



NPR Finance Limited

29th May, 2019

To

The Department of Corporate Services

The Bombay Stock Exchange Limited

25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,

Mumbai- 400 001.

Maharashtra, India

BSE Scrip Code: 530127

Sir,

Outcome of Board Meeting held on 29.05.2019.

This is to inform that, the Board of Directors of the Company at its Meeting held on Wednesday, the 29th day of May, 2019, at the Registered Office of the Company at 5.00 p.m., has inter-alia, considered and approved the following:

1. Audited Financial Results alongwith the Auditors' Report, Segment Wise Revenue Results and Capital Employed for the quarter & year ended on 31st March, 2019, and Statement of Assets & Liabilities as on 31st March, 2019.

In terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), enclosed please find herewith:

- a. Auditors' Report on the financial statements for the financial year ended 31st March, 2019.
 - b. Statement of Financial Results of the Company for the Quarter and Financial Year ended 31st March, 2019, alongwith the Auditors Report thereon.
 - c. Statement of Segment-wise Revenue Results and Capital Employed for the quarter and year ended 31st March, 2019 and Statement of Assets & Liabilities as on 31st March, 2019.
 - d. Declaration of Unmodified Opinion in the Audit Report for the Financial Year ended 31st March, 2019.
2. The Board of Directors has not recommended any Dividend for the Financial Year ended on 31st March, 2019.
 3. The 30th Annual General Meeting (AGM) of the Company will be held on Tuesday, the 17th day of September, 2019, at 11.00 a.m. at Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2nd Floor, Kolkata- 700 001.



REGISTERED OFFICE :

TODI MANSION, 9TH FLOOR, 1, LU SHUN SARANI, KOLKATA - 700 073

PHONE : +91 33 2237-7201/7202, FAX : +91 33 2237-6111

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

CIN - L65921WB1989PLC047091



NPR Finance Limited

4. The Register of Members and Share Transfer Books of the Company in respect of Equity Shares shall remain closed from the 11th September, 2019 to the 17th September, 2019 (both days inclusive), for the purpose of the 30th Annual General Meeting (AGM).
5. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 10th September, 2019
6. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Listing Regulations, the Company is pleased to offer the remote e- voting facility to its members to cast their votes electronically. The facility of "remote e-voting" will be provided by Central Depository Services (India) Limited (CDSL).
7. The e-voting period will begin on 14th September, 2019 at 9.00 a.m. and end on 16th September, 2019, at 5.00 p.m. The remote e-voting module shall be disabled by CDSL for voting thereafter.
8. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
9. The voting results shall be declared not later than 48 hours of conclusion of the AGM.
10. Based on the recommendation of the Audit Committee, Mr. Niaz Ahmed (Membership No. F9432, C.P. No. 5965) has been re-appointed as the Secretarial Auditor for issuance of Secretarial Audit Report for the financial year ended 31st March, 2020.

In terms of Para A of Part A of Schedule III of the Listing Regulations, the requisite detail is as under:

Sl. No.	Particulars	Re-appointment of Secretarial Auditor
1.	Reason for change viz. appointment, resignation, removal,	Re-appointment of Mr. Niaz Ahmed (Membership No. 9432, C.P. No. 5965) for issuing the Secretarial Auditor Report for the financial year ended 31 st March, 2020.
2.	Date of appointment/cessation (as applicable) & term of appointment	Date of appointment: 29.05.2019. Term of appointment: The re-appointment will persist till the Secretarial Audit Report for the financial year ended 31 st March, 2020 is approved by the Board of Directors.
3.	Brief profile (in case of appointment);	Mr. Niaz Ahmed has graduated in B.Com (Hons.) from the University of Calcutta and is also a Law graduate from the Burdwan University. He is a qualified Company Secretary by profession. He has over 15 years of

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		experience in professional practice with specialization in various avenues including Secretarial Audit, Corporate Law, Taxation, Securities Laws, Service Tax Laws advisory and NBFC legislations. He also provides an array of services ranging from audit, certifications, representation before various Statutory Authorities etc. A Fellow of the Institute of Company Secretaries of India, Mr. Ahmed has been a mentor to several trainees and budding Company Secretaries.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not applicable

11. The Board of Directors has approved to modify/alter the object clause of the Memorandum of Association of the Company, subject to the approval of the shareholders and other regulatory authorities, wherever applicable. In terms of Para A of Part A of Schedule III of the Listing Regulations readwith SEBI Circular No. CIR/CFD/CMD/4/2015, dated 9th September, 2015, brief details of the proposed amendment is as under:

Presently, the Object Clause of the Memorandum of association (Clause No. III A. 4 of the Memorandum of Association of the Company), inter-alia, covers all types of NBFC activities. However, the Company is desirous to modify /alter the said object Clause in order to highlight certain NBFC activities for better understanding and clarity.

