

RNFI SERVICES LIMITED

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

❖ **Introduction**

RNFI Services Limited (the “Company”) has formulated and adopted this Corporate Social Responsibility Policy (the “Policy”) pursuant to the requirements of Section 135 read with Schedule VII of the Companies Act, 2013 (“the Act”) and Companies (Corporate Social Responsibility Policy) Rules 2014 (“CSR Rules”), at its Board meeting held on February 02, 2024 and thereafter amended from time to time.

❖ **Guiding Principles/Philosophy**

The Company shall conduct its CSR activities in accordance with Schedule VII of the Companies Act, 2013 and as approved by the CSR Committee of the Company from time to time. These activities will in turn focus on established need, sustainability and focused outcomes of the chosen sectoral themes.

❖ **Constitution of the CSR Committee**

The CSR Committee shall consist of three or more directors, out of which at least one director shall be an independent director.

The composition of the CSR Committee and the detailed terms of reference are available on the website of the Company at www.rnfiservices.com

❖ **Scope of the CSR Committee**

The CSR Committee will play the following role in fulfilling the Company’s CSR objectives:

- Review and recommend the CSR Policy to the Board of Directors;
- Recommend the amount of annual expenditure to be incurred on the CSR activities;
- Formulate the annual action plan for each financial year and recommend the same to the Board;
- Review and recommend to the Board, certain CSR projects/programmes as ongoing projects in accordance with the Act and the CSR Rules;
- Review the impact assessment reports of CSR projects, whenever applicable as per the Act and CSR Rules;
- Annually report to the Board, the status of the CSR activities and contributions made by the Company.
- To discharge any other function as may be delegated to it by the Board and falling under the purview of the Company’s CSR Policy.

The CSR Committee shall do all such acts, deeds, matters and things to ensure compliance with applicable provisions relating to CSR and the CSR policy as amended, from time to time.

The overall execution of the Policy and day-to-day administration will be the responsibility of the CSR team as may be designated by the CSR Committee, working under the guidance of the CSR Committee to ensure that the CSR initiatives are in line with this Policy.

❖ **Annual Action Plan**

The CSR Committee shall formulate the annual action plan for each financial year and recommend the same to the Board.

The annual action plan shall include the following:

- List of CSR projects;
- Manner of execution of CSR projects;
- Modalities of utilisation of funds and implementation schedules for CSR projects;
- Monitoring and reporting mechanism for CSR projects;
- Details of need and impact assessment for CSR projects, as may be applicable.

An update on the status of compliance with the annual action plan shall be provided to the Board of Directors on a periodic basis, and may be modified accordingly.

❖ **Implementation of CSR Policy**

1. The CSR projects will be implemented at local/regional/national level after the proposals have been cleared through three stage clearance process i.e.
 - CSR team - initial proposal for any CSR activity to be presented to the CSR Committee by CSR team.
 - CSR Committee - recommendation to the Board of Directors of viable projects.
 - Board of Directors - final go-ahead & ensuring implementation of the approved CSR project.
2. The CSR contribution would be for a project as identified by the Company, either for a single financial year or as an ongoing project for multiple years not exceeding three years excluding the financial year in which it was commenced, depending on the scale and needs of the project.
3. The CSR initiatives will be implemented in any of the following ways:
 - Directly; or
 - Through other Foundations, Trusts, Societies, Section 8 companies or other forms of entities as covered under Rule 4 of the CSR Rules.

4. The Board of Directors of the Company shall satisfy itself that the funds disbursed on account of CSR have been utilised for the purposes and in the manner as approved by it. The Chief Financial Officer or the person responsible for financial management shall certify to that effect.

❖ **Funds Allocation of RSL CSR CORPUS**

The Company's CSR Corpus-“RSL-CSR Corpus” for a given financial year (FY) would include:

1. at least 2% of the average Net Profit of preceding three financial years and;
2. any surplus arising out of the CSR activities.

The budget for the administrative activities of the CSR Committee and the CSR team shall not exceed 5% of the total CSR expenditure during a year.

❖ **CSR THEMES:**

The Company proposes to implement its CSR activities in some/all of the following areas as stated under Schedule VII of the Companies Act, 2013 (including all statutory re-enactments/amendments or modifications thereto, from time to time).

❖ **Monitoring of CSR Activities**

The CSR activities of the Company will be duly monitored by the CSR Committee in such manner as it deems fit. The monitoring process adopted by the Committee may include obtaining reports including progress and utilization reports, obtaining feedback from the beneficiaries, field visits, review calls, pictures or videos of project sites, undertaking third party audits on a sample basis, etc. The CSR Committee shall also determine the manner of submission of information, reports, files, etc. by third parties as a part of the monitoring process. In case of ongoing project, the Committee shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

An update on the same shall be provided to the Board of Directors on a periodic basis.

The CSR Committee shall meet at such regular intervals as may be required.

❖ **Impact Assessment of the CSR Policy:**

The Impact Assessment of the CSR Policy will be done by the CSR Committee or the Board of Directors whenever applicable from time to time.

❖ **Amendments to the Policy:**

The Board shall have the power to clarify any doubts or rectify any anomalies that may exist in connection with the effective execution of this Policy. The Board reserves the right to amend this Policy from time to time based on changing requirements of any law or the Act. In the event of any conflict between the provisions of this Policy and any law or the Act, such law or the Act shall prevail.

In case of any change in the CSR provisions under the Act and / or the CSR Rules or notified through any separate notification or circular or clarification or guidance note, implementation of this CSR Policy and incurring of the CSR expenditure may be made based on the amended provisions even if the same is / are contrary to this CSR Policy and without immediate need to amend the same.

❖ **Disclosure of the Policy**

The Company shall disclose this Policy on its website. The necessary disclosure, if any, about the policy will also be made as per the requirements of the Act.