

# **CORPORATE SOCIAL RESPONSIBILITY POLICY**

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**BENGAL NRI COMPLEX LIMITED**

CIN U45201WB1995PLC067263

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**Corporate Social Responsibility Policy**

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# **BENGAL NRI COMPLEX LIMITED**

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

**[IN TERMS OF SECTION 135 OF THE COMPANIES ACT, 2013 READ WITH  
CORPORATE SOCIAL RESPONSIBILITY POLICY RULES, 2014]**

### **1. INTRODUCTION**

Bengal NRI Complex Limited (“the Company”) has always been a responsible corporate citizen and it has various societal obligations. It always seeks ways to make a positive impact on the society at large.

The Company has developed its CSR Policy in accordance with Section 135 of the Companies Act 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 notified by the Ministry of Corporate Affairs, Government of India. This Policy, henceforth called “BNCL CSR Policy”, underlines the guiding principles and mechanisms for undertaking various CSR activities/ programs by the Company.

### **2. VISION STATEMENT & CSR PHILOSOPHY**

Bengal NRI Complex Limited’s Corporate Social Responsibility (CSR) policy refers to its commitment as an organization beyond the core business objectives. As a socially responsible and ethical participant in its contribution towards equitable and inclusive growth, the Company envisages on creating shared value with long term sustainable development vision for the larger communities through strategic social investment and employee volunteering engagement programmes. These activities reach out to integrate social value creation with the business goals that fosters sustainable benefits for all its stakeholders.

### **3. OBJECTIVES**

The objectives of the BNCL CSR Policy are to:

- Increasingly contribute to activities that are beneficial to the society and community at large.
- Chart out a mechanism for undertaking CSR activities.
- Engage with the Company's key stakeholders in matters related to CSR activities.
- Align the CSR activities undertaken by the Company with the applicable laws.

### **4. CSR COMMITTEE**

In compliance with the requirements of Section 135 (1) of the Act, the Company shall at all times have a CSR Committee duly constituted by the Board comprising of a minimum of three directors out of which at least one director would be an independent director.

#### **4.1 TERMS OF REFERENCE OF THE CSR COMMITTEE**

The CSR Committee shall be responsible to the Board for—

- (i) Formulating the CSR Policy and proposing revisions as and when required subject to the approval of the Board of Directors;
- (ii) Recommending CSR projects in appropriation with the thematic areas in pursuance and as specified in Schedule VII and investments to be incurred thereof;
- (iii) Identifying and recommending CSR project life cycle management process including identification and recommendation of appropriate implementation agency, as applicable;
- (iv) Institutionalizing transparent and effective monitoring mechanism;
- (v) Monitor progress of the CSR projects on a regular basis;
- (vi) Identify the need and review outcomes of such impact assessment studies;
- (vii) Formulate, recommend and modify/ alter whenever necessary, the Annual Action Plan;

- (viii) Report to the Board, the status of CSR activities and contributions made etc.;
- and
- (ix) Any other activity(ies)/functions, as may be assigned by the Board.

## **5. CSR IMPLEMENTATION**

The Board, through the CSR Committee shall ensure that the CSR activities shall be undertaken/ executed/ implemented either by the Company itself and/ or through –

- (a) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company, or
- (b) 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; or
- (c) any entity established under an Act of Parliament or a State legislature; or
- (d) In the event, the Company implements its Corporate Social Responsibilities activities through any other trust(s), society(ies), company(ies) that is not established by the Company/ its holding company/ subsidiary(ies)/ associate(s), such trust(s), society(ies), company(ies) shall have (a) registration under Section 12A and 80G of the Income-tax Act, 1961; and (b) an established track record of at least three years in undertaking similar activities and the Company will clearly specify the projects or programmes to be undertaken through these entities, the modalities of utilization of funds on such projects and programmes and the monitoring and reporting mechanism along with clear impact creation from such activities over a timeline.

The Company may also collaborate with its holding company/ subsidiaries/ fellow subsidiaries/ associates or other companies to undertake Corporate Social Responsibilities activities, provided that the CSR committees of the respective

companies are in a position to report separately on such Corporate Social Responsibilities activities being undertaken in accordance with the Act.

Effective from April 01, 2021 or such other date as may be notified by the Ministry of Corporate Affairs in this regard, the Company will ensure that implementing agency(ies), engaged by the Company are duly registered with the Ministry of Corporate Affairs.

