

**CORPORATE SOCIAL RESPONSIBILITY POLICY OF REGAAL  
RESOURCES LIMITED DULY APPROVED IN ITS BOARD  
MEETING DATED 23<sup>RD</sup> MAY 2023**

## **PREAMBLE**

At **REGAAL RESOURCES LIMITED (Company)** we recognize that our activities must not only benefit our clients, stakeholders and employees but also benefit those who live in our surrounding areas.

The company has always endeavoured to conduct its business responsibly, mindful of its social accountability, respecting applicable laws and with regard for human dignity. The company's long-term CSR objective is "to improve the quality of life of the communities we serve through long term value creation for all stakeholders",

We are committed to keeping the Company at the forefront of sustainable measures, delivering leading best practices and progressing industry-wide adoption of sustainability.

## **VISION AND MISSION**

Utilize our resources to create a positive impact in the society.

To interact and engage with local communities in order to understand their issues and help improve the quality of life.

## **FOCUSED GEOGRAPHIC SPREAD**

Company's focus areas for developmental activities will be in urban as well as rural areas in the states/territory in which it is located or may be located in future. While we will ensure that all communities benefit from our CSR activities, we would focus on those groups that are socially and economically marginalized, especially women and girl children amongst others.

Spent of the total CSR budget shall broadly include:

- **at least 50% towards Kishanganj District in Bihar,**
- **Upto 25 % in Kolkata and Balance if any, in rest of India.**

Further, any amount remaining unutilized in one location shall be interchangeably utilized in other location for any approved activities.

## **FOCUS AREAS OF ACTIVITIES**

In accordance with the requirements under the Companies Act, 2013 (The "Act") and the rules/regulations framed there under and circulars/clarifications issued thereunder (collectively, "Applicable Law"), the Company amongst others, will focus broadly on: *Education; Gender Equality and Women Empowerment; Health and Sanitation (including Poverty, Malnutrition and Hunger); Rural Development and Environmental Sustainability*, for its CSR activities

The Company shall aim to utilize the total CSR budget towards projects under each category in a rational and equated manner.

The implementation strategy shall largely be as follows:

<b>Sl No.</b>	<b>Focus Area/Category</b>	<b>Implementation Strategy</b>
<b>1.</b>	<b>Education</b>	Partner directly or with non-profit organizations; primary, secondary and higher educational institutions including schools, colleges, and universities to encourage efforts in a wide range of areas including training, provision of funding for continued education, skilling and re-skilling initiatives, offline and online education, research, infrastructure development and capacity building.
<b>2.</b>	<b>Gender Equality and Women Empowerment</b>	Work directly or with NGOs to reach out to underprivileged and socially disadvantaged persons including women and children towards the cause of gender equality and empowerment. Projects can include awareness activities, trainings, support for livelihood related efforts, infrastructure development, etc.
<b>3.</b>	<b>Healthcare and Sanitation including Hunger, Poverty, Malnutrition</b>	Work directly or with non-profit organizations at infrastructure and/or operational level to support meal or nutrition related programs in schools and other institutions across India. Work with medical and health related organizations for projects in preventive healthcare, short term and long-term care and treatments.
<b>4.</b>	<b>Rural Development and Environmental Sustainability</b>	Partner directly or with governments and NGOs to support projects related to Rural Development including rehabilitating disaster- affected victims in rural areas, Skill development of farmers etc.

### **DELIVERY MECHANISM**

Company may undertake its CSR activities approved by the Board, through a company established under Section 8 of the Act or a registered trust or a registered society registered under Sections 12A and 80G of the Income Tax Act, 1961, established by the company, either singly or along with any other company, or a company established under Section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government, any entity established under an Act of Parliament or a State legislature or any other permitted entity under the Act and CSR Rules as amended from time to time.

Whilst a large part of the CSR efforts of Company will be implemented by an in-house CSR department/Foundation and through Societies promoted by the company, the company will also partner with credible organizations - individually or as a member of consortiums - to design, fund, implement and review projects.

The surplus arising out of the CSR activities shall not form part of the business profit of the Company. Such surplus shall be spent towards its CSR activities in accordance with this policy. Identification of multi-year CSR projects / programs (“Ongoing Projects”) will be done by the CSR Committee while its implementation will be monitored by the CSR Committee and the Board of Directors of the Company as required under the Applicable Law. The board shall disclose reasons for not spending the amount (if applicable) in the Annual Report, in the format as specified under the law to the shareholders of the Company.

