ROYAL CHAIN LIMITED
(FORMERLY KNOWN AS ROYAL CHAIN PRIVATE LIMITED & ROYAL CHAINS PRIVATE LIMITED)
GST : 27AAGCR6146R1ZL CIN : U74120MH2013PLC247888
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CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

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CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (CSR Policy) Rules, 2014]

A. SHORT TITLE:

This policy for Corporate Social Responsibility ("CSR") of Royal Chain Limited ("the Company") is titled as the "Royal Chain CSR Policy" and shall include existing CSR policy of the Company, any alterations, amendments, or modifications hereto from time to time.

B. PREAMBLE:

Corporate Social Responsibility (CSR) at Royal Chain Limited comprises self-regulatory measures integrated into the Company's business strategy for the overall benefit of the societies and communities in which it operates. The Company conducts its business in a socially responsible and ethical manner, contributing to sustainable development while improving the quality of life of its workforce and the community at large.

The Board of Directors of Royal Chain Limited (the "Company") has adopted this CSR Policy to outline its philosophy, approach, and framework for undertaking socially responsible initiatives.

This Policy sets out the guiding principles for identifying, planning, implementing, and monitoring CSR activities in compliance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (CSR Policy) Rules, 2014, as amended from time to time.

C. DEFINITIONS:

In this Policy, unless the context otherwise requires:

"Board" shall mean the board of directors of Royal Chain Limited;

"Companies Act" shall mean the Companies Act, 2013 and shall include any modifications, amendments or re-enactment thereof;

"Company" shall mean Royal Chain Limited, wherever it is referred to in this Policy;

"Corporate Social Responsibility Committee" or "CSR Committee" or "Committee" shall mean a Committee of the Board constituted under provisions of SEBI Listing Regulations and the Companies Act read with rules thereto for the purpose of undertaking CSR Projects in accordance with applicable laws;

"CSR Annual Plan" shall mean the annual plan detailing the CSR Projects and expenditure towards the respective projects during any financial year;

"CSR Projects" or "Projects" shall mean Corporate Social Responsibility projects, activities, programmes or initiatives, instituted in India, either new or ongoing projects, and includes, but is not limited to those undertaken by the Board in pursuance of recommendations of the CSR Committee as per the declared CSR Policy of the Company;

"CSR Rules" shall mean Section 135 of the Companies Act, read with Schedule VII of the Companies Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, each as amended from time to time and the notifications and circulars issued by the Ministry of Corporate Affairs from time to time and the rules framed thereunder;

"Policy" or "CSR Policy" shall mean this Policy on Corporate Social Responsibility of the Company

framed under the Companies Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 and shall include any amendments made thereto.

"SEBI Listing Regulations" shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

D. OBJECTIVE:

Royal Chain CSR Policy intends to:

a) Pursue economic growth that enhances societal well-being while minimizing the use of natural resources.
b) Recognize accountability for its actions and foster a positive influence on issues such as education, hunger, poverty, malnutrition, healthcare, environmental sustainability, and community development.
c) Integrate social and environmental considerations into business operations and strategic decision-making.
d) Ensure full compliance with the statutory CSR requirements prescribed under the Companies Act, 2013 and the rules made thereunder.
e) Promote inclusive and equitable growth for the benefit of all stakeholders and the community at large.

E. CSR VISION:

1. Formulate impactful strategies to engage with all stakeholders effectively.
2. Ensure the judicious use of energy and implement environmentally friendly technologies.
3. Vigilantly monitor and prevent pollution, while actively promoting recycling, waste reduction, and sustainable natural resource management.
4. Collaborate with local communities to discern and pursue culturally fitting development goals.
5. Forge partnerships with reputable entities, such as trusts, foundations, and non-government organizations.
6. Fulfil the requirements laid down under the Companies Act, 2013 and act diligently to comply with all its Rules and Regulations on CSR

F. APPLICABILITY OF THE ROYAL CHAIN CSR POLICY:

Royal Chain CSR Policy has been developed in conformity with the provisions of Section 135 of the Companies Act, 2013 (referred to as the Act in this Policy) and in accordance with the CSR Rules (hereby referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India.

In the event of any inconsistency or discrepancy between this Policy and the CSR Rules, the provisions of the CSR Rules shall prevail.

This Policy shall apply to all CSR initiatives and activities taken up at the various locations in India, preferably in the vicinity where the Company carries out its business operations and for the benefits of different segments of the society, specifically the deprived and under- privileged.

G. CONSTITUTION OF CSR COMMITTEE

In accordance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of Royal Chain Limited (hereinafter referred to as the "Company") has constituted a Corporate Social Responsibility (CSR) Committee to oversee and implement the CSR initiatives of the Company.

The CSR Committee should consist of 3 or more directors with at least one independent director.

The CSR Committee shall have full access to the management and information of the Company for the effective discharge of its functions, including deliberation on CSR projects, programs, and expenditure.

The Committee is empowered to obtain professional advice from independent legal advisors, consultants, or experts, as deemed necessary, and may approve reasonable remuneration and terms for such engagements to assist in the execution of its duties.

