who retires by rotation and being eligible, offers himself for the re-appointment.		
3. To appoint M/s BPSD & Associates, Chartered Accountants (FRN: 118251W), as statutory auditors of the Company, in place of retiring auditors M/s Amit Gharlute & Co., Chartered Accountants, Nagpur (Firm Registration No. 133252W) and fix their remuneration.		
Special Business:		
4. To approve the payment of Remuneration to Mr. Jay Motghare, Whole Time Director of Company (DIN: 07559929).		
5. To approve the payment of commission to Mr. Kartik Eknath Shende, Non-Executive Director of Company (DIN: 02627131).		

6. To approve the payment of commission to Mr. Rajesh Narendra Admane, Non-Executive Director of Company (DIN: 01504366).		
---	--	--

Signed thisday of2021.

Signature of shareholder: _____ Signature of Proxy holder(s): _____

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



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Board Report

To
The Members of
Nirmitee Robotics India Limited

Your Directors have pleasure in presenting their Fifth Annual Report on the Business and Operations of the Company and the Accounts for the Financial Year ended 31st March, 2021.

1. FINANCIAL PERFORMANCE OF THE COMPANY:

The company's financial performance during the financial year 2020-2021 has been considerably good since total turnover of the Company increased significantly as compared to previous year. There has been slight decrease in a profit of the company as compared to the previous year due to increase in Company's financial cost. The Operating results of the company for the year are as under.

Particulars	31/03/2021	31/03/2020
Revenue From Operations and Other Income	3,52,46,259.00	3,27,91,137.00
Net Profit/Loss before Interest, Depreciation and Tax	43,98,606.00	47,87,405.00
Less: Finance Cost	3,42,143.00	49,035.00
Net Profit/Loss before Depreciation and Tax	40,56,463.00	47,38,370.00
Less: Depreciation and amortization for the year	7,41,833.00	5,90,938.00
Net Profit/Loss before exceptional and extraordinary items and tax	33,14,630.00	41,47,432.00
Less: Exceptional Items	0.00	0.00
Profit before extraordinary items and tax	33,14,630.00	41,47,432.00
Less: Extraordinary Items	0.00	(2,17,944.00)
Profit before tax	33,14,630.00	43,65,376.00
Less: Tax Expenses		
i. Current tax expense	9,18,990.00	11,21,555.00
ii. Deferred tax Liability/(Assets)	1,01,453.00	(37,339.00)
iii. Tax for Earlier years	(18,973.00)	0.00
Profit/Loss for the period from continuing operations	23,13,160.00	32,81,160.00
Profit/Loss from discontinuing operations	0.00	0.00
Tax expense of discontinuing operations	0.00	0.00
Profit/Loss from discontinuing operations (after tax)	0.00	0.00
Profit/Loss transferred/adjusted to General Reserve	23,13,160.00	32,81,160.00
Basic earnings per equity share	3.85	7.72
Diluted earnings per equity share	3.85	1.51

2. STATE OF COMPANY'S AFFAIRS, RESULT OF OPERATION AND FUTURE OUTLOOK:

COMPANY'S AFFAIRS AND RESULT OF OPERATION:

The Total revenue of the Company stood at Rs. 3, 52, 46,259/- in the current year and Rs. 3, 27, 91,137/- in the previous year. The Company made a net profit of Rs. 23,13,160/- (Rupees Twenty Three Lakhs Thirteen Thousand One Hundred and Sixty Only) for the year ended March 31, 2021 as compared to the net profit of Rs. 32,81,160/- (Rupees Thirty Two Lakhs Eighty One Thousand One Hundred and Sixty Only) in the previous year.

FUTURE OUTLOOK:

The Management has considered the impact of Covid-19 on the business of Company.

Further, the Management is hopeful that Company will register even higher growth rate in future as the Corporate and social community is getting alert towards duct cleaning due to this unfortunate outbreak of Covid-19 pandemic. The Company is working rapidly and looking forward for opportunities to grab more and more business and develop its business activities in such a way by minimizing its risk of losing business through others, the positive results of which will be seen in the years to come.

3. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

a. Composition of Board of Directors:

The Composition of Board of Directors as on 31st March, 2021 is as follows;

Sr. No	Name	DIN	Designation
1.	Mr. Jay P. Motghare	07559929	Whole Time Director
2.	Mr. Kartik E. Shende	02627131	Non-Ex Director
3.	Mr. Rajesh N. Admane	01504366	Non-Ex Director
4.	Mr. Manish T. Pande	08712019	Independent Director
5.	Mr. Pradeep P. Thadani	08611572	Independent Director
6.	Mrs. Neelima Admane	08817410	Woman Director

b. Key Managerial Personnel:

The following person are the Key Managerial Personnel of Company as on 31st March 2021;

Sr. No	Name	DIN	Designation
1.	Mr. Jay P. Motghare	07559929	Whole Time Director
2.	Mr. Atul Dhawad	AOYPD8411Q	Chief Financial Officer

c. Change in Director and KMP

During the financial year, following changes have been occurred;

Sr No	Name	DIN/PAN	Designation	Appointment / Cessation/ Change in Designation	Date of Appointment/ Cessation/Change in Designation
1.	Mrs. Mrunalini Damle	08713184	Non-Ex Director	Cessation	21.07.2020
2.	Mrs. Neelima Admane	08817410	Additional Director	Appointment	07.09.2020
3.	Mr. Apurv Hirde	ADHPH6327B	Company Secretary	Cessation	17.09.2020
4.	Mr. Chandrakant Sukhdev Joge	ANPPJ7627N	Company Secretary	Appointment	17.09.2020
5.	Mrs. Neelima Admane	08817410	Director	Change in Designation	30.09.2020
6.	Mr. Chandrakant Sukhdev Joge	ANPPJ7627N	Company Secretary	Cessation	08.03.2021

Note: Mr. Akhilesh Girish Mishra was appointed as Company secretary cum Compliance officer (PAN: BMZPM6848J) w.e.f. 05th June 2021 to fill the vacancy arised in the office of Company Secretary.

d. Retirement by Rotation of the Directors:

In accordance with the provisions of Section 152 (6) of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Kartik Eknath Shende, Non-Executive Director (DIN: 02627131) of the Company, retires by rotation and offers himself for the re-appointment.

e. Independent Directors:

The Company has received necessary declaration from each independent director under Section 149 (7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 16 (1) (b) and 25 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

4. DISCLOSURE BY DIRECTORS:

The Directors on the Board have submitted notice of interest under Section 184 (1) i.e. in Form MBP-1, intimation under Section 164 (2) i.e. in Form DIR-8 and declaration as to compliance with the Code of Conduct of the Company.

5. CODE OF CONDUCT

The Company has laid down a code of conduct for all Board members and Senior Management and Independent Directors of the Company.

All the Board members including Independent Directors and Senior Management Personnel have affirmed compliance with the code of conduct.

6. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of this report.

7. CONSOLIDATED FINANCIAL STATEMENT:

The company has no subsidiary, joint venture or associate company. Hence it is not required to prepare any Consolidated Financial Statement.

8. SUBSIDIARIES ASSOCIATES AND JOINT VENTURE OF THE COMPANY:

The company has no Subsidiary, Associate or Joint Venture.

9. DIVIDEND:

The dividend policy for the year under review has been formulated taking into consideration growth of the company and to conserve resources, the Directors do not recommend any dividend for year ended March 31, 2021.

10. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125 (2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid during the last year.

11. COMMITTEES OF BOARD:

The Board of Directors in line with the requirement of the act has formed various committees.

The detailed terms of reference of the Committee is available on the website of the Company at <https://www.nirmiteerobotics.com/investors/>.

A. Audit Committee:

The Audit Committee was constituted pursuant to the provisions of Companies Act, 2013 and it consist the following persons;

- | | | |
|------------------------|---|----------|
| 1. Mr. Rajesh Admane | - | Chairman |
| 2. Mr. Manish Pande | - | Member |
| 3. Mr. Pradeep Thadani | - | Member |

All the recommendations made by Audit Committee were accepted by the Board of Directors. Further, during the year, two (2) meetings of the audit committee were held and the details of the same are as follows:

Sr. No	Date of Meeting	Members Attended	% of Attendance
1.	28 th July 2020	3	100%
2.	11 th November 2020	3	100%

B. Nomination and Remuneration Committee:

The Nomination and Remuneration committee had duly formed in line with the provisions of Section 178 of the Companies Act 2013. The details of the Committee is available on the website of the Company at <https://www.nirmiteerobotics.com/investors/> and it comprises of following persons;

1. Mr. Pradeep Thadani - Chairman
2. Mr. Kartik Shende - Member
3. Mr. Manish Pande - Member

All the recommendations made by Committee were accepted by the Board of Directors.

During the year, One (1) meeting of the Nomination and Remuneration Committee was held and the details of the same are as follows:

Sr. No	Date of Meeting	Members Attended	% of Attendance
1.	07 th September 2020	3	100%

C. Stakeholder Relationship Committee:

The Stakeholder's Relationship Committee had been duly formed mainly to focus on the redressal of Shareholders'/Investors' Grievances if any like Transfer / Transmission / Demat of Shares; Loss of Share Certificates; Non receipt of Annual Report; Dividend Warrants; etc.

During the year, three (03) meetings of the Stakeholder Relationship Committee were held and the details of the same are as follows;

Sr. No	Date of Meeting	Members Attended	% of Attendance
1.	14 th July 2020	3	100%
2.	03 rd October 2020	3	100%
3.	01 st January 2021	3	100%

The terms of reference of the Committee is available on the website of the Company at <https://www.nirmiteerobotics.com/investors/> and it comprises of following persons;

1. Mr. Rajesh Admane - Chairman
2. Mr. Jay Motghare - Member
3. Mr. Kartik Shende - Member

D. Change in committees:

Apart from Non-Executive Director of the Company, Mrs. Mrunalini Damle (DIN: 08713184) was also serving as Chairman of the Audit Committee and due to her resignation as Non-Executive Director, the Audit Committee of the Company got re-constituted and Mr. Rajesh Admane, Non-Executive Director (DIN: 01504366) of the Company appointed as a Chairman of the Audit Committee w.e.f. 21st July 2020.

12. BOARD EVALUATION:

Your Board has devised an Evaluation Policy for evaluating the performance of the Board, its Committees, Executive Directors, Independent Directors. Based on the same, the performance was evaluated for the financial year ended March 31, 2021. As part of the evaluation process, the performance of Non- Independent Directors, the Chairman and the Board was conducted by the Independent Directors.

The performance evaluation of the respective Committees and that of Independent and Non-Independent Directors was done by the Board excluding the Director being evaluated.

The policy inter alia provides the criteria for performance evaluation such as Board effectiveness, quality of discussion, contribution at the meetings, business acumen, strategic thinking, time commitment, and relationship with the stakeholders, corporate governance practices, contribution of the committees to the Board in discharging its functions etc.

13. EXTRACT OF ANNUAL RETURN:

As required pursuant to section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return in MGT - 9 is annexed as a part of this Annual Report as **Annexure-I**. The same is available on <https://www.nirmiteerobotics.com/investors/>.

14. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a Vigil Mechanism which also incorporates a Whistle Blower Policy in line with the provisions of the Companies Act, 2013 to report genuine concerns or grievances. The Vigil Mechanism/ Whistle Blower Policy may be accessed on the Company's website at <https://www.nirmiteerobotics.com/investors/>

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 are disclosed in Form No. AOC -2 as **Annexure-II**.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: <https://www.nirmiteerobotics.com/investors/>

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134 (3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure- III**.

17. AUDITORS:

a. Statutory Auditors:

M/s. Amit Gharlute & Co, Chartered Accountants, Nagpur (FRN: 133252W) have successfully conducted the Statutory audit of Company for the financial year end 31st March 2021.

The term of M/s. Amit Gharlute & Co, Chartered Accountants, Nagpur (FRN: 133252W) as Statutory Auditors is getting expired at the ensuing Annual General Meeting of the Company pursuant to the terms of appointment. Thus, as per the provisions of section 139 (2) of the Companies Act, 2013 they are not eligible for the re-appointment as Statutory Auditors.

Therefore, pursuant to the recommendations of Audit Committee the Board hereby proposes to appoint M/s BPSD & Associates, Chartered Accountants (FRN: 118251W) as Statutory Auditors of the Company in place of retiring auditor and they shall be holding their office from the conclusion of this AGM till the conclusion of AGM relevant to financial year 2025-26.

Further, pursuant to Section 139 of the Companies Act, 2013 M/s BPSD & Associates, Chartered Accountants (FRN: 118251W) have expressed their willingness to such appointment as Statutory Auditors. They have further confirmed that if appointed, their appointment would be in pursuance to the provisions of Section 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

b. Secretarial Auditor:

The Secretarial Audit Report as required under section 204 of the Companies Act, 2013 and rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in the **Form MR-3** is annexed herewith for your kind perusal and information as **Annexure-IV**

c. Cost Auditor:

Section 148 of the Companies Act, 2013 is not applicable to the Company.

d. Internal Auditor:

During the year, the Company has appointed M/s Vijaywargi Khabiya & Saoji, Chartered Accountants., Nagpur, as an Internal Auditor pursuant to Section 138 of the Companies Act, 2013 to ensure the routine internal audits and controls.

18. MANAGERIAL REMUNERATION:

The Company has paid managerial remuneration during the financial year 2020-2021 and the details of the same are disclosed in MGT-9 and MDAR annexed to this report.

19. REMUNERATION POLICY:

The Company's policy on the appointment and remuneration of Directors and Key Managerial Personnel provides a framework based on which our human resources management aligns their recruitment plans for the strategic growth of Company.

20. REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143 (12) of the Companies Act, 2013.

21. LOANS, GUARANTEES AND INVESTMENTS:

During the year under review the Company has not given any long term loan and advances and has not made any investment under Section 186 of the Companies Act, 2013.

22. DEPOSITS:

The company has not invited/ accepted any deposits from the members as well as public during the year ended March 31, 2021. There were no unclaimed or unpaid deposits as on March 31, 2021.

23. DISCLOSURE UNDER SEXUAL HARRASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

Your Company has put in place a policy for prevention, prohibition and redressal against sexual harassment of women at the work place, to protect women employees and enable them to report sexual harassment at the workplace in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints were received during F.Y. 2020-2021.

24. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND SECRETARIAL AUDITORS IN THEIR REPORTS:

The Statutory Auditor and Secretarial Auditor have made below the mentioned observation in their reports and the Board's explanation thereof are as follows;

Sr. No	Observations	Explanation
Statutory Auditor:		
1.	Based upon the audit procedures performed and the information and explanations given by the management, it was observed that the managerial remuneration has been paid or provided in excess of limit as stipulated under Section 197 of the Companies Act, 2013 and as fixed by the special resolution passed at previous Annual General Meeting of the Company.	The Board has decided to call the refund of excess remuneration paid to the Directors during the year and the same shall be done as per the provisions of Section 197 (9) of the Companies Act, 2013.

Secretarial Auditor:

1.	The Company has paid Managerial Remuneration in excess of the limit as prescribed under the Companies Act, 2013 and as fixed by Special Resolution passed at the Fourth (04 th) Annual General Meeting of the Company held on 30 th September 2020.	The Board has decided to call the refund of excess remuneration paid to the Directors during the year and the same shall be done as per the provisions of Section 197 (9) of the Companies Act, 2013.
2.	There was no Company Secretary in the Company as on 31 st March 2021 as Mr. Chandrakant Joge had tendered his resignation on 08 th March, 2021 from his office as Company Secretary cum Compliance Officer of the Company.	The Board has appointed Mr. Akhilesh Girish Mishra (Mem No: A65835) as Company Secretary cum Compliance Officer of the Company w.e.f. 05 th June 2021. Further, the appointment was made within a period of six (06) months from the date of vacancy as stipulated under Section 203 (4) of the Companies Act, 2013.

25. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

The Company had 14 Board meetings during the financial year under review. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

Further, the Directors state that the applicable secretarial standard i.e. SS-1 relating to 'Meeting of the Board of Directors' has been duly followed by the Company.

Sr. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	17/04/2020	6	4	67.00%
2	22/04/2020	6	4	67.00%
3	17/06/2020	6	4	67.00%
4	21/07/2020	6	4	67.00%
5	28/07/2020	5	5	100.00%
6	07/09/2020	6	4	67.00%
7	17/09/2020	6	4	67.00%
8	12/10/2020	6	4	67.00%
9	24/10/2020	6	5	83.33%
10	11/11/2020	6	5	83.33%
11	23/11/2020	6	5	83.33%
12	09/01/2021	6	5	83.33%
13	20/02/2021	6	5	83.33%
14	08/03/2021	6	6	100.00%

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

As stipulated by the Code of Independent Directors under the Companies Act, 2013; a separate meeting of the Independent Directors of the Company was held on March 31, 2021 to review the performance of Non-Independent Directors and the entire Board. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its' Committees which is necessary to effectively and reasonably perform and discharge their duties.

26. GENERAL MEETING:

During the year under review, Annual General Meeting of the Company pertaining to Financial Year 2019-20 was held on 30th September, 2020.

The Directors state that the applicable secretarial standard i.e. SS-2, relating to 'General Meeting', has been duly followed by the Company.

27. SIGNIFICANT AND MATERIAL ORDERS:

During the year under review, no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

28. DETAILED REASON OR REPORT ON REVISION OF FINANCIAL STATEMENTS:

There is no revision of financial statement. Hence, it is not applicable to your company.

29. SHARES:

i. Issue of shares or other convertible securities:

During the year, Company has allotted 175200 equity shares having nominal value of Rs. 10/- each by way of public issue, the details of the same are as follows;

Particulars	Allotment
1. Date of allotment	17/04/2020
2. Method of allotment (IPO, QIP, FPO, ADRs, GDRs, rights issue, bonus issue, preferential issue, private placement, conversion of securities, etc.)	Initial Public Offering
3. Issue price per share	Rs. 185/-
4. Conversion price	-
5. Number of shares allotted or to be allotted in case the right or option is exercised by all the holders of such securities	175200
6. Number of shares or securities allotted to the promoter group (including shares represented by depository receipts):	-

7. In case, shares or securities are issued for consideration other than cash, a confirmation that price was determined on the basis of a valuation report of a registered valuer:	-
--	---

ii. Issue of equity shares with differential rights:

The Company has not issued any equity shares with differential rights during the year under review.

iii. Issue of sweat equity shares:

The Company has not issued any sweat equity shares during the year under review.

iv. Details of employee stock options:

The Company has not issued any Employee Stock Options during the year under review.

v. Shares held in Trust for the benefit of employees where the voting rights are not exercised directly by the employees:

The Company does not held any shares in trust for the benefit of employees where the voting rights are not exercised directly by the employees during the year under review.

vi. Issue of Debentures, Bonds or Any Non-Convertible Securities:

The Company has not issued any debentures, bonds or any non-convertible securities during the year under review.

vii. Issue of Warrants:

The Company has not issued any warrants during the year under review.

30. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has adequate and efficient internal and external control system, which provides protection to all its assets against loss from unauthorized use and ensures correct reporting of transactions.

The internal control systems are further supplemented by internal audits carried out by the respective Internal Auditors of the Company and Periodical review by the management. The Company has put in place proper controls, which are reviewed at regular intervals to ensure that transactions are properly authorized, correctly reported and assets are safeguarded.

31. MAINTENANCE OF COST RECORDS:

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the Company and accordingly such accounts and records have not been made and maintained.

32. CORPORATE SOCIAL RESPONSIBILITY:

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135 (1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

33. PARTICULARS OF EMPLOYEE:

Disclosure pertaining to remuneration and other details as required under Section 197 (12) of the Companies Act, 2013 read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, are given in the **Annexure-V** forming part of this report.

34. CORPORATE GOVERNANCE:

As a good corporate governance practice the Company has generally complied with the corporate governance requirements. Our disclosures seek to attain the best practices in corporate governance. We also endeavor to enhance long-term shareholder value and respect minority rights in all our business decisions.

As our company has been listed on Start-up Segment of the SME Platform on BSE Limited, therefore by virtue of Regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the compliance with the corporate Governance provisions as specified in regulation 17 to 27 and Clause (b) to (i) of sub regulation (2) of Regulation 46 and Para C D and E of schedule V are not applicable to the company.

Hence, corporate governance report does not form a part of this Board Report, though we are committed towards best corporate governance practices.

35. DIRECTORS RESPONSIBILITY STATEMENT:

Your Directors state that:

- a. in the preparation of the annual financial statements for the year ended March 31, 2021, the applicable accounting standards have been followed with no material departures;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors have prepared the annual financial statements on a going concern basis;
- e. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and
- f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

36. RISK MANAGEMENT:

Your Board has adopted a well-defined process for managing its risks on an ongoing basis and for conducting the business in a risk conscious manner. The Company has a structured and comprehensive Risk Management Frame work under which the risks are identified, assessed, monitored and reported as a part of normal business practice.

The Risk Management System is fully aligned with the corporate and operational objectives. There is no element of risk which in the opinion of the Board may threaten the existence of the Company.

37. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of Regulation 34 and schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Management's discussion and analysis report is annexed in **Annexure- VI**.

38. WEBSITE:

The Company is maintaining its functional website and the website contains basic as well as investor's related information. The link of website is <https://www.nirmiteerobotics.com/>

39. DISCLOSURES

The Company believes in providing safe and harassment free workplace for every individual working in company. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment and for this purpose the company has in place a robust policy, aiming to obtain the complaints, investigate and prevent any kind of harassment of employees at all levels.

For the current financial year end, no complaint was received by the company.

