

**“CSR POLICY”**

**CORPORATE SOCIAL  
RESPONSIBILITY POLICY**

**RAAY GLOBAL INVESTMENTS  
PRIVATE LIMITED**

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

### **1. SHORT TITLE AND APPLICABILITY:**

- 1.1. This policy, which encompasses the philosophy of **RAAY Global Investment Private Limited** (“**Company**”) for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare and sustainable development of the community at large, is titled as the ‘**CSR Policy**’.
- 1.2. This policy shall apply to all corporate social responsibility (“**CSR**”) initiatives and activities to be undertaken by the Company.
- 1.3. This CSR Policy shall operate as the corporate social responsibility policy of the Company for the purposes of Section 135 of the Companies Act, 2013, as amended (“**Act**”) and the Companies (Corporate Social Responsibility Policy) Rules, 2014 made thereunder, as amended (“**Rules**”).

### **2. VISION AND OBJECTIVE:**

- 2.1. In alignment with vision of the Company, the Company, through its CSR initiatives, will serve the society by undertaking CSR projects / programs and proactively promoting sustainable and inclusive development as a responsible corporate citizen.
- 2.2. The objective of the CSR Policy is to lay down the guidelines and mechanism for undertaking socially useful programmes for welfare and sustainable development of the community at large.

### **3. CSR PROJECTS / PROGRAMES:**

- 3.1. The Company proposes to serve the society by undertaking CSR projects / programs and proactively promoting sustainable and inclusive development as a responsible corporate citizen.
- 3.2. The Company proposes to adopt one or more of the following CSR projects / programmes /activities as prescribed by applicable laws, including Schedule VII of the Act, as amended from time to time:
  - Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
  - Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
  - 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;
  - 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;

- 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;
- Measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
- Training to promote rural sports, nationally recognised sports, para Olympic sports and Olympic sports;
- Contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES 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;
- Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government;
- Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs);
- Rural development projects;
- Slum Area Development;
- Disaster management, including relief, rehabilitation and reconstruction activities.

3.3. The CSR activities shall be undertaken within the territory of the Republic of India.

#### **4. CSR APPROACH AND DIRECTION PERTAINING TO CSR ACTIVITIES:**

- 4.1. The CSR approach of the Company is to focus our efforts on contributions to Funds set up by the Central Government of India such as (i) Prime Minister's National Relief Fund, (ii) Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund), (iii) for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women, (iv) for conservation of natural resources and maintaining quality of water, as CSR spends can then be allocated as per the needs of the country by the Central Government.
- 4.2. All CSR projects will be in line with the CSR vision, as well as areas listed in Schedule VII of the Act. CSR projects will be undertaken in India and will not include activities undertaken in pursuance of normal course of business of the Company, projects benefitting the employees of the Company, or contributions of any amount directly or indirectly to any political party.

## **5. GUIDING PRINCIPLES FOR SELECTION, IMPLEMENTATION AND MONITORING OF CSR ACTIVITIES AND FOR FORMULATION OF THE ANNUAL ACTION PLAN**

- 5.1. The principles which guide the Company's selection of CSR activities shall be focusing on contributions to Funds set up by the Central Government of India such as (i) Prime Minister's National Relief Fund, (ii) Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund), (iii) for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women, (iv) for conservation of natural resources and maintaining quality of water.
- 5.2. CSR spends should be allocated as per the needs of the country of India as a whole, as most urgent and needed. And since this is best determined by the Central Government of India, the guiding principles of the Company's CSR activities shall be towards making contributions to such funds set up by the Central Government, within the areas listed in Schedule VII of the Act.
- 5.3. The guiding principles for implementation of CSR activities of the Company shall be to (i) have the CSR committee recommend and the Board to approve the required CSR spending during the financial year, and (ii) to ensure that the required CSR spend is made towards the approved Funds within the same financial year.
- 5.4. The guiding principles for monitoring of CSR activities of the Company shall be to ensure that the Company receives a receipt from the approved Funds confirming receipt of the approved CSR contribution.
- 5.5. The guiding principles for formulation of the annual action plan shall include:
  - a list of CSR projects or programmes approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
  - the manner of execution of CSR projects and/or programmes;
  - the modalities of utilisation of funds and implementation schedules for the projects and/or programmes;
  - monitoring and reporting mechanism for the projects and/or programmes; and
  - details of need and impact assessment, if any, for the projects undertaken by the Company

## **6. CSR COMMITTEE:**

- 6.1. The CSR policy and programs shall be implemented, managed and supervised by the CSR committee appointed by the Board of Directors of the Company ("**CSR Committee**").
- 6.2. The CSR Committee shall comprise at least of such number of directors as is mandatorily required by applicable laws, and as appointed by the Board from time to time.
- 6.3. The CSR Committee shall meet as and when required, with at least one meetings in every financial year.
- 6.4. Quorum for meetings of the CSR Committee shall be two Members or 1/3rd (one-third) of the CSR Committee whichever is greater.

