



“Corporate Social Responsibility Policy of Emami Agrotech Ltd (EAL)” as recommended by CSR Committee and approved by BOD.

Corporate Social Responsibility (CSR) builds a dynamic relationship between a company on one hand and the society and environment on the other. Though till 31st March 2014 it was a voluntary activity, CSR is traditionally driven by a moral obligation and philanthropic spirit. Over time it has become an integral part of business. It is so with Emami Agrotech Ltd along with charities and philanthropic activities, Emami group is engaged in a number of others social activities. The key aim is to promote education, fight against hunger, ignorance, and disease, apart from addressing environmental concerns.

1. SHORT TITLE & APPLICABILITY

This policy, which encompasses the company’s philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community at large, is titled as the **“Emami Agrotech Ltd CSR Policy”**. It has been prepared keeping in mind the company’s Code of Business Ethics and to comply with the requirements of Companies Act, 2013(hereinafter called as “the Act”) and the Companies (Corporate Social Responsibility Policy) Rules, 2014, notified by the Ministry of Corporate Affairs vide Notification dated 27th February, 2014.

This policy shall apply to all CSR initiatives and activities taken up at the various work-centres and locations of the Company, for the benefit of different segments of the society, specifically the deprived, under-privileged and differently disabled persons.

2. CSR VISION STATEMENT & OBJECTIVE

Corporate Social Responsibility is a form of corporate self regulation integrated into a business model. Therefore, the Policy will function as a built-in, self regulating mechanism whereby the business will monitor and ensure its active compliance with the spirit of law, ethical standards and international norms.



The main objective of the Policy is to establish the basic principles and the general framework of action for the management to undertake and fulfil its corporate social responsibility.

3. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Composition:

The Corporate Social Responsibility Committee shall consist of three Directors amongst whom one shall be an Independent Director.

Meetings:

The Committee shall hold meeting as and when required, to discuss various issues on implementation of the CSR Policy of the Company.

Quorum:

The quorum for a meeting of the Committee on CSR shall be one-third of its total strength (any fraction contained in that one-third being rounded off as one), or two members, whichever is higher.

Sitting Fee:

The Sitting Fees for attending the meeting shall be determined from time to time by the Board of Directors.

Role of CSR Committee:

The CSR Committee shall

- a. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act 2013 as amended from time to time;
- b. To recommend the amount of expenditure to be incurred on the activities referred to in clause (a) in a financial year;
- c. To monitor the Corporate Social Responsibility Policy of the company from time to time.
- d. Any other matter/thing as may be considered expedient by the members in furtherance of and to comply with the CSR Policy of the Company.



The Board of Directors shall, after taking into account the recommendations made by the CSR committee, approve the CSR policy for the company and disclose its contents in their report and also publish the details on the Company's website, if any, in such manner laid down in the Companies (Corporate Social Responsibility Policy) Rules, 2014

The Board of Directors shall endeavor that the Company spends 2% of the average net profits of the Company made during the 3 immediately preceding financial years in pursuance of its CSR Policy.

4. RESOURCES

Funding & Allocation

For achieving its CSR objectives through implementation of meaningful & sustainable CSR programmes, the Company will allocate 2% of its average net profits made during the 3 immediately preceding financial years as its Annual CSR Budget.

The Annual CSR Budget shall be spent on activities laid down in this Policy.

CSR expenditure shall include all expenditure including contribution to flagship fund, corpus, for projects or programs relating to CSR activities as per CSR policy, but does not include any expenditure on an item not in conformity with the CSR Policy.

5. PLANNING & IMPLEMENTATION

Areas

The Company shall identify projects / activities which will fall in any one or more of the following areas /sector for its CSR spending:

1. Eradicating hunger, poverty and malnutrition;
2. Promoting preventive health care;
3. Making available Safe drinking water & Sanitation;
4. Promoting Education;
5. Enhancing Vocational Skills & Livelihood enhancement Projects;
6. Women Empowerment;



7. Promoting of Home and Hostels for Women and Orphans;
8. Reducing inequality faced by socially and economically backward groups;
9. Animal Welfare /care;
10. Promoting Art & Culture;
11. Rural Development Projects; and
12. Any other areas as may be identified by the CSR Committee from time to time.

