

<b>General information about company</b>	
Scrip code	530127
NSE Symbol	
MSEI Symbol	
ISIN	INE446D01011
Name of the entity	NPR FINANCE LTD
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory														Textual Information(1)						
Whether the listed entity has a Regular Chairperson														Yes						
Whether Chairperson is related to MD or CEO														No						
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	RAJENDRA KUMAR DUGGAR	ADUPD2495H	00403512	Non-Executive - Independent Director	Chairperson		26-11-1950	NA		28-01-2011	17-09-2019		120	1	1	2	2		
2	Mr	ASHOK DHIRAJLAL KANAKIA	AGCPK9425B	00738955	Non-Executive - Independent Director	Not Applicable		02-08-1953	NA		14-02-2019	17-09-2019		60	1	1	2	0		
3	Mr	PAWAN KUMAR TODI	ABRPT4635J	00590156	Executive Director	Not Applicable	MD	02-06-1953	NA		01-11-1994	17-09-2019			1	0	1	0		
4	Mr	RISHI TODI	ABUPT6543N	00590337	Non-Executive - Non Independent Director	Not Applicable		01-04-1980	NA		09-02-2022				1	0	1	0		
5	Ms	SARIKA MEHRA	AHCPM8008P	06935192	Executive Director	Not Applicable		21-10-1974	NA		28-07-2014	30-09-2020			1	0	1	0		

**Text Block**

Textual Information(1)	<p>Date of Re-appointment</p> <p>Mr. Pawan Kumar Todi (DIN-00590156) has been re-appointed at the 30th Annual General Meeting (AGM) held on 17/09/2019 as the Managing Director for a period of three (3) years with effect from 01/11/2019.</p> <p>Ms. Sarika Mehra (DIN-06935192) has been re-appointed at the 30th Annual General Meeting (AGM) held on 17/09/2019, as the Whole-time Director for a period of three (3) years with effect from 19/09/2019. Further, her office was liable to retire by rotation at the AGM held on 30/09/2020 - where she was re-appointed.</p> <p>In terms of the provisions of the Companies Act, 2013 readwith the Rules made thereunder and the SEBI (Listing Obligations &amp; Disclosure Requirements) Regulations, 2015, Mr. Rajendra Kumar Duggar (DIN-00403512) - Non Executive &amp; Independent Director, was re-appointed by a special resolution at the 30th AGM held on 17/09/2019 for another term of 5 years.</p> <p>Further, the tenure of Mr. Ashok Dhirajlal Kanakia (DIN-00738955) as an Additional Director (Non Executive &amp; Independent Category) expired at the conclusion of the 30th AGM held on 17/09/2019, wherein, he was appointed as a Director (Non Executive &amp; Independent) for a term of 5 years.</p> <p>Mr. Rishi Todi (DIN-00590337) was first appointed on the Board with effect from 07/09/2005. Subsequently, he resigned with effect from 03/05/2007. He was again appointment with effect from 09/02/2022 as an additional Director (Non Executive &amp; Non Independent Category) - confirmation of his appointment was provided by the shareholders at the Extra-ordinary General Meeting dated 06/05/2022, where his appointment was regularised.</p>
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<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)	<p>RISK MANAGEMENT COMMITTEE.</p> <p>The Company is not required to have a Risk Management Committee. However, the Company has voluntarily in place, a Risk Management Committee which comprises of two members of the Board of Directors and one senior executive of the Company, who is not a member of the Board of Directors. The Committee is chaired by a member of the Board of Directors.</p>
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00403512	RAJENDRA KUMAR DUGGAR	Non-Executive - Independent Director	Chairperson	28-01-2011		
2	00738955	ASHOK DHIRAJLAL KANAKIA	Non-Executive - Independent Director	Member	14-02-2019		
3	06935192	SARIKA MEHRA	Executive Director	Member	31-12-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00738955	ASHOK DHIRAJLAL KANAKIA	Non-Executive - Independent Director	Chairperson	14-02-2019		
2	00403512	RAJENDRA KUMAR DUGGAR	Non-Executive - Independent Director	Member	30-05-2012		
3	00590337	RISHI TODI	Non-Executive - Non Independent Director	Member	09-02-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00403512	RAJENDRA KUMAR DUGGAR	Non-Executive - Independent Director	Chairperson	15-09-2020		
2	00590156	PAWAN KUMAR TODI	Executive Director	Member	31-07-2001		
3	00738955	ASHOK DHIRAJLAL KANAKIA	Non-Executive - Independent Director	Member	31-12-2021		
4	00590337	RISHI TODI	Non-Executive - Non Independent Director	Member	09-02-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00403512	RAJENDRA KUMAR DUGGAR	Non-Executive - Independent Director	Chairperson	31-12-2021		
2	00590156	PAWAN KUMAR TODI	Executive Director	Member	28-07-2014		
3	00590337	RISHI TODI	Non-Executive - Non Independent Director	Member	09-02-2022		
4	01108114	SHANKAR BIRJUKA	Member	Member	28-07-2014		



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00590156	PAWAN KUMAR TODI	FAIR PRACTICE CODE COMMITTEE	Executive Director	Chairperson	
2	00590337	RISHI TODI	FAIR PRACTICE CODE COMMITTEE	Non-Executive - Non Independent Director	Member	
3	06935192	SARIKA MEHRA	FAIR PRACTICE CODE COMMITTEE	Executive Director	Member	
4	00590156	PAWAN KUMAR TODI	IT STRATEGY COMMITTEE	Executive Director	Chairperson	
5	06935192	SARIKA MEHRA	IT STRATEGY COMMITTEE	Executive Director	Member	
6	00590337	RISHI TODI	IT STRATEGY COMMITTEE	Non-Executive - Non Independent Director	Member	
7	99999999	ASHIM KARMAKAR	IT STRATEGY COMMITTEE	Member	Member	

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	09-02-2022				Yes	5	2
2		06-04-2022	55		Yes	5	2
3		30-05-2022	53		Yes	5	2

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	09-02-2022				Yes	3	2
2	Audit Committee	06-04-2022	55			Yes	3	2
3	Audit Committee	30-05-2022	53			Yes	3	2

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

<b>Text Block</b>	
Textual Information(1)	Nature of Related Party Transactions during the period ended 30/06/2022: I. Remuneration Paid II. Rent Paid III. Loan Given/taken IV. Availing / rendering of services; etc.
Textual Information(2)	Nature of Related Party Transactions during the period ended 30/06/2022: I. Remuneration Paid II. Rent Paid III. Loan Given/taken IV. Availing / rendering of services; etc.

**Annexure 1**

**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	RIMPA ROY
2	Designation	Company Secretary and Compliance Officer

<b>Text Block</b>	
Textual Information(1)	<p>This Report on Corporate Governance shall be placed at the ensuing Board Meeting of the Company. Further, the Report on Corporate Governance of the previous Quarter was placed before the Board of Directors.</p> <p>The Company is not required to have a Risk Management Committee. However, the Company has in place a Risk Management Committee which comprises of three members of the Board of Directors and one senior executive of the Company, who is not a member of the Board of Directors. The Committee is chaired by a member of the Board of Directors.</p> <p>The Company has voluntarily complied with the constitution of the Risk Management Committee. Accordingly, the Company has chosen the option "Not applicable" against the particular "Risk Management Committee" under the General Info Annexure. Hence, the option "NA" has also been mentioned against compliance status on the Composition of the Risk Management Committee (Serial No. 5) of "Annx 1 - Affirmations".</p>

<b>Signatory Details</b>	
Name of signatory	RIMPA ROY
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	18-07-2022

