



## Corporate Social Responsibility Policy

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## 1. Preamble

The Corporate Social Responsibility (“CSR”) Policy is framed by Antony Waste Handling Cell Limited (“Company”) in compliance of the Section 135 of the Companies Act, 2013 and rules made thereunder including any amendments and statutory modifications thereof (the Act and CSR Rules together hereinafter referred to as ‘Applicable Laws’).

## 2. Objective & Scope

The main objective of the CSR Policy is to lay down guidelines for the Company to make CSR as one of the key focus areas and to make a positive contribution to society through high impact, sustainable programs.

In this regard, Company has constituted the CSR Committee to:

- (i) formulate and recommend to the Board CSR Policy;
- (ii) recommend and monitor expenditure to be incurred on the CSR activities; and
- (iii) do all such acts, deeds and things as may be delegated by the Board or required under the Applicable Laws.

## 3. Definitions

In this Policy unless the context otherwise requires:

- a) **‘Act’** means Companies Act, 2013, including any modifications, amendments or re-enactment thereof.
- b) **‘Corporate Social Responsibility’ or ‘CSR Activities’** (CSR) means and include projects and / or programmes undertaken by the Company either directly or indirectly pursuant to Applicable Laws in accordance with this CSR Policy.
- c) **‘Net profit’** means net profit as calculated pursuant to provisions of in Applicable Laws

Net profit as per financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following namely:-

- i. Any profit arising from any overseas branch or branches of the Company, whether operated as a separate Company or otherwise; and
  - ii. Any dividend received from other companies in India which are covered under and complying with the provisions of Applicable Law.
- d) Words and expressions used in this CSR Policy and not defined herein but defined in the Act shall have the meaning respectively assigned to them in the Act.

#### **4. Guiding Principles**

The Company shall follow the following guiding principles for selection, implementation and monitoring of CSR Activities as well as formulation of the Annual Action Plan:

- a) In undertaking CSR Activities, the Company shall give preference to the local areas where the Company operates or has its offices.
- b) The Company shall not discriminate against the beneficiaries of the CSR Activities, on any grounds whatsoever, including race, gender, age, ethnicity, caste, religion, domicile, but may focus its CSR Activities to benefit the economically or socially weaker, or marginalised sections, of the society.
- c) The Company shall ensure that all the CSR Activities are implemented as per the approved Annual Action Plan, authorised by the Board.
- d) All the CSR Activities of the Company shall be undertaken either directly or through any of the implementing agencies. The Company should ensure that the implementing agency is registered with Central Government in compliance with Applicable Laws.

- e) The Company may also collaborate with other companies for undertaking CSR activities in compliance with Applicable Laws.

## 5. CSR Activities

The policy recognises that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the following focus areas as notified under Applicable Laws:

- a) Eradicating hunger, poverty and malnutrition, promoting health care including 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;
- b) Promoting education, including special education and employment enhancing vocation skills specially among children, women, elderly, and differently abled and livelihood enhancement projects;
- c) 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;
- d) 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);
- e) Protection of national heritage, art and culture including restoration of building and sites of historical importance and works of art: setting up public libraries; promotion and development of traditional arts and handicrafts;

- f) 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;
- g) Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- h) 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 Schedule Castes, the scheduled tribes, other backward classes, minorities and women;
- i) 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;
- j) 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).
- k) Rural development projects;

- l) Slum area development.
- m) disaster management, including relief, rehabilitation and reconstruction activities.
- n) Any activities or subjects specified in Schedule VII of the Act

#### **6. Contribution for CSR Activities**

- a) The Board of the Company shall ensure that the Company spends, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of the Policy;
- b) Any amount remaining unspent at the end of the financial year, except in case of an ongoing project, shall be transferred to a Fund to be specified in Schedule VII of the Act for this purpose, within a period of six months of the expiry of the relevant financial year.
- c) In case the Company undertakes any ongoing project, any amount remaining unspent and earmarked for the ongoing project, shall be transferred within a period of thirty days from the end of the financial year to a special account to be opened for that financial year in any scheduled bank to be called the 'Unspent Corporate Social Responsibility Account', and such amount shall be spent within a period of three financial years from the date of such transfer, failing which, the unspent amount shall be transferred to the Fund to specified in Schedule VII of the Act for this purpose, within a period of thirty days from the date of completion of the third financial year.
- d) Any surplus arising out CSR projects, programmes or activities shall not form part of the business profits of the Company and shall be utilised towards the eligible CSR activities/in accordance with Applicable Laws.

