

HINDUSTAN MOTORS LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY (CSR Policy)

"Corporate Social Responsibility" (CSR) is a way of conducting business, by which corporate entities visibly contribute to the social good. The essence of CSR is to integrate economic, environmental and social objectives with the company's operations and growth. CSR is the process by which an organization thinks about and evolves its relationships with society for the common good and demonstrate its commitment by giving back to the society for the resources it used to flourish by adoption of appropriate business processes and strategies.

In its endeavors to mutually achieve the said objective, the Act stipulates the provisions Regarding mandatory adherence to the Corporate Social Responsibility practices by the prescribed companies.

OBJECTIVES OF THE POLICY

- To lay down the guidelines for the company to evolve its relationship with society by way of social and economic contribution and by giving back to the society for the resources it used to flourish by adoption of appropriate business processes and strategies.
- To fulfill the directive of the Act enjoining prescribed companies to develop and implement a CSR policy specifying the activities to be undertaken by the Company.
- To prepare list of activities, programmes and projects to be undertaken during the implementation year, specifying modalities of execution and implementation schedules for the same.

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 as amended from time to time;

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, if any, 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 Directors formed, if any, 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.

Geographical area for CSR activities

Hindustan Motors Limited ("**the company**") shall undertake the CSR activities at projects and programmes of the Company located within the territorial jurisdiction of India or any part thereof. Hence, the primary beneficiaries of CSR shall be the people of India. However, the poor and needy sections of the society living in different parts of India would be considered as recommendations of the CSR Committee. The areas where the company shall extend its CSR activities shall be as follows:

- a) Organizing free medical camps where villagers can avail of medical assistance, free of cost;
- b) Organizing blood donation camps and medical camps;
- c) Sponsoring the medical establishment;
- d) promoting education, enhancing vocational skills especially among children, women, elderly and differently abled and livelihood enhancement projects;
- e) promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centres and other facilities for senior citizens;
- f) Tree plantation and other activities to promote ecological balance;

- g) Facilitating the construction of roads, bridges and drains;
- h) Extending support to a community school for providing education to poor;
- i) Supporting the local administration in fighting and managing natural or other disasters;
- j) Creating social empowerment through vocational education to needy people;

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

MODE OF IMPLEMENTATION

a) CSR programs, projects or activities, will be implemented through one or more of the following methods:

- i) Directly by the Company;
- ii) Any other Registered Trust, Society or Section 8 Company (i.e. Company registered under Section 8 of the Companies Act, 2013) with an established track record of at least three years in carrying on activities in related areas and duly approved by the SIL CSR Committee;
- iii) In collaboration with other organizations.

b) The allocated CSR budget or Corpus will be utilized for CSR activities undertaken within India, which are not:

- i) exclusively tier the benefit of employees of the Company or their family members; or
- ii) Undertaken in pursuance of normal course of business of the Company.

COMPLIANCE, MONITORING AND REPORTING

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

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 Chairman 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 Company Secretary or in absence of Company Secretary the person so appointed by the CSR Committee shall be the Secretary of the CSR Committee. The minutes of CSR committee meetings shall be placed before the Board meeting.

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) Planning, budgeting and recommending the amount of expenditure to be incurred on the activities referred to in clause (a); and
- c) Prepare strategic plans and implementation schedules for CSR expenditure
- d) To monitor the Corporate Social Responsibility Policy from time to time.
- e) Ensure that the surplus (if any) generated from activities are ploughed back to CSR funds over and above the 2% contribution.
- f) Finalise the beneficiary.

Budget

Mandatory annual spending on CSR Activities in any particular financial year shall be "2% of the average of the annual net profit of the preceding three financial years."

The corpus of the CSR activity would include the following amounts:

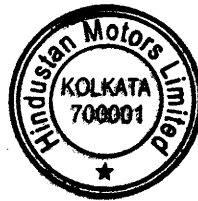
- a) 2% of the average net profits,
- b) any income arising therefrom, and
- c) surplus arising out of CSR activities.

The surplus arising out of the CSR activity will not be part of business profits of the company.

Implementation

Recommendations on the CSR activities in any locations and budget allocations thereof shall be placed 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.

For HINDUSTAN MOTORS LTD.



Attham Bose
Director