

WONDERBLUES APPARELS PRIVATE LIMITED

(Incorporated under Companies Act, 2013)

CIN: U18100KA2022PTC162480

POLICY ON CORPORATE SOCIAL RESPONSIBILITY

Pursuant to Section 135 read with rules made under Companies (Corporate Social
Responsibility Policy) Rules, 2014

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PREFACE

Social Responsibility (CSR) and Sustainability is a Company's Commitment to its Stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical. Stakeholders include employees, investors, shareholders, customers, business partners, clients, Civilians, Government and Non-Government organizations, local communities, environment and Society at large.

Wonderblues Apparels Private Limited is a responsible corporate organisation. In order to regulate the CSR and Sustainability obligations of Companies, the Companies Act, 2013 and Rules made thereunder provide for Mandatory obligations to be complied by specified Companies. As per section 135 of the Companies Act, 2013, every Company having net worth of rupees five hundred crore or more, or turnover of rupees one hundred crore or more or a net profit of Rs. 5 crore or more during any financial year shall formulate a Corporate Social Responsibility Policy as approved by Board of Directors . Accordingly, after considering the present Policy document prepared, finalized, the Board of Directors of the Corporation have approved the CSR Policy Document at its meeting held on 15th Day of January 2024 for implementation.

1. APPLICABILITY

This Policy shall apply to all CSR projects/programmer/activities undertaken by the Company in India as per Schedule VII of the Act, whether through formation of its own trust or through an external trust/society.

2. DEFINITIONS

1. **"Board"** means the Board of Directors of the Company.
2. **"Company"** means Wonderblues Apparels Private Limited.
3. **"CSR Activities"** means such programs and projects as may be approved by the Board in terms of this CSR Policy and as per Schedule VII of the Companies Act, 2013.
4. **"CSR Rules"** means the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.
5. **"CSR Expenditure"** means the amount approved by the Board of Directors 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.
6. **"Director"** means a member of the Board of the Company.
7. **"Net Profits"** means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act.

3. OBJECT

This Policy has been formulated in compliance with Section 135 of the Companies Act, 2013 read along with the applicable rules thereto.

4. CSR VISION

Through sustainable measures, actively contribute to the Social, Economic and Environmental Development of the community in which we operate ensuring participation from the community and thereby create value for the nation. The main objective of the Policy is to establish the basic principles and the general framework of action for the management to undertake and fulfil its Corporate Social Responsibility.

5. ROLES AND RESPONSIBILITIES OF THE BOARD FOR CSR ACTIVITIES

The Roles and Responsibility of the Board of Directors of the Company towards CSR activities are:

- a) To formulate a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act 2013;
- b) To decide the amount of expenditure to be incurred on the activities referred to in clause (a) in a financial year;
- c) To monitor the Corporate Social Responsibility Policy of the company from time to time.

- d) Any other matter/thing as may be considered expedient by the members in furtherance of and to comply with the CSR Policy of the Company.
- e) To ensure that the CSR activities included in this Corporate Social Responsibility Policy are undertaken by the Company through a registered trust or a registered society or a Company established under section 8 of the Act by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, or otherwise provided that — If such trust, society or company is not established by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, it shall have an established track record of three years in undertaking similar programs or projects/activities;
- f) Ensure that in each financial year the Company spends at least 2% of the average net profits of the company made during the three immediately preceding financial years (for newly incorporated company 2% of its average net profit made during the immediately preceding financial years), calculated in accordance with Section 198 of the Act, in pursuance of its CSR policy. Further, while spending the amount earmarked for CSR activities, preference should be given to local areas and areas around the Company where it operates,
- g) As per Section 135 of the Act, specify the reasons for under spending the CSR amount in the Board's Report.

6. CSR ACTIVITIES FOR IMPLEMENTATION

The CSR Activities would be chosen for implementation by the Company in compliance with the provisions of Section 135 read with Schedule VII of the Companies Act, 2013 and the mode of implementation of CSR activities shall be according to the Rule 4 of Companies (Corporate Social Responsibility) Rules 2012 and any amendment thereof.

The Board shall ensure that the CSR activities are undertaken by the company and funds so disbursed have been utilised for the purposes and in the manner as approved by them.

7. CSR MONITORING AND REPORTING FRAMEWORK

In compliance with the Act and to ensure funds spent on CSR Activities are creating the desired impact on the ground a comprehensive Monitoring and Reporting framework has been put in place.

The Board of Directors of the Company shall continuously monitor the implementation of the CSR activities through periodic reviews of the CSR activities. The annual budgets along with the list of approved CSR activities conducted by the Company together with the progress made

from time to time shall be evaluated under the monitoring mechanism by the Board of Directors.

The board is responsible to undertake CSR activities as per the approved CSR Policy. Any surplus arising out of the fund allocated for CSR activity shall not be the part of the business profit of the Company.

8. CSR EXPENDITURE

The CSR activities undertaken in India only shall amount to CSR Expenditure. CSR Expenditure shall include all expenditure including contribution to corpus for CSR activities approved by the Board but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.

9. DISCLOSURE OF THE POLICY

All disclosures, display and reporting requirement related to CSR shall be made in accordance with the provisions of the Act and Rules made thereunder. Further, the CSR policy recommended approved by the Board shall be disclosed in the Board's report.

10. CSR REPORTING

The Board Report of a Company shall include an Annual Report on CSR containing particulars specified in Annexure to the CSR Rules as per the prescribed format.

11. AMENDMENTS TO THE POLICY

This policy shall be updated from time to time, by the Company in accordance with the amendments, if any, to the Companies Act, 2013, rules made there under or any other applicable enactment for the time being in force.

12. DISPLAY ON THE WEBSITE

The contents of the CSR policy of the Company as approved by the Board shall be displayed in the Companies official website. Further, the annual report shall also be displayed in the Company's website for public view.

