

**▪ HOUSE OF ▪
ANITA DONGRE**

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	Version 2:	Incorporated changes pertaining to the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 and Section 135 of the Companies Act, 2013, vide Notifications issued by the MCA on January 22, 2021. Effective from January 22, 2021.

House Of Anita Dongre Private Limited (Formerly known as House Of Anita Dongre Limited)

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CORPORATE SOCIAL RESPONSIBILITY POLICY

(I) PREAMBLE

The Policy outlines the company's responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking activities for welfare & sustainable development of the community at large.

The core elements of Corporate Social Responsibility (CSR) are: i) the continuing commitment by business to ethical principles; ii) protection of human rights and iii) care for the environment while improving the quality of life of all the stakeholders including the local community and society at large.

It is Company's conscious strategy to design and implement Social Investments / CSR programs, by enriching value chains that encompass the disadvantaged sections of society, especially those residing in rural India, through economic empowerment based on grass-root capacity building.

This Policy shall apply to all CSR initiatives and activities taken up at the various work centres and locations of the company, for the benefit of different segments of the society, specifically the deprived, under privileged and differently abled persons.

(II) SCOPE / LIST OF CSR ACTIVITIES

The company would carry out its CSR activities with the objective of overall National and Community Development. At the same time, the company would give preference to the local areas around the locations where it operates in India including Maharashtra and Rajasthan.

The company will undertake CSR activities to do overall good to the community, with special emphasis on activities for the benefit of the poor and needy sections of the society.

In particular, the company will undertake CSR activities as specified in Schedule VII to the Companies Act, 2013, but will not be limited to the following:-

- i. 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;
- ii. promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- iii. 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;
- iv. ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, 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;
- v. 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 and handicrafts;
- vi. measures for the benefit of armed forces veterans, war widows and their

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dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

- vii. training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- viii. 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;
- ix. contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- x. rural development projects;
- xi. slum area development;
- xii. disaster management, including relief, rehabilitation and reconstruction activities

Without prejudice to the above, following activities, by way of illustration, may also be carried out by the company, if it deems fit:-

- i. Curative health care, surgery, eye donation camps, skin donation camps, blood donation activities, therapy camps, dental camps, acupuncture camps, cataract camps, etc.
- ii. To participate in building a healthy community through continuing initiatives in several areas of healthcare, with a focus on mother & child care and HIV/AIDS awareness.
- iii. Literacy / Awareness programmes and activities in various social & well being areas.
- iv. Research activities, economic, industrial, social research, research professorships, research chair, etc.
- v. Furtherance & promotion of recognized ideologies like the Gandhian and Sarvodaya ideologies, Swami Vivekananda Missions, national integration, communal harmony etc.
- vi. Furtherance and promotion of practice of alternative Indian traditional medical practice such as homeopathy, ayurvedic, siddha, naturopathy and yoga therapies, for the benefit of community at large.
- vii. Hostels and boarding rooms, reading rooms, convalescence / asylum rooms for poor and the needy.
- viii. Restoration & beautification of a city, town, village, museum, gardens, parks, public recreation centres etc.
- ix. Disaster management activities and Relief to victims of natural calamities.
- x. Activities relating to irrigation, wells, dams etc. for improving livelihood of farmers and agriculturists.
- xi. Promotion of nationally recognized sports (not only training).
- xii. Infrastructure activities, essentially for helping the poor and the needy

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(III) WHAT IS NOT CSR

CSR activities will not, however, include the following:-

- a. Activities undertaken in pursuance of Company's normal course of business;
- b. Activities which benefit only the employees of the company and their families;
- c. Contribution directly or indirectly to any political parties.
- d. Activities undertaken outside the country.

(IV) MODALITIES OF EXECUTION OF CSR PROJECTS / PROGRAMMES

a. CSR Committee:

The Company has constituted a CSR Committee of the Board consisting of-

1. Mr. Mukesh Sawlani- Chairman;
2. Mr. Kavindra Mishra- Member
3. Ms. Anita Dongre- Member;
4. Ms. Meena Sehra- Member;
5. Mr. Shantanu Rastogi-Member;
6. Mr. Alok Misra- Observer.

