Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Form language
(•) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) — L65921WB1989PLC047091

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) — 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2026

(c) *Type of Annual filing — (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	NPR FINANCE LTD.	NPR FINANCE LTD.
Registered office address	6th Floor, Unit No.611, Adventz Infinity@5,Street No. 18 BN-Block, Sector- V, Bidhannagar Kolkata,Bidhan Nagar CK Market,Saltlake,North 24 Parganas,West Bengal,India,700091	6th Floor, Unit No.611, Adventz Infinity@5,Street No. 18 BN-Block, Sector- V, Bidhannagar Kolkata,Bidhan Nagar CK Market,Saltlake,North 24 Parganas,West Bengal,India,700091
Latitude details	22.5923	22.5923
Longitude details	88.4345	88.4345

(a) *Photograph of the registered office of the Company showing external building and name prominently visible — Photograph of the registered office.pdf

(b) *Permanent Account Number (PAN) of the company — AA******3G

(c) *e-mail ID of the company — *****nprfinance.com

(d) *Telephone number with STD code | 03*******90

(e) Website | www.nprfinance.com

iv *Date of Incorporation (DD/MM/YYYY) | 22/06/1989

v (a) *Class of Company (as on the financial year end date) | Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ◯ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ◯ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent | 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74140WB1994PTC062636	NICHE TECHNOLOGIES PRIVATE LIMITED	3A,, Auckland Place 7th Floor, Room No. 7A & 7B,, Kolkata,Kolkata,West Bengal,India,700017	INR000003290

ix * (a) Whether Annual General Meeting (AGM) held ◯ Yes ◉ No

(b) If yes, date of AGM (DD/MM/YYYY) |

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(d) Whether any extension for AGM granted ◯ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension |

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

AGM will be held on 24/09/2026.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	7000000.00	5989600.00	5989600.00	5989600.00
Total amount of equity shares (in rupees)	70000000.00	59896000.00	59896000.00	59896000.00

Number of classes | 1

Class of shares: EQUITY SHARE CAPITAL	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	7000000	5989600	5989600	5989600
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	70000000.00	59896000.00	59896000	59896000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes | 0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital

Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	388087	5601513	5989600.00	59896000	59896000	
Increase during the year	0.00	3680.00	3680.00	36800.00	36800.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Dematerialisation of shares of shareholders	0	3680	3680.00	36800	36800	
Decrease during the year	3680.00	0.00	3680.00	36800.00	36800.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialisation of shares of shareholders	3680	0	3680.00	36800	36800	
At the end of the year	384407.00	5605193.00	5989600.00	59896000.00	59896000.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE446D01011

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures) | 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

50446068

ii * Net worth of the Company

490981143

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	2441910	40.77	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	00	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1632205	27.25	0	0.00

10	Others				
	Total	4074115.00	68.02	0.00	0

Total number of shareholders (promoters) 15

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	1740722	29.06	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	120860	2.02	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	35803	0.60	0	0.00

10	Others: OCB & CLEARING MEMBE	18100	0.30		
	Total	1915485.00	31.98	0.00	0

Total number of shareholders (other than promoters): 3563

Total number of shareholders (Promoters + Public/Other than promoters): 3578.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	950
2	Individual - Male	2495
3	Individual - Transgender	0
4	Other than individuals	133
	Total	3578.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	**At the beginning of the year**	**At the end of the year**
Promoters	15	15
Members (other than promoters)	3636	3563
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	1	1	1	1	20.4	10.94
B Non-Promoter	1	2	1	2	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	2	0	2	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	3	2	3	20.40	10.94

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 7

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ASHOK KUMAR SINGHANIA	00589725	Director	0	
ASHOK DHIRAJLAL KANAKIA	00738955	Director	0	
PAWAN KUMAR TODI	00590156	Managing Director	988710	
SARIKA MEHRA	06935192	Whole-time director	0	
RISHI TODI	00590337	Director	655552	

RITIKA VARMA	AHRPV2835N	Company Secretary	0	
ASHOK KUMAR SHAH	AMGPS9817B	CFO	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held 1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	11/09/2025	3693	66	47.39

B BOARD MEETINGS

*Number of meetings held 4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2025	5	5	100
2	14/08/2025	5	4	80
3	14/11/2025	5	5	100
4	12/02/2026	5	5	100

