

# ANNUAL REPORT 2019-2020



**ARYA hospital**™

(a unit of North Eastern Medical Research Institute Ltd.)  
An ISO 9001:2015 Certified Hospital

**NORTH EASTERN MEDICAL RESEARCH  
INSTITUTE LIMITED**

(CIN: U85110AS2000PLC00622)

REGISTERED OFFICE: A M ROAD, REHABARI, GUWAHATI-781008, ASSAM, INDIA

## General Information

<b>Name</b>	<b>:NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED</b>
<b>CIN</b>	<b>: U85110AS2000PLC00622</b>
<b>Address</b>	<b>: A M ROAD, REHABARI, GUWAHATI-781008, ASSAM, INDIA</b>
<b>Website</b>	<b>: www.aryahospital.com</b>
<b>Email</b>	<b>:aryahospital2004@gmail.com</b>
<b>Phone</b>	<b>: 0361-2606888</b>

## Board Of Directors & Key Managerial Personnel

<b>Name</b>	<b>Designation</b>
Dr. Bijoya Goswami	Managing Director
Mr. Anil Kumar Sarma	Whole Time Director
Mr. Lekhokhe Kakoty	Director
Mr. Rahul Sarma	Director

<b>Statutory Auditors</b>	<b>REGISTRAR &amp; TRANSFER AGENT</b>
<b>M/s. Anupam Baruah &amp; Co</b> “Geetali” 25, Sreenagar, Dispur, Guwahati- 781005, Assam, India Email id: anbarcom@yahoo.co.uk	<b>“Orbis Financial Corporation Ltd”</b> (CIN U67120HR2005PLC036952) <b>4A Ocus Technopolis, Golf Club Road</b> <b>Sector 54, Gurgaon 122002</b>

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# NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED

(BRAND NAME **ARYA** hospital®)

A. M. Road, Rehabari, Guwahati-781008

CIN: U85110AS2000PLC006225



Phone : (0361) 2606665, 2608263, 2606888

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Website : www.aryahospital.com

## DIRECTORS' REPORT

To,  
The Shareholders,  
M/s North Eastern Medical Research Institute Limited,  
A M Road, Rehabari, Guwahati-781008, Assam, India

Welcome to the shareholders to the 20<sup>th</sup> Annual General Meeting of NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED.

Your Directors take pleasure in presenting the ANNUAL REPORT of your Company together with audited Statement of Accounts for the Financial Year ended 31<sup>st</sup> March, 2020.

The Company is going to expand its Pathological Laboratory business with modern equipments. The business will facilitate mainly Pathological Laboratory Test with online registration from various places to collect the sample for testing. This will necessitate a back up service of Pathological Laboratory tests and will be supported from company's present well equipped laboratory at Arya Hospital.

### FINANCIAL HIGHLIGHTS:

PARTICULARS	31/03/2020 (In Rs.)	31/03/2019 (In Rs.)
<b>I. Income during the year:</b>		
Revenue from Operations	325481439	261353197
Other Income	17972176	18257384
<b>TOTAL</b>	<b>343453615</b>	<b>279610580</b>
<b>II. Expenditure during the year:</b>		
Consumables & other Operative Costs	97270438	88169013
Employee Benefits Expenses	70127270	62986090
Finance Costs	5415098	6175117
Depreciation & Amortisation Expenses	11172811	9720514

Other Expenses	139054395	94977377
<b>TOTAL</b>	<b>323040011</b>	<b>262028110</b>
<b>III. Profit before Exceptional , Extraordinary items &amp; Tax (I-II)</b>	<b>20413604</b>	<b>17582470</b>
Less: Extra -ordinary items [Expenses]	-	-
Add: Extra-ordinary Items [Income]	-	-
<b>IV. Profit before Tax</b>	<b>20413604</b>	<b>17582470</b>
<b>V. Less: Tax Expense:</b>		
Current Tax	5469223	5166975
Add. Deferred Tax Assets	467612	615483
<b>VI. Profit After Tax (IV- V)</b>	<b>15411994</b>	<b>13030978</b>

Gross Turnover of the Company during the Financial Year: Rs. 343,453,615/- (Rupees Thirty Four Crores Thirty Four Lakh Fifty Three Thousand Six Hundred And Fifteen Only)

#### WORKING RESULTS:

During the period under review, the Company earned a Net Profit of Rs.15,411,994/- only and wants to put a portion of profit after paying Dividend @ 10%, in the Company for further utilization of funds.

#### DIVIDEND:

The Board recommended a dividend @ 10% on the value of the shares held for the year ended 31<sup>st</sup> March, 2020 to be paid on pro-rata basis (Financial Year 2018-19: @ 15%) subject to the approval of the shareholders at Annual General Meeting. The dividend will be paid in compliance with applicable regulations.

#### DETAILS REGARDING AMOUNT TO BE TRANSFERRED TO THE RESERVES:

Particulars	Amount (in Rs.)
General Reserve As per last Balance Sheet	51498917.04
Add: Transferred from Profit & Loss Account	7552596.52
Add. Central capital Investment Subsidy Received	0
Less: WDV of Fixed Assets whose useful life is over	3,997.00
<b>Total General Reserve &amp; Surplus</b>	<b>59,051,513.56</b>

#### PHYSICAL PERFORMANCE:

During the year under report, the Company offered medical treatment of 10,660 Outdoor Patients, 2,628 Indoor Patients. It has also Organized 2 medical camps in various locations, including health check - up of senior citizens.

#### **SHARE CAPITAL:**

During the year under review, the paid up share capital of the Company was increased from Rs. 45,160,000 (Rupees Four Crores Fifty One Lakh Sixty Thousand) to Rs. 5,00,00,000 (Rupees Five Crore Only) by allotment of 48,400 Preference Shares of Rs. 100 each.

#### **STRENGTHS, WEAKNESSES, OPPORTUNITIES AND THREATS:**

**a) Strength:**

The Management is having active, motivated and calculated investments making Directors at the top and the executives are compatible to deal with any adverse situation, if arises. Quality services to the masses by very skilled & experienced personnel are the core strength of the Company. It strives to create an exciting, challenging and rewarding work environment. It conducts all transactions in an ethical manner.

**b) Weakness:**

The prime business is dependent on high employee turnover.

**c) Opportunities:**

Opportunities to provide better healthcare service. Recognition by organization like NABH etc. has established better quality services to the people of this region.

**d) Threats:**

In present scenario of Health care, many new players have put their stake in the market.

#### **HUMAN RESOURCE AND POLICY:**

In order to deliver quality medical services of the highest standard, it ensured that the right talents in terms of qualifications, skill, experience and attitude are recruited by the Company as per Company's policy.

#### **SAFETY:**

To advise the management and provide appropriate recommendations in respect of matters of quality and safety, we have a Quality and Safety Committee. The committee looks after matters related to safety of patients, visitors and employees of the Company. The Facility Inspection and Rounds are conducted periodically in order to monitor matters related with facility and safety.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has in place adequate internal control system to commensurate with the size, scale and complexity of its operation.

**CORPORATE SOCIAL RESPONSIBILITY:**

With strong commitment towards promoting socio-economic development of the region, your Company continued to implement definitive measures for improving lives of the people in the region through innovative and people friendly programmes. In this view, the Company continues to provide facilities of operation at a lower cost to the deserving patients. A comparative statement as stated herein below shall demonstrate the extent of facilities so provided.

From 01/04/2017 to 31/03/2018						
Name of the Operation	Low cost Rate	Original Rate	Quantity	Total low cost Rate	Total Original Rate	Difference
Appendectomy	8,500	30,000	17	144,500	510,000	365,500
Appendectomy Laparoscopic	12,000	35,000	5	60,000	175,000	115,000
Gall Bladder	10,000	35,000	9	90,000	315,000	225,000
Gall Bladder Laparoscopic	12,000	45,000	99	1,188,000	4,455,000	3,267,000
Hernia	12,000	35,000	2	24,000	70,000	46,000
Dialysis	1,150	2,100	1,808	2,079,200	3,796,800	1,717,600
<b>TOTAL</b>						<b>5,736,100</b>

From 01/04/2018 to 31/03/2019						
Name of the Operation	Low cost Rate	Original Rate	Quantity	Total low cost Rate	Total Original Rate	Difference
Appendectomy	12,500	45,000	8	100,000	360,000	260,000
Appendectomy Laparoscopic	19,000	52,000	8	152,000	416,000	264,000

Gall Bladder	17,000	45,000	6	102,000	270,000	168,000
Gall Bladder Laparoscopic	19,000	52,000	71	1,349,000	3,692,000	2,343,000
Hernia	12,000	35,000	4	48,000	140,000	92,000
Fistula	8,500	35,000	2	17,000	70,000	53,000
Dialysis	1,150	2,100	1003	1,153,450	2,106,300	952,850
<b>TOTAL</b>						<b>4,132,850</b>

<b>From 01/04/2019 to 31/03/2020</b>						
Name of the Operation	Low cost Rate	Original Rate	Quantity	Total low cost Rate	Total Original Rate	Difference
Appendectomy	12,500	45,000	3	37,500	135,000	97,500
Appendectomy Laparoscopic	19,000	52,000	7	133,000	364,000	231,000
Gall Bladder Laparoscopic	19,000	52,000	65	1,235,000	3,380,000	2,145,000
Dialysis	1,150	2,500	124	142,600	310,000	167,400
<b>TOTAL</b>						<b>2,640,900</b>

#### **DETAILS OF SECURED LOAN:**

The details of secured loan of the Company as at the end of the financial year ending 31/03/2020 are disclosed in the financial Statement of the Company.

#### **COMPOSITION OF BOARD OF DIRECTORS:**

There were certain changes in the composition of Board of Directors of the Company during the period under report.

Mrs Bijoya Goswami was re-appointed as the Managing Director of the Company for a period of 5 years with effect from 01/04/2019 to 31/03/2024.

Mr Anil Kumar Sarma was re-appointed as the Whole Time Director of the Company for a period of 5 years with effect from 01/04/2019 to 31/03/2024.

As per the provisions of the Articles of Association, Shri Rahul Sharma will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.



None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 of the Companies Act, 2013.