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ACKNOWLEDGEMENT:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For and on behalf of the Board of Directors

Sd/-

Jay Prakash Motghare

Whole Time Director

DIN: 07559929

Sd/-

Kartik Eknath Shende

Non-Executive Director

DIN: 02627131

Date: 21/08/2021

Place: Nagpur



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ANNEXURE-I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2021

of

NIRMITEE ROBOTICS INDIA LIMITED

*[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Companies
(Management and Administration) Rules, 2014]*

I. REGISTRATION AND OTHER DETAILS:

- | | |
|---|--|
| 1. CIN | L74999MH2016PLC284731 |
| 2. Registration Date | 12/08/2016 |
| 3. Name of the Company | Nirmitee Robotics India Limited
(Formerly Known as Nirmitee Robotics India Private Limited) |
| 4. Category/Sub-Category of the Company | Public Company/ Company having Share Capital, Limited by Shares |
| 5. Address of the Registered office and contact details | C/o Manisha Sales, D 3/2, Hingna, MIDC, Nagpur, Maharashtra 440028 |
| 6. Whether listed company | Listed |
| 7. Name, Address and Contact details of Registrar and Transfer Agent, if any | Bigshare Services Private Limited
Contact: 022 – 62638200
Address: Bharat Tin Works Building,
1 st Floor, Opp. Vasant Oasis, Makwana Road,
Andheri – East, Mumbai – 400059
E-mail- info@bigshareonline.com |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products/services	NIC Code of the Product/Service	% to total turnover of the company
1	Cleaning Activities	8110	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name and Address of the Company	CIN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
			Nil		

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	424998	424998	100	424998	0	424998	70.81	(29.19)
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1) :-	0	424998	424998	100	424998	0	424998	70.81	(29.19)

(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of promoter (A) = (A)(1) + (A)(2)	0	424998	424998	100	424998	0	424998	70.81	(29.19)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
Others (Specify)	0	0	0	0	0	0	0	0	0
Sub Total (B) (1) :-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corporate									
i) Indian	0	0	0	0	58800	0	58800	9.80	9.80
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	28200	0	28200	4.70	4.70
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	87600	0	87600	14.60	14.60
c) Others	0	0	0	0	600	0	600	0.09	0.09
Sub Total (B) (2) :-	0	0	0	0	175200	0	175200	29.19	29.19

Total Public Shareholding (B) = (B)(1) + (B)(2) :-	0	0	0	0	175200	0	175200	29.19	29.19
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A) + (B) + (C)	0	424998	424998	100	600198	0	600198	100	0.00

(ii) Shareholding of Promoters

Sl. No	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of shares Pledged / encumbered to total shares	
1	Mr. Rajesh Admane	141665	33.3331	0	141665	23.6030	0	(9.73)
2	Mr. Jay Motghare	141665	33.3331	0	141665	23.6030	0	(9.73)
3	Mr. Kartik Shende	141664	33.3329	0	141664	23.6029	0	(9.73)
4	Mrs. Neelima Admane	1	0.0002	0	1	0.0002	0	0
5	Mrs. Shweta Motghare	1	0.0002	0	1	0.0002	0	0
6	Mrs. Padma Shende	1	0.0002	0	1	0.0002	0	0
7	Mr. Sudarshan Shende	1	0.0002	0	1	0.0002	0	0
	Total	424998	100.00	0	424998	70.81	0	(29.19)

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

Sl. No	Shareholder's name	Shareholding at the beginning of year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Mr. Rajesh Admane				
	At the beginning of year	141665	33.33	141665	33.33
	Change (dilution) due to public issue during the year	-	(9.73)	-	(9.73)
	At the end of year	141665	23.60	141665	23.60
2	Mr. Jay Motghare				
	At the beginning of year	141665	33.33	141665	33.33
	Change (dilution) due to public issue during the year	-	(9.73)	-	(9.73)
	At the end of year	141665	23.60	141665	23.60
3	Mr. Kartik Shende				
	At the beginning of year	141664	33.33	141664	33.33
	Change (dilution) due to public issue during the year	-	(9.73)	-	(9.73)
	At the end of year	141664	23.60	141664	23.60
4	Mrs. Neelima Admane				
	At the beginning of year	1	0.0002	1	0.0002
	Change (dilution) due to public issue during the year	-	-	-	-
	At the end of year	1	0.0002	1	0.0002

5	Mrs. Shweta Motghare				
	At the beginning of year	1	0.0002	1	0.0002
	Change (dilution) due to public issue during the year	-	-	-	-
	At the end of year	1	0.0002	1	0.0002
6	Mrs. Padma Shende				
	At the beginning of year	1	0.0002	1	0.0002
	Change (dilution) due to public issue during the year	-	-	-	-
	At the end of year	1	0.0002	1	0.0002
7	Mr. Sudarshan Shende				
	At the beginning of year	1	0.0002	1	0.0002
	Change (dilution) due to public issue during the year	-	-	-	-
	At the end of year	1	0.0002	1	0.0002

Note: Due to public issue of 175200 equity shares, the promoters holding got diluted during the year.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr No	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (01/04/2020)/ end of the year (31/03/2021)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	Amar Mukeshbhai Shah	0	0.00	31-03-20		Sell	0	0.00
			4.40	24-04-20	26400	Buy	26400	4.40
		26400	4.40	31-03-21	0		26400	4.40

2	Aryaman Capital Markets Limited	0	0.00	31-03-20		Sell	0	0.00
			1.60	16-04-20	9600	Buy	9600	1.60
			2.10	24-04-20	3000	Buy	12600	2.10
			2.90	01-05-20	4800	Buy	17400	2.90
			3.10	08-05-20	1200	Buy	18600	3.10
			3.00	15-05-20	-600	Sell	18000	3.00
			2.80	12-06-20	-1200	Sell	16800	2.80
			2.70	26-06-20	-600	Sell	16200	2.70
			2.80	24-07-20	600	Buy	16800	2.80
			2.70	31-07-20	-600	Sell	16200	2.70
			2.80	14-08-20	600	Buy	16800	2.80
			1.60	21-08-20	-7200	Sell	9600	1.60
			0.50	11-09-20	-6600	Sell	3000	0.50
			1.60	25-09-20	6600	Buy	9600	1.60
			4.20	30-09-20	15600	Buy	25200	4.20
			3.00	09-10-20	-7200	Sell	18000	3.00
			3.10	16-10-20	600	Buy	18600	3.10
			3.90	30-10-20	4800	Buy	23400	3.90
			4.10	13-11-20	1200	Buy	24600	4.10
			4.30	18-12-20	1200	Buy	25800	4.30
			4.40	08-01-21	600	Buy	26400	4.40
			4.30	12-02-21	-600	Sell	25800	4.30
			4.40	12-03-21	600	Buy	26400	4.40
		26400	4.40	31-03-21	0		26400	4.40
3	NOPEA Capital Services Private Limited	0	0.00	31-03-20		Sell	0	0.00
			4.40	24-04-20	26400	Buy	26400	4.40
		26400	4.40	31-03-21	0		26400	4.40
4	Shah Mukesh kumar Babulal HUF	0	0.00	31-03-20		Sell	0	0.00
			2.90	24-04-20	17400	Buy	17400	2.90
		17400	2.90	31-03-21	0		17400	2.90
5	Niyati Jatin Mehta	0	0.00	31-03-20		Sell	0	0.00
			3.10	18-09-20	18600	Buy	18600	3.10
			2.70	05-03-21	-2400	Sell	16200	2.70
		16200	2.70	31-03-21	0		16200	2.70

6	Harsha Rajeshbhai Jhaveri	0	0.00	31-03-20		Sell	0	0.00
			1.30	09-10-20	7800	Buy	7800	1.30
			2.10	30-10-20	4800	Buy	12600	2.10
			2.40	12-03-21	1800	Buy	14400	2.40
		14400	2.40	31-03-21	0		14400	2.40
7	Sanjay Narendra Bansal	0	0.00	31-03-20		Sell	0	0.00
			1.19	21-08-20	7150	Buy	7150	1.19
			1.20	28-08-20	50	Buy	7200	1.20
			2.20	11-09-20	6000	Buy	13200	2.20
		13200	2.20	31-03-21	0		13200	2.20
8	Bharatiben Yogesh kumar Shah	0	0.00	31-03-20		Sell	0	0.00
			1.10	01-05-20	6600	Buy	6600	1.10
		6600	1.10	31-03-21	0		6600	1.10
9	S K Growth Fund Pvt Ltd	0	0.00	31-03-20		Sell	0	0.00
			1.00	25-09-20	6000	Buy	6000	1.00
		6000	1.00	31-03-21	0		6000	1.00
10	Bhavesh Kishorchandra Jobanputra	0	0.00	31-03-20		Sell	0	0.00
			3.70	16-04-20	22200	Buy	22200	3.70
			1.30	24-04-20	-14400	Sell	7800	1.30
			0.80	18-09-20	-3000	Sell	4800	0.80
		4800	0.80	31-03-21	0		4800	0.80

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(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of shares Pledged / encumbered to total shares	
1	Mr. Rajesh Admane	141665	33.3331	0	141665	23.6030	0	(9.73)
2	Mr. Jay Motghare	141665	33.3331	0	141665	23.6030	0	(9.73)
3	Mr. Kartik Shende	141664	33.3329	0	141664	23.6029	0	(9.73)
	Total	424994	100.00	0	424994	70.81	0	(29.19)

(vi) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	-	90,000.00	-	90,000.00
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
	-	90,000.00	-	90,000.00
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	-	-	-
Net Change	-	-	-	-

Indebtedness at the end of the financial year				
i. Principal Amount	-	90,000.00	-	90,000.00
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	-	90,000.00	-	90,000.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No	Particulars of Remuneration	Name of MD/ WTD/ Manager	Total Amount
1.	Remuneration	Mr. Jay Prakash Motghare	12,00,000.00

B. Remuneration to other Directors:

Sl. No	Particulars of remuneration	Name of Directors				
		Rajesh Admane	Kartik Shende	Manish Pande	Pradeep Thadani	Total
1	Executive Directors					
	• Fee for attending board committee meetings	0.00	0.00	0.00	0.00	0.00
	• Commission	0.00	0.00	0.00	0.00	0.00
	• Others, please specify	0.00	0.00	0.00	0.00	0.00
	Total (1)	0.00	0.00	0.00	0.00	0.00

2	Other Non-Executive Directors					
	• Fee for attending board committee meetings	12,000.00	12,000.00	25,500.00	6,000.00	55,500.00
	• Commission	11,94,000.00	11,94,000.00	0.00	0.00	23,88,000.00
	• Others, (Professional Fees)	6,000.00	6,000.00	0.00	0.00	12,000.00
	Total (2)	12,12,000.00	12,12,000.00	25,500.00	6,000.00	24,55,500.00
	Total (B) = (1+2)	12,12,000.00	12,12,000.00	25,500.00	6,000.00	24,55,500.00
	Total Managerial Remuneration	12,12,000.00	12,12,000.00	25,500.00	6,000.00	24,55,500.00
	Overall Ceiling as per the Act	25% of Net Profit Calculated as per Section 198	25% of Net Profit Calculated as per Section 198	-	-	-

C. Remuneration to key managerial personnel other than MD/MANAGER/WTD

Sl. No	Particulars of Remuneration	Name	Designation	Total Amount
1.	Remuneration	Mr. Atul Dhawad	Chief Financial Officer	4,77,500.00
2.	Remuneration	Mr. Apurv Hirde	Company Secretary	1,15,257.00
3.	Remuneration	Mr. Chandrakant Sukhdev Joge	Company Secretary	2,16,033.00
	Total			8,08,790.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made if any (give details)
A. Company					
Penalty			NONE		
Punishment					
Compounding					
B. Directors					
Penalty			NONE		
Punishment					
Compounding					
C. Other Officers in Default					
Penalty			NONE		
Punishment					
Compounding					

For and on behalf of the Board of Directors

Sd/-
Jay Prakash Motghare
Whole Time Director
DIN: 07559929

Sd/-
Kartik Eknath Shende
Non-Executive Director
DIN: 02627131

Date: 21/08/2021
Place: Nagpur

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ANNEXURE II

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	N.A.
c)	Duration of the contracts/arrangements/transaction	N.A.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
e)	Justification for entering into such contracts or arrangements or transactions'	N.A.
f)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	N.A.
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A.

