

Annual Report on CSR Activities Exurban-IV

FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR ENDED JUNE 30, 2024

1.	Brief outline on CSR Policy of the Company.	The projects undertaken are within the broad framework of schedule VII of the companies Act,2013. Brief outline on CSR policy is given in CSR policy of the Company. Brief outline on CSR Policy is given in CSR policy of the Company which have been uploaded on the website of the Company and can be accessed at https://www.mindasilca.in
2.	Composition of CSR Committee:	As given below:

	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Pramode Parasramka	Managing Director	2	2
2.	Mr. Stefano Aurelio Zocca	Director	2	2
3.	Mr. Patrick Arthur Grawehr	Director	2	1

3.	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	https://www.mindasilca.in
4.	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable(attach thereport).	Not Applicable
5.	Details of the amount available for set off in pursuance of sub-rule(3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any	Not Applicable

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs.)	Amount required to be set-off for the financial year, if any(in Rs.)
1		NIL	NIL
	TOTAL		

6.	Average net profit of the company as per section135(5).	Rs.13,95,13,330/-
7.	(a)Two percent of average net profit of the Company as per section135(5)	Rs 27,90,267/-
	(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
	(c) Amount required to be set off for the financial year, if any	Nil
	(d) Total CSR obligation for the financial year(7a+7b-7c).	Rs 27,90,267/-
8.	(a) CSR amount spent or unspent for the financial year:	Spent amount Rs. Rs 28,00,000/- Un-spent amount NIL

Total Amount Spent for the Financial Year.(in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section135(5).		
	Amount.	Date of transfer	Name of the Fund	Amo unt.	Date of transfer.
Rs.28,00,000/-	Not Applicable				

8. (b) Details of CSR amount spent against **ongoing projects** for the financial year: **NOT APPLICABLE**

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area(Yes/No).	(5) Location of the project.		(6) Project duration.
				State	District	
			NA			
	TOTAL					

(7)	(8)	(9)	(10)	(11)
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Amount allocated for the project (in Rs.)	Amount spent in the current financial Year(in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation Direct(Yes/No).	Mode of Implementation-Through Implementing Agency	
				Name	CSR Registration number.

8. (c) Details of CSR amount spent against **other than ongoing projects** for the financial year:
Mode of implementation-Direct

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project. (state/district)	Amount spent for the project (in Rs.)	Mode of implementation-Through implementing agency	CSR registration number
1.	Skilling & Education (Aakarshan)	Skilling & Education	Yes	Greater Noida, UP	Rs. 1846313/-	Spark Minda Foundation	U85100DL2014NPL273844
2	Eye Camp		Yes	Greater Noida, UP	Rs. 822978/-	Spark Minda Foundation	U85100DL2014NPL273844
TOTAL					Rs.2669291/-		

8(d)	Amount spent in Administrative Overheads	1,30,709/-
8(e)	Amount spent on Impact Assessment, if applicable	Nil
8 (f)	Total Amount spent for the Financial Year (8b+8c+8d+8e)	Rs.28,00,000/-

8(g) Excess amount for set off, if any : NIL

Sl.No.	Particular	Amount (inRs.)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs.27,90,267/-
(ii)	Total amount spent for the Financial Year	Rs.28,00,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Rs. 9733/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL

(v)	Amount available for set off in succeeding financial years[(iii)-(iv)]	NIL
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9 (a) Details of Unspent CSR amount for the preceding three financial years: NIL

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135(6) (in Rs.)	Amount spent in the reporting Financial Year(in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (inRs).	Date of transfer.	
1.			NIL				
	TOTAL						

(b)Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): **NOT APPLICABLE**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in Which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year(in Rs).	Cumulative amount spent at the end of reporting Financial Year.(in Rs.)	Status of the project- Completed /Ongoing.
1.					NA			
	TOTAL							

10.	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year	NIL
	(asset-wise details).	
	(a) Date of creation or acquisition of the capital asset(s).	NIL
	(b) Amount of CSR spent for creation or acquisition of capital asset.	NIL

