

NOTICE**Date:** 19th May 2022

To,

The Directors

NIRMITEE ROBOTICS INDIA LIMITED

Notice is hereby given that the Meeting of the Board of Directors [BM: 04/2022-23] of the Company is scheduled to be held on Saturday 28th May, 2022 at 03:00 PM at the Registered Office of the Company situated at D3/2, MIDC Hingna, Nagpur, Maharashtra, India 440028 to discuss and transact the following business:-

Sr. No.	Item	Annexure
1.	To appoint a Chairman of the Meeting in case of absence of Designated Chairman.	-
2.	To confirm the quorum of meeting.	-
3.	To grant leave of absence, if any.	-
4.	To confirm, approve and sign the minutes of previous meeting of Board of Directors held on 27 th April 2022.	Annexure-I Pg No 05 to 11
5.	To consider and approve the audited financial results of Company for the half year and financial year ended 31 st March, 2022.	Annexure-II Pg No 12 to 23

6.	To consider and approve the resignation of Mr. Akhilesh Girish Mishra as Company Secretary cum Compliance officer of the Company.	-
7.	To discuss the matter regarding Overseas Direct Investment as proposed to be made in Wholly Owned Subsidiary Nirmitee Robotics AC Maintainance LLC , Dubai UAE.	-
8.	To take a note of Omnibus Approval regarding related party transaction as granted by the Audit Committee under Section 177 of the Companies Act, 2013.	-
9.	To transact any other business with the permission of chair.	-
10.	Vote of Thanks	-

Please submit leave of absence in case you are not in a position to attend the meeting.

Please acknowledge receipt of this notice.

Kindly make it convenient to attend the meeting.

Thanking you,

Yours faithfully,

For **NIRMITEE ROBOTICS INDIA LIMITED**

Akhilesh Girish Mishra

Company Secretary cum Compliance Officer

Mem No: A65835

Place: Nagpur

AGENDA FOR THE [BM: 04/2022-23] MEETING OF BOARD OF DIRECTORS OF NIRMITEE ROBOTICS INDIA LIMITED TO BE HELD ON SATURDAY 28th MAY, 2022 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT D3/2, MIDC HINGNA, NAGPUR, MAHARASHTRA- 440028.

ITEM NO. 1

The designated Chairman shall occupy his chair and in case of his absence the Board Members present in the meeting shall elect one of themselves as a Chairman of the meeting by show of hands.

Further, the election shall be done by way of show of hands.

ITEM NO. 2

The presence of requisite quorum shall be confirmed by the Chairman.

ITEM NO. 3

Leave of absence may be granted to those Directors who are not present in the meeting.

ITEM NO. 4

The minutes of the previous meeting of Board of Directors held on 27th April, 2022 shall be presented before the Board for its confirmation, approval and signing by the Chairman.

ITEM NO. 5

Pursuant to Section 179 and 134 of the Companies Act, 2013 and the recommendation of Audit Committee dated 19th May 2022, the financial statements of the Company for the half year and year ended 31st March 2022 shall be tabled before the Board for its approval. Accordingly, all the Board Members shall be requested to approve the same by passing a requisite resolution unanimously.

ITEM NO. 6

The resignation letter as tendered by Mr. Akhilesh Girish Mishra, Company Secretary cum Compliance Officer of the Company shall be presented before the Board for its consideration and approval. Accordingly, all the Board Members shall be requested to transact the same by passing a requisite resolution unanimously.

ITEM NO. 7

The matter regarding Overseas Direct Investment as proposed to be made in the Wholly Owned Subsidiary **Nirmitee Robotics AC Maintenance LLC**, Dubai UAE shall be presented before the Board for the discussion.

Accordingly, all the Board Members shall be requested to consider and discuss the same by passing a requisite resolution unanimously.

ITEM NO. 8

The matter regarding Omnibus Approval in respect of related party transaction as granted by the Audit Committee under Section 177 of the Companies Act, 2013 shall be tabled before the Board for its noting.

ITEM NO. 9

Any other matter may be transacted with the permission of Chairman and consent of majority of Directors excepting those requiring proper notice.

ITEM NO. 10

Vote of thanks shall be extended to the Chairman upon the transaction of all the businesses of agenda.

Thanking you,
Yours faithfully,
For **NIRMITEE ROBOTICS INDIA LIMITED**

Akhilesh Girish Mishra
Company Secretary cum Compliance Officer
Mem No: A65835
Date: 19th May 2022
Place: Nagpur

**MINUTES OF THE MEETING OF BOARD OF DIRECTORS (BM: 03/2022-23) OF NIRMITEE ROBOTICS INDIA LIMITED HELD ON WEDNESDAY, 27TH APRIL, 2022, AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT D 3/2, HINGNA MIDC, NAGPUR-440028.
THE MEETING COMMENCED AT 03:00 P.M.**

PRESENT:

Mr. Jay Prakash Motghare	- Whole Time Director	(DIN: 07559929)
Mr. Kartik Eknath Shende	- Director	(DIN: 02627131)
Mr. Rajesh Narendra Admane	- Director	(DIN: 01504366)
Mr. Manish Tarachand Pande	- Independent Director	(DIN: 08712019)
Mrs. Neelima Admane	- Woman Director	(DIN: 08817410)
Mr. Atul Dhawad	- Chief Financial Officer	(PAN: AOYPD8411Q)
Mr. Akhilesh Girish Mishra	- Company Secretary	(PAN: BMZPM6848J)

1. CHAIRMAN:

The matter regarding election of Chairman was presented before the Board and all the Board Members were requested to elect new Chairman for this meeting as well as ensuing Board & General Meetings of the Company. Accordingly, Mr. Kartik Eknath Shende was unanimously elected as a Chairman of all the Board & General Meetings of the Company by show of hands.

