

# THAR SHARE BROKERES PRIVATE LIMITED

REGISTERED OFFICE: HOUSE NO. 2254, BLOCK-C, SUSHANT LOK, PHASE-I, GURGAON, HARYANA-122002

CORPORATE OFFICE: F-32, AZAD MARG, BEHIND BJP OFFICE, C-SCHEME, JAIPUR-302001

Phone: 0141-5111880; E-mail: [info@tharshare.com](mailto:info@tharshare.com) ; CIN- U67120HR2004PTC041557

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## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

The CSR Committee so constituted by the Board resolution dated June 21, 2015 formulated a policy on CSR and recommended the same to the board of directors of the Company for its approval. The CSR committee in its meeting dated 11.09.2020 recommended some changes and updated the CSR policy. The Board in its meeting held on 15.09.2020 approved and Adapted this CSR Policy and the same policy is being considered this financial year as well.

### **Applicability**

Pursuant to Section 135 of the Companies Act, 2013, and Companies (Corporate Social Responsibility Policy) Rules, 2014, which have come into effect from April 1, 2014, vide Notification No.G.S.R.129(E) dated February 27, 2014, as amended from time to time, every Company having net worth of Rs.500 Crore or more or turnover of Rs.1,000 Crore or more or net profit of Rs.5 Crore or more during the immediately preceding financial year shall constitute Corporate Social Responsibility Committee ('**CSR Committee**') and the CSR Committee shall formulate and recommend a policy and shall spend, in every financial year, at least 2% of the average net profit during the immediately preceding three financial years.

### **OBJECTIVES OF THE POLICY**

#### **Objectives of the CSR 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 notifications as may be applicable and as amended from time to time and will, inter-alia, provide for the following:

- Establishing a guideline for compliance with the provisions 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.

While undertaking statutorily required CSR projects / programs within India, the Company will consistently strive for opportunities to meet the expectation of its stake holders by pursuing the concept of sustainable development with focus on improving the quality of life.

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## **DEFINITIONS**

**(A) Act:** The Act means Companies Act, 2013.

**(B) Corporate Social Responsibility:** It means Corporate Social Responsibility (CSR) as prescribed under Section 135 of the Companies Act, 2013.

**(C) CSR Activity:** It means and includes but is not limited to:-

- i. Projects or programmes relating to activities specified in Schedule VII to the Act;
- ii. Projects or programmes relating to activities undertaken by the Board of Directors of a company (the Board) in pursuance of recommendations of the CSR Committee of the Board in the manner prescribed in the CSR policy.

It is pertinent to mention that any activity which is undertaken exclusively for the benefit of employees of the company or their family members shall not be considered as CSR activity.

**(D) CSR Committee:** It means the CSR Committee of the Board of Directors formed under section 135 of the Act.

**(E) Net profit:** It shall mean the net profit as defined in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

**(F) Average Net profit:** It shall be calculated in accordance with the provisions of Section 198 of the Companies Act, 2013.

## **CSR activities**

The Company will endeavor to adopt an integrated approach to address societal and environmental concerns of the community by taking up a range of the following activities, which shall be taken up strategically, in a focused manner to the extent possible and allowed as per the CSR Policy. Activities mandated for Government can be supplemented by filling the resource gap and giving help to cross the last mile in goal achievement.

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 and Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time:

- Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;

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- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
- 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;
- Measures for the benefit of armed forces veterans, war widows and their dependents;
- Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- Contributions or funds provided to technology incubators located within academic institutions, which are approved by the Central Government;
- Rural development projects.
- Slum Area development.
- Disaster management, including relief, rehabilitation and reconstruction activities.

The list is an illustrative list and not exhaustive. The Board of Directors of the company may on the recommendation of the CSR Committee undertake any CSR activity apart from the list but within the scope of the activities mentioned in Schedule VII of the Act.

