

General information about company	
Scrip code	530127
NSE Symbol	
MSEI Symbol	
ISIN	INE446D01011
Name of the entity	NPR FINANCE LTD
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
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					
of the ctor	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)	No pro I
√DRA AR iAR	ADUPD2495H	00403512	Non- Executive - Independent Director	Chairperson		26- 11- 1950	NA		28-01-2011	17-09-2019		120	1	1	2	2	
K √JLAL KIA	AGCPK9425B	00738955	Non- Executive - Independent Director	Not Applicable		02- 08- 1953	NA		14-02-2019	17-09-2019		60	1	1	2	0	
N AR	ABRPT4635J	00590156	Executive Director	Not Applicable	MD	02- 06- 1953	NA		01-11-1994	17-09-2019			1	0	1	0	
√A √A	AHCPM8008P	06935192	Executive Director	Not Applicable		21- 10- 1974	NA		28-07-2014	30-09-2020			1	0	1	0	

I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson																	
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 members in Audit Stakeholder Committee including listed entity (Refer Regulation 26(1) of Listing Regulations)
5	Mr	RISHI TODI	ABUPT6543N	00590337	Non-Executive - Non Independent Director	Not Applicable		01-04-1980	NA		09-02-2022				1	0	1

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 & Disclosure Requirements) Regulations, 2015, Mr. Rajendra Kumar Duggar (DIN-00403512) - Non Executive & 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 & Independent Category) expired at the conclusion of the 30th AGM held on 17/09/2019, wherein, he was appointed as a Director (Non Executive &Independent) for a term of 5 years.</p> <p>Further, 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 has now been again appointment with effect from 09/02/2022 as an additional Director (Non Executive & Non Independent Category).</p>

Annexure 1	
II. Composition of Committees	
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>

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	01108114	SHANKAR BIRJUKA	Member	Member	28-07-2014		
4	00590337	RISHI TODI	Non-Executive - Non Independent Director	Member	09-02-2022		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00590337	RISHI TODI	FAIR PRACTICE CODE COMMITTEE	Non-Executive - Non Independent Director	Member	
2	00590156	PAWAN KUMAR TODI	FAIR PRACTICE CODE COMMITTEE	Executive Director	Chairperson	
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	13-11-2021				Yes	4	2
2		09-02-2022	87		Yes	5	2

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
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)		
1	Audit Committee	13-11-2021				Yes	2	2
2	Audit Committee	09-02-2022	87			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)

Text Block	
Textual Information(1)	<p>The Audit Committee at its Meeting held on 9th February, 2022, was accorded fresh omnibus approval to pursue related party transactions subject to the maximum threshold limit prescribed in the Regulations.</p> <p>Further, the members at the 33rd Annual General Meeting of the Company held on 30th September, 2022, accorded approval/Ratification for various Related Party Transactions.</p> <p>Information on Related Party transactions for the quarter ended 31-03-2022, will be reviewed at the ensuing meeting of the Audit Committee.</p> <p>Nature of Related Party Transactions during the period ended 31.03.2022:</p> <p>I. Remuneration Paid</p> <p>II. Rent Paid</p> <p>III. Loan Given/taken</p> <p>IV. Availing / rendering of services; etc.</p>
Textual Information(2)	<p>The Audit Committee at its Meeting held on 9th February, 2022, was accorded fresh omnibus approval to pursue related party transactions subject to the maximum threshold limit prescribed in the Regulations.</p> <p>Further, the members at the 33rd Annual General Meeting of the Company held on 30th September, 2022, accorded approval/Ratification for various Related Party Transactions.</p> <p>Information on Related Party transactions for the quarter ended 31-03-2022, will be reviewed at the ensuing meeting of the Audit Committee.</p> <p>Nature of Related Party Transactions during the period ended 31.03.2022:</p> <p>I. Remuneration Paid</p> <p>II. Rent Paid</p> <p>III. Loan Given/taken</p> <p>IV. Availing / rendering of services; etc.</p>

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

Text Block	
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>

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.nprfinance.com/financing.aspx ; http://www.nprfinance.com/powergeneration.aspx ; http://www.nprfinance.com/realstate.aspx
2	Terms and conditions of appointment of independent directors	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=IDR&prmCtgType=S
3	Composition of various committees of board of directors	Yes		http://www.nprfinance.com/committees.aspx
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=DCC&prmCtgType=S
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=WBVM&prmCtgType=S
6	Criteria of making payments to non-executive directors	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=NRP&prmCtgType=S
7	Policy on dealing with related party transactions	Yes		https://www.nprfinance.com/showreport.aspx?prmRsCtg=PRPT&prmCtgType=S
8	Policy for determining 'material' subsidiaries	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=MSP&prmCtgType=S
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=FPID&prmCtgType=S

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.nprfinance.com/contactus.aspx
11	email address for grievance redressal and other relevant details	Yes		http://www.nprfinance.com/contactus.aspx
12	Financial results	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=QFR&prmCtgType=S
13	Shareholding pattern	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=SP&prmCtgType=S
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		http://www.nprfinance.com/default.aspx
17	Advertisements as per regulation 47 (1)	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=NSP&prmCtgType=S
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://nprfinance.com/showreport.aspx?prmRsCtg=STKH&prmCtgType=S
21	Materiality Policy as per Regulation 30	Yes		http://www.nprfinance.com/showreport.aspx?prmRsCtg=PDMIE&prmCtgType=S
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://nprfinance.com/showreport.aspx?prmRsCtg=CERT.&prmCtgType=S

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	RIMPA ROY
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	RIMPA ROY
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	5000000	300103985	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)	
Name	Mr. Ashok Kumar Shah		
Designation	CFO		
Place	KOLKATA		
Date	20-04-2022		

Signatory Details	
Name of signatory	RIMPA ROY
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	20-04-2022

