

Corporate Social Responsibility (CSR) Policy and Guidelines

M And V Marketing And Sales Private Limited

CIN: U51909DL2006PTC144923

Reg. Office: 205, Jain Bhawan, 18/12, W.E.A. Karol Bagh,
New Delhi - 110005, India

TABLE OF CONTENT

1. Context:

- 1.1 Objectives of the Policy.
- 1.2 CSR Activities.
- 1.3 The Geographic reach.
- 1.4 Annual spends/Allocation of Funds.

2. CSR Committee:

- 2.1 Guiding Principles for Constitution of CSR Committee
- 2.2 Committee Members.
- 2.3 Scope of functions of CSR Committee.
 - 2.3.1 Notified CSR activities.
 - 2.3.2 Ancillary Activities.
 - 2.3.3 Transparent Monitoring mechanism.

3. Procedures

- 3.1 Funding.
- 3.2 Planning and Implementation
- 3.3 Projects / Partners.
- 3.4 Review and Reporting.

4. Monitoring

5. Amendments to the Policy

1. Context

Pursuant to Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 every Company having net worth of Rs. 500 crores or more or turnover of Rs. 1,000 crores or more or net profit of Rs. 5 crores or more during the immediately preceding financial year shall constitute Corporate Social Responsibility Committee ('CSR Committee') and the CSR Committee shall formulate and recommend CSR Policy of the Company.

The CSR Committee so constituted shall formulate Policy on Corporate Social Responsibility ('CSR Policy') and recommend the same to the Board of Directors of the Company ('Board') for its approval.

The Board vides its resolution dated 14.03.2023 approved and adopted the CSR Policy with immediate effect.

1.1. Objectives of the Policy

This Policy shall be read in line with Section 135 of the Companies Act 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules, regulations, circulars, and notifications (collectively referred hereinafter as 'Regulations') as may be applicable and as amended from time to time and will, inter-alia, provide for the following:

- a) Establishing a guideline for compliance with the provisions of Regulations to dedicate a percentage of Company's profits for social projects.
- b) Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting.
- c) Creating opportunities for employees to participate in socially responsible initiatives.

1.2. CSR Activities

The Policy recognizes that corporate social responsibility is not only merely compliance, but it is also a commitment to support initiatives that measurably improve the lives of underprivileged by focusing on the activities as notified in schedule VII of the Companies Act, 2013 read with Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

- i. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach 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 centers 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 art and handicrafts;
- vi. 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;
- vii. Training to promote rural sports, nationally recognized 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 govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- ix. 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; and

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 Organization (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);

- x. Rural development projects;
- xi. Slum area development. '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;
- xii. Disaster management, including relief, rehabilitation and reconstruction activities;

2.2 **Committee Members**

Following is the constitution of the CSR Committee:

S. No.	Names	Chairman/Member
1.	Mr. Klaus Maier	Chairman
2.	Mrs. Verity Isobel Corbett	Member
3.	Mr. Praveen Singhal	Member

2.3 **Scope of functions of CSR Committee**

Consistent with the applicable laws, following activities shall form the domain of company's CSR activities. The Company may undertake **either all or any of the following activities at any time.**

2.3.1 **Notified CSR activities**

- i. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach 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 centers 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 art and handicrafts;
- vi. 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;
- vii. Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;

- c) Such other activities as directed by the Board of Directors of the Company and/or as deemed appropriate and expedient by the Committee for the furtherance of CSR objectives of the Company, in pursuance with the Regulations.

The above is a list outlining broad objectives which shall be reviewed from time to time and recommended to Board of Directors of the Company, However, the work scope will always remain consistent with and compliant of the applicable laws and Government initiatives.

2.3.3 Transparent Monitoring Mechanism

- The CSR Committee shall prepare a transparent monitoring mechanism for ensuring implementation of the projects/ programmes/activities proposed to be undertaken by the Company.
- The CSR Committee shall have the authority to obtain professional advice from external sources and have full access to information contained in the records of the Company as well as the powers to call any employee/external consultant or such other person(s) and for such purpose as may be deemed expedient for the purpose of accomplishments of overall CSR objectives laid down under the Act.

3. Procedure

3.1 Funding

- As per the current regulations the Company will set aside, for annual CSR activities, an amount equal to 2% of the average net profits of the company made during the three immediately preceding financial years in one or more tranches.
- Any unutilized CSR allocation of a particular year, shall be transferred by the company within a period of 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 the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.
- The Company shall made all reasonable efforts to ensure that the annual CSR allocation is fully utilized in the respective year. However, if the company fails to spend such amount, the Board shall, in their report specify the reasons for not spending the amount and unless the unspent amount relates to any ongoing project referred to in section 135(6), transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.
- Tax treatment of CSR spend will be in accordance with the Income Tax Act, 1961 as may be notified by Central Board of Direct Taxes (CBDT).

3.2 Planning and Implementation

- For the purpose of focusing its CSR efforts in a continued and effective way, the Board of Directors of the Company may identify thrust areas from time to time, besides other activities permitted under the Regulations.
- A list of CSR projects/programmes which the Company plans to undertake during the implementation year will be laid down before the Committee at the beginning of each year, specifying modalities of execution in the areas/sectors chosen and implementation schedules for the same.

3.3 Projects/Partners

CSR Committee in consultation of the Board of Directors of the Company will identify suitable projects for implementation in line with the objectives of the Company and requirements laid down under the Regulations. These projects would be executed either directly/indirectly by the Company.

3.4 Review and Reporting

- The CSR Committee will review the philanthropic activities of the Company and will provide progress update to the Board of Directors every six months/such other intervals as deemed fit.
- The Company will report, in the prescribed format as set out herein as **Annexure I**, the details of CSR initiatives and activities of the Company in the Board's Report and on the website of the Company, as required under the regulation. Such reporting will be done, pertaining to financial year(s) commencing on or after the 01st day of April 2020.

4. Monitoring

- Appropriate documentation and amendments of the CSR Policy, annual CSR activities and expenditures will be undertaken on a regular basis and same will be available to the Board of Directors of the Company.
- Initiatives undertaken on the CSR front will be reported in the Annual Report of the Company.
- The CSR Committee and persons / entities authorized by it, will conduct due diligence checks on the current projects on a quarterly basis and report anomalies, if any, immediately.
- Based on analysis of current projects, carry out roadmap planning for allocation of budget and selection of projects. The same will be done at least once in a financial year.

5. Amendments to the Policy

The Board of Directors on its own and/or as per the recommendations of CSR Committee can amend this Policy, as and when required as deemed fit. Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the Regulations on the subject as may be issued by relevant statutory authorities, from time to time.



Klaus Maier
(Chairman)



Praveen Singhal
(Member)

RECIPIENT DETAILS:

1. **KADAM** , 44B, SYED AMIR ALI AVENUE,1ST FLOOR,KOLKATA,WB10,WB,700017
2. **SRI RAMAKRISHNA ASHRAMA**, Badarohila,Po. Kadalimunda,ANGUL,Kishorenagar,Odisha,INDIA-759126