



INDOGULF
CROPS SCIENCES LTD.

CSR Policy

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY



INDOGULF CROPS SCIENCES LIMITED

(CIN: U74899DL1993PLC051854)

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OBJECTIVE OF THE COMPANY'S CSR POLICY

The main objective of Corporate Social Responsibility Policy (“**CSR**” Policy) is to make CSR a key business process for sustainable development of the society. Indogulf Crop Sciences Limited will act as a good corporate citizen and aims at supplementing the role of Government in enhancing the welfare measures of the society within the framework of its policy.

APPLICABILITY OF CSR POLICY

“CSR Policy” relates to the activities to be undertaken by the company as specified in Schedule VII to the Companies Act, 2013 (“**the Act**”) (as amended) and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a Company.

VALIDITY OF CSR POLICY

The Company CSR Policy has been approved by the Board on 20th September, 2024.

The CSR policy may be amended as required by the Board after recommendation by the CSR Committee.

MAINTENANCE OF CSR POLICY

The CSR policy will be maintained by the CSR Committee constituted by the Board. Further, the CSR policy will be reviewed by the Committee on time to time.

BUDGET FOR CSR

- (i) The Board of Directors of the Company shall ensure that in each financial year the Company spends at least 2% of the average Net Profit made during the three immediate preceding financial years.
- (ii) “Net profit” means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act. Computation of net profit for section 135 is as per section 198 of the Companies Act, 2013. Net Profit shall not include the following, namely:
 - Any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and
 - Any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act.
- (iii) As per Section 135 of the Act, the Company will report reasons for under spending of the allocated CSR budget of the current financial year in the template provided by the Ministry of Corporate Affairs. This reporting will be done in Annual Report and signed off by the Managing Director and Whole-time Director of the Company or any other person as may be required under the Companies Act.

- (iv) In case of any surplus arising out of CSR projects, the same shall not form part of business profits of the Company.

MEASURES AND ACTIVITIES

The CSR policy of Indogulf Crops Sciences Limited (“ICL” or “the Company”) is broadly framed taking into account the following measures:

The CSR activities shall be undertaken by ICL as stated in this Policy either directly or through its Trust or through any qualified and recognized agency, as projects or programs or activities (either new or ongoing), excluding activities undertaken in pursuance of its normal course of business.

The CSR activities which are exclusively for the benefit of the employees of ICL or their family members shall not be considered as CSR activity.

The CSR Policy mandates that the surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of a company. The CSR projects or programs or activities undertaken in India only shall amount to CSR expenditure.

CSR expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of the CSR Committee, but does not include any expenditure on any item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act, 2013.

ICL shall give preference to the local area or areas around it where it operates, for carrying out the CSR activities.

The Board of ICL may decide to undertake its CSR activities as recommended by the CSR Committee, through a registered trust or a registered society or a company established by it or its holding or subsidiary or associate company pursuant to Section 135 of the Companies Act, 2013 and rules made there-under.

PROJECTS OR PROGRAMS

The following is the list of CSR projects or programs which Techno plans to undertake pursuant to Schedule VII of the Companies Act, 2013:

1. **Hunger, Poverty, Malnutrition and Health:** eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
2. **Education:** promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
3. **Gender Equality and Empowerment of women:** 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. **Environmental Sustainability:** 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
5. **National Heritage, Art And Culture:** 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;
6. **The Benefit Of Armed Forces Veterans:** measures for the benefit of armed forces veterans, war widows and their dependents;
7. **Promote Rural Sports:** training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
8. **Contribution To Fund:** contribution to the 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;
9. **Contribution To Fund Approved By Central Government:** contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government
10. Rural development projects;
11. Any other measures with the approval of Board of Directors on the recommendation of CSR Committee subject to the provisions of Section 135 of Companies Act, 2013 and rules made there-under.

