



## **Corporate Social Responsibility Policy** **Satiya Nutraceuticals Private Limited**

### **I. OBJECTIVE**

The objective of this Policy document is to articulate Satiya Nutraceuticals Private Limited's ("**Company**") **core philosophy** of social responsibility, to define the **areas** and to indicate activities chosen by the Company to impact the society with its efforts towards Corporate Social Responsibility ("**CSR**") and to define the **governance & monitoring framework** for ensuring effectiveness of the Policy.

### **II. PHILOSOPHY & REGULATORY FRAMEWORK**

The Company believes that it belongs to an interdependent ecosystem comprising Shareholders, Associates, Employees, Government, Environment and Society and that it has a commitment to all these stakeholders.

The Companies Act 2013 together with the Rules notified thereunder as amended from time to time ("**Act**") and Schedule VII to the Act provides a framework for companies to define the key thrust areas for CSR. The law also guides companies to apply the scope as defined under Schedule VII liberally. Further, the Act also provides guidelines on identifying agencies eligible for implementation through which companies may spend its CSR Expenditure .

### **III. CSR GOVERNANCE:**

In accordance with Section 135 of the Companies Act, 2013 and the Rules made thereunder, the Board of Directors of the Company ("**Board**") or the Corporate Social Responsibility Committee ("**CSR Committee**"), if any constituted by the Board, shall act as the governing body for the implementation and monitoring of this CSR Policy. The Board or the Committee, as the case may be, shall be responsible for the overall governance of the Policy and the Company's CSR initiatives and shall exercise oversight to ensure adherence to the provisions and objectives of this Policy.

### **IV. IMPLEMENTATION:**

Subject to the provisions of the Act as applicable from time to time, the Company may carry out its CSR activities:

- a. either by itself; or
- b. through such Implementing Agencies permitted under the Act; or
- c. in collaboration with other Companies.

Based on the net profits for each applicable financial year, the Board shall identify suitable CSR activities and determine the annual budget, planned expenditure, and implementation schedule, in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder.



The preference for CSR activities shall be given to the local areas where registered office of the Company is situated. However, this shall not bar the Company from pursuing its CSR activities in any other areas.

#### **V. RESPONSIBILITIES OF THE CSR COMMITTEE:**

The CSR Committee, if constituted, shall:

- a. Formulate and approve revisions to the CSR Policy and recommend the same to the Board for its approval;
- b. Formulate and recommend an Annual Action Plan (including any revisions thereto) to the Board for its approval including the projects/programs to be undertaken;
- c. Identify projects of the Company as 'Ongoing Projects', if any;
- d. Recommend the annual CSR expenditure budget to the Board for approval;
- e. Review implementation of CSR activities of the Company within the applicable framework;
- f. Set monitoring mechanisms to track the progress of each project;
- g. Approve the disclosures which are part of the Annual Report.

In any financial year, if the amount to be spent towards CSR activities does not exceed Rs. 10 lakhs, the aforesaid functions of the CSR Committee may be discharged by the Board of Directors.

#### **VI. ANNUAL ACTION PLAN**

The Board or CSR Committee, as the case maybe, shall on an annual basis approve an Annual Action Plan. The Annual Action Plan shall include:

- a. the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
- b. the manner of execution of such projects or programmes;
- c. the modalities of utilisation of funds for the projects or programmes;
- d. monitoring and reporting mechanism for the projects or programmes; and
- e. details of need and impact assessment, if any, for the projects undertaken by the company.

Further, the Board may during the year if it deems fit, alter such plans.

#### **VII. CSR EXPENDITURE & BUDGET**

- a. CSR expenditure will include all amounts incurred/contributed by the Company towards its CSR Programs. CSR expenditure shall also include all direct and indirect expenditure incurred towards the CSR Programs as may be admissible under the regulatory framework.
- b. In line with the requirements of the Act, Administrative overheads i.e. all expenses towards 'General Management and Administration' of CSR activities of the Company shall be capped at a maximum of 5%. Further, these would not include expenses incurred by the Company towards designing, implementation, monitoring and evaluation of CSR programs.
- c. The overall amount to be committed towards CSR will be approved by the Board as a part of its Annual Action Plan. Within the Budget the allocation towards specific CSR initiatives/projects will



be approved by the Board. All projects undertaken by the Company shall be approved/ratified by the Board.

- d. During any financial year, the Annual Action Plan of the Company may be modified to include any unbudgeted expenditure, either on account of new project(s) or due to increase in the outlay for approved project(s).
- e. The surplus, if any, arising out of the CSR projects shall be ploughed back either to the same project from which such surplus arose or be spent in accordance with the Annual Action Plan.
- f. Subject to the provisions of the Act, the Company may also utilise its CSR spend towards creation or acquisition of a capital asset.

#### **VIII. MONITORING & IMPACT ASSESSMENT**

The monitoring mechanism to ensure effective implementation of the CSR Programs shall be two-fold, namely:

- a. For such projects having an outlay of Rs. 1 crore or more and a period of one year has elapsed since completion of such project, an Impact Assessment study shall be carried out by an independent agency. The report of such assessment shall be placed before the Board and shall also be annexed to the Annual Report on CSR. Additionally, the Company would also endeavour to obtain feedback from the beneficiaries about these Programs.
- b. The CSR initiatives/ projects of the Company shall also be reported every year in the Annual Report of the Company.

#### **IX. CSR AREAS TO BE COVERED:**

The Company intends to undertake one or more suitable activities as specified in Schedule VII to the Act, as amended from time to time. The Board shall decide the specific activities to be undertaken.

#### **X. POLICY REVIEW AND AMENDMENTS:**

The CSR Policy would be subject to revision(s)/amendment(s) in accordance with the guidelines as may be issued by Ministry of Corporate Affairs from time to time, on the subject matter. Any such subsequent amendment(s)/ modification(s)/ circular(s)/clarification(s)/notification(s) in/under the Act or Rules/Regulations or reenactment thereof, impacting the provisions of the CSR Policy, shall automatically apply to the CSR Policy and the relevant provision(s) of the CSR Policy shall be deemed to be modified and/or amended to that extent, even if not incorporated in this Policy. In any case, the Board shall review the Policy at its own discretion for making suitable amendments for better implementation of the Policy.

The Company reserves its right to alter, modify, add, delete or amend any of the provisions of this Policy. This version of this Policy is effective from May 13, 2025.

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