

CORPORATE SOCIAL RESPONSIBILITY POLICY

OF

GRB DAIRY FOODS PRIVATE LIMITED

(Revised to include the latest amendments to CSR Rules)



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CSR POLICY

INTRODUCTION AND BACKGROUND

1.1 Section 135 of the Companies Act, 2013 impose statutory responsibility on Companies with annual turnover of Rs.1,000 crore and more or net worth of Rs.500 crore and more or net profit of Rs.5crore and more to undertake Corporate Social Responsibility activities as enumerated under Schedule VII of Companies Act 2013 which otherwise popularly known as CSR activities.

1.2. By promulgation of Section 135, every Company which comes under any of the above mentioned criteria in any of the financial year has to constitute a separate committee known as CSR Committee consisting of their board members, including at least one independent director to implement and monitor the CSR activities of the Company.

1.3. GRB Dairy Foods Pvt Ltd, here after referred to as GRBDFPL, recognizes that its business activities have wide impact on the societies in which it operates, and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations.

1.4. GRBDFPL endeavours to make CSR an important agenda and is committed to its stakeholders to conduct its business in an accountable manner that creates a sustained positive impact on society.

1.5. GRBDFPL being a Company satisfying the threshold as stipulated under Section 135 of the Companies Act, 2013 is committed to establish the CSR Committee and formulate a CSR policy for the Company.

POLICY OBJECTIVES

The objectives of this policy are –

- Devising meaningful and effective strategies for carrying out CSR activities and engaging with all stakeholders towards implementation and monitoring
- Make sustainable contributions to communities.
- Identify socio-economic opportunities to perform CSR activities
- Focus on social welfare activities as envisaged in Schedule VII of Companies Act 2013.



SCOPE OF THE POLICY

- This Policy will focus on constitution of CSR Committee, roles and responsibilities of CSR Committee, CSR activities to be undertaken and allocation of funds for carrying out such CSR activities, Implementation and monitoring the execution of CSR activities for the Company.
- The Policy shall apply to all CSR projects/programmes undertaken by the company in India as per Schedule VII of the Act.

CSR COMMITTEE

The CSR Committee of GRBDFPL shall comprises of three Directors.

The current composition of the CSR Committee is as follows.

- a) Mr.G.R.Balasubramaniam - Managing Director
- b) Mr.B.Dhanraj. - Executive Director
- c) Mr.B.Balakarthik - Director

The CSR committee of GRBDFPL will be responsible for:

- Formulating the CSR policy in compliance to Section 135 of the Companies Act 2013
- Identifying activities to be undertaken as per Schedule VII of the Companies Act 2013.
- Recommending to Board the CSR expenditure to be incurred.
- Recommending to Board, modifications to the CSR policy as and when required
- Regularly monitoring the implementation of the CSR policy

CSR BUDGET

CSR Committee will recommend every year, the annual budgeted expenditure to the Board of Directors for its consideration and approval which shall not be less than 2% of the average net profits of the Company made during the three immediately preceding financial years.

CSR ACTIVITIES

The CSR Committee shall recommend to the Board of GRBDFPL to implement its CSR activities covering any of the areas as detailed below in accordance with Schedule VII of Companies Act, 2013.



- Eradicating hunger, poverty and malnutrition, promoting preventive health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh setup by the Central Government for the promotion of sanitation and making available safe drinking water
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects
- 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
- 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 setup by the Central Government for rejuvenation of river Ganga.
- 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 and handicrafts
- Measures for the benefit of armed forces veterans, war widows and their dependents
- Training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports
- 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
- Contribution to incubators funded by Central Government or State Government or any agency or Public Sector Undertakings of Central Government or State Government and contributions to Public funded Universities, Indian Institute of Technology (IITs), National Laboratories and Autonomous Bodies (established under the auspices of Indian Council of Agricultural Research (ICAR), Indian Council of Medical Research (ICMR), Council of Scientific and Industrial Research (CSIR), Department of Atomic Energy (DAE), Defence Research and Development Organisation (DRDO), Department of Biotechnology (DBT), Department of Science and Technology (DST), Ministry of Electronics and Information Technology engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs)
- Rural development projects.



- Slum area development
Explanation – 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.
- Disaster Management including relief, rehabilitation and reconstruction activities

IMPLEMENTATION

The Board of GBDFPL shall, based on the recommendations from the CSR Committee shall implement any of the activities as mentioned under Schedule VII of the Companies Act, 2013 through any of the following ways :-

- Direct implementation by GRB DAIRY FOODS PRIVATE LIMITED
- Implementation through a trust/foundation/society set up by the Company;
- Implementation through partners such as NGOs, registered societies, trust(s) etc.
- The Company may enter into **partnerships** with like-minded stakeholders, selected through a comprehensive **due diligence** process.