### **USAGE OF CSR FUNDS**

Company shall utilize its CSR funds each financial year in accordance with the applicable laws for the activities as specified in *Annexure-I* and shall retain no such amount for its own use or in its own accounts. The Company shall spend at least 2% of its average net profits during 3 (three) immediately preceding financial years (‘Mandatory Allocation’) to undertake CSR activities and shall ensure that any surplus arising from such activities shall also be spent on activities specified under this Policy and the Annual Action Plan or as specified in the Act and CSR Rules as amended from time to time.

The board of a company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.

The board shall ensure that the administrative overheads shall not exceed 5% of total CSR expenditure of the company for the financial year.

Any amount remaining unspent as mentioned above pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by the Company in pursuance of this 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 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 as specified in Schedule VII of the Act, within a period of thirty days from the date of completion of the third financial year.

*For the avoidance of doubt, the CSR activities of Company shall not include: (i) direct or indirect contributions of any of the CSR funds to any political party; (ii) any CSR activities or CSR projects otherwise conducted in the ordinary course of business of Company; (iii) any CSR activities or CSR Projects conducted solely for the benefit of employees or their families etc. except where it is specifically allowed by the statutes; and (iv) such other conditions as may be specified and notified by Ministry of Corporate Affairs (MCA) in accordance with the provisions of the Act and CSR Rules from time to time.*

## **GOVERNANCE MECHANISM**

The 'CSR Committee' of the Board will govern and review the CSR of the company on a half year basis or at more frequent interval as is may deem fit from time to time. The CSR Committee shall within 90 (ninety) days from the commencement of each financial year, formulate and recommend to the Board, projects and activities to be undertaken as part of the Annual Action Plan. The CSR Committee will recommend to the Board for its approval the Annual Action Plan for CSR, which shall contain all matters which are required under Applicable Law and any other matters as the CSR Committee may deem fit from time to time. The Board may modify the annual action plan as per the recommendations of the CSR Committee at any time during the financial year, based on reasonable justification. The plan will include resource requirements and allocation across interventions and locations. The composition of the CSR Committee of the Board is as below:

- I. Woman Independent Director as Chairperson of the CSR Committee
- II. One Independent Director as Member of the CSR Committee
- III. MD/WTD as Member of the CSR Committee

The CSR Committee shall report to the Company's Board of Directors.

## **OPERATIONAL GUIDELINES**

Any CSR projects/commitments to be undertaken by the Company's Board of Directors at any point of time should be in accordance with the Annual Action Plan approved by CSR Committee at the beginning of each year.

The CSR Committee shall meet as often as its members deem necessary to perform the duties and responsibilities but not less than twice in a year.

## **AMENDMENTS TO THE CSR POLICY**

Any amendment in this Policy may be carried out with the approval of the Board of Directors of Company. In case any amendments, clarifications, circulars and guidelines as issued by the regulatory body(ies)/authority(ies) and such amendments, clarifications, circulars and guidelines are not consistent with the requirements specified under this policy, then the provisions of such amendments, clarifications, circulars and the guidelines shall prevail and accordingly this policy shall stand amended effective from the date as laid down under such amendments, clarifications, circulars and guidelines.

## **INTERPRETATION**

Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Act, Companies (Corporate Social Responsibility Policy) Rules, 2014 and other made thereunder or in any amendment thereto. This Policy shall also be subject to such clarifications and FAQs as may be issued by Ministry of Corporate Affairs from time to time.

In case of any doubt with regard to any provision of the Policy and also in respect of matters not covered herein, a reference should be made to [Corporate CSR Department]. In all such matters, the interpretation & decision of the CSR Committee shall be final. Any or all provisions of the Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from the Government, from time to time.

### **WEBSITE DISCLOSURE**

The Board of Directors of the Company need to mandatorily disclose the composition of the CSR Committee, the Policy and Projects approved by the Board on their website for public access.

CSR POLICY APPROVED ON BEHALF OF BOARD OF DIRECTORS OF REGAAL RESOURCES LIMITED IN ITS 2ND BOARD MEETING OF FINANCIAL YEAR 2023-24 DATED: 23<sup>RD</sup> MAY, 2023

**LIST OF ACTIVITIES**

The following activities as prescribed in Schedule VII of the Companies Act, 2013 may be included in the CSR Activities undertaken by the Company. Any amendment to Schedule VII shall be part of Annexure-I:

- Eradicating hunger, poverty and malnutrition, promoting health care including 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;
- 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, 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;
- 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 art and handicrafts;
- measures for the benefit of armed forces veterans, war widows and their dependents including but not limited to Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans and their dependents including widows;
- training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and
- Contributions to public funded Universities; Indian Institute of Technology (IITs); National

Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organization (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs);

- rural development projects;
- slum area development;
- disaster management, including relief, rehabilitation and reconstruction activities.
- Any other activities fall under CSR as notified by statute from time to time.