

**INVENTURE GROWTH AND
SECURITIES LIMITED**

CORPORATE SOCIAL RESPONSIBILITY POLICY

As per Section 135 of the Companies Act, 2013

Introduction

The Companies Act, 2013 (the “**Act**”) has made it mandatory for certain companies to carry out its corporate social responsibility activities in accordance with Section 135 of the Act, Schedule VII of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014. In order to comply with the requirements of the law, the Board of Directors (the “**Board**”) of Inventure Growth and Securities Limited (the “**Company**”) acting upon the recommendation of the Corporate Social Responsibility Policy Committee (the “**Committee**”), has adopted the following Corporate Social Responsibility Policy (the “**Policy**”) and procedures with regard to the Company’s social responsibility:

1) Corporate Social Responsibility Philosophy and Objective:

The Company strives to be a socially responsible company and strongly believes in development which is beneficial for the society at large as a part of its Corporate Social Responsibility (“**CSR**”). Through the CSR program, the Company sets the goal of reaching a balance that integrates human, environmental and community resources.

2) CSR Activities:

- I. The Company shall undertake any of the following projects or programs or activities:
 - A. Eradicating hunger, poverty and malnutrition, promoting health care, including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
 - B. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
 - C. 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.
 - D. 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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.

- E. 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.
 - F. Measures for the benefit of armed forces veterans, war widows and their dependents.
 - G. Training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports.
 - H. 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 scheduled tribes, other backward classes, minorities and women.
 - I. Contribution or funds provided to technology incubators located within academic institution which are approved by the Central Government.
 - J. Rural development projects.
 - K. Slum area development.
 - L. All other activities which forms part of CSR as per Schedule VII of the Act and the rules made thereunder as amended from time to time.
- II. The Company shall give preference to the local area and areas around its registered office, corporate office, regional offices, branch offices and franchisee offices, for spending the amount earmarked for CSR activities.

3) Exclusions:

The following activities shall not be considered as CSR activities:

- A. Activities undertaken in pursuance of the Company's normal course of business.
- B. Activities undertaken outside India.
- C. Contribution of any amount directly or indirectly to any political party.

4) Implementation of CSR Activities:

The projects and programs covered under the CSR activities of the Company may be undertaken through:

- A. A registered trust or a registered society or a company established by the Company, under Section 8 of the Act, either singly or along with any other company.

- B. A registered trust or a registered society or a company established by the central government or state government or any entity established under an act of Parliament of state legislature.
- C. Any other trust, society or company having an established track record of three years in undertaking similar programs or projects.

5) CSR Committee:

- A. Section 135 of the Companies Act, 2013 and the rules made thereunder requires the incorporation of the CSR committee having a minimum of three directors with at least one such director as an independent director. The Company has constituted a CSR Committee comprising of 3 directors with 1 director who is an independent director.
- B. The current composition of the CSR Committee is as follows:

Name of the Director	Designation
Mr. Bharat Popatlal Shah	Chairperson
Mr. Kanji Bachubhai Rita	Member
Mr. Kamlesh Shankarlal Limbachiya	Member

- C. The terms of reference of the Committee are as under:-
 - 1) To formulate and recommend to the Board of Directors of the Company a corporate social responsibility policy indicating the activities to be undertaken by the Company in accordance with the requirements of Schedule VII of the Act.
 - 2) To recommend the amount of expenditure to be incurred on the CSR activities to be undertaken by the Company.
 - 3) To monitor the CSR policy of the Company from time to time.
- D. The CSR Committee will meet at regular intervals for the above purpose.

6) Expenditure on CSR Activities:

- A. The Company shall 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. CSR expenditure incurred by way of CSR activities undertaken by institutions shall not exceed 5% of the total CSR expenditure of the Company in one financial year.

- B. Any surplus arising out of the 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.
- C. Any surplus that is left after CSR activities shall be transferred to CSR unspent Account within 6 months of the expire of Financial Year
- D. Any amount remaining unspent under sub-section (5), pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by a company in pursuance of its Corporate Social Responsibility Policy, shall be transferred by the company within a period of thirty days from the end of the financial year to a special account to be opened by the company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund specified in **Schedule VII**, within a period of thirty days from the date of completion of the third financial year..
- E. CSR expenditure shall include all expenses including contribution to corpus, for projects and programs relating to all CSR activities approved by the board of directors of the Company on the recommendation of the CSR Committee. However, the CSR expenditure shall not include any expenses on such activities which are not in conformity or not in line with the activities as detailed in Schedule VII of the Act.

7) Continuous Monitoring and Reporting

- A. The CSR Committee will be responsible for:
 - 1) monitoring and regularly reporting to the Board, the CSR activities undertaken;
 - 2) providing guidance in implementation of CSR activities;
 - 3) establishing a mechanism for undertaking CSR activities including site visits, meetings, progress reporting, obtaining monitoring reports from organizations receiving the funds for the Company's CSR activities and ensuring receipt of information in relation to CSR activities;
 - 4) ensure documentation of CSR activities, reports on execution and expenditures will be undertaken on a regular basis and same will be available to the Board of the Company.
 - 5) the management of the Company will provide to the CSR Committee appropriate details of the proposed projects including implementation years, modalities of execution in the areas chosen etc.;
 - 6) the CSR Committee may empower the managing director or chief financial officer or any other person to spend such amounts towards CSR activities. Any amount spent beyond the prescribed limit for CSR activities shall be ratified by the CSR Committee in the next meeting of the CSR Committee and shall be reported to the Board of the Company from time to time.

- 7) the CSR Committee will conduct due diligence checks on the current projects on a regular basis and report anomalies, if any, immediately.
- B. The modalities of execution of CSR activities and the implementation schedule shall be determined by the Board from time to time, in accordance with law, upon recommendation of the CSR Committee.

8) Disclosures

All relevant disclosures required to be made in the annual report and on the website of the Company in relation to CSR including the details of the CSR Policy, the CSR Committee, the CSR activities undertaken by the Company, the CSR expenditure during the relevant financial year and other information as may be required under law, Section 135 and Schedule VII of the Act, Companies (Corporate Social Responsibility Policy) Rules, 2014 and any other applicable law.

9) AMENDMENT

Any subsequent amendment/modification in the Companies Act, 2013 or Rules made thereunder SEBI Act or Rules and Regulations made thereunder, Listing Regulations and/or other applicable laws in this regard shall automatically apply to this Policy.

The Committee can recommend any amendment to this Policy, as and when it deems fit and implement after Board's approval.

10) REVIEW AND REVISION OF POLICY

If at any point a conflict of interpretation / information between the Policy and any regulations, rules, guidelines, notification, clarifications, circulars, master circulars/ directions issued by relevant authorities ("Regulatory Provisions") arises, then interpretation of the Regulatory Provisions shall prevail.

In case of any amendment(s) and/or clarification(s) to the Regulatory Provisions, the Policy shall stand amended accordingly from the effective date specified as per the Regulatory Provisions. The Board and/or its Committee reserve(s) the right to alter, modify, add, delete or amend any of the provisions of the Policy.

The Policy will be reviewed at least once in every three years by the Board.