

**Annexure –B CSR Activities**

**Annexure-B**  
**Annual Report on CSR Activities**

*Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014*

1. Brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and reference to web link to CSR policy and projects or programs:

Company has constituted CSR policy in compliance of section 135 of Companies Act, 2013 along with rules framed there under, approved by board dated 15<sup>th</sup> day of March, 2019. Further it is prescribed by board to undertake CSR activities in cohesion with those enunciated in the schedule VII of the Act, 2013 for the benefits of the localities of nearby area of the company mainly or in any other part of India as may be deemed fit by the BOD or CSR committee.

**Further projects and programs as proposed to be undertaken are as follows:**

- a) Eradicating hunger, poverty and malnutrition, “promoting health care including preventive health care” and sanitation including [contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.
- b) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- c) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- d) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
- e) protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;
- f) measures for the benefit of armed forces veterans, war widows and their dependents;
- g) training to promote rural sports, nationally recognized sports, paraolympic sports and Olympic sports
- h) Contribution to the prime minister's national relief fund or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- i) Contributions or funds provided to technology incubators located within academic institutions which are approved by the central govt.
- j) rural development projects
- k) Slum area development.

Company is committed to improve the lives of the society in which it operates. The Company believes in its efforts to improve the society and strives to create a positive impact on the communities it serves and on the environment. The objective of our CSR policy is to actively contribute to the social, environmental and economic development of the society in which we operate.

The Details of CSR policy of the Company are available on the website of the Company at [www.digamberfinance.com](http://www.digamberfinance.com)

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## 2. Composition of CSR Committee:

The CSR Committee was constituted by our Directors by way of circular resolution, approved on July 02, 2018 and comprises of:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Rajiv Jain	Chairman	Executive Director
Mr. Amit Jain	Member	Executive Director
Mr. Lalit Kumar Jain	Member	Independent Director

\*Composition of CSR committee was reconstituted with addition of Mr Nayan Ambali (Independent director) & Mr Jatinder Chhabra (Non executive director) as approved in 3<sup>rd</sup> board meeting held on 18.07.2019.

## 3. Average Net Profit of the Company for the last three financial years: ₹ 4,96,25,038.08

## 4. Prescribed CSR expenditure (two percent of the amount as in item 3 above): ₹ 9, 92,500.76

## 5. Details of CSR spend for the financial year:

i. Total amount spent for the financial year: Nil

ii. Amount unspent: ₹ 9, 92,500.76

iii. Manner in which the amount spent during the financial year: Not applicable

## 6. Although it was required to spend ₹ 9, 92,500.76 under CSR activities but as already specified it was first financial year when CSR was applicable on the company and due to non availability of sources expenditure got delayed?

Company will definitely find better source for expenditure shortly and will undertake CSR activities in current financial year i.e. FY 2020.

## 7. CSR Committee of Board affirms that CSR activities shall be implemented in accordance with CSR objectives of Companies Act, 2013 and CSR Policy of your Company

Sd/-

Rajiv Jain

Whole Time Director cum Chairman of CSR Committee

## Annexure-C

Annexure: "C"

## Form No. AOC-2

(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

## 1. Details of contracts or arrangements or transactions not at arm's length basis: NA

- (a) Name(s) of the related party and nature of relationship  
(b) Nature of contracts/arrangements/transactions  
(c) Duration of the contracts/arrangements/transactions  
(d) Salient terms of the contracts or arrangements or transactions including the value, if any  
(e) Justification for entering into such contracts or arrangements or transactions  
(f) Date(s) of approval by the Board  
(g) Amount paid as advances, if any  
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

## 2. Details of material contracts or arrangement or transactions at arm's length basis

## (a) Name(s) of the related party and nature of relationship:

- i. Mr. Amit Jain and Mr. Rajiv Jain (Key Management Personnel)
- ii. Mrs. Shilpa Ajmera and Mrs. Shweta Jain (Relative of Key Management Personnel)
- iii. Ms. Neha Agarwal (Company Secretary – KMP)

## (b) Nature of contracts/arrangements/transactions:

S. No	Expenses	Key Management Personnel			Relatives of Key Management Personnel	
		Mr. Rajiv Jain (Whole Time Director)	Mr. Amit Jain (Whole Time Director)	Ms. Neha Agarwal (Company Secretary)	Mrs. Shilpa Ajmera	Mrs. Shweta Jain
I.	Director Remuneration	₹ 31,20,000/- ( ₹ 24,00,000/-)*	₹ 31,20,000/- ( ₹ 24,00,000/-)*	NIL	NIL	NIL
II.	Salary to Staff	NIL	NIL	₹ 4,38,000/- ( ₹ 3,53,550/-)*	₹ 12,00,000/- ( ₹ 4,70,000/-)*	₹ 12,00,000/- ( ₹ 4,70,000/-)*

\* Item Shown in brackets are for previous year

(c) Duration of the contracts/arrangements/transactions: As per Agreement/Resolution

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: As per Agreement / Resolution

(e) Date(s) of approval by the Board/Shareholder, if any:

By Board/ Shareholders			
Director Remuneration	Mr. Rajiv Jain	:	EGM 04.10.2018
	Mr. Amit Jain	:	EGM 04.10.2018
Salary to Staff	Mrs. Shilpa Jain	:	EGM 04.10.2018
	Mrs. Shweta Jain	:	EGM 04.10.2018
By Nomination & Remuneration Committee			
Company secretary remuneration	Ms Neha Agarwal	:	Committee meeting 24.10.2018

(f) Amount paid as advances, if any: NIL

For and on behalf of the Board Of Directors Of  
Digamber Capfin Ltd

Place: Jaipur

Date: 24.08.2019

-Sd-

Rajiv Jain  
Whole-Time Director  
DIN: 00416121

-Sd-

Amit Jain  
Whole-Time Director  
DIN: 00416133