C COMMITTEE MEETINGS

Number of meetings held: 24

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE MEETING	30/05/2025	3	3	100
2	AUDIT COMMITTEE MEETING	14/08/2025	3	3	100
3	AUDIT COMMITTEE MEETING	14/11/2025	3	3	100
4	AUDIT COMMITTEE MEETING	12/02/2026	3	3	100
5	NOMINATION AND REMUNERATION COMMITTEE	30/05/2025	3	3	100
6	NOMINATION AND REMUNERATION COMMITTEE	12/02/2026	3	3	100
7	STAKEHOLDERS RELATIONSHIP COMMITTEE	30/05/2025	4	4	100
8	STAKEHOLDERS RELATIONSHIP COMMITTEE	13/08/2025	4	4	100
9	STAKEHOLDERS RELATIONSHIP COMMITTEE	14/11/2025	4	4	100
10	STAKEHOLDERS RELATIONSHIP COMMITTEE	12/01/2026	4	4	100
11	STAKEHOLDERS RELATIONSHIP COMMITTEE	28/02/2026	4	4	100
12	RISK MANAGEMENT COMMITTEE	30/05/2025	4	4	100
13	RISK MANAGEMENT COMMITTEE	13/08/2025	4	4	100
14	RISK MANAGEMENT COMMITTEE	14/11/2025	4	4	100
15	RISK MANAGEMENT COMMITTEE	12/02/2026	4	4	100

16	FAIR PRACTICE COMMITTEE	30/05/2025	3	3	100
17	FAIR PRACTICE COMMITTEE	13/08/2025	3	3	100
18	FAIR PRACTICE COMMITTEE	14/11/2025	3	3	100
19	FAIR PRACTICE COMMITTEE	12/02/2026	3	3	100
20	IT STRATEGY COMMITTEE	30/05/2025	4	4	100
21	IT STRATEGY COMMITTEE	13/08/2025	4	4	100
22	IT STRATEGY COMMITTEE	14/11/2025	4	4	100
23	IT STRATEGY COMMITTEE	12/02/2026	4	4	100
24	INDEPENDENT DIRECTOR'S MEETING	12/02/2026	2	2	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	(Y/N/NA)
1	ASHOK KUMAR SINGHANIA	4	4	100	15	15	100	
2	ASHOK DHIRAJLAL KANAKIA	4	4	100	11	11	100	
3	PAWAN KUMAR TODI	4	4	100	17	17	100	
4	SARIKA MEHRA	4	4	100	12	12	100	
5	RISHI TODI	4	3	75	19	19	100	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	PAWAN KUMAR TODI	Managing Director	3000000	0	0	0	3000000.00
2	SARIKA MEHRA	Whole-time director	3525600	0	0	0	3525600.00
	Total		6525600.00	0.00	0.00	0.00	6525600.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ASHOK KUMAR SHAH	CFO	1722037	0	0	0	1722037.00
2	RITIKA VARMA	Company Secretary	1357920	0	0	0	1357920.00
	Total		3079957.00	0.00	0.00	0.00	3079957.00

C *Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ASHOK DHIRAJLAL KANAKIA	Director	0	0	0	59000	59000.00
2	ASHOK KUMAR SINGHANIA	Director	0	0	0	59000	59000.00
3	RISHI TODI	Director	0	0	0	30500	30500.00
	Total		0.00	0.00	0.00	148500.00	148500.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

(●) Yes ( ) No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 3578

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any: SBO DECLARATION.pdf MGT-8.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of NPR FINANCE LTD. as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name: NIAZ AHMED

Date (DD/MM/YYYY): 12/08/2026

Place: KOLKATA

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number: 5*6*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person: 10291

*(b) Name of the Designated Person: RITIKA VARMA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 9 dated* (DD/MM/YYYY) 14/08/2025 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation: Director

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator: 0*5*0*3*

***To be digitally signed by**

○ Company Secretary ● Company secretary in practice

*Whether associate or fellow:

○ Associate ● Fellow

Membership number

Certificate of practice number 5*6*

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN) AC5212189

eForm filing date (DD/MM/YYYY) 12/08/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

NPR Finance Limited

DECLARATION REGARDING AUTHORISATION FOR THE PURPOSE OF RULE 9(4) OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

Pursuant to Notification dated 27th October, 2023, as issued by the Ministry of Corporate Affairs (MCA), regarding, Companies (Management and Administration) Second Amendment Rules, 2023, Ms. Ritika Varma, Company Secretary, has been authorised and designated for furnishing and extending co-operation for providing information to the Registrar or any other authorised officer with respect to beneficial interest in the shares of the company.

