



**82nd Annual Report  
&  
Accounts**

**Year ended 31st March, 2020**

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**

# **THE DELHI SAFE DEPOSIT COMPANY LIMITED**

## **BOARD OF DIRECTORS**

INDRAJIT SETH – Chairman  
VIJAY KRISHNA SHUNGLU – Director  
ASHOK DAYAL – Independent Director  
SARVJEET SETH – Woman Director  
MAHESH SAHAI – Independent Director  
RAVI VIRA GUPTA – Independent Director  
PROBIR CHANDRA SEN – Independent Director  
VIJAY KUMAR GUPTA – Managing Director / CEO

## **KEY MANAGERIAL PERSONNEL**

VIJAY KUMAR GUPTA – Managing Director / CEO  
KAVITA KALWANNEY – General Manager / CFO  
HIMANI SHARMA - Company Secretary

## **AUDIT COMMITTEE**

MAHESH SAHAI – Chairman  
VIJAY KRISHNA SHUNGLU – Member  
PROBIR CHANDRA SEN – Member

## **NOMINATION AND REMUNERATION COMMITTEE**

MAHESH SAHAI – Chairman  
INDRAJIT SETH – Member  
RAVI VIRA GUPTA – Member

## **STAKEHOLDERS' RELATIONSHIP COMMITTEE**

VIJAY KRISHNA SHUNGLU – Chairman  
RAVI VIRA GUPTA – Member  
PROBIR CHANDRA SEN – Member

## **RISK MANAGEMENT COMMITTEE**

INDRAJIT SETH – Chairman  
MAHESH SAHAI – Member  
VIJAY KRISHNA SHUNGLU – Member

## **STATUTORY AUDITORS**

M/S. SINGH GURPREET & CO. – Chartered Accountants

## **SECRETARIAL AUDITORS**

M/S. ABHISHEK J. & COMPANY – Company Secretaries

## **INTERNAL AUDITORS**

M/S. CNS & CO. – Chartered Accountants

## **SHARE TRANSFER AGENTS**

BIGSHARE SERVICES PRIVATE LIMITED  
302, Kushal Bazar, 32-33, Nehru Place, New Delhi-110019.  
Phone Nos. 011-42425004, 47565852

## **BANKERS**

ICICI BANK LTD.  
AXIS BANK LTD.  
HDFC BANK LTD.

## **REGISTERED OFFICE :**

86, JANPATH, NEW DELHI – 110 001. (INDIA)  
CIN NO : L74899DL1937PLC000478  
GSTIN : 07AAACT1828J1ZC

Email: [delsafe@dsgroup.co.in](mailto:delsafe@dsgroup.co.in) / Website: [www.dsgroup.co.in](http://www.dsgroup.co.in)  
Telephone : 011-43580400, 23320084, 23321902

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**

**(CIN: L74899DL1937PLC000478)**

**Registered Office : 86, Janpath, New Delhi- 110 001**

**NOTICE TO THE SHAREHOLDERS**

NOTICE is hereby given that the **82nd** Annual General Meeting of The Delhi Safe Deposit Company Limited will be held on **Wednesday, the 30<sup>th</sup> September, 2020 at 10.00 A.M** through Video Conference (VC/ Other Audio Visual means (OAVM) to transact following business :

**Ordinary Business**

1. To consider and adopt the financial statements of the Company for the year ended 31<sup>st</sup> March, 2020 and report of Directors & Auditors thereon.
2. To appoint Mr. Indrajit Seth (DIN 00243539), Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.
3. To declare dividend for the financial year ended 31<sup>st</sup> March, 2020.
4. To ratify the appointment of the Statutory Auditors of the Company approved at the 79<sup>th</sup> Annual General Meeting of the Company held on 23<sup>rd</sup> September, 2017 and in this regard to consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the appointment of M/s Singh Gurpreet & Co., Chartered Accountants (Regn. No.: 031763N) as Statutory Auditors of the Company made at the 79<sup>th</sup> Annual General Meeting for a term of 5 consecutive years, which was subject to ratification by members at every Annual General Meeting, be and is hereby ratified to hold the office from the conclusion of this Annual General Meeting till the conclusion of the 83<sup>rd</sup> Annual General Meeting of the Company at such remuneration as may be determined by the Board of Directors in consultation with the Audit Committee.”

**Special Business**

5. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Ravi Vira Gupta (DIN: 00017410), who holds office of Independent Director up to 23rd July 2020 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, signifying his intention to propose Mr. Ravi Vira Gupta candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 24th July, 2020 upto 23rd July, 2025.”

“RESOLVED FURTHER THAT Mr. Vijay Kumar Gupta, Managing Director/ CEO of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules,

2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Mahesh Sahai (DIN: 00062254), who holds office of Independent Director up to 23rd July 2020 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, signifying his intention to propose Mr. Mahesh Sahai candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 24th July, 2020 upto 23rd July, 2025.”

“**RESOLVED FURTHER THAT** Mr. Vijay Kumar Gupta, Managing Director/ CEO of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Place : New Delhi  
Dated : 31<sup>st</sup> August, 2020

By Order of the Board  
Vijay Kumar Gupta  
Managing Director / CEO  
DIN - 00243413

#### NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Ministry of Corporate Affairs (vide Circular dt. 05.05.2020) and SEBI (vide Circular dated 12.05.2020) have granted exemption from dispatching physical copies Notices and annual report to shareholders during the year 2020 in view of COVID-19 pandemic.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.dsdgroup.co.in>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. MSEI at <https://www.msei.in> and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
9. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their names, demat account no./folio number, email ID, mobile number at [delsafe@dsgroup.co.in](mailto:delsafe@dsgroup.co.in) during the period 25<sup>th</sup> September 2020 9.00 AM till 27<sup>th</sup> September 2020 5.00 PM. Same will be replied by the Company suitably.
10. Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed.
11. The Register of Members and the Share Transfer books of the Company will remain closed from, **Wednesday, 23rd September, 2020 to Wednesday, 30th September, 2020** (both days inclusive).
12. The dividend, if declared will be paid on or after **30<sup>th</sup> September, 2020** to those Shareholders whose names are on the Register of Members on **30<sup>th</sup> September, 2020**. Shareholders are requested to intimate change of address, if any.
13. Pursuant to section 125 (C) of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF), the Company has transferred unclaimed dividend for the financial year ended 31.03.2012 to IEPF on 28th December, 2019. The details are available on the website of the Company.

The Company has also transferred 2,244 shares in respect of which dividend has not been claimed/encashed for 7 consecutive years or more following the prescribed procedure on 21st November, 2019. The shares and dividend so transferred can be claimed from the IEPF after complying with the prescribed requirement. As per the Rules, the holder of such shares cannot exercise any of the rights attached to the shares unless the share are reclaimed from IEPF.

The following are the details of the dividend declared by the Company but not claimed/encashed and the respective due dates for transfer of such dividend to IEPF if remained unpaid/unencashed for 7 years or more:

| S.No. | Date of Declaration of Dividend | Dividend for the year | Due date for transfer to the IEPF |
|-------|---------------------------------|-----------------------|-----------------------------------|
| 1.    | 31.08.2013                      | 2012-13               | 07.10.2020                        |
| 2.    | 30.09.2014                      | 2013-14               | 06.11.2021                        |
| 3.    | 30.09.2015                      | 2014-15               | 06.11.2022                        |
| 4.    | 30.09.2016                      | 2015-16               | 06.11.2023                        |
| 5.    | 23.09.2017                      | 2016-17               | 30.09.2024                        |
| 6.    | 22.09.2018                      | 2017-18               | 30.09.2025                        |
| 7.    | 30.09.2019                      | 2018-19               | 06.11.2026                        |

It may be noted that no claim of the shareholders will be entertained for such dividends or shares after their transfer to the credit of the IEPF. The shareholders are advised to contact the Company before the above given due dates for encashment of their unpaid dividend.

14. The Board of Directors has appointed Mr. Abhishek Jain, Company Secretary (Membership No. ACS-28201), as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
15. In terms of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, 2015, the Company is providing facility to exercise votes on the items of business given in the notice through electronic voting system, to members holding shares as on **23<sup>rd</sup> September, 2020** (End of Day) being the cut-off date ("Record date") fixed for determining voting rights of members entitled to participate in the e-voting process through the e-voting platform provided by National Securities Depository Limited. The e-voting rights of the members/beneficiary owners shall be reckoned on the equity shares held by them as on **23<sup>rd</sup> September, 2020** i.e. cut-off date for the purpose. Person who is not a member as on the cut-off date should treat this Notice for information purposes only. The instructions to E-voting form part of Notice.
16. The Annual Report of the Company will be made available on the Company's website at [www.dsgroup.co.in](http://www.dsgroup.co.in) and also on the website of MSEI Limited at [www.msei.in](http://www.msei.in).

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER :-

The remote e-voting period begins on Sunday, 27th September 2020 at 10:00 A.M. and ends on Tuesday, 29th September 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

Details on Step 1 are mentioned below:

#### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:  
<https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:  |
|--|---|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.  |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Your Password details are given below :
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Details on Step 2 are mentioned below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for Shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csabhishek2@gmail.com](mailto:csabhishek2@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [delsafe@dsdgroup.co.in](mailto:delsafe@dsdgroup.co.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [delsafe@dsdgroup.co.in](mailto:delsafe@dsdgroup.co.in)

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [delsafe@dsdgroup.co.in](mailto:delsafe@dsdgroup.co.in). The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Place : New Delhi  
Dated : 31<sup>st</sup> August, 2020

By Order of the Board  
Vijay Kumar Gupta  
Managing Director / CEO  
DIN - 00243413



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF RESOLUTION AT ITEM NO. 5 & 6 :**

**Item No. 5**

Mr. Ravi Vira Gupta was appointed as an Independent Director of the Company for a period of 5 year from July 24, 2015 up to July 23, 2020. Based on the recommendation of the Nomination and Remuneration Committee and the performance evaluation, the Board of Directors re-appointed him to hold office as an Independent Director of the Company for another term of 5 years with effect from July 24, 2020 up to July 23, 2025. Section 149 of the Act, requires re-appointment of an Independent Director to be approved by the Members by way of a special resolution. Further, Mr. Ravi Vira Gupta being an Independent Director shall not be liable to retire by rotation.

Mr. Ravi Vira Gupta has given a declaration stating that he meets the criteria of independence pursuant to Section 149 (6) of the Act. In the opinion of the Board, Mr. Ravi Vira Gupta fulfills the conditions specified in the Act and the Rules made thereunder for re-appointment as an Independent Director and is independent of the management. In compliance with the provisions of Sections 149, 152 and 160 read with Schedule IV to the Act, the Member's approval by way of special resolution set out at Item no. 5 is being sought for the re-appointment of Mr. Ravi Vira Gupta as an Independent Director of the Company. Brief Profile of Mr. Ravi Vira Gupta pursuant to Regulation 36(3) of SEBI (Listing Obligation Disclosure Requirements) 2015 is enclosed as **Annexure A**

Except Mr. Ravi Vira Gupta, none of the Directors or Key Managerial personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the said resolution.

**Item No. 6**

Mr. Mahesh Sahai was appointed as an Independent Director of the Company for a period of 5 year from July 24, 2015 up to July 23, 2020. Based on the recommendation of the Nomination and Remuneration Committee and the performance evaluation, the Board of Directors re-appointed him to hold office as an Independent Director of the Company for another term of 5 years with effect from July 24, 2020 up to July 23, 2025. Section 149 of the Act, requires re-appointment of an Independent Director to be approved by the Members by way of a special resolution. Further, Mr. Mahesh Sahai being an Independent Director shall not be liable to retire by rotation.

Mr. Mahesh Sahai was appointed as an Independent Director of the Company with effect from July 24, 2015 for term of 5 years. Mr. Mahesh Sahai has given a declaration stating that he meets the criteria of independence pursuant to Section 149 (6) of the Act. In the opinion of the Board, Mr. Mahesh Sahai fulfills the conditions specified in the Act and the Rules made thereunder for re-appointment as Independent Director and is independent of the management. In compliance with the provisions of Sections 149, 152 and 160 read with Schedule IV to the Act, the Member's approval by way of Special resolution set out at Item no. 6 is being sought for the re-appointment of Mr. Mahesh Sahai as Independent Director of the Company. Further, Mr. Mahesh Sahai being an Independent Director shall not be liable to retire by rotation. Brief Profile of Mr. Mahesh Sahai pursuant to Regulation 36(3) of SEBI (Listing Obligation Disclosure Requirements) 2015 is enclosed as **Annexure A**.

Except Mr. Mahesh Sahai, none of the Directors or Key Managerial personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the said resolution.

**Annexure A**

**Details of Directors seeking appointment/reappointment at the forthcoming Annual General Meeting [In pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.]**

| <b>Name of Director</b>   | <b>Mr. Indrajit Seth<br/>(Director)</b>  | <b>Mr. Ravi Vira Gupta<br/>(Independent Director)</b>  | <b>Mr. Mahesh Sahai<br/>(Independent Director)</b>  |
|---|--|--|---|
| <b>Date of Birth</b>  | 15/04/1937   | 19/11/1937   | 05/11/1937  |
| <b>DIN</b>  | 00243539   | 00017410   | 00062254  |
| <b>Date of Appointment/<br/>Re- Appointment</b>                           | 22.09.2018   | 24.07.2015   | 24.07.2015  |
| <b>Type of Appointment</b>  | Liable to Retire<br>by Rotation  | Terms of 5 Years   | Term of 5 Years   |
| <b>Qualification</b>  | M.A. FCA<br>CANTAB LONDON  | Retired as I.A.S.  | Chartered Accountant  |
| <b>Expertise in specific<br/>functional area</b>                          | Retired as a Director<br>from Society General De<br>Surveillance India. One<br>of the world leading QC<br>Company. A graduate in<br>Economics from College<br>Delhi, studied Law at<br>University of Cambridge<br>and is a Fellow of the<br>Royal Institute of<br>Accountants, England<br>and Wales. | Served as a Secretary<br>to the Govt. Of India &<br>Secretary Banking in<br>the Ministry of Finance<br>also served as a Deputy<br>Governor of RBI &<br>held Key position of<br>various levels in<br>Government | Specialized in Audits<br>Internal Controls,<br>taxation in financial &<br>investment services &<br>management system<br>practising for over 5<br>decades. |
| <b>Directorship held in<br/>other companies</b>                           | NIL  | 3  | NIL   |
| <b>Memberships/Chairmanships<br/>of Committees of other<br/>Companies</b> | NIL  | 3  | NIL   |
| <b>Relationship with other<br/>Director/s</b>                             | Spouse of<br>Mrs.Sarvjeet Seth   | None   | None  |
| <b>Number of Shares held<br/>in the Company</b>                           | 31,27,428 Equity Shares  | 0  | 36,000 Equity Shares  |

Place : New Delhi  
Dated : 31<sup>st</sup> August, 2020

By Order of the Board  
Vijay Kumar Gupta  
Managing Director / CEO  
DIN - 00243413

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Registered Office : 86, Janpath, New Delhi- 110 001**

**DIRECTORS' REPORT TO THE SHAREHOLDERS**

Your Directors have pleasure in presenting before you the Eighty Second Annual Report of the Company for the financial year ended 31<sup>st</sup> March, 2020 along with audited statements of Accounts and Auditors' Report thereon.

**FINANCIAL HIGHLIGHTS**

|  | (Rs. In Thousands)              |                                 |
|--|---------------------------------|---------------------------------|
|  | Year ended<br>31.03.2020<br>Rs. | Year ended<br>31.03.2019<br>Rs. |
| Operating Receipts                                   | 90,750                          | 98,434                          |
| Other Income   | 213                             | 2,111                           |
|  | <u>90,963</u>                   | <u>1,00,545</u>                 |
| Earning before depreciation, finance cost and taxes  | 30,266                          | 50,824                          |
| Depreciation   | (1,651)                         | (2,157)                         |
| Finance Cost   | (14,345)                        | (15,077)                        |
|  | <u>14,270</u>                   | <u>33,590</u>                   |
| Provisions for                                       |                                 |                                 |
| Current Tax  | (4,500)                         | (9,650)                         |
| Deferred Tax (Assets)                                | 862                             | (365)                           |
| Profit for the year                                  | <u>10,632</u>                   | <u>23,575</u>                   |
| Profit brought forward from previous year            | 30                              | 10                              |
| Balance available for appropriation                  | <u>10,662</u>                   | <u>23,585</u>                   |
| Appropriations :                                     |                                 |                                 |
| Dividend on Equity Shares (Rs.0.23333 per share)     | -                               | (1,219)                         |
| Tax on Dividend                                      | -                               | (251)                           |
| Transfer to Reserve Funds u/s 45-IC of RBI Act, 1934 | (2,855)                         | (7,285)                         |
| Transfer to General Reserve                          | (7,800)                         | (14,800)                        |
|  | <u>7</u>                        | <u>30</u>                       |

**Business Review & Impact of Coronavirus (Covid-19)**

Your Directors are pleased to report the financial results of your Company. During the year, the income of the Company is mainly from three major sources i.e. locker rentals, loan finance business and travel & tours. There is no change in the business activities of the Company as compared to previous year. It is a matter of great pride that through the existence of 82 years, your Company has enjoyed the confidence of its clients due to impeccable services rendered to them.

During the financial year under review, the overall financial conditions remained stressed globally which effected Indian economy also. The outbreak and rapid spread of Coronavirus (COVID-19) Pandemic throughout the world including India has caused significant volatility and decline in economical activities all over the globe and Indian markets. The promulgation of lockdowns by the Government and announcement of regulatory packages by the RBI on granting of concessions and moratorium on payment of EMIs for 6 months from 1-03-2020 have contributed significant decline on income and profits of your company.

**Financial performance**

The total income of the Company for the year ended March 31, 2020 was Rs. 9.10 crore as against Rs. 10.05 crore for the previous year. Profit before tax stood at Rs. 1.43 crore in FY 20 as against 3.36 crore for the previous year. Profit after tax stood at Rs. 1.06 crore in FY 20 as against 2.36 crore for the previous year.

During the year, the financial conditions remained stressed globally and that effected our country also. This resulted in shortfall in our Loan Finance and Travel businesses.

Further, due to Coronavirus Pandemic COVID-19, the promulgation of Lockdown by the Government, and announcement of Regulatory Packages of the RBI on granting of concessions and Moratorium on EMI payments also had adverse effect on the income of the Company from the head loan finances business.

### **Appropriations**

Appropriations to Reserve Fund u/s 45-IC of RBI Act, 1934 stood at Rs. 28.55 lacs in FY 20 as against 72.85 lacs for the previous year. Appropriations to General Reserve stood at Rs. 78 lacs in FY 20 as against 148 lacs for the previous year.

### **Deposits/Liquidity Requirements**

The Public Deposits accepted by the Company stood at Rs. 868.68 lacs as at March 31, 2020 as against Rs. 897.86 lacs last year. There were no matured deposits which remained unclaimed and unpaid as on March 31, 2020. All claimed matured deposits were paid during the year. The Company has complied with all the directions of the Reserve Bank of India and has been maintaining the required percentage of approved securities by way of liquid assets.

### **First-time adoption of Ind AS**

In accordance with the Companies (Indian Accounting Standards), Rules 2015 of the Companies Act, 2013 (the "Act"), read with Section 133 of the Act, the Company has adopted the Indian Accounting Standards (Ind AS) for preparation of its financial statements with effect from April 1, 2019, with comparative financials for the earlier period beginning April 1, 2018. For periods upto and including the year ended March 31, 2019, the Company prepared its financial statements in accordance with previous GAAP, including accounting standards notified under the Companies (Accounting Standards) Rules, 2006, as amended. The effective date of such transition is April 1, 2018.

### **Dividend**

The Directors have pleasure in recommending a dividend at Rs. 0.23333 per share for the financial year ended March 31, 2020.

### **Conservation of energy, technology absorption, foreign exchange earnings and outgo**

Conservation of energy: N.A.

Technology absorption: N.A.

Foreign exchange earnings and outgo: Nil

### **Material changes and commitment, if any, affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of the report**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company and the date of this Report.

### **Particulars of loans, guarantees or investments made under Section 186 of the Companies Act, 2013**

The Company has adhered to the provisions of section 186 of the Companies Act, 2013 in respect of loans, advances and investments which are duly accounted for and reflected in the audited financial statements.

### **Annual Return**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 in Form MGT-9 is annexed as **Annexure-I**.

### **Management Discussion and Analysis Report**

As stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and directions issued by Reserve Bank of India from time to time, the management discussion and analysis of the financial condition and result of consolidated operations of the Company for the year under review is presented in a separate section forming part of the Annual Report. A report on management discussion and analysis of the performance of the Company is annexed as **Annexure-II**.

### **Particulars of contracts or arrangements made with related parties**

All contracts, arrangements, transactions entered by the Company during the financial year with related parties did not require members' prior approval under the Companies Act 2013 (the "Act") & Listing Regulations as they were on arm's length basis in the ordinary course of business and were also not material. The particulars of such contracts, arrangements, transactions with related parties referred to in sub-section (1) of Section 188 of Act is attached as **Annexure-III** in the Form AOC-2.

### **Statutory Auditors**

Pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, as amended from time to time, the Company hereby ratifies the appointment of the Statutory Auditors of the Company, M/s Singh Gurpreet & Co., Chartered Accountants, (FRN: 031763N) to hold office from the conclusion of this annual general meeting till the conclusion of the next annual general meeting of the Company to be held in the year 2021.

### **Cost Auditor**

Pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014, disclosure about the appointment of cost auditor is not Applicable.

### **Secretarial Auditor**

Pursuant to Section 204 of Companies Act, 2013 the Board of Directors had appointed M/s. Abhishek J & Co., practicing Company Secretary to undertake the Secretarial Audit of the Company for the year 2019-2020. The Secretarial Audit Report is attached as **Annexure-IV**.

Auditor has made observation about Non-Compliance of Regulation 27(2) and 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There are ongoing discussions and communications with the exchange regarding fine imposed for above-said matter, however, the matter of penalty on the same subject is already under Exchange's reconsideration and not yet resolved till date.

### **Internal Control Systems and their adequacy**

The Company has an Internal Control System which is commensurate with the size, scale and complexity of its operations in order to ensure that all assets are protected against loss and that the financial & operational information is accurate and complete in all respects. Company policies, guidelines and procedures provide for adequate checks and are meant to ensure that all transactions are authorized, recorded and reported correctly.

### **Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the Auditors and the Practicing Company Secretaries in their reports**

There were no qualifications, reservations or adverse remarks made by the Auditors and the Practising Company Secretaries in their report.

### **Vigil Mechanism**

The Company has established a vigil mechanism that enables the directors and employees to report genuine concerns. The vigil mechanism provides for adequate safeguards against victimization of persons who use the vigil mechanism and direct access to the Chairperson of the Audit Committee of the Board of Directors of the Company in appropriate or exceptional cases.

### **Particulars of Employees**

There were no employee in receipt of remuneration of Rs. 1.02 crores per annum, if employed for whole of the year or Rs. 8.50 lacs per month, if employed for part of the year whose particulars are required to be given under Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. Disclosure under Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are disclosed in "**Annexure V**".

### **Prevention of Sexual Harassment at Workplace**

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, the Company has also placed "Prevention of Sexual Harassment Policy". An Internal Complaints Committee (ICC) is in place to redress complaints received regarding Sexual Harassment. The following is a summary of sexual harassment complaints received and disposed off during the year:

|                                |   |     |
|--------------------------------|---|-----|
| No. of Complaints received     | - | NIL |
| No. of Complaints disposed off | - | N.A |

### **Matters related to Directors and Key Managerial Personnel**

The Whole-time Director of the Company, Mr. Vikramajit Seth has resigned from the Board of Directors w.e.f. February 7, 2020. In terms of the provisions of Section 152 of the Companies Act, 2013 read with the Articles of Association of the Company, the Director of the Company, Mr. Indrajit Seth (DIN 00243539) is liable to retire by rotation at the ensuing Annual General Meeting and he being eligible has offered himself for reappointment.

## Directors' Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby confirm that:

- (i) In the preparation of the annual financial statements for the financial year ended March 31, 2020, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- (ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- (iii) The Directors had taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Directors had prepared the annual financial statements for the financial year ended March 31, 2020 on a 'going concern' basis.
- (v) The Directors had laid down proper internal financial controls to be followed by the Company and such financial controls are adequate and are operating effectively. The Company is taking constant steps to further strengthen the same; and
- (vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## Number of Board Meetings conducted during the year under review

The Board met 6 times during the financial year ended March 31, 2020 i.e. on 18.05.2019, 31.07.2019, 30.09.2019, 13.11.2019, 07.02.2020 and 30.03.2020. The maximum interval between any two meetings did not exceed 120 days.

## Performance Evaluation of BOD & Individual Directors

The Board had evaluated and ensured the effectiveness of its functioning and that of the committees and of individual Directors by seeking their inputs on various aspects of Board/Committee Governance from time to time.

## Subsidiaries, Joint Ventures and Associate Companies along with their performance and financial position

The Company does not have any Subsidiary, Joint venture or Associate Company.

## Shares

- a. The Company has not bought back any of its securities during the year under review;
- b. The Company has not issued any Sweat Equity Shares during the year under review;
- c. The Company has not made any allotment of shares during the year under review; and
- d. The Company has not provided any Stock Option Scheme to the employees;

## Transfer of Unclaimed Dividend to Investor Education and Protection Fund

Members are hereby informed that dividends which remain unclaimed/unencashed over a period of 7 years have to be transferred by the Company to the Investors Education & Protection Fund (IEPF) constituted by the Central Government under Section 125 (C) of the Companies Act, 2013.