12. The Board of Directors has approved to modify Clause 87(1) of the Articles of Association of the Company, subject to the approval of the shareholders. In terms of Para A of Part A of Schedule III of the Listing Regulations, readwith SEBI Circular No. CIR/CFD/CMD/4/2015, dated 9th September, 2015, brief details of the proposed amendment is as under:

Considering that the Managing Director plays the pivotal role in management of the affairs of the Company and has substantial powers of Management, it is proposed not to make his office liable to retire by rotation by suitably amending Clause 87(1) of the Articles of Association of the Company.

The Meeting commenced at 5.00 p.m. and concluded at 6.45 p.m.

Thanking you
For NPR Finance Ltd

Rimpa Roy.

Rimpa Roy
Company Secretary



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DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata- 700 012

Ph: 2212 1110, Email: deokinagrawal@rediffmail.com

INDEPENDENT AUDITOR'S REPORT

To

The Board of Directors

NPR FINANCE LIMITED

1. We have audited the accompanying Statement of Financial Results of **NPR FINANCE LIMITED** ("the Company") for the quarter ended March 31, 2019 and for the year ended March 31, 2019 ("the Statement") attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. This statement, which is the responsibility of the company's management and approved by the Board of Directors of the Company, has been prepared on the basis of related financial statements which have been prepared in accordance with the Accounting Standards prescribed, under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such financial statements.
3. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



4. In our opinion and to the best of our information and according to the explanations given to us, the statement :
- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
 - (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended March 31, 2019.
5. The statement includes the Results for the quarter ended 31st March, 2019 being the balancing figure between audited figures in respect of the full financial year ended 31st March, 2019 and the published year to date figures up to the end of the third quarter of the current financial year which were subject to limited review by us.



Kolkata
Dated: - The 29th day of May, 2019

For DEOKI BIJAY & CO.
Chartered Accountants
Firm Regn. No.313105E

(CA.D.N Agrawal)
Partner
Membership No.051157



NPR Finance Limited

TODI MANSION, 1 LU SHUN SARANI
9TH FLOOR, KOLKATA - 700 073

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31ST MARCH, 2019

₹. In lacs

PARTICULARS	Quarter ended			Year Ended	
	31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018
	Audited	Unaudited	Audited	Audited	Audited
1	2	3	4	5	6
I Revenue from operations	754.82	878.02	576.80	3,660.60	3,573.41
II Other Income	19.88	-	0.06	19.90	3.44
III Total Revenue (I + II)	774.70	878.02	576.86	3,680.50	3,576.85
IV Expenses					
(a) Cost of materials consumed	-	-	-	-	-
(b) Purchases of stock-in-trade	599.59	753.62	468.17	2,932.67	2,895.63
(c) Changes in inventories of finished goods, work-in-progress & stock-in-trade	0.40	1.81	9.23	(1.78)	33.01
(d) Employee Benefits expenses	48.39	38.88	53.78	163.17	164.33
(e) Finance Cost	17.00	17.29	16.04	66.87	66.44
(f) Depreciation and amortisation expenses	17.88	16.61	16.74	67.65	64.60
(g) Other Expenses	44.62	34.27	32.43	142.23	235.87
(h) Contingent Provision against Standard Asset	-	-	1.00	-	1.00
(i) Contingent Provision against Non Performing Assets	(0.71)	0.71	-	-	-
Total Expenses	727.17	863.19	597.39	3,370.81	3,460.88
V Profit before exceptional and extraordinary items and tax (III - IV)	47.53	14.83	(20.53)	309.69	115.97
VI Exceptional Items	-	-	-	-	-
VII Profit before extraordinary items and tax (V-VI)	47.53	14.83	(20.53)	309.69	115.97
VIII Extraordinary items	-	-	-	-	-
IX Profit/(Loss) before Tax (VII- VIII)	47.53	14.83	(20.53)	309.69	115.97
X Tax Expense					
- Current Tax	19.75	18.00	4.89	63.75	23.64
-MAT credit entitlement	0.89	(1.73)	(12.99)	(4.11)	(12.99)
- Deferred Tax	(2.48)	(3.43)	(2.90)	(12.39)	(43.83)
XI Profit for the period from continuing operations (IX - X)	29.37	1.99	(9.53)	262.44	149.15
XII Profit/(Loss) from discontinuing operations	-	-	-	-	-
XIII Tax Expense of discontinuing operations	-	-	-	-	-
XIV Profit/(Loss) from discontinuing operations (after tax) (XII- XIII)	-	-	-	-	-
XV Profit/(Loss) for the period (XI + XIV)	29.37	1.99	(9.53)	262.44	149.15
XVI Paid-up Equity Share Capital (Face value Rs. 10/- each)	598.96	598.96	598.96	598.96	598.96
XVII Reserves excluding Revaluation Reserves	3,805.60	3,776.23	3,543.15	3,805.60	3,543.15
XVIII Earnings per share (EPS) (Not Annualized) (in `)					
a) Basic and Diluted EPS (before Exceptional items)					
- Basic	0.49	0.03	(0.16)	4.38	2.49
- Diluted	0.49	0.03	(0.16)	4.38	2.49
b) Basic and Diluted EPS (after Exceptional items)					
- Basic	0.49	0.03	(0.16)	4.38	2.49
- Diluted	0.49	0.03	(0.16)	4.38	2.49

