Valuecart



VALUECART PRIVATE LIMITED
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VALUECART PRIVATE LIMITED

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

VERSION HISTORY

Version	Date of Approval by the Board	Effective Date
1.0	October 28, 2024	April 1, 2024

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1. PREAMBLE

Valuecart Private Limited ('Valuecart' or 'Company') we are the leading E-commerce service partner in India, with over 4 decades of expertise in import/export and e-commerce. We are a technology driven cross border ecommerce platform for all global brands, headquartered in Bangalore. We are a pioneering venture that harnesses our cutting-edge in-house technology platform to simplify the launch of international brands in India. Our proprietary platform specializes in seamlessly managing cross-border supply chains and financial flows, opening new avenues for growth and market penetration by global brands. With a 100% Year-On-Year growth rate since inception, we have demonstrated its prowess in delivering results on a global scale showcasing scalability and market demand for our services.

2. TITLE AND APPLICABILITY

The document describes the Corporate Social Responsibility Policy ("CSR Policy") of the Company. It includes the company's vision, mission, guiding principles for selection, implementation and monitoring of activities, guiding principles for formulation of the annual action plan and other relevant attributes of Corporate Social Responsibility ("CSR").

The CSR policy shall be guided by the Company's corporate philosophy of respect for the individual and the society at large.

The CSR policy has been formulated in accordance with Section 135 of the Companies Act, 2013, as may be amended from time to time ("Act"), and the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules") and the relevant amendments/ notifications/ circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time.

The CSR policy shall apply to all CSR programs of the Company.

3. VISION AND MISSION

Valuecart is a team of young and enthusiastic professionals who believe in seamless transactions. Our goal is to ensure that our products and services are accessible to a broad and diverse customer

base across India. We are passionate about what we do, so we always go the extra mile to deliver the best service possible to our customers.

We are dedicated towards fulfilling the social objectives through various CSR activities. The company shall make its endeavor to positively impact and influence the Society for its sustainable development.

4. PURPOSE

The Act has brought greater emphasis on CSR with rules that provide guidance on minimum CSR spend, focus, areas, implementation mechanism and reporting to the shareholders of the company. The company's CSR Policy has been created with the purpose to outline its CSR focus areas, review mechanism, execution process and reporting mechanism.

5. RESPONSIBILITY OF THE BOARD OF DIRECTORS

The responsibility of the Board of Directors, on recommendation of the CSR Committee, if any, shall be as under:

- To approve the CSR Policy indicating the CSR activities to be undertaken by the Company & disclose the contents of such policy in Board's report and also place it on the Company's website;
- Ensure that the activities proposed in the CSR Policy are undertaken;
- Ensure that the Company spends, in every financial year at least 2% of average net profits of the Company made during the 3 (Three) immediately preceding financial years, as required under Section 135 of the Act & CSR Rules;
- If the Company fails to spend the sum as mentioned above, then the Board shall, in its Report specify the reasons for not spending the amount.

6. ADMINISTRATION

The Company's CSR projects and programmes shall be overseen by the Board of Directors of the Company and CSR Committee, if any, in accordance with the provisions of the Act. However, where the CSR amount to be spent by a company does not exceed Rs.50 Lakhs then a company is not required to constitute the CSR Committee and the functions of such Committee shall be discharged by the Board of Directors of the Company.

7. GUIDING PRINCIPLES FOR SELECTION, IMPLEMENTATION AND MONITORING OF ACTIVITIES

A. SELECTION OF CSR ACTIVITIES

- The CSR activities of the Company shall be undertaken in India and shall give preference to the local area and areas around it where the Company operates for spending the amount earmarked for CSR.
- The Company is hereby devoted to direct its CSR resources in accordance with the requirements under the Act, to a reasonable extent for improving the quality of life of the people by focusing on the social causes.
- A Particular CSR Activity shall be selected on the basis of its relevance and importance The CSR activity/ies of the Company shall relate to one or more entry(ies) in Schedule VII to the Act, which should be interpreted liberally so as to also cater to any emergent situation arising out of natural calamity, disaster pandemic.
- Following activities shall be excluded from the ambit of CSR activities of the Company:
  - ➢ Activities which are exclusively for the benefit of employees of the Company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
  - ➢ Activities undertaken in pursuance of normal course of business of the Company;
  - ➢ Activities undertaken by the Company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
  - ➢ Activities supported by the Company on sponsorship basis for deriving marketing benefits for its products or services.
  - ➢ Direct or indirect contribution to political parties u/s 182 of the Act;
  - ➢ Activities carried out for fulfilment of any other statutory obligations under any law in force in India;
  - ➢ Expenditure on item/s not in conformity with Schedule VII of the Companies Act 2013;
  - ➢ Any other activities that may be specified for the purpose of CSR.

- The list of CSR activity (ies) approved by the Board of Directors to be undertaken during a financial year shall be annexed to the Policy as Schedule-I. Any year-on-year or mid-term revision of Schedule-I approved by the Board, shall not entail revision of the CSR Policy.

B. IMPLEMENTATION OF CSR ACTIVITIES

CSR activities of the Company may be undertaken via one or more of the following modes-

- Directly by the Company; or through any eligible Implementing Agency such as trust, society, company or any other entity which is permitted under the Act and/or Rules or
- The Company may collaborate with other companies to undertake CSR activities and any expenditure incurred on such collaborative efforts would qualify for computing the CSR spending

The Company shall ensure that all CSR activities are undertaken as per the Annual Action Plan, as approved by the Board from time to time.

