



NPR FINANCE LIMITED

BOARD OF DIRECTORS

Managing Director :
Pawan Kumar Todi

Directors :
Nand Lal Todi
Arun Charan Mukherji
Nitin Guha
Rajendra Kumar Duggar
Sarika Mehra

COMMITTEES :

Audit Committee :
Arun Charan Mukherji
Nitin Guha
Nand Lal Todi
Rajendra Kumar Duggar

Stakeholders Relationship Committee :
Nitin Guha
Nand Lal Todi
Pawan Kumar Todi

Nomination and Remuneration Committee :
Nitin Guha
Arun Charan Mukherji
Rajendra Kumar Duggar

Risk Management Committee :
Pawan Kumar Todi
Nand Lal Todi
Shankar Birjuka

Fair Practice Code Committee :
Pawan Kumar Todi
Nand Lal Todi
Nitin Guha

Director and Company Secretary :
Sarika Mehra

Chief Financial Officer :
Ashok Kumar Shah

REGISTERED OFFICE :
Todi Mansion, 9th Floor
1, Lu-Shun Sarani,
Kolkata - 700 073
Phone : (033) 2237-7201/02
Fax : (033) 2237-6111
E-mail : npr1@nprfinance.com

STATUTARY AUDITORS :

M/s. R. P. Boobna & Co.
Chartered Accountants
209, A. J. C. Bose Road
"Karnani Estate"
2nd Floor, Room No. 87
Kolkata - 700 017

COST AUDITORS :

M/s. M. G. & Associates
Cost Accountants
Mishra Niwas, Punjabi Para (Chitra)
P.O. Radhanagar Road
Burnpur - 713 325

AHMEDABAD BRANCH :

106-07, 1st Floor "Samedh"
Above Oriental Bank of Commerce
Near Associated Petroleum
C. G. Road, Panchavati
Ahmedabad - 380 006
Phone : (079) 2640 1482/3
Fax : (079) 2640 4346

BHUBANESWAR BRANCH :

Plot No. N3-404, Naya Pally
Khurda, Bhubaneswar
Odisha - 751 012
Phone : (0674) 255 1461/2

KOCHI BRANCH :

41/3686, A. Aiswarya Building
1st Floor, Amulya Street
Near Madhava Pharmacy Junction
Kochi - 682 018
Phone : (0484) 402 3117, 239 1589

PUNE BRANCH :

A-17, Surya Prakash Apartment
Market Yard Road
Pune - 411 037
Phone : (020) 2422 6810

FINANCIAL INSTITUTION :

Indian Renewable Energy
Development Agency Limited

BANKERS :

Allahabad Bank
HDFC Bank Ltd.

CORPORATE IDENTIFICATION NO. :
L65921WB1989PLC047091

BRANCHES

CHENNAI BRANCH :

No. 35/36, Greams Road
Ground Floor, Thousand Light
Chennai - 600 006
Phone : (044) 2829 5745
Fax : (044) 2829 5746

NEW DELHI BRANCH :

8C/6, W. E. A. Abdul Aziz Road
Karol Bagh, (Opp. Shastri Park)
2nd Floor, New Delhi -110 005
Phone : (011) 2875 2585/2481/2081
Fax : (011) 28750672

KOZHIKODE BRANCH :

1st Floor, V P Complex
Wayanad Road
Kozhikode - 673 011
Phone : (0495) 4020889/4020518
Fax : (0495) 2761477

Contents	Page No.
Directors' Report	3
Management Discussion & Analysis	6
Report on Corporate Governance	8
Independent Auditors' Report	17
Balance Sheet	20
Profit & Loss Account	21
Notes on Financial Statements	22
Cash Flow Statement	44



NPR FINANCE LIMITED

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 25th Annual Report of the Company together with Audited Accounts for the year ended 31st March, 2014.

FINANCIAL RESULTS :

	₹ in Lacs	
	<u>2013-14</u>	<u>2012-13</u>
Gross Profit before depreciation, interest and Tax	336.24	286.70
(Less) : Depreciation	(76.29)	(78.98)
(Less) : Interest	(41.30)	(95.12)
(Less) : Provision for Current Tax	(94.70)	(54.35)
Add/(Less) : Provision for Deferred Tax	24.07	17.48
Net Profit after tax	148.02	75.73
Add : Brought forward from previous year	1423.73	1363.01
Add/(Less) : Income Tax adjustment from earlier years	(1.98)	0.14
Profit available for appropriation	1569.77	1438.88
APPROPRIATIONS		
Statutory Reserve	29.60	15.15
Surplus Carried to balance sheet	1540.17	1423.73
Total	1569.77	1438.88

DIVIDEND

Profit after Tax for the Financial Year ended 31st March, 2014 has increased in comparison to Previous Year, however, such increase is by & large attributable to interest income on Inter Corporate Deposits Given. Company was forced to scale down the Vehicle Financing operation being Core Business Activity of the Company in view of stiff competition from Banks & other large market players and also to control the rising level of Non Performing Assets.

Further, Company has already obtained approval of shareholders in the previous Annual General Meeting of the Company to commence the activity of real estate development and undertaking construction projects for diversification and in view of the same, Board of Directors feel that it is necessary to conserve financial resources and internal accruals of the Company. Therefore, Board of Directors, in view of long term interest of shareholders has not recommended any dividend in respect of financial year under review.

DIRECTORS

Mr. Nand Lal Todi being Promoter Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. Pawan Kumar Todi has been reappointed as the Managing Director for a period of five years effective from 1st November, 2014.

Further Ms. Sarika Mehra, Executive Vice-President & Company Secretary has been appointed as an Additional Director of the Company with effect from 28th July, 2014 and as such she is to hold office till the conclusion of the ensuing Annual General Meeting of the Company. Notice has been received from the member signifying her intention to propose Ms. Sarika Mehra as Executive Director and Company Secretary of the Company for a period of Five years from the conclusion of the ensuing Annual General Meeting.

The Board of Directors recommends her appointment as Executive Director and Company Secretary of the Company.

Re-appointment of Mr. Pawan Kumar Todi as Managing Director and appointment of Ms. Sarika Mehra as Executive Director and Company Secretary are subject to the approval of the shareholders at the ensuing Annual General Meeting.

INDEPENDENT DIRECTORS

Pursuant to Section 149 of the Companies Act, 2013 (new Act) read with the Rules made thereunder, the Independent Directors shall hold office for a period of up to 5 consecutive years and shall not be liable to retire by rotation. They may be appointed for a maximum of two consecutive terms of up to 5 years each. In terms of revised clause 49 of the listing agreement which will be applicable from 1st October, 2014, in case the Independent Director has already served for 5 or more years, he can be appointed for only one term of 5 years.

Presently, Shri Nitin Guha, Shri Arun Charan Mukherji and Shri Rajendra Kumar Duggar are the Independent Directors of the Company. As per their existing terms of appointment, Mr. Rajendra Kumar Duggar is liable to retire by rotation at the ensuing Annual General Meeting of the Company.

However, under the new Act and Clause 49 of listing agreement, they may be appointed afresh for a fixed period of up to 5 years. The Board considered the independence of each of the above mentioned Directors in terms of Section 149 and Schedule IV to the Companies Act, 2013 and Clause 49 of the listing agreement and was of the view that the proposed directors fulfill the criteria of independence as mentioned in the above provisions and can be appointed as Independent Directors. All the proposed directors possess requisite qualifications, appropriate skills, experience and knowledge in one or more fields of finance, law management, marketing, administration,



NPR FINANCE LIMITED

and other disciplines related to Company's business. Keeping in view, the educational/ professional qualifications, working experience, expertise in line with Company's business, positive attributes, already being on the Board of the Company and benefits that the Company will derive with their appointment, the Board has recommended their appointment as Independent Directors of the Company to hold office for a term of five consecutive years commencing from the conclusion of 25th Annual General Meeting of the Company.

The Company has received the notices in writing from members proposing the candidature of the above mentioned persons for the office of Directors.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement with the Stock Exchange.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Board of Directors confirm:-

- i. that in the preparation of the Company's Annual Accounts for the period ended 31st March, 2014, the applicable Accounting Standards have been followed and there are no material departures;
- ii. that 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 of the Company for that period;
- iii. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. that the directors had prepared the annual accounts on a going concern basis.

TRANSFER OF AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, relevant amounts which remained unpaid or unclaimed for a period of seven years have been transferred by the Company, from time to time on due dates, to the Investor Education and Protection Fund.

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed

amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the Company's website (www.nprfinance.com), as also on the Ministry of Corporate Affairs' website.

LISTING

The equity shares continue to be listed on the BSE Limited (BSE) which has nation-wide terminals and therefore, shareholders/investors are not facing any difficulty in trading in the shares of the Company from any part of the country. The Company has paid the annual listing fee for the financial year 2014-15 to BSE Limited.

CORPORATE GOVERNANCE REPORT

Your Company has been complying with all the requirements of the code of Corporate Governance, as specified by SEBI.

A separate report on Corporate Governance is furnished as a part of the Directors' Report and the certificate from the Company Secretary in whole time practice regarding compliance of condition of Corporate Governance is annexed to the said Report.

MANAGEMENT DISCUSSION AND ANALYSIS

In accordance with the listing requirement, the Management Discussion and Analysis forms part of this Report.

STATUTORY AUDITORS

M/s. R. P. Boobna & Co., Chartered Accountants of 209, A.J.C. Bose Road, "Karnani Estate", 2nd Floor, Room No. 87, Kolkata 700 017 retire from the office of the Auditors and being eligible offer themselves for re-appointment.

INDEPENDENT AUDITORS' REPORT

Independent Auditors' Report is self explanatory and hence does not require any further explanations.

COST AUDITORS

M/s. M.G. Associates, Cost Accountants, having registered office at Mishra Niwas, Punjabi Para (Chitra), P.O.-Radhanagar Road, Burnpur-713 325 retire from the office of the Cost Auditors and have been re-appointed at the Board Meeting to conduct Cost audit for the Financial Year 2014-2015.

