

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	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
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)						
Wether the listed entity has a Regular Chairperson														Yes						
Whether Chairperson is related to MD or CEO														Yes						
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	NANLAL TODI	ABNPT6269L	00581581	Non-Executive - Non Independent Director	Chairperson related to Promoter		30-05-1931	Yes	17-09-2019	30-06-2006	17-09-2019			1	0	2	0		
2	Mr	RAJENDRA KUMAR DUGGAR	ADUPD2495H	00403512	Non-Executive - Independent Director	Not Applicable		26-11-1950	NA		28-01-2011	17-09-2019		120	1	1	2	2		
3	Mr	NITIN GUHA	ADTPG1865F	01107480	Non-Executive - Independent Director	Not Applicable		01-11-1934	Yes	17-09-2019	27-07-2002	17-09-2019	23-08-2020	120	0	0	0	0		
4	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	1	0		

I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory																				
Wether 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 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
5	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		
6	Ms	SARIKA MEHRA	AHCPM8008P	06935192	Executive Director	Not Applicable		21-10-1974	NA		28-07-2014	30-09-2020			1	0	0	0		

Text Block	
Textual Information(1)	<p>Date of Re-appointment & Cessation</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) & Mr. Nitin Guha (DIN-01107480) - Non Executive & Independent Directors, were re-appointed by a special resolution at the 30th AGM held on 17/09/2019 for another term of 5 years.</p> <p>However, Mr. Nitin Guha (DIN- 01107480), member of the board has expired on 23.08.2020. The intimation of the same was provide to the Company on 10.09.2020.</p> <p>Further, the tenure of Mr. Ashok Dhirajlal Kanakia(DIN-00738955) as an Additional Director (Non Executive & Independent Category) expired at the 30th AGM. He was accordingly, appointed as a Director (Independent & Non Executive) for a term of 5 years at the 30th AGM held on 17/09/2019.</p> <p>Chairpersonship & Membership</p> <p>Due to the cessation of Mr. Nitin Guha (DIN- 01107480), he automatically ceased to hold the Directorship & Chairpersonship / Membership of Committees accross of the Board. Accordingly, "0" has been mentioned against his number of directorship, Committee membership & Committee Chairpersonship information columns of Annex 1- Comp. of BOD.</p> <p>Mr. Rajendra Kumar Duggar (DIN-00403512) was appointed by the Board of Directors at its meeting held on 15/09/2020 - as a member and also the Chairperson of the Stakeholders Relationship Committee with effect from 15th September, 2020 in place of Mr. Nitin Guha (DIN- 01107480).</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>AUDIT COMMITTEE.</p> <p>Mr. Nitin Guha (DIN- 01107480), member of the committee, has expired on 23.08.2020.</p> <p>NOMINATION AND REMUNERATION COMMITTEE.</p> <p>The Remuneration Committee of the Company (which was constituted earlier in terms of clause 49 of the erstwhile Listing Agreement), was reconstituted as the Nomination and Remuneration Committee.</p> <p>Post the expiry of Mr. Nitin Guha (DIN-01107480), Mr. Ashok Dhirajlal Kanakia (DIN-00738955) Non-Executive and Independent Director, has been appointed as the Chairperson of the Nomination and Remuneration Committee with effect from 15.09.2020.</p> <p>Further, Mr. Nandlal Todi (DIN-00581581), Non-Executive and Non-Independent Director, has been appointed as a member of the Committee with effect from 15.09.2020.</p> <p>STAKEHOLDERS RELATIONSHIP COMMITTEE.</p> <p>The Share Transfer & Investor Grievance Committee (which was constituted earlier in terms of clause 49 of the erstwhile Listing Agreement), was reconstituted as the Stakeholders Relationship Committee.</p> <p>Mr. Rajendra Kumar Duggar (DIN-00403512), Non-Executive and Independent Director, has been appointed as a member and also the Chairperson of the Stakeholders Relationship Committee with effect from 15.09.2020, in place of Mr. Nitin Guha (DIN- 01107480), who has expired.</p> <p>RISK MANAGEMENT COMMITTEE.</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 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> <p>CORPORATE SOCIAL RESPONSIBILITY(CSR) COMMITTEE</p> <p>The Company does not fall within the ambit of companies on whom CSR is applicable. Accordingly, the Company does not have a CSR Committee as, it is not required to constitute the same. However, this XBRL form is not providing "NA" option against the heading "Whether the Corporate Social Responsibility Committee has a regular Chairperson". Accordingly, the option "No" has been selected against this field.</p> <p>FAIR PRACTICE CODE COMMITTEE AND IT STRATEGY COMMITTEE</p> <p>Mr. Nitin Guha (DIN-01107480) was a member and also Chairperson of the Fair Practice Code Committee and the IT Strategy Committee. He expired on 23.08.2020. In this connection, Mr. Pawan Kumar Todi (DIN-00590156), Managing Director, has been appointed as the Chairperson of the Fair Practice Code Committee in place of Mr. Nitin Guha (DIN-01107480) with effect from 15.09.2020. In the IT Strategy Committee, post the expiry of Mr. Nitin Guha (DIN-01107480), there was no regular Chairperson in his place as on 30/09/2020. Subsequently, with effect from 12.10.2020, Mr. Ashok Dhirajlal Kanakia (DIN-00738955), Non-Executive and Independent Director, has been appointed as a member and also the Chairperson of the IT Strategy Committee.</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	00581581	NANDLAL TODI	Non-Executive - Non Independent Director	Member	30-06-2006		
3	01107480	NITIN GUHA	Non-Executive - Independent Director	Member	27-07-2002	23-08-2020	
4	00738955	ASHOK DHIRAJLAL KANAKIA	Non-Executive - Independent Director	Member	14-02-2019		

