

CORPORATE SOCIAL RESPONSIBILITY POLICY

INTRODUCTION

Corporate Social Responsibility (“CSR”) at Keimed Private Limited (“Company”) portrays the deep symbiotic relationship that the Company enjoys with the communities it is engaged with. Our aim is to be one of the most respected companies in India delivering superior and sustainable value to all our customers, business partners, shareholders, employees and host communities. The CSR initiatives focus on holistic development of host communities and create social, environmental and economic value to the society.

To pursue these objectives, we will continue to:

- Uphold and promote the principles of inclusive growth and equitable development.
- Develop Community Development Plans based on needs and priorities of host communities and measure the effectiveness of community development programs.
- Work actively in areas of preventive health and sanitation, education, skills for employability, livelihoods and income generation, waste resource management and water conservation for host communities for enhancing Human Development Index.
- Collaborate with likeminded bodies like governments, voluntary organizations and academic institutes in pursuit of our goals.
- Interact regularly with stakeholders, review and publicly report our CSR initiatives.

This CSR Policy shall operate as the Corporate Social Responsibility Policy of the Company for the purposes of Section 135 of the Companies Act, 2013 and the rules made thereunder including the Companies (Corporate Social Responsibility Policy) Rules 2014 (“CSR Rules”) as amended from time to time.

GOVERNANCE

Keimed Private Limited CSR Policy has been formulated in consonance with Section 135 of the Companies Act, 2013 read with the CSR Rules notified by the Ministry of Corporate Affairs, Government of India.

This Policy shall apply to all CSR projects / programmes undertaken by the Company in India as per the Companies Act, 2013.

DEFINITIONS

“**Act**” means the Companies Act, 2013, as amended from time to time.

“**Board**” means the Board of Directors of the Company.

“**Company**” means ‘Keimed Private Limited’.

“**CSR**” means Corporate Social Responsibility.

“CSR Committee” means Corporate Social Responsibility Committee of the Company constituted by the Board.

“CSR Rules” means Companies (Corporate Social Responsibility Policy) Rules 2014 and amendments thereon.

“CSR Policy” means this Policy.

“CSR Expenditure” shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee.

“Net profit” shall have the meaning ascribed to it in the Act.

“NGO” means non-governmental organisation.

CSR PROGRAMMES AND PROJECTS

The Company proposes to adopt one or more of the following CSR activities as prescribed by applicable laws, including Schedule VII of the Companies Act, 2013, as amended from time to time:

- 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, 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 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, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to 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;
- vii. training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- viii. contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of

- the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- ix. contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
 - x. rural development projects.

The CSR activities shall be undertaken within the territory of the Republic of India.

The Company's CSR projects and programmes will be undertaken by the Company by itself or with joint and collaborative efforts of other companies.

The CSR projects and programmes may also be implemented through registered public charitable trusts, not-for-profit companies set up under Section 25 of the Companies Act, 1956 corresponding to Section 8 of the Companies Act, 2013) through recognized and reputed NGOs and similar entities.

CSR COMMITTEE

The CSR policy and programs shall be implemented, managed and supervised by the CSR committee appointed by the Board.

Committee:

1. Mrs.Shobana Kamineni
2. Mr. Puansh Kamineni
3. Mr.Arvind Kumar Venkat

The CSR Committee shall comprise at least of such number of directors as is mandatorily required by applicable laws.

The Committee shall inter alia:

- ✓ Formulate and update the CSR Policy which will be approved by the Board.
- ✓ Decide the CSR activities to be taken up by the Company in accordance with this Policy.
- ✓ Decide the amount to be allocated for each project or activity.
- ✓ Oversee and monitor the progress of the initiatives rolled out under this Policy; and
- ✓ Submit a report, to the Board on all CSR activities undertaken during the financial year.
- ✓ The Committee shall meet as and when required in a financial year.

RESPONSIBILITIES OF CSR COMMITTEE

The responsibilities of the CSR Committee include:

- ✚ Formulating and recommending to the Board of Director the CSR Policy and indicating activities to be undertaken.
- ✚ Recommending the amount of expenditure for the CSR activities, and
- ✚ Monitoring CSR activities from time to time
- ✚ Such other functions as the Board of Directors may deem fit.

ROLE OF THE BOARD

- ❖ After taking into account, the recommendations made by the CSR Committee, approve the CSR Policy for the Company.
- ❖ Ensure that the CSR activities included in this Corporate Social Responsibility Policy are undertaken by the Company.
- ❖ The Board of the Company may decide to undertake its CSR activities approved by the CSR Committee, through a registered trust or a registered society or a Company established under section 8 of the Act by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, or otherwise provided that.
- ❖ If such trust, society or company is not established by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, it shall have an established track record of three years in undertaking similar programs or projects/activities.
- ❖ Ensure that in each financial year the Company spends at least 2% of the average net profits of the company made during the three immediate preceding financial years, calculated in accordance with Section 198 of the Act, in pursuance of its CSR policy. Further, while spending the amount earmarked for CSR activities, preference should be given to local areas and areas around the Company where it operates.

As per Section 135 of the Act, specify the reasons for under spending the CSR amount in the Board's Report.

DISCLOSURE OF THE POLICY

The CSR policy recommended by the CSR Committee and approved by the Board shall be displayed on the Company's website and shall be disclosed in the Board's report as well.

CSR REPORTING

The Board Report of a Company shall include an Annual Report on CSR containing particulars specified in Annexure to the CSR Rules as per the prescribed format.

FINANCIAL OUTLAY AND IMPLEMENTATION FOR CSR ACTIVITIES

- ❖ Every year, the Company shall with the approval of its Board make a budgetary allocation for CSR activities/ projects for the year. The budgetary allocation will be based on the profitability of the Company and the requirements of applicable laws.
- ❖ The Company expects to spend the budgeted amount allocated for CSR activities/ projects planned for each financial year, within that year. If for any reason, the budget of a year remains unutilised, the same would not lapse and would be carried forward to the next year for expenditure on CSR activities, which were planned for implementation in the previous year, but could not be completed due to some reason.
- ❖ The CSR Committee and the Board of Directors will disclose the reasons for not being able to spend the entire budgeted amount on the CSR activities as planned for that year.
- ❖ The amount allocated for emergency needs but not utilised in the year of its allocation may be carried forward to the next year for utilization for CSR activities.

- ❖ Any surplus arising out of the CSR activities, projects or programs shall not form part of the business profits of the Company.
- ❖ The CSR Activities would be chosen for implementation by the Company in compliance with the provisions of Section 135 read together with Schedule VII of the Companies Act, 2013.

GENERAL

- In case of any doubt with regard to any provision of this CSR Policy and also in respect of matters not covered herein, a reference should be made to the CSR Committee. In all such matters, the interpretation and decision of the CSR Committee shall be final.
- All provisions of the CSR Policy would be subject to revision/amendment in accordance with the applicable laws.
- The Company reserves the right to modify, cancel, add, or amend this CSR Policy.
- Minimum 2 (Two) members shall constitute a quorum for the committee meeting.
- Proceedings of all meetings must be signed by the Chairperson of the Committee and tabled at the subsequent Board/Committee meeting.

REVIEW OF THE POLICY

The CSR Committee shall review the CSR Policy from time to time based on the changing needs and make suitable modifications as may be necessary with the approval of the Board.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.