

**POLICY ON CORPORATE SOCIAL RESPONSIBILITY**

**I. CONSTITUTION**

- a. The Board of Directors of **Rambal Limited** (“The Company”) at their Meeting held on **31st March 2018** resolved to constitute a Committee of the Board namely ‘Corporate Social Responsibility Committee’ (“the Committee”).
- b. The CSR Committee will act in accordance with the provisions of Section 135 of the Companies Act, 2013, read with Companies (Corporate Social Responsibility Policy) Rules 2014, and any amendments thereto.

**II. DEFINITIONS**

- a. “Act” means Companies Act, 2013, including any statutory modification or re-enactment thereof made from time to time.
- b. “Board” means the Board of Directors of the Company.
- c. “Corporate Social Responsibility” generally means and includes but it is not limited to projects or programs relating to activities specified in Schedule VII of the Act or projects or programs relating to activities undertaken by the Board in pursuance of recommendations made by the CSR Committee as per CSR Policy of the Company subject to the condition that such policy includes the subject covered under Schedule VII of the Act.
- d. “CSR Committee” means Corporate Social Responsibility Committee” of the Board.
- e. “CSR Policy” refers to activities to be undertaken by the Company as determined by the CSR Committee and approved by the Board of Directors from such projects or programs relating to activities specified in Schedule VII of the Act or covered as Corporate Social Responsibility as per this policy and the expenditure thereon, excluding activities undertaken in pursuance to normal course of business of the Company

**III. MEMBERSHIP**

- a. The Committee Members shall be appointed by the Board. The Committee shall be constituted with a minimum of 3 Members (directors) out of which at least one shall be an Independent Director.
- b. The Chairman of the Committee shall be elected by its Members from amongst themselves. In the absence of the Committee Chairman, the Members present at any meeting of the Committee shall elect one of their Members to chair the meeting.
- c. Only Members of the Committee have the right to attend the Committee Meetings. However, all the other Directors / Members of the Board may be invited to attend all or part of any meeting as and when required. In addition, other individuals such as Company employees or external advisors / professionals may be invited to attend all or part of any meeting as and when required.
- d. Any Two Members of the Committee present at the meeting will form the Quorum for the meeting.
- e. The Company Secretary of the Company shall act as Secretary to the Committee.

**IV. ACTIVITIES TO BE UNDERTAKEN AND MODE OF EXECUTION**

The Committee shall undertake one or more of the following activities as specified in Schedule VII of the Companies Act, 2013, as its projects towards its CSR activity viz:

- a. 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;
- b. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differentially 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, agro forestry, 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;
- e. 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;
- f. Measures for the benefit of armed forces veterans, war widows and their dependents;
- g. Training to promote rural sports, nationally recognised 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 govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- i. Contributions 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.  
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;

**V. EXPENDITURE TO BE INCURRED**

The Committee shall determine the expenditure to be incurred for its CST activities, which shall be in accordance with the applicable provisions of the Act and the CSR Rules made there under.

## **RAMBAL LIMITED**

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### **VI. MONITORING**

The Committee shall monitor whether the expenditure incurred on its CSR activities is as per Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, and any amendments thereto.

### **VII. REPORTING**

- a. The CSR Committee shall maintain proper minutes of all its meetings.
- b. The Board's Report shall include an annual report on CSR activity undertaken by the Company containing the prescribed particulars.

### **VIII. GENERAL**

- a. Any surplus arising out of the CSR projects or programs or activities shall not form part of the business profits of the Company.
- b. All administrative expenses, including expenditure on wages and salaries, tours and travels, and training and development of personnel deputed on CSR activities would be borne from CSR funds.

### **IX. AMENDMENT**

The Company or the Board reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Act or the rules or any law for the time being in force.