The Directors of the company as on 31<sup>st</sup> March, 2020 as furnished in the table below:

Sl. No.	Name	Designation	Date of Appointment
1	Bijoya Goswami	Managing Director	28/06/2000
2	Anil Kumar Sarma	Whole-Time Director	28/06/2000
3	Lekhoke Kakoty	Director	28/06/2000
4	Rahul Sarma	Director	10/09/2016

#### **BOARD MEETINGS:**

During the Financial Year 2019-20, Twenty Seven (27) Board Meetings were convened and held on following dates:-

No. of Board meetings held	Date of Board meeting
1 <sup>st</sup> Board Meeting	01/04/2019
2 <sup>nd</sup> Board Meeting	25/04/2019
3 <sup>rd</sup> Board Meeting	17/05/2019
4 <sup>th</sup> Board Meeting	22/05/2019
5 <sup>th</sup> Board Meeting	10/06/2019
6 <sup>th</sup> Board Meeting	27/06/2019
7 <sup>th</sup> Board Meeting	01/07/2019
8 <sup>th</sup> Board Meeting	05/07/2019
9 <sup>th</sup> Board Meeting	12/07/2019
10 <sup>th</sup> Board Meeting	30/07/2019
11 <sup>th</sup> Board Meeting	23/08/2019
12 <sup>th</sup> Board Meeting	31/08/2019
13 <sup>th</sup> Board Meeting	31/08/2019
14 <sup>th</sup> Board Meeting	06/09/2019
15 <sup>th</sup> Board Meeting	23/09/2019
16 <sup>th</sup> Board Meeting	25/09/2019
17 <sup>th</sup> Board Meeting	26/09/2019
18 <sup>th</sup> Board Meeting	21/10/2019
19 <sup>th</sup> Board Meeting	25/10/2019
20 <sup>th</sup> Board Meeting	26/10/2019

21st Board Meeting	30/10/2019
22nd Board Meeting	22/11/2019
23rd Board Meeting	25/11/2019
24th Board Meeting	27/11/2019
25th Board Meeting	29/11/2019
26th Board Meeting	02/01/2020
27th Board Meeting	20/01/2020

**Attendance of Directors in the Board Meetings held during the Financial Year ended 2019-20**

Sl. No	Name of the Director	Particulars	Attendance	
			Number	%
1	Dr. (Mrs.) Bijoya Goswami	Managing Director	27/27	100
2	Mr. Anil Kumar Sarma	Whole time Director	27/27	100
3	Mr. Lekhoke Kakoty	Director	27/27	100
4	Mr. Rahul Sarma	Director	27/27	100

Percentage computed by considering the meetings attended with the total meetings held during the financial year under review.

**CORPORATE GOVERNANCE AND SHAREHOLDERS' INFORMATION:**

- **Company's philosophy:**

The Company's philosophy is to provide quality medical care and medical treatment with affordable cost to the customers.

- **Board of Directors**

a) **Composition and category of Directors:**

Sl. No.	Name	Designation
1	Dr. Bijoya Goswami	Managing Director

2	Mr. Anil Kumar Sarma	Whole Time Director
3	Mr. Lekhoke Kakoty	Director
4	Mr. Rahul Sarma	Director

**b) Particulars of Directorship in other Companies:**

**i. Dr. Bijoya Goswami**

Sl. No.	Name of the Company	Designation
1	Good Friend Hospitality Services Private Limited	Director
2	Arya Erectors India Private Limited	Director
3	Arya Greens Private Limited	Director
4	ORANGE ONLINE PRIVATE LIMITED	Additional Director

**ii. Mr. Anil Kumar Sarma**

Sl. No.	Name of the Company	Designation
1	Arya Erectors India Private Limited	Managing Director
2	Good Friend Hospitality Services Private Limited	Director
3	Arya Greens Private Limited	Director
4	Healbot Services Private Limited (a GOI recognized startup company)	Director

**iii. Mr. Lekhoke Kakoty**

Sl. No.	Name of the Company	Designation
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1	Nil
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iv. Mr. Rahul Sarma

Sl. No.	Name of the Company	Designation
1	Orange Online Pvt. Ltd.	Director
2	Healbot Services Private Limited (a GOI recognized startup company)	Managing Director

- **Performance of Directors during the year:**

The performance of Directors during the year was excellent. As far as management of the company is concerned, the Directors have handled all matters related with finance, improvement of quality, environment etc. very well.

- **Disclosures**

- a. **Remuneration paid or payable to Directors during the year**

Remuneration Paid to Directors for the year 2019-20: Rs. 56,95,959/-

- b. **Related party transactions during the year:**

The details of the related party transaction under section 188 of the Companies Act, 2013 during the financial year under review have been attached as Annexure-I to this report.

- c. **Risk Management Policy:**

Risk Management is an integral part of the business process. The Company has adopted a policy on risk management, identified and drawn mitigation plans to manage risk. The Board reviews the risk management report periodically.

- d. **Vigil Mechanism Policy:**

The Company has adopted vigil mechanism policy. It is implemented not only as a safeguard to unethical practices but also to control inaccuracy in maintaining the Company's books of account and financial records, financial misappropriation and procurement fraud, conflict of interest, false expense reimbursements etc. This mechanism is intended to provide mechanism for reporting genuine concerns or grievance and ensure that deviations from the Company's Business Conduct Manual and Values are dealt with in a fair and unbiased manner as provided in Section 177 (9) and (10) of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014.

**e. Policy on Director's Appointment and Remuneration and other Committees in existence in the company under Sub Section (1) of Section 178:**

The Company has no Audit Committee, Nomination & Remuneration Committee in existence as it is not applicable to the Company. But the remuneration of the Directors is fixed taking into considerations all applicable provisions of the Companies Act, 2013.

**f. 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 relates:**

There are no material changes and commitments affecting financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate.

**g. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressed) Act, 2013:**

The Managing Director of the Company being woman, the Company continues to have high respect for women since the days of its incorporation. Further, the Company has taken proper steps for prevention of any Sexual Harassment of Women at Workplace and to that end in view periodical sensitisation programmes are being carried out.

**DISCLOSURE OF INTEREST BY DIRECTOR:**

Your Directors has followed the Corporate Ethics and under Section 184(1) of the Companies Act, 2013 has 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.

**STATUTORY DISCLOSURE:**

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

**AUDITORS:**

The Statutory Auditors, M/s Anupam Baruah & Co., Chartered Accountants were appointed by the Members in the Financial Year 2018-19 for a period of 5 years till the conclusion of the Annual General Meeting to be held for the Financial Year, 2023-2024 at a remuneration to be decided mutually between the Auditors and the Board of the Company.

**AUDIT OBSERVATIONS:**

The Notes on Accounts are self-explanatory in nature and does not require further elucidation.

**ISSUE OF EMPLOYEE STOCK OPTIONS:**

No shares were issued to employees under Employee stock options during the reporting financial year.

**PUBLIC DEPOSIT:**

The Company has not accepted any deposits from public.

**PARTICULARS OF EMPLOYEES:**

Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014, requires the details of top ten employees (in terms of remuneration withdrawn) to be enclosed and is applicable for listed Company, the disclosure of the employees is not required since the Company is an unlisted public Company.

**PARTICULARS REGARDING LOANS, ADVANCES, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

During the year under review, the company has made investment falling under the preview of Section 186 of the Companies Act, 2013 and has complied with the provisions of the Act.

**SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any subsidiary company within the meaning of section 2(87) of the Companies Act, 2013 (Act) or any Associate Company within the meaning of section 2(6) of the Companies Act, 2013.

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

The Company believes that respect for the environment is critical to the success of its business and strives for continuous improvement in environmental performance. Information pursuant to Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are given below:

- Conservation of Energy: As in the past, the Company continues in its efforts to improve methods of energy conservation. The waste management system based on incineration and effluent treatment plant as approved by the Assam Pollution Control Board is under operation.
- Technology absorption: As the Company by itself has not yet carried out any research and development activity, the information under this heading is not required.
- Foreign Exchange earnings and Outgo: During the year under report, there is no Foreign Exchange earnings and outgo by the Company.

**EXTRACTS OF ANNUAL RETURN UNDER SUB SECTION (3) OF SECTION 92 OF THE COMPANIES ACT, 2013:**

The Extract of Annual Return in Form MGT-9 has been separately attached with the Report and marked as **Annexure - II**

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134 of the Companies Act, 2013 and based on the information provided by the management, your Directors state that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) the Directors have 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 or loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013,

for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities to the best of their knowledge and ability;

- d) the Directors have prepared the Annual Accounts on "Going Concern Basis";
- e) the Directors devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### COMMUNICATION TO EMPLOYEES:

Your Company lays great emphasis on effective communication across the organization. It strongly believes that transparency and openness in communication with employees is one of the vital and strategic management tools which not only leads to fruitful employee engagement but also creates an environment of trust and sense of belongingness amongst employees. Your Company lays considerable stress in ensuring that all modes and means of communication are fully utilized to ensure timely and regular flow of information, which in turn helps to realize partly its mission of creating a pool of knowledgeable and inspired employees.

#### ACKNOWLEDGEMENTS:

The Directors wish to express their appreciation of the continued support and co-operation received from various State Governments, Bankers, Financial Institution, Customers, and Dealers, Suppliers and also the valuable assistance and advice received from the shareholders of the Company. Your Directors also acknowledge the support and goodwill extended by the employees at all levels.

By order of the Board of Directors  
For North Eastern Medical Research Institute Limited



Dr. Bijoya Goswami  
(Managing Director)  
DIN: 00615055



Anil Kumar Sarma  
(Whole-Time Director)  
DIN: 01817933

Date: 28<sup>th</sup> August 2020  
Place: Guwahati



# NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED

(BRAND NAME **ARYA** hospital®)

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E-mail : aryahospital2004@gmail.com

Website : www.aryahospital.com

## FORM NO. AOC -2

### Annexure I

NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED

(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 not at Arm's length basis: NIL
2. 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	Surakhya Trust (Managing Director Of The Company Is Interested)
2.	Nature of contracts/arrangements/transaction	Utilisation of Machinery & Equipments of the Blood Bank of the Trust on fees sharing basis
3.	Duration of the contracts/ arrangements/ transaction	Running Contract
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	-
5.	Date of approval by the Board	01/04/2019
6.	Amount paid as advances, if any	Nil

Sl. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	M/s Orange Online Private Limited (Mr Rahul Sharma is one of the Directors of the Company)
2.	Nature of contracts/arrangements/transaction	Advertising Payment and Consultancy Fees
3.	Duration of the contracts/ arrangements/ transaction	Running Contract
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	-
5.	Date of approval by the Board	01/04/2019
6.	Amount paid as advances, if any	Nil

By order of the Board of Directors  
For North Eastern Medical Research Institute Limited

Dr. Bijoya Goswami  
(Managing Director)  
DIN: 00615055

Anil Kumar Sarma  
(Whole-Time Director)  
DIN: 01817933

Place: Guwahati  
Date: 28/08/2020

**Annexure II**  
**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2020  
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:	
1	CIN
2	Registration Date
3	Name of the Company
4	Category/Sub-category of the Company
5	Address of the Registered office & contact details
6	Email
7	Whether listed company
8	Name, Address & contact details of the Registrar & Transfer Agent, if any.

III. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)	
S. No.	Name and Description of main products / services
1	Health and Medical Services
	NIC Code of the Product/service
	% to total turnover of the company

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:			
SN	Name and address of the Company	CIN/GLN	Applicable Section
		Holding/ Subsidiary/ Associate	% of shares held

**IV. SHARE HOLDING PATTERN**

(Equity share capital breakup as percentage of total equity)

**(I) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-04-2019]			No. of Shares held at the end of the year [As on 31-03-2020]			% Change during the year
	Demat	Physical	Total	Demat	Physical	Total	
<b>A. Promoters</b>							
<b>(1) Indian</b>							
a) Individual/ HUF	-	109,768	109,768	94,948	14,820	109,768	27.44%
b) Central Govt	-	-	-	-	-	-	0.00%
c) State Govt(s)	-	-	-	-	-	-	0.00%
d) Bodies Corp.	-	-	-	-	-	-	0.00%
e) Banks / FI	-	-	-	-	-	-	0.00%
f) Any other	-	-	-	-	-	-	0.00%
<b>Sub Total (A) (1)</b>	-	109,768	109,768	94,948	14,820	109,768	27.44%
<b>(2) Foreign</b>							
a) NRI Individuals	-	-	-	-	-	-	0.00%
b) Other Individuals	-	-	-	-	-	-	0.00%
c) Bodies Corp.	-	-	-	-	-	-	0.00%
d) Any other	-	-	-	-	-	-	0.00%
<b>Sub Total (A) (2)</b>	-	-	-	-	-	-	0.00%
<b>TOTAL (A)</b>	-	109,768	109,768	94,948	14,820	109,768	27.44%
<b>B. Public Shareholding</b>							
<b>1. Institutions</b>							
a) Mutual Funds	-	-	-	-	-	-	0.00%
b) Banks / FI	-	-	-	-	-	-	0.00%
c) Central Govt	-	-	-	-	-	-	0.00%
d) State Govt(s)	-	-	-	-	-	-	0.00%

e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
g) FIs	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
i) Others (specify)	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>2. Non-Institutions</b>																	
a) Bodies Corp.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
i) Indian	-	110,100	-	-	110,100	-	-	-	-	-	27.53%	-	110,100	-	110,100	27.53%	0.00%
ii) Overseas	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
b) Individuals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	134,422	-	-	134,422	-	6,960	-	-	127,462	33.61%	-	134,422	-	134,422	33.61%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	45,510	-	-	45,510	-	-	-	-	45,510	11.38%	-	45,510	-	45,510	11.38%	0.00%
c) Others (Sole Proprietorship)	-	200	-	-	200	-	-	-	-	200	0.05%	-	200	-	200	0.05%	0.00%
Non Resident Indians	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
Trusts	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
<b>Sub-total (B)(2):-</b>	-	290,232	-	-	290,232	-	6,960	-	-	283,272	72.56%	-	290,232	-	290,232	72.56%	0.00%
<b>Total Public (B)</b>	-	290,232	-	-	290,232	-	6,960	-	-	283,272	72.56%	-	290,232	-	290,232	72.56%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-	-	0.00%	-	-	-	-	0.00%	0.00%
<b>Grand Total (A+B+C)</b>	-	400,000	-	-	400,000	-	101,908	-	-	298,092	100.00%	-	400,000	-	400,000	100.00%	0.00%

(ii) Shareholding of Promoter		Shareholding at the beginning of the year				Shareholding at the end of the year			% change in shareholding during the year
SN	Shareholder's Name	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares		
1	DR. BUOYA GOSWAMI	44,830	11.21%	0.00%	44,830	11.21%	0.00%	0.00%	
2	HEM CH. BARUAH	2,740	0.69%	0.00%	2,740	0.69%	0.00%	0.00%	
3	ANIL KUMAR SARMA	39,518	9.88%	0.00%	39,518	9.88%	0.00%	0.00%	
4	LEKHOKE KAKOTY	520	0.13%	0.00%	520	0.13%	0.00%	0.00%	
5	NILAKSHI GOSWAMI	400	0.10%	0.00%	400	0.10%	0.00%	0.00%	
6	PRANAB GOSWAMI	160	0.04%	0.00%	160	0.04%	0.00%	0.00%	
7	USHA SARMA	600	0.15%	0.00%	600	0.15%	0.00%	0.00%	
8	SUCHITRA KAKOTY	500	0.13%	0.00%	500	0.13%	0.00%	0.00%	
9	RAMESH SARMA	400	0.10%	0.00%	400	0.10%	0.00%	0.00%	
10	NILIMA GOSWAMI	1,700	0.43%	0.00%	1,700	0.43%	0.00%	0.00%	
11	RAHUL SARMA	9,200	2.30%	0.00%	9,200	2.30%	0.00%	0.00%	
12	ESHANI SARMA	9,200	2.30%	0.00%	9,200	2.30%	0.00%	0.00%	
	<b>Total</b>	<b>109,768</b>	<b>27.44%</b>	<b>0.00%</b>	<b>109,768</b>	<b>27.44%</b>	<b>0.00%</b>	<b>0.00%</b>	

(iii) Change in Promoters' Shareholding (please specify, if there is no change) :

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year	01-04-2019		109,768	36.82%	109,768	27.44%
	Changes during the year						
	At the end of the year	31-03-2020		109,768	36.82%	109,768	27.44%

There was no change in the promoters shareholding during the year

(iv) Shareholding Pattern of top ten Shareholders  
(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	ARYA ERECTORS PRIVATE LIMITED	01.04.2019		70,000	23.48%	70,000	17.50%
			Changes during the year				0.00%
		31.03.2020		70,000	17.50%	70,000	17.50%
2	GOOD FRIEND HOSPITALITY SERVICES PVT. LTD.	01.04.2019		40,000	10.00%	40,000	10.00%
			Changes during the year				0.00%
		31.03.2020		40,000	13.42%	40,000	10.00%
3	TAPANIJYOTI DUTTA	01.04.2019					
			Changes during the year	15,420	5.17%	15,420	3.86%
		31.03.2020		15,420	5.17%	15,420	3.86%
4	HEM CHANDRA KALITA	01.04.2019		4,700	1.58%	4,700	1.18%
			Changes during the year				0.00%
		31.03.2020		4,700	1.58%	4,000	1.00%
5	ADY KUMAR SARMA	01.04.2019		4,000	1.34%	4,000	1.00%
			Changes during the year				0.00%
		31.03.2020		4,000	1.34%	4,000	1.00%
6	DR. BISHNU PADA CHOUDHURY	01.04.2019		2,400	0.81%	2,400	0.60%
			Changes during the year				0.00%
		31.03.2020		2,400	0.81%	2,400	0.60%
7	SNIAWBHALANG KSOO	01.04.2019		2,000	0.67%	2,000	0.50%
			Changes during the year				0.00%
		31.03.2020		2,000	0.67%	2,000	0.50%

8	<b>MUJAUDDIN AHMED</b>								
	At the beginning of the year	01.04.2019							
	Changes during the year		2,000		0.67%		2,000		0.50%
	At the end of the year	31.03.2020		2,000		0.67%		2,000	0.50%
9	<b>SUCHARITA DEBNATH</b>								
	At the beginning of the year	01.04.2019		2,000		0.67%		2,000	0.50%
	Changes during the year					0.00%			0.00%
	At the end of the year	31.03.2020		2,000		0.67%		2,000	0.50%
10	<b>SIBA PRASAD SHARMA</b>								
	At the beginning of the year	01.04.2019		2,000		0.67%		2,000	0.50%
	Changes during the year					0.00%			0.00%
	At the end of the year	31.03.2020		2,000		0.67%		2,000	0.50%

## (v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	DR. BUJOYA GOSWAMI						
	At the beginning of the year	01.04.2019		44,830	15.04%	44,830	11.21%
	Changes during the year				0.00%		0.00%
	At the end of the year	31.03.2020		44,830	15.04%	44,830	11.21%
2	ANIL KUMAR SARMA						
	At the beginning of the year	01.04.2019		39,518	13.26%	39,518	9.88%
	Changes during the year				0.00%		0.00%
	At the end of the year	31.03.2020		39,518	13.26%	39,518	9.88%
3	LEKHOKE KAKOTY						
	At the beginning of the year	01.04.2019		520	0.17%	520	0.13%
	Changes during the year				0.00%		0.00%
	At the end of the year	31.03.2020		520	0.17%	520	0.13%
4	RAHUL SARMA						
	At the beginning of the year	01.04.2019		9,200	3.09%	9,200	2.30%
	Changes during the year				0.03%		0.03%
	At the end of the year	31.03.2020		9,200	3.09%	9,200	2.30%



V. INDEBTEDNESS:					
Indebtedness of the Company including interest outstanding/accrued but not due for payment.					
					(Amt. Rs.)
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
<b>Indebtedness at the beginning of the financial year</b>					
i) Principal Amount	49,714,807.29	-	-	49,714,807.29	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	<b>49,714,807.29</b>	<b>-</b>	<b>-</b>	<b>49,714,807.29</b>	
<b>Change in Indebtedness during the financial year</b>					
• Addition	20,856,867.84	-	-	20,856,867.84	
• Reduction	-	-	-	-	
<b>Net Change</b>	<b>20,856,867.84</b>	<b>-</b>	<b>-</b>	<b>20,856,867.84</b>	
i) Principal Amount	70,571,675.13	-	-	70,571,675.13	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	<b>70,571,675.13</b>	<b>-</b>	<b>-</b>	<b>70,571,675.13</b>	

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:						
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:						
SN.	Particulars of Remuneration		Name	Name of MD/WTD/ Manager	Total Amount	Total Amount
			Designation		(Rs.)	(Rs.)
1	Gross salary			BIJOYA GOSWAMI		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			Managing Director		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			2,850,000	2,845,959	5,695,959
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	- as % of profit					
	- others, specify					
5	Others, please specify					
	<b>Total (A)</b>			<b>2,850,000.00</b>	<b>2,845,959.00</b>	<b>5,695,959</b>
	Ceiling as per the Act			11% of the Net Profit as per Section 197 & 198 of Companies Act, 2013		

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors	Total Amount (Rs.)
1	Independent Directors Fee for attending board committee meetings Commission Others, please specify Total (1)	-	-
2	Executive Directors Fee for attending board/ committee meetings Commission Others, please specify Total (2)	-	-
3	Other Non-Executive Directors Fee for attending board committee meetings Commission Others, please specify Total (3)	-	-
	Total (B)=(1+2+3)	-	-
	Total Managerial Remuneration	-	-
	Overall Ceiling as per the Act	-	-

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD : NIL

SN.	Particulars of Remuneration	Name	Designation	Name of Key Managerial Personnel	Total Amount (Rs.)
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		CEO	CFO	-
2	Stock Option				-
3	Sweat Equity				-
4	Commission - as % of profit - others, specify				-
5	Others, please specify				-
	Total				-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees Imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For North Eastern Medical Research Institute Limited

*Bijaya Goswami*

Dr. Bijaya Goswami  
(Managing Director)  
DIN:: 00615055

*Anil Kumar Sarma*

Anil Kumar Sarma  
(Whole-Time Director)  
DIN:01817933

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORTH EASTERN  
MEDICAL RESEARCH INSTITUTE LTD., GUWAHATI**

Report on the Financial Statements

We have audited the accompanying standalone financial statements of North Eastern Medical Research Institute Limited (the "Company"), which comprises the Balance Sheet as at 31st March, 2020, the Profit and Loss Account, Statement of Changes in Equity and Cash Flow Statement for the year the ended and, and summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

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 Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements 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 provisions of the Act and the rules there-under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Cont'd...(2).

