



Corporate Social Responsibility (CSR)

Hella India Automotive Private Limited



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Background

Pursuant to Section 135 of the Companies Act 2013 (The Act) and related applicable rules, it is now mandatory for certain prescribed Companies to spend at least 2% of the average net profits of the Company made during the three immediately preceding financial years. Hella India Automotive Private Limited (Herein after referred as “The Company”) is also covered under the preview of the said provisions.

This policy would be governed by the Act and related applicable rules for the time being in force.

Objective

The Company understands that being part of this society this is their moral responsibility to aid and serve the society to the maximum possible extend.

While there are several ways to serve the society, Company believe that the education is one of the most basic requirements of every Child and also recognised as fundamental rights in our constitution. Company firmly believes that basic education is the most prior need of every individual. It does not only bring awareness about the rights of an individual but also helps to earn the respect for them.

The Company also aims for providing to children “employment enhancing vocational skills” for their development and earning their livelihood.

In addition to above, the committee may also carry out such activities as presently prescribed in Schedule VII of the Companies Act, 2013 and any amendment thereof.

By above objectives, the Company is intended to provide “Inclusive Development” amongst the children of the society to empower them to develop requisite skills for their academic needs and earning.

The above objective of the Company falls under clause (ii) and clause (viii) of Schedule VII read with Section 135 of the Companies Act 2013.

Formation of CSR Committee

To meet the objectives of Corporate Social Responsibility of the Company, it has formed a CSR Committee with following member.

1. Dr. Naveen Gautam - Director of the Company
2. Mr. Anil Sultan - Alternate Director of the Company
3. Mr. Venkatesan Radhakrishnan - Alternate Director of the Company



Mr. Saurabh Mittal, Company Secretary of the company would act as Secretary for the committee also. The board may remove or appoint such other board members in the committee as they may deem fit.

Projects and Programs

The committee would inter alia focus on the following programs and projects to achieve its objective:

- Vocational Sciences
- Automobiles
- Information Technology
- Communication Skills
- Career Counseling
- Behavioral Programs
- Co-curricular programs
- Leadership Skills etc.

Execution and monitoring of the Programs and Projects by Committee

- Identify institutions / schools / orphanages
- Profile the existing support & Operational system and its stakeholders
- Understand their current & future needs
- Design programs
- Monitor the progress
- Build / deliver the projects or structures / solution
- Involve the stakeholders
- Develop the delivery model
- Review for sustenance
- Start of new assignment.

Terms of Reference of Committee

The Committee will inter alia perform the following activities:

- Formulate and update the CSR Policy.
- Monitoring the CSR policy from time to time.
- Recommend to Board the amount of expenditure to be incurred on the CSR activities.
- Ensure that CSR expenditure is not less than 2% of the average net profit of the company during last three years.
- Execute and Monitor the CSR activities.
- Monitor CSR expenditure.



- Ensure to obtain unanimous approval of the board if the expenditure on CSR exceeds 2.5% of the average net profits of during last three years.
- Ensure the related compliance of Companies Act 2013 and related rules, notifications thereof.
- Appraise the Board on quarterly basis about CSR activities, funds utilized, funds required for carrying out the activities etc.
- Appraise the Board with reasons in case of non-compliance of Companies Act 2013 and related rules, notifications.
- Delegate of its power to any individual who will subsequently report to the committee.

Power of Board of the Company

The Board, inter alia, has exclusive power to appoint/ remove any member of the committee as it thinks fit.

Expenditure on CSR

CSR Expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on recommendation of its CSR Committee, but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of the Schedule VII of the Act 2013 and related applicable rules.

Pursuant to Section 135 of the Act and related applicable rules, the committee will ensure that spends, in every financial year, at least 2% of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of the CSR policy.

CSR Reporting

The Board's Report of the company shall include an annual report on CSR activities containing particulars as specified by the Act and related applicable rules from time to time.

Display of CSR activities on the website of the Company

The CSR activities shall also be displayed at the website of the Company in such format as may be prescribed by the Act and related applicable rules from time to time.