



Corporate Social Responsibility Policy

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Reviewed and approved by:	Board of Director
Approval date:	April 15, 2025
Renewal:	Annually

Introduction

This policy has been instituted based on the Corporate Social Responsibility (CSR) philosophy of Mentor Capital Limited and provisions of Section 135 of the Companies Act, 2013 read with Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014. This policy will at all times be subject to the provisions of the aforesaid Act and Rules (as amended from time to time). This Policy will come into force with immediate effect.

Overview and CSR Philosophy

Mentor Capital Limited ("Company") believes in a philosophy of Share, Care, Urge, Build & Advance ("SCUBA" as we know it) adopting sustainable business practices which are beneficial to the various stakeholders including the society. Through its corporate values, Mentor constantly endeavours to actively contribute to the social and economic development of the communities in which it operates.

Mentor was actively involved in various CSR initiatives and projects over the years even before CSR spending came to be mandated under law.

To further the Company's CSR philosophy, a formal policy on CSR is being formulated to align its practices with requirements of Companies Act, 2013 and rules made there under.

CSR Projects, Programs and Activities

Mentor may undertake individually various CSR projects, programs and activities or participate and contribute to the various CSR activities undertaken by the various Institutions. Such projects, programs and activities will be undertaken keeping in mind the CSR philosophy of the Company and in alignment with the permissible activities under the Companies Act, 2013 and rules framed under (as amended from time to time). It shall be at the discretion of the Company to undertake, modify, implement and cancel CSR projects, programs and activities from time to time as it deems fit.

Without prejudice to the generality of the aforesaid, Mentor may from time to time undertake any project, program and activity on one or more or any of the following areas:

1. Contributions to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
2. The Company may contribute to other areas of interest as permitted under Schedule VII of the Act.
3. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water;
4. Promoting education, including special education through various activities including organizing schools development projects / programs, by organizing special sessions in schools, etc.,
5. Promoting education through various activities including providing support to educational institutions, centers for non-formal education, tent school programs, schools at various sites like construction sites, etc.
6. Employment enhancing vocation skills especially among children and women through various activities including child-care centers, anganwadi programs, livelihood enhancement projects, etc.

7. Vocational training programs, etc.

Mode of carrying out CSR activities

Mentor may carry out the CSR activities either on its own or through a registered trust or registered society or through a company registered under Section 8 of the Companies Act, 2013 or through one or more of the modes in such manner as it deems fit. Mentor may also collaborate with other companies for undertaking projects, programs and activities in such manner as it deems fit.

CSR Committee

The Board of Directors of the Company shall constitute a committee called the "Corporate Social Responsibility Committee" ("CSR Committee") in accordance with the provisions of Companies Act, 2013 and rules made there under. The CSR Committee will consist of 3 or more Directors or such other number of Directors as the Board of Directors of the Company may determine from time to time. The Board of Directors may change the composition of the CSR Committee from time to time in such manner as it thinks fit.

The Current member of the CSR committee are as follows:

1. Mr. Kaushal Chordia- Independent Director
2. Mr. Sanjay Dangi- Whole Time Director
3. Mr. Abhishek Tejawat- Director

The CSR Committee may at its discretion, invite employees of the Company from time to time to participate in the meetings of the CSR Committee and assist the CSR Committee in the implementation of the CSR Policy. Invitees to the CSR Committee meetings shall be entitled to participate in the deliberations of the CSR Committee but will not be entitled to vote at the meetings of the CSR Committee.

Subject to provisions of Companies Act, 2013 and rules made there under, the CSR Committee may meet at such intervals, in such manner and may carry out matters in such manner and function generally as per such guidelines as it deems fit.

The CSR Committee shall have, inter alia, the following roles, powers and responsibility:

- (i) Formulate and recommend the CSR Policy and any amendments therein to the Board of Directors of the Company
- (ii) Develop and approve various CSR projects, programs and activities to be undertaken from time to time either directly by the Company or through other entities
- (iii) Determine modalities of execution of such CSR projects, programs and activities
- (iv) Undertake all necessary steps to implement the CSR activities
- (v) Authorise and approve CSR expenditure from time to time subject to the limits approved by the Board of Directors.
- (vi) Monitor the CSR activities in such manner as it deems fit
- (vii) Carry out all such acts, deeds, matters and things as may be required in connection with aforesaid matters and generally for any matter connected with the CSR policy of the Company.
- (viii) To perform such functions as may be entrusted by the Board of Directors from time to time.

Activities which may be included by companies in their Corporate Social Responsibility Policies
Activities relating to:

- (i) eradicating extreme hunger and poverty;
- (ii) promotion of education;
- (iii) promoting gender equality and empowering women;
- (iv) reducing child mortality and improving maternal health;
- (v) combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases;
- (vi) ensuring environmental sustainability;
- (vii) employment enhancing vocational skills;
- (viii) social business projects;
- (ix) contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women; and
- (x) such other matters as may be prescribed.

CSR Spending

The CSR Commitment of the Company for each financial year as approved by the board shall comprise of the following:

- a) 2% (two percent) of the average Net Profits of the Company for the last 3 (three) financial years;
- b) any income arising from the CSR Commitment; and
- c) surplus arising out of CSR activities, if any.

Any surplus arising out of CSR projects, programs and activities shall not form part of the business profits of the Company.

Monitoring Process

CSR Committee shall monitor the implementation of various programs, projects and activities in such manner as it deems fit. CSR Committee shall also determine the manner of submission of information, reports, files, etc. by third parties as a part of the monitoring process. CSR Committee shall ensure that a transparent monitoring mechanism is put in place.

Without prejudice to the generality of the contents of this policy, the Company may undertake CSR projects, programs and activities as permitted under the framework of Companies Act, 2013 from time to time (including any amendments, clarifications, circulars, notifications or other official communications from time to time). The Company may also carry out the purposes of this CSR policy in accordance with any amended position of law from time to time notwithstanding that such amended position is not reflected in this policy.
