



**CORPORATE SOCIAL RESPONSIBILITY**  
**POLICY OF**  
**WADHAWAN GLOBAL CAPITAL LIMITED**

## 1. Definitions

- 1.1 **Act** means Companies Act, 2013 and rules made thereunder, as amended and modified from time to time;
- 1.2 **Board** shall mean to include the Board of Directors of the Company, as constituted from time to time.
- 1.3 **Company** means Wadhawan Global Capital Limited or WGCL.
- 1.4 **Corporate Social Responsibility (CSR)** means and includes but is not limited to:
- (i) Projects or programs relating to activities specified in Schedule VII to the Act or
  - (ii) Projects or programs relating to activities undertaken by the board of directors of a Company in pursuance of the recommendations of the CSR Committee of the Board as per declared CSR Policy of the company subject to the condition that such policy will cover subjects enumerated in Schedule VII of the Act.
- 1.5 **CSR Committee** shall mean the committee of the Board constituted in accordance with the provisions of section 135 of the Companies Act, 2013 and applicable rules.
- 1.6 **CSR Policy** relates to the activities to be undertaken by the company as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a company.
- 1.7 **CSR Rules** means the Companies (Corporate Social Responsibility) Rules, 2014, as amended and modified from time to time;
- 1.8 **Net profit** means the net profit of a 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 the financial year for which the relevant financial statements were prepared in accordance with the provisions of the Companies Act, 1956 (1 of 1956) shall not be required to be re- calculated in accordance with the provisions of the Act.

Provided further that in case of foreign Company covered under these rules, net profit means the net profit of such Company as per profit and loss account prepared in terms of clause (a) of sub section of section 381 read with Section 198 of the Act.

*Words and expressions used and not defined in this policy shall have the same meaning respectively assigned to them in the Act or in CSR Rules.*

## **2. PURPOSE**

This Policy lays down the principles and mechanism for undertaking various CSR program/activities in accordance with section 135 of the Companies Act, 2013 and CSR Rules for the community at large.

## **3. CSR COMMITTEE**

### **3.1 Composition**

The CSR Committee of the Company to comprise of minimum two Directors.

### **3.2 Terms of Reference**

- Formulate and recommend the CSR Policy for approval of the Board.
- Recommend CSR projects/activities , which are in line with the activities specified in Schedule VII of the Act, to be undertaken by the Company for approval of the Board.
- Recommend the amount of expenditure to be incurred on CSR projects /activities for approval of the Board.
- Review and monitor the Policy from time to time and recommend changes to the Board for approval.
- To form and delegate authority to any sub-committee or employee(s) of the Company or one or more members of the committee.

## **4. CSR POLICY**

4.1 CSR programs/activities undertaken by the Company shall exclude such activities undertaken in pursuance of its normal course of business.

4.2 Subject to the provisions of sub-section (5) of section 135 of the Act, the CSR projects or programs/ activities undertaken in India only, shall amount to CSR expenditure.

4.3 The Board of a company may decide to undertake its CSR activities approved by the CSR Committee, through a registered trust or a registered society or a company established under Section 8 of the Act by the company, either singly or alongwith its holding or subsidiary or associate company, or alongwith any other company or holding or subsidiary or associate company of such other company, or otherwise.

Provided that-

- i) if such trust, society or company is not established by the company either singly or alongwith its holding or subsidiary or associate company, or alongwith any other company or holding or subsidiary or associate company of such other company, it shall have an established track record of three years in undertaking similar programs and projects.
- ii) the company has specified the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.

4.4 A Company may also collaborate with other companies for undertaking projects or programs or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programs in accordance with the CSR rules.

4.5 The Company shall undertake CSR activities in one or more areas of promoting education including special education and employment enhancing vocational skills especially among children, women and differently abled and livelihood enhancement projects, eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and

sanitation and skill development including empowering women, setting up homes and hostels for women and orphans, day care centres and other facilities and measures for reducing inequalities faced by socially and economically backward groups. The Company may also undertake any specific Programs/projects/activities as may be identified by the CSR Committee which are in line with the requirements prescribed under the Companies Act, 2013

## **5. DISCLOSURE**

5.1 The Company shall include in its Annual Report the disclosures as prescribed under the Companies Act, 2013 and the rules as amended from time to time

## **6. WEBSITE**

The CSR Policy as approved by the Board of Directors of the Company must be hosted on the Company's website i.e. [www.wgcworld.com](http://www.wgcworld.com).

## **7. POLICY REVIEW**

The Board may review the CSR policy and make necessary amendments, as and when required.