



STUP CONSULTANT PRIVATE LIMITED CORPORATE SOCIAL RESPONSIBILITY POLICY

Title and applicability

The document describes the Corporate Social Responsibility Policy (“CSR policy”) of STUP Consultants Private Limited.

The CSR policy has been formulated in accordance with Section 135 of the Companies Act 2013 and the CSR Rules and the relevant amendments /notifications / circulars.

Vision and Mission

STUP Consultants Private Limited believes in actively supporting charitable causes within the community. We strive to be good neighbours, taking care of our environment and our community.

The company shall allocate at least 2% of its average net profit before taxes of the preceding three financial years, towards CSR activities to sustain and improve a healthy and prosperous environment and to improve the quality of life the communities around us.

Governance Mechanism

The CSR Committee comprises of four Directors from STUP Board. The CSR Committee will recommend the Annual Business Plan for CSR activities, if any applicable to be carried out during the year to the Board for its approval.

The composition of the CSR Committee, as recommended by the Board of Directors, is as below:

- Mr. Ashish Tandon: Chairman
- Mr. Guillaume Puravet: Member
- Mr. Thomas Arthur Branche: Member
- Mr. Philippe Charles Chevallier: Member

The CSR Committee will:

- a. Confirm that all its charitable endeavours are legitimate
- b. Ensure all charitable partnership are open and transparent
- c. Comply with all Internal Policies, the Companies Act & Corporate Social Responsibility Rules
- d. To formulate & recommend to the Board of Directors, a CSR Policy indicating the activities to be undertaken as specified in Schedule VII of the Companies Act, 2013 and modify / amend the same as required
- e. To review and approve annual budgets with respect to CSR programs;

STUP Consultants Private Limited CIN: U74999MH1963PTC012649

Regd. Office: Unit No. 2702, 27th Floor, Rupa Renaissance, Plot D-33,D-207,Juinagar, MIDC TTC Industrial Area, Turbhe Navi Mumbai
Thane,
MH - 400705

Tel: +00 91 (0)22 40868686. Fax: +00 91 (0) 22-22048424. mumbai@assystem.com



assystem stup

- f. To ensure that STUP'S corporate website displays the approved CSR policy of the company
- g. The CSR Committee shall conduct at least one meeting in a financial year. The meeting shall be held either at the registered office of the company or any other place, as may be decided by the members, either physically or through video conferencing. A minimum of two members of the committee shall constitute the quorum.

The Committee has the power to decide when and how to appropriate money. The CSR Committee will identify the worthy recipient(s) and disperse funds prior to the deadline set by The Companies Act & Corporate Social Responsibility Rules.

CSR Focus Area

Contributions will be focused in the cities and towns where we operate and their immediate surrounding areas. The company may also support initiatives in other geographic area, as approved by the CSR Committee.

The company will directly or indirectly complied its CSR spending if any in the activities as prescribed in Schedule VII.

Review of Policy

This CSR Policy document will be reviewed from time to time and any changes, if necessary, shall have the approval of CSR committee of the Board of Directors.

For STUP Consultants Private Limited

Sd/

Ashish Tandon

Managing Director, DIN: 02259341

STUP Consultants Private Limited CIN: U74999MH1963PTC012649

Regd. Office: Unit No. 2702, 27th Floor, Rupa Renaissance, Plot D-33,D-207,Juinagar, MIDC TTC Industrial Area, Turbhe Navi Mumbai Thane,

MH - 400705

Tel: +00 91 (0)22 40868686. Fax: +00 91 (0) 22-22048424. mumbai@assystem.com

Annexure-I

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March 2022

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

REGISTRATION AND OTHER DETAILS:

1	CIN	U74999MH1963PTC012649
2	Registration Date	09.05.1963
3	Name of the Company	STUP Consultants Private Limited
4	Category / Sub-Category of the Company	Company Limited by Shares and Indian Non-Government Company
5	Address of the Registered office and contact details	Unit No. 2702, 27th Floor, Rupa Renaissance, Plot D-33,D-207,Juinagar, MIDC TTC Industrial Area, Turbhe Navi Mumbai Thane MH 400705
6	Whether listed company	No
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Engineering and project management Services etc.	7110	100%

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and address of the company	CIN / GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Assystem SA	NA	Holding Company	99.19	Section 2(46) of Companies Act, 2013

Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

a) Category-wise Share Holding

Indians									
Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Bodies - DR	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	32,912	331	33,243	100	40804	331	41,135	100	Nil

B) Shareholding of Promoter:-

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Asie Etudes	17,296	52.03	Nil	Nil	Nil	Nil	-52.03
2	Ms. Aditi Abhin Alimchandani	13,210	39.73	Nil	Nil	Nil	Nil	-39.73
3	Mrs. Vasudha A Alimchandani	2,406	7.24	Nil	Nil	Nil	Nil	-7.24
4	Assystem SA	Nil	Nil	Nil	40,803	99.19	Nil	99.19
5	Assystem Engineering	Nil	Nil	Nil	1	0.01	Nil	0.01

	Services India Private Limited							
	Total	32912	99	Nil	40804	99.20	Nil	0.20

C) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	Particulars Assystem SA & Assystem Engineering Services Private Limited (only 1 share via transfer)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	32,912	99	32,912	99
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	32,912 shares acquired from previous promoter via transfer 7,892 equity shares allotted to Assystem SA via right issue	99.20	32,912 shares acquired from previous promoter via transfer 7,892 equity shares allotted to Assystem SA via right issue	99.20
	At the end of the year	40,804	99.20	40,804	99.20

D) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Mrs. Postel Myrtle jointly with Mr. Postel Michel				
	At the beginning of the year	331	1	331	1
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): no changes	Nil	Nil	Nil	Nil
	At the end of the year	331	0.80	331	0.80

E) Shareholding of Directors and Key Managerial Personnel: Nil

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

			company		
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): no change	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

F) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
* Addition	Nil	Nil	Nil	Nil
* Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S. No.	Particulars of Remuneration	Name of Managing Director	Total Amount (INR)
1	Gross salary	Mr. Ashish Tandon 13,420,510	13,420,510
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		

	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					Nil
2	Stock Option	Nil	Nil	Nil	Nil	
3	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify	Nil	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (A)	13,420,510				13,420,510
	Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

Remuneration to Other Than Managing Director, Whole-time Directors, Executive Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of Director Ashish Tandon				Total Amount (INR)
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil				Nil
2.	Stock Option	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4.	Commission - % of profit - others, specify	Nil	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (A)	Nil				Nil
	Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
1.	Independent Directors Fee for attending board committee meetings Commission Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil

2.	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel:

S. No.	Particulars of Remuneration	Name		Total
		-	-	
1	Gross salary	Nil	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	Nil	Nil	Nil
	Ceiling as per the Act	Nil	Nil	Nil

Penalties / Punishment/ Compounding Of Offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.

Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

By order of the Board of Directors
STUP Consultants Private Limited

Ashish Tandon
Managing Director
DIN: 02259341

Philippe Charles Chevallier
Director
DIN- 08998503

Place: Gurugram
Date: 27.09.2022