

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

(As per the Companies Act, 2013)

Approved by	Board of Directors
Recommended by	CSR Committee
Prepared by	SPM, CB & CSR Unit of Maanaveeya
Review frequency and Next Review date	Bi-annually; and October 2027



Preface

In accordance with the provisions to the Section 135 of the Companies Act, 2013 (hereinafter refer as “the Act”) read with the Companies (Corporate Social Responsibility Policy) Rule, 2014, Maanaveeya Development & Finance Private Limited (“the Company”) is required to formulate & adopt a Corporate Social Responsibility (CSR) Policy. This Corporate Social Responsibility (CSR) Policy reflects the Company’s commitment to contribute more to the social and economic development of the communities in which it operates. Through this Policy, Maanaveeya aims to build a better and sustainable way of life for the weaker sections of society and there contribute to the enhancement of country's Human Development Index.

This Policy has been updated based on the CSR Policy of Maanaveeya, as previously approved by the Board and incorporates the latest amendments and guidelines issued by the Ministry of Company Affairs.

Objective

This policy has been formulated in compliance with the provisions of Section 135 of the Companies Act, 2013 read along with applicable rules prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Recognized Activities for the purpose of CSR

This CSR Policy pertains to the activities undertaken by the Company in accordance with Schedule VII to the Companies Act, 2013, and the expenditure incurred thereon, excluding activities undertaken in pursuance of normal course of business of the company.

The activities specified under Schedule VII of the Companies Act, 2013 that may be included in the Company’s CSR initiatives are as follows:

Sr. No.	CSR Activities
1	Eradicating poverty, hunger and malnutrition, promoting health care which includes sanitation and preventive health care, contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
2	Improvement in education which includes special education and employment strengthening vocation skills among children, women, elderly and the differently abled and livelihood enhancement projects.
3	Improving gender equality, setting up homes and hostels for women and orphans, empowering women, 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.
4	Safeguarding environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining a quality of soil, air and water which also includes a contribution for rejuvenation of river Ganga.
5	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.
6	Measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Paramilitary Forces (CPMF) veterans, and their dependents including widows.
7	Training to stimulate rural sports, nationally recognized sports, Paralympic sports and Olympic sports.
8	Contribution to the Prime Minister's National Relief Fund, Prime Minister's Central Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio-economic development providing relief and welfare of the Scheduled Castes, the Scheduled and backward classes, other backward classes, minorities and women.

9	Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government, State Government, Public Sector Undertaking or any agency of the Central Government or State Government.
10	Contributions to public funded Universities, IITs, National Laboratories and autonomous bodies established under DAE, DBT, DST, Department of Pharmaceuticals, Ministry of AYUSH, Ministry of Electronics and Information Technology and other bodies, namely DRDO, ICAR, ICMR and CSIR, engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).
11	Rural development projects.
12	Slum area development. Slum area means any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.
13	Disaster management, including relief, rehabilitation and reconstruction activities.

Following activities shall not be considered under the CSR activities.

Rule 2(1)(d) of the Companies (CSR Policy) Rules, 2014 defines CSR and excludes the following activities from being considered as eligible CSR activity:

- a) Activities undertaken in pursuance of the normal course of business of the company.
- b) Activities undertaken outside India, except for training of Indian sports personnel representing any state/UT at the national level or India at the international level.
- c) Contribution of any amount, indirectly or directly, to any political party under Section 182 of the Act.
- d) Activities benefiting employees of the company.
- e) Sponsorship activities for deriving marketing benefits for products/services.
- f) Activities for fulfilling statutory obligations under any law in force in India.

Mechanisms for monitoring the CSR process:

CSR is a Board-driven process, wherein the Board of Directors is entrusted with the responsibility to plan, approve, execute, and monitor the CSR activities of the company based on the recommendation of its CSR Committee. The CSR architecture is disclosure-based, and Companies mandated under Section 135 of the Act are required to annually



file details of their CSR activities with the Ministry of Corporate Affairs (MCA). Companies are required to make necessary disclosures in the financial statements regarding CSR activities including reasons for non-compliance, if any. The existing legal provisions such as mandatory disclosures, accountability of the CSR Committee and the Board, and provisions for audit of accounts of the company provide sufficient mechanisms for monitoring.

