

## **Corporate Social Responsibility Policy**

### **1. Need for Corporate Social Responsibility:**

The rules in respect of "Corporate Social Responsibility" (CSR) are enumerated in the Companies (Corporate Social Responsibility Policy) Rules 2014 framed under Section 135 of the Companies Act 2013 and the said Rules shall be applicable from Financial Year 2021-22.

Section 135(5) of the Companies Act 2013 requires that the Board of Directors of every Company having Net Worth of Rupees 500 Crores or more or Turnover of Rupees 1000 Crore or more or a Net Profit of Rupees 5 Crores or more during the immediately preceding financial year shall ensure that the Company spends, in every financial year, at least 2% of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy.

The Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility activities.

If the Company fails to spend such amount, the Board shall, in its report made under clause (o) of sub-section (3) of section 134, specify the reasons for not spending the amount.

Explanation: - For the purpose of this section "average net profits" shall be calculated in accordance with the provisions of Section 198.

### **2. Constitution of Corporate Social Responsibility Committee of the Board:**

Keeping in line with section 135 of the Companies Act, 2013 (hereinafter referred to as 'the Act'), the Board of Directors of the Company formed a Corporate Social Responsibility Committee (hereinafter referred to as the "CSR Committee") headed by Chairman and Managing Director (CMD). The Committee will report to Board of Director. As on date, the members of the Committee are as follows:

- |                             |            |
|-----------------------------|------------|
| 1. Mr. Erich Wilhelm Broker | - Chairman |
| 2. Mr. Sushil Verma         | - Member   |
| 3. Mr. Stephan Witt         | - Member   |

Mr. Mukesh Parikh, Deputy General Manager- Finance & Accounts and Mr. Himanshu Shah, Senior Manager- HR and Admin shall be the permanent invitee to the meetings of the Committee.

### **3. Responsibilities:**

The CSR Committee has following responsibilities:

- (a) To formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating activities to be undertaken as specified in prescribed Schedule VII of the Companies Act, 2013;
- (b) To suggest areas of intervention to the Board of Directors;
- (c) To approve projects that are in the line with CSR policy;
- (d) To recommend the amount of expenditure to be incurred on the activities as referred to in para no. 4;
- (e) To monitor the Corporate Social Responsibility Policy from time to time.
- (f) To ensure that surplus arising out of the CSR activity will not be part of business profits of a Company.

**4. Activities:**

Only such CSR activities will be taken into consideration as are undertaken within India and only activities which are exclusively for the benefit of employees of the Company or their family members shall not be considered as CSR activity.

The activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 as amended are as follows:

- i. eradicating hunger, poverty and malnutrition, promoting 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 vocational skills especially among children, women, elderly and 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 (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
- vii. training to promote rural sports, nationally recognized 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 the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government;
- x. (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 Organization (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);

- xi. rural development projects;
- xii. slum area development;
- xiii. disaster management, including relief, rehabilitation and reconstruction activities.

**5. Other Provisions:**

Where a Company has set up an organization which is registered as a Trust or Section 8 Company, or Society or Foundation or any other form of entity operating within India to facilitate implementation of its CSR activities in accordance with its stated CSR Policy, the following shall apply:

- a. The contributing company would need to specify the projects /programmes to be undertaken by such an organization, for utilizing funds provided by it;
- b. The contributing company shall establish a monitoring mechanism to ensure that the allocation is spent for the intended purpose only;

A Company may also conduct /implement its CSR programmes through Trusts, Societies, or Section 8 Companies operating in India, which is not set up by the Company itself.

Such spends may be included as part of its prescribed CSR spend only if such organizations have an established track record of at least three years in carrying on activities in related areas.

Companies may collaborate or pool resources with other companies to undertake CSR activities and any expenditure incurred on such collaborative efforts would qualify for computing the CSR spending.

Only such CSR activities will be taken into consideration as are undertaken within India.

Company shall report, in the prescribed format (attached below), the details of their CSR initiatives in the Directors' Report and in the company's website.

