



Corporate Social Responsibility Policy
(Effective from March 31, 2015)
(Amended on May 18, 2017)

CORPORATE SOCIAL RESPONSIBILITY POLICY

1. Preamble

The Board of Directors (the “Board”) of Religare Commodities Limited (the “Company” or “Religare”), has adopted the following policy and procedures that positively impacts the society at large; and more specifically underprivileged communities in India. The Corporate Social Responsibility (“CSR”) Committee will review and may amend this policy (the “Policy”) from time to time. This Policy will be applicable to the Company and guide its obligations as a responsible member of society along with enhancing its relationships with all its stakeholders and communities including its employees based on the laws and regulations applicable on the Company.

2. Purpose

While this CSR Policy is the stated position of the Company in the area of CSR and finds its independent justification under the philosophy and business objectives of Religare, is also framed as per requirement of Sections 135 of the Companies Act, 2013 (“Act”) read with applicable Rules and Regulations under the Act.

The main objective of the CSR Policy is to lay down guidelines for Religare and its group companies to make CSR a key business process for sustainable development of the Society.

It aims at supplementing the role of the Government in enhancing the welfare measures for the underprivileged communities and aims to ensure that the communities receive good quality healthcare facilities. It also aims at promoting holistic health awareness and education to empower communities thus helping them lead a fuller and healthier life at large.

3. Philosophy

Religare being a responsible corporate citizen strives to bring about overall positive impact in societies/local communities. It will take up a wide range of issues pertaining to healthcare and health and wellness related awareness relevant to the local underprivileged /marginalized communities and make a lasting and sustainable impact.

4. Definitions

“Act” means the Companies Act, 2013.

“Company or Religare” means the Religare Securities Limited.

“Chairman” means Chairman of CSR Committee.

“CSR Committee or Committee” means Corporate Social Responsibility Committee of Board of Directors of the Company constituted under Section 135 of Companies Act, 2013.

“Board” means Board of Directors of the Company

“Employee” means employee of the Company whether employed in India or outside India.

“Policy” means Corporate Social Responsibility Policy.

Words and expressions used and not defined in this Policy but defined in the Act and rules and regulations made there under shall have the meanings respectively assigned to them in the Act and rules.

5. CSR Policy

The Companies Act amendment for mandatory Corporate Social Responsibility measures is well thought out considering that despite so many advancements, India lags behind its peers in providing basic necessities like healthcare and education to its citizens. These two sectors are very pillars for uplifting the entire nation.

CSR Vision

To contribute positively to the society and bring about sustainable change in the lives of the underprivileged and marginalized communities, aiming towards holistic development through innovative interventions in the area of healthcare and related education.

Guiding Principles

1. Sustainable and holistic community development in respect of underprivileged and marginalized communities
2. Focus on community welfare in Healthcare based services by making available preventive, health promotive and curative services to the needy and the weaker section of the society.
3. Special focus on healthcare for women, youth and children.
4. Preference to work with the most underprivileged section of the society.
5. Compliance with local regulations

Thematic Areas to support through CSR interventions are as under.

- Adopt “Mother & Child” as the primary focus for CSR intervention areas such as surgeries for children with Congenital Heart Defects, cleft lip and cleft palate deformities etc.
- Organize health camps to conduct health care screening activity as an attempt to address the immediate health needs of the persons from marginalized community and endeavor to ensure that any such persons suffering with medical ailments that are going unattended are treated appropriately
- Supporting charitable infrastructure through charitable dispensaries
- Education and awareness programs across diverse health and allied issues such as the harmful effects of tobacco consumption, Air Pollution etc.
- Disaster preparedness/relief and providing First Aid training in dealing with such situations.

All initiatives will be targeted to the needs of the economically marginalized/weaker sections of the society. The endeavor would be to build and leverage partnerships with likeminded individuals, corporates and institutions for achieving positive change. Efficiency, sustainability and relevance will be the driving principles of all programs and the essence would be to be Inclusive and collaborative in nature.

