



**NEPHRO CARE INDIA LIMITED**

CIN: L85100WB2014PLC202429

Regd. Office- Flat No-1, JC-18, 5th Floor Sec-III, Saltlake,  
Bidhan Nagar, Sai Complex, North 24 Parganas, Kolkata – 700106.

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**Date: 29/08/2025**

**To,**  
**The Manager - Listing Department**  
**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai- 400 051

**Symbol - NEPHROCARE**

**Sub: Minutes of the 11<sup>th</sup> Annual General Meeting (AGM) of Nephro Care India Limited (the Company)**  
**held on Thursday August 28, 2025**

Dear Sir/ Madam,

We are pleased to enclose herewith a copy of the Minutes of the proceedings of the 11<sup>th</sup> Annual General Meeting held on Thursday, 28th August 2025 through Video Conference / Other Audio Visual means.

You are requested to take note of the above.

Thanking you,

Yours Faithfully,  
For **Nephro Care India Limited**

**Sougata Sengupta**  
**Company Secretary**  
**& Compliance Officer**

**Encl as above:**

**MINUTES OF 11<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF NEPHRO CARE INDIA LIMITED (PREVIOUSLY KNOWN AS NEPHRO CARE INDIA PRIVATE LIMITED) HELD ON THURSDAY, AUGUST 28, 2025 AT 02:30 P.M. DEEMED TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT FLAT NO. 1, JC -18, 5<sup>TH</sup> FLOOR, SALT LAKE, SECTOR - III, BIDHAN NAGAR, SAI COMPLEX, NORTH 24 PARGANAS, KOLKATA - 700098, WEST BENGAL, INDIA THROUGH VIDEO CONFERENCE / OTHER AUDIO VISUAL MEANS**

**Members of the Board of Directors:**

Mr. Pratim Sengupta	Managing Director, Chief Executive Officer and as member of the Company
Mr. Debashish Ghoshal	Independent Director
Mr. Sandeep Shridhar Ghate	Independent Director and as member of the Company
Mr. Saikat Biswass	Independent Director
Mr. Sudip Barman	Independent Director
Ms. Alo Sengupta	Independent Director
Mr. Sougata Sengupta	Company Secretary and as a member of the Company
Mr. Tapas Saha	Chief Financial Officer and as a member of the Company

1. M/s. Saptasikha & Co., Practicing Company Secretary, Secretarial Auditors of the Company and also Scrutinizer of the Company has joined the meeting through Video conference by invitation.
2. In aggregate, 21 members joined the meeting, through Video Conferencing.
3. In accordance with Article 101 of the Articles of Association of the Company, Mr. Pratim Sengupta, Managing Director of the Company took the Chair.
4. The following documents were available on the website of National Stock Exchange of India for inspection by the Members:
  - (i) Notice convening the 11<sup>th</sup> Annual General Meeting;
  - (ii) Report of Board of Directors along with Annexures thereto for the financial year ended 31<sup>st</sup> March, 2025;
  - (iii) The Audited Financial Statements and Auditor's Report thereon for the Financial Year ended 31<sup>st</sup> March, 2025.
5. At the outset, Company Secretary extended a warm welcome to the shareholders at the 11<sup>th</sup> AGM of the Company and confirmed that requisite quorum was present for the Meeting. Company Secretary also welcomed the Chairman of the Meeting, Directors, Chief Financial Officer of the Company. The Secretarial Auditors of the Company and as a Scrutinizer of the Company and others present at the Meeting were also extended a warm welcome to the Meeting.
6. At 02.30 p.m., the Chairman commenced the meeting by welcoming the Members to the 11<sup>th</sup> Annual General Meeting (AGM). The Chairman announced that the requisite quorum being present, the meeting was called to order & welcomed all the shareholders and others present in the Meeting. The Chairman stated that the requisite Statutory Registers, Report of Statutory Auditors' and Secretarial Audit Report for the financial year 2024-25, all other documents referred to in the Notice were available for inspection by the Members during the Meeting. With the consent of the Members present, the Notice convening the meeting was taken as read.

