

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	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
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	NANDLAL 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	1	1		
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		120	1	1	2	1		
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	Mrs	SARIKA MEHRA	AHCPM8008P	06935192	Executive Director	Not Applicable		21-10-1974	NA		28-07-2014	17-09-2019			1	0	0	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.</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>Further, the tenure of Mr. Ashok Dhirajlal Kanakia(DIN-00738955) as an Additional Director (Non Executive & Independent Category) was expiring 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>

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>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>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>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 whome 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>

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		
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	01107480	NITIN GUHA	Non-Executive - Independent Director	Chairperson	30-10-2002		
2	00403512	RAJENDRA KUMAR DUGGAR	Non-Executive - Independent Director	Member	30-05-2012		
3	00738955	ASHOK DHIRAJLAL KANAKIA	Non-Executive - Independent Director	Member	14-02-2019		

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	01107480	NITIN GUHA	Non-Executive - Independent Director	Chairperson	27-06-2007		
2	00581581	NANDLAL TODI	Non-Executive - Non Independent Director	Member	30-05-2012		
3	00590156	PAWAN KUMAR TODI	Executive Director	Member	31-07-2001		

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	01107480	NITIN GUHA	FAIR PRACTICE CODE COMMITTEE	Non-Executive - Independent Director	Chairperson	
2	00581581	NANDLAL TODI	FAIR PRACTICE CODE COMMITTEE	Non-Executive - Non Independent Director	Member	
3	00590156	PAWAN KUMAR TODI	FAIR PRACTICE CODE COMMITTEE	Executive Director	Member	
4	01107480	NITIN GUHA	IT STRATEGY COMMITTEE	Non-Executive - Independent Director	Chairperson	
5	00590156	PAWAN KUMAR TODI	IT STRATEGY COMMITTEE	Executive Director	Member	
6	06935192	SARIKA MEHRA	IT STRATEGY COMMITTEE	Executive 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							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	13-09-2019				Yes	6	3
2		12-12-2019	89		Yes	5	3

Text Block	
Textual Information(1)	<p>Date of meeting</p> <p>The Companies (Indian Accounting Standards) Rules, 2015 (IND AS) is applicable to our Company for the accounting period beginning 1st April, 2019 onwards.</p> <p>Pursuant to the relaxation provided vide SEBI Circular No. CIR/CFD/FAC/62/2016, dated 5th July, 2016, our Board Meeting for inter-alia, approval of Unaudited Financial Results for the quarter ended 30th June, 2019 & 30th September, 2019, was held on 13th September, 2019 & 12th December, 2019 respectively.</p> <p>Attendance at the meeting</p> <p>Mr. Nandlal Todi (DIN-00581581), Non-executive & Non-independent Director & also the regular Chairperson of the meeting - could not attend the meeting of the Board of Directors held on 12/12/2019 due to health issues. In his place, Mr. Rajendra Kumar Duggar (DIN-00403512), Non Executive & Independent Director, was appointed as the Chairperson of the meeting. All the remaining Directors attended the meeting. The Composition of the Board & also the Quorum of the meeting - was adequate in terms of the SEBI(Listing Obligations & Disclosur Requirements) Regulations, 2015.</p>

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	13-09-2019				Yes	4	3
2	Audit Committee	12-12-2019	89			Yes	3	3

Text Block	
Textual Information(1)	<p>Date of meeting</p> <p>The Companies (Indian Accounting Standards) Rules, 2015 (IND AS) is applicable to our Company for the accounting period beginning 1st April, 2019 onwards.</p> <p>Pursuant to the relaxation provided vide SEBI Circular No. CIR/CFD/FAC/62/2016, dated 5th July, 2016, our Board Meeting for inter-alia, approval of Unaudited Financial Results for the quarter ended 30th September, 2019, was held on 12th December, 2019. Accordingly, the Audit Committee Meeting for inter-alia, approval of Unaudited Financial Results for the quarter ended 30th September, 2019, was also held on 12th December, 2019.</p> <p>Attendance of members at the Audit Committee</p> <p>Mr. Nandlal Todi (DIN-00581581), Non-executive & Non-independent Director, could not attend the meeting of the Audit Committee held on 12/12/2019 due to health issues. All the remaining members - being 3 in number (all 3 are Independent Directors) attended the meeting. Accordingly, the Quorum was adequate.</p>

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 14th February, 2019, 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 30th Annual General Meeting of the Company held on 17th September, 2019, 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 quarter and nine months ended 31.12.19</p> <p>I. Remuneration Paid</p> <p>II. Rent Paid</p> <p>III. Loan Given/taken</p> <p>IV. Purchase / Sale of Foreign Currency.</p>
Textual Information(2)	<p>The Audit Committee at its Meeting held on 14th February, 2019, 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 30th Annual General Meeting of the Company held on 17th September, 2019, 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 quarter and nine months ended 31.12.19</p> <p>I. Remuneration Paid</p> <p>II. Rent Paid</p> <p>III. Loan Given/taken</p> <p>IV. Purchase / Sale of Foreign Currency</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 (i.e. quarter ended on 30/09/2019) was placed before the Board of Directors at its meeting held on 12.12.2019.</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>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>

Signatory Details	
Name of signatory	Rimpa Roy
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	13-01-2020