In terms of Section 148 of the Companies Act, 2013 read with the Rules thereof, the remuneration payable to the Cost Auditors for the year ending 31st March, 2015 is being placed for ratification by the shareholders at the forthcoming Annual General Meeting.



NPR FINANCE LIMITED

PUBLIC DEPOSIT

Public Deposit as on 31st March, 2014 including interest accrued but not due was nil (Previous year ₹ 80.51 lacs) as the Company has repaid the entire Public Deposits including interest thereon on 20th March, 2014.

Further, the Company has surrendered Certificate of Registration to the Reserve Bank of India for conversion from Deposit taking Non Banking Financial Company (NBFC) to Non Deposit taking NBFC.

PRUDENTIAL NORMS FOR NBFC's

Your Company has been complying with all the requisite norms prescribed by the Reserve Bank of India for income recognition, accounting standards, capital adequacy, credit rating, provisioning & all other requirements.

PARTICULARS OF EMPLOYEES

The Company has no employee of the category indicated under Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

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

The Company has no activity relating to conservation of energy and technology absorption in terms of Section 217 (1) (e) of the Companies Act, 1956. The Company does not have Foreign Exchange earnings and outgo during the financial year under review.

GREEN INITIATIVE

To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards

greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with M/s. Niche Technologies Private Ltd, if shares are held in physical mode or with their DP, if the holding is in electronic mode.

Electronic Copies of the Annual Report 2014 and Notice of the 25th Annual General Meeting are sent to all members whose e-mail addresses are registered with the Company/Depository Participant(s). For members who have not registered their email address, physical copies of the Annual Report 2014 and Notice of the 25th Annual General Meeting are sent in the permitted mode. Members requiring physical copies can send their request to Ms. Sarika Mehra, Director & Company Secretary of the Company.

The Company is providing e-voting facility to all the members to enable them to cast their votes electronically on all the resolutions set forth in the Notice. This is pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Company's (Management and Administration) Rules, 2014. The instruction for e-voting is provided in the notice.

ACKNOWLEDGEMENT

Your Directors wish to place on record their gratitude for the valuable guidance and support rendered by the Government of India, various State Government departments, Financial Institutions, Banks and stakeholders, such as, shareholders, customers and suppliers, among others. The Directors also commend the continuing commitment and dedication of the employees at all levels. The Directors look forward to their continued support in future.

Place : Kolkata
Dated : 28th July, 2014

ON BEHALF OF THE BOARD OF DIRECTORS
ARUN CHARAN MUKHERJI
Chairman
DIN :- 00063975



MANAGEMENT DISCUSSION AND ANALYSIS

ECONOMIC AND INDUSTRY OVERVIEW

Non-Banking Financial Companies (NBFCs) have rapidly emerged as an important segment of the Indian financial system. NBFCs assume significance in the small business segment as they primarily cater to the credit requirements of the unorganized sector such as wholesale & retail traders, small-scale industries and small borrowers at the local level. NBFC is a heterogeneous group of financial institutions, performing a wide range of activities like hire-purchase finance, vehicle financing, equipment lease finance, personal loans, working capital loans, consumer loans, housing loans, loans against shares and investment, etc.

The segment is now being recognized as complementary to the banking sector due to implementation of innovative marketing strategies, introduction of tailor-made products, customer-oriented services, attractive rates of return on deposits and simplified procedures, etc.

In 2013-2014, consumer sentiment continued to remain weak. The impact of slowing domestic demand was primarily felt in automobile sector. The demand for vehicle finance (especially, commercial vehicle, two-wheeler & three wheeler finance) witnessed substantial decline. This coupled with increased levels of asset quality slippages, have adversely impacted profitability of NBFC sector. High cost of funds, intense competition with the banking sector has also proved detrimental to the growth of NBFC sector.

The operating environment for some of the key business lines of NBFCs would continue to remain challenging in next couple of years. With pressure on margins, industry players have increased their focus on controlling asset quality cost and expense level to maintain overall profitability. With virtually all the business lines of finance companies coming under great competitive pressures, strong origination skills, and distribution network have become imperative for survival. The other aspects are service standards, track record, customer relationship and product portfolio.

OPERATING & FINANCIAL PERFORMANCE

- Company's Gross Receivable as on 31st March, 2014 stand at ₹ 1000.41 lacs against ₹ 1863.24 lacs recorded in the previous year. Significant decline in Gross Receivable is due to much lower disbursement in the Financial Year under review keeping in view the difficult operating environment. Your Company has recorded disbursement of ₹ 653 lacs during the year against ₹ 853 lacs of previous year. Consequently Company's income from financing under hypothecation agreements after considering losses & write-offs has gone down by 20% in comparison to previous year.
- Company's Gross income from Money changing operation is also down marginally by 2.43% because of closure of operation at Agra.
- Income from Wind Power Generation has gone up by 6.72%. Such increase is attributable to yearly increase of tariff by 15 paise taking place in the month of October.
- Due to lower Financial disbursement, Company has deployed Surplus Funds in other NBFC activities like extending Loan to other Corporate against which Company has earned interest income of ₹ 170.64 lacs. In the Previous Financial Year, Company has recorded interest income on Inter Corporate Deposits amounting to ₹ 45.74 lacs.
- The Company has registered net profit of ₹ 148.02 lacs as against ₹ 75.73 lacs of previous year.
- Owned Fund of the Company stands at ₹ 3376.97 lacs as against ₹ 3230.93 lacs, recorded in previous year.
- The Capital to Risk Weighted Asset Ratio of the Company stands at 72% as on 31st March, 2014, which is well above the minimum level of 15% prescribed by Reserve Bank of India. Further, such higher Percentage is due to low financial leverage.

DEBT STRUCTURE

Secured Loan of the Company have gone down by 12% (approx) due to scheduled repayment of Term Loan to Indian Renewable Energy Development Agency Ltd. against Wind Turbine Generators. Unsecured Loan has also gone up by ₹ 169.35 lacs due to fresh Inter Corporate Deposit taken during the year of ₹ 250 lacs. Company's % of outside debt to Equity as on 31st March, 2014 is only 13% (approx).



NPR FINANCE LIMITED

OUTLOOK

During the Financial year under review Company has substantially lowered down its financial Disbursement to focus more on recoveries & to control the level of Non Performing Assets. Company is making all efforts to make recoveries against losses & write-offs and as a result Company has recorded ₹ 278.65 lacs towards recovery from bad debts during the year under review as against ₹ 128.39 lacs recorded in the previous year. In current financial year also Company would focus on financing good quality assets with strict credit Norms.

Money Changing Business is operational in Kolkata only as all other Branches have been closed for this activity. The Company expects consistent profitability from this area of business.

Profitability from Wind Power generation primarily depends on wind velocity. Company is also getting incremental revenue of 15 paise per unit of generation on year to year basis as per Power Purchase Agreement entered with Maharashtra State Electricity Board.

Low Financial Disbursement has resulted in generation of surplus liquidity which has been deployed in extending loan to other Bodies Corporate & have given substantial interest income. Such income in current financial year would by and large be influenced by amount of Financial Disbursement. Moreover, Company is also exploring opportunities to undertake Construction Projects and Real Estate Development which can absorb the surplus liquidity deployed in extending Inter Corporate Deposit.

RISK MANAGEMENT

NBFCs are exposed to various risks. The managements of NBFCs have to base their business decisions on a dynamic and integrated risk management system and process, driven by corporate strategy. NBFCs are exposed to several major risks in the course of their business viz. credit risk, interest rate risk and liquidity risk.

Your Company being in the business of financing of Three Wheelers & Commercial vehicles in the retail segment has to manage aforesaid risks. The Company manages credit risks through stringent credit norms established through several years of experience in this line of business and continues to follow the time tested practice of personally assessing each and every borrower before committing to a credit exposure. Interest Rate Risk and Liquidity Risk are managed through regular monitoring of maturity profile.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal controls for business processes, with regard to operations, financial reporting, compliance with applicable laws and regulations etc. Regular internal audits and checks ensure that responsibilities are executed effectively. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvement for strengthening the existing control system in view of changing business needs from time to time.

HUMAN RESOURCE DEVELOPMENT

Our Company firmly believes that its employees are key to driving performance and developing competitive advantage. The Company aims to build a team of dedicated employees who work with passion and sense of belongingness and play a definite role in accelerating the growth of the Company.

Employees' relations continued to be harmonious throughout the year with the management. Number of employees on roll was 87 as on 31st March 2014 against 111 as at the end of previous year.

CAUTIONARY STATEMENT

Statement in the Management Discussion and Analysis describing company's expectations or predictions may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that would make a difference to the Company's operation include demand supply conditions, change in government regulations, tax regimes, economic development within the country and abroad and such other factors over which Company does not have any direct control.

**CORPORATE GOVERNANCE REPORT****1. Brief Statement on Company's Philosophy on Code of Governance:**

Corporate Governance envisages commitment of the Company towards the attainment of high levels of transparency, accountability and equity with the ultimate objective of increasing long-term shareholders value, keeping in view the needs and interests of all other stakeholders.

Your Company also believes that good Corporate Governance makes good business sense and build up a good Corporate Image. As such your Company not only complies with all requirements of Corporate Governance laid by various bodies, but follows it in spirit also.

2. Board of Directors

The Company's Board of Directors as on 31st March, 2014 comprises of one Managing Director and four Non Executive Directors including the Chairman.

Four Meetings of the Board were held during the financial year 2013-2014 i.e. on 29/05/2013, 06/08/2013, 11/11/2013 and 12/02/2014.

As is evident, the maximum time gap between any two Board Meetings was not more than four months.

None of the Directors on the Board is a member of more than 10 Committees & Chairman of more than 5 Committees across all the Companies in which he is a Director.

The composition of the Board of Directors and their attendance at the Board Meetings during the year and at the last Annual General Meeting and also the number of Directorship and Committee Membership/Chairmanship held by them in other Companies are given below :-

Name of Director	Category	No. of Board Meetings attended	Whether last AGM attended	No. of other Directorship		No. of other Committee(s) Membership/Chairmanship	
				Public	Private	Member	Chairman
Mr. Pawan Kumar Todi	Promoter & Managing Director	3	Yes	2	12	...	
Mr. Nand Lal Todi	Non Executive Promoter Director	4	Yes	1	8	...	
Mr. Arun Charan Mukherji	Non Executive Independent Director	4	Yes	3	0	5	3
Mr. Nitin Guha	Non Executive Independent Director	4	Yes	0	1	...	
Mr. Rajendra Kumar Duggar	Non Executive Independent Director	1	Yes	1	5	...	