- Notes :
- (1) The figure for the 3 months ended 31/03/2019 and the corresponding 3 months ended 31/03/2018 are the balancing figure in respect of the full financial year & the year to date figure upto the 3rd quarter of the respective financial year.
 - (2) The above audited financial results were reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 29.05.2019
 - (3) Figures for the previous period are reclassified/re-grouped/re-arranged, wherever necessary to conform to current periods' presentation.
 - (4) This Statement is as per Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015



Date : 29.05.2019
Place : Kolkata

By order of the Board
For NPR FINANCE LTD.

PAWAN KUMAR TODI
MANAGING DIRECTOR
DIN:00590156

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SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER & YEAR ENDED 31ST MARCH 2019

₹ in lakhs

PARTICULARS	Quarter ended			Year ended	
	31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018
	Audited	Unaudited	Audited	Audited	Audited
1	2	3	4	5	6
1 Segment Revenue					
a Financing Activities	337.53	173.46	133.96	776.36	702.44
b Money Changing	408.51	700.27	432.38	2,694.97	2,706.11
c Power Generation	8.78	4.29	10.46	189.27	164.86
d Real Estate	-	-	-	-	-
Total	754.82	878.02	576.80	3,660.60	3,573.41
Less: Inter Segment revenue	-	-	-	-	-
Net sales/Income from operation	754.82	878.02	576.80	3,660.60	3,573.41
2 Segment Results (Profit)(+)/loss(-) before tax and interest and exceptional items from each segment					
a Financing Activities	81.83	51.66	11.53	280.72	102.13
b Money Changing	0.25	2.79	(3.67)	7.51	9.06
c Power Generation	(16.09)	(20.37)	(9.12)	99.74	84.17
d Real Estate	-	-	-	-	-
Total	65.99	34.08	(1.26)	387.97	195.36
Less					
i) Financing Cost	17.01	17.28	16.04	66.87	66.44
ii) Exceptional Items	-	-	-	-	-
iii) Contingent Provision Against Standard Assets	-	-	1.00	-	1.00
iv) Other unallocable expenditure	1.45	1.97	2.23	11.41	11.95
Total Profit before tax	47.53	14.83	(20.53)	309.69	115.97
3 Segment Assets					
a Financing Activities	4,353.96	4,358.69	3,881.12	4,353.96	3,881.12
b Money Changing	22.70	46.65	44.23	22.70	44.23
c Power Generation	490.42	594.28	677.46	490.42	677.46
d Real Estate	62.06	62.06	89.56	62.06	89.56
e Unallocated	97.65	101.82	106.72	97.65	106.72
Total	5,026.79	5,163.50	4,799.09	5,026.79	4,799.09
4 Segment Liabilities					
a Financing Activities	456.91	602.58	471.82	456.91	471.82
b Money Changing	18.63	37.08	27.01	18.63	27.01
c Power Generation	129.45	130.89	140.04	129.45	140.04
d Real Estate	-	-	-	-	-
e Unallocated	16.54	17.06	17.41	16.54	17.41
Total	621.53	787.61	656.28	621.53	656.28

Notes : (1) The figure for the 3 months ended 31/03/2019 and the corresponding 3 months ended 31/03/2018 are the balancing figure in respect of the full financial year & the year to date figure upto the 3rd quarter of the respective financial year.