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting 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 controls, that were operating effectively for ensuring the accuracy and completeness of the



accounting records, relevant to the preparation and presentation of the financial statement 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 related 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 board of directors are also responsible for overseeing the Company's financial reporting process.

#### Auditor's responsibilities for the audit of the financial statements

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 skepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 management.



cont'd... (4).

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 control 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. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on other legal and regulatory requirements

As required in 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 (hereinafter referred to to as the "Order"), and on the basis of such checks of the books and records as we considered appropriate and according to the information and explanations given to us, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by Section 143(3) of the Companies Act, 2013, 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 the 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 accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;



Cont'd...(5)

(f) Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

a. The Company does not have any pending litigations which would impact its financial position;


b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For, ANUPAM BARUAH & CO.,  
Chartered Accountants  
(Firm Reg No. 320223E)  
(UDIN : 20055383AAAABC5751)

Guwahati,  
28th August, 2020.



  
(CA Anupam Baruah)  
Partner.  
Mem. No. : 055383.



# *Anupam Baruah & Co.*

CHARTERED ACCOUNTANTS

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF NORTH EASTERN MEDICAL RESEARCH INSTITUTE LTD., GUWAHATI REFERRED TO IN PARAGRAPH 1(G) OF THE INDEPENDANT AUDITORS REPORT OF EVEN DATE.**

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

We have audited the internal financial controls over financial reporting of ('the Company') as of 31-Mar-2020 in conjunction with our audit of the standalone 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. 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 (the "Guidance Note") 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 judgment, 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 l/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

# *Anupam Baruah & Co.*

CHARTERED ACCOUNTANTS

(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 authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 31-Mar, 2019, based on the internal control over financial reporting criteria established by the Company considering 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, ANUPAM BARUAH & CO.,  
Chartered Accountants

Guwahati,  
28th August, 2020.



  
(CA Anupam Baruah)  
Partner.  
Mem. No. : 055383.

**ANNEXURE "B" REFERRED TO IN PARAGRAPH 2 OF THE REPORT OF EVEN DATE OF THE AUDITORS TO THE MEMBERS OF NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED, ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020.**

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all items over a period of two years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the assets have been physically verified during the year and no material discrepancy have been noticed on such verification.

(c) The title deeds of the immovable properties are held in the name of the Company.

(ii) The physical verification of inventories have been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on physical verification of inventory as compared to book records were not material.

(iii) The Company has not granted any loans, secured or unsecured, to companies/firms/LLPs/ other parties covered under in the register maintained under Section 189 of the Act.

(a) As the Company has not granted any loans, secured or unsecured to and no loan is outstanding from companies/firms/LLPs/other parties covered under in the register maintained under Section 189 of the Act, Accordingly the provisions of Clause 3(iii)(a) of the Order are not applicable to the Company.

(b) As the Company has not granted any loans, secured or unsecured to and no loan is outstanding from companies/firms/LLPs/other parties covered under in the register maintained under Section 189 of the Act, Accordingly the provisions of Clause 3(iii)(b) of the Order are not applicable to the Company.

(c) As the Company has not granted any loans, secured or unsecured to and no loan is outstanding from companies/firms/LLPs/other parties covered under in the register maintained under Section 189 of the Act, Accordingly the provisions of Clause 3(iii)(c) of the Order are not applicable to the Company.

(iv) In our opinion, and according to the information and explanations given to us, the Company has complied with provisions of Section 185 and 186 of the Companies Act, 2013 in respect if the loans and investments made, and guarantees and security provided by it.

(v) The Company has not accepted any deposits from the public within the meaning of sections 73,74,75 and 76 of the Act and Rules made thereunder to the extent notified.



Cont'd... (2).

(vi) Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, in case of this Company.

(vii) (a) According to the informations and explanations given to us and records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax, provident fund, tax deducted at source, Value added Tax and other material statutory dues, as applicable, with the appropriate authorities, though there has been a slight delay in a few cases.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of sales tax, value added tax, customs duty, excise duty, etc which have not been disputed on account of any dispute. The particulars of duuse of income tax, which have not been deposited on account of dispute are as below :

Name of the statute	Nature of dues	Amount	Period to which the amount relates	Forum where dispute is pending
NIL	N.A.	NIL	N.A.	N.A.

(viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institutions or banks. The Company did not have any dues outstanding to debenture holders or Government at the beginning of the year nor did it obtain any such loans during the year.

(ix) In our opinion, and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) . However, on an overall basis the term loans have been applied for the purposes for which they were obtained.

(x) During the course of our examination of books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.



Cont'd...(3).

- (xi) The managerial remuneration paid/provided for by the Company is in accordance with the regulate approvals as mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- (xiii) In our opinion, and according to the information and explanations given to us, all transactions with related parties are in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable and has been disclosed in the financial statements as required by applicable accounting standard.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- (xv) The Company has not entered into any cash transactions with its Directors or persons connected with him/her. Accordingly the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For, ANUPAM BARUAH & CO.,  
Firm Registration No. : 320223E  
Chartered Accountants

Guwahati,  
28th August, 2020.



  
(Anupam Baruah)  
Partner.  
Mem. No. : 055383.

**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LTD.**  
**A.M.ROAD, REHABARI, GUWAHATI 781007, ASSAM**

**BALANCE SHEET AS AT 31st MARCH, 2020**

(In Rupees)

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
<b>I. EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' Funds</b>			
(a) Share Capital	1	50,000,000	45,160,000
(b) Reserves and Surplus	2	59,051,514	51,498,917
(c) Money Received against share warrants		-	-
<b>2. Share application money pending allotment</b>		-	-
<b>3. Non-current Liabilities</b>			
(a) Long Term Borrowings	3	26,332,857	26,348,394
(b) Other Long-term liabilities		-	-
(c) Long Term Provisions		-	-
<b>4. Current Liabilities</b>			
(a) Short Term Borrowings	4.1	44,238,818	23,366,413
(b) Trade Payables	4.2	24,499,017	21,162,085
(c) Other Current Liabilities	4.3	22,113,160	13,524,305
(d) Short-term provisions	4.4	5,469,223	5,166,975
<b>TOTAL</b>		<b>231,704,590</b>	<b>186,227,090</b>
<b>II. ASSETS</b>			
<b>1. Non-current Assets</b>			
<b>(a) Fixed Assets</b>			
(i) Tangible Assets	7	77,067,972	65,271,629
(ii) Intangible Assets		-	625
(iii) Capital Work-in-Progress		2,229,488	2,229,488
(iv) Intangible Assets under Development			
(b) Non-Current Investments	5.1	44,620,000	40,505,000
(c) Deferred Tax Asset (Net)		3,653,095	3,185,483
(d) Long term Loans and advances		-	
(e) Other Non-Current Assets	5.2	3,088,812	4,916,066
<b>2. Current Assets</b>			
(a) Current Investments	6.1	-	-
(b) Inventories	6.2	8,568,486	6,229,984
(c) Trade Receivables	6.3	7,945,761	6,480,692
(d) Cash and Cash Equivalents	6.4	67,820,588	51,001,923
(e) Short term Loans and Advances	6.5	4,256,200	6,406,200
(f) Other Current Assets	6.6	12,454,187	-
<b>TOTAL</b>		<b>231,704,590</b>	<b>186,227,090</b>

The above Balance Sheet should be read in conjunction to the accompanying notes to the accounts.

For, ANUPAM BARUAH & CO.,  
Chartered Accountants

(CA Anupam Baruah)

Partner

Mem. No. : 055383.

Place: Guwahati

Date : 28th August, 2020.



*Bijoya Goswami*

(Dr. Bijoya Goswami)  
Managing Director

*Anil Kumar Sarma*

(Anil Kumar Sarma)  
Director

**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.

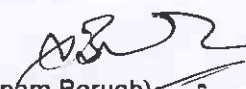
**Statement of Profit and Loss for the year ended March 31st , 2020**

( In Rupees )

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Revenue from Operations	8		
a) From Services		260,458,130	186,334,165
b) From Sale of Products		65,023,309	75,019,032
II. Other Income	9	17,972,176	18,257,384
<b>III. Total Revenue ( I + II )</b>		<b>343,453,615</b>	<b>279,610,580</b>
IV. Expenses			
Consumables & other operative Costs	10	97,270,438	88,169,013
Employee Benefits expense	11	70,127,270	62,986,090
Finance Costs	12	5,415,098	6,175,117
Depreciation & Amortisation Expense	7	11,172,811	9,720,514
Other expenses	13	139,054,395	94,977,377
<b>Total Expenses</b>		<b>323,040,011</b>	<b>262,028,110</b>
V. Profit before Exceptional, Extraordinary items & Tax (III - IV)		20,413,604	17,582,470
VI. Exceptional items		-	-
VII. Profit before Extraordinary items & Tax (V - VI)		20,413,604	17,582,470
VIII. Extra ordinary items/ Prior Year Adjustments [ Expenses ]		-	-
VIII. Extra ordinary items/ Prior Year Adjustments[ Income ]		-	-
IX. Profit before Tax (VII + VIII)		20,413,604	17,582,470
X. Tax Expense:			
(1) Current Tax	(-)	5,469,223	5,166,975
(2).Deferred Tax Asset	(+)	467,612	615,483
XI. Profit/(Loss) for the period from continuing operations (IX-X)		<b>15,411,994</b>	<b>13,030,978</b>
XII. Profit/ (Loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit/(Loss) from discontinuing operations (after tax) (XII-XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		<b>15,411,994</b>	<b>13,030,978</b>
XVI. Earning per equity share :			
(1) Basic		38.53	32.58
(2) Diluted		38.53	32.58

The above Profit and Loss Account should be read in conjunction to the accompanying notes to the accounts.