The Board shall reconstitute the CSR Committee as and when required inter alia, to comply with the provisions of the Companies Act, 2013 and applicable statutory requirements.

b. CSR Vehicle:

- i. CSR activities will be undertaken directly or through a registered trust or a registered society or a company established by the company or its holding or subsidiary or associate company under Section 8 of the Act.
- ii. If any donation/contribution is to be given to any other entity for CSR activity, preference will be given to such entities/Trust having track record in undertaking similar programs or projects.
- iii. Further, in such a case, the company will specify the project or programme to be undertaken through these entities, the modalities of utilization of funds on such projects or programs and the monitoring and reporting mechanism.
- iv. The company may also collaborate with other companies for undertaking projects or programs in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programs in accordance with the prescribed CSR Rules.
- v. Company may build CSR capacities of its own personnel as well as those of the implementing agencies through institutions with established track records, subject to the prescribed CSR Rules.

(V) MONITORING AND ASSESSMENT

a. Funding and allocation of funds for CSR Project/Programme:

For achieving the CSR objectives through implementation of meaningful and sustainable CSR Projects, the CSR Committee will allocate for its Annual CSR Budget, 2% of the average net profits of the Company made during the three immediately preceding financial years, calculated in accordance with the relevant Sections of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

The Company may spend up to 5% of the total CSR expenditure in one financial year on building CSR capabilities and other general and administrative overheads. The Company may also make contributions to The Anita Dongre Foundation, Company's wholly-owned

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subsidiary and any other Non-Government Organization (NGOs) towards its corpus for projects approved by the Board. The CSR Committee will recommend the CSR budget to the Board annually, for its approval and guide for effective execution.

The amounts sanctioned for a CSR project or programme, will be released in stages or installments as per progress, as may be determined by the CSR Committee. CSR Committee may design the procedure/ guidelines applicable from time to time and release of funds to any project in a year shall be as per the guidelines finalized by the CSR Committee.

For an ongoing project, if any amount budgeted to be spent for the year remains unspent, then such an unspent amount will be allocated towards such ongoing project for spending in any of the three succeeding financial years and will be transferred to the Unspent Corporate Social Responsibility account opened with a scheduled bank by the Company within 30 days from the end of the financial year. If the company fails to spend such budgeted amount within such three succeeding financial years of transferring into Unspent Corporate Social Responsibility account, then company shall transfer the unspent amount to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year. For other projects, such amount will be transferred to a fund specified in Schedule VII within 6 months of the expiry of the financial year.

Any surplus arising out of the CSR Projects or Programs or activities shall not form part of the business profit of the Company and will be ploughed back into the same project in the current Financial Year or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

Any excess expenditure i.e., beyond the prescribed CSR budget will be disclosed in the Board's CSR Report and on passing of Board resolution such excess expenditure shall be made available for set off against the CSR requirement to spend in any of the three succeeding financial years.

The Board of Directors will satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer of the Company will certify the same to that effect.

b. Role of the Board of Directors:

The roles and responsibilities of the Board of Directors towards CSR shall include:

- i. Provide recommendations and approval for the annual action plan formulated and presented by the CSR Committee for spending of the prescribed CSR budget.
- ii. Alter the recommended annual action plan at any time during the financial year, if required, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect
- iii. Ensure that the Company spends, in every financial year, at least 2% of the average net profits made during the three immediately preceding financial years, in pursuance, of its CSR Policy.
- iv. Ensure that the Company, treats the CSR Spends i.e. CSR surplus, excess expenditure and unspent CSR funds as per the modalities prescribed in the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.
- v. Specify in its Report the reasons for not spending the amount if the Company fails to spend such amount.
- vi. Disclose the composition of the CSR Committee, and CSR Policy and Projects approved by the Board on the Company's website, if any, for public access.