2. CONFIRMATION OF QUORUM:

After ascertaining that the requisite number of Directors were present to form quorum, the Chairman declared the meeting is open and he welcomed all the directors to the Board Meeting of Nirmitee Robotics India Limited.

The Chairman with the consent of board members conveyed the notice and agenda calling Board Meeting and the same were taken on record.

3. GRANT OF LEAVE OF ABSENCE:

As the Company did not receive any request, no leave of absence was granted.

4. CONFIRMATION, APPROVAL AND SIGNING OF THE MINUTES OF PREVIOUS MEETINGS OF BOARD OF DIRECTORS HELD ON 02ND APRIL 2022 AND 16TH APRIL 2022:

The minutes of previous meetings of Board of Directors held on 02nd April 2022 and 16th April 2022 were read, confirmed and approved respectively as a correct record of the proceedings of Meeting.

5. NOTING OF REVISION IN RECORD DATE FOR THE PURPOSE OF BONUS ISSUE:

The matter regarding further revision in Record Date to 26th April 2022 for Bonus Issue was placed before the Board for its noting and record. Accordingly, all the Board Members were requested to note and record the same by passing the requisite resolution unanimously.

After having discussion in this regard, the Board Members passed the following resolution unanimously:

Resolution No. 01

Proposed By: Mr. Kartik Eknath Shende (Chairman)

Seconded By: Mr. Rajesh Narendra Admane (Director)

“**RESOLVED THAT** the further revision in RECORD DATE to 26th April, 2022 be and is hereby noted and taken on record for the purpose of issue of Bonus Shares to those members whose names would appear on that date in the register of members of the Company.”

6. ALLOTMENT OF BONUS SHARES:

With reference to Ordinary resolution passed at the Extra Ordinary General meeting of the Company dated 09th April 2022, the matter regarding allotment of Bonus equity shares having a nominal value of Rs. 10/- each was tabled before the Board.

Accordingly, the Directors were requested to approve the said allotment by passing the resolution in this regard. After having discussion in the above matter, the Board Members passed the following resolution unanimously:

Resolution No. 02

Proposed By: Mr. Kartik Eknath Shende (Chairman)

Seconded By: Mr. Rajesh Narendra Admane (Director)

“**RESOLVED THAT** pursuant to the authorization/approval given by the Members at their Extra Ordinary General meeting held on Saturday 09th day of April, 2022 and as per provisions of Section 63 of the Companies Act, 2013 read with relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to SEBI Regulations and Articles of Association of the Company, **3000990** Equity Shares having a nominal value of Rs 10/- each be and are hereby allotted in the ratio of 5:1 as **BONUS SHARES** to the holders of equity shares, whose names appear in the Register of Members of the Company on the **RECORD DATE** of 26th April 2022.

RESOLVED FURTHER THAT the **BONUS SHARES** so allotted shall rank pari passu in all respect with the existing equity shares of the Company and the same be credited to the respective demat accounts of the Shareholders.

RESOLVED FURTHER THAT any director of the Company be and is hereby authorised to sign and execute all the necessary papers, documents, Registers, etc as may be required in this regard and to file Return of Allotment with the Registrar of Companies.”

7. RECORDING OF RELATED PARTIES:

The following list of related parties was tabled before the Board and the Board Members were requested to record the same.

List of related parties:

- Director or his/her relative.
- Key managerial personnel or his/her relative.
- Vithoba Healthcare & Research Private Limited (Earlier known as Manisha Sales).
- Vithoba Industries Private Limited.
- Nirmitee Engineers.
- Ozone Research and Applications (India) Private Limited.
- Any other private company in which a director or manager or his relative is a member or director.
- Any other public company in which a director or manager is a director and holds along with his relatives, more than two per cent of its paid-up share capital.
- Any other body corporate whose Board of Directors, managing director or manager is accustomed to act in accordance with the advice, directions or instructions of a director or manager.
- Any person (except professional) on whose advice, directions or instructions a director or manager is accustomed to act.
- Any body corporate which is–
 - (A) a holding, subsidiary or an associate company of such company
 - (B) a subsidiary of a holding company to which it is also a subsidiary or
 - (C) an investing company or the venturer of the company
- A director other than an independent director or key managerial personnel of the holding company or his relative with reference to a company, shall be deemed to be a related party.

After having discussion in this regard, the Board Members passed the following resolution unanimously:

Resolution No. 03

Proposed By: Mr. Kartik Eknath Shende (Chairman)

Seconded By: Mr. Rajesh Narendra Admane (Director)

“RESOLVED THAT the following list of related parties as tabled before the Board be and is hereby recorded by the Board Members:

- Director or his/her relative.
- Key managerial personnel or his/her relative.
- Vithoba Healthcare & Research Private Limited (Earlier known as Manisha Sales).
- Vithoba Industries Private Limited.

- Nirmitee Engineers.
- Ozone Research and Applications (India) Private Limited.
- Any other private company in which a director or manager or his relative is a member or director.
- Any other public company in which a director or manager is a director and holds along with his relatives, more than two per cent of its paid-up share capital.
- Any other body corporate whose Board of Directors, managing director or manager is accustomed to act in accordance with the advice, directions or instructions of a director or manager.
- Any person (except professional) on whose advice, directions or instructions a director or manager is accustomed to act.
- Any body corporate which is–
 - (A) a holding, subsidiary or an associate company of such company
 - (B) a subsidiary of a holding company to which it is also a subsidiary or
 - (C) an investing company or the venturer of the company
- A director other than an independent director or key managerial personnel of the holding company or his relative with reference to a company, shall be deemed to be a related party.

8. APPOINTMENT OF SECRETARIAL AUDITOR:

The Chairman informed the Board that pursuant to Section 204 of the Companies Act, 2013, the Company is required to annex Secretarial Audit Report to the Director's report pertaining to financial year 2021-22 and he further informed that the Company had offered FCS Avinash Gandhewar (Mem No: 11197), Proprietor of M/s Avinash Gandhewar & Associates, Practicing Company Secretaries, Nagpur for being appointed as a Secretarial Auditor of the Company and he accepted the said offer by furnishing his consent cum eligibility letter in this regard.

