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Corporate Social Responsibility (CSR) Policy

CSR is the Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical.

We are committed to undertake CSR activities in accordance with the provisions of Section 135 of the Indian Companies Act, 2013 and the related Rules.

We commits itself to contribute to the society in ways possible for the Organization and has set up its committed core CSR team, as a means of fulfilling its commitments.

1. Preamble & Philosophy

The Company recognizes that its business operations have an impact on the communities and the environment. This Policy outlines the company's commitment to social responsibility and provides a framework for selecting, implementing, and monitoring CSR activities in compliance with **Section 135 of the Companies Act, 2013**, and the **Rules** made thereunder.

2. Governance Structure

2.1 CSR Committee

The Board of Directors shall constitute a CSR Committee consisting of three or more directors, out of which at least one director shall be an **Independent Director**.

Constitution of CSR Committee:

CSR Committee comprise of 3 or more director including one independent directors:

The Board of Director of the Company has constituted a CSR Committee comprising of:

- **Mr. Hunny Bhalotia**- Chairman (Non-Executive Independent Director)
- **Mr. Joyjit Das** - Member (Non-Executive Independent Director)
- **Mrs. Sarika Kedia** - Member (Non-Executive Independent Director)
- **Mr. Hanuman Prasad Agarwal** - Member (Managing Director)

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The Committee is responsible for:

- Formulating and recommending to the Board the CSR Policy and an **Annual Action Plan**.
- Recommending the amount of expenditure to be incurred.
- Monitoring the CSR Policy from time to time.

2.2 Board of Directors

The Board shall ensure that CSR activities are undertaken as per the Policy and that the company spends, in every financial year, at least **2% of the average net profits** made during the three immediately preceding financial years.

3. Implementation Framework

The Company shall implement its CSR programs through **External Implementing Agencies**, provided such agencies meet the following criteria:

- Registered under Section 12A and 80G of the Income Tax Act, 1961.
- A registered Section 8 company, Trust, or Society with a track record of at least **3 years** in undertaking similar activities.
- **Mandatory:** The agency must be registered with the MCA and possess a valid CSR-1 Registration Number.

4. Scope of Activities (Schedule VII)

While the Company reserves the right to fund any activity listed in Schedule VII, the primary focus shall be:

- **Health & Sanitation:** Eradicating hunger, poverty, and malnutrition; promoting preventive health care.
- **Education:** Promoting education, including special education and employment enhancing vocation skills.
- **Environmental Sustainability:** Ensuring ecological balance, protection of flora and fauna, and conservation of natural resources.
- **Rural Development:** Projects aimed at improving the quality of life in rural India.

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5. Treatment of Unspent CSR Funds

As a listed entity, compliance with the treatment of unspent funds is critical for the **Director's Report** disclosures:

Situation	Action Required	Timeline
Non-Ongoing Projects	Transfer to a Fund specified in Schedule VII (e.g., PM National Relief Fund).	Within 6 months of the end of the FY.
Ongoing Projects	Transfer to a special bank account opened by the company called " Unspent CSR Account ".	Within 30 days of the end of the FY.

Note: Any amount remaining in the Unspent CSR Account must be spent within three financial years, failing which it must be transferred to a Schedule VII Fund.

6. Monitoring & Reporting

- **Annual Action Plan:** The CSR Committee shall lead the Board in approving a multi-year or annual plan detailing the list of projects, manner of execution, and modalities of fund utilization.
- **CFO Certification:** The Chief Financial Officer (CFO) shall certify annually to the Board that the funds disbursed have been utilized for the purposes and in the manner approved.
- **Website Disclosure:** The Board shall ensure that the CSR Policy and Projects approved are showcased on the Company's official website for public access (per SEBI LODR requirements).

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