### **EXCLUSIONS**

Following activities shall be excluded from the CSR expenditure of the Company:

- a) Activities which are exclusively for the benefit of employees of the Company;
- b) Activities undertaken in pursuance of normal course of business of the Company;
- c) Direct or indirect contribution to political parties;
- d) Expenditure on item/s not in conformity with Schedule VII of the Act ;
- e) Surplus arising out of CSR projects shall not form part of the business profits of Company instead the same will be further used for CSR purposes only.
- f) Activities supported by the Companies on sponsorship basis for deriving marketing benefits for its products or services..

## **6. CSR ALLOCATION**

The CSR Allocation for a financial year shall include – (a) at least 2% of the average Net Profits of the Company made during three immediately preceding financial years; (b) any income arising there from; (c) surplus arising out of Corporate Social Responsibilities activities; and (d) any contribution specifically received for Corporate Social Responsibilities activities. Further, it is clarified that any surplus arising out of Corporate Social Responsibilities activities shall not form part of the business profits.

The CSR amount may be spent by the Company for creation or acquisition of a capital asset, which shall be held by (a) a company established under Section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR

Registration Number under the Rule; or (b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or (c) a public authority.

In case, the Company spends an amount in excess of requirement provided Section 135(5) of the Act, such excess amount may be set-off against the requirement to spend Section 135(5) of the Act up to an immediate succeeding three financial years provided the Board approves the set-off by passing a resolution to that effect. The surplus arising out of the CSR activities shall not be available for set-off.

In case, the Company fails to spend the prescribed CSR amount in any financial year, the Board shall, in its report under Section 134(3)(o), specify the reasons for not spending the amount. Further the Board shall also identify as to unspent amount relates to Ongoing Project or otherwise.

The unspent amount relating to any Project other than Ongoing Project shall be transferred to such Fund as may be specified in Schedule VII to the Act and recommended by the Board, within a period of six months of the expiry of the respective financial year.

The unspent amount relating to any Ongoing Project shall be transferred by the Company within a period of thirty days from the end of the financial year to a special account 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.

Until a fund is specified in Schedule VII, the unspent CSR amount, if any, shall be transferred by the Company to any fund included in Schedule VII to the Act.

## **7. CSR BUDGET**

The overall amount to be committed towards CSR will be approved by the Board upon the recommendation of the CSR Committee.

## 8. CSR ACTIVITIES

a) Owing to its long tradition the Company is cognizant of being a socially responsible entity. The Company has been, and will continue to engage in endeavors that strategically consolidate and strengthen its CSR initiatives that act as change enablers for myriad local and national social, ecological and economic related development concerns and challenges. The CSR projects are broadly categorized under 5 thematic areas as:

1. Education
2. Health
3. Women Empowerment
4. Environment
5. Community Development

b) The Company will undertake its CSR activities in the following areas as specified in Schedule VII. Depending upon the type of CSR activity and its key deliverables the projects would be further categorized under the broad thematic areas aligned with the Sustainable Development Goals as mentioned above:

- i. 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;
- 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 including contribution to the Clean Ganga Fund setup by the Central Government for rejuvenation of river Ganga;



- 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 art and handicrafts;
- vi. measures for the benefit of armed forces veterans, war widows and their dependents Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
- vii. training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;
- viii. 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 Government for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- ix. 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 Organisation (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).
- x. Rural development projects including community/ social/ infrastructure creation intended for the general well-being of society at large;
- xi. Slum area development including social infrastructure projects in urban areas aimed at improving the well-being and safety of the general public in such urban areas; and
- xii. disaster management, including relief, rehabilitation and reconstruction

activities.

- c) The Company shall give preference to the local area and areas around it where it operates, for undertaking/ implementing/ executing/ collaborating for CSR activities for the marginalized and vulnerable population.

## 9. CSR ACTION PLAN

- a) **Annual Action Plan:** The CSR Committee shall formulate and recommend to the Board, an Annual Action Plan. The Board may alter the Annual Action Plan at any time during a financial year, as per the recommendation of the CSR Committee, based on the reasonable justification to that effect. Annual Action Plan shall include the following:
- i. the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII to the Act;
  - ii. the manner of execution of such projects or programmes as specified in the Rules;
  - iii. the modalities of utilization of funds and implementation schedules for the projects or programmes;
  - iv. monitoring and reporting mechanism for the projects or programmes; and
  - v. details of need and impact assessment, if any, for the projects undertaken by the Company.
- b) **Undertaking CSR activities in Project Mode:** The CSR activities identified by the CSR Committee and approved by the Board shall be implemented in a project mode either directly or through implementing agency(ies), which will entail charting the stages of execution through planned processes, measurable targets, mobilization and allocation of budgets, prescribed timelines and relevant exit strategies. It also involves assigning of responsibility and accountability. Suitable documents/ agreements, if required, shall be entered into with the key stakeholders / implementing agencies for the purposes of implementation and long-term sustainability of the CSR projects. The conditions of grant of amounts for all CSR activities and the break-up of the allocations shall be set-out and evaluated from time to time.