Obligation under CSR Activities

In accordance with Section 135 of the Companies Act, 2013, the Company is mandatorily required to spend at least 2% of the average *Net profit of the three immediately preceding financial years on activities specified under its CSR Policy. The computation of net profit for CSR shall be carried out as per Section 198 of the Companies Act, 2013.

*Net Profit means the net profit of the Company as per its financial statements prepared in accordance with the applicable provisions of the Act.

For computing net profits, credit cannot be given for the following sums:

- Profits, by way of premium on shares, unless the company is an investment company.
- Profits on sales of forfeited shares.
- Profits of a capital nature, including profits from the sale of the undertaking or any part thereof.
- Profits from the sale of any fixed assets or immovable property of a capital nature comprised in the undertaking, unless the company business consists of buying and selling any assets or property.
- Any change in the carrying amount of an asset or of a liability recognised in equity reserves, including surplus in profit and loss accounts for the measurement of the asset or the liability at fair value.
- Any amount representing notional gains, unrealised gains or revaluation of assets

This policy shall remain in force unless modified by the Corporate Social Responsibility (CSR) Committee.

CSR POLICY OF MAANAVEEYA

Company proposes to focus on activity No: 1, 2, 3, 4, 8, 9, 10, 11, 12 and 13 from the eligible activities specified in above Schedule VII of the Companies Act, 2013.



Maanaveeya aims to strategically synergize the efforts of its CSR partners by ensuring collaboration and mutual support among them to maximize the overall impact of its CSR activities. Maanaveeya will continue to engage with reputed CSR partners and will endeavour to onboard at least one new CSR proposal /partner each year to diversify the impact and outreach with a particular emphasis on promoting green initiatives.

Funding:

In accordance with Section 135 of the Companies Act, 2013, the Company is mandatorily required to spend at least 2% of the average net profit of the three immediately preceding financial years on specified CSR activities.

Any unspent/ unutilized CSR amount of a particular financial year, which relates to ongoing projects, shall be transferred to a specified account within 30 days from the end of the financial year. The purpose of this account is to ensure that the unspent amount of CSR projects is not diverted for any other purpose and is utilised for CSR activities within a period of three financial years from the date of such transfer.

The provisions related to this account are as follows:

The account shall be named “**Unspent Corporate Social Responsibility Account**” and shall be disclosed under “Current Liabilities” in the balance sheet of the company.

If the company fails to utilize the amount within the stipulated period, the unspent balance shall be transferred to a fund specified in Schedule VII of the Act, such as the Prime Minister’s National Relief Fund or the Clean Ganga Fund, or any other notified fund, within 30 days from the end of the third financial year.

The Company will propose any eligible CSR activities to be covered under CSR, with objectives, implementing agency & modalities and the proposed amount of funding to the CSR committee for approval. The CSR Committee shall review and approve such proposals in accordance with the CSR Policy and applicable legal provisions.

Corporate Social Responsibility (CSR) Committee

- a. The Board of the Company shall constitute a Corporate Social Responsibility Committee (hereinafter referred as “the CSR Committee”) as per the provision of Section 135 of the said Act to oversee the planning, execution, and monitoring of CSR activities.
- b. The CSR Committee shall comprise three or more directors, with at least one Independent Director. While the presence of an independent director is not mandatory for unlisted public companies or private companies, Maanaveeya intends



to include at least one independent director in the CSR Committee as a matter of good governance and best practice.

- c. The CSR Committee shall meet at least once in every financial year and may convene additional meetings as deemed necessary to effectively discharge its responsibilities.
- d. The quorum for any meeting of the CSR Committee shall be minimum of two members.

The Board of Directors of the Company retains the authority to re-constitute the CSR Committee from time to time, as required. The CSR Committee shall exercise such powers and perform such functions as may be assigned to it by the Board of Directors of the Company pursuant to the provisions of Section 135 of the Companies Act, 2013 and CSR Rules notified thereunder.