For, ANUPAM BARUAH & CO.,  
Chartered Accountants

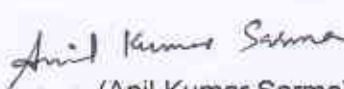
  
(CA Anupam Baruah)  
Partner

Mem. No. : 055383.

Place: Guwahati

Date : 28th August, 2020.



  
(Anil Kumar Sarma)  
Director

  
(Dr. Bijoya Goswami)  
Managing Director

## STATEMENT OF CHANGES IN SHARE CAPITAL

### Reconciliation of Number of Shares outstanding at the beginning & at the end of the Reporting Period

#### i) Equity Shares

Particulars	As on 31.03.20		As on 31.03.19	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	400,000	40,000,000	400,000	40,000,000
Shares Issued during the year				
Shares bought back during the year				
Shares outstanding at the end of the year	400,000	40,000,000	400,000	40,000,000

#### ii) Preference Shares

Particulars	As on 31.03.20		As on 31.03.19	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	51,600	5,160,000	51,600	5,160,000
Shares Issued during the year	48,400	4,840,000	0	0
Shares bought back during the year				
Shares outstanding at the end of the year	100,000	10,000,000	51,600	5,160,000





**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

**Notes on Financial Statement for the year ended March 31, 2020**

**Note : 1. Share Capital**

**(Figures in Rs)**

PARTICULARS	As at 31/03/2020	As at 31/03/2019
<b>1 Share Capital</b>		
<b>Authorised</b>		
400000 Equity Shares of Rs.100/- each	40,000,000	50,000,000
100000 Preference Shares of Rs.100/- each	10,000,000	0
	<b>50,000,000</b>	<b>50,000,000</b>
<b>Issued, Subscribed and Paid-up</b>		
400,000 Equity Shares of Rs.100/- each fully paid up.	40,000,000	40,000,000
100000 Preference Shares of Rs.100/- each fully paid up. (Prev. year 51600 shares)	10,000,000	5,160,000
	<b>50,000,000</b>	<b>45,160,000</b>

**a. Terms and rights attached to equity shares**

The Company has only one class of equity shares having a face value of Rs100/- per share. Each holder of the equity shares is entitled to one vote per share	Yes	Yes
--	-----	-----

**b. Terms and rights attached to preference shares**

The Company has issued Preference shares during the year. These shares having a face value of Rs.100/- carry a fixed dividend rate of 10% p.a. and are Cumulative, Non-convertible and Redeemable in nature. These are redeemable after three years at par.

**c. Shares held by holding/ ultimate holding company and/or their subsidiaries/ associates**

Out of the equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:	N.A.	N.A.
--	------	------

**d. Equity shares held by Holding company -.....**

Aggregate number shares issued for consideration other than cash during the period of five years immediately preceding the reporting date	N.A.	N.A.
---	------	------

**e. Aggregate number of Bonus shares issued during the period of five years immediately preceding the reporting date**

	N.A.	N.A.
--	------	------

**f. The Dividend proposed by the Board is subject to approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend, In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the the Company, after distribution of all preferential amounts, in proportion to their holding.**

**g. Details of shareholders holding more than 5% shares in the company**

Name of the Shareholder	As on 31.03.20		As on 31.03.19	
	No. of Shares Held	% held	No. of Shares Held	% held
Anil Kumar Sarma	39,518	9.88	39,518	9.88
Dr. Bijoya Goswami	44,830	11.21	44,830	11.21
Good Friend Hospitality (P) Ltd.	40,000	10.00	40,000	10.00
Arya Erectors India (P) Ltd	70,000	17.50	70,000	17.50

194,348

48.59

194,348

48.59



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LTD.**  
A.M.ROAD, REHABARI, GUWAHATI 781008, ASSAM

Notes on Financial Statement for the year ended March 31st, 2020

Note : 2. Reserve And Surplus

( Figure in Rs.)

PARTICULARS	As on 31/03/2020	As on 31/03/2019
<b>1. Other Reserves:</b>		
<b>Capital Reserves</b>	-	-
<b>2. General Reserve</b>		
As per last Balance Sheet	51,498,917.04	46,323,334.39
Add: Addition during the year		
(a) Reserve arising on amalgamation	-	-
(a) Transferred from Profit & Loss account	7,556,593.52	5,175,582.65
<b>Total</b>	<b>59,055,510.56</b>	<b>51,498,917.04</b>
Less, WDV of fixed assets whose useful life is over	3,997.00	-
Add, Central Capital Investment Subsidy Received	-	-
	<b>59,051,513.56</b>	<b>51,498,917.04</b>
<b>3. Profit and Loss account</b>		
As per last Balance Sheet	-	-
Add: Profit transferred on amalgamation	-	-
Add: Profit / (Loss) for the year	15,411,993.52	13,030,977.65
	15,411,993.52	13,030,977.65
<u>Less: Appropriations:</u>		
Interim Dividend on Equity Shares	-	-
Dividend Paid on Equity Shares	6,000,000.00	6,000,000.00
Dividend Paid on Preference Shares	516,000.00	516,000.00
Corporate Tax on Dividend paid	1,339,400.00	1,339,395.00
Transfer to Capital Redemption Reserve	-	-
Transfer to General Reserve	7,556,593.52	5,175,582.65
<b>Total</b>	-	-
<b>Total (1+2+3)</b>	<b>59,051,513.56</b>	<b>51,498,917.04</b>

General Reserve represents a reserve not meant for any specific purpose.

Note 3: Non-Current Liabilities

Particulars	As on 31/03/2020	As on 31/03/2019
<b>Long Term Borrowings</b>		
Term Loan from Indian Overseas Bank, Guwahati	25,763,224.00	24,331,916.00
Nature of Security		
The above loans are secured against Fixed Deposit		
Terms of Repayment		
Terms of above loans are repayable in 12 equated monthly instalments.		
Loan from HDFC Bank , Guwahati	569,633.49	2,016,477.91
Secured against Fixed Deposit		
Terms of above loans are repayable in 60 equated monthly instalments.		
<b>Total</b>	<b>26,332,857.49</b>	<b>26,348,393.91</b>

**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**

**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

**Notes on Financial Statement for the year ended March 31st, 2020**

**Note : 4. Current Liabilities**

Particulars	As on 31/03/2020	As on 31/03/2019
<b>4.1.Short Term Borrowings</b>		
<b>Secured</b>		
<b>Short Term Loan from Banks:</b>		
Cash Credit from Indian Overseas Bank, Guwahati	24,609,606.47	23,366,413.38
Nature of Security		
Secured against land, building, equipment, movable assets & Personal guarantee of Directors		
Terms of Repayment		
Interest payable monthly at 3.50% above base rates.		
Loan from Clix Finance India Pvt Ltd	19,629,211.17	
Secured against C.T.Scan Machine		
Terms of above loans are repayable in 84 monthly instalments.		
	<b>44,238,817.64</b>	<b>23,366,413.38</b>

**4.2. Trade Payables**

Particulars	As on 31/03/2020	As on 31/03/2019
Outstanding for less than 6 months		
For Suppliers	24,499,017.16	18,831,550.16
For Capital Expenditure	-	2,330,535.00
For Others	-	-
	<b>24,499,017.16</b>	<b>21,162,085.16</b>

**4.3. Other Current Liabilities**

Particulars	As on 31/03/2020	As on 31/03/2019
Advances From Patients/Customer	6,700.00	-
Security Deposit From Staff & Others	247,863.00	247,863.00
Doctors' Consultancy Fees	4,300,296.00	2,246,487.00
Audit Fees	59,000.00	59,000.00
Consultancy Charges	923,193.00	353,724.00
Directors' Remuneration	1,079,168.00	269,584.00
P.F. Contribution	1,712,773.00	500,103.00
Salary & Wages	5,801,624.00	4,397,922.00
Electricity Charges	384,419.00	396,943.00
Plumbing Expenses	15,000.00	13,365.00
Telephone Charges	3,578.00	2,748.00
Retainers' Fees	8,430.00	20,250.00
Professional Tax	33,950.00	34,068.00
Sanitation Charges	2,000.00	2,000.00
ESI Contribution Charge	119,875.00	184,171.00
Bonus Payable	2,613,673.00	1,727,757.00
Unclaimed Dividend	1,357,280.00	1,483,195.00
TDS Payable	1,892,173.00	672,526.00
Income Tax Audit Fee Payable	23,600.00	23,600.00
Business Promotion & Marketing Expenses Payable	45,277.00	99,580.00
North East Health Care Pvt Ltd	1,483,288.00	789,419.00
	<b>22,113,160.00</b>	<b>13,524,305.00</b>

**4.4. Provisions**

Particulars	As on 31/03/2020	As on 31/03/2019
<b>Provision For Taxation:</b>		
Income Tax 2017-18	-	-
Income Tax 2008-09	-	-
Income Tax 2018-19	-	5,166,975.22
Income Tax 2019-20	5,469,223.00	-
	<b>5,469,223.00</b>	<b>5,166,975.22</b>



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**

**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

Notes on Financial Statement for the year ended March 31st , 2020

**5.1 Non-Current Investments**

Particulars	As on 30/09/2020	As on 30/09/2019
<b>Quoted</b>	0.00	0.00
<b>Unquoted</b>		
Investment in shares of M/s Arya Erectors India Pvt. Ltd.	8,400,000.00	8,400,000.00
Investments in Mutual Funds	36,220,000.00	32,105,000.00
	<b>44,620,000.00</b>	<b>40,505,000.00</b>

**5.2 Other Non-Current Assets**

Particulars	As on 30/09/2020	As on 30/09/2019
Security Deposits	2,476,999.00	2,476,999.00
Tax Deducted at Source ( A.Y 2013-14 )	540,400.02	540,400.02
Tax Deducted at Source ( A.Y 2018-19 )	8,595.11	168,874.11
Tax Deducted at Source ( A.Y 2019-20 )	62,818.31	1,729,793.31
	<b>3,088,812.44</b>	<b>4,916,066.44</b>

