

CSR POLICY

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Corporate Social Responsibility (CSR) Philosophy

The foundation of a robust business is the collective prosperity of its society, not just on economic parameters but also on education, health and social environment. Corporate Social Responsibility (“CSR”) initiative at M/s **Pushpa Jewellers Private Limited** is based on our philosophy that as a responsible corporate we will contribute to the greater common good of our society with intent to help build a sustainable way of life for all living beings and is committed to achieve inclusive growth of the marginalized, deprived and underprivileged sections of the society to be implemented within the geographical boundaries of India, with preference to its Operational Areas, by supplementing government’s effort and / or by making independent efforts. It revolves around the company’s deeply-held belief in the principle of symbiotic relationship with the society, recognizing that an organization’s true worth extends beyond its business and is best reflected by the service it renders to the society.

Vision & Mission Statement

To support responsible and sustainable initiatives, while taking care of the concern for People, Planet and Profit and work for society at large and improve their quality of life and build a positive & socially responsible image of **Pushpa Jewellers Private Limited** as a corporate entity.

Definition and Interpretation

1. “**Act**” means The Companies Act, 2013 including any statutory modification or re-enactment thereof;
2. “**Administrative overheads**” means the expenses incurred by the company for ‘general management and administration’ of Corporate Social Responsibility functions in the company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or program
3. “**Board**” means the Board of Directors of the Company
4. “**Company**” means **Pushpa Jewellers Private Limited**
5. “**CSR Activities**” means such programs and projects as may be approved by the Board in terms of this CSR Policy.
6. “**CSR Rules**” means the Companies (Corporate Social Responsibility Policy) Rules, 2014 issued by Ministry of Corporate Affairs, as amended from time to time.
7. “**CSR Expenditure**” means the amount recommended by the Board to be incurred on the CSR Activities in India in terms of the Act and the CSR Rules as approved by the Board from time to time.
8. “**Director**” means a member of the Board of the Company.
9. “**Net Profits**” means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include (i) any profit arising from any overseas branch or branches of the Company (whether operated as a separate company or otherwise); and (ii) any

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10. dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Act.
11. **"Ongoing Project"** means a multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the board based on reasonable justification;

Words and expressions used and not defined hereinabove, shall have the meaning assigned to them under the Act or the CSR Rules.

Short Title & Applicability

The Board has formulated and approved the **"CSR Policy"** of the Company. The Policy encompasses the Company's philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking social welfare programs aimed at sustainable development of the society at large. The Policy has been prepared in consonance with the CSR Policy framework enshrined in Section 135 of the Act read with Schedule VII of the Act and the CSR Rules notified by Ministry of Corporate Affairs, Government of India vide Notification dated 27th February, 2014 and subsequent amendments thereto and the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 notified by the Ministry of Corporate Affairs, Government of India on 22nd January, 2021.

Policy Objective

The objective of this Policy is to set guiding principles for carrying out CSR activities by the Company and also to set up process of execution, implementation and monitoring of the CSR activities to be undertaken by the Company.

CSR Budget and CSR Expenditure

- 1) The Board shall ensure that at least 2% of the average net profit calculated as per Section 198 of the Act read with CSR Rules ('average net profit') accrued during the three immediately preceding Financial Years is allocated and made available for application towards the CSR Activities and the same is spent in each financial year on CSR initiatives to be undertaken by the Company in accordance with the Act and the Rules and the CSR Policy.
- 2) All expenditure towards the CSR Projects / Programs to be diligently documented and the Board shall ensure that the administrative overheads shall not exceed 5% of total CSR expenditure of the Company for the financial year.
- 3) Any surplus arising out of the CSR Activities shall not form part of the business profit of the Company and shall only be re-allocated to the CSR Activities being undertaken in pursuance of this CSR Policy and the annual action plan of the Company or such surplus amount arising out of the CSR Activities be transferred to a Fund specified in Schedule VII, within a period of 6 months of the expiry of the financial year.

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- 4) In an event where CSR expenditure is in excess of requirement as provided under Section 135 of the Act, such excess amount may be set off up against the requirement to spend as per Section 135 of the Act, up to immediate succeeding three financial years' subject to the conditions that –
 - a) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any; and
 - b) the Board of the Company shall pass a resolution to that effect.

