

**SPA Capital Advisors Limited**  
**Policy on Corporate Social Responsibility**

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<b>1.</b>	<p><b>Preamble</b></p> <p>SPA Capital Advisors Limited offers comprehensive investment banking solutions and highest quality independent financial advice to corporates sector and entrepreneurs. Our service offering covers private placement of debt instruments and debt syndication for both public and private sector corporates, Capital raising services through private placement of equity, managing capital issues (IPO, FPO and Right Issues). Besides, we also cater to the entire spectrum of capital market needs through other services such as Corporate and Infrastructure advisory, Valuations, Managing Takeovers, Buy Back and Delisting. We have team comprising of multi-disciplinary professionals with a vast financial advisory and investment banking experience, who structure various financial products as per the requirements of the clients.</p> <p>We have the Category –I Merchant Banking license from Securities and Exchange Board of India (SEBI), the Indian Securities Market Regulator.</p> <p>We never lose sight of our responsibility to the environment and society. Our commitments towards Corporate Social Responsibility include but not limited to, promotion of education and healthcare, energy and climate change, and betterment of the society through respect for universal human rights and the environment, acting with integrity and accountability and operating responsibly and sustainably.</p>
<b>2.</b>	<p><b>Scope of CSR activities</b></p> <p>The CSR activities of the Company shall include, but not limited to any or all of the sectors/activities as may be prescribed by Schedule VII of the Companies Act, 2013 amended from time to time. Further, the Company will review the sectors/activities from time to time and make additions/ deletions/ clarifications to the above sectors/activities.</p>
<b>3.</b>	<p><b>CSR Objectives</b></p> <p>The main objective of the CSR Policy is to lay down guidelines for SPA Capital Advisors Limited (hereinafter referred to as ‘the Company’) to make CSR as one of the key focus areas to adhere to SPA Capital Advisors Limited global interest in environment and society that focuses on making a positive contribution to society through effective impact and sustainable development programs.</p>

	<p>This Policy covers the proposed CSR activities to be undertaken by the Company and ensuring that they are in line with Schedule VII of the Act as amended from time to time. It covers the CSR activities which are being carried out in India only and includes strategy that defines plans for future CSR activities.</p>
<b>4.</b>	<p><b>Governance of CSR framework</b></p> <p>The CSR Committee which is the governing body to articulate and implement the CSR objectives of the Company and to ensure compliance with the CSR policy.</p> <p>The CSR Committee would comprise of three or more Directors including atleast one Independent Director. The Board of Directors of the Company has duly constituted a CSR Committee in compliance with the provisions of the Act</p>
<b>5.</b>	<p><b>Operating Framework</b></p> <p>i. The CSR Committee has duly formulated a CSR policy which has been approved by the Board. The CSR plan would operate as prescribed by the CSR Committee and CSR Committee would supervise the execution of CSR plans.</p> <p>ii. To implement this policy, the Company may:</p> <ul style="list-style-type: none"> <li>-directly undertake any projects / activities;</li> <li>- engage the services of any registered trust, society or company established by the Company or by its holding, subsidiary or associate company;</li> <li>- engage the services of such agencies with established track record of atleast three financial years or such number of years as may be prescribed under the Act; or</li> <li>- make donations, finance or otherwise provide aid to any entity, agency or person in accordance with the Act.</li> </ul> <p>iii. Funds would be disbursed in accordance with the directors of the CSR Committee.</p>
<b>6.</b>	<p><b>Budget for CSR activities</b></p> <p>The Company proposes to spend 2% of the net profit of the Company or such other amount as may be prescribed under the Act from time to time.</p> <p>CSR expenditure shall include all expenditure including contribution to corpus for projects or programmes relating to CSR activities of the Company.</p> <p>Any surplus arising out of CSR projects or programmes or activities shall not form part of the business profit of the Company.</p>
<b>7.</b>	<p><b>Monitoring</b></p>

The CSR Committee shall ensure a transparent monitoring mechanism of CSR activities:

The CSR Committee shall review the progress of CSR activities at once a year. The Board of Directors shall review the progress of CSR activities at least annually.

**8. Reports**

The Internal Working and Monitoring Group shall assist the CSR Committee to prepare reports that are required to be placed before the Board. The format of the Report shall be the format prescribed under the CSR Rules stated hereunder:

Sl .No	CSR Project or Activity Identified	Sector which the project is covered	Project or Programs 1) Local Areas, 2) Specify the state and district where projects or programs was undertaken	Budget (Project or Program)	Amount spent on Project or Program  a. Direct Expenditure  b. Overheads	Amount Spent Direct or through Agency	Target Date & Status

**9. Disclosure**

The Company shall include in its annual report the disclosures as prescribed under the Act