After having discussion in this regard, the Board Members approved the aforesaid appointment by passing the following resolution unanimously:

Resolution No. 04:

Proposed By: Mr. Kartik Eknath Shende (Chairman)

Seconded By: Mr. Rajesh Narendra Admane (Director)

“RESOLVED THAT with reference to the proposal of Chairman and to ensure the conduct of Secretarial Audit under Section 204 read with rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the consent of Board be and is hereby accorded to appoint FCS Avinash Gandhewar (Mem No: 11197), Proprietor of M/s Avinash Gandhewar & Associates, Practicing Company Secretaries, Nagpur, as a Secretarial Auditor of Company for the financial year 2021-2022 at such remuneration as may be decided by the Board in this regard.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized by the Board to extend all the possible assistance to the Secretarial Auditor during the course of audit.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized by the Board to do all such acts, deeds and things including issuing the engagement letter to appointee as may be required to give effect to this resolution.”

9. RECORDING AND NOTING OF IN-PRINCIPAL APPROVAL OBTAINED FROM THE BOMBAY STOCK EXCHANGE:

The Copy of In-Principal Approval attached as **Annexure-I** obtained from the Bombay Stock Exchange towards the Bonus Issue of Shares was presented before the Board and the Board Members were requested to record and note the same.

After having discussion in this regard, the Board Members passed the following resolution unanimously:

Resolution No. 05:

Proposed By: Mr. Kartik Eknath Shende (Chairman)

Seconded By: Mr. Rajesh Narendra Admane (Director)

“**RESOLVED THAT** the In-Principal Approval letter presented before the Board as **Annexure-I** obtained from the Bombay Stock Exchange towards Bonus Issue of Shares be and is hereby noted and taken on record by the Board.

10. BUSINESS TRANSACTED WITH THE PERMISSION OF CHAIRMAN AND MAJORITY OF DIRECTORS:

The following business was transacted with the permission of Chairman and majority of Directors present at the meeting:

A. SPECIAL POWER OF ATTORNEY REGARDING TENDER OF EMU-RS-BCT-ELECTRICAL/WESTERN RAILWAY, VIDE TENDER NO: DRM-RS-2021-22-26:

The matter regarding execution of Special Power of Attorney in favour of Mr. Jay Prakash Motghare, Whole Time Director of Company in connection with the tender of EMU-RS-BCT-Electrical/Western Railway, vide Tender No: DRM-RS-2021-22-26 was tabled before the Board and all the Directors were requested to transact and approve the same.

After having detailed discussion in this regard, the Board Members passed the following resolution unanimously:

Resolution No. 06:**Proposed By:** Mr. Kartik Eknath Shende (Chairman)**Seconded By:** Mr. Rajesh Narendra Admane (Director)

“RESOLVED THAT with reference to the proposal of Chairman, the consent of Board be and is hereby accorded to execute Special Power of Attorney in favour of Mr. Jay Motghare, Whole Time Director of Company (DIN: 07559929) to act in connection with the tender of EMU-RS-BCT-Electrical/Western Railway, vide Tender No: DRM-RS-2021-22-26 relating to the work of Cleaning of T.M suction Filters, Transformer Radiators & Auxiliary convertor filters, RMPU Filters of EMU rakes at EMU Carsheds MMCT, KILE & VIRAR for a period of 02 years.

RESOLVED FURTHER THAT the Special Power of Attorney be executed on behalf of Company to authorize Mr. Jay Motghare to do the following acts and deeds in connection with the aforesaid tender.

- a) To appear before the office of EMU Carshed, Western Railway, Mumbai Central, Mumbai in respect of tendering process.
- b) To procure/download the documents of tender.
- c) To sign tender documents and submit the same with the office of EMU Carshed, Western Railway, Mumbai Central, Mumbai.
- d) To attend the meetings and submit the clarifications, if any, called by the office of EMU Carshed, Western Railway, Mumbai Central, Mumbai.

RESOLVED FURTHER THAT any act, deed or a thing done by Mr. Jay Motghare in connection with the aforesaid tender shall be deemed to have been done by Nirmitee Robotics India Limited.”

11. VOTE OF THANKS:

There being no other business, the meeting was concluded at 04:48 P.M. with the vote of thanks to Chairman.

Date of Preparation: 10th May, 2022**Date of Signing:****Place:** Nagpur**CHAIRMAN**

BSE Limited Registered Office: Floor 25, P J Towers, Dalal Street, Mumbai – 400 001, India
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 Corporate Identity Number: L67120MH2005PLC155188



DCS/AMAL/KK/BN-IP/2122/2022-23

“E-Letter

April 20, 2022

The Company Secretary,
Nirmitee Robotics India Ltd
 D 3 2 MIDC Hingna
 Nagpur - 440028

Dear Sir/Madam

Re: Application of proposed Bonus Equity Shares under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We acknowledge receipt of your application regarding in-principle approval for issue and allotment of proposed Bonus equity shares to the shareholders in terms of Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. In this regard, the Exchange is pleased to grant in-principle approval for issue and proposed allotment of not exceeding 30,00,990 Bonus equity shares of Rs. 10/- each in the ratio of 5 (Five) new equity share for every 1 (One) existing equity shares held in the Company subject to the company fulfilling the following conditions:

1. Submission of listing application form for the new securities to be allotted and documents as per Format available on the website of BSE Ltd. under following link - <http://www.bseindia.com/static/about/downloads.aspx>
2. Payment of Additional listing fees on the enhanced capital, if applicable.
3. Receipt of statutory and other approvals and compliance with guidelines issued by the statutory authorities including SEBI, RBI, MCA etc.
4. Compliance with any change in the guidelines, regulations directions of the Exchange or any statutory authorities, documentary requirements from time to time.
5. Compliance with all conditions of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as on date of listing.
6. Compliance with the Companies Act, 2013 and other applicable laws.