2. Details of contracts or arrangements or transactions at Arm's length basis.

Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transaction	Duration of the contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board, if any:	Amount paid as advances, if any: (in rupees)
M/s Manisha Sales (Enterprise over which promoters are having significant influence)	Rent	Ongoing	-	Ongoing	-

For and on behalf of the Board of Directors

Sd/-

Jay Prakash Motghare

Whole Time Director

DIN: 07559929

Sd/-

Kartik Eknath Shende

Non-Executive Director

DIN:02627131

Date: 21/08/2021

Place: Nagpur

ANNEXURE III

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

POWER AND FUEL CONSUMPTION:

Details of Power & Fuel consumption Electricity:	2020-21	2019-20
a) Purchased Units	NIL	NIL
Total Amount		
Rate/Unit (Rs)		
b) Own Generation Units	NIL	NIL
Units per Liter of Diesel oil		
Cost/Unit		
c) Consumption per Unit of Production	NIL	NIL
(Production of various counts has been converted to standard count of 40's)		
Electricity Units per Kg.		

CONSUMPTION PER UNIT OF PRODUCTION

(Products with details per unit)

Electricity: Not Applicable

Furnace Oil: Not Applicable

Coal : Not Applicable

DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION

1. Research and Development (R & D)		Amount (Rs.)	
i.	Specific areas in which R & D carried out by the company	:	Nil
ii.	Benefits derived as a result of the above R & D	:	NA
iii.	Future Plan of action	:	NA
iv.	Expenditure on R & D		Nil

2. Technology Absorption, Adaptation and innovation		Amount (Rs.)	
i.	Efforts, in brief, made towards Technology absorption, adaptation and innovation	:	Nil
ii.	Benefits derived as result of the above efforts	:	Nil
iii.	Imported Technology	:	Nil

3. Particulars of foreign exchange earnings and outgo	Amount (Rs.)
---	--------------

There were no foreign exchange earnings during the year.

For and on behalf of the Board of Directors

Sd/-
Jay Prakash Motghare
Whole Time Director
DIN: 07559929

Sd/-
Kartik Eknath Shende
Non-Executive Director
DIN: 02627131

Date: 21/08/2021

Place: Nagpur

Annexure- IV

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

**[Pursuant to section 204 (1) of the Companies Act, 2013 and rule No. 9 of Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,
The Members of
Nirmitee Robotics India Limited
D3/2, MIDC Hingna, Nagpur,
(MS) India 440028

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by “Nirmitee Robotics India Limited” (formerly known as “Nirmitee Robotics India Private Limited” hereinafter called as company), secretarial audit was conducted in a manner that provide us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, paper, minutes, forms and returns and other records maintained by the Company and also the information provided by its officer, agents and authorized representative during the conduct of secretarial audit, I hereby report that in my opinion, the company has during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed thereunder and also that the company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made thereunder:

I have examined the books, paper, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable during the reporting period)**
- (v) The following Regulations and Guideline prescribe under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Share and Takeover) Regulation, 2011; **(Not applicable during the reporting period)**
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Guidelines, 2014; **(Not applicable during the reporting period)**
 - e) The Securities and Exchange board of India (Issue and Listing of Debt Securities) Regulation, 2008; **(Not applicable during the reporting period)**
 - f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, and dealing with the Client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Share) Regulations, 2009; **(Not applicable during the reporting period)**
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during the reporting period)**

- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(vi) Other Laws applicable to the Company;

As per the information provided by management, the Company has complied with all other laws as specifically applicable to it.

I have also examined the compliance with the applicable clause of following;

- I. Secretarial Standards issued by The Institute of Company Secretaries of India.
- II. The Listing Agreement entered into by the Company with BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above;

I further report that:

- The Company has paid Managerial Remuneration in excess of the limit as prescribed under the Companies Act, 2013 and as fixed by Special Resolution passed at the Fourth (04th) Annual General Meeting of the Company held on 30th September 2020.
- There was no Company Secretary in the Company as on 31st March 2021 as Mr. Chandrakant Joge had tendered his resignation on 08th March, 2021 from his office as Company Secretary cum Compliance Officer of the Company.

Note: Mr. Akhilesh Girish Mishra (Mem No: A65835) was appointed as Company Secretary cum Compliance Officer of the Company w.e.f. 05th June 2021.

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

- Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of Board of Directors or Committees of the Board, as the case may be.

I further report that during the audit period, no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. However, the Company got listed on the SME segment of BSE start up during the reporting period.

I further report that there are adequate systems and processes in the company that commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For M/s Avinash Gandhewar & Associates
Practicing Company Secretaries

Sd/-

CS Avinash Gandhewar
Proprietor

FCS. No: 11197

CP No: 16490

UDIN: F011197C000783639

Date: 13th August 2021

Place: Nagpur

“ANNEXURE A”
(To The Secretarial Audit Report)

To,
The Members of
Nirmitee Robotics India Limited
D3/2, MIDC Hingna, Nagpur,
(MS) India 440028

My report of even date is to be read along with this letter.

Management’s Responsibility:

1. Maintenance of Secretarial records is the responsibility of management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.

Auditor’s Responsibility:

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

For M/s Avinash Gandhewar & Associates

Practicing Company Secretaries

Sd/-

CS Avinash Gandhewar

Proprietor

FCS. No: 11197

CP No: 16490

UDIN: F011197C000783639

Date: 13th August 2021

Place: Nagpur



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Annexure-V

Particulars of Employees

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- I. Ratio of the remuneration of each Director to the median remuneration of Employees of the Company for the financial year 2020-21, the percentage increase in remuneration of Directors, Chief Financial Officer and Company Secretary during the financial year 2020-21.

S.N	Name of the Director / KMP and Designation	Remuneration of Director / KMP for FY 2020-21 (Incl: Non Ex Independent Director)	Remuneration of Director/ KMP for the FY 2019-20	% Increase (Decrease) in remuneration in the FY 2020-21	Ratio of Remuneration of each Director/ KMP to median remuneration of employees
1.	Jay Prakash Motghare (WTD)	12,00,000.00	6,00,000.00	100.00%	8.54:1
2.	Kartik E. Shende (Non Executive Director)	12,00,000.00	3,60,000.00	233.33%	8.54:1
3.	Rajesh Admane (Non Executive Director)	12,00,000.00	3,60,000.00	233.33%	8.54:1
4.	Manish Pande (Independent Director)	25,500.00	4,500.00	-	0.18:1
5.	Pradeep Thadani (Independent Director)	6,000.00	4,500.00	-	0.042:1

6.	Neelima Admane (Non-Ex Woman Director)	-	-	-	-
7.	Atul Dhwad (CFO)	4,77,500.00	40,000.00	-	3.40:1
8.	Apurv Hirde (Company Secretary)	1,15,257.00	30,083.00	-	0.82:1
9.	Chandrakant Joge (Company Secretary)	2,16,033.00	-	-	1.54:1

II. Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year – As stated above in item No. (I).

III. Percentage increase in the median remuneration of employees in the financial year-

The Median remuneration of employees was Rs. 1, 40,400/- during the year 2020-21 as compared to Rs. 1,20,000/- in the previous year. There is an increase of 17.00% in the median remuneration of employees due to increase in employees during the year under review.

IV. Number of permanent employees on the rolls of company –

The Company has 69 permanent employees on its rolls.

V. Affirmation that the remuneration is as per the remuneration policy of the company.

During the period under review, the Company has paid the managerial remuneration as per the Special Resolution passed at the previous Annual General Meeting of the Company. However, the Company has paid the managerial remuneration in excess of the limit as stipulated under Section 197 of the Companies Act, 2013 and as fixed by the Special Resolution passed in this regard.

- VI. The provisions of the Section 197 (12) of the Companies Act 2013 read with Rules 5 (2) and Rule 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 are not applicable to the Company.

For and on behalf of the Board of Directors

Sd/-

Jay Prakash Motghare

Whole Time Director

DIN: 07559929



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Annexure- VI

Management Discussion and Analysis Report

Industrial Structure and Developments:

Nirmitee Robotics India Limited, a BSE SME Startup Portal Registered Company (formerly known as Nirmitee Robotics India Private Limited) is the world's leading HVAC Air Duct Cleaning Company. No matter how small or how complex your HVAC Air Duct is, we are equipped and experienced to handle all kinds HVAC Air Duct Cleaning. We service Offices, Hotels, Convention Centers, Hospitals, Train and Bus Coaches, Aircraft and specialize in Buildings that house Sensitive Equipment, like Data Centres and Operation Theaters.

The total income of Company stood at Rs. 3, 52, 46,259/- in the current year as compared to Rs. 3, 27, 91,137/- in the previous year.

Opportunities and Threats:

Major Opportunities for the Company are as follows:

- Rise in new geographical markets of different cities of the India and all over the world.
- Increase in emerging technologies.
- Long experience of the promoters in the industry;
- We follow the Quality standards which are followed by leading companies working in the same segment.
- Track record of successful execution of projects.
- Experience across various Industry Vertical.

Major Threats/ Challenges to the Company are as follows:

- Technology dependency
- Integration with various technology
- Manpower retention
- Disruption and Uncertainty in business due to Covid-19 pandemic

Outlook:

The Management has considered the impact of Covid-19 on the business of Company.

Further, the Management is hopeful that Company will register even higher growth rate in future as the Corporate and social community is getting alert towards duct cleaning due to this unfortunate outbreak of Covid-19 pandemic. The Company is working rapidly and looking forward for opportunities to grab more and more business and develop its business activities in such a way by minimizing its risk of losing business through others, the positive results of which will be seen in the years to come.

Risk and Concerns:

The Company is exposed to risks due to sudden outbreak of Covid-19 pandemic which led to change in business policy of client Companies and establishments.

Further, increase in labour cost due to migration, higher levies, and change in Govt. Policies/ Laws of land, etc. may also affect profitability of the Company.