The following are the details of the dividend paid by the company and the respective due dates for transfer of unclaimed/unencashed dividend to the Fund (IEPF) of the Central Government:

| S.No. | Date of Declaration of Dividend | Dividend for the year | Due date for transfer to the IEPF |
|-------|---------------------------------|-----------------------|-----------------------------------|
| 1.    | 31.08.2013                      | 2012-13               | 07.10.2020                        |
| 2.    | 30.09.2014                      | 2013-14               | 06.11.2021                        |
| 3.    | 30.09.2015                      | 2014-15               | 06.11.2022                        |
| 4.    | 30.09.2016                      | 2015-16               | 06.11.2023                        |
| 5.    | 23.09.2017                      | 2016-17               | 30.09.2024                        |
| 6.    | 22.09.2018                      | 2017-18               | 30.09.2025                        |
| 7.    | 30.09.2019                      | 2018-19               | 06.11.2026                        |

## **Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future**

No such order has been passed by any Regulators or Courts or Tribunals.

## **Corporate Governance**

Provisions related to Corporate Governance Report as provided in Regulation 15(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 became applicable to the Company during the year and Company was required to comply with the requirement of submitting Corporate Governance Report to the Metropolitan Stock Exchange of India (the "Exchange") on Quarterly basis. The Company filed declaration with the Exchange as to non-applicability of said provisions related to corporate governance for the first three quarters of the year. However, due to difference in interpretation of the said provisions between Company and Exchange, the Exchange imposed penalty on the Company for non-filing of Corporate Governance Report for the quarter ended December 31, 2019. This matter is under consideration with Exchange.

The report on Corporate Governance is annexed and forms part of this Director's Report as **Annexure-VI**.

## **Disclosure of Audit Committee**

As per the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 the Company has constituted the Audit Committee comprising of Mr. Mahesh Sahai (Chairman), Mr. Vijay Krishna Shunglu (Member) and Mr. Probir Chandra Sen (Member) and has met on 18.05.2019, 31.07.2019, 13.11.2019 and 07.02.2020 during the year.

## **Disclosure of Nomination and Remuneration Committee**

In compliance of the provisions of Section 178 of the Companies Act, 2013 read with Corresponding Rule of the Companies (Meeting of Board and its Powers) Rules, 2013, the Company has constituted the Nomination and Remuneration Committee comprising of Mr. Mahesh Sahai (Chairman), Mr. Indrajit Seth (Member) and Mr. Ravi Vira Gupta (Member) and the Committee met on 31.07.2019, 13.11.2019 and 07.02.2020 during the year.

## **Stakeholder's Relationship Committee**

In compliance of the provisions of Section 178 of the Companies Act, 2013 read with Corresponding Rule of the Companies (Meeting of Board and its Powers) Rules, 2013, the Company has constituted the Stakeholder's Relationship Committee comprising of Mr. Vijay Krishna Shunglu (Chairman), Mr. P. C. Sen (Member) and Mr. Ravi Vira Gupta (Member) and the Committee met on 31.07.2019, 13.11.2019 and 07.02.2020 during the year.

## **Risk Management**

Although as per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the formation of Risk Management Committee is not mandatory on the Company but the Board of Directors has adopted a risk management policy for the Company which provides for identification assessment and control of risks which in the opinion of the Board may threaten the existence of the Company. The Management identifies and controls risks through a properly defined framework in terms of the aforesaid policy.

## **Declaration by Independent Directors**

The Company has received necessary declarations of independence from each of its Independent Directors under section 149(7) of the Companies Act 2013 that he/she meets the criteria of Independent Director envisaged in section 149 (6) of the Companies Act, 2013 and are not disqualified from continuing as Independent Directors.

## **Corporate Social Responsibility Committee**

As per provisions of Section 135 of the Companies Act, 2013, constitution of Corporate Social Responsibility (CSR) Committee and matters relating to it is not applicable to our Company. Hence there is no information regarding it.

## **Acknowledgements**

Your Directors acknowledges gratefully the shareholders for their continued support and confidence. Your Directors also wish to record their appreciation for the loyal and devoted services rendered by the staff of the Company during the year.

Place : New Delhi  
Dated : 31<sup>st</sup> August, 2020

By Order of the Board  
Indrajit Seth  
Chairman  
DIN - 00243539

**FORM NO. MGT 9**

Annexure I

**EXTRACT OF ANNUAL RETURN  
as on financial year ended on 31.03.2020****Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.****I. Registration & other details:**

|     |  |   |
|-----|--|---|
| i   | CIN  | L74899DL1937PLC000478   |
| ii  | Registration Date  | 01-12-1937  |
| iii | Name of the Company  | The Delhi Safe Deposit Company Limited  |
| iv  | Category/Sub-category of the Company                                       | Company limited by shares/Indian Non. Govt. Co.   |
| v   | Address of the Registered office & Contact details                         | 86, Janpath, New Delhi-110001<br>011-43580400 / 23320084 / 23321902   |
| vi  | Whether listed company   | Yes   |
| vii | Name, Address & contact details of the Registrar & Transfer Agent, if any. | BigShare Services Pvt. Ltd.,<br>Registered Office at E/2 Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai – 400072.<br>Corporate Office at 1st floor, Bharat Tin Works Building, Opp.Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059.<br>Delhi Office : 302, Kushal Bazar, 32-33, Nehru Place, New Delhi - 110019.<br>Contact Details : 011-42425004 / 47565852 |

**II. Principal business activities of the Company:**

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

| S.No | Name & description of main products/services | NIC code of the product /service | % to total turnover of the Company |
|------|--|----------------------------------|------------------------------------|
| 1    | Loans & credit facilities                    | 649                              | 72.28%                             |
| 2    | Rental of lockers                            | 774                              | 22.97%                             |

**III. Particulars of holding, subsidiary & associate companies**

| S. No | Name & address of the Company | CIN/GLN | Holding/subsidiary/associate | % of shares held | Applicable section |
|-------|-------------------------------|---------|------------------------------|------------------|--------------------|
|       | N.A                           | N.A     | N.A                          | N.A              | N.A                |

**IV. Shareholding pattern (Equity Share capital Break up as % of total Equity)****i. Category-wise shareholding**

| Category of shareholders              | No. of shares held at the beginning of the year |          |                  |                   | No. of shares held at the end of the year |          |                  |                   | % change during the year |
|---------------------------------------|---|----------|------------------|-------------------|---|----------|------------------|-------------------|--------------------------|
|                                       | Demat   | Physical | Total            | % of Total Shares | Demat                                     | Physical | Total            | % of Total Shares |                          |
| <b>A. PROMOTERS</b>                   |   |          |                  |                   |   |          |                  |                   |                          |
| <b>(1) Indian</b>                     |   |          |                  |                   |   |          |                  |                   |                          |
| a) Individual/HUF                     | 33,10,248                                       | 0        | 33,10,248        | 63.38             | 33,10,248                                 | 0        | 33,10,248        | 63.38             | 0                        |
| b) Central Govt.                      | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| c) State Govt. (s)                    | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| d) Bodies Corporates                  | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| e) Bank / Financial Institutions      | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| f) Any other                          | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| <b>SUB TOTAL:(A) (1)</b>              | <b>33,10,248</b>                                | <b>0</b> | <b>33,10,248</b> | <b>63.38</b>      | <b>33,10,248</b>                          | <b>0</b> | <b>33,10,248</b> | <b>63.38</b>      | <b>0</b>                 |
| <b>(2) Foreign</b>                    |   |          |                  |                   |   |          |                  |                   |                          |
| a) NRI- Individuals                   | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| b) Other Individuals                  | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| c) Bodies Corp.                       | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| d) Banks / Financial Institutions     | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| e) Any other                          | 0   | 0        | 0                | 0                 | 0   | 0        | 0                | 0                 | 0                        |
| <b>SUB TOTAL (A) (2)</b>              | <b>0</b>  | <b>0</b> | <b>0</b>         | <b>0</b>          | <b>0</b>                                  | <b>0</b> | <b>0</b>         | <b>0</b>          | <b>0</b>                 |
| <b>Total Shareholding of Promoter</b> | <b>33,10,248</b>                                | <b>0</b> | <b>33,10,248</b> | <b>63.38</b>      | <b>33,10,248</b>                          | <b>0</b> | <b>33,10,248</b> | <b>63.38</b>      | <b>0</b>                 |
| <b>(A)= (A)(1)+(A)(2)</b>             |   |          |                  |                   |   |          |                  |                   |                          |



| <b>B. PUBLIC SHAREHOLDING</b>   |                  |                 |                  |              |                  |                 |                  |              |          |
|---|------------------|-----------------|------------------|--------------|------------------|-----------------|------------------|--------------|----------|
| <b>(1) Institutions</b>   |                  |                 |                  |              |                  |                 |                  |              |          |
| a) Mutual Funds   | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| b) Banks/Financial Institutions   | 41,016           | 0               | 41,016           | 0.79         | 41,016           | 0               | 41,016           | 0.79         | 0        |
| c) Central Govt.  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| d) State Govt. (s)  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| e) Venture Capital Fund   | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| f) Insurance Companies  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| g) FIIS   | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| h) Foreign Venture Capital Funds  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| i) Others (specify)   | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| <b>SUB TOTAL (B)(1):</b>  | <b>41,016</b>    | <b>0</b>        | <b>41,016</b>    | <b>0.79</b>  | <b>41,016</b>    | <b>0</b>        | <b>41,016</b>    | <b>0.79</b>  | <b>0</b> |
| <b>(2) Non Institutions</b>   |                  |                 |                  |              |                  |                 |                  |              |          |
| <b>a) Bodies corporates</b>   |                  |                 |                  |              |                  |                 |                  |              |          |
| i) Indian   | 0                | 30,985          | 30,985           | 0.59         | 9,166            | 30,985          | 40,151           | 0.76         | 0.17     |
| ii) Overseas  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| <b>b) Individuals</b>   |                  |                 |                  |              |                  |                 |                  |              |          |
| i) Individual shareholders holding nominal share capital upto Rs.2 Lakh           | 1,99,457         | 3,13,996        | 5,13,453         | 9.83         | 2,40,734         | 2,47,523        | 4,88,257         | 9.34         | (4.90)   |
| ii) Individuals shareholders holding nominal share capital in excess of Rs.2 Lakh | 10,15,128        | 2,09,916        | 12,25,044        | 23.45        | 11,55,888        | 85,956          | 12,41,844        | 23.77        | 0.32     |
| c) Others (IEPF, NRI, Overseas Body Corporate)                                    | 1,02,254         | 0               | 1,02,254         | 1.96         | 1,01,484         | 0               | 1,01,484         | 1.94         | (0.02)   |
| <b>SUB TOTAL (B)(2):</b>  | <b>13,16,839</b> | <b>5,54,897</b> | <b>18,71,736</b> | <b>35.83</b> | <b>15,07,272</b> | <b>3,64,464</b> | <b>18,71,736</b> | <b>35.83</b> | <b>0</b> |
| <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                               | <b>13,57,855</b> | <b>5,54,897</b> | <b>19,12,752</b> | <b>36.62</b> | <b>15,48,288</b> | <b>3,64,464</b> | <b>19,12,752</b> | <b>36.62</b> | <b>0</b> |
| <b>C. SHARES HELD BY CUSTODIAN FOR GDRS &amp; ADRS</b>                            |                  |                 |                  |              |                  |                 |                  |              |          |
|   | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0        |
| <b>GRAND TOTAL (A+B+C)</b>  | <b>46,68,103</b> | <b>5,54,897</b> | <b>52,23,000</b> | <b>100%</b>  | <b>46,68,103</b> | <b>5,54,897</b> | <b>52,23,000</b> | <b>100%</b>  | <b>0</b> |

## ii. Shareholding of Promoters

| S.No. | Shareholder's Name | Shareholding at the beginning of the year |                                  |  | Shareholding at the end of the year |                                  |  | % Change in shareholding during the year |
|-------|--------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|--|
|       |                    | No. of shares                             | % of total shares of the company | % of shares pledged encumbered to total shares | No. of shares                       | % of total shares of the company | % of shares pledged encumbered to total shares |  |
| 1     | Mr. Indrajit Seth  | 31,27,428                                 | 59.88                            | 0  | 31,27,428                           | 59.88                            | 0  | 0  |
| 2     | Mrs. Sarvjeet Seth | 1,82,820                                  | 3.50                             | 0  | 1,82,820                            | 3.50                             | 0  | 0  |

## iii. Change in Promoters' shareholding (specify if there is no change)

| S.No. |  | Share holding at the beginning of the Year |                                  | Cumulative Share holding during the Year |                                  |
|-------|--|--|----------------------------------|--|----------------------------------|
|       |  | No. of Shares                              | % of total shares of the company | No. of Shares                            | % of total shares of the company |
| 1.    | At the beginning of the year   | 33,10,248                                  | 63.38 %                          | 33,10,248                                | 63.38 %                          |
| 2.    | Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc) | No Change                                  |                                  |  |                                  |
| 3.    | At the end of the year   | 33,10,248                                  | 63.38%                           | 33,10,248                                | 63.38%                           |

iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

| S.No. | NAME OF THE TOP 10 SHAREHOLDERS | Shareholding at the beginning of the year | Shareholding at the end of the year |
|-------|---------------------------------|---|-------------------------------------|
| 1     | IEPF                            | 99,240                                    | 1,01,484                            |
| 2     | Ms. Geetanjali Gupta            | 57,864                                    | 57,864                              |
| 3     | Mr. Ajay Kumar                  | 44,100                                    | 44,100                              |
| 4     | The Oriental Insurance Co. Ltd. | 41,016                                    | 41,016                              |
| 5     | Mr. Earnest Dean                | 27,336                                    | 39,336                              |
| 6     | Ms. Chitra Nalesh Kalwaney      | 35,724                                    | 35,724                              |
| 7     | Mr. Anil Bagai                  | 27,288                                    | 27,288                              |
| 8     | Ms. Noopur Kalwaney             | 25,956                                    | 25,956                              |
| 9     | Mr. Dhruv Vira                  | 30,000                                    | 24,000                              |
| 10    | Mrs. Kanwal Mohini Gupta        | 23,004                                    | 23,004                              |

v. Shareholding of Directors and Key Managerial Personnel:

| Name of Directors & KMP   | Shareholding at the beginning of the year |                                  | Shareholding at the end of the year |                                  |
|---------------------------|---|----------------------------------|-------------------------------------|----------------------------------|
|                           | No. of Shares                             | % of total shares of the company | No. of Shares                       | % of total shares of the company |
| Mr. Ravi Vira Gupta       | 0   | 0                                | 0                                   | 0                                |
| Mr. Vijay Krishna Shunglu | 1,92,048                                  | 3.67                             | 1,92,048                            | 3.67                             |
| Mr. Mahesh Sahai          | 36,000                                    | 0.69                             | 36,000                              | 0.69                             |
| Mr. Ashok Dayal           | 0   | 0                                | 0                                   | 0                                |
| Mr. Probir Chandra Sen    | 0   | 0                                | 0                                   | 0                                |
| Mr. Vijay Kumar Gupta     | 5,87,724                                  | 11.25                            | 5,87,724                            | 11.25                            |
| Mr. Vikramajit Seth       | 0   | 0                                | 0                                   | 0                                |
| Mr. Indrajit Seth         | 31,27,428                                 | 59.88                            | 31,27,428                           | 59.88                            |
| Mrs. Sarvjeet Seth        | 1,82,820                                  | 3.50                             | 1,82,820                            | 3.50                             |
| Ms. Kavita Kalwaney       | 1,27,200                                  | 2.43                             | 1,27,200                            | 2.43                             |
| Ms. Himani Sharma         | 0   | 0                                | 0                                   | 0                                |

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rs. in Lacs)

|  | Secured Loans excluding deposits | Unsecured Loans | Deposits        | Total Indebtedness |
|--|----------------------------------|-----------------|-----------------|--------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                  |                 |                 |                    |
| i) Principal Amount  | 21.81                            | 421.22          | 1,068.78        | 1,511.81           |
| ii) Interest due but not paid                              | 0                                | 0               | 0               | 0                  |
| iii) Interest accrued but not due                          | 0                                | 0               | 66.55           | 66.55              |
| <b>Total (i+ii+iii)</b>                                    | <b>21.81</b>                     | <b>421.22</b>   | <b>1,135.33</b> | <b>1,578.36</b>    |
| <b>Change in Indebtedness during the financial year</b>    |                                  |                 |                 |                    |
| Additions  | 0                                | 0               | 0               | 0                  |
| Reduction  | 8.76                             | 53.12           | 5.18            | 67.06              |
| <b>Net Change</b>  | <b>8.76</b>                      | <b>53.12</b>    | <b>5.18</b>     | <b>67.06</b>       |
| <b>Indebtedness at the end of the financial year</b>       |                                  |                 |                 |                    |
| i) Principal Amount  | 13.05                            | 368.10          | 1,045.34        | 1,426.49           |
| ii) Interest due but not paid                              | 0                                | 0               | 0               | 0                  |
| iii) Interest accrued but not due                          | 0                                | 0               | 84.81           | 84.81              |
| <b>Total (i+ii+iii)</b>                                    | <b>13.05</b>                     | <b>368.10</b>   | <b>1,130.15</b> | <b>1,511.30</b>    |

## VI. Remuneration of Directors and Key Managerial Personnel

### A. Remuneration to Managing Director, Whole time Director and/or Manager:

(Amount in Rs.)

| S.No | Particulars of Remuneration   | Name of Managing Director / Whole time Director / Manager |                     | Total Amount     |
|------|---|---|---------------------|------------------|
|      |   | Mr. Vijay Kumar Gupta (CEO)                               | Mr. Vikramajit Seth |                  |
| 1    | Gross salary  |   |                     |                  |
|      | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 | 25,42,800   | 8,63,004            | 34,05,804        |
|      | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961                      | 0   | 0                   | 0                |
|      | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961       | 2,91,600  | 0                   | 2,91,600         |
| 2    | Stock option  | 0   | 0                   | 0                |
| 3    | Sweat Equity  | 0   | 0                   | 0                |
| 4    | Commission  |   |                     |                  |
|      | - as % of profit  | 0   | 0                   | 0                |
|      | - others (specify)  | 0   | 0                   | 0                |
| 5    | Others (please specify)   |   |                     |                  |
|      | 1. Sitting Fee  | 30,000  | 0                   | 30,000           |
|      | 2. Contribution to PF & other funds   | 1,65,600  | 19,501              | 1,85,101         |
|      | <b>Total (A)</b>  | <b>30,30,500</b>  | <b>8,82,505</b>     | <b>39,13,005</b> |

### B. Remuneration to other Directors:

(Amount in Rs.)

| S.No | Particulars of Remuneration                      | Name of Directors |                  |                 |                     |                           |                    |                        | Total Amount    |
|------|--|-------------------|------------------|-----------------|---------------------|---------------------------|--------------------|------------------------|-----------------|
|      |  | Mr. Indrajit Seth | Mr. Mahesh Sahai | Mr. Ashok Dayal | Mr. Ravi Vira Gupta | Mr. Vijay Krishna Shunglu | Mrs. Sarvjeet Seth | Mr. Probir Chandra Sen |                 |
| 1    | Independent Directors                            |                   |                  |                 |                     |                           |                    |                        |                 |
|      | (a) Fee for attending board / committee meetings | 0                 | 30,000           | 15,000          | 30,000              | 0                         | 0                  | 30,000                 | 1,15,000        |
|      | (b) Commission                                   | 0                 | 34,843           | 34,843          | 34,843              | 0                         | 0                  | 34,843                 | 1,39,372        |
|      | (c) Others, please specify                       | 0                 | 0                | 0               | 0                   | 0                         | 0                  | 0                      | 0               |
|      | <b>Total (1)</b>                                 | <b>0</b>          | <b>64,843</b>    | <b>49,843</b>   | <b>64,843</b>       | <b>0</b>                  | <b>0</b>           | <b>64,843</b>          | <b>2,44,372</b> |
| 2    | Other Non Executive Directors                    | 30,000            | 0                | 0               | 0                   | 40,000                    | 30,000             | 0                      | 1,00,000        |
|      | (a) Fee for attending board / committee meetings | 0                 | 0                | 0               | 0                   | 0                         | 0                  | 0                      | 0               |
|      | (b) Commission                                   | 34,841            | 0                | 0               | 0                   | 34,843                    | 34,843             | 0                      | 1,04,527        |
|      | (c) Others (please specify)                      | 0                 | 0                | 0               | 0                   | 0                         | 0                  | 0                      | 0               |
|      | <b>Total (2)</b>                                 | <b>64,841</b>     | <b>0</b>         | <b>0</b>        | <b>0</b>            | <b>74,843</b>             | <b>64,843</b>      | <b>0</b>               | <b>2,04,527</b> |
|      | <b>Total (B)=(1+2)</b>                           | <b>64,841</b>     | <b>64,843</b>    | <b>49,843</b>   | <b>64,843</b>       | <b>74,843</b>             | <b>64,843</b>      | <b>64,843</b>          | <b>4,48,899</b> |
|      | <b>Total Managerial Remuneration</b>             |                   |                  |                 |                     |                           |                    |                        |                 |

**C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD****(Amount in Rs.)**

| S.No | Particulars of Remuneration   | KMP                                    |                            |                  |
|------|---|--|----------------------------|------------------|
|      |   | Company Secretary<br>Ms. Himani Sharma | CFO<br>Ms. Kavita Kalwaney | Total            |
| 1    | Gross salary  |  |                            |                  |
|      | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 | 2,53,200                               | 21,80,138                  | 24,33,338        |
|      | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961                      | 0                                      | 0                          | 0                |
|      | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961       | 0                                      | 0                          | 0                |
| 2    | Stock option  | 0                                      | 0                          | 0                |
| 3    | Sweat Equity  | 0                                      | 0                          | 0                |
| 4    | Commission  | 0                                      | 0                          | 0                |
|      | -as % of profit   | 0                                      | 0                          | 0                |
|      | -others (specify)   | 0                                      | 0                          | 0                |
| 5    | Others, please specify Intt. on loan or Dividend on Shares                          | 0                                      | 0                          | 0                |
|      | <b>Total</b>  | <b>2,53,200</b>                        | <b>21,80,138</b>           | <b>24,33,338</b> |

**VII. Penalties/punishment/compounding of offences**

| Type                                | Section of the Companies Act | Brief Description | Details of Penalty/ Punishment/ Compounding fees imposed | Authority (RD/NCLT/Court) | Appeal made if any (give details) |
|-------------------------------------|------------------------------|-------------------|--|---------------------------|-----------------------------------|
| <b>A. COMPANY</b>                   | <b>N.A.</b>                  |                   |  |                           |                                   |
| Penalty                             |                              |                   |  |                           |                                   |
| Punishment                          |                              |                   |  |                           |                                   |
| Compounding                         |                              |                   |  |                           |                                   |
| <b>B. DIRECTORS</b>                 | <b>N.A.</b>                  |                   |  |                           |                                   |
| Penalty                             |                              |                   |  |                           |                                   |
| Punishment                          |                              |                   |  |                           |                                   |
| Compounding                         |                              |                   |  |                           |                                   |
| <b>C. OTHER OFFICERS IN DEFAULT</b> | <b>N.A.</b>                  |                   |  |                           |                                   |
| Penalty                             |                              |                   |  |                           |                                   |
| Punishment                          |                              |                   |  |                           |                                   |
| Compounding                         |                              |                   |  |                           |                                   |

Note - Due to difference in interpretations of the provisions of Applicability of Corporate Governance Report among Company and Exchange, the MSEI had levied fine of Rs.2,80,810/- for non submission of Corporate Governance Report for the 3rd Quarter. Company made the payment of above said penalty on 18.02.2020.

Place : New Delhi  
Dated : 31<sup>st</sup> August, 2020

By Order of the Board  
Indrajit Seth  
Chairman  
DIN - 00243539

**COMPANY OVERVIEW**

The Delhi Safe Deposit Co. Ltd. ('DSD', or 'the Company') is a deposit-taking Non-Banking Finance Company (NBFC-D) registered with the Reserve Bank of India (RBI). It is engaged in three major businesses of locker rentals, interest from loan finance business and travels & tours and all have maintained steady progress. It accepts public deposits and offers a variety of financial services products to its customers. It is listed with Metropolitan Stock Exchange of India Ltd. (MSEI). The Company does not have any branch or subsidiary.

**FORWARD LOOKING STATEMENTS**

Statements in this Management Discussion and Analysis Report describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward-looking statements, based on any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in Government regulations, tax laws, economic developments within the country and such other factors globally.

The financial statements have been prepared on a historical cost basis and on the accrual basis and are prepared in accordance with the accounting standards notified under the Companies (Accounting Standard) Rules, 2006, (as amended), and other relevant provisions of the Companies Act, 2013 (the "Act"). The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act. These financial statements are the first financial statements of the Company under Ind AS.

The management of the Company has used estimates and judgments relating to the financial statement on a prudent and reasonable basis, in order that the financial statement reflect in a true and fair manner, the state of affairs and profit for the year.

The management's discussions on financial conditions and result of operations should be read together with our audited financial statement and the notes to these statements included in the Annual Report.

**IMPACT OF SARS-Cov-2 VIRUS**

The SARS-Cov-2 virus responsible for COVID-19 continues to spread across the globe & India which has significantly contributed decline and volatility in global and Indian financial markets resulting significant decrease in global and local economic activities. Due to this virus, the Indian government were constrained to announced lockdown in the country to prevent the spread of this virus. The extent to which the COVID-19 pandemic will impact the Company's results will depend on future developments, which are highly uncertain, including among other things, any new information concerning the severity of the COVID-19 pandemic and any action to prevent the spread or mitigate its impact, whether government-mandated or elected by the Company. In accordance with the RBI guidelines relating to the COVID-19 Regulatory Packages announced time to time, the Company would be granting a moratorium upto August 31, 2020 on the payments of all instalments and/or interest, as applicable, to all the eligible borrowers classified as Standard, even if overdue, as on February 29, 2020. For all such accounts where the moratorium is granted, the assets classification shall remain standstill during the moratorium period i.e. the number of days past dues shall exclude the moratorium period for the purposes of assets classification under the Income Recognition, Asset Classification and Provisioning norms. However, exclusion of number of days past due which pertain to moratorium period has not resulted in extending any asset classification benefit for any of such borrower at any time.

