

# Corporate Social Responsibility Policy

Version	Owner of this Manual	Approved by	Approval date
1.0	Old Bridge Capital Management Private Limited	Board of Directors	June 18, 2019

## Contents

I. PREAMBLE.....	3
II. DEFINITIONS .....	3
III. POLICY OBJECTIVES .....	4
IV. CSR COMMITTEE.....	4
V. ROLE & SCOPE OF THE CSR COMMITTEE .....	4
VI. FREQUENCY OF COMMITTEE MEETING .....	5
VII. CSR PROJECTS OR PROGREAMS: .....	5
VIII. PROHIBITED ACTIVITIES UNDER CSR.....	8
IX. EXECUTION OF PROJECTS/ PROGRAMS .....	8
X. BUDGETING AND ALLOCATION OF FUNDS.....	8
XI. MONITORING OF CSR ACTIVITIES.....	9
XII. REPORTING .....	9
XIII. DISPLAY OF CSR ACTIVITIES ON ITS WEBSITE.....	10
XIV. AMENDMENT OF POLICY .....	10

## I. PREAMBLE

The Company, Old Bridge Capital Management Private Limited recognizes the responsibilities towards society and strongly intends to contribute towards development of the economy. As a responsible human organization, we are committed towards the above objective and are keen on developing sustainable business model to ensure and activate our future growth drivers.

In line with the regulatory expectations, we are putting in place a formal policy as a guide towards our social commitment going forward.

## II. DEFINITIONS

"**Act**" means the Companies Act, 2013, including any modifications, amendments or re-enactment thereof

"**Rules**" shall mean the Companies (Corporate Social Responsibility Policy) Rules, 2014 including any modifications, amendments or re-enactment thereof

"**Corporate Social Responsibility (CSR)**" means and includes but is not limited to:

- i. Projects or programs relating to activities, areas or subjects specified in Schedule VII to the Act; **or**
- ii. Projects or programs relating to activities undertaken by the board of directors of a Company (Board) in pursuance of recommendations of the CSR Committee of the Board as per declared CSR policy of the company subject to the condition that such policy will cover subjects enumerated include activities, areas or subjects specified in Schedule VII to the Act;

"**CSR Committee**" means the Corporate Social Responsibility Committee constituted by the Board of Directors of Old Bridge Capital Management Private Limited formed pursuant to the provisions of section 135 of the Act;

"**Company**" means Old Bridge Capital Management Private Limited;

"**CSR Expenditure**" shall include all expenditure including contribution to corpus for projects or programs relating to CSR activities approved by the Board on recommendation of its CSR Committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the areas or subjects, specified in Schedule VII of the Act;

"**CSR Policy**" shall mean the present Corporate Social Responsibility Policy of the Company, which covers the activities to be undertaken by the Company in the areas or

subjects as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a company;

“**Net Profit**” 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 the followings, namely:-

- (i) Any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise, and
- (ii) Any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act.

Words and expressions used in this Policy and not defined herein but defined under the Act shall have the same meanings respectively assigned to them.

### III. POLICY OBJECTIVES

The objective of the CSR Policy (“Policy”) is to lay down the guiding principles in undertaking various programs and projects by or on behalf of the Company relating to Corporate Social Responsibility within the meaning of section 135 of the Companies Act, 2013 read with Schedule VII of the Act and the Rules that will result in the achievement of overall objective of the company to create societal capital/assets for the common good and the list of activities shall be interpreted in a manner that will advance the objective.

### IV. CSR COMMITTEE

The Committee of the Company shall consist of the following directors:

1. Mr. Kenneth Andrade (Chairman)
2. Mr. Amit Jasani and
3. Mr. Gealgeo Alanakara

### V. ROLE & SCOPE OF THE CSR COMMITTEE

The CSR Committee has been set up to;

1. Formulate and recommend to the Board, CSR Policy which shall indicate the activities to be undertaken by the Company in areas or subjects, specified in the Schedule VII to the Act,
2. Recommend the amount of expenditure to be incurred on the CSR activities;
3. Monitor the Corporate Social Responsibility Policy of the company from time to time;
4. Review and recommend any new CSR initiatives to be taken up by the company;

5. Review the progress of CSR projects already undertaken by the company and the utilization of budgets for each such project;
6. Review and recommend any amendments to be made in the CSR policy of the Company; and
7. To carry such other functions as may be delegated to it by the board relating to CSR activities of the company.

## VI. FREQUENCY OF COMMITTEE MEETING

The CSR Committee shall meet as often as its members deem necessary to perform the duties and responsibilities.

## VII. CSR PROJECTS OR PROGRAMS:

The scope of the CSR activities of the Company will cover the following areas but not limited to the same and may extend to other specific projects/ programs as permitted under the law from time to time.

### 1. Promotion of Health care:

The company may undertake projects or programs or activities aimed at improving the health and hygiene of the socially or economically weaker sections, families in the Below Poverty Line (BPL) by providing free or subsidized medicine, clinical laboratory facilities, free or concessional treatments at hospitals, provide medical equipments, setting up of medical and diagnostic camps, free medical insurance for a group of people or families in the BPL category, projects or programs aimed at eradicating poverty or malnutrition of women and children, pain and palliative care etc.

### 2. Old Age homes /Day Care facilities for senior Citizens:

Company may undertake projects or programs or activities for the protection of elderly citizens by establishing, funding or otherwise supporting old age homes and day care facilities including medical aid, food and accommodation.

### 3. Promotion of Education:

Company may undertake projects or programs or activities aimed at the promotion of elementary to professional education and to support the students belonging to weaker sections of the society including SC/ST/OBCs by way of setting up schools, colleges, coaching centers, libraries, providing text books and other study materials,

vocational training centers and centers for physically challenged students, providing endowments or other forms of recognitions to successful candidates pursuing recognized examinations, scholarships or other forms of merit cum means assistance etc.