	(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	NIL
	(d) Provide details of the capital asset(s)created or acquired (including complete address and location of the capital asset).	NIL
11.	Specify the reason(s),if the company has failed to spend two per cent of the average net profit as per section135(5).	NIL

Sd/-	Sd/-	Sd/-
Pramode Parasramka Managing Director	Stefano Aurelio Zocca Member CSR Committee & Chairman	Mr. Vikke Kumar Gupta Chief Financial Officer

Place: Greater Noida

Vittorio Veneto, Italy

Greater Noida

Date: December 18, 2024

Date: December 18, 2024

Date: December 18, 2024

Regd.Office: A – 15

Ashok Vihar, Phase – 1,
Delhi-110051

ANNEXURE V

Corporate Social Responsibility Policy (CSR Policy):

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1. CONTEXT

As we move forward rapidly, it is becoming obvious that increasing shareholder wealth & Making profits is not being the sole motive of our organization. To grow and prosper with a feeling of mutual pride and trust, it is our responsibility to give back to mother earth and humanity what we have received from it so that further generations are secured as we need to co-exist in harmony with our planet & people. It is therefore a natural progression for our company to start focusing on the larger responsibility of “Community welfare, Environment care and protection” Further pursuant to Section 135 of the Companies Act, 2013, and Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended up to date, every Company having net worth of Rs. 500 crore or more or turnover or Rs. 1000 Crore or more or a net profit of Rs. 5 Crore or more during any financial year shall constitute a Corporate Social responsibility Committee (CSR Committee) and the CSR Committee shall formulate and recommend Policy on Corporate Social Responsibility (CSR).

The CSR Committee so constituted formulate Policy on Corporate Social Responsibility (CSR Policy) and recommended the same to the Board of Directors of the Company (“Board”) for its approval. The Board vide its resolution dated 04.12.2017 approved and adopted CSR Policy with Immediate effect.

1.1 .Objective of the Policy

This Policy shall be read in line with Section 135 of the Companies Act, 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules, regulations, circulars, and notification

(collectively referred hereinafter as "Regulations") as may be applicable and as amended from time to time and will, inter-alia, provide the following:

- Establishing a guideline for compliance with the provision of Regulations to dedicate a percentage of Company's profits for Social projects.
- Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting
- Creating opportunities for employees to participate in socially responsible initiatives.
- This policy shall apply to all CSR initiatives and activities taken up at the various work centers and locations of the Company directly or through any other organization , for the benefit of different segments of the society, specifically the deprived, under privileged and differently abled persons .

1.2. Definitions

- "Act" means the Companies Act, 2013;
- "Corporate Social Responsibility" means Corporate Social Responsibilities (CSR) as defined in Section 135 of the Companies Act, 2013 and Companies Corporate Social Responsibility Policy) Rules, 2014.
- "Ministry" means the Ministry of Corporate affairs
- "CSR Committee" means the Corporate Social Responsibility Committee of the Board referred to in Section 135 of the "Act".
- "CSR Policy" relates to the activities to be undertaken by the Company as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of the company;
- "Net Profit" means
The Net Profit of a Company as per its financial statements prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely:
 - ❖ Any profit arising from any overseas branch or branches of the Company, whether operated ad s separate company or otherwise; and
 - ❖ Any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the "Act",
- "Average Net Profit" :- It shall be calculated in accordance with the provisions of Section 198 of the "Act".
- Words and expression used and not defined in the Companies (Corporate Social Responsibility Policy) Rules, 2014 but defined in the Act, shall have the meanings respectively assigned to them in the Act.

1.3 .CSR Activities

The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the following focus areas as notified under Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule –VII of the Act: and such other rules, regulations, circulars, and notifications (collectively hereinafter referred as "Regulations") as may be applicable and as amended from time to time.

