

TRIO JEWELS PVT. LTD
CORPORATE SOCIAL
RESPONSIBILITY (CSR) POLICY

CORPORATE RESPONSIBILITY POLICY

This document formulates Trio corporate responsibility policy, adopted for the benefit of our customers, our employees, our shareholders, and civil society as a whole. Trio Corporate Responsibility Policy applies to all Trio staff and all Trio entities, regardless of size, activity, or location. The Policy applies equally to Trio supply chain and to all suppliers who contribute to their manufacturing. Trio is committed to continuously improve its ethical, social and environmental performance, with the aim to achieve full conformance with the terms of this Policy.

1. Preamble

Corporate Social Responsibility (CSR) covers the process by which an organization approaches, defines and develops its relationships with stakeholders for the common good, and demonstrates its commitment in this regard by adoption of appropriate strategies, processes and activities. CSR, at the firm, constitutes an integral part of the firm's approach towards its activities. The CSR policy applied largely to the firm's programs and projects contributes to social and environmental good.

2. Purpose

This policy will serve as a guiding document containing approach and direction given by the board, taking into account the recommendations of the CSR Committee, defining guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan. The CSR policy would function as a self-regulating mechanism for the Firm's CSR activities and enable adherence to laws, ethical standards, and international practices in this regard.

3. Scope

This policy will apply to all projects/programs undertaken as part of the Firm's Corporate Social Responsibility activities and will be developed, reviewed and updated by reference to relevant codes of corporate governance and international standards or best practices. This policy is also in line with Section 135 of Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014, as amended from time to time ("the Act").

4. Governance

Overall governance of CSR and approving of the CSR Policy will be the responsibility of the Board through the CSR Committee

- The CSR Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy,

- The Board shall ensure proper implementation of the CSR Policy along with monitoring and reviewing CSR Activities undertaken by the Firm and provide inputs as and when required
- The Board shall satisfy itself that the CSR funds so disbursed are alignment to the CSR Policy of the Firm and have been utilized for the purposes and in the manner approved by it. The CFO or appropriate authority shall certify the same to the effect.
- The Board shall also ensure appropriate disclosures pursuant to the Act and Amendments thereof in the Annual Reports and Firm Website in prescribed formats.
- In case of ongoing project, as defined under the Companies (CSR Policy) Amendment Rules 2021, the Board of the Company shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period

The CSR Committee of the Firm will be responsible for administering and executing the policy. As the Firm's CSR activities evolve further, the policy may be revised with the approval of the Board as per the recommendations of CSR Committee of the Board.

5. CSR Committee

The Firm will institute a CSR Committee of the Board consisting of three or more. The Committee will meet (virtually/in-person) at least four times in a year. The following shall be the terms of reference of the Committee.

- To formulate the Firm's CSR strategy, policy and goals and revision thereof, as may be required and recommend to the Board, an Annual Action Plan pursuant to the Act.
- To identify the areas of CSR activities as prescribed in Schedule VII of the Companies Act, 2013 and amendments thereof to the Act and recommend the amount of expenditure to be incurred on such CSR activities / projects within the Board approved budget plan.
- To monitor the Firm's CSR policy and performance from time to time to ensure the firm meets the mandatory CSR compliance requirements.
- To review the CSR projects/initiatives from time to time and recommending any alteration in annual action plan, if any, to the Board
- To ensure legal and regulatory compliance from a CSR viewpoint

- To ensure reporting, communication and appropriate disclosures to stakeholders on the Firm's CSR projects/initiatives
- To ensure that the surplus arising out of the CSR projects or programs or activities do not form part of the business profit of the Firm
- To carry out any other roles and responsibilities as is mandated by the Board from time to time and / or enforced by any statutory authority including any modification or amendment as may be applicable.
- To review and reassess the adequacy of the Charter annually and recommend any proposed changes to Board for approval

Consistent with the above, the CSR Committee of the Board currently has the following members:

1. Mr. Amish Choksi (Chairperson, Managing Director)
2. Mr. Saumik Gandhi (VP-Operations)
3. Mr. Dinesh Upadhyay (VP-Product Development)

6. CSR Budget

The Board shall ensure that the 2% of average net profits from the immediately 3 preceding years is spent on CSR initiatives undertaken by the Firm. The overall amount to be committed to CSR will be approved by the Board as recommended by the CSR committee through its Annual Action Plan carrying list of CSR projects or programs approved to be taken.

The following guiding principles to be adhered to in terms of CSR Budget Outlay and Expenditure -

- The administrative overheads shall not exceed five percent (5%) of the total CSR expenditure of the Firm for the financial year
- Any surplus generated from CSR activities shall not form part of the business profit of the Firm and shall be treated as follows:
 - Ploughed back into the same project
 - Transferred to a designated Unspent CSR Account (UCSRA) and spent in pursuance of CSR policy and Annual Action Plan of the Company
 - Transferred to a Fund specified in Schedule VII, within the prescribed timeline as specified in the CSR Rules.
- Any unspent amount shall be reported by the Board in its report specifying the reasons for not spending the amount and shall be dealt with in accordance to Section 135 of the Act and rules under Amendments thereof.