NPR FINANCE LIMITED

3. Audit Committee

(a) Composition :

The Audit Committee comprises of three non-executive independent directors and one non-executive promoter director as on 31st March, 2014. The Committee met 4 (Four) times during the year i.e. on 29/05/2013, 06/08/2013, 11/11/2013 and 12/02/2014.

The attendances of the members were as follows :

Sl. No.	Name	Status	No. of Meetings Attended
1	Mr. Nand Lal Todi	Non Executive Promoter Director	4
2	Mr. Arun Charan Mukherji	Non Executive Independent Director	4
3	Mr. Nitin Guha	Non Executive Independent Director (Chairman of the Committee)	4
4	Mr. Rajendra Kumar Duggar	Non Executive Independent Director	1

Ms. Sarika Mehra, Director and Company Secretary, acts as the Secretary to the Audit Committee.

Mr. Nitin Guha, Chairman of the Committee was present at the 24th Annual General Meeting of the Company held on 23rd day of September, 2013.

(b) Terms of Reference :

The terms of reference of the Committee is in accordance with that specified in clause 49 of the Listing Agreement with the Stock Exchange and also confirms to the requirements of Section 292A of the Companies Act, 1956. The Committee was constituted on 29th July, 2000.

The Board of Directors at their meeting held on 16th May, 2014 further empowered the Audit Committee to enable it to act in accordance with the terms of reference specified in sub section (4) of Section 177 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules, regulations and provisions if any, of the Listing Agreement.

4. Nomination and Remuneration Committee

The Remuneration Committee was constituted on 30/10/2002. However it was reconstituted as the Nomination and Remuneration Committee at the meeting of the Board of Directors held on 16th May, 2014 pursuant to the requirements of Section 178 of the Companies Act, 2013.

(a) Composition of the Committee :

The Nomination & Remuneration Committee of the Company comprises of three Non Executive Independent Directors. The details are as follows :

Sl. No.	Name	Status
1	Mr. Arun Charan Mukherji	Non Executive Independent Director
2	Mr. Nitin Guha	Non Executive Independent Director (Chairman of the Committee)
3	Mr. Rajendra Kumar Duggar	Non Executive Independent Director

During the Financial Year 2013-2014 no meeting of the members of the Remuneration Committee was held.

(b) Terms of Reference :

The Remuneration Committee of the Company was constituted in accordance with Schedule XIII of the Companies Act, 1956 to carry out functions as envisaged under the said schedule.

The Board of Directors at their meeting held on 16th May, 2014 further empowered the Nomination and Remuneration Committee to act in accordance with the terms of reference specified in Section 178 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules, regulations and provisions if any, of the Listing Agreement.



NPR FINANCE LIMITED

(c) Remuneration Policy :

The remuneration of the Managing Director is determined by the Board of Directors within the statutory limits subject to shareholder's approval. During the Financial Year 2013-14, the non executive director were paid sitting fees @ ₹ 3,000/- for each meeting of the Board, ₹ 2000/- for Audit Committee and ₹ 1000/- for Remuneration Committee meeting attended by them. The details of remuneration paid to all the directors during the year ended 31st March, 2014 are given below :

Name	Salary ₹	Perquisite & Allowances ₹	Sitting Fees ₹	Total ₹
Mr. Pawan Kumar Todi	7,80,000/-	3,95,810/-	...	11,75,810/-
Mr. Nand Lal Todi	...	...	20,000/-	20,000/-
Mr. Arun Charan Mukherji	...	...	20,000/-	20,000/-
Mr. Nitin Guha	...	...	20,000/-	20,000/-
Mr. Rajendra Kumar Duggar	...	...	5,000/-	5,000/-
Total	7,80,000/-	3,95,810/-	65,000/-	12,40,810/-

5. Stakeholders relationship Committee

The Share Transfer and Investors Grievance Committee was constituted on 31st July, 2001. It was subsequently reconstituted as the Stakeholders Relationship Committee at the meeting of the Board of Directors held on 16th May, 2014 pursuant to the requirements of Section 178 of the Companies Act, 2013. The Committee consists of one Non - Executive Independent Director, Mr. Nitin Guha, two Promoter Directors, Mr. Nand Lal Todi and Mr. Pawan Kumar Todi who is also the Chairman of the Committee as on 31st March, 2014 and Ms. Sarika Mehra, Director & Company Secretary, is the Compliance Officer.

The Committee deals with matters relating to approval of Share Transfer, Transmissions and Transposition, Folio Consolidation, Issue of Duplicate Share Certificates, Replacement of Share Certificates, Split and Consolidation of Certificates, Dematerialization and Rematerialisation requests, monitoring of shareholder complaints /requests. The Board of Directors at their meeting held on 16th May, 2014, further delegated the Stakeholders Relationship Committee with the power to resolve the grievances of the security holders of the Company, which shall include shareholders, debenture-holders, deposit-holders and any other security holders.

During the year, the Company complied with all of the following requests/complaints received from its shareholders.

Serial No.	Nature of request/complaint	Nos.
1	Request for Annual Report	3
2	Miscellaneous Requests	4
	TOTAL	7

6. General Body Meetings :

A. Location and time for last three Annual General Meetings were :

Financial Year	Date of AGM	Venue	Time
2012-2013	23-09-2013	Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2 nd Floor, Kolkata- 700 001	11.00 A.M.
2011-2012	14-09-2012	Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2 nd Floor, Kolkata- 700 001	11.00 A.M.
2010-2011	29-08-2011	Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2 nd Floor, Kolkata- 700 001	11.00 A.M.



B. SPECIAL RESOLUTIONS AT THE LAST THREE ANNUAL GENERAL MEETINGS :

At the 24 th Annual General Meeting held on 23/09/2013	:	1
At the 23 rd Annual General Meeting held on 14/09/2012	:	Nil
At the 22 nd Annual General Meeting held on 29/08/2011	:	Nil

C. WHETHER ANY SPECIAL RESOLUTION PROPOSED TO BE CONDUCTED THROUGH POSTAL BALLOT

During the Financial Year 2014-15, the Company proposes to conduct postal ballot for transacting the following two businesses.

1. Passing of Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.
2. Passing Special Resolution pursuant to Section 180(1)(c) of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

7. DISCLOSURES

- a. Related Party transactions have been disclosed under note “2.36” of schedule to the Financial Statements for the year under review.
- b. The Company has complied with all the requirements of the Listing Agreement with the Stock Exchange as well as regulations and guidelines of SEBI. No penalty has been imposed or strictures have been issued by SEBI or any other Stock Exchange on matters related to Capital Market so far.
- c. The Company has formulated a Risk Management framework, which lays down the procedures for risk management and minimization.
- d. The Company has fulfilled the following non-mandatory requirements as prescribed in Annexure ID to the Clause 49 of the Listing Agreement entered into with the Stock Exchanges :
 - i. The Company has set up a Nomination and Remuneration Committee, the details of which are provided in this Report.
 - ii. There are no audit qualifications in the Company's financial statements for the year under review.
 - iii. On the recommendation of the Audit Committee, the Board of Directors of the Company have adopted a Whistle Blower Policy with a view to provide a vigil mechanism for the directors and employees of the Company to raise concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc. The purpose of this Policy is to encourage the Company's directors and employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. There were no instances of reporting under the Whistle Blower Policy. No personnel have been denied access to the Chairman of the Audit Committee.

8. CEO/CFO CERTIFICATION

Certificate as stipulated in Clause 49 of the Listing Agreement from the Managing Director and the Chief Financial Officer (CFO) was obtained and placed before the Board.

9. PRACTISING COMPANY SECRETARY'S COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

The Practising Company Secretary's Certificate on Compliance of Conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement forms part of the Annual Report.



NPR FINANCE LIMITED

10. MEANS OF COMMUNICATIONS

Quarterly unaudited results of the Company were published in accordance with the Stock Exchange Listing Agreement in Business Standard - English (Mumbai edition) and Arthik Lipi -Bengali (Kolkata edition).

The quarterly and the annual results of the Company are faxed to the BSE Limited, immediately on closure of meeting of Board of Directors. The Annual Reports are posted to every shareholder of the Company.

Further, the outcome of the Annual General Meeting are also faxed to the BSE Limited.

The Financial results of the Company are also posted on the website of the Company, viz. www.nprfinance.com

Management Discussion and Analysis forms part of the Annual Report.

11. GENERAL SHAREHOLDERS INFORMATION

Annual General Meeting :

Date : 19th September, 2014

Time : 11.00 A.M.

Venue : Jhaharia Committee Room, Merchant Chamber of Commerce,
15-B, Hemanta Basu Sarani, 2nd Floor, Kolkata- 700 001

● Financial Calendar : (Tentative)

Financial Year – 1 st April, 2014 to 31 st March, 2015	Relevant Dates
Board Meeting for consideration of accounts	16 th May, 2014
Posting of Annual Report along with notice of AGM	On or before 11 th August, 2014
Book closure dates	15 th September, 2014 to 19 th September, 2014
Last date for receipts of proxy forms	17 th September, 2014
Unaudited results for the quarter ended on June 30, 2014	28 th July, 2014
Unaudited results for the quarter ended on September 30, 2014	On or before 14 th November, 2014
Unaudited results for the quarter ended on December 31, 2014	On or before 14 th February, 2015
Audited results for the year ended on March 31, 2015	On or before 30 th May, 2015

● Listing on Stock Exchanges at :

The BSE Limited (Stock code : 530127)
1st Floor, New Trading Ring,
Corporate Relation Department
Rotunda Building
Phiroze Jeejeebhoy Towers, Dalal Street
Fort, Mumbai - 400 001

- The Company has paid the listing fee to the BSE Limited for the year 2014-2015.



