

**CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY\***

**OF**

**EMMVEE PHOTOVOLTAIC POWER PRIVATE LIMITED**  
(“Solar Tower”, # 55, 6<sup>th</sup> Main, 11<sup>th</sup> Cross, Lakshmaiah Block,  
Ganganagar, Bengaluru - 560 024, India).

\*(This policy has been instituted based on the Corporate Social Responsibility (CSR) philosophy of Emmvee Photovoltaic Power Private Limited and provisions of Section 135 of the Companies Act, 2013, read with Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014. This policy will at all times be subject to the provisions of the aforesaid act and rules as amended from time to time).

## A. OVERVIEW AND CSR PHILOSOPHY

Emmvee Photovoltaic Power Private Limited ('Company/Emmvee') believes in a philosophy of adopting sustainable business practices which are beneficial to the stakeholders and the society. Through its corporate values, Emmvee constantly endeavors to actively contribute to the social and economic development of the communities in which it operates.

Company has always believed in giving back to the society and recognized its role and responsibility as a corporate citizen. Emmvee has social values ingrained into its culture and manner of working.

To further the Company's CSR (*as defined below*) philosophy, a formal policy on CSR is being formulated to align its practices with requirements of Companies Act, 2013 and the rules made there under.

## B. DEFINITIONS:

Act:	Companies Act, 1956 / Companies Act, 2013 (as applicable), as amended and modified from time to time;
Areas of Interest:	The areas of interest as identified by the Company for implementing CSR goals and shall include the areas specified in Clause (D) of this CSR Policy and shall include all CSR activities as defined under the Act and CSR Rules from time to time;
Board:	Board of Directors of the Company;
Company / Emmvee:	Emmvee Photovoltaic Power Private Limited;
CSR:	Corporate Social Responsibility;
CSR Committee:	The committee of the Board constituted to implement, supervise and manage the CSR initiatives of the Company in accordance with the CSR Policy of the Company and the provisions of the Act and CSR rules;
CSR Commitment for the year:	shall mean at least 2% of the average Net Profits of the Company made during the three immediately preceding financial years or such minimum contribution as prescribed under the Act read with the CSR Rules;
CSR Policy:	The CSR Policy of the Company (Emmvee Photovoltaic Power Private Limited) as amended from time to time;
CSR Rules:	The Companies (Corporate Social Responsibility) Rules, 2014, as amended and modified from time to time;
Net Profit:	shall have the meaning ascribed to it under the CSR Rules;





## C. CSR PROJECTS, PROGRAMMES AND ACTIVITIES:

The Company may undertake various CSR projects, programs and activities from time to time. The Company may also contribute towards any existing or ongoing CSR projects, programs and activities. Such projects, programs and activities will be undertaken keeping in mind the CSR philosophy of the Company and in alignment with the permissible activities under the Companies Act, 2013 and rules framed under (as amended from time to time). It shall be at the discretion of the Company to undertake, modify, implement and cancel CSR projects, programs and activities from time to time as it deems fit.

## D. AREAS OF INTEREST:

Without prejudice to the generality of the aforesaid, the Company may, subject to the provisions of the Act and the CSR Rules, (*either independently or in collaboration with other entities*) undertake one or more of the following activities under the ambit of CSR:

- (i) Eradicating hunger, poverty and malnutrition, promoting health care (including preventive health care and 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; day care centers and such other facilities and measures for reducing inequalities faced by socially and economically backward groups;
- (iv) Setting up of/contributing to old age homes, day care centers and such other facilities for the benefit of senior citizens/physically challenged.
- (v) Promoting/establishing/contributing to Hospitals and health care centers;
- (vi) Ensuring environmental sustainability, ecological balance, protection of flora and fauna and conservation of natural resources;
- (vii) Protection of national heritage, art and culture; setting up public libraries; promotion and development of traditional arts and handicrafts;
- (viii) 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;
- (ix) Contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (x) Rural development projects;
- (xi) To make donations, contributions to such other charitable entities engaged in undertaking activities covered under Schedule VII of the Companies Act 2013.
- (xii) Any other projects, programs and activities falling within the permissible activities prescribed under Companies Act, 2013, rules made there under, any circular/ notification/ guidelines/ clarifications issued there under.

## E. AREA OF IMPLEMENTATION

The Company shall carry out its CSR activities in the State of Karnataka and nearby states.