(2) Figures for the previous period/year are re-classified/re-grouped/re-arranged, wherever necessary to confirm to current periods' presentation.



Date : 29.05.2019
Place : Kolkata

By order of the Board
For NPR FINANCE LTD ,

PAWAN KUMAR TODI
MANAGING DIRECTOR
DIN: 00590156

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NPR Finance Limited

STATEMENT OF ASSETS AND LIABILITIES AS AT 31.03.2019

₹ in lacs

Particulars	As at 31/03/2019 Audited	As at 31/03/2018 Audited
A EQUITY AND LIABILITIES		
1 Shareholders' Funds		
a) Share Capital	599.66	599.66
b) Reserve & Surplus	3,805.60	3,543.15
c) Money received against share warrants	-	-
Sub-total-Shareholders' Funds	4,405.26	4,142.81
2 Share application money pending allotment	-	-
3 Non-current liabilities		
(a) Long-term borrowings	30.94	45.94
(b) Deferred tax liabilities (net)	133.74	146.13
(c) Other Long-term liabilities	0.31	0.77
(d) Long-term provisions	34.59	35.06
Sub-total-Non-current liabilities	199.58	227.90
4 Current liabilities		
(a) Short-term borrowings	350.00	367.92
(b) Trade payables	-	-
(A) Total Outstanding dues of micro enterprises and small enterprises; and	-	-
(B) Total Outstanding dues of creditors other than micro enterprises and small enterprises;	19.61	27.94
(c) Other current liabilities	49.01	30.62
(d) Short-term provisions	3.33	1.90
Sub-total-Current liabilities	421.95	428.38
TOTAL-EQUITY AND LIABILITIES	5,026.79	4,799.09
B ASSETS		
1 Non-current assets		
(a) Property Plants & Equipments		
(i) Tangible Assets	594.07	662.03
(ii) Intangible Assets	-	-
(iii) Capital work- in-progress	-	-
(iv) Intangible assets under development	-	-
(b) Non Current investment	33.74	33.74
(c) Deferred Tax Assets (net)	-	-
(d) Long term loans and advances	302.77	334.30
(e) Other non current assets	35.00	-
Sub-total-Non-Current assets	965.58	1,030.07
2 Current assets		
(a) Current Investments	-	-
(b) Inventories	16.00	1.18
(c) Trade receivables	28.63	171.18
(d) Cash and cash equivalents	135.68	103.62
(e) Short-term loans and advances	3,795.76	3,411.20
(f) Other current assets	85.14	81.84
Sub-total-Current assets	4,061.21	3,769.02
TOTAL-ASSETS	5,026.79	4,799.09

Notes: Figures for the previous period/year are re-classified/re-grouped/re-arranged, wherever necessary to confirm to current periods' presentation.



By order of the Board
For NPR FINANCE LTD.

PAWAN KUMAR TODI
MANAGING DIRECTOR
DIN: 00590156

Date: 29.05.2019
Place: Kolkata

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NPR Finance Limited

Declaration of Unmodified Opinion in the Audit Report for the Financial Year ended 31st March, 2019.

We hereby declare that the Independent Auditor's Report on the Annual Audited Results of the Company for the Financial Year ended 31st March, 2019, contains unmodified opinion.

This declaration is given in compliance to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016, vide notification nos. : SEBI/LAD-NRO/GN/2016-17/001 dated 25th May, 2016, and CIR/CFD/CMD/56/2016, dated 27th May, 2016.

For Deoki Bijay & Co.
Reg. No. 313105E

Mr. D.N. Agrawal
Partner
(Membership No. 051157)



For NPR Finance Ltd

Pawan Kumar Todi
Managing Director
DIN-00590156



For NPR Finance Ltd

Ashok Kumar Shah
Chief Financial Officer



For NPR Finance Ltd

Rajendra Kumar Duggar
Audit Committee Chairman
DIN- 00403512



Place: Kolkata
Dated: 29/5/2019

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