In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, “the issuer or the issuing company, as the case may be, shall, make an application for listing, within twenty days from the date of allotment, to one or more recognized stock exchange(s)” along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false/or for any contravention of Rules, Bye-laws and Regulations of the Exchange.

This approval is valid up to the time specified in 295(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and any non-compliance with the said requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

Kindly note that the Exchange will issue approval for listing subject to the compliances as stated above.

Yours faithfully,
 Sd/-
Sabah Vaze
 Manager

NIRMITEE ROBOTICS INDIA LIMITED
BALANCE SHEET AS AT 31ST MARCH 2022

	PARTICULARS	NOTE NO	YEAR ENDED 31.03.2022	YEAR ENDED 31.03.2021
			Rs.	Rs.
A	<u>EQUITY AND LIABILITIES</u>			
1	Shareholder's Funds			
	(a) Share Capital	1	6,001,980	6,001,980
	(b) Reserves and Surplus	2	40,615,087	36,278,947
	(c) Money received against Share Warrants		-	-
2	Share Application Money Pending Allotment			
3	Non-current Liabilities			
	(a) Long-term Borrowings	3	90,000	90,000
	(b) Deferred Tax Liabilities (Net)	8	21,550	40,391
	(c) Other Long Term Liabilities		-	-
	(d) Long-term Provisions		-	-
4	Current Liabilities			
	(a) Short-term Borrowings	4	(188,071)	(29,734)
	(b) Trade Payables	5	651,016	250,964
	(c) Other Current Liabilities	6	744,404	4,918,782
	(d) Short-term Provisions	7	3,022,436	918,990
	TOTAL		50,958,403	48,470,320
B	<u>ASSETS</u>			
1	Non-Current Assets			
	(a) Property, Plant and Equipment and Intangible assets	9		
	(i) Property, Plant and Equipment		2,871,591	2,506,932
	(ii) Intangible Assets		48,962	50,342
	(iii) Capital work -in- progress		112,200	112,200
	(iv) Intangible Assets under development		-	-
	(b) Non-Current Investments		-	-
	(c) Deferred Tax Assets (Net)		-	-
	(d) Long-term Loans and Advances	10	13,774,754	13,785,341
	(e) Other Non-Current Assets		-	-
2	Current Assets			
	(a) Current Investments		-	-
	(b) Inventories		1,832,981	818,316
	(c) Trade Receivables	11	18,864,183	21,024,407
	(d) Cash and Cash Equivalents	12	6,773,109	3,560,124
	(e) Short-term Loans and Advances	13	1,266,769	109,912
	(f) Other Current Assets	14	5,413,855	6,502,746
	TOTAL		50,958,403	48,470,320

Significant Accounting Policies & Notes To Accounts

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As per our report of even date attached hereto.

For and on behalf of the Board

For BPSD & Associates
Chartered Accountants
FRN: 118251W

ATUL DHAWAD
CHIEF FINANCIAL OFFICER

JAY MOTGHARE
WHOLE TIME
DIRECTOR
DIN 07559929

CA Shantanu Deshmukh
Partner
Memb. No.: 103837
UDIN :
Place : Nagpur
Date :

AKHILESH MISHRA
COMPANY SECRETARY
MEM NO. A65835

KARTIK SHENDE
DIRECTOR
DIN 02627131

NIRMITEE ROBOTICS INDIA LIMITED
Profit and Loss Statement for the Period ended 31st March, 2022

(in Rs.)

	Particulars	Note No	Year Ended Audited	Year Ended Audited	Half year ended	Half year ended	Half year ended
					Audited	Unaudited	Audited
			31-Mar-2022	31-Mar-2021	31-Mar-2022	30-Sep-2021	31-Mar-2021
I	Revenue from Services	15	41,628,927	35,000,423	27,290,433	14,338,494	26,649,178
II	Other Income	16	124,128	245,836	51,055	73,073	137,982
III	Total Revenue (I + II)		41,753,055	35,246,259	27,341,488	14,411,567	26,787,160
IV	Expenses :-						
	Purchase of Stock -in Trade		-	-	-	-	-
	Change in Stock	17	(1,014,665)	(818,316)	(710,981)	(303,684)	3,580,598
	Employee Benefits Expenses	18	13,149,112	11,071,264	7,099,532	6,009,828	7,000,135
	Financial Expenses	19	287,158	342,143	185,527	101,631	118,081
	Depreciation and Amortisation Expenses	20	556,084	741,833	257,990	298,094	400,290
	Other Operating Expenses	21	24,458,065	20,594,704	12,944,115	11,553,702	8,457,276
	Total Expenses		37,435,754	31,931,628	19,776,183	17,659,571	19,556,380
V	Profit Before Exceptional & Extraordinary Items & tax (III - IV)		4,317,301	3,314,631	7,565,305	(3,248,004)	7,230,780
VI	Exceptional Items		-	-	-	-	-
VII	Profit Before Extraordinary Items & Tax (V - VI)		4,317,301	3,314,631	7,565,305	(3,248,004)	7,230,780
VIII	Extraordinary Items		-	-	-	-	-
IX	Profit Before Tax (VII + VIII)		4,317,301	3,314,631	7,565,305	(3,248,004)	7,230,780
X	Tax Expenses						
	(1) Current Tax		-	918,990	-	-	918,990
	(2) Deferred Tax		(18,841)	101,453	(48,038)	29,197	66,476
	(3) Previous Years Tax		-	(18,973)	-	-	-
XI	Balance Carried Forward to Balance Sheet (IX - X)		4,336,142	2,313,162	7,613,343	(3,277,201)	6,245,315
XII	Earnings per equity share:						
	(1) Basic		7.22	3.85	12.68	-5.46	10.41
	(2) Diluted		7.22	3.85	12.68	-5.46	10.41

As per our report of even date attached hereto.

