

AMINES & PLASTICIZERS LIMITED



CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Last amended on February 13, 2025

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

The Concept of Corporate Social Responsibility (hereinafter referred to as “**CSR**”) is all about the growth of an Organization keeping in view the protection of social and environmental concerns affecting the community at large. CSR at Amines & Plasticizers Limited (hereinafter referred to as “**the Company**”) is all about supporting those areas of society which are necessary to be empowered and supported.

I. PREAMBLE

The vision and mission of the Policy is to ensure growth and development in those social and environmental areas of the communities which are not just around our factories, plants and offices, but also in other geographies based on the needs of the communities.

II. OBJECTIVES

The objective of the CSR is supporting socio-economic development of the community through different participatory and need - based initiatives in the best interest of the poor and deprived sections of the society. Also, to promote environmental sustainability through ecological conservation, sanitation and regeneration, protection and promoting biodiversity.

III. SCOPE & APPLICABILITY

This CSR Policy has been formulated in consonance with Section 135 of the Companies Act, 2013 (hereinafter referred to as “**the Act**”) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as “**CSR Rules**”) as amended notified by the Ministry of Corporate Affairs, Government of India from time to time. This Policy shall apply to all CSR projects/ programmes undertaken by the Company in India as per Schedule VII of the Act, for the time being in force.

This Policy will be applicable to the Company including all its subsidiaries and associate companies in India (hereinafter referred to as “**APL Group Companies**”) to which the provisions of the Act apply or continue to apply.

The CSR Committee of the Company would evaluate the CSR proposals for the entire APL Group and make its recommendations to the CSR Committee of the respective Company.

IV. CSR COMMITTEE

The Company had constituted a CSR Committee in the meeting of its Board of Directors which governs and monitors CSR activities of the Company. Further the Roles, Responsibility & applicable provisions of the CSR Committee are mentioned hereunder:

1. Role of the Committee :

The CSR Committee shall carry out the following activities and functions:

- (i) To formulate, recommend and present to the Board, this Policy and the activities to be undertaken by the Company towards CSR initiatives as per the Act and this Policy, and monitor this Policy and advise on any changes, if required, from time to time. Once approved and adopted by the Board, the CSR Committee shall implement such approved CSR activities.
- (ii) To formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy. The format of Annual Action Plan is annexed as **Annexure - 1**.

Provided that Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.

- (iii) to formulate, recommend and present to the Board, this Policy, and monitor this Policy and advise on any changes, if required, from time to time. Once approved and adopted by the Board, the CSR Committee shall implement such approved CSR activities.
- (iv) To review and recommend the amount of expenditure to be incurred on the CSR activities to be undertaken by the Company as per the Act and CSR Rules.
- (v) To monitor the execution and implementation of the annual action plan formulated in accordance with this Policy and approved by the Board.
- (vi) To perform screening of the eligible Trust/ Society/ Section 8 Company etc. and advise on the Company executing agreements/ engagements with such entities to undertake CSR activities.
- (vii) Any other matter as may be entrusted to the CSR Committee by the Board from time to time.

2. Non-applicability of CSR Committee in exceptional circumstances :

Where the amount to be spent by a company under Section 135 (5) of the Act does not exceed fifty lakh rupees or any other amount as may be prescribed in the Act from time to time, the requirement for constitution of the CSR Committee shall not be applicable and the functions of such Committee provided under the Act shall, in such cases, be discharged by the Board of Directors of such company.

3. Frequency of Meetings :

The Committee shall endeavor to meet at least once in a financial year to review policies, discuss the budget and strategy, review project progress and set the direction for the future.

4. Composition of Committee :

- (i) The CSR Committee of the Board shall consist of three or more Directors, out of which at least one director shall be an independent director.
- (ii) The Board shall reconstitute the CSR Committee as and when required to comply with the provisions of the Act and applicable statutory requirements or on the movement of Directors from the Board.
- (iii) The quorum for the CSR Committee Meeting(s) shall be 2 members. The CSR Committee may transact its business through passing of circular resolutions. The Present composition of CSR Committee is annexed as **Annexure - 3**

5. CSR Expenditure :

The Board shall ensure that the Company spends the following amounts for CSR activities in pursuance of this Policy, and complies with the following conditions as set out under the Act and the Rules:

- (i) In every financial year, at least 2 (two) per cent of the “average Net Profits” of the Company made during the 3 (three) immediately preceding financial years. The “average Net Profits” shall be calculated in accordance with the provisions of Section 198 of the Act and the rules framed there under from time to time.
- (ii) The board shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.
- (iii) Any surplus arising out of the CSR activities shall not form part of the business profit of the Company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.
- (iv) Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that
 - a. the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, as mentioned above;

- b. the Board of the company shall pass a resolution to that effect.
- (v) The CSR amount may be spent by a company for creation or acquisition of a capital asset, which shall be held by –
 - a. a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number under sub-rule (2) of rule 4; or
 - b. beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
 - c. a public authority.
- (vi) Transfer of unspent CSR amount –

“In case the Company fails to spend such amount, the unspent amount shall be dealt with in accordance with the provisions of the Act and Rules and requisite explanation shall be provided in the Board’s Report”.