**SWOT ANALYSIS OF THE COMPANY****STRENGTH:**

- Management depth and ability to manage client / customer relationships
- Enhanced presence in the market through clientele basis

**OPPORTUNITIES AND THREATS:**

The micro finance industry in subject to tough competition amongst various segments within and outside the country. The threat of competition is comparatively less in the area in which your company is operating. The increase in demand from business sector will provide opportunity to your company to increase more market share. Moreover, Indian Finance industry is witnessing changes in business dynamics.

## **RISKS AND CONCERNS**

Your company is mainly focusing on manpower and the intelligence. Apart from the risk on account of interest rate and regulatory changes, business of the company are exposed to certain operating business risks, which is mitigated by regular monitoring and corrective actions. The company has taken necessary measures to safe guard its assets and interest etc.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The company has proper and adequate system of internal controls commensurate with its size and nature of operations to provide reasonable assurance that all assets are safeguarded, transactions are authorized, recorded and reported properly and to monitor internal business process, financial reporting and compliance with applicable laws. The internal control system has been designed so as to ensure that the financial and other records are reliable and reflects a true and fair view of the state of the Company's business. A qualified and independent committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvements for strengthening them.

## **HUMAN RESOURCE MANAGEMENT**

The Company believes that human resource is the most important assets of the organization. It is not shown in the corporate balance sheet, but influences appreciably the growth, progress, profits and the shareholders' values. During the year your company continued its efforts aimed at improving the HR policies and processes to enhance its performance. The vision and mission of the company is to create culture and value system and behavioral skills to insure achievement of its short and long term objectives.

### **Declaration on Code of Conduct**

As required by Schedule V (D) of SEBI (LODR), 2015, it is hereby affirmed that all the Board Members and senior management personnel have complied with the Code of Conduct of the Company.

Place : New Delhi  
Dated : 31<sup>th</sup> August, 2020

By Order of the Board  
Indrajit Seth  
Chairman  
DIN - 00243539

**FORM NO. AOC-2****Annexure III**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

Details of contracts or arrangements or transactions not at arm's length basis Not Applicable.

Details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2020 are as follows:-

| <b>Name of Related Parties</b> | <b>Nature of Relationship</b>        | <b>Nature of contract / arrangement / transaction</b> | <b>Duration of Contract</b> | <b>Salient terms of contract arrangements or transactions including the values, if any.</b> |
|--------------------------------|--------------------------------------|---|-----------------------------|---|
| Mrs. Kanwal Mohini Gupta       | Relative of Key Management Personnel | Rent  | 11 Months                   | Rs.36,000/- P.M.  |

Place : New Delhi  
Dated : 31<sup>th</sup> August, 2020

By Order of the Board  
Indrajit Seth  
Chairman  
DIN - 00243539

## SECRETARIAL AUDIT REPORT

Annexure IV

(For the Financial Year ended on 31<sup>st</sup> March, 2020)  
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To, The Members  
The Delhi Safe Deposit Company Limited  
86, Janpath, New Delhi - 110001

I have conducted the Secretarial Audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by **THE DELHI SAFE DEPOSIT COMPANY LIMITED** (hereinafter called "The Delhi Safe" / "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Rajnandini books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the "Audit period" / "period of Audit" covering the financial period ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **THE DELHI SAFE DEPOSIT COMPANY LIMITED** ("the Company") for the financial year ended on 31st March, 2020 ("period of Audit") according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **N.A**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **N.A**
  - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **N.A.**
  - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, and dealing with client;
  - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **N.A.** and
  - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **N.A.**
- (vi) Other laws specifically applicable to the Company, namely:

All the Rules, Regulations, Directions, Guidelines and Circulars issued by the Reserve Bank of India applicable to Deposit Accepting Non-Banking Financial Companies which are specifically applicable to the Company.
- (vii) Compliances/ processes/ systems under other applicable Laws to the Company are being verified on the basis of periodic certificate submitted to the Board of Directors of the Company.

I have also examined compliance with the applicable clauses of the following:

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (b) The Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited ("MSEI") read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observation:

### Observations :

I report that the Board of the Company is not duly constituted with proper balance of Executive Directors, Non -Executive Directors and Independent Directors till February 07, 2020 as required under Corporate Governance norms. The Board is reconstituted on February 07, 2020 to meet up the requirements of Corporate Governance norms. There is a change in composition of Board of Directors during the period of Audit and one Director has resigned during the period of Audit.



Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through were captured and recorded as part of the minutes of the meeting.

**I further report** that the Company has made the following non compliances / delayed compliances during the period of audit:

1. Non Compliance of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2019;
2. Non Compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2019 and stub period ended February 07, 2020;

**I further report** that fine has been imposed by MSEI for the above mentioned non compliances by the Company vide email dated February 18, 2020 and letter dated June 02, 2020.

**I further report** that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines and Company is in process of reviewing & strengthening the same.

Place : Noida  
Date : 25th August, 2020

For ABHISHEK J & CO.  
Company Secretaries  
(ABHISHEK JAIN)  
ACS No. 28201 / CP. No. 16592  
UDIN : A028201B000612829

(Note: This Report is to be read with our letter of even date which is annexed as **Annexure 'A'** and forms an integral part of this report)

#### **Annexure 'A'**

To  
The Members  
The Delhi Safe Deposit Co. Ltd.

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

1. Maintenance of secretarial records, registers is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our 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, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Noida  
Date : 25th August, 2020

For ABHISHEK J & CO.  
Company Secretaries  
(ABHISHEK JAIN)  
ACS No. 28201 / CP. No. 16592  
UDIN : A028201B000612829

**REMUNERATION TO MANAGERIAL PERSONNEL****Annexure V**

Information required under Section 197 of the Companies Act 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- A) The percentage increase in Remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the Financial year 2019-20 and ratio of remuneration of each key managerial personnel (KMP) against the performance are as under :-

| Name of Key Managerial Personnel (KMP) | Designation             | Total Remuneration in Rs. | Percentage Increase in Remuneration for the Financial Year 2019-2020 | Ratio of Remuneration of the Director to Median* |
|--|-------------------------|---------------------------|--|--|
| Mr. Vijay Kumar Gupta                  | Managing Director / CEO | 30,30,500                 | 2.16   | 8.50   |
| Mr. Vikramajit Seth                    | Whole Time Director     | 8,82,505                  | 2.26   | 2.47   |
| Mr. Indrajit Seth                      | Non-Executive Director  | 0                         | 0  | 0  |
| Mrs. Sarvjeet Seth                     | Non-Executive Director  | 0                         | 0  | 0  |
| Mr. Vijay Krishna Shunglu              | Non-Executive Director  | 0                         | 0  | 0  |
| Mr. Ashok Dayal                        | Independent Director    | 0                         | 0  | 0  |
| Mr. Ravi Vira Gupta                    | Independent Director    | 0                         | 0  | 0  |
| Mr. Probir Chandra Sen                 | Independent Director    | 0                         | 0  | 0  |
| Mr. Mahesh Sahai                       | Independent Director    | 0                         | 0  | 0  |
| Ms. Kavita Kalwaney                    | Chief Finance Officer   | 21,80,138                 | 6.55   | 6.11   |
| Ms. Himani Sharma                      | Company Secretary       | 2,53,200                  | 0  | 0.71   |

**Notes:**

1. Median remuneration for the financial year 2019-20 is Rs.3,56,580/- (Rupees Three lakhs fifty six thousand five hundred and eighty only).
2. Percentage increment in remuneration for Mr. Vikramajit Seth not reported as he resigned w.e.f 07/02/2020.
3. The Non-executive Directors of the Company are entitled for sitting fees.
4. The aforesaid details are calculated on the basis of remuneration for the financial year 2019-20.
5. The number of permanent employees on the rolls of the company is 33 for the financial year 2019-20.
6. There was an increase of 4.73% in median remuneration of employees during the financial year.
7. Average percentage increase made in the salaries of employees other than the managerial personnel in the Financial Year 2019-20 was 11.65%.
8. It is affirmed that remuneration paid during the year ended March 31, 2020 is as per the Remuneration Policy of the Company.

Place : New Delhi  
Dated : 31<sup>st</sup> August, 2020

By Order of the Board  
Indrajit Seth  
Chairman  
DIN - 00243539

**Corporate Governance Compliance Report**

In terms of Regulation 34(3) and 53(f) read with Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Corporate Governance Compliance Report is provided hereunder:

**COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

A good corporate governance process aims to achieve balance between shareholders' interest and corporate goals by providing long term vision of its business and establishing systems that help the board in understanding and monitoring risk at every stage of the corporate evolution process to enhance the trust and confidence of the stakeholders without compromising with laws and regulations.

The Company is fully committed and determined to adopt best Corporate Governance practices & procedures in all its activities, policies and actions. Your Company's Philosophy on Corporate Governance is to operate for the benefit of all its stakeholders, and to conduct its business in a transparent, ethical and fair manner. Your Company believes in transparency, accountability, empowerment, motivation, respect for law, fair business and good corporate practices. These principles have been continuously followed by the Company since its inception. Your Company also believes that adhering to good corporate governance norms will ultimately lead to generation of goodwill for Company, earning respect from society, bringing about a consistent sustainable growth and also generating competitive returns for the investors. Board of Directors of the Company is committed to develop an environment of fairness, equity and transparency in all its activities with the objective of securing long-term shareholder value, while at the same time respecting the rights of all stakeholders.

The SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 regulations as amended from time to time require companies to get shareholders' approval for material related party transactions, establishment of whistle-blower mechanism, establish policy for materiality disclosure, policy for preservation of documents, archival policy, conducted familiarize programs for Independent directors and have at least one women director on their board. The amended norms are aligned with the provisions of the Companies Act, 2013, and aimed to encourage companies to 'adopt best practices on Corporate Governance'.

Our Corporate Governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as leadership and governance of the Company.

**1. BOARD OF DIRECTORS****Composition of Board:**

The Board of Directors of the Company has an optimum combination of Executive Director and Non- Executive Independent Directors, who have in depth knowledge of the business and industry. The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Your Company as on 31st March, 2020, has Eight Directors on its Board with one as Managing Director/CEO, two Promoter Non executive Directors including one woman Director, one non-independent non-executive Director and four Independent directors,. All the Independent Directors have confirmed that they meet the 'Independence' criteria as mentioned under Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also as mentioned under Section 149 of Companies Act, 2013.

**Attendance at Board Meetings:**

During the last financial year i.e. 2019-20, Six Meetings of the Board of Directors were held on 18/05/2019, 31/07/2019, 30/09/2019, 13/11/2019, 07/02/2020 and 30/03/2020.

All the Board Meetings were held at the Company's Corporate Office situated at 86, Janpath, New Delhi 110001. Notices and agenda for Board Meetings are sent well in advance to all the directors of the Company along with relevant information.

The names and categories of the Directors on the Board, their attendance at the Board Meetings and Last Annual General Meeting held during the year and the number of Directorships and Committee Chairmanships/Memberships held by them in all companies are given herein below. Other Directorships do not include directorships in Section 25 Companies and Companies incorporated outside India. Chairmanships/Membership of Board Committees include only Audit Committee, Stakeholders Relationship Committee as per Regulation 26(1) of SEBI (Listing Obligations & Disclosure Requirements) Regulations.

The details of Cessation/Appointment of Directors, if any, also disclosed below:

| Sr. No | Name and Designation of the Director | Director Identification Number (DIN) | Category | Number of Board meeting during the F.Y. 2019-20 Director's Attendance |          | Directorships in other Public Companies including this Public Company | Membership / Chairmanship of Committees in other Public Companies including THE DELHI SAFE DEPOSIT CO. LTD |            | Attendance at the A.G.M Held on 30 <sup>th</sup> September 2019 | Cessation/ Appointment (if any) |
|--------|--------------------------------------|--------------------------------------|----------|---|----------|---|--|------------|---|---------------------------------|
|        |                                      |                                      |          | Held  | Attended |   | Chairman   | Membership |   |                                 |
| 1      | Indrajit Seth                        | 00243539                             | PD       | 6   | 6        | 1   | 0  | 0          | NO  | NA                              |
| 2      | Ashok Dayal                          | 00065907                             | NEI      | 6   | 4        | 1   | 0  | 0          | NO  | NA                              |
| 3      | Mahesh Sahai                         | 00062254                             | NEI      | 6   | 6        | 1   | 1  | 1          | NO  | NA                              |
| 4      | Ravi Vira Gupta                      | 00017410                             | NEI      | 6   | 6        | 3   | 0  | 3          | NO  | NA                              |
| 5      | Probir Chandra Sen                   | 00106127                             | NEI      | 6   | 5        | 1   | 0  | 2          | NO  | NA                              |
| 6      | Vijay Krishna Shunglu                | 00032683                             | NE       | 6   | 6        | 1   | 1  | 2          | YES   | NA                              |
| 7      | Sarvjeet Seth                        | 01846774                             | PD;WD    | 6   | 6        | 1   | 0  | 0          | NO  | NA                              |
| 8      | Vijay Kumar Gupta                    | 00243413                             | ED       | 6   | 6        | 1   | 0  | 0          | YES   | NA                              |
| 9      | Vikramajit Seth                      | 00243479                             | WTD      | 6   | 1        | 1   | 0  | 0          | NO  | 07.02.2020                      |

PD: Promoter Director, **WD**: Woman Director, **ED**: Executive Director, **NEI**: Non Executive Independent Director, **WTD**: Whole Time Director, **NA**: Not Applicable **NE**: Non Executive Non- Independent

#### Independent Directors:

The company abided by definition of Independent as per Regulation 17 of the SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015 and according to the provision of Section 149 (6) of the Companies Act, 2013. The Board of The Delhi Safe Deposit Co. Ltd. has an optimum number of Independent Directors, as required under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and according to the Provision of Section 149 (6) of the Companies Act, 2013. All the independent directors are persons of integrity and possess relevant expertise and experience in the Industry and are not related to promoters, or directors in the Company, its holding, subsidiary or associate Company. Independent Directors fulfill all the conditions for being Independent to the Company, as stipulated under Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013. The maximum tenure of Independent Directors is determined in accordance with the Companies Act, 2013 and clarifications/circulars issued by the Ministry of Corporate Affairs, from time to time. The company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013.

Further, in compliance with under Regulation 25(7) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company has familiarization programme to familiarize Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The programme aims to provide insight into the Company to enable the Independent Directors to understand its business and operations in depth and contribute significantly to the growth of the Company. A policy related to it shall be uploaded on the company's website i.e. <https://www.dsdgroup.co.in>.

#### Performance Evaluation:

One of the key functions of the Board is to monitor and review the board evaluation framework. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria for the performance of executive/ non-executive/ independent directors through a peer- evaluation excluding the director being evaluated through a survey. The questionnaire of the survey is a key part of the process of reviewing the functioning and effectiveness of the Board and for identifying possible paths for improvement. Each Board member is requested to evaluate the effectiveness of the Board dynamics and relationships, information flow, decision-making of the directors, relationship to stakeholders, company performance, company strategy and the effectiveness of the whole Board.

#### Notes on Directors appointment/ re-appointment

Mr. Vikramajit Seth resigned from the Board as Whole time Director w.e.f. 07th February 2020. In terms of the provisions of Section 152 of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Indrajit Seth (DIN 00243539) Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offered him for reappointment.

## 2. COMMITTEES

### (A) AUDIT COMMITTEE

As per the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 the Company has constituted the Audit Committee comprising of Mr. Mahesh Sahai (Chairman), Mr. Vijay Krishna Shunglu (Member) and Mr. Probir Chandra Sen (Member) and the committee met on 18/05/2019, 31/07/2019, 13/11/2019 and 07/02/2020 in the financial year ended 31st March, 2020.

The Committee also invites such of the other Directors, Executives or Auditors as it considers appropriate to be present at the meeting. The Company Secretary/ Compliance Officer acts as the secretary to the Committee. Minutes of each Audit Committee meeting are placed before, and when considered appropriate, are discussed in the meeting of the Board. The Audit Committee, inter-alia, reviews the adequacy of the internal control functions, and reviews the Internal Audit reports including those related to Internal Control weaknesses, if any. The Audit Committee is provided with necessary assistance and information to carry out their functions effectively.

#### **Powers and Terms of Reference of the Committee:**

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the Company, the audit of the Company's financial statements, the appointment, independence, performance and remuneration of the statutory auditors, the performance of internal auditors, review the related party transactions on a quarterly basis and the Company's risk management policies. The Committee, inter -alia, performs the following functions:

|     |  |
|-----|--|
| 1.  | Overseeing of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.  |
| 2.  | Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditors and other auditors, if required and the fixation of audit fees.  |
| 3.  | Approval of payment to statutory auditors for any other services rendered by them.   |
| 4.  | Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:   |
|     | a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134 (5) of the Companies Act, 2013.   |
|     | b. Changes, if any, in accounting policies and practices and reasons for the same.   |
|     | c. Major accounting entries involving estimates based on the exercise of judgment by management.   |
|     | d. Significant adjustments made in the financial statements arising out of audit findings.   |
|     | e. Compliance with listing and other legal requirements relating to financial statements.  |
|     | f. Disclosure of any related party transactions and review the same on quarterly basis.  |
|     | g. Qualifications in the draft audit report.   |
| 5.  | Reviewing, with the management, the quarterly financial statements before submission to the board for approval.  |
| 6.  | Reviewing, with the management, the statement of uses / application of funds as and when raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter. |
| 7.  | Reviewing with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.   |
| 8.  | Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.  |
| 9.  | Discussion with internal auditors on any significant findings and follow up thereon.   |
| 10. | Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.  |

|     |  |
|-----|--|
| 11. | Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.                    |
| 12. | To look into the reasons for substantial defaults if any in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors. |
| 13. | To review the functioning of the Whistle Blower mechanism, in case the same is existing.   |
| 14. | Carrying out any other function as is assigned to the Audit Committee.   |

## **(B) NOMINATION AND REMUNERATION COMMITTEE**

In compliance of the provisions of Section 178 of the Companies Act, 2013 read with Corresponding Rule of the Companies (Meeting of Board and its Powers) Rules, 2013 the Company has constituted the Nomination and Remuneration Committee comprising of Mr. Mahesh Sahai (Chairman), Mr. Indrajit Seth (Member) and Mr. Ravi Vira Gupta (Member) and the Committee met on 31/07/2019, 13/11/2019 and 07/02/2020 in the financial year ended 31st March, 2020.

The Company Secretary of the Company acts as the Secretary to the Committee.

### **Terms of Reference**

The terms of reference of Nomination and Remuneration Committee are briefly described below:

- a. It shall identify persons who are qualified to become directors and persons, who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every directors performance.
- b. It shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board, a policy relating to the remuneration for the directors, key managerial personnel and other employees.
- c. It shall, while formulating the remuneration policy ensure that-
  - The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
  - Relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
  - Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

### **Nomination and Remuneration Policy**

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors. A Policy related to it also uploaded on company's website i.e. <https://www.dsdgroup.co.in>.

### **Remuneration paid to Directors**

The Company benefits from the professional expertise and invaluable experience of the Independent Directors in their individual capacity as competent professionals/business executives in achieving corporate excellence. The Company has not granted any stock options to any of its Non-Executive Directors.

During the financial year 2019-20, only sitting fees for attending board or committee meetings and commission was paid to the non-executive directors and the details are as follows:

#### **a) Non-Executive Directors**

| Sr. No. | Name of Director          | Sitting Fees paid (In Rs.) | Commission |
|---------|---------------------------|----------------------------|------------|
| 1.      | Mr.Indrajit Seth          | 30,000/-                   | 34,840/-   |
| 2.      | Mr. Mahesh Sahai          | 30,000/-                   | 34,840/-   |
| 3.      | Mr. Ashok Dayal           | 15,000/-                   | 34,840/-   |
| 4.      | Mr. Vijay Krishna Shunglu | 40,000/-                   | 34,840/-   |
| 5.      | Mrs. Sarvjeet Seth        | 30,000/-                   | 34,840/-   |
| 6.      | Mr. Ravi Vira Gupta       | 30,000/-                   | 34,840/-   |
| 7.      | Mr. Probir Chandra Sen    | 30,000/-                   | 34,840/-   |

**b) Executive Directors**

| Sr. No. | Name of Director                                | Salary, Perquisites, Allowances and Commission paid (Rs.) |
|---------|---|---|
| 1.      | Mr. Vijay Kumar Gupta (Managing Director / CEO) | 30,30,500/-   |
| 2.      | Mr. Vikramajit Seth (Whole-time Director)       | 8,82,505/-  |

**(C) STAKEHOLDERS' RELATIONSHIP COMMITTEE**

In compliance of the provisions of Section 178 of the Companies Act, 2013 read with Corresponding Rule of the Companies (Meeting of Board and its Powers) Rules, 2013 the Company has constituted the Stakeholder's Relationship Committee comprising of Mr. Vijay Krishna Shunglu (Chairman), Mr. P. C. Sen (Member) and Mr. Ravi Vira Gupta (Member) and the Committee met on 31/07/2019, 13/11/2019 and 07/02/2020 in the financial year ended 31st March, 2020.

**ROLE OF THE STAKEHOLDERS' RELATIONSHIP COMMITTEE**

The Committee is entrusted with the responsibility to resolve the grievances of security holders. The Committee monitors and reviews the performance and service standards of the Registrar and Share Transfer Agents of the Company and provides continuous guidance to improve the service levels for investors. The broad terms of reference of the Committee are as under:

- To specifically look into complaints received from the shareholders of the Company.
- To oversee the performance of the Registrar and Transfer Agent of the company.
- To recommend measures for overall improvement in the quality of services to the investors.

**Details of Complaints from Shareholders:**

|   |   |
|---|---|
| No. of complaints remaining unresolved at the beginning of the year | 0 |
| No. of complaints received during the year                          | 0 |
| No. of complaints resolved during the year                          | 0 |
| No. of complaints unresolved at the end of the year                 | 0 |

**Name and Designation of Compliance Officer:**

Mrs. Himani Sharma, Compliance Officer

**Investor Services**

**Big Share Services Pvt. Ltd.** is acting as the Registrar and Share Transfer Agents (RTAs) of the Company since the time of listing. Big Share Services Pvt. Ltd is having adequate infrastructure and VSAT connectivity with both the depositories (NSDL & CDSL), which facilitate prompt and better services to the shareholders of the Company.

**Name and Address of Compliance Officer**

Mrs. Himani Sharma,  
Company Secretary and Compliance Officer  
The Delhi Safe Deposit Co. Ltd.  
Corp. Office: 86, Janpath, New Delhi-110001,  
Contact No. 011-43580400  
E-mail – delseafe@dsggroup.co.in

**3. GENERAL BODY MEETINGS**

a) Location, time and date where last three Annual General Meetings / Extra Ordinary General Meetings/Postal Ballot were held are given below:

| Financial Year | Date and Time                              | Venue of Meeting                |
|----------------|--|---------------------------------|
| 2018-19        | AGM-<br>30th September, 2019 at 10:00 A.M. | 86, Janpath, New Delhi - 110001 |
| 2017-18        | AGM-<br>22nd September, 2018 at 10:00 A.M. | 86, Janpath, New Delhi - 110001 |
| 2016-17        | AGM-<br>23rd September, 2017 at 10:00 A.M. | 86, Janpath, New Delhi - 110001 |

**b) In the last three AGMs/EGMs, following Special Resolutions were passed:**

| Meetings held on           | Special Resolution passed  |
|----------------------------|--|
| AGM - 30th September, 2019 | • Approve continuation of Directorship of Mrs. Sarvjeet Seth   |
| AGM - 22nd September, 2018 | • Appoint Mr. Probir Chandra Sen as Independent Director<br>• Appoint Mr. Ashok Dayal as Independent Director<br>• Redesignate Mr. Vijay Krishna Shunglu as Non Executive Director |
| AGM - 23rd September, 2017 | • No Special Resolution was passed in the meeting.   |

**c) Details of Extra-ordinary General Meetings held during the year 2019-20:**

| S. No. | Date | Location of Meeting | Time | No. of Special Resolutions Passed |
|--------|------|---------------------|------|-----------------------------------|
| N.A.   | N.A. | N.A.                | N.A. | N.A.                              |

During the last financial year ended on 31st March 2020 no Extra-Ordinary General Meeting of the Company was held.

**d) Postal Ballot**

During the financial year 2019-20, Company has not passed any resolution through postal ballot. At the ensuing Annual General Meeting, there is no resolution proposed to be passed through postal ballot.

**SEBI Complaints Redress System (SCORES)**

SEBI vide circular dated 3<sup>rd</sup> June, 2011 introduced SCORES, i.e., SEBI Complaints Redress System the system of processing of investors complaints in a centralized web based complaints redress portal known as 'SCORES'. The salient features of this system are:

Centralized database of all Complaints, online upload Action Taken Reports (ATRs) by concerned Companies and online viewing by investors of action taken on the complaints and its current status.

The Company is registered with SEBI under the SCORES system.

**DISCLOSURES**

**a) Compliance with Governance Framework**

The Company is following all mandatory requirements as per Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The shareholders are already aware that the shares of the company are listed at Metropolitan Stock Exchange of India. The Company is regularly complying with the requirements since the very first day of listing. The company has also obtained a Certificate from its statutory auditors regarding compliance of the conditions of Corporate Governance as stipulated in Schedule-V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the same is also attached herewith and forms part of this director's report.

**b) Disclosure on materiality significant Related Party Transactions**

All related party transactions that were entered and executed during the year under review were at arms' length basis. As per the provisions of Section 188 of the Companies Act, 2013 and Rules made thereunder read with Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, your Company had obtained prior approval of the Audit Committee under omnibus approval route and / or under specific agenda before entering into such transactions. Details of transactions entered with related parties are disclosed in the notes forming part of Financial Statements annexed herewith.

The policy related to Related Party Transaction has been uploaded on the website of the company i.e. <https://www.dsdgroup.co.in>.

