

**CSR POLICY**

**OF**

**GLOBAL INSTITUTE OF MEDICAL**  
**SCIENCE & HEALTH CARE**

## **CORPORATE SOCIAL RESPONSIBILITY POLICY (Section 135 of the Companies Act, 2013)**

**Approved by the Board of Directors at its meeting held on 19<sup>th</sup> November 2021.**

### **1.0 SHORT TITLE AND COMMENCEMENT:**

This policy may be called “**Global Institute of Medical Science & Health Care**” Corporate Social Responsibility Policy and shall have effect from 1<sup>st</sup> April 2021

### **2.0 DEFINITIONS**

In this Policy unless the context otherwise requires:

- 2.1 ‘**Act**’ means Companies Act, 2013.
- 2.2 ‘**Board**’ means Board of Directors of the Company.
- 2.3 ‘**Company**’ means Global Institute of Medical Science & Health Care.
- 2.4 ‘**Corporate Social Responsibility**’ means and include but is not limited to:-
  - (i) Projects or programs relating to activities specified in Schedule VII to the Section 135 of Companies Act, 2013 and applicable rules therein as amended from time to time and will include sustainable development projects or program.
  - (ii) Projects or programs relating to activities undertaken by the Company in pursuance of recommendation of the CSR Committee of the Board as per declared CSR Policy of the Company subject to the condition that such policy will cover subjects enumerated in Schedule VII of the Act.
- 2.5 ‘**CSR Committee**’ means Corporate Social Responsibility Committee of the Board formed in accordance with provision of Section 135 of the Act and Rules made thereunder.
- 2.6 ‘**Net profits**’ means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act subject to adjustment as per Section 135 of the Act and Rules made thereunder.
- 2.7 ‘**Rules**’ means Companies (Corporate Social Responsibility Policy) Rules 2014 as amended from time to time;

Word and expressions used in this CSR Policy and not defined herein but defined in the Act shall have the meaning respectively assigned to them in the Act.

### **3.0 PREAMBLE**

The Corporate Social Responsibility (CSR) is a company’s commitment to its stakeholders to conduct business in an economically, socially and environmentally

sustainable manner whereby organization serve the interests of society and create positive and lasting social impact by addressing various needs of the society through its CSR programs.

Section 135 of the Companies Act, 2013 notified as effective from 1st April, 2014 requires the certain class of companies to constitute a CSR Committee consisting of three or more directors out of which at least one director shall be an independent director. However, as per Section 135 (9) of the Act, Where the amount to be spent by a company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company. Accordingly, the Board of Directors of the Company in 3rd meeting held on 19/11/2021 has adopted this CSR Policy and authorised the Board of the Company to implement this CSR Policy of the Company.

The Company understands its responsibility to contribute to the communities of the area in which company has its operation and to create positive and lasting social impact by addressing various needs of the society through its CSR programs.

This Policy will serve as a referral document for planning and selection of CSR activities, though, whenever in doubt, cross reference of the Act and the rules made thereunder is advised to avoid any inconsistency with the later.

The Policy aims to fulfill following objectives:

- (a) Establishing a guideline for compliance with the provisions of Regulations to dedicate a percentage of Companies profits for CSR initiatives.
- (b) Ensuring the Implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting
- (c) Creating opportunities for employees to participate in CSR initiatives.

#### **4.0 CSR ACTIVITIES**

The focus areas of the CSR activities shall include following activities/projects /programs as notified under Schedule VII to Section 135 of the Act read with Rules made thereunder as modified from time to time, as reproduced hereinunder –

- (i) Eradicating hunger, poverty & malnutrition, promoting health care including preventive health care & sanitation including contribution to Swach Bharat Kosh set up by the Central Government for the promotion of sanitation & making available safe drinking water;
- (ii) Promoting education, including special education and employment enhancing vocation skills specially among children, women, elderly & the differently abled & livelihood enhancement projects;
- (iii) Promoting gender equality, empowering women, setting up homes & hotels for women and orphans, setting up old age homes, day care centres & such other

facilities for senior citizens & measures for reducing inequalities faces 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 national heritage, art & culture including restoration of buildings & site of historical importance & work of art; setting up public libraries; promotion & development of traditional arts and handicrafts;
- (vi) Measures for the benefit of armed forces veterans, war widows and their dependents;
- (vii) Training to promote rural sports, nationally recognized sports, Paralympic sports & Olympic sports;
- (viii) Contribution to Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development & relief & welfare of the Schedules castes, the schedules tribes, other backward classes, minorities & women;
- (ix) Contributions 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.