- (i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh 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 & employment enhancing vocation skills especially among children, women, elderly & the differently abled & livelihood enhancement projects;
- (iii) Promoting gender equality, empowering women, setting up homes & hostels for women & orphans, setting up old age homes, day care centers & such other facilities for senior citizens & measures for reducing inequalities faced by socially & economically backward groups;
- (iv) Ensuring environmental sustainability, ecological balance, protection of flora & fauna, animal welfare, agroforestry, conservation of natural resources & maintaining quality of soil, air & water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
- (v) Protection of natural heritage, arts & culture including restoration of buildings & sites of historical importance & works of arts; setting up public libraries; promotion & development of traditional arts & handicrafts;
- (vi) Measures for the benefit of armed forces veterans, wars widow & their dependents;
- (vii) Training to promote rural sports, nationally recognized sports, para Olympic sports & Olympic sports;
- (viii) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development & relief & welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities & women;
- (ix) Contribution or funds provided to technology incubators located within academic institutions, which are approved by the Central Government;
- (x) Rural development projects
- (xi) Slum area development

CSR activities shall be undertaken as projects, programs of activities (either new or ongoing)

Excluding activities undertaken in pursuance of the normal course of business of the Company.

1.4. The Geographic Reach

The Act provides that the Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility.

The Company will thus give preference to conducting CSR activities in the state(s) in India wherein the Company has/will have its operations. However, the Committee may identify such areas other than stated above, as it may deem fit, and recommend it to the Board for undertaking CSR activities.

1.5. Annual spends/Allocation of Funds (CSR Expenditure)

- The Company would spend, in every financial year, not less than 2% of the average net profits of the Company made during the three immediately preceding financial years. The surplus arising out of the CSR activity will not be formed as a part of business profits of the Company. The Corpus would thus include the 2% of average Net Profit, as aforesaid, any income arising there from and surplus arising out of CSR activities.
- The Company may build CSR capacities of the personnel and/or those of its implementing agencies through Institutions with established track records of at least three financial years but such expenditure including expenditure on administrative overheads shall not exceed five percent of total CSR expenditure of the Company in one financial year.
- However, if the Company ceases to be covered under sub-section (1) of Section 135 of the Act for three financial years, then it shall not be required to, comply with the provisions laid down under sub-section (2) to (5) of the said section, till such time it meets the criteria specified in sub-section (1) of Section 135 of the Act.

- However, if the Company fails to spend such amount, the Board shall, in its report made under Clause (o) of sub-section (3) of Section 134, specify the reasons for not spending the amount.

2. CSR COMMITTEE

2.1. Guiding Principles for Constitution of CSR Committee

The CSR Committee shall be formed in following manner: as under:.

(1) an unlisted public company or a private company covered under sub-section (1) of section 135 which is not required to appoint an independent director pursuant to sub-section (4) of section 149 of the Act, shall have its CSR Committee without such director

(2) a private company having only two directors on its Board shall constitute its CSR Committee with two such directors:

(3) with respect to a foreign company covered under these rules, the CSR Committee shall comprise of at least two persons of which one person shall be as specified under clause (d) of sub-section (1) of section 380 of the Act and another person shall be nominated by the foreign company.

(4) The CSR Committee shall institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the company.

The Committee will meet to discuss and review CSR activities, CSR expenditure and Policy as and when required. A quorum of two members is required to be present for the proceedings to take place. Such other meetings of the Committee members can be convened as and when deemed appropriate. The Committee member may attend the meeting physically or via such audiovisual means as permitted under the Act. The Committee shall have the authority to call such employee(s), senior official(s) and or externals, as it deems fit. The Company Secretary shall act as Secretary to the Committee. Board's report under section (3) of section 134 shall disclose the composition of the Corporate Social Responsibility Committee.