NPR FINANCE LIMITED

● **Stock Market Price for the Financial Year 2013-2014 :**

Month	High (₹)	Low (₹)	Volume (Nos.)
April, 2013	7.98	6.68	8421
May, 2013	8.03	8.00	1717
June, 2013	8.45	8.05	521
July, 2013	9.29	8.00	57,316
August, 2013	8.95	8.95	10,000
September, 2013	No Trading	No Trading	No Trading
October, 2013	No Trading	No Trading	No Trading
November, 2013	No Trading	No Trading	No Trading
December, 2013	8.51	6.71	93,936
January, 2014	11.15	8.50	38,661
February, 2014	11.07	10.05	21,111
March, 2014	11.44	9.32	1,21,737

- **Share Transfer System :** The Company's shares are in compulsory demat mode. The shares received for transfer in physical mode are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respects. Shares under objection are returned within two weeks. Total number of physical shares transferred during the year ended 31st March, 2014 were 300.
- **Dedicated email ID for Investors.** For the convenience of our investors, the Company has designated an exclusive email ID for investors i.e. investors@nprfinance.com
- **Registrar & Share Transfer Agent :**
M/s. Niche Technologies Private Ltd.
D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700 001.
Phone Nos. (033) 2235-7270/7271, 2234-3576
Fax No. : (033) 2215-6823, E-mail : nichetechpl@nichetechpl.com
- **Dematerialization of Shares and Liquidity :**
The Company's shares are tradable compulsorily in electronic form and are available for trading in the depository systems of both National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). The International Securities Identification Number (ISIN) of the Company as allotted by NSDL and CDSL is INE446D01011. Nearly 92.05% of total equity shares have been dematerialized as on 31/03/2014.



NPR FINANCE LIMITED

● Distribution of shareholding & shareholding pattern :

Distribution of shareholding as on 31/03/2014

Ordinary Shares held	Number of shareholders	% of shareholders	Number of shares held	% of shares held.
Upto 500	2,549	82.78	4,94,571	8.26
501-1000	302	9.81	2,58,846	4.32
1001-5000	180	5.85	3,63,325	6.06
5001-10000	12	0.39	86,158	1.44
10001-50000	15	0.49	3,96,085	6.61
50001-100000	10	0.32	6,58,584	11.00
100001 and above	11	0.36	37,32,031	62.31
TOTAL	3,079	100.00	59,89,600	100.00

Shareholding Pattern as on 31/03/2014

Sl. No.	Category	No. of shares held	% of shareholding
1	Promoters/Directors & their relatives including Associate Companies	40,00,514	66.79
2	Financial Institutions/ Insurance Companies/ Mutual Funds & Banks	2,900	0.05
3	Non-Resident Indians/ Overseas Corporate Bodies	2,37,573	3.97
4	Other bodies Corporate	3,34,938	5.59
5	Indian public	13,70,195	22.88
6	Others	43,480	0.72
	TOTAL	59,89,600	100.00

Outstanding American Depository Receipts / Global Depository Receipts : Not Applicable



NPR FINANCE LIMITED

● **Plant Location :**

- (i) Village Chhadvel, Taluka Sakari
District : Dhule
Maharashtra
- (ii) Village Kundlapur, Taluka Kawthe Mahakal,
District : Sangli
Maharashtra

● **Address for matters related to shares, any correspondence :**

M/s. Niche Technologies Private Ltd.,
D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700 001
Phone Nos. (033) 2235-7270/7271, 2234-3576
Fax : (033) 2215-6823
E-mail : nichetechpl@nichetechpl.com

● **Address for any kind of assistance/clarification :**

Ms. Sarika Mehra, Compliance Officer
C/o. NPR Finance Ltd.
Todi Mansion, 1, Lu-Shun Sarani
9th Floor, Kolkata- 700 073

12. CODE OF CONDUCT

The Company's Code of Conduct has been complied with by all the members of the Board and select employees of the Company.

The Company has put in place a prevention of Insider Trading Code based on SEBI (Insider Trading) Regulations, 1992. This code is applicable to all Directors and select employees. The code ensures prevention of dealing in shares by persons having access to unpublished price sensitive information.

13. DECLARATION

As provided under Clause 49 of the Listing Agreement with the stock exchange, the Board of Directors and select Employees have confirmed Compliance with the code of conduct.

For and on behalf of the Board of Directors

Place : Kolkata

Dated : 28th July, 2014

Arun Charan Mukherji
Chairman
DIN :- 00063975



NPR FINANCE LIMITED

CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE AS STIPULATED IN CLAUSE 49 OF THE LISTING AGREEMENT

To
The Members of,
NPR Finance Ltd.

I have examined the compliance of conditions of Corporate Governance by NPR Finance Ltd. for the year ended on 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange, with relevant records and documents maintained by the Company and furnished to me.

The compliance of conditions of Corporate Governance is the responsibility of the management. My examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

I state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained and certified by the Company.

I further state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata

Dated : 28th July, 2014

Niaz Ahmed
Company Secretary in Practice
C.P.No.5965



NPR FINANCE LIMITED

INDEPENDENT AUDITORS' REPORT

Report on the Financial Statements

- 1 We have audited the accompanying financial statements of NPR Finance Limited, ("the Company"), which comprise the Balance Sheet as at March 31st 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year ended 31st March, 2014, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The company's management is responsible for 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 Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

- 3 Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amount and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2014;
 - ii) In the case of Statement of Profit and Loss, of the profit for the year ended on that date; and
 - iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirement

7. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
8. As required by Section 227(3) of the Act, we report that :
 - a. We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c. The Balance Sheet, the statement of profit & Loss, and the cash flow statement dealt with by this report are in agreement with the books of account.
 - d. In our opinion, the Balance Sheet, the statement of profit & Loss, and the cash flow statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Act.
 - e. On the basis of written representations received from the directors, as on 31st March 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act.

For R. P. Boobna & Co.
Chartered Accountants
Registration No. : 304093E
Pankaj Kakarania
Partner
Membership No. : 053304

Place : Kolkata
Dated : The 16th Day of May, 2014



Annexure to Independent Auditors' Report

Referred to in Paragraph 7 under the heading of "Report on Other Legal and Regulatory Requirement" of our report on even date.

- (i) In respect of its fixed assets :
 - a. As informed, the Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. As Explained to us all the fixed assets have been physically verified by the management in a phased periodical manner which in our opinion is reasonable having regard to the size of company and nature of its fixed assets. No material discrepancies were noticed on such physical verification.
 - c. During the year, the Company has not disposed off any substantial part of the assets.
- (ii) In respect of its inventories :
 - a. As explained to us, the inventory has been physically verified by the management during the year and frequency of verification is reasonable.
 - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
 - c. The company has maintained proper records of inventories. As explained and reported to us, there were no material discrepancies noticed on physical verification of inventories as compared to the book records.
- (iii) In respect of loans, Secured or unsecured, granted or taken by the Company to/from Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act 1956 :
 - a. The Company has granted unsecured loan to five Companies/Limited Liability Partnership Firms covered in the register maintained under section 301 of the Act. The outstanding balance at the end of the financial year covered by the audit is ₹ 1763.39 lacs. Maximum Amount outstanding during the year was ₹ 1896.39 Lacs.
 - b. In our opinion, the rate of interest and other terms and conditions of such loan given by the company are not prima facie prejudicial to the interest of the company.
 - c. The loan and interest amount is payable on demand.
 - d. The Company has taken unsecured loan from one Company covered in the register maintained under section 301 of the Act. The outstanding balance at the end of the financial year covered by the audit is Nil. Maximum Amount outstanding during the year was ₹ 63.75 Lacs.
 - e. In our opinion, the rate of interest and other terms and conditions of such Inter Corporate deposit accepted by the company are not prima facie prejudicial to the interest of the company.
 - f. The Payment of principal amount and interest are regular.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and nature of its business for the purchase of inventories & fixed assets and sale of goods & services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
- (v) In respect of transactions covered under Section 301 of the Companies Act 1956 :
 - a. there are particulars of contracts or agreements that have been entered in the register maintained.
 - b. Such Transactions have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has accepted deposits from the public in accordance with the directives issued by the "Reserve Bank of India" and complied with the same. After 18th April 2012, the company has not accepted any fresh deposits & it has made application with Reserve Bank of India for conversion into Non Deposit Taking Company vide letter dated 24.03.2014.
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) Central Government has prescribed maintenance of cost record under clause (d) of sub section (1) of section 209 of the Companies Act, 1956 and the accounts and the records have been made & maintained.



NPR FINANCE LIMITED

- (ix) In respect of statutory dues :
- a. According to the records of the Company, undisputed statutory dues including Provident fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-Tax, Service Tax, Wealth Tax, Customs Duty, Excise duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. There are no arrears of Outstanding Statutory dues at the last day of the Financial year for a period of more than six months from the date they become payable.
 - b. There are no disputed dues with respect to aforesaid taxes & duties.
- (x) The Company does not have accumulated losses at the end of the financial year. The company has not incurred cash losses during the financial year covered by the audit as well as in the immediately preceding financial year.
- (xi) Based on our audit procedure and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks at the end of the financial year covered by the audit.
- (xii) In our opinion and according to the explanation and based on the information made available to us, no loan and advances have been granted by the company against the fixed deposits of the company.
- (xiii) In our opinion, the Company is not a Chit Fund/Nidhi/Mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditors' Report) Order 2003 are not applicable to the Company.
- (xiv) The Company has maintained proper records of the transaction and contracts in respect of the dealing or trading in share, securities and debentures and other investment and timely entries have been made therein. All shares, debentures and other investment, if any, have been held by the company in its own name.
- (xv) The Company has not given any guarantees for loans taken by others from banks or financial institutions.
- (xvi) During the year, the Company has raised term loan and these were applied for the purpose for which loans were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that there are no funds raised on short-term basis have been used for long-term investments.
- (xviii) During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act 1956.
- (xix) The Company has not raised any money by way of debentures issued during the financial year covered by the audit.
- (xx) The Company has not raised any money by way of public issue during the year.
- (xxi) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

Place : Kolkata
Dated : The 16th Day of May, 2014

For R. P. Boobna & Co.
Chartered Accountants
Registration No. : 304093E
Pankaj Kakarania
Partner
Membership No. : 053304