Responsibilities of the CSR Committee:

The CSR Committee shall be responsible for the following functions in accordance with Section 135 of the Companies Act, 2013 and the CSR Rules:

- Recommending the activities and amount of expenditure to be incurred on the CSR activities to be undertaken by the company.
- To monitor the implementation of Corporate Social Responsibility Policy of the Company from time to time.
- The CSR Committee shall establish a transparent controlling mechanism for the implementation of the CSR projects or programs or activities undertaken by the company.
- The CSR Committee shall arrange to provide all required inputs to undertake CSR activities and shall review all social initiatives. The CSR committee shall update the Board of Directors on the progress periodically.
- The CSR Committee, with approval of Board shall include a report on CSR activities in their Annual report

Structure for Conducting CSR:

Maanaveeya may undertake CSR activities through the following mechanisms:

1. Direct Mechanism: The Company may directly undertake the CSR projects and programs aligned with its CSR Policy and the activities specified under Schedule VII of the Companies Act, 2013.
2. Implementation through eligible entities: The Company also may conduct CSR initiatives through the external Eligible Entities as below:



- Section 8 Companies (non-profit companies under Companies Act, 2013)
- Public Trusts and Societies registered under Income Tax Act, 1961 and approved under Section 80G
- Entities registered under Section 12A and approved under 80G of the IT Act
- Entities exempted under Section 10(23C) clauses (iv), (v), (vi), or (via)
- Organizations established by Central or State Governments
- Entities established under any Act of Parliament or State Legislature

Eligibility Criteria for CSR Grants:

The above entities are eligible for CSR grant when complied with the following requirements:

1. Valid CSR Registration Certificate (CSR-1 Form)
 2. Legal structure and registration details (CIN/Registration No.)
 3. IT exemption certificate of 80 G and 12 A
 4. Valid PAN card
 5. Audited financial statements for the last three financial years
3. Collaborative CSR Initiative: Further to that the Company may also collaborate with other Companies to undertake the CSR activities, thereby pooling resources and expertise to enhance the scale and impact of the initiatives.

Approval Process:

In line with the best practices outlined in MCA circular No. 14 /2021[\[click here\]](#), Maanaveeya has established a structured approval process for its CSR activities.

- The SPM, CB & CSR Unit of Maanaveeya shall prepare the CSR Annual Activity plan along with a tentative budget, after the financials are approved by the Board during its Q1 Meeting (June quarter).
- The CSR Committee shall review & recommend the Annual CSR plan and budget to the Board of Directors for approval during the Q2 Meeting (September quarter).
- The Board may delegate authority to the CSR Committee to allocate and disburse CSR funds within the limits of the budget approved by the Board.
- Upon Board approval, the individual CSR activities shall be considered and approved by CSR Committee.
- The CSR Committee shall report the details of such approvals, disbursements and project progress to the Board during the Q1 Board Meeting (June quarter) of the following financial year.



Step-by-step approval process for individual CSR activities:

1. Based on the Board approved CSR plan, the SPM & CB Unit shall prepare and submit individual CSR proposals for review by the Managing Director (MD).
2. CSR proposals to a tune of Rs. 10 lakhs, which aligns with the Board-approved CSR Policy and fall within existing projects demonstrating strong social commitment, may be approved directly by the MD. Proposal exceeding Rs.10 Lakhs shall be submitted to the CSR Committee for review and approval.
3. All CSR proposals approvals by the MD shall be reported to the CSR Committee and approvals granted by the CSR Committee shall be reported to the Board of Directors.
4. The Management shall submit a CSR Progress Report to the CSR Committee, which in turn be reported to the Board on an annual basis.

Monitoring & Reporting

To ensure effective implementation of the CSR Programs undertaken, the following monitoring & reporting mechanism shall be adopted.

- a. The progress of CSR Programs under implementation shall be reported by the SPM, CB & CSR Unit on a quarterly basis to the CSR Committee after close of each quarter ending March, June, September and December, in the subsequent quarter through circulation.
- b. The Company shall submit annual CSR fund utilization report (Audited Financial) to the CSR Committee to be shared with the Board of Directors, during the first Board meeting following the close of the Financial Year.

Policy Review & Future Amendments

- All CSR activities and related expenses made thereon shall be subject to audit & review to ensure compliance, transparency and accountability. The Company reserves the right to modify, cancel, add, or amend any of the above rules/ guidelines outlined in this CSR Policy, as deemed necessary.
- Any or all provisions of the CSR policy shall be subject to revision/ amendment in accordance with the applicable laws/ rules/ guidelines issued by the Ministry of Corporate Affairs (MCA) or any other competent authority from time to time.
- This policy shall be updated as and when there are changes announced by MCA or at least once in two years, in accordance with the amendments, if any, to the Companies Act, 2013, rules made thereunder or any other applicable enactment for the time being in force.

**Contact:**

For query related to CSR Policy, please write to us:

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