2.2. Committee Members

The Members of the Committee are as follows:

S.No.	Names	Chairperson / Member
1.	Mr. Stefano Zocca	Member
2.	Mr. Pramode Parasramka	Member
3.	Mr. Patrick Arthur Grawehr	Member

Email id-vikke.gupta@mindsilca.in

CSR Team

Each and every unit across India identified their team for rolling out CSR activities at unit level. The Team at unit level Comprises of head (HR & Admin) and other volunteer members of the unit. The said team consisting of employees of Minda Silca Engineering Private Limited shall assist the CSR Committee in achieving the objectives and purpose of CSR Policy and ensure compliance of the Act. The members to team be added / removed with the approval (including ex-post facto approval) of the Committee.

2.3. Scope of Functions of CSR Committee

The functions of CSR Committee will, *inter-alia*, include the following:

- CSR Activities as provided above

- To formulate and recommend to the board of Directors CSR Policy as per activities specified in Schedule VII.
- To recommend the amount of expenditure to be incurred on above activities along with calculation of the same.
- To monitor the policy from time to time.
- Prepare a transparent monitoring mechanism for ensuring implementation of the projects / programmes / activities proposed to be undertaken by the company.
- Ancillary Activities:
 - ❖ To publicize the CSR Policy and initiatives org-wise, especially through mailers, screensavers and Policy documentation and upload(s) on website.
 - ❖ To plan and carry out workshop to increase employee awareness on various projects and initiatives.
 - ❖ Such other activities as directed by the Board of Directors by the Company and/or as deemed appropriate and expedient by the Committee for the furtherance of CSR objectives of the Company, in pursuance with the Regulations.

2.4. Transparent Monitoring Mechanism

The CSR Committee shall prepare a transparent monitoring mechanism for ensuring implementation of the projects/ programmes / activities proposed to be undertaken by the Company.

The CSR Committee shall have the authority to obtain professional advice from external sources and have full access to information contained in the records of the Company as well as the powers to call any employee / external consultant or such other person(s) and for such purpose as may be deemed expedient for the purpose of accomplishment of overall CSR objectives laid down under the Act.

3. PROCEDURES

3.1. Funding

- As per the Regulations the Company will set aside, for annual CSR activities, an amount equal to 2% of the average Net Profits of the Company made during the three immediately preceding financial years. Any unutilized CSR allocation of a particular year, will be carried forward to the following year; i.e. the CSR budget will be non-lapsable in nature.

Provided that all reasonable efforts will be made to ensure that the annual CSR allocation is fully utilized in the respective year. However, if the Company fails to spend such amount, the Board of Directors shall, in its report under clause (o) of sub-section (3) of section 134 of the Act, shall specify the reason for not spending the amount.

- Annexure-I contains the details of the proposed expenditure for respective Financial Year, towards CSR activities. The same shall be amended annually according to the Financial Year after the review by the Committee or at such time, as the Committee may deem fit.
- Tax treatment of CSR spend will be in accordance with the Income Tax Act, 1961 as may be notified by Central Board of Direct Taxes (CBDT).

3.2. Planning and Implementation

- The Projects may be divided into two main categories – Direct Project Funding and Employee Engagement. Projects which involve considerable financial commitment undertaken on a timeframe of 1-3 years where

- Minda Silca Engineering Private Limited(MSEPL) will be the primary sponsor, will be considered under Direct Project Funding and accorded due significance. Payroll giving initiative will fall under Employee Engagement.
- A list of CSR projects/ programmes which the Company plans to undertake during the implementation year will be laid down before the Committee at the beginning of each year, specifically modalities of execution in the areas/sectors chosen and implementation schedules for the same.
 - Identification of projects and the execution agency/NGO will be made, *inter-alia*, by assessing the following;
 - a) Project Objectives
 - b) Baseline survey – As-is and To-be state basis, accordingly the outcome of the project will be measured.
 - c) Implementation schedules – Timelines for milestones of the project will need to be prescribed and agreed upon
 - d) Responsibilities and authorities
 - e) Major results expected and measurable outcome including the expenses/charges ratio as against the actual CSR spend.
 - If the Company decides to set up a Trust or Section 8 Company, or Society or Founding or any other form of entity operating *within India* to facilitate implementation of its CSR activities in accordance with its state CSR Policy, the following shall apply:
 - a. The Company would need to specify the projects/programmes to be undertaken by such an organization, for utilizing funds provided by it;
 - b. The Company shall establish a monitoring mechanism to ensure that the allocation is spent for the intended purpose only;
 - The Company may also conduct/implement its CSR programmes through Trusts, Societies, or Section 8 companies *operating* in India, which are not set up by the Company itself, herein collectively referred to as ‘CSR Partner’ or ‘CSR Partner(s)’.Such ‘CSR Partner’ or ‘CSR Partner(s)’ shall have an established track record of three years in undertaking the similar programs or projects and the Company has specified the Projects or Programs to be undertaken, the modalities of utilization of funds of such projects or programs and the monitoring and reporting mechanism.