Explanation. - For the purposes of this item, the term 'slum area' shall mean 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.

Besides it may also include Sustainable Development Projects or programs based on the need of community.

## **5.0 GEOGRAPHIC REACH & GENERAL PRINCIPLES**

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 conduct CSR activities preferably in and around the area of its operations presently being Jabalpur and Nearby Villages in State of Madhya Pradesh. However, the Board/ Committee may identify such other areas in addition to above, as it may deem fit, for undertaking CSR activities.

The Company shall take into account following broad principles while undertaking any CSR activity:

- 5.1 Consult pro-actively with the community and other key stakeholders for understanding needs and designing initiatives for the social well-being of the

community. Wherever necessary, the local authorities and specialized agencies should also be consulted and involved.

- 5.2 The main focus of the CSR Policy would be undertaking the activities that benefit the society as a whole as well as the activities that will help to reverse any adverse impact on the environment and ecology and to promote sustainability.
- 5.3 CSR activities shall be undertaken as projects, programs (either new or ongoing) excluding activities which are required to be undertaken in pursuance of the normal course of business of the Company.
- 5.4 CSR activities are undertaken within India.

## **6.0 CSR COMMITTEE – CONSTITUTION**

- 6.1 Section 135 of the Companies Act, 2013 effective from 1st April, 2014 requires the company to constitute a CSR Committee consisting of three or more directors out of which at least one director shall be an independent director. The Board of Directors of the Company shall undertake CSR activities directly. However, as per Section 135(9) of the Act, Where the amount to be spent by a company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company. Accordingly, the Board of Directors of the Company in 3<sup>rd</sup> meeting held on 19/11/2021 has adopted this CSR Policy and authorised the Board of the Company to implement this CSR Policy of the Company.
- 6.2 The Board of Director may function with the help of Company's in house internal monitoring group/Corporate CS Team/ CSR subcommittee consisting of employees of the Company as may be nominated by the Board/ Managing Director from time to time.

## **7.0 ANNUAL SPENDS/ALLOCATION OF FUNDS**

- 7.1 The Board will identify suitable projects for implementation in line with policy approved by the Board and requirements laid down under the Act. These projects would be executed either directly by the Company and/or through specialized agencies in CSR field with established track record.
- 7.2 The CSR Budget shall be fixed for each financial year as part of annual budget of the Company. All expenditure to be incurred on the activities involved in the need assessment / baseline study, planning, implementation, monitoring and impact assessment of the projects will be included in the budget.
- 7.3 The 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 financial year alongwith the budget.
- 7.4 The Company would spend not less than 2% of the average Net Profits (calculated as per Section 198 of the Companies Act, 2013) of the Company made

during the three immediately preceding financial years. The surplus arising out of the CSR activity will not be part of business profits of the Company. The corpus would thus include 2% of average net profits, as aforesaid, any income arising there from and surplus arising out of CSR activities if any.

7.5 As per current authorization by the Board vide its 3rd Board meeting held on 19<sup>th</sup> November 2021, the Board has approved following 2 (Two) CSR Projects –

7.5.1 **Project Ghar – Ghar Suraksha Abhiyan** – for promotion of healthcare including preventive healthcare.

7.5.2 **Project Suraksha Rath** – for promotion of healthcare through free ambulance service.

7.6 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 mandatory allocation as per Act, reasons thereof could be reported pursuant to section 134 of the Act. Unspent CSR mandatory budget of any year, if any, along with any surplus arising out of any CSR activity undertaken will be carried forward and shall be available for spending on CSR activities along with the budget for the succeeding year.

7.7 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 the Act. During this period the Company may opt to undertake CSR activities on voluntary basis.

