

CORPORATE SOCIAL RESPONSIBILITY POLICY

DLF EMPORIO LIMITED

(Formerly known as Regency Park Property Management Services Limited)
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Corporate Social Responsibility Policy (CSR Policy)*

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**Approved by the Board of Directors on February 5, 2015.*

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[IN TERMS OF SECTION 135 OF THE COMPANIES ACT, 2013 READ WITH CORPORATE SOCIAL RESPONSIBILITY POLICY RULES, 2014]

1. INTRODUCTION

DLF Emporio Limited (the “**Company**”) has constructed a shopping mall-cum-entertainment complex named as “DLF Emporio” at VasantKunj, New Delhi consisting of shops, commercial spaces, entertainment centre including but limited to eateries, convention hall, indoor games court, food courts, restaurants etc. and basement for parking and other spaces etc. for the purpose of leasing it to intending tenants.

DLF Emporio Mall has been designed as a name synonymous with luxury –offering a unique shopping experience where the accent is on exclusivity, space and aesthetics. The mall offers a wealth of designers and premium merchandise, lifestyle products and services which are showcased under one elegant roof. The nuances of luxurious serenity are going to be expressed at DLF Emporio Mall in a way found only in the fashion capitals of the world, offering just the right kind of tasteful and sublime ambience to attract high value spenders. Great Care is being taken to ensure that the global retail community at DLF Emporio Mall is the most premium. Only the finest signature brands, designer labels and high end lifestyle products co-exist here.

This CSR Policy (as defined in clause 3(g)) aims to define and establish the Company’s Policy framework towards CSR (as defined in clause 3(c)).

2. OBJECTIVES

The Company recognizes and is committed towards creating common good for all. The Company shall implement its CSR Activities to integrate economic, environmental and social objectives with its operations and growth for common good. The Company is committed towards making visible and tangible contribution to communities and environment.

The Company shall identify projects/programs/activities both in urban/rural areas that will improve quality of life.

The broad objectives of this CSR Policy is to:

- (i) elucidate and inform to all Stakeholders about the Company's CSR Policy;
- (ii) demonstrate commitment to the common good through responsible business practices and good governance;
- (iii) actively support the country's development agenda to ensure sustainable change;
- (iv) set high standards of quality in the delivery of services in the social sector by creating robust processes and replicable models; and
- (v) engender a sense of empathy and equity among employees of the Company to motivate them to give back to the society.

The CSR Policy shall be implemented in accordance with the provisions of Section 135 of the Act and the Rules. It shall apply to all the CSR

Activities undertaken by the Company in India as per Schedule VII of the Act and any amendments or modifications made thereto.

The CSR activities shall not include activities undertaken by the Company in pursuance of the normal course of its business. Further, projects, programs or activities that solely benefit the employees of the Company and their families shall not be considered as CSR Activities under this CSR Policy.

3. DEFINITIONS

Definitions of some of the key terms used in this policy are given below:

- a) **'Act'** means Companies Act, 2013, as amended from time to time.
- b) **'Board'** means board of directors of the Company.
- c) **'Corporate Social Responsibility'** or **'CSR'** means and includes but is not limited to –
 - (i) projects or programs relating to activities specified in Schedule VII to the Act; or
 - (ii) projects or programs relating to activities undertaken by the Board in pursuance of recommendations of the CSR Committee as per the CSR Policy of the Company subject to the condition that the CSR Policy will cover subjects enumerated in Schedule VII of the Act.
- d) **'CSR Committee'** means CSR Committee of the Board.
- e) **'CSR Department'** means the department of the Company/ holding/ associate Company which has been specifically designated to assist the CSR Committee with implementation of CSR Activities.

- f) **'CSR Activities'** means projects/programs/activities to be undertaken by the Company in India, pursuant to Section 135 and Schedule VII of the Act read with the Rules.
- g) **'CSR Policy'** means this policy of the Company which relates to the activities to be undertaken by the Company pursuant to Section 135 and Schedule VII to the Act and matters incidental thereto including the expenditure thereon.
- h) **'Net Profit'** means Net Profit as defined in the Rules.
- i) **'Rules'** mean the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.
- j) **'Stakeholder'** means and includes:
- local community;
 - employees;
 - shareholders;
 - suppliers/vendors/consultants;
 - contractors;
 - service providers;
 - Any other person including workers involved in construction and allied activities of the Company or category of persons, as may be prescribed in the Act and/or by the CSR Committee including society at large.

Words and expressions not defined in this Policy shall have the same meaning as contained in the Act read with the Rules.

4. CSR COMMITTEE

In compliance with the requirements of Section 135 (1) of the Act, a CSR Committee has been constituted by the Board. The CSR Committee at all times shall comprise a minimum of 3 directors out of which at least 1 director would be an independent director.

The Committee may invite such other executive(s)/employees of the Company, professionals, experts and outsiders with relevant experience, as it may consider appropriate in its sole discretion, whether on permanent basis or temporarily for one of meetings of the Committee, to advise the Committee on the various CSR Activities being undertaken/to be undertaken by the Company.

