

## **PRIMARC PECAN RETAIL LIMITED**

**(Formerly Known as Primarc Pecan Retail Private Limited)**

### **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY- Version-1**

**(Under section 135 of the Companies Act, 2013 (the Act) read with Schedule VII to the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014)**

## **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

### **1. PREAMBLE:**

A socially responsible organisation cannot, and does not, limit itself to merely increasing its own profits. Neither does it treat corporate social responsibility as a burden to be borne, but instead, believes it to be one of the fundamental duties of an organisation towards society. CSR is a way of conducting business by which a corporate entity visibly contributes to the social good.

At Primarc Pecan Retail Limited, we are constantly aware of our role in society as that of a mentor and a builder of the lives of the children of our society, and therefore, its future. Hence, as a corporate entity, we at Primarc Pecan Retail Limited strive at every stage to integrate the larger economic, environmental and social objectives with our core operations and growth. We endeavor to evolve our relationship with all our stakeholders for the common good, and validate our commitment in this regard by adopting appropriate business processes and strategies.

### **2. SCOPE & APPLICABILITY:**

The provisions related to CSR are incorporated under Section 135 of Companies Act, 2013 (the Act) read with Schedule VII to the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the Rules) and amendments thereunder time to time along with General Circular No. 21/2014 w.r.t. Clarification with regard to provisions of Corporate Social Responsibility under section 135 of the Companies Act, 2013.

This Policy has been formulated under the above provisions of the Act and shall be applicable to all CSR initiatives and activities undertaken by the Company as and when applicable, for the benefit of different segments of society.

### **3. OBJECTIVE:**

The objective of this Policy is threefold.

- i) Establish a guideline for compliance with the provisions of the Act and Rules related to CSR,
- ii) Implement CSR initiatives in both letter and spirit through appropriate procedures and reporting, and
- iii) Initiate projects that benefit the community at large.

### **4. DEFINITIONS:**

In this Policy, unless the context requires otherwise,

- i) 'Act' means Companies Act, 2013 and the Rules made thereunder, as amended from time to time,
- ii) 'Company' means 'Primarc Pecan Retail Limited,
- iii) 'Corporate Social Responsibility' (CSR) means Corporate Social Responsibility as prescribed under section 135 of the Act and Rules made thereunder and further amendments thereto,
- iv) 'Net Profit' means net profit as defined under section 135 Act and the Rules made thereunder, as set out below:  
Net Profit as per the financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely:
  - a. any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise; and
  - b. any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Act.
- v) Words and expressions used in this CSR Policy and not defined herein but defined under the Act

shall have the meaning respectively assigned to them in the Act.

- vi) Minimum CSR Obligation as mentioned under section 135 - 2% of the company's average annual net profits over the preceding three immediately financial years on CSR activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 per Annexure I.

## **5. CSR Governance:**

### **5.1 Constitution of CSR Committee:**

Pursuant to Section 135(9) of the Companies Act, 2013, where the amount required to be spent by the Company towards CSR does not exceed ₹50 lakh, the requirement for constitution of a CSR Committee shall not apply and the functions of such Committee shall be discharged by the Board of Directors.

### **5.2 Scope & Functions**

The functions/terms of reference shall, inter alia, include the following:

- i) To formulate a CSR Policy and annual action plan which shall indicate the activities to be undertaken by the Company as per the Act;
- ii) To recommend CSR activity / programmes / project;
- iii) To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
- iv) To monitor the CSR Policy of the Company from time to time;
- v) To review the CSR activities of the Company and provide progress update at such interval as may be deemed fit.
- vi) Any other matter as may deem appropriate

## **6. CSR ACTIVITIES / PROGRAMMES / PROJECTS:**

The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of under privileged section of the society by one or more of the focus areas as outlined in Annexure-I to this Policy.

The Board shall consider and approve (in line with the guidelines given below), CSR activities / programmes / projects to be undertaken during the year.

To ensure that the CSR activity / programmes / project is not discriminatory in nature;

- i) The CSR activities be implemented within India and preferably in the areas where the Company has its presence;
- ii) Programmes / projects that integrate business models with social and environmental priorities and process in order to create shared value shall be encouraged;
- iii) CSR activity/ programme /project should not exclusively for the benefit of employees of the Company or their family members or those that are conducted /undertaken exclusively in pursuance to the normal course of business of the Company;
- iv) Any surplus generated from CSR activity of the Company, will be plough back to the CSR initiatives of the Company.

This Policy will serve as guiding document to help identify, execute and monitor CSR projects in keeping with the spirit of the Policy.

### **6.1 IMPLEMENTATION:**

The Company may undertake CSR Projects which are closely linked with the principles of sustainable development and shared value, with involvement of local institutions and the community at large.

The Company may implement its CSR activities:

- (a) directly by the Company;
- (b) through eligible implementing agencies, including companies established under Section 8 of the Act, registered public trusts or registered societies, having registration under Section 12A and 80G of the Income Tax Act, 1961 and a valid CSR Registration Number (CSR-1), as required under the CSR Rules;
- (c) in collaboration with other companies in such a manner that the respective Boards are able to report separately on such projects;
- (d) by way of contributions to funds specified in Schedule VII of the Act, including funds set up by the Central Government; or
- (e) through any other mode as permitted under the Companies Act, 2013 and the CSR Rules made thereunder, as amended from time to time.

The Company may undertake both one-time projects and ongoing projects in accordance with the provisions of the Act and CSR Rules.

Any surplus arising out of CSR activities shall not form part of the business profits of the Company and shall be dealt with in accordance with the provisions of the Act and CSR Rules.

The implementation, monitoring, utilization of funds, and reporting of CSR activities shall be carried out in accordance with the Annual Action Plan approved by the Board and in compliance with applicable statutory provisions

## **6.2 DISBURSEMENT:**

The disbursement of funds for CSR activities/programmes/projects shall be made in one or more tranches, depending upon the nature, requirement and progress of the project.

The amount and timing of such disbursement shall be approved by the Board of Directors and shall be in accordance with the Annual Action Plan and the provisions of the Companies Act, 2013 and the CSR Rules made thereunder.

The Board shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved.

Any amount remaining unspent pursuant to CSR obligations shall be transferred and dealt with in accordance with Section 135(5) and 135(6) of the Companies Act, 2013 and the applicable CSR Rules.

## **7. AMENDMENTS / MODIFICATION TO THE POLICY:**

The Board of Directors on its own can amend this Policy, as and when required or deemed fit. The provisions of this CSR Policy would be subject to revision/amendment in accordance with the provisions of the Act, as may be issued from relevant statutory authorities, from time to time.

## ANNEXURE-I

### CSR ACTIVITIES / PROGRAMMES / PROJECTS

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the central government for the promotion of sanitation and making available safe drinking water;
2. Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
3. promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
4. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
5. protection of National Heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
6. measure for the benefit of armed force veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
7. Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
8. Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government
9. Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).
10. contribution to the Prime Minister's National Relief Fund or Prime Minister's Central Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Schedule Tribes, other backward classes, minorities and women; rural development projects.
11. slum area development.
12. disaster management, including relief, rehabilitation and reconstruction activities.

*This document was approved by the Board of Directors on 30<sup>th</sup> October 2025*