**Note : 6. Current Assets**

**6.1 Current Investments**

Particulars	As on 30/09/2020	As on 30/09/2019
<b>Quoted</b>		
<b>Unquoted</b>		
Investments in Arya Eco Resort	-	-
Investments in Arya Wellness Centre	-	-
	-	-

**6.2 Inventories**

Particulars	As on 30/09/2020	As on 30/09/2019
Stock-in-Trade ( As taken, valued & Certified by the Management at cost or realisable value whichever is lower )	8,568,486.00	6,229,984.00
	<b>8,568,486.00</b>	<b>6,229,984.00</b>

**6.3. Trade Receivables**

Particulars	As on 30/09/2020	As on 30/09/2019
<b>More than Six Months</b>	1,766,850.99	1,736,624.00
<b>Less Than Six Months</b>	6,178,910.07	4,744,068.00
	<b>7,945,761.06</b>	<b>6,480,692.00</b>

**Trade Receivables for more than Six Months:**

a) Secured , considered good.		
b) Unsecured, Considered Good.	1,766,850.99	1,736,624.00
c) Doubtful		

**Trade Receivables for Less than Six Months:**

a) Secured , considered good.		
b) Unsecured, Considered Good.	6,178,910.07	4,744,068.00
c) Doubtful		
	<b>7,945,761.06</b>	<b>6,480,692.00</b>



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

Notes on Financial Statement for the year ended March 31st , 2020

**6.4. Cash and Cash Equivalents**

Particulars	As on 31/03/2020	As on 31/03/2019
Balances with Banks:		
Current Account No- 1692 with the Indian Overseas Bank, Pan Bazar Branch , Guwahati	13,796.08	9,846.28
Current Account No- . 20458260000010 with the HDFC Bank Ltd North Guwahati Branch ,Guwahati	65,921.59	80,302.22
Fixed / Recurring Deposit with Indian Overseas Bank Pan Bazar Branch,Ghy.	50,845,291.00	14,387,409.00
Fixed Deposit with HDFC Bank, North Guwahati Branch, Guwahati	4,215,394.70	3,941,639.20
Fixed Deposit with HDFC Ltd, Chenikuthi, Guwahati	3,061,675.00	2,997,685.39
Fixed Deposit with Assam Gramin Vikash Bank,Uzanbazar Br, Guwahati	65,481.54	1,561,731.00
Fixed Deposit with North East Small Finance Bank,Narangi Br, Guwahati	494,079.00	20,036,501.00
Current Account No-031633695061 with S.B.I., South Ghy. Br.	211,680.88	7,673.93
Current Account No-7298050004923 with AGVB, Uzanbazar,Ghy	-	19,999.04
Current Account No-006583800002096 with YES Bank , Ghy	-	49,000.00
Current Account No-08530101969946 with UBI,G.S.Road,Ghy	71,780.50	6,493.00
HDFC Bank Ghy. ( Dividend Account )	1,357,280.00	1,483,195.00
Current Account No- 66980 with the Indian Overseas Bank, Pan Bazar Branch , Guwahati	35,335.74	144,983.74
Current Account No- 817686 with Bandhan Bank, G.S.Road,Guwahati	140,622.29	2,645,946.47
Current Account No- 6116 with Kotak Bank, G.S.Road,Guwahati	190,570.85	131,767.56
Current Account No- 500225 with BandhanBank, G.S.Road,Guwahati	6,062,398.72	2,841,562.68
Current Account No- 67013 with Indian Overseas Bank, Panbazar,Guwahati	4,361.48	4,572.18
Current Account No- 20452000000618 with the HDFC Bank Ltd North Guwahati Branch ,Guwahati	36,562.86	19,445.06
Current Account No- 292622 with North East Small Finance Bank, Narangi Br, Guwahati	519,950.00	-
Current Account No-173557 with North East Small Finance Bank, Narangi Br, Guwahati	10,000.00	-
Cash-in-Hand	418,406.00	632,170.00
	<b>67,820,588.23</b>	<b>51,001,922.75</b>



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

Notes on Financial Statement for the year ended March 31st, 2020

**6.5. Short Term Loans and Advances**

Particulars	As on 31/03/2020	As on 31/03/2019
Advance Income Tax ( A.Y.2020-21 )	4,000,000.00	
Advance Income Tax ( A.Y.2019-20 )	-	3,500,000.00
Advance Income Tax ( A.Y.2018-19 )	-	2,650,000.00
Self Assessment Tax ( A.Y.2011-12 )	-	-
Earnest Money	6,000.00	6,000.00
Advance to Staff	5,000.00	5,000.00
House Rent Advances	245,200.00	245,200.00
	<b>4,256,200.00</b>	<b>6,406,200.00</b>

**6.6. Other Current Assets**

Particulars	As on 31/03/2020	As on 31/03/2019
Prepaid Expenses of Maintenance cost of C.T.Scan [5 Years]	9,978,166.85	-
Tax Deducted at Source ( A.Y 2020-21 )	2,476,019.99	-
Tax Deducted at Source ( A.Y 2019-20 )	-	-
	<b>12,454,186.84</b>	-



NORTH EASTERN MEDICAL RESEARCH INSTITUTE LTD  
REHABARI, GUWAHATI-781008

7. Fixed Assets  
7.1. Tangible Assets

DEPRECIATION SCHEDULE OF FIXED ASSETS FORMING PART OF THE BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2020

SL	DESCRIPTION	VALUE AS ON 1.4.2019	Useful Life (in years)	Revaluation (Note 1)	On Amalgamation	ADDITION Before 30/09/2019	ADDITION # MONTHS	TOTAL ADDITION	DISPOSED OFF	TOTAL VALE OF THE ASSETS	DEPRECIATION				NET BLOCK		
											CURRENT YEAR	PREVIOUS YEARS	ADJ OF SALES	TOTAL	AS ON 31.03.2020	AS ON 31.03.2019	
		A				B			C	D	E	F	G	H	I	J	K
1	LAND	11,481,356	-	-	-	1,541,200	-	1,541,200	-	13,429,556	-	-	-	-	-	13,429,556	11,481,356
2	BUILDING [FACTORY]	41,551,485	30	-	-	4,500	-	4,500	-	41,555,985	-	1,683,706	20,263,425	-	27,927,131	13,628,854	15,238,850
3	APARTMENT	2,541,647	60	-	-	-	-	-	-	2,541,647	-	72,233	1,110,649	-	1,182,882	1,415,765	1,487,998
4	AMBULANCE	825,624	6	-	-	935,861	-	935,861	-	1,761,485	-	283,508	797,250	-	1,080,733	680,727	283,774
5	CAR	652,364	8	-	-	-	-	-	-	652,364	-	604,023	-	-	624,023	283,41	283,41
6	COMPUTER	2,184,555	6	-	-	375,820	125005	500,825	-	2,660,380	-	456,224	1,318,109	-	1,774,333	911,047	866,446
7	FURNITURE & FIXTURE	11,132,155	15	-	-	370,174	75922	446,096	-	11,578,251	-	1,146,656	4,972,167	-	6,118,833	5,459,418	6,159,988
8	MEDICAL EQUIPMENT	65,482,661	13	-	-	5,929,403	13351082	19,279,485	10,755,980	74,006,156	-	5,677,414	44,237,755	10,185,814	39,761,368	34,244,788	21,244,883
9	ELECTRICAL INSTALLATIONS	10,322,812	15	-	-	-	-	-	-	10,322,812	-	800,220	5,690,468	-	6,490,198	38,279,29	46,327,146
10	OFFICE EQUIPMENT	10,973,839	10	-	-	346,365	113360	489,725	-	11,433,564	-	1,088,253	6,950,071	-	8,011,324	34,152,40	40,237,68
11	OTHER EQUIPMENTS																
A	TELEMEDICINE EQUIPMENT	335,900	15	-	-	-	-	-	-	335,900	-	3,962	305,830	-	309,592	26308	30270
	<b>Total</b>	<b>157,541,388</b>				<b>9,909,323</b>	<b>13,665,369</b>	<b>23,574,692</b>	<b>10,755,980</b>	<b>170,360,100</b>		<b>11,172,186</b>	<b>92,209,758</b>	<b>10,153,814</b>	<b>93,288,130</b>	<b>77,067,972</b>	<b>65,271,629</b>

7.2 Intangible Assets

12	TRADE MARK	12,500	10	-	-	-	-	-	-	12,500	-	625	11,875	-	12,500	0	625
	<b>Total</b>	<b>12,500</b>								<b>12,500</b>		<b>625</b>	<b>11,875</b>		<b>12,500</b>	<b>0</b>	<b>625</b>
	<b>TOTAL</b>	<b>157,553,888</b>				<b>9,909,323</b>	<b>13,665,369</b>	<b>23,574,692</b>	<b>10,755,980</b>	<b>170,372,600</b>		<b>11,172,811</b>	<b>92,281,633</b>	<b>10,153,814</b>	<b>93,300,630</b>	<b>77,067,972</b>	<b>65,272,254</b>
16	PREVIOUS YEAR'S FIGURE	123,854,274				22,947,180	10,852,434	33,598,614	-	157,553,888	-	8,720,514	82,581,119	-	82,281,633	65,272,254	41,393,154
17	CAPITAL WORK IN PROGRESS	2,229,488				-	-	-	-	2,229,488	-	-	-	-	-	2,229,488	2,229,488

For N.E.M.R.I Ltd.

For N.E.M.R.I Ltd.