NPR FINANCE LIMITED

BALANCE SHEET AS AT 31st MARCH, 2014

(in ₹)

Particulars	Note No.	As at 31/03/2014		As at 31/03/2013	
I. EQUITY AND LIABILITIES					
Shareholders' Funds					
Share Capital	2.1	59,966,000		59,966,000	
Reserves and surplus	2.2	277,730,677	337,696,677	263,126,593	323,092,593
Non-Current Liabilities					
Long-term borrowings	2.3	9,39,375		5,157,270	
Deferred tax liabilities (Net)	2.4	24,178,922		26,585,922	
Other Long term liabilities	2.5	590,000		1,296,519	
Long term provisions	2.6	2,047,038	27,755,335	2,796,184	35,835,895
Current Liabilities					
Short-term borrowings	2.7	39,050,772		8,089,538	
Trade payables	2.8	1,643,199		63,814	
Other current liabilities	2.9	13,420,554		24,726,668	
Short-term provisions	2.6	4,589,829	58,704,354	2,531,215	35,411,235
TOTAL			424,156,366		394,339,723
II. ASSETS					
Non-current assets					
Fixed Assets					
Tangible assets	2.10	83,010,937		89,804,347	
Non-current investment	2.11	7,000,000		-	
Long term loans and advances	2.12	39,323,342		31,632,324	
Other non-current assets	2.13	4,012,000	133,346,279	-	121,436,671
Current Assets					
Inventories	2.14	18,391,286		19,252,349	
Trade receivables	2.15	20,675,531		32,804,982	
Cash and cash equivalents	2.16	5,625,377		12,546,762	
Short-term loans and advances	2.12	243,336,259		206,670,172	
Other current assets	2.17	2,781,634	290,810,087	1,628,787	272,903,052
TOTAL			424,156,366		394,339,723

Significant Accounting Policies & Notes on Financial Statements

1 & 2

The Notes are an integral part of the financial statements

As per our report of even date

209, A. J. C. Bose Road
"Karnani Estate"
2nd Floor, Room No. 87
Kolkata - 700 017
Dated : 16th Day of May, 2014

For R. P. Boobna & Co.
Chartered Accountants
Registration No : 304093E
PANKAJ KAKARANIA
Partner
Membership No . 053304

PAWAN KUMAR TODI
Managing Director
DIN :- 00590156

SARIKA MEHRA
Executive-Vice President
& Company Secretary

NAND LAL TODI
Director
DIN :- 00581581



NPR FINANCE LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2014

(in ₹)

Particulars	Note No.	For the year ended 31/03/2014	For the year ended 31/03/2013
INCOME			
Revenue from operations	2.18	488,963,139	507,967,905
Other Income	2.19	29,769	2,264,400
Total Revenue		488,992,908	510,232,305
EXPENSES			
Purchases	2.20	386,361,849	406,373,440
Changes in inventories/Stock-in-Trade	2.21	(7,335,751)	(3,114,337)
Employee benefit expenses	2.22	16,822,419	16,983,138
Financial costs	2.23	4,177,892	9,612,504
Depreciation	2.24	7,628,745	7,898,426
Other expenses	2.25	59,472,666	61,219,221
Total Expenses		467,127,820	498,972,392
Profit before tax		21,865,088	11,259,913
Tax expense :			
Current Tax	2.26	9,470,000	5,435,000
Deferred Tax Charge (Credit)	2.26	(2,407,000)	(1,748,000)
		7,063,000	3,687,000
Profit for the year (after tax)		14,802,088	7,572,913
Basic & Diluted Earning Per equity Share of ₹ each		2.47	1.26

Significant Accounting Policies & Notes on Financial Statements

1 & 2

The Notes are an integral part of the financial statements

As per our report of even date

209, A. J. C. Bose Road
"Karnani Estate"
2nd Floor, Room No. 87
Kolkata - 700 017
Dated : 16th Day of May, 2014

For R. P. Boobna & Co.
Chartered Accountants
Registration No : 304093E
PANKAJ KAKARANIA
Partner
Membership No . 053304

PAWAN KUMAR TODI
Managing Director
DIN :- 00590156

SARIKA MEHRA
Executive-Vice President
& Company Secretary

NAND LAL TODI
Director
DIN :- 00581581



SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1 Accounting Convention :

The Company prepares its financial statements in accordance with Generally Accepted Accounting Principles (GAAP) under historical cost convention on accrual basis and also in accordance with requirements of the Companies Act, 1956. It follows the directions prescribed by Reserve Bank of India for Non-Banking Financial Companies and as per the applicable accounting standards issued by the Institute of Chartered Accountants of India (ICAI).

1.2 Fixed Assets :

Fixed Assets are stated at historical cost less accumulated depreciation and impairments, if any. Direct costs are capitalized until fixed assets are ready for use.

1.3 Depreciation :

Depreciation on Owned Fixed Assets is provided on Straight Line Method at the rates given in Schedule XIV of the Companies Act, 1956. Full depreciation is provided on the individual low cost assets (below ₹. 5000).

1.4 Non Current investment :

Long-term investments are usually carried at cost. However, when there is a decline, other than temporary, in the value of a long term investment, the carrying amount is reduced to recognize the decline.

1.5 Current Assets :

i. Stock of shares & securities are stated at cost or net realizable value whichever is lower.

ii. Valuation of repossessed assets :

Assets when repossessed are treated as Stock of Vehicles repossessed. Such stock is revalued as on year end and are stated at cost or net realizable value whichever is lower, and the difference between such valuation and the book value of the asset, if a loss, is written-off.

1.6 Revenue Recognition:

i. Income from financing transactions is accounted for on the basis of Internal Rate of Return method.

ii. All other incomes are accounted for on accrual basis.

1.7 Foreign Currency Transactions:

i. Foreign Exchange Transactions in respect of purchase and sale of Travellers Cheques and currencies are recorded at the exchange rate prevailing at the time of transaction.

ii. Closing Stock of foreign currency notes & coins and Travellers Cheques are valued at cost price or market price, whichever is lower.

1.8 Retirement Benefits:

In accordance with the Payment of Gratuity Act, 1972, the Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation at each Balance Sheet date using the projected unit credit method.

1.9 The Statutory maintenance of minimum percentage of liquid assets is based on deposits liabilities as per directions given by Reserve Bank of India (RBI).



NPR FINANCE LIMITED

2.0 Non-Performing Assets :

Identification of Non-Performing Assets (NPAs) has been done as per the guidelines of Non-Banking Financial Companies (Prudential Norms) Directions, 1998 prescribed by the Reserve Bank of India. Company has written off the amount as per the guideline of RBI.

2. NOTES ON ACCOUNTS

2.27 Contingent Liabilities :

- i. Bank Guarantee issued by bank on behalf of the Company is ₹ 41.79 Lacs. Bank Guarantee has been obtained by pledging Fixed Deposit of the equivalent amount.
- ii. Suit Filed against the Company by customers under hypothecation contract amount to ₹ 6.84 Lacs.

2.28 INCOME TAX :

Pursuant to the requirement of Accounting Standard 22 on Accounting for taxes on Income issued by the Institute of Chartered Accountants of India, the Company has made Provision for Income Tax after considering both current and deferred taxes.

The implementation of this Accounting Standard has resulted in net deferred tax liability of ₹. 241.79 lacs as on 31.03.2014, component of which is liability arising out of timing difference on account of depreciation on fixed assets.

2.29 MANAGERIAL REMUNERATION : Payment made to Managing Director

Particulars	Current Year (₹)	Previous Year (₹)
Salary	1,020,000	1,020,000
Contribution to P.F.	100,000	100,000
Medical Re-imbursment	14,941	16,590
Insurance premium	40,869	40,869
Total	1,175,810	1,177,459

2.30 SEGMENT ACCOUNTING POLICIES:

Identification of Segments :

Primary Segment : Business Segment :

- The Company's business is organized around three business segments namely, Financial, Money Changing and Wind Power Generation. Financial activities consist of granting of loan covered by Hypothecation Agreements and Shares & Securities. Accordingly, the Company has provided primary segment information for these three segments as per Accounting Standard 17 on Segment Reporting issued by I.C.A.I.
- There is no inter segment transfer.
- All the common income, expenses, assets and liabilities which are not possible to be allocated to different segments are treated as un-allocable items.



NPR FINANCE LIMITED

Segment Information

The following table presents segment revenue, results, assets & liabilities in accordance with AS-17 as on 31.03.2014

SEGMENT REPORTING

(₹ in Lacs)

Business Segment	Financing Operations		Money Changing		Power Generation		Consolidated Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
REVENUE								
Segment Revenue	1158.92	821.03	3522.51	4063.56	208.20	195.09	4889.63	5079.68
Inter Segment Revenue	-	-	-	-	-	-	-	-
Total Revenue	1158.92	821.03	3522.51	4063.56	208.20	195.09	4889.63	5079.68
RESULTS								
Segment Results	147.90	83.96	7.07	(4.17)	110.38	88.11	265.35	167.90
Unallocated Income (net off expenses)								
Unallocated Expenditure	-	-	-	-	-	-	46.70	55.30
Profit before tax	-	-	-	-	-	-	218.65	112.60
Less : Income Tax	-	-	-	-	-	-	94.70	54.35
: Deferred Tax	-	-	-	-	-	-	(24.07)	(17.48)
Profit after tax	-	-	-	-	-	-	148.02	75.73
OTHER INFORMATION								
Segment Assets	3453.16	3075.75	12.56	31.81	727.87	792.17	4193.59	3899.73
Unallocated Assets	-	-	-	-	-	-	47.97	43.67
Total Assets	-	-	-	-	-	-	4241.56	3943.40
Segment Liabilities	567.91	296.11	18.65	9.30	251.01	377.53	837.57	682.94
Unallocated Liabilities	-	-	-	-	-	-	27.02	29.53
Total Liabilities	-	-	-	-	-	-	864.59	712.47
Capital Expenditure	21.03	9.79	-	-	-	-	21.03	9.79
Depreciation	9.65	11.83	0.21	0.72	66.43	66.43	76.29	78.98
Non - Cash Expenditure other than depreciation	-	-	-	-	-	-	-	-



NPR FINANCE LIMITED

2.31 EARNING PER SHARE

Calculation of weighted Average Number of Equity Shares of ₹ 10/- each.