- c) **Engagement of International Organizations:** The Company may engage international organisations for designing, monitoring and evaluation of the CSR activities as per the CSR policy as well as for capacity building of its own personnel for CSR.
- d) **Administrative Overheads:** The Board shall ensure that the Administrative Overheads shall not exceed 5% of total CSR expenditure of the Company for the financial year.
- e) **Cost of Impact Assessment:** The Company may incur an amount up to 5% of the total CSR expenditure for that financial year or Rupees fifty lakh, whichever is less and the same shall be considered as CSR expenditure for that financial year.

## 10. MONITORING & EVALUATION FRAMEWORK

The CSR Committee will ensure a transparent monitoring mechanism for ensuring effective implementation of the CSR activities proposed to be undertaken by the Company.

The CSR Committee will ensure that the CSR activities are undertaken in compliance with this CSR Policy and in a project or programme mode with clearly defined project deliverables, implementation schedules, processes and budgets as given in the Annual Action Plan.

The CSR Committee will monitor the projects and programmes to ensure that they are being carried out in compliance with this CSR Policy and the Act. The CSR Committee shall also apprise to the Board of Directors about the progress of CSR project/ programmes/ activities including expenditure incurred by the implementing agency(ies) till the allocated budget is fully utilized.

In case of the Ongoing Project(s), the Board shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

The Board shall satisfy itself that the funds so disbursed have been utilized for the purposes and in the manner as approved by it and the Chief Financial Officer shall certify to the effect.

#### **11. ROLE OF THE IMPLEMENTING AGENCIES**

The implementing agencies shall be responsible for:

- (i) Determining the modalities of execution including targets and timelines;
- (ii) Ensuring that implementation of all CSR activities is being carried on in accordance with the above;
- (iii) Implementing the CSR activities and ensuring that such activities are undertaken in compliance with this CSR Policy with clearly defined project deliverables, implementation schedules, processes, budgets and relevant exit strategies;
- (iv) Undertaking monitoring and evaluation of the CSR activities, as may be required;
- (v) Maintaining documents and accounts pertaining to all CSR activities of the Company;
- (vi) Submit annual reports and all other due diligence documentations for the CSR activities for impact assessment and also for preparation of the annual report on CSR.

#### **12. CAPACITY BUILDING**

The Company may build CSR capacities by providing suitable training to its own personnel as well as those of implementing agencies through recognized institutions.

#### **13. IMPACT ASSESMENT**

In case, the Company has average CSR obligation of Rupees ten crore or more in pursuance of Section 135(5) of the Act, in the three immediately preceding financial years, it shall undertake impact assessment, through an independent agency, of its CSR projects having outlays of Rupees one crore or more, and which have been completed not less than one year before undertaking the impact study.

The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.

**14. DISCLOSURES**

The CSR Committee shall prepare an annual report on CSR, in the format prescribed under the Act and such report shall be included in the Board's report annexed to the financial statements. The report shall be signed by the Chairman of the CSR Committee and Managing Director/Director of the Company.

The Company shall host the contents of the CSR Policy on its website, if any, in such manner as may be prescribed.

**15. AMENDMENTS**

The CSR Committee is empowered to recommend amendments or modifications to the CSR Policy including Annual Action Plan and such changes shall be placed before the Board for approval.

Where the CSR Policy including Annual Action Plan is in variance with the requirements of the Act, the provisions of the Act shall prevail.

**16. GENERAL**

In case of any doubt with regard to any provisions of the CSR Policy and also in respect of matters not covered herein, a reference to be made to the CSR Committee or to the Chairman of the CSR Committee. In all such matters, the interpretation and decision of the Chairman of the CSR Committee shall be final.

**EFFECTIVE DATE**

The CSR Policy shall be effective from the date of its approval by the Board of Directors.

**AMENDMENTS TO THE CSR POLICY**

CSR Policy may be updated to align it with the changing requirement or changes in the legal and regulatory framework. Any revision in the Policy shall be approved by the Board of Directors.