

RUDRABHISHEK ENTERPRISES LIMITED

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

INTRODUCTION

Corporate Social Responsibility (CSR) is a sense of responsibility towards the society and the environment where it operates to meet or exceed the ethical, legal, commercial and public expectation. Being a good corporate citizen our Company always endeavors to give its best to the society, where it operates and has always contributed to the sustainable development of the society and environment and to make our planet a better place for future generation.

“Rudrabhishek Enterprises Limited” (hereinafter referred to as REPL) has developed a CSR Policy (hereinafter referred to as Policy) in alignment with its objective, principles and values, for delineating its responsibility as a socially and environmentally responsible corporate citizen. The Policy lays down the principles and mechanisms for undertaking various programs in accordance with Section 135 of the Companies Act 2013.

The Policy shall apply to all the CSR programs and activities undertaken by company at various locations.

OBJECTIVE OF THE POLICY

This Policy shall be read in line with Section 135 of the Companies Act 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules, regulations, circulars, and notifications (collectively referred hereinafter as Regulations) as may be applicable and as amended from time to time and will, inter-alia, provide for the following:

- ✓ Establishing a guideline for compliance with the provisions of Regulations to dedicate a percentage of Company’s profits for social projects;
- ✓ Creating opportunities for employees to participate in socially responsible initiatives;
- ✓ Strive for economic development that positively impacts the society at large

- ✓ Creating an environment or contributing in facilities that help in promoting/spreading education in general;
- ✓ Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
- ✓ Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting.

CSR expenditure shall include all expenditure including contribution to corpus of **Pradeep Richa Educare Foundation (PREF) & Rudrabhishek Trust for Sports & Education (RTSE)** (Implementation Partner as explained later in this policy) or for projects executed by PREF and/or RTSE or on projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee.

DEFINITIONS

- (i) **“Act”** means the Companies Act, 2013;
- (ii) **“Board”** means the Board of Directors of the Company.
- (iii) **“Company”** means Rudrabhishek Enterprises Limited and all its offices
- (iv) **“Code”** means Code of Conduct for Directors and Senior Management adopted by Rudrabhishek Enterprises Limited.
- (v) **“Corporate Social Responsibility (CSR)”** means and includes but is not limited to
 - Projects or programs relating to activities specified in Schedule VII to the Act or
 - 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 in Schedule VII of the Act.
- (vi) **“CSR Committee”** means the Corporate Social Responsibility Committee of the Board referred to in Section 135 of the Act
- (vii) **“CSR Policy”** relates to the activities to be undertaken by the company 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.
- (viii) **“Net profit”** means profit calculated in accordance with the provisions of Section 198 of Companies Act 2013 and shall not include such sums as may be prescribed therein.

CSR COMMITTEE

COMPOSITION OF COMMITTEE

The CSR Committee shall consist of **three directors**. However, in case number of director falls below three at any point of time, Board of the Company shall be primarily responsible for filling up the vacancy, so caused.

Presently, the CSR Committee comprises of the following directors:

S. No.	Name of Member(s)	Designation/Category	Designation-CSR Committee
1.	Mr. Pradeep Misra	Chairman & Managing Director	Chairman
2.	Mrs. Richa Misra	Whole-time Director	Member
3.	Mr. Jamal Husain Ansari	Independent Director	Member

However, any person who ceases to be a director on the Board of the Company shall automatically vacate his office as a member of the CSR Committee.

RESPONSIBILITY OF COMMITTEE

CSR Committee shall be responsible for:

- (i) formulating and recommending the CSR Policy to the Board for approval
- (ii) monitoring the Policy from time to time and recommend changes to the Board
- (iii) Identifying and recommending the CSR activities to be undertaken to the Board of Directors
- (iv) recommending the amount of expenditure to be incurred on CSR projects
- (v) constituting a transparent monitoring mechanism for ensuring effective and efficient implementation of the CSR projects

CSR ACTIVITIES

FOCUS AREAS

As a responsible corporate citizen, the Company is committed to sustainable development and inclusive growth and has been focusing on issues relating to grass roots education, environment, healthy living, music, social advancement and promoting sports, gender equality & empowerment of women over the past several years. Whilst the Company will continue to support activities as per Schedule VII of the Act listed below, the Company will focus its efforts on key areas of focus, i.e., **Education, Employability and Sports**. The specific projects and activities under these pillars are being worked on and more specifics will be finalised in due course. In terms of the CSR rules issued by the MCA the Company will be focusing on undertaking the project /programs /activities listed below, amongst others as specified in Schedule VII to the Act excluding activities undertaken in pursuance of normal course of business of a Company:

(i) Education & Employability

The guiding principle of the company is- ***“The Power of knowledge”***. Through the CSR initiatives, the company would directly or indirectly take up such programmes that benefit the communities in terms of enhancing quality of life and economic well-being of the locals, supporting rural development, promoting education etc.

The company believes that education, knowledge and information improves the quality of decision making while also making the person open to the possibility of tapping new opportunities. This acts as a catalyst for young people in becoming self-reliant and to improve and utilize their skill to optimal level. Education and knowledge will help the new generation to develop as an important asset to the nation in future.

Further, unemployment has been one of the biggest challenge plaguing the Indian economy. While problems of unemployment are not new, the rise in number of people who are unable to meet the industry's needs due to the lack of career-oriented knowledge and skills-set is a pressing problem.

