



TALDAR HOTELS AND RESORTS LIMITED
(FORMERLY KNOWN AS TALDAR HOTELS AND RESORTS PRIVATE LIMITED)

**CORPORATE SOCIAL
RESPONSIBILITY POLICY**

Version Control		
Sl. No.	Approving Authority	Date of Approval / Amendment
1.	Board of Directors	September 02, 2025

CORPORATE SOCIAL RESPONSIBILITY POLICY

1. INTRODUCTION

Taldar Hotels and Resorts Limited stands committed to the social and economic development of the communities in which it operates. The company's commitment towards this includes contributing to Institutions that are engaged in activities aligned to the activities forming part of its CSR policies.

This policy lays down the guidelines and mechanisms for undertaking socially useful programs for the welfare and sustainable development of the community at large. The Company's CSR policy has been framed in accordance with Section 135 of the Companies Act, 2013 and the rules framed thereunder. This Policy covers all the internal dimensions of the CSR structure and further captures and sets out the process of implementation of the CSR related activities.

2. SCOPE

This policy shall apply to all the CSR projects undertaken by the Company, whether such project is executed in collaboration with any other Company or on its own.

3. DEFINITIONS

- a) **"Act"** means Companies Act, 2013 including any Statutory modification or re-enactment thereof;
- b) **"Administrative overheads"** means the expenses incurred by the company for 'general management and administration' of Corporate Social Responsibility functions in the company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme;
- c) **"Board"** means the Board of Directors of the Taldar Hotels and Resorts Limited.
- d) **"Corporate Social Responsibility (CSR)"** means the activities undertaken by the Company in pursuance of its statutory obligation laid down in section 135 of the Act in accordance with the provisions contained in the CSR Rules
- e) **"CSR Committee"** means the Corporate Social Responsibility Committee of the Board referred to in section 135 of the Act;
- f) **"CSR Policy"** means a statement containing the approach and direction given by the board of a company, taking into account the recommendations of its CSR Committee, and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan;

g) “International Organisation” means an organisation notified by the Central Government as an international organisation under section 3 of the United Nations (Privileges and Immunities) Act, 1947 (46 of 1947), to which the provisions of the Schedule to the said Act apply;

h) “Net profit” means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely: –

(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:

Provided that in case of a foreign company covered under these rules, net profit means the net profit of such company as per profit and loss account prepared in terms of clause (a) of sub-section (1) of section 381, read with section 198 of the Act;

i) “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;

j) “Public Authority” means ‘Public Authority’ as defined in clause (h) of section 2 of the Right to Information Act, 2005 (22 of 2005);

k) “Rules” means the Companies (Corporate Social Responsibility Policy) Rules, 2014 and its subsequent amendments lastly vide the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

Words and expressions used and not defined in these rules but defined in the Act shall have the same meanings respectively assigned to them in the Act.

4. CSR ACTIVITIES

The Company shall undertake CSR activities as defined in Schedule VII of the Act. The Board would approve the amount, the Company shall spend on CSR activities during every financial year as required under law.

Key Activities:

In alignment with our vision of building lasting solutions for communities in and around where we work and live a three-pronged approach will be adopted as focus areas for the Company’s CSR efforts:

- Improving Health and Nutrition
- Improving learning outcomes through education
- Promoting gender equality and empowering women
- Reducing child mortality and improving maternal health

The focus under each theme will include:

• **Health and Nutrition:** Rural health care in India faces a crisis unmatched by any other sector of the economy. Rural India has several villages with significant challenges in access and quality of health care, lack of knowledge and access to sanitation facilities, personal and community hygiene and drinking water solutions. The Company believes there is an opportunity to lead holistic development through support in the food and nutrition space. The Company is committed to working towards improving the lives of rural communities with its program of construction of public toilets, dispensaries, hospitals, mid-day meals etc.

• **Education:** Promoting education, including special education and employment-enhancing vocational skills, especially among children, women and differently abled, and livelihood enhancement projects; monetary contributions to academic and other institutions with the objective of assisting students in their studies.

• **Gender Equality And Empowerment of Women:** Promoting gender equality and empowering woman; setting up homes, hostels and day care centers for woman; such other facilities for old age women; and adopting measures for reducing inequalities faced by socially and economically backward women.

• **Reducing child mortality and improving maternal health:** To fast-track progress, integrated maternal and child health interventions focusing on infant mortality, as well as holistic policies to address the underlying causes of maternal and child deaths, will be important.

5. PROJECT SELECTION AND IMPLEMENTATION

5.1 Project Selection

Projects shall be selected on the basis of need identification studies, internal need assessment or receipt of proposals. Projects shall be evaluated against goals and milestones defined for the project together with the implementing agency (if any).

5.2 Project Implementation

5.2.1 The shall ensure that the CSR Activities are undertaken by the Company itself or through any of the following implementing agencies;

- a) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the Company, either singly or along with any other company; or
- b) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State

- Government; or
- c) any entity established under an Act of Parliament or a State legislature; or
 - d) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

5.2.2 The implementation modalities may be modified from time to time.

5.2.3 The Company may also engage international organisations for designing, monitoring and evaluation of the CSR projects or programmes as per this CSR policy as well as for capacity building of its own personnel for CSR.

5.2.4 All projects will have Key Performance Indicators (KPIs) to measure progress toward those goals and objectives set at the time of project definition. Based on the nature of the project, the KPIs will be defined and measured across various stages such as Inputs, Outputs, Outcome and Impact.

5.2.5 The project may define the beneficiary group as per the goal and the needs assessment / baseline study.

5.2.6 The Company may also collaborate with other companies for undertaking projects or programmes or CSR activities in such a manner that the CSR Committees of respective companies (wherever Committees are been constituted as per the provisions of the Act read with CSR Rules) are in a position to report separately on such projects or programmes in accordance with the CSR Rules.

