

**SUBHKAM VENTURES (I) PRIVATE LIMITED**

**CORPORATE SOCIAL RESPONSIBILITY POLICY**

Version	Approval	Version Description	Regulatory Reference
1.0	12 <sup>th</sup> May, 2015	2015	Section 135 of the Companies Act, 2013, read with Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.
2.0	Board Meeting dated 22 <sup>nd</sup> January, 2021	2021	Section 135 of the Companies Act, 2013, read with Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.
3.0	Board Meeting dated 24 <sup>th</sup> June, 2024	2024	Section 135 of the Companies Act, 2013, read with Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

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## **SUBHKAM VENTURES (I) PRIVATE LIMITED**

### **CORPORATE SOCIAL RESPONSIBILITY POLICY**

This policy has been instituted based on the Corporate Social Responsibility (CSR) philosophy of Subhkam Ventures (I) Private Limited and provisions of Section 135 of the Companies Act, 2013, read with Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014. This policy will at all times be subject to the provisions of the aforesaid Act and Rules (as amended from time to time). This Policy will come into force with immediate effect.

#### **1) Overview and CSR Philosophy**

Subhkam Ventures (I) Private Limited (“Subhkam” or “Company”) believes in a philosophy of Share, Care, Urge, Build & Advance (“SCUBA” as we know it) adopting sustainable business practices which are beneficial to the various stakeholders including the society. Through its corporate values, Subhkam constantly endeavors to actively contribute to the social and economic development of the communities in which it operates.

To further the Company’s CSR philosophy, a formal policy on CSR is being formulated to align its practices with requirements of Companies Act, 2013 and rules made there under and from April 1, 2014 in line with the Companies Act, 2013. Subhkam pledges 2% of net profits made during the 3 immediately preceding financial year specifically towards CSR initiatives.

#### **2) Strategy**

The strategy for implementation of CSR activities within the objectives of this Policy, is outlined below.

##### **(i) Allocation of Resources**

Company may allocate its dedicated resources for CSR activities in any of the following manner:

- (a) Company may undertake various CSR activities by its own within the overall framework of the CSR Policy of the Company.
- (b) Company may collaborate or pool resources with other companies to undertake CSR activities.
- (c) Company may also conduct its CSR programmes through Trusts, Societies, or Section 8 Companies (Implementing Agencies) operating in India.

Our commitment to CSR will be manifested by investing resources in any of the following areas:

- (a) Eradicating hunger, poverty and malnutrition, promoting preventing 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, agroforestry, 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 arts; 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 Caste, the Scheduled Tribes, other backward classes, minorities and women;
- (i) Contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (j) Rural development projects.
- (k) Slum area development.
- (l) Disaster management, including relief, rehabilitation and reconstruction activities.
- (m) Other areas as may be prescribed by the appropriate authorities from time to time.
- (n) The Company may contribute to other areas of interest as may be defined by the CSR Committee from time to time and permitted under Schedule VII of the Act.

Preference shall be given to CSR activities in local area where the operations of the Company are carried out.

The surplus arising out of the CSR activities will not be considered as a part of the business profits of the Company, and will be used only for CSR activities.

## (ii) Total Outlay

From 1 April 2014 in line with the new Companies Act, 2013, CSR Corpus of the Company shall include the following:

- (a) 2% average net profits made during the 3 immediately preceding financial years.
- (b) Surplus arising out CSR activities, if any.

CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR Programmes undertaken in accordance with the approved CSR Plan. Moreover, any surplus arising from any CSR Programmes shall be used for CSR. Accordingly, any income arising from CSR Programmes will be netted off from the CSR expenditure and such net amount will be reported as CSR expenditure.

## (iii) Implementation & Monitoring

**(A) Constitution of CSR Committee:** The Board of Directors of the Company shall constitute a committee called the "Corporate Social Responsibility Committee" ("CSR Committee") in accordance with the provisions of Companies Act, 2013 and rules made there under. The CSR Committee will consist of 2 or more Directors or such other number of Directors as the Board of Directors of the Company may determine from time to time. The Board of Directors may change the composition of the CSR Committee from time to time in such manner as it thinks fit.

