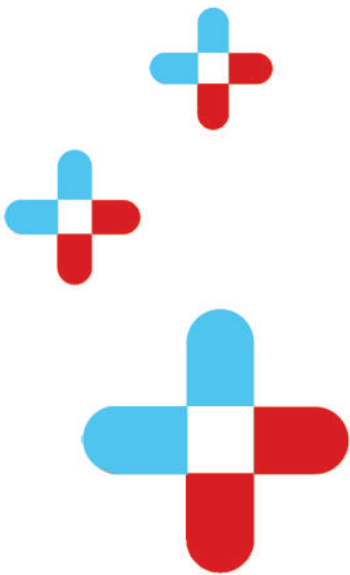


Annual Report

2023-24

NEMCARE
SUPER SPECIALITY HOSPITAL



**Nemcare Hospitals
Private Limited**





NEMCARE

SUPER SPECIALITY HOSPITAL

GENERAL INFORMATION

Name	NEMCARE HOSPITALS PRIVATE LIMITED
CIN	U85110AS2008PTC008727
Registered Address	G.M.C ROAD, BHANGAGARH, GUWAHATI – 781005, ASSAM, INDIA
Website	www.nemcare.com
Email	info@nemcare.com
Phone	+91 8822 201 201

BOARD OF DIRECTORS AS ON 31.03.2024

Sl No.	Name	Designation
1	Dr. Hiteswar Baruah	Managing Director
2	Dr. Mihir Kumar Baruah	Director
3	Mr. Ranjan Kumar Deka	Director
4	Mr. Dharani Dhar Baruah	Director
5	Dr. Manoj Kumar Agarwala	Director
6	Mr. Biraj Mohan Das	Director
7	Dr. Pradip Kumar Baruah	Director
8	Dr. Kajal Nayan Das	Director
9	Dr. Gauri Kanta Kalita	Director
10	Dr. Dilip Kumar Deka	Director
11	Dr. Sanjive Narain	Director

STATUTORY AUDITORS

M/s Gaurav More & Associates.
Chartered Accountants
1st Floor, PC Kalita Complex
Opp. Bank of Baroda Building.
Rajrah Road, Guwahati - 781003, Assam

COST AUDITORS

Musib & Co
Cost Accountants,
Flat No-403, Kripa Apartment
Samagam Path, Near Hatigaon Chariali
Hatigaon, Guwahati-781038

CONTENT

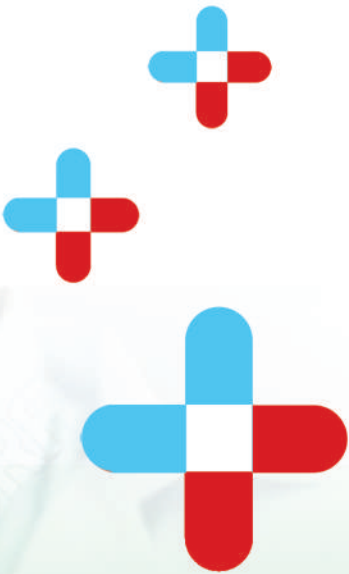
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Mission:

To provide compassionate, accessible, high quality and cost effective healthcare to the community and to promote health

Vision:

To be a prominent regional leader known for meeting the healthcare needs through excellent clinical quality, accessible patient-centered caring service and unmatched healthcare commitment



BOARD OF DIRECTORS



*Dr. Hiteswar Baruah,
Chairman cum Managing Director*



*Dr. Mihir Kumar Baruah,
Director*



*Mr Ranjan Deka,
Director*



*Mr Dharani Dhar
Baruah, Director*



*Dr. Pradip Kumar
Baruah, Director*



*Dr. Dilip Kr. Deka,
Director*



*Dr. Gauri Kanta Kalita,
Director*



*Er. Biraj Mohan Das,
Director*



*Dr. Manoj Kr. Agarwala,
Director*



*Dr. Kajal Nayan Das,
Director*



*Dr. Sanjive Narain,
Director*

EXECUTIVE MANAGEMENT



*Dr. Kishor Kumar Barman
Medical Superintendent*



*Dr. Ashish Sharma
CEO*



Chairman cum MD's Message on behalf of Board of Director's

Dear Shareholders,

I am honored to present the 16th Annual Report of our Company for the fiscal year 2023-24. This year has been remarkable, reflecting both our strong performance and the solid foundation upon which our Company continues to build. Our position as one of the leading healthcare providers in the North East remains firmly rooted in our patient-centric approach, supported by an exceptional team of clinical professionals. With great pride, I can say that our Company's mission "to provide compassionate, accessible, high quality and cost effective healthcare to the community and to promote health"— is tirelessly pursued by our dedicated workforce of over 1,000 employees.

Allow me now to share few highlights of the financial performance.

Your Company achieved revenue from operations of ₹16,059.23 lakhs, up from ₹13,753.78 lakhs in the previous financial year, marking a robust growth of 16.76%. We surpassed the significant milestone of ₹150 crores in turnover, a testament to our sustained revenue growth. Our Profit Before Tax (PBT) for the year ended 31st March 2024, increased by ₹166.19 lakhs to ₹2,641.72 lakhs, a rise of 6.71% compared to ₹2,475.53 lakhs in the previous year. Meanwhile, our Profit After Tax (PAT) stood at ₹2,180.16 lakhs, up from ₹2,024.60 lakhs. The Net Worth of the Company also saw a healthy increase of 24.52%, rising from ₹5,435.12 lakhs as of 31st March 2023 to ₹6,768.06 lakhs as of 31st March 2024.

It is for the second consecutive year, your Company has declared a dividend of ₹1.6 per share (16% of face value, which includes 1st interim dividend of 3% & 2nd interim dividend of 7% already paid for the FY 2023-24), subject to shareholders' approval. This underscores our successful transformation over the past few years and our commitment to delivering sustainable growth and profitability. At the same time, we remain mindful of our capital needs and future growth objectives.

I am pleased to announce the recent inauguration of a newly expanded 6-bed dialysis unit on the 7th floor of Nemcare Hospitals Private Limited. This expansion, which integrates comprehensive day care and additional facilities under one roof, highlights our commitment to delivering holistic care to our community. We have also opened a new day care and chemotherapy unit on the hospital premises, further enhancing our services and introducing a new revenue stream for our Company. Additionally, I am happy to report that our Company is thriving, with a promising new investment proposal poised to drive continued growth. We have also made a strategic investment in the upcoming hospital project by Nemcare Hospitals Jorhat Private Limited.

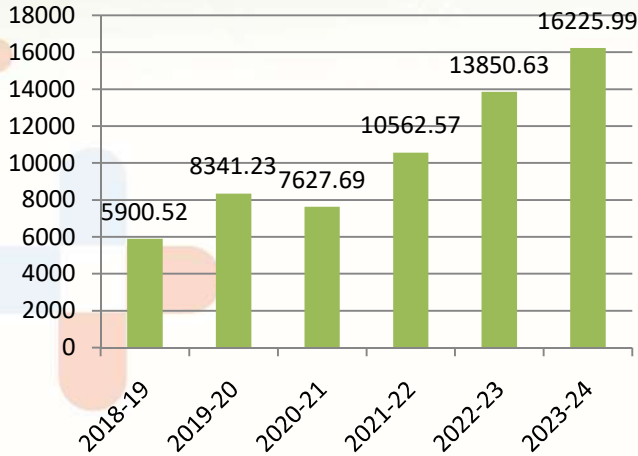
Our Company is deeply committed to creating sustainable and meaningful social outcomes. Over the past year, we have actively contributed to various CSR initiatives. I am particularly proud to share that under our CSR initiative, we will support one medical student from a BPL/differently-abled background in pursuing an MBBS degree at a Government Medical College, with all educational expenses covered by our Company and will donate one "Swargarath" to a NGO for the benefit of the BPL patients. This is just two of the many CSR initiatives we plan to undertake in the coming year.

In Conclusion, I would like to extend my heartfelt gratitude to our shareholders, the Management, the Board, our talented clinicians, and all our employees for their unwavering dedication and support. Rest assured, our Company will continue its relentless efforts to reach new frontiers in healthcare delivery, humbly serving the communities around us and making a positive impact on lives and longevity.

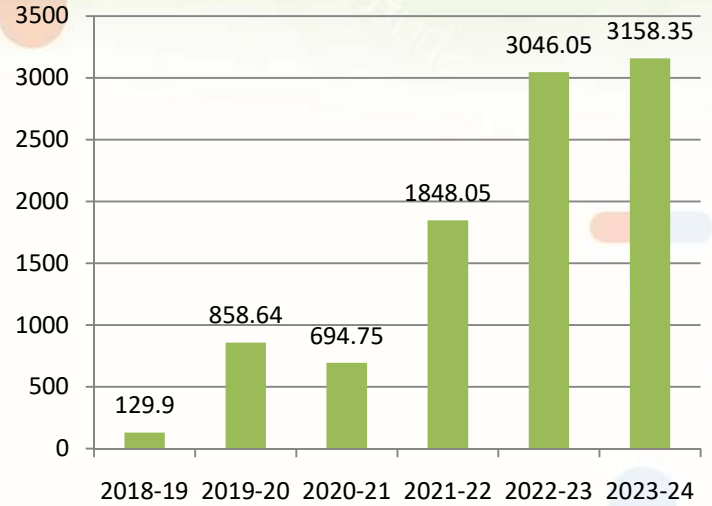
With warm regards,
Dr. Hiteswar Baruah
Managing Director, NHPL

KEY FINANCIAL PERFORMANCE OF THE COMPANY

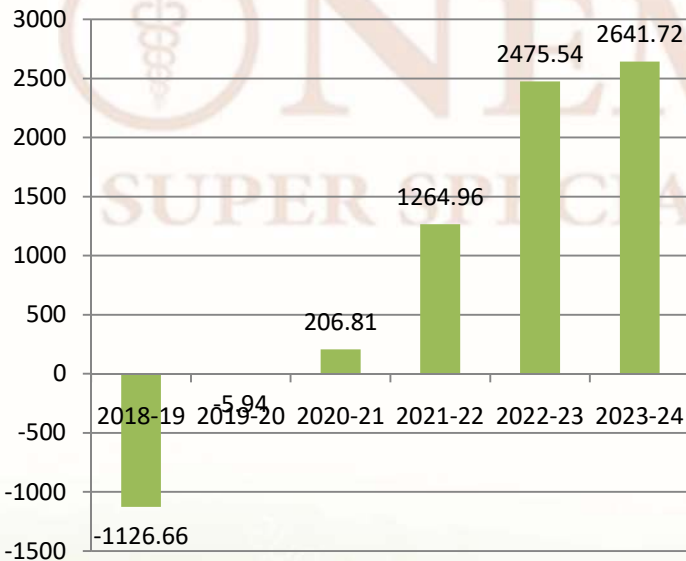
Revenue (In lakhs)



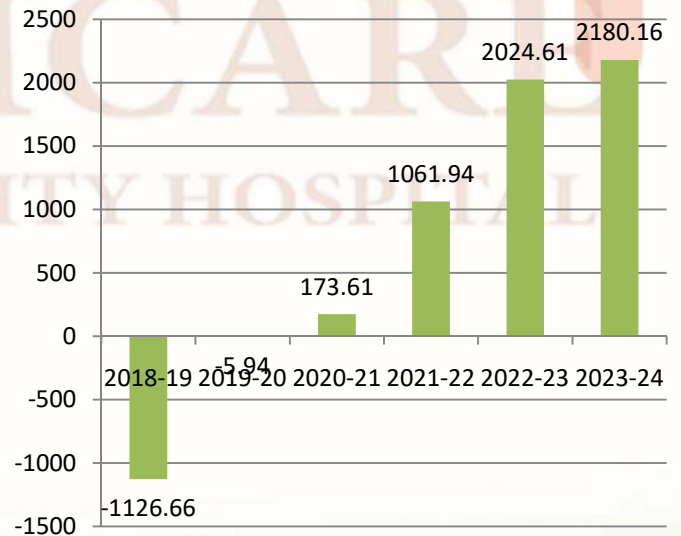
EBITDA (In lakhs)



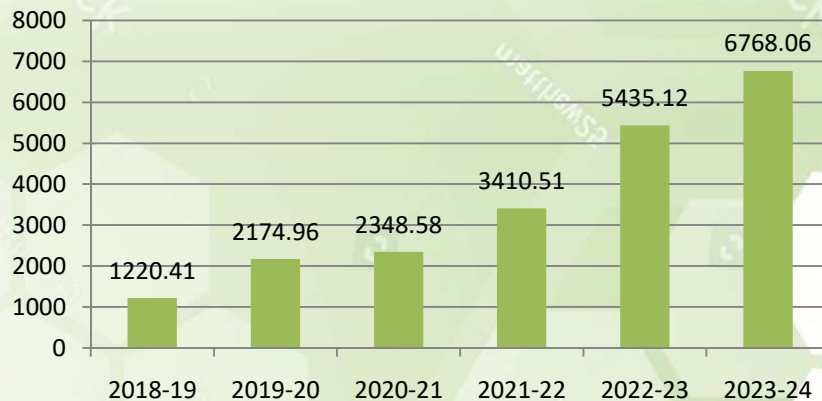
PBT (In lakhs)



PAT (In lakhs)

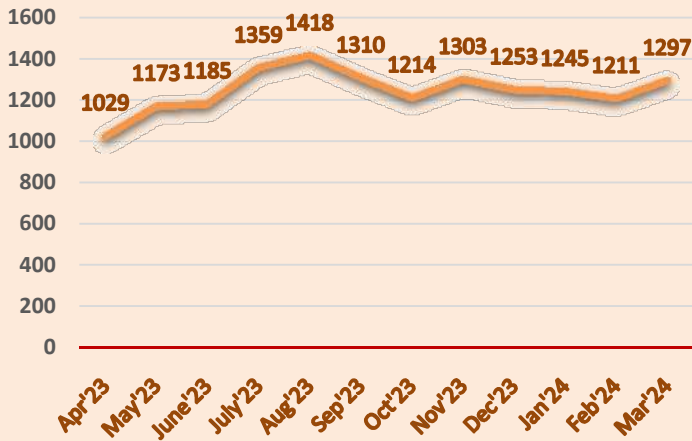


Networth (In lakhs)

