**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 01-04-2024 Date of end of financial year 31-03-2025 Reporting Quarter Half Yearly Date of Report 30-09-2024 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** Textual Information(1) Disclosure of notes on composition of board of directors explanatory Yes Whether the listed entity has a Regular Chairperson Whether Chairperson is related to MD or CEO No Title (Mr Category 2 of Date of Category 3 of Name of the Director PAN DIN Category 1 of directors / Ms) directors directors Birth RAJENDRA KUMAR 26-11-Non-Executive -ADUPD2495H 00403512 Not Applicable Mr **Independent Director** DUGGAR 1950 ASHOK DHIRAJLAL Non-Executive -02-08-AGCPK9425B 00738955 Not Applicable Mr KANAKIA Independent Director 1953 02-06-PAWAN KUMAR ABRPT4635J 00590156 **Executive Director** Not Applicable MD 3 Mr TODI 1953 21-10-SARIKA MEHRA AHCPM8008P 06935192 Not Applicable **Executive Director** Mrs 1974 01-04-Non-Executive - Non 5 RISHI TODI ABUPT6543N 00590337 Not Applicable Mr **Independent Director** 1980 ASHOK KUMAR Non-Executive -17-05-6 AKZPS9202P 00589725 Chairperson Mr SINGHANIA **Independent Director** 1953 I. Composition of Board of Directors Disqualification of Directors under section 164 of the Companies Act, 2013 Whether the director is disqualified? Start Date of disqualification End Date of disqualification Details of disqualification Current status No Active 2 No Active 3 No Active No Active Active No Active **I. Composition of Board of Directors** No of post of No of Number of Chairperson Independent No of memberships in Audit/ Directorship Directorship Whether in Audit/ Stakeholder in listed in listed special Stakeholder Committee Tenure entities entities resolution Date of Committee(s) held in Notes for Notes for **Initial Date** including including of passed? passing Date of Re-Date of including this listed Reason for not not this listed this listed director [Refer Reg. listed entity entities providing providing special appointment cessation Cessation appointment entity (Refer entity [with (in 17(1A) of resolution (Refer including PAN DIN Regulation months) reference to Listing Regulation this listed proviso to 17A of Regulations] 26(1) of entity (Refer Listing regulation Regulation Listing Regulations) 17A(1) & Regulations) 26(1) of 17A(2)] Listing Regulations) 17-09-28-01-14-09-Tenure 0 0 0 0 NA 120 2011 2019 2024 Completion

	Date of Re-appointment
	Mr. Pawan Kumar Todi (DIN-00590156) has been re-appointed at the 33rd Annual General Meeting (AGM) held on 15/09/2022 as the Managing Director for a period of three (3) years with effect from 01/11/2022.
	Ms. Sarika Mehra (DIN-06935192) has been re-appointed at the 33rd Annual General Meeting (AGM) held on 15/09/2022, as the Whole-time Director for a period of three (3) years with effect from 19/09/2022. Further, her office was liable to retire by rotation at the AGM held on 14/09/2024 - where she was re-appointed.
	Mr. Rajendra Kumar Duggar (DIN-00403512) completed his second term of appointment as a Non Executive & Independent Director on the conclusion of the 35th AGM held on 14/09/2024. Accordingly, he ceased to hold office with effect from the conclusion of the 35th AGM.
Textual Information(1)	The first tenure of appointment of Mr. Ashok Dhirajlal Kanakia (DIN-00738955) as a Non-executive, Independent Director was completed at the conclusion of the 35th AGM held on 14/09/2024 - where he was re-appointed for another term of 5 years.
	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 was again appointed with effect from 09/02/2022 as an Additional Director (Non Executive & Non Independent Category) - confirmation of his appointment was provided by the shareholders at the Extra-ordinary General Meeting dated 06/05/2022, where his appointment was regularised. Further, his office was liable to retire by rotation at the AGM held on 26/09/2023 - where he was re-appointed.
	Mr. Ashok Kumar Singhania (DIN - 00589725) was appointed on the Board w.e.f. 12/08/2024, as an additional Director (Non Executive & Independent Category) . His tenure as an Additional Director expired on the conclusion of the 35th AGM where he was appointed for a term of 5 years.
	Upon the cessation of term of directorship of Mr. Rajendra Kumar Duggar (DIN-00403512) - on the conclusion of the 35th AGM dated 14/09/2024, Mr. Ashok Kumar Singhania (DIN - 00589725) was appointed as the Chairperson of the Board of Directors in his place.
	Annexure 1
	II. Composition of Committees
	Disclosure of notes on composition of committees explanatory Textual Information(1)
	Annexure 1 Text Block