**c) Details on non-compliance by the Company, penalties and strictures imposed on the company by stock exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years**

MSEI levied fine of Rs. 2,80,840/- for non Compliance of Regulation 27(2) and 17(1) for the quarter ended December 2019, same was deposited by the Company on 18.02.2020.

Further Company was charged with fine of Rs. 2,24,200/- for non compliance of 17(1), 18(1), 19(1), 19(2), 20(2), 21(2), 27(2) of SEBI (LODR) Regulations, 2015, for the quarter ended March 31, 2020, However the matter of penalty on the same subject is already under Exchange's reconsideration and not yet resolved till date.



**d) Whistle Blower Policy**

The Delhi Safe Deposit Co. Ltd pursuant to Section 177(9) & (10) of Companies Act, 2013 and Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 has formulated Whistle Blower Policy for Directors and employees of the Company, to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. Further, the Company affirms that no personnel have been denied access to Audit Committee on any issue related thereto. The Whistle Blower policy may be accessed on the Company's website i.e. <https://www.dsdgroup.co.in>.

**e) Disclosure of Accounting Treatment**

The Company follows Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India which are issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

**f) Risk Management**

The Company is well aware of risks associated with its business operations and various projects under execution. Comprehensively risk management system is being put in place involving classification of risk, adoption of risk mitigation measures and a strong mechanism to deal with potential risks and situation leading to rise of risks in an effective manner.

Senior persons of the Management conversant with risk management systems have been entrusted with the said task with a brief to implement the risk management.

**g) Proceeds from Public Issues, Rights Issues and Preferential Issues etc.**

The Company has not made any capital issue and issue of Equity Shares under the Company's Employee Stock Option Scheme (ESOS) during the year and hence not received any proceeds there from.

**h) Implementation of Compliance Management System**

The Company has in place a well-structured Legal Compliance Management System to monitor periodical compliances on regular basis and Review Reports are discussed at the Audit Committee meetings and Board Meetings.

**4. Means of Communication**

**a. Quarterly, Half Yearly & Annually Results:** Quarterly Half Yearly & Annually Results are published in two newspapers, one in the English language i.e. Financial Express and the other in the vernacular language i.e. Dainik Mahalakshmi Bhagyodaya, circulating in the place where the registered office of the Company is situated. These financial results and quarterly shareholding pattern are electronically transmitted to the stock exchanges and are also uploaded on the Company's website <https://www.dsdgroup.co.in>.

**b. News Release Presentations:** Official news releases are displayed on the Company's website.

**c. Website:** The Company's website <https://www.dsdgroup.co.in> makes online announcements of Board Meeting dates, results of the meetings, quarterly financial results, announcement of the date of Annual General Meeting, changes in Directors and other announcements. The website also provides quarterly shareholding pattern. Copies of Notices and Annual Reports sent to Shareholders are also available on the website. The website <https://www.dsdgroup.co.in> gives information about the company and the products offered by it.

**d. Annual Report:** Annual Report containing inter alia Audited Annual Accounts, Directors Report, Auditors Report, Corporate Governance Report along with Management Discussion & Analysis Report are circulated to all the members and others entitled thereto.

**e. E-mail:** [delsafe@dsdgroup.co.in](mailto:delsafe@dsdgroup.co.in) mail id has been formed for investor servicing.

**5. General Shareholder Information**

**A.**

|    |   |  |
|----|---|--|
| a) | <b>82<sup>nd</sup> Annual General Meeting</b> | Date: 30 <sup>th</sup> September, 2020<br>Time: 10:00 A.M. |
| b) | <b>Venue</b>                                  | 86, Janpath, New Delhi- 110001 (Through VC/OVAM)           |
| c) | <b>Record Date</b>                            | 23 September, 2020   |
| d) | <b>Dividend payment date</b>                  | 30 <sup>th</sup> October 2020                              |
| e) | <b>Listing on Stock Exchanges</b>             | Metropolitan Stock Exchange of India                       |
| f) | <b>Demat ISIN Number For CDSL and NSDL</b>    | INE639Y01017   |

## B. Registrar and Transfer Agents

M/s **Bigshare Services Pvt. Ltd.** continues to be the Registrar and Share Transfer Agents (RTA) of the Company for both physical and Demat Shares and the address of their Mumbai & Delhi offices is given below:

### **Bigshare Services Pvt. Ltd. (Mumbai)**

1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East),  
Mumbai 400059, India

### **Bigshare Services Pvt. Ltd. (Delhi)**

Bigshare Services Pvt. Ltd.  
302, Kushal Bazar  
32-33, Nehru Place,  
New Delhi-110019

## C. Share Transfer System:

The share transfer requests are received and processed by the Registrar and Share Transfer Agents (RTA) i.e. Bigshare Services Pvt. Ltd. and are approved by the Share Transfer Committee of the company, which normally meets at regular intervals depending on the volume of share transfers.

The Company has been regularly complying with the provisions of Regulation 7(3) and 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and a Compliance Certificate Duly signed by Company Secretary and Compliance Officer of the Company and by the Authorized Representative of our RTA i.e. Bigshare Services Pvt. Ltd. as per Regulation 7(3) and Certificate from a Company Secretary-in-Practice for due compliance of the share transfer formalities as per Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is being forwarded to MSEI on half yearly basis within 30 days from the end of each half year as per the provisions of said regulations.

## D. Financial Calendar (20-21) (Tentative)

| <b>Period</b>  | <b>Approval of Quarterly results</b>  |
|--|---------------------------------------|
| For the 1st quarter ending on 30.06.2020             | *On or before 15th of September, 2020 |
| For the 2nd quarter & half year ending on 30.09.2020 | On or before 14th of November, 2020   |
| For the 3rd quarter ending on 31.12.2020             | On or before 14th of February, 2021   |
| For the 4th quarter & year ending on 31.03.2021      | On or before 30th of May, 2021        |
| For Annual General Meeting                           | On or before 30th September, 2021     |

\*Extended by SEBI Circular no SEBI/HO/CFD/CMD1/CIR/P/2020/140 dated 29 July 2020

## E. Listing Stock Exchange

(a) At Present the Equity Shares of the Company are listed on MSEI Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098, India.  
The Listing Fee for the year 2020-21, has already been paid to the above Stock Exchanges

(b) Depositories

### **1. National Securities Depository Limited (NSDL)**

4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg,  
Lower Parel (West), Mumbai – 400 013, MH

### **2. Central Depository Services (India) Limited (CDSL)**

Marathon Futurex, A-Wing, 25th Floor, NM Joshi Marg, Lower Parel, Mumbai – 400 013, MH

The Annual Custodial Fees for the year 2020-21 have also been paid to the above-mentioned depositories

## F. Stock Code- DELHISAFE

## G. Market Price Data

| Month          | Month Price high | Month Price Low |
|----------------|------------------|-----------------|
| April 2019     | ----             | ----            |
| May 2019       | ----             | ----            |
| June 2019      | ----             | ----            |
| July 2019      | ----             | ----            |
| August 2019    | ----             | ----            |
| September 2019 | ----             | ----            |
| October 2019   | ----             | ----            |
| November 2019  | ----             | ----            |
| December 2019  | ----             | ----            |
| January 2020   | ----             | ----            |
| February 2020  | ----             | ----            |
| March 2020     | ----             | ----            |

### Dematerialization of Shares and Liquidity:

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the Depositories in India i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As at 31<sup>st</sup> March 2020 only 364464 equity shares out of total 5223000 equity shares were held in physical form and the remaining 4858536 equity shares were held in dematerialized form.

The Company's shares are traded on Metropolitan Stock Exchange of India.

**Outstanding ADRs, GDRs, warrants or any convertible instruments, conversion date and impact on equity:** No ADRs or GDRs, or any other convertible instruments were outstanding for conversion as on 31<sup>st</sup> March, 2020.

### Address for Correspondence:

#### The Delhi Safe Deposit Co. Ltd

Corp. Office : 86, Janpath, New Delhi- 110001

Tel No. : 011-43580400;

E-mail : delseafe@dsgroup.co.in

### Certificate on Corporate Governance

The Delhi Safe Deposit Co. Ltd has taken adequate steps to adhere to all the stipulations laid down as per clause C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with regulation 34(3) of the said Listing Regulations.

A Report on Corporate Governance is included as a part of this Annual Report. Certificate from the Company Secretary M/s Abhishek J & Co. confirming the compliance with the conditions of Corporate Governance is included as **Annexure – A** of this Report.

### Code of Conduct

The Delhi Safe Deposit Co. Ltd has laid down a Code of Corporate Governance & Conduct for all its Board Members and Senior Management Personnel of the Company. All the Board Members and Senior Management Personnel have affirmed compliance with the said Code of Conduct. The said code has been posted on the company's website i.e. <https://www.dsdgroup.co.in/>. Declaration for Code of Conduct is given in Board's Report as per **Annexure – B**.

### Code of conduct for Prevention of Insider Trading:

The Company has established a code of conduct for Prevention of Insider Trading. The necessary preventive actions, including closure of trading window around the time of any price sensitive events information are taken care. In pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2019 the Company has adopted revised Insider Trading Code. The Code provides framework for dealing with the securities of Company in mandated manner.

The detailed policy and above mentioned Insider Trading -Code of Conduct can be accessed on the Company's website at <https://www.dsdgroup.co.in/>.

### Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Company Secretary (PCS) carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and paid-up capital. This audit is carried out every quarter and the Report thereon is submitted to the stock exchanges and is placed before the board of directors of the Company. The Audit, inter alia, confirms that the listed and paid up capital of the company with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSL and the total number of shares in physical form.

The Company also sends a Reconciliation of Share Capital Audit Report obtained from a Company Secretary-in-Practice for reconciliation of share capital & dematerialization of the shares of the Company pursuant to Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 as amended from time to time to the Stock Exchange i.e. MSEI where equity shares of the company are listed within 30 days from the end of each quarter.

### CEO/CFO Certification

The Chairman & Managing Director and the Chief Financial Officer (CFO) of the Company have already furnished the requisite Certificate to the Board of Directors pursuant to Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The said certificate is also attached herewith and forms part of this director's report as **Annexure - C**.

### Certificate from Company Secretary in Practice

A certificate has been received from Mr. Abhishek Jain Company Secretary, Proprietor of M/s Abhishek J & Co. (CP NO. 16592), that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority as **Annexure - D**.

### Green initiative in the Corporate Governance:

The Ministry of Corporate Affairs (MCA) vide its General Circular No. 18/2011 dated 29<sup>th</sup> April 2011 has clarified that as a measure of "Green Initiative in Corporate Governance" it will be in compliance, if the Annual Report (i.e. documents listed in section 136 of the Companies Act, 2013) is sent through e-mail. A recent amendment to the listing agreement with the Stock Exchanges now permits Company to send soft copies of the Annual Report to all those shareholders who have registered email address for the purpose.

The board is sure that you appreciate the Green Initiative that has been undertaken by MCA and hope that you will support your Company's desire to participate in it.

### INTER-SE RELATIONSHIP IN DIRECTORS (As on 31.03.2020)

The following table contains the details of inter-se-relationships between the directors of the Company, as required to be disclosed in accordance with the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:

| S. No. | Name of Director      | Designation                         | Inter-se Relationship   |
|--------|-----------------------|-------------------------------------|-------------------------|
| 1.     | Indrajit Seth         | Chairman & Non- Executive Director  | Spouse of Sarvjeet Seth |
| 2.     | Ashok Dayal           | Non- Executive Independent Director | No Relationship         |
| 3.     | Mahesh Sahai          | Non- Executive Independent Director | No Relationship         |
| 4.     | Ravi Vira Gupta       | Non- Executive Independent Director | No Relationship         |
| 5.     | Probir Chandra Sen    | Non- Executive Independent Director | No Relationship         |
| 6.     | Vijay Krishna Shunglu | Non- Executive Director             | No Relationship         |
| 7.     | Sarvjeet Seth         | Non- Executive Director             | Spouse of Indrajit seth |
| 8.     | Vijay Kumar Gupta     | Executive Director                  | No Relationship         |

### NON-MANDATORY REQUIREMENTS

#### 1) SHAREHOLDER RIGHTS

The financial performance of the Company is well published and also displayed on the Company's website in the form of quarterly/half-yearly/annual financial results. In view of this, individual communication of quarterly/half-yearly/annual financial results is not sent to the shareholders separately.

## 2) AUDIT QUALIFICATIONS

The Auditor's Report on annual accounts of the Company for the financial year ended on 31<sup>st</sup> March 2020 does not contain any qualifications or adverse remarks.

Place : New Delhi  
Dated : 26<sup>th</sup> August, 2020

By Order of the Board  
Indrajit Seth  
Chairman  
DIN - 00243539

## **ANNEXURE - A To the Corporate Governance Report**

### **CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members  
The Delhi Safe Deposit Company Limited  
86, Janpath, New Delhi - 110001

We have examined the compliance of conditions of Corporate Governance by The Delhi Safe Deposit Co. Ltd, for the year ended on 31<sup>st</sup> March 2020, as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the directors and the management, we hereby certify that the Company has complied with the requirements & conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place : Noida  
Date : 26th August, 2020

For ABHISHEK J & CO.  
Company Secretaries  
(ABHISHEK JAIN)  
ACS No. 28201 / CP. No. 16592  
UDIN : A028201B000620287

## **ANNEXURE - B To the Corporate Governance Report**

### **THE DELHI SAFE DEPOSIT COMPANY LIMITED**

(CIN: L74899DL1937PLC000478)

Registered Office: 86, Janpath, New Delhi-110001

### **DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT**

The Company has adopted a Code of Conduct for Directors and Senior Management of the Company, as per Schedule-V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has received confirmation from the Directors and Senior Management regarding compliance with the code for the year ended March 31, 2020.

Place : New Delhi  
Dated : 26th August, 2020

Sd/-  
Vijay Kumar Gupta  
Managing Director / CEO  
DIN - 00243413

**ANNEXURE - C To the Corporate Governance Report**

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
(CIN: L74899DL1937PLC000478)  
Registered Office: 86, Janpath, New Delhi-110001

To,  
The Board of Directors  
The Delhi Safe Deposit Company Limited  
86, Janpath, New Delhi -110001

**CERTIFICATION BY**  
**CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER (CFO)**  
**(Pursuant to Reg. 17(8) of SEBI (LODR) Regulations, 2015)**

We have reviewed the financial statements and the cash flow statements for the financial year ended on 31<sup>st</sup> March, 2020 and to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
3. These are to the best of our knowledge and belief, no transactions entered in to by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct;
4. We accept the responsibility for establishing and maintaining Internal Controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of Internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies;
5. We further certify that:
  - (a) There have been no significant changes in internal control during this year;
  - (b) There have been no significant changes in accounting policies during this year and that the same has been disclosed in the notes to the financial statements; and
  - (c) There have been no instances of significant fraud, of which we have become aware, involving management or an employee having a significant role in the Company's internal control systems.

Sd/-  
Vijay Kumar Gupta  
Managing Director / CEO  
DIN - 00243413

Sd/-  
Kavita Kalwaney  
Chief Financial Officer

Place : New Delhi  
Dated : 26th August, 2020

## **ANNEXURE - D To the Corporate Governance Report**

### **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**[Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Members  
The Delhi Safe Deposit Company Limited  
86, Janpath, New Delhi -110001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of The Delhi Safe Deposit Co. Ltd having CIN L74899DL1937PLC000478 and having registered office at 86, Janpath, New Delhi- 110001 and (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

| <b>Name of the Director</b> | <b>PAN and DIN</b>               | <b>Initial Date of Appointment</b> | <b>Status of DIN as per MCA portal</b> |
|-----------------------------|----------------------------------|------------------------------------|--|
| Shri Indrajit Seth          | PAN-AAAXPS1383D<br>DIN- 00243539 | 31.07.1956                         | ACTIVE                                 |
| Shri Ashok Dayal            | PAN- AFSPD1766P<br>DIN- 00065907 | 27.11.1997                         | ACTIVE                                 |
| Shri Mahesh Sahai           | PAN- AASPS9217K<br>DIN- 00062254 | 20.05.1977                         | ACTIVE                                 |
| Shri Ravi Vira Gupta        | PAN- AAAPG1093R<br>DIN- 00017410 | 30.10.1998                         | ACTIVE                                 |
| Shri Probir Chandra Sen     | PAN- AKKPS7348R<br>DIN- 00106127 | 29.09.2007                         | ACTIVE                                 |
| Shri Vijay Krishna Shunglu  | PAN- AEFPS4555R<br>DIN- 00032683 | 30.03.2002                         | ACTIVE                                 |
| Smt. Sarvjeet Seth          | PAN- AFDPS4267D<br>DIN- 01846774 | 29.09.2007                         | ACTIVE                                 |
| Shri Vijay Kumar Gupta      | PAN- AAAPG5610L<br>DIN- 00243413 | 01.10.1998                         | ACTIVE                                 |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Noida  
Date : 26th August, 2020

For ABHISHEK J & CO.  
Company Secretaries  
(ABHISHEK JAIN)  
ACS No. 28201 / CP. No. 16592  
UDIN : A028201B000620078

## **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS**

### **TO THE MEMBERS OF THE DELHI SAFE DEPOSIT CO. LTD.**

#### **Opinion**

We have audited the accompanying standalone Ind AS financial statements of The Delhi Safe Deposit Company Limited (“the Company”), which comprise the balance sheet as at March 31, 2020, the statement of profit and loss, statement of changes in equity and statement of cash flow for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the standalone Ind AS financial statements”).

In our opinion and to the best of our information and according to explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit, changes in equity and its cash flows for the year ended on that date.

#### **Basis of Opinion**

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independence requirements that are relevant to our audit of the standalone Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

#### **Impact of COVID 19 pandemic on the future financial performance and position of the Company:**

The extent to which the COVID-19 pandemic will impact the Company's financial performance and position will depend on future developments, which are highly uncertain. Our audit procedures considered the guidance laid down by the 'ICAI Accounting & Auditing Advisory March 2020 – Impact of Corona virus on Financial Reporting and the Auditors Consideration' highlighting few important areas which require particular attention in respect of the audit of the financial statements for the year 2019-20 including Impairment of Non-financial Assets, Impairment Losses (ECL, Bad-debts etc.), Revenue, Borrowing Costs, Provisions, Contingent Liabilities and Contingent Assets, Modifications or termination of Contracts or Arrangements, Going Concern Assessment, Post Balance Sheet Events, Presentation of Financial Statements, Changes in Internal Controls, External Confirmations, Audit evidences through electronic mode.

We considered the above guidance and appropriately applied to our response to modification of our audit procedures to obtain sufficient appropriate audit evidence on the significant audit areas and reached appropriate conclusions thereon.

#### **Transition to Ind AS accounting framework :**

Effective April 1, 2019, the Company has adopted Ind AS notified by the Ministry of Corporate Affairs with the transition date of April 1, 2018. The Company has prepared its first Ind AS standalone financial statements in accordance with Ind AS accounting framework. For periods up to and including the year ended March 31, 2019, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or previous GAAP). Accordingly, for transition to Ind AS, the Company has prepared Ind AS financial statements which comply with Ind AS applicable for periods ending on March 31, 2020, together with the comparative period data as at and for the year ended March 31, 2019. In preparing these Ind AS financial statements, the Company's opening balance sheet was prepared as at April 1, 2018 i.e. the Company's date of transition to Ind AS.



The following are the major impact areas for the Company upon transition:

- a) Classification and measurement of financial assets and financial liabilities
- b) Measurement of Impairment Loss allowance
- c) Re-measurement of the fair value of financial assets and financial liabilities

In view of the material impact and the complexity of implementation of the Ind AS framework and significance of the various disclosures, the transition to Ind AS was of particular importance for our audit as any error could lead to material misstatement in the preparation and presentation of the Ind AS financial statements. Transition process to the new financial reporting framework is a process having complexities involving multiple decision points for management i.e. Ind AS 101, First Time Adoption which prescribes choices and exemptions for first time application of Ind AS at the transition date. Further, the transition has involved significant change in the Company's policies and processes for financial reporting, including generation of supportable information and applying significant management estimates and the additional disclosures associated with Ind AS transition. Our audit procedures considered the processes laid down by the management to implement such transition combined with procedures performed as follows:

- a) We obtained management's assessment of applicability of various accounting standards under Ind AS and their impact on the Company's Ind AS financial statements and reviewed the nature of the Ind AS adjustments based on the applicable Ind AS framework and previous period accounting policies prepared in accordance with IGAAP. We test checked the computations relating to transition adjustments.
- b) We assessed the design, implementation and operating effectiveness of key internal controls over management's evaluation of transition date choices and exemptions availed in line with the Ind AS 101.
- c) We tested the details of Ind AS adjustments carried out by the Company as described in the reconciliation of equity as at the transition date and comparative year end date reported under erstwhile Indian GAAP to Ind AS and reconciliation of the statement of profit and loss for the comparative year end date reported under erstwhile Indian GAAP to Ind AS. We reviewed the disclosures with respect to the transition in accordance with the requirements of Ind AS 101 and other applicable disclosures in the Ind AS financial statements in accordance with the requirements under respective Ind AS.
- d) We compared the reasonableness of management assumptions in respect of recognition and measurement of financial instruments including determination of Expected Credit Loss (ECL) provisioning, re-measuring fair values as at the date of transition etc.

**Recognition and measurement of impairment relating to loans and advances :**

As per Ind AS 109, credit loss assessment is now based on Expected Credit Loss (ECL) model and applicable to the Company. The Impairment loss provision is computed based on management estimates including the probability of expected default judgement in determining the quantum of loss based on a range of factors. Our audit procedures included considering the appropriateness of the Company's accounting policies for impairment of financial assets & assessing compliance with Ind AS 109 and we:

- a) Understood Company's new processes, systems and controls implemented relating to impairment allowance process including governance controls over the development and implementation of the ECL model;
- b) Test checked the design and implementation of key internal financial controls over loan impairment process used to calculate the impairment charge and test checked management review controls over measurement of impairment allowances and disclosures in the financial statements.
- c) Evaluated appropriateness of the impairment principles based on the requirements of Ind AS 109 considering our business understanding and industry practice.
- d) Performed substantive procedures over validating completeness and accuracy of the data and reasonableness of assumptions used in the model.
- e) Broadly evaluated management's judgement in the determination of ECL.

**Accuracy of recognition, measurement, presentation and disclosure of revenue, expenses and other related balances, assets, borrowings and investments and related provisions thereof :**

We assessed the Company's process applying audit approach consisted of testing of the design and operating effectiveness of the internal control and substantive testing as follows:

- a) Evaluation of the design of internal controls relating to recording of events incurred and estimation of efforts required for the completion of the performance of events.

- b) Testing the access and application controls pertaining to timely recording, allocation and budgeting.
- c) Verification of selected sample of contracts and through inspection of evidence of performance thereof including testing of operating effectiveness of the internal controls relating to events incurred and estimated.
- d) Selection of the samples of contracts and events incurred and performed a review of events incurred with verification of related documentation subject to information and explanations given by the management.
- e) Performing of analytical procedures and testing of details for their reasonableness and estimated efforts.

#### **Information other than the standalone Ind AS financial statements and auditor's report thereon**

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the management discussion and analysis, board's report including annexures to the board's report, business responsibility report, corporate governance, accurate compliances under applicable guidelines of enacted laws as applicable to the Company and shareholder's information, but does not include the standalone Ind AS financial statements and our auditor's report thereon. Our opinion on standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance and conclusion thereon. In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge, obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report the fact. We have nothing to report in this regard.

#### **Management's responsibility for the standalone Ind AS financial statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation & presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- a) Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- b) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e) Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit, we report that :
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. the balance sheet, the statement of profit and loss, statement of changes in equity and statement of cash flow dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended;
  - e. on the basis of written representations received from the directors as on March 31, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act;
  - f. with respect to adequacy of internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report as Annexure-B.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to our best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations as to recovery of sums relating to loans from its defaulting customers, on its financial position in its financial statements in accordance with the directions issued by the Reserve Bank of India in this behalf from time to time. The Company does not have any other pending litigation which would impact its financial position.
  - ii) The Company does not have any long-term contracts including derivatives contracts for which there are any material foreseeable losses.
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of Act, we give in the Annexure-A, a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

Place : New Delhi  
Date : 30th June, 2020

For SINGH GURPREET & CO.  
Chartered Accountants  
Firm Registration No. 031763N

FCA Gurpreet Singh  
Proprietor  
Membership No. : 099482

## **ANNEXURE - A Independent Auditors' Report**

(Referred to in "Report on other legal and regulatory requirements" section of our report to the Members of The Delhi Safe Deposit Company Limited of even date)

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The fixed assets have been physically verified by the management as at the year end according to regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. As informed, no material discrepancies were noticed on such verification.
- c) According to information and explanations given to us and on the basis on our examination of the records of the Company, the title deeds of the immovable properties are held by the Company in its own name.
- ii) The Company is a service company and does deal in any goods. Thus, clause 3(ii) of the Order is not applicable to the Company.
- iii) According to the information & explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, LLPs or other parties covered in the register maintained under section 189 of Companies Act, 2013 ("the Act").
- iv) According to the information and explanations given to us, the Company has not transacted into loans, investments, guarantees & securities to which the provisions of sections 185 and 186 of the Act apply.
- v) In our opinion and according to the information and explanation given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or other relevant provisions of the Act and rules framed thereunder. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any Tribunal in this regard.
- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act for any of the services rendered by the Company.
- vii) a) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods & service tax, cess and other applicable statutory dues with the appropriate authorities. The provisions relating to sales-tax, duty of customs, duty of excise & value added tax are not applicable to the Company. As informed, there are no undisputed dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
- b) According to information and explanations given to us, there are no statutory dues of income-tax and goods & service tax which have not been deposited with the appropriate authorities by the Company on account of any dispute.
- viii) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has not defaulted in the repayment of loans or borrowing to financial institution(s) or bank(s). The Company has not obtained any borrowing from government or by way of debentures.
- ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Thus, clause 3(ix) of the Order is not applicable to the Company.
- x) According to the information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employee has been noticed or reported during the year.
- xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Thus, clause 3(xii) of the Order is not applicable to the Company.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance of sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Ind AS.
- xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with any of them. Thus, clause 3(xv) of the Order is not applicable to the Company.
- xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has obtained registration under section 45-IA of Reserve Bank of India Act, 1934 as Non-Banking Financial Company.

