



OSWAL AGRO MILLS LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY

Oswal Agro Mills Limited
(CIN L15319PB1979PLC012267)
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Philosophy

Any business is part of a dynamically symbiotic ecosystem, which sustains it and needs sustenance in turn. At Oswal group, we believe in taking our corporate social responsibilities seriously and are committed to give back to society recognizing fully well how much we owe it. We actively look for opportunities to help and support the needy and the under served in various areas of human life: education, healthcare, culture, spirituality and more. These initiatives are independent of the normal conduct of our business. Programs, projects and activities (collectively "CSR Programs") carried out in this regard are the subject matter of this Policy.

Objective:

The objective of this Policy is to operate Company's business in an economically, socially & environmentally sustainable manner, while recognizing the interests of all its stakeholders and other objects of the Company alongside taking up CSR Programs, directly or indirectly, that benefit the communities and society at large, over a period of time, in enhancing the quality of life & economic well-being of the local populace.

Applicability:

The CSR policy has been formulated in consonance with provisions of the Act as notified by the Ministry of Corporate Affairs. The Policy shall apply to all CSR Programs undertaken/ to be undertaken by the Company in India as detailed herein.

Definitions:

"Company/Oswal" means Oswal Agro Mills Limited.

"Act" means The Companies Act, 2013 and includes Companies (Corporate Social Responsibility Policy) Rules, 2014 and all other applicable rules and any statutory modifications, re-enactment thereof.

"Board" means the Board of Directors of the Company.

"CSR Committee" means the Corporate Social Responsibility committee constituted under the provisions of the Act.

"Net Profit/Profit" refers to the average net profits of the Company, calculated in the manner as provided under the Act.

"Policy" means this Policy on Corporate Social Responsibility ("CSR").

Any other terms used but not defined in this Policy shall have the meaning given to them under the Act or any other applicable rules, guidelines and regulations prescribed there under.

CSR Programs:

CSR Programs at Oswal group shall direct towards achieving one or more of the following:

- To eradicate hunger, poverty and malnutrition, promoting preventive health care including preventive health care and sanitation including contribution to Swach Bharat Kosh set up by the Central Government for the promotion of sanitization and making available safe drinking water.
- To promote education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- To promote gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- To ensure environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintain quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
- To protect 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.
- To promote measures for the benefit of armed forces veterans, war widows and their dependents.
- To train to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports.
- To contribute to Prime Minister's National Relief 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.
- To contribute or fund to technology incubators located with academic institutions which are approved by Central Government.
- To promote rural development projects.

- To develop slum areas.
- To promote such other activities towards betterment of the society as the Board may think fit.
- To contribute to/promote such other activities as may be notified in Schedule VII to the Companies Act 2013 by Central Government, from time to time.

CSR Committee:

CSR Committee shall be formed as per the applicable laws and the committee shall be responsible for the implementation/monitoring and review of this policy and various projects/activities undertaken under the policy.

At present, the CSR Committee comprises of following members:

1. Mrs. Aruna Oswal – Chairperson
2. Mr. Anil Bhalla – Director
3. Mrs. Shikha Jain - Independent Director

Mrs. Aruna Oswal shall act as the Chairperson of the Committee.

Implementation:

The Company shall implement CSR Programs through Company personnel or through external implementing agencies or through Oswal Foundation (and/or other Trusts, Foundations and Section 8 companies that may be established by the Company from time to time). In such cases, the Company will specify the CSR Programs which may be undertaken by those Trusts/Foundations in accordance with their Objects and administrative and accounting processes laid down in the respective Trust Deeds/Charter documents.

Governance:

1. Every year, the CSR Committee will place for the Board's approval, a CSR Plan elucidating the CSR Programs to be carried out during the financial year and the specified budgets thereof. The Board will consider and approve the CSR Plan with any modification that may be deemed necessary.
2. The CSR Committee will further assign the task of implementation of the CSR Plan within specified budgets and timeframes to such persons, departments or bodies as it may deem fit.
3. The persons/departments/bodies to which the implementation is assigned will carry out such CSR Programs as determined by the CSR Committee within the specified budgets and

timeframes and report back to the CSR Committee on the progress thereon at such frequency as the Committee may direct.

4. The CSR Committee shall review the implementation of the CSR Programs once a quarter and issue necessary directions from time to time to ensure orderly and efficient execution of the CSR Programs in accordance with this Policy.

5. Once in every six months, the CSR Committee will provide a status update to Board on the progress of implementation of the approved CSR Programs carried out during the six month period. The Board shall review such reports and implementation of the programs.

6. At the end of every financial year, the CSR Committee will submit its report to the Board.

7. The Board shall include details of CSR Programs in the format as specified in the Act in its Board's report. The Board shall specify the reasons in its report for not spending the earmarked amount in case the Company fails to spend such amount during the financial year.

Allocation to CSR Funds:

The allocation of fund for the purpose of carrying on the aforesaid activities would include the following:

- Not less than 2% of the average Net Profit made by the Company during immediately preceding three Financial Years.
- Any income arising from CSR funds.

Frequency of Meetings

The meetings of the Committee could be held at such periodic intervals as may be required.

Quorum

Minimum two (2) members shall constitute a quorum for the Committee meeting.

Chairperson

In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.

Secretary

The Company Secretary of the Company shall act as Secretary of the Committee.

Minutes Of The Committee Meeting

Proceedings of all meetings must be minuted and signed by the Chairperson of the Committee and tabled at the subsequent Board and Committee meeting.

Amendments:

This Policy may be amended by the Board on the recommendation of CSR Committee at any time subject to the provisions of the Act and other applicable laws