

**CORPORATE SOCIAL RESPONSIBILITY**

**1. Brief outline on CSR Policy of the Company:**

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and the amendments thereto. Pursuant to provisions of Section 135 of the Companies Act, 2013, the Company has also formulated a Corporate Social Responsibility Policy which is available on the website of the Company at <http://richagroup.co.in/csr.aspx>. This Directors Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed as Annexure - A to the Board's Report.

The CSR policy of the Company aims to contribute towards sustainable development of the society and environment to make planet a better place for future generations with the following focus areas:

In addition to the identified areas of focus mentioned in CSR Policy, the Company may also undertake other activities defined in Schedule VII of the Companies Act, 2013.

**2. Composition of CSR Committee:**

The CSR Committee of the board shall be composed of the following Members:

1. Mr. Vijay Uppal
2. Mr. Viney Uppal
3. Mr. Navroop Phutela
4. Ms. Heena Jain

Sl.No	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Vijay Uppal	Chairperson- Managing Director	4	4
2.	Mr. Viney Uppal	Member- Director	4	4

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The Company has framed a CSR Policy in compliance with the provisions of section 135 of the Companies Act, 2013 and the same is placed on the website of the Company and the web link for the same is <http://richagroup.co.in/csr.aspx>.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Financial year	Amount available for set off from preceding financial year	Amount required to be set off for the financial year.
2022-23	NIL	NIL

6. Average net profit of the company as per section 135(5): INR 51,13,15,851 /-

a) Two percent of average net profit of the company as per section 135(5): INR 1,02,26,317/-

b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: NIL

c) Amount required to be set off for the financial year, if any: NIL

d) Total CSR obligation for the financial year (7a+7b-7c): INR 1,02,26,317/-

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer.
Rs. 1,02,26,317/-			PM Cares Fund	Rs. 930,908/-	25/09/2023
	NIL				

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
Not Applicable									

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5	6	7	8	9	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project		Amount spent in the current financial Year (in Rs.).	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State.	District.			Name	CSR Registration Number
1	Contribution towards Annadan Sewa, Fund Utilized for Food Distribution under Charitable Purpose	(i) Eradicating Hunger	No	Uttar Pradesh	Mathura	22,00,000/-	No	M/s Hare Krishna Movement Vrindavan	CSR0000 7223

2	Contribution made to produce student kits for the Value Education Olympiad, an initiative aimed at educating children on the values of life and environmental preservation	(ii) Promoting Education	Yes	NCT, Delhi	Delhi	23,99,092	No	ISKON Punjabi Bagh, New Delhi	CSR0000 5241
3	Contribution made for Shikshaantra Plus Project-Government Model Senior Secondary School, Gurgaon, Haryana	(ii) Promoting Education	Yes	Haryana	Gurgaon	10,00,000/-	No	Khushii-Kinship For Humanitarian Social And Holistic Intervention	CSR0000 1135
4	Contribution made for Project - Ek Noor Neki Da Hospital	i) Promoting health care	No	Punjab	Ludhiana	7,00,000/-	No	Ek Noor Sewa Kendra	CSR0002 5789
5	Contribution made for Animal/Dogs Welfare		Yes	NCT, Delhi	Delhi	8,00,000/-	No	Red Paws Rescue	CSR0002 9025
6	Contribution made for Animal Welfare	(iv) Animal Welfare	No	Uttarakhand	Dehradun	12,00,000/-	No	Shree Krishnayan Desi Gauraksha Avam Golokdham Sewa Samiti	CSR0002 6574
7	Contribution made for treatment of Cancer Patients	i) Promoting health care	No	Punjab	Ludhiana	10,00,000/-	No	Arpita Cancer Society for Children	CSR0002 2247
<b>TOTAL AMOUNT SPENT</b>						<b>92,99,092/-</b>			

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs.1,02,30,000/-

(g) Excess amount for set off, if any: Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
*Not Applicable							

\*Financial Year 2021-22 is the First Financial year of the Company

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
Not applicable								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: NIL

(Asset-wise details)

(a) Date of creation or acquisition of the capital asset(s): NIL

(b) Amount of CSR spent for creation or acquisition of capital asset: NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: NIL


(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **NIL**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not applicable

For and on behalf of the Board  
For Richaco Exports Private Limited

For Richaco Exports Private Limited

For Richaco Exports Private Limited

  
Director

Raghav Uppal  
(Director)

DIN: 06760960

Off.Add.: 239, Udyog Vihar  
Phase-1, Gurgaon, HR-122016

  
Director

Viney Uppal  
(Director)

DIN- 00073338

Off.Add.: 239, Udyog Vihar Phase-1,  
Gurgaon, HR-122016

Date: 25/09/2023

Place: Gurgaon

**FORM NO. AOC -2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.)**

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	N.A.
c)	Duration of the contracts/arrangements/transaction	N.A.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
e)	Justification for entering into such contracts or arrangements or transactions'	N.A.
f)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	N.A.
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A.

2. Details of contracts or arrangements or transactions at Arm's length basis.

I.

(In lakhs)

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	<b>M/s Gaurav International</b>
b)	Nature of contracts/arrangements/transaction	Sale of Fabric/Stores – 225.01 Sale of Fixed Assets – 2.12 Purchase of Fabric/Store – 1578.20 Purchase of Fixed Assets – 39.22 Finished Goods Purchased – 313.03 Job Work Charges Paid –2421.85 Job Work Charges Received –2914.65 Rent Paid – 18.00 Rent Received – 34.98
c)	Duration of the contracts/arrangements/transaction	01/04/2022-31/03/2023

d)	Salient terms of the contracts or arrangements or transaction including the value, if any	The transactions entered into with M/s Gaurav International are on Arm Length Basis as if they are unrelated and its ordinary course of business.
e)	Date of approval by the Board	12 <sup>th</sup> November, 2021
f)	Amount paid as advances, if any	N.A.

## II.

(In lakhs)

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	<b>M/s Richa Global Exports Private Limited</b>
b)	Nature of contracts/arrangements/transaction	Sale of Fabric/Stores – 0.08
c)	Duration of the contracts/arrangements/transaction	01/04/2022-31/03/2023
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	The transactions entered into with M/s Richa Global Exports Private Limited are on Arm Length Basis as if they are unrelated and its ordinary course of business for sale of fabric.
e)	Date of approval by the Board	22 <sup>nd</sup> April, 2022
f)	Amount paid as advances, if any	N.A.

## III.

(In lakhs)

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	<b>M/s Richa International Exports Private Limited</b>
b)	Nature of contracts/arrangements/transaction	Rent Paid (excluding tax) –36.00
c)	Duration of the contracts/arrangements/transaction	As per the agreement
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	The transactions entered into with <b>M/s Richa International Exports Private Limited</b> are on Arm Length Basis as if they are unrelated and its ordinary course of business for taking property on lease.
e)	Date of approval by the Board	12 <sup>th</sup> November, 2021
f)	Amount paid as advances, if any	N.A.



(In lakhs)

IV.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Mr. Vijay Uppal, Managing Director of the Company
b)	Nature of contracts/arrangements/transaction	Rent Paid -108.00
c)	Duration of the contracts/arrangements/transaction	9 years
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	The transaction entered into with Mr. Vijay Uppal is on Arm Length Basis as if they are unrelated and its ordinary course of business for taking property on lease.
e)	Date of approval by the Board	18 <sup>th</sup> November, 2021
f)	Amount paid as advances, if any	N.A.

For and on behalf of the Board  
For Richaco Exports Private Limited

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(Director)

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Date: 25/09/2023  
Place: Gurgaon