BOARD RESPONSIBILITIES ON CSR

The Board of GRBDFPL will be responsible for:

- Approving the CSR policy as formulated by the CSR Committee
- Ensuring that in each financial year the Company spends at least 2% of the average net profit excluding profits arising from overseas branches made during the three immediate preceding financial years.
- Ensuring that every financial year funds committed by the Company for CSR activities are utilized effectively and regularly monitoring implementation.
- Disclosing in its Annual Report the names of CSR Committee members, the content of the CSR policy and ensure annual reporting of its CSR activities on the Company website.
- Ensuring annual reporting of CSR policy to the Ministry of Corporate Affairs, Government of India, as per the prescribed format.



MONITORING AND EVALUATION OF PROJECTS:

A robust monitoring and evaluation system will be put in place. The monitoring and reporting mechanism is divided into three distinct areas:

- Program Monitoring
- Evaluation
- Reporting and Documentation

Programme Monitoring:

I. Programme monitoring mechanism will ensure:

- The CSR policy is implemented as per the Act and the Rules.
- The CSR policy is implemented ensuring that all projects/programmes as budgeted are duly carried out

II. CSR spends will be closely monitored and funds shall be released against verified utilizations as per the approved work plans.

III. CSR spends will be audited in an accountable and transparent manner.

IV. Quarterly review by the CSR committee and six monthly review by the Board.

Evaluation

I. A MIS monitoring mechanism will be put in place.

II. There shall be clarity about the scope of the programme and the need before evaluations are undertaken.

Documentation and Reporting

The CSR Committee will prepare the annual CSR report to be filed by the Company on approval of the Board. This report will ensure:

- CSR projects and programmes are being properly documented.
- The Accountability is fixed at each level of CSR process and implementation.

CONCLUSION

Our Board of Directors, our Management and all of our employees subscribe to this policy with compassionate care. We believe and act on an ethos of

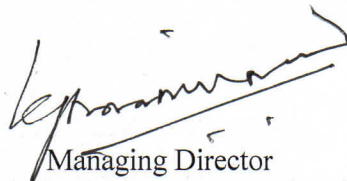


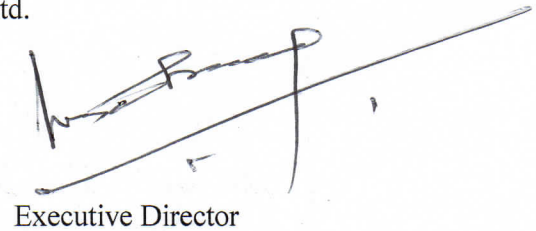
generosity and compassion, characterized by a willingness to build a society that works for everyone. This is the cornerstone of our CSR policy.

//Certified True Copy//

For GRB Dairy Foods Pvt Ltd.




Managing Director


Executive Director

GRB DAIRY FOODS PRIVATE LIMITED

CIN No. U15201TZ2001PTC009698

Registered Office

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E.mail: factory@grbdairyfood.com, admin-ghee@grbdairyfood.com, Web: www.grbdairyfood.com

EXTRACT FROM THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON 20.06.2014 AT THE REGISTERED OFFICE OF THE COMPANY AT 10.00 A.M.

Item No.5

The Chairman mentioned that as per the provisions of Section 135 of the Companies Act 2013, every company having Networth of Rs.500 Crore or more or Turnover of Rs.1000 Crore or more or having Net Profit of Rs.5 Crores or more during any financial Year is required to form A Corporate Social Responsibility (CSR) Committee, frame CSR Policies and spend 2% of the average net profits for CSR activities. The Board is also expected to report this matter in the Directors' Report. He further said that our company would fall under CSR Compliance requirement due to fact that the net profit exceeds Rs. 5 crores. After some discussion, the following resolutions were unanimously passed by the Directors present.

“RESOLVED THAT pursuant to the provision of Section 135(1) of the Companies Act 2013, a Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company be and is hereby constituted comprising of the following members of the Board of Directors of the Company as members of CSR Committee.

1. Gopal Ramaswamy Balasubramaniam – Chairman
2. Mr.Balasubramaniam Dhanraj – Director
3. Mr.Balasubramaniam Balakarthik – Director

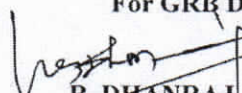
RESOLVED FURTHER THAT the terms of reference and functions of the said CSR Committee shall, inter-alia, include the following:-

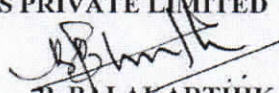
- a. To formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013.
- b. To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company in line with the CSR policy framed.
- c. To monitor the CSR Policy of the Company from time to time.
- d. Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

RESOLVED FURTHER THAT the quorum for the CSR Committee Meeting shall be atleast two members.

/CERTIFIED TRUE COPY/

For GRB DAIRY FOODS PRIVATE LIMITED


B. DHANRAJ
DIRECTOR
(DIN: 01760827)


B. BALAKARTHIK
DIRECTOR
(DIN:03257131)

GRB Dairy Foods Pvt Ltd., Hosur.

CSR Committee for the FY 2019-20 and 2020-21.

| Sl. No. | Name | DIN No. | Category |
|---------|----------------------|----------|--------------------|
| 1 | G.R. Balasubramaniam | 00407780 | Managing Director |
| 2 | B.Dhanraj | 01760827 | Executive Director |
| 3 | B.Balakarthik | 03257131 | Director. |

GRB Dairy Foods Pvt Ltd., Hosur.

