

**NPR Finance Ltd.**  
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
**For the Quarter ended on 31st March, 2010**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	Yes	--
(B) Non - Executive Directors' compensation & disclosures	49 (IB)	Yes	--
(C) Other provisions as to Board and Committees	49 (IC)	Yes	--
(D)Code of Conduct	49 (ID)	Yes	--
<b>II.Audit Committee</b>	49 II		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	--
(B) Meeting of Audit Committee	49 (IIB)	Yes	--
(C) Powers of Audit Committee	49 (IIC)	Yes	--
(D) Role of Audit Committee	49 (IID)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Information will be reviewed in the ensuing Audit Committee Meeting to be held on or before 30th June,2010
<b>III.Subsidiary Companies</b>	49 III	N.A.	--
<b>IV.Disclosures</b>	49 IV		
(A)Basis of related party transactions	49 (IVA)	Yes	Related Party transactions, if any will be placed in the ensuing Audit Committee Meeting to be held on or before 30th June, 2010
(B)Board Disclosures	49 (IVB)	Yes	--
(C)Proceeds from public issues, rights issues,preferential issues etc.	49 (IVC)	N.A.	No money was raised by way of public issue, right issue, preferential issues etc.
(D)Remuneration of Directors	49 (IVD)	Yes	Will be complied in the Annual Report 2009-10
(E)Management	49(IVE)	Yes	..do..
(F) Shareholders	49(IVF)	Yes	..do..
<b>V.CEO/CFO Certification</b>	49 V	Yes	..do..
<b>VI.Report on Corporate Governance</b>	49 VI	Yes	..do..
<b>VII.Compliance</b>	49 VII	Yes	..do..

Date : 05.04.2010

Place : Kolkata