

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

### **1. INTRODUCTION –**

Encube Ethicals Private Limited (“the Company” or “Encube”) believes that Corporate Social Responsibility (CSR) is our commitment towards inclusive and sustainable growth. As a responsible Corporate Citizen, Encube undertakes a number of CSR activities in larger interest of the community, especially in the area of health, education, women empowerment, and childcare and environment protection. In line with the regulatory expectations, we are putting in place a formal policy as a guide towards our social commitment going forward.

### **2. OBJECTIVES OF CSR POLICY –**

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 (“CSR”) within the meaning of section 135 of the Companies Act, 2013 read with Schedule VII of the Act and the CSR Policy Rules 2014. (“Rules”)

### **3. FOCUS AREAS –**

For purposes of focusing its CSR efforts in a continued and effective manner, the following areas have been identified:

- i) Provide health care facilities and Safe drinking water;
- ii) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled;
- iii) Ensuring environment sustainability, ecological balance and conservation of natural resources and maintaining quality of soil, air and water
- iv) Contribution to the 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;
- v) Rural Development Projects
- vi) Any other measures with the approval of Board of Directors on the recommendation of CSR Committee subject to the provisions of Section 135 of Companies Act, 2013 and rules made there-under.

### **4. RECOMMENDATION TO THE BOARD –**

The CSR Committee shall recommend to the Board of Directors, the CSR projects or programs which the Company plans to undertake specifying the modalities of execution of such projects or programs and implementation schedules for the same and also the monitoring process of such projects. Such activities shall not include the activities undertaken in pursuance of normal course of business of the Company.

#### **Encube Ethicals Pvt. Ltd.**

**Registered Office:** 803, B Wing, HDIL Kaledonia, Sahar Road, Andheri (E), Mumbai – 400069 – INDIA

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CIN: U24230MH1995PTC092485

## 5. CSR BUDGET -

The Board of Company shall ensure that in each financial year, the Company spends at least 2% of the average net profit made during the immediate three preceding financial years. The Company may collaborate or pool resources with other organizations or companies to undertake CSR activities. The CSR Committee shall recommend the annual budgeted expenditure project wise to the Board for its consideration and approval. Any income arising out of CSR projects or activities approved by the Board shall not form part of the business profit of the Company and shall only be allocated to future CSR projects or activities. The Company's CSR programs are identified and implemented according to the Board's approved CSR policy.

## 6. RESPONSIBILITIES OF THE BOARD OF DIRECTORS –

The Board of Directors of Encube Ethicals Private Limited will be responsible for:

- i) Approving the CSR policy after taking into account the recommendations made by the CSR Committee.
- ii) Ensuring that if the Company makes profits, then the Company shall in each financial year spend at least 2% of the average net profit before taxation made during the three immediate preceding financial years.
- iii) Ensuring that in every financial year, funds committed by the Company for CSR activities are utilized effectively and implementation is regularly monitored.
- iv) ensuring that the Company gives preference to the local areas around its operations for spending the amount earmarked for CSR projects
- v) ensuring that it specifies the reasons in its report for not spending the earmarked amount in case the Company fails to spend such amount.
- vi) Disclosing in its Report the Annual Report on CSR Activities undertaken by the Company. names of CSR Committee members and ensure annual reporting of its CSR activities on the Company website.
- vii) Ensuring that only the activities as included in CSR Policy of the Company are undertaken by the Company.

## 7. CSR COMMITTEE –

### A. Constitution:

The Committee will be established by Resolution of the Board of Directors of the Company (the "Board") and is to be known as the Corporate Social Responsibility (or CSR) Committee.

### B. Composition of the CSR committee:

- a) The CSR Committee shall consist of two or more Directors.
- b) The Board shall appoint a chairman of the CSR Committee (the "Chairman") who shall preside over the CSR Committee Meetings.
- c) The CSR Committee may invite any Director and the Company Secretary of the Company or any other person as they may deem fit to attend meetings of the CSR Committee when required notwithstanding that they are not members of the CSR

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Committee.

**The following is the Composition of the CSR Committee:**

Sr. No.	Name	Role in the Committee
1.	Mehul Madhusudan Shah	Chairman
2.	Madhusudan Nyalchand Shah	Director

**C. Responsibility of the CSR Committee:**

- i) formulate and recommend the CSR Policy to the Board for approval.
- ii) monitor the Policy from time to time and recommend changes to the board
- iii) recommend CSR projects, which are in line with the activities specified in Schedule VII, to be undertaken by the Company
- iv) recommend the amount of expenditure to be incurred on CSR project
- v) constitute a transparent monitoring mechanism for ensuring implementation of the CSR projects undertaken by the Company

**8. 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
- v) 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.

Mehul Shah



Managing Director

Encube Ethicals Pvt. Ltd.

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