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 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 MEMBERSHIPS/ CHAIRPERSONSHIPS OF MR. RAJENDRA KUMAR DUGGAR

With effect from the conclusion of the 35th AGM dated 14/09/2024, Mr. Rajendra Kumar Duggar (DIN-00403512), ceased to be member of the Board and also of the following Committees of the Board :

With effect from 12/08/2024, Mr. Ashok Kumar Singhania (DIN-00589725) was appointed as a member

Further, he was appointed as the Chairperson of the following Committees upon the cessation of

Directorship and Committee membership of Mr. Rajendra Kumar Duggar (DIN-00403512) - with effect

RISK MANAGEMENT COMMITTEE.

a. Audit Committee Member /Chairperson

of the following Committees of the Board :

b. Stakeholders Relationship Committee

d. Nomination & Remuneration Committee

b. Stakeholders Relationship Committee

c. Risk Management Committee

from the conclusion of the 35th AGM dated 14/09/2024:

c. Risk Management Committee

a. Audit Committee

a. Audit Committee

RAJENDRA KUMAR

ASHOK DHIRAJLAL

PAWAN KUMAR

**DUGGAR** 

**KANAKIA** 

RISHI TODI

**SINGHANIA** 

ASHOK KUMAR

Name of Committee

members

RAJENDRA KUMAR

PAWAN KUMAR

**DUGGAR** 

TODI

00403512

00590156

00738955

00590337

00589725

Textual Information(1)

DIN

Number

00403512

00590156

Number

00590156

00590337

06935192

00590156

06935192

00590337

99999999

Textual Information(1)

Annexure 1

III. Meeting of Board of Directors

Date(s) of

meeting

(Enter dates

of Previous

quarter and

Current

quarter in

chronological

order)

30-05-2024

12-08-2024

30-05-2024

20-04-2024

14-06-2024

30-05-2024

Date(s) of

meeting

(Enter dates

of Previous

quarter and

Current

quarter in

chronological

order)

09-08-2024

12-08-2024

12-08-2024

Maximum

gap

between

any two

consecutive

(in number

of days)

70

Name of

Committee

Audit

Audit

Risk

Committee

Committee

Management

Stakeholders Relationship

Committee

Stakeholders Relationship

Committee

Committee

**IV. Meeting of Committees** 

Name of

Committee

Other

and

Other

Committee

Textual Information(1)

**V. Related Party Transactions** 

Whether prior approval of audit committee obtained

Disclosure of notes of material transaction with related party

have been reviewed by Audit Committee

Disclosure of notes on related party transactions

Whether shareholder approval obtained for material RPT

Whether details of RPT entered into pursuant to omnibus approval

Sr Subject

Sr Subject

Regulations, 2015

Subject

Textual Information(1)

**Additional Half yearly Disclosure** 

Promoter or any other entity controlled by them

Promoter Group or any other entity controlled by

Directors (including relatives) or any other entity

KMPs or any other entity controlled by them

Promoter or any other entity controlled by them

Applicability of disclosure

Entity

Entity

controlled by them

Reason for Non Applicability

Name of signatory

Designation

requirements) Regulations, 2015 a. Audit Committee

Committee

Nomination

remuneration committee

Sr

Other

Committee

Maximum

gap

between

any two

consecutive

(in number

of days)

73

54

**FAIR** PRACTICE

CODE

**COMMITTEE** 

Name of other

committee

**FAIR** 

CODE

IT

ended 30-06-2024.

