

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

### **PREAMBLE**

The Corporate Social Responsibility is an emerging management concept whereby companies integrate social and environmental concerns in their business operations and interactions with their stakeholders. We, as the Company, recognize Corporate Social Responsibility as the commitment of business to contribute to sustainable economic development by working with employees, their families and local communities. The Company has adopted CSR as a strategic tool for sustainable growth in their operations in the long run.

On August 29, 2013, the President of India provided the assent to the Companies Act, 2013 (the "Act"). Pursuant to Section 135 of the Act, CSR provisions are prescribed to stipulate greater responsibility by companies towards the society.

The Company being a corporate entity falling within the purview of section 135 of the Companies Act, 2013 read with CSR Rules, the Committee constituted by the Board of Directors of the Company, has in exercise of its authority formulated a CSR Policy, which has been approved by the Board elaborated as under:

### **DEFINITIONS**

**Company:** means R. STAHL PRIVATE LIMITED

**Committee** means the Corporate Social Responsibility Committee as constituted for the purpose, by the Board of Directors of the Company

**Net Profit** means the net profit computed for a financial year in accordance with the applicable provisions of the Act, not being profit arising from any overseas branch of the Company and/or any dividend income accruing to the Company in any financial year excluding the surplus arising out of CSR activities, if any.

### **List of Activities / Projects:**

The Company shall undertake any of the following Activities/Projects or such other activities/projects as may be notified by the Ministry of Corporate Affairs from time to time as a part of the Corporate Social Responsibility ("CSR"):

- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation including contribution to the Swatch Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
- 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 including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of river Ganga;

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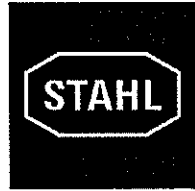
R. STAHL (P) LTD

Plot No.5, Melrosapuram Main road, Sengundrum Industrial Area,  
Singaperumalkoil, Melrosapuram Post, Kanchipuram Dist. Pin Code: 603204.

Corporate Identity Number : U29142TN1988PTC016338

Tel: 91-44-30 600 600 Fax: 91-44-30 600 700

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- 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 Castes, the Schedule Tribes, other backward classes, minorities and women;
- Rural Development projects.
- Slum area development.
- Any other activities in relation of the above and all other activities which forms part of CSR as per Schedule VII of the Act, 2013 (the "Act") as amended from time to time. (Collectively hereinafter referred to as "CSR Activities")

The CSR Activities shall be undertaken only in India for the benefit of the public and not only for the employees of the Company and their family. Provided that the preference shall be given to the local areas and areas where the Company operates for undertaking the CSR Activities.

#### **Policy Objective**

- The objective of this Policy is to set a guiding principles for carrying out CSR activities by the Company and also to set up process of execution, implementation and monitoring of the CSR activities to be undertaken by the Company.

#### **Quantum of Amount to be spent on CSR Activities**

- The Company shall strive to spend in every financial year at least 2% (two percent) of the average net profits of the Company made during the three immediately preceding financial years.
- Any surplus arising and/or additional revenue generated out of CSR Activities undertaken by the company shall not form part of the business profit of the Company and same shall be spent for undertaking any CSR Activities only.

#### **Implementation of CSR Activities**

- The Company may undertake CSR Activities either directly or through a registered trust or society or any Company, established by the Company, its holding or subsidiary company under Section 8 of the Act for such non-for-profit objectives.  
Provided that the Company can carry out the CSR Activities through such other institutes having an established track record of 3 (three) years in undertaking the CSR Activities.
- The Company may collaborate with other companies for undertaking the CSR Activities subject to fulfillment of separate reporting requirements as prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the "Rules").
- The CSR Activities shall not include any activity undertaken by the Company in pursuance of normal course of business of the Company.
- The Company shall not make any payment directly or indirectly to Political Party(ies) for CSR Activities.

#### **CSR Committee Role and Function**

- The CSR Committee shall meet at least two times in a year. The Committee may also hold any special meeting as may be called by the Chairman of the Committee, a majority of the members of the Committee or at request of management. A quorum for any meeting shall be a majority of members.

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- The Committee shall identify and recommend the specific CSR activities to the Board of Directors of the Company for its consideration and approval. Based on the approval of the Board, the Committee shall recommend the amount of expenditure to be incurred on the approved activity(ies).
- The Committee shall carry out of the following functions:
  - (a) recommend the CSR Policy to the Board;
  - (b) identify the projects/activities to be undertaken by the Company for CSR
  - (c) recommend to the Board, CSR Activities to be undertaken along with detailed plan, modalities of execution, implementation schedule, monitoring process and amount to be incurred on such activities;
  - (d) monitor the CSR Policy of the Company from time to time;
  - (e) ensure compliance of CSR Policy and the Rules ;
  - (f) such other functions as may be delegated and/or assigned by the Board from time to time.

#### Procedure for CSR Activities

- The Committee shall recommend the Board suitable CSR Activities to be undertaken during the financial year along with detailed plan, modalities of execution, implementation schedule, monitoring process and amount to be incurred on such activities ;
- The Board shall give its approval based on the recommendation of the Committee and in compliance of this Policy;
- The CSR initiatives of the Company will also be reported in the Annual Report of the Company.

#### General

- In case any doubt with regard to any provision of the policy and also in respect of matters not covered herein, the interpretation and decision of the Board shall be final.
- Any or all provisions of the CSR policy would be subject to revision or amendment in accordance with the guidelines as may be issued by government from time to time.
- The Board has the right to modify, cancel, make additions or amend any of these rules.

Mr. JOERG FITZEK  
CHAIRMAN  
Date: 30.09.2015

Mr. SATISH ARUMUGAM  
MEMBER  
Date: 30.09.2015

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