Treatment of unspent CSR amount

In the event the Company fails to spend the required amount in its entirety earmarked for CSR activities in a particular financial year, the treatment of unspent CSR amount shall be as under:

(a) In case unspent amount not relating to ongoing Project:

- The Board of Directors in their Annual Report pertaining to that particular Financial Year shall specify the reasons for not spending the amount; and
- The Company shall transfer such unspent amount to a Fund specified in Schedule VII, within a period of 6 (Six) months of the expiry of the said financial year.

(b) In case unspent amount relating to any ongoing Project or in case the project undertaken is to be considered as an ongoing project:

- The Company shall pass a Board Resolution to approve the project as 'on-going' if it has not been already identified as an ongoing project;
- The Company shall open a special account for that financial year in any scheduled bank to be called "Unspent Corporate Social Responsibility Account" and transfer such unspent amount on approved CSR project within a period of 30 (Thirty) days from the end of that financial year to above mentioned account;
- The Company shall spend such amount within a period of 3 (Three) financial years from the date of such transfer to the "Unspent Corporate Social Responsibility Account" of the Company to ensure completion of the project in pursuance of its obligation towards the Corporate Social Responsibility Policy
- If after completion of third financial year also the amount remains unspent, the company shall transfer the same to a Fund specified in Schedule VII, within a period of 30 (Thirty) days from the date of completion of the third financial year.

Territory for CSR spending

The Company shall give preference to the local area and areas around it where it operates for spending the amount earmarked for CSR activities for the benefit of marginalized, deprived and underprivileged sections of the society. The activities will be restricted to geographical boundaries of India.

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CSR Focus Areas

1. The Company shall undertake CSR Projects / Programs that are aligned with areas listed in Schedule VII of the Act, within the geographical limits of India, for the benefit of marginalized, disadvantaged and underserved sections of the community. The Board shall ensure that the CSR Projects / Activities that are undertaken by the Company should be within the scope of the following activities:
 - (i) 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;
 - (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, woman, 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 centres 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, 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;
 - (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 arts 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 Government for social-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
 - (ix)
 - (a) 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
 - (b) 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 Organisation (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;

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- (xi) Slum area development
Explanation - For the purpose of this item, the item 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under law for the time being in force;
 - (xii) Disaster management including relief, rehabilitation and reconstruction activities; and
 - (xiii) Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.
2. The Board shall formulate an annual action plan in pursuance of its CSR policy, which shall include the following, namely: -
- (i) The list of CSR projects or programmes to be undertaken in areas or subjects specified in Schedule VII of the Act;
 - (ii) The objectives and expected results of the CSR Activity;
 - (iii) The relevant sector and the nature of the CSR Activity;
 - (iv) The location for implementation of the CSR Activity;
 - (v) The manner of execution – whether the CSR Activity should be undertaken directly or by any Implementing Agency or in collaboration with any other company;
 - (vi) The modalities of utilisation of funds and amount to be allocated towards the CSR Activity;
 - (vii) The implementation schedules for the projects or programmes with indicative timelines for completion of the CSR Activity;
 - (viii) The manner of execution – whether the CSR Activity should be undertaken directly or by any Implementing Agency or in collaboration with any other company;
 - (ix) Monitoring and reporting mechanism for the projects or programmes;
 - (x) details of need and impact assessment, if any, for the projects undertaken by the company; and
 - (xi) Such other details as it may deem necessary.
3. The Board shall recommend and approve the CSR activities of the Company for a given financial year that may be undertaken by the Company

Activities not to be counted as CSR by the Company

1. Activities undertaken in pursuance of normal course of business of the company;
2. Any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
3. Contribution of any amount directly or indirectly to any political party under Section 182 of the Act;
4. Activities benefitting employees of the company as defined in clause (k) of Section 2 of the Code on Wages, 2019 (29 of 2019);
5. Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services; and
6. Activities carried out for fulfilment of any other statutory obligations under any law in force in India.