Place : New Delhi  
Date : 30th June, 2020

For SINGH GURPREET & CO.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
Proprietor  
Membership No. : 099482

## **ANNEXURE - B To the Auditors' Report**

(Referred to in "Report on other legal and regulatory requirements" section of our report to the Members of The Delhi Safe Deposit Company Limited of even date)

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of The Delhi Safe Deposit Company Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of the India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- a) pertain to the maintenance of records that in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditure of the company are being made only in accordance with authorizations of management and directors of the company; and
- c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Control over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial control over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Reporting issued by the Institute of Chartered Accountants of India.

Place : New Delhi  
Date : 30th June, 2020

For SINGH GURPREET & CO.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
Proprietor  
Membership No. : 099482

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH, 2020**

|   | Notes | 31st March, 2020<br><u>Rs.</u> | 31st March, 2019<br><u>Rs.</u> | 31st March, 2018<br><u>Rs.</u> |
|---|-------|--------------------------------|--------------------------------|--------------------------------|
| <b>Assets</b>   |       |                                |                                |                                |
| <b>Financial Assets</b>   |       |                                |                                |                                |
| Cash and cash equivalents   | 3     | 2,44,28,215                    | 1,67,71,138                    | 53,98,307                      |
| Bank balance other than cash & cash equivalents above                                       | 4     | 54,67,741                      | 52,00,503                      | 43,77,254                      |
| Receivables - Trade   | 5     | 4,40,63,634                    | 61,20,662                      | 54,35,013                      |
| Loans   | 6     | 36,52,69,869                   | 40,98,13,115                   | 38,51,42,813                   |
| Investments   | 7     | 1,06,81,924                    | 1,08,25,730                    | 1,09,55,330                    |
| Other financial assets  | 8     | 3,71,651                       | 38,78,752                      | 38,18,266                      |
| <b>Non-Financial Assets</b>   |       |                                |                                |                                |
| Current tax assets (Net)  | 9     | 73,65,036                      | 31,25,535                      | 22,16,904                      |
| Deferred tax assets (Net)   | 10    | 34,53,497                      | 25,91,549                      | 29,57,124                      |
| Investment property   | 11    | 49,09,371                      | 15,16,322                      | 15,93,952                      |
| Property, plant and equipment   | 12    | 38,22,915                      | 49,41,551                      | 63,44,167                      |
| Other intangible assets   | 13    | 57,436                         | 71,796                         | 86,156                         |
| Other non-financial assets  | 14    | 7,51,573                       | 2,32,928                       | 5,32,297                       |
| <b>Total Assets</b>   |       | <u><u>47,06,42,862</u></u>     | <u><u>46,50,89,581</u></u>     | <u><u>42,88,57,583</u></u>     |
| <b>Liabilities and Equity</b>   |       |                                |                                |                                |
| <b>Financial liabilities</b>  |       |                                |                                |                                |
| Payables  | 15    |                                |                                |                                |
| Trade payables  |       |                                |                                |                                |
| (i) total outstanding dues of micro enterprises and small enterprises                       |       | -                              | -                              | -                              |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises |       | 50,54,848                      | 48,51,587                      | 41,73,972                      |
| Borrowings (other debt securities)  | 16    | 3,81,14,578                    | 4,43,03,488                    | 6,33,99,599                    |
| Deposits  | 17    | 10,45,34,000                   | 10,68,78,000                   | 7,28,88,000                    |
| Other financial liabilities   | 18    | 4,29,52,093                    | 4,71,63,716                    | 4,84,31,503                    |
| <b>Non-Financial Liabilities</b>  |       |                                |                                |                                |
| Provisions  | 19    | 94,64,431                      | 61,10,990                      | 79,42,350                      |
| Other non-financial liabilities   | 20    | 27,15,198                      | 31,05,580                      | 18,32,503                      |
| <b>Total Liabilities</b>  |       | <u><u>20,28,35,148</u></u>     | <u><u>21,24,13,361</u></u>     | <u><u>19,86,67,927</u></u>     |
| <b>EQUITY</b>   |       |                                |                                |                                |
| Equity share capital  | 21    | 5,22,30,000                    | 5,22,30,000                    | 43,52,500                      |
| Other Equity  | 22    | 21,55,77,714                   | 20,04,46,220                   | 22,58,37,156                   |
| <b>Total Equity</b>   |       | <u><u>26,78,07,714</u></u>     | <u><u>25,26,76,220</u></u>     | <u><u>23,01,89,656</u></u>     |
| <b>Total Liabilities and Equity</b>   |       | <u><u>47,06,42,862</u></u>     | <u><u>46,50,89,581</u></u>     | <u><u>42,88,57,583</u></u>     |

Significant Accounting Policies.

1 & 2

The accompanying notes form an integral part of these financial statements and should be read in conjunction therewith.

In terms of our report attached

For Singh Gurpreet & Co.

Chartered Accountants

Firm Registration No. 031763N

FCA Gurpreet Singh

Proprietor

Membership No. 099482

Place : New Delhi

Date : 30th June, 2020

Indrajit Seth  
Chairman  
DIN No.-00243539

Vijay Kumar Gupta  
Managing Director / CEO  
DIN No.- 00243413

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 2020**

|  | Notes      | For the year ended<br>31st March, 2020<br>Rs. | For the year ended<br>31st March, 2019<br>Rs. |
|--|------------|---|---|
|  |            | <u>                    </u>                   | <u>                    </u>                   |
| <b>Revenue from operations</b>         |            |   |   |
| Interest Income                        | 23         | 6,38,29,797                                   | 7,10,81,501                                   |
| Other operating income                 | 24         | 2,69,19,998                                   | 2,73,52,540                                   |
| <b>Total Revenue from operations</b>   |            | <u>9,07,49,795</u>                            | <u>9,84,34,041</u>                            |
| Other Income                           | 25         | 2,13,048                                      | 21,11,483                                     |
| <b>Total Income</b>                    |            | <u>9,09,62,843</u>                            | <u>10,05,45,524</u>                           |
| <br><b>Expenses</b>                    |            |   |   |
| Finance Costs                          | 26         | 1,43,45,082                                   | 1,50,77,312                                   |
| Fee and Commission expenses            | 27         | 6,72,399                                      | 13,40,872                                     |
| Employee benefits expenses             | 28         | 2,11,71,635                                   | 2,09,61,432                                   |
| Depreciation and amortization expenses | 11,12 & 13 | 16,51,546                                     | 21,57,499                                     |
| Impairment of financial instruments    | 29         | 2,84,94,919                                   | 1,54,03,967                                   |
| Other expenses                         | 30         | 1,03,57,603                                   | 1,20,14,443                                   |
| <b>Total expenses</b>                  |            | <u>7,66,93,184</u>                            | <u>6,69,55,525</u>                            |
| <b>Profit before tax</b>               |            | <u>1,42,69,659</u>                            | <u>3,35,89,999</u>                            |
| <b>Income Tax expenses</b>             |            |   |   |
| Current tax                            |            | (45,00,000)                                   | (96,50,000)                                   |
| Deferred tax asset                     |            | 8,61,948                                      | (3,65,575)                                    |
| <b>Total tax expenses</b>              |            | <u>(36,38,052)</u>                            | <u>(1,00,15,575)</u>                          |
| <b>Profit for the year</b>             |            | <u>1,06,31,607</u>                            | <u>2,35,74,424</u>                            |
| <br><b>Earnings per equity share</b>   |            |   |   |
| Basic & Diluted                        |            | 2.04  | 4.51  |
| Significant accounting policies        | 1 & 2      |   |   |

The accompanying notes form an integral part of these financial statements and should be read in conjunction therewith.

In terms of our report attached  
For Singh Gurpreet & Co.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
Proprietor  
Membership No. 099482

Place : New Delhi  
Date : 30th June, 2020

Indrajit Seth  
Chairman  
DIN No.-00243539

Vijay Kumar Gupta  
Managing Director / CEO  
DIN No.- 00243413



**THE DELHI SAFE DEPOSIT COMPANY LIMITED**

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2020**

| Equity share capital          | Number of Shares | Amount<br>Rs. |
|-------------------------------|------------------|---------------|
| <b>As at April 1, 2018</b>    | 4,35,250         | 43,52,500     |
| Shares issued during the year | 47,87,750        | 4,78,77,500   |
| <b>As at March 31, 2019</b>   | 52,23,000        | 5,22,30,000   |
| Shares issued during the year | -                | -             |
| <b>As at March 31, 2020</b>   | 52,23,000        | 5,22,30,000   |

| Other Equity                                    | Reserve & Surplus  |                    |                                  |                                  |   |  |               | Total<br>other<br>equity |
|---|--------------------|--------------------|----------------------------------|----------------------------------|---|--|---------------|--------------------------|
|   | General<br>Reserve | Capital<br>Reserve | Capital<br>Redemption<br>Reserve | Securities<br>Premium<br>Reserve | Statutory<br>Reserve funds<br>u/s 45-IC | Surplus/(deficit)<br>in the<br>statement<br>of profit & loss |               |                          |
|   | Rs.                | Rs.                | Rs.                              | Rs.                              | Rs.                                     | Rs.  | Rs.           |                          |
| <b>As at April 1, 2018</b>                      | 16,30,57,977       | 1,250              | 3,70,300                         | 14,26,250                        | 6,09,71,100                             | 10,279   | 22,58,37,156  |                          |
| Profit for the year ended<br>March 31, 2019     | -                  | -                  | -                                | -                                | -                                       | 2,35,74,424  | 2,35,74,424   |                          |
|   | 16,30,57,977       | 1,250              | 3,70,300                         | 14,26,250                        | 6,09,71,100                             | 2,35,84,703  | 24,94,11,580  |                          |
| <b>Changes during the year</b>                  |                    |                    |                                  |                                  |   |  |               |                          |
| Adjusted for issue of bonus shares              | (4,78,77,500)      | -                  | -                                | -                                | -                                       | -  | (4,78,77,500) |                          |
| Reversal for income for NPAs                    | (93,505)           | -                  | -                                | -                                | -                                       | -  | (93,505)      |                          |
| Reversal of provision for ECL                   | 4,74,910           | -                  | -                                | -                                | -                                       | -  | 4,74,910      |                          |
| <b>Appropriations</b>                           |                    |                    |                                  |                                  |   |  |               |                          |
| Proposed final equity dividend                  | -                  | -                  | -                                | -                                | -                                       | (12,18,700)  | (12,18,700)   |                          |
| Tax on equity dividend                          | -                  | -                  | -                                | -                                | -                                       | (2,50,565)   | (2,50,565)    |                          |
| Transfer to statutory reserve<br>fund u/s 45-IC | -                  | -                  | -                                | -                                | 72,85,000                               | (72,85,000)  | -             |                          |
| Transfer to general reserve                     | 1,48,00,000        | -                  | -                                | -                                | -                                       | (1,48,00,000)  | -             |                          |
| <b>As at March 31, 2019</b>                     | 13,03,61,882       | 1,250              | 3,70,300                         | 14,26,250                        | 6,82,56,100                             | 30,438   | 20,04,46,220  |                          |
| Profit for the year ended<br>March 31, 2020     | -                  | -                  | -                                | -                                | -                                       | 1,06,31,607  | 1,06,31,607   |                          |
|   | 13,03,61,882       | 1,250              | 3,70,300                         | 14,26,250                        | 6,82,56,100                             | 1,06,62,045  | 21,10,77,827  |                          |
| <b>Changes during the year</b>                  |                    |                    |                                  |                                  |   |  |               |                          |
| Reversal of provision for ECL                   | 52,95,076          | -                  | -                                | -                                | -                                       | -  | 52,95,076     |                          |
| Other adjustments                               | (7,95,189)         | -                  | -                                | -                                | -                                       | -  | (7,95,189)    |                          |
| <b>Appropriations</b>                           |                    |                    |                                  |                                  |   |  |               |                          |
| Transfer to statutory reserve<br>fund u/s 45-IC | -                  | -                  | -                                | -                                | 28,55,000                               | (28,55,000)  | -             |                          |
| Transfer to general reserve                     | 78,00,000          | -                  | -                                | -                                | -                                       | (78,00,000)  | -             |                          |
| <b>As at March 31, 2020</b>                     | 14,26,61,769       | 1,250              | 3,70,300                         | 14,26,250                        | 7,11,11,100                             | 7,045  | 21,55,77,714  |                          |

Significant Accounting Policies.

1 & 2

**The accompanying notes form an integral part of these financial statements and should be read in conjunction therewith.**

**In terms of our report attached  
For Singh Gurpreet & Co.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
Proprietor  
Membership No. 099482**

**Place : New Delhi  
Date : 30th June, 2020**

**Indrajit Seth  
Chairman  
DIN No.-00243539**

**Vijay Kumar Gupta  
Managing Director / CEO  
DIN No.- 00243413**

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**1. Corporate Information**

The Company is a deposit taking non-banking finance company & registered with the Reserve Bank of India. It is engaged in the business of loan financing. Its other businesses consists of giving lockers on hire, travel agency, tours operators & full fledged money changer. It has no subsidiaries or branches. The equity shares of the Company are listed on The Metropolitan Stock Exchange of India.

**2. Significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

**(a) Basis of preparation**

**(i) Compliance**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act"), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The financial statements up to year ended March 31, 2019 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements are the first financial statements of the Company under Ind AS. Refer Note No. 44 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

The Company complies in all material respects, with the prudential norms relating to income recognition, asset classification and other matters, specified in the Directions issued by RBI as "Non Banking Financial (Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007".

The Company presents its financial statements in order of liquidity in compliance with the Division III of Schedule III to the Act.

These financial statements are approved for issue by the Board of Directors on June 30, 2020.

**(ii) Use of Estimates**

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known or materialised. Examples of such estimates include provision for NPAs, employee benefits, estimated realizable value of investment property, provision for income-taxes, classification of assets & liabilities as current or non-current, amortisation lives of intangible assets etc.

**(b) Financial Instruments**

**(i) Initial recognition and measurement**

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument.

**Financial assets**

The Company does not have any equity instruments held as assets. The Company has classified its debt asset instruments at amortised cost following classification requirements as stated in Ind AS 109. These classification requirements are narrated below:

**Debt instruments**

Debt instruments are those instruments that meet the definition of a financial liability from the issuer's perspective such as loans, government securities and corporate bonds. Classification and subsequent measurement of debt instruments depend on Company's business model for managing the asset & cash flow characteristics of the asset. Based on these factors, debt instruments can be classified into one of the following three measurement categories:

**Amortised cost :** Assets held for collection of contractual cash flows representing solely payments of principal and interest ('SPPI') and which are not designated at FVPL has to be measured at amortised cost. The carrying amount of these assets is required to be adjusted by any expected credit loss allowance recognised and measured. Interest income from these financial assets has to be recognised using the effective interest rate method.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**Fair value through other comprehensive income (FVOCI) :** Assets not designated at FVPL and held for collection of contractual cash flows representing solely payments of principal & interest and sale proceeds thereof has to be measured at fair value through other comprehensive income. Movements in the carrying amounts has to be routed through OCI except impairment gains or losses and interest revenue on the instrument's amortised cost which require recognition in the statement of profit and loss. Interest income from these financial assets has to be recognised using the effective interest rate method.

**Fair value through the statement of profit and loss (FVPL) :** Assets that do not meet the criteria for amortised cost or FVOCI has to be measured at fair value through the statement of profit and loss. A gain or loss on a debt investment that is subsequently measured at fair value through the statement of profit and loss and is not part of a hedging relationship has to be recognised in the statement of profit and loss in the period in which it arises unless it arises from debt instruments that were designated at fair value or which are not held for trading. Interest income from these financial assets needs to be recognised using the effective interest rate method.

**Fair value option for financial assets :** The financial assets can be irrevocably designated at fair value through profit and loss if doing so significantly reduces or eliminates an accounting mismatch created by assets and liabilities being measured on different basis.

**(ii) Impairment**

The Company assesses, on a forward looking basis, the expected credit losses (ECL) associated with its debt asset instruments carried at amortised cost. The Company recognises allowance for such losses at each reporting date. The measurement of ECL reflects :

- An unbiased management assessed and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions & forecast of future economic conditions.

The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour e.g. the likelihood of customers defaulting and the resulting losses.

**(iii) Derecognition**

Financial assets or a portion thereof are derecognised when the contractual rights to receive the cash flows from the assets have expired. The Company directly reduces the gross carrying amount of a financial asset when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof.

**(iv) Expected credit loss measurement**

Ind AS 109 requires computation and recognition of expected credit loss (ECL) in the financial statements in respect of financial instruments measured at amortised cost using significant increase in credit risk approach. This approach provides a principle based framework to compute expected credit losses that result from all possible default events over the expected life of the financial instrument. It requires an entity to evaluate the credit risk in a financial asset as on each reporting date. In case, there is no significant increase in credit risk, asset is classified as a 'Stage 1' asset and an amount equal to 12-month expected credit losses is provided for. However, in case there is a significant increase in credit risk, the asset is classified as a 'Stage 2' asset and the entity is required to provide for an amount equal to the lifetime expected credit losses. Already impaired assets are classified as 'Stage 3' assets and the entity is required to provide for an amount equal to the lifetime expected credit losses. There is rebuttable presumption under Ind AS 109 that the credit risk on a financial assets is assumed to have increased significantly since initial recognition if any contractual payments are more than 30 days past due but that do not have objective evidence of NPA.

The Company has recognised ECL for all its financial assets measured at amortised cost even if they do not have any contractual payments past due for 30 days. The ECL has been recognised based on the weighted multiplies of sum under credit exposure, probability of default and effective interest rate.

**Financial liabilities**

**(i) Classification and subsequent measurement**

In both the current and prior period, financial liabilities are classified as and subsequently measured at amortised cost.

**(ii) Derecognition**

Financial liabilities are derecognised when they are extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expired.

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**Notes to financial statements for the year ended on 31st March, 2020**

**(c) Fair value measurement & hierarchy**

All the financial assets and financial liabilities as stated in these financial statements are measured at amortised cost. The financial instruments held by the Company as its investments in government stock as liquid assets against public deposit are also measured at amortised cost. These investments are covered at Level 2 hierarchy and thus, accounted for at the transaction value in accordance with IndAS 109 which describes such levels as under:

Level 1 : If the fair value of financial instrument traded in active markets is based on quoted market prices at the end of the reporting period, such instrument is called to be in level 1.

Level 2 : If the fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates, such instrument if called to be in level 2, if all significant inputs required to fair value an instrument are observable.

Level 3 : If one or more of the significant inputs are not based on observable market data, such instrument is called to be in level 3. This is the case for unlisted equity securities.

**(d) Recognition of income and expenditure**

- (i) Income and expenditure are generally accounted for on accrual basis as they are earned or incurred.
- (ii) Interest income is recognised on accrual basis using the effective interest rate, inclusive of related tax deducted at source.
- (iii) Income from non-performing assets is recognised in accordance with "Non Banking Financial (Depositor Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007". Provision for non-performing assets is made in accordance with these directions. The management has considered the provision made for non-performing assets as long term. The contingent provision made for standard assets has been considered as long-term & short-term on the basis of reliable standard assets shown under non-current & current categories in the balance sheet.
- (iv) Management fee relating to loans is treated as income on the execution of related agreements.
- (v) Brokerage for procurement of fixed deposits, if any is treated as expenditure on receipt of fixed deposits and has not been written-off over the period of the deposit.
- (vi) Brokerage for procurement of loan business, if any is treated as expenditure on the inception of loan and has not been written-off over the period of loan.
- (vii) Commission/income earned from hotel bookings, air-ticketing etc. and cancellation/service charges are reported net of discounts & rebates.
- (viii) Revenue from forex division is net result of sales & purchases of foreign currencies & travellers' cheques and inclusive of reliable earned commission.

**(e) Current and deferred tax**

The current income tax charge is calculated on the taxable income computed in accordance with the tax laws enacted or substantively enacted at the end of the reporting period. Advance taxes are presented in the balance sheet after off-setting with provision for current taxes.

Deferred income tax is provided on temporary differences arising between the tax bases of assets and liabilities and their respective carrying amounts in the financial statements. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to make such offset and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to make such offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss.

**(f) Impairment of assets**

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other asset or groups of assets (cash-generating units).

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**(g) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in liabilities in the balance sheet.

**(h) Property, plant and equipment**

All items of property, plant and equipment are stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items and incurred to bring them to the location or conditions in which the management intends to operate the same. Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2018 as measured in accordance with the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

**Depreciation methods, estimated useful lives & residual value**

Depreciation on all items of property, plant & equipments is provided on written down value method at applicable rates over their respective useful depreciable lives as stated in Schedule II of Co. Act, 2013. Depreciation is charged on pro-rata basis for assets purchased/sold during the year. The residual values are not more than 5 per cent of the original cost of the asset. The assets' residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting period.

**(i) Other intangibles**

Intangible assets are recognised where it is probable that the future economic benefit attributable to the assets will flow to the Company and its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment, if any.

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of intangible assets recognised as at April 1, 2018 as measured in accordance with the previous GAAP and use that carrying value as the deemed cost of intangible assets.

**Amortization methods & estimated useful lives**

The Company amortises intangible assets on a straight-line basis over the useful lives of the assets commencing from the month in which the asset is first put to use. The Company provides pro-rata depreciation from the day the asset is put to use. Intangible asset, being online portal of the Company for its travel division is amortized over its estimated useful live of 10 years commencing from the year of its acquisition.

**(j) Investment properties**

Property that is held for long-term rental yields or for capital appreciation or both and which is not occupied by the Company for its business use is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and borrowing costs, if any. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of its investment properties recognised as at April 1, 2018 as measured in accordance with the previous GAAP and use that carrying value as the deemed cost of investment properties.

**Depreciation methods, estimated useful lives & residual value**

Depreciation on investment properties is provided on written down value method at applicable rates over their respective useful depreciable lives which is determined by the Company as 60 years in line with Schedule II of the Act which specify this live for any immovable property. Depreciation is charges on pro-rata basis for assets purchased/sold during the year.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**(k) Off-setting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

**(l) Borrowing cost**

General and specific borrowing costs that are directly attributable to the acquisition of a qualifying asset are capitalized during the period in which they are incurred. Other borrowing costs are expensed in the period in which they are incurred.

**(m) Provisions**

A provision is recognised when there is a present obligation, legal or constructive, as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on best estimate of the amount required to settle the obligation at the balance sheet date. Contingent liabilities are not provided for and are disclosed in the notes on accounts.

**(n) Employment benefits**

**(i) Short-term obligations**

Liabilities for salaries and wages including non-monetary benefits that are expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised as an expenses in the statement of profit and loss measured at the amounts expected to be paid when the liabilities are settled. As per management, the liabilities for earned leave are expected to be settled within 12 months after the end of the period in which the employees render the related service. They are therefore also measured as an expense in the statement of profit and loss.

**(ii) Post-employment obligations**

The Company has no defined benefit plans. The Company has following defined contribution plans :

- Employees' Provident Fund being maintained under Employees Provident Fund Act, 1952.
- Employees' State Insurance Fund being maintained under Employee's State Insurance Act, 1948.
- The Companies Employees' Gratuity Fund and Superannuation Fund are being administered by the Life Insurance Corporation of India (LIC).

Contribution to above funds being defined contribution schemes is made at pre-determined amounts and is charged to the Statement of profit and loss as an employee benefit expense when they are due. As per management, there are no obligations other than the contribution payable to these funds and in their opinion, the contributions so far made to abovesaid funds would be sufficient to meet its present liability in respect of abovesaid plans as and when it arises for payment.

**(o) Net profit or loss for the period, prior period items and changes in accounting policies**

During the year, the Company has adapted Ind AS framework w.e.f. April 1, 2019. Due to this transition, the Company has changed its significant accounting policies in line with Ind AS framework requirements.

