

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

INTRODUCTION

Talbro Engineering Limited (TEL) is committed to high social, ethical and environmental standards since its inception. TEL believes that an organisation should make all decisions considering the social and environmental consequences.

With the instigation of new Companies Act, 2013 (hereinafter referred to as "Act") and rules made thereunder, the constitution of Corporate Social Responsibility has been mandated with the responsibility for all the CSR works. The Schedule VII of the Act lays down the framework and modalities of carrying out CSR activities. Therefore, the Company has to formulate a policy for the welfare and sustainable development of the society, while meeting the interest of the shareholders.

Our Company TEL has also established a Talbro Charitable Trust in early 80's so as to ensure help to the needy and poor people. Every year the trust donates generously to the needy people.

OBJECTIVE

The CSR Policy covers both existing and proposed activities to be undertaken by TEL within the meaning of section 135 of the Act read with schedule VII and rules made thereunder. The major sectors where TEL expands its hands under CSR are as follows:

1. Contributing to the Non profit organisations engaged in promoting Organ Donations activities.
2. To create equitable opportunities for the under privileged children of the society.
3. Improving health care with the help of modern medical equipment.
4. Establishing modern health care facilities in villages.
5. Contributing to the non profit organisations indulged in rendering of free services including lab testing, dispensary and emergency services.
6. Relief during natural disasters.
7. Career Counselling programs for the under privileged students.

CSR COMMITTEE

CSR Committee of the Board of Directors has been formed under the applicable laws and the committee shall be responsible for the implementation/ monitoring and review of this policy and various projects / programmes to be undertaken under this policy. The CSR Committee shall submit periodical reports to the Board of Directors.

ROLES AND POWERS OF CSR COMMITTEE

- (i) Formulate CSR Policy and recommend the same to the Board of Directors for their approval.
- (ii) Recommend and review of CSR activities to be taken up by the company as specified in schedule VII of the Act.
- (iii) Review the progress of the CSR projects / programmes to be undertaken by the company and utilization of budget on each project / programme.
- (iv) Monitoring CSR Policy from time to time and create transparent monitoring mechanism for implementation of CSR activities.
- (v) Review and recommend the CSR Report to be included in Board's Report.
- (vi) Recommend and review any amendments to be made in the CSR policy of the Company as may be required from time to time.
- (vii) Authorise executives of the Company to attend CSR Committee meetings.

CSR SPEND/CSR BUDGET

The Committee shall endeavour to spend atleast 2% of the average net profits of the company during the preceding three financial years on CSR Activities as mandated under section 135 of the Act and rules made thereunder.

The Committee shall prepare the annual budget and further identify the projects to be undertaken, expenditure on each project and implementation schedule of the projects. The total estimated expenditure shall be approved by the Board of Directors.

MONITORING OF CSR ACTIVITIES

The CSR Committee incorporated shall be responsible for the monitoring of CSR Projects / Programmes to be undertaken by the Company directly or indirectly. The Committee shall ensure that;

- (i) The Company undertakes the CSR Activities as specified under schedule VII of the Act and as provided in CSR Policy.
- (ii) The proposed projects/programmes shall be approved by the Board of Directors.
- (iii) The objective of project/programme is achieved as per plans.
- (iv) The budget allocated for each project is to be utilized as per the approved plan.

SURPLUS ARISING OUT OF CSR

The surplus arising out of any CSR project or program or activities shall not form part of the business profit of the Company.

CSR ANNUAL REPORT

The CSR Annual Report shall be prepared in the format as laid down in the Act and shall be included in Board's Report. The CSR Committee is responsible for the same. The Contents of the CSR policy shall be included in Board's Report and the same shall be displayed on the website of the Company.

POLICY REVIEW AND FUTURE AMENDMENT

The CSR Committee shall annual review its CSR Policy and make suitable changes as may be required from time to time and submit the same for approval of the Board of Directors.