

# PCPL CSR POLICY

**PIYANSHU CHEMICALS PRIVATE LIMITED**

CIN: U24231WB1992PTC055683

Regd. Off.: 53A, Tiljala Road, Mescab Centre, 4<sup>th</sup> Floor, Kolkata- 700 046

Tel: +91 33 2885 1101 to 05; Fax: +91 33 2285 1105; Email: anshu\_kejriwal@piyanshu.com

Website: [www.piyanshu.com](http://www.piyanshu.com)

# PCPL CSR POLICY

---

## CONTENTS

<b>PARTICULARS</b>	<b>PAGE NO.</b>
Corporate Social Responsibility (CSR) Philosophy	<b>3</b>
CSR Vision Statement	<b>3</b>
Definition Clause	<b>3</b>
Short Title & Applicability	<b>4</b>
Policy Objective	<b>4</b>
Resources	<b>4</b>
CSR Projects/Activities	<b>5</b>
Corporate Social Responsibility Committee	<b>5 – 6</b>
Implementation	<b>6</b>
Exclusions	<b>6</b>
Monitoring	<b>7</b>
Reporting Mechanism	<b>7</b>
General	<b>7</b>
Effective Date	<b>7</b>
<b>Annexure:</b> Format for the Annual Report on CSR initiatives	<b>8</b>

# PCPL CSR POLICY

---

## Corporate Social Responsibility (CSR) Philosophy

The foundation of a robust business is the collective prosperity of its society, not just on economic parameters but also on education, health and social environment. Corporate Social Responsibility (“CSR”) initiative at Piyanshu Chemicals Private Limited is based on our philosophy that as a responsible organization we will contribute to the greater common good of our society with intent to help build a sustainable way of life for underprivileged sections of society. It revolves around the company’s deeply-held belief in the principle of symbiotic relationship with the society, recognizing that an organization’s true worth extends beyond its business and is best reflected by the service it renders to the society.

## CSR Vision Statement

“To work for society at large and improve their quality of life and build a positive & socially responsible image of PCPL as a corporate entity”.

## Definition Clause

“**Company**” means PCPL or Piyanshu Chemicals Private Limited.

“**Act**” means The Companies Act, 2013

“**Rules**” means Companies (Corporate Social Responsibility Policy) Rules, 2014.

“**Board**” means the Board of Directors of the Company

“**Corporate Social Responsibility**” means and includes but is not limited to-

- (i) Projects or programs relating to activities specified in Schedule VII to the Act; or
- (ii) Projects or programs relating to activities undertaken by the Board in pursuance of the recommendations of the CSR Committee, as per the declared CSR policy of the Company.

“**CSR Committee**” means the Corporate Social Responsibility committee constituted under section 135(1) of the Act.

“**Net Profit**” means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Companies Act, 2013, but shall not include the followings, 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 section 135 of the Companies Act, 2013.

Provided that net profit in respect of financial year for which the relevant financial statements were prepared in accordance with the provisions of the Companies act 1956 shall not be required to be re-calculated in accordance with the provisions of the Companies Act, 2013.

Words and expressions used and not defined herein but defined in the Companies Act, 2013 shall have the same meanings respectively assigned to them in the Act.

# PCPL CSR POLICY

---

## Short Title & Applicability

The Board of Directors has approved the “PCPL CSR Policy” formulated and recommended by the CSR Committee of the Board. The Policy encompasses the Company’s philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking social welfare programs aimed at sustainable development of the society at large. The Policy has been prepared to comply with the requirements of Companies Act, 2013 (hereinafter called as “the Act”) and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter called as “the Rules”), notified by the Ministry of Corporate Affairs vide Notification dated 27<sup>th</sup> February, 2014.

This Policy shall apply to all CSR Projects/Activities undertaken by various work centers i.e., Registered Office, manufacturing units and other business places of the company in India to the best possible extent within the defined ambit of the identified project/program for the benefit of underprivileged sections of society.

## Policy Objective

The objective of this Policy is to set guiding principles for carrying out CSR activities by the Company and also to set up process of execution, implementation and monitoring of the CSR activities to be undertaken by the Company.

