

**CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY
OF
RADIAANT EXPOVISION PRIVATE LIMITED
CIN: U74999DL2019PTC345345**

(Approved by the Board of Directors at its meeting held on 02nd June 2020)

1. PREAMBLE

Radiaant Expovision Private Limited ("Company") recognizes that businesses have a responsibility towards the society and communities in which they operate and that sustainable business growth is closely linked with the economic, social and environmental well-being of the community.

The Company is committed to conducting its business in a socially responsible, ethical and sustainable manner and to contributing towards social and economic development through appropriate Corporate Social Responsibility ("CSR") initiatives.

This Corporate Social Responsibility Policy ("CSR Policy" or "Policy") has been formulated pursuant to Section 135 of the Companies Act, 2013 ("Act"), Schedule VII thereto and the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules"), as amended from time to time.

2. OBJECTIVES OF THE POLICY

The principal objectives of this Policy are:

- a. to lay down the guiding principles for selection, implementation and monitoring of CSR activities of the Company;
- b. to identify the areas in which the Company may undertake CSR activities in accordance with Schedule VII of the Act;
- c. to ensure that CSR activities are undertaken in a planned, systematic and effective manner;
- d. to promote sustainable and inclusive development and contribute towards the well-being of communities;
- e. to establish a transparent mechanism for implementation, monitoring, evaluation and reporting of CSR initiatives;
- f. to ensure proper utilisation of CSR funds in accordance with applicable law; and
- g. to ensure compliance with Section 135 of the Act, Schedule VII and the CSR Rules.

3. DEFINITIONS

Unless the context otherwise requires:

"Act" means the Companies Act, 2013, including any statutory modification, amendment or re-enactment thereof.

"Administrative Overheads" means expenses incurred by the Company for general management and administration of CSR functions but shall not include expenses directly incurred for designing, implementation, monitoring and evaluation of a particular CSR project or programme.



"Board" means the Board of Directors of the Company.

"CSR" means Corporate Social Responsibility as defined under the CSR Rules.

"CSR Committee" means the Corporate Social Responsibility Committee constituted by the Board pursuant to Section 135 of the Act, wherever constitution of such Committee is required.

"CSR Expenditure" means expenditure incurred by the Company towards CSR activities in accordance with this Policy, the Act and the CSR Rules.

"CSR Policy" means this Corporate Social Responsibility Policy containing the approach and direction given by the Board, taking into account the recommendations of the CSR Committee, wherever applicable, and includes the guiding principles for selection, implementation and monitoring of CSR activities as well as formulation of the Annual Action Plan.

"Net Profit" shall have the meaning assigned to it under Section 135 of the Act read with the CSR Rules.

"Ongoing Project" means a multi-year project undertaken by the 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 not defined in this Policy shall have the meanings respectively assigned to them under the Act and the CSR Rules.

4. APPLICABILITY

This Policy shall apply to the Company whenever the provisions of Section 135 of the Act become applicable to it.

The CSR provisions shall apply where the Company, during the immediately preceding financial year, has:

- a. net worth of ₹500 crore or more; or
- b. turnover of ₹1,000 crore or more; or
- c. net profit of ₹5 crore or more.

The Company shall comply with the CSR requirements for such period as may be prescribed under the Act and the CSR Rules.

5. CSR COMMITTEE

5.1 Constitution

The Board shall constitute a CSR Committee in accordance with Section 135 of the Act wherever constitution of such Committee is required.



The composition of the CSR Committee shall be determined by the Board in accordance with the provisions applicable to a private limited company.

Where the amount required to be spent by the Company under Section 135(5) does not exceed ₹50 lakh, constitution of the CSR Committee shall not be mandatory and the functions of the CSR Committee under the Act and the CSR Rules shall be discharged by the Board of Directors.

5.2 Functions of the CSR Committee

The CSR Committee shall, inter alia:

- a. formulate and recommend to the Board the CSR Policy and amendments thereto;
- b. recommend the amount of expenditure to be incurred on CSR activities;
- c. formulate and recommend to the Board an Annual Action Plan in pursuance of this Policy;
- d. identify and recommend CSR projects, programmes and activities;
- e. monitor the implementation of CSR projects and programmes;
- f. review the utilisation of CSR funds;
- g. institute a transparent monitoring mechanism for implementation of CSR projects; and
- h. perform such other functions as may be prescribed under the Act, CSR Rules or assigned by the Board.