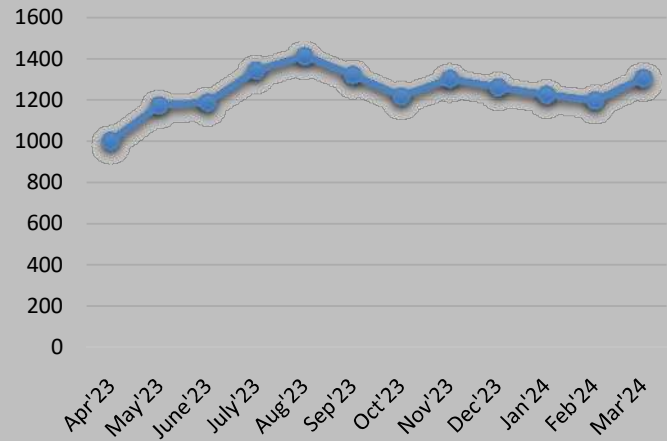


OTHER PERFORMANCE OF THE COMPANY

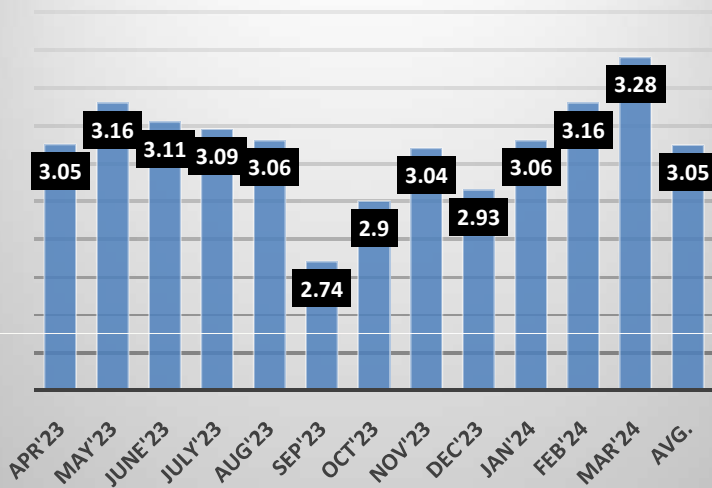
Admissions



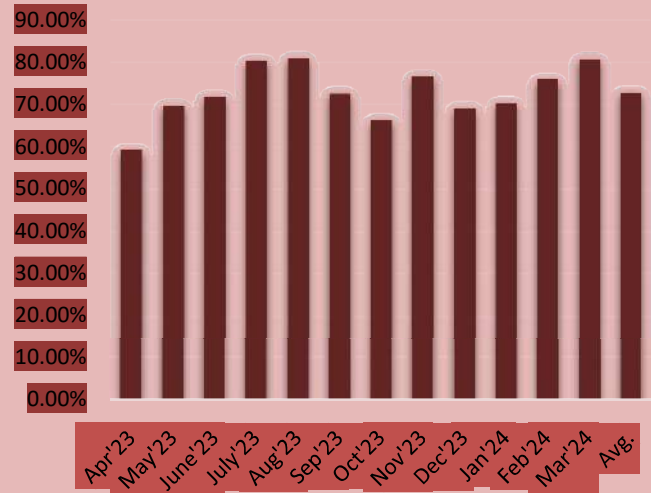
Discharges

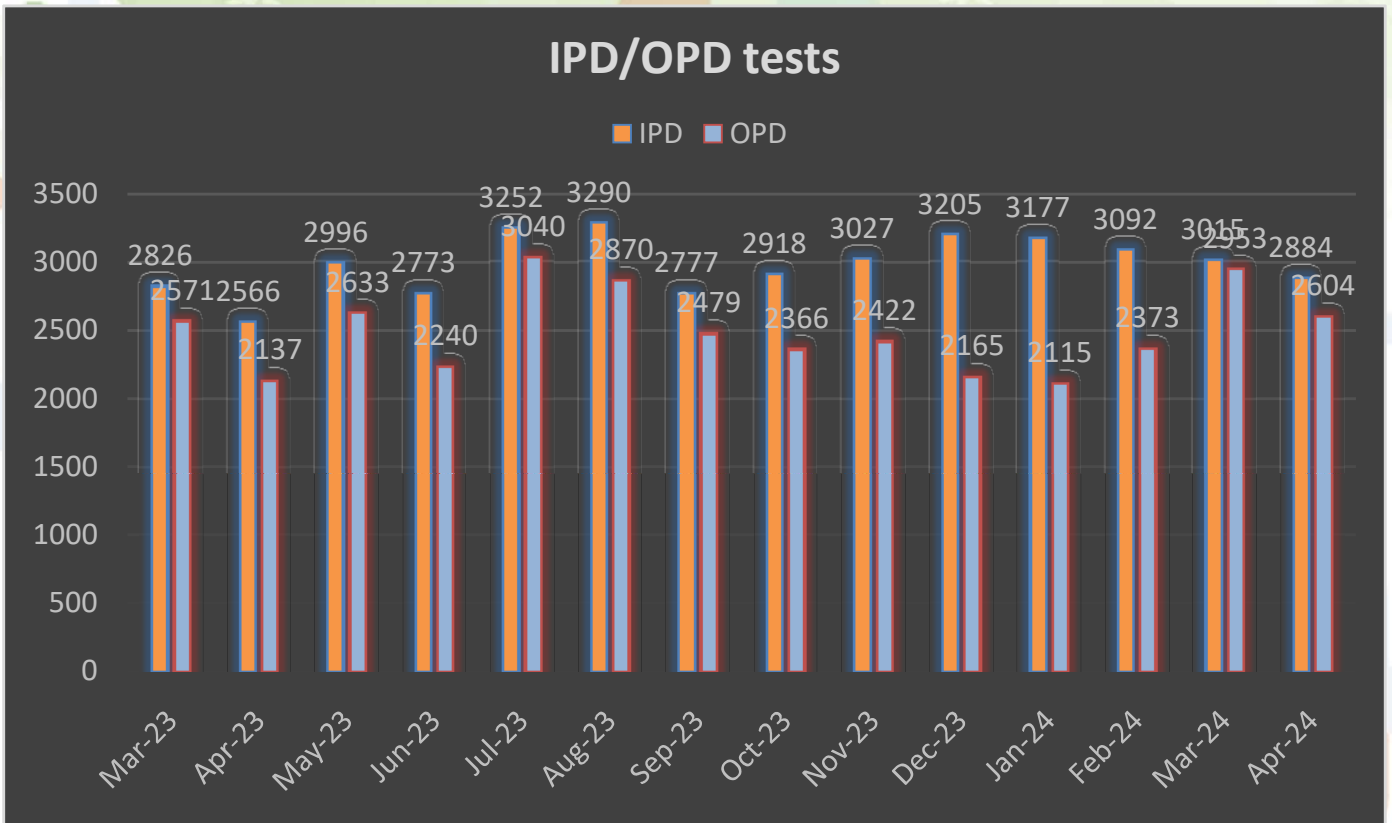


ALOS [Averager Length of Stay]

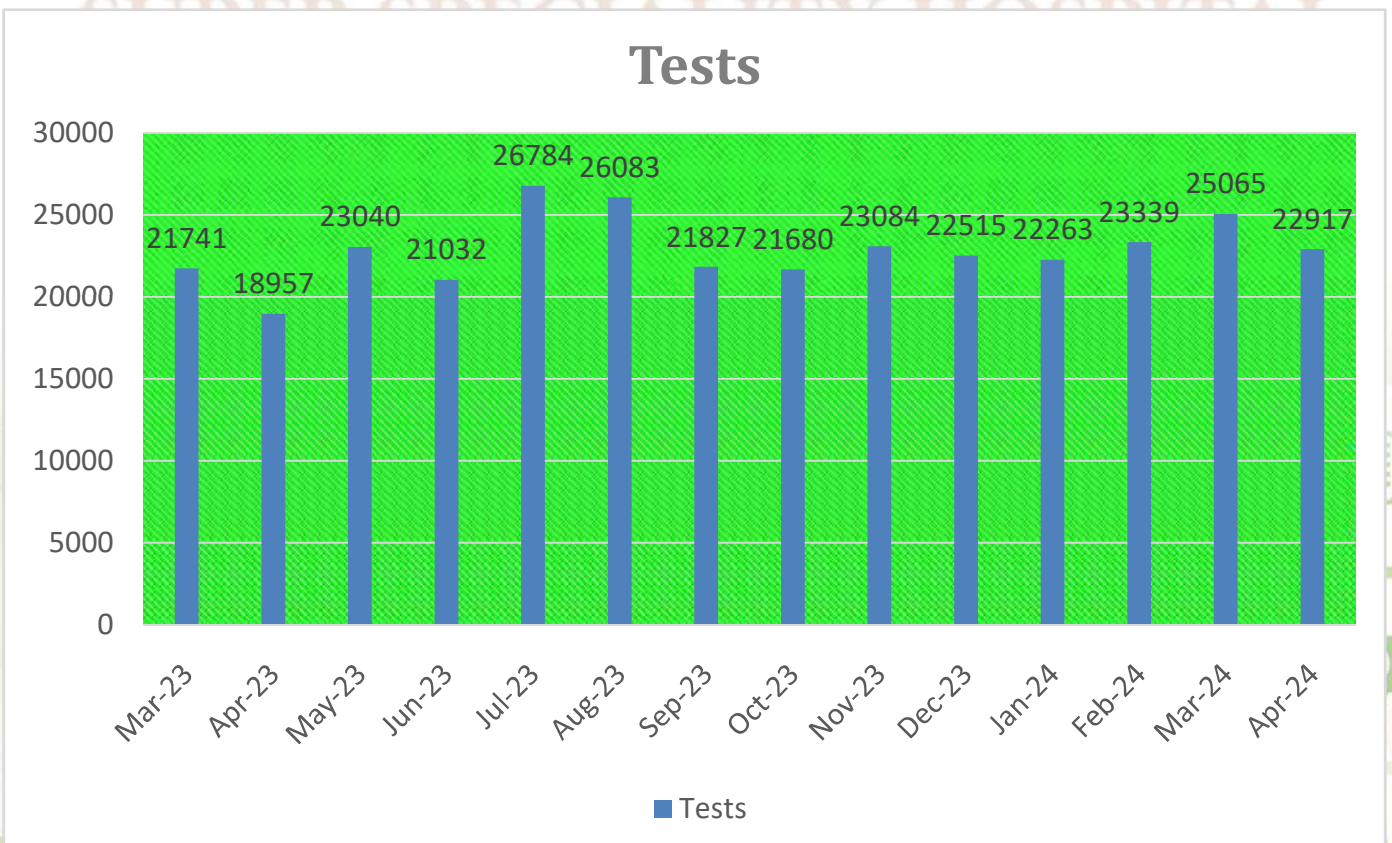


BOR [Bed Occupancy Rate]

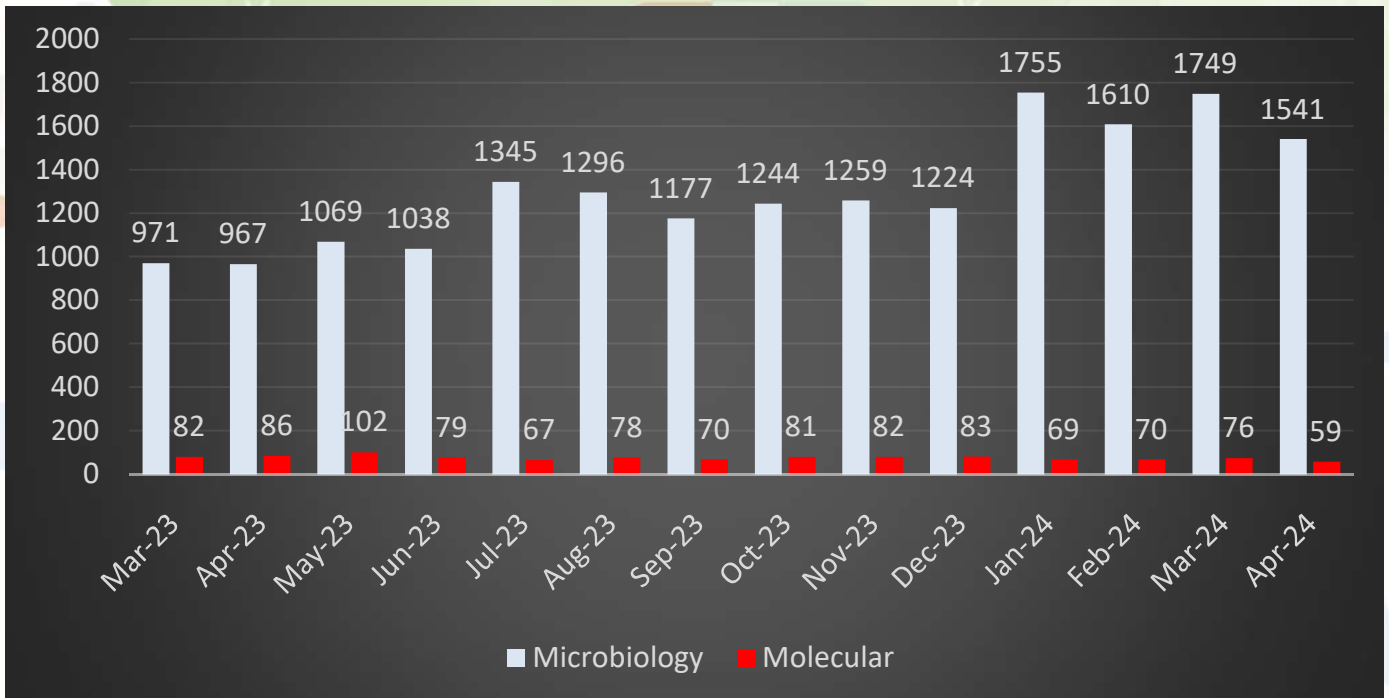




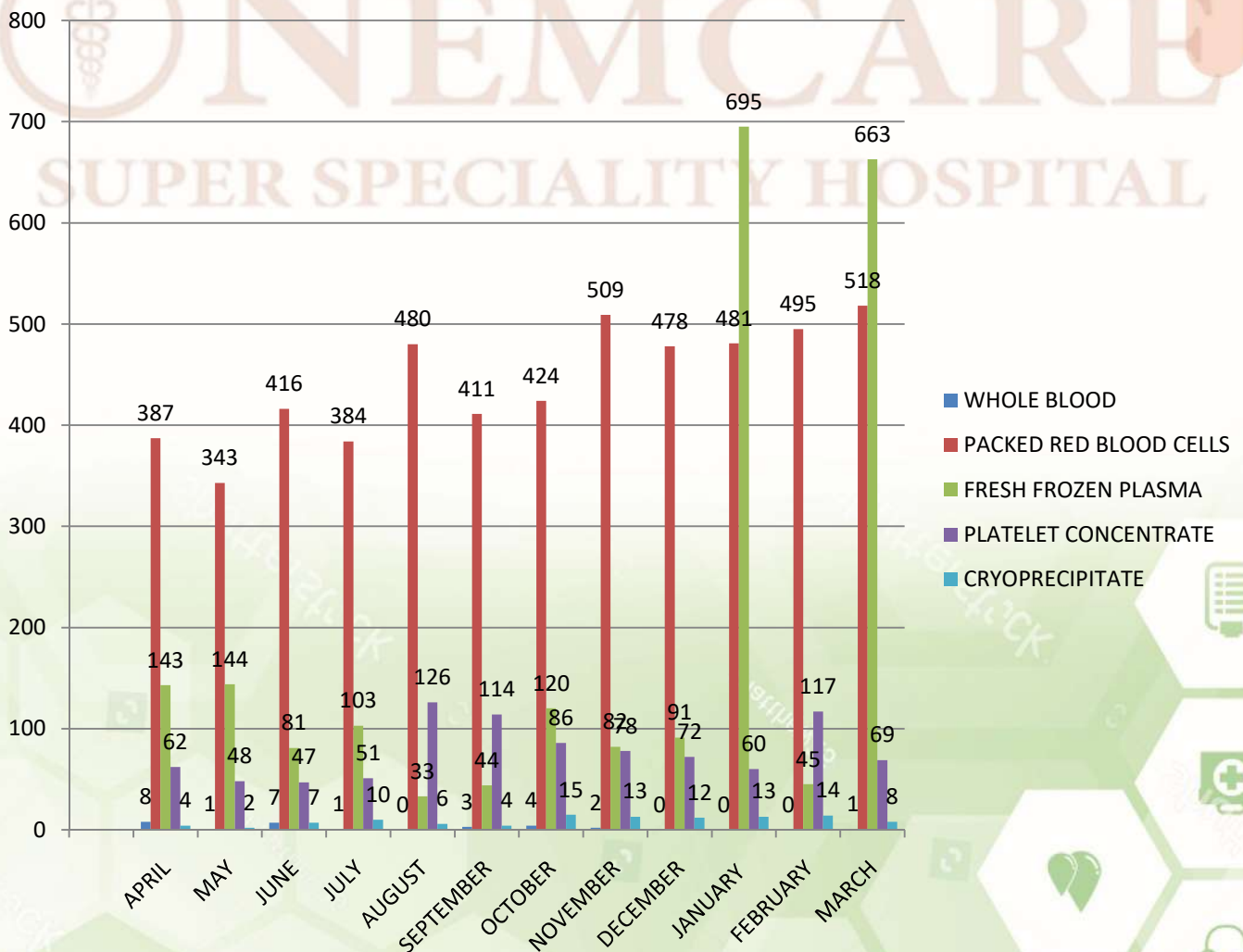
Total no of test(Biochemistry + haematology + clinical pathology) parameters



