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CORPORATE SOCIAL RESPONSIBILITY POLICY OF ADLUX MEDICITY AND CONVENTION CENTRE PRIVATE LIMITED

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1. Introduction

The primary objective of Corporate Social Responsibility (CSR) is to contribute towards social development by focusing on key areas such as poverty alleviation, education, healthcare, and environmental sustainability. CSR aims to utilize corporate expertise and financial resources for nation-building, thereby transforming philanthropy from a voluntary initiative into a structured, mandatory, and accountable corporate responsibility.

Adlux Medicity and Convention Centre Private Limited (hereinafter referred to as "Adlux Medicity" or "the Company") is committed to undertaking CSR activities in accordance with the provisions of Section 135 of the Companies Act, 2013 and the rules made thereunder.

2. Objectives

Adlux Medicity is actively engaged in healthcare services, which inherently contribute to societal well-being. In addition to its core operations, the Company reaffirms its commitment to contribute meaningfully towards the development of society through various CSR initiatives and endeavors, striving to make a positive and sustainable impact. Further it is aimed at implementing activities specified under Schedule VII of the Companies Act, 2013 for the overall benefit of society.

3. Scope of CSR Activities to be Undertaken by the Company

The Company shall utilize its CSR funds in areas and activities as specified in Schedule VII of the Companies Act, 2013, as amended from time to time. The permissible activities under Schedule VII on which the Company may spend its CSR funds are as follows:

i. Eradicating hunger, poverty and malnutrition, promoting health care including preventinve 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.

ii. promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.

iii. 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.

iv. 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.

v. 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;

vi. measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

vii. training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports

viii. contribution to the prime minister's national relief fund 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;

ix. (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).

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.

xii. disaster management, including relief, rehabilitation and reconstruction activities.

The Company may spend its CSR funds on any of the above-mentioned activities or areas, subject to the required approval from the Board of Directors or the CSR Committee.

4. Board of Directors/CSR Committee.

The Company shall constitute a CSR Committee in accordance with the provisions of the Companies Act, 2013, when the CSR expenditure exceeds Rs. 50,00,000 (Rupees Fifty Lakhs) or such amount as may be prescribed under the Act from time to time. Until such threshold is reached, the functions of the CSR Committee shall be discharged by the Board of Directors of the Company.

When required to be constituted, the CSR Committee shall comprise any three Directors of the Company, with the Company Secretary acting as the Secretary to the Committee. The quorum for meetings of the Committee shall be two members present or as specified under the Companies Act, 2013.

As per the provisions of the Companies Act, 2013, the Corporate Social Responsibility Committee shall, —

a. formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII;
b. recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
c. monitor the Corporate Social Responsibility Policy of the company from time to time.

Until the CSR Committee is constituted, the Board of Directors of the Company shall discharge the above functions of the CSR Committee, along with the functions specified below.

a. after taking into account the recommendations made by the Corporate Social Responsibility Committee if any shall approve the Corporate Social Responsibility Policy for the company and disclose contents of such Policy in its report and also place it on the company's website, if any, in the manner prescribed under the Companies Act, 2013; and
b. shall ensure that the activities as are included in Corporate Social Responsibility Policy of the company are undertaken by the company.
c. shall 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 in pursuance of its Corporate Social Responsibility Policy.

d. If the Board fails to spend the CSR amount, it shall, in its report prepared under Section 134 of the Companies Act, 2013, specify the reasons for not spending such amount. Further, unless the unspent amount relates to an ongoing project, the Company shall transfer such unspent amount to a Fund specified in Schedule VII of the Companies Act, 2013 within a period of six months from the expiry of the financial year. Also, if the unspent amount relates to an ongoing project, it must be transferred to the Unspent CSR Account within 30 days from the end of the financial year and spent within the prescribed period as per Section 135(6) of the Companies Act, 2013.

5. Area of Preference.

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 activities mentioned above.

6. CSR Implementation

The CSR activities/projects of the Company may be implemented either directly by the Company through its Board of Directors and/or CSR Committee, or through eligible implementing agencies, including NGOs, non-profit organizations, Section 8 companies, and other entities as specified under Rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014. Such implementing agencies shall comply with all eligibility criteria, conditions, and requirements prescribed under the applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder.

The Company may collaborate with one or more companies for undertaking CSR projects, programmes, or activities in accordance with the provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. Such collaboration shall be structured in a manner that enables the Board of Directors and/or the CSR Committee of each participating company to separately monitor, evaluate, and report on its respective CSR contribution and activities, as required under the applicable laws and rules.

7. CSR Expenditure.

During the period in which the provisions relating to Corporate Social Responsibility are applicable to the Company, the Company shall, in every financial year, spend at least two per cent of the average net profits made during the three immediately preceding financial years in accordance with Section 135 of the Companies Act, 2013 and the rules made thereunder. The Board of Directors shall ensure that the administrative overheads do not exceed five per cent of the total CSR expenditure of the Company for the relevant financial year.

Any surplus arising out of the CSR activities shall not form part of the business profits of the Company and shall be dealt with in accordance with the provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

Any excess amount spent by the Company towards its CSR obligations may be set off against the CSR requirement of succeeding financial years, subject to compliance with Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

8. CSR Reporting.

The Board of Directors shall include in its Report an annual report on Corporate Social Responsibility containing the particulars prescribed under Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

The Board of Directors shall disclose the composition of the CSR Committee, the CSR Policy, and the CSR projects approved by the Board on the Company's website, if any, in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder.

The Company shall undertake and comply with the requirements relating to impact assessment of its CSR projects whenever such assessment becomes applicable under Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

9. Amendments.

This Policy may be reviewed by the Board of Directors and/or CSR Committee from time to time and may be amended, modified, or revised as may be considered necessary to ensure compliance with the provisions of the Companies Act, 2013, the Companies (Corporate Social Responsibility Policy) Rules, 2014, and any statutory amendments, modifications, or re-enactments thereof.

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