For and on behalf of the Board

For BPSD & Associates
Chartered Accountants
FRN: 118251W

ATUL DHAWAD
CHIEF FINANCIAL
OFFICER
PAN: AOYPD8411Q

JAY MOTGHARE
WHOLE TIME
DIRECTOR
DIN 07559929

CA Shantanu Deshmukh
Partner
Memb. No.: 103837
UDIN :
Place : Nagpur
Date :

AKHILESH MISHRA
COMPANY SECRETARY
MEM NO: A65835

KARTIK SHENDE
DIRECTOR
DIN 02627131

AS 3.18(b) Cash Flow Statement for the year ended 31 March, 2022					
	Particulars	For the year ended 31 March, 2022		For the year ended 31 March, 2021	
		Amount Rs.	Amount Rs.	Amount Rs.	Amount Rs.
AS 3.8 AS 3.20	A. Cash flow from operating activities				
	Net Profit / (Loss) before extraordinary items and tax		4,317,299		3,314,630
	<i>Adjustments for:</i>				
	Depreciation and amortisation	556,083		741,833	
	Finance costs	287,158		342,143	
	Interest income	(124,128)		(223,871)	
	Adjustment in Reserves and Surplus	-	719,113	-	860,105
	Operating profit / (loss) before working capital changes		5,036,412		4,174,735
	<i>Changes in working capital:</i>				
	<i>Adjustments for (increase) / decrease in operating assets:</i>				
	Current Investments	-		-	
	Inventories	(1,014,665)		(818,316)	
	Trade receivables	2,160,224		(10,616,878)	
	Short-term loans and advances	(1,156,857)		122,998	
	Other current assets	1,088,891		(2,362,297)	
	Long-term loans and advances	10,587	1,088,181	(9,723,037)	(23,397,530)
	<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
	Trade payables	400,052		(1,058,971)	
	Other current liabilities	(4,174,378)		3,269,979	
	Other long-term liabilities	-		-	
	Short-term provisions	2,103,446		(202,566)	
	Short-term borrowings		(1,670,880)	(89,033)	1,919,409
			4,453,713		(17,303,386)
AS 3.28	Cash flow from extraordinary items		-		-
	Cash generated from operations		4,453,713		(17,303,386)
AS 3.34 AS 3.35	Net income tax (paid) / refunds				918,990
	Previous year tax				(18,973)
	Net cash flow from / (used in) operating activities (A)		4,453,713		(16,403,369)
					(18,203,403)
AS 3.8 AS 3.15	B. Cash flow from investing activities				
	Capital expenditure on fixed assets, including capital advances	(919,362)		(834,449)	
	Work in Progress			(112,200)	
	Interest Earned	124,128		223,871	
	Investments in Fixed Deposits	-		-	
	Amounts received from LLPs	-	(795,234)	-	(722,778)
AS 3.28	Cash flow from extraordinary items		-		-
			(795,234)		(722,778)
AS 3.34 AS 3.35	Net income tax (paid) / refunds				
	Net cash flow from / (used in) investing activities (B)		(795,234)		(722,778)
AS 3.8 AS 3.17	C. Cash flow from financing activities				
	Net Proceeds from long-term borrowings	-		-	
	Repayment of short-term borrowings	(158,337)		-	
AS 3.30 AS 3.30	Finance cost	(287,158)		(342,143)	
	Net Proceeds from Issue of Shares	-	(445,495)	14,912,000	14,569,857
AS 3.28	Cash flow from extraordinary items		-		-
	Net cash flow from / (used in) financing activities (C)		(445,495)		14,569,857
	Net increase / (decrease) in Cash and cash equivalents (A+B+C)		3,212,985		(4,356,324)
	Cash and cash equivalents at the beginning of the year		3,560,124		7,916,447
AS 3.25	Effect of exchange differences on restatement of foreign currency Cash		-		-
	Cash and cash equivalents at the end of the year		6,773,109		3,560,124
AS 3.42	Reconciliation of Cash and cash equivalents with the Balance Sheet				
	Cash and cash equivalents as per Balance Sheet		6,773,109		3,560,124
	Less: Bank balances not considered as Cash and cash equivalents as		-		-
	Net Cash and cash equivalents (as defined in AS 3 Cash Flow		6,773,109		3,560,124
	Add: Current investments considered as part of Cash and cash		-		-
	Cash and cash equivalents at the end of the year *		6,773,109		3,560,124

As per our report of even date attached hereto.

For and on behalf of the Board

For BPSD & Associates
Chartered Accountants
FRN: 118251W**ATUL DHAWAD**
CHIEF FINANCIAL OFFICER
PAN: AOYPD8411Q**JAY MOTGHARE**
WHOLE TIME
DIRECTOR
DIN 07559929CA Shantanu Deshmukh
Partner
Memb. No.: 103837
UDIN :
Place : Nagpur
Date :**AKHILESH MISHRA**
COMPANY SECRETARY
MEM NO: A65835**KARTIK SHENDE**
DIRECTOR
DIN 02627131

**Note 1 Shareholder's Fund
Share Capital**

Share Capital	As at 31 March 2022		As at 31 March 2021	
	Number	Amount	Number	Amount
Authorised Capital				
Equity Shares of INR 10/- each	3,665,000	36,650,000	665,000	6,650,000
Preference Shares of INR 10/- each	-	-	2,000,000	20,000,000
Total			2,665,000	26,650,000
Issued,Subscribed & Fully paid up				
Equity shares of Rs. 10/- each	600,198	6,001,980	600,198	6,001,980
Preference shares of Rs. 10/- each	-	-	-	-
Total	600,198	6,001,980	600,198	6,001,980
Subscribed but not fully paid up	-	-	-	-
Total	600,198	6,001,980	600,198	6,001,980

Note 1a Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	Equity Shares		Equity Shares	
	As at 31 March 2022		As at 31 March 2021	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	600,198	6,001,980	424,998	4,249,980
Shares issued during the year	-	-	175,200	1,752,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	600,198	6,001,980	600,198	6,001,980

Note 1b Right, Preference and restrictions attached to shares.

