



Corporate Social Responsibility Policy  
Resonance Eduventures Limited

---

<b>S.No</b>	<b>Content</b>	<b>Page No.</b>
1.	Applicability	3
2.	Objective	3
3.	Vision and Focus Areas	3
4.	Definition and interpretation	3
5.	Composition of the CSR Committee	4
6.	Role(s) and Responsibility (ies) of CSR Committee	4
7.	Role of the Board	4
8.	Monitoring and Reporting Framework	4
9.	CSR Expenditure	5
10.	CSR Activities	5
11.	Frequency of Meetings	7
12.	Quorum	7
13.	Chairman	7
14.	Secretary	7
15.	Minutes of the Committee Meeting	7
16.	Compliance	8
17.	Amendment in this Policy	8

## 1. **Applicability**

The Policy shall be applicable to all the CSR activities / projects undertaken in India by the Company, itself or through any implementation agency.

## 2. **Objective**

The Policy aims at defining the governing principles while undertaking any activity(ies) / project(s) / program(s) by or on behalf of the Company for Corporate Social Responsibility in compliance with section 135 and other applicable provisions, if any of the Act, Schedule VII and CSR Policy Rules, 2014, (including any statutory enactment/modification thereof).

## 3. **Vision and Focus Areas**

The Company belongs to the education industry and is therefore well versed with the society's needs and aspirations when it calls for one's education. The Company strongly feels that education at all levels is the foundation of a better nation. In view of which, Company has an extensive Scholarship Programme. Now, the Company wishes to focus on undertaking such projects:

1. which may contribute to enhance education and support the socially and economically challenged children of the country, and
2. which may address and help the poor community such as poor workers and farmers who are severally challenged economically, and are not able to afford even the day to day meals/food and are victims of starvation.

## 4. **Definition and interpretation**

1. "**Board**" means the Board of Directors of the Company.

2. "**Company**" means Resonance Eduventures Limited having CIN: U80302RJ2007PLC024029 and having its registered office at CG Tower, A-46 & 52, IPIA Near City Mall, Jhalawar Road Kota RJ 324005 IN.

3. "**CSR Activities**" means such programs and projects as may be approved by the Board in terms of this CSR Policy.

4. "**CSR Committee**" means a committee constituted by the Board of Directors in terms of Section 135 of the Act and the CSR Rules.

5. "**CSR Rules**" means the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

6. "**CSR Expenditure**" means the amount recommended by the CSR Committee to be incurred on the CSR Activities in India in terms of the Act and the CSR Rules as approved by the Board from time to time.

7. "**Director**" means a member of the Board of the Company.

8. "**Net Profits**" means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include (i) any profit arising from any overseas branch or branches of the Company (whether operated as a separate company or otherwise); and (ii) any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Act.

9. **“Ongoing Project”** means a multi-year project undertaken by a company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the board based on reasonable justification

Any term not defined above, shall have the meaning assigned to it under the Act or the CSR Rules.

## 5. **Composition of CSR Committee and Disclosures**

The CSR Committee shall be comprised in accordance with the requirements of Applicable Law. This CSR Policy, details of the composition of the CSR Committee and projects approved by the Board shall be hosted on the Company's website at [www.resonance.ac.in](http://www.resonance.ac.in).

## 6. **Role(s) and Responsibility (ies) of CSR Committee**

- Formulation and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in area or subject, specified in Schedule VII;
- Recommend the amount of expenditure incurred on the activities recommended by the committee;
- Monitor the CSR policy of the company from time to time;
- The CSR Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its CSR Policy, which shall include the following, namely:-
  - (a) the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
  - (b) the manner of execution of such projects or programmes as specified in sub-rule (1) of rule 4;
  - (c) the modalities of utilisation of funds and implementation schedules for the projects or programmes;
  - (d) monitoring and reporting mechanism for the projects or programmes; and
  - (e) details of need and impact assessment, if any, for the projects undertaken by the company.
- Such other functions as the Board of Directors may deem fit.

## 7. **Role of the Board**

- approve the CSR policy;
- disclose contents of such policy in its report and also place it on the company's website, if any;
- ensure that the activities included in the CSR policy are undertaken by the company;
- ensure that the company spends, in every financial year, at least two per cent of the average net profits of the company made during the three immediately preceding financial years;
- satisfy itself regarding the utilisation of the disbursed CSR funds; and
- if the company fails to spend at least two per cent of the average net profits of the company, 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 and transfer the unspent CSR amount as per provisions of sections 135(5) and 135(6) of the Act

## 8. **Monitoring and Reporting Framework**

In compliance with the Act and to ensure funds spent on CSR Activities are creating the desired impact on the ground a comprehensive Monitoring and Reporting framework should be put in place.