6. CSR FOCUS AREAS

The Company may undertake CSR activities falling within the areas specified in Schedule VII of the Companies Act, 2013, including, without limitation:

6.1 Hunger, Poverty, Health and Sanitation

Eradicating hunger, poverty and malnutrition; promoting health care including preventive health care and sanitation; and making available safe drinking water.

6.2 Education and Vocational Skills

Promoting education, including special education and employment-enhancing vocational skills, especially among children, women, elderly persons and differently-abled persons, and livelihood enhancement projects.

6.3 Gender Equality and Social Empowerment

Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old-age homes, day-care centres and other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.

6.4 Environmental Sustainability

Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining the quality of soil, air and water.

6.5 Heritage, Art and Culture



Protection of national heritage, art and culture, including restoration of buildings and sites of historical importance and works of art; setting up public libraries; and promotion and development of traditional arts and handicrafts.

6.6 Armed Forces Veterans

Measures for the benefit of armed forces veterans, war widows and their dependants and other eligible categories specified under Schedule VII.

6.7 Sports

Training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports.

6.8 Government Funds

Contributions to such funds set up by the Central Government and permitted under Schedule VII of the Act.

6.9 Technology Incubators and Research

Contributions to incubators or research and development projects and institutions in the fields and manner specified in Schedule VII.

6.10 Rural Development

Rural development projects.

6.11 Slum Area Development

Development of areas declared as slum areas by the competent Government authority.

6.12 Disaster Management

Disaster management, including relief, rehabilitation and reconstruction activities.

The above list shall be interpreted liberally in accordance with Schedule VII of the Act and clarifications issued by the Ministry of Corporate Affairs from time to time.

7. CSR EXPENDITURE

7.1 Minimum CSR Obligation

The Company shall spend in every financial year at least 2% of the average net profits of the Company made during the three immediately preceding financial years, or such other amount as may be prescribed under Section 135 of the Act.

Where the Company has not completed three financial years since its incorporation, the CSR obligation shall be calculated based on the immediately preceding financial year(s) completed by the Company, in accordance with the Act.

7.2 Preference to Local Areas

The Company shall give preference to the local area and areas around which it operates while undertaking CSR activities.



However, such preference shall not restrict the Company from undertaking CSR activities in other areas in India where the Board considers that such activities would create meaningful social impact.

7.3 Administrative Overheads

Administrative overheads shall not exceed 5% of the total CSR expenditure of the Company for the relevant financial year, or such other limit as may be prescribed.

7.4 Surplus from CSR Activities

Any surplus arising out of CSR activities shall not form part of the business profits of the Company. Such surplus shall be:

- a. ploughed back into the same CSR project; or
- b. transferred to the Unspent CSR Account and spent in pursuance of this Policy and the Annual Action Plan; or
- c. transferred to a fund specified in Schedule VII,

in accordance with the CSR Rules.

7.5 Excess CSR Expenditure

Where the Company spends an amount in excess of its CSR obligation, the Company may set off such excess amount against its CSR obligation for such number of succeeding financial years as permitted under the CSR Rules, subject to fulfilment of prescribed conditions and approval of the Board.

Surplus arising out of CSR activities shall not be available for such set-off.

8. ACTIVITIES NOT ELIGIBLE AS CSR

The following activities shall not ordinarily constitute CSR expenditure:

- a. activities undertaken in pursuance of the normal course of business of the Company, except where specifically permitted by law;
- b. activities undertaken outside India, except to the extent specifically permitted under the CSR Rules;
- c. contribution of any amount, directly or indirectly, to any political party under Section 182 of the Act;
- d. activities benefiting employees of the Company as defined under the Code on Wages, 2019;
- e. activities supported by the Company on a sponsorship basis for deriving marketing benefits for its products or services;
- f. activities carried out for fulfilment of any other statutory obligations under any law in force in India; and
- g. any other activity specifically excluded from the definition of CSR under the applicable law.

9. MODE OF IMPLEMENTATION

CSR activities may be undertaken by the Company:

- a. directly by the Company; or



- b. through one or more eligible implementing agencies in accordance with Rule 4 of the CSR Rules. Where CSR activities are undertaken through an implementing agency, such agency shall satisfy the eligibility requirements prescribed under the CSR Rules and, wherever applicable, shall be registered with the Central Government by filing Form CSR-1 and possess a valid CSR Registration Number.