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Role and Responsibility of the Board of Directors

The role and responsibility of the Board of Directors (“Board”) shall be as under:

- (i) To formulate and approve the Corporate Social Responsibility Policy (CSR policy) in compliance with the Act;
- (ii) To disclose the contents of such policy in its report (“Board Report”) and also place it on the Company’s website;
- (iii) To periodically review the CSR policy and recommend any modifications or changes to the same
- (iv) To consider and approve an annual action plan for each financial year in pursuance of the CSR policy, including any modifications thereof which shall inter alia include a list of CSR projects, estimated budget to be allocated on each of the CSR projects during each financial year, manner of execution of CSR projects, implementation schedules for the CSR projects, monitoring and reporting mechanism for the CSR projects and details of need and impact assessment for CSR projects, as may be applicable.
- (v) To ensure that the amount sanctioned for the CSR Expenditure is available for application towards the CSR Activities.
- (vi) To ensure that the activities proposed in the CSR Policy are undertaken;
- (vii) To ensure that the Company spends, in every financial year, at least 2% of average net profits of the Company made during the 3 immediately preceding financial years, as required under Section 135 of the Act and the CSR Rules;
- (viii) To Implement and monitor the CSR Policy, including projects undertaken by the Company and/or through other partner organisation(s) and its end-use.
- (ix) To consider, review and approve CSR projects to be considered as ongoing projects, whose duration has extended beyond one year.
- (x) To review the impact assessment of eligible CSR projects undertaken by the Company and/or the Foundation or other partner organization(s).
- (xi) To approve transfer of any Unspent CSR amount to a designated Unspent CSR account, in the manner as prescribed under Section 135 of the Companies Act, 2013 and rules made thereunder.
- (xii) To approve the CSR report containing the disclosures as mandated under the CSR Rules for inclusion in the Directors’ report.
- (xiii) In the event the Company fails to spend the sum as mentioned above, then the Board shall, in its Board Report specify the reasons for not spending the amount.
- (xiv) To do all such acts, deeds, matters and things to ensure compliance with CSR norms and the CSR Policy, as amended, from time to time.

Implementation of the CSR Policy

1. The Company may carry out the CSR Activities either directly or by partnering with any of the following entities (as “**Implementation Agencies**”)
 - (i) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12-A and 80-G of the Income Tax Act 1961, established by the Company, either singly or along with any other company; or
 - (ii) a company established under section 8 of the Act, or a registered trust or registered Society, established by the Central Government or State Government; or
 - (iii) any entity established under an act of Parliament or a State Legislature; or

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- (iv) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12-A and 80-G of the Income Tax Act 1961, and having an established track record of at least three years in undertaking similar CSR activities;
2. The Company shall conduct due diligence and evaluate the credentials prior to selection of an entity as its implementation agency and seek relevant documents, information and details as per **Annexure A** of this Policy to ensure that the proposed implementation agency is eligible and capable to be appointed as such.
3. The Board shall negotiate, finalize, approve and execute appropriate memorandum of understanding, agreements, deeds, writings, confirmations, undertakings or any other documents, as may be necessary, under the Common Seal of the Company or otherwise, on behalf of the Company with eligible Implementing Agencies for the purposes of the CSR Policy and accept modifications, changes and amendments to any such documents / agreements as it may deem fit.
4. The Company may also collaborate with other companies for undertaking projects or programmes or CSR activities in such a manner that the Board of respective companies are in a position to report separately on such projects or programmes in accordance with these rules.
5. The Board of a company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it.
6. The Board shall be responsible for implementing the mandate of the CSR Policy and shall ensure that the CSR Activities are carried out in accordance with the CSR Policy read with the Act and CSR Rules and the annual action plan formulated by the Board.
7. The appropriate documentation of the implementing agencies shall be undertaken on a regular basis.