**Format for the Annual Report on CSR Activities to be Included in the Board's Report for Financial Year Commencing on or After 01<sup>st</sup> Day of April, 2020**

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 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 details of Impact assessment of CSR projects carried out in pursuance of sub rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any,

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.)
1			
2			
3			
	<b>Total</b>		

6. Average net profit of the company as per section 135(5):
7. (a) Two percent of average net profit of the company as per section 135(5):
  - (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:
  - (c) Amount required to be set off for the financial year, if any:
  - (d) Total CSR obligation for the financial year (7a+7b-7c):

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of Fund	Amount	Date of Transfer

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (In Rs.)	Amount spent in the current financial year (In Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (In Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.												
2.												
3.												
	<b>Total</b>											

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1									
2									
3									
	<b>Total</b>								

- (d) Amount spent in Administrative Overheads:
- (e) Amount spent on Impact Assessment, if applicable:
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e):
- (g) Excess amount for set off, if any:

Sr. No.	Particulars	Amount (In Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1							
2							
3							
	<b>Total</b>						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (In Rs.)	Amount spent on the project in the reporting Financial Year (In Rs)	Cumulative amount spent at the end of reporting Financial Year (In Rs.)	Status of the project - Completed /Ongoing
1								
2								
3								
	<b>Total</b>							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

**(Asset-wise details):**

- (a) Date of creation or acquisition of the capital asset(s):
  - (b) Amount of CSR spent for creation or acquisition of capital asset:
  - (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address, etc:
  - (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):

Sd/-  _____	Sd/-  _____
(Chief Executive Officer or Managing Director or Director)	(Chairman CSR Committee)

The aforesaid Policy had been affirmed and adopted by the Board of Directors in their Meeting held on 28.09.2021.

**Details of composition of CSR Committee:**

<b>Sr. No.</b>	<b>Name of Member</b>	<b>Designation</b>
1.	Mr. Erich Wilhelm Broker	Chairman of the CSR Committee
2.	Mr. Sushil Verma	Member of the CSR Committee
3.	Mr. Stephan Witt	Member of the CSR Committee



**Corporate Social Responsibility Policy of Kusters Calico Machinery Private Limited**

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Explanation: - For the purpose of this section “average net profits” shall be calculated in accordance with the provisions of Section 198.

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Mr. Mukesh Parikh, Deputy General Manager- Finance & Accounts and Mr. Himanshu Shah, Senior Manager- HR and Admin shall be the permanent invitee to the meetings of the Committee.

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- ii. promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly and 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 (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
- vii. training to promote rural sports, nationally recognized 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 the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government;
- x. (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 Organization (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);

- xi. rural development projects;
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- xiii. disaster management, including relief, rehabilitation and reconstruction activities.

**5. Other Provisions:**

Where a Company has set up an organization which is registered as a Trust or Section 8 Company, or Society or Foundation or any other form of entity operating within India to facilitate implementation of its CSR activities in accordance with its stated CSR Policy, the following shall apply:

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Companies may collaborate or pool resources with other companies to undertake CSR activities and any expenditure incurred on such collaborative efforts would qualify for computing the CSR spending.

Only such CSR activities will be taken into consideration as are undertaken within India.

**Detailed Annual Action Plan as approved by the Board for carrying out CSR Activities during the FY 2022-23**

<b>Sr. No</b>	<b>Name of Sector as per Schedule-VII of the Act</b>	<b>Name of the Project and Manner of Execution</b>	<b>Mode (Directly or through Implementing Agency)</b>	<b>Commencement date and completion date</b>	<b>Amount allocated for the project and Modalities of utilization of Funds, if any</b>	<b>CSR Registration Number of Implementing Agency</b>
01	Education	Contribution to Educational Institutes including colleges	Yet to be decided	The CSR activity shall commence and completed in the Financial Year 2022-23.	Not yet decided.	Registration Number with MCA:
02	Healthcare	Providing medical instruments for COVID-19 pandemic	Yet to be decided	The CSR activity shall commence and completed in the Financial Year 2022-23.	Not yet decided.	Registration Number with MCA:
03	Social Welfare	Providing shelters to poor section	Yet to be decided	The CSR activity shall commence and completed in the Financial Year 2022-23.	Not yet decided.	Registration Number with MCA:
	<b>Total</b>				<b>INR 6,29,521/- (subject to set-off of excess amount spent by the Company in the previous year(s), if any)</b>	

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