The time period for implementation of a particular CSR activity shall depend on, amongst other things, its nature, extent of coverage, intended impact of the programme etc.

C. MONITORING AND EVALUATION OF CSR ACTIVITIES

In order to ensure effective implementation of CSR activity (ies), the Board, while approving the Annual Action Plan, shall decide the implementation schedule and frame suitable project-specific monitoring mechanism.

The CSR activities will be monitored effectively and objectively using appropriate monitoring tools that may include one or more of the following modes viz field visits, periodical reports from Implementation Agency, feedback surveys, engagement of International Organizations, third-party audit or certification, self-assessment reports, impact assessment, need-assessment, periodical review or any other appropriate mechanism.

The Board of Directors or CSR Committee, if any, may delegate the power(s)/authorize one or more of senior executives/officers of the Company, as deemed fit and necessary, to execute, implement and monitor CSR activities.

The Board of Directors must ensure that funds allocated for CSR activities are used in accordance with the purpose and manner as approved by the Board. The Chief Financial Officer, if any, or any person authorized by the Board for financial management must provide certification to confirm this.

The Board shall be responsible for monitoring the implementation of ongoing projects, as may be defined in the Act/Rules, based on approved timelines and yearly allocations. The Board is empowered to make modifications, if necessary, to ensure the project progresses smoothly within the overall permissible time frame.

8. GUIDING PRINCIPLES FOR FORMULATION OF ANNUAL ACTION PLAN

The Board, on recommendation of the CSR Committee, if any, shall approve an Annual Action Plan for the implementation of CSR Activity (ies) which shall contain the following particulars:

- list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
- the manner of execution of such CSR projects or programmes;
- the modalities of utilisation of funds;
- implementation schedules of the projects or programmes;
- monitoring and reporting mechanism for the projects or programmes; and
- details of need and impact assessment, if any, for the projects undertaken by the Company.

The Board, on the recommendation of the CSR Committee, if any, may alter, amend, modify, withdraw the Annual Action Plan at any time during the financial year based on reasonable justification at that point of time.

9. CSR EXPENDITURE

Every year, the Company shall allocate and spend at least two percent of its average net profits made during the three immediately preceding financial years (calculated in the manner prescribed under the Act/or the Rules), or such other percentage as may be prescribed by the Central Government from time to time, on CSR activities as per approved Annual Action Plan ("CSR Obligation").

The Board shall ensure that the administrative overheads (as defined under the Act/CSR Rules) shall not exceed five percent, or such other percentage as may be prescribed by way of amendment in the Act/CSR Rules, of total CSR expenditure of the Company for the financial year.

During any particular financial year, where the Company spends any amount in excess of its CSR Obligation, such excess amount may be set off against the future CSR Obligations of subsequent year(s), in terms of the Act and the CSR Rules.

The Board shall monitor that the company spends the requisite amounts specified under the Act and/or CSR Rules on CSR activities. At the end of the financial year, where the Company is not able to spend its CSR Obligation, the requirements under the Act/CSR Rules shall be complied with.

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

10. CSR BUDGET

The Board shall approve individual projects / programs including contribution and overall limits for CSR activities to be undertaken by the Company.

11. DISCLOSURES & REPORTING

The annual report on CSR activities shall be included in the Board's Report as per the format prescribed under the Act.

The composition of the CSR committee, if any, and CSR Policy and the projects approved by the Board to be executed during the current financial year shall be displayed on the Company's website at https://cariotauto.com/

12. EFFECTIVE DATE

The CSR policy shall be effective from the date of its approval by the Board of Directors of the Company.

13. AMENDMENTS TO THE CSR POLICY

CSR policy may be updated to align it with the changing requirement or changes in the legal and regulatory framework. Any revision in the policy shall be approved by the Board of Directors on recommendation of the CSR Committee, if any.

Any term or interpretation of any term not explicitly defined in this document can be referred to the Act or CSR Rules for its meaning.

For Valuecart Private Limited

Ramesh Kumar P Shah
Director
DIN: 01391196

Sonal Ramesh Shah
Director
DIN: 05002493

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Schedule I

CSR Projects and programmes for financial year 2025-26

Expenditure Outlay: INR 13,96,395*/-

Sr. No.	Sector in which the Project/ Program/activity is covered	Particulars of program/Project activity	Maximum planned expenditure proposed	Manner of Execution (Directly/Implementation Agency)
1.	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Construction of Premratan Shah Memorial Government Girls Senior Secondary School in Kalandri, Sirohi District, Rajasthan	**Rs. 3,81,091/-**	**Indirectly**
2.	Eradicating hunger, poverty and malnutrition, 2["promoting health care including preventive health care"] and sanitation 4[including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.	Donation to Bangalore Baptist Hospital for cataract surgery for poor patients	**Rs. 1,50,000/-**	**Indirectly**
3.	Eradicating hunger, poverty and malnutrition, 2["promoting health care including preventive health care"] and sanitation 4[including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.	Donation to Bangalore Baptist Hospital for 15 eye surgeries	**Rs. 1,50,000/-**	**Indirectly**

4.	promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Donation to Child Help Foundation for best interests of the child to bring empowering change in the society.	**Rs. 76,000/-**	**Indirectly**
5.	promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Donation to My Saviour High School through Madhu Mansion Charitable Trust	**Rs. 5,90,490/-**	**Directly**
6.	promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Government LPS, Shivarampur	**Rs. 48,814/-**	**Directly**

***The Board of Directors at its meeting held on April 02, 2025 had approved the total expenditure of Rs 13,96,395/- to be incurred by the Company, during FY 2025-2026.**