The Company may also collaborate with other companies for undertaking CSR projects, programmes or activities, provided the CSR Committees/Boards of the respective companies are in a position to report separately on such projects or programmes in accordance with the CSR Rules.

10. ANNUAL ACTION PLAN

The CSR Committee shall formulate and recommend to the Board an Annual Action Plan for each financial year.

Where constitution of the CSR Committee is not required, the Annual Action Plan shall be considered and approved directly by the Board.

The Annual Action Plan shall, inter alia, contain:

- a. the list of CSR projects or programmes proposed to be undertaken;
- b. the manner of execution of such projects or programmes;
- c. modalities of utilisation of funds and implementation schedules;
- d. monitoring and reporting mechanism for the projects or programmes; and
- e. details of need and impact assessment, if any, for the projects undertaken by the Company.

The Board may alter the Annual Action Plan during the financial year based on the recommendation of the CSR Committee, if any, and reasonable justification.

11. ONGOING PROJECTS

The Company may undertake CSR activities in the form of Ongoing Projects in accordance with the Act and CSR Rules.

The Board shall monitor implementation of Ongoing Projects with reference to the approved timelines and year-wise allocation.

The Board may make modifications, if any, for smooth implementation of the project within the overall permissible time period.

Any unspent CSR amount relating to an Ongoing Project shall be dealt with in accordance with Section 135(6) of the Act.

12. UNSPENT CSR AMOUNT



12.1 Unspent Amount Relating to an Ongoing Project

Any amount remaining unspent pursuant to an Ongoing Project shall be transferred by the Company, within the period prescribed under Section 135(6), to a special account to be opened by the Company in a scheduled bank and designated as:

“Unspent Corporate Social Responsibility Account for the Financial Year ____”.

The amount so transferred shall be utilised towards the CSR obligations of the Company within the period prescribed under the Act.

If the amount remains unspent after the prescribed period, it shall be transferred to a fund specified in Schedule VII within the statutory timeline.

12.2 Unspent Amount Not Relating to an Ongoing Project

Where an unspent amount does not relate to an Ongoing Project, such amount shall be transferred to a fund specified in Schedule VII within the period prescribed under Section 135 of the Act.

13. MONITORING OF CSR ACTIVITIES

The CSR Committee and/or the Board, as applicable, shall establish a transparent monitoring mechanism for implementation of CSR activities.

Monitoring may include:

- a. periodic progress reports;
- b. utilisation certificates and statements of expenditure;
- c. site visits, wherever appropriate;
- d. reports from implementing agencies;
- e. photographs, beneficiary details and other supporting documents;
- f. independent evaluation, where considered necessary; and
- g. impact assessment wherever statutorily required or otherwise considered appropriate.

The Board shall satisfy itself that CSR funds disbursed by the Company have been utilised for the purposes and in the manner approved by it.

The Chief Financial Officer or the person responsible for financial management shall certify to the effect that the funds disbursed for CSR have been utilised for the purposes and in the manner approved by the Board.

14. IMPACT ASSESSMENT

The Company shall undertake impact assessment of its CSR projects through an independent agency wherever such assessment becomes mandatory under the CSR Rules.

The impact assessment reports shall be placed before the Board and shall be annexed to the Annual Report on CSR in the manner prescribed.



Expenditure incurred towards impact assessment may be booked towards CSR expenditure subject to the limits and conditions prescribed under the CSR Rules.

15. CREATION OR ACQUISITION OF CAPITAL ASSETS

CSR amounts may be utilised for creation or acquisition of capital assets in accordance with the CSR Rules.

Any capital asset created or acquired out of CSR expenditure shall be held by an entity/person permitted under the CSR Rules, including, as applicable:

- a. an eligible Section 8 company, registered public trust or registered society having charitable objects and CSR Registration Number;
- b. beneficiaries of the CSR project in the form of self-help groups, collectives or entities; or
- c. a public authority.

The Company shall ensure compliance with all applicable conditions relating to such capital assets.

16. CSR REPORTING

The Board's Report shall include an Annual Report on CSR containing such particulars as may be prescribed under the Act and CSR Rules.

The Company shall make such disclosures relating to:

- a. composition of the CSR Committee;
- b. CSR Policy;
- c. CSR projects approved by the Board; and
- d. other prescribed particulars,

on its website, if any, in accordance with applicable law.