CHAIRMAN'S  
INITIALS

*[Handwritten Signature]*

7. The Chairman further informed that the Company had taken all steps to ensure that the Members were able to attend and vote at this AGM in a seamless manner. He also stated that the Company had tied up with Big Shares Services Private Limited to provide facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM.
8. The Chairman informed the Members that the Company had provided the facility of Live Webcast of proceedings of the AGM which would enable the Members to view the AGM live from remote locations by logging on the e-voting website of Big Shares Services Private Limited.
9. The Chairman requested the Members of the Board who had joined the meeting from the venue and through video conference to introduce themselves. Mr. Pratim Sengupta introduced themselves to the Members and mentioned that they had joined the meeting from Kolkata i.e. deemed venue for Annual General Meeting. Mr. Debashish Ghoshal, Mr. Sandeep Shridhar Ghate, Mr. Sudip Barman, Mr. Saikat Bisaws, Mrs. Alo Sengupta, Independent Directors of the Company joined through Video Conferencing.
10. The Chairman further, welcomed M/s. Saptasikha & Co. Secretarial Auditors of the Company, who had joined the meeting through Video Conferencing.
11. Company Secretary stated that in compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the Notice, from Monday, August 25, 2025 (0930 hours) to Wednesday, August 27, 2025 (1700 hours).
12. Further, it was informed that the Company had fixed Friday, the August 21<sup>st</sup>, 2025 as the Cut-off date for determining the eligibility to vote by electronic means in the AGM.
13. Company Secretary informed that the Company has appointed M/s. Saptasikha & Co., Practicing Company Secretaries, Siliguri as the Scrutinizer to scrutinize the votes cast by the shareholders through remote e-voting at the AGM venue. He further informed that the Company had made arrangements for e-voting for 15 minutes after the conclusion of the AGM to enable those shareholders, who could not exercise their right to vote through remote e-voting, to cast their vote in respect of business mentioned in the Notice of the 11<sup>th</sup> AGM of the Company.

The Chairman then requested the Company Secretary to read the items of business to be transacted at the AGM and the Company Secretary then read the items of the Ordinary and Special Business to be transacted at the 11<sup>th</sup> Annual General Meeting as detailed below.

#### **ORDINARY BUSINESS**

##### **Item NO. 1**

#### **TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

Mr. Pratim Sengupta, Chairman informed that the Ordinary Resolution for Item No. 1 of the Notice was pertaining to adoption of the audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2025 and the Report of Board of Directors and Auditors thereon.

The Resolution for Item No. 1 of the Notice read as follows:

**“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

CHAIRMAN'S  
INITIALS





Mr. Pratim Sengupta, proposed the passing of the above resolution as an Ordinary Resolution. Mr. Tapas Saha, seconded the same.

**Item NO. 2****RE-APPOINTMENT OF RETIRING DIRECTORS**

Mr. Sandeep Shridhar Ghate, Director also informed that the Ordinary Resolution(s) for Item Nos. 2 of the Notice was with respect to Re-appointment of Mr. Pratim Sengupta, Director of the Company who are liable to retire by rotation, being eligible and offer himself for re-appointment.

The Resolution set at Item No. 2 of the Notice read as follows:

**"RESERVED THAT** pursuant to the provision of Sec 152 of the Companies act, 2013, Mr. Pratim Sengupta (DIN: 03501703), who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, is re-appointed as a Director of the Company, liable to retire by rotation."

**Item NO. 3****RE-APPOINTMENT OF RETIRING DIRECTORS**

Mr. Pratim Sengupta also informed that the Ordinary Resolution(s) for Item Nos. 3 of the Notice was with respect to Re-appointment of Mrs. Sutapa Sen, Director of the Company who are liable to retire by rotation, being eligible and offer herself for re-appointment.

The Resolution set at Item No. 3 of the Notice read as follows:

**"RESERVED THAT** pursuant to the provision of Sec 152 of the Companies act, 2013, Ms. Sutapa Sen (DIN: 08672795), who retires by rotation at this meeting, and being eligible, offers herself for re-appointment, is re-appointed as a Director of the Company, liable to retire by rotation."

**SPECIAL BUSINESS****Item NO. 4****TO APPOINT M/S. SAPTASIKHA & CO, PRACTISING COMPANY SECRETARY (MEMBERSHIP NO. F10783, CP NO.:15239, PEER REVIEW NO. 3829/2023) AS SECRETARIAL AUDITOR OF THE COMPANY FOR A TENURE OF FIVE YEARS FROM FY 2025-26 TILL 2029-2030**

Mr. Pratim Sengupta also informed that the Ordinary Resolution(s) for Item Nos. 4 of the Notice was with respect to appointment of M/s Saptasikha & Co. Practising Company Secretary, as Secretarial Auditor of the Company.

**"RESOLVED THAT** pursuant to Section 204 of the Companies Act, 2013 read with rules made thereunder and on recommendation of the Audit Committee, M/s SAPTASIKHA & CO. (Membership No. F10783, CP No.:15239, Peer Review No. 3829/2023), a Practising Company Secretary, be and are hereby appointed as the Secretarial Auditor of the Company to conduct secretarial audit for a tenure of five years from financial year 2025-26 till 2029-30, at a remuneration as may be mutually agreed to between the Secretarial Auditor and the Company.

All the resolution were passed with requisite majority

**VOTE OF THANKS**

The meeting came to an end with a vote of thanks to the Chair.

Date of Entry: 29/08/2025  
Date of Signing: 29/08/2025  
Place: Kolkata

Pratim Sengupta  
CHAIRMAN

CHAIRMAN'S  
INITIALS