The CSR projects or programs or activities undertaken by the company as per Company's CSR Policy in India only shall amount to CSR Expenditure in accordance with the provisions of sub-section (5) of section 135 of the Act.

The list of activities identified by the Company from time to time from the above items shall form part of this CSR Policy.

Preference shall be given to local area and areas where the Company operates for spending the amount earmarked for CSR.

Officers for implementation

The Company shall appoint officers at its business places (Units & Corporate Office) to undertake, supervise and monitor the CSR activities and expenditures.

Such officer will be responsible for to ensure that the expenditures are made in full compliance with this policy. They will submit periodical report to the committee.

The company shall build CSR capacities of their own personnel as well as of their implementing agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed 5 percent of total CSR expenditure of the company in a financial year.

Implementing Agency

The company may decide to undertake its CSR activities directly or through a Registered Trust or a registered society or a company established by the company under section 8 of the Act, provided that –



If such trust, society or company is not established by the company or its holding or subsidiary or associate company, it shall have an established track record of three years in undertaking similar programs or projects;

The Company shall specify the project or programs to be undertaken through these entities, modalities of utilization of funds on such projects and programmes

6. Exclusions:

The CSR activities shall be undertaken by the company, (either new or ongoing), excluding activities undertaken in pursuance of its normal course of business.

Any Contribution of any amount directly or indirectly to any political party under section 182 of the Act, by the company shall not be considered as CSR activity.

The CSR projects or programs or activities that benefit exclusively for the employees of the company and their families shall not be considered as CSR activities in accordance with section 135 of the Act.

Any surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the company but should be added in the CSR Fund.

7. CSR PROGRAMES

CSR programmes will be undertaken by various work centres i.e. Corporate office, units and other business places of the Company in India to the best possible extent within the defined ambit of the identified Project/ Program.

The time period/duration over which a particular programme will be spread, will depend on its nature, extent of coverage and the intended impact of the programme.

Programmes which involve considerable financial commitment and are undertaken on a time - frame of 2 years and above, will be considered as '**flagship programmes**' and accorded enhanced significance.

For such flagship programmes, the company shall create a dedicated fund which shall be kept in a separate bank account. Income if any, arising from such fund should be utilised for CSR activities only. Such contribution to the flagship fund shall be considered as CSR expenditure for the respective year.



The process for implementation of CSR programmes will involve the following steps:

Identification of programmes at Corporate, Units and work centre level will be done by means of the following:

- (a) Need identification Studies by the Senior Management/ professional institutions/agencies.
- (b) Internal need assessment by cross-functional team at the local level.
- (c) Receipt of proposals/requests from District Administration/local Govt. etc.
- (d) Suggestions from the Board of Directors/senior management level.

Project based approach:

The Company will follow a project based accountability approach to stress on the long term sustainability of CSR projects, where its action plan will be distinguished as '*Short-term*',' *Middle-Term* & *Long Term*; qualified as

Short Term	–	6 months to	1 year
Medium Term	–	1 year to 2 years	
Long Term	–	2 years & and	above ' <i>Flagship</i>

Programmes'.

Powers for approval

CSR programmes as may be identified by the company will be required to ensure that the area and amount of expenditure is within this CSR policy.

8. MONITORING AND FEEDBACK

- a. To ensure effective implementation of the CSR programmes undertaken at each work centre, a monitoring mechanism will be put in place by the work centre head.
- b. The progress of CSR programmes under implementation at work centre will be reported to corporate office on a monthly basis.
- c. The report on progress on the CSR programme undertaken by the Company will be put forward to the CSR Committee with full details of cost incurred and results achieved.



- d. Work centres and zonal office will try to obtain feedback from beneficiaries about the programmes implemented at the area.
- e. Appropriate documentation of the Company's CSR Policy, annual CSR activities, executing partners, and expenditure entailed will be undertaken on a regular basis and the same will be available in the public domain.
- f. CSR initiatives of the Company will be reported in the Annual Report of the Company & the Board's Report in compliance with Section 135 and rules made thereunder.

9. GENERAL

In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference to be made to CSR Committee. In all such matters, the interpretation & decision of the Committee shall be final.

Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from Government, from time to time.

The CSR Committee reserves the right to modify, add, or amend any of provisions of this Policy subject to approval of the Board.