Internal Control System and their adequacy:

The Company has adequate and efficient internal control system, which provides protection to all its assets against loss from unauthorized use and ensures correct reporting of transactions. The internal control systems are further supplemented by internal audits carried out by the respective Internal Auditors of the Company and Periodical review by the management. The Company has put in place proper controls, which are reviewed at regular intervals to ensure that transactions are properly authorized, correctly reported and assets are safeguarded.

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Segment-wise or product-wise performance:

The Company is presently engaged in single segment of HVAC Air Duct Cleaning and the performance of Company for the financial year 2020-21 is summarized below:

Particulars	31/03/2021	31/03/2020
Revenue From Operations and Other Income	3,52,46,259.00	3,27,91,137.00
Net Profit/Loss before Interest, Depreciation and Tax	43,98,606.00	47,87,405.00
Less: Finance Cost	3,42,143.00	49,035.00
Net Profit/Loss before Depreciation and Tax	40,56,463.00	47,38,370.00
Less: Depreciation and amortization for the year	7,41,833.00	5,90,938.00
Net Profit/Loss before exceptional and extraordinary items and tax	33,14,630.00	41,47,432.00
Less: Exceptional Items	0.00	0.00
Profit before extraordinary items and tax	33,14,630.00	41,47,432.00
Less: Extraordinary Items	0.00	(2,17,944.00)
Profit before tax	33,14,630.00	43,65,376.00
Less: Tax Expenses		
i. Current tax expense	9,18,990.00	11,21,555.00
ii. Deferred tax Liability/(Assets)	1,01,453.00	(37,339.00)
iii. Tax for Earlier years	(18,973.00)	0.00
Profit/Loss for the period from continuing operations	23,13,160.00	32,81,160.00
Profit/Loss from discontinuing operations	0.00	0.00
Tax expense of discontinuing operations	0.00	0.00
Profit/Loss from discontinuing operations (after tax)	0.00	0.00
Profit/Loss transferred/adjusted to General Reserve	23,13,160.00	32,81,160.00
Basic earnings per equity share	3.85	7.72
Diluted earnings per equity share	3.85	1.51

Discussion on financial performance with respect to operational performance:

The company's financial performance during the financial year 2020-2021 has been considerably good. There has been slight decrease in a profit of the company as compared to previous year due to increase in Company's financial cost.

Further, the Management is hopeful that Company will register even higher growth rate in future as the Corporate and social community is getting alert towards duct cleaning due to this unfortunate outbreak of Covid-19 pandemic.

The Total income of the Company stood at Rs. 3, 52, 46,259/- (Rupees Three Crore Fifty Two Lakhs Forty Six Thousand Two Hundred and Fifty Nine Only) in the current year and Rs. 3, 27, 91,137/- (Rupees Three Crore Twenty Seven Lakhs Ninety One Thousand One Hundred and Thirty Seven Only) in the previous year. The Company made a net profit of Rs. 23,13,160/- (Rupees Twenty Three Lakhs Thirteen Thousand One Hundred and Sixty Only) for the year ended March 31, 2021 as compared to the net profit of Rs. 32,81,160/- (Rupees Thirty Two Lakhs Eighty One Thousand One Hundred and Sixty Only) in the previous year.

Material development in Human & Other Resources / Industrial Relations Front:

The Company considered their employees as the most important assets. The Company always believes in the ideology of team building and Employees welfare. The Company continues to empower its people and provide a stimulating professional environment to its officers to excel in their respective functional disciplines.

The industrial relations of the Company continue to remain harmonious and cordial with focus on improving productivity and quality.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore:

Ratio	FY 2020-21	FY 2019-20	Change %	Reason for change
Debtors Turnover	0.60	0.32	88%	Due to change in credit policy
Inventory Turnover	0.02	NA	NA	Due to efficient sales management
Interest Coverage Ratio	279.00	NA	NA	Company has borrowed the funds from bank.
Current Ratio	5	5	-4%	-

Debt Equity Ratio	0.164	0.706	-77%	Due to large equity base as compared to debt fund
Operating Profit Margin (%)	14.80%	14.97%	-1%	Slight decrease in margin due to increased cost
Net Profit Margin (%)	6.61%	10.06%	-34%	Company earned less profit due to increase in finance cost
Return on Net Worth	6.09%	54.79%	-89%	Due to increase in finance cost

Disclosure of Accounting Treatment:

In the Preparation of Financial Statements, Company has followed accounting principles generally accepted in India.

CFO Certification

To

The Board of Directors,

Nirmitee Robotics India Limited

In relation to the Audited Financial Accounts of the Company as at March 31st 2021, I hereby certify that:

(a) I have reviewed financial statements and the cash flow statement for the year ended March 31st, 2021 and that to the best of my knowledge and belief:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There is, to the best of my knowledge and belief, no transactions entered into by the Company during the year ended March 31st 2021, which is fraudulent, illegal or violative of the Company's code of conduct.

(c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps taken or proposed to be taken to rectify these deficiencies.

(d) I have indicated to the auditors and the Audit committee, wherever applicable:

(i) Significant changes in internal control over financial reporting during the year;

(ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

(e) Members of the board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management.

Sd/-

Date: 21/08/2021

Atul Dhawad

Place: Nagpur

Chief Financial Officer



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CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

[pursuant to clause 10 (i) of the Part C of Schedule V read with Regulation 34 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I have examined the relevant registers, records, forms, returns, representation and disclosures received from the Directors of “Nirmitee Robotics India Limited” having CIN L74999MH2016PLC284731 and having registered office at C/o Manisha Sales D 3/2, MIDC Hingna, Nagpur. (MS) India 440028 (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34 (3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No	Name of Director	DIN	Designation
1.	Mr. Jay Prakash Motghare	07559929	Whole Time Director
2.	Mr. Kartik Eknath Shende	02627131	Non- Ex Director
3.	Mr. Rajesh Narendra Admane	01504366	Non- Ex Director
4.	Mrs. Neelima Admane	08817410	Non- Ex Director
5.	Mr. Manish Tarachand Pande	08712019	Independent Director
6.	Mr. Pradeep Thadani	08611572	Independent Director

For M/s Avinash Gandhewar & Associates

Practicing Company Secretaries

Sd/-

CS Avinash Gandhewar

Proprietor

FCS: 11197

COP: 16490

UDIN: F011197C000783936

Date: 13th August 2021

Place: Nagpur

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Nirmitee Robotics India Limited

Opinion

We have audited the financial statements of Nirmitee Robotics India Limited, which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibility for Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease Operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls are applicable to Company as per Notification issued by MCA under Companies Act, 2013 which specified in Annexure B of the Audit Report.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2016, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For AMIT GHARLUTE & CO.
Chartered Accountants

Sd/-
CA. AMIT GHARLUTE
Proprietor
Membership No. 137851
Firm Reg. No.: 133252W
UDIN: 21137851AAAADH9144
Date: 05.06.2021, Nagpur

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

The Annexure referred to in our Independent Auditors’ Report to the members of the Company on the financial statements for the year ended 31 March 2021, we report that:

- i. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) As explained to us, fixed assets, according to the practice of the company, The Fixed Assets have been physically verified by the management in a phased manner, designed to, which in our opinion is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- c) The Title deeds of immovable properties are held in the name of the Company.
- ii. a) As explained to us, the inventories were physically verified at regular intervals by the management.
- b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification of stocks as compared to book records.

- iii. In respect of loans, secured or unsecured Loan granted by the company to Companies, firms or other relatives covered in Register under Section 189 of the Companies Act, 2013 according to the information and explanations given to us:
 - a) During the year, The Company has not granted any unsecured Loans to parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks.
- ix. Based upon the audit procedures performed and the information and explanations given by the management, during the year the company has not raised any money by way of Initial Public Offer. Accordingly the provisions of clause 3 (ix) of the Order are not applicable to the company.
- x. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi. Based upon the audit procedures performed and the information and explanations given by the management, it was observed that the managerial remuneration has been paid or provided in excess of limit as stipulated under Section 197 of the Companies Act, 2013 and as fixed by the special resolution passed at previous Annual General Meeting of the Company;
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- xiii. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For AMIT GHARLUTE & CO.
Chartered Accountants

Sd/-
CA. AMIT GHARLUTE
Proprietor
Membership No. 137851
Firm Reg. No.: 133252W
UDIN: 21137851AAAADH9144
Date: 05.06.2021, Nagpur

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE
ON THE STANDALONE FINANCIAL STATEMENTS OF NIRMITEE ROBOTICS
INDIA LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section
143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of NIRMITEE
ROBOTICS INDIA LIMITED as of 31-Mar-2021 in conjunction with our audit of the
standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal
financial controls. These responsibilities include the design, implementation and
maintenance of adequate internal financial controls that were operating effectively for
ensuring the orderly and efficient conduct of its business, including adherence to
company’s policies, the safeguarding of its assets, the prevention and detection of frauds
and errors, the accuracy and completeness of the accounting records, and the timely
preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls
over financial reporting based on our audit. We conducted our audit in accordance with
the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the
“Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be
prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to
an audit of internal financial controls, both applicable to an audit of Internal Financial
Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31-Mar-2021.

Nirmitee[©]
Innovation. Experience. Excellence

For AMIT GHARLUTE & CO.
Chartered Accountants

Sd/-
CA. AMIT GHARLUTE
Proprietor
Membership No. 137851
Firm Reg. No.: 133252W
UDIN: 21137851AAAADH9144
Date: 05.06.2021, Nagpur

NIRMITEE ROBOTICS INDIA LIMITED			
Balance Sheet as at 31st March, 2021			
	Particulars	Note No	
		Year ended	Year ended
		31-Mar-2021	31-Mar-2020
I.	EQUITY AND LIABILITIES		
1	Shareholder's Fund		
	(a) Share Capital	2	60,01,980
	(b) Reserves & Surplus	3	3,62,78,947
	Subtotal	(A)	4,22,80,927
2	Non Current Liabilities		
	(a) Long-term Borrowings	4	90,000
	(b) Other Non-current Liabilities	5	-
	(c) Deferred Tax Liability (Net)	11	40,391
	Subtotal	(B)	1,30,391
3	Current Liabilities		
	(a) Short term Borrowings	6	(29,734)
	(b) Trade Payables	7	59,299
	A: Total outstanding dues of MSME		2,50,964
	B: Total outstanding dues of Creditors other than MSME		-
	(c) Other Current Liabilities	8	49,18,782
	(d) Short Term Provisions	9	9,18,990
	Subtotal	(C)	60,59,001
	Total	(A+B+C)	4,84,70,319
II.	ASSETS		
1	Non Current Assets		
	(a) Property, Plant & Equipment	10	
	Tangible Assets		25,06,932
	Intangible Assets		50,342
	Capital Work in Progress		1,12,200
	(b) Deferred Tax Asset (Net)	11	-
	(c) Long Term Loans & Advances	12	1,37,85,341
	(d) Other Non-current Investments	13	-
	Subtotal	(D)	1,64,54,815
2	Current Assets		
	(a) Trade Receivables	14	2,10,24,407
	(b) Inventories		8,18,316
	(c) Cash and Bank Balance	15	35,60,124
	(d) Short Term Loans and Advances	16	1,09,912
	(e) Other Current Assets	17	65,02,746
	Subtotal	(E)	3,20,15,505
	Total	(D+E)	4,84,70,319

As per our report of even date attached hereto.

