

JUVENOR HEALTHCARE LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY

INTRODUCTION

At Juvenor Healthcare Limited, we believe that sustainable business practices are essential for creating long-term value for all stakeholders, including shareholders, employees, customers, and the communities in which we operate. Our Corporate Social Responsibility (CSR) Policy reflects our commitment to making a positive impact on society while conducting our business ethically, responsibly, and sustainably.

Our CSR policy functions as a built-in, self-regulating mechanism whereby business monitors and ensures its active compliance with the spirit of law and preserves ethical standards. Policy and processes proactively collaborate with the community need to accomplish satisfactory results in each of the functional areas that we work for. Bequeath responsibility on itself and pursue opportunities to solve societal challenges through grass root participation; aiming at an ideal of benevolence and goodness.

We believe and engage ourselves in conscious business, where our CSR guidelines define business interactions and act as an antidote to greed, corruption and social irresponsibility.

OBJECTIVE AND APPLICABILITY

This CSR Policy has been framed in accordance with the applicable provisions of the Companies Act, 2013 ("Act") and the rules issued thereunder.

Notwithstanding anything to the contrary contained in this CSR Policy but subject to applicable law, in the event that the Company fails to meet the thresholds set out under Section 135(1) of the Act for three consecutive financial years, it shall not be required to:

- (i) Constitute the CSR Committee; and
- (ii) Comply with the provisions of this CSR Policy

DEFINITIONS

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

"Company" means Juvenor Healthcare Limited.

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

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

"CSR Rules" means the Companies (Corporate Social Responsibility Policy) Rules, 2014.

"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.

“Director” means a member of the Board of the Company.

“Implementing Agency” means an implementing agency as defined under paragraph IV (3)

“Implementation Group” means an implementation group as defined under paragraph IV (2).

“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 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.

SCOPE

The Board shall ensure that the CSR Activities that are undertaken by the Company should be within the scope of the following activities:

- (i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water;
- (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, woman, 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, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;
- (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 arts and handicrafts;
- (vi) Measures for the benefit of armed forces veterans, war widows and their dependents
- (vii) Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
- (viii) Contribution to the Prime Minister’s National Relief Fund or any other fund set up by the Central Government for social-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- (ix) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (x) Rural development projects
- (xi) Such other activities as may be specified

Annual spends/Allocation of Funds Annual spends/Allocation of Funds

1. The Company would spend not less than 2% of the average Net Profits of the Company made during the three immediately preceding financial years. The surplus arising out of the CSR activity will not be part of business profits of the Company. The Corpus would thus include the

2% of average net profits, as aforesaid, any income arising there from and surplus arising out of CSR activities.

2. The Company may build CSR capacities of its personnel and/or those of its 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.

3. However if the Company ceases to be covered under sub-section (1) of Section 135 of the Page 9 of 12 Act for three financial years, then it shall not be required to, comply with the provisions laid down under sub-section (2) to (5) of the said section, till such time it meets the criteria specified in sub-section (1) of the Act.

CSR COMMITTEES

The Companies mentioned in the rule 3 shall constitute CSR Committee as under:-

- i. An unlisted public Company or a private Company covered under sub-section (1) of section 135 which is not required to appoint an independent director pursuant to subsection (4) of section 149 of the Act, shall have its CSR Committee without such director;
- ii. Private Company having only two directors on its Board shall constitute its CSR Committee with two such directors;
- iii. With respect to a foreign Company covered under these rules, the CSR Committee shall comprise of at least two persons of which one person shall be as specified under clause (d) of sub-section (1) of section 380 of the Act and another person shall be nominated by the foreign Company. (2) The CSR Committee shall institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company

MONITORING PROCESS

1. To ensure that the objectives of CSR Policy are being met in an efficient and effective manner, the utilisation of the amount sanctioned towards CSR Activities should be reported by the Implementation Group to the Board as well the CSR Committee on an annual basis in such manner as the Board may direct.

2. In the event any of the CSR Activities are undertaken through an Implementing Agency, the Implementation Group should obtain relevant information from the Implementing Agency and ensure that the progress on such CSR Activity is submitted to the Board as well the CSR Committee on an annual basis in such manner as the Board may direct.

3. Upon receipt of such progress report by the Implementation Group, the CSR Committee may review and deliberate upon such reports and provide such inputs or recommendations, as it may deem necessary, to the Board.

4. Notwithstanding anything to the contrary, the Board shall not be obliged to comply with the recommendations of the CSR Committee.

AMENDMENT

The Board of the Company may, subject to compliance with applicable law, at any time amend or modify the CSR Policy as it deems fit to comply with the statutory obligation of the Company to undertake the CSR Activities
