



CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

ASSEMBLAGE ENTERTAINMENT PRIVATE LIMITED

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Date: October 17, 2022

1. Context:

The Corporate Social Responsibility Policy ('CSR') Policy of Assemblage Entertainment Private Limited ('Assemblage' or 'the Company') has been formulated and approved by the Board of Directors at its meeting held on October 17, 2022.

The Company aims to contribute towards sustainable development of the society and environment to make planet a better place for future generations. It is our core belief that a Company's performance must be measured not only by its bottom line but also with respect to the social contributions made by the Company while achieving its financial goals.

This CSR Policy has been framed by the Company, in accordance with the provisions stated in Section 135 and Schedule VII of the Companies Act, 2013 read with the relevant Rules and Regulations framed thereunder, stating the Company's vision, mission, CSR framework and other Regulations which the Board or CSR Committee, if applicable, shall abide.

2. Effective Date:

This policy shall be effective from October 17th 2022.

3. Definitions:

- a. '**Act**' means the Companies Act, 2013.
- b. '**Board of Directors**' or '**Board**' means the collective body of the Directors of the Company.
- c. '**Company**' means Assemblage Entertainment Private Limited.
- d. '**CSR Committee**' means Corporate Social Responsibility Committee constituted by the Board of Directors of the Company, if any.
- e. '**CSR Policy**' means CSR Policy of Assemblage Entertainment Private Limited.
- f. '**CSR Rules**' means the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time.
- g. '**Implementing Agency**' means any entity registered with Ministry of Corporate Affairs for undertaking CSR projects, which is engaged by the Company to implement various projects in pursuance of CSR Policy.

Any term used in this policy but not defined herein shall have the same meaning assigned to them under the Act and CSR Rules as applicable to the Company.

4. CSR Vision:

The CSR vision of the Company is to be a catalyst for a more equitable and inclusive society by supporting long term sustainable transformation and social integration.

5. CSR Focus areas:

As per the applicable provisions of the Companies Act, 2013 and Rules/Regulations made thereunder from time to time, Assemblage's CSR activities, amongst others will focus on:

- a. **Hunger, Poverty, Malnutrition, Healthcare:** Eradicating extreme hunger, poverty, malnutrition, promoting preventive healthcare, sanitation and making available safe drinking water

- b. **Education:** promotion of education, imparting/promoting employment enhancing vocational training, livelihood enhancement projects; special form of education and training for women, elderly and differently abled; skilling and re-skilling initiatives for those in need
- c. **Social:** setting-up/supporting old-age homes and similar facilities for senior citizens; setting-up/supporting hostels, day-care centers for orphans; adopting measures for reducing inequalities faced by socially and economically backward groups; promoting gender equality, empowering women
- d. **Environmental Sustainability:** taking initiative, supporting the organizations working towards environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, protection and conservation of natural resources etc
- e. **Art and Culture:** Restoration of sites, locations of historical importance, works of art, reviving, promoting and developing traditional arts and handicraft, protecting national heritage etc
- f. **Other:** Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central government or the State Governments for socio economic development and relief and funds for the welfare of the scheduled castes, scheduled tribes and other backward classes, minorities and women

The CSR activities will be implemented within India and preferably in the areas where the Company has its presence. The CSR activities may also be undertaken in other geographies based on the needs of the communities.

6. Mode of implementation and action plan:

- a. The company may conduct/implement CSR programs by itself and/or through registered trusts, societies and/or Section 8 Companies with an established track record of at least three years in carrying on activities in the related area/s or as suggested by Ministry of Corporate Affairs vide circulars/notifications at infrastructure and/or operational level.
- b. The CSR Committee, if any or Board of the Company (in absence of CSR Committee) shall formulate the annual action plan for CSR expenditure, which shall be implemented during the financial year.
- c. The Board may modify the annual action plan at any time during the financial year, based on a reasonable justification.
- d. The company may collaborate or pool resources with other companies to undertake CSR activities and any expenditure incurred on such collaborative efforts would qualify for computing the CSR spending.

7. CSR Committee:

Considering the requirements under Section 135(9) of the Companies Act, 2013, till the date where the CSR amount to be spent by the Company does not exceed Rs. 50 Lakh, the requirement to constitute a CSR Committee comprising of Independent Directors shall not apply to the Company. The functions of such Committee shall be discharged by the Board of the Directors of the Company.

8. CSR Resource Contribution:

- a. For achieving the CSR objectives through implementation of meaningful and sustainable CSR Projects, the Board of Directors will allocate for its Annual CSR Budget, 2% of the average net profits of the Company made during the 3 immediately preceding financial years, calculated in accordance with the relevant Sections of the Act read with the CSR Rules.
- b. The Company may spend up to 5% of the total CSR expenditure in one financial year on building CSR capabilities and other general and administrative overheads.
- c. Any amount remaining unspent pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by the Company shall be transferred by the Company within 30 days from the end of the financial year to the 'Unspent Corporate Social Responsibility Account', and such amount shall be spent by the Company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of 3 financial years from the date of such transfer, failing which, the said amount shall be transferred to a Fund specified in Schedule VII of the Act, within a period of 30 days from the date of completion of the 3rd financial year.
- d. Any surplus 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 same or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the Company or transfer such surplus amount to a Fund specified in Schedule VII of the Rules, within a period of six months of the expiry of the financial year.
- e. Any excess expenditure i.e., beyond the prescribed CSR budget will be disclosed in the Board's CSR Report and shall be made available for set off against the CSR requirement to spend in any of the immediate three succeeding financial years subject to compliance with the Act and the CSR Rules.

9. Monitoring of CSR Programs

The CSR initiatives will be monitored and reviewed periodically with report being presented in Board Meetings. This report would indicate:

- a. Achievement since last progress report/during the last quarter/half year in terms of coverage compared to the target and reasons for variance.
- b. Achievement of year-to-date in terms of coverage compared to the target, plans to overcome shortfalls if any and support required from the Board to overcome the shortfalls.
- c. Actual year-to-date spends compared to the budget and reasons for variance.
- d. In respect of activities undertaken through third-party Trust/Society/NGOs, etc. quarterly reporting of progress on each such activities and the amount incurred thereon.

10. Amendment to the CSR Policy

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

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.