## F. MODE OF CARRYING OUT CSR ACTIVITIES:

Emmvee may carry out the CSR activities either on its own, or through a registered trust or registered society or through a company registered under Section 8 of the Companies Act, 2013 or through one or more of such modes in such manner as it deems fit. Company may also (subject to the approval of the CSR Committee of the Company) collaborate with other companies for undertaking projects, programs and activities in such manner as it deems fit.

## G. CSR COMMITTEE:

The Board of Directors of the Company shall constitute a committee called the "Corporate Social Responsibility Committee" ("**CSR Committee**") in accordance with the provisions of Companies Act, 2013 and rules made thereunder. The CSR Committee will consist of 3 or more directors or such other number of directors as the Board of Directors of the Company may determine from time to time. The Board of Directors may change the composition of the CSR Committee from time to time in such manner as it thinks fit. The present CSR Committee consists of the following members:

Name	Title	Role in the CSR Committee
Mr. D.V. Manjunatha	Managing Director	Chairman of the Committee
Mrs. Shubha. M	Director	Member of the Committee
Mr. Srinath. T	Director	Member of the Committee

Subject to provisions of Companies Act, 2013 and rules made there under, the CSR Committee may meet at such intervals, in such manner and may carry out its activities in such manner and function generally as per such guidelines as it deems fit.

The CSR Committee shall *inter alia* have the following roles, powers and responsibility:

- (i) Formulate and recommend the CSR Policy and any amendments therein to the Board of Directors of the Company;
- (ii) Develop and approve various CSR projects, programs and activities to be undertaken from time to time either directly by the Company or through other entities;
- (iii) Determine modalities of execution of such CSR projects, programs and activities;
- (iv) Undertake all necessary steps to implement the CSR activities;
- (v) Authorise and approve CSR expenditure from time to time subject to the limits approved by the Board of Directors;
- (vi) Determining the extent and manner of distribution of funds towards the various CSR projects undertaken by the Company;
- (vii) Monitor the CSR activities in such manner as it deems fit;






- (viii) Carry out all such acts, deeds, matters and things as may be required in connection with aforesaid matters and generally for any matter connected with the CSR policy of the Company; and
- (ix) To perform such functions as may be entrusted by the Board of Directors from time to time.

The Company shall implement the CSR Policy as per the implementation schedule approved by the Board of Directors of the Company, from time to time.

## **H. DECISIONS BY THE CSR COMMITTEE:**

- (i) The CSR Committee shall at all times act in a manner that is consistent with the provisions contained in this CSR Policy, the Act and CSR Rules.
- (ii) The CSR Committee shall endeavor to arrive at all decisions by a consensus of all Members. However, in the event the CSR Committee is unable to arrive at such a consensus, the decision of the Chairman of the CSR Committee shall be final.
- (iii) All minutes of meetings of the Committee shall be ratified by the Board.

## **I. CSR SPENDING:**

The Company may, in every financial year, spend such amounts on its CSR activities as the CSR Committee may authorise from time to time subject to the limits as approved by the Board of Directors.

Any surplus / profits arising out of CSR projects, programs and activities undertaken by the Company shall not form part of the business profits of the Company.

## **J. MONITORING PROCESS:**

CSR Committee shall monitor the implementation of various programs, projects and activities in such manner as it deems fit. CSR Committee shall also determine the manner of submission of information, reports, files, etc. by third parties as a part of the monitoring process. CSR Committee shall ensure that a transparent monitoring mechanism is put in place.

In the event the Company wishes to implement the CSR activities undertaken by it through a registered trust or society or through a company registered under section 8 of the Companies Act, 2013, a report on the progress made by such trust / society / company is to be submitted on a quarterly basis to the CSR Committee for its review and recommendations. The CSR Committee shall periodically report to the Board of Directors on the progress made by the Company in implementing the CSR activities undertaken by it.

Without prejudice to the generality of the contents of this policy, the Company may undertake CSR projects, programs and activities as permitted under the framework of Companies Act, 2013 from time to time (including any amendments, clarifications, circulars, notifications or other official communications from time to time). The Company may also carry out the purposes of this CSR policy in accordance with any amended position of law from time to time notwithstanding that such amended position is not reflected in this policy.



## K. REPORTING MECHANISM:

A copy of the CSR Policy shall be displayed on the website of the Company. The Company shall publish its annual report on CSR activities in its 'Directors Report' in the manner prescribed under the Companies Act 2013 and the CSR Rules.

For Emmvee Photovoltaic Power Private Limited

(Manjunatha. D.V)  
Managing Director