Particulars	31.03.2014	31.03.2013
Number of shares outstanding at the beginning of the year (excluding share forfeited)	59,89,600	59,89,600
Shares issued during the year	--	--
Number of shares outstanding at the end of the year	59,89,600	59,89,600
Net profit after tax available for equity shares (₹)	1,48,02,088	75,72,913
Basic and diluted earning per share (₹)	2.47	1.26

2.32 Information relating to Micro and Small Enterprises (MSEs) :

(I) The principal amount and interest due thereon remaining unpaid to any supplier as at the end of the year	
Principal	----
Interest	----
(II) The amount of interest accrued and remaining unpaid at the end of accounting year	----
(III) The amount of interest paid by the buyer in terms of Section 16 to the Micro, Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year	
Principal	----
Interest	----

The above particulars, as applicable, have been given in respect of MSEs. No party could be identified on the basis of information available with the Company and pursuant to amendment of Schedule VI to the Act vide Notification dated 16th November, 2007 issued by the Central Government.

2.33 As required by Accounting Standard (AS -28) on 'Impairment of Assets' issued by the Institute of Chartered Accountants of India, in the opinion of the management, the net realizable value of fixed assets is in excess of the written down value and there is no significant impairment loss in the value of fixed assets appearing in this Balance Sheet requiring appropriation/ adjustment in the Accounts.

2.34 In view of the nature of business of the Company, the other provisions contained in Part II of Schedule VI of the Companies Act, 1956 are not applicable.



NPR FINANCE LIMITED

2.35 Gratuity Plan

The following table set out the status of the Gratuity Plan as required under AS 15.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation and Plan assets :

₹ in lacs

Particulars	As at March 31	
	2014	2013
Obligations at year beginning	28.23	27.16
Transfer of obligation	-	-
Service cost	1.64	1.90
Interest cost	2.49	2.49
Actuarial (gain)/ loss	(3.21)	(3.02)
Benefits paid	(1.91)	(0.30)
Amendment in benefit plans	-	-
Obligations at year/period end	<u>27.24</u>	<u>28.23</u>

Defined benefit obligation liability as at the balance sheet date is not funded by the Company :

Change in plan assets

Plan assets at year beginning, at fair value	-	-
Expected return on plan assets	-	-
Actuarial gain	-	-
Contributions	1.91	0.30
Benefits paid	(1.91)	(0.30)
Plan assets at year/period end, at fair value	<u>-</u>	<u>-</u>

Reconciliation of present value of the obligation and the fair value of the plan assets :

Fair Value of Plan assets at the end of the year/period	-	-
Present value of defined benefit obligation	27.24	28.23
Liability recognized in the balance sheet	<u>27.24</u>	<u>28.23</u>

Assumptions

Interest rate	8.25%	8.25%
Estimated rate of return on plan assets	0.00%	0.00%
Weighted expected rate of salary increase	5.00%	5.00%
Expected Average remaining working lives of employees (years)	19.56	19.93

Withdrawal Rates

Varying between 8% p.a and 1% p.a depending on duration and age of the employees.



NPR FINANCE LIMITED

Net gratuity cost for the year ended March 31, 2014 and March 31, 2013 comprises of the following components:

Particulars	₹ in lacs	
	Year ended March 31	
	2014	2013
Gratuity cost for the year		
Service cost	1.64	1.90
Interest cost	2.49	2.49
Expected return on plan assets	-	-
Actuarial (gain)/loss	(3.21)	(3.02)
Plan amendment amortization	-	-
Net gratuity cost	<u>0.92</u>	<u>1.37</u>
Actual return on plan assets	-	-

2.36 Related Party Disclosures

Associates

1	GNB Motors Private Limited	17	Frontline Global Services Private Limited
2	Mountview Tracom LLP	18	Dream Properties Private Limited
3	Rani Leasings & Finance Private Limited	19	Ace Impex Private Limited
4	Starwire (India) Vidyut Private Limited	20	East End Finance Private Limited
5	T.P. Farms Private Limited	21	Krishnav Constructions Private Limited
6	Viewlink Highrise Private Limited	22	NPR Developers Private Limited
7	Ganesh Narayan Brijlal Private Limited	23	NPR Motors Private Limited
8	Zee ABC Agro Industries Private Limited	24	Rishi Motors Private Limited
9	Tamal Stationers Private Limited	25	Silva Computech Private Limited
10	NSP Finance Private Limited	26	Shristi Developers Private Limited
11	Global Developers Private Limited	27	Supreme Credit Corporation Ltd.
12	Bengal NPR Housing Development Limited	28	Pawan Kumar Raj Kumar Todi HUF
13	GNB Investments Private Limited	29	Pawan Kumar Todi HUF
14	Regent Enclave Private Limited	30	Pawan Kumar Nandlal Todi HUF
15	Limelight Holdings Private Limited	31	Nandlal Todi HUF
16	E.I. Investments Private Limited	32	Nandlal Pawan Kumar HUF

Key Managerial Personnel
Mr. Pawan Kumar Todi, Managing Director

Amount in ₹

Name of the Parties	Character	Nature of Transaction	Opening Balance	Loan taken during the year	Refund of Loan taken during the year	Interest paid during the year (Gross)	TDS on Interest paid	Remuneration paid	Rent paid	Loan given during the year	Refund of Loan given during the year	Interest received during the year (Gross)	TDS on Interest Received	Balance as on 31.3.2014	Maximum Amount	Minimum Amount
GNB Motors Pvt. Ltd.	Associate	Loan Given	44,774,493	-	-	-	-	-	-	82,700,000	15,000,000	10,761,235	1,076,124	122,159,604	122,159,604	44,774,493
Mountview Tracom LLP	Associates	Loan Given	6,030,395	-	-	-	-	-	-	-	-	723,647	72,365	6,681,677	6,681,677	6,030,395
T. P. Farms Pvt. Ltd.	Associates	Loan Given	-	-	-	-	-	-	-	9,000,000	-	702,247	70,225	9,632,022	9,632,022	9,000,000
Viewlink Highrise Pvt. Ltd.	Associates	Loan Given	-	-	-	-	-	-	-	5,300,000	-	72,603	7,260	5,365,343	5,365,343	5,300,000
Star-Wire (India) Vidyut Pvt. Ltd.	Associates	Loan Given	20,073,084	-	-	-	-	-	-	55,800,000	46,724,574	3,723,879	372,389	32,500,000	45,800,000	6,513,560
Rani Leasing & Finance Pvt. Ltd.	Associates	Loan Taken	-	8,225,472	8,441,064	239,546	23,954	-	-	-	-	-	-	-	6,375,472	50,000
Star Wire (India) Vidyut Pvt. Ltd.	Associates	Investment	7,000,000	-	-	-	-	-	-	-	-	-	-	7,000,000	7,000,000	7,000,000
Mr. P. K. Todi	Key Managerial Person	Remuneration	-	-	-	-	-	1,175,810	-	-	-	-	151,972	-	-	-
Ganesh Narayan Brijlal Pvt. Ltd.	Associates	Rent Paid	-	-	-	-	-	-	96,574	-	-	-	-	-	-	-

2.37 Previous Year Figures have been regrouped / rearranged wherever necessary.



NPR FINANCE LIMITED

Note to the Financial Statements for the year ended 31.03.2014

(in ₹)

Particulars	As on 31/03/2013	As on 31/03/2012
2.1 SHARE CAPITAL		
Authorised		
70,00,000 Equity share of ₹10 each	70,000,000	70,000,000
(Previous Year 70,00,000 Equity Shares of ₹10 each)	70,000,000	70,000,000
Issued & Subscribed		
59,89,600 Equity share of ₹ 10 each	59,896,000	59,896,000
(Previous Year 59,89,600 Equity Shares of ₹ 10 each)	59,896,000	59,896,000
Paid up		
59,89,600 Equity share of ₹ 10 each	59,896,000	59,896,000
(Previous Year 59,89,600 Equity Shares of ₹10 each)	59,896,000	59,896,000
Add : Equity Share Forfeited (paid up)	70,000	70,000
	59,966,000	59,966,000

- a) There has been no change/ movements in number of shares outstanding at the beginning and at the end of the reporting period.
- b) The company has only one class of issued shares i.e Ordinary Shares having par value of ₹ 10/- per share. Each holder of Ordinary Shares is entitled to One vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of shareholders in ensuing Annual General Meeting , except in case of interim dividend. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their Shareholding.
- c) The Company does not have any Holding Company/ ultimate Holding Company.
- d) Details of Shareholders holding more than 5% Shares in the Company.

Ordinary Shares of ₹10/- each fully paid

	As On 31.03.2014		As on 31.03.2013	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Pawan Kumar Todi	794,210	13.26	794,210	13.26
E.I Investment Pvt. Ltd.	659,360	11.01	659,360	11.01
Nand Lal Todi	340,888	5.69	340,888	5.69
Silva Computech Pvt. Ltd.	335,800	5.61	335,800	5.61
Tamal Stationers Pvt. Ltd.	319,000	5.33	319,000	5.33
Priya Manjari Todi	357,470	5.97	263,683	4.40



NPR FINANCE LIMITED

- e) No Ordinary Shares have been reserved for issue under option and contracts/ commitments for the sale of shares/ disinvestment as at the balance sheet date.
- f) No Shares has been allotted or bought back by the company during the period of 5 years preceeding the date at which the balance sheet is prepared.
- g) No Securities convertible into Equity/ Prefrence Shares issued by the company during the year.
- h) No calls are unpaid by any director or officer of the company during the year.

