

CSR POLICY OF REPRO INDIA LIMITED

Introduction and Background

Repro India Limited who is into Educational Content Management to Delivery Solutions involved in the business of Printing of Education Books – Physical and Electronic and E Learning Business is committed to environment, ethical, equitable, gender sensitive, and sensitive towards the socially and economically backward section of the Society .

Effective date

This policy is applicable from the date of its approval by the Board of Directors of the Company.

Applicability

1. RIL (hereby referred to as the Company) CSR policy has been developed in consonance to Section 135 of the Companies Act 2013 (referred to as the Act in this policy) on CSR and in accordance with the CSR rules (hereby referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India in 2014.
2. The Policy shall apply to all CSR projects/programmes undertaken by the Company in India as per Schedule VII of the Act.
3. This policy shall be applicable to RIL including all its subsidiaries, and all their employees.

1. Objective

Managing our CSR contribution to produce an overall positive impact on our society and create wellness.

2. Vision

Taking CSR as a strategic social investment, we aim to align and integrate our resources with society's developmental needs towards creating a better tomorrow.

3. Mission

To align our activities with our vision and carry out initiatives in the area of a) education and skill development b) social and economic welfare c) environmental sustainability d) Any other permissible areas of CSR.

4. Activities

Main Focus Area- Education

- School and higher education-
- Employability
- Technical / Skill Education
- Support to Education Institution: Government Schools
- Capacity building of teachers and infrastructure of school facilities
- Specific support for enhancing information gathering capacity and spread awareness for reading / gaining knowledge.
- Support to Technical/Vocational Institutions for their self- development.
- Academic education by way of financial assistance to Primary, Middle and Higher Secondary Schools.
- Adult literacy.
- Awareness programmes on girl education.
- Counselling of parents
- Special attention on education, training and rehabilitation of mentally & physically challenged children/persons.
- Spreading legal awareness amongst people and disadvantageous sections of the society about their rights & remedies available.
- Provide fees for a period of one year or more to the poor and meritorious, preferably girl students of the school in the operational area of the Company to enable them to get uninterrupted education.
- Payment of Scholarship to the Students belonging to underprivileged Society every year.
- Infrastructure and Technological Support for educational institutions and the Students
- Grant/donation/financial assistance/sponsorship to reputed NGOs of the Society who are working in these areas or any other fund set up by government or technology
- Hostels and boarding rooms, reading rooms, convalescence / asylum rooms for poor and the needy
- Provide education tools and enhance Educational and Learning outcomes.
- Any other permissible areas

Additional Areas

- Promotion of sports and cultural activities
- Empowerment of women for education/health & self-employment
- Literacy / Awareness programmes and activities in various social & well-being areas
- Research activities, economic, industrial, social research, research professorships, ,etc.
- Eradicating hunger, poverty and malnutrition, promoting preventive health care and 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 centers 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;
- 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 arts and handicrafts:
- Measures for the benefit of armed forces veterans, war widows and their dependents;
- Training to promote rural sports, nationally recognised sports, paralympics 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 Caste, the Scheduled Tribes, other backward classes, minorities and women;
- Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government
- Rural development projects."

CSR activities will not, however, include Activities undertaken in pursuance of Company's normal course of business; activities which benefit only the employees of the company and their families; Contribution directly or indirectly to any political parties and Activities undertaken outside the country.

In years to come, Repro looks forward to be proactively engage with employees, customers and the communities on a larger scale where the CSR creates a footprint and attains the level of 'Value creation' promoting sustainable business model.

5. Specification of modalities of execution of the policy

The CSR Committee will lay down the operational mechanism, due diligence of implementation partner for the projects to be undertaken. The projects will be initiated only after the approval from CSR Committee and the Board.

6. Committees and Roles and Responsibilities

Board

The Board of RIL 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 before taxation 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.

As per Section 135 the reasons for under spending of the allocated CSR budget shall be specified in the Board's Report.

The surplus arising out of the CSR activities, if any, will not be considered as a part of the business profits of the company.

CSR Committee

Composition:

The CSR committee would be headed by Dr. Jamshed Irani, Chairman, CSR Committee and would include:

- a) Dr. Jamshed J Irani - Chairman
- b) Mrs. Mahalakshmi Ramadorai - Member
- c) Mr. Vinod Vohra - Member
- d) Mr. U R Bhat - Member.
- e) Mr. Dushyant Mehta - Member

Company Secretary will be the Member Secretary

The CSR committee of RIL 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

7. Project Approval and Implementation

At RIL, CSR projects shall be strategically planned and managed. The projects suggested will be presented for the approval of the CSR Committee.

The final projects approved by the CSR Committee and the Board will be implemented either by self- implementation or in partnership with an Implementing Agency or in collaboration with another corporate any other appropriate structure like a trust, foundation, NGO, etc.

8. Implementation Schedule

The final projects approved by the CSR Committee and the Board will be undertaken in independently as well as with collaborative approach:

- a) Independently - Company with employing its resources and manpower
- b) Jointly with some partner in the social endeavours with voluntary participation as well as financial support.
- c) In partnership with an external social body/NGO – we will be identifying social bodies with whom we can collaborate on the large scale and sustainable projects in the area of education as well as economic and social welfare. Based on the magnitude of the project and impact, the company's share of spending shall be devised.

9. Progress monitoring

The CSR Committee would set direction including a review mechanism. This will be in congruence with the budget allocated and objectives to be met.

10. Reporting

The CSR committee, will annually publish report on the CSR projects as a part of the Director's report. The report will disclose information in the format as prescribed by the Section 135 of the Companies Act, 2013.

11. Partner Qualifications:

If a third party is employed to carry out the planning and implementation of our CSR projects, the Board of RIL will ensure that they have a clearly explained mission/vision and an established track record of 3 years in undertaking similar projects or programmes. The implementation agencies should be able to produce their latest audited annual reports and in case of an NGO, they should also be able to produce their registration forms according to 80G/12A.

12. Compliance:

- The CSR committee would meet periodically but not less than once in every financial year or at such other frequency as may be decided by the CSR Committee, to recommend and approve the activities and projects to be undertaken by the company to the Board of the company.
- CSR Committee shall review the progress and impact of various implemented CSR programs, to determine any further action plans that need to be undertaken.
- Appropriate documentation of the CSR Policy, Annual CSR Activities report, Budget & Expenditure incurred on CSR activities will be prepared, reviewed and approved on a regular basis as required by the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended/replaced from time to time, and should be reviewed by CSR Committee.
- For CSR spend the preference to be given to the local area and areas around which the company operates.