**(p) Current & Non-Current classification**

The reported assets & liabilities are classified as current or non-current in accordance with the general instructions for preparation of balance sheet in accordance with revised Schedule II of Companies Act, 2013 and as per available records and subject to estimates & assumptions made by the management. The management has considered:

- (i) All assets as current which are expected to be realised within twelve months after the reporting period. Other assets are classified as non-current;
- (ii) All cash & cash equivalents as current as they are not restricted from being exchanged or used to settle a liability for atleast twelve months after the reporting period;
- (iii) All liabilities as current which are expected to be settle in its normal operating cycle or which are due to be settled within twelve months after the reporting period or to which the Company does not have any unconditional right to defer the settlement of the liability for atleast twelve months after the reporting period.
- (iv) Borrowings from directors and caution money from lockerholders as non-current liabilities in the absence of any specific & definite terms or conditions regarding repayment thereof.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

| <b>3. Cash and cash equivalents</b>  | <b>31st March, 2020</b>               | 31st March, 2019    | 31st March, 2018    |
|--|---------------------------------------|---------------------|---------------------|
|  | <b>Rs.</b>                            | Rs.                 | Rs.                 |
| Cash, foreign currency & stamps on hand  | 16,88,910                             | 19,35,571           | 21,09,017           |
| Balances with banks<br>on current accounts                                     | 2,27,39,305                           | 1,48,35,567         | 32,89,290           |
| <b>Total</b>   | <b>2,44,28,215</b>                    | <b>1,67,71,138</b>  | <b>53,98,307</b>    |
| <br>   |                                       |                     |                     |
| <b>4. Bank balance other than cash and cash equivalents above</b>              | <b>31st March, 2020</b>               | 31st March, 2019    | 31st March, 2018    |
|  | <b>Rs.</b>                            | Rs.                 | Rs.                 |
| Liquid assets held against public deposit in the form<br>of bank term deposits | 54,67,741                             | 52,00,503           | 43,77,254           |
| <b>Total</b>   | <b>54,67,741</b>                      | <b>52,00,503</b>    | <b>43,77,254</b>    |
| <br>   |                                       |                     |                     |
| <b>5. Trade Receivables</b>  | <b>31st March, 2020</b>               | 31st March, 2019    | 31st March, 2018    |
|  | <b>Rs.</b>                            | Rs.                 | Rs.                 |
| <b>At amortised cost</b>   |                                       |                     |                     |
| Unsecured, considered good   |                                       |                     |                     |
| Locker rentals   | 51,21,336                             | 37,28,674           | 35,49,978           |
| Travel and tours division  | 59,53,767                             | 45,86,130           | 39,19,926           |
| Forex  | 4,098                                 | -                   | -                   |
| Credit facilities  | 3,32,51,877                           | 34,070              | 5,62,356            |
| <b>Total - Gross</b>   | <b>4,43,31,078</b>                    | <b>83,48,874</b>    | <b>80,32,260</b>    |
| Impairment loss allowance (Expected loss credit)                               | (2,67,444)                            | (22,28,212)         | (25,97,247)         |
| <b>Total - Net</b>   | <b>4,40,63,634</b>                    | <b>61,20,662</b>    | <b>54,35,013</b>    |
| <br>   |                                       |                     |                     |
| <b>6. Loans</b>  | <b>Corporate &amp; other entities</b> |                     |                     |
|  | <b>31st March, 2020</b>               | 31st March, 2019    | 31st March, 2018    |
|  | <b>Rs.</b>                            | Rs.                 | Rs.                 |
| <b>At amortised cost</b>   |                                       |                     |                     |
| Secured by tangible and/or intangible assets                                   |                                       |                     |                     |
| Principal outstanding but not due  | 18,16,25,788                          | 27,01,08,807        | 28,04,15,782        |
| Instalments outstanding & due for less than three months                       | 1,63,77,451                           | 97,72,571           | 1,21,10,003         |
| Principal outstanding & due for more than three months                         | 5,62,41,329                           | 2,15,14,060         | 1,75,09,633         |
| Unsecured  |                                       |                     |                     |
| Principal outstanding but not due  | 7,96,32,536                           | 8,70,02,457         | 4,02,42,430         |
| Instalments outstanding & due for less than three months                       | 54,81,758                             | 45,77,110           | 12,61,201           |
| Principal outstanding & due for more than three months                         | 20,43,007                             | -                   | 32,52,025           |
| <b>Total - Gross</b>   | <b>34,14,01,869</b>                   | <b>39,29,75,005</b> | <b>35,47,91,074</b> |
| Impairment loss allowance (Expected loss credit)                               | (1,07,17,282)                         | (1,30,90,021)       | (1,07,31,347)       |
| <b>Total - Net</b>   | <b>33,06,84,587</b>                   | <b>37,98,84,984</b> | <b>34,40,59,727</b> |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

|  | <b>31st March, 2020</b>   | <b>Others</b><br>31st March, 2019 | 31st March, 2018          |
|--|---------------------------|-----------------------------------|---------------------------|
|  | <u>Rs.</u>                | <u>Rs.</u>                        | <u>Rs.</u>                |
| <b>At amortised cost</b>                                 |                           |                                   |                           |
| Secured by tangible and/or intangible assets             |                           |                                   |                           |
| Principal outstanding but not due                        | 67,20,593                 | 1,25,91,487                       | 2,38,48,764               |
| Instalments outstanding & due for less than three months | 1,47,667                  | 8,18,769                          | 8,36,168                  |
| Principal outstanding & due for more than three months   | 21,60,645                 | -                                 | -                         |
| Unsecured  |                           |                                   |                           |
| Principal outstanding but not due                        | 1,55,89,954               | 1,46,29,629                       | 1,59,94,415               |
| Instalments outstanding & due for less than three months | 8,11,975                  | 1,09,171                          | 2,45,158                  |
| Secured against fixed deposit                            |                           |                                   |                           |
| Principal outstanding but not due                        | -                         | 4,51,500                          | -                         |
| Total - Gross  | <u>2,54,30,834</u>        | <u>2,86,00,556</u>                | <u>4,09,24,505</u>        |
| Impairment loss allowance (Expected loss credit)         | <u>(8,13,481)</u>         | <u>(16,74,324)</u>                | <u>(13,49,299)</u>        |
| Total - Net  | <u><u>2,46,17,353</u></u> | <u><u>2,69,26,232</u></u>         | <u><u>3,95,75,206</u></u> |

|  | <b>31st March, 2020</b> | <b>Employees and relatives</b><br>31st March, 2019 | 31st March, 2018        |
|--|-------------------------|--|-------------------------|
|  | <u>Rs.</u>              | <u>Rs.</u>   | <u>Rs.</u>              |
| <b>At amortised cost</b>                                 |                         |  |                         |
| Secured , considered good                                |                         |  |                         |
| Principal outstanding but not due                        | 39,40,957               | 29,17,155  | 14,48,092               |
| Instalments outstanding & due for less than three months | 76,972                  | 84,744   | 59,788                  |
| Secured against fixed deposit                            |                         |  |                         |
| Principal outstanding but not due                        | 59,50,000               | -  | -                       |
| Total - Gross  | <u>99,67,929</u>        | <u>30,01,899</u>                                   | <u>15,07,880</u>        |
| Impairment loss allowance (Expected loss credit)         | <u>-</u>                | <u>-</u>   | <u>-</u>                |
| Total - Net  | <u><u>99,67,929</u></u> | <u><u>30,01,899</u></u>                            | <u><u>15,07,880</u></u> |

|  | <b>31st March, 2020</b>    | 31st March, 2019           | 31st March, 2018           |
|--|----------------------------|----------------------------|----------------------------|
|  | <u>Rs.</u>                 | <u>Rs.</u>                 | <u>Rs.</u>                 |
| Loans in India                                   |                            |                            |                            |
| Public Sector                                    | -                          | -                          | -                          |
| Others   | 37,68,00,632               | 42,45,77,460               | 39,72,23,459               |
| Loans outside India                              | <u>-</u>                   | <u>-</u>                   | <u>-</u>                   |
| Total - Gross                                    | <u>37,68,00,632</u>        | <u>42,45,77,460</u>        | <u>39,72,23,459</u>        |
| Impairment loss allowance (Expected loss credit) | <u>(1,15,30,763)</u>       | <u>(1,47,64,345)</u>       | <u>(1,20,80,646)</u>       |
| Total - Net                                      | <u><u>36,52,69,869</u></u> | <u><u>40,98,13,115</u></u> | <u><u>38,51,42,813</u></u> |

Note : Secured loans given to customers are secured/partly secured by mortgage of property, hypothecation of assets and personal guarantees.



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**Credit risk exposure**

The following table contains an analysis of the credit risk exposure of loan assets for which an ECL is required. The gross carrying amount of financial assets below also represents the Company's maximum exposure to credit risk on these assets. No ECL is provided on non-performing loan assets as provision has been made for such assets under IRACP guidelines of Reserve Bank of India.

|  | <b>31 March, 2020</b> |                     |                     |                     | 31 March, 2019      |
|--|-----------------------|---------------------|---------------------|---------------------|---------------------|
|  | <b>Stage 1</b>        | <b>Stage 2</b>      | <b>Stage 3</b>      | <b>Total</b>        | Total               |
|  | <b>12 months ECL</b>  | <b>Lifetime ECL</b> | <b>Lifetime ECL</b> |                     |                     |
|  | <b>Rs.</b>            | <b>Rs.</b>          | <b>Rs.</b>          | <b>Rs.</b>          | <b>Rs.</b>          |
| Loans secured by tangible and/or intangible assets | 15,45,11,676          | 5,03,59,823         | -                   | 20,48,71,499        | 29,32,62,814        |
| Unsecured loans                                    | 6,58,90,868           | 3,56,25,355         | -                   | 10,15,16,223        | 10,63,18,378        |
| Gross carrying amount                              | 22,04,02,544          | 8,59,85,178         | -                   | 30,63,87,722        | 39,95,81,192        |
| Impairment loss allowance (Expected loss credit)   | (64,43,669)           | (50,87,094)         | -                   | (1,15,30,763)       | (1,47,64,345)       |
| Net carrying amount                                | <b>21,39,58,875</b>   | <b>8,08,98,084</b>  | -                   | <b>29,48,56,959</b> | <b>38,48,16,847</b> |

| <b>7. Investments</b>  | <b>31st March, 2020</b> | 31st March, 2019 | 31st March, 2018 |
|--|-------------------------|------------------|------------------|
|  | <b>Rs.</b>              | Rs.              | Rs.              |
| <b>At amortised cost</b>   |                         |                  |                  |
| Unquoted investments   |                         |                  |                  |
| Government stock (Held as liquid assets against public deposits)   | <b>1,06,81,924</b>      | 1,08,25,730      | 1,09,55,330      |
| Face Value : Rs.1,07,00,000/-<br>(Rs.1,09,00,000/- as at 31.03.2019 &<br>Rs.1,11,00,000/- as at 31.03.2018 ) |                         |                  |                  |
| Total - Gross  | <b>1,06,81,924</b>      | 1,08,25,730      | 1,09,55,330      |
| Investments written off  | -                       | -                | -                |
| Total - Net  | <b>1,06,81,924</b>      | 1,08,25,730      | 1,09,55,330      |
| <br>   |                         |                  |                  |
| Investments outside India  | -                       | -                | -                |
| Investments in India   | <b>1,06,81,924</b>      | 1,08,25,730      | 1,09,55,330      |
| Total - Gross  | <b>1,06,81,924</b>      | 1,08,25,730      | 1,09,55,330      |
| Investments written off  | -                       | -                | -                |
| Total - Net  | <b>1,06,81,924</b>      | 1,08,25,730      | 1,09,55,330      |
| <br>   |                         |                  |                  |
| <b>8. Other financial assets</b>   | <b>31st March, 2020</b> | 31st March, 2019 | 31st March, 2018 |
|  | <b>Rs.</b>              | Rs.              | Rs.              |
| Security Deposits - considered good  | <b>1,20,288</b>         | 1,20,288         | 1,20,288         |
| Interest accrued on investments & fixed deposits   | <b>2,51,363</b>         | 2,58,464         | 1,97,978         |
| Advance for construction of investment property  | -                       | 35,00,000        | 35,00,000        |
| Total  | <b>3,71,651</b>         | 38,78,752        | 38,18,266        |
| <br>   |                         |                  |                  |
| <b>9. Current tax assets (Net)</b>   | <b>31st March, 2020</b> | 31st March, 2019 | 31st March, 2018 |
|  | <b>Rs.</b>              | Rs.              | Rs.              |
| Advance income-tax (Net of provisions)   | <b>73,65,036</b>        | 31,25,535        | 22,16,904        |
| Total  | <b>73,65,036</b>        | 31,25,535        | 22,16,904        |

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**Notes to financial statements for the year ended on 31st March, 2020**

| <b>10. Deferred tax assets (Net)</b>  | <b>31st March, 2020</b> | 31st March, 2019 | 31st March, 2018 |
|---|-------------------------|------------------|------------------|
|   | <b>Rs.</b>              | Rs.              | Rs.              |
| <b>Deferred tax liabilities</b>   | <u>-</u>                | <u>-</u>         | <u>-</u>         |
| <b>Deferred tax assets</b>  |                         |                  |                  |
| Fixed assets : Impact of difference between tax depreciation and depreciation charged for financial reporting | 7,92,470                | 8,91,472         | 7,69,005         |
| Provision for NPA   | 16,81,579               | 7,34,564         | 12,89,065        |
| Contingent provision for standard assets  | 4,01,075                | 4,60,345         | 4,29,467         |
| Provision for expected credit loss  | 28,022                  | -                | -                |
| Provision for leave encashments   | 5,50,351                | 5,05,168         | 4,69,587         |
|   | <u>34,53,497</u>        | <u>25,91,549</u> | <u>29,57,124</u> |
| Net deferred tax assets   | <u>34,53,497</u>        | <u>25,91,949</u> | <u>29,57,124</u> |
| <br>  |                         |                  |                  |
| <b>11. Investment Property</b>  | <b>31st March, 2020</b> | 31st March, 2019 | 31st March, 2018 |
|   | <b>Rs.</b>              | Rs.              | Rs.              |
| <b>Gross Carrying amount</b>  |                         |                  |                  |
| Opening balance   | 17,21,100               | 17,21,100        | 17,21,100        |
| Additions during the year   | 36,40,835               | -                | -                |
| Closing balance   | <u>53,61,935</u>        | <u>17,21,100</u> | <u>17,21,100</u> |
| <b>Accumulated depreciation</b>   |                         |                  |                  |
| Opening balance   | 2,04,778                | 1,27,148         | 45,543           |
| Depreciation charge for the year  | 2,47,786                | 77,630           | 81,605           |
| Closing balance   | <u>4,52,564</u>         | <u>2,04,778</u>  | <u>1,27,148</u>  |
| Net carrying amount as at year end  | <u>49,09,371</u>        | <u>15,16,322</u> | <u>15,93,952</u> |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**

**Notes to financial statements for the year ended on 31st March, 2020**

**12. Property, Plant & Equipment**

(In Rs.)

| PARTICULARS                           | Useful Life in number of years | Gross Block      |                           |                                   | Depreciation / Amortization |  |                  | Net Block        |                  |           |
|---------------------------------------|--------------------------------|------------------|---------------------------|-----------------------------------|-----------------------------|--|------------------|------------------|------------------|-----------|
|                                       |                                | As on 01.04.2019 | Additions during the year | Sales / Transfers during the year | As on 01.04.2019            | For the year for Sales / Transfers during the year | As on 31.03.2020 | As on 31.03.2019 | As on 31.03.2019 |           |
| Air conditioners                      | 15                             | 4,16,071         | -                         | -                                 | 2,66,182                    | 27,874   | -                | 2,94,056         | 1,22,015         | 1,49,889  |
| Cats                                  | 8                              | 69,32,640        | -                         | -                                 | 50,33,028                   | 5,62,398   | -                | 55,95,426        | 13,37,214        | 18,99,612 |
| Computers                             | 3                              | 22,67,826        | 1,25,379                  | -                                 | 15,65,042                   | 4,49,005   | -                | 20,14,047        | 3,79,158         | 7,02,784  |
| EPABX system and telephone equipments | 5                              | 2,36,588         | 98,000                    | -                                 | 1,95,721                    | 52,192   | -                | 2,47,913         | 86,675           | 40,867    |
| Electric fittings                     | 10                             | 1,84,760         | -                         | -                                 | 1,55,332                    | 7,870  | -                | 1,63,202         | 21,558           | 29,428    |
| Furniture & other equipments          | 10                             | 6,38,740         | 47,385                    | -                                 | 4,53,274                    | 55,023   | -                | 5,08,297         | 1,77,828         | 1,85,466  |
| Fax                                   | 15                             | 6,312            | -                         | -                                 | 3,156                       | -  | -                | 3,156            | 3,156            | 3,156     |
| Signal Generator                      | 15                             | 32,206           | -                         | -                                 | 20,086                      | 5,463  | -                | 25,549           | 6,657            | 12,120    |
| Invertor                              | 10                             | 42,003           | -                         | -                                 | 39,903                      | -  | -                | 39,903           | 2,100            | 2,100     |
| Property                              | 60                             | 31,57,185        | -                         | -                                 | 18,29,678                   | 64,227   | -                | 18,93,905        | 12,63,280        | 13,27,507 |
| Security system                       | 10                             | 21,190           | -                         | -                                 | 20,130                      | -  | -                | 20,130           | 1,060            | 1,060     |
| Vaults equipments                     | 15                             | 19,79,525        | -                         | -                                 | 16,76,242                   | 61,061   | -                | 17,37,303        | 2,42,222         | 3,03,283  |
| Voltage stabilizers / U.P.S.          | 5                              | 1,15,301         | -                         | -                                 | 1,01,361                    | 5,304  | -                | 1,06,665         | 8,636            | 13,940    |
| Dome camera                           | 10                             | 61,566           | -                         | -                                 | 56,295                      | 907  | -                | 57,202           | 4,364            | 5,271     |
| Video camera                          | 10                             | 21,190           | -                         | -                                 | 20,131                      | -  | -                | 20,131           | 1,059            | 1,059     |
| TV & DVD Player                       | 10                             | 62,168           | -                         | -                                 | 54,833                      | 1,899  | -                | 56,732           | 5,436            | 7,335     |
| Safe                                  | 10                             | 11,813           | -                         | -                                 | 11,055                      | 167  | -                | 11,222           | 591              | 758       |
| Sewar pump                            | 5                              | 5,460            | -                         | -                                 | 5,187                       | -  | -                | 5,187            | 273              | 273       |
| Dehumidifier                          | 10                             | 19,990           | -                         | -                                 | 16,457                      | 958  | -                | 17,415           | 2,575            | 3,533     |
| Refrigerator                          | 10                             | 85,058           | -                         | -                                 | 22,166                      | 16,282   | -                | 38,448           | 46,610           | 62,892    |
| DVR Camera                            | 10                             | 81,889           | -                         | -                                 | 55,878                      | 6,825  | -                | 62,703           | 19,186           | 26,011    |
| I Pad                                 | 3                              | 2,10,672         | -                         | -                                 | 1,31,155                    | 50,222   | -                | 1,81,377         | 29,295           | 79,517    |
| Stair Lift                            | 10                             | 3,79,101         | -                         | -                                 | 2,95,411                    | 21,723   | -                | 3,17,134         | 61,967           | 83,690    |
| Total as at March 31, 2020            |                                | 1,69,69,254      | 2,70,764                  | -                                 | 1,20,27,703                 | 13,89,400  | -                | 1,34,17,103      | 38,22,915        | 49,41,551 |
| For the year ended March 31, 2019     |                                | 1,63,06,361      | 6,62,893                  | -                                 | 99,62,194                   | 20,65,509  | -                | 1,20,27,703      | 49,41,551        | 79,38,119 |
| For the year ended March 31, 2018     |                                | 1,70,74,574      | 13,90,990                 | 21,59,203                         | 99,61,944                   | 19,16,922  | 19,16,672        | 99,62,194        | 63,44,167        | 87,88,187 |

**13. Other intangible assets**

|                                   |  |          |   |   |          |        |   |        |        |        |
|-----------------------------------|--|----------|---|---|----------|--------|---|--------|--------|--------|
| Web Portal                        |  | 1,43,596 | - | - | 1,43,596 | 14,360 | - | 86,160 | 57,436 | 71,796 |
| Total as at March 31, 2020        |  | 1,43,596 | - | - | 1,43,596 | 14,360 | - | 86,160 | 57,436 | 71,796 |
| For the year ended March 31, 2019 |  | 1,43,596 | - | - | 1,43,596 | 14,360 | - | 71,800 | 71,796 | 86,156 |
| For the year ended March 31, 2018 |  | 1,43,596 | - | - | 1,43,596 | 14,360 | - | 57,440 | 71,800 | 86,156 |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

| <b>14. Other non-financial assets</b>  | <b>31st March, 2020</b> | 31st March, 2019    | 31st March, 2018   |
|--|-------------------------|---------------------|--------------------|
|  | <b>Rs.</b>              | Rs.                 | Rs.                |
| Balance with GST authorities   | 6,21,126                | 1,29,195            | 4,68,863           |
| Prepaid expenses   | 1,30,447                | 1,03,733            | 63,434             |
| <b>Total</b>   | <b>7,51,573</b>         | <b>2,32,928</b>     | <b>5,32,297</b>    |
| <br>   |                         |                     |                    |
| <b>15. Payables</b>  | <b>31st March, 2020</b> | 31st March, 2019    | 31st March, 2018   |
|  | <b>Rs.</b>              | Rs.                 | Rs.                |
| Trade payables<br>(Travel suppliers, expenses payable etc.)                                    |                         |                     |                    |
| (i) Total outstanding dues of micro enterprises<br>and small enterprises                       | -                       | -                   | -                  |
| (ii) Total outstanding dues of creditors other than<br>micro enterprises and small enterprises | 50,54,848               | 48,51,587           | 41,73,972          |
| <b>Total</b>   | <b>50,54,848</b>        | <b>48,51,587</b>    | <b>41,73,972</b>   |
| <br>   |                         |                     |                    |
| <b>16. Borrowings (Other than debt securities)</b>   | <b>31st March, 2020</b> | 31st March, 2019    | 31st March, 2018   |
|  | <b>Rs.</b>              | Rs.                 | Rs.                |
| <b>At amortised cost</b>   |                         |                     |                    |
| <b>Secured</b>   |                         |                     |                    |
| Term loans from banks (Against hypothecation of vehicles )                                     | 13,04,718               | 21,81,236           | 29,79,018          |
| <b>Unsecured</b>   |                         |                     |                    |
| Loans from directors   | 3,68,09,860             | 4,21,22,252         | 6,04,20,581        |
| <b>Total</b>   | <b>3,81,14,578</b>      | <b>4,43,03,488</b>  | <b>6,33,99,599</b> |
| Borrowings in India  | 3,81,14,578             | 4,43,03,488         | 6,33,99,599        |
| Borrowings outside India   | -                       | -                   | -                  |
| <b>Total</b>   | <b>3,81,14,578</b>      | <b>4,43,03,488</b>  | <b>6,33,99,599</b> |
| <br>   |                         |                     |                    |
| <b>17. Deposits</b>  | <b>31st March, 2020</b> | 31st March, 2019    | 31st March, 2018   |
|  | <b>Rs.</b>              | Rs.                 | Rs.                |
| <b>At amortised cost</b>   |                         |                     |                    |
| Public Deposits  | 8,68,68,000             | 8,97,86,000         | 5,82,53,000        |
| From directors & their relatives   | 1,76,66,000             | 1,70,92,000         | 1,46,35,000        |
| <b>Total</b>   | <b>10,45,34,000</b>     | <b>10,68,78,000</b> | <b>7,28,88,000</b> |
| <br>   |                         |                     |                    |
| <b>18. Other financial liabilities</b>   | <b>31st March, 2020</b> | 31st March, 2019    | 31st March, 2018   |
|  | <b>Rs.</b>              | Rs.                 | Rs.                |
| Caution money from lockerholders   | 3,39,20,705             | 3,36,66,705         | 3,35,79,620        |
| Book overdrafts  | 2,61,435                | 65,39,597           | 80,33,186          |
| Interest accrued but not due on :  |                         |                     |                    |
| Deposits from public   | 73,30,772               | 56,26,161           | 56,66,693          |
| Deposits from directors and their relatives  | 11,50,244               | 10,28,473           | 8,75,821           |
| Unclaimed dividend   | 2,88,937                | 3,02,780            | 2,76,183           |
| <b>Total</b>   | <b>4,29,52,093</b>      | <b>4,71,63,716</b>  | <b>4,84,31,503</b> |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

| 19. Provisions                   | 31st March, 2020 | 31st March, 2019 | 31st March, 2018 |
|----------------------------------|------------------|------------------|------------------|
|                                  | Rs.              | Rs.              | Rs.              |
| Provision for employees benefits |                  |                  |                  |
| Leave encashment                 | 19,78,254        | 18,15,846        | 17,04,486        |
| Others                           |                  |                  |                  |
| Provision for NPA                | 60,44,498        | 26,40,417        | 46,79,000        |
| Provision for standard assets    | 14,41,679        | 16,54,727        | 15,58,864        |
| <b>Total</b>                     | <b>94,64,431</b> | <b>61,10,990</b> | <b>79,42,350</b> |

| 20. Other non-financial liabilities                          | 31st March, 2020 | 31st March, 2019 | 31st March, 2018 |
|--|------------------|------------------|------------------|
|  | Rs.              | Rs.              | Rs.              |
| Rentals received in advance from lockerholders               | 14,97,148        | 20,94,439        | 18,05,003        |
| Statutory dues including EPF, ESI and tax deducted at source | 12,18,050        | 10,11,141        | 27,500           |
| <b>Total</b>   | <b>27,15,198</b> | <b>31,05,580</b> | <b>18,32,503</b> |

| 21. Equity share capital   | 31st March, 2020 |             | 31st March, 2019 |             | 31st March, 2018 |           |
|--|------------------|-------------|------------------|-------------|------------------|-----------|
|  | Number of shares | Amount      | Number of shares | Amount      | Number of shares | Amount    |
|  | Rs.              |             | Rs.              |             | Rs.              |           |
| <b>a) Authorised</b>   |                  |             |                  |             |                  |           |
| Equity shares of Rs.10/- each  | 60,00,000        | 6,00,00,000 | 60,00,000        | 6,00,00,000 | 6,00,000         | 60,00,000 |
|  | 60,00,000        | 6,00,00,000 | 60,00,000        | 6,00,00,000 | 6,00,000         | 60,00,000 |
| <b>b) Issued, subscribed &amp; fully paid up</b>                                     |                  |             |                  |             |                  |           |
| Equity shares of Rs.10/- each  | 52,23,000        | 5,22,30,000 | 52,23,000        | 5,22,30,000 | 4,35,250         | 43,52,500 |
|  | 52,23,000        | 5,22,30,000 | 52,23,000        | 5,22,30,000 | 4,35,250         | 43,52,500 |
| <b>c) Reconciliation of equity shares outstanding</b>                                |                  |             |                  |             |                  |           |
| Opening balance  | 52,23,000        | 5,22,30,000 | 4,35,250         | 43,52,500   | 4,35,250         | 43,52,500 |
| Additions during the year  | -                | -           | 47,87,750        | 4,78,77,500 | -                | -         |
| Closing balance  | 52,23,000        | 5,22,30,000 | 52,23,000        | 5,22,30,000 | 4,35,250         | 43,52,500 |
| <b>d) Share in the Company held by each shareholders holding more than 5 percent</b> |                  |             |                  |             |                  |           |
|  | 31st March, 2020 |             | 31st March, 2019 |             | 31st March, 2018 |           |
|  | Number of shares | % holding   | Number of shares | % holding   | Number of shares | % holding |
| Mr. Indrajit Seth  | 31,27,428        | 59.88       | 31,27,428        | 59.88       | 2,60,619         | 59.88     |
| Mr. Vijay Kumar Gupta  | 5,87,724         | 11.25       | 5,87,724         | 11.25       | 48,977           | 11.25     |
|  | 37,15,152        | 71.13       | 37,15,152        | 71.13       | 3,09,596         | 71.13     |

