

To

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400001

Sub: Proceedings of the Extra Ordinary General Meeting (EGM) of the Company.

Re:- Nirmitee Robotics India Limited (Scrip Code:-543194)

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, read with the item 13 of Part –A, Schedule III of the Listing Regulations, we have attached herewith the proceedings of Extra Ordinary General Meeting (EGM) of the Company held on Monday, 10th March, 2025 at 12.00 P.M. and concluded at 01:40 P.M.

For your information and record.

Thanking you,

Yours faithfully,

For Nirmitee Robotics India Limited

Neelam Bahlani

Company Secretary cum Compliance Officer

Date: 10th March 2025

Place: Nagpur

PROCEEDING OF EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF NIRMITEE ROBOTICS INDIA LIMITED HELD ON MONDAY, 10TH MARCH, 2025 AT 12.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT C/O VITHOBA HEALTHCARE AND RESEARCH PRIVATE LIMITED, PLOT NO. D-3/2, MIDC, HINGNA ROAD, NAGPUR, MAHARASHTRA 440028.

The Extra Ordinary General Meeting of the Company was held on Monday, 10th March, 2025 at 12.00 P.M. at the registered office of the company at C/o Vithoba Healthcare and Research Private Limited, Plot No. D-3/2, MIDC, Hingna Road, Nagpur, Maharashtra 440028.

Time of Commencement: 12.00 P.M. Time of Conclusion: 01:40 P.M.

Following Directors and Key Managerial Personnel were present at the meeting:

- | | |
|--------------------------------|--------------------------------------|
| 1. Mr. Kartik Eknath Shende | - Chairman & Director |
| 2. Mr. Jay Prakash Motghare | - Whole Time Director |
| 3. Mr. Rajesh Narendra Admane | - Non Executive Director |
| 4. Mrs. Shweta Jay Motghare | - Non Executive Woman Director |
| 5. Mr. Manish Tarachand Pande | - Non Executive Independent Director |
| 6. Mr. Pradeep Prakash Thadani | - Non Executive Independent Director |
| 7. Mr. Atul Ramrao Dhawad | - Chief Financial Officer (CFO) |
| 8. Miss. Neelam Bahlani | - Company Secretary |

Invitees

- | | |
|--|---------------------|
| 1. CA Shantanu Deshmukh | - Statutory Auditor |
| (On Behalf of M/s BPSD & Associates,
Chartered Accountants) | |
| 2. CA Radheshyam Bhattad | - Internal Auditor |
| (On Behalf of M/s Radheshyam Bhattad & Co,
Chartered Accountants) | |

3. CS Avinash Gandhewar

- Secretarial Auditor & Scrutinizer

(On Behalf of M/s Avinash Gandhewar & Associates,
Company Secretaries)

Members

Total number of shareholders as on the cut-off date i.e. Friday, 07th February, 2025 were **119**. Total **7** members attended the meeting at the venue. The Company did not receive any request from members to appoint proxies; therefore no proxies were present on behalf of the members.

After confirming the presence of requisite quorum the Chairman commenced the proceeding of meeting.

The Chairman further announced that the Register of Director's Shareholding under Section 171(1)(b) of the Companies Act, 2013, the Auditors' Report under Section 145 of the Companies Act, 2013, Copy of Memorandum and Articles of Association of the Company and proof of service of Notice of Extra Ordinary General Meeting has been kept open for inspection.

NOTICE OF THE MEETING:

Company Secretary requested as to whether the Notice of Extra Ordinary General Meeting can be taken as read with the consent of members. Members proposed that the notice be taken as read. All the members present agreed to this suggestion. Copy of the Chairman's speech was distributed among the members present at meeting.

Then, Company Secretary explained to the members about the remote e-voting facility provided to all the persons who were members on 03rd March, 2025, being the cut-off date for vote on all the resolutions set out in the notice of EGM pursuant to the provisions of Companies Act, 2013 and the SEBI listing regulations (SEBI (LODR) Regulations, 2015), to enable them to cast their votes electronically. For this purpose, the company has tied up with

the e-voting system of Big Share Services Private Limited for facilitating remote e-voting through electronic means as the authorised agency.

She further informed that the Company also provided facility of ballot polling at the venue of EGM to all those members who could not cast their vote through remote e-voting and in this regard Company has appointed Mr. Avinash Gandhewar, Proprietor of Avinash Gandhewar & Associates, Practicing Company Secretary as a scrutinizer for scrutinizing the remote e-voting and ballot polling process.

Miss. Neelam Bahlani, Company Secretary then requested the Scrutinizer and 2 (two) witnesses present at the meeting to show the Poll Box to the members present at EGM. The box was shown to the members and the same was sealed by the scrutinizer for polling.

Company Secretary requested the Chairman to move resolutions as set out in the notice of EGM;

The Chairman then took the item wise agenda of EGM notice as circulated among the members.

Special Business:

Item No. 01:

Re-appointment of Mr. Pradeep Prakash Thadani (DIN: 08611572) as an Independent Director of the Company for a second term of 5 years commencing from March 1, 2025.

The Chairman moved the following resolution as an **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, and any other applicable provisions of the Companies Act, 2013 (“the Act”), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Articles of Association, and based on the recommendations of the Nomination

and Remuneration Committee, the consent of the shareholders be and is hereby accorded for the re-appointment of Mr. Pradeep Prakash Thadani (DIN: 08611572) as an Independent Director, who was appointed as an Independent Director on 29th February, 2020, and who holds office up to 28th February, 2025, and has submitted a declaration confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of five years commencing from March 1, 2025, up to February 28, 2030, be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Pradeep Prakash Thadani (DIN: 08611572) shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

Mr. Sudarshan Eknath Shende, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and accordingly cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Item No. 02:

Re-appointment of Mr. Manish Tarachand Pande (DIN: 08712019) as an Independent Director of the Company for a second term of 5 years commencing from March 1, 2025.

The Chairman moved the following resolution as an **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, and any other applicable provisions of the Companies Act, 2013 (“the Act”), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Articles of Association, and based on the recommendations of the Nomination and Remuneration Committee and the consent of the shareholders be and is hereby accorded for the re-appointment of Mr. Manish Tarachand Pande (DIN: 08712019) as an Independent Director, who was appointed as an Independent Director on 29th February, 2020, and who holds office up to 28th February, 2025, and has submitted a declaration confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of five years commencing from March 1, 2025, up to February 28, 2030, be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Manish Tarachand Pande (DIN: 08712019) shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

Mr. Shweta Jay Motghare, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and accordingly cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to take their seat, as there were no further agenda items to be discussed.

After having discussion on all the resolutions, the Company Secretary announced that the result of voting will be announced in the format prescribed under clause 44 (3) of SEBI (Listing Obligations and Requirements) Regulations, 2015 latest by Tuesday, 11th of March 2025, the same will be placed on the website of the company <https://www.nirmiteerobotics.com> and also be available on the website of the BSE Limited <https://www.startupsbse.com/index.html>.

The Company Secretary then expressed her vote of thanks to all the members, invitees as well as Board of Directors for devoting their valuable time and their being no other business the meeting was successfully concluded at 01:40 P.M.

For Nirmitee Robotics India Limited

Kartik Eknath Shende

Director

DIN: 02627131

Date: 10th March 2025

Place: Nagpur