

**ITALICA GRANITO PRIVATE LIMITED**  
(Formally known as Ikaa Granito Private Limited)

**italica**  
INNOVATING TRENDS

**:: CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY ::**

**-: PREAMBLE :-**

*Corporate Social Responsibility (CSR) is fundamentally a philosophy or a vision about the relationship of business and Society. The emerging concept of CSR goes beyond charity and requires the Company to act beyond its legal obligations and to integrate social, environmental and ethical concerns into Company's business process.*

*We, Italica Granito Private Limited, believe that our business is built around strong social relevance of inclusive growth by supporting the common man in meeting their financial needs. We equally believe that creation of large societal capital is as important as wealth creation for our share holders. As a responsible human organization, we are committed towards the above objective and are keen on developing a sustainable business model to ensure and activate our future growth drivers. We have been contributing to the societal wealth creation for the last several years irrespective of any regulatory compulsions as a realization of our above belief. In line with the regulatory expectations, we are putting in place a formal policy as a guide towards our social commitment going forward. It is recognized that integrating social, environmental and ethical responsibilities into the governance of businesses ensures the long term success, competitiveness and sustainability. Further, CSR makes a business sense as companies with effective CSR, have image of socially responsible companies, achieve sustainable growth in their operations in the long run and their products and services are preferred by the customers.*

*Pursuant to Section 135 of the Companies Act, 2013 and the rules made there under, which is effective from 1st April 2014, every Company which meets the criteria as mentioned in the said Section shall constitute a CSR Committee of the Board for implementation of CSR projects or programs or activities undertaken by the Company.*

*The terms, rules and regulations mentioned in this policy are as per the Companies Act, 2013 and rules made there under.*

This Policy shall be effective from 05<sup>th</sup> August, 2021

## **2. TITLE & APPLICABILITY:**

This policy encompasses the Company's philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for understanding socially useful programmes for welfare & sustainable development of the community at large is titled as the 'IGPL CSR Policy'

This policy is in compliance of section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the Rules).

This policy shall be effective from the date of its adoption and approval of by the Board of Directors of **Italica Granito Private Limited**.

## **3. DEFINITION AND INTERPRETATION:**

The words and expressions used in this Policy are defined as under –

- (a) **"Act"** means the Companies Act, 2013.
- (b) **"Annexure"** means Annexure appended to this Policy.
- (c) **"Board"** means Board of Directors of the Company.
- (d) **"Company"** or "Italica Granito Private Limited".
- (e) **"CSR Committee"** means the Corporate Social Responsibility Committee of the Board of Directors of the Company referred to in section 135 of the Act.
- (f) **"Corporate Social Responsibility (CSR)"** means the responsibility of the Company to undertake the projects and programmes relating to the activities covered under the subjects enumerated in Schedule VII of the Act and approved by the Board in pursuance of recommendations of the CSR Committee.
- (g) **"CSR Activities"** means the activities of the Company as per this Policy and restructured time to time.
- (h) **"CSR Rules"** means the Companies (Corporate Social Responsibility Policy) Rules, 2014 notified by the Government of India, Ministry of Corporate Affairs and any amendments made thereof from time to time.

The words and expressions used and not defined in this Policy shall have the same meanings respectively assigned to them in the Act or CSR Rules.

**4. CSR VISION STATEMENT AND GUIDING PRINCIPLES:**

The Company shall carry out its CSR activities through a public charitable Trust that may be created by the Company or through other Registered Trust, Society or Section 8 Company or in collaboration with other organizations and further Company through its CSR initiatives is committed towards building a sustainable enterprise for the benefit of its present and future generations of stakeholders and will continue to enhance value creation in the society and in the community in which it operates as a Socially Responsible Corporate.