**e) Terms/rights attached to equity shares**

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each shareholder of equity shares is entitled to vote per share. In the event of the liquidation of Company, the shareholders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amount. The distribution will be in proportion to the number of shares held by the shareholders.

f) Out of above equity shares 47,87,750 equity shares were allotted as fully paid-up bonus shares to the existing shareholders in the financial year 2018-2019.

g) The Company has not bought back any shares during the period of last 5 financial years.

h) As on March 31, 2020, the Company has not issued any shares for which calls are unpaid.

i) As on March 31, 2020, the Company has not forfeited any shares.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

| 22. Other equity   | 31st March, 2020    | 31st March, 2019    | 31st March, 2018    |
|--|---------------------|---------------------|---------------------|
|  | Rs.                 | Rs.                 | Rs.                 |
| <b>General Reserve</b>   |                     |                     |                     |
| Opening balance  | 13,03,61,882        | 16,30,57,977        | 14,78,88,662        |
| Add : Amount transferred from statement of profit and loss     | 78,00,000           | 1,48,00,000         | 1,53,00,000         |
| Add / (Less) : Changes during the year                         | 44,99,887           | (4,74,96,095)       | (1,30,685)          |
| Closing balance  | <u>14,26,61,769</u> | <u>13,03,61,882</u> | <u>16,30,57,977</u> |
| <b>Capital Reserve</b>   |                     |                     |                     |
| Opening balance  | 1,250               | 1,250               | 1,250               |
| Add / (Less) Changes during the year                           | -                   | -                   | -                   |
| Closing balance  | <u>1,250</u>        | <u>1,250</u>        | <u>1,250</u>        |
| <b>Capital Redemption Reserve</b>                              |                     |                     |                     |
| Opening balance  | 3,70,300            | 3,70,300            | 3,70,300            |
| Add / (Less) Changes during the year                           | -                   | -                   | -                   |
| Closing balance  | <u>3,70,300</u>     | <u>3,70,300</u>     | <u>3,70,300</u>     |
| <b>Securities premium account</b>                              |                     |                     |                     |
| Opening balance  | 14,26,250           | 14,26,250           | 14,26,250           |
| Add / (Less) Changes during the year                           | -                   | -                   | -                   |
| Closing balance  | <u>14,26,250</u>    | <u>14,26,250</u>    | <u>14,26,250</u>    |
| <b>Statutory reserve fund u/s 45-IC</b>                        |                     |                     |                     |
| Opening balance  | 6,82,56,100         | 6,09,71,100         | 5,27,86,100         |
| Add : Amount transferred from statement of profit and loss     | 28,55,000           | 72,85,000           | 81,85,000           |
| Closing balance  | <u>7,11,11,100</u>  | <u>6,82,56,100</u>  | <u>6,09,71,100</u>  |
| <b>Surplus / (deficit) in the statement of profit and loss</b> |                     |                     |                     |
| Opening balance  | 30,438              | 10,279              | 4,659               |
| Add : Amount transferred from statement of profit and loss     | 1,06,31,607         | 2,35,74,424         | 2,49,59,827         |
|  | 1,06,62,045         | 2,35,84,703         | 2,49,64,486         |
| Less : Proposed dividend                                       | -                   | (12,18,700)         | (12,18,700)         |
| Tax on proposed dividend                                       | -                   | (2,50,565)          | (2,50,507)          |
| Transfer to statutory reserve fund u/s 45-IC                   | (28,55,000)         | (72,85,000)         | (81,85,000)         |
| Transfer to general reserve                                    | (78,00,000)         | (1,48,00,000)       | (1,53,00,000)       |
| Closing balance  | <u>7,045</u>        | <u>30,438</u>       | <u>10,279</u>       |

**Nature and purpose of reserve**

**a) General reserve**

This reserve is a free reserve created by the appropriation of profits. It is not created for any specific or particular purpose. There is no mandatory requirement of transferring a specified percentage of the net profit to general reserve under the Companies Act, 2013 and the Company can optionally transfer any amount from the surplus of profit or loss to general reserve.

**b) Capital reserve**

This reserve was formed previously for the appropriation of capital profits.

**c) Capital redemption reserve**

This reserve was formed previously for the appropriation of profits upon the redemption of Company's securities.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**d) Securities premium**

This reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

**e) Statutory reserve fund u/s 45-IC**

This reserve is created by appropriation of profits for an amount equal to atleast 20 per cent of the profits before tax as per prudential norms of RBI.

| <b>23. Interest income</b>                                  | <b>31st March, 2020</b>     | 31st March, 2019     |
|---|-----------------------------|----------------------|
|   | <b>Rs.</b>                  | Rs.                  |
| <b>On financial assets measured at amortised costs</b>      |                             |                      |
| Interest on loan  | <b>6,02,10,130</b>          | 6,76,67,684          |
| Interest :  |                             |                      |
| Late payment on locker rentals                              | <b>2,95,309</b>             | 3,20,320             |
| Late payment on loans                                       | <b>17,63,606</b>            | 18,56,065            |
| Investment in govt. securities                              | <b>8,11,420</b>             | 9,19,740             |
| From scheduled banks on fixed deposits etc.                 | <b>7,49,332</b>             | 3,17,692             |
| Total   | <b><u>6,38,29,797</u></b>   | <u>7,10,81,501</u>   |
| <br><b>24. Other operating income</b>                       | <br><b>31st March, 2020</b> | <br>31st March, 2019 |
|   | <b>Rs.</b>                  | Rs.                  |
| Rental of locker packages                                   | <b>1,98,70,888</b>          | 2,03,31,492          |
| Other operating revenue :                                   |                             |                      |
| Miscellaneous receipts                                      | <b>7,26,060</b>             | 6,12,652             |
| Management fees   | <b>20,03,392</b>            | 34,74,025            |
| Commission / Revenue earned from :                          |                             |                      |
| Forex division  | <b>52,001</b>               | 69,613               |
| Travel & tours division                                     | <b>42,67,657</b>            | 28,64,758            |
| Total   | <b><u>2,69,19,998</u></b>   | <u>2,73,52,540</u>   |
| <br><b>25. Other income</b>                                 | <br><b>31st March, 2020</b> | <br>31st March, 2019 |
|   | <b>Rs.</b>                  | Rs.                  |
| Profit on sale of assets                                    | -                           | 72,900               |
| Reversal in the provision for NPA & standard assets         | <b>2,13,048</b>             | 20,38,583            |
| Total   | <b><u>2,13,048</u></b>      | <u>21,11,483</u>     |
| <br><b>26. Finance Costs</b>                                | <br><b>31st March, 2020</b> | <br>31st March, 2019 |
|   | <b>Rs.</b>                  | Rs.                  |
| <b>On financial liabilities measured at amortised costs</b> |                             |                      |
| Interest  |                             |                      |
| Loan from directors   | <b>43,11,428</b>            | 63,57,600            |
| Fixed deposits  | <b>97,46,683</b>            | 83,42,878            |
| Interest on vehicle loans                                   | <b>1,68,802</b>             | 2,47,538             |
| Bank charges  | <b>1,18,169</b>             | 1,29,296             |
| Total   | <b><u>1,43,45,082</u></b>   | <u>1,50,77,312</u>   |

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**Notes to financial statements for the year ended on 31st March, 2020**

| <b>27. Fee and commission expenses</b>                     | <b>31st March, 2020</b> | 31st March, 2019   |
|--|-------------------------|--------------------|
|  | Rs.                     | Rs.                |
| Brokerage for loan business                                | 4,28,500                | 9,50,777           |
| Commission to directors (other than CEO & CFO)             | 2,43,899                | 3,90,095           |
| Total  | <u>6,72,399</u>         | <u>13,40,872</u>   |
| <br>   |                         |                    |
| <b>28. Employee benefits expenses</b>                      | <b>31st March, 2020</b> | 31st March, 2019   |
|  | Rs.                     | Rs.                |
| Salaries   | 1,94,97,105             | 1,80,08,718        |
| Contribution to provident and other funds                  | 10,45,480               | 10,42,534          |
| Contribution to gratuity fund                              | 2,00,000                | 14,00,000          |
| Staff welfare expenses                                     | 2,66,642                | 3,77,254           |
| Provision for leave encashment                             | 1,62,408                | 1,32,926           |
| Total  | <u>2,11,71,635</u>      | <u>2,09,61,432</u> |
| <br>   |                         |                    |
| <b>29. Impairment of financial assets</b>                  | <b>31st March, 2020</b> | 31st March, 2019   |
|  | Rs.                     | Rs.                |
| <b>On financial instruments measured at amortised cost</b> |                         |                    |
| Expected credit loss                                       | 1,00,726                | 27,89,574          |
| Bad debts written off                                      | 2,49,90,112             | 1,25,18,530        |
| Provision for  |                         |                    |
| NPAs   | 34,04,081               | -                  |
| Standard assets  | -                       | 95,863             |
| Total  | <u>2,84,94,919</u>      | <u>1,54,03,967</u> |
| <br>   |                         |                    |
| <b>30. Other expenses</b>                                  | <b>31st March, 2020</b> | 31st March, 2019   |
|  | Rs.                     | Rs.                |
| Rent   | 36,05,280               | 35,83,920          |
| Electricity & water expenses                               | 5,64,726                | 5,00,709           |
| Repairs & maintenance                                      | 3,40,720                | 3,17,525           |
| Insurance  | 2,17,300                | 2,00,834           |
| Printing & stationery                                      | 2,04,070                | 3,25,518           |
| Postage & telephone expenses                               | 4,31,253                | 4,68,571           |
| Advertisement & publicity                                  | 93,170                  | 61,560             |
| Business promotion   | 3,93,539                | 3,20,511           |
| Newspaper & periodicals                                    | 20,712                  | 45,286             |
| Conveyance, Vehicle running & maintenance                  | 9,18,134                | 10,29,770          |
| Legal expenses   | 21,70,520               | 17,91,716          |
| Listing expenses   | -                       | 18,71,278          |
| Audit fee  | 1,41,700                | 1,30,000           |
| Loss on redemption of investments                          | 12,386                  | -                  |
| Directors' fee   | 2,35,500                | 2,50,000           |
| Subscription & membership                                  | 1,00,317                | 1,42,553           |
| Security service expenses                                  | 6,95,928                | 6,10,070           |
| Miscellaneous expenses                                     | 2,12,348                | 3,64,622           |
| Total  | <u>1,03,57,603</u>      | <u>1,20,14,443</u> |



**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**31. Maturity analysis of assets and liabilities**

The below table shows an analysis of assets and liabilities according to when they are expected to be realised or settled:

|   | As at March 31, 2020 |                     |                     | As at March 31, 2019 |                     |                     | As at March 31, 2018 |                     |                     |
|---|----------------------|---------------------|---------------------|----------------------|---------------------|---------------------|----------------------|---------------------|---------------------|
|   | Within 12 months     | After 12 months     | Total               | Within 12 months     | After 12 months     | Total               | Within 12 months     | After 12 months     | Total               |
|   | Rs.                  | Rs.                 | Rs.                 | Rs.                  | Rs.                 | Rs.                 | Rs.                  | Rs.                 | Rs.                 |
| <b>Financial assets</b>   |                      |                     |                     |                      |                     |                     |                      |                     |                     |
| Cash and cash equivalents   | 2,44,28,215          | -                   | 2,44,28,215         | 1,67,71,138          | -                   | 1,67,71,138         | 53,98,307            | -                   | 53,98,307           |
| Bank balance other than cash and cash equivalents above                                     | 54,67,741            | -                   | 54,67,741           | 52,00,503            | -                   | 52,00,503           | 43,77,254            | -                   | 43,77,254           |
| Receivables - Trade   | 4,40,63,634          | -                   | 4,40,63,634         | 61,20,662            | -                   | 61,20,662           | 54,35,013            | -                   | 54,35,013           |
| Loans   | 21,74,49,917         | 14,78,19,952        | 36,52,69,869        | 24,27,87,486         | 16,70,25,629        | 40,98,13,115        | 25,42,03,064         | 13,09,39,749        | 38,51,42,813        |
| Investments   | 12,07,800            | 94,74,124           | 1,06,81,924         | 35,12,386            | 73,13,344           | 1,08,25,730         | -                    | 1,09,55,330         | 1,09,55,330         |
| Other financial assets  | 2,51,363             | 1,20,288            | 3,71,651            | 3,78,752             | 35,00,000           | 38,78,752           | 3,18,266             | 35,00,000           | 38,18,266           |
| <b>Non-financial assets</b>   |                      |                     |                     |                      |                     |                     |                      |                     |                     |
| Current tax assets (Net)  | -                    | 73,65,036           | 73,65,036           | -                    | 31,25,535           | 31,25,535           | -                    | 22,16,904           | 22,16,904           |
| Deferred tax assets (Net)   | -                    | 34,53,497           | 34,53,497           | -                    | 25,91,549           | 25,91,549           | -                    | 29,57,124           | 29,57,124           |
| Investment property   | -                    | 49,09,371           | 49,09,371           | -                    | 15,16,322           | 15,16,322           | -                    | 15,93,952           | 15,93,952           |
| Property, plant and equipment   | -                    | 38,22,915           | 38,22,915           | -                    | 49,41,551           | 49,41,551           | -                    | 63,44,167           | 63,44,167           |
| Other intangible assets   | -                    | 57,436              | 57,436              | -                    | 71,796              | 71,796              | -                    | 86,156              | 86,156              |
| Other non-financial assets  | 7,51,573             | -                   | 7,51,573            | 1,03,733             | 1,29,195            | 2,32,928            | 63,434               | 4,68,863            | 5,32,297            |
| <b>Total assets</b>   | <b>29,36,20,243</b>  | <b>17,70,22,619</b> | <b>47,06,42,862</b> | <b>27,48,74,660</b>  | <b>19,02,14,921</b> | <b>46,50,89,581</b> | <b>26,97,95,338</b>  | <b>15,90,62,245</b> | <b>42,88,57,583</b> |
| <b>Financial liabilities</b>  |                      |                     |                     |                      |                     |                     |                      |                     |                     |
| Payables  |                      |                     |                     |                      |                     |                     |                      |                     |                     |
| Trade payables  | -                    | -                   | -                   | -                    | -                   | -                   | -                    | -                   | -                   |
| (i) total outstanding dues of micro enterprises and small enterprises                       | -                    | -                   | -                   | -                    | -                   | -                   | -                    | -                   | -                   |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 50,54,848            | -                   | 50,54,848           | 48,51,587            | -                   | 48,51,587           | 41,73,972            | -                   | 41,73,972           |
| Borrowings (Other debt securities)  | 9,63,016             | 3,71,51,562         | 3,81,14,578         | 13,04,720            | 4,29,98,768         | 4,43,03,488         | 29,79,018            | 6,04,20,581         | 6,33,99,599         |
| Deposits  | 5,06,98,000          | 5,38,36,000         | 10,45,34,000        | 3,47,72,000          | 7,21,06,000         | 10,68,78,000        | 4,43,79,000          | 2,85,09,000         | 7,28,88,000         |
| Other financial liabilities   | 4,09,67,156          | 19,84,937           | 4,29,52,093         | 1,48,77,561          | 3,22,86,155         | 4,71,63,716         | 1,62,54,680          | 3,21,76,823         | 4,84,31,503         |
| <b>Non-financial liabilities</b>  |                      |                     |                     |                      |                     |                     |                      |                     |                     |
| Provisions  | 30,25,378            | 64,39,053           | 94,64,431           | 18,15,846            | 42,95,144           | 61,10,990           | 17,04,486            | 62,37,864           | 79,42,350           |
| Other non-financial liabilities   | 12,75,603            | 14,39,595           | 27,15,198           | 14,72,979            | 16,32,601           | 31,05,580           | 3,11,809             | 15,20,694           | 18,32,503           |
| <b>Total liabilities</b>  | <b>10,19,84,001</b>  | <b>10,08,51,147</b> | <b>20,28,35,148</b> | <b>5,90,94,693</b>   | <b>15,33,18,668</b> | <b>21,24,13,361</b> | <b>6,98,02,965</b>   | <b>12,88,64,962</b> | <b>19,86,67,927</b> |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**

**Notes to financial statements for the year ended on 31st March, 2020**

**32. Assets Liability Management (Maturity Pattern of certain items of assets & liabilities)**

|                         | Upto<br>1 month<br>Rs. | Over<br>1 month<br>& upto<br>2 months<br>Rs. | Over<br>2 months<br>& upto<br>3 months<br>Rs. | Over<br>3 months<br>& upto<br>6 months<br>Rs. | Over<br>6 months<br>& upto<br>12 months<br>Rs. | Over<br>1 year<br>& upto<br>3 years<br>Rs. | Over<br>3 years<br>& upto<br>5 years<br>Rs. | Over<br>5 years<br>& upto<br>7 years<br>Rs. | Over<br>7 years<br>& upto<br>10 years<br>Rs. | Total<br>Rs. |
|-------------------------|------------------------|--|---|---|--|--|---|---|--|--------------|
|                         |                        |  |   |   |  |  |   |   |  |              |
| <b>Assets</b>           |                        |  |   |   |  |  |   |   |  |              |
| Government stock        | 12,07,800              | -  | -   | -   | -  | 15,11,543                                  | 34,17,000                                   | 25,60,900                                   | 13,37,180                                    | 1,06,81,924  |
| Loans (Net of NPAs)     | 6,35,40,087            | 1,76,91,664                                  | 1,96,51,796                                   | 4,49,66,376                                   | 7,15,99,994                                    | 9,86,70,042                                | 2,35,692                                    | -   | -  | 31,63,55,651 |
| Trade receivables       | -                      | -  | -   | 60,98,222                                     | 3,79,65,412                                    | -  | -   | -   | -  | 4,40,63,634  |
| Fixed deposits          | -                      | -  | -   | -   | 5,00,000                                       | 49,67,741                                  | -   | -   | -  | 54,67,741    |
| <b>Liabilities</b>      |                        |  |   |   |  |  |   |   |  |              |
| Borrowings from banks   | 76,836                 | 77,440                                       | 78,050  | 2,37,860                                      | 4,92,844                                       | 3,41,688                                   | -   | -   | -  | 13,04,718    |
| Fixed deposits - Public | 81,71,000              | 43,25,000                                    | 16,98,000                                     | 1,37,26,000                                   | 1,13,41,000                                    | 4,62,41,000                                | 13,66,000                                   | -   | -  | 8,68,68,000  |
| - Directors & relatives | 16,00,000              | 7,00,000                                     | 14,00,000                                     | 39,40,000                                     | 37,97,000                                      | 62,29,000                                  | -   | -   | -  | 1,76,66,000  |

**Notes**

1. The assets and liabilities as above are shown in accordance with the dates on which the assets and liabilities are due to be realized or paid respectively. However, the trade receivables are shown in accordance with the recovery time period as estimated by the management for their realization. Further, the maturity pattern of loan assets of the Company shown above is subject to moratorium as allowed by the Reserve Bank of India, more specifically explained in Note 46(vi).

2. Borrowings from directors and caution money from lockerholders are not taken into consideration in the absence of any specific & definite due date for repayment/maturity thereof.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**

**Notes to financial statements for the year ended on 31st March, 2020**

**33. Disclosures pursuant to Ind AS 108 on Operating Segments**

The Company has identified four reportable segments viz. loans & credit facilities, lockers, travel & tours and forex for which requisite reporting is detailed below taking into account the nature of services, the different risks, returns and internal reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policies of the Company along with following additional policies for segmental reporting:

- a) Revenue and expenses have identified to a segment on the basis of relationship to operating activities of the segment. Revenue, expenses and taxes which relates to Company as a whole and are not allocable to a segment on reasonable basis have been considered as unallocable.
- b) The funds lying as caution money received from lockerholders are considered by the management as liabilities under credit facilities segment. This has been relied upon by the auditors.
- c) Segment assets and segment liabilities represents assets and liabilities of respective segment. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been considered as unallocable.

|  | Loans & Credit Facilities |                | Lockers        |                | Travel & Tours |                | Forex          |                | Unallocable    |                | Total          |                |
|--|---------------------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
|  | 31 March, 2020            | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 |
|  | Rs.                       | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            | Rs.            |
| <b>a) Segment Revenue</b>                                |                           |                |                |                |                |                |                |                |                |                |                |                |
| Revenue from operations & other income                   | 6,57,50,928               | 7,62,73,789    | 2,08,92,257    | 2,12,64,464    | 42,67,657      | 28,64,758      | 52,001         | 69,613         | -              | 72,900         | 9,09,62,843    | 10,05,45,524   |
|  | 6,57,50,928               | 7,62,73,789    | 2,08,92,257    | 2,12,64,464    | 42,67,657      | 28,64,758      | 52,001         | 69,613         | -              | 72,900         | 9,09,62,843    | 10,05,45,524   |
| <b>b) Segment Results before taxes</b>                   | 2,20,00,654               | 4,44,81,780    | 2,06,03,342    | 2,10,84,092    | 20,72,480      | 14,77,621      | 39,985         | 69,613         | (3,04,46,802)  | (3,35,23,107)  | 1,42,69,659    | 3,35,89,999    |
| Current Tax  | -                         | -              | -              | -              | -              | -              | -              | -              | 45,00,000      | (96,50,000)    | 45,00,000      | (96,50,000)    |
| Deferred Tax   | -                         | -              | -              | -              | -              | -              | -              | -              | 8,61,948       | (3,65,575)     | 8,61,948       | (3,65,575)     |
|  | 2,20,00,654               | 4,44,81,780    | 2,06,03,342    | 2,10,84,092    | 20,72,480      | 14,77,621      | 39,985         | 69,613         | (3,40,84,854)  | (4,35,38,682)  | 1,06,31,607    | 2,35,74,424    |
| <b>c) Other Information</b>                              |                           |                |                |                |                |                |                |                |                |                |                |                |
| Segment assets   | 41,98,32,145              | 42,76,17,562   | 52,67,023      | 19,74,344      | 1,58,40,224    | 60,75,793      | 9,82,610       | 9,19,302       | 2,87,20,860    | 2,85,02,580    | 47,06,42,862   | 46,50,89,581   |
| Segment liabilities                                      | 19,27,36,089              | 19,61,23,024   | 6,34,860       | 24,94,562      | 3,62,699       | 68,40,691      | -              | -              | 91,01,500      | 69,55,084      | 20,28,35,148   | 21,24,13,361   |
| Capital expenditure                                      | -                         | -              | -              | 10,870         | -              | -              | -              | -              | 2,70,764       | 6,52,023       | 2,70,764       | 6,62,893       |
| Depreciation / amortization                              | 2,47,786                  | 77,630         | 90,516         | 1,14,546       | 14,360         | 14,360         | -              | -              | 12,98,884      | 19,50,963      | 16,51,546      | 21,57,499      |
| Non cash expenses other than depreciation / amortization | 33,59,765                 | 92,346         | 1,21,211       | 27,90,412      | 23,815         | 22,815         | 16             | -              | 1,62,408       | 1,12,790       | 36,67,215      | 30,18,363      |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

| <b>34. Auditors's Remuneration</b> | <b>31st March, 2020</b> | 31st March, 2019 |
|------------------------------------|-------------------------|------------------|
|                                    | Rs.                     | Rs.              |
| Statutory audit fee                | 1,30,000                | 1,30,000         |
| Tax audit and certification fee    | 46,000                  | 36,000           |
| Total                              | <u>1,76,000</u>         | <u>1,66,000</u>  |

**35. Statement showing the commission payable to Directors u/s 197 of the Companies Act, 2013**

|   |                    |                    |
|---|--------------------|--------------------|
| Profit before tax as per profit & loss statement  | 1,42,69,659        | 3,35,89,999        |
| Add : Managerial remuneration & other expenses added back<br>as per Sec.198 of Companies Act, 2013  | <u>1,03,33,243</u> | <u>75,31,026</u>   |
|   | <b>2,46,02,902</b> | 4,11,21,025        |
| Less : Income deducted as per Sec.198 of Companies Act, 2013  | <u>2,13,048</u>    | 21,11,483          |
|   | <u>2,43,89,854</u> | <u>3,90,09,542</u> |
| Commission payable to Directors (Other than Chief Executive Officer<br>and Chief Financial Officer) | <b>2,43,899</b>    | 3,90,095           |

Managerial remuneration paid or payable during the financial year to the Managing Director / Chief Executive Officer, , Chief Financial Officer and other Directors are as under :-

|                                  | <b>Chief Financial Officer</b> |                  | <b>Managing Director &amp; Chief Executive Officer/<br/>Other Directors</b> |                  |
|----------------------------------|--------------------------------|------------------|---|------------------|
|                                  | <b>31st March, 2020</b>        | 31st March, 2019 | <b>31st March, 2020</b>   | 31st March, 2019 |
|                                  | Rs.                            | Rs.              | Rs.   | Rs.              |
| Salaries & benefits              | <b>21,80,138</b>               | 8,63,004         | <b>36,97,404</b>  | 29,66,364        |
| Contribution to PF & other funds | <b>1,11,600</b>                | 21,600           | <b>1,85,101</b>   | 21,600           |
| Directors' fee                   | -                              | -                | <b>2,35,500</b>   | 2,50,000         |
| Commission                       | -                              | -                | <b>2,43,899</b>   | 3,90,095         |
| Total                            | <u>22,91,738</u>               | 8,84,604         | <u>43,61,904</u>  | <u>36,28,059</u> |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**36. Disclosures pursuant to Ind AS-24 on related party disclosures**

**List of related parties**

Key management personnel, who as informed to us, has authority & responsibility to plan, direct & control the activities of the Company :

|                       |   |   |
|-----------------------|---|---|
| Mr. Indrajit Seth     | : | Chairman  |
| Mr. Vijay Kumar Gupta | : | Managing Director & Chief Executive Officer                     |
| Mr. Vikramajit Seth   | : | Whole-time Director (Appointed as such upto 7th February, 2020) |
| Ms. Kavita Kalwaney   | : | Chief Financial Officer   |
| Ms. Himani Sharma     | : | Full-time Company Secretary                                     |

Relatives, who as informed to us, may be expected to influence or be influenced by the key management personnel :

|  |   |  |
|--|---|--|
| Mrs. Sarvjeet Seth   | : | Wife of Chairman   |
| Mrs. Saroj Grewal  | : | Relative of Chairman                                     |
| Mrs. Kanwal Mohini Gupta<br>Mr. Rohit Gupta<br>Ms. Geetanjali Gupta<br>Mrs. Preeti Gupta<br>Ms. Riddhima Gupta<br>Ms. Radhika Gupta<br>Mr. Vinod Gupta | ] | Relatives of Managing Director & Chief Executive Officer |
| Mr. Nalesh M. Kalwaney<br>Mrs. Chitra N. Kalwaney<br>Mr. Hans Kalwaney<br>Ms. Noopur Kalwaney  | ] | Relatives of Chief Financial Officer                     |

The relatives of key management personnel are also shareholders of the Company, except Mr. Vinod Gupta, Ms. Riddhima Gupta and Ms. Radhika Gupta.

