

HARI SHANKAR SINGHANIA HOLDINGS PRIVATE LIMITED CSR POLICY

(Adopted on 20.03.2023)

1. Preamble

HARI SHANKAR SINGHANIA HOLDINGS PRIVATE LIMITED ("the Company") is an existing Core Investment Systemically Important Non Deposit Taking Company (CIC-ND-SI) registered with Reserve Bank of India (New Delhi) HSS Holdings is authorized to and is primarily engaged in the business activity of holding and dealing in investments and other financial assets and matters incidental and ancillary thereto. As the Company is CIC-ND-SI, it is mainly investing in its group companies' shares and loans and advances to the group Companies.

2. Objective of CSR Policy

The Corporate Social Responsibility Policy (The Policy or CSR Policy) has been framed in accordance with Section 135 of the Companies Act, 2013 (the Act) and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the Rules) as amended from time to time. The Policy applies to all CSR projects and activities to be undertaken by the Company. The Policy contains the approach and direction given by the Board of Directors, taking into account the recommendations of the CSR Committee.

The CSR Policy also lays down the guiding principles for selection, implementation and monitoring of activities as well as formulation of the Annual Action Plan to carry out CSR Projects by the Company.

3. Constitution of CSR Committee and Formulation of CSR Policy

In accordance with Section 135 of the Act and Rules thereunder, the Company has a duly constituted Corporate Social Responsibility Committee of the Board (CSR Committee). The role of the CSR Committee, *inter alia*, includes the following.

Accordingly, the role of the CSR Committee, *inter-alia*, includes the following:

- (i) Formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company in areas or subjects specified in Schedule VII of the Act;
- (ii) Recommend the amount of expenditure to be incurred on the activities;
- (iii) Monitor the CSR Policy of the Company from time to time;
- (iv) Formulate and recommend to the Board, an Annual Action Plan in pursuance of this Policy which shall include the following, namely:
 - (a) the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
 - (b) the manner of execution of such projects or programmes;
 - (c) the modalities of utilisation of funds and implementation schedules for the projects or programmes;
 - (d) monitoring and reporting mechanism for the projects or programmes; and
 - (e) details of need and impact assessment, if any, for the projects undertaken by the Company.

(Note: The Board of Directors of the Company may alter such plan at any time during the financial year, based on the reasonable justification to that effect).

4. Guiding Principles for selection of CSR Activities, Expenditure, Budget and Surplus arising out of CSR activities.

The Company shall undertake CSR activities as defined in the Act, Rules thereunder and Schedule VII to the Act and promote CSR objectives of the Company. The Board would consider and approve amount to be spent on CSR activities during every financial year as recommended by CSR Committee and as required under the law. Surplus, if any, arising out of the CSR Projects or Programmes or Activities shall not form part of the business profit of the Company.

The guiding principles for selection of project/activity shall be that the project/activity must be in areas/subjects specified in Schedule VII to the Act and promote CSR objectives of the Company.

5. Planning and Implementation

The Company shall list the CSR projects/activities to be undertaken as per format prescribed in Annexure–A. All the CSR projects/ activities are to be compliant of the provisions of the Act and Rules thereunder and will be in line with Schedule VII of the Act. The Company may consult/enlist enabling organisations and regulatory bodies to assist it in carrying out its CSR projects/activities.

(A) Implementing Agencies;

The CSR activities can be undertaken by the company itself or through–

1. A company established under Section 8 of the Act, or a registered public trust or a registered society, or any other entity which qualifies the criteria prescribed under the Act/Rules
2. Every entity covered under Para (A) above, who intends to undertake any CSR activity shall register itself with the Central Government in accordance with the provisions of the Act.
3. 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 respective companies are in a position to report separately on such projects or programmes in accordance with the Rules.
4. Shri U.K. Gupta, Principal officer of the Company, responsible for financial management of the Company shall certify to the Board that the funds disbursed for CSR projects/activities have been utilised for the purposes and in the manner as approved by the Board of Directors of the Company.

6. CSR Monitoring

- (a) In case of ongoing projects, as defined under the Act and the Rules thereunder, the Board of Directors shall monitor the implementation of project with respect to approved timelines, year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.
- (b) A comprehensive monitoring mechanism will be devised by the Company to ensure that the CSR process functions as mandated by the Act and projects as budgeted are duly carried out and the budget is optimally utilised. Monitoring may have both an electronic MIS and human architecture that must work together to ensure a check on the above. This may include regular field visits to project sites, activity-wise documentation of the same in the form of field reports, regular interaction with beneficiary communities to obtain feedback and compilation of field visit reports at regular intervals.

7. Impact Assessment

The Company may take up appropriate evaluation and impact assessment of all or selected projects. Third parties may be engaged for this to ensure objective assessment. There shall be clarity about the objective/scope of the project and the need it is attempting to address.

Further, in respect of the projects to which the provisions of the Act and Rules thereunder relating to impact assessment are applicable, the Company, if required, shall undertake impact assessment, through an independent agency. The impact assessment reports shall be placed before the Board and shall be disclosed in such manner and at such place as may be prescribed in the Act.

8. Documentation

The Board of Directors of the Company will make effort that CSR projects are documented and accountability is fixed at requisite level of the CSR process and the implementation mechanism. A repository of case studies and good practices may be compiled to learn from and build upon successful interventions.

9. Disclosure

The Company shall follow and comply with the requirements for disclosure of the CSR Policy and/ or CSR activities in the Board's Report and on the website of the Company or otherwise, as may be required in terms of the provisions of the Act, as applicable from time to time.

10. Amendment

Any subsequent amendment(s)/modification(s) in the Act or any other governing law, which makes any of the provision of this Policy inconsistent with such Act or other governing law, then the provisions of such Act or any other governing law shall prevail and the Chairman of the CSR Committee is authorised to carry out any further changes in the Policy to make it consistent with the amendment(s) in the Act and/or other governing law. and the CSR Committee shall be kept informed of the same.

Annexure A

S. No.	CSR Project or Activity identified	Whether related to ongoing project (Y/N)	Areas or subject, specified in Schedule VII	Geographical Location (District & State)	Amount Budgeted (Rs. in crore)	Implementation Schedule	Details of Implementation Agency used (if any)