**5. RESOURCES, FUNDING & ALLOCATION & MODE OF IMPLEMENTATION:**

5.1 For achieving its CSR objectives through implementation of meaningful & sustainable CSR programmes, Italica Granito Private Limited shall endeavor to allocate the following as its Annual CSR Corpus: 2% of average net profits made during the three immediately preceding financial years, as prescribed under the Companies Act, 2013 and the Rules;

Any income arising there from; and Surplus arising out of CSR activities.

It is clarified that surplus arising out of CSR projects/ programs shall not form part of business profits of the Company.

5.2 CSR programs, projects or activities, will be implemented through one or more of the following:

a) Methods:

Directly by the Company;

Through any Public Charitable Trust that may be created by the Company with the noble object of fulfilling its Corporate Social Responsibility; Any other Registered Trust, Society or Section 8 Company (i.e. Company registered under Section 8 of the Companies Act, 2013) in carrying on activities in related areas and duly approved by the Italica Granito Private Limited CSR Committee;

In collaboration with other organizations.

- b) The allocated CSR budget or Corpus will be utilized for CSR activities undertaken within India, which are not:
- i) Exclusively for the benefit of employees of the Company or their family members;
- or*
- ii) Undertaken in pursuance of normal course of business of the Company.

**6. CSR PLAN:**

The CSR Committee shall formulate and recommend to the Board, an Annual Action Plan in pursuance of the CSR policy, which shall include the following:

- The list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.
- The manner of execution of such projects or programmes
- The modalities of utilisation of funds and implementation schedules for the projects or programmes
- Monitoring and reporting mechanism for the projects or programmes

**Italica Granito Private Limited** shall prepare its Annual CSR Plan at the beginning of each Financial Year according to the availability of resources, on recommendation of the CSR Committee and approval of the Board.

The CSR activities (Projects/Programmes) which **Italica Granito Private Limited** plans or proposed to undertake shall be the activities falling within the purview of Schedule VII of the Companies Act, 2013 as amended from time to time and does not include the activities undertaken in pursuance of normal course of business of the Company.

The Projects, programs or activities proposed to be undertaken by the Company pursuant to the Policy, along with modalities of execution are outlined in Annexure-I attached hereto.

Details of need and impact assessment, if any, for the projects undertaken by the company.

**7. CSR COMMITTEE:**

IGPL CSR Committee which will be ultimately responsible for the CSR projects undertaken will report to Board.

**Members of CSR Committee shall be:**

<b>Sr. No.</b>	<b>Name of the member</b>	<b>Designation in committee</b>	<b>Designation in IGPL</b>
1.	Shri Bhargav C Kavar	Chairman	Director
2.	Shri Manojkumar Virjibhai Kakasaniya	Member	Director
3.	Shri Manish Nanjibhai Vasnani	Member	Director

Responsibilities of CSR Committee shall be;

Formulate and update CSR policy, to be approved by the Board

Suggest areas of intervention to the Board

Approve projects that are in line with the CSR Policy

Put monitoring mechanism in place to track the progress of each project

Recommend the CSR expenditure to the Board who will approve it.

**8. IMPLEMENTATION OF THE CSR POLICY:**

1. The Board shall be responsible for implementing the mandate of the CSR Policy and shall ensure that the CSR Activities are carried out in accordance with the CSR Policy read with the Act and CSR Rules.
2. The Board shall constitute an implementation group for the purposes of implementation of the CSR Activities approved by the Board from time to time (the "Implementation Group") and submitting report of the progress on the CSR Activities to the Board as well as the CSR Committee.
3. Mode of Implementation: The CSR Activities may be undertaken by the Company directly through the Implementation Group or with the prior approval of the Board,

- (i) Through a Trust, or a Society or a company established by the Company or its holding or subsidiary or associate company under Section 8 of the Act or otherwise; and/ or
- (ii) Through a Trust, or a Society or a company established under section 8 of the Act with a established track record of three years in undertaking similar programs or projects; and/ or
- (iii) In collaboration with other companies or NGOs
- (iv) In collaboration with any Industry Body coordinating such activities
- (v) Direct contribution / implementation of any project approved by CSR committee/Board
- (vi) Contribution to PM Relief Fund or any other fund as may be notified by Govt
- (vii) Voluntary work undertaken by its employees and logged on to Global Volunteer Month web site or monitored in any other way by the company.

