

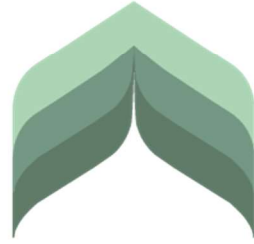


OHM DOVETAIL PRIVATE LIMITED

Corporate Social Responsibility Policy

Version: 2022-2023

CSR Project: “साथ से शिक्षा और शिक्षा से स्वाधीनता”



Dovetail



Policy Summary

Policy Name	Corporate Social Responsibility Policy
Issue and Effective date	
Date of last review	--
Periodicity of review	Annual
Responsible Function	Preparer: Compliance Department Reviewer: Vivek Singhania
Approver	Board of Directors

Version Summary

Version	Updates	Reviewed Date	Next Review Date	Department	Approved by
Version: 2022-23	First time adoption				

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Version: 2022-2023

1. COMPANY'S PHILOSOPHY:

Ohm Dovetail Private Limited (Herein after referred to as 'Company') is SEBI registered Stock-broker under Securities and Exchange Board of India (Stockbrokers) Regulations, 1992 and a registered Clearing Member with National Stock Exchange and NSE Clearing Limited. The Company is an instrumental Company of Dovetail Group established in India in the year 2016 having Dovetail Capital Private Limited as it's Flagship company. The Dovetail Group along with Company has completed Five successful years of Servicing the Financial Services Industry.

Every organization plays an essential fiscal role in the society, gathering society's resources. Our Company believes that our growth can be better evaluated by our contribution in the development of the society. In line with this belief of the Company, the Company has been committed to its stakeholders to conduct its business in an economically, socially, and environmentally sustainable manner that is transparent and ethical. In relation to which the Company ensures to undertake CSR Activities as mentioned in the Schedule VII of the Act (provided here under Annexure-1) through its Corporate Social Responsibility Policy on the same lines.

This Corporate Social Responsibility (hereinafter referred to as 'CSR') Policy is framed in terms of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as 'the CSR Rules'), as amended from time to time.

The Company is growing by leaps and bounds by providing broking cum clearing services in the Cash and the Futures & Options Segment for Equities, Currency Derivatives, Commodities, and Interest Rate Futures.

The Company has been able to achieve various milestones in its **Five Years** period majorly because of the skilled and well-educated professionals handling the business. We therefore understand the importance of Education in the Society and we regard it as the most noble and strongest pillar in the Development of the Country. Education provides growth and development in one's life as well to be more independent and self-reliant. India being a nation with various income group people with income disparity requires support for certain basic needs. These needs can be better fulfilled with an Educated Society. So, the Company in consultation with the stakeholders has decided to focus on the **Educational need of the Society**. The Company's CSR Project to be undertaken by the Company are more clearly described **in Annexure - 2** as amended from time to time.

We also acknowledge the contribution of all our stakeholders, business affiliates, clients and the government and regulatory bodies into our business and we lend our sincere gratitude to them through this CSR Project wherein our motive is to send them a special note thanking them for their contribution as society to our business and for enabling us to sponsor education of each child under this project.

2. COMPANY'S AIM:

- i. To Contribute to the Society, by following law in letter and spirit.
- ii. To Develop a Long-term Vision and Strategy for Company's CSR objectives.
- iii. To Pursue CSR Programmes in line with Schedule VII of the Companies Act, 2013.
- iv. To Establish process and mechanism for the implementation and monitoring of the CSR activities for the Company.

3. DEFINITIONS:

- i. **“Administrative overheads”** means the expenses incurred by the company for ‘general management and administration’ of Corporate Social Responsibility functions in the company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme.
- ii. **“Corporate Social Responsibility (CSR)”** means the activities undertaken by a Company in pursuance of its statutory obligation laid down in section 135 of the Act in accordance with the provisions contained in the CSR rules, but shall not include the following, namely:-
 - a) activities undertaken in pursuance of normal course of business of the company.
 - b) any activity 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;
 - c) contribution of any amount directly or indirectly to any political party under section 182 of the Act;
 - d) activities benefitting employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
 - e) activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
 - f) activities carried out for fulfilment of any other statutory obligations under any law in force in India;
- iii. **“Net Profit”** means the net profit of a company as per its 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

- iv. **“Ongoing Project”** means a multi-year project undertaken in fulfilment of CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the board based on reasonable justification;

4. IMPLEMENTING CSR ACTIVITIES:

- i. The Company’s CSR Programs may be implemented by
 - a) Company itself or
 - b) Implementing Agencies qualifying the criteria laid down by the Company’s Act 2013 and CSR rules and other applicable rule and regulations made there under, including any statutory modification or enactments or re-enactments thereof.
- ii. The day-to-day implementation and execution of the CSR activities/ projects shall be carried out by the Authorised Person specified by Board through the appointed agencies or directly.
- iii. Some of the initiatives taken up by the Company may facilitate the involvement of the Company's employees as volunteers in ongoing projects and events, giving them an opportunity to engage in social activities and to contribute to the noble cause.