The Company shall also file such forms, returns and reports relating to CSR as may be prescribed by the Ministry of Corporate Affairs from time to time.

17. RESPONSIBILITY OF THE BOARD

The Board shall:

- a. approve the CSR Policy after considering recommendations of the CSR Committee, wherever applicable;
- b. disclose the contents of the Policy in the Board's Report and on the Company's website, if any, as required;
- c. ensure that activities included in the CSR Policy are undertaken by the Company;
- d. ensure that the Company spends the prescribed CSR amount;
- e. ensure appropriate treatment of unspent CSR amounts;
- f. satisfy itself that CSR funds have been utilised for the approved purposes;
- g. monitor Ongoing Projects;
- h. approve and, where required, modify the Annual Action Plan; and
- i. ensure overall compliance with Section 135 and the CSR Rules.



18. CSR COMMITTEE MEETINGS

The CSR Committee may meet at such intervals as may be considered necessary for discharge of its functions.

The Committee may invite executives, officers, representatives of implementing agencies, experts, consultants or such other persons as it considers necessary to attend its meetings.

Proceedings of the CSR Committee shall be recorded and placed before the Board, wherever required.

19. SELECTION OF CSR PROJECTS

While selecting CSR projects, the Company may consider, inter alia:

- a. needs of the intended beneficiaries;
- b. social impact expected from the project;
- c. geographical areas in which the Company operates;
- d. sustainability and scalability of the project;
- e. implementation capabilities of the implementing agency;
- f. project duration and financial requirements;
- g. measurable outputs and outcomes;
- h. governance and monitoring mechanisms; and
- i. alignment with Schedule VII and the CSR objectives of the Company.

The Company may conduct a need assessment before undertaking any material CSR project.

20. DUE DILIGENCE OF IMPLEMENTING AGENCIES

Before engaging an external implementing agency, the Company may undertake appropriate due diligence, including verification of:

- a. legal status and registration documents;
- b. CSR-1 registration, wherever applicable;
- c. income-tax registrations and approvals;
- d. past experience and track record;
- e. audited financial statements;
- f. governance and management structure;
- g. project implementation capabilities;
- h. utilisation and reporting systems; and
- i. such other documents as may be considered necessary.

The Company may enter into an appropriate agreement/Memorandum of Understanding with the implementing agency specifying the project scope, budget, milestones, reporting requirements, utilisation of funds, monitoring rights and other relevant conditions.

21. CSR BUDGET AND DISBURSEMENT



The CSR budget for each financial year shall be determined in accordance with Section 135 of the Act.

CSR funds may be released in one or more tranches depending upon the nature, progress and requirements of the project.

Disbursement may be linked with achievement of identified milestones and submission of utilisation reports/certificates by the implementing agency.

The Company shall maintain appropriate records relating to CSR expenditure and utilisation thereof.

22. GENERAL PRINCIPLES

The Company's CSR initiatives shall, to the extent practicable, be guided by the following principles:
Legality: Every CSR activity shall fall within the scope permitted by the Act and Schedule VII.

Transparency: CSR funds shall be utilised through transparent and accountable processes.

Impact: Preference may be given to projects capable of generating measurable and sustainable social benefits.

Inclusiveness: CSR initiatives may focus on disadvantaged, vulnerable or underserved sections of society.

Sustainability: Projects may be designed with a view to creating sustainable long-term outcomes.

Accountability: Appropriate documentation, monitoring and reporting systems shall be maintained for CSR expenditure.

23. AMENDMENT TO THE POLICY

The Board may amend, modify or revise this CSR Policy from time to time based on the recommendation of the CSR Committee, wherever applicable.

Any amendment to the Act, Schedule VII or the CSR Rules shall, to the extent applicable, be deemed to be incorporated into this Policy.

In case of any inconsistency between this Policy and the applicable provisions of the Act or CSR Rules, the provisions of the Act and CSR Rules shall prevail.

24. INTERPRETATION

Any question or difficulty regarding interpretation of this Policy shall be determined by the Board, subject to the provisions of the Companies Act, 2013 and the CSR Rules.

The provisions of this Policy shall be read together with Section 135, Schedule VII and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.



25. EFFECTIVE DATE

This Policy shall come into effect from the date approved by the Board of Directors of the Company.

For RADIAANT EXPOVISION PRIVATE LIMITED

Vivek Sengal
Director
DIN: 00701625