ANIL KUMAR SARMA  
DIRECTOR

DR. BUJOYA GOSWAMI  
DIRECTOR



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

**Notes on Financial Statement for the year ended March 31st , 2020**

**Note: 8. Revenue from Operations**

Particulars	As on 31/03/2020	As on 31/03/2019
<b>INCOME FROM SERVICE</b>		
Room Rent & Accommodation Charges	21,554,491.14	22,211,982.20
Nursing Charges	3,472,965.00	3,039,745.00
O T Charges	15,828,845.00	16,272,939.00
Radiology	8,146,488.00	9,564,451.10
Pathology	152,535,517.00	77,164,836.65
Neurology	839,158.00	957,889.30
Cardiology	1,654,330.00	1,641,715.45
Gastrology	334,086.00	244,747.80
Physiotherapy	1,131,294.00	1,204,208.00
Cardiac Monitor Charges	6,730,015.00	7,016,474.00
Health Check-up	87,716.00	77,972.00
Hospital Charges	6,423,315.00	5,404,612.00
Ambulance Hire Charges	133,600.00	122,700.00
Registration fees	1,364,380.00	1,498,470.00
Doctors' Consultancy Fees	40,221,930.00	39,911,422.87
	<b>260,458,130.14</b>	<b>186,334,165.37</b>
<b>Less : Discount Allowed</b>		
Share Holders	-	-
Others	-	-
	<b>260,458,130.14</b>	<b>186,334,165.37</b>
<b>Sale of Products :</b>		
Canteen Receipt	163,051.00	383,186.28
Implant Sale	786,538.87	1,106,584.45
Pharmacy Sales	64,073,718.69	73,529,260.78
	<b>65,023,308.56</b>	<b>75,019,031.51</b>
	<b>325,481,438.70</b>	<b>261,353,196.88</b>

**Note: 9. Other Income**

Particulars	As on 31/03/2020	As on 31/03/2019
Interest Earned & Accrued on RD & FD etc	3,310,473.61	2,383,944.55
Interest earned from Savings bank Account	757.00	532.00
Dividend Received from Mutual Fund	1,430,436.00	1,430,436.00
<b>Income from Sundries :</b>		
Misc Income	4,730,010.53	5,161,957.27
<b>Other Non Operating Income</b>		
Flat Rent	48,000.00	130,510.00
Amount recovered from Employees for Supply of Food	33,600.00	33,600.00
Purchase Return to Suppliers	470,600.67	793,646.72
Interest on Income Tax Refund	196,711.00	-
Profit on Sale of Fixed Assets	547,834.00	-
Discount Received	70,427.80	-
CGST Collected	3,553,970.09	4,142,117.43
SGST Collected	3,553,970.09	4,142,117.43
IGST Collected	25,385.65	38,522.16
	<b>17,972,176.44</b>	<b>18,257,383.56</b>



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

Notes on Financial Statement for the year ended March 31st , 2020

**Note: 10. CONSUMABLE & OTHER OPERATIVE EXPENSES**

Particulars	As on 31/03/2020	As on 31/03/2019
Opening Stock	6,229,984.00	2,564,958.00
Add : Stock Transfer from Arya Wellness Centre [ Medicine]	-	2,631,258.00
Add : Purchase	73,556,850.24	68,359,949.33
	79,786,834.24	73,556,165.33
Less: Discount	-	95,844.62
	79,786,834.24	73,460,320.71
Carriage Inward	-	-
	<b>79,786,834.24</b>	<b>73,460,320.71</b>
Less: Closing Stock	8,568,486.00	6,229,984.00
<b>Net Consumed</b>	<b>71,218,348.24</b>	<b>67,230,336.71</b>
Electricity Charges	5,910,447.00	5,570,196.00
House keeping Expenses	2,724,572.00	2,947,151.00
Vehicle Running Expenses	475,545.00	323,715.00
Generator Running Expenses	1,025,330.00	1,080,670.37
Repairs & Maintenance		
i) Building	571,390	
ii) Machinery	2,442,733	
iii) Others	2,109,638	
v) Renovation Exp.	161,790	
	5,285,551.34	5,334,384.00
Laboratory Expenses	9,140,514.00	4,286,368.00
Radiology Expenses	156,390.00	285,662.00
O.T.Expenses	449,292.00	246,452.00
Sanitary & Scavanging	884,448.00	864,078.00
	<b>97,270,437.58</b>	<b>88,169,013.08</b>

**Note: 11. Employee Benefits Expenses**

Particulars	As on 31/03/2020	As on 31/03/2019
Salary & Wages	62,111,134.00	56,439,254.00
Employer's Contribution to P.F	4,691,923.00	2,743,921.00
Bonus to Employees	1,888,064.00	1,793,650.00
Employer's Contribution to ESI	1,236,149.00	1,609,265.00
Employer's Contribution to Gratuity	200,000.00	400,000.00
	<b>70,127,270.00</b>	<b>62,986,090.00</b>



**NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**  
**A.M ROAD, REHABARI, GUWAHATI-781008, ASSAM.**

Notes on Financial Statement for the year ended March 31, 2020

**Note: 12. Finance Cost**

Particulars	As on 31/03/2020	As on 31/03/2019
Bank Charges & Commission	727,512.86	979,650.07
Interest on Term Loan	2,396,855.75	3,073,758.58
Interest on Working Capital	2,250,823.00	2,113,997.00
Interest on TDS & TCS	10,267.00	4,275.00
Interest on ESI payment	3,711.00	-
Interest Charge on EPF	10,728.00	1,336.00
GST Fees	15,200.00	2,100.00
	<b>5,415,097.61</b>	<b>6,175,116.65</b>

**Note: 13. Other Expenses**

Particulars	As on 31/03/2020	As on 31/03/2019
Directors' Remuneration	5,699,595.00	3,600,000.00
Doctors' Consultancy	59,720,044.00	46,879,920.00
Honorarium	1,199,112.00	2,881,329.00
Retainership Fees	143,680.00	124,800.00
Advertisement & Publicity	1,438,974.00	1,408,262.00
Meeting Expenses	306,331.00	63,895.00
Rent	5,832,024.00	5,778,700.00
Rates & Taxes	224,413.00	230,400.00
Printing & Stationery	2,802,522.00	2,185,379.00
Newspaper, Periodicals & Books	8,405.00	4,720.00
Postage, Telegram, Telephone & Fax etc.	417,956.00	241,613.61
Admn. Charges [PF]	249,732.00	145,652.00
Travelling & Conveyance	3,026,841.00	1,471,664.00
Insurance Premium	1,105,049.00	702,664.00
Audit Fees	59,000.00	59,000.00
Consultancy Charges	7,065,672.00	2,909,066.00
Land Revenue	82,767.00	228.00
Miscellaneous Expenses	720,025.00	473,519.00
Business Promotion & Marketing Expenses	14,948,314.00	7,466,340.00
Donation	133,638.00	50,110.00
Misc. Fees	1,103,938.00	599,617.00
Income Tax Audit Fee	23,600.00	23,600.00
Lease Rent	144,000.00	144,000.00
Stipend	2,072,000.00	510,000.00
Anniversary Expenses	63,597.00	676,234.00
Vehicle Hire Charge	-	60,000.00
Bad Debts	-	682,062.00
CSR Expenditure	-	63,210.00
Commission Paid	13,173,466.00	698,601.00
Canteen Expenses	110,030.00	223,091.00
Carrying Charge	36,632.00	111,045.00
1MG Facilitation Fees	-	131,709.49
Discount Allowed :		
Share Holders	219555.00	
Others	9720467.66	
CGST Paid	3,588,018.75	4,230,839.93
SGST Paid	3,588,018.18	4,230,840.23
IGST Paid	26,978.00	41,977.89
	<b>139,054,394.59</b>	<b>94,977,376.84</b>



## NOTES TO FINANCIAL STATEMENTS

### 14. SIGNIFICANT ACCOUNTING POLICIES.

**a) General:**

- i) The accounts have been prepared on historical cost basis.
- ii) The accounting policies unless specifically stated to be otherwise are consistent and in accordance with generally accepted accounting policies.

**b) Revenue Recognition:**

All expenses and income to the extent considered payable and receivable respectively, unless stated to be otherwise, are accounted for on mercantile basis.

**c) Fixed Assets:**

- i) Gross Block : All fixed assets are valued at cost less depreciation.
- ii) Depreciation on Assets is provided on written down value method as per schedule II of the Companies Act 2013 . Freehold land are not depreciated. Useful lives in respect of the assets has been considered on the basis of Schedule II.
- iii) Depreciation on Assets is calculated & provided, for full year where the period of purchase of such assets is more that 180 days, and for half year where the period of purchase of assets is less than 180 days.

**d) Inventories :**

Consumables and stores & spares are valued at cost or net realizable price, whichever is lower.

**e) Retirement Benefit :**

The company contributes to the Employees' Provident Fund maintained under the Employees Provident Fund scheme and same is charged to Profit and Loss Account.

**f) Miscellaneous Expenditure:**

The total Preliminary Expenses of the Company had been amortised over the preceeding years, and there are no further balances left to be amortised in the year under audit.

## 15. Taxation :

Current tax is provided for in the accounts on its Net profit on the basis as per Income Tax Act, 1961..

Dividend Tax is provided as per Income Tax Act.

The deferred tax assets has been recognized as per AS 22.

### Deffered Tax Assets:

Deferred income tax is provided in full, using the balance sheet approach, on temporary difference arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the year and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

The position at the year-end was as follows :

	<u>2019-2020</u>	<u>2018-2019</u>
Brought forward:	31,85,483	25,70,000
Less, Provision for Deferred Tax Asset this year	(+) <u>4,67,612</u>	(+) <u>6,15,483</u>
<b>Total</b>	<b>36,53,095</b>	<b>31,85,483</b>

16. Details of emoluments paid to Directors are disclosed in the Report of the Board of Directors.

### 17. Other Information :

17.1 The Company has taken a Gratuity Scheme with the Life Insurance Corporation of India, Guwahati, and accordingly the premium is being paid regularly into the scheme.

17.2 Previous years figures have been regrouped/rearranged where necessary.



Cont'd...(3)

18. The information relating to Licensed Capacity, Installed Capacity, Production, Sales, Stock, etc. are as follows :

Licenced Capacity	Not applicable
Installed Capacity	Not applicable
Production	Not applicable
Sales	As sales relates to a large variety of medicines. surgical items of different quantities of packaging, sales and stock quantitative details are not possible to be given in brief.
Closing Stock	

	31/03/2020	31/03/2019
19. C.I.F. value of imports	nil	nil
20. Earnings in foreign exchange	nil	nil
21. Expenses incurred in foreign currency during the year	nil	nil
22. Dividend remitted to non-resident share holders in foreign currency	n.a.	n.a.
23. Related Party disclosures :		

The disclosure of transactions with the parties as described in the Accounting Standard - 18 are as below :

a) Related Parties	Relationships
Surakhya Trust	Chairperson- Dr. Bijoya Goswami, is a director of the company.
Orange Online Pvt Ltd	Companies having common Directors
Rahul Sarma	He is director of the Company

b) Transactions with related parties

Particulars	Enterprise controlled by Key Management Personnel	Key Management Personnel
Utilisation of Machinery & Equipments of the Blood Bank of the Trust on fees sharing basis.	Surakhya Trust	Dr. Bijoya Goswami
Advertising Payment	Orange Online Pvt Ltd	Rahul Sarma
Consultancy Fees		Rahul Sarma



**24.** The Company has charged depreciation in keeping with the requirements of Schedule II to the Companies Act, 2013. In the previous year, the estimated useful lives of certain fixed assets have been revised based on technical evaluation carried by technical experts, where considered appropriate, in keeping with the provisions of Schedule II to the Companies Act effective 1st April, 2014. Consequently, opening balances of the assets this year has been based on the depreciation provided on the above basis in the previous year.