CSR COMMITTEE AND RESPONSIBILITIES

Corporate Social Responsibility Committee

- (i) The Board of Directors of the Company has constitute a Corporate Social Responsibility Committee of the Board ("CSR Committee") consisting of three Directors, out of which one director shall be an independent director;
- (ii) The CSR Policy and programs shall be implemented, managed and supervised by the CSR Committee appointed by the Board of Directors of the Company;
- (iii) The CSR Committee shall at all times comprise of such number of Directors as is mandatorily required by applicable laws.

Role of CSR Committee

The role CSR Committee shall be –

1. To formulate and recommend to the Board, a CSR policy and activities to be undertaken by the company as per Schedule VII;
2. To recommend the amount of expenditure to be incurred on the activities; and
3. To monitor the Policy of the company from time to time.

The Board of the Company shall after taking into account the recommendations made by the CSR Committee, approve the policy for the Company and disclose contents of such Policy in its report and also place it on the company's website and ensure that activities as are included in the CSR Policy of the company are undertaken by the Company.

ICL provides the vision under the leadership of Mr. Om Prakash Aggarwal, Chairman and Whole-time Director.

At the Company, the Chairman and Whole-time Director takes on the role of the mentor, while the onus for the successful and time bound implementation of the CSR activities/projects is on CSR teams.

The CSR Committee will decide on the locations for CSR activities.

COLLABORATION / PARTNERSHIP

Collaborative partnerships are formed with, the village panchayats, NGOs and other like-minded stakeholders. This helps in widening the Company's reach and leverage upon the collective expertise, wisdom and experience that these partnerships bring before the Company.

GUIDING PRINCIPLES FOR PROJECT SELECTION AND IMPLEMENTATION

- (i) For effective implementation, long term CSR plans will be broken down into medium term and short term plans.
- (ii) Each plan recommended by the CSR Committee should specify the CSR activities planned to be undertaken for each year, the budget required for the same, define the responsibilities of the designated authorities to be engaged in the said task, and also prescribe the measurable and the expected outcome and social/ environmental impact of the CSR activity.
- (iii) The Company recognises that the period of implementation of its long term CSR projects can extend over several years depending upon the expected outcome/ impact thereof. While planning for such long term projects the CSR Committee should estimate the total cost of each project and recommend to the Board of Directors of the Company that the Company should commit such amount for long term expenditure till completion of the said project.

FUNDING AND MONITORING PROCESS

The allocation for CSR activities and spending on CSR activities shall not be less than 2% of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of this policy. In case Company fails to spend such amount, the Board shall specify the reasons for not spending the amount.

Approving and monitoring authority for the CSR amount to be spent would be any one Director or the Managing Director or other Officer of the Company, who authorized by the Board, after due recommendation of CSR Committee and approval of the Board of Directors of the Company.

Tax treatment of CSR spent will be in accordance with the Income Tax Act, 1961.

MANAGEMENT COMMITMENT

The Board of Directors, Management and the Employees of the Company subscribe to the philosophy of compassion and generosity and act with enthusiasm and commitment for the cause of the society.

REPORTING AND RECORD KEEPING

1. The CSR Committee shall maintain proper minutes of all its meetings.
2. The Board's report of the Company shall include an annual report on CSR containing the particulars set out in Annexure A to this CSR Policy and such other details as may be prescribed from time to time under the Act and the CSR Rules.
3. In respect of the reporting, the Board will be responsible to ensure that:
 - (i) The report of the Board includes the annual report on CSR Activities of the Company and sets out the requisite information in terms of the Act and the Rules;
 - (ii) The contents of the latest and updated version of the CSR Policy is included in the report of the Board;
 - (iii) The contents of the CSR Policy along with composition of the CSR committee, and projects approved by the Board are also made available on the website (if any) of the Company.
 - (iv) In case of failure to ensure the minimum CSR Expenditure, detailed reasons for the same are adequately disclosed in the Board Report.



AMENDMENT

The CSR Committee will review the policy from time to time based on the changing needs and aspirations of the beneficiaries and make suitable modifications / amendments as may be necessary.

COMPLIANCE WITH COMPANIES ACT, 2013

The Corporate Social Responsibility policy of the Company has been prepared in conformity with the requirements of Section 135 of the Companies Act, 2013.