For and on behalf of the Board

For Amit Gharlute & Co.,
Chartered Accountants
FRN: 133252W

ATUL DHAWAD
CHIEF FINANCIAL OFFICER
PAN: AOYPD8411Q

JAY MOTGHARE
DIRECTOR
DIN 07559929

Amit P. Gharlute
Proprietor
M.No.137851
UDIN : 21137851AAAADH9144
Place : Nagpur
Date : 05th June, 2021

KARTIK EKNATH SHENDE
DIRECTOR
DIN 02627131

NIRMITEE ROBOTICS INDIA LIMITED				
Profit and Loss Statement for the Period ended 31st March, 2021				
	Particulars	Note No	Year Ended 31-Mar-2021	Year Ended 31-Mar-2020
I	Revenue from Services	18	3,50,00,423	3,26,05,276
II	Other Income	19	2,45,836	1,85,861
III	Total Revenue (I + II)		3,52,46,259	3,27,91,137
IV	Expenses :-			
	Change in Stock		(8,18,316)	-
	Employee Benefits Expenses	20	1,10,71,264	1,06,17,272
	Financial Expenses	21	3,42,143	49,035
	Depreciation and Amortisation Expenses	22	7,41,833	5,90,938
	Other Operating Expenses	23	2,05,94,704	1,73,86,460
	Total Expenses		3,19,31,628	2,86,43,706
V	Profit Before Exceptional & Extraordinary Items & tax (III - IV)		33,14,630	41,47,432
VI	Exceptional Items		-	
VII	Profit Before Extraordinary Items & Tax (V - VI)		33,14,630	41,47,432
VIII	Extraordinary Items		-	(2,17,944)
IX	Profit Before Tax (VII + VIII)		33,14,630	43,65,375
X	Tax Expenses			
	(1) Current Tax		9,18,990	11,21,555
	(2) Deferred Tax		1,01,453	(37,339)
	(3) Previous Years Tax		(18,973)	-
XI	Balance Carried Forward to Balance Sheet (IX - X)		23,13,160	32,81,160
XII	Earnings per equity share:			
	(1) Basic		3.85	7.72
	(2) Diluted		3.85	1.51
As per our report of even date attached hereto.			For and on behalf of the Board	
For Amit Gharlute & Co., Chartered Accountants FRN: 133252W				
Amit P. Gharlute Proprietor M.No.137851 UDIN : 21137851AAAADH9144 Place : Nagpur Date : 05th June, 2021			ATUL DHAWAD CHIEF FINANCIAL OFFICER PAN: AOYPD8411Q JAY MOTGHARE DIRECTOR DIN 07559929 KARTIK EKNATH SHENDE DIRECTOR DIN 02627131	

NIRMITEE ROBOTICS INDIA LIMITED		
Cash Flow Statement for the Period ended 31st March, 2021		
(in Rs.)		
Particulars	For the Year ended March 31, 2021	For the year ended March 31, 2020
Cash Flow From Operating Activities		
Net Profit Before Tax	33,14,630	43,65,376
Adjustments for :		
Depreciation/Amortisation	7,41,833	5,90,938
Extraordinary Items	-	(2,27,572)
Interest Received	(2,23,871)	(1,82,340)
Finance cost	3,42,143	49,035
Operating Profit Before Working Capital Adjustment	41,74,735	45,95,437
Adjustment for Changes in Working Capital		
Trade and other payable	(10,58,971)	7,18,086
Short term Borrowings	(89,033)	59,299
Short-term provisions	(2,02,566)	5,65,070
Other Current Liabilities	32,69,979	(1,62,710)
Trade and other Recievables	(1,06,16,878)	58,48,226
Change in Stock	(8,18,316)	
Long Term Loans & Advances	(97,23,037)	(20,80,208)
Short Term Loans & Advances	1,22,998	5,29,838
Other Current Assets	(23,62,297)	(33,99,711)
Cash Flow Generated from Operations	(1,73,03,385)	66,73,327
Taxes for the Period	9,18,990	11,21,555
Previous year Tax	(18,973)	
Net Cash flow from Operating activities (A)	(1,82,03,402)	55,51,772
Cash Flow From Investing Activities		
(Purchase)/Sale of Fixed Assets	(8,34,449)	(4,13,922)
Changes in Capital WIP	(1,12,200)	(7,36,727)
Sale of Investment	-	-
Interest Received	2,23,871	1,82,340
Net Cash Flow from Investing Activites (B)	(7,22,778)	(9,68,310)
Cash Flow From Financing Activities		
Proceeds from Share Capital	1,49,12,000	19,99,980
Long-term Borrowings	-	(7,00,000)
Finance cost	(3,42,143)	(49,035)
Net Cash Flow From Financing Activities (C)	1,45,69,857	12,50,945
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B +C)	(43,56,322)	58,34,408
Cash & Cash equivalent at the beginning of the year	79,16,447	20,82,039
Cash & Cash Equivalent at the end of the year	35,60,124	79,16,447

Cash and cash equivalents comprises of :

Particulars	As On March 31, 2021	As on March 31, 2020
Cash-in-Hand	27,702	41,938
Balance with Banks	6,46,468	49,07,518
Balance with Banks to the extent held as margin money or security against the borrowings, guarantees, other commitments	28,85,953	29,66,991
Total	35,60,124	79,16,447

As per our report of even date attached hereto.

For and on behalf of the Board

For Amit Gharlute & Co.,
Chartered Accountants
FRN: 133252W

ATUL DHAWAD
CHIEF FINANCIAL OFFICER
PAN: AOYPD8411Q

JAY MOTGHARE
DIRECTOR
DIN 07559929

Amit P. Gharlute
Proprietor
M.No.137851
UDIN : 21137851AAAADH9144
Place : Nagpur
Date : 05th June, 2021

KARTIK EKNATH SHENDE
DIRECTOR
DIN 02627131

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Innovation. Experience. Excellence

Nirmitee Robotics India Limited:

a. Significant Accounting Policies

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles (GAAP) in India under the historical cost convention on accrual basis. GAAP comprises mandatory Accounting Standards as prescribed under section 133 of Companies Act, 2013 ('the Act') read with rule 7 of Companies (Accounts Rules), 2014, the provisions of the Act (to the extent notified). Accounting policies have been consistently applied except where newly issued Accounting Standard is initially adopted or a revision of an existing Accounting Standard requires change in accounting policy hitherto in use.

b. Revenue Recognition:

- (i) Revenue is recognised when service is performed. Company is followed Proportionate Completion Method for recognizes of revenue. Hence the service completion consists of the execution of more than one service and Revenue is recognized with the completion of each such service.
- (ii) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Interest income is included under the head 'Other income' in the statement of profit and loss.
- (iii) Company has changed accounting policy for Service receipt from grossed up (includes taxes) to net service receipt (without taxes).

c. Employees Retirement Benefits:

i. Provident Fund

Provident fund is a defined contribution plan covering eligible employees. The Company and the eligible employees make a monthly contribution to the provident fund. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The Company has no obligation, other than the contribution payable to the provident fund.

d. Use of Estimates

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. Example of such estimates include provision for doubtful debts, employee benefits, provision for income taxes, accounting for contract costs expected to be incurred, the useful lives of depreciable Plant, Property & Equipment and provisions for impairment. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future Years.

e. Tangible Assets

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by the Management. The Company depreciates property, plant and equipment over their estimated useful lives using the written down value method, considering a salvage value of 5%. The estimated useful lives of assets are as follows:

Asset Estimated useful life

Plant & equipment	-	15 years
Office equipment	-	5 years
Tools	-	3 years
Computers and IT equipment	-	3 years
Furniture & fittings	-	10 years

Depreciation methods, useful lives and residual values are reviewed Yearically, including at each financial year end. Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in net profit in the Statement of Profit and Loss when incurred. Depreciation is charged from the time asset is available for use.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss.

Intangible Assets

The cost of an intangible asset comprises its purchase price, including any other taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use. Directly attributable expenditure includes, for example, professional fees for legal services. Any trade discounts and rebates are deducted in arriving at the cost.

Capital Work In Progress

As per AS 26, Research and development expenses are transferred under Work In Processes of during the year 2020-21 of amount Rs.1,27,500/- and capitalised fixed assets Rs.14,26,121/- after met recognition criteria to generate future economic benefit.

f. Depreciation and Amortisation

- (i) Assets are depreciated under the written down method over the useful life of the assets prescribed in Schedule II to The Companies Act, 2013.
- (ii) Depreciation on addition/deletion of Plant, Property & Equipment made during the year is provided on pro-rata basis from/up to the date of such addition/deletion as the case may be.

g. Impairment

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset's net selling price and value in use.

In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and risks specific to the asset.

Reversal of impairment loss is recognised immediately as income in the statement of profit and loss.

h. Provision For Taxation

Provision for current tax is made after taking into consideration benefits admissible under the provisions of Income Tax Act 1961. Deferred Tax resulting from "Timing Difference" between the book and taxable profit is accounted for using the tax rates and tax laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is reasonable certainty that the asset will be realized in future.

i. Earning Per Share

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the Year. Diluted earnings per share is computed by dividing weighted average number of equity shares considered for deriving basic earning per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Bonus shares are included while calculating Basic Earning per shares which is issued on 04-02-2020 and also included the same for calculation for diluted earning per shares.

j. Cash Flow Statement

Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financial cash flows. The cash flows from operating, investing and financing activities of the Company is segregated.

k. Extraordinary Item

Listing Expenses and Initial Public Offer Expenses are written off over the five years (1/5 Per year).