Monitoring Process

1. The Board shall ensure that a transparent monitoring mechanism is put in place in such manner as it deems fit to ensure that each programs, projects and activities undertaken has targets, timelines and measureable parameters, wherever possible.
2. CSR spends will be closely monitored to ensure that funds are released against verified utilizations as per the approved work plans. The utilization of the amount sanctioned towards CSR Activities should be reported to the Chairman of the Board in such manner as the Board may direct.
3. All projects undertaken by the Company shall be monitored on a regular basis. Regular field visits, comprehensive documentation and interaction with beneficiary communities will be undertaken, as may be considered necessary for monitoring to ensure on-track implementation.
4. In the event any of the CSR Activities are undertaken through an Implementing Agency, the Board shall determine the manner of submission of information, reports, files, etc. by the Implementation Agency

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as a part of the monitoring process. For the purposes of monitoring, the Board may authorise its representative to also visit the Implementation Agency site to review CSR project, obtain relevant information and carry out inspections from time to time. The Board, on receipt of such information and progress report, may review and deliberate upon such information & reports.

5. In case of ongoing project, the Board shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.
6. CSR spends will be audited in an accountable and transparent manner.

CSR Reporting

- a) The Board's report of the Company pertaining to any financial year shall include an annual report on CSR containing particulars set out in **Annexure B** to this CSR Policy and such other details as may be prescribed from time to time under the Act and the CSR Rules.
- b) In case of failure to ensure the minimum CSR Expenditure i.e. 2% (two percent) of average Net Profits of the Company made during the three immediately preceding financial years, detailed reasons for the same should be submitted by the Board and the same shall be included in the board of directors' report.

Disclosure

The Board will be responsible to ensure that the contents of the CSR Policy, and projects approved by the Board are also made available on the website of the Company.

Amendments to the CSR Policy

CSR Policy may be updated to align it with the changing requirement or changes in the legal and regulatory framework. Any revision in the Policy shall be approved by the Board.

Effective Date

The CSR Policy shall be effective from the date of its approval by the Board of Directors in their meeting held on dated **July 28, 2022**.

ANNEXURE – A

Indicative list of aspects to be considered while engaging with other entities as Implementing Agencies

1. Due diligence of the implementing agency would be conducted to check the credentials of the organization. The following information from the interested implementing agencies would be sought, as relevant:
 - i. Registration with the Central Government and having a unique CSR Registration Number;
 - ii. Memorandum/Article of Association or Constitution;
 - iii. Registration Certificate;
 - iv. Registration Certificate under Section 12A;
 - v. Audited Accounts (last three years);
 - vi. IT Exemption Certificate under Section 80G;
 - vii. PAN Card;
 - viii. IT Exemption Certificate under Section 35(i), if available;
 - ix. Acknowledgement of Income Tax Return along with IT Return filed (last three years);
 - x. Description of the project.
2. Ensure that the project/ programme is consistent with list of activities in Schedule VII.
3. The team may visit and/or meet the representatives to assess the organization (as required).
4. Quarterly reporting on the progress in implementation of the projects/ programmes and utilization of the amounts.
5. Reserving the rights, to be exercised at its sole discretion, of stopping the funding at any stage of the project, if the program is not being implemented as per program objectives and goals.

ANNEXURE B

FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

1. Brief outline on CSR Policy of the Company.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
1			
2			
3			
	TOTAL		

6. Average net profit of the company as per Section 135(5).

7. (a) Two per cent of average net profit of the company as per Section 135(5)

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.

(c) Amount required to be set off for the financial year, if any

(d) Total CSR obligation for the financial year (7a+7b-7c).

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs)	Amount Unspent (in Rs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in Rs)	Amount spent in the current financial Year (in Rs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.												
2.												
3.												
	Total											

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in Rs)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.									
2.									
3.									
	Total								

(d) Amount spent in Administrative Overheads

(e) Amount spent on Impact Assessment, if applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs)
(i)	Two per cent of average net profit of the company as per Section 135(5)	
(ii)	Total amount spent for the Financial Year	

(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (in Rs)	Amount spent in the reporting Financial Year (in Rs)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years. (in Rs)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1.							
2.							
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs)	Amount spent on the project in the reporting Financial Year (in Rs)	Cumulative amount spent at the end of reporting Financial Year. (in Rs)	Status of the project - Completed /Ongoing
1.								
2.								
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address, etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5).

Sd/- (Chief Executive Officer or Managing Director or Director)	Sd/- (Chairman CSR Committee)	Sd/- [Person specified under clause (d) of sub-section (1) of Section 380 of the Act] (Wherever applicable).]
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