



OSWAL AGRO MILLS LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY (Amended till February 2021)

**Oswal Agro Mills Limited
(CIN L15319PB1979PLC012267)
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Introduction

Oswal Agro Mills Limited (hereby referred to as 'OAML' or 'the Company') has formulated this Corporate Social Responsibility Policy (hereby referred to as the 'CSR Policy') in accordance with the requirements of the section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, each as amended, and the subsequent notifications/circulars, clarifications and amendments (collectively referred to as the 'Act').

This CSR Policy is intended to ensure that the CSR programs of the Company reflect its vision and values and is aligned with the applicable regulatory requirements.

Philosophy

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. The efforts of the Company will not only impact the development of the direct beneficiaries, but also attempt to enhance the quality of lives of those who are present in the ecosystem which drive positive change.

Thematic Areas of Intervention

The thematic areas in which the Company's CSR efforts will operate are aligned to the activities specified in Schedule VII to the Act. The Company may also align its CSR projects with the national priorities and/ or Sustainable Development Goals.

Oswal Group has adopted a multi fold approach for CSR and would mainly promote:

- (a) Education and skill development;
- (b) Swachh Bharat and environment sustainability (including contribution to approved technology incubators);
- (c) Community empowerment and livelihood projects;
- (d) Disaster relief and rehabilitation initiatives;
- (e) Health, hunger and nutrition initiatives.

The above list is illustrative and non-exhaustive- the CSR Committee is authorised to consider activities that may or may not fall in the list and also consider the activities which may be specified by the Ministry of Corporate Affairs from time to time.

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 Programmes & Projects:

CSR Programmes and projects at Oswal group shall direct towards achieving one or more of the following:

- a) 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.
- b) To promote education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- c) 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.
- d) 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.

- e) 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.
- f) To promote measures for the benefit of armed forces veterans, war widows and their dependents.
- g) To train to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports.
- h) 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.
- i) To contribute or fund to technology incubators located with academic institutions which are approved by Central Government.
- j) To promote rural development projects.
- k) To develop slum areas.
- l) To promote such other activities towards betterment of the society as the Board may think fit.
- m) 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:

The Board of Directors of the Company shall constitute/ reconstitute the CSR Committee from time to time in compliance with statutory requirements. The CSR Committee shall comprise of a minimum of three directors, atleast one of whom, shall be independent director. The composition and terms of reference of the Committee is available on the website of the Company at www.oswalagromills.com.

The CSR Committee shall be responsible for formulating and recommending to the Board the CSR policy and a CSR annual action plan, provided that the Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on reasonable justification to that effect. The CSR Committee reports to the Company's Board of Directors.

The CSR Annual Action Plan shall include the following:

1. List of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act
2. Manner of execution of such projects or programmes
3. Modalities of utilisation of funds and implementation schedules for the projects or programmes
4. Monitoring and reporting mechanism for the projects or programmes
5. Details of need and impact assessment, if any, for the projects undertaken by the company.

Roles and responsibilities:

1. Formulation, review and updating of policy including activities to be undertaken.
2. Recommendation of the CSR Annual Action Plan for CSR activities.
3. Recommend the amount of expenditure to be incurred on the activities referred to in schedule VII of the act.
4. Monitor the Corporate Social Responsibility Policy of the company from time to time.
5. Any other requirement as mandated/introduced under the Act and Rules thereto.

The CSR Committee will also ensure that:

1. The Board's Report shall include an annual report on CSR containing particulars specified in the Companies (Corporate Social Responsibility Policy) Rules, 2014 including the amendments if any.
2. The Policy is displayed on the company's website, www.oswalagromills.com in such manner as be prescribed.

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.

Frequency of Meetings

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

Monitoring and reporting:

1. Monitoring of the CSR activities may include:
 - (i) Periodic third party assessment of key programs; and
 - (ii) Reporting the Board periodically on annual budget for CSR expenditure and amount earmarked for projects on an individual basis.
2. The Budget for CSR initiatives shall be prepared in accordance with section 135 of the Act, or other statutory enactments.
3. CSR Projects will be undertaken based to the best possible extent on the recommendation of the CSR Committee within the defined thrust areas.
4. Project support will depend on the scale of the project and its feasibility. The CSR Committee will evaluate the project progress.
5. Surplus arising out of CSR activity, if any, will not form part of business profits of the Company.
6. The corpus of the CSR Fund would include:
 - (i) 2% of the average net profits of the Company made during the three immediately preceding financial years.
 - (ii) Any income arising therefrom.
 - (iii) Surplus arising out of the above activities.
7. The Company may pool its resources and CSR spending with other groups/ associate companies on such collaborative efforts which qualifies for computing the CSR spending.

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.