NIRMITEE ROBOTICS INDIA LIMITED			
Notes on Financial Statements as at 31st March, 2021			
(in Rs)			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
SHAREHOLDER'S FUNDS			
SHARE CAPITAL	2		
Authorised Capital:			
6,65,000 Equity Shares of INR 10/- Each		66,50,000	66,50,000
20,00,000 Preference Shares of INR 10/- Each		2,00,00,000	2,00,00,000
Total		66,50,000	66,50,000
Issued, Subscribed & Fully Paid up Capital:			
6,00,198 Equity Shares of INR 10/- Each [Previous Year 4,24,998 shares]		60,01,980	42,49,980
Nil [Previous year 17,50,000 Preference Shares of INR 10/- Each]		-	1,75,00,000
Total		60,01,980	2,17,49,980
Particulars of the Shareholders holding more than 5% Shares	No. of Shares (%)	No. of shares held As at March 31, 2021	No. of shares held As at March 31, 2020
Rajesh Admane	23.60	1,41,665	1,41,665
Jay Motghare	23.60	1,41,665	1,41,665
Kartik Shende	23.60	1,41,664	1,41,664
Total		4,24,994	4,24,994
Reconciliation of the number of Shares		As at March 31, 2021	As at March 31, 2020
		Number of shares	Number of shares
Equity Shares of INR 10/- face Value			
Opening Balance		4,24,998	15,000
Shares issued during the year		1,75,200	4,09,998
Closing Balance		6,00,198	4,24,998
Terms/Right attached the equity shares: The company has one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share.			
Preference Shares :-			
Particulars of the Shareholders holding more than 5% Shares	No. of Shares (%)	No. of shares held As at March 31, 2021	No. of shares held As at March 31, 2020
Kartik Shende	100%	-	17,50,000
Total		-	17,50,000

		As at March 31, 2021	As at March 31, 2020
<u>Reconciliation of the number of Shares</u>		Number of shares	Number of shares
Preference Shares of INR 10/- face Value			
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
Opening Balance		17,50,000	7,50,000
Shares issued during the year		-	10,00,000
Redeemed Shares		17,50,000	-
Closing Balance		-	17,50,000
Terms/Right attached the Preference Shares: The company also has one class of preference share having a par value of Rs. 10/- per share. Voting right of preference shares shall be carried as per provision of 47(2) of the Companies Act' 2013. The preference shares will carry non cumulative dividend right. The conversion of every preference shares of face value Rs.10 entitlement will be 1 equity share of face value Rs.10 each			
<u>RESERVES & SURPLUS</u>	3		
(a) Share Premium Account		3,06,60,000	-
(b) Profit & Loss Account			
As per last Balance Sheet		33,05,787	21,24,627
Add :-Profit as per profit & loss A/c		23,13,160	32,81,160
Less:- Bonus Shares issued during the year		-	21,00,000
Total		3,62,78,947	33,05,787

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Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<u>NON CURRENT LIABILITIES</u>	4		
LONG TERM BORROWINGS			
Unsecured			
(e) Loans and advances from related parties			
Loan from Directors		90,000	90,000
Total		90,000	90,000
<u>OTHER NON CURRENT LIABILITIES</u>	5		
Total		-	-
<u>CURRENT LIABILITIES</u>			
<u>SHORT TERM BORROWINGS</u>	6		
Loan from Directors		-	59,299
IDBI Bank (CC Account)		(29,734)	-
Total		(29,734)	59,299
<u>TRADE PAYABLES (Refer list no. 1)</u>	7		
A: Total outstanding dues of MSME		2,50,964	13,09,934
B: Total outstanding dues of Creditors other than MSME		-	-
Total		2,50,964	13,09,934
<u>OTHER CURRENT LIABILITIES</u>	8		
Expenses Payable (Refer list no. 2)		49,18,782	16,48,803
Total		49,18,782	16,48,803
<u>Short Term Provisions</u>			
Provision for Income Tax	9	9,18,990	11,21,555
Total		9,18,990	11,21,555
<u>DEFERRED TAX Liability (NET)</u>	11		
Deferred Tax Liability			
Due to timing difference of Depreciation on Fixed Assets		1,01,453	(61,062)
Less :			
Deffered Tax Liabilities		(61,062)	-
Total		40,391	(61,062)

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<u>LONG TERM LOAN & ADVANCES</u>	12		
i) Security Deposit, considered good		1,37,85,341	40,62,305
Total		1,37,85,341	40,62,305
<u>OTHER NON CURRENT INVESTMENTS</u>	13		
		-	-
Total		-	-
<u>CURRENT ASSETS (Refer list no. 3)</u>			
Trade Recievables - Unsecured, considered good	14		
- Debt Outstanding for the Year more than 6 Months		3,95,113	1,28,982
- Others		2,06,29,294	1,02,78,546
Total		2,10,24,407	1,04,07,528
<u>CASH AND BANK BALANCE</u>	15		
Cash on Hand		27,702	41,938
Balance with Banks (Refer list no. 4)		6,46,468	49,07,518
Other Bank Balances		-	-
Balance with Banks to the extent held as margin money or security against the borrowings, guarantees, other commitments		28,85,953	29,66,991
Total		35,60,124	79,16,447
<u>SHORT TERM LOANS AND ADVANCES</u>	16		
<u>Unsecured, considered good</u>			
Salary Advance		67,674	1,48,674
Site Advances		17,237	84,236
Advance with Creditors		25,000	-
Total		1,09,912	2,32,910
<u>OTHER CURRENT ASSETS</u>	17		
Accrued Interest on FDR		2,46,940	1,78,935
Income Tax Receivable (FY2019-20)		6,05,350	-
Advance Tax		1,00,000	9,50,000
TDS Deducted (FY2020-21)		5,55,159	7,57,932
Deferred Revenue Expenditure		41,99,859	14,71,220
Preliminary Expenses		1,04,408	96,310
Rent Deposit		2,33,200	2,10,000
Other Deposits		4,57,830	4,76,052
Total		65,02,746	41,40,449

NIRMITEE ROBOTICS INDIA LIMITED		
Notes on Financial Statements for the Year ended 31st March, 2021		
(in Rs)		
Revenue from Operations (Note - 18)		
Particulars	31-Mar-21	31-Mar-20
Revenue from Operations	3,50,00,423	3,26,05,276
Total	3,50,00,423	3,26,05,276
Other Income (Note - 19)		
Particulars	31-Mar-21	31-Mar-20
Interest on Bank Deposits	2,23,871	1,82,340
Discount	1,965	3,521
Transportation charges Received	20,000	-
Total	2,45,836	1,85,861
Change in Inventory (Note - 19)		
Particulars	31-Mar-21	31-Mar-20
Opening Stock	-	-
Closing Stock (as certified by Management)	8,18,316	-
Total	8,18,316	-
Employee's Benefit Expenses (Note - 20)		
Particulars	31-Mar-21	31-Mar-20
Salaries and wages	1,03,89,935	84,01,075
Employees' Provident Fund	4,28,872	4,24,553
Incentives Paid	5,521	15,82,603
Employee's State Insurance Scheme	2,14,934	2,09,041
Staff Welfare Expenses	32,002	-
Total	1,10,71,264	1,06,17,272
Finance Expenses (Note - 21)		
Particulars	31-Mar-21	31-Mar-20
Bank Charges & Interest	3,42,143	49,035
Total	3,42,143	49,035
Depreciation & Amortization Expenses (Note - 22)		
Particulars	31-Mar-21	31-Mar-20
Depreciation for the year (Refer Note 10)	7,41,833	5,90,938
Total	7,41,833	5,90,938
Other Expenses (Note - 23)		
Particulars	31-Mar-21	31-Mar-20
Audit Fees	1,80,000	1,40,000
Material & Consumable Expenses	65,04,537	29,43,819
Site Expenses	62,04,602	35,62,860
Liquidity Damages Charges	5,529	2,25,000
Testing Charges	-	22,650
Research & Development Expenses	9,47,541	33,22,010
Marketing & Business Promotion expenses	3,06,160	11,82,240
Rent Paid	-	10,10,884
Repairs & Maintanance	43,036	71,704
Insurance	77,256	79,788
Duties & Taxes	2,76,391	11,645
Legal Expenses	39,900	-
Professional Charges	4,97,040	3,11,968
Conveyance Expenses	-	91,417
Office Expenses	-	64,266



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Printing & Stationery	76,301	3,60,768
Advertisement Expenses	3,75,852	1,36,036
Telephone Charges	34,169	78,193
Sitting fees	57,000	-
Postage & Couriers	1,26,636	82,448
Registration & Renewal Charges	1,79,109	2,06,320
Tender Document Fees	-	44,617
Preliminary Expenses Written off	12,07,705	4,17,161
Commission	34,55,915	15,43,258
Travelling Exp.	-	14,77,209
Miscellaneous Expenses	25	199
Total	2,05,94,704	1,73,86,460

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NIRMITEE ROBOTICS INDIA LIMITED		
Notes on Financial Statements for the Year ended 31st March, 2021		
(in Rs)		
Revenue from Operations (Note - 18)		
Particulars	31-Mar-21	31-Mar-20
Revenue from Operations	3,50,00,423	3,26,05,276
Total	3,50,00,423	3,26,05,276
Other Income (Note - 19)		
Particulars	31-Mar-21	31-Mar-20
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Total	2,45,836	1,85,861
Change in Inventory (Note - 19)		
Particulars	31-Mar-21	31-Mar-20
Opening Stock	-	-
Closing Stock (as certified by Management)	8,18,316	-
Total	8,18,316	-
Employee's Benefit Expenses (Note - 20)		
Particulars	31-Mar-21	31-Mar-20
Salaries and wages	1,03,89,935	84,01,075
Employees' Provident Fund	4,28,872	4,24,553
Incentives Paid	5,521	15,82,603
Employee's State Insurance Scheme	2,14,934	2,09,041
Staff Welfare Expenses	32,002	-
Total	1,10,71,264	1,06,17,272
Finance Expenses (Note - 21)		
Particulars	31-Mar-21	31-Mar-20
Bank Charges & Interest	3,42,143	49,035
Total	3,42,143	49,035
Depreciation & Amortization Expenses (Note - 22)		
Particulars	31-Mar-21	31-Mar-20
Depreciation for the year (Refer Note 10)	7,41,833	5,90,938
Total	7,41,833	5,90,938
Other Expenses (Note - 23)		
Particulars	31-Mar-21	31-Mar-20
Audit Fees	1,80,000	1,40,000
Material & Consumable Expenses	65,04,537	29,43,819
Site Expenses	62,04,602	35,62,860
Liquidity Damages Charges	5,529	2,25,000
Testing Charges	-	22,650
Research & Development Expenses	9,47,541	33,22,010
Marketing & Business Promotion expenses	3,06,160	11,82,240
Rent Paid	-	10,10,884
Repairs & Maintenance	43,036	71,704
Insurance	77,256	79,788
Duties & Taxes	2,76,391	11,645
Legal Expenses	39,900	-
Professional Charges	4,97,040	3,11,968
Conveyance Expenses	-	91,417
Office Expenses	-	64,266



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Printing & Stationery	76,301	3,60,768
Advertisement Expenses	3,75,852	1,36,036
Telephone Charges	34,169	78,193
Sitting fees	57,000	-
Postage & Couriers	1,26,636	82,448
Registration & Renewal Charges	1,79,109	2,06,320
Tender Document Fees	-	44,617
Preliminary Expenses Written off	12,07,705	4,17,161
Commission	34,55,915	15,43,258
Travelling Exp.	-	14,77,209
Miscellaneous Expenses	25	199
Total	2,05,94,704	1,73,86,460


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NIRMITEE ROBOTICS INDIA LIMITED
DEPRECIATION SCHEDULE
DEPRECIATION AS PER COMPANIES ACT 2013 REVISED SCHEDULE II

NOTE 10- FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	Opening Balance	Additions during the Year	Deductions/ Transfers during the	Closing Balance	Accumulated Depreciation	Addition During the year	Closing Balance	Value as on 31st March' 2021	Value as on 31st March' 2020
A) TANGIBLE ASSETS -									
Furniture & Fixture	1,56,144	-		1,56,144	72,488	21,883	94,131	62,013	83,676
Plant and Machinery	38,45,488	7,51,997	-	45,97,483	17,86,926	5,81,487	23,68,413	22,29,050	20,58,541
Office Equipment	86,507	31,182	-	1,17,689	49,910	9,783	59,673	58,016	36,598
Computer and Computer Peripherals	5,52,434	51,270	-	6,03,705	3,43,758	1,02,094	4,45,852	1,57,852	2,08,676
Total (A)	46,40,552	8,34,449	-	54,75,000	22,53,062	7,15,007	29,68,069	25,06,932	23,87,490
B) INTANGIBLE ASSETS -									
Robot Technology (VNIT) & Patent	2,46,000	-	-	2,46,000	1,81,252	25,448	2,06,698	39,302	64,748
Patent*	13,800	-		13,800	1,380	1,380	2,760	11,040	12,420
Total (B)	2,59,800	-	-	2,59,800	1,82,632	26,826	2,09,458	50,342	77,168
C) CAPITAL WIP -									
Patent	-	1,27,200	15,000	1,12,200	-	-	-	1,12,200	-
Total (C)	-	1,27,200	15,000	1,12,200	-	-	-	1,12,200	-
Total (A+B+C)	49,00,352	9,61,649	15,000	58,47,000	24,35,694	7,41,833	31,77,527	26,69,474	24,64,658

*Note - Patent Rs13,800 would be amortised over 10 year.