The CSR Committee shall monitor the implementation of the CSR Policy through periodic reviews of the CSR activities.

The respective CSR personnel will present their annual budgets along with the list of approved CSR activities conducted by the Company to the CSR Committee together with the progress made from time to time.

#### 9. **CSR Expenditure**

- i. The Company shall spend at least 2% of average Net Profit of preceding three financial years, net profit being calculated in accordance with section 198 of the Companies Act, 2013.
- ii. CSR expenditure includes all expenditure including contribution to corpus, the projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on any item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.
- iii. The surplus if any, arising out of the Corporate Social Responsibility projects or programs or activities does not forms part of the Business Profit of the Company.
- iv. The amount spent by the Company in India, is only taken into consideration for CSR activities.
- v. The Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR activities.
- vi. Where the Company fails to spend the stipulated amount in CSR activities, it shall provide for the reasons for not spending the amount, in Board's report.
- vii. Company may build CSR capacities of its own personnel as well as those of their implementing agencies through institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.
- viii. Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135 , such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that -
  - (i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of this rule.
  - (ii) (ii) the Board of the company shall pass a resolution to that effect.
- ix. As per the amendment in section 135 (6), the unspent amount, if any, for ongoing projects, shall be transferred in a separate bank account for the period of three financial years and failing which, the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.
- x. Unless the unspent amount relates to any ongoing project referred to in section 135 (6), transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

#### 10. **CSR Activities**

The Company shall ensure that the CSR projects / programs falls under any of the activities mentioned in the schedule VII of the Companies Act, 2013, which are as follows:

1. 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.

2. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
3. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
4. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, 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.
5. 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 art and handicrafts;
6. Measures for the benefit of armed forces veterans, war widows and their dependents, <sup>2</sup>[Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
7. Training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports
8. Contribution to the prime minister's national relief fund <sup>3</sup>[or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
9. (a)Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and  
  
(b)Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).
10. Rural development projects
11. Slum area development.

12. Disaster management, including relief, rehabilitation and reconstruction activities.

13. Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.

The Company may also undertake / fund project, programs or activities of the following nature and also undertake such other activities as may be approved by the board as is falling under schedule VII of the Act 2013:

- 1) Construction of Public Toilets and maintenance thereof. (Sanitation)
- 2) Providing at least one earth embedded dustbin in every 0.5 kms. or more in a densely populated public area.
- 3) Providing free dustbins in slums or in colonies occupied by under privileged masses.
- 4) Construction of buildings for slums in place of slum inhabited areas.
- 5) Day care centers for children of poor/ under privileged working women.
- 6) Funds for mid-day meals or the like to be provided in schools for under privileged children.( eradicating hunger and malnutrition)
- 7) Eradicate child labour.
- 8) Free education to under privileged children in the form of provision of evening classes.
- 9) Provision of scholarship funds for under privileged students pursuing higher studies.
- 10) Establishing vocational education centers (stitching classes, driving classes etc)
- 11) Shelter for stray animals.
- 12) Provision of seed capital etc. to students with viable business proposal.
- 13) Rural Development – Provision of electricity, installation of water purifiers and filters in every rural household.
- 14) Promoting innovation in farming technology by financial aid.
- 15) Construction of Warehouses and crop storage and handling facilities.
- 16) Free Health insurance to under privileged students of govt. schools and their families.
- 17) Free weekly medical and health checkups in slum inhabited areas and providing awareness on health and sanitary.
- 18) Provision of street lights and their proper working.
- 19) Beautification of the city.
- 20) Providing basic necessities including woollens, blankets, etc. for the poor.

#### **11. Frequency of Meetings**

The meetings of the Committee could be held at such periodic intervals as the Board may decide.

#### **12. Quorum**

Minimum two (2) members shall constitute a quorum for the Committee meeting.

#### **13. Chairman**

In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.

#### **14. Secretary**

The Company Secretary of the Company shall act as Secretary of the Committee.

#### **15. Minutes of the Committee Meeting**

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee and tabled at the subsequent Board and Committee meeting.

**16. Compliance**

The governing provisions of this policy are in addition to those of the Act and the rules made thereunder. Any provision of the policy, if inconsistent/becomes inconsistent on a later date, shall be taken to be not forming a part of the Policy. The Company shall comply with all the provisions of the Act and the rules made thereunder.

**17. Amendment in this Policy**

The CSR Committee will review and monitor from time to time the implementation of this Policy to ensure its effectiveness and may also recommend amendments, if any, to the Board for effectiveness of this Policy

.....