



NPR Finance Limited

15th September, 2017

To,

The Department of Corporate Affairs,
Bombay Stock Exchange Limited.
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400 001
Dear Sirs,

Sub: Proceedings of the 28th Annual General Meeting of the Company held on Thursday, the 14th day of September, 2017 in terms of Para A of Part A of Schedule III of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Para A of Part A of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the proceedings of the 28th Annual General Meeting of the Company held on Thursday, the 14th day of September, 2017, at 11.00 a.m. at Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2nd Floor, Kolkata- 700 001.

For NPR Finance Ltd

A handwritten signature in black ink, appearing to read 'Sarika Mehra'.

Sarika Mehra
Executive Director
& Company Secretary
DIN-06935192
Encl. as above

REGISTERED OFFICE :

TODI MANSION, 9TH FLOOR, 1, LU SHUN SARANI, KOLKATA - 700 073

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CIN - L65921WB1989PLC047091



NPR Finance Limited

Proceedings of the 28th Annual General Meeting (AGM) of M/s. NPR Finance Limited

The 28th AGM of the Company was held on Thursday, the 14th day of September, 2017, at 11:00 a.m. at Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2nd Floor, Kolkata- 700 001.

Mr. Arun Charan Mukherji (DIN- 00063975), the Chairman of the Board Meeting took the Chair as the Chairman of the Meeting, and introduced the Board of Directors, alongwith Ms. Sarika Mehra (DIN-06935192), Executive Director & Company Secretary and Mr. Ashok Kumar Shah (CFO), on the dais.

The Chairman further welcomed: (i) M/s R.P. Boobna & Co. (FRN 304093E), the Statutory Auditor of the Company for the financial year ended 31st March, 2017, represented by Mr. Pankaj Kakarania; and (ii) Mr. D.N. Agarwal - Partner of M/s. Deoki Bijay & Co, whose name was proposed for appointment as the Statutory Auditor; (iii) Mr. Niaz Ahmed, the Scrutinizer for scrutinizing the voting process of the 28th Annual General Meeting.

All the Directors and Committee members of various Committees of the Board of Directors ("the Board") were present at the meeting save and except, for the following Directors:

1. Mr. Ashok Bhandari (DIN- 00012210), Non Executive, Independent Director. was on a personal visit out of city, and therefore could not attend the meeting.
2. Mr. Nandlal Todi (DIN-00581581), Director, could not attend the meeting due to certain unavoidable circumstances.

As the requisite quorum was present, the Chairman declared the meeting to be open and welcomed the members at the 28th Annual General Meeting (AGM) of the Company.

The Notice convening the Meeting, together with the Audited Financial Statements, the report of Directors thereon and the Secretarial Audit Report, were with the consent of the Members taken as read.

The Chairman addressed the meeting and briefed the members about the working of the Company, vis-à-vis the prevailing business environment and future plans of the Company.

The following businesses were considered at the 28th AGM:

1. Adoption of Audited Financial Statements for the year ended 31st March, 2017 and the Reports of the Auditors and Directors thereon.
2. Re-appointment of Mr. Nandlal Todi (DIN-00581581), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of M/s. Deoki Bijay & Co., Chartered Accountants, as Statutory Auditor of the Company and fix their remuneration.
4. Appointment of Mr. Ashok Bhandari (DIN-00012210) as Non Executive Independent Director.
5. Approval of revised remuneration of Mr. Pawan Kumar Todi (DIN-00590156), Managing Director.



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6. Variation in terms of appointment of Ms. Sarika Mehra (DIN-06935192) Executive Director & Company Secretary.

7. Approval/Ratification of Related Party Transactions.

The Chairman informed the members that, pursuant to the provisions of section 108 of the Act, read with the Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members through Central Depository Services Limited (CDSL). The Polling process through electronic mode commenced on 11th September, 2017, 9.00 a.m. onwards, and concluded on 13th September, 2017, at 5.00 p.m. The remote e-voting module was disabled by CDSL for voting thereafter.

The Chairman, at the end of discussion on the resolutions on which voting was to be held at the AGM, allowed voting through ballot paper for all those members who were present at the AGM and did not exercise the remote e-voting option.

After the conclusion of voting at the AGM, the locked ballot box was handed over to the Scrutinizer who opened the Polling box in the presence of two witnesses.

The Chairman informed the Members that the voting results shall be declared within 48 hours of the conclusion of the AGM and the same shall be disseminated to the BSE Ltd. and also updated on the website of the Company and CDSL.

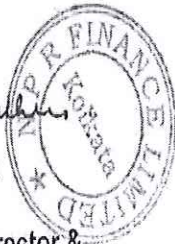
The AGM concluded with a vote of thanks to the Chair.

For NPR Finance Ltd.

Sarika Mehra

Sarika Mehra

Executive Director &
Company Secretary
DIN-06935192



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