(in ₹)

Particulars		As at 31/03/2014	As at 31/03/2013
2.2. RESERVES AND SURPLUS			
Securities Premium Reserve			
As per last financial Statements	A	24,948,000	24,948,000
General Reserve			
As per last financial Statements	B	37,389,486	37,389,486
Statutory Reserve			
As per last financial Statements		58,415,725	56,900,725
(+) Addition during the year		2,960,000	1,515,000
	C	61,375,725	58,415,725
Surplus as per Profit & Loss Statement			
As per last financial Statements		142,373,382	136,301,269
(+) Profit for the year		14,802,088	7,572,913
	D	157,175,470	143,874,182
(-) Appropriations			
Income Tax Adjustment		198,004	(14,200)
Transfer to Statuory Reserve		2,960,000	1,515,000
	E	3,158,004	1,500,800
NET SURPLUS (D - E)	F	154,017,466	142,373,382
TOTAL (A + B + C+ F)		277,730,677	263,126,593



NPR FINANCE LIMITED

(in ₹)

Particulars	Non - Current		Current Maturities	
	As at 31/03/2014	As at 31/03/2013	As at 31/03/2014	As at 31/03/2013
2.3. LONG-TERM BORROWINGS				
Secured				
A. Loans from Banks				
Term Loans	939,375	69,111	491,174	145,429
B. Loans from Financial Institution/others				
Term Loans	-	2,624,000	2,624,000	10,605,454
TOTAL (A)	939,375	2,693,111	3,115,174	10,750,883
Unsecured				
Fixed Deposit	-	2,464,159	-	4,601,305
TOTAL (B)	-	2,464,159	-	4,601,305
TOTAL (A+B)	939,375	5,157,270	3,115,174	15,352,188
Amount disclosed under the head "other current liabilities" (Note 2.9)	-	-	3,115,174	15,352,188
<p>a) Term Loan from HDFC Bank of ₹ 69,111 is secured against "tata Indica DLs" and is repayable in monthly instalment till 7th February, 2015.</p> <p>b) Term Loan from financial institution Indian Renewable Energy Development Agency Ltd. of ₹ 26,24,000 is secured against exclusive first charge by way of mortgage in on all the borrower's movable/ immovable properties both existing and future pertaining to the project at Dhulia and Sangli in Maharashtra excluding specified movables to be charged to bankers for working capital borrowing and further the personal guarantee has been provided by Nand Lal Todi, Pawan Kumar Todi and Varun Todi. The term loan is repayable in quarterly instalments till 30th June, 2014.</p> <p>c) Term Loan from ICICI bank of ₹ 1,361,438 is secured against "Elantra car" and is repayable in monthly instalment till 15th February, 2017.</p>				

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.4 DEFERRED TAX LIABILITY		
Arising on account of Depreciation	24,178,922	26,585,922
TOTAL	24,178,922	26,585,922



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.5. OTHER LONG-TERM LIABILITIES		
Interest Accrued but not due	-	209,469
Security deposit	590,000	1,087,050
TOTAL	590,000	1,296,519

(in ₹)

Particulars	Long-term		Short-term	
	As at 31/03/2014	As at 31/03/2013	As at 31/03/2014	As at 31/03/2013
2.6. PROVISIONS				
Provision for Employee Benefits :				
For Bonus	-	-	125,136	164,335
For Gratuity (Refer Note No. 2.35)	1,047,038	1,796,184	1,677,649	1,026,781
For Leave Encashment	-	-	549,126	507,555
For Leave Travel Assistance	-	-	159,470	132,196
For Leave Medical Assistance	-	-	159,470	132,196
Other Provisions :				
Income Tax , Fringe Benefit Tax (Net)	-	-	1,918,978	568,152
Contingent Provision Against Standard Asset	1,000,000	1,000,000	-	-
TOTAL	2,047,038	2,796,184	4,589,829	2,531,215

Particulars	As at 31/03/2014	As at 31/03/2013
2.7: SHORT-TERM BORROWINGS		
Secured		
Working Capital Loan repayable on demand :		
From Banks	14,050,772	7,089,538
TOTAL(A)	14,050,772	7,089,538
Deposits :		
Inter Corporate deposit (unsecured)	25,000,000	1,000,000
TOTAL (B)	25,000,000	1,000,000
TOTAL (A+B)	39,050,772	8,089,538

- a) Cash Credit from Allahabad Bank are secured by first charge over the book debts and hypothecation agreements executed by the borrower in favour of the financier and endorsed in favour of bank. Collateral security is also been provided in the form of Flat of 89 Sq. yard on 3rd Floor and also an office premises measuring 508.10 Sq. ft on 2nd Floor both situated at Abdul Aziz Road, Karolbagh, New Delhi.



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.8 TRADE PAYABLES		
For Goods & Services	1,643,199	63,814
TOTAL	1,643,199	63,814

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.9 OTHER CURRENT LIABILITIES		
Current Maturities on Long-term Debt (See Note 2.3)	3,115,174	15,352,188
Bonus Payable - employees	-	11,538
Interest Accrued but not Due	363,837	1,101,952
Unclaimed Dividends	208,921	521,251
Other Payables :		
Advance Insurance Premium	689,177	2,591,838
Advance Instalments	6,416,160	2,764,710
Allahabad Bank	893,626	1,012,410
State Bank of India	81,559	63,209
Federal Bank	9,550	-
Cheque issued but not presented	-	43,717
Out put service Tax & Education Cess	34,250	226,006
Employees' Provident Fund	88,473	99,671
Employees' State Insurance	27,249	25,876
Professional Tax	840	-
Liabilities for expenses	1,169,997	735,938
Tax Deducted at Source	317,975	176,364
Others	3,766	-
TOTAL	13,420,554	24,726,668

For details of micro and small enterprise (Refer Note No. 2.32)

2.10 FIXED ASSETS (OWNED)

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	AS ON 01/04/2013 ₹	ADDITION DURING THE PERIOD ₹	DEDUCTION DURING THE PERIOD ₹	TOTAL AS ON 31/03/2014 ₹	AS ON 01/04/2013 ₹	FOR THE PERIOD ₹	ADJUST- MENT ₹	TOTAL AS ON 31/03/2014 ₹	AS ON 31/03/2014 ₹	AS ON 31/03/2013 ₹
Owned Assets										
Land	943,578	-	-	943,578	-	-	-	-	943,578	943,578
Office Premises	6,949,651	-	-	6,949,651	1,022,904	113,272	-	1,136,176	5,813,475	5,926,747
Plant & Machinery	125,812,812	-	-	125,812,812	49,892,195	6,642,916	-	56,535,111	69,277,701	75,920,617
Furniture & Fittings	6,934,695	31,144	2,431,316	4,534,523	5,323,499	173,371	2,215,958	3,280,912	1,253,611	1,611,196
Office Equipment	5,566,994	385,074	1,703,285	4,248,783	2,855,707	193,644	1,097,642	1,951,709	2,297,074	2,711,287
Computer	5,915,325	164,180	131,275	5,948,230	5,395,753	156,267	124,621	5,427,399	520,831	519,572
Vehicles (Car)	3,873,032	1,522,343	1,509,519	3,885,856	1,735,653	338,537	1,069,768	1,004,422	2,881,434	2,137,379
Vehicles (Motorcycle)	195,912	-	-	195,912	161,941	10,738	-	172,679	23,233	33,971
Total	156,191,999	2,102,741	5,775,395	152,519,345	66,387,652	7,628,745	4,507,989	69,508,408	83,010,937	89,804,347
Previous Year	157,700,844	979,203	2,488,048	156,191,999	59,957,215	7,898,426	1,467,989	66,387,652	89,804,347	



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.11 NON CURRENT INVESTMENT		
TRADE INSTRUMENT		
Investment in Equity Instrument Associates - Unquoted		
Star Wire India Vidyut Pvt. Ltd.	7,000,000	-
Face Value : ₹ 100/- ; No. of Shares : 70,000		
TOTAL	7,000,000	-

(in ₹)

Particulars	Long-term		Short-term	
	As at 31/03/2014	As at 31/03/2013	As at 31/03/2014	As at 31/03/2013
2.12 LOANS AND ADVANCES				
Others (Secured)				
Gross Instalment Receivable	29,885,137	34,871,423	70,155,682	151,452,255
(Less) : Unearned Interest income	(3,508,708)	(8,956,757)	(13,335,223)	(27,486,105)
(A)	26,376,429	25,914,666	56,820,459	123,966,150
Loans and advances to Employees	-	-	205,154	2,774,121
Security Deposits	712,524	983,450	-	-
Inter Corporate Loan Given	-	-	186,310,646	79,929,901
Advance for Properties	12,234,389	4,734,208	-	-
TOTAL (A + B + C + D + E)	39,323,342	31,632,324	243,336,259	206,670,172

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.13 OTHER NON-CURRENT ASSETS		
Others		
On Deposit Account	4,012,000	-
TOTAL	4,012,000	-

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.14 INVENTORIES		
(As valued and certified by the management)		
Stock of Shares & Securities	17,815,738	17,468,963
Stock of Foreign Currency	-	11,024
Stock of Vehicle repossessed	575,548	1,772,362
TOTAL	18,391,286	19,252,349

- a) Stock of vehicle repossessed has been valued and certified by the management.
b) Stock of Shares & Securities has been valued on the basis of Cost or Market value whichever is lower.
c) Stock of foreign currency has been valued on the basis of the last day spot rate.



