

**CORPORATE SOCIAL RESPONSIBILITY POLICY**  
**(Effective from 1<sup>st</sup> April, 2021)**

**I. INTRODUCTION & BACKGROUND :**

**MAHENDRA BROTHERS EXPORTS PRIVATE LIMITED (“the Company”)** is engaged in the business of manufacturing and sale of diamonds.

The Company through its CSR Initiatives will continue to enhance value creation in the society and in the community in which it operates, through its services, conduct & initiatives, so as to promote sustained growth for the society and community, in fulfilment of its role as a Socially Responsible Corporate, with environmental concern.

**II. APPLICABILITY**

The Company’s CSR Policy has been developed in conformity with the provisions of Section 135 of the Companies Act, 2013 (referred to as the Act in this Policy) and in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereby referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India.

This Policy shall apply to all CSR projects and activities taken up at the various locations in India.

**III. OBJECTIVES OF THE POLICY**

The objectives of the CSR Policy are to:

- a. To set guiding principles for carrying out CSR projects and activities by the Company and also to set up process of execution and implementation of the CSR activities to be undertaken by the Company.
- b. To generate, through its CSR initiatives, a community goodwill for the Company and help reinforce a positive image of the Company as a socially responsible corporate entity.

**IV. RESPONSIBILITIES OF THE BOARD**

The Board shall:

- a. Approve the CSR Policy after taking into account recommendations made by CSR Committee.

- b. Disclose the contents of the CSR policy in its Annual Report and place such CSR policy on the website of the Company.
- c. Ensure that the Company in each financial year spends at least two percent (2%) of average net profit of immediately preceding three (3) financial years on identified CSR activities effectively.
- d. Ensure that the funds so disbursed for CSR projects/activities have been utilized for the same and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.
- e. Ensure that the administrative overheads do not exceed five percent (5%) of the total CSR Expenditure.
- f. Ensure that any surplus arising out of the CSR activities shall not form part of business profit of the Company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of this policy and Annual Action Plan of the Company.
- g. Disclose reasons for not spending the prescribed CSR amount (if applicable) in its Annual Report addressed to the Shareholders of the Company.
- h. Ensure that the unspent amount if any, not relating to ongoing project is transferred to a Fund specified under Schedule VII of the Companies Act, 2013 within period of six (6) months of the expiry of financial year.

#### **V. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The CSR Committee of the Company shall comprise of two or more Directors.

The CSR Committee shall at all times comprise such number of Directors as is mandatorily required by the Companies Act, 2013.

The composition of the CSR Committee is as follows:

1. Mr. Milan Kavin Parikh – Chairman, Director
2. Mr. Saunak Jitendra Parikh – Vice chairman, Director

## **VII. CSR PROJECTS, PROGRAMS AND ACTIVITIES:**

The Company may undertake various CSR projects, programs and activities from time to time. The Company may also contribute towards any existing or ongoing CSR projects, programs and activities. Such projects, programs and activities will be undertaken keeping in mind the CSR philosophy of the Company and in alignment with the permissible activities under the Companies Act, 2013 and rules framed under (as amended from time to time).

It shall be at the discretion of the Company to undertake, modify, implement and cancel CSR projects, programs and activities from time to time as it deems fit.

Without prejudice to the generality of the aforesaid, Company may from time to time undertake any project, program and activities mentioned in Schedule VII of the Act and any other projects, programs and activities falling within the permissible activities prescribed under Companies Act, 2013, rules made thereunder, any circular/notification/guidelines/clarification issued thereunder.

## **VI. IMPLEMENTATION MODALITIES**

The CSR activities may be undertaken directly or indirectly by the Company itself or through any of the following:

- a. Any company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company; or
- b. Any company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
- c. Any entity established under an Act of Parliament or a State legislature; or
- d. Any company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

Engagement of implementation partners who fulfil the above criteria and have excellent track record for implementing similar projects may also be done on nomination basis.

## **VII. ANNUAL ACTION PLAN**

The CSR committee shall formulate and recommend to the Board an Annual Action Plan which shall include following:

- a. The list of CSR projects/activity to be undertaken as specified in Schedule VII of the Companies Act, 2013 and as per the guidelines/directives issued by the Government from time to time;
- b. Manner of execution of such projects, activity or programmes as specified point VI of this policy;
- c. The modalities of utilisation of funds and implementation schedules for the projects or programmes;  
and

The Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.

## **VIII. CSR BUDGET AND EXPENDITURE**

The Annual Action Plan recommended by the CSR committee shall be approved by the Board of Directors of the Company who shall ensure that the Company spends at least two percent (2%) of average net profit made by the Company during immediately preceding three (3) financial years is utilised for CSR projects/activities in every financial year. Average net profit means the net profit as per the financial statement prepared in accordance with the applicable provisions of the Companies Act, 2013.

The budget allocated for CSR projects/activities planned for each financial year is expected to be spent within that year.

## **IX. UNSPENT CSR ACCOUNT**

An 'Unspent CSR Account (UCSRA)' shall be opened by the Company in any scheduled bank called Unspent Corporate Social Responsibility Account (UCSRA). Any surplus arising out of the CSR activities shall not form part of the business profit and shall be ploughed back into the same project or shall be transferred to the UCSRA.

Unspent amount relating to ongoing projects may be transferred within a period of thirty (30) days from the end of financial year to the UCSRA. Such amount may be spent within three (3) financial years from the date of such transfer.

Unspent amount not relating to ongoing projects may be transferred to any of the funds specified in schedule VII viz. Swachh Bharat Kosh, Clean Ganga Fund, PM CARES Fund etc. within a period of Six (6) months from the end of the financial year.

#### **X. SET OFF**

If the CSR expenditure of any year exceeds two percent (2%) of average net profit of the three (3) immediate preceding financial years, such excess amount may be set off against the requirement to spend for CSR projects/activities up to immediate succeeding three (3) financial years, subject to the following conditions:

- a. Excess amount available for set off shall not include the surplus arising out of the CSR activities, if any.
- b. Utilisation of Set off amount shall be approved by the Board of Directors.

#### **XI. AMENDMENTS TO THE POLICY**

The Board of Directors, either on its own or as per the recommendations of CSR Committee, can amend this Policy, as and when required. The decision of the Board of Directors on all matters, relating to this Policy, shall be final and binding upon all concerned. This Policy is subject to continuous review and updates as required from time to time.

#### **XII. CONCLUSION**

The Company is committed to enrich and enhance the quality of life of people by creating sustainable economies and by finding environment friendly solutions to local problems.