Such spends may be included as part of its prescribed CSR spend only if such organizations have an established track record of at least three years in in similar programs or projects; and the company has specified the projects or programs to be undertaken, the modalities of utilization of funds of such projects and programs and the monitoring and reporting mechanism”..

- Company may collaborate or pool resources with other companies to undertake CSR activities within India. Only activities which are not for the benefit of employees of the company or their family members shall be considered as CSR activity.

3.3. Projects / Partners

CSR Committee in consultation of the Board of Directors of the Company will identify suitable projects for implementation in line with the objectives of the Company and requirements laid down under the Regulations. These projects would be executed either directly by the Company and/or through CSR Partner(s)

3.4. Criterion for CSR Partner(s) and Agreement

- While identifying projects, CSR Committee will assess CSR Partner(s) organizations who would execute the projects at the grass root level. At a minimum they need to meet the following criteria:
 - The CSR Partner(s) has a permanent office/address in India;
 - The CSR Partner(s) is a Trusts, Societies, or Section 8 Company having an established track record of three years in undertaking similar CSR programs or projects in pursuance with the relevant regulations;
 - Possesses a valid income-tax Exemption Certificate
 - The antecedents of the CSR Partner are verifiable
 - Have requisite framework to report progress/status of the projects on a quarterly basis on agreed parameters
 - Maintain a required level of auditable records on the CSR initiatives conducted in conjunction with MSEPL as agreed mutually
- Once the project/program is approved, MSEPL and the CSR Partner will be required to enter into an agreement as per the standard MOU requirements.

3.5. Review and Reporting

The CSR Committee will review the philanthropic activities of the Company and will provide progress update to the Board of Directors every six months/such other intervals as deemed fit.

The Company will report, in the prescribed format as set out herein as Annexure-I the details of CSR initiatives and activities of the Company in the Director's Report and on the website of the Company, as required under Act.

4. MONITORING

- The CSR Committee shall prepare a transparent monitoring mechanism for ensuring implementation of the projects / programmes / activities proposed to be undertaken by the Company.
- Appropriate documentation and amendments of the CSR Policy, annual CSR activities, reports on execution by CSR Partner(s) and expenditure will be undertaken on a regular basis and same will be available to the Board of Directors of the Company.
- Initiatives undertaken on the CSR front will be reported in the Annual Report of the Company.
- The CSR Committee and persons / entities authorized by it, will conduct due diligence checks on the current projects/partners on a quarterly basis and report anomalies, if any, immediately.
- Based on analysis of current projects, carry out roadmap planning for allocation of budget and selection of projects. The same will be done at least once in a financial year.

5. AMENDMENTS TO THE POLICY

The Board of Directors on its own and/or as per the recommendations of CSR Committee can amend this Policy, as and when required and deemed fit. Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the Regulations on the subject as may be issued from relevant statutory authorities, from time to time.

Sd/-	Sd/-	Sd/-
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Pramode Parasramka Managing Director	Stefano Aurelio Zocca Member CSR Committee & Chairman	Mr. Vikke Kumar Gupta Chief Financial Officer
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Place: Greater Noida

Vittorio Veneto, Italy

Greater Noida

Date: December 18, 2024

**Regd.Office: A – 15
Ashok Vihar, Phase – 1,
Delhi-110051**

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