5. DUTIES AND RESPONSIBILITIES OF THE BOARD

- i. Formulate and approve the CSR Policy which shall include the activities/ programs to be undertaken by Company
- ii. Ensure the CSR expenditure of every financial year of at least 2% of the average net profits made during immediately preceding 3 (three) financial years, in pursuance with the Policy.
- iii. Review and monitor CSR policy and activities to be undertaken by the Company as per the list of activities specified in Schedule VII to the Companies Act, 2013 and appended to this Policy as *Annexure – 1. Annexure 1* may be revised in line with any amendments/ inclusions made to Schedule VII of the Companies Act, 2013 applicable from time to time.
- iv. Institute a transparent mechanism for implementation of the CSR projects and activities. Effectively monitor the execution of the CSR activities
- v. Ensure disclosure of the contents of the CSR Policy on the Company's website.
- vi. Ensure that the activities included in CSR Policy are undertaken by the Company.

6. CSR EXPENDITURE:

- i. In every financial year, the Company shall spend at least 2% of the average net profits made during immediately preceding 3 (three) financial years.
- ii. CSR Expenditure shall mean all expenditure incurred in respect of specific projects/ programs relating to the approved CSR activities.
- iii. It shall not include expenditure on an item or activity not in conformity or in line with the activities listed in Schedule VII of the Companies Act, 2013.

- iv. The board shall ensure that the administrative overheads shall not exceed 5% (Five percent) of total CSR expenditure of the company for the financial year.
- v. Any surplus arising out of the CSR activities shall not form part of the business profit of a company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the Company or transfer such surplus amount to a Funds specified in Schedule VII, within a period of 6 (six) months of the expiry of the financial year.
- vi. Where a Company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that –
 - a) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.
 - b) the Board of the Company shall pass a resolution to that effect.
- vii. The CSR amount may be spent by a Company for creation or acquisition of a capital asset, which shall be held by -
 - a) a company established under Section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number under sub-rule (2) of rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014; or
 - b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
 - c) a public authority
- viii. Any amount remaining unspent pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by a Company in pursuance of its Corporate Social Responsibility Policy, shall be transferred by the Company within a period of thirty days from the end of the financial year to a special account to be opened by the Company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.
- ix. If the company fails to spend the Obligated CSR Expenditure, the Board shall specify the reasons for not spending the amount in the Board's Report and unless the unspent amount relates to any ongoing project, it shall be transferred to a Fund specified in specified in Schedule VII of the Companies Act, 2013 (Annexure -1 of this policy), within a period of six months of the expiry of the financial year.

7. GOVERNANCE:

- i. The Board in its Annual Report shall include the details of the CSR activities undertaken in the Financial Year. The particulars to be stated in the report shall be in the format as prescribed in **Annexure - 3**.
- ii. If the company's CSR obligation is ten crore rupees or more in pursuance of subsection (5) of section 135 of the Companies Act, 2013, in the three immediately preceding financial years, Company shall undertake impact assessment, through an independent agency, of their CSR projects having outlays of One Crore rupees or more, and which have been completed not less than one year before undertaking the impact study.
 - (b) The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.
 - (c) A Company undertaking impact assessment may book the expenditure towards Corporate Social Responsibility for that financial year, which shall not exceed 2 [two percent] of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is higher.
- vii. The Director's Report shall include:
 - a. Contents of the CSR Policy and Composition of the CSR Committee, if applicable.
 - b. An annual report on the CSR activities in the prescribed format as per **Annexure - 3**;
 - c. Reasons for failure to spend required amount on CSR activities, if any.

8. DISPLAY OF CSR POLICY AND ACTIVITIES ON COMPANY'S WEBSITE:

The Board of Directors of the company shall, approve the CSR Policy for the Company and disclose contents of such policy in its report and the same shall be displayed on the Company's website, if any, as per the particulars specified in the Annexure-3.

9. REVIEW AND EVALUATION

The Company shall through its internal controls and its compliance function evaluate and review the impact of its CSR activities/ projects. The records relating to the CSR Project and expenditure incurred shall be properly/ meticulously maintained.

10. AMENDMENTS:

The Policy may be reviewed and amended from time to time by the Board of the Company or the CSR Committee if applicable.

For OHM DOVETAIL PRIVATE LIMITED

Vivek Singhania
Director
DIN: 00325088

ANNEXURE - 1

CSR Activities listed in Schedule VII of the Companies Act, 2013

Activities which may be included by Companies in their Corporate Social Responsibility Policies

Activities relating to:

(i) Eradicating hunger, poverty and malnutrition, “promoting health care including preventive health care and sanitation [including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.

(ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.

(iii) 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.

(iv) 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].

(v) 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 art and handicrafts;

(vi) measures for the benefit of armed forces veterans, war widows and their dependents, [Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows];

(vii) training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports

(viii) contribution to the prime minister’s national relief fund [or Prime Minister’s Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund)] or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;

(ix) (a) 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; and

(b) 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).]

(x) rural development projects

(xi) slum area development.

Explanation.- For the purposes of this item, the term `slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.