6.5. Minutes of meetings of the CSR Committee shall be placed at the subsequent Board meetings for its noting.

**7. ROLES AND RESPONSIBILITIES OF THE CSR COMMITTEE:**

The CSR Committee shall:

- 7.1. formulate and recommend to the Board, a CSR policy and update it from time to time, as may be required, in accordance with provisions of the Act;
- 7.2. formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy, in accordance with provisions of the Act;
- 7.3. decide the CSR projects or programs to be taken up by the Company either directly or through registered entities as permitted under the Act and Rules;
- 7.4. recommend the amount of expenditure to be incurred on CSR activities each year;
- 7.5. place before the Board for its approval the CSR projects or programs proposed to be taken up by the Company each year.
- 7.6. define and monitor budgets for the carrying out the projects or programs;
- 7.7. Monitor and review the CSR policy and its implementation from time to time;
- 7.8. not accept CSR proposals from private entities that have not been registered in accordance with the Foreign Contribution (Regulation) Act, 2010 and/or under the Income Tax Act, 1961 and/or under the Act.

**8. ROLE AND RESPONSIBILITIES OF THE BOARD:**

- 8.1. The Board shall take into account the recommendations made by the CSR Committee and provide appropriate instructions/ directions to the CSR Committee when required.
- 8.2. The Board shall consider the CSR Policy formulated and recommended by the CSR Committee and approve the same with or without modifications, if required.
- 8.3. The Board shall ensure that activities included by the Company in the CSR Policy are in accordance with Schedule VII of the Act.
- 8.4. The Board shall consider the budgetary allocation proposed by the CSR Committee and approve the same with or without modifications, if required.
- 8.5. The Board shall ensure that the activities as are included in the CSR Policy of the company are undertaken by the company.
- 8.6. The Board shall ensure that the CSR activities undertaken by the Company are in accordance with the CSR Policy of the Company.
- 8.7. The Board shall monitor the CSR activities of the Company in accordance with its CSR Policy and the applicable law.

- 8.8. The Board shall ensure that the Company spends, in every financial year, at least 2% (two per cent) of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of its CSR Policy.
- 8.9. The Board shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the person responsible for financial management of the Company shall provide a certification to this effect.
- 8.10. The Board shall ensure that administrative overheads shall not exceed 5% (five per cent) of the total CSR expenditure of the Company for the financial year.
- 8.11. The Board shall (i) disclose contents of the CSR Policy in its report, (ii) disclose contents of the CSR Policy on its website, (iii) disclose the composition of the CSR Committee, and CSR Policy and Projects approved by the Board on its website.

## **9. FINANCIAL OUTLAY FOR CSR ACTIVITIES:**

- 9.1. Every year, the Company shall, with the approval of its Board, make a budgetary allocation for CSR activities/ projects for the year. The budgetary allocation will be based on the profitability of the Company and the requirements of applicable laws, including the Act.
- 9.2. The Company expects to spend the budgeted amount allocated for CSR activities/ projects planned for each financial year, within that year. If for any reason, the budget of a year remains unutilised:
- 9.2.1. the unspent amount pertaining to an on-going project, fulfilling such conditions as may be prescribed under the Act, shall be transferred by the Company within a period of 30 (thirty) days from the end of the financial year to a special account to be opened by the Company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the Company in pursuance of its obligation towards CSR Policy within a period of 3 (three) financial years from the date of such transfer, failing which, the Company shall transfer the same to a Fund specified in Schedule VII to the Act, within a period of 30 (thirty) days from the date of completion of the third financial year;
- 9.2.2. the unspent amount pertaining to a non-on-going project shall be transferred by the Company to a Fund specified in Schedule VII, within a period of 6 (six) months of the expiry of the financial year.
- 9.3. The CSR Committee and the Board, in the Board's report, will disclose the reasons for not being able to spend the entire budgeted amount on the CSR activities as planned for that year.
- 9.4. Any surplus arising out of the CSR activities, projects or programs shall not form part of the business profits of the Company, and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the Company, or transferred to a Fund specified in Schedule VII to the Act within a period of 6 (six) months of the expiry of the financial year.
- 9.5. If the Company spends an amount in excess of requirement under Section 135(5) of the Act, such excess amount may be set off against the requirement to spend in immediate succeeding 3 (three) financial years, subject to conditions stipulated under the Act.

**10. EXECUTING AGENCY:**

10.1.The Board shall ensure that the CSR activities are undertaken by the Company itself or through:

10.1.1. a company established under Section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961, established by the Company, either singly or along with any other company, or

10.1.2. a company established under Section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or

10.1.3. any entity established under an Act of Parliament or a State legislature; or

10.1.4. a company established under Section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least 3 (three) years in undertaking similar activities.

10.2.Every entity (mentioned above), which intends to undertake any CSR activity, shall register itself with the Central Government and obtain a unique CSR Registration Number. No spend shall be made to an entity which is not registered and which does not have a unique CSR Registration Number.

10.3.The Company may also engage international organisations for designing, monitoring and evaluation of the CSR projects or programmes as per the CSR policy as well as for capacity building of its own personnel for CSR.

10.4.The Company may also collaborate with other companies for undertaking projects or programmes or CSR activities in such a manner that the CSR committees of each company are in a position to report separately on such projects or programmes in accordance with the Act and Rules.

**11. GENERAL:**

11.1.This CSR Policy is recommended by the CSR committee of the Board at their meeting held on January 07, 2021 for approval by the Board of the Company.

11.2.In case of any doubt with regards to any provision of this CSR Policy and also in respect of matters not covered herein, a reference should be made to the CSR Committee. In all such matters, the interpretation and decision of the CSR Committee shall be final.

11.3.All provisions of the CSR Policy would be subject to revision/amendment in accordance with applicable laws, including the Act.

11.4.The Company reserves the right to modify, cancel, add, or amend this CSR Policy

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