H. ROLE AND RESPONSIBILITIES OF CSR COMMITTEE

The Committee is responsible for overseeing the establishment and implementation of corporate social responsibility policies and practices and for monitoring the Company's performance against such policies and practices as well as applicable laws and regulations.

The Committee's duties with respect to corporate social responsibility matters shall include:

1. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activity or activities to be undertaken by the Company in areas or subject, specified in Schedule VII;
2. Developing a CSR Strategy - Discuss with management on the Company's corporate social responsibility program;
3. To recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
4. Reviewing the annual budget for the Company's corporate social responsibility activities to confirm that sufficient funding is provided for compliance;

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5. Reviewing the Company's corporate social responsibility performance to assess the effectiveness of the Company's corporate social responsibility program and to determine whether the Company is taking all appropriate action in respect of those matters and has been duly diligent in carrying out its responsibilities and to make recommendations for improvement, where appropriate;
6. The Committee will report regularly to the Board following meetings of the Committee with respect to such matters as are relevant to the Committee's discharge of its responsibility;
7. The Committee will review and update, on an annual basis, a work plan for the ensuing year for the Committee to ensure that Committee fulfils its responsibilities on a timely basis.

J. DECISION MAKING BY THE CSR COMMITTEE:

The CSR Committee shall at all times act in a manner that is consistent with the provisions contained in this Policy and the CSR Rules.

The CSR Committee shall endeavour to arrive at all decisions via consensus of all members. However, on occurrence of any event where the CSR Committee is unable to arrive at a consensus, the decision of the Chairperson of the CSR Committee shall be final.

K. CSR COMMITTEE:

i. Meeting

A minimum number of two meetings of the CSR Committee shall have been held in every year

at appropriate intervals. The CSR Committee may meet together for the conduct of CSR, adjourn and otherwise regulate their meeting and proceedings, as they think fit, and may determine the quorum necessary for the transaction of business. Additional meetings may be called upon serving of proper notice at any time to address specific needs of the Company. A Committee meeting may be called by the Committee Chairman, or any Committee member.

ii. Notice and Agenda

Notice of not less than seven days of every meeting of the CSR Committee of the Company shall be given in writing to every Committee Member at his address registered with the company or and shall be sent by hand delivery or by post or through electronic means. The meeting of the CSR Committee may be called at a shorter notice to transact urgent business. The Chairman of the Committee shall establish the agenda for each Committee meeting. The agenda of the business to be transacted at meeting shall be distributed to Committee members along with Notice. Each Committee member is free to request the inclusion of other agenda items.

iii. Quorum and Attendance

Quorum for any Committee meeting shall be one-third of its total strength or two members, whichever is higher. A Committee member who is unable to attend a committee meeting in person may participate by telephone or teleconference or by video conference but in such cases, for the purpose of quorum, only attendance through video conference will be counted.

L. CSR Budget and Expenditure:

1. The Company shall allocate a minimum of 2% (two percent) of the average Net Profits earned in the three immediately preceding financial years, as per the Act, Rules, and the CSR Policy.
2. The CSR Committee shall recommend the manner in which the CSR Expenditure shall be incurred in a year, in accordance with the Act and the Rules and the CSR Policy.
3. The Board holds the responsibility of approving the CSR Expenditure. Collaborating with the CSR Committee, it ensures that the funds for CSR Expenditure are made available to the Implementation Group for the execution of CSR Activities.
4. Any surplus generated from CSR Activities shall not contribute to the Company's business profit. Instead, it must be reallocated exclusively to the CSR Activities outlined in this CSR Policy and the annual action plan for the relevant financial year.
5. [Separate bank accounts shall be maintained for each project undertaken by the Company, as may be required.]
6. CSR Activities, to be considered part of CSR Expenditure, must adhere to applicable laws and should exclude the following:

Any amount remaining unspent under any ongoing CSR projects shall be transferred by the Company within a period of thirty days from the end of the financial year to an 'unspent CSR account', and such amount shall be spent by the Company in pursuance of its obligation towards the CSR Policy within a period of three financial years from the date of such transfer, failing which, the Company shall transfer the same to a fund specified in Schedule VII of the Companies Act, within a period of thirty days from the date of completion of the third financial year.

Any revenue, returns, and profits arising from any of the CSR activities, projects or programmes shall not form part of the business profit of the Company and shall be invested into the same project or shall be transferred to the 'unspent CSR account' and spent in pursuance of the CSR Policy and the CSR Annual Plan or transferred to a fund specified in Schedule VII of the Companies Act, within a period of six months of the expiry of the financial year.

