



GAJA ALTERNATIVE ASSET MANAGEMENT LIMITED

**(Formerly known as GAJA ALTERNATIVE ASSET
MANAGEMENT PRIVATE LIMITED)**

Corporate Social Responsibility (CSR) policy

1. INTRODUCTION:

Corporate Social Responsibility (CSR) is the Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical.

Gaja Alternative Asset Management Limited ("the Company") is committed to undertaking CSR activities in accordance with the provisions of Section 135 of the Companies Act, 2013 ("the Act") and the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules"), as amended from time to time.

This policy lays down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community at large, and is titled as the '**CSR Policy**'.

This policy shall apply to all CSR initiatives and activities taken up at various units and locations of the Company and its /tie-up/leased units and other places in India as the CSR committee may deem fit, for the benefit of different segments of the society with focus on giving back to the community in which it operates while adding value to the society around it.

OBJECTIVE

The objective of the CSR Policy is to lay down guidelines for the Company's CSR activities for making a positive contribution to society through social and economic welfare programs. This Policy shall apply to all CSR projects/ programmes/ activities undertaken by the Company in India as per Schedule VII of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

DEFINITIONS

"**Act**" shall mean the Companies Act, 2013 and shall include any modifications, amendments or re-enactments thereof.

"**Administrative overheads**" means the expenses incurred by the Company for general management and administration of Corporate Social Responsibility functions in the Company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme.

"**Agency**" (or Agencies) means any Section 8 Company or a registered trust / society / NGO / institution performing social services for the benefit of the society and excluding a registered trust / society / NGO / institution / Section 8 Company which is formed by the Company or its holding or subsidiary company/companies.

“Approved Budget” shall mean the total budget as approved by the Board of the Company upon the recommendation of the CSR Committee, which is to be utilized for CSR Projects.

“Average net profit” shall be net profit of the Company calculated in accordance with the provisions of section 198 of the Companies Act, 2013.

“Board” means Board of Directors of Gaja Alternative Asset Management Limited.

“Corporate Social Responsibility Committee” or “CSR Committee” or “Committee” shall mean a Committee of the Board of Directors of the Company constituted under provisions of Listing Regulations and Companies Act, 2013 read with rules thereto constituted for the purpose of undertaking CSR Projects in accordance with applicable law.

“Company” shall mean Gaja Alternative Asset Management Limited.

“CSR Annual Plan” shall mean the annual plan detailing the CSR projects and expenditure towards the respective projects during any financial year.

“CSR Projects” or “Projects” means Corporate Social Responsibility projects / activities / programs / initiatives instituted in India, either new or ongoing, and includes, but is not limited to, those undertaken by the Board in pursuance of recommendations of the CSR Committee as per the declared CSR Policy of the Company.

“Minimum spending requirement” shall mean the minimum amount to be spent on CSR activities as prescribed under section 135 of the Companies Act 2013, and the rules made thereunder.

“Ongoing Project” means a multi-year project undertaken by the Company in fulfilment of CSR obligations having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board based on reasonable justification.

“CSR Policy” or “Policy” shall mean the Policy on Corporate Social Responsibility of the Company framed under the Rules.

“Rules” shall mean the Companies (Corporate Social Responsibility Policy) Rules, 2014 and shall include any amendments made thereto.

REPORTING, COMPOSITION, QUORUM AND MEETINGS

1. The Board shall have oversight over CSR Projects and the CSR Committee shall oversee the implementation and compliance of CSR Projects. The CSR Committee shall recommend the Annual Action Plan required under the Rules to the Board for its approval.

2. The Committee shall be comprised of **three or more directors**, out of which at least one director shall be an **Independent Director**.
3. The CSR Committee shall meet as and when required.
4. The Company Secretary shall act as the Secretary to the Committee.

ROLE OF THE CSR COMMITTEE

- The CSR Committee shall:
 - Formulate and recommend the CSR Policy to the Board.
 - Identify the activities to be undertaken as per Schedule VII of the Companies Act, 2013.
 - Institute a transparent monitoring mechanism for implementation of the CSR Projects / programs.
 - Recommend the amount of CSR expenditure to be incurred on the earmarked CSR activities.
 - Monitor the implementation of the CSR Policy and create mechanisms for tracking performance.
 - Formulate and recommend to the Board an annual action plan in pursuance of its CSR policy.
 - Discharge such other functions as the Board may deem fit to promote CSR activities of the Company.

ROLE OF THE BOARD

1. After taking into account the recommendations made by the CSR Committee, approve the CSR Policy.
2. Disclose contents of the CSR Policy in its report.
3. Ensure that the Company spends at least **2% of the average net profits** of the Company made during the three immediately preceding financial years in pursuance of its CSR policy.
4. Satisfy itself regarding the utilization of the disbursed CSR fund.

CSR ACTIVITIES FOR IMPLEMENTATION

CSR programs of the Company shall be implemented through the following methods:

- a) directly by the Company; or
- b) through an Agency; or
- c) in collaboration with other like-minded organizations / group companies.

CSR MONITORING

The Committee shall monitor the implementation of the CSR projects periodically, including field visits if required, and inform the Board about progress.

Monitoring shall include:

- Evaluation of planned progress vs actual progress
- Actual expenditure vs budgeted expenditure

CSR ANNUAL PLAN

The CSR Committee shall formulate and recommend to the Board an annual action plan which shall include:

- List of approved CSR projects or programmes under Schedule VII
- Manner of execution
- Annual budget and fund utilization schedule
- Monitoring and reporting mechanism

Administrative overheads shall **not exceed 5%** of total CSR expenditure for any financial year.

SURPLUS FROM CSR ACTIVITIES

Any revenue, returns, or profits arising from CSR activities shall **not form part of business profit** and shall be:

- reinvested into the same project, or
- transferred to the Unspent CSR Account, and spent in line with the CSR Policy and Annual Action Plan, or
- transferred to a fund specified in Schedule VII within six months of the end of the financial year.

SET-OFF EXCESS CSR SPENT

Excess CSR spending may be set off against future CSR requirements for up to **three succeeding financial years**, provided that:

- excess amount does not include surplus from CSR activities
- the Board passes a resolution approving the set-off

TRANSFER OF UNSPENT CSR AMOUNT

Unspent CSR amount, if any, shall be transferred to a fund specified in Schedule VII of the Act.

DISPLAY OF CSR ACTIVITIES

The following shall be displayed on the Company's website:

- Composition of CSR Committee
- CSR Policy

- CSR Projects approved by the Board

IMPACT ASSESSMENT

Impact assessment, if mandated, shall be undertaken by an independent agency and the report shall be placed before the Board and annexed to the annual CSR report.

AUTHORITY TO MAKE AMENDMENTS

The CSR Committee may recommend amendments to the Policy and the Board may approve such changes, provided the Policy continues to comply with Section 135 of the Companies Act and applicable rules.