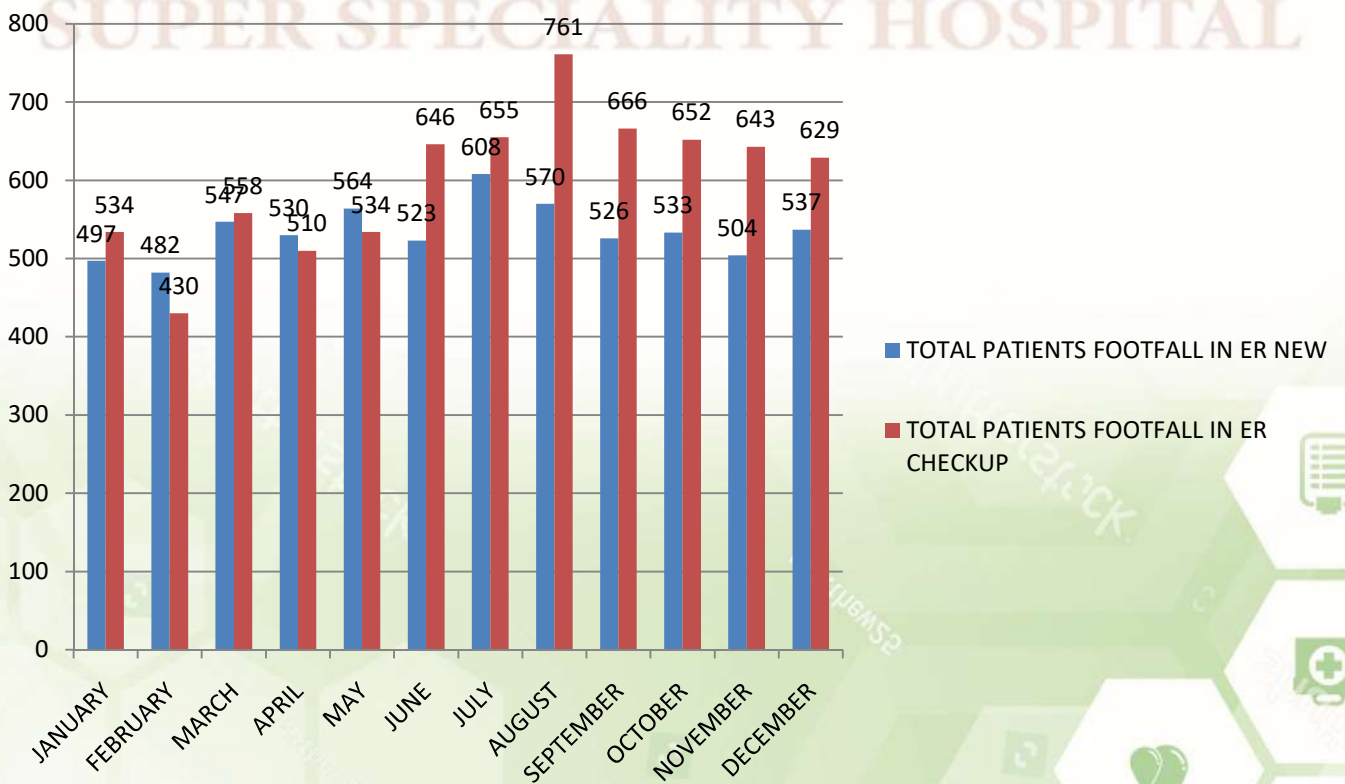
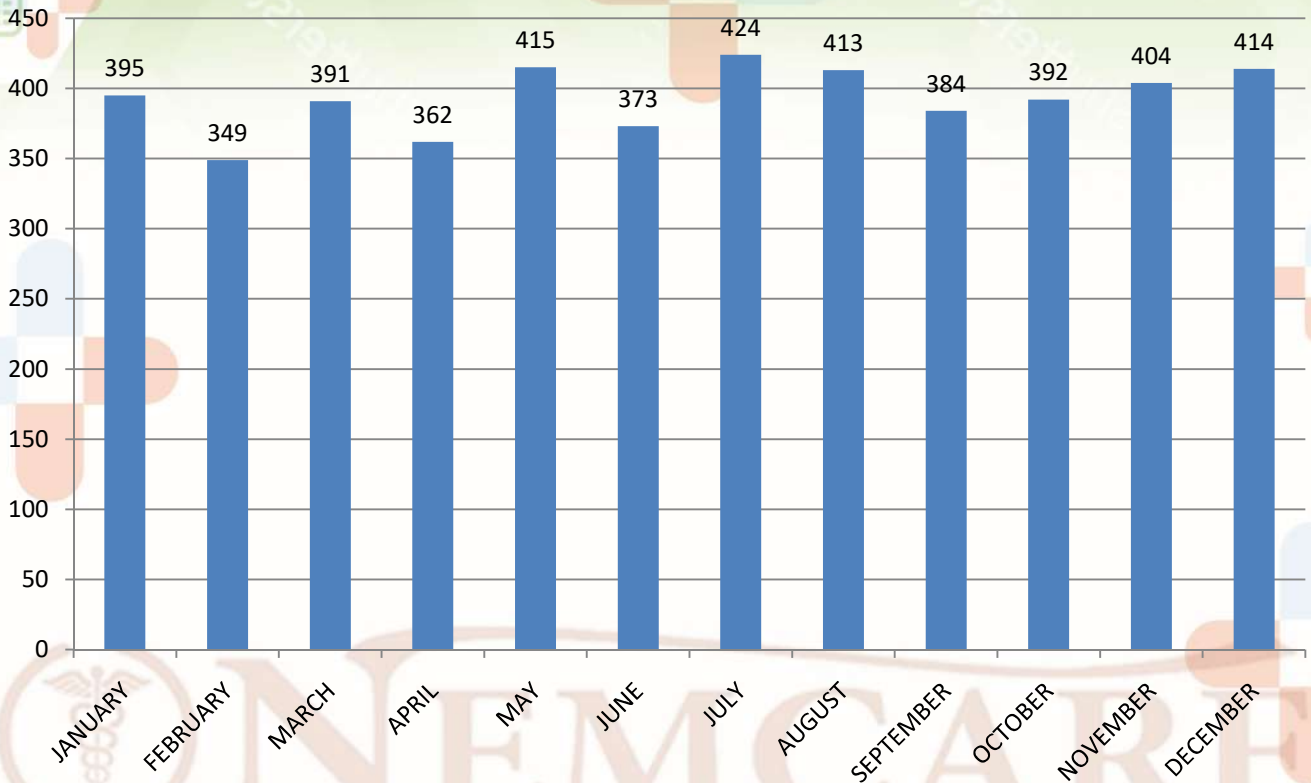
Total no of test MICROBIOLOGY & Molecular parameters.



BLOOD BANK UPDATES:



ADMISSION DONE THROUGH ER



NEMCARE

SUPER SPECIALITY HOSPITAL

NOTICE

Notice is hereby given that the Sixteenth (16th) Annual General Meeting of the Members of “M/s NEMCARE HOSPITALS PRIVATE LIMITED” will be held on Thursday, the 26th Day of September, 2024 at the Conference hall of Hotel Arista, GS Rd, opp. Mizoram House, Ananda Nagar, Christian Basti, Guwahati-781006, Assam at 12.00 Noon. to transact the following businesses:-

ORDINARY BUSINESS:

1. To consider, approve and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on March 31, 2024, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on 31st March, 2024 together with the Report of the Board of Directors and Auditors' thereon.

2. To confirm the interim dividend(s) and declare the final Dividend for the financial year ended 31 March 2024, and in this regard, pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the first interim dividend of Rs. 0.30/- (3%) per equity share and second interim dividend of Rs. 0.70/- (7%) per equity share and Final Dividend of Rs. 0.60/- (6%) per equity shares, aggregating to a sum of Rs. 1.60/- (16%) per equity share on face value of Rs. 10/- each fully paid up for FY 2023-24 as approved and recommended by the Board of Directors of the Company respectively and already paid, be and is hereby confirmed.”

3. To appoint the Statutory Auditors of the Company, and to fix their remuneration and in this regard, members are requested to consider, and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Board, M/s. Siddhartha S.B. Boruah & Co., Chartered Accountants (FRN 326350E) be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of 5 (five) consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of the 21st Annual General Meeting of the Company to be held in the financial year 2028-2029, at such remuneration as may be determined by the Board in consultation with the auditors in addition to reimbursement of all out-of-pocket expenses to be incurred by them in connection with the audit.”

SPECIAL BUSINESS:

4. Approval of Remuneration of the Cost Auditor for the financial year 2024-25.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 as amended from time to time, the appointment of M/s. Musib & Co, Cost Accountants, by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2025 at a remuneration of Rs. 25,000/- (Rupees Twenty Five Thousand Only) plus GST and other out of pocket expenses, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary or expedient to give effect to this Resolution.”

By Order of the Board of Directors
For M/s NEMCARE HOSPITALS PRIVATE LIMITED

Sd/-

Dr. Hiteswar Baruah
Managing Director
DIN: 01157669

Date: 30/08/2024
Place: Guwahati
Encl: Proxy Form and Attendance Slip



NEMCARE

SUPER SPECIALITY HOSPITAL

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself / herself and a proxy need not be a member of the company. proxies in order to be effective must be lodged with the company at its registered office at least 48 hours before the time appointed for the meeting.

2. Member desirous of obtaining any information concerning the accounts and operations of the company are requested to address their questions in writing to the company at least 5 days in advance before the date of annual general meeting, so that the information required may be available at the meeting.

3. Shareholders are requested to kindly bring their copies of annual report to the meeting.

Explanatory Statements for the Special Business pursuant to Section 102 of the Companies Act, 2013:

Item No. 3:

Approval of Remuneration of Cost Auditor for the financial year 2024-25

M/s. Musib & Co, Cost Accountants was appointed by the Board as the Cost Auditor of the Company for the year 2024-25 to conduct the audit of Cost Records at a remuneration of Rs. 25,000/-plus GST and other out of pocket expenses. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit & Auditors) Rules, 2014, remuneration of Cost Auditor approved by the Board is required to be ratified by the Members by way of an Ordinary Resolution.

The Board accordingly recommends the passing of the proposed Ordinary Resolution for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives is, in any way, concerned or interested, financially or otherwise, in passing of the said Ordinary Resolution.

By Order of the Board of Directors
For M/s NEMCARE HOSPITALS PRIVATE LIMITED

SD/-
Dr. Hiteswar Baruah
Managing Director
DIN: 01157669

Date: 30/08/2024
Place: Guwahati

To,
The Members,
M/s Nemcare Hospitals Private Limited

Your Directors have pleasure in presenting their **Sixteenth** Annual Report on the business and operations of the Company “**M/s Nemcare Hospitals Private Limited**” and the audited accounts for the Financial Year ended 31st March, 2024.

FINANCIAL SUMMARY OR HIGHLIGHTS / PERFORMANCE OF THE COMPANY:

The Board’s Report is prepared based on the stand alone financial statements of the Company.

Particulars	2023-2024 In Lakhs	2022-2023 In Lakhs
Revenue from Operations	16,059.23	13,753.78
Other income	166.77	96.85
Total Revenue (A)	16,226.00	13,850.63
Total Expenses (B)	13,584.28	11,375.10
Profit/(Loss) before tax and extraordinary items (A-B)	2,641.72	2,475.54
Less: Current Tax	461.56	450.93
Deferred Tax	-	-
Profit/ Loss after Tax	2180.16	2024.61

BRIEF DESCRIPTION OF THE COMPANY’S WORKING DURING THE YEAR/STATE OF COMPANY’S AFFAIR:

a) **Revenue from Operations** during the financial year 2023-24 increased to Rs 16,059.23 lakhs as compared to 13,753.78 Lakhs of the previous financial year, recording an increase of 16.76% YOY. This year the company has achieved a turnover of more than Rs 150+ crores.

b) **Profit from continuing operation before tax** for the financial year ended 31st March 2024 was higher by Rs. 166.19 Lakhs at Rs. 2,641.72 lakhs as compared to Rs. 2,475.53 of the previous financial year, an increase of 6.71 %.

c) **Profit after tax** for the year ended 31st March 2024 was at Rs. 2,180.16 Lakhs as compared to Rs. 2024.60 Lakhs of the previous financial year and correspondingly Earnings per share for the year ended 31st March 2024 increased to Rs. 4.30 per share from Rs. 4 per share during the previous financial year under review recording an increase of 7.5% .

d) **Net worth** of the Company has increased by 24.52 % from Rs. 5,435.12 Lakhs as on 31st March 2023 to Rs. 6,768.06 Lakhs as on 31st March 2024.

With this your company has achieved remarkable growth during the financial year.
Your Directors are hopeful for an increase in overall profitability in the coming years.