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c. Role of the CSR Committee:

The Corporate Social Responsibility Committee of the Board ('CSR Committee') is responsible for formulating and recommending to the Board an annual action plan consisting of list of approved projects or programs to be undertaken within the purview of Schedule VII of the Companies Act, 2013 and as per the scope / list of CSR activities mentioned in this policy, manner of execution of such projects, modalities of fund utilization and implementation schedules, monitoring and reporting mechanism for the projects, and details of need and impact assessment, if any, for the projects to be undertaken

d. Implementation:

- i. The CSR Committee shall provide guidance on the allocation of the CSR budget among the thrust areas on an annual basis and seek approval from the Board.
- ii. The CSR Projects will be undertaken based on the annual action plan formulated and recommended by the CSR Committee and approved by the Board. The Board may alter the annual action plan at any time during the financial year, as per the recommendation of the CSR Committee based on reasonable justification to that effect.
- iii. The Company has set up The Anita Dongre Foundation (incorporated on November 23, 2015) as a wholly-owned subsidiary company registered under Section 8 of the Companies Act, 2013 to promote and support CSR initiatives of the Company and its subsidiary companies.

e. Criteria for identifying Non-Governmental Organizations (NGOs)

CSR initiatives will be implemented either directly by the Company or through implementing agencies (NGOs). The implementing agencies being considered for a partnership will need to comply with the following criteria:

- i. The NGO can be a company established by the Company either singly or along with any other company and can be a company established under Section 8 of the Companies Act, 2013 / Registered Public Trust / Registered Society with a registration under Section 12A and Section 80G of the Income Tax Act, 1961, or
- ii. The NGO can be a company registered under Section 8 of the Companies Act, 2013 / Registered Public Trust / Registered Society with a registration under Section 12A and Section 80G of the Income Tax Act, 1961 and with an established track record of at least 3 years, or
- iii. The NGO can be an entity established under the act of Parliament or State Legislature, or
- iv. The NGO can be an entity established by the Central or State Government, or
- v. The NGO / Agency will need to have a permanent office in India;

All implementing partners sufficing any of the above-mentioned conditions, will need to register themselves with the Central Government by filing e-form CSR-1 electronically and obtain a unique CSR Registration Number from the Ministry of Corporate Affairs.

The Company may also collaborate with other companies to undertake CSR Projects or Programs, provided the CSR Committees of the respective companies are in a position to report separately on such projects or programs.

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f. Utilisation Certificate:

Funds released/to be released to the implementing agency would be based on satisfactory utilization certificate duly certified by an authorized officer / CEO of the donee entity and satisfactory performance report submitted by the said person, as may be decided by the CSR Committee.

g. External Agency assessment:

The impact assessment/evaluation of major projects may be carried out by an external agency to critically assess the fulfillment of project objectives.

h. Audit:

The amount spent on CSR by the company will be subject to audit.

i. Reporting in the Annual Report of the Company:

CSR Policy and initiatives of the Company will be reported in the Annual Report of the Company in the manner prescribed under the CSR Rules. All the CSR & Sustainability projects would be documented and hosted on the company website also.

(VI) GENERAL

The CSR Policy referred to above is to be read in conjunction with the requirements of Section 135 and Schedule VII of Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 (including any statutory modifications, amendments, or re-enactments of any of them for the time being in force).

Any or all provisions of the CSR Policy would be subject to revision / amendment in accordance with the guidelines on the subject as may be issued from the Government from time to time or as decided by the Board of Directors of the Company.

The above Policy Guidelines are subject to review at suitable intervals and subject to revision accordingly.

(VII) Definitions

- i. **Company** means HOUSE OF ANITA DONGRE PRIVATE LIMITED
- ii. **Act** means the Companies Act, 2013, as amended from time to time.
- iii. **CSR Rules** means Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, as amended from time to time.
- iv. **Board** means Board of Directors of the Company.
- v. **CSR Project/Program** means the interventions undertaken by the Company in pursuance of its statutory obligation laid down in Section 135 of the Act.
- vi. **CSR Committee** means the Corporate Social Responsibility Committee constituted by the Board of Directors pursuant to Section 135 of the Companies Act, 2013.
- vii. **Net Profit** means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Companies Act, 2013, but shall not include the following, namely: -
 - a. Any profit arising from any overseas branch or branches of the Company whether operated as a separate company or otherwise; and

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- b. Any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Companies Act 2013.
- viii. **Policy** means this Corporate Social Responsibility Policy, as may be amended from time to time.
- ix. **Administrative overheads** mean the expenses incurred by the Company for 'general management and administration' of Corporate Social Responsibility functions in the Company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme;
- x. **Ongoing Project** means a multi-year project undertaken by the Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board of Directors based on reasonable justification.