7.8 Tax treatment of CSR spend will be in accordance with the Income Tax Act, 1961 as may be notified by the Central Board of Direct Taxes (CBDT).

7.9 The following expenditure shall not be considered CSR Expenditure for the purpose of the Act and Rules made thereunder.

7.9.1 Expenditure on CSR projects/ programs / activities undertaken outside India

7.9.2 The CSR projects/programs/activities that benefit only the employees of the company and their families

7.9.3 Contribution of any amount directly or indirectly to any political party.

7.9.4 Activities undertaken pursuance of normal course of business of the company.

7.9.5 Any activity not approved/ratified by Board or official/authority delegated by Board.

## **8.0 MONITORING MECHANISM**

- 8.1 The execution of identified CSR projects, programs and activities under it shall be carried out by the Company with the help of internal monitoring group/Corporate CSR team /subcommittee/ specialized agencies under the superintendence and guidance of Managing Director who will be one of member of Committee or such other person as may be authorized by the Committee.
- 8.2 The internal monitoring group/Sub Committee shall submit its report on a regular basis to the Board formed under the Act.
- 8.3 Appropriate documentation with respect to execution of CSR activities, will be ensured by internal monitoring group/subcommittee on a regular basis which may also include a Completion Report/Certificate from beneficiary listing inter-alia, the impact and benefit of the CSR activity and number of person benefitted. The report shall be made available to the Board as and when required.
- 8.4 Initiatives undertaken on the CSR front will be reported in the annual report of the Company.

## **9.0 ANCILLARY ACTIVITIES**

The Board, if thinks fit may take steps:

- 9.1 To publicize the CSR Policy and initiatives including through mailers, screensaver and Policy documentation and uploading on website.
- 9.2 Plan and publish an annual calendar of major events so as strive for maximum participation of stakeholders.
- 9.3 To plan and carry out workshops to increase employee awareness on various projects and initiatives.
- 9.4 To build CSR capacities of its personnel and/or those of its implementing agencies through Institutions with established track records but such expenditure shall not exceed 5 % of total CSR expenditure of the Company in one financial year.
- 9.5 To undertake such other activities as directed by the Board of Directors of the Company and/or as deemed appropriate and expedient by the Board for the furtherance of CSR objectives of the Company, in pursuance with the Act and Rules made thereunder.
- 9.6 To collaborate or pool resources with other companies to undertake CSR activities within India. Only activities which are not for the exclusive benefit of employees of the Company or their family members shall be consider as CSR activity.
- 9.7 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 accomplishments of overall CSR objectives laid down under the Act.

## **10.0 PROJECTS / PARTNERS**

- 10.1 The Company may join hands with other Companies, CPSEs for relatively big projects which would have greater visibility more number of beneficiaries and long term visible impact.
- 10.2 The Company can supplement the efforts of the Government if it is assessed that the resource gap and inadequate capacities are critical constraints in achieving the targets/ goals of a particular government scheme/ initiative/welfare project.
- 10.3 The Company may either implement the CSR projects/programs by itself or through external specialized agencies meeting the following criteria:
  - 10.3.1 The CSR Agency(s) has a permanent office/address in India :
  - 10.3.2 The CSR Agency(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;
  - 10.3.3 The CSR Committee or the competent authority of the company has specified the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.
  - 10.3.4 Possesses a valid Income-Tax exemption Certificate.
  - 10.3.5 The antecedents of the CSR Agency are verifiable.
  - 10.3.6 Have requisite framework to report progress/ status of the projects on a quarterly basis on agreed parameters.
  - 10.3.7 Maintain a required level of auditable records on the CSR initiatives conducted in conjunction with the Company as agreed mutually.

Once the project/program is approved, the Company and CSR partners/agencies will be required to enter into an agreement / MOU as per requirements.

## **11.0 REVIEW AND REPORTING**

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

## **12.0 AMENDMENTS TO THE POLICY**

The Board of Directors on its own can amend this Policy, as and when required as 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 and Policy shall be deemed to have been modified upon change in regulations /provisions of the Act in case of inconsistencies.

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**Saurabh Baderia**  
**Director**