V. CSR IMPLEMENTATION

1. The Board shall ensure that the CSR activities are undertaken by the company itself or through, –
 - a. a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company; or
 - b. a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
 - c. any entity established under an Act of Parliament or a State legislature; or
 - d. a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

Explanation.- For the purpose of clause (c), the term “entity” shall mean a statutory body constituted under an Act of Parliament or State legislature to undertake activities covered in Schedule VII of the Act.

2. In the event the Company undertakes CSR activities through a third party entity as set out above, the Company shall ensure that such entities have obtained a unique CSR Registration Number in accordance with the Rules, if such CSR project or program is approved and undertaken after 1 April 2021.
3. A company may engage international organisations for designing, monitoring and evaluation of the CSR projects or programmes as per its CSR policy as well as for capacity building of their own personnel for CSR.
4. A company may also collaborate with other companies for undertaking projects or programmes or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programmes in accordance with these rules.
5. The Board of a company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.
6. In case of ongoing project, the Board of a Company shall monitor the implementation of the project with reference to the approved timelines and yearwise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

VI. OUR APPROACH TO IMPLEMENTATION

The implementation of the activities under the policy shall be undertaken by the Company to the extent possible or in partnership with other players also. This would include:

- (i) Collaborating with various organisation, which are registered as a Trust or a section 8 company under the Act or Society or NGOs or any other form of entity incorporated in India that specialise in the aforesaid activities.
- (ii) Contribution to various funds which are aligned with our Vision and Mission e.g.
 - a. Prime Minister's National Relief Fund
 - b. Any other fund set up by the Central Government for:
 - socio-economic development and relief.
 - for the welfare of Scheduled Castes, the Scheduled Tribes, other Backward classes, minorities and women.
- (iii) Collaborating or pooling resources with other companies to undertake aforesaid CSR activities.

VII. ROLE OF THE BOARD:

The roles and responsibilities of the Board shall include:

- (i) Approve and adopt this Policy and the CSR Projects, upon review of the recommendations made by the CSR Committee.
- (ii) Review the recommendations made by the CSR Committee in respect of annual budget for CSR.
- (iii) Disclose the composition of the CSR Committee in its report under section 134 of the Act, and the composition of the CSR Committee, this Policy and the projects approved by the Board on the Company's website, if any, for public access.
- (iv) Ensure that the Company spends in every financial year, at least two (2%) percent of the average Net Profits made during the 3 (three) immediately preceding financial years on CSR activities, in accordance with this Policy.
- (v) Ensure that the CSR activities are undertaken and executed by the Company as per the Policy, the Act and other applicable laws, including ensuring compliance with Rule 4 of the Rules.
- (vi) If the Company fails to spend the amount as mentioned in (iv) above in any financial year, specify in the Board's report made under section 134 of the Act, the reasons for not spending the amount and, unless the unspent amount relates to any Ongoing Project, transfer such unspent amount to a fund specified in Schedule VII to the Act, within a period of six months of the expiry of such financial year. Alter the recommended annual action plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.

VIII. FUNDING OF CSR ACTIVITIES & ALLOCATION

Funding of CSR activities implies disbursement of the allocated budget for the CSR activities. The disbursements for the CSR Activities can be in several installments or ad hoc or one time depending upon the nature and requirement of the project or activity as the case may be. The terms and conditions of disbursements shall be as agreed upon between the Company and the entity implementing the project.

The Annual CSR Budget (based on the amount allocated by the Company for CSR as per the Act read with CSR Rules), as approved by the Board of Directors, shall be spent on activities laid down in Schedule VII of the Act read with CSR Rules and this CSR Policy. The Schedule VII of the Act is annexed as **Annexure – 2**.

The surplus arising out of CSR projects shall not form part of the business profit of the Company.

IX. SUPERVISION AND MONITORING

The members of the CSR Committee can themselves do the supervision and monitoring of the activities undertaken as a part of CSR Activities or else can also depute or delegate a Director or team of person amongst the employees of the Company for the same. The monitoring involves meetings, visits, progress status reports by the project/programs heads on regular intervals and reporting the same to the Committee (in case of delegation). The Committee through its Chairman will provide a responsibility statement stating that the implementation and monitoring of the CSR Policy is in compliance with CSR objectives and Policy of the Company.