ANNEXURE -2

COMPANY'S CSR PROJECT

The Company has defined the CSR project as 'साथ से शिक्षा और शिक्षा से स्वाधीनता' translated as "Support Education to Support Freedom". Under this program, the Company aims to provide the following:

Project Objectives:

1. To provide support to slum students through innovative education methods.
2. To provide guidance/counselling to students and parents for dealing with their education issues.
3. To provide a platform to students for developing their skills through various competitions, games and workshops etc.

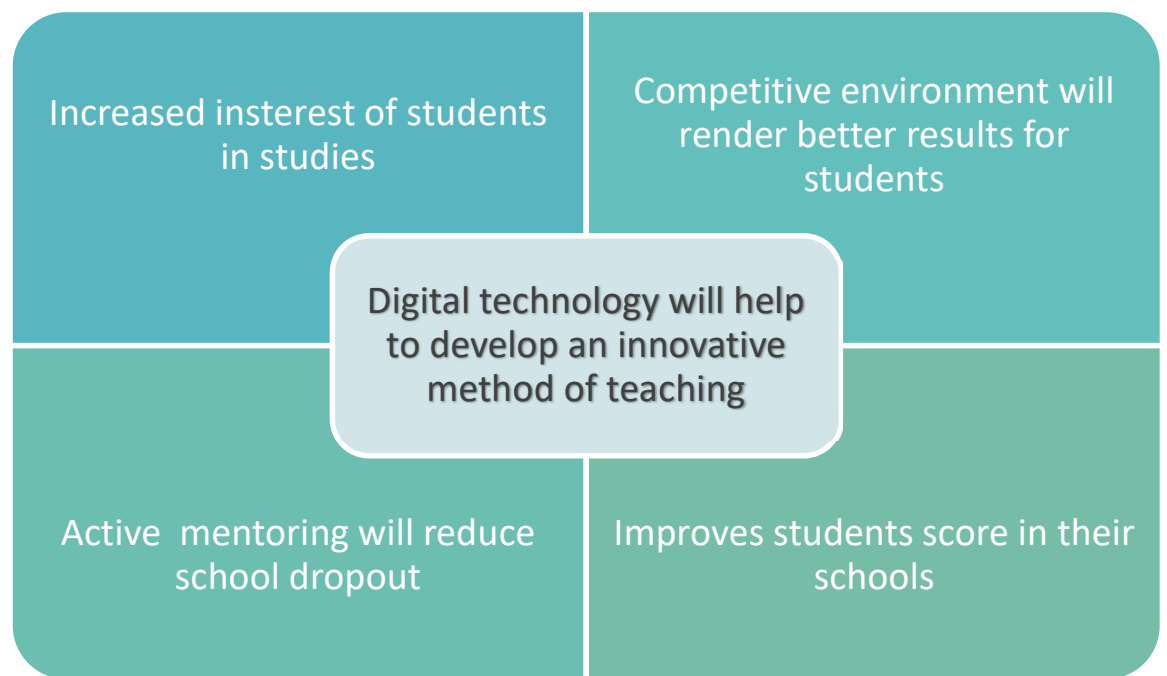
Activities to be undertaken:



Operational guidelines:

- Activities will be result-oriented and every staff of the Implementing agency will be held responsible for the outcome of project activities.
- The project co-ordinator of the Implementing Agency will be responsible for the smooth operation of the project and documentation
- Implementing Agency's Staff role & responsibility is written & clear as per their project proposal agreed between the Company and the Implementing Agency.

Expected outcome:



Overall outcome:

“Enhancement of overall skills and talent of Students to make them, Independent and to achieve a better place in the Society”

ANNEXURE - 3

Format for the annual report on CSR activities to be included in the Board's Report (As per the CSR Rules, 2014)

1. Brief outline on CSR Policy of the Company:

2. Composition of CSR Committee:

SR NO	Name of Director Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company.

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

5. (a) Average net profit of the company as per sub-section (5) of section 135.

(b) Two percent of average net profit of the company as per sub-section (5) of section 135.

(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.

(d) Amount required to be set-off for the financial year, if any.

(e) Total CSR obligation for the financial year [(b)+(c)-(d)].

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).

(b) Amount spent in Administrative overheads.

(c) Amount spent on Impact Assessment, if applicable.

(d) Total amount spent for the Financial Year [(a)+(b)+(c)].

(e) CSR amount spent or unspent for the Financial Year:

	Amount Unspent (in Rs.)				
Total Amount Spent for the Financial Year. (in Rs.)	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	AMOUNT	DATE OF TRANSFER	NAME OF FUND	AMOUNT	DATE OF TRANSFER

(f) Excess amount for set-off, if any:

SR NO	PARTICULAR	AMOUNT (IN RS)
1.	Two percent of average net profit of the company as per sub-section (5) of section 135	
2.	Total amount spent for the Financial Year	
3.	Excess amount spent for the Financial Year [(ii)-(i)]	
4.	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	
5.	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

SR NO	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
1.	FY-1							
2.	FY-2							
3.	FY-3							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes /No

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

SR NO	Short particulars of the property or asset(s)	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
	[including complete address and						

	location of the property]						
					CSR Registration Number, if applicable	Name	Registered address

9. Specify the reason(s) if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135.

A responsibility statement of the CSR committee shall also be included in the Board's Report.

