

NPR FINANCE LIMITED

Todi Mansion, 1, Lu- Shun Sarani, 9th Floor, Kolkata-700 073
 CIN-L65921WB1989PLC047091 , E-Mail- npr1@nprfinance.com
 Phone No. – 033 2237 7201, Fax No. – 033 2237 6111, Website : www.nprfinance.com

Declaration of the Voting Results of the 28th Annual General Meeting

I, Arun Charan Mukherji (DIN- 00063975), Chairman of the Board of Directors and the General Meetings of the Company, hereby declare the Combined Results of the remote e-voting and Poll conducted for the 28th Annual General Meeting (AGM) 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.

Based on the Report of the Scrutinizer, Mr. Niaz Ahmed, Company Secretary in Whole-time Practice, I hereby declare the voting results:-

- I. The Remote e-voting option was exercised for all the four (7) resolutions by 33 shareholders holding 40,67,169 Equity Shares. The Scrutinizer disregarded 40,65,430 votes cast by the Promoter Group for Resolution No. 7 in lieu of the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, pursuant to which, all material Related Party Transactions shall require approval of the shareholders through ordinary resolution and the related parties shall abstain from voting on such resolutions.

- II. The option of voting by Physical Ballot was exercised by 9 shareholders, aggregating to 48 votes.

Based on the Scrutinizer's Report, dated 15th September, 2017, I declare that, all the Resolutions proposed at the 28th AGM have been duly passed with requisite majority. Summary of the voting results for the items placed for consideration by the members is given below:-

Resolution Serial No.	Summary of the Resolution	Resolution Category	No. of member who cast their votes		No. of Shares held by the voters		Assent %	Dissent %
			Assent	Dissent	Assent	Dissent		
1.	Adoption of Audited Financial Statements for the year ended 31 st March, 2017 and the Reports of the Auditors and Directors thereon.	Ordinary Resolution	42	-	40,67,217	-	100%	-

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2.	Re-appointment of Mr. Nandlal Todi (DIN-00581581), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution	42	-	40,67,217	-	100%	-
3.	Appointment of M/s. Deoki Bijay & Co., Chartered Accountants, as Statutory Auditor of the Company and fix their remuneration	Ordinary Resolution	42	-	40,67,217	-	100%	-
4.	Appointment of Mr. Ashok Bhandari (DIN-00012210) as an Independent Director.	Ordinary Resolution	42	-	40,67,217	-	100%	-
5.	Approval of revised remuneration of Mr. Pawan Kumar Todi (DIN-00590156), Managing Director, with effect from 1 st June, 2017.	Special Resolution	42	-	40,67,217	-	100%	-

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			Assent	Dissent	Assent	Dissent		
6.	Variation in terms of appointment of Ms. Sarika Mehra (DIN-06935192).	Ordinary Resolution	42	-	40,67,217	-	100%	-
7.	Approval/ratification of Related Party Transactions.	Ordinary Resolution	13	-	1787	-	100%	-

Place: Kolkata

Date: 16th September, 2017Arun Charan Mukherji
Chairman
DIN: 00063975