PRACTICE

**COMMITTEE** 

STRATEGY

**COMMITTEE** 

to be held during the quarter ended 30-09-2024.

members

PAWAN KUMAR

SARIKA MEHRA

PAWAN KUMAR

SARIKA MEHRA

RISHI TODI

KARMAKAR

ASHIM

RISHI TODI

TODI

TODI

2

**Risk Management Committee** 

3

Non-Executive -

Independent Director

Independent Director

Non-Executive - Non

Independent Director

Independent Director

of the Stakeholders Relationship Committee

Whether the Risk Management Committee has a Regular Chairperson Yes

Category 1 of directors

Name of other committee

FAIR PRACTICE CODE

FAIR PRACTICE CODE

FAIR PRACTICE CODE

COMMITTEE

COMMITTEE

COMMITTEE

IT STRATEGY

COMMITTEE

IT STRATEGY

COMMITTEE

IT STRATEGY

COMMITTEE

IT STRATEGY

COMMITTEE

IT Strategy Committee

Non-Executive -

**Independent Director** 

**Executive Director** 

**Executive Director** 

Non-Executive -

Non-Executive -

14/09/2024.

Committee is chaired by a member of the Board of Directors.

b. Stakeholders Relationship Committee Member /Chairperson

c. Risk Management Committee Member /Chairperson

d. Nomination & Remuneration Committee Member

(DIN-00403512) AND MR. ASHOK KUMAR SINGHANIA (DIN-00589725).

2

1

1

1

2

0

0

0

0

2

1

0

0

0

14-02-

2019

01-11-

1994

28-07-

2014

09-02-

2022

12-08-

2024

2

3

4

5

6

NA

NA

NA

NA

NA

Textual Information(1)

14-09-

2024

15-09-

2022

15-09-

2022

26-09-

2023

14-09-

2024

120

60

1

1

**Text Block** 

**Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes Name of Committee Date of DIN Category 2 of Date of Sr Category 1 of directors Remarks Number directors Appointment members Cessation RAJENDRA KUMAR Non-Executive -00403512 Chairperson 28-01-2011 14-09-2024 **DUGGAR** Independent Director ASHOK DHIRAJLAL Non-Executive -00738955 Member 14-02-2019 KANAKIA **Independent Director** 06935192 SARIKA MEHRA 31-12-2021 Executive Director Member ASHOK KUMAR Non-Executive -Textual 00589725 12-08-2024 Chairperson **SINGHANIA** Information(1) **Independent Director Sr Text Block** With effect from 12/08/2024, Mr. Ashok Kumar Singhania (DIN-00589725) was appointed as a member of the Audit Committee Textual Information(1) Further, he was appointed as its Chairperson upon the cessation of Directorship and Committee membership of Mr. Rajendra Kumar Duggar (DIN-00403512) - with effect from the conclusion of the 35th AGM dated 14/09/2024. **Nomination and remuneration committee** Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks members directors Number Appointment Cessation ASHOK DHIRAJLAL Non-Executive -00738955 14-02-2019 Chairperson KANAKIA **Independent Director** RAJENDRA KUMAR Non-Executive -00403512 Member 30-05-2012 14-09-2024 DUGGAR Independent Director Non-Executive - Non 00590337 **RISHI TODI** Member 09-02-2022 Independent Director ASHOK KUMAR Non-Executive -00589725 Member 12-08-2024 **SINGHANIA Independent Director Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes Name of Committee DIN Category 2 of Date of Date of Category 1 of directors Sr Remarks members Number directors Appointment Cessation

Chairperson

Member

Member

Member

**Sr Text Block** 

Chairperson

With effect from 12/08/2024, Mr. Ashok Kumar Singhania (DIN-00589725) was appointed as a member

Further, he was appointed as its Chairperson with effect from the conclusion of the 35th AGM dated

Category 2 of

directors

Chairperson

Member

15-09-2020

31-07-2001

31-12-2021

09-02-2022

12-08-2024

Date of

Appointment

31-12-2021

28-07-2014

Category 1 of directors

**Executive Director** 

Non-Executive - Non

Independent Director

**Executive Director** 

**Executive Director** 

**Executive Director** 

Non-Executive - Non

Independent Director

As per the requirement of the RBI Master Direction - Information Technology Framework for the NBFC

Mr. Ashim Karmakar is a member of the IT Strategy Committee - he is not a Director of the Company.

Member

**Other Committee Text Block** 

**Annexure 1** 

Sector, the Company has in place an IT Strategy Committee.

Accordingly, he is not required to have any DIN.

14-09-2024

Date of

Cessation

14-09-2024

Textual

Information(1)

Remarks

Textual

Information(1)

No. of

members

attending

the

meeting

(other

than

Board of Directors)

0

0

0

No. of

members

attending

the

meeting

(other

than

Board of

Directors)

0

No. of

Independent

Directors

attending

the

meeting\*

2

2

2

0

No. of

Independent

Directors

attending

the

meeting\*

0

2

0

If status is Noldetails of non-compliance

Compliance status

(Yes/No)

Yes

Yes

Yes

Yes

NA

Yes

Yes

Yes

Textual

Information(1)

may be given here.