REPL through one of its group company- **Pradeep Richa Educare Foundation (PREF)**, has decided to implement its CSR policy with focus on knowledge, education and employability where financially weak meritorious students are helped through counselling them to discover the right career options, arranging workshops/seminars & mentoring them to create awareness on Employability skills & providing scholarships

The mission of company shall be to provide following services in the area of education to the society at large, viz:

- 1) To promote, aid, help, encourage, develop, protect education, environment, health and children welfare and secure the interests of educational institutions and to facilitate the process for establishment of new educational institutes for promoting education in the Indian system and to create a network of educational institutions for the development of the Indian education system.
- 2) To provide education, training including vocational training, guidance, learning, research for education development, environment, health and children welfare and to provide and procure requisite infrastructure for the same and to carry out study, research, including but not limiting to gathering, recording and analysing data relating to the education development and education network and make it available to the general public for the overall development and furtherance of the said network.
- 3) To spread awareness including providing training to teachers, Principals, head of departments (HODs) about the latest developments in the education environment, health and children welfare and to disseminate knowledge amongst poor section of the society and the general public regarding such developments.
- 4) To take all steps necessary to protect education, environment, health, children welfare, education network, subject to prevailing laws in India.

(ii) Sports

Sports has the power to unite and integrate people, cultures and religions. United Nation in one of its reports has highlighted the importance of Sports as having unique and universal power to attract, motivate and inspire and makes it a highly effective tool for engaging and empowering.

Indian sports have made a remarkable contribution at the international level, most importantly cricket. Our Company, for the promotion of Sports education & creating Sports awareness, has established **Rudrabhishek Trust for Sports & Education (RTSE)** for contributing to the advancement of sports culture and discovering and cultivating sports-talented human resource continuously.

REPL has been actively engaged in a broad range of sports events including supporting local and state level competitions and athletes, sports marketing & sponsorship and sports administration.

However, the Company shall strive to achieve the following major objectives in the field of Sports, viz:

- 1) To promote and encourage the physical education, health education, cultural education, and the interdisciplinary subjects for research and studies to the boys, girls, teachers for the development of good health and better citizenship.
- 2) To promote, encourage, make inspection in teacher's training institutions/colleges/ universities for physical education & sports sciences in India, provide the proper Professional guidance to the institutions/colleges/universities for better quality & vocational education, set up, run & manage the various institutions and guidance forums on different subjects relating to the adapted physical education, coaching, comparative physical education and sports, fitness and wellness, sports education, International curriculum standards & developments, leisure & creation, mass media & sports, measurement & evaluation of Physical education, nutrition & physical activity, physical education at primary level, college level, professional standards & ethics, research, sports & recreation facilities, Sport biomechanics, sports counselling, psychology, sports governance, organisation & law, Sports management & administration, sports marketing & economics, sport medicine, sports pedagogy, sports physiology, sports psychology, sports sociology, sports law, yoga and any other scientific research & studies in Physical education, Health education, Sports science for development of good health and better citizenship.
- 3) To encourage the interests of boys and girls & to arrange physical training exercise through Gym and provide all kinds of services, consultancy and all required facilities to the boys, girls, men and women in the backward, rural, tribal, urban and industrial areas of the country with latest technology and modern equipments and with the trained instructors/coaches and to organize the sport and games competition/tournament on Village/Block/District/State/ National and International level and also offer the prizes, certificates, awards to the winners and also to take disciplinary action against any member for acts of indiscipline, unfair affiliation in tournaments.

- 4) To take steps or suggest to Central or State Government as it may think fit for ensuring planned and co-ordinated development of “teacher education” in Physical education and for the determination and maintenance of standards for, “teacher education” in Physical education and for the purpose of performing its functions and to establish Cell/Board to provide Registration facilities for various Gym/Healthcare centres to diffuse the useful knowledge their rights by peaceful representation.
- 5) To provide legal, medical aid, social economic help and assistance to the needy people at free of cost and to publish books, charts, illustrations, journals, magazines, periodicals, newsletters & other publications in different languages & on different subjects and to collect information, notification, policies from Government, Semi-Government, National/International agencies and NGOs & provide the same to General public and assist & co-operate with other associations/trusts whose aims are alike.

UNDERTAKING CSR ACTIVITIES

REPL will undertake its CSR activities, approved by the CSR Committee, through Pradeep Richa Educare Foundation (PREF) and/or Rudrabhishek Trust for Sports & Education (RTSE) or such other entity/organisation as approved by CSR Committee.

The surplus arising out of CSR activities shall not form part of business profit of Company.

LOCATION FOR UNDERTAKING CSR ACTIVITIES

The Company shall undertake CSR activities in the state of Uttar Pradesh, or such other location, as may be decided by the CSR Committee

CSR BUDGET

- The Board shall ensure that in each financial year, Company spends at least 2 per cent of the average net profit made during the three immediately preceding financial years.
- The computation of average net profits will be carried out in accordance with the provisions of Section 198 of the Companies Act, 2013.

- The surplus arising, if any, out of the CSR projects or programs or activities shall not form part of the business profit of a company.
- REPL may collaborate or pool resources with other organizations (its subsidiary companies and NGO's) to plan, implement, monitor and report CSR activities.

AMENDMENT

The Board of Directors on its own and/or on the recommendation of CSR committee can amend this policy as and when required or may deem fit. Any or all provisions of CSR Policy would be subjected to revision/amendment in accordance with the regulations on the subject as may be issued from relevant statutory authorities, from time to time.