If the Company's expenditure in respect of its CSR activities is in excess of the minimum spending requirement provided under the Companies Act, such excess amount may be set off against the

minimum spending requirement of the Company for up to the immediate succeeding three financial years subject to the conditions that: (a) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any; and (b) the Board shall pass a resolution to that effect.

i) Activities undertaken in pursuance of normal course of business of the company.
ii) Any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
iii) Contributions directly or indirectly to any political party under Section 182 of the Act.
iv) Activities benefiting company employees, as defined in clause (k) of Section 2 of the Code on Wages, 2019.
v) Sponsorship-based activities supporting marketing benefits for the company's products or services.
vi) Activities carried out to fulfil any other statutory obligations under any law in force in India.
vii) Projects/activities not falling within Schedule VII (i.e., activities mentioned under CSR initiatives and programs).

6. The Board is responsible for ensuring that administrative overheads do not exceed five percent of the total CSR expenditure of the Company for the financial year.

M. CSR ACTIVITIES:

1. 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 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 centers 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 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 (PMCARES 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.

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

2. The CSR Activities will be carried out in a manner that the preference is to undertake the CSR Activities in and around the local areas where the Company operates.
3. Based on the scope of activities set out in this paragraph above, the CSR Committee shall provide recommendations to the Board with respect to specific CSR Activities that may be undertaken by the Company.
4. The Board shall ensure that appropriate designated staff or personnel provided equate assistance (viz. data collection, survey, quotations and costs involved etc.) to the CSR Committee to enable it to make necessary recommendations to the Board. For this purpose, the CSR Committee may also approach external consultants for necessary assistance as it may deem fit at such costs as maybe approved by the Board.
5. The following details of any CSR Activities to be undertaken by the Company shall be presented to the Board by the CSR Committee along with its recommendations:

   (i) The list of CSR projects or programmes to be undertaken in areas or subjects specified in Schedule VII of the Act;
   (ii) The objectives and expected results of the CSR Activity;
   (iii) The relevant sector and the nature of the CSR Activity;
   (iv) The focus area/location for implementation of the CSR Activity;
   (v) The modalities of utilisation of funds and amount to be allocated towards the CSR Activity;
   (vi) The implementation schedules for the projects or programmes with indicative timelines for completion of the CSR Activity;
   (vii) The manner of execution - whether the CSR Activity should be undertaken by the Implementation Group or any Implementing Agency or in collaboration with any other company;
   (viii) Monitoring and reporting mechanism;
   (ix) details of need and impact assessment, if any, for the projects under taken by the company; and
   (x) Such other details as it may deem necessary.

6. In case any of the CSR Activities to be undertaken are anticipated to be long term i.e. an ongoing project being of a term of 3 (three) years excluding the financial year in which it was commenced, then a detailed estimate on implementation schedule or milestones should be submitted by the CSR Committee to the Board.
7. Based on the recommendations of the CSR Committee, the Board shall approve the CSR activities of the Company for a given financial year.

N. CSR IMPLEMENTATION:

The CSR Committee would assist in implementation and monitoring of the CSR projects/initiatives. Implementation of CSR activities can be done in number of ways:

i. 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 ("IT Act"), established by the Company, either singly or along with any other Company, or
ii. by the company itself
iii. 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;
iv. an entity established under an Act of Parliament or a State legislature;
v. 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 IT Act, and having an established track record of at least three (3) years in undertaking similar activities.

Each of our CSR projects and programs would have clearly defined output, outcome and process indicators which will have to be reported on a periodic basis. All projects and programs will be primarily monitored by the Internal CSR team of the Company, based on the reports and field visits and be reported to the CSR Committee. The CSR Committee will receive periodical progress reports of all CSR activities of the company.

The Company may also collaborate with other companies for undertaking projects or CSR activities.

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

The Board shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the chief financial officer of the Company or the person responsible for financial management shall certify to the effect.

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 time period.

O. MONITORING:

The CSR Committee will ensure a transparent monitoring mechanism for ensuring effective implementation of the projects / programs / activities proposed to be undertaken.

The Company's CSR activities will be reviewed by the CSR Committee. A system will be put in place to maintain a transparent monitoring and reporting mechanism across all the stakeholders involved in the CSR activities of the company, as desired by the CSR Rules (Section 135, Companies Act, 2013).

P. REPORTING:

CSR activities will be reported as part of the Director's Report in the Company's Annual Report and also as per any other statutory and regulatory reporting requirements.

Q. DISCLOSURE:

The Board's report of the Company pertaining to any financial year shall include an annual report on CSR containing particulars specified in the CSR Rules, as applicable to the Company.

The above information shall also be displayed on the Company's website.

If the Company meets the threshold of an average CSR obligation of ten crore rupees or more in terms of the Companies Act, in the three immediately preceding financial years, it shall undertake impact assessment, through an independent agency, of the CSR projects having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study.

The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.

R. REVIEW:

This Policy will be reviewed periodically by the Board.

S. AMENDMENTS:

Subject to applicable laws, the Board may amend, suspend or rescind this Policy at any time. Any issues pertaining to this Policy shall be resolved by the Board in line with the broad intent of the Policy. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy. In the event of any conflict between the provisions of this Policy and any applicable law, such applicable law in force, shall prevail over this Policy.

Effective Date:
Date of the approval by the Board: 8th September, 2026

Version: 02

Sd/-
Chairman's Signature

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