



NPR Finance Limited

PROCEEDINGS OF THE 36TH ANNUAL GENERAL MEETING ("AGM") OF M/S NPR FINANCE LIMITED HELD ON THURSDAY, THE 11TH DAY OF SEPTEMBER, 2025, AT 11.30 A.M., THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM).

1. Time of Commencement of the meeting.

11.30 a.m.

2. Chairperson

Mr. Ashok Kumar Singhania (DIN-00589725), Chairperson of the Board of Directors, took the Chair.

3. Directors /Key Managerial Personnels(KMPs) present.

Sl. No.	Name of the Director /KMP	Designation	Location for VC / OAVM
1.	Mr. Ashok Kumar Singhania	Chairperson of the meeting (Independent & Non-executive Director - Chairperson of the Board of Directors)	Kolkata
2.	Mr. Pawan Kumar Todi	Managing Director (Non-Independent & Executive Category)	New Delhi
3.	Mr. Rishi Todi	Non-Independent & Non-executive Director	Kolkata
4.	Mr. Ashok Dhirajlal Kanakia	Independent & Non-executive Director	Kolkata
5.	Ms. Sarika Mehra	Executive Director / Whole-time Director (Non Independent & Executive Category)	Kolkata
6.	Mr. Ashok Kumar Shah	Chief Financial Officer (CFO)	Kolkata
7.	Ms. Ritika Varma	Company Secretary	Kolkata

The meeting was attended by the Chairpersons of all Committees of the Board, including the Audit Committee and the Stakeholders Relationship Committee.

4. Invitees present:

Sl. No.	Name of the Official/ Representative/ Professional	Designation	Location for VC / OAVM
1.	Mr. D.N. Agrawal	Partner, M/s DeokiBijay& Co., Chartered Accountants - Statutory Auditor	Kolkata
2.	Mr. Niaz Ahmed	Scrutinizer	Kolkata
3.	Ms. Anshika Shroff	Internal Auditor	Kolkata

Also present, was the IT Department representative for facilitating the arrangement of the 36th AGM.

REGISTERED OFFICE :

6th Floor, South Wing, Adventz Infinity@5, Street Number 18, BN - Block, Sector - V, Bidhannagar, Kolkata-700091, West Bengal, Phone : 033-4849 6490

E-mail : npr1@nprfinance.com, Website : www.nprfinance.com

CIN - L65921WB1989PLC047091



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5. Quorum

The requisite quorum was present and hence, the Chairperson called the meeting in order and welcomed the members. Since the 36th AGM was held through VC/OAVM, therefore pursuant to MCA & SEBI Circulars, the facility to appoint proxy to attend or cast vote on behalf of the Members was not available.

6. Proceedings

➤ CHAIRPERSON'S SPEECH

The Chairperson extended his warm welcome to all those who were present at the 36th AGM and further explained that, the AGM was being held through VC/OAVM mode in accordance with the circulars issued by the regulatory authorities and that, the Company has made all feasible efforts to enable the members to participate in the meeting and vote electronically.

Thereafter, the Chairperson provided a brief layout on the financial performance of the Company during the financial year ended 31st March, 2025 and the Company Secretary briefed the members regarding summary of the Auditors Report and the arrangements made for the members for the 36th AGM.

The Chairperson proceeded with the business items of the Notice of the 36th AGM. The Notice convening the Meeting, together with the Audited Financial Statements, the Report of Directors thereon along with its annexures and the Secretarial Audit Report, were with the consent of the Members taken as read.

➤ Brief details of items deliberated

Thereafter, on the request of the Chairperson, the Company Secretary briefed the members regarding the arrangements made for the members for the AGM.

The Chairperson proceeded with the business items of the Notice of the AGM. The Notice convening the Meeting, was with the consent of the Members taken as read.

In terms of the Notice of the AGM, dated 14th August, 2025, the following business items were placed for the consideration and approval of the members:

Sl. No.	Particulars	Type of Resolution
ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2025 and the Reports of the Auditors and Directors thereon.	Ordinary Resolution
2.	To appoint a Director in place of Mr. Rishi Todi (DIN-00590337) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution

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SPECIAL BUSINESS		
3.	Appointment of Secretarial Auditor for a term of five consecutive years.	Ordinary Resolution
4.	Re-appointment of Mr. Pawan Kumar Todi (DIN- 00590156) as the Managing Director of the Company, for a term of three consecutive years with effect from 1 st November, 2025.	Special Resolution
5.	Re-appointment of Ms. Sarika Mehra (DIN-06935192) as a Whole-time Director of the Company, for a term of three consecutive years with effect from 19 th September, 2025.	Ordinary Resolution
6.	Material Related Party Transactions.	Ordinary Resolution

7. Question & Answer Session.

The Company Secretary provided the members present, with an opportunity to take part in the Question and Answer Session whereby, the members were allowed to seek clarification on any query pertaining to the business items of the AGM. Ms. Sarika Mehra (DIN-06935192), Executive Director (Whole-time Director) answered queries on financial aspects.

Various Speakers presented their views on the Company and also raised various queries which were suitably answered by the Chairperson.

8. E-Voting Process.

The Company Secretary guided the members for the e-voting process. CS Niaz Ahmed, Company Secretary in whole-time practice, was the Scrutinizer of the entire voting process pertaining to the AGM.

Members were provided with the facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. As on the cut-off date of 4th September, 2025, eligible shareholders were entitled for voting - either by remote e-voting or e-voting at the 36th AGM. The remote e-voting period began on 8th September, 2025 at 9.00 a.m. and ended on 10th September, 2025 at 5.00 p.m., beyond which, remote e-voting was not allowed.

The members attending the meeting and who did not cast their vote by remote e-voting, were allowed to exercise their voting right during the meeting through the e-voting system. Further, shareholders who had voted through Remote e-Voting were eligible to attend the AGM. However, they were not eligible to vote at the AGM.

The Chairperson thanked everyone for attending the meeting. He further acknowledged the contribution of the Secretarial Team in co-ordination with the IT team for organising the AGM through VC/OAVM.

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In terms of the provisions of the applicable laws in force, option of e-voting during AGM was also available for those shareholders who did not cast their vote through remote e voting.

Upon the expiry of the e-voting facility, the meeting was deemed concluded at 12.51 p.m.

The quorum was present throughout the meeting.

9. Results thereof

The voting results will be declared within two working days of the conclusion of the meeting and the resolutions if approved with requisite majority, will be deemed to be passed on 11th September, 2025.

For NPR Finance Ltd

Ritika Varma
Company Secretary
Membership No.F 10291

Place : Kolkata
Date : 11.09.2025

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