

**CORPORATE SOCIAL RESPONSIBILITY ("CSR") POLICY OF
WATERPROOF CORPORATION PRIVATE LIMITED**

1. INTRODUCTION

WATERPROOF CORPORATION PRIVATE LIMITED ("WACO") is committed to undertake Corporate Social Responsibility (CSR) initiatives in accordance with the provisions of the Companies Act, 2013 as amended from time to time.

2. AIMS AND OBJECTIVES

WACO shall promote CSR Projects/activities that are sustainable and create benefit to Humanity.

3. COMMITTEE COMPOSITION AND MEETINGS

CSR Committee shall consist of three or more Directors. Members of the CSR Committee may be replaced by any other member of the Board. The CSR Committee shall meet as often as its members deem necessary to perform the duties and responsibilities.

4. DUTIES AND RESPONSIBILITIES OF CSR COMMITTEE

- (i) Formulate and recommend to the Board CSR activities / programs to be undertaken by WACO either directly or through other registered Charitable Trust or a registered Society or a Section 8 Company (Non-profit entity) under the Companies Act, 2013 or by way of contribution/donation to such other organization /institutions as may be permitted under the applicable laws from time to time.
- (ii) Recommend the CSR Expenditure to be incurred on CSR activities / programs
- (iii) Review of the CSR activities undertaken

5. RESPONSIBILITY OF THE BOARD OF DIRECTORS OF WACO

- (i) Approve the CSR Policy and the CSR Expenditure / Contributions after taking into consideration the recommendations made by CSR Committee.
- (ii) Ensure that the CSR activities included in the CSR Policy are generally undertaken as permitted under the applicable laws from time to time.

(iii) CSR SPENDING

The Committee shall endeavor to spend at least 2% of the average net profit made during the preceding three financial years on CSR activities. In case the average

net profit for last three financial years are in the negative, the company is not required to spend on its CSR activities. The unspent amount, if any, at the close of any financial year shall be spent in the subsequent financial years.

(iv) **MONITORING AND REVIEW MECHANISM**

The CSR Committee will be responsible for monitoring CSR activities and report to the Board from time to time.

(v) **EXCLUSIONS FROM CSR ACTIVITIES**

The Company will not undertake activities which do not qualify as CSR Activities under the Companies Act, 2013 or its Rules. Any CSR project/ activities undertaken outside India will be excluded.

(vi) **CSR REPORTING**

The Board in its Annual Report shall include a section on CSR spending.

(vii) **MONITORING AND REVIEW**

The Company shall monitor and co-ordinate with the implementing agencies in carrying out the CSR activities/ Projects. The same will also be appraised to the CSR Committee.

(viii) **AMENDMENTS**

The Policy may be reviewed and amended from time to time with the approval of the Board.