

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

TITLE AND APPLICABILITY

TVCH Distribution Services Private Limited ("The Company") has developed its Corporate Social Responsibility Policy ('Policy') in accordance with Section 135 of the Companies Act, 2013, as amended from time to time ('the Act') and the rules made thereunder. The Policy shall apply to all Corporate Social Responsibility ('CSR') programmes and activities of the Company in the areas and subjects pursuant to Schedule VII of the Companies Act, 2013.

VISION

Through appropriate measures, actively contribute to the social and economic development of the community.

VALIDITY OF POLICY

The Policy shall hold valid until the Company ceases to be a company covered under sub-section (1) of Section 135 of the Act. The Board of Directors may amend the CSR policy as may be required, from time to time.

PROJECTS

The Company has identified the following CSR Programmes in line with the Schedule VII to the Companies Act, 2013, ("the Act"). The Company may undertake any activities specified hereunder based on comprehensive need assessment surveys of its stakeholders.: -

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation [including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.
2. Supplementary education for the underprivileged children; Educational scholarship for the children/youth of lower income group, financial assistance to educational institutions to create awareness about science, sports etc. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
3. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water.
4. 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 art and handicrafts.

5. Measures for the benefit of armed forces veterans, war widows and their dependents, [Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows].
6. Training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports.
7. Contribution to Prime Minister's Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women.
8. Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government.
9. Grants to NGO's, Trusts, Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organization (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs);
10. Rural development projects;
11. Slum area development. 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; and.
12. Disaster management, including relief, rehabilitation and reconstruction activities.

RESOURCES

1. The Company will provide 2% on its average of three consecutive years' net profit for every year to undertake approved CSR activities.
2. The Company may, on its own, do specified CSR activities directly or in association with other companies/trusts created for the purpose.
3. Unutilized CSR fund for allocated projects will be used as corpus fund for the respective projects or use for other CSR projects as per the direction and approval of the Board of Directors in line with the CSR Policy of the Company.

4. If the Company fails to spend the allocated CSR amount, the Board shall in its report made under clause(o) of sub-section (3) of section 134 of the Companies Act, 2013, specify the reasons for not spending the amount.

BOARD OF DIRECTORS

1. The Board of Directors shall perform the following Role with respect to Administration of CSR activities of the Company carried out in accordance with this policy as under:
2. To approve the CSR Policy and the CSR Expenditure after taking into consideration the recommendations made by the CSR committee.
3. Ensure the CSR spending every financial year of at least 2% of average net profits made during immediately preceding three financial years, in pursuance with the Policy.
4. Ensure disclosure of the contents of the CSR Policy on the Company website.
5. Preparation of annual report on the CSR activities in the prescribed format as per the Companies Act, 2013.

CSR COMMITTEE

The CSR Committee as constituted will be responsible for identification and implementation of CSR activities of the Company. CSR Committee will be responsible for:

1. Formulate and update CSR policy of the Company and place the same before the Board for approval.
2. Formulate and recommend to the Board an Annual Action Plan covering following that are in line with the CSR Policy of the Company:
 - a. The list of CSR activities, projects or programmes that are approved to be undertaken in the area of Schedule VII
 - b. Manner of the execution of such projects
 - c. Modalities of utilization of funds and implementation of the schedule for the projects
 - d. Monitoring and reporting mechanism for the projects or programmes; and
 - e. Details of need and impact assessment, if any, for the project undertaken by the Company.
3. Recommend the amount of CSR expenditure to be incurred on the activities referred in clause (2) for approval of the Board.
4. Put monitoring mechanisms in place to track the progress of each project.

5. Undertake such other duties and responsibilities as specified under the Act and the CSR Rules.

MONITORING AND REPORTING FRAMEWORK

A: Project monitoring

1. The Company will institute a well-defined monitoring and evaluation mechanism to ensure that each social project is progressing as per the agreed timelines, has clear objectives developed out of the societal needs, is achieving the desired impact, is efficient and effective and to address the challenges faced (if any).
2. A progress monitoring and reporting framework shall be instituted by the company that is aligned with the requirements of Section 135 of the Companies Act and the CSR Rules.
3. The Company may use services of expert agencies, consultancy firms etc. for monitoring and evaluation of CSR projects.

B: Reporting framework

1. The CSR Committee will monitor progress on CSR projects and CSR spend and report to the Board at the end of the year or earlier, if needed.
2. The Company will report CSR performance in its Annual Report as per the structure and format prescribed in the notified CSR Rules.
3. The company's engagement in this domain shall also be disseminated on its website and in-house journals, as and when deemed fit.