- In case, the Firm spends an amount in excess of requirement of its CSR obligations in a financial year, such excess amount may be set off against the requirement of CSR spending up to immediate succeeding three financial years subject to fulfilment of conditions specified under the Companies (CSR Policy) Amendment Rules, 2021 as maybe amended from time to time
- The Firm may spend its CSR budget for creation or acquisition of a capital asset subject to fulfilment of conditions specified under the Companies (CSR Policy) Amendment Rules, 2021 and any amended to the same.

7. CSR Policy

It is the Firm's Policy to direct its CSR Programmes, inter alia, towards achieving one or more of the following - promoting education and skill development; women empowerment; poverty alleviation; promoting healthcare including preventive healthcare; help with medical procedures/treatments for the under privileged, providing sanitation and drinking water; ensuring environmental sustainability via habitat protection, animal welfare schemes; creating livelihoods for people, especially those from disadvantaged sections of society; and providing relief and assistance to victims of disasters and calamities.

In pursuit of the above, the Firm has identified the following focus areas for its CSR Programmes:

- Promoting Education

Category: Companies Act -2013, Schedule VII (i) Promoting Education

Education is one of the building blocks of any nation. With the aim of helping needy and deserving children the Firm's interventions will aim at mainstreaming children and improving the quality of education they receive. A multitude of interventions such as educational sponsorships to students belonging to economically/socially/physically challenged categories and training programs for teachers, supporting the infrastructure or running cost of reading programs, libraries, supportive classes, computers, science laboratories, physical education etc. will be undertaken to create a conducive learning environment and to promote learning.

- Skill Training and Livelihood Enhancement

Category: Companies Act -2013, Schedule VII (ii) Employment Enhancing Vocational Skills and Livelihood Enhancing projects and Schedule VII (ii) Empowering Women

A growing economy like India requires a large and skilled workforce. The Firm's skill training initiatives will aim at training and capacity development of youth and women from economically weaker sections of society, and to empower them to gain access to opportunities for sustainable livelihood and growth.

The Firm will support technical training courses, Skill Development Centers, non-formal vocational programs aimed at creating livelihood opportunities, soft skill training aimed to facilitate integration into mainstream and soft loans for self- financing of training.

- **Promote Healthcare**

Category: Companies Act -2013, Schedule VII (i) Promoting Preventive Healthcare; Schedule VII (xii) disaster management, including relief, rehabilitation and reconstruction activities
The Firm will address the healthcare, hygiene and sanitation needs of the community through medical camps and provision of medical aid and care for needy individuals. This also includes provision of equipment to institutes to help improve care provided to society. Such activities to also include contributions made to specific funds set up by Central Govt. and provisions made towards promotion of healthcare and wellness as eligible under Schedule VII updated from time to time.

- **Eradicate Poverty**

Category: Companies Act -2013, Schedule VII (i) Eradicating Poverty, Hunger and Malnutrition.

The Firm recognizes the need to reach out to those at the bottom of the pyramid by providing them with need-based assistance. The Firm will also encourage employees to continue to contribute to society by undertaking projects in their respective areas. The Firm will encourage employees to donate a part of his/her salary. This amount may be matched by the Firm and the combined amount donated by the employee to a cause of his/her choice. These causes may include providing rations/nutrition, medical care, supporting education, etc.

- **Environment**

Category: Companies Act -2013, Schedule VII (iv) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare

Sustainability is one of the core values of the Firm and climate change mitigation and environmental improvements are essential elements of its strategy for sustainability. The Firm will initiate projects implemented directly or through consultant partners to help protect flora and fauna along with animal welfare.

8. Disbursement

The disbursal of funds will be either in tranches or one-time payment depending on the nature and requirement of the project and the Annual Action Plan as recommended by the CSR Committee and approved by the Board. The terms, conditions and timing of disbursement will be discussed and agreed to with the CSR Department and project teams, and will typically form part of the Memorandum of Understanding with the entity implementing the project.

9. Reporting

Appropriate disclosures and reporting on all CSR activities and assessments done by the Firm will be done as part of the Annual Report and on the Firm's official website in the prescribed formats as per statutory and regulatory reporting requirements of the Act.

10. Implementation

The Company's CSR Programmes will be implemented through (i) Company personnel, or (ii) external implementing agencies, or (iii) Firm Trusts viz., Trio Foundation, and (iv) such other Trusts, Societies, Foundations and Section 8 companies that may be established by the Company from time to time.

In case CSR Programmes are implemented through external agencies or Firm Trusts, the programmes to be undertaken by those agencies or Trusts will be specified, and it will be ensured that such programmes are covered in the Objects laid down in the respective Trust Deeds / Memoranda and Articles of Association of the external agencies / Firm Trusts.

This Policy will be posted on the Company's corporate website www.triojewels.com and web link thereto will be disclosed in the Board's Report of the Company.

In the event of any inconsistency between this Policy and the applicable laws, the applicable laws will prevail.

This Policy will be reviewed by the Board, on the recommendation of the CSR Committee, as and when deemed necessary.