
CORPORATE SOCIAL RESPONSIBILITY POLICY

**SATYESH BRINECHEM PRIVATE
LIMITED**

(CIN: : U24100GJ2014PTC078780)

**R.O.: 'SANDESH BHAVAN',
LAD SOCIETY ROAD,
B/H. VASTRAPUR GAM,
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Corporate Social Responsibility (CSR) Policy:

CORPORATE SOCIAL RESPONSIBILITY: (Title, Applicability, Objectives, philosophy)

This document articulates the Corporate Social Responsibility (CSR) policy of Satyesh Brinechem Private Limited (“the Company”).

Based on the recommendations of the Corporate Social Responsibility Committee of the Board of Directors of the Company and the approval of the Board, the Company has adopted CSR Policy with a philosophy of giving back to the community.

The objective of the CSR Policy is to lay down the guiding principles in undertaking various programs and projects by or on behalf of the Company relating to CSR within the meaning of section 135 of the Companies Act, 2013 (“Act”) read with the Schedule VII of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (“Rules”).

Role of CSR Committee:

The Corporate Social Responsibility Committee shall:

1. formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company;
2. recommend the amount of expenditure to be incurred on the activities referred to in scope of the illustrative activities under the Policy;
3. monitor the CSR Policy of the Company from time to time;
4. institute a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company;
5. ensure that the Company is taking the appropriate measures to implement CSR projects successfully;
6. identify the areas of CSR activities and recommend the amount of expenditure to be incurred on such activities;
7. co-ordinate with the Company’s management or such other agency for implementing programs and executing initiatives as per CSR Policy and shall review the performance periodically;
8. form and delegate authority to subcommittees when appropriate;

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9. regularly report to the Board, and
10. shall review and reassess the adequacy of the Charter annually and recommend any proposed changes, if any, to the Board for approval.

In terms of the provisions of the Act and the Rules made thereunder, following are important aspects of this Policy:

1. To select CSR projects or programs which the Company plans to undertake falling within the purview of the Schedule VII of the Act,
2. To decide modalities of execution of such project or programs and implementation schedules for the same,
3. To ensure that activities selected by the Company are related to the activities included in Schedule VII of the Act, and
4. To monitor the process and progress of such projects or program.

Further, CSR activities does not include the activities undertaken in pursuance of normal course of business of the Company and surplus, if any, arising out of CSR Activity will not be part of business profits of a Company.

Scope of illustrative activities under the Policy:

CSR activities which may be undertaken in pursuance of the Policy must be relatable to Schedule VII of the Act and the entries in the said Schedule should be interpreted liberally so as to capture the essence of the subjects enumerated in the said Schedule. Apart from the below mentioned broad-based activities enlisted in said Schedule, CSR Committee of the Board is authorized to consider activities which may be approved by the Government from time to time:

1. 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;
2. promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;

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3. 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;
4. 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 setup by the Central Government for rejuvenation of river Ganga;
5. 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;
6. measures for the benefit of armed forces veterans, war widows and their dependents;
7. training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
8. 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;
9. contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government
10. Rural development projects.
11. Slum area development

Explanation: For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

Quantum of CSR Spends:

The following provisions regarding quantum and manner of CSR spend will be applicable to the Company:

1. It shall be ensured that the Company spends, in every financial year, at least 2% of the average net profits of the Company made during three immediately preceding financial years in pursuance of its CSR Policy.

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2. There is no cap / ceiling on CSR spends.
3. CSR expenditure shall include all expenditure including contribution to corpus, the projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee.
4. Any surplus arising and/or additional revenue generated out of CSR activities undertaken by the Company shall not form part of the business profit of the Company and same shall be spent for undertaking any CSR activities
5. Allocation of the annual budget for CSR activities in a financial year will be as per the provisions of the Act and the Rules made thereunder.

CSR pooling by two or more companies:

The Company may collaborate with other companies in such a manner that CSR Committees of respective companies are in position to report separately on such projects or programs in accordance with the Rules.

CSR activities through Trust / Society / Company:

The Board of the Company may decide to undertake its CSR activities approved by the CSR Committee, through a registered trust or a registered society or a Company established under section 8 Companies, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, or otherwise.

Contribution to corpus of a Trust/ society/ section 8 companies will qualify as CSR expenditure as long as (a) the Trust/ society/ section 8 companies etc. is created exclusively for undertaking CSR activities or (b) where the corpus is created exclusively for a purpose directly relatable to a subject covered in Schedule VII of the Act.

Monitoring and Review:

The monitoring of the CSR Policy and execution of identified projects / programs under CSR activities will be periodically carried out under overall guidance of CSR

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Committee. CSR Committee may reorient the activities under the identified projects as and when required.

The Board of Directors of the Company will review the implementation of CSR Policy initiatives on an annual basis.

Reporting:

Reporting on approval of the CSR policy or any amendments thereof, the contents of the policy shall be included in the Boards' report, as may be prescribed under the Act/Rules from time to time. At the end of each Financial Year, the CSR committee will prepare a report of the CSR program in the prescribed form relating to the Financial Year and submit to the Board for its inclusion in the Board's Report.

Limitation and Review of the Policy

The Committee will review the Policy as and when required, which will include an assessment of the effectiveness of the Policy. The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

In case of any conflict between the provisions of this Policy and the Act or any other statutory enactments, the provisions of the Act or other statutory enactments, shall prevail over this Policy.

This Policy is formulated taking in view extant provisions of the Act / other applicable statutory enactments. In case of any confusion or doubt with respect to any provision of this Policy or as and when the Committee / Board deems necessary to review this Policy or its provisions, the Committee / Board will take an appropriate decision. Further, this Policy and its provisions are subject to any modification, revision, replacement, variation, deletion, addition or amendment in accordance with the regulatory amendments and guidelines as may be issued / imposed by the competent authority, from time to time.