Details of CSR Projects approved by the Board for the financial year 2020-21.

| 1 | 2 | 3 | 4 | 5 | | 6 | 7 |
|------|--|---|---------------------|-------------------------|--------------|--------------------------------|------------------------|
| S.No | Item from the list of activities in schedule VII | Name of the Project | Local Area (Yes/No) | Location of the Project | | Tentative value of the Project | Mode of Implementation |
| | | | | STATE | DISTRICT | Rs. | |
| 1 | (ii) | Promotion of Education including special education. | YES | TAMIL NADU / KARANATAKA | - | 1,800,000 | Direct by the Company |
| 2 | (i) | Promoting health care and preventive health care measures | YES | TAMIL NADU / KARANATAKA | - | 850,000 | Direct by the Company |
| 3 | (i)&(ix) | Contribution to Covid Relief Fund | YES | TAMIL NADU / KARANATAKA | - | 350,000 | Direct by the Company |
| 4 | (i)&(ix) | Towards COVID-19 related activities | YES | TAMIL NADU / KARANATAKA | - | 2,000,000 | Direct by the Company |
| | | | | | TOTAL | 5,000,000 | |

EDUCATION ASSISTANCE UNDER GRB CSR POLICY
ORIGINAL POLICY OF 01.04.2021 (Revised)

One of the main activities GRB CSR Policy is promoting education, including special education and employment enhancing etc in within the permitted CSR activities specified in schedule VII of CSR Policy and Rules and Regulation of the Government of India as amended from time to time.

Under this policy it is proposed to extend educational assistance to poor students for studying in School level including skill development facilitations like drawings and paintings, handwriting exercises clay modellings and College level every year and to provide infrastructure facilities to small schools such as construction of toilet facilities, construction of compound wall, providing Computer, Printer, Projectors etc., Providing RO Drinking water facility, providing Electric Incinerator and Sanitary Napkin Pad Machine for the use of Girls Students and such other facilities required by schools for the benefit of the student community.

- A. In order to get eligibility for Educational Assistance by students under this policy the following criteria are fixed.
1. Student should be from a financially poor family who is not in a position to afford and pay Education Fees etc
 2. Educational Assistance is restricted to School or College Fees, Cost of Books. Educational Apparatus like calculator Computer, Lab equipment etc..
 3. For Education Fees a demand from the Institution should be furnished against which Fee shall be directly remitted to the concerned Institution in exceptional cases on submitting proof for payment of Educational Fees the same shall be reimbursed to the student.
 4. After payment of Fees the copy of the receipt from the concerned institution should be furnished to GRB.
 5. In order to avail Educational Assistance under this policy request letter from individual student and parent. Explaining that financial status along with address proof and Id proof is to be furnished.
 6. A reference letter from the person who is recommending for Education Assistance is to be attached.
 7. The student should furnish a copy of the educational proof for qualifying course for the proposed class.
 8. The CSR Committee shall conduct verification of the individual applications on case to case basis and if convinced approve the application (yes) for necessary implementations payment etc

Contd.,,2/-

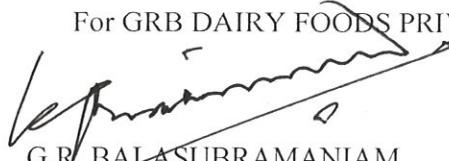
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- B. Regarding Infrastructure Assistance to Small schools, the following procedures are to be followed.
1. A request letter from the school duly signed by the head of the institution in their Letter Head explaining the requirements and the need for the requirement is to be submitted to the company
 2. The location of the school may be anywhere in Tamilnadu and Karnataka.
 3. Wherever possible detailed drawings, specification(s) Budgetary estimate and timeline period to be submitted along with the proposals.
 4. If all details and documents are not available stated in 3 above, GRB CSR Committee shall organize the same as per the CSR Policies of the Company.
 5. Any statutory compliances required for infrastructure development shall be complied with by the School authorities before starting the work.
 6. The work shall be executed directly by GRB or its Authorised agents. There will be no reimbursement of cost incurred by the Schools.
 7. There shall be a periodical work progress report made available to the CSR Committee as well as the Board of the company for their evaluation and further follow up process
 8. On completion of work / on receipt of materials, a certificate from the school authorities in their letter head is to be obtained for the work having been completed satisfactorily and taken over by them.

Every year budget proposal is to be got approved by Board under this policy as recommended by CSR Committee. Any excess requirement over the approved budget shall be got ratification from the subsequent Board Meeting.

The total expenses incurred under this Policy shall be placed before the Board at the end each quarter for their approval..

For GRB DAIRY FOODS PRIVATE LTD., CSR Committee



G.R. BALASUBRAMANIAM
MANAGING DIRECTOR
(DIN 00407780)



B. DHANRAJ
DIRECTOR
(DIN 01760827)

Place: HOSUR,
Date: 01.04.2022.