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.15 TRADE RECEIVABLES		
Outstanding for a period less than six months		
Secured considered good	18,205,573	29,768,483
Unsecured considered good	2,469,958	3,036,499
TOTAL	20,675,531	32,804,982

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.16 CASH AND CASH EQUIVALENTS		
Balances With Banks		
On Current Account	3,059,778	3,709,098
On Dividend Accounts(unclaimed dividend)	208,921	521,251
On Deposit Account	1,868,548	5,268,670
Cash in hand and as imprest	486,955	3,024,768
Stamp in hand	1,175	22,975
TOTAL	5,625,377	12,546,762

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.17 OTHER CURRENT ASSETS		
Others		
Advances - others	1,125,503	262,219
Advances for expenses	1,473,031	1,165,032
Comission Receivable	37,738	28,567
Interest accrued on Fixed Deposit with bank	33,555	59,520
Interest accrued on Government securities	111,807	113,449
TOTAL	2,781,634	1,628,787



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.18 REVENUE FROM OPERATIONS		
SEGMENT WISE REVENUE		
Financing under Hypothecation		
Income from Financing under hypothecation agreements	39,932,215	62,998,312
Recovery from Bad Debts	27,864,880	12,839,387
Foreign Currencies & Traveller's Cheques		
Sales of Foreign Currencies & Travellers' Cheques	351,532,716	405,918,774
Service Charges - Forex	150,126	200,420
Commission Income - Forex	553,562	237,213
Recovery from Bad Debts	15,000	-
Windpower		
Income from Generation of Wind Power	20,819,766	19,508,809
Other Operating Revenues		
Sales : Shares & Securities	29,681,463	-
Interest from bank	460,629	548,284
Dividend income	373	371
Interest from Government of India securities & bonds	596,888	598,612
Interest received on Inter Corporate Deposits	17,063,611	4,574,370
Commission Income	245,136	514,494
Miscellaneous Income	46,774	28,859
TOTAL	488,963,139	507,967,905

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.19 OTHER INCOME		
Rental Income	24,000	722,850
Profit on Sale of Assets	5,769	1,541,550
TOTAL	29,769	2,264,400



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.20 PURCHASE OF STOCK-IN-TRADE		
Purchase of Foreign Currencies & Traveller cheques	349,661,849	402,873,440
Purchase of Shares & Securities	36,700,000	3,500,000
TOTAL	386,361,849	406,373,440

(in ₹)

Particulars	As at 31/03/2013	As at 31/03/2012
2.21 CHANGES IN INVENTORIES / STOCK-IN-TRADE		
Inventories at the beginning of the year		
Stock of Forex	11,024	337,622
Stock of Shares & Securities	17,468,963	14,028,028
Less : Transferred to Non Current investment	(7,000,000)	-
A	10,479,987	14,365,650
Inventories at the end of the year		
Stock of Forex	-	11,024
Stock of Shares & Securities	17,815,738	17,468,963
B	17,815,738	17,479,987
(Increase)/Decrease in Stocks	(7,335,751)	(3,114,337)
(A - B)		

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.22 EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages, Bonus, Gratuity & allowances	15,428,479	15,586,201
Contribution to Provident & Superannuation Fund	820,047	864,048
Staff Welfare Expenses	573,893	532,889
TOTAL	16,822,419	16,983,138



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.23 FINANCE COST		
Interest Expenses		
Interest Expense on Term Loans	2,054,721	5,999,204
Interest on Security Deposit Paid	37,500	64,500
Brokerage on Deposits	48,083	100,184
Interest Expense on Overdrafts & other Borrowings	2,037,588	3,448,616
TOTAL	4,177,892	9,612,504

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.24 DEPRECIATION AND AMORTIZATION EXPENSES / IMPAIRMENT LOSS		
Depreciation on tangible assets	7,628,745	7,898,426
TOTAL	7,628,745	7,898,426



NPR FINANCE LIMITED

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.25 OTHER EXPENSES		
Rent	2,000,158	2,707,396
Rates & Taxes	922,663	689,669
Repair & Maintenance		
Building	55,775	23,716
Plant & machinery	2,247,616	2,208,208
Others	872,547	1,427,025
Insurance	66,963	127,481
Advertisement, Publicity & sales Promotion	320,794	357,896
Travelling and Other Incidental Expenses	3,297,815	3,142,550
Vehicle Running & Maintenance	1,364,042	1,393,014
Printing & Stationary	637,992	714,073
Communication Expenses	1,157,469	1,195,299
Auditor's remuneration - As Auditors	66,291	66,293
- For Tax Audit	22,473	22,885
- For Certification/Limited Review	37,643	34,921
Legal, Professional & Consultancy Charges	3,679,563	4,286,708
Electricity	448,658	804,874
Vehicle Repossession & incidental Expenses	276,568	190,517
Directors' sitting Fees	73,034	77,000
Director's remuneration	1,175,810	1,177,459
Miscellaneous Expenses	2,300,968	2,248,900
Discounts & Claims to Customer and Other Selling Expenses	142,381	158,458
Commission on sales	-	22,000
Commission/Brokerage	342,089	807,895
Loss/(Gain) on Sale/disposal of fixed Assets/Intangibles	822,232	25,109
Baddebts & Writeoffs	37,141,122	37,309,875
TOTAL	59,472,666	61,219,221

(in ₹)

Particulars	As at 31/03/2014	As at 31/03/2013
2.26 Tax Expense		
Current Tax (Income)	9,470,000	5,435,000
Deferred Taxes (Credit)	(2,407,000)	(1,748,000)
TOTAL	7,063,000	3,687,000



NPR FINANCE LIMITED

As required in terms of Paragraph 9BB of Non - Banking Financial Companies Prudential Norms (Reserve Bank),
Directions, 1998

(₹ in lakhs)

Liabilities side :

(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :	Amount outstanding	Amount overdue
(a) Debentures : Secured : Unsecured (other than falling within the meaning of public deposits)	- - -	- - -
(b) Deferred Credits	-	-
(c) Term Loans	40.55	-
(d) Inter - corporate loans and borrowing	250.00	-
(e) Commercial Paper	-	-
(f) Public Deposits	-	-
(g) Other Loans	-	-
Working Capital loan	140.51	-
Fixed Deposit from Promoters, Directors and their relatives	-	-
Interest bearing Security Deposit	8.39	-

(2) Break - up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :	Amount outstanding
(a) In the form of Unsecured debentures	-
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-
(c) Other public deposits	-

Assets side :

(3) Break - up of Loans and Advances including bills receivables [other than those included in (4) below] :	Amount outstanding
(a) Secured	-
(b) Unsecured	1,994.63



NPR FINANCE LIMITED

(₹ in lakhs)

	Amount outstanding
(4) Break- up of Leased Assets and stock on hire and hypothecation loan counting towards EL/HP activities	
(i) Lease assets including lease rentals under Sundry debtors :	
(a) Financial lease	-
(b) Operating lease	-
(ii) Stock on hire including hire charges under sundry debtors :	
(a) Assets on hire	-
(b) Repossessed Assets	-
(iii) Hypothecation loans counting towards EL/HP activities	
(a) Loans where assets have been repossessed	5.76
(b) Loans other than (a) above	831.97
(5) Break - up of Investments :	Amount outstanding
Current Investments :	
1. Quoted :	
(i) Shares : (a) Equity	0.28
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	111.59
(iv) Government Securities	66.29
(v) Others	-
2. Unquoted :	
(i) Shares (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-
Long Term Investments :	
1. Quoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-
2. Unquoted :	
(i) Shares : (a) Equity	70.00
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Other	-



NPR FINANCE LIMITED

(₹ in lakhs)

(6) Borrower group - wise classification of all leased assets, stock - on- hire and loans and advances

Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	1,763.39	1,763.39
(c) Other than related parties	837.72	1,994.63	2,832.35
Total	837.72	3,758.02	4,595.74

(7) Investor group - wise classification of all investments (current and long term) in shares and securities (Both quoted and unquoted) :

Category	Market Value / Break up or fair value or / NAV	Book Value (Net of Provisions)
1. Related Parties		
(a) Subsidiaries	-	-
(b) Companies in the same group (Unquoted)*	55.60	70.00
(c) Other than related parties (Quoted)*	180.22	178.16
Total	235.82	248.16

* Being unquoted ₹ 55.60 lacs represents NAV per share as on 31/03/2013 as the Balance Sheet for the accounting year ended 31/03/2014 is not available and being quoted ₹ 180.22 lacs represents Market Value as on 31/03/2014.

(8) Other Information

Particulars	Amount
(i) Gross Non - Performing Assets	
(a) Related parties	-
(b) Other than related parties	5.76
(ii) Net Non - Performing Assets	
(a) Related parties	-
(b) Other than related parties	5.76
(iii) Assets acquired in satisfaction of debt	-



NPR FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014
(AS REQUIRED BY CLAUSE 32 OF THE LISTING AGREEMENT)

(in ₹)

	2013-2014	2012-2013
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items	21,865,088	11,259,913
Financial Expenses	4,177,892	9,612,504
Depreciation	7,628,745	7,898,426
(Profit)/Loss on Assets	816,463	(1,516,441)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	34,488,188	27,254,402
(Increase)/Decrease in Loan & Advances	(112,193,880)	(83,236,197)
(Increase)/Decrease in Instalment Receivables	78,813,379	176,880,989
Increase/(Decrease) in Current Liabilities	2,880,711	(17,494,432)
(Increase)/Decrease in Stock in trade	861,063	(2,498,336)
CASH GENERATED FROM OPERATIONS	4,849,461	100,906,426
Financial Expenses	(4,983,865)	(11,737,593)
Direct Taxes Paid	(8,317,178)	(6,712,824)
NET CASH FROM OPERATING ACTIVITIES (A)	(8,451,582)	82,456,009
B CASH FLOW FROM INVESTING ACTIVITIES		
Increase in Non Current investment	(7,000,000)	-
Purchase of Fixed Assets	(2,102,741)	(979,203)
Sale of Fixed Assets	450,943	2,536,500
NET CASH FROM INVESTING ACTIVITIES (B)	(8,651,798)	1,557,297
C CASH FLOW FROM FINANCING ACTIVITIES		
Decrease in Secured Loan	(2,428,211)	(38,797,891)
Decrease in Unsecured Loan	16,934,536	(50,016,095)
Decrease in Fixed Deposit	(611,878)	1,613,330
NET CASH FROM FINANCING ACTIVITIES (C)	13,894,447	(87,200,656)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(3,208,933)	(3,187,350)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	6,756,841	9,944,191
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	3,547,908	6,756,841

As per our report of even date

209, A. J. C. Bose Road
"Karnani Estate"
2nd Floor, Room No. 87
Kolkata - 700 017
Dated : 16th Day of May, 2014

For R. P. Boobna & Co.
Chartered Accountants
Registration No : 304093E

PANKAJ KAKARANIA
Partner
Membership No . 053304

PAWAN KUMAR TODI
Managing Director
DIN :- 00590156

NAND LAL TODI
Director
DIN :- 00581581

SARIKA MEHRA
Executive Vice President
& Company Secretary