Textual Information(1)

Textual Information(2)

Number of

Directors

Present (All

Directors

including

Independent

Director)

3

3

3

4

3

Number of

Directors

Present (All

Directors

including

Independent

Director)

3

3

3

Total

Number of

Directors

in the

Committee

as on date

of the

meeting

3

3

3

IT Strategy Committee comprises of three members of the Board of Directors and the IT head of the Company, who is not a member of the Board of Directors. Further, no meeting of the IT Strategy

Risk Management Committee comprises of three members of the Board of Directors and one senior

Compliance status

(Yes/No/NA)

Yes

Yes

Yes

No meeting of the Nomination and Remuneration Committee was required to be held during the quarter

No meeting of the Risk Management Committee and Stakeholders Relationship Committee was required

directors

Chairperson

Member

Member

Member

Member

Member

Chairperson

		TODI								
3	3 00590337	00590337 RISHI TODI		Non-Executive - Non Independent Director	Member	09-02-2022				
4	01108114	01108114 SHANKAR BIRJUKA		Member	Member	28-07-2014				
5	5 00589725 ASHOK KUMAR SINGHANIA		Non-Executive - Independent Director	Chairperson	12-08-2024			Textua	al nation(1)	
	•				·					
				Sr Tex	t Block					
7	Геxtual Informa	ntion(1)	of the F	fect from 12/08/2024, Mr. A Risk Management Committe r, he was appointed as its Ch 2024.	ee	`	ŕ	••		
(	Corporate Soci	ial Responsibility	Commi	ittee						
	Whether t	he Corporate Socia	al Respo	onsibility Committee has a I	Regular Chairperson					
5	Sr DIN Number	Name of Cor membe		Category 1 of directors	Category 2 of directors	Date o Appointn		Date o Cessatio		Remarks
(	Other Commit	tee								
5	Sr DIN	Name of Comm	nittee	Name of other committee	e Category 1 o	f directors	Categ	gory 2 of	Re	emarks

			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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*					
1	30-05-2024				Yes	5	5	2					
2		12-08-2024	73		Yes	6	6	3					
			Text Block  Textual Information(1)  Mr. Ashok Kumar Singhania (DIN -00589725) was appointed on the Board with effect from 12/08/2024 as a Non-Executive Independent Director (Additional Director).										
			Mr Ashok Kuma	r Singhania (1	DIN -00589725) v	vas appointed or	the Board with effect	from 12/08/2024					
Te	xtual Information	on(1)						from 12/08/2024					
Te	xtual Information	on(1)						from 12/08/2024					
Te	extual Information	on(1)		ve Independe				from 12/08/2024					
	extual Information			ve Independe	nt Director (Addit			from 12/08/2024					

Reson

for not

providing

date

Name of other

committee

Whether

requirement

of Quorum

met

(Yes/No)

Yes

Yes

Yes

Yes

Yes

Yes

Whether

requirement

of Quorum

met

(Yes/No)

Yes

Yes

Yes

**Text Block** 

Committee was required to be held during the quarter ended 30-06-2024.

executive of the Company, who is not a member of the Board of Directors.

**Annexure 1** 

**Annexure 1** 

Reson

for not

providing

date

**Total Number** 

of Directors in

the Committee

as on date of

the meeting

3

3

3

	Text Block
	The Audit Committee at its Meeting held on 8th February, 2024, accorded fresh omnibus approval to pursue related party transactions subject to the maximum threshold limit prescribed in the Regulations.
	Further, the members at the 35th Annual General Meeting of the Company held on 14th September, 2024, accorded approval/Ratification for various Related Party Transactions.
	Information on Related Party transactions for the period ended 30-09-2024, will be reviewed at the ensuing meeting of the Audit Committee.
Textual Information(1)	Nature of Related Party Transactions during the period ended 30-09-2024:
	I. Remuneration Paid
	II. Rent Paid
	III. Loan Given/taken
	IV. Availing / rendering of services; etc.
	The Audit Committee at its Meeting held on 8th February, 2024, accorded fresh omnibus approval to pursue related party transactions subject to the maximum threshold limit prescribed in the Regulations.
	Further, the members at the 35th Annual General Meeting of the Company held on 14th September, 2024, accorded approval/Ratification for various Related Party Transactions.
	Information on Related Party transactions for the period ended 30-09-2024, will be reviewed at the ensuing meeting of the Audit Committee.
Textual Information(2)	Nature of Related Party Transactions during the period ended 30-09-2024:
	I. Remuneration Paid
	II. Rent Paid
	III. Loan Given/taken
	IV. Availing / rendering of services; etc
	Annexure 1
VI. Affirmations	