OTHER FINANCIALS PERFORMANCE:

The occupancy rate of the hospital was good during the entire year.

Revenue & Surplus turned into positive in the current year which is a very efficient indication of the overall financial growth of the Institution.

DERATMENTAL UPDATES:

a. Human Resources

The Human Resources (HR) team at NHPL has been instrumental in aligning the workforce with the strategic goals of the organization. The team's efforts encompass the entire employee lifecycle, from recruitment to retirement, ensuring that the workforce is equipped to meet the company's present and future needs.

- **Talent Acquisition:** Focused on attracting candidates with the right skill set to support NHPL's growth and innovation goals.
- **Performance Management:** Implemented a robust performance management system, benchmarking against industry standards to optimize employee productivity.
- **Employee Development:** Emphasized continuous learning and development, offering regular training to enhance skills and adapt to evolving industry demands.
- **Employee Welfare:** Maintained a strong commitment to employee well-being, promoting a healthy work-life balance through various initiatives.

b. Operations

The Operations team has introduced several initiatives to enhance patient experience and streamline service delivery.

- **'We Care' Services:** Introduced personalized services for newborns and long-stay patients, including a 'Baby Kit,' congratulatory card, and celebratory gestures such as cake cutting, which are warmly received by patients and their families.
- **Fond Farewell:** A thoughtful gesture to conclude the personalized care journey of admitted guests, reinforcing patient satisfaction and loyalty.
- **Personalized Health Check-up Services:** For corporate annual health checkup guests, personalized assistance is provided throughout the process, ensuring a smooth and satisfying experience.
- **Focus on Vulnerable Patients:** Increased attention to vulnerable patient groups, enhancing their care and support.
- **Room Booking Transparency:** Introduced a booking register for inpatient rooms, ensuring transparency by allocating rooms on a 'first come, first serve' basis.
- **Service Segregation:** Differentiated service delivery for inpatient and outpatient care, recognizing the distinct needs and expectations of these patient groups.

c. Empanelment

The Cashless Department recorded significant growth in revenue, reflecting the department's enhanced efficiency and the growing adoption of cashless transactions.

Revenue Growth Analysis:

Month	Income 2022-23	Income 2023-24	Growth (%)
April	₹1,05,60,126	₹1,78,55,758	69.12%
May	₹96,38,889	₹3,00,82,477	212.08%
June	₹1,36,96,729	₹2,12,47,919	55.19%
July	₹1,44,02,576	₹2,44,92,591	70.03%
August	₹1,71,49,950	₹2,53,74,844	47.91%
September	₹3,04,74,227	₹3,09,37,036	1.52%
October	₹1,55,31,569	₹2,33,01,366	50.05%
November	₹2,30,84,772	₹2,17,67,131	-5.71%
December	₹3,05,69,622	₹3,51,49,339	14.98%
January	₹2,25,82,504	₹3,21,87,794	42.55%
February	₹2,13,65,156	₹2,68,70,740	25.75%
March	₹4,11,33,477	₹3,98,58,517	-3.11%
Total	₹25,01,89,596	₹32,91,25,512	31.50%

Key Factors Contributing to Growth:

- Increased patient adoption of cashless transactions.
- Enhanced operational efficiencies within the department.
- External factors such as policy changes, economic conditions, and increased patient volume favoring cashless payments.

d. Marketing

The Marketing department has played a pivotal role in driving patient acquisition, building the hospital's brand, and maintaining strong relationships with patients, doctors, corporates, and insurers.

Patient Flow in OPD & IPD:

Year	OPD	IPD
2022-23	73,754	12,150
2023-24	91,587	14,997

Key Marketing Initiatives:

1. Patient Acquisition and Retention:

- **Target Audience Identification:** Ongoing demographic market research and health camps like Tezpur CME, Bihdiya Health Camp, and collaborations with Assam Healthcare Society and Bank of Baroda.
- **Patient Education:** Hosted events like BLS/CPR training, No Tobacco Day, and other awareness programs to educate the public.
- **Patient Referral Programs:** Strategies to attract patients referred by other healthcare providers.
- **Corporate Tie-ups:** Expanded empanelment to include 16 corporates/PSUs and 22 TPAs/Insurance companies.
- **Patient Experience Enhancement:** Focused on improving patient satisfaction through collaboration with various departments.

1. Credit Outstanding Recovery:



- Regular follow-ups on outstanding recoveries from corporates and TPAs, with an average monthly recovery of ₹3 crores.

2. Brand Management and Advertisement:

- Ensured consistency in messaging and visuals across all communication channels with timely advertisements.
- Promoted workshops and events such as ABHIGYAN, Diabeto Heart Symposium, and Rhinoplasty Workshop to engage healthcare professionals.

3. Community Engagement:

- Developed initiatives like Environmental Day, Doctor's Day, and Nurse's Day celebrations to strengthen community ties and enhance the hospital's public image.

4. Digital Marketing and Online Presence:

- Focused on website management, social media marketing, and optimizing the hospital's Google presence.

e. Hospital Infection Prevention & Control Team (HIPCT)

HIPCT has been proactive in enhancing infection control measures and monitoring hospital-acquired infections (HAIs).

Key Initiatives:

- **Antimicrobial Stewardship Program (AMSP):** Active audit by external assessors, successful implementation of new monitoring forms, and ongoing training programs.
- **HAI Management:** Decreased incidence of HAIs and continued surveillance of multi-drug resistant organisms (MDROs).
- **Routine Procedures:** Strict adherence to isolation protocols, fumigation, and regular water testing.
- **Vaccination Programs:** Ensured hospital staff vaccination for diseases such as typhoid, Hepatitis B, and tetanus.
- **Monthly HIPCT Meetings:** Regular discussions on infection control measures and continuous improvement strategies.

f. Nursing Department

The Nursing Department has made significant strides in maintaining high standards of patient care.

Achievements:

- **NABH Accreditation:** Achieved accreditation despite leadership changes, highlighting the department's resilience and commitment.
- **Continuous Training:** Ongoing BLS/ACLS training programs to ensure staff readiness for emergency situations.
- **Quality Indicators:** Regular submission and monitoring of quality indicators to drive improvements in patient care.
- **File Audits:** Monthly active file audits to ensure compliance with standards and identify areas for improvement.
- **Quality Improvement Projects:** Initiated projects to address specific challenges and enhance patient care.
- **Best Nursing Care:** Continued to provide top-tier patient care despite staffing challenges.

g. Information Technology (IT)

The IT department has successfully implemented various technological upgrades to enhance operational efficiency and patient experience.

Key Projects:

- **Diet Module Implementation:** Streamlined dietary management within the hospital.
- **CCTV Installation:** Installed approximately 30 additional cameras to enhance security.
- **Lab Reporting via WhatsApp:** Enabled patients to receive lab reports through WhatsApp.
- **Billing Automation:** Streamlined billing processes with WhatsApp integration for sending bills and receipts.
- **Promotional SMS Module:** Implemented a system for marketing communications through WhatsApp.

h. Medical Record Department (MRD)

MRD has achieved significant improvements in the management and digitization of patient records, ensuring efficient and secure handling of critical information.

Key Achievements:

- **Digitalization of Records:** Transitioned to digital records for death and medico-legal cases, enhancing accessibility and security.
- **Cost Optimization:** Reduced costs by amending clauses with outsourcing providers.
- **Legal Issue Mitigation:** Observed a declining trend in legal issues related to medical records.
- **Quality Improvement:** Continuous improvement through passive file audits, ensuring compliance and accuracy.
- **Efficient Staffing:** Maintained high performance without increasing manpower, even with higher patient occupancy.
- **Training and Compliance:** Ongoing training programs and adherence to state guidelines ensure that staff remains updated and compliant.

i. Quality Department

The Quality Department is pivotal in ensuring NHPL's adherence to the highest standards, as outlined by the NABH 5th edition guidelines.

Key Functions:

- **Documentation:** Yearly review and modification of department-specific SOPs, policies, and manuals.
- **Audits:** Successfully conducted two internal audits in 2023, along with monthly safety, file, and prescription audits.
- **Safety and Emergency Preparedness:** Implemented comprehensive safety measures, including fire drills, hazard identification, and risk assessments.
- **Training and Development:** Regular training programs, including specialized training for safety officers and HR processes.
- **Infection Control and Patient Safety:** Active participation in AMSP audits, QIPs on reducing medication errors, and HAI reviews.

j. Housekeeping

The Housekeeping Department is integral to maintaining a clean, safe, and comfortable environment for patients, visitors, and staff.

Achievements:

- **Enhanced Cleanliness Standards:** Maintained high cleanliness and hygiene standards across the hospital.
- **Waste Management:** Efficient management of waste segregation, handling, and disposal, compliant with environmental regulations.
- **Staff Training:** Regular training programs for housekeeping staff to enhance service quality and safety.

k. Maintenance Department

The Maintenance Department ensured the uninterrupted functioning of the hospital's facilities and infrastructure, focusing on both preventive and corrective maintenance.

Key Projects:

- **Infrastructure Upgrades:** Regular updates and maintenance of hospital infrastructure, ensuring a safe and functional environment.
- **Equipment Maintenance:** Proactive maintenance of medical and non-medical equipment to prevent downtime and ensure operational efficiency.
- **Energy Efficiency:** Implemented energy-saving measures, contributing to cost reduction and environmental sustainability.
- **Safety Compliance:** Ensured compliance with safety regulations and conducted regular safety audits to mitigate risks.



DIVIDEND:

Your Directors have recommended a final dividend of ₹0.60 per share for the financial year ending on **31st March, 2024**, thereby making the total dividend (including interim dividend) for the year to ₹1.60 per share with a total payout of ₹8.10 Crore during the year under review.

TRANSFER TO RESERVES

Appropriations to general reserves for the financial year ended March 31, 2024, financial statement are:

Particulars	Amount
Reserves & Surplus Balance as on 01.04.2023	370.57
Add: Net Profit for the current year transferred	776.29
Add: Tax relating to earlier year	13.76
Less: Interim Dividend Already paid in the FY 2023-24	(860.97)
Total of P&L account	299.64
Dividend Distribution Reserve	303.87
Other Reserves (Asset Replacement Reserve)	1100.00
Reserves & Surplus Balance as on 31.03.2024	1703.51

For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2024 please refer to the Statement of Changes in Equity included in the financial statements annexed to this Annual Report.

SHARE CAPITAL:

During the year under review the Authorised share capital of the Company was Rs. 56,04,65,280.00 divided into 5,60,46,528 equity shares of Rs. 10/- each and paid-up capital of the Company was Rs. 50,64,55,210.00 divided into 5,06,45,521 equity shares of Rs. 10/- each.

During the year under review the company has not issued any securities, or shares with differential voting rights nor granted stock options nor sweat equity shares.

COMPOSITION OF BOARD OF DIRECTORS:

There were no changes in the composition of the Board of Directors of the Company during the year under review.

The directors of the Company as on 31st March,2024 are as furnished in the table below:

Sl. No.	Name	Designation	Date of Appointment
1	Dr. Hiteswar Baruah	Managing Director	01/07/2008
2	Dr. Mihir Kumar Baruah	Director	01/07/2008
3	Mr. Ranjan Kumar Deka	Director	01/07/2008
4	Mr. Dharani Dhar Baruah	Director	01/07/2008
5	Dr. Manoj Kumar Agarwala	Director	27/05/2011
6	Mr. Biraj Mohan Das	Director	12/07/2018
7	Dr. Pradip Kumar Baruah	Director	12/07/2018
8	Dr. Kajal Nayan Das	Director	21/12/2018
9	Dr. Gauri Kanta Kalita	Director	21/12/2018
10	Dr. Dilip Kumar Deka	Director	21/12/2018
11	Dr. Sanjive Narain	Director	21/12/2018

During the year under review the Board has appointed Dr Ashish Sharma as the CEO of the Company w.e.f 01.07.2023

BOARD MEETINGS:

During the Financial Year 2023-24, 6 (Six) nos. of Board Meetings were held on the following dates:

SL. No.	Date of Meeting
1	17-06-2023
2	10-08-2023
3	25-08-2023
4	12-12-2023
5	02-03-2024
6	18-03-2024

And the gap between the meetings was within the limits as prescribed in the Act.

Particulars of Directors including their attendance at Board/ Shareholders' Meeting during the financial year 2023-24:

Sl. No.	Name of the Directors	Date of joining as Director of the Company	Attendance out of 6 Board Meetings held during the year and percentage thereof		Attendance at the last Annual General Meeting
			No. of Meetings Attended	%	
1.	Dr. Hiteswar Baruah	01.07.2008	6/6	100	Attended
2.	Dr. Mihir Kumar Baruah	01.07.2008	6/6	100	Attended
3.	Mr. Ranjan Kumar Deka	01.07.2008	6/6	100	Attended
4.	Mr. Dharani Dhar Baruah	01.07.2008	6/6	100	Attended
5.	Dr. Manoj Kumar Agarwala	27.05.2011	6/6	100	Absent
6.	Mr. Biraj Mohan Das	12.07.2018	5/6	83.33	Absent
7.	Dr. Pradip Kumar Baruah	12.07.2018	6/6	100	Attended
8.	Dr. Kajal Nayan Das	21.12.2018	5/6	83.33	Attended
9.	Dr. Gauri Kanta Kalita	21.12.2018	6/6	100	Attended
10.	Dr. Dilip Kumar Deka	21.12.2018	6/6	100	Attended
11.	Dr. Sanjive Narain	21.12.2018	6/6	100	Attended

- Percentage computed by considering the meetings attended with the total meetings held during his/her tenure.

DISCLOSURE OF INTEREST BY DIRECTOR:

Your Directors have followed the Corporate Ethics and under Section 184(1) of the Companies Act, 2013 have given the notice to the Company disclosing their interest in Companies and firm in which they and their relatives are interested or concerned. They have also confirmed their eligibility under Section 164 of the Companies Act, 2013.

PERFORMANCE OF DIRECTORS DURING THE YEAR:

The performance of Directors during the year was good. As far as the management of the Company is concerned, the Directors have handled all the matters related with management, finance, hospital environment, work culture, ethics etc. very well.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER COMMITTEES IN EXISTENCE IN THE COMPANY UNDER SUB SECTION (1) OF SECTION 178:

The Company is not required to form any committee as required under the Companies Act, 2013.

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

No material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year of the Company to which the financial statements relates and the date of this report except the following changes in Directorship of the Company.

After the end of the Financial Year 2023-24, the following Directors have resigned from the post of Directorship of the Company:

SI No	Name of Director	DIN	Date of Cessation
01	Dr. Gauri Kanta Kalita	06504703	10.05.2024
02	Dr. Pradip Kr. Baruah	08027556	19.05.2024
03	Dr. Dilip Kr. Deka	02970508	22.05.2024

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS, TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

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

RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013:

The details of the related party transaction are detailed in the AOC-2 attached herewith in the report at Annexure-I.