Project Cycle

- The Company shall endeavor to spend on the CSR activities as prescribed under the Act and rules framed there under, as may be amended from time to time

ORGANISATION

- The Company may choose to implement some or all of its CSR activities through a registered Trust or a, section 8 company under the Companies Act, 2013 or Society or NGOs or any other entity incorporated in India that specializes in the aforesaid activities. Cumulatively the objective would be to ensure compliance with Section 135 of the Companies Act 2013. Besides the same and to specifically clarify, the Company either by itself or in partnership with others may initiate or continue to pursue such other social improvement initiatives whether listed under Schedule VII of the Act or not.
- The implementation modalities may be modified from time to time, as per recommendations of the CSR Committee of the Company
- Where required a needs assessment or baseline study will be conducted for initiating any project/program.
- Based on the findings of the baseline / needs assessment, the project is developed defining the goals, objectives, project interventions, time lines, resources, indicators and roles and responsibilities of the community.
- All projects will have Key Performance Indicators (KPIs) to measure progress toward those goals and objectives set at the time of project definition. Based on the nature of the project, the KPIs will be defined and measured across various stages such as Inputs, Outputs, Outcome and Impact.
- The project will define the beneficiary group as per the goal and the needs assessment / baseline study.
- In case the funds are not exhausted in a financial year they will be carried forward by the Company.
- The CSR Committee will perform a periodic assessment of the relevance, performance, efficiency and impact of the projects / programs.
- The implementing partner will report on the program(s) and the expenditure on a regular basis in addition to a yearly report which will include programs undertaken along with the expenditure incurred on it, future plan of action for the subsequent financial year and

balance carried forward, if any. In cases where there is co-funding in the project or multiple partners, the implementing partner will report to all.

6. Corporate Social Responsibility Committee

As per the requirements of recently enacted Act and rules framed there under, the Board of Directors on April 25, 2014 constituted CSR Committee. The mandate of the CSR Committee is essentially:

- a) To Formulate and recommend to the Board of Directors, the
 - i. CSR policy
 - ii. Expenditure on CSR activities
- b) Monitoring of CSR policy from time to time
- c) Recommending CSR projects, which are in line with the activities specified in Schedule VII, to be undertaken by the Company
- d) Recommending the amount of expenditure to be incurred on CSR projects
- e) Monitoring Mechanism for the implementation of the CSR Projects or programs or activities undertaken by the Company

7. Reporting & Disclosures

Apart from the reporting requirement as mentioned hereinabove in the Policy, following regulatory disclosure requirements also need to be complied in relation to CSR activities of the Company:

- a) Composition of the CSR Committee shall be disclosed in the Board Report;
- b) The Board Report shall include an annual report on CSR activities in prescribed format (by Ministry of Corporate Affairs ('MCA')) containing specified particulars i.e.

Brief Outline of CSR Policy, its content, the average net profit for the last 3 financial years and the prescribed CSR expenditures etc.;

- c) If the company fails to spend the prescribed amount, the Board shall, in its report specify the reasons for not spending the amount;
- d) The content of Policy shall be displayed on the company's website

Format of Reporting for Directors' Report shall be as per **Annexure - 1** as may be amended from time to time.

8. Effective Date of the Policy

This Policy will come into effect from the date of approval of the same by the Board of Directors of Company.

**Annexure 1
FORMAT**

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

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.
2. The Composition of the CSR Committee.
3. Average net profit of the company for last three financial years
4. Prescribed CSR Expenditure (two per cent. of the amount as in item 3 above)
5. Details of CSR spent during the financial year.
 - a. Total amount to be spent for the financial year;
 - b. Amount unspent, if any;
 - c. Manner in which the amount spent during the financial year is detailed below

S.No	CSR project or activity identified	Sector in which the project is covered	Projects or programme: (i) Local area or other (ii) Specify the State or District where the projects or programmes was undertaken	Amount outlay (Budget) project or programme wise	Amount spent on project or programs: Sub head: 1. Direct expenditure on project or programme; 2. Overhead	Cumulative expenditure up to the Reporting period	Amount spent: Direct or through implementing agencies*
Total							

*Give details of implementing agencies

6. In case the company has failed to spend the two per cent, of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.