The CSR Committee shall institute transparent monitoring mechanism for implementation of the CSR Activities undertaken by the Company.

4.1 TERMS OF REFERENCE OF THE CSR COMMITTEE

The CSR Committee shall be responsible for—

- (i) Formulate, recommend and modify/alter whenever necessary, Corporate Social Responsibility Policy which shall indicate the projects/programmes/activities to be undertaken by the Company, as specified in Schedule VII to the Act;
- (ii) Recommend the amount of expenditure to be incurred on the projects/programmes/activities referred to in clause (i) above;
- (iii) Institutionalize transparent monitoring mechanism for ensuring implementation of the CSR projects/programmes/activities; and
- (iv) Any other activity(ies)/functions, as may be assigned by the Board.

5. CSR ORGANISATION

The CSR Activities shall be undertaken/executed/implemented either by the Company itself and/or primarily through DLF Foundation/DLF Qutab Enclave Complex Educational Charitable Trust/DLF Qutab Enclave Complex Medical Charitable Trust or any other trust(s)/registered society established by the Company. The Company may also conduct/implement its CSR Activities through any company established by the Company or its subsidiary(ies), or associate(s) under Section 8 of the Act (erstwhile Section 25 of the Companies Act, 1956) or otherwise. In the event, the Company implements its CSR Activities through any other trust(s), society(ies), company(ies) that is not established by the Company or its subsidiary(ies) or associate(s), such trust(s), society(ies), company(ies) should have an established track record of at least three years in undertaking similar programs or projects, and the Company will clearly specify the project or programs to be undertaken through these entities, the modalities of utilization of funds on such projects and programs and the monitoring and reporting mechanism.

In order to implement the approved CSR Activities, the Company may involve specialized agencies, which could include government/semi-government/autonomous organisations, educational institutions, professional consultancy organisations, registered voluntary organisations, or any other appropriate agency/authorities.

The Company may also collaborate or pool resources with its subsidiaries, or associates or other companies to undertake CSR Activities, provided that the CSR committees of the respective companies are in a position to report separately on such CSR Activities being undertaken in accordance with the Act and the Rules.

6. CSR ALLOCATION

The CSR Allocation for a financial year shall include – (a) at least 2% of the average Net Profits of the Company for the last three financial years; (b) any income arising there from; (c) surplus arising out of CSR Activities; and (d) any contribution specifically received for CSR Activities. Further, it is clarified that any surplus arising out of CSR Activities shall not form part of the business profits.

7. CSR BUDGET

The overall amount to be committed towards CSR will be approved by the Board upon the recommendation of the CSR Committee.

8. CSR ACTIVITIES

The Company will undertake its CSR Activities in the following areas:

1. Cluster development as part of the rural development initiative ;
2. Talent nurturing and skill development as part of the promotion of education and employment enhancing vocation initiative;
3. Healthcare to urban slums and villages and other underprivileged persons;
4. Research and development on healthcare;
5. Cleanliness initiatives;
6. Arts and culture related initiatives; and
7. Promotion of sports related initiatives;

The details of each of the CSR activities/ programs undertaken have been set out in Annexure -1.

The CSR Committee will be entitled to include other projects/ programs/ activities or any social development initiative as may be approved by the CSR Committee/Board which is in consonance with the Act read with Schedule VII.

The Company shall give preference to the local area and areas around it where it operates, for undertaking/implementing/executing/collaborating for CSR Activities.

9. IMPLEMENTATION OF CSR ACTIVITIES

The CSR Activities identified by the CSR Committee and approved by the Board shall be implemented in a project mode through the CSR Department which will entail charting the stages of execution through planned processes, measurable targets, mobilization and allocation of budgets and prescribed timelines. It also involves assigning of responsibility and accountability. Suitable documents / agreements shall be entered into with the implementing agencies for the purposes of implementation of the projects. The conditions of grant of amounts for all CSR Activities and the break-up of the allocations shall be set out and evaluated from time to time.

10. MONITORING MECHANISM

The CSR Committee will ensure a transparent monitoring mechanism for ensuring effective implementation of the CSR Activities proposed to be undertaken by the Company.

The details of various components of monitoring mechanism for the projects are given in Annexure II.

The CSR Committee will ensure that the CSR Activities are undertaken in compliance with this CSR Policy and in a project or program mode with clearly defined project deliverables, implementation schedules, processes and budgets as mentioned above.

The CSR Committee will monitor the programs and projects to ensure that they are being carried out in compliance with this CSR Policy and the Act and in accordance with the approved budget.