PARTICULARS OF LOANS, ADVANCES, GUARANTEES AND INVESTMENTS:

The Company has not provided any loans, advances, guarantees nor has invested in the shares of any of the Companies during the year under review. However, the loans and advances as reflected in the balance sheet were provided in the ordinary courses of business.

BORROWINGS OF THE COMPANY UNDER SECTION 180 OF THE COMPANIES ACT, 2013:

The secured borrowings of the Company as registered in the MCA portal as on the date of preparation of this report is as follows:

Charge Holder Name	Date Of Creation	Amount	Address
State Bank of India	03/02/2022	37,25,00,000	SME GS Road Branch, Christian Basti Guwahati-05

Further details of the secured loans and unsecured loans of the Company are reflected in the Audited balance sheet of the Company for the Financial Year ended on 31/03/2024.

INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls employed by the Company are commensurate with the size of the Company as disclosed in the auditors' report.

DISCLOSURE ON ESTABLISHMENT OF VIGIL MECHANISM:

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of its business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct, to come forward and express these concerns without fear of any nature whatsoever, or fear of any unfair treatment to the Directors whom they find comfortable to share with which provides them the channel to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or any Policy of the Company. All types of financial transactions are cross checked by two directors before release of any payment and in case of any doubt, the directors discussed about the same along with the employees associated in the transaction dealing.

THE DETAILS ABOUT THE POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR:

CSR activities of NHPL are pursued in line with the activities specified under schedule VII of the Companies Act 2013 and as per 'CSR Policy' conforming to stipulations under Section 135 of the Companies Act 2013. CSR Activities also conforms to the CSR Rules issued by the Ministry of Corporate Affairs

A detailed Report on NHPL's CSR activities is enclosed as Annexure -II

SAFETY:

The Company has set up safety committee for looking after the safety and security of the Company and the management of the Company has also been taking proper steps in respect of matters of quality of services of the hospital and safety of the employees from time to time.

RISK MANAGEMENT POLICY:

Risk Management is an integral part of the business process. The Company has adopted a policy on risk management and is in the process of drawing up mitigation plans to manage risk till the date of this report.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

Your Company continues to have high respect for women since the days of its incorporation. The Company also has an Internal Complaints Committee for looking into the grievances faced by the female employees in the organization. Hence, the complaints raised if any, have been amicably settled by the ICC as constituted for the hospital.

PARTICULARS OF EMPLOYEES:

As required under Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014, the details of top ten employees (in terms of remuneration withdrawn) are required to be enclosed for the listed Company and since our Company is an unlisted private Company, disclosure for the same is exempted.

AUDITORS:

M/s Gaurav More & Associates, Chartered Accountants (Firm Registration No 331801E), Guwahati was appointed as the Statutory Auditors of the Company in the AGM held for the FY 2018-19 for a period of five years till the conclusion of the 16th Annual General Meeting to be held in the financial year 2023-24 at a remuneration as may be mutually agreed to, between the Board of Directors and the auditor. Since their term is expiring in the ensuing Annual General Meeting. The Board has recommended the appointment of **M/s. Siddhartha S.B. Boruah & Co., Chartered Accountants (FRN 326350E)** as the Statutory Auditors for the FY 2024-25 up to 2028-29 in this AGM.

COST AUDITORS

The Board of Directors has appointed **M/s. Musib & Co., Cost Accountants** as the Cost Auditor of the Company for the financial year 2024-25 in accordance with the provisions of Section 148(3) of the Companies Act, 2013. Accordingly, their remuneration needs to be approved by the shareholders in this Annual General Meeting.

DISCLOSURE REGARDING MAINTAINANCE OF COST RECORD U/S 148 (1)

The Company has maintained cost records in accordance with the provisions of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014.



AUDITORS' REPORT:

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

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, a copy of the annual return shall be placed at the website of the company at www.nemcare.com.

COMPLIANCE OF SECRETARIAL STANDARDS:

Your Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India during the year under review.

DEPOSITS:

The Company has not invited/accepted any deposits falling within the purview of Section 73 read with Companies (Acceptance of Deposits) Rules, 2014, during the financial year ended 31st March, 2024.

STATUTORY DISCLOSURE:

None of the Directors of the Company are disqualified under the provisions of Section 164(1) of the Companies Act, 2013.

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

Your Company's concern will always be there for taking proper steps for the conservation of the energy keeping in mind, the fact regarding the scarcity of energy in the Country. There were no foreign exchange earnings during the year under scrutiny.

THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

No such application has been made during the year under review

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

No such cases have been reported during the year under review

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) the directors had 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 at the end of the financial year and of the profit and loss of the Company for that period.
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- a) the directors had prepared the annual accounts on a going concern basis; and
- b) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS:

Your Directors take this opportunity to express their gratitude to all Doctors, Consultants and employees and for achieving robust financial and operating performance and are confident that they will continue to contribute their best in future.

Your Directors acknowledge the support received from Bankers, Lenders, Ministry of Corporate Affairs, GST authorities, Income Tax, Customs and Central Excise as well as from the Government of Assam and other Government Departments.

Directors express their sincere thanks to NHPL's valued patients and dealers for their continued support and patronage and to all share owners of the Company for reposing their confidence and continued support to the management.

For and on behalf of the Board of Directors
M/s Nemcare Hospitals Private Limited

Sd/-

Dr. Hiteswar Baruah
Managing Director
(DIN: 01157669)

Sd/-

Dr. Mihir Kumar Baruah
Director
(DIN: 01157562)

Date: 30.08.2024
Place: Guwahati

**ANNEXURE-I
FORM NO. AOC -2
(NEMCARE HOSPITALS PRIVATE LIMITED)**

FY 2023-24

(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 arms length transaction under third proviso thereto.

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

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Dr. Hiteswar Baruah (Managing Director)
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.42,00,000/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
2	Name (s) of the related party & nature of relationship	Dr.Mihir Kumar Baruah (Director)
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.30,00,000/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
3	Name (s) of the related party & nature of relationship	Dr. Dharani Dhar Baruah (Director)
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.24,00,000/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
4	Name (s) of the related party & nature of relationship	Shri Ranjan Kumar Deka (Director)
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.48,00,000/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
5	Name (s) of the related party & nature of relationship	Dr.Pradip Kumar Baruah (Director)
	Nature of contracts/arrangements/transaction	Salary & Consultancy fees
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.3,70,64,177/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
6	Name (s) of the related party & nature of relationship	Dr. Kajal Nayan Das (Director)
	Nature of contracts/arrangements/transaction	Salary & Consultancy fees
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 47,77,869/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
7	Name (s) of the related party & nature of relationship	Dr. Gauri Kanta Kalita (Director)
	Nature of contracts/arrangements/transaction	Salary & Consultancy fees
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 94,12,216/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
8	Name (s) of the related party & nature of relationship	Dr. Sanjive Narain (Director)
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 48,00,000/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
9	Name (s) of the related party & nature of relationship	Mr. Biraj Mohan Das (Director)
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 24,00,000/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
10	Name (s) of the related party & nature of relationship	Dr. Dilip Kumar Deka (Director)
	Nature of contracts/arrangements/transaction	Salary & Consultancy fees
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 1,62,72,889/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

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

SL. No.	Particulars	Details
11	Name (s) of the related party & nature of relationship	M/s North East Medical Care And Research Centre Private Limited (Common directors)
	Nature of contracts/arrangements/transaction	Inter departmental transactions
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.1,76,82,668/-

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

SL. No.	Particulars	Details
12	Name (s) of the related party & nature of relationship	M/s Nemcare Hospitals Tezpur Private Limited (Common directors)
	Nature of contracts/arrangements/transaction	Inter departmental transactions
	Duration of the contracts /arrangements /transaction	One year
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.1,99,200/-
	Date(s) of approval by the Board, if any	17.06.2023
	Amount paid as advances, if any	NIL

**For and on behalf of the Board of Directors
M/s Nemcare Hospitals Private Limited**

Sd/-

Sd/-

Dr. Hiteswar Baruah
Managing Director
(DIN: 01157669)

Dr. Mihir Kumar Baruah
Director
(DIN: 01157562)

Date: 30.08.2024
Place: Guwahati

Annexure-II
Annual Report on Corporate Social Responsibility (CSR) of NHPL for the Financial Year 2023-24

[Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]

1. Brief outline on CSR policy of the company:

Corporate Social Responsibility Policy (“the CSR Policy”) has been framed by Nemcare Hospitals Private Limited (the Company) in accordance with the Section 135, Schedule VII of the Companies Act, 2013 and CSR Rules issued by the Ministry of Corporate Affairs on February 27, 2014.

The Company conducts its business in a sustainable and socially responsible manner. This principle has been an integral part of the Company’s corporate values and believes that corporate growth and development should be inclusive and every Company must be responsible and shall contribute towards betterment of the society. The Company wishes to commit itself to contribute to the society in ways possible for the organization.

The management of the Nemcare Hospitals Private Limited expresses its willingness and support to the CSR concept, its legal framework and shall be abided to it.

A brief outline of the CSR Policy of the company is as under:

- NHPL formulated a ‘CSR Policy’ conforming to stipulations under Section 135 of the Companies Act 2013, the CSR Rules issued by the Ministry of Corporate Affairs.
- NHPL has put special emphasis on (a) Rural Development projects (b) Environmental Sustainability, (c) Livelihood Generation, (d) Promotion of Education and Skill Development, (e) Infrastructure Development, (f) Promotion of Health Care (g) Promotion of Arts, Sports, Literature and Culture, etc in line with its CSR policy.

2. Composition of CSR committee:

Our Company is not required to constitute CSR Committee since the amount of CSR liability is below Rs.50 lakhs. Board of Directors of the Company shall constitute the Committee, as and when required to do so, by following the sections, sub-sections, rules, regulations, notifications issued or to be issued, from time to time, by the Ministry of Corporate Affairs or the Central Government of India. For now the responsibility of the Committee shall be discharged by the Board of Directors

3. Provide the web link where composition of CSR committee, CSR policy and CSR projects approved by the Board are disclosed on the website of the Company:

CSR policy and CSR projects approved by the Board are available on our website at www.nemcare.com.

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not applicable for NHPL

- | | |
|---|----------------------|
| 5. a) Average net profit of the Company as per section 135 (5) | ₹11.97 Crore. |
| b) Two percent of average net profit of the company as per sub-section (5) of section 135 | ₹23.95 Lakhs. |
| c) Surplus arising out of the CSR projects or programmes or activities of the Previous financial years | Nil |
| d) Amount required to be set off for the financial year, if any | Nil |
| e) Total CSR obligation for the financial year (5a+5b-5c) | ₹23.95 Lakhs. |
| 6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): | ₹1.78 lakhs |
| (b) Amount spent in Administrative Overheads.: | NIL |
| (c) Amount spent on Impact Assessment, if applicable.: | NIL |
| (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. : | 1.78 Lakhs |

(e) CSR amount spent or unspent for the Financial Year:

Total amount spent for the financial year (in Rs.)	Amount Unspent (In Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to subsection (5) of section 135		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹1.78 Lakhs	₹22,17,199/-	30.04.2024	N.A	N.A	N.A

(f) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	0.00
(ii)	Total amount spent for the Financial Year-	0.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.00
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.00

1. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
1	FY-1							
2	FY-2							
3	FY-3							

2. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: NO.

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

3. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): N.A

For and on behalf of the Board of Directors

M/s Nemcare Hospitals Private Limited

Sd/-

Dr. Hiteswar Baruah

Managing Director

(DIN: 01157669)

Date: 30.08.2024

Sd/-

Dr. Mihir Kumar Baruah

Director

(DIN: 01157562)

INDEPENDENT AUDITORS' REPORT

To,
The Members of
Nemcare Hospitals Private Limited
Guwahati-781005

Report on the Financial Statements

We have audited the accompanying financial statements of Nemcare Hospitals Private Limited (Amalgamated Co. with Complete Medical Care & Research Institute Private Limited), which comprise the Balance Sheet as at 31 March 2024 the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act and other authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those standards are further described in the Auditor's Responsibility 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 provision of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (hereinafter called 'Act'), with respect to the preparation and presentation of these financial statements to 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 provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, 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 relating 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.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However,

future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Unqualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2024;
- b) In the case of the Statement of Profit and Loss Account, of the Profit for the year ended on that date;
- c) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure-I' a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. 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 Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of written representations received from the directors as on 31 March, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2024, 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, refer to our separate Report in 'Annexure – II';
 - g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
 - iv) As stated in Note 2.23 to the Financial Statements
 - a. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

- a. The interim dividend declared and paid by the Company during the year and until the date of this report is in compliance with Section 123 of the Act.
 - b. The Board of Directors of the Company have proposed final dividend for the year which is subject to approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with Section 123 of the Act, as applicable.
- ii) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For,
M/s Gaurav More & Associates.
Chartered Accountants
Firm Registration Number. 331801E

Sd/-

CA. Gaurav More
(Proprietor)
(Membership No.: 312517)
UDIN: **24312517BKBNPH4367**
Place: Guwahati
Date: 28/08/2024

“Annexure-I” to the Auditors’ Report of Nemcare Hospitals Private Limited

[Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ of our Report of even date to the members of Nemcare Hospitals Private Limited (Amalgamated Co. with Complete Medical Care & Research Institute Private Limited) on the accounts of the company for the year ended 31st March, 2024]

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

(i) In respect of its fixed assets:

The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.

The fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

The leasehold right of immovable property is held in the name of the company.

(ii) In respect of its inventory:

The management has conducted physical verification of inventory at reasonable intervals during the year. The company has maintained proper records of inventory. As informed to us, no material discrepancies were noticed on such verification.

(iii) In respect of loans, secured or unsecured, granted to the parties covered in register maintained under section 189 of the Companies Act 2013:

The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act.

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

(iv) Loan to Director & Investment by the Company:

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) Deposits:

The company has not accepted any public deposits during the year.

(vi) Cost Records:

The Central Government has prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company, such accounts and records have been made and maintained by the Company, The Board of Director has appointed M/s. Musib & Co., Cost Accountant as the Cost Auditor of the Company for the Financial Year 2023-24 in accordance with the provisions of section 148(3) of the Companies Act, 2013.

(vii) In respect of statutory dues:

According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Goods & Service Tax (GST), Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.

According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, Cess, Goods & Service Tax (GST) and other material statutory dues in arrears /were outstanding as at 31 March, 2024 for a period of more than six months from the date they became payable.

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, Goods & Service Tax (GST) outstanding on account of any dispute.⁴⁰

(viii) Repayment of Loans:

In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.

(ix) In respect of Utilization of IPO, Further public offer and Term Loans

Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments.

(x) Reporting of Fraud:

To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(xi) Approval of Managerial Remuneration

provisions of the Clause 3(xi) of the Order in respect of Managerial Remuneration is not applicable to the company.

(xii) Nidhi Company:

In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

(xiii) Related Party Transactions:

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) Private Placement and Preferential Issue:

The company has made right issue of shares and the amount raised has been used for the purpose for which the funds were raised. The Company has neither made any private placement nor preferential issue during the year and hence section 42 of the Companies Act, 2013 is not applicable for the company.