Equity Shares:

Company has only one kind of equity shares having par value of Rs. 10/- share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amount in proportion to their shareholding.

Equity Shares

Note 1c Shareholders holding more than 5% shares in the Company

Name of the Shareholder	Equity Shares		Equity Shares	
	As at 31 March 2022		As at 31 March 2021	
	No. of Shares held	% of holding	No. of Shares held	% of holding
Shri. Rajesh Admane	141665	23.60%	141665	23.60%
Shri. Jay Motghare	141665	23.60%	141665	23.60%
Shri. Kartik Shende	141664	23.60%	141664	23.60%
Total	424994	70.80%	424994	70.80%

Preference Shares

Shareholders holding more than 5% shares in the Company

Name of the Shareholder	Preference Shares		Preference Shares	
	As at 31 March 2022		As at 31 March 2021	
	No. of Shares held	% of holding	No. of Shares held	% of holding
Shri. Kartik Shende	0	0	0	0

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	Preference Shares		Preference Shares	
	As at 31 March 2022		As at 31 March 2021	
	No. of Shares held	Amount	No. of Shares held	Amount
Shares outstanding at the beginning of the year	-	-	1,750,000	17,500,000
Shares issued during the year	-	-	-	-
Shares redeemed during the year	-	-	1,750,000	17,500,000
Shares outstanding at the end of the year	-	-	-	-

NIRMITEE ROBOTICS INDIA LIMITED		
NOTES FORMING PART OF BALANCE SHEET		
PARTICULARS	FIGURES AS AT 31.03.2022	FIGURES AS AT 31.03.2021
	Rs.	Rs.
NOTE - 2		
Reserves and Surplus:-		
(a) Share Premium Account	30,660,000	30,660,000
(b) Profit & Loss Account		-
As per Last Balance Sheet	5,618,945	3,305,787
Add: Profit as per Profit & Loss account	4,336,142	2,313,160
Less: Bonus Shares issued during the year	-	-
Total	40,615,087	36,278,947
NOTE - 3		
Long-term Borrowings:-		
Unsecured Loans:-		
Loan from Directors	90,000	90,000
Total	90,000	90,000

NIRMITEE ROBOTICS INDIA LIMITED		
NOTES FORMING PART OF BALANCE SHEET		
PARTICULARS	FIGURES AS AT 31.03.2022	FIGURES AS AT 31.03.2021
<u>CURRENT LIABILITIES:-</u>	Rs.	Rs.
<u>NOTE - 4</u>		
<u>Short-term Borrowings:-</u>		
<u>Unsecured Loans:-</u>		
From Directors	-	-
IDBI Bank (CC Account - CGTMSE Scheme)	(188,071)	(29,734)
Total	(188,071)	(29,734)
<u>NOTE - 5</u>		
<u>Trade Payables:-</u>		
Due to Micro, Small & Medium enterprises	43,983	250,964
Due to others	607,033	-
Total	651,016	250,964
<u>NOTE - 6</u>		
<u>Other Current Liabilities:-</u>		
Commission to Directors	190,000	-
Employee Site Advances	139,558	-
EPF Employee's Share	73,197	-
EPF Employer's Share	79,508	-
ESIC Employee's Share	5,131	-
ESIC Employer's Share	22,095	-
Expenses Payable	-	4,918,782
Profession Tax	11,775	-
Rent Payable	73,100	-
Site Electricity Payable	1,540	-
Sitting Fees	148,500	-
Total	744,404	4,918,782
<u>NOTE - 7</u>		
<u>Short Term Provisions</u>		
Audit Fees Payable	150,000	-
GST Payable	2,024,384	-
Provision for Income Tax	-	918,990
Salary Payable	773,776	-
TDS Payable	74,276	-
Total	3,022,436	918,990
<u>NOTE - 8</u>		
<u>Deferred Tax Liability (Net)</u>		
<u>Deferred Tax Liability</u>		
Due to timing difference of Depreciation on Fixed Assets	40,391	101,453
Less: Deferred Tax Liability	18,841	(61,062)
Total	21,550	40,391

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

NOTE 9- FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	Opening Balance	Additions during the Year	Deductions/ Transfers during the Year/Period	Closing Balance	Accumulated Depreciation	Addition During the year/Period	Closing Balance	Value as on 31st March' 2022	Value as on 31st March' 2021
A) TANGIBLE ASSETS -									
Furniture & Fixture	156,144	-		156,144	94,131	29,149	123,280	32,864	62,013
Plant and Machinery	4,597,463	906,227	-	5,503,690	2,368,413	425,787	2,794,200	2,709,490	2,229,050
Office Equipment	117,689	-	-	117,689	59,673	-	59,673	58,016	58,015
Computer and Computer Peripherals	603,705	13,135	-	616,840	445,852	99,768	545,620	71,221	157,852
Total (A)	5,475,001	919,362	-	6,394,363	2,968,069	554,704	3,522,773	2,871,591	2,506,930
B) INTANGIBLE ASSETS -									
Robot Technology (VNIT) & Patent	246,000	-	-	246,000	206,698	-	206,698	39,302	39,302
Patent*	13,800	-		13,800	2,760	1,380	4,140	9,660	11,040
Total (B)	259,800	-	-	259,800	209,458	1,380	210,838	48,962	50,342
C) CAPITAL WIP -									
Patent	112,200	-	-	112,200	-	-	-	112,200	112,200
Total (C)	112,200	-	-	112,200	-	-	-	112,200	112,200
Total (A+B+C)	5,847,001	919,362	-	6,766,363	3,177,527	556,084	3,733,611	3,032,753	2,669,472
Previous Year - Year ended March 31, 2021	4,900,352	961,649	15,000	5,847,001	2,435,694	741,833	3,177,527	2,669,474	2,454,658