**25. Accounts of the Units : Arya Eco Resort and Arya Wellness Centre**

The accounts are inclusive of the business of . Arya Eco Resort and Arya Wellness Centre and have been incorporated in the Profit and Loss Account of the Company, and accordingly considered all items of Income and Expenditure in the Profit and Loss Account of the Company and all items of assets and liabilities in the Balance Sheet of the Company so that an overall financial position is available at a glance.

**26. Impact of Corona Virus**

**26.1 Inventory management :** The company inventory primarily consists of stocks in the two pharmacies. As the sales of the pharmacies have not been substantially impacted, the management does not see any reason requiring writing down of net realisable value of such assets at this stage.

**26.2 Impairment of non-financial assets** The company does not have any non-financial assets at the year-end, apart from fixed assets. There is also no intangible asset at the year-end. Losses likely from impairment of such assets does not arise.

**26.3 Impairment of financial assets :** The company currently has financial assets such as Loans, trade receivables, investment in equity shares and investments in mutual funds. It does not have financial assets such as Investment in debt instruments. Losses likely from impairment of such assets does not seem likely at this stage.

**26.4 Leases :** The Company currently one lease agreements in respect of parking lot taken on lease As there were neither lease modifications nor lease obligations are likely to be significantly impacted, no adjustments in the accounts are necessary.

**26.5 Revenue :** The business of the company was slightly affected at the fag end of the year due to lockdown and other reaons arising due to Covid -19. As such during the financial year, the impact was on very small scale. As such reporing on any material or significant on the amount, nature, timing and uncertainty of cash flows is not possible at this stage.

**26.6 Provisions, Contingent Liabilities and assets :** The Company does not have any executory contract which is likely to become onerous in the near future. Consequently, contingent lliability arising from such instances does not arise.

**26.7 Going Concern assessment ;** The managemnt does not foresee the possibility of curtailing susbtatntially its operations or cease doing business in the near future due to the impact of COVID -19.




Cont'd.

26.8 Income Taxes : During the year, the business operation of the company was not significantly affected due to Covid-19. As such, any effect of COVID-19 on its future profits, taxation and recovery of deferred tax assets cannot be conveniently estimated at this stage.

26.9 Fixed Assets : Useful life of the assets of the company has not been affected due to impact of COVID-19. Losses likely from impairment of such assets does not seem likely at this stage.

For, ANUPAM BARUAH & CO.,  
Chartered Accountants

  
(CA Anupam Baruah)  
Partner

  
(Anil Kumar Sarma)  
Director

  
(Dr. Bijoya Goswami)  
Managing Director

Date : 28th August, 2020.





# NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED

(BRAND NAME **ARYA** hospital®)

A. M. Road, Rehabari, Guwahati-781008

CIN: U85110AS2000PLC006225



Phone : (0361) 2606665, 2608263, 2606888

Tele Fax : 0361-2608262

E-mail : aryahospital2004@gmail.com

Website : www.aryahospital.com

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twentieth (20<sup>th</sup>) Annual General Meeting of the Members of "M/s North Eastern Medical Research Institute Limited." will be held through Video Conferencing, on Monday the 28th Day of September, 2020 through CDSL (via link : [www.evotingindia.com](http://www.evotingindia.com).) at 11:00 A.M for which purpose the Registered Office of the Company situated at A M Road, Rehabari, Guwahati-781008, Assam, India shall be deemed as the venue for the Meeting and the proceedings of AGM shall be deemed to be made thereat, to transact the following businesses:-

### Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statement of the Company along with the Consolidated Audited Financial Statement for the year ended 31<sup>st</sup> March, 2020 and the Reports of the Directors' and Auditor's thereon.
2. To appoint a Director in place of Shri Rahul Sharma, who retires by rotation, and being eligible offers himself for re-appointment.
3. To declare dividend @ 10% on the value of the Equity shares held for the year ended 31st March, 2020

"RESOLVED THAT pursuant to the recommendation of the Board of Directors, a dividend @ 10 % on the value of Equity shares paid on pro-rata basis be and is hereby approved and declared out of the Current Year's Profits of the Company for the year ended 31st March, 2020."

4. To declare dividend @ 10% on the value of the Cumulative Non-Convertible Redeemable Preference Shares held for the year ended 31st March, 2020.

"RESOLVED THAT the payment of preference dividend @ 10% on the value of 10% Cumulative Non-Convertible Redeemable Preference Shares of face value of Rs. 100 each fully on pro-rata basis as per the terms of issuance be and is hereby confirmed for the Financial Year 2019-20."

By Order of the Board of Directors

For M/S NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED

Dr. Bijoya Goswami  
(Managing Director)

Date: 01/09/2020  
Place: Guwahati

DIN: 00615055

## NOTES:

1. In view of the COVID 19 pandemic, in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020 and 17/2020 dated 5<sup>th</sup> May, 2020, 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 respectively (collectively referred to as 'Circulars'), has introduced certain measures enabling companies to convene their Annual General Meetings (AGM/ Meeting) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31<sup>st</sup> March, 2020 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent only to those members whose e- mail ids are registered with the Company and no physical copy of the Notice has been sent by the Company to any member. The Notice has also been hosted on the website of the Company at <https://www.aryahospital.com/> and also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e [www.evotingindia.com](http://www.evotingindia.com).
2. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility.
3. In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto, the Company has engaged the services of CDSL to provide the facility of voting through electronic means to the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting.
4. The facility of e-voting through the same portal provided by CDSL will be available during the Meeting through VC also to those Members who do not cast their votes by remote e-voting prior to the Meeting. Members, who cast their votes by remote e-voting, may attend the Meeting through VC but will not be entitled to cast their votes once again.
5. Voting rights of the members (for voting through remote e-voting or e-voting system provide in the Meeting itself shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. 21/09/2020. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting or e- voting system provide in the Meeting.
6. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company in respect of shares held in physical form and to Depository Participants in respect of shares held in electronic form.

7. The meeting allows two way teleconferencing for the ease of participation of the members.
8. Attendance of the members through VC shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
9. All the efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the items being considered in the meeting,
10. In accordance with the aforementioned MCA Circulars, the Company has availed the services of CDSL for providing the VC facility to the members for participating in the Meeting. The members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:
  - a. The login-id and password for joining the meeting has been separately provided along with this Notice;
  - b. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled, to start the meeting (i.e. 15 minutes before 11:00 a.m) and shall not be closed till the expiry of 15 minutes after such scheduled time (i.e. 15 minutes after 11:00 a.m). Members are requested to join the meeting within the specified time period.
  - c. Members to furnish their folio number for easy identification of attendance at the Meeting;
  - d. Queries, if any on the businesses covered under the Notice may be sent to the Company at [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com)
  - e. at least ten days prior to the meeting so that the answers may be made readily available at the meeting.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names shall be entitled to vote.
12. In view of the MCA Circulars, no proxy shall be appointed by the members. However, corporate members are required to send to the Company/ Scrutinizer, a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting through VC.
13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC.
14. The Board of Directors has appointed M/s Biman Debnath & Associates as the Scrutinizer for the purpose of scrutinizing the remote e- voting and e- voting system provide in the Meeting in a fair and transparent manner.
15. All other relevant documents referred to in the accompanying notice/explanatory statement shall be made open for inspection by the members only in electronic form. Members seeking to inspect such documents can send an email to [office.nemcare@gmail.com](mailto:office.nemcare@gmail.com)

16. The Notice for this Meeting along with requisite documents and the Annual Report for the financial year ended 2019-20 shall also be available on the Company's website i.e at <https://www.aryahospital.com>.
17. The results of remote e-voting and e-voting system provided in the Meeting shall be aggregated and declared on or after the Meeting of the Company by the Chairman or by any other person duly authorised in this regard.
18. The results declared along with the report of the scrutinizer shall be placed on the Company's website at <https://www.aryahospital.com/> and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) immediately after the result is declared by the Chairman. Due to the current lockdown situation in the wake of COVID 19 pandemic, the result shall not be displayed on the Notice Board of the Company at its Registered Office.
19. Members are requested to contact the Company at [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com) for reply to their queries/ redressal of complaints, if any.
20. Members are requested to submit their PAN details to the Company.
21. Pursuant to MCA General Circular 20/2020 dated 5th May, 2020, companies are directed to credit the dividend of the members directly to the bank accounts of the members using Electronic Clearing Service. Accordingly, members are requested to provide or update (as the case may be) their bank details with the Company. In case of non-availability or non-updation of bank account details of the shareholders, the Company shall ensure payment of dividend to such member post normalization of postal services in the Country vide dispatch of cheque.
22. Instructions for voting through electronic means (e-voting) & other instructions relating thereto are as under:
  - A. **INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**
    - a. The voting period begins on 24<sup>th</sup> September, 2020 from 09.00 A.M and ends on 27<sup>th</sup> September, 2020 at 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form as on the cut-off date i.e as on 21/09/2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
    - b. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
    - c. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
    - d. Click on "Shareholders" module.
    - e. Now enter your User ID:

- i. For CDSL: 16 digits beneficiary ID,
- ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

f. Next enter the Image Verification as displayed and Click on Login.

g. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

h. If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is provided separately to them in their respective mail Ids.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

i. After entering these details appropriately, click on "SUBMIT" tab.

j. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

k. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

l. Click on the EVSN for the relevant Company Name i.e **North Eastern Medical Research Institute Limited** on which you choose to vote.

- m. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- o. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- p. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- q. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- r. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- s. Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**B. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, PAN (self attested scanned copy of PAN card) by email to Company at [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com).
- b. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com).

**C. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

- a. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- b. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- c. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- e. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com). These queries will be replied to by the company suitably by email.
- f. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- g. It is preferable to download the application cisco webex before attending the AGM.

**D. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER:-**

- a. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.
- b. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and

are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/ AGM.

- c. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- d. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

**E. Note for Non - Individual Shareholders and Custodians**

- a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d. The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- e. A scanned copy of the Board Resolution should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at [csbimandebnath@gmail.com](mailto:csbimandebnath@gmail.com) and to the Company at the email address viz; [aryahospital2004@gmail.com](mailto:aryahospital2004@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to



[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr.Nitin Kunder (022-23058738) or Mr.Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr.Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**By Order of the Board of Directors**  
**For M/S NORTH EASTERN MEDICAL RESEARCH INSTITUTE LIMITED**

  
**Dr. Bijoya Goswami**  
**(Managing Director)**

**Date: 01/09/2020**  
**Place: Guwahati**

**DIN: 00615055**