(xv) Non Cash Transactions:

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) Register under RBI Act, 1934:

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,
M/s Gaurav More & Associates.
Chartered Accountants
Firm Registration Number. 331801E

Sd/-

CA. Gaurav More
(Proprietor)
(Membership No.: 312517)
UDIN: **24312517BKBNPH4367**
Place: Guwahati
Date:28/08/2024

“Annexure-II” to the Auditors’ Report of Nemcare Hospitals Private Limited

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

We have audited the internal financial controls over financial reporting of Nemcare Hospital Private Limited (Amalgamated Co. with Complete Medical Care & Research Institute Private Limited) as of March 31, 2024 in conjunction with our audit of the 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 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 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 judgement, 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 March 31, 2024, based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”.

For,
M/s Gaurav More & Associates.
Chartered Accountants
Firm Registration Number. 331801E

Sd/-

CA. Gaurav More
(Proprietor)
(Membership No.: 312517)
UDIN: 24312517BKBNPH4367
Place: Guwahati
Date:28/08/2024

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN:U85110AS2008PTC008727

G.M.C. Road, Bhangagarh, Guwahati- 5 , Assam

Email: nemcareacc@gmail.com

Phone: 0361-2457344

Balance Sheet of Nemcare Hospitals Private Limited

<u>Particulars</u>	<u>Note No</u>	(Rs. in Lakhs) Figures as at <u>31.3.2024</u>	(Rs. in Lakhs) Figures as at <u>31.3.2023</u>
I EQUITY AND LIABILITIES			
1 Shareholders' Funds			
a) Share Capital	2.1	5,064.55	5,064.55
b) Reserve & Surplus	2.2	1,703.51	370.57
2 Non Current Liabilities			
a) Long Term Borrowings	2.4	2,002.70	3,474.07
3 Current Liabilities			
a) Current Liabilities	2.5	2,385.59	2,027.26
Total		<u><u>11,156.36</u></u>	<u><u>10,936.45</u></u>
II ASSETS			
1 Non current Assets			
a) Property, Plant & Equipment			
i) Tangible Assets	2.6	5,375.88	5,718.36
b) Long Term Loans and Advances	2.7	95.61	95.61
2 Current Assets			
a) Inventory	2.8	319.48	257.18
b) Cash and Cash Equivalents	2.9	2,916.16	2,549.47
c) Short Term Loans and Advances	2.10	494.25	577.18
d) Other Current Assets	2.11	1,954.98	1,738.65
Total		<u><u>11,156.36</u></u>	<u><u>10,936.45</u></u>

Accounting Policies

1

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Notes forming part of the Accounts

2

For Nemcare Hospitals Private Limited

Signed for Identification

As per our separate report on even date

Sd/-

Sd/-

Sd/-

(CA Gaurav More)
Proprietor
(Membership No. 312517)
For, M/s. Gaurav More & Associates.
Chartered Accountants
F.R.No. 331801E
UDIN: 24312517BKBNPH4367
Guwahati
Date : 28/08/2024
Dr. Hiteswar Baruah
(DIN: 01157669)
(Managing Director)

Sd/-

Dr. Ashish Sharma
(CEO)
Date:18/07/2024
Dr. Mihir Kumar Baruah
(DIN: 01157562)
(Director)

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN:U85110AS2008PTC008727

G.M.C. Road, Bhangagarh, Guwahati- 5 , Assam

Email: nemcareacc@gmail.com

Phone: 0361-2457344

Statement of Profit and Loss of Nemcare Hospitals Private Limited

Particulars	Note No.	(Rs. In Lakhs)	(Rs. In Lakhs)
		Year Ended	Year Ended
		31.3.2024	31.3.2023
I. Revenue from Operations			
a) Sales/Turnover	2.12	16,059.23	13,753.78
b) Other Income	2.13	166.77	96.85
Total Revenue:		16,226.00	13,850.63
II. Expenses			
a) Cost of Material Consumed	2.14	3,914.69	2,993.24
b) Employee Benefit Expenses	2.15	2,257.46	1,833.80
c) Finance Costs	2.16	272.73	335.84
d) Depreciation and amortization expenses	2.6	516.63	570.51
e) Other Expenses	2.17	6,622.76	5,641.70
Total Expenses:		13,584.28	11,375.10
III. Profit Before Tax (I-II)		2,641.72	2,475.53
IV. Tax Expenses		461.56	450.93
V. Transfer to Dividend Distribution Reserve		303.87	354.52
Transfer to Other Reserve(Asset Replacement Reserve)			
VI. Reserve)		1,100.00	
VII Profit for the period(III-IV-V-VI)		776.29	1,670.08

Earning Per Equity Share
Equity Shares of par value Rs 10/- each

Basic	4.30	4.00
Diluted	-	-

 Signed for identification,
 as per separate report of even date,

Sd/-

(CA Gaurav More)
Proprietor
(Membership No. 312517)
For, M/s. Gaurav More & Associates.
Chartered Accountants
F.R.No. 331801E
UDIN: 24312517BKBNPH4367
Guwahati
Date : 28/08/2024
For Nemcare Hospitals Private Limited

Sd/-

Dr. Hiteswar Baruah
(DIN: 01157669)
(Managing Director)

Sd/-

Dr. Ashish Sharma
(CEO)
Date:18/07/2024

47

Sd/-

Dr. Mihir Kumar Baruah
(DIN: 01157562)
(Director)

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN:U85110AS2008PTC008727

G.M.C. Road, Bhangagarh, Guwahati- 5 , Assam

Email: nemcareacc@gmail.com

Phone: 0361-2457344

Statement of Changes in Equity of Nemcare Hospitals Private Limited

Rs In Lakhs

Particulars	Equity Shares	Retained Earnings (Accumulated Deficit)	Share Premium	Total
Opening Balance as on 01.04.2023	5,065	371	-	5,435
Add: Issue of Shares on Amalgamation	-	-	-	-
Net income (net loss)	-	776	-	776
Tax Relating to earlier year		14		14
Dividend Paid during the year		(861)		(861)
Transfer to Dividend Distribution Reserve		304		304
Transfer to Capital Reserve		1,100		1,100
Closing Balance as on 31.03.2024	5,065	1,704	-	6,768

 Signed for identification,
 as per our separate report of even date

For Nemcare Hospitals Private Limited

Sd/-

Sd/-

Sd/-

Dr. Hiteswar Baruah
Dr. Mihir Kumar Baruah

(DIN: 01157669)

(DIN: 01157562)

(Managing Director)

(Director)

(CA Gaurav More)

Membership No. 312517

For,

M/s Gaurav More & Associates

Chartered Accountants

Sd/-

Partner

F.R.No. 331801E

Dr. Ashish Sharma

UDIN: 24312517BKBNPH4367

(CEO)

Guwahati

Date:18/07/2024

Date : 28/08/2024

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN:U85110AS2008PTC008727

G.M.C. Road, Bhangagarh, Guwahati- 5 , Assam

Email: nemcareacc@gmail.com

Phone: 0361-2457344

Cash Flow Statement of Nemcare Hospitals Private Limited

	Year Ended 31.3.2024 Rs In Lakhs	Year Ended 31.3.2023 Rs In Lakhs
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit/(Loss) after Tax	776.29	1,670.08
Add: Propose Declartion of Dividend	303.87	354.52
Add: Transfer to Capital Reserve	1,100.00	
<i>Adjustment for Changes in:</i>		
(Increase)/Decrease in Current Assets	-195.70	-660.55
Increase/(Decrease) in Other Liabilities & Provisions	358.33	170.96
NET CASH GENERATED FROM OPERATING ACTIVITIES	2,342.79	1,535.01
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets/ Capital Subsidy Received	342.48	198.79
Increase in Long term Loans & Advances		0.00
Purchase of Investment	0.00	0.00
Increase in Capital Work in progress	0.00	0.00
Increase in Other Non-Current Assets	0.00	0.00
NET CASH USED IN INVESTING ACTIVITIES	342.48	198.79
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Issue of Share Capital	0.00	0.00
Dividend paid during the year	-860.97	0.00
Long Term Loan raised	-1,471.37	-221.63
Income tax relating to earlier year	13.76	
NET CASH GENERATED FROM FINANCING ACTIVITIES	-2,318.58	-221.63
D. Net Increase in cash and cash equivalents (A+B+C)		
	366.69	1,512.17
Cash and cash equivalents at the beginning of the year	2,549.47	1,037.29
Cash and cash equivalents at the end of the year	2,916.16	2,549.47

As per our report attached

Sd/-

(CA Gaurav More)

Proprietor

(Membership No. 312517)

For, M/s. Gaurav More & Associates.

Chartered Accountants

F.R.No. 331801E

UDIN: 24312517BKBNPH4367

Guwahati

Date : 28/08/2024

For Nemcare Hospitals Private Limited

Sd/-

Dr. Hiteswar Baruah

(DIN: 01157669)

(Managing Director)

Sd/-

Dr. Ashish Sharma

(CEO)

Date:18/07/2024

Sd/-

Dr. Mihir Kumar Baruah

(DIN: 01157562)

(Director)

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN: U85110AS2008PTC008727

Registered Office: G.M.C. ROAD, BHANGAGARH, GUWAHATI-5, ASSAM

Email: nemcareacc@gmail.com

Phone: 0361-2457344

SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

2. NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2024

2.1 SHARE CAPITAL

<u>Particulars</u>	<u>As at March,31 (Rs. In Lakhs)</u>	
	<u>2024</u>	<u>2023</u>
Authorized		
Equity shares, Rs.10/- each		
5,60,46,528 equity shares	5,604.65	5,604.65
	-	-
	5,604.65	5,604.65
Issued, Subscribed and Fully Paid-Up		
Equity shares, Rs.10/- each		
5,06,45,521 equity shares fully paid up	5,064.55	5,064.55
	5,064.55	5,064.55

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2024 and March 31, 2023 is set out as below:

<u>Particulars</u>	<u>As at March 31,2024</u>		<u>As at March 31,2023</u>	
	<u>Number of shares</u>	<u>Amount (Rs. in Lakhs)</u>	<u>Number of shares</u>	<u>Amount (Rs. in Lakhs)</u>
Number of shares at the beginning	5,06,45,521	5,064.55	5,06,45,521	5,064.55
Addition:	-	-	-	-
Number of shares at the end	5,06,45,521	5,064.55	5,06,45,521	5,064.55

Rights, Preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and repayment of capital:50

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN: U85110AS2008PTC008727

Registered Office: G.M.C. ROAD, BHANGAGARH, GUWAHATI-5, ASSAM

Email: nemcareacc@gmail.com

Phone: 0361-2457344

SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

The Company has only one class of shares referred to as equity shares having a par value of Rs.10/-. The shares rank *paripassu* in all respects including voting rights and entitlement of dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Particulars of shareholders holding more than 5 percent shares as on March 31, 2024 and March 31, 2023 are set out as below:

Sl. No.	Name of the Shareholder	Number of Shares held as on 31.03.2024	Percentage of holding	Number of Shares held as on 31.03.2023	Percentage of holding
1.	NorthEast Medical Care Research Centre Pvt Ltd	1,09,58,441	21.64%	1,09,26,521	21.57%
2.	Dr. Hiteswar Baruah	27,25,819	5.38%	27,17,878	5.37%

2.2 RESERVE AND SURPLUS

<u>Particulars</u>	<u>As at March,31 (Rs. in Lakhs)</u>	
	<u>2024</u>	<u>2023</u>
<u>i) Profit for the year</u>		
At the beginning of the year	370.57	(1,654.04)
Add: Net Profit / Loss during the year	776.29	1,670.00
Add: Tax relating to earlier year	13.76	-
Less: Final dividend already paid in FY 23-24	(860.97)	-
Total of Profit & Loss Account :	299.64	16.05
ii)Dividend Distribution Reserve	303.87	354.52
iii)Other Reserve(Asset Replacement Reserve)	1100.00	-
Total Reserve & Surplus	1703.51	370.57

NEMCARE HOSPITALS PRIVATE LIMITED

(Amalgamated Company, Transferor Company: Complete Medical Care & Research Institute Private Limited)

CIN: U85110AS2008PTC008727

Registered Office: G.M.C. ROAD, BHANGAGARH, GUWAHATI-5, ASSAM

Email: nemcareacc@gmail.com

Phone: 0361-2457344

SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

Note:1.The Board of Directors of the Company has recommended to the shareholders for declaration of dividend @6% out of the free reserved and the Company has created a dividend distribution reserve for distribution of dividend, subject to approval at AGM.The statements of statutory compliances are disclosed in Schedule No. 2.23 of Notes to Accounts.

Note 2. The company has an asset base of Rs. 127.82 crores including additions from time to time since commencement of business operations which has already been depreciated by Rs. 75.57 crores as per the Companies Act. Since no reserve has been created so far, as a matter of prudence to facilitate the future acquisition, replacement and major repairs of the company`s assets an amount of Rs. 11 Crores has been earmarked by transferring to Asset Replacement Reserve under Other Reserves in line with Schedule III to the Companies Act-2013.

2.4 LONG TERM BORROWINGS

<u>Particulars</u>	<u>As at March,31 (Rs. in Lakhs)</u>	
	<u>2024</u>	<u>2023</u>
a) Term Loan, secured		
i) from Bank		
State Bank of India	2,002.70	3,474.07
ii)from others	-	-
	<u>2,002.70</u>	<u>3,474.07</u>

Notes to the terms of repayment of the State Bank of India Loan are set out as below:

<u>Particulars</u>	<u>Balance as on</u> <u>31.03.2024</u>	<u>Rate of Interest</u>
State Bank of India	20,02,69,926.00	Rate of Interest 9.25% p.a.

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

Repayment of the Loan:

As per the loan sanction letter of State Bank of India , dated 03/02/2023, the repayment is to be made in 120 equated monthly installments of Rs. 42,77,199/- .

Security for Term Loan

Against the above term loan following securities have been provided:

A. Primary Security:

1. Equitable mortgage of the commercial building standing on a plot of land measuring 3 Bigha 3 Katha 5 Lecha (52560 sq ft) covered under Dag No. 563, 734(o),2799,2710(n) of KP Patta No. 285(o) 371(n) of Vill no 2, Japorigog under Beltola Mouza, Kamrup Metro
2. Hypothecation of Stocks and receivables of the company.
3. Hypothecation of all the plants and machineries, miscellaneous fixed assets, medical equipments, and other movable assets of the company.