11. ROLE OF THE CSR DEPARTMENT

The CSR Department, under the overall supervision and control of the CSR Committee, shall be responsible for:

- (i) Determining the modalities of execution including targets and timelines in consultation with the CSR Committee;
- (ii) Ensuring that implementation of all CSR Activities is being carried on in accordance with the above;
- (iii) Supervising the implementation of the CSR Activities and ensuring that the CSR Activities are undertaken in compliance with this CSR Policy with clearly defined project deliverables, implementation schedules, processes and budgets;
- (iv) Undertaking impact assessment of all CSR Activities;
- (v) Maintaining documents and accounts pertaining to all CSR Activities of the Company;
- (vi) Keep the CSR Committee updated on Implementation progress of CSR programs; and
- (vii) Assisting the CSR Committee in monitoring of CSR projects and preparation of the annual report on CSR.

12. CAPACITY BUILDING

The Company may build CSR capacities by providing suitable training to their own personnel as well as those of implementing agencies through institutions with established track record of at least three financial years. However, such expenditure including expenditure on administration overheads shall not exceed 5% of the total CSR expenditure of the Company in one financial year.

13. DISCLOSURES

The CSR Committee with assistance from the CSR Department shall prepare an annual report on CSR, in the format prescribed under the Act and the Rules and such report shall be included in the Board's report annexed to the financial statements. The report shall be signed by the Chairman of the CSR Committee, the Managing Director/Manager/CEO/Director of the Company and such other person as may be prescribed. The Company shall host the contents of the CSR Policy on its website in such manner as may be prescribed.

14. RESPONSIBILITY STATEMENT

A responsibility statement shall be issued by the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company, at the end of each financial year.

15. AMENDMENTS

The CSR Committee is empowered to recommend amendments or modifications to the CSR Policy and such changes shall be placed before the Board for approval.

Where the CSR Policy is in variance with the requirements of the Act and/or the Rules, the provision of the Act and/or the Rules shall prevail.

16. GENERAL

In case of any doubt with regard to any provision of the CSR Policy and also in respect of matters not covered herein, a reference to be made to the CSR Committee or to the Chairman of the CSR Committee. In all such matters, the interpretation and decision of the Chairman of the CSR Committee shall be final.

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AREAS OF CSR INTERVENTION

Enumerated below are the areas where the Company will implement its CSR Activities. This will be reviewed from time to time by the CSR Committee of the Board and specific initiatives under these will be undertaken in line with the CSR Policy to meet the overall objectives of these interventions. The deliverables and monitoring mechanism and implementation schedule for each project is attached as Annexure II.

- 1. Cluster Development Program:** The Cluster Development Program aims to make the quality of life of the rural population better by empowering the communities. A cluster is a set of 4-5 villages with integrated and concentrated development interventions. The approach of the program is to act as a catalyst and build community awareness about rights and entitlements while also providing services which were expressed as the needs by the communities. The program looks at holistic development of the population with projects on health, education, rural development, sanitation and environment.
- 2. Urban Underprivileged Development Program:** The program entails providing healthcare and education facilities to the underprivileged population in urban slums and villages. This shall include running of primary healthcare clinic, mobile medical clinics, providing life care facilities during disasters, drinking water facilities, integrated school development and hunger alleviation through providing mid-day meals and operating food bank.
- 3. Talent Nurturing Program:** The Company believes in handholding poor meritorious children for ensuring that they receive quality education. The

Talent Nurturing Program offers scholarship to the meritorious poor at the school, graduate and post-graduate levels. The school scholarships enable marginalized meritorious children studying in government schools to make the shift to access quality education in selected private English medium schools starting at grade VI, the aim being to attain excellence both in academic and non-academic areas. Like the school scholarship, the company also provides scholarships to the meritorious poor, at the graduate and post graduate levels. The scholarships cover a large number of disciplines including medicine, engineering, IT, management, Fine Arts and Sports. The Student Guidance Centre established at DLF Foundation provides need based and individualised coaching, guidance and mentoring services for nurturing talents of all our scholars.

4. Skill Development Program: The Company believes that training and employment is the key for India's development. The Company believes in empowering underprivileged and marginalized youth by providing them with the much needed market driven skill sets for productive employment. The company accordingly has started a program to establish employment linked skill training centres across the country for providing job linked training to unemployed and underemployed youth coming from low economic backgrounds. The aim of the DLF Skills Program is to train and employ one million youth over a ten year period. The Skill Training Centres are established on a partnership model with various leading skill training organisations and skill providers. The placement record for training and employment is closely monitored under the program. DLF Training Centers offer both short-term and long term courses in a number of trades like Hospitality, Retail, Construction, IT Enabled Services, Customer Relations, Beauty and Hair care, Electronics and Spoken English, all of which have high employment potential. The specially designed curriculum includes practical training, theoretical concepts and life skills model which guides

the youth in mapping their career graph and assisting them in setting short to medium term goals for themselves.

5. **Swachh Haryana Program:** The program entails taking up solid waste management initiatives, construction of toilets and rainwater harvesting structures across various locations of Gurgaon city and the surrounding rural and urban villages.

6. **Swachh Okhla Program:** The program entails plantation and maintenance, cleanliness activities and social mobilization in Okhla, New Delhi.