

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Sub:Proceedings of 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 EGM of the Company held on Saturday,12th February 2022 at 3.00 P.M. and concluded at 5:45 P.M.

For your information and record.

**Thanking you,
Yours faithfully,**

For Nirmitee Robotics India Limited

Akhilesh Girish Mishra

Company Secretary cum Compliance Officer

Membership No: A65835

Date: 13th February 2022

Place: Nagpur

PROCEEDING OF EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF NIRMITEE ROBOTICS INDIA LIMITED HELD ON SATURDAY, 12TH FEBRUARY 2022, AT 03.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT D 3/2, HINGNA MIDC, NAGPUR-440028

The Extra Ordinary General Meeting (EGM) of the Company was held on Saturday, 12th February 2022 at 03.00 P.M. at the registered office of the company at D 3/2, Hingna MIDC, Nagpur-440028. Time of Commencement: 03.00 P.M. Time of Conclusion: 5:45 P.M.

Following persons were present at the meeting:

Board of Directors:

- | | |
|--------------------------------|--------------------------------------|
| 1. Mr. Jay Prakash Motghare | - Chairman & Whole Time Director |
| 2. Mr. Kartik Eknath Shende | - Non Executive Director |
| 3. Mr. Rajesh Narendra Admane | - Non Executive Director |
| 4. Mrs. Neelima Rajesh Admane | - Non Executive Woman Director |
| 5. Mr. Manish Tarachand Pande | - Non Executive Independent Director |
| 6. Mr. Pradeep Prakash Thadani | - Non Executive Independent Director |

Key Managerial Personnel:

- | | |
|-------------------------------|---------------------------------|
| 1. Mr. Atul Ramrao Dhawad | - Chief Financial Officer (CFO) |
| 2. Mr. Akhilesh Girish Mishra | - Company Secretary |

Members:

- | | |
|--------------------------------|----------|
| 1. Mr. Kartik Eknath Shende | - Member |
| 2. Mr. Rajesh Narendra Admane | - Member |
| 3. Mr. Jay Prakash Motghare | - Member |
| 4. Mrs. Neelima Rajesh Admane | - Member |
| 5. Mrs. Shweta Jay Motghare | - Member |
| 6. Mrs. Padma Kartik Shende | - Member |
| 7. Mr. Sudarshan Eknath Shende | - Member |

Invitees:

1. CS Avinash Gandhewar

- Scrutinizer

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

The members granted exemption to the statutory and internal auditor of the company from attending the meeting because of their prior commitments.

The Chairman further informed by the Company Secretary that 7 members were in attendance. Hence, after confirming the presence of requisite quorum the Chairman commenced the proceedings of meeting at 03.05 P.M.

The Chairman said that the Notice convening the Meeting has been already sent to all the Members and enquired whether the same could be taken as read and the Members agreed. Thereafter, the Chairman commenced the formal agenda of the EGM.

Special Business:

Item No. 01:

Alteration of Articles of Association:

The Chairman moved the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof) and subject to other approvals, if any, the consent of members be and is hereby accorded to alter the Articles of Association of the Company by way of substitution of existing Article No. 35 with the following article:

35. The company may, from time to time, by ordinary resolution increase or re-classify the authorized share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to file the requisite forms, etc. with the office of the Registrar of Companies, Mumbai, Maharashtra and to do such other acts and deeds as may be necessary for giving effect to this resolution.”

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-classification of Authorized Share Capital:

The Chairman moved the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and all other applicable provisions, if any, under the Companies Act, 2013, (including any amendment thereto or re-enactment thereof) read with Articles of Association, the existing Authorised Share Capital of the Company of Rs. 2,66,50,000/- (Rupees Two Crore Sixty Six Lakhs Fifty Thousand Only) divided into 665000 (Six Lakh Sixty Five Thousand) equity shares of Rs. 10/- (Rupees Ten) each and 2000000 (Twenty Lakhs) Preference shares of Rs. 10/- (Rupees Ten) each be and is hereby reclassified to 2,66,50,000/- (Rupees Two Crore Sixty Six Lakhs Fifty Thousand Only) divided into 2665000 (Twenty Six Lakhs Sixty Five Thousand) Equity shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V) The Authorised Share Capital of the Company is Rs. 2, 66, 50,000/- (Rupees Two Crore Sixty Six Lakhs Fifty Thousand Only) divided into 2665000 (Twenty Six Lakhs Sixty Five Thousand) Equity shares of Rs. 10/- (Rupees Ten) each.

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

Item No. 03:

Increase in Authorized Share Capital:

The Chairman moved the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provision of section 61 and 64 of the Companies Act, 2013 read with Companies (Share Capital and Debenture) Third Amendment Rules, 2016 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof for the time being in force) and the provisions of the Memorandum and Articles of Association, the Authorized Capital of the Company be and is hereby increased from 2,66,50,000/- (Rupees Two Crore Sixty Six Lakhs Fifty Thousand Only) divided into 2665000 (Twenty Six Lakhs Sixty Five Thousand) Equity shares of Rs. 10/- (Rupees Ten) each to Rs. 3, 66, 50,000 divided into 3665000 (Thirty Six Lakhs Sixty Five Thousand) Equity shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT clause V of the Memorandum of Association of the Company be and is hereby altered to read as follows:

V) The Authorised Share Capital of the Company is Rs. 3, 66, 50,000 (Rupees Three Crore Sixty Six Lakhs Fifty Thousand Only) divided into 3665000 (Thirty Six Lakhs Sixty Five Thousand) Equity shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to file the requisite forms, etc. with the office of the Registrar of Companies, Mumbai, Maharashtra and to do such other act and deeds as may be necessary for giving effect to this resolution.”

After having discussion on all the resolutions, the Chairman 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 15th February, 2022, 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 his vote of thanks to all the members as well as Board of Directors for devoting their valuable time and their being no other business the meeting was successfully concluded at 5:45 P.M.

For Nirmitee Robotics India Limited

Akhilesh Girish Mishra

Company Secretary cum Compliance Officer

Membership No: A65835

Date: 13th February 2022

Place: Nagpur



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