#### **4. Empowerment of women:**

Company may take up and carry on projects, programs or activities aimed at women empowerment and gender equality. The objective may be achieved through supporting women belonging to socially or financially weaker sections of the society by providing job oriented training programs with an objective of making them financially independent.

Further, the company may take up all or any projects, programs or activities falling under any of the activities in the following fields as approved by the Board on the recommendation of the CSR committee:

- i. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach 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, 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.

- vii. Training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sport.
- viii. Contribution to 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.

For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

- xi. disaster management, including relief, rehabilitation and reconstruction activities.

Further, the Company may decide to undertake its activities approved by the CSR Committee, through:

- (a) a company established under Section 8 of the Act or a registered trust or a registered society, established by the company either singly or along with any other country, or
- (b) a company established under Section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government or any entity established under an Act of Parliament or a State legislature.

If the Company decides to undertake its CSR activities through a company established under section 8 of the Act or a registered trust or a society, other than those specified in (a) or (b) above, such company or trust or society shall have an established track record of three years in undertaking similar programs or projects; and the company has specified the projects or programs to be undertaken, the modalities of utilisation of funds of such projects and programs and the monitoring and reporting mechanism.

- (c) The Company may also collaborate with other companies for undertaking projects or programs or CSR activities in such a manner that the CSR Committees of respective companies are in a position to report separately on such projects or programs in accordance with the Act.

## VIII. PROHIBITED ACTIVITIES UNDER CSR

Following contributions shall not amount to CSR activities:

1. Activities disturbing social harmony in any manner.
2. CSR projects or programs or activities undertaken out of India.
3. CSR projects or programs or activities that benefit only the employees of the company and their families as provided in the Companies (Corporate Social Responsibility Policy) Rules, 2014.
4. One-off events such as marathons, awards, charitable contributions, advertisement or sponsorships of TV programmes, etc.
5. Expenses incurred by the Company for the fulfilment of any other Act/Statute or regulations (such as Labour Laws, Land Acquisition Act, 2013, Apprentices Act, 2013, Apprentices Act, 1961 etc.)
6. Contribution of any amount directly or indirectly to any political party as given under Section 182 of the Companies Act, 2013.
7. Activities undertaken in pursuance of normal course of business of a Company.

## IX. EXECUTION OF PROJECTS/ PROGRAMS

The company may undertake one or more projects or programs or activities provided in the policy either as its own or through any implementation agency. It shall be the endeavour of the company to build up necessary capabilities to implement the CSR projects on its own in the long run. It can also acquire the services of experts in respective fields by appointing them as consultants in a particular program or project. Where implementation agencies are appointed for a particular project, the company shall acquire the necessary skills to run the program on its own within 3-5 years from its implementation where it is a continuing program. While engaging a third party agency for implementing a project or program covered in the CSR policy, the CSR committee shall ensure that they have credible standing and experience in the respective fields for at least three preceding financial years.

## X. BUDGETING AND ALLOCATION OF FUNDS

1. CSR committee of the Company shall prepare an annual plan for each year considering the minimum annual spend mandate under Section 135 of Companies Act, 2013 and its corresponding rules which shall be placed before the Board of Directors for approval.
2. The Board of Directors shall approve annual budget allocations to be spent on CSR by the CSR Committee.
3. Provision shall be kept for maintenance of developed infrastructure. The utilization of maintenance fund shall be based on collective decision of the CSR Committee.



4. Expenditure for building CSR capacities of the employees shall not exceed 5% of the total CSR expenditure in one financial year.
5. CSR expenditure shall include all expenditure including contribution to corpus, or on projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of schedule VII of the Act.
6. Fund allocation shall be on the basis of long-term CSR plans.
7. For ensuring effective delivery, all projects initiated shall be financed in a phased manner. Funds shall be committed for long-term projects and shall be disbursed on a yearly/quarterly instalment basis.
8. Any financial assistance provided shall be within the purview of Companies Act, 2013 and any modification and amendment made thereto from time to time.
9. Any Profit arising out of the CSR projects or programs or activities shall not form part of the business profit of the company.

## **XI. MONITORING OF CSR ACTIVITIES**

CSR committee of the company will be responsible for the monitoring of various CSR projects or programs undertaken by the company directly or indirectly. The committee shall ensure that:

- i. Company undertakes the CSR activities as provided in the CSR policy
- ii. The projects/ programs are implemented as per the program approved by the board
- iii. The budget allocated for each of the project is utilized for the projects as per the approved plans.
- iv. The objective of the project/program is achieved as per the plans

Company shall provide necessary resources and human capital for implementation and the effective monitoring of the CSR projects and programs as may be directed by the CSR Committee. The services of any external agencies or persons who have experience in the same or similar projects or programs undertaken or proposed to be undertaken by the company may also be made available for successful implementation and monitoring of the project.

## **XII. REPORTING**

On approval of the CSR policy or any amendments thereof, the contents of the policy shall be included in the Boards' report.

At the end of each financial year, the CSR committee shall prepare a report of the CSR program in the prescribed form relating to the financial year and submit to the board for its inclusion in the Board's report.

### **XIII. DISPLAY OF CSR ACTIVITIES ON ITS WEBSITE**

The Company's advancement in the CSR segment shall be disseminated on its website and annual reports. The CSR policy shall be displayed on the Company website.

### **XIV. AMENDMENT OF POLICY**

The CSR policy of the company may be amended at any time by the board of the company on the Recommendation of the CSR committee. Further the policy shall be deemed to have been amended or modified to the extent of any modification/amendments or clarifications issued by the Central Government from time to time in relation to the CSR obligations of companies and shall be interpreted accordingly.