B. Collateral Security:

1. Fixed Deposit of Rs. 1.99 Crore

C. Personal Guarantee of the following :

1. Dr. Hiteswar Baruah (Managing Director)
2. Dr. Mihir Kr Baruah (Director)
3. Mr. Dharani Dhar Baruah (Director)
4. Mr. Ranjan Kumar Deka (Director)
5. Dr. Dilip Kumar Deka (Director)
6. Dr. Pradip Kumar Baruah (Director)
7. Dr. Kajal Nayan Das (Director)
8. Dr. Gauri Kanta Kalita (Director)
9. Dr. Sanjive Narain (Director)
10. Shri Biraj Mohan Das (Director)

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

(Rs. In Lakhs)

2.5 Current Liabilities	31/03/2024	31/03/2023
a)SBI CC A/c 37220888105	-	-
b) Sundry Creditors	1236.27	1027.66
c) Physicians Salary Payable	61.03	60.24
d) Staff Salary Payable	129.47	117.96
e) OPD & Salary Payable	313.71	234.06
f) Other Consultancy	16.80	20.86
g) APDCL (bill payable for March)	-	23.59
h) Retention Money	-	-
i) GST Payable	17.49	13.27
j) TDS Payable	136.31	64.48
k) Audit Fees Payable	3.71	5.82
l) Prof. Tax, PF & ESIC Payable	8.12	7.14
m)North East Medical Care Research Centre (P) Ltd. (CMCRI)	-	-
n) Nemcare Hospitals Employee Thrift & Credit Co-op	0.72	0.62
p) Provision for Income Tax	461.56	450.93
q) Other Current Liabilities	0.42	0.63
	2385.59	2,027.26

2.7 Long Term Loans & Advances	31/03/2024	31/03/2023
a) <u>Security Deposits</u>		
ASEB Load Security	95.61	95.61
	95.61	95.61

2.8 Inventory	31/03/2024	31/03/2023
a) Closing Stock	319.48	257.18
	319.48	257.18

2.9 Cash & Cash Equivalents	31/03/2024	31/03/2023
i. Bank Balance		
PNB (Escrow) A/c	0.45	0.45
PNB Current A/c 4651005900000026	101.32	31.19
SBI A/c 35819387137	1324.97	764.70
Fixed Deposits with SBI	1429.22	1,744.67
SBI Dividend A/c-42113018204	2.00	-
Cash in Hand	8.19	8.46
Mutual Fund-SBI & ICICI	50.00	-
	2916.16	2,549.47

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

(Rs. In Lakhs)

2.10	Short Term Loans & Advances	<u>31/03/2024</u>	<u>31/03/2023</u>
	North East Medical Care Research Centre (P) Ltd.	125.43	290.39
	Short Term Loans & Advances to Parties	-	25.54
	TCS Receivable	-	0.06
	Prepaid Insurance	44.42	9.78
	TDS Receivable	324.40	251.41
		<u>494.25</u>	<u>577.18</u>
2.11	Other Current assets	<u>31/03/2024</u>	<u>31/03/2023</u>
	Hospital Collection Receivable	1277.63	1027.30
	Advance Staff Salary	2.66	0.67
	Advance Tax	475.00	200.00
	Work in Progress	0.00	457.76
	Trade Receivable	15.13	24.20
	Other Current Assets	184.56	28.73
		<u>1954.98</u>	<u>1,738.65</u>
2.12	Revenue from Operations	<u>31/03/2024</u>	<u>31/03/2023</u>
	a) Sales of Pharmacy	4985.50	3,764.46
	b) Hospital Collections	11073.72	9531.56
	c) WIP on Hospital Collections	0.00	457.76
		<u>16059.23</u>	<u>13,753.78</u>
2.13	Other Income	<u>31/03/2024</u>	<u>31/03/2023</u>
	a) Other Income	65.60	43.90
	b) Interest Income on Bank FDR	101.16	52.95
		<u>166.77</u>	<u>96.85</u>
2.14	Cost of Material Consumed/Sold	<u>31/03/2024</u>	<u>31/03/2023</u>
	Opening Stock	257.17	463.95
	Purchase	3977.00	2,786.47
		<u>4234.17</u>	<u>3,250.42</u>
	Less: Closing Stock	319.48	257.18
	Cost of Material sold/consumed	<u>3914.69</u>	<u>2,993.24</u>

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

2.15	<u>Employee Benefit Expenses</u>	<u>31/03/2024</u>	<u>31/03/2023</u>
	Salary & Other Benefits to Physicians & Staff	2257.46	1,833.80
		<u>2257.46</u>	<u>1,833.80</u>

2.16	<u>Finance Charges</u>	<u>31/03/2024</u>	<u>31/03/2023</u>
	Interest on SBI Loan	239.42	289.37
	Interest on SBI CC A/c	-	0.77
	Other Finance Charges	33.30	45.70
		<u>272.73</u>	<u>335.84</u>

2.17	<u>OTHER EXPENSES</u>	(Rs. In Lakhs)	
		<u>31/03/2024</u>	<u>31/03/2023</u>
	Other Expenses	6622.76	5,641.70
		<u>6622.76</u>	<u>5,641.70</u>

2.18 EARNINGS AND OUTGO IN FOREIGN CURRENCY

As at March,31 (Rs. In Lakhs)

<u>Particulars</u>	<u>2024</u>	<u>2023</u>
i)Earnings in Foreign Currency	Nil	Nil
ii)Outgo in Foreign Currency :		
I. Raw Material	Nil	Nil
II. Components and Spare parts	Nil	Nil
III. Capital Goods	Nil	Nil

2.19 MANAGERIAL REMUNERATION

Particulars

As at March,31 (Rs. In Lakhs)

	<u>2024</u>	<u>2023</u>
Director's Remuneration	442.8	Nil

2.20 SEGMENT REPORTING

Accounting Standard 17 (AS 17) on "Segment Reporting" is not applicable.

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

2.21 RELATED PARTY DISCLOSURES

a) List of Related Parties:

<u>Particulars</u>	<u>As at March,31 (Rs. In Lakhs)</u>	
	<u>2024</u>	<u>2023</u>
Persons having significant influence on the basis of shareholding :	Percentage of Holding	
North East Medical Care Research Centre Pvt Ltd	21.64%	21.64%
Key Management Personnel :		
Dr. Hiteswar Baruah, (Managing Director)	5.38%	5.38%
Dr. Mihir Kumar Baruah, (Director)	3.74%	3.74%
Mr. Dharani Dhar Baruah, (Director)	3.55%	3.55%
Mr. Ranjan Kumar Deka, (Director)	3.09%	3.09%
Dr. Manoj Kumar Agarwala (Director)	1.97%	1.97%
Mr. Biraj Mohan Das (Director)	1.98%	1.98%
Dr. Pradip Kumar Baruah (Director)	1.98%	1.98%
Dr. Kajal Nayan Das (Director)	2.08%	2.08%
Dr. Gauri Kanta Kalita (Director)	1.98%	1.98%
Dr. Dilip Kumar Deka (Director)	1.98%	1.98%
Mr. Sanjive Narain (Director)	2.77%	2.77%

Enterprises over which Key Management Personnel have significant influence:

M/s North East Medical Care Research Centre Pvt. Ltd.

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

M/s North East Medical Care Research Centre Pvt. Ltd.

b) The nature and volume of transactions during the year with the above related parties were as follows:

Particulars	Holding Company	Subsidiaries	Fellow Subsidiaries	Associates	Related Parties	Key Management Personnel
Transactions during the period						
a) Dr. Hiteswar Baruah i) Salary	- (-)	- (-)	- (-)	- (-)	- (-)	42,00,000 (50,03,046)
b) Ranjan Kumar Deka i) Salary (including Arrear Salary)	- (-)	- (-)	- (-)	- (-)	- (-)	48,00,000 (28,31,254)
c) Mihir Kumar Baruah i) Salary	- (-)	- (-)	- (-)	- (-)	- (-)	30,00,000 (40,00,565)
d) Dharani Dhar Baruah i) Salary	- (-)	- (-)	- (-)	- (-)	- (-)	24,00,000 (27,63,352)
e) Pradip Kumar Baruah i) Salary (including Arrear Salary)	- (-)	- (-)	- (-)	- (-)	- (-)	58,80,000 (-)
ii) Consultancy	- (-)	- (-)	- (-)	- (-)	- (-)	3,11,84,177 (2,15,80,696)
f) Kajal Nayan Das i) Salary	- (-)	- (-)	- (-)	- (-)	- (-)	24,00,000 (-)
ii) Consultancy	- (-)	- (-)	- (-)	- (-)	- (-)	23,77,869 (41,06,007)
g) Gauri Kanta Kalita i) Salary (including Arrear Salary)	- (-)	- (-)	- (-)	- (-)	- (-)	48,00,000 (-)
ii) Consultancy	- (-)	- (-)	- (-)	- (-)	- (-)	46,12,216 (59,37,053)

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

h) Dilip Kumar Deka	-	-	-	-	-	48,00,000
i) Salary (including Arrear Salary)	(-)	(-)	(-)	(-)	(-)	(-)
ii) Consultancy	-	-	-	-	-	1,14,72,889 (90,80,222)
i) Sanjive Narain	-	-	-	-	-	48,00,000
i) Salary (including Arrear Salary)	(-)	(-)	(-)	(-)	(-)	(27,73,222)
j) Biraj Mohan Das	-	-	-	-	-	24,00,000
i) Salary	(-)	(-)	(-)	(-)	(-)	(24,51,085)
k) Manoj Kr Agarwal	-	-	-	-	-	48,00,000
i) Salary (including Arrear Salary)	(-)	(-)	(-)	(-)	(-)	(-)
l) Nemcare Hospitals Tezpur Pvt. Ltd. (Net of Debit & Credit)	-	-	-	1,99,200	-	-
	(-)	(-)	(-)	(-)	(-)	(-)
m) North East Medical Care Research Centre Pvt. Ltd.						
i) Transactions including pharmacy (net of Debit & Credit)	-	-	-	1,76,82,668 (72,70,164)	-	-
	(-)	(-)	(-)	(-)	(-)	(-)

(Amount in brackets represents previous year's figures)

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

2.22 EARNINGS PER SHARE

Basic earning per equity share is computed by dividing the net profit after tax by the weighted average number of shares outstanding for the period.

Particulars	Unit	As at March,31 (Rs. In Lakhs)	
		2024	2023
Net Profit After Tax	Rupees	2180.16	2024.61
Less: Cumulative Preference Share Dividend	Rupees	Nil	Nil
Less: Corporate Dividend Tax	Rupees	Nil	Nil
Net Profit for the period attributable to Equity Shareholders	Rupees	Nil	Nil
Weighted Average Number of Shares outstanding during the year	Number of Shares	5,06,45,521	5,06,45,521
Basic Earnings per Equity Share	Rupees	4.30	4.00
Diluted Earnings per Equity Share	Rupees	4.30	4.00

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

2.23 DIVIDEND:

The Board of Directors of the Company proposes declaration of dividend out of the free reserved at the Annual General Meeting (AGM) in the following manner:

Particulars	As at March,31 (Amount in Rs.)	
	<u>2024</u>	<u>2023</u>
a) Proposed Dividend declared:		
i)Equity shares		
- Face value per share	10.00	10.00
- Dividend per share	0.60	0.70
- Total proposed dividend declared	3,03,87,313.00	3,54,51,865.00
- Date of declaration	-	-
- Date of payment	-	-
ii)Preference shares		
- Face value per share		
- Dividend per share		
- Total dividend declared		
- Date of declaration		
- Date of payment		
c) Dividend in arrears	: None	
d) Dividend policy:	<p>a) The company has proposed dividend in terms of the provisions of section 123 of the Companies Act, 2013 read with Schedule III of the Act.</p> <p>b) The company has taken into consideration the Accounting Standards prevailing in India before proposing declaration of dividend.</p> <p>c) The proposed declaration of dividend is duly permitted by Article of Association of the Company.</p> <p>d) The company has proposed declaration of dividend out of the free reserve of the company after taking into consideration Depreciation in accordance with Schedule II of the Act and statutory dues.</p> <p>e) The company has no any non-compliance of provision relating to the acceptance of deposits under the Act.</p> <p>f) The company has not defaulted in redemption of debenture/payment of interest thereon</p> <p>g) The company has not defaulted in redemption of preference shares or creation of capital redemption</p>	

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SCHEDULES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2024

h) The company hasnot defaulted in payment of dividend declared in the current previous year(s)

i) The company has notdefaulted in repayment of any term loan

e) Dividend restrictions : None, subject to approval at AGM

f) Dividend waiver : None

2.24In the opinion of the Board of Directors of the Company and to the best of their knowledge and belief the value on realization in the ordinary course of business of assets other than fixed assets and non-current assets would not be less than the amount at which they are stated in the Balance Sheet.