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

NIRMITEE ROBOTICS INDIA LIMITED		
NOTES FORMING PART OF BALANCE SHEET		
PARTICULARS	FIGURES AS AT 31.03.2022	FIGURES AS AT 31.03.2021
	Rs.	Rs.
NOTE - 10		
Long Term Loans & Advances		
Security Deposits, considered good	13,774,754	13,785,341
Total	13,774,754	13,785,341
NOTE - 11		
Current Assets		
Trade Receivables - Unsecured considered good		
Debt Outstanding less than 6 months	18,097,658	395,113
Debt Outstanding for the period 6 months to 1 year	477,632	20,629,294
Debt Outstanding for the period 1 - 2 years	-	-
Debt Outstanding for the period 2 - 3 years	288,893	-
Debt Outstanding for the period more than 3 years	-	-
Total	18,864,183	21,024,407
NOTE - 12		
Cash and Cash Equivalents		
Cash in Hand	245	27,702
Balance with Banks		
IDBI Bank (Limited Account) (0510102000019716)	4,014,375	108,503
IDBI Bank Limited, Nagpur (0510102000015464)	862,840	512,187
IDBI Parking Account (0510102000017037)	11,281	11,298
Union Bank Of India (574601010050934)	14,481	14,481
Balance with Banks to the extent held as margin money or security against the borrowings, guarentees, other commitments	1,869,888	2,885,953
Total	6,773,109	3,560,123
NOTE - 13		
Short Term Loans And Advances		
Unsecured considered good		
Advance with Creditors	25,000	25,000
Advance for Dubai UAE Expenses	1,154,592	-
Salary Advance	23,674	67,674
Site Advacnes	63,503	17,237
Total	1,266,769	109,911
NOTE - 14		
Other Current Assets		
Accrued Interest on FDR	184,961	246,940
Income Tax Receivable (FY 2019-2020)	10,430	605,350
Advance Tax (FY 2020-21)	-	100,000
Advance Tax (FY 2021-22)	325,000	-
GST Retention	106,220	-
TDS Deducted (FY 2020-21) unclaimed	29,528	555,159
TDS Deducted (FY 2021-22)	847,116	-
Deferred Revenue Expenditure	3,401,143	4,199,859
Prepaid General Expenses	156,239	-
Preliminary Expenses	72,286	104,408
Rent Deposit	154,000	233,200
Other Deposits	126,932	457,830
Total	5,413,855	6,502,746

NIRMITEE ROBOTICS INDIA LIMITED		
NOTES FORMING PART OF PROFIT AND LOSS ACCOUNT		
PARTICULARS	FIGURES AS AT 31.03.2022	FIGURES AS AT 31.03.2021
	Rs.	Rs.
NOTE - 15		
Revenue from Operations		
Sale of Services	41,478,927	35,000,423
Sale of Robot	150,000	-
Total	41,628,927	35,000,423
NOTE - 16		
Other Income		
Interest on Bank Deposits	124,128	223,871
Discount	-	1,965
Transportation charges received	-	20,000
Total	124,128	245,836
NOTE - 17		
Changes In Inventory		
Opening Stock	818,316	-
Closing Stock (as certified by the Management)	1,832,981	818,316
Total	(1,014,665)	818,316
NOTE - 18		
Employee Benefits Expenses		
Bonus	486,184	-
Directors Remuneration	1,200,000	-
Salaries and Wages	9,691,487	10,389,935
Stipend Salary	523,761	-
Employer's Contribution to Provident Fund	935,463	428,872
Incentives Paid	-	5,521
Employer's Contribution to ESIC	267,502	214,934
Staff Welfare Expenses	44,715	32,002
Total	13,149,112	11,071,264
NOTE - 19		
Finance Costs		
Bank Commission & Charges	156,761	-
Bank Charges & Interest	11,372	342,143
Cash Credit Limit Charges	104,182	-
Currency Conversion Charges	2,373	-
Solvency Charges	12,471	-
Total	287,158	342,143
PARTICULARS	FIGURES AS AT 31.03.2022	FIGURES AS AT 31.03.2021
NOTE - 20		
Depreciation and Amortization Expenses		
Depreciation	556,084	741,833
Total	556,084	741,833
NOTE - 21		
Other Expenses		
Advertisement Expenses	354,520	375,852
Audit Fees	150,000	180,000
Carting Charges	209,210	-
Commission	2,400,000	3,455,915
Conveyance Expenses	75,949	-
Conservancy Cess	3,461	-
Courier Charges	182,244	-
Discount	33,070	-
Duties & Taxes	21,758	276,391
ESIC Interest & Penalty Charges	985	-
Fire & Safety Charges	5,000	-
Gift	7,250	-
Insurance	127,561	77,256
Labour Cess	22,783	-
Legal Expenses	-	39,900
Liquidity Damages Charges	-	5,529
Liasoning Work Charges	539,948	-
Loading & Unloading Charges	46,836	-
Marketing & Business Promotion Expenses	4,110	306,160
Material & Consumable Expenses	7,780,466	6,504,537
Medical Expenses	39,319	-
Meeting Expenses	165,000	-
Miscellaneous Expenses	-	25
Office Expenses	45,700	-
Postage & Couriers	-	126,636
Preliminary Expenses Written off	-	1,207,705
Printing & Stationery	244,804	76,301
Professional Charges	333,900	497,040
Public Issue Expenses	1,364,838	-
Refreshment Expenses	197,736	-
Registration & Renewal Charges	245,308	179,109
Rent Paid	-	-
Repairs & Maintenance	29,275	43,036
Research & Development Expenses	1,613,489	947,541
Round Off	2	-
Site Expenses	7,722,049	6,204,602
Sitting Fees	-	57,000
Software Expenses	18,494	-
Taxes & Duties	265,291	-
Telephone Charges	51,206	34,169
Tender Processing Fees	3,461	-
Transportation Charges	153,044	-
Total	24,458,065	20,594,704

