

Corporate Social Responsibility Policy

PREAMBLE

With the promulgation of the Companies Act, 2013 (**Act**) on September 2013 and the notification of Section 135 of the Act read with in Schedule VII to the Act, dealing with the aspect of corporate social responsibility as also of the Rules laid down to such effect to the Act, which have come into force on the 1st day of April, 2014 (the **CSR Rules**), it has become mandatory for the corporate entities falling with the purview of the limits as to Networth, Turnover or Profitability as laid down in the said section read with the CSR Rules, to undertake any one or more of the activities as laid down thereunder, towards the discharge of their responsibility towards the society in general (the “**Corporate Social Responsibility**” or briefly “**CSR**”).

The Company being a corporate entity falling within the purview of Section 135 of the Act read with CSR Rules, the Committee constituted by the Board of Directors of the Company (“**Board**”), has in exercise of its authority and discharge of its responsibility, formulated a CSR Policy, which has been approved by the Board as the **Corporate Social Responsibility Policy or CSR Policy** of the Company, elaborated as under.

Through the CSR Policy, the Company seeks to widen the gambit of the CSR activities, the basic idea being to contribute towards alleviating the pain and sufferings of the poor and needy sections of the country in general while at the same time ensuring that there is a general upliftment of population of the country at large on every front thereby ensuring that those deprived of the opportunities for growth and development, because of their social and financial status, get to participate in equal measure in reaping the benefits of growth and development of the Country:

DEFINITIONS

1. **Company:** means Cocoblu Retail Limited.
2. **Corporate Social Responsibility Activities (CSR Activities):** mean any one or more of the following objectives/ purposes, being pursued/ undertaken/ to be undertaken by the Company, either directly or in collaboration with other companies or any registered trust or society or a company set up for the purpose of undertaking similar programs or projects, within the purview of CSR Rules:

- (i) eradicating hunger, poverty and malnutrition , promoting preventive health care and sanitation and making available safe drinking water;
- (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- (iv) 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;
- (v) 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;
- (vi) Measure for the benefit of armed force veterans, war widows and their dependents;
- (vii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympics sports;
- (viii) 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;
- (ix) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (x) Rural Development projects.

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

4. 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.

CSR CONTRIBUTION

The contribution by the Company in any financial year towards CSR Activities shall be a minimum of 2% of its average Net Profits for three immediately preceding financial years.

FUNCTIONING OF THE COMMITTEE

The Committee towards effectuation and implementation of the CSR Activities shall identify and recommend the specific CSR activity (ies) to the Board of Directors of the Company (Board) for its consideration and approval. Based on the approval of the Board, required funds shall be infused into the Board approved CSR activities. The same shall constitute the CSR Contribution of the Company for the relevant financial year.

The Committee shall institute a transparent monitoring mechanism for implementation of the CSR activities, towards which end, progress updates on CSR activities undertaken, shall be submitted to the Board, from time to time.

TREATMENT OF SURPLUS ARISING OUT OF CSR ACTIVITIES

It is hereby explicitly stated that any surplus arising out of the CSR Activities shall not form a part of the business profits of the Company.

OVERALL IMPROVEMENT IN FUNCTIONING AND IN DISCHARGE OF CSR

The Committee shall from time to time explore the ways and means whereby improvements that need to be brought about towards the discharge of CSR by the Company are identified and steps taken to ensure that measures necessary to effectuate the areas of improvement so identified are taken in the right earnest.

GENERAL

Any term or aspect not specifically defined or set out in this Policy shall be construed to mean what is laid down in respect thereof under the Act or the CSR Rules.