

CORPORATE SOCIAL RESPONSIBILITY POLICY

RHC HOLDING PRIVATE LIMITED

Context

Pursuant to Section 135 of the Companies Act,2013 and Companies(Corporate Social Responsibility Policy)Rules,2014 ,every Company having net worth of Rs. 500 Crore or more or turnover of Rs. 1,000 Crore or more or net profit of Rs. 5 Crore or more shall constitute Corporate Social Responsibility Committee(CSR Committee) and the CSR Committee shall recommend and formulate policy.

The CSR Committee so constituted formulated policy on Corporate Social Responsibility (CSR Policy) and recommended the same to the Board of Directors of the Company('Board') for its approval.

The Board, at its meeting held on April 02,2014 approved and adopted the CSR Policy with immediate effect.

Objectives of the Policy

The 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 guidance for compliance with the provisions of Regulations to dedicate a percentage of Company's profits for social projects.
- Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting.
- Creating opportunities for employees to participate in socially responsible initiatives.

Definitions

1. "Act" means the Companies Act, 2013;
2. "Average Net Profit" means the profit calculated in accordance with the provisions of Section 198 of the Act.
3. "Company" means RHC Holding Private Limited.
4. "CSR Committee" means the Committee as constituted by the Board of Directors of the Company in compliance with Section 135 of the Act and rules made thereunder;

5. "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 following, 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:

Provided that net profit in respect of a financial year for which the relevant financial statements were prepared in accordance with the provisions of the Companies Act, 1956, shall not be required to be re-calculated in accordance with the provisions of the Act.

6. "Net worth" means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

7. "Rules" mean the Companies (Corporate Social Responsibility Policy) Rules, 2014.

8. "Turnover" means the aggregate value of the realization of amount made from the sale, supply or distribution of goods or or on account of services rendered, or both, by the Company during a financial year.

Words and expressions used and not defined hereinabove but defined the Act and / or Rules shall have the same meanings respective assigned to them in the Act and / or Rules, as the case may be.

CSR Committee

The Corporate Social Responsibility (CSR) Committee of the Board, comprises of Mr. Malvinder Mohan Singh, Mr. Shivinder Mohan Singh and Mrs. Aditi Shivinder Singh. The Committee, as mandated under Section 135 (3) of the Companies Act, 2013, shall (a) formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII; (b) recommend the amount of expenditure to be incurred on the activities referred to in Section (a); and (c) monitor the Corporate Social Responsibility Policy of the Company from time to time.

CSR Activities

The policy recognizes that Corporate Social Responsibility is not merely a compliance ,it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the focus areas as notified under Section 135 of the Companies Act,2013 and Companies(Corporate Social Responsibility Policy)Rules,2014.

Core Focus Areas

The Company has adopted the following core areas for its CSR initiatives, all of which are culled from the activities spelt out under Schedule VII of the Companies Act 2013:

- (i) Promoting Healthcare (including preventive healthcare and sanitation) and Poverty Eradication
- (ii) Promoting Education(including specialized and employment oriented vocational skills) and Livelihood enhancement projects
- (iii) Promoting Gender Equality and Socio-economic Empowerment
- (iv) Ensuring Environmental Sustainability
- (v) Welfare measures for Armed Forces Veterans and their Dependents
- (vi) Contribution to Central Government Relief and Welfare Funds (as admissible under the Act)
- (vii) Contribution/Funding to GOI approved Technology Incubators
- (viii) Rural Development Projects

The focus of the Company's CSR interventions will largely be in the areas of healthcare, education of downtrodden including girl child, sustainability & climate change and rural development through adoption of some villages and such other areas as Committee may decide.

Other Interventions

The Company's employees will be encouraged to engage in Corporate Social Responsibility Activities undertaken by the Company. It may be mentioned that, the activities, which benefit only the employees and their families, shall not be considered as CSR activities.

Annual Budget for undertaking Company's CSR Activities

As set out in the Companies Act 2013, the Company shall allocate a Budget for CSR initiatives for each financial year equivalent to 2% of its average net profits made during the last three financial years.

The surplus arising out of the CSR projects or programs or activities and shall not form part of the business profit of the Company.

Implementation of CSR programs

In order to implement the approved CSR projects, the Company may involve specialized agencies, which could include NGOs, Trusts, Self-Help Groups, Govt./ Semi- Govt./ Autonomous Organisations, Professional Consultancy Organisations, Registered Voluntary Organisations, or any other appropriate agency/ authorities.

The Company shall explore the possibility of collaboration with similar corporate organizations/companies for undertaking CSR projects, programs or activities in such a manner that the CSR Committees of respective companies are in a position to report separately on such projects or programs or activities.

Monitoring, Assessment & Reporting Mechanism

The CSR Committee of the Board shall institute a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company. A time frame shall be fixed for all CSR projects/ activities for their timely completion with suitable milestones. The Company shall monitor the project's progress (including impact assessment/ evaluation) either directly or through professional institutions/ independent research institutions / other outside agencies.

Reporting of CSR Initiatives

CSR Committee of the Board or its delegated authority will periodically consider the progress report on the various CSR initiatives taken up by the Company. Details of the CSR activities undertaken by the Company and amounts spent along with reasons for spends below budgeted levels, if any, shall also be reported in the Company's Annual Report under Directors' Report and displayed on the website.