Orange
Retail Finance
Your Mobility & Livelihood Partner

Corporate Social Responsibility

Creating lasting value for
people, communities and the planet.



- Community Development
- Education & Skill Building
- Environmental Responsibility
- Health & Social Impact

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY OF
ORANGE RETAIL FINANCE INDIA PRIVATE LIMITED (ORFIL)

This Corporate Social Responsibility (CSR) Policy has been developed in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Company recognizes its responsibility towards society and is committed to contributing to sustainable economic development while improving the quality of life of the community.

1. OUR APPROACH TOWARDS CSR:

An inclusive economy – in which there is equal access to opportunity – is a stronger, more resilient economy. At ORFIL we believe the role of Corporate Responsibility is to help build an inclusive global economy that works for everyone.

Our CSR initiatives may include, and are not limited to, careers and skills, financial health and wealth creation, community development, business growth and entrepreneurship and will also encompass any other activities permitted under Schedule VII of the Companies Act, 2013, as amended from time to time.

2. PURPOSE & OBJECTIVES

- To create measurable social impact.
- To operate in a manner that is economically viable, socially equitable, and environmentally sustainable.
- CSR initiatives will focus on education, health and community wellbeing, environmental sustainability, and livelihood enhancement, aligned with Schedule VII of the Companies Act.

3. CSR COMMITTEE

As per Section 135 of the Companies Act 2013, a company is required to constitute a Corporate Social Responsibility (CSR) Committee if it satisfies any of the following thresholds during the immediately preceding financial year:

- Net worth of ₹500 crore or more, or
- Turnover of ₹1,000 crore or more, or
- Net profit of ₹5 crore or more.

However, in accordance with Rule 5(1) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, where the total CSR obligation of the company does not exceed ₹50 lakhs in a financial year, the constitution of a CSR Committee shall not be mandatory. In such cases, the functions of the CSR Committee shall be discharged by the Board of Directors.

Accordingly, Orange Retail Finance India Private Limited (hereinafter referred to as 'ORFIL') shall constitute a CSR Committee only upon meeting the statutory threshold of CSR obligation exceeding ₹50 lakhs in a financial year. Until such time, all CSR responsibilities including policy formulation, implementation, budget allocation, monitoring, and reporting shall be governed directly by the Board of Directors in compliance with applicable laws and rules.

4. SCOPE OF CSR ACTIVITIES

The Corporate Social Responsibility Policy ("CSR Policy") of ORFIL sets out the framework guiding ORFIL's CSR activities and the rules that need to be adhered to while taking up and implementing CSR activities.

The CSR policy pertains to all activities undertaken by ORFIL towards fulfilling its CSR objectives undertaken pursuant to Section 135 of the Companies Act, 2013 ("Act") and includes the activities covered under Schedule VII to the Act and the Companies (the Corporate Social Responsibility Policy) Rules, 2014 (the "Rules"), each as amended from time to time. The power to monitor the CSR Policy from time to time is vested with the Board of Directors of ORFIL.

5. GOVERNANCE FRAMEWORK

ORFIL has set up a robust and transparent governance structure to oversee the implementation of the CSR Policy, in compliance with the requirements of the Act and Rules as mentioned above.

The board of directors of ORFIL ("Board") will have an oversight on the adherence to this CSR Policy. The Board shall decide the total amount of expenditure to be incurred by ORFIL on CSR activities during the applicable financial year. The overall amount to be committed towards CSR will be approved by the Board including the respective allocation towards identified and specific CSR initiatives/projects.

The Board shall be responsible for the following:

- Formulate and approve revisions to the CSR Policy from time to time;

- Identify CSR projects for the Company, including 'Ongoing Projects', approve the annual CSR expenditure budget to be incurred towards CSR activities during the applicable financial year

- Ensure implementation of CSR activities of the Company within the applicable framework;

- Track the progress of each project;

6. IMPLEMENTATION FRAMEWORK

ORFIL may implement CSR projects directly or through registered entities (Trusts, Societies, or Section 8 Companies) having valid PAN, 12A/80G certificates, and registered on MCA21 with Form CSR-1.

The CSR projects/programs of the Company shall also be reported every year in the Annual Report of the Company as required by the Act and Rules

A structured monitoring mechanism will be utilized to ensure timely and impactful implementation as and when required.

7. CSR ACTIVITIES

In any given financial year, ORFIL aims to meet the allocation of at least 2% of the average net profits (as defined under the Act) in the preceding three financial years for CSR activities as stipulated by the Act. Any surplus arising from CSR activities undertaken by ORFIL will not be subsumed as business profits of ORFIL but would rather be utilized for the CSR related activities.

ORFIL will continue to work with various non-profit organizations or otherwise to undertake activities aligned with Schedule VII of the Companies Act 2013, associated rules and amendments.

CSR projects/programs for ORFIL will be undertaken as per the below guiding principles:

Items from Schedule VII

(i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health and sanitation Including contribution to the Swatch 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 arts and handicrafts;

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

(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 Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled 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 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.

(xii) disaster management, including relief, rehabilitation and reconstruction activities.

(xiii) Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.

8. REVIEW OF POLICY

The CSR Policy will be subject to revisions/amendments as the requirements stipulated under applicable laws including any statutory amendments and any guidelines as may be issued by Ministry of Corporate Affairs from time to time, on the subject matter.

In any case, the Board shall review the Policy from time to time to make suitable amendments for better implementation of the Policy.

The Company reserves its right to alter, modify, add, delete or amend any of the provisions of this Policy.

The power to interpret and administer the Policy shall rest with the Board of Directors whose decision shall be final and binding. The Board is also empowered to make supplementary rules/orders to ensure effective implementation of the Policy.

9. DEFINED TERMS

CSR: Corporate Social Responsibility

CSR Policy: Corporate Social Responsibility Policy

Act: Section 135 of the Companies Act, 2013 and subsequent amendments

Rules: Companies (the Corporate Social Responsibility Policy) Rules, 2014 and subsequent amendments

Board: Board of directors of ORFIL

10. UNUTILISED CSR AMOUNT

In case the Company fails to spend the entire amount required to be spent towards CSR activities during a financial year, the Board shall ensure compliance with the provisions of Section 135(5) and Section 135(6) of the Act, as applicable.

In particular:

a) Where the unspent amount does not relate to an ongoing project, such amount shall be transferred to a fund specified in Schedule VII of the Act within six months from the expiry of the financial year.

b) Where the unspent amount relates to an ongoing project, such amount shall be transferred to a separate bank account to be called the “Unspent Corporate Social Responsibility Account” within 30 days from the end of the financial year.

c) The amount transferred to the Unspent CSR Account shall be utilized by the Company towards the CSR obligation within a period of three financial years from the date of such transfer.

d) If the amount remains unspent after completion of the prescribed period, it shall be transferred to a fund specified in Schedule VII of the Act within the prescribed period.

The Board shall ensure that appropriate disclosures regarding unspent CSR amounts are made in the Board’s Report.

11. INTERPRETATION

In case of any inconsistency between the provisions of this Policy and the applicable provisions of the Companies Act 2013 or the rules made thereunder, the provisions of the Act and the rules shall prevail.

Any matter not specifically covered under this Policy shall be dealt with in accordance with the applicable provisions of the Act and the CSR Rules.

12. EFFECTIVE DATE

This Policy shall come into effect from the date of its approval by the Board of Directors, i.e. November 28, 2025, and shall remain in force until amended or replaced by the Board.