5.2.7 The annual action plan of the Company would include the manner of execution of CSR projects or programmes to be undertaken by the Company and the modalities of utilisation of funds and implementation schedules for the projects or programmes.

5.3 Partner Qualification and Due Diligence

If Company enrolling an implementation agency, Company shall undertake measures to ensure that projects are awarded to certified implementation agencies, be its vocational training institutes, registered trusts, societies, or Section 8 Companies operating in India. The Company shall ensure that the implementation agencies have a clearly explained mission/vision and an established track record of three years in undertaking similar projects or programs. They should be able to produce their latest audit, annual reports, and registration forms according to Section 80G/12A. Potential partner NGOs will undergo comprehensive due diligence and will be checked to ensure that they fulfill the criteria listed in Section 135 read with CSR Rules.

6. ANNUAL ACTION PLAN

The Board shall formulate, an annual action plan which shall include the following:

- a) the list of CSR projects or programmes that are approved and to be undertaken by the company
- b) the manner of execution of such projects or programmes
- c) 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.

The Board of Directors are empowered to alter the annual action plan during the financial year, based on the reasonable justification for such change.

7. REPORTING AND MONITORING

7.1 The Board of the Company or its CSR Committee, if any shall monitor the implementation of the CSR projects as required under the Companies Act, 2013 and examine whether the funds provided by the Company are utilized in accordance with the approved plans and report to the Board of Directors or its committee. The management shall provide a detailed report of CSR activities carried out as well as budgets utilized in the prescribed format to the Company's Board or its committee.

7.2 In case of ongoing project, the Board shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible period.

7.3 The annual action plan of the Company would include the manner of execution of CSR projects or programmes to be undertaken by the Company, the modalities of utilization of funds and implementation schedules for the projects or programmes, and monitoring and reporting mechanism for the projects or programmes and details of need & impact assessment, if any, for the projects undertaken by the Company.

7.4 If for any reason, the Company is unable to utilize the entire funds provided by the Company, such. unutilized funds shall be treated in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as may be amended from time to time.

8. ROLE OF CSR COMMITTEE WITH RESPECT TO UNDERTAKING CSR ACTIVITIES

The CSR Committee of the Company shall:

- (i) formulate / make changes from time to time and recommend to the Board for its approval, a CSR Policy which shall indicate the activities to be undertaken by the Company in areas or subject, specified in Schedule VII to the Act.
- (ii) recommend the amount of expenditure to be incurred on the CSR activities to be undertaken by the Company.
- (iii) monitor the CSR Policy of the Company from time to time.
- (iv) formulate and recommend to the Board for its approval, an Annual Action Plan in pursuance of this CSR Policy; and
- (v) make recommendation to the Board for alteration of Annual Action Plan if required at any time during the financial year based on reasonable justification.

Where the amount to be spent by the Company under Section 13(5) of the Act does not exceed Rupees Fifty lakh, the Board is not required to constitute the CSR Committee of the Company and in such situation, the functions of such Committee, as required under that section read with the CSR Rules, will be discharged by the Board.

9. ROLE OF THE BOARD WITH RESPECT TO UNDERTAKING THE CSR ACTIVITIES

The Board of the Company shall:

- (i) constitute a CSR Committee of the Board, if applicable and required under the Act.
- (ii) disclose the composition of the CSR Committee in the Board's report, if any.
- (iii) approve the CSR Policy for the company and disclose contents of such Policy in its report and also place it on the company's website, if any.
- (iv) ensure that the activities as are included in CSR Policy of the company are undertaken by the Company.
- (v) 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 this CSR Policy.
- (vi) if the Company fails to spend such amount as specified above, then in its report made under clause (o) of sub-section (3) of section 134 of the Act, specify the reasons for not spending the amount and, unless the unspent amount relates to any ongoing project referred to in sub-section (6) of section 135 of the Act, transfer such unspent amount to a Fund specified in Schedule VII to the Act, within a period of six months of the expiry of the financial year.
- (vii) discharge the functions of the CSR Committee in case it is not required to be constituted or dissolved owing to the amount to be spent by the Company under sub-section (5) of section 135 not exceeding fifty lakh rupees.
- (viii) satisfy itself that the CSR funds disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.
- (ix) In case of ongoing project, monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be

- competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period;
- (x) Approve the annual action plan, as recommended by the CSR committee, if any.
 - (xi) Approve the annual action plan at any time during the financial year, as per the recommendation of its CSR committee, if any, based on the reasonable justification to that effect.
 - (xii) Ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the Company for the financial year.
 - (xiii) pass a resolution for setting off the CSR amount spent in excess of requirement provided under sub-section (5) of section 135, against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years.
 - (xiv) Make disclosures in the Board Report as required under Rule 8 of the CSR rules.
 - (xv) Undertake impact assessment as required under Rule 8 of the CSR Rules and take note of the impact assessment reports which are mandatorily required to be placed before it; and

10. CSR SPENDING

In every Financial Year, the company will contribute 2% of the average net profits of the company made during the three immediately preceding financial years for implementation of CSR projects.

11. SURPLUS OF CSR PROJECTS

The surplus, if any, during any year arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company and will be ploughed back into the CSR activities.

12. AMENDMENTS TO THE POLICY

The Board shall have the power to clarify any doubts or rectify any anomalies that may exist in connection with the effective execution of this Policy. The Board reserves the right to amend this Policy from time to time based on changing requirements of any law or SEBI regulations. In the event of any conflict between the provisions of this policy and any law or SEBI regulations, such law or SEBI regulations shall prevail.

13. DISCLOSURE OF THE POLICY

This Policy will be hosted on the Company's website at www.mumbaihousehotels.com