Depreciation Chart as per Income Tax Act, 1961

FY 2021-22

SCHEDULE - FIXED ASSETS

SR. NO.	PARTICULARS	RATE OF DEPRECIATION	OPENING BALANCE AS ON 01.04.2021 (RS.)	ADDITION DURING THE YEAR		SALE DURING THE YEAR	TOTAL (RS.)	DEPRECIATION (RS.)	ADDITIONAL DEPRECIATION	CLOSING BALANCE AS ON 31.03.2022 (RS.)
				UPTO 30/09/2021	AFTER 01/10/2021					
1	Furniture & Fixture	10%	128,551	-	-		128,551	12,855	-	115,696
2	Plant & Machinery	15%	1,955,942	46,100	860,127		2,862,169	364,816		2,497,353
3	Computer/Printer	40%	182,534	-	13,135		195,669	75,641	-	120,028
4	Intangibles	25%	196,688	-	-		196,688	21,122		175,566
5	Office Equipment	15%	45,286	-	-		45,286	6,793		38,493
	TOTAL		2,509,001	46,100	873,262	-	3,428,363	481,226	-	2,947,137

NOTE - 5
LIST OF TRADE RECEIVABLES

NAME OF PARTY	AMOUNT (IN RS.)
Cadila Healthcare Ltd.	13,382.00
Central Railway, Byculla	3,377,275.00
Delhi Metro Rail Corporation Limited	702,336.00
East Coast Railway, Mancheshwar	477,632.00
Eastern Railway Liluah 4	1,461,500.00
Fleet Maintenance Unit	847,400.00
Munciple Corporation of Greater Mumbai	4,998,637.76
Northern Railway Alambagh - 2	1,422,540.00
North Western Railway, Jodhpur -2	242,604.00
NTPC Limited	357,728.00
NTPC Limited, Ramagundam	429,822.00
Reserve bank of India	737,288.14
South Central Railway, Lalaguda	1,072,399.00
South Western Railway Hubli -3	1,593,006.00
Tacho Ventures	177,000.00
Western Railway, Lower Parel - 2	953,633.00
Total	18,864,182.90

NOTE - 11
LIST OF TRADE PAYABLES

NAME OF PARTY	AMOUNT (IN RS.)
<u>Dues to Micro, Small & Medium Enterprises</u>	
Bhuvée Enterprises	34,263.01
Bigshare Services Private Limited	9,720.00
Total - A	43,983.01
<u>Other than Micro, Small & Medium</u>	
BPSD & Associates	(7,500.00)
Ganesh Electricals	500,000.00
Kasturi Panchawatikar	(7,500.00)
Peekay Air Filter Private Limited	117,997.00
Vedanta Sales Corporation	4,036.00
Total - B	607,033.00
Total - A + B	651,016.01

NIRMITEE ROBOTICS INDIA LIMITED			
Notes to Financial Statements for the year ended 31st March 2022			
(₹ in INR)			
24. Additional information under Schedule III of Companies Act, 2013			
Particulars	For the Year ended March 31, 2022		For the year ended March 31, 2021
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 for more than 30 days.			
26. RELATED PARTY DISCLOSURES :			
A) List of Related Parties			
(i) Parties where control exists	For the Year ended March 31, 2022		For the year ended March 31, 2021
(i) Key Management Personnel & their Relatives	1. Mr. Jay Motghare (Director)		1. Mr. Jay Motghare (Director)
(ii) Individuals having significant influence (other than (i) above) & their relatives	1. Mr. Rajesh Admane (Director) 2. Mr. Kartik Shende (Director) 3. Mr. Sudarshan Shende 4. Mr. Manish Pande 5. Mr. Pradeep Thandani 6. Mrs. Neelima Admane		1. Mr. Rajesh Admane (Director) 2. Mr. Kartik Shende (Director) 3. Mr. Sudarshan Shende
(iii) Associates / Enterprises over which any person described in (i) and (ii) is able to exercise significant influence	1. Vithoba Healthcare & Research Pvt. Ltd. 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
B) Transactions with Related Parties as mentioned in point (i), (ii) and (iii) above			
(i) Expenditure	For the Year ended March 31, 2022		For the Year ended March 31, 2021
	Name of Party	Amount(Rs)	Amount(Rs)
1. Remuneration	Mr. Jay Motghare	1,200,000	1,200,000
2. Professional Fees	Mr. Rajesh Admane Mr. Kartik Shende	- -	6,000 6,000
3. Reimbursement	Mr. Jay Motghare Mr. Kartik Shende	- -	235,577 17,930
4. Rent	Vithoba Healthcare and Research Private Limited	240,000	240,000
5. Commission	Mr. Jay Motghare Mr. Rajesh Admane Mr. Kartik Shende	- 1,200,000 1,200,000	- 1,194,000 1,194,000
6. Sitting Fees	Mr. Rajesh Admane Mr. Kartik Shende Mr. Manish Pande Mrs. Neelima Admane Mr. Pradeep Thandani	43,500 37,500 39,000 18,000 27,000	12,000 12,000 - - -
(ii) Outstanding Expense			
1. Reimbursement	Mr. Jay Motghare Mr. Jay Motghare (credit card)	(54,890) 61,842	25,120 -
(iii) Refundable security deposit received back			
1. Deposit	Nirmitee Engineers	-	-
2. Rent Deposit	Manisha Sales	10,000,000	10,000,000
(iv) Financial & Investments			
Outstanding Loan	Mr. Rajesh Admane	90,000	90,000
31: Payment to Auditors			
	For the Year ended March 31, 2022		For the Year ended March 31, 2021
For Audit Fees	75,000		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.			