## **COMPOSITION OF THE CSR COMMITTEE**

The CSR Committee of the Company shall include following members:

<b>Sr. No.</b>	<b>Name of the Member</b>	<b>Designation</b>
1.	Mr. Ajay Gangwal	Managing Director
2.	Mrs. Rakhi Gangwal	Director

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## **COMPLIANCE, MONITORING AND REPORTING**

Compliance with this policy will be continuously monitored by the CSR Committee at its meeting(s), subject to annual review by the Board of Directors.

The Contents of this policy shall be disclosed in the Board report and placed on the Company's website. Compliance will be reported to stakeholders through the Company's Annual Report. The Board shall ensure spending of allocated amount on CSR activities and report the status in its annual report, also specify the reasons of non-spending of the allocated amount, if any.

The members of the CSR committee shall be appointed or removed by the Board of Directors by way of Resolution. The Managing Director of the Company shall be the Chairman of the Committee and in his absence any other member of the CSR Committee shall preside over the meeting(s) of the CSR Committee. The minutes of CSR committee meetings shall be placed before the Board meeting.

## **QUORUM**

- Two members either personally present or through Electronic mode.
  - Electronic mode shall be counted for quorum except on such restricted items as prescribed under Companies Act, 2013.
- Quorum shall be present throughout the meeting.
- Where a member is interested in a particular item, he/she shall not be present (physically or through Electronic Mode), during discussion and shall not vote on such item.

## **MINUTES OF THE MEETING**

- Draft minutes of the CSR Committee Meeting shall be duly circulated within 15 days from the conclusion of the meeting to the members of the Committee for their comments.
- The Members, whether present or not shall communicate their comments, if any, in writing within 7 days from the date of circulation of draft minutes.
- Minutes shall be entered in the Minutes Book within 30 days from the date of conclusion of the meeting.
- Minutes of the meeting shall be signed and dated by the Chairman of the Meeting or by the Chairman of the next meeting. Signed copy of the minutes shall be circulated to all the members within 15 days after the minutes are signed duly certified by Company Secretary or where there is no Company Secretary, by any Director authorized by Committee.

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## **FUNCTIONS OF THE CSR COMMITTEE**

The CSR committee shall function within following areas:

- a. To formulate and recommend to the Board, the Corporate Social Responsibility Policy indicating the activities to be undertaken by the company as specified in the policy;
- b. To recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
- c. To monitor the Corporate Social Responsibility Policy from time to time.

## **BUDGET**

- 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 years, 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 treat such unspent amount in the manner as may be prescribed by the law.
- In its report under clause (o) of section 134 of Act, shall specify the reasons for not spending the amount.
- Tax treatment of CSR spend will be in accordance with Income-tax Act, 1961, as may be notified by Central Board of Direct Taxes (CBDT).

## **IMPLEMENTATION**

Recommendations of the CSR activities in any locations and budget allocations thereof shall be sent to the Chairman of the CSR Committee, who shall place the same before the Committee in its meeting. The CSR committee shall, if consider fit, recommend such activity and amount to be spent on such activity to the Board for its approval.

## **CSR REPORTING AND DISPLAY OF CSR POLICY**

The Company will report, in the prescribed format the details of CSR initiatives and activities of the Company in the Directors' Report and on the website of the Company, as required under the Regulations. The Board of Directors shall disclose contents of this Policy and composition of the CSR Committee in the Directors' Report.

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## **AMENDMENTS TO THE POLICY**

The Board of Directors may, either on its own and/or as per the recommendations of CSR Committee, 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.

## **EFFECTIVE DATE**

The revised policy is applicable from Financial Year 2020-21.

## **CONTACT**

For queries related to the CSR Policy, please write to us at:

[info@tharshare.com](mailto:info@tharshare.com)

**For and On Behalf of Thar Share Brokers Private Limited**

**1. Ajay Gangwal**

(Managing Director)

DIN: 00093580

**2. Rakhi Gangwal**

(Director)

DIN: 00093603