## **7. CSR Committee**

### **a) Constitution**

Pursuant to Applicable Laws, the Board of Directors shall constitute the Corporate Social Responsibility (CSR) Committee. The Members of CSR Committee shall be appointed by the Board of Directors of the Company consist of three or more Directors out of which at least one shall be an Independent Director.

The Committee members shall be appointed by resolution of the Board. Each member shall continue as a member unless the member resigns, or is removed by resolution of the Board or otherwise ceases to be a member of the Board.

The Board, or in the event of its failure to do so, the Committee, shall appoint Chair from among the Committee members. If the Chair of the Committee is not present at any meeting of the Committee, the Chair of the meeting shall be chosen by the Committee among the members present.

The Secretary to the Board shall serve as Secretary to the Committee.

### **b) Frequency of the Meetings of the CSR Committee**

The CSR Committee shall meet at least once in a Year. Members of the CSR Committee can agree upon mutually regarding time and place for the said meetings.

Quorum for the meeting should be two. The Members of the Committee may participate in the meeting either in person or through video conferencing or other audio-visual means in accordance with the provisions of the Act and rules made thereunder from time to time..

### **c) Powers of the Committee**

Following are the Powers of the CSR Committee:



- I. Formulate the CSR Policy and recommend the same to the Board of Directors of the Company for approval.
- II. Formulate and recommend to the Board, an annual action plan in pursuance of the CSR policy, which shall include the following, namely:-
  - the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
  - the manner of execution of such projects or programmes;
  - the modalities of utilisation of funds and implementation schedules for the projects or programmes;
  - monitoring and reporting mechanism for the projects or programmes; and
  - details of need and impact assessment, if any, for the projects undertaken by the company:

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. Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Applicable Laws.
- IV. Create transparent monitoring mechanism for implementation of CSR Initiatives in India.
- V. Submit the Reports to the Board in respect of the CSR activities undertaken by the Company.
- VI. Monitor CSR Policy from time to time.
- VII. Authorize executives of the Company to attend the CSR Committee Meetings.

## **8. Monitoring and Reporting**

- a) The CSR Committee shall be responsible to monitor and review the progress of activities undertaken/ completed;
- b) The CSR Committee should ensure that the implementation agency has devised a robust monitoring mechanism to ensure the CSR activities are undertaken effectively in accordance with the Applicable Laws.

- c) The Board shall review the status of implementation and fund utilization of the various projects and programmes as per approved Annual Action Plan at least once in a year.
- d) For the Board to satisfy itself that disbursed CSR funds have been utilized for its intended use, it can rely on the certificate issued by the Chief Financial Officer.

#### **9. Disqualifying Activities for CSR**

The CSR Rules does not consider following activities to qualify as CSR Activities. Therefore, spending on following activities will not be accounted as spend on CSR Activities by the Company:

- a) Activities undertaken in pursuance of normal course of business of the Company.
- b) Any activity undertaken by the Company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level.
- c) Contribution of any amount directly or indirectly to any political party under section 182 of the Act.
- d) Activities benefitting employees of the Company as defined in clause (k) of section 2 of the Code on Wages, 2019.
- e) Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services.
- f) Activities carried out for fulfilment of any other statutory obligations under any law in force in India.
- g) Other contributions/ expenses not recognized under the Applicable Laws as amended or modified, from time to time.

## **10. Reporting**

The Company reports its CSR performance along with its annual performance as a combined report. The Board Report shall contain a section of Annual Report on CSR as per the format prescribed under the Rules.

## **11. Policy Review**

The Policy will be reviewed and brought in conformity with statutory and regulatory requirements, as and when required, at least once in two years.

## **12. Interpretation**

In any circumstance where the provisions of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the relevant law, rule, regulation or standard will take precedence over this Policy until this Policy is changed to conform to the said law, rule, regulation or standard.

## **13. Disclosure**

The Policy, as amended from time to time, is disclosed on Company's website i.e. [www.antony-waste.com](http://www.antony-waste.com).