

Corporate Social Responsibility (CSR) Policy

A. Purpose

In terms of the Companies Act, 2013, every listed company has to have a Corporate Social Responsibility (CSR) Committee of the Board of Directors which will help the Company to frame, monitor and execute the CSR activities of the Company under its CSR scope.

The CSR Committee is also entrusted with implementing the CSR Policy of the Company as approved by its Board of Directors.

B. Scope

The CSR Policy will cover the following the following focus area which the Company will undertake through its various initiatives:

1. Health
2. Education
3. Community Development
4. Natural Calamities

The following parameters should be observed while considering the activities of the Company:

1. Social impact
2. Visibility to the Company
3. Employee Engagement
4. Duration of the project / activity

The Company could undertake the following activities to achieve the above:

- a. Eradicating hunger, poverty and malnutrition, promoting preventive health care and 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 centres 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;
- 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 arts 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, paralympic sports and Olympic sports;

- h. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled 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 Government;
- j. Rural development projects.

C. CSR Committee

The Board of Directors of the Company will constitute a CSR Committee with the following composition:

- 1. No. of Members – minimum three
- 2. One of them should be an Independent Director

The following will be the first Members of the CSR Committee:

To be updated

D. Meetings of the CSR Committee

The CSR Committee would meet as and when required.

E. Quorum of the CSR Committee meetings

The quorum of the CSR Committee meeting would be two persons present for the meeting.

F. Secretary of the CSR Committee

Company Secretary of the Company would be the Secretary of the CSR Committee.

G. Assistance of the NGOs / Institutes

The Company should seek assistance and involve 'Trusts' in accomplishing the various projects under its focus area wherever possible.

However, the Company may also seek expertise and assistance of the Non-Government Organisations (NGOs) and the social institutes as and when it deems appropriate to accomplish the projects under its focus areas.

The selection of the NGOs / institutes will be made by the CSR Committee based on the following broad guidelines:

- a. Registration status
- b. Managing Body and its background
- c. Track record in the social field
- d. Potential to execute the projects
- e. Volunteers available with them
- f. Subject matter expertise
- g. Current audited financial position

h. Any such criteria the CSR Committee thinks appropriate

The CSR Committee will have authority to grant exemption to any of the institutes from the above list of pre-requisites in case it thinks appropriate.

H. Amount of Expenditure to be made on CSR activities

In terms of Section 135 of the Companies Act, 2013, applicable rules and the CSR Policy of the Company, the Board or Committee, shall ensure that, the Company spends, in every Financial Year, at least 2% of the Average Net Profits of the Company made during the 3 (Three) immediately preceding Financial Year.

For the purposes of this section "Average Net Profits" have been calculated in accordance with the provisions of Section 198 of the Companies Act, 2013.

I. Monitoring

The CSR Committee should monitor the operation, working, quality and spending under CSR Policy. It should further define the parameters and should observe them for effective discharge of the social responsibility of the company.

J. Delegation of activities by the CSR Committee

The CSR Committee may appoint / entrust certain persons to whom selected activities of the CSR Committee could be delegated.

The status of delegated activities should be periodically monitored and reviewed by the CSR Committee.