X. REPORTING AND DISCLOSURE:

1. The Board's Report of a company covered under these rules pertaining to any financial year shall include an annual report on CSR as specified in the CSR Rules.
2. In case the company having average CSR obligation of ten crore rupees or more in pursuance of subsection (5) of section 135 of the Act, in the three immediately preceding financial years, then the Company -
 - (i) The Company shall undertake impact assessment, through an independent agency, of their CSR projects having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study.
 - (ii) The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.
 - (iii) A Company undertaking impact assessment may book the expenditure towards Corporate Social Responsibility for that financial year, which shall not exceed two percent of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is higher.

XI. INFORMATION DISSEMINATION

The information to be disseminated on the website of the Company for public access as per CSR Rules are as follows:

- (i) the CSR Policy approved by the Board;
- (ii) the Composition of the Committee; and (Annexed as **Annexure - 3**)
- (iii) CSR Projects approved by the Board. (Annexed as **Annexure - 4**)

XII. REVIEW & AMENDMENT

The Board of Directors as per the recommendations of CSR Committee can review this Policy, as and when deemed fit. Any or all provisions of this Policy are subject to revision/amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities found inconsistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc. The Company Secretary is authorized to carry out necessary changes as required as per the Statutory amendments and the such amendments shall be notified to the Board/Committee at their next immediate meeting. The Board may amend this Policy as and when they deem fit on recommendations of CSR Committee.

ANNEXURE – 1**ANNUAL ACTION PLAN**

[Pursuant to Rule 5 of Companies (Corporate Social Responsibility Policy) Rules, 2014]

- (i) the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
 - Details on focus areas (as in Annexure 2), target beneficiaries, and project geographical location(s).

- (ii) the manner of execution of such projects or programmes as specified in sub-rule (1) of Rule 4 of the CSR Rules;
 - Modalities as specified in Section V and VI of the Policy.

- (iii) the modalities of utilisation of funds and implementation schedules for the projects or programmes;
 - Details on funds allocation, disbursement, and utilization towards finalized projects.

- (iv) monitoring and reporting mechanism for the projects or programmes;
 - Details on qualitative and quantitative indicators set for measuring the impact of the project.
 - Details on periodic project reviews to assess the progress.

- (v) details of need and impact assessment, if any, for the projects undertaken by the company
 - Details on qualitative and quantitative impact achieved, measured through a study conducted by an independent third-party agency.

ANNEXURE - 2**SCHEDULE VII OF THE ACT**

Activities which may be included by companies in their Corporate Social Responsibility Policies Activities relating to :—

1. Eradicating hunger, poverty and malnutrition, “promoting health care including preventive health care” and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
2. promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
3. 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.
4. 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 ⁴[including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
5. 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 art and handicrafts;
6. 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;
7. training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports
8. 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 govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
9. (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; 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).

10. rural development projects

11. 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.

12. disaster management, including relief, rehabilitation and reconstruction activities.]

ANNEXURE - 3**COMPOSITION OF CSR COMMITTEE**

Sr. No.	Names of the Members	Designation	Category
1.	Ms. Dhanyashree Jadeja	Chairperson	Non-Executive Independent Director
2.	Mr. Hemant Kumar Ruia	Member	Executive Director
3.	Mr. Nikunj Seksaria	Member	Non-Executive Independent Director

CORPORATE SOCIAL RESPONSIBILITY (CSR) PROJECTS

The CSR Projects approved by Board of Directors are as under:

1. The Board of Directors on 01st February, 2021 have accorded its approval to undertake and contribute towards the CSR activities / projects in the field of education, betterment of cattle, women empowerment, Literacy, Gender equality, making available safe drinking water, rural development projects, Medical, Environment Sustainability, development and sustenance of Ecological Balance as envisaged in Schedule VII of the Companies Act, 2013.
2. The Board of Directors on 23rd May, 2022 have accorded its approval to undertake and contribute towards the CSR activities / projects in the field of Literacy, Gender equality, making available safe drinking water, rural development projects, Medical, Environment Sustainability, development and sustenance of Ecological Balance etc. for the current year with an emphasis on Education in the nearby districts of the Mumbai or within the State of Maharashtra as envisaged in Schedule VII of the Companies Act, 2013.
3. The Board of Directors on 29th May, 2023 have accorded its approval to undertake and contribute towards the CSR Activities / projects in the field of Eradicating hunger, poverty and malnutrition, promoting health care, Promoting education, promoting gender equality, empowering women, support to senior citizens and backward classes, ensuring environmental sustainability, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water, protection of national heritage, art and culture; setting up public libraries; promotion and development of traditional art and handicrafts; Rural development projects.
4. The Board of Directors on 28th May, 2024 have accorded its approval to undertake and contribute towards the CSR Activities / projects in the field of Literacy, Gender equality, making available safe drinking water, rural development projects, Medical, Environment Sustainability, development and sustenance of Ecological Balance etc for the current year with an emphasis on Education in the nearby districts of the Mumbai or within the State of Maharashtra.