Sterling Finance & Leasing Co. : Mr. Indrajit Seth, Mrs. Sarvjeet Seth and Mr. Vijay Kumar Gupta are partners of this firm.

**Related party transactions**

(In Rs.)

|                      | Key Management Personnel |                  | Relatives of Key Management Personnel |                  |
|----------------------|--------------------------|------------------|---------------------------------------|------------------|
|                      | 31st March, 2020         | 31st March, 2019 | 31st March, 2020                      | 31st March, 2019 |
| Interest on deposits | 2,65,756                 | 2,73,291         | 14,99,981                             | 14,48,877        |
| Interest on loans    | 5,70,574                 | 24,66,639        | 25,22,942                             | 25,75,016        |
| Salaries & benefits  | 64,27,443                | 58,75,369        | 3,08,331                              | 3,16,666         |
| Commission           | 34,841                   | 55,727           | 2,84,843                              | 55,728           |
| Dividend             | 8,96,537                 | 8,96,421         | 89,334                                | 89,347           |
| Rent                 | -                        | -                | 4,26,880                              | 4,05,480         |
| Meeting fee          | 60,000                   | 60,000           | 30,000                                | 30,000           |

**37. Disclosures pursuant to Ind AS - 19 on Employees' Benefits**

The Company has made following contributions during the year to defined contribution plans and the same have been recognised as an expense in the profit and loss statement.

|                                | 31st March, 2020 | 31st March, 2019 |
|--------------------------------|------------------|------------------|
|                                | Rs.              | Rs.              |
| Gratuity fund                  | 2,00,000         | 14,00,000        |
| EPF, ESI & Superannuation fund | 10,45,480        | 10,42,534        |

**38. Disclosures pursuant to Ind AS - 33 on Earnings per share**

|                                    | 31st March, 2020 | 31st March, 2019 |
|------------------------------------|------------------|------------------|
|                                    | Rs.              | Rs.              |
| Profit after taxation              | 1,06,31,607      | 2,35,74,424      |
| Number of equity shares issued     | 52,23,000        | 52,23,000        |
| Basic & diluted earnings per share | 2.04             | 4.51             |

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

|   |                         |                         |
|---|-------------------------|-------------------------|
| <b>39. Contingent liabilities not provided for</b>                                    | <b>31st March, 2020</b> | <b>31st March, 2019</b> |
|   | <u><b>Rs.</b></u>       | <u><b>Rs.</b></u>       |
| Guarantee given to IFFCO Tokyo General Insurance Company for the issue of air tickets | <b>7,10,000</b>         | 6,80,000                |

**40. Disclosure as required by RBI vide Circular No. DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020**

| Asset classification as per RBI norms   | Asset classification as per Ind AS 109 | Gross carrying amount as per Ind AS<br><b>Rs.</b> | Loss allowance (Provisions) as required under Ind AS 109<br><b>Rs.</b> | Net carrying amount<br><b>Rs.</b> | Provisions required as per IRACP norms<br><b>Rs.</b> | Difference between Ind AS 109 provisions and IRACP norms<br><b>Rs.</b> |
|---|--|---|--|-----------------------------------|--|--|
| <b>Performing assets</b>  |  |   |  |                                   |  |  |
| Standard  | Stage 1                                | 22,04,02,544                                      | 64,43,669  | 21,39,58,875                      | 8,81,611   | 55,62,058  |
|   | Stage 2                                | 8,59,85,178                                       | 50,87,094  | 8,08,98,084                       | 3,43,941   | 47,43,153  |
| Subtotal  |  | <u>30,63,87,722</u>                               | <u>1,15,30,763</u>   | <u>29,48,56,959</u>               | <u>12,25,552</u>                                     | <u>1,03,05,211</u>   |
| <b>Non performing assets</b>  |  |   |  |                                   |  |  |
| Substandard   | Stage 3                                | 6,04,44,981                                       | -  | 6,04,44,981                       | 60,44,498  | (60,44,498)  |
| Doubtful-upto 1 year  | Stage 3                                | -   | -  | -                                 | -  | -  |
| 1 to 3 years  | Stage 3                                | -   | -  | -                                 | -  | -  |
| More than 3 years   | Stage 3                                | -   | -  | -                                 | -  | -  |
| Subtotal for doubtful   |  | -   | -  | -                                 | -  | -  |
| Loss  | Stage 3                                | -   | -  | -                                 | -  | -  |
| Subtotal for NPA  |  | <u>6,04,44,981</u>                                | <u>-</u>   | <u>6,04,44,981</u>                | <u>60,44,498</u>                                     | <u>(60,44,498)</u>   |
| Other items such as guarantees, loan commitments etc. which are in the scope of Ind AS but not covered under current income, recognition, asset classification and provisioning (IRACP) norms | Stage 1                                | -   | -  | -                                 | -  | -  |
|   | Stage 2                                | -   | -  | -                                 | -  | -  |
|   | Stage 3                                | -   | -  | -                                 | -  | -  |
|   |  | <u>-</u>  | <u>-</u>   | <u>-</u>                          | <u>-</u>   | <u>-</u>   |
| <b>Total</b>  |  | <u>36,68,32,703</u>                               | <u>1,15,30,763</u>   | <u>35,53,01,940</u>               | <u>72,70,050</u>                                     | <u>42,60,713</u>   |

**41. Rating assigned by rating agency**

The Company has been assigned with the rating of MA - (Stable) by the rating agency, Investment Information and Credit Rating Agency of India (ICRA) for accepting public deposits.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**42. Movement of non-performing assets**

| Particulars                       | Opening balance | Additions during the year | Reduction during the year | Closing balance |
|-----------------------------------|-----------------|---------------------------|---------------------------|-----------------|
|                                   | Rs.             | Rs.                       | Rs.                       | Rs.             |
| a) Movement of gross NPAs         |                 |                           |                           |                 |
| For the year ended March 31, 2020 | 2,15,14,060     | 5,97,74,319               | 2,08,43,398               | 6,04,44,981     |
| For the year ended March 31, 2019 | 2,07,61,658     | 2,57,55,772               | 2,50,03,370               | 2,15,14,060     |
| b) Movement of net NPAs           |                 |                           |                           |                 |
| For the year ended March 31, 2020 | 1,88,73,643     | 5,57,96,887               | 2,02,70,047               | 5,44,00,483     |
| For the year ended March 31, 2019 | 1,60,82,658     | 2,57,55,772               | 2,29,64,787               | 1,88,73,643     |
| c) Movement of provision for NPAs |                 |                           |                           |                 |
| For the year ended March 31, 2020 | 26,40,417       | 39,77,432                 | 5,73,351                  | 60,44,498       |
| For the year ended March 31, 2019 | 46,79,000       | -                         | 20,38,583                 | 26,40,417       |

**43. Capital to risk assets ratio (CRAR) :**

|   | 31st March, 2020 | 31st March, 2019 |
|---|------------------|------------------|
|   | Rs.              | Rs.              |
| CRAR (%)                                | 64.37            | 60.89            |
| CRAR Tier I capital (Rs. in thousands)  | 4,124.81         | 4,445.87         |
| CRAR Tier II capital (Rs. in thousands) | 3.55             | 3.40             |

**44. First-time adoption of Ind AS - Mandatory exceptions, optional exemptions and Transition to Ind AS**

These are the Company's first financial statements prepared in accordance with Ind AS subject to certain exemptions as detailed below. The accounting policies set out in Note No. 1 have been applied in preparing the financial statements for the year ended March 31, 2020, the comparative information presented in these financial statements for the year ended March 31, 2019 and in the preparation of an opening Ind AS balance sheet at April 1, 2018 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the assets and liabilities as required under Ind AS which was reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended), RBI guidelines and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows is set out below:

**a) Optional exemptions availed**  
**Deemed cost**

Ind AS 101 permits a first-time adopter to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS measured as per the previous GAAP and use those as its carrying values as at the date of transition. This exemption can also be used for intangible assets and investment properties covered by Ind AS 38 and Ind AS 40 respectively.

Accordingly, the Company has elected to measure all of its property, plant and equipment, intangible assets and investment properties at their previous GAAP carrying value.

**b) Ind AS mandatory exceptions**

The Company has applied the following exceptions from retrospective application of Ind AS as mandatorily required under Ind AS 101:

**i) Estimates**

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies) unless there is objective evidence that those estimates were in error. Ind AS estimates as at April 1, 2018 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company has made estimates for impairment of financial assets in accordance with Ind AS at the date of transition as these were not required under previous GAAP.

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at April 1, 2018, the date of transition to Ind AS and as of March 31, 2019.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**ii) De-recognition of financial assets and liabilities**

Ind AS 101 requires a first-time adopter to apply the de-recognition of provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

**iii) Classification and measurement of financial assets**

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

**iv) Reconciliation between previous GAAP and Ind AS**

Ind AS 101 requires a first time adopter to reconcile equity, total comprehensive income and cash flows for prior periods. The following table represent the reconciliation from the previous GAAP to Ind AS:

| <b>a) Reconciliation of total equity between previous GAAP and Ind AS</b> | <b>31st March, 2019</b>    | 31st March, 2018           |
|---|----------------------------|----------------------------|
|   | <u>Rs.</u>                 | <u>Rs.</u>                 |
| Total equity as per previous GAAP   | 27,19,38,175               | 24,71,36,947               |
| <u>Adjustments as per Ind AS</u>  |                            |                            |
| Expected credit loss on financial assets                                  | (1,69,92,557)              | (1,46,77,893)              |
| Other adjustments on fair value measurement                               | <u>(22,69,398)</u>         | <u>(22,69,398)</u>         |
| Total equity as per Ind AS  | <u><u>25,26,76,220</u></u> | <u><u>23,01,89,656</u></u> |

Note : Figures of adjustments as per Ind AS for the year ended on March 31, 2019 are inclusive of amounts pertaining to the year ended March 31, 2018

| <b>b) Reconciliation of Profit as per Ind AS with profit reported under previous GAAP</b> | <b>31st March, 2019</b>   |
|---|---------------------------|
|   | <u>Rs.</u>                |
| Net profit after tax as per previous GAAP   | 2,63,63,998               |
| Expected credit loss provision  | (27,89,574)               |
| Other adjustments on fair value measurement   | -                         |
| Profit after tax as per Ind AS  | <u><u>2,35,74,424</u></u> |



**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**c) Notes to first-time adoption:**

**i) Fair valuation of investments**

Under the previous GAAP, investments in government securities were classified as long-term investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Under Ind AS, these investments are required to be measured at fair value. The resulting fair value changes of these investments have been recognised in retained earnings as at the date of transition and subsequently in the statement of profit and loss.

**ii) Provision for impairment as per the expected credit loss method**

Under the previous GAAP, the Company had recognised provisions against trade receivables, investments and loans and advances as per the RBI norms. However, in order to comply with Ind AS 109, the Company has also recognised provisions by applying the effective credit loss method. This adjustment has resulted in a decrease in total equity.

**iii) Remeasurement of financial assets**

Under Ind AS, financial assets of the Company were remeasured wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. The Company has remeasured its trade receivables. This has resulted in a decrease in total equity.

**iv) Deferred tax**

Indian GAAP requires deferred tax accounting using the profit and loss approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments have lead to temporary differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity.

**v) Disclosure of MAT credit entitlement**

Under Ind AS, Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

**vi) Reclassification of provision of standard / non-performing assets (NPA)**

Under the previous GAAP, provisions against standard and non performing assets were presented under provisions. However, under Ind AS financial assets (Loans) measured at amortised cost are presented net of provision.

**vii) Investment property**

Under the previous GAAP, investment properties were presented as part of fixed assets. Under Ind AS, investment properties are required to be separately presented on the face of the balance sheet. There is no impact on the total equity or profit as a result of this adjustment.

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**Notes to financial statements for the year ended on 31st March, 2020**

**45. Subsequent event**

Final dividend to be declared by the Company are based on profits available for distribution at the expected rate of Rs.0.23333/- per share in respect of the year ending March, 2020 subject to the approval of shareholders at the Annual General Meeting and if approved, would result in expected cash flow of Rs.14.70 lakhs (approx.)

**46. Other notes on accounts**

- i) Expenses in respect of rent under cancelable operating leases as charged to profit & loss statement : Rs.36,05,280/- (31.03.2019 : Rs.35,83,920/-)
- ii) Balances of sundry debtors and creditors are subject to confirmation.
- iii) There are no micro, small and medium enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at the date of balance sheet. Further, the Company has neither paid nor has any amount payable towards interest to any micro, small and medium enterprises as on the date of balance sheet. This information has been determined by the management to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.
- iv) All the assets are classified as standard, sub-standard, doubtful & loss assets as per the directions of Reserve Bank of India.
- v) The Company neither have any exposure to real estate sector (except investment property at note no. 11) capital & derivate market nor have any overseas investments/assets. As per management, the estimated fair value of Company's exposure to investment property as on 31st March, 2020 is about Rs.1.60 Crores.
- vi) The SARS-Cov-2 virus responsible for COVID-19 continues to spread across the globe & India which has significantly contributed decline and volatility in global and Indian financial markets resulting significant decrease in global and local economic activities. Due to this virus, the Indian government were constrained to announced lockdown in the country to prevent the spread of this virus. The extent to which the COVID-19 pandemic will impact the Company's results will depend on future developments, which are highly uncertain, including among other things, any new information concerning the severity of the COVID-19 pandemic and any action to prevent the spread or mitigate its impact, whether government-mandated or elected by the Company. In accordance with the RBI guidelines relating to the COVID-19 Regulatory Packages announced time to time, the Company would be granting a moratorium upto August 31, 2020 on the payments of all instalments and/or interest, as applicable, to all the eligible borrowers classified as Standard, even if overdue, as on February 29, 2020. For all such accounts where the moratorium is granted, the asset classification shall remain standstill during the moratorium period i.e. the number of days past dues shall exclude the moratorium period for the purposes of asset classification under the Income Recognition, Asset Classification and Provisioning norms. However, exclusion of number of days past due which pertain to moratorium period has not resulted in extending any asset classification benefit for any of such borrowers at any time.
- vii) Figures of the previous year have been rearranged/regrouped/reclassified wherever considered necessary to make them comparable with those of current year.

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**In terms of our report attached  
For Singh Gurpreet & Co.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
Proprietor  
Membership No. 099482**

**Place : New Delhi  
Date : 30th June, 2020**

**Indrajit Seth  
Chairman  
DIN No.-00243539**

**Vijay Kumar Gupta  
Managing Director / CEO  
DIN No.- 00243413**

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**CASH FLOW STATEMENT**

(Rs. In thousands)

|   | <b>31st March, 2020</b> | <b>31st March, 2019</b> |
|---|-------------------------|-------------------------|
|   | <u>Rs.</u>              | <u>Rs.</u>              |
| <b>Cash flow from operating activities</b>                          |                         |                         |
| Profit before taxation  | 14,270                  | 33,590                  |
| Adjustments for:  |                         |                         |
| Depreciation on assets  | 1,652                   | 2,158                   |
| Interest from govt. securities & fixed deposits                     | (1,561)                 | (1,237)                 |
| Interest on vehicle loans   | 168                     | 248                     |
| Interest on loan & fixed deposits                                   | 14,058                  | 14,701                  |
| Expected credit loss allowance as per Ind AS 109                    | 100                     | 2,790                   |
| Provisions for:   |                         |                         |
| NPAs  | 3,404                   | (2,039)                 |
| Standard assets   | (213)                   | 96                      |
| Leave encashments   | 162                     | 133                     |
| Profit on sale of investments/assets                                | (12)                    | (73)                    |
| Direct taxes paid net of refunds, if any                            | (8,471)                 | (10,559)                |
| Adjustments for changes in:   |                         |                         |
| Trade payables & liabilities  | (8,320)                 | (32)                    |
| Loans, advances & trade receivables                                 | 13,949                  | (28,666)                |
| <b>Net cash flows from operating activities (A)</b>                 | <u><u>29,186</u></u>    | <u><u>11,110</u></u>    |
| <b>Cash flow from investing activities</b>                          |                         |                         |
| Purchase of fixed assets / investments                              | (4,182)                 | (3,160)                 |
| Proceeds from sale of fixed assets / investments                    | 3,500                   | 2,700                   |
| Interest from govt. securities & fixed deposits                     | 1,568                   | 921                     |
| <b>Net cash flows from investing activities (B)</b>                 | <u><u>886</u></u>       | <u><u>461</u></u>       |
| <b>Cash flow from financing activities</b>                          |                         |                         |
| Interest on vehicle loans   | (168)                   | (248)                   |
| Interest on loan & fixed deposits                                   | (12,232)                | (14,589)                |
| Proceeds of borrowings  | (8,279)                 | 16,931                  |
| Dividends paid  | (1,469)                 | (1,469)                 |
| <b>Net cash flows from financing activities (C)</b>                 | <u><u>(22,148)</u></u>  | <u><u>625</u></u>       |
| <b>Net increase/decrease in cash &amp; cash equivalents (A+B+C)</b> | <b>7,924</b>            | <b>12,196</b>           |
| <b>Cash &amp; cash equivalents as at the beginning of year</b>      | <b>21,972</b>           | <b>9,776</b>            |
| <b>Cash &amp; cash equivalents as at the end of year</b>            | <b>29,896</b>           | <b>21,972</b>           |

**In terms of our report attached  
For Singh Gurpreet & Co.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
Proprietor  
Membership No. 099482**

**Place : New Delhi  
Date : 30th June, 2020**

**Indrajit Seth  
Chairman  
DIN No.-00243539**

**Vijay Kumar Gupta  
Managing Director / CEO  
DIN No.- 00243413**

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**CASH FLOW STATEMENT**

|   | (Rs. In thousands)   |                      |
|---|----------------------|----------------------|
|   | 31st March, 2020     | 31st March, 2019     |
|   | <u>Rs.</u>           | <u>Rs.</u>           |
|   | Previous GAAP        | Ind AS               |
| <b>Reconciliation of cash flow statement as per Ind AS with profit reported under previous GAAP</b> |                      |                      |
| Profit before taxation  | 36,380               | 33,590               |
| Adjustments made for arriving at net cash flows from operating activity                             | <u>25,270</u>        | <u>22,480</u>        |
| Net cash flows from operating activities  | 11,110               | 11,110               |
| Net cash flows from investing activities  | 461                  | 461                  |
| Net cash flows from financing activities  | <u>625</u>           | <u>625</u>           |
| Net increase / decrease in cash & cash equivalents  | <u><u>12,196</u></u> | <u><u>12,196</u></u> |
| Cash & cash equivalents as at April 1, 2018   | 9,776                | 9,776                |
| Cash & cash equivalents as at March 31, 2019  | 21,972               | 21,972               |

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**In terms of our report attached  
For Singh Gurpreet & Co.  
Chartered Accountants  
Firm Registration No. 031763N  
FCA Gurpreet Singh  
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**Place : New Delhi  
Date : 30th June, 2020**

**Indrajit Seth  
Chairman  
DIN No.-00243539**

**Vijay Kumar Gupta  
Managing Director / CEO  
DIN No.- 00243413**

**THE DELHI SAFE DEPOSIT COMPANY LIMITED**  
**SCHEDULE OF THE BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY**  
**(As required in terms of Paragraph 13 of Non-Banking Financial (Deposit Accepting or Holding) Companies**  
**Prudential Norms ( Reserve Bank) Directions, 2007**

| Particulars  | Amount<br>Outstanding | Amount<br>Overdue |
|--|-----------------------|-------------------|
| <b>As at</b><br><b>31.03.2020</b>  |                       |                   |
| (Rs. In lakhs)   |                       |                   |
| <b>Liabilities side :</b>  |                       |                   |
| <b>1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :</b>                 |                       |                   |
| a) Debentures : Secured  | -                     | -                 |
| Unsecured<br>(other than falling within the<br>meaning of public deposits*)  | -                     | -                 |
| b) Deferred Credits  | -                     | -                 |
| c) Term Loans  | -                     | -                 |
| d) Inter-corporate loans and borrowing   | -                     | -                 |
| e) Commercial paper  | -                     | -                 |
| f) Public Deposits*  | <b>868.68</b>         | -                 |
| g) Other Loans i) Loan from Directors & Fixed Deposits from Directors' relatives                                       | <b>544.76</b>         | -                 |
| ii) Car Loan   | <b>13.05</b>          | -                 |
| <b>2) Break-up of (1) (f) above (Outstanding Public Deposits inclusive of interest accrued thereon but not paid) :</b> |                       |                   |
| a) In the form of Unsecured Debentures   | -                     | -                 |
| b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security        | -                     | -                 |
| c) Other public deposits   | <b>868.68</b>         | -                 |
| <b>Assets side :</b>   |                       |                   |
| <b>3) Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:</b>         |                       |                   |
| a) Secured   | <b>2663.94</b>        | -                 |
| b) Unsecured   | <b>988.76</b>         | -                 |
| <b>4) Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities</b>        |                       |                   |
| i) Lease assets including lease rentals under sundry debtors :   |                       |                   |
| a) Financial lease   | -                     | -                 |
| b) Operating lease   | -                     | -                 |
| ii) Stock on hire including hire charges under sundry debtors :  |                       |                   |
| a) Assets on hire  | -                     | -                 |
| b) Repossessed Assets  | -                     | -                 |
| iii) Hypothecation loans counting towards EL/HP activities   |                       |                   |
| a) Loans where assets have been repossesses  | -                     | -                 |
| b) Loans other than (a) above  | -                     | -                 |
| <b>5) Break-up of Investments :</b>  |                       |                   |
| <b>Current Investments :</b>   |                       |                   |
| 1 Quoted   |                       |                   |
| i) Shares:    a) Equity  | -                     | -                 |
| b) Preference  | -                     | -                 |
| ii) Debenture and Bonds  | -                     | -                 |
| iii) Units of Mutual Funds   | -                     | -                 |
| iv) Government Securities  | -                     | -                 |
| v) Others  | -                     | -                 |

|                                | Amount<br>Outstanding | Amount<br>Overdue |
|--------------------------------|-----------------------|-------------------|
| 2 Unquoted                     |                       |                   |
| i) Shares :    a) Equity       | -                     | -                 |
| b) Preference                  | -                     | -                 |
| ii) Debentures and Bonds       | -                     | -                 |
| iii) Units of Mutual Funds     | -                     | -                 |
| iv) Government Securities      | -                     | -                 |
| v) Others                      | -                     | -                 |
| <b>Long term Investments :</b> |                       |                   |
| 1 Quoted                       |                       |                   |
| i) Shares :    a) Equity       | -                     | -                 |
| b) Preference                  | -                     | -                 |
| ii) Debenture and Bonds        | -                     | -                 |
| iii) Units of Mutual Funds     | -                     | -                 |
| iv) Government Securities      | <b>106.82</b>         | -                 |
| v) Others                      | -                     | -                 |
| 2 Unquoted :                   |                       |                   |
| i) Shares :    a) Equity       | -                     | -                 |
| b) Preference                  | -                     | -                 |
| ii) Debenture and Bonds        | -                     | -                 |
| iii) Units of Mutual Funds     | -                     | -                 |
| iv) Government Securities      | -                     | -                 |
| v) Others                      | -                     | -                 |

**6) Borrower group-wise classification of all leased assets, Finance as in (3) and (4), stock-on-hire and loans and advances**

|                                | Amount net of provisions |               |                |
|--------------------------------|--------------------------|---------------|----------------|
|                                | Secured                  | Unsecured     | Total          |
| 1 Related Parties**            |                          |               |                |
| a) Subsidiaries                | -                        | -             | -              |
| b) Companies in the same group | -                        | -             | -              |
| c) Other related parties       | -                        | -             | -              |
| 2 Other than related parties   | <u>2663.94</u>           | <u>988.76</u> | <u>3652.70</u> |
| Total                          | <u>2663.94</u>           | <u>988.76</u> | <u>3652.70</u> |

**7) Investors group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)**

|                                | Market Value / Break-up or<br>fair value of NAV | Book Value<br>(Net of Provisions) |
|--------------------------------|---|-----------------------------------|
| 1 Related Parties              |   |                                   |
| a) Subsidiaries                | -   | -                                 |
| b) Companies in the same group | -   | -                                 |
| c) Other related Parties       | -   | -                                 |
| 2 Other than related parties   | 106.82  | 106.82                            |
| Total                          | <b>106.82</b>                                   | <b>106.82</b>                     |

**8) Other Information**

|  | Amount |
|--|--------|
| 1 Gross Non-Performing Assets              |        |
| a) Related Parties                         | -      |
| b) Other than related parties              | 604.45 |
| 2 Net Non-Performing Assets                |        |
| a) Related Parties                         | -      |
| b) Other than related parties              | 544.00 |
| 3 Assets acquired in satisfaction of debts | -      |