For, Nemcare Hospitals Private Limited

Place: Guwahati	Sd/- (Managing Director)	Sd/- (Director)	Sd/- (CEO)
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15-06-2022	Plant & Machinery (Air Conditioning)	41,700.00	5,998	35,702			15.00	1.79	13.21	2,085	39,615	18.10%	6,463.0	-	29,239
05-07-2022	Plant & Machinery (Air Conditioning)	2,26,908.00	30,387	1,96,521			15.00	1.74	13.26	11,345	2,15,563	18.10%	35,578.0	-	1,60,943
09-07-2022	Plant & Machinery (Air Conditioning)	1,06,400.00	14,038	92,362			15.00	1.73	13.27	5,320	1,01,080	18.10%	16,721.0	-	75,641
22-07-2022	Plant & Machinery (Air Conditioning)	41,000.00	5,145	35,855			15.00	1.69	13.31	2,050	38,950	18.10%	6,491.0	-	29,364
29-07-2022	Plant & Machinery (Air Conditioning)	71,000.00	8,663	62,337			15.00	1.67	13.33	3,550	67,450	18.10%	11,285.0	-	51,052
30-07-2022	Plant & Machinery (Air Conditioning)	41,000.00	4,982	36,018			15.00	1.67	13.33	2,050	38,950	18.10%	6,521.0	-	29,497
25-08-2022	Plant & Machinery (Air Conditioning)	24,500.00	2,661	21,839			15.00	1.60	13.40	1,225	23,275	18.10%	3,954.0	-	17,885
25-08-2022	Plant & Machinery (Air Conditioning)	24,600.00	2,672	21,928			15.00	1.60	13.40	1,230	23,370	18.10%	3,970.0	-	17,958
25-08-2022	Plant & Machinery (Air Conditioning)	45,700.00	4,964	40,736			15.00	1.60	13.40	2,285	43,415	18.10%	7,375.0	-	33,361
25-08-2022	Plant & Machinery (Air Conditioning)	1,14,051.00	12,388	1,01,663			15.00	1.60	13.40	5,703	1,08,348	18.10%	18,404.0	-	83,259
25-08-2022	Plant & Machinery (Air Conditioning)	16,200.00	1,760	14,440			15.00	1.60	13.40	810	15,390	18.10%	2,614.0	-	11,826
25-08-2022	Plant & Machinery (Air Conditioning)	2,03,800.00	22,137	1,81,663			15.00	1.60	13.40	10,190	1,93,610	18.10%	32,888.0	-	1,48,775
25-08-2022	Plant & Machinery (Air Conditioning)	5,248.00	570	4,678			15.00	1.60	13.40	262	4,986	18.11%	847.0	-	3,831
25-08-2022	Plant & Machinery (Air Conditioning)	700.00	76	624			15.00	1.60	13.40	35	665	18.10%	113.0	-	511
01-09-2022	Plant & Machinery (Air Conditioning)	34,000.00	3,575	30,425			15.00	1.58	13.42	1,700	32,300	18.10%	5,508.0	-	24,917
09-09-2022	Plant & Machinery (Air Conditioning)	18,571.00	1,879	16,692			15.00	1.56	13.44	929	17,642	18.10%	3,021.0	-	13,671
01-11-2022	Plant & Machinery (Air Conditioning)	76,210.00	5,707	70,503			15.00	1.41	13.59	3,811	72,399	18.10%	12,763.0	-	57,740
30-04-2021	Plant & Machinery	30,423.00	9,660	20,763			15.00	2.92	12.08	1,521	28,902	18.10%	3,759.0	-	17,004
30-06-2021	Plant & Machinery	1,64,500.00	48,155	1,16,345			15.00	2.75	12.25	8,225	1,56,275	18.10%	21,063.0	-	95,282
31-07-2021	Plant & Machinery	73,195.00	20,505	52,690			15.00	2.67	12.33	3,660	69,535	18.10%	9,539.0	-	43,151
31-08-2021	Plant & Machinery	61,538.00	16,465	45,073			15.00	2.58	12.42	3,077	58,461	18.10%	8,160.0	-	36,913
30-11-2021	Plant & Machinery	1,13,428.00	26,156	87,272			15.00	2.33	12.67	5,671	1,07,757	18.10%	15,800.0	-	71,472
31-12-2021	Plant & Machinery	9,500.00	2,071	7,429			15.00	2.25	12.75	475	9,025	18.10%	1,345.0	-	6,084
28-02-2022	Plant & Machinery	2,01,731.00	39,143	1,62,588			15.00	2.09	12.91	10,087	1,91,644	18.10%	29,434.0	-	1,33,154
31-03-2022	Plant & Machinery	3,03,300.00	55,031	2,48,269			15.00	2.00	13.00	15,165	2,88,135	18.10%	44,946.0	-	2,03,323
30-04-2022	Plant & Machinery	59,560.00	9,926	49,634			15.00	1.92	13.08	2,978	56,582	18.10%	8,986.0	-	40,648
31-05-2022	Plant & Machinery	1,17,495.00	17,774	99,721			15.00	1.84	13.16	5,875	1,11,620	18.10%	18,053.0	-	81,668
31-08-2022	Plant & Machinery	90,241.00	9,534	80,707			15.00	1.58	13.42	4,512	85,729	18.10%	14,611.0	-	66,096
28-02-2023	Plant & Machinery	89,301.00	1,417	87,884			15.00	1.09	13.91	4,465	84,836	18.10%	15,910.0	-	71,974
31-03-2023	Plant & Machinery	23,990.00	12	23,978			15.00	1.00	14.00	1,200	22,790	18.10%	4,340.0	-	19,638
10-03-2022	Fire Fighting Equipments	1,32,283.00	25,130	1,07,153			15.00	2.06	12.94	6,614	1,25,669	18.10%	19,399.0	-	87,754
04-02-2022	Aquaguard	45,639.00	9,301	36,338			15.00	2.15	12.85	2,282	43,357	18.10%	6,579.0	-	29,759
01-04-2022	Aquaguard	35,000.00	6,336.27	28,663.73			15.00	2.00	13.00	1,750	33,250	18.10%	5,189.0	-	23,475
19-10-2021	Digital TV	80,000.00	19,812	60,188			15.00	2.45	12.55	4,000	76,000	18.10%	10,896.0	-	49,292
21-01-2022	Mobile Phone	51,600.00	10,809	40,791			15.00	2.19	12.81	2,580	49,020	18.10%	7,385.0	-	33,406
23-02-2022	Induction	3,823.00	750	3,073			15.00	2.10	12.90	191	3,632	18.11%	556.0	-	2,517
14-09-2022	Paper Shredder	20,999.00	2,073	18,926			15.00	1.55	13.45	1,050	19,949	18.10%	3,426.0	-	15,500
	Total Assets	1,27,82,69,815	70,62,40,544	57,18,35,568	28,06,868	24,92,26,043	6,188	1,596	4,592	5,87,45,221	1,11,61,58,672	90	4,94,25,422	2,20,452	51,93,82,826

31-05-2023	Plant & Machinery	1,25,659.00	15.00	6,283.00	1,19,376.00	18.10%	#N/A	#N/A	#N/A
30-06-2023	Plant & Machinery	7,508.00	15.00	375.00	7,133.00	18.11%	#N/A	#N/A	#N/A
31-07-2023	Plant & Machinery	76,698.00	15.00	3,835.00	72,863.00	18.10%	#N/A	#N/A	#N/A
31-08-2023	Plant & Machinery	24,879.00	15.00	1,244.00	23,635.00	18.10%	#N/A	#N/A	#N/A
30-09-2023	Plant & Machinery	7,000.00	15.00	350.00	6,650.00	18.10%	#N/A	#N/A	#N/A
30-11-2023	Plant & Machinery	8,500.00	15.00	425.00	8,075.00	18.10%	#N/A	#N/A	#N/A
31-12-2023	Plant & Machinery	24,000.00	15.00	1,200.00	22,800.00	18.10%	#N/A	#N/A	#N/A
31-01-2024	Plant & Machinery	2,38,193.00	15.00	11,910.00	2,26,283.00	18.10%	#N/A	#N/A	#N/A
	Total:	5,25,417.00						#N/A	#N/A
03-11-2023	Aquaguard	26,400.00	15.00	1,320.00	25,080.00	18.10%	150	1,964.12	24,435.88
13-03-2024	Aquaguard	45,675.00	15.00	2,284.00	43,391.00	18.10%	19	430.42	45,244.58
	Total:	72,075.00						2,394.54	69,680.46
16-05-2023	Digital TV	12,990.00	15.00	650.00	12,340.00	18.10%	321	2,067.69	10,922.31
21-08-2023	Digital TV	14,000.00	15.00	700.00	13,300.00	18.10%	224	1,555.42	12,444.58
	Total:	26,990.00						3,623.12	23,366.88
31-05-2023	Fire Fighting Equipment	4,31,773.00	15.00	21,589.00	4,10,184.00	18.10%	306	65,531.11	3,66,241.89
31-08-2023	Fire Fighting Equipment	82,512.00	15.00	4,126.00	78,386.00	18.10%	214	8,757.72	73,754.28
30-09-2023	Fire Fighting Equipment	33,158.00	15.00	1,658.00	31,500.00	18.10%	184	3,026.01	30,131.99
31-12-2023	Fire Fighting Equipment	4,154.00	15.00	208.00	3,946.00	18.10%	92	189.47	3,964.53
	Total:	5,51,597.00						77,504.31	4,74,092.69
03-04-2023	Mobile Phone	8,800.00	15.00	440.00	8,360.00	18.10%	364	1,588.75	7,211.25
31-12-2023	Mobile Phone	24,000.00	15.00	1,200.00	22,800.00	18.10%	92	1,095.15	22,904.85
04-01-2024	Mobile Phone	8,000.00	15.00	400.00	7,600.00	18.10%	88	349.18	7,650.82
	Total:	40,800.00						3,033.08	37,766.92
	Total Assets	2,02,22,224.00	-	-	-			#N/A	#N/A
	31-Mar-2024								
	Total Depreciation F.Y. 2023-24							#N/A	#N/A
	(Managing Director)		(Director)			(CEO)			

**Form No. MGT-11
PROXY FORM
(Pursuant to Section 105(6) of the Companies Act, 2013 and rules 19(3)
of the Companies (Management and Administration) Rules, 2014)**

Name of the member (s): _____

Registered Address: _____

E.Mail Id: _____ Folio No. /Client Id _____ DP ID _____

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

Name:.....

Address:.....

Email ID

Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company, to be held on Thursday, the 26th Day of September, 2024 at 12.00 Noon. **at the Conference hall of Hotel Arista, GS Rd, opp. Mizoram House, Ananda Nagar, Christian Basti, Guwahati-781006, Assam** to transact the following transactions:

Resolution	Vote	
	For	Against
<p>ORDINARY BUSINESS:</p> <p>1. To consider, approve and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on March 31, 2024, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on 31st March, 2024 together with the Report of the Board of Directors and Auditors' thereon.</p>		
<p>ORDINARY BUSINESS:</p> <p>2. To confirm the interim dividend(s) and declare the final Dividend for the financial year ended 31 March 2024, and in this regard, pass the following resolution as an Ordinary Resolution:</p> <p>"RESOLVED THAT the first interim dividend of Rs. 0.30/- (3%) per equity share and second interim dividend of Rs. 0.70/- (7%) per equity share and Final Dividend of Rs. 0.60/- (6%) per equity shares, aggregating to a sum of Rs. 1.60/- (16%) per equity share on face value of Rs. 10/- each fully paid up for FY 2023-24 as approved and recommended by the Board of Directors of the Company respectively and already paid, be and is hereby confirmed."</p>		
<p>ORDINARY BUSINESS:</p> <p>3. To appoint the Statutory Auditors of the Company, and to fix their remuneration and in this regard, members are requested to consider, and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:</p> <p>"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Board, M/s. Siddhartha S.B. Boruah & Co., Chartered Accountants (FRN 326350E) be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of 5 (five) consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of the 21st Annual General Meeting of the Company to be held in the financial year 2028-2029, at such remuneration as may be determined by the Board in consultation with the auditors in addition to reimbursement of all out-of-pocket expenses to be incurred by them in connection with the audit."</p>		

SPECIAL BUSINESS:



1. Approval of Remuneration of the Cost Auditor for the financial year 2024-25.

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act,2013 read with Companies (Audit & Auditors) Rules, 2014 as amended from time to time, the appointment of M/s. Musib & Co, Cost Accountants, by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2025 at a remuneration of Rs. 25,000/- (Rupees Twenty Five Thousand Only) plus GST and other out of pocket expenses, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary or expedient to give effect to this Resolution.”

Signed this.....day of September, 2024

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.

NEMCARE
SUPER SPECIALITY HOSPITAL

ATTENDANCE SLIP

16th Annual General Meeting of the shareholders to be held on Thursday, the 26th day of September, 2024 at 12.00 Noon.

Regd. Folio No. _____,

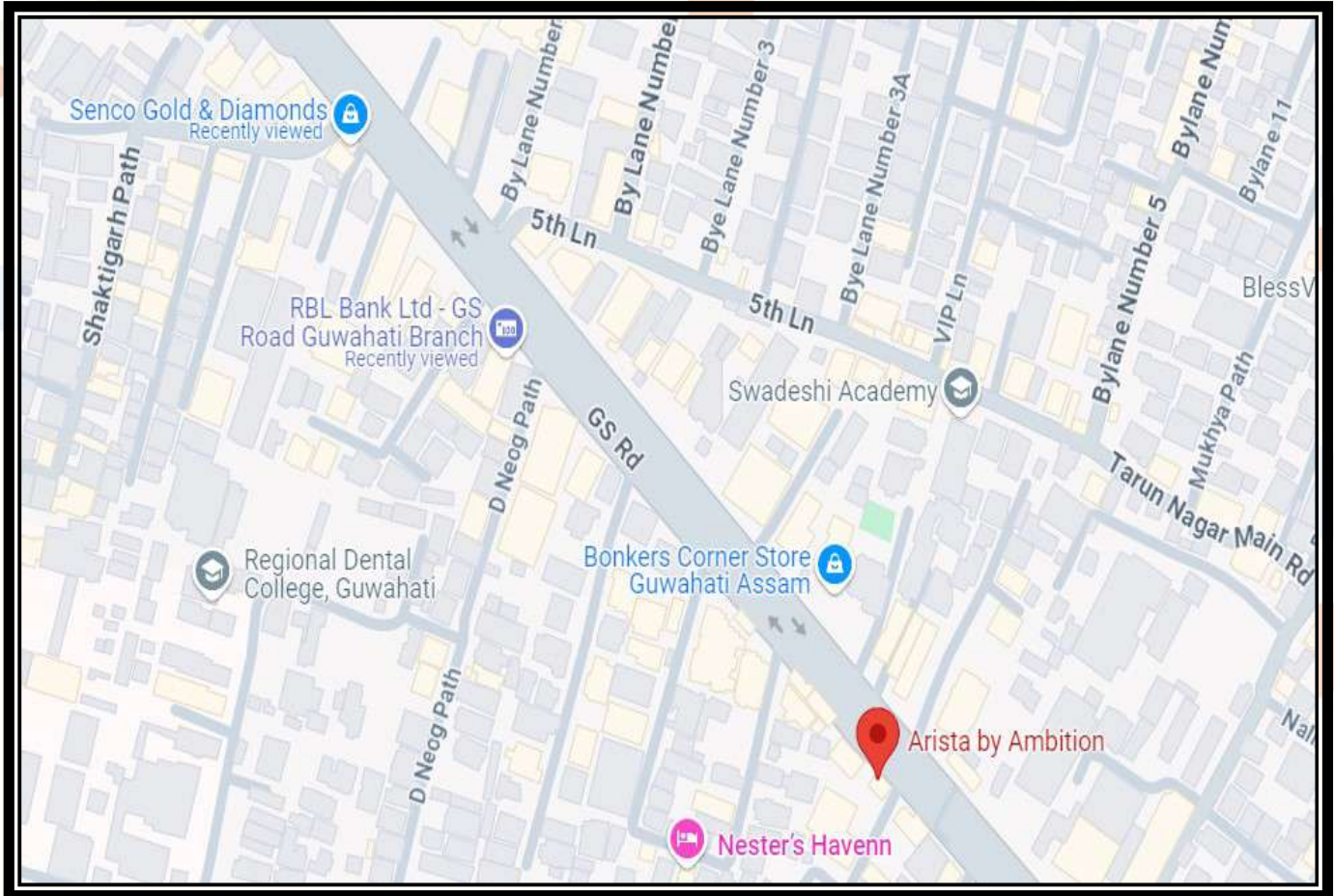
No. of shares held _____

I certify that, I am a registered shareholder / proxy for the registered Shareholder of the Company and hereby record my presence at the 16th Annual General Meeting of the Company on Thursday, the 26th day of September, 2024 at the Conference hall of Hotel Arista, GS Rd, opp. Mizoram House, Ananda Nagar, Christian Basti, Guwahati-781006, Assam at 12.00 Noon.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

ROUTE MAP TO REACH THE AGM VENUE



VENUE ADDRESS: Hotel Arista, GS Rd, opp. Mizoram, House, Ananda Nagar, Christian Basti, Guwahati- 781006, Assam

GOOGLE LINK: <https://maps.app.goo.gl/kjMaqfoSZW1gmJRA9>