The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements)

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure

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 1000 listed entities)

The meetings of the board of directors and the above committees have been conducted in the manner as

This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

Compliance status

Ritika Varma

**Annexure 1** 

Company Secretary and Compliance Officer

**Text Block** 

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

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 as on 30th

The Company has voluntarily complied with the constitution of the Risk Management Committee.

september 2024. The Committee is chaired by a member of the Board of Directors.

specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

Any comments/observations/advice of Board of Directors may be mentioned here:

The committee members have been made aware of their powers, role and responsibilities as specified in SEBI

requirements) Regulations, 2015. b. Nomination & remuneration committee

requirements) Regulations, 2015. c. Stakeholders relationship committee

(Listing obligations and disclosure requirements) Regulations, 2015.

		Ann	exure III		
III	. Affirmations				
Sr	Particulars		Regulation Number	Compliance status (Yes/No/NA)	If status is Nodetails o non-compliance may b given here.
1	Copy of the annual report including balance sh loss account, directors report, corporate govern business responsibility report displayed on web	ance report,	46(2)	Yes	
2	Presence of Chairperson of Audit Committee a General Meeting	t the Annual	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and committee at the annual general meeting	19(3)	Yes		
4	Presence of Chairperson of the Stakeholder Recommittee at the annual general meeting	lationship	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the and the material subsidiaries in the Annual Rep		24A(1)	Yes	
6	Submission of Annual Secretarial Compliance	Report	24A(2)	Yes	
7	Whether Corporate Governance Report disclos Report	ed in Annual	34(3) read with para C of Schedule V	Yes	
		6			
		Anno	exure III		
1	Name of signatory RIT	TIKA VARMA			
2	Designation Cor	mpany Secretary	and Compliance Offic	er	

Applicable

118230000

indirectly, in connection with any loan(s) or any other form of debt availed By

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

Textual Information(1)

Aggregate amount advanced during six

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or

Type (guarantee, comfort letter etc.)

Balance

342294146

outstanding at the end of six months

Aggregate amount

of issuance during

six months

0

Balance outstanding at

account any invocation)

No

Brief details of

the event

months(taking into

the end of six

entity directly or indirectly, in continuous contin	0 0 connection with a Aggregate value of security provided during six months 0 0	Balance outstanding at the end of six months  0 0
	Oconnection with a Aggregate value of security provided during six months  O  O	Dany loan(s) or any Balance outstanding at the end of six months  0
	Aggregate value of security provided during six months  0	Balance outstanding at the end of six months  0
	Aggregate value of security provided during six months  0	Balance outstanding at the end of six months  0 0
Type of security (cash, shares etc.)	security provided during six months  0  0	the end of six months  0  0
- - -	0	0
-		
-	0	0
		0
-	0	0
		Textual Information(2)
	Compliance Status	Company Remarks
ort letters (by whatever name called) or orm of debt) given directly or oter group, director(s) (including their relatives) or any entity controlled by	Yes	Textual Information(3)
ASHOK KUMAR SHAH		
CFO		
KOLKATA		
21-10-2024		
Text Block		
	orm of debt) given directly or ter group, director(s) (including their relatives) or any entity controlled by  ASHOK KUMAR SHAH  CFO  KOLKATA  21-10-2024	Compliance Status  ort letters (by whatever name called) or orm of debt) given directly or ter group, director(s) (including their r relatives) or any entity controlled by  ASHOK KUMAR SHAH  CFO  KOLKATA  21-10-2024

**Details of Cyber security incidence** 

Date of the event

**Signatory Details** 

Company Secretary and Compliance Officer

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or

Ritika Varma

Kolkata

21-10-2024

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

breaches or loss of data or documents during the quarter

Sr.

Name of signatory

Place

Date

Designation of person