For NPR Finance Ltd
NPR FINANCE LTD.

Managing Director
Pawan Kumar Todi
Managing Director
DIN-00590156

Date: 12.08.2026
Place: Kolkata

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

CS Niaz Ahmed
B.com. (Hons.) FCS. LLB
Practising Company Secretary

Todi Mansion, 12th Floor
1, Lu Shun Sarani
Kolkata - 700 073
Mobile : 9836685953
E-mail : csniazahmed@gmail.com

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of NPR Finance Limited (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2026. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status under the Act;

2. maintenance of registers/records & making entries therein within the time prescribed therefore;

3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time, save and except that some Forms were filed with delay after paying additional fees. As explained, by the Management, the reason for the delay in filing was inadvertent. However, the Company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal, or Court during the year under review.

4. calling/ convening/ holding meetings of Board of Directors, its committees, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. Further, there were no instances of resolutions required to be passed by postal ballot during the year under review.

5. closure of Register of Members.

6. The Company being a Non-Banking Financial Company (NBFC), the provisions regarding advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act are not applicable upon the Company.

7. contracts/arrangements with related parties as specified in section 188 of the Act;

8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances. However, during the financial year under review, there were no such instances or instances of physical transfer of shares/ securities, save and except for transmission of shares.

NIAZ AHMED ★ M. No. 6432 C. P. No. 5965 ★ C.S. IN PRACTICE

CS Niaz Ahmed
B.com. (Hons.) FCS. LLB
Practising Company Secretary

Todi Mansion, 12th Floor
1, Lu Shun Sarani
Kolkata - 700 073
Mobile : 9836685953
E-mail : csniazahmed@gmail.com

9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. However, there was no such instance during the year under review.

10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act. However, there was no such instance during the year under review.

11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However, during the year under review, there were no such instances related to filling up the casual vacancies of the Directors, Key Managerial Personnel.

13. appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act. However, there were no such instances during the year under review.

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. However, during the year under review, there was no such instance, save and except to the extent of obtaining various approvals from the Registrar of Companies.

15. acceptance/ renewal/ repayment of deposits. However, the Company has not accepted any deposit from the public covered in terms of section 73 to 76 of the Companies Act, 2013 or any other relevant provisions of the Act & rules framed thereunder, during the Financial Year under review.

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable. However, during the financial year under review, there were no such instances, save and except for, availing of loan from body corporate(s) and Bank.

17. The Company being a Non-Banking Financial Company (NBFC), the provisions regarding loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act, are not applicable upon it.

18. The Company has not altered its Memorandum of Association and Articles of Association during the financial year under review.

NIAZ AHMED
M. No. 9432
C. P. No. 5965
C.S. IN PRACTICE

Place : Kolkata
Date : 12/08/2026

Signature:
Niaz Ahmed
Company Secretary in practice
Membership No. F9432
C.P. No. 5965
Peer Review Regn No. 4051/2023
UDIN - F009432H001094318

Niaz Ahmed
B.com. (Hons.) FCS. LLB
Practising Company Secretary

Todi Mansion, 12th Floor
1, Lu Shun Sarani
Kolkata - 700 073
Mobile : 9836685953
E-mail : csniazahmed@gmail.com

To,
NPR Finance Limited
6th Floor, Unit No.611,
Adventz Infinity@5, Street No.18, BN-Block,
Sector-V, Bidhannagar, Kolkata-700 091

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these Secretarial records based on my audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness appropriateness of financial records and books of accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

5. Form MGT-8 is neither an assurance as to the future viability of the Company nor of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

NIAZ AHMED
M. No. 9432
C. P. No. 5965
C.S. IN PRACTICE

Place : Kolkata
Date : 12/08/2026

Signature:
Niaz Ahmed
Company Secretary in practice
Membership No. F9432
C.P. No. 5965
Peer Review Regn No. 4051/2023
UDIN - F009432H001094318