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Particulars	List No.	31st March, 2021	31st March, 2020
<u>TRADE PAYABLES</u>	1		
Bigshare Services Private Limited		36,465	-
Easy Go Travels, Gandhidham, Gujrat		53,690	27,812
Laptop Zone & Computers		944	-
Patentone IP Services		(8,797)	-
Pickarta Adverstising		36,371	-
Shrawani Photo Studio		5,800	-
Siddhesh Communications		1,26,491	-
Aryaman Financial Services Ltd.			1,87,000
Bajrang Engineering			1,49,077
CS Avinash P. Gandhewar, Nagpur			20,850
Five Star Trading Co.			21,299
Introtech Management Services Pvt. Ltd.			7,70,510
Microvision Calibration Services India Pvt. Ltd.			2,623
Peekay Air Filter Pvt. Ltd.			354
Rahul Trading			20,448
Robosoft			17,262
Shakti Healthcare impex			58,824
UCN Fibernet Pvt. Ltd.			1,475
Vijaywargi Khabiya & Saoji			32,400
Total		2,50,964	13,09,934
<u>Expenses Payable</u>	2		
Salary Payable		7,66,529	8,20,978
Rent Payable		1,00,600	1,43,400
Audit Fees Payable		1,80,000	1,40,000
TDS Payable		25,842	2,04,413
Provident Fund Payable		65,610	23,223
ESIC Payable		4,928	22,559
Profession Tax Payable		11,125	-
GST Payable		24,23,111	1,69,142
Commission Payable		11,54,250	1,25,088
Employee Advance		1,86,788	-
Total		49,18,782	16,48,803

TRADE RECEIVABLES	3		
Secured & considered goods:-			
a) Trade receivables outstanding for a Year more than six months from the date they are due for payment			
Deputy Chief Electrical Engineer, Tiruchirappalli		-	22,762
Cadila Healthcare		13,382	-
Municipal Corp Mumbai		2,75,511	-
South Western Railway, Hubli (GST Retention)		1,06,220	1,06,220
Total		3,95,113	1,28,982
b) Others			
South Western Railway Hubli		-	16,20,006
Municipal Corp Mumbai		98,299	2,75,511
Cadila Healthcare		-	2,72,982
Eastern Railway Liluah 2		-	13,93,091
Eastern Railway Liluah 3		35,81,082	-
South Central Railway, Lallaguda		-	12,25,599
South Western Railway, Mysore		-	8,45,366
Northern Railway Alambagh		9,61,723	12,32,277
MSEB Holding Company Ltd.		-	12,83,038
Western Railway, Lower Parel		12,14,047	21,30,679
Maharashtra State Power Generation Co. Ltd. Koyana		63,71,386	
Masco India		33,040	
North Eastern Railway, Gorakhpur		18,12,987	
North Western Railway, Jodhpur		3,51,197	
NTPC Limited		5,80,371	
NTPC-SAIL Power Company Limited		8,21,280	

South Eastern Railway Kharagpur		28,39,259	
Southern Railway, Perambur		14,52,422	
Tacho Ventures		5,12,200	
Total		2,10,24,407	1,04,07,531
<u>BALANCE WITH BANK</u>	4		
Axis Bank Account (3702)		-	1,12,052
Axis Bank		-	1,16,651
IDBI Bank Ltd, Nagpur		5,12,187	46,66,832
IDBI Parking Account		11,298	11,983
IDBI Bank Ltd, Nagpur(19716)		1,08,503	-
Union Bank of India		14,481	-
Total		6,46,468	49,07,518



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NIRMITEE ROBOTICS (I) PVT LTD
DEPRECIATION SCHEDULE (I)
AS PER INCOME TAX ACT
1-Apr-2020 to 31-Mar-2021

Particulars of Fixed Assets	Opning WDV 2019- 20	Add. Before 30/09/20	Add. After 30/09/20	Rate of Dep.	Dep. On Opening 01/04/20	Dep. Before 03/10/20	Dep. After 03/10/20	Total Depreciation Charge	Closing WDV 2020-21
Furniture & Fixture	1,939	-	-	10.00%	194	-	-	194	1,745
Furniture & Fixture	97,065	-	-	10.00%	9,706	-	-	9,706	87,358
Ladder	4,038	-	-	10.00%	404	-	-	404	3,634
Trunk	2,078	-	-	10.00%	208	-	-	208	1,870
Wooden Cabinet	4,801	-	-	10.00%	480	-	-	480	4,321
Mobot MJ-01	27,102	-	-	15.00%	4,065	-	-	4,065	23,037
Mobot MJ-02	60,887	-	-	15.00%	9,133	-	-	9,133	51,754
Mobot MJ-03	27,339	-	-	15.00%	4,101	-	-	4,101	23,238
Mobot MJ-04	28,889	-	-	15.00%	4,333	-	-	4,333	24,556
Mobot MJ-05	28,129	-	-	15.00%	4,219	-	-	4,219	23,910
Mobot MJ-06	42,573	-	-	15.00%	6,386	-	-	6,386	36,187
Tool Kit & Accessories	11,169	-	-	15.00%	1,675	-	-	1,675	9,494
Computer & peripherals	2,11,287	-	-	40.00%	84,515	-	-	84,515	1,26,772
Laptop	-	36,864	-	40.00%	-	14,746	-	14,746	22,118
Office Equipment	43,553	-	-	15.00%	6,533	-	-	6,533	37,020
Plant & Machinery	12,57,306	-	-	15.00%	1,88,596	-	-	1,88,596	10,68,710
Robot Equipment	-	-	-	15.00%	-	-	-	-	-
Cooler	9,725	-	-	15.00%	1,459	-	-	1,459	8,266
Patent	13,650	-	-	25.00%	3,413	-	-	3,413	10,238
Robot Technology (VNIT)	99,000	-	-	25.00%	24,750	-	-	24,750	74,250
R&D Plant & machinery- Drive	7,203	-	-	15.00%	1,081	-	-	1,081	6,123
R & D Plant & Machinery	-	-	7,44,794	15.00%	-	-	55,860	55,860	6,88,934
AC	-	-	31,182	10.00%	-	-	1,559	1,559	29,623
Laptop	-	36,864	0	40.00%	-	14,746	-	14,746	22,119
TAB	-	-	14,406	40.00%	-	-	2,881	2,881	11,525
New Patent Register- WIP	-	-	51,150	-	-	-	-	-	51,150
New Patent Register- WIP	-	-	61,050	-	-	-	-	-	61,050
Grand Total	19,77,732	73,728	9,02,581		3,55,251	29,491	60,300	4,45,042	25,09,000

NIRMITEE ROBOTICS INDIA LIMITED

Notes on Financial Statements for the Year ended 31st March, 2021

(` in INR)

24. Additional information under Schedule III of Companies Act, 2013			
Particulars	For the Year ended March 31, 2021		For the year ended March 31, 2020
Foreign Currency Outgo	NIL		NIL
Foreign Currency Earnings	NIL		NIL

25. As per information available with the company, Sundry Creditors do not include any amount payable to suppliers, being Medium & Small Scale Industries as defined under Micro, Small and Medium Enterprises Development Act 2006, in amount exceeding Rupees One Lakhs in aggregate and outstanding for a Year in excess of more than 30 days.

26. RELATED PARTY DISCLOSURES :

A) List of Related Parties

<u>(i) Parties where control exists</u>	For the Year ended March 31, 2021	For the year ended March 31, 2020
(i) Key Management Personnel & their Relatives	1. Mr. Jay Motghare (Director)	1. Mr. Jay Motghare (Director)
<u>(ii) Individuals having significant influence (other than (i) above) & their relatives</u>	1. Mr. Rajesh Admane (Director) 2. Mr. Kartik Shende (Director) 3. Mr. Sudarshan Shende	1. Mr. Rajesh Admane (Director) 2. Mr. Kartik Shende (Director) 3. Mr. Sudarshan Shende
<u>(iii) Associates / Enterprises over which any person described in (i) and (ii) is able to exercise significant influence</u>	1. Manisha Sales 2. Nirmitee Engineers 3. Ozone Research and Applications (India) Private Limited 4. Vithoba Industries Pvt Ltd	1. Manisha Sales 2. Nirmitee Engineers 3. Ozone Research and Applications (India) Private Limited 4. Vithoba Industries Pvt Ltd

<u>B) Transactions with Related Parties as mentioned in point (i), (ii) and (iii) above</u>	For the Year ended March 31, 2021		For the Year ended March 31, 2020
<u>(i) Expenditure</u>	Name of Party	Amount(Rs)	Amount(Rs)
1. Remuneration	Mr. Jay Motghare	1,200,000	600,000
2. Professional Fees	Mr. Rajesh Admane Mr. Kartik Shende	6,000 6,000	360,000 360,000
3. Reimbursement	Mr. Jay Motghare Mr. Kartik Shende	235,577 17,930	1,965,695 74,289
4. Rent	Manisha Sales	240,000	105,000
5. Commission	Mr. Jay Motghare Mr. Rajesh Admane Mr. Kartik Shende	- 1,194,000 1,194,000	756,000 - -
6. Sitting Fees	Mr. Rajesh Admane Mr. Kartik Shende	12,000 12,000	- -
<u>(ii) Outstanding Expense</u>			
1. Reimbursement	Mr. Jay Motghare Mr. Kartik Shende	25,120 -	4,097 140,000
<u>(iii) Refundable security deposit received back</u>			
1. Deposit	Nirmitee Engineers	-	15,000
2. Rent Deposit	Manisha Sales	10,000,000	-
<u>(iv) Financial & Investments</u>			
Outstanding Loan	Mr. Rajesh Admane	90,000	90,000

31: Payment to Auditors

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
For Audit Fees	60,000	60,000

27. As per the Management, there is no business or geographical Reportable Segment.

28. Previous Year figures are re-grouped/reclassified wherever necessary to confirm to the current year presentation.