

B. BRAUN MEDICAL (INDIA) PRIVATE LIMITED

Corporate Social Responsibility Policy

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Corporate Social Responsibility Policy of B. Braun Medical (India) Private Limited

In accordance with Section 135 of the Companies Act, 2013 and the rules promulgated there under (collectively, the "CSR Requirements"), the Board of Directors (the "Board") of B. Braun Medical (India) Private Limited has adopted this Corporate Social Responsibility Policy (the "CSR Policy")

1. INTRODUCTION

1. B. Braun group is a global company founded in 1839, the firm is headquartered in Germany operating for over 175 years. B. Braun is a leading supplier in the global healthcare market with products for anaesthesia, intensive medicine, cardiology, extra corporeal blood treatment and surgery, as well as services for hospitals, general practitioners and the homecare sector.
2. B. Braun Medical (India) Private Limited (the Company"), a company incorporated in Mumbai, India, and having a Corporate Identity Number U33112MH1984PTC214514 started as a subsidiary in the year 1984 and has made rapid strides in the Indian healthcare market.

2. OBJECTIVE & SCOPE

1. This is Corporate Social Responsibility Policy ("CSR Policy") of the Company as required under the Companies Act, 2013 (hereafter referred to as "the Act"), read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and other directions and clarifications issued from time to time (collectively referred to as the "CSR Regulations").
2. This policy lays down broad guidelines and principles for Company's activities in the sphere of corporate social responsibility undertaken in India.

3. CSR COMMITTEE OF THE COMPANY

3.1 Constitution:-

The Board of Directors of the Company have added a member to the existing Corporate Social Responsibility ("CSR") Committee on 12th November, 2019. The members of the Committee are:-

1. Mr. Indranil Mukherjee
2. Mr. Andreas Walde
3. Mr. Christoph Mueller
4. Mr. Gabriel Sabate

1.2 Powers of the Committee –

The CSR Committee shall assist the Board of Directors in implementing the CSR Policy, and shall also:

1. Formulate the **Company's CSR Policy and recommend the same to the Board** of Directors of the Company for approval and adoption;
2. Recommend CSR activities as stated under Schedule VII of the Act;
3. Recommend the CSR Budget to the Board;
4. Create a transparent monitoring mechanism for implementation of CSR initiatives in India;
5. Prepare and submit periodic reports to the Board in respect of the CSR activities undertaken by the Company;
6. Authorize executives of the Company to attend the CSR Committee Meetings;
7. Ensure that the surplus arising out of CSR projects or programs or activities shall not form part of the business profit of a Company.

1.3 CSR Committee Charter

The terms of reference of CSR Committee shall be:

1. Frequency of the committee meeting-

The Committee shall meet at least four times a year provided the gap between two consecutive meetings shall not be more than one twenty days.

2. Quorum

The quorum for the meeting shall be 1/3 or minimum 2 (whichever is higher) Directors.

3. Secretary – The Company Secretary shall be the secretary for the Committee.

4. CSR ACTIVITIES

- The Company aims to undertake CSR activities as recommended by the CSR Committee and in accordance with the CSR Regulations, in particular Schedule VII of the Act and the directions and clarifications issued by the Ministry of Corporate Affairs from time to time in this regard.
- Such CSR activities may be undertaken in collaboration other companies as may be recommended by the CSR Committee from time to time.

- The Committee is authorized to approve any modification to the existing CSR activities or to propose any new activity during the relevant Financial Year.
- The CSR Committee will determine the monitoring mechanism for CSR initiatives and may employ consultants to monitor the progress on the CSR initiatives of the Company.

5. CSR PROJECTS AND PROGRAMMES

The Company shall undertake specific Corporate Social Responsibility ("CSR") projects and programmes, as approved from time to time by the Board in its capacity as the CSR Committee of the Company, within the following CSR categories:

- Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- **Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;**
- 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;
- 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;
- 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 arts and handicrafts;
- Measures for the benefit of armed forces veterans, war widows and their dependents;
- Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
- **Contribution 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;**
- Contributions or funds provided to technology incubators located within academic institutions which are approved by Central Government;
- Rural Development Projects.
- Providing financial assistance to reputable non-**governmental organisations ("NGOs")** working in any of the above indicated areas.

Please note that all CSR projects and programmes shall be carried out only in India. No specific CSR projects or programmes shall be undertaken in pursuance of normal course of business of the Company.

In furtherance of specific CSR projects or programmes, the Company may collaborate with NGOs and other like-minded stakeholders, including other companies, registered trusts and societies, in order to leverage upon the collective expertise, wisdom and experience that such relationships may bring.

6. BUDGET

In accordance with CSR Requirements, the Company shall seek to spend annually 2 per cent of the average net profits (as defined in the CSR Regulations) of the Company as required by the Regulation , made during the three immediately preceding financial years, on specific CSR projects and programmes.

The Company shall take steps to ensure that any surplus arising out of the Company's CSR projects and programmes or activities shall be set aside for later use in CSR projects and programmes and in no event shall form part of the Company's business profits.

7. MONITORING CSR ACTIVITIES

Under the direction of the Committee, the Company shall implement a monitoring **mechanism over the Company's CSR projects and programmes.** Such monitoring mechanism shall, among other things, make transparent the manner and details of the implementation of all CSR projects and programmes undertaken by the Company.

The Board shall receive periodic reports from the Committee on the status of the **Company's implementation of specific CSR projects and programmes.**

On an annual basis, the Board shall report to relevant stakeholders on the Company's CSR projects and programmes and related matters, as required by CSR Requirements.

8. POLICY REVIEW & FUTURE AMENDMENT

The Committee shall annually review its CSR Policy from time to time and make suitable changes as may be required and submit the same for the approval of the Board.