

Resilient Innovations Private Limited - Corporate Social Responsibility (CSR) Policy

1. Background

At, Resilient Innovations Private Limited ('the Company'), we have always believed in giving back to the communities in which we operate and endeavoring to make a difference in the lives of people around us. We recognise that the key to building a strong business for the future is to ensure economic value generation, in a socially inclusive and responsible manner.

The content of this Policy shall act as an approach and direction for selection, implementation and monitoring of its Corporate Social Responsibility ("CSR") activities as approved by the Board on recommendation of the CSR Committee, if any, from time to time. This Policy shall operate as the Corporate Social Responsibility Policy ("CSR Policy") of the Company for the purposes of Section 135 of the Companies Act, 2013 ("the Act") and the rules made thereunder including the Companies (Corporate Social Responsibility Policy) Rules 2014 ("CSR Rules") as amended from time to time and shall be subject to the above-mentioned provisions as well as Articles of Association of the Company and other applicable laws.

2. Guiding Principles

The Company is vigilant in its enforcement of corporate principles, and is committed towards sustainable development and inclusive growth. In line with Section 135 read with Schedule VII of the Companies Act, 2013 thereto, the Company's CSR activities (hereinafter "CSR Activities") will be within the following areas:

- (a) Contribution to Prime Minister's National Relief Fund or any other fund set up by the Central Government.
- (b) Any other activity (ies) in accordance with Schedule VII of the Companies Act, 2013 and as may be specified by the Ministry of Corporate Affairs from time to time.

3. Implementation and Monitoring:

Subject to the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder, the Corporate Social Responsibility Committee (hereinafter the "CSR Committee"), if applicable, shall have power to constitute any such number of sub-committees, as it may deem appropriate, for the purpose of implementation and monitoring of Company's CSR projects or may appoint any outside Implementing Agency to implement and monitor the CSR activities of the Company. The CSR

Committee shall be responsible for the purpose of implementation and monitoring towards the Corporate Social Responsibility of the Company.

However, where the amount to be spent by a company on CSR activities does not exceed fifty lakh rupees, the Company, subject to applicable laws, may not constitute a Corporate Social Responsibility Committee and the functions of such Committee provided under the provisions of the Companies Act, 2013 and rules made thereunder shall be discharged by the Board of Directors of the Company.

4. Resources - Funding & Allocation:

- (a) For achieving its CSR objectives through implementation of CSR projects, the Company will allocate, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years (“CSR Funds”). However, if the average net profit of three years is negative, then, subject to applicable law, the Company may not spend any amount on CSR activities.

Surplus, if any, arising out of the CSR activities shall not become part of the business profit of the Company and shall be ploughed back into the same project or transferred to the Unspent CSR Account and spent in pursuance of CSR Policy and annual action plan of the Company or transfer such surplus amount to a Fund specified in Schedule VII, within prescribed time period under law.

- (b) CSR expenditure in excess of the required statutory obligation in a financial year may be set off against the CSR obligation in the manner as prescribed under the law.
- (c) Any unspent/unutilized CSR Funds of a particular year shall be treated in the manner as prescribed under the law.

5. Exclusion

The following activities shall not be included under CSR, unless otherwise exempted by Ministry of Corporate Affairs:

- a) Activities undertaken in pursuance of normal course of business of the company.

- b) 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;
- c) Contribution of any amount directly or indirectly to any political party under section 182 of the Act;
- d) Activities benefitting employees of the Company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
- e) Activities supported by the Companies on sponsorship basis for deriving marketing benefits for its products or services;
- f) Activities carried out for fulfillment of any other statutory obligations under any law in force in India;

6. Composition/ Appointment/ Removal of Member of CSR Committee, if any

Appointment and removal of the members of the CSR Committee, if applicable, shall at all times be at the sole discretion of the Board of Directors of the Company (hereinafter the “Board”) subject to Articles of Association of the Company.

The Board may also, vary the composition of the CSR Committee, if any, its role, powers, functions and duties including quorum of its meetings as it considers fit from time to time.

7. Role and Responsibilities of the CSR Committee, if any. (In case there is no requirement to constitute the Committee, the Board may exercise the following role)

The CSR Committee shall be required to:

- a) Formulate and recommend to the Board, a CSR Policy, inclusive of the details and specifications as required under the Companies Act, 2013 read with CSR Rules;
- b) Review/ monitor the CSR Policy from time to time and, as and when required, suggest amendment(s) for Board’s consideration;
- c) Implementation and monitoring of the CSR Policy so as to ensure that it is in compliance with the Company’s CSR mission and objectives;
- d) Formulate an Annual Action Plan and recommend the same to the Board for approval;
- e) Submit its report to the Board, for the financial period ending 31st March of every year, on the CSR activities and projects undertaken by the Company;

- f) Ensure optimum utilization of CSR Funds for CSR projects relating to CSR Activities, bearing in mind that as per proviso to section 135 (5) of the Companies Act, 2013 Company is required to give preference to the local area(s) around which it operates for spending the CSR Funds;
- g) Ensure that CSR projects undertaken by the Company, fall within the purview of the CSR Activities, as provided in the CSR Policy and under the applicable law;
- h) Consider that the CSR projects focus on integrating business models with social and environmental priorities and processes in order to create shared value;
- i) Institute a transparent monitoring mechanism for ensuring implementation of CSR projects undertaken or proposed to be undertaken as CSR Activities;
- j) Review/ monitor progresses of CSR projects and implementation schedule for the same; and
- k) Constitute sub-committees for implementation of the CSR Policy or any part thereof, if required.

8. Amendments to the CSR Policy:

The Board of directors shall have power to amend the CSR Policy, at any point of time, as they deem appropriate, with or without a recommendation from the CSR Committee, if any.

9. Reporting of CSR Activities:

- a) CSR Committee, if any, shall submit its report to the Board, for the financial period ending 31st March of every year, on the CSR activities and projects undertaken by the Company;
- b) The said CSR activities and the projects along with impact assessment reports, if required, will also be reported, in the Annual Board Report;
- c) Chief Financial Officer, if any or head of finance shall certify that the funds so disbursed have been utilized for the purposes and in the manner as approved by the Board of Directors;

10. General Provisions in terms of Applicable Law:

Words and expressions used and not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 read with Rules made thereunder and any other guidelines/ regulation(s) promulgated by statutory authorities.