(the entities referred to under sub-clause (i) and (ii) above, are hereinafter referred to as **“Implementing Agencies”**).

4. The Board shall empower the Implementation Group to finalize, approve and execute various agreements, deeds, writings, confirmations, undertakings or other documents, as may be necessary, under the Common Seal of the Company or otherwise, with any party including Implementing Agencies and/or others for the purposes of the CSR Policy and accept modifications, changes and amendments to any such documents/ agreements as it may deem fit.
5. In case of failure to ensure the minimum CSR Expenditure, details reasons for the same should be submitted by the Implementation Group to the Board, who shall include the same in their report.

## **9. MONITORING AND FEEDBACK:**

### **MONITORING PROCESS**

1. To ensure that the objectives of CSR Policy are being met in an efficient and effective manner, the utilisation of the amount sanctioned towards CSR Activities should be reported by the Implementation Group to the Board as well the CSR Committee on an annual basis in such manner as the Board may direct.
2. In the event any of the CSR Activities are undertaken through an Implementing Agency, the Implementation Group should obtain relevant information from the Implementing Agency and ensure that the progress on such CSR Activity is submitted to the Board as well the CSR Committee on an annual basis in such manner as the Board may direct.
3. Upon receipt of such progress report by the Implementation Group, the CSR Committee may review and deliberate upon such reports and provide such inputs or recommendations, as it may deem necessary, to the Board.
4. Notwithstanding anything to the contrary, the Board shall not be obliged to comply with the recommendations of the CSR Committee.

### **REPORTING AND RECORD KEEPING**

1. The CSR Committee shall maintain proper minutes of all its meetings.
2. The Board's report of the Company shall include an annual report on CSR containing the particulars set out in Annexure A to this CSR Policy and such other details as may be prescribed from time to time under the Act and the CSR Rules.
3. The Board will be responsible to ensure that:
  - (i) The report of the Board includes the annual report on CSR Activities of the Company and sets out the requisite information in terms of the Act and the Rules;
  - (ii) The contents of the latest and updated version of the CSR Policy is included in the report of the Board;
  - (iii) The contents of such policy are also made available on the website (if any) of the Company as per the particulars specified in the Annexure A.
  - (iv) In case of failure to ensure the minimum CSR Expenditure, the unspent CSR amount, if any, shall be transferred by the company to any fund included in schedule VII of the Act.



**10. GENERAL:**

In case of any doubt with regard to any provision of the CSR Policy and also in respect of matters not covered herein, a reference should be made to the CSR Committee.

**11. AMENDMENT**

The Committee and /or the Board may review and amend this Policy as and when it deems necessary.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date of such amendment(s), clarification, circular(s) etc.

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**ANNEXURE A**

**FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT**

1. Brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.
2. The Composition of the CSR Committee.
3. Average net profit of the company for last three financial years
4. Prescribed CSR Expenditure (two per cent, of the amount as in item 3 above)
5. Details of CSR spent during the financial year.
  - (a) Total amount to be spent for the financial year;
  - (b) Amount unspent, if any;
  - (c) Manner in which the amount spent during the financial year is detailed below.

Sr. No	CSR project or activity identified	Sector in which the Project is covered.	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken.	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure upto to the reporting period.	Amount spent: Direct or through implementing agency
1							
	<b>TOTAL</b>						

\*Give details of implementing agency:

6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the unspent CSR amount, if any, shall be transferred by the company to any fund included in schedule VII of the Act.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

SD/-  
(Chief Executive Officer or  
Managing Director or  
Director)

SD/-  
(Chairman CSR  
Committee)

SD/-  
[Person specified under clause (d) of sub  
section (1) of section 380 of the Act] (wherever  
applicable)