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	00581581	NANDLAL TODI	Non-Executive - Non Independent Director	Member	15-09-2020		
4	01107480	NITIN GUHA	Non-Executive - Independent Director	Chairperson	30-10-2002	23-08-2020	

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	00581581	NANDLAL TODI	Non-Executive - Non Independent Director	Member	30-05-2012		
3	00590156	PAWAN KUMAR TODI	Executive Director	Member	31-07-2001		
4	01107480	NITIN GUHA	Non-Executive - Independent Director	Chairperson	27-06-2007	23-08-2020	

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	00581581	NANDLAL TODI	Non-Executive - Non Independent Director	Chairperson	28-07-2014		
2	00590156	PAWAN KUMAR TODI	Executive Director	Member	28-07-2014		
3	01108114	SHANKAR BIRJUKA	Member	Member	28-07-2014		

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	00581581	NANDLAL TODI	FAIR PRACTICE CODE COMMITTEE	Non-Executive - Non Independent Director	Member	
2	00590156	PAWAN KUMAR TODI	FAIR PRACTICE CODE COMMITTEE	Executive Director	Chairperson	
3	00590156	PAWAN KUMAR TODI	IT STRATEGY COMMITTEE	Executive Director	Member	
4	06935192	SARIKA MEHRA	IT STRATEGY COMMITTEE	Executive Director	Member	
5	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							Textual Information (1)
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*	No. of Independent Directors attending the meeting*
1		31-07-2020			Yes	6	3
2		15-09-2020	45		Yes	3	2

Text Block	
Textual Information(1)	Mr. Pawan Kumar Todi (DIN-00590156) and Mr. Nandlal Todi (DIN-00581581) could not attend the meeting of the Board of Directors held on 15.09.2020 due to the demise of their relative on 14.09.2020.

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information (1)	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)	Number of Directors present*	
1	Audit Committee	31-07-2020				Yes	4	3
2	Audit Committee	15-09-2020	45			Yes	2	2

Text Block	
Textual Information(1)	Mr. Nandlal Todi (DIN-00581581), member of the Audit Committee could not attend the meeting of the Committee held on 15.09.2020 due to demise of his relative on 14.09.2020.

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 13th February, 2020, has 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 31st Annual General Meeting of the Company held on 30th September, 2020, accorded approval/Ratification for various Related Party Transactions.</p> <p>Information on Related Party transactions will be reviewed at the ensuing meeting of the Audit Committee.</p> <p>Related Party Transactions during the period ended 30.09.2020 pertains to : availing / rendering of services; Remuneration Paid, Rent paid, Loan given/taken, etc.</p>
Textual Information(2)	<p>The Audit Committee at its Meeting held on 13th February, 2020, has 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 31st Annual General Meeting of the Company held on 30th September, 2020, accorded approval/Ratification for various Related Party Transactions.</p> <p>Information on Related Party transactions will be reviewed at the ensuing meeting of the Audit Committee.</p> <p>Nature of Related Party Transactions during the half year ended 30.09.2020</p> <p>I. Remuneration Paid</p> <p>II. Rent Paid</p> <p>III. Loan Given/taken</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 shall appoint an Independent and Non-Executive Director due to the demise of Mr. Nitin Guha (DIN- 01107480).</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 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> <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 III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

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

Signatory Details	
Name of signatory	RIMPA ROY
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	13-10-2020