The CSR Committee may, at its discretion, invite employees of the Company from time to time to participate in the meetings of the CSR Committee and assist the CSR Committee in the implementation of the CSR Policy. Invitees to the CSR Committee meetings shall be entitled to participate in the deliberations of the CSR Committee but will not be entitled to vote at the meetings of the CSR Committee.

Subject to provisions of Companies Act, 2013 and rules made there under, the CSR Committee may meet at such intervals, in such manner and may carry out matters in such manner and function generally as per such guidelines as it deems fit.

The CSR Committee shall have, inter alia, the following roles, powers and responsibility:

- (i) Formulate and recommend the CSR Policy and any amendments therein to the Board of Directors of the Company
- (ii) Develop and approve various CSR projects, programs and activities to be undertaken from time to time either directly by the Company or through other entities
- (iii) Determine modalities of execution of such CSR projects, programs and activities
- (iv) Undertake all necessary steps to implement the CSR activities
- (v) Authorise and approve CSR expenditure from time to time subject to the limits approved by the Board of Directors.
- (vi) Monitor the CSR activities in such manner as it deems fit
- (vii) Carry out all such acts, deeds, matters and things as may be required in connection with aforesaid matters and generally for any matter connected with the CSR policy of the Company.
- (viii) To perform such functions as may be entrusted by the Board of Directors from time to time.

(B) The Company would prepare an Annual Action Plan along with relevant timelines, budget and modalities for implementation, which would be aligned with Schedule VII of the Companies Act, 2013 read with relevant rules.

(C) Under the directions of the CSR Committee, the CSR Team will periodically review the progress of each CSR project in terms of outcome assessment and financial monitoring, and report the same to CSR Committee.

(D) CSR Team shall ensure that surplus, if any; arising out of the CSR activity will not be part of the business profits of a Company and be used only for CSR activities.

(E) In order to ensure transparency and communication with all stakeholders, details of CSR activities and expenditure in the prescribed format shall be available in the Directors' Report in the Company's Annual Report.

(F) Further employee participation in CSR projects will be encouraged and supported through various initiatives from time to time.

### 3) Partners

As mentioned in 2(i)(c) of this Policy, Company may also conduct its CSR programmes through Trusts, Societies, or Section 8 Companies operating in India. Such CSR programmes should

preferably be conducted in the local area in which the Company operates. However, following criteria will be ensured while selecting such NGO's / voluntary organizations for programme execution:

- a) The NGO is a registered Society / Public Charitable Trust
- b) The NGO has a permanent office / address in India
- c) The NGO has a valid Income Tax Exemption Certificate
- d) The NGO have an established track record of at least three years in carrying on activities in related areas.

When CSR activities are conducted through partners, CSR Team shall obtain details such as Sector in which the program is conducted, local area or regions where the program is conducted, specific nature of expenditures incurred etc. to ensure compliance with this Policy.

#### 4) Reporting and Disclosure

A report on the various CSR initiatives taken up by the Company shall be approved by the Company's Board of Director and such report shall be as per the format specified in Annexure -II. Further, the contents of the approved CSR Policy shall be disclosed in the Board's Report and displayed on the Company's website.

Date: 24/06/2024

Place: Mumbai



A handwritten signature in black ink, appearing to be "R" followed by a surname, written over the circular stamp.

*Without prejudice to the generality of the contents of this policy, the Company may undertake CSR projects, programs and activities as permitted under the framework of Companies Act, 2013 from time to time (including any amendments, clarifications, circulars, notifications or other official communications from time to time). The Company may also carry out the purposes of this CSR policy in accordance with any amended position of law from time to time notwithstanding that such amended position is not reflected in this policy.*