## Resources

### Funding and Allocation

- a) For achieving its CSR objectives, the company will allocate 2% of its average net profit made during the three immediately preceding financial years as its Annual Budget, net profit being calculated in accordance with section 198 of the Act.
- b) The Annual CSR Budget shall be spent on activities laid down in this Policy.
- c) Only the CSR projects or programs or activities undertaken by the Company in India shall amount to CSR expenditure.
- d) The surplus arising out of the CSR activities if any, shall be reinvested into CSR initiative only, and shall not form the part of business profit. And such surplus shall be in addition to the 2% of its profits as allocated by the Company every year for the annual CSR budget.
- e) Any unspent/unutilized CSR allocation of a particular year, will be carried forward to the following year, that is to say, the CSR Budget will be non-lapsable in nature.
- f) Contribution to corpus of a Trust/Society/Section 8 companies will qualify as CSR expenditure as long as:
  - (i) the Trust/society/section 8 companies is created exclusively for undertaking CSR activities; or
  - (ii) where the corpus is created exclusively for a purpose directly relatable to a subject covered in Schedule VII of the Act.

# PCPL CSR POLICY

---

## CSR Projects/Activities

The Company shall identify projects/activities which will fall in any one or more of the following areas within the scope of Schedule VII of the Act for its CSR spending:

- (a) Eradicating extreme hunger, poverty and malnutrition;
- (b) Promoting health care including preventive healthcare;
- (c) Making available safe drinking water ;
- (d) Promoting education, including special education and employment ;
- (e) Enhancing Vocational Skills& Livelihood enhancement Projects;
- (f) Promoting gender equality, empowering women
- (g) Setting up homes and hostels for women and orphans;
- (h) Setting up old age homes, day care centers and such other facilities for senior citizens;
- (i) Reducing inequality faced by socially and economically backward groups;
- (j) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;
- (k) Contribution 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 Schedule Castes, the Schedule Tribes, other backward classes, minorities and women;
- (l) Any other areas as may be identified by the CSR Committee from time to time.

The Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR activities.

## Corporate Social Responsibility Committee

### Composition:

For effectively carrying out the above-mentioned objectives, the Board of Directors of the Company has constituted the “Corporate Social Responsibility Committee” (the “CSR Committee”) as per the provisions contained in the Act read with the Rules. The composition of the CSR Committee is presently as follows:

Name of the Director	Designation	DIN	Member/Chairman
Anshu Kejriwal	Director	00461597	Chairman
Deepa Kejriwal	Director	00461675	Member
Satyabodh Bhagat	Director	00461655	Member

### Meetings:

The CSR Committee shall meet as and when necessary.

### Quorum:

The quorum of the meeting shall be 2 (two) directors present in person at the meeting.

## PCPL CSR POLICY

---

### **Sitting Fees:**

The Sitting Fees for attending the meeting shall be determined from time to time by the Board of Directors.

### **Role:**

The role of the CSR Committee is:

- (a) To formulate the CSR policy and recommend the same to the Board for its approval;
- (b) To recommend the CSR activities/projects and the amount to be expended on such activities/projects, to the Board that the Company will undertake during the relevant financial year;
- (c) To monitor the implementation of the CSR activities/projects from time to time;

### **Implementation**

CSR activities shall be undertaken by the Company either (i) by itself, or (iii) through registered trust/society/Section 8 company having an established track record of atleast three years in undertaking CSR projects or in carrying on permissible CSR activities.

The Company may also collaborate and implement CSR projects with other companies subject to the condition that the CSR Committees of respective companies are in a position to report separately on such projects or programs.

The entities other than the Company shall be hereinafter referred to as “Implementing Agency”

Appropriate documentation of the CSR Policy, annual CSR activities, implementing agencies, and expenditure entailed shall be undertaken on a regular basis.

### **Exclusions**

- a) The CSR activities shall not include any activity undertaken by the company in pursuance of normal course of business of the Company.
- b) CSR projects or programs or activities undertaken outside India shall not amount to a CSR Expenditure
- c) The CSR projects or programs or activities that benefit exclusively for the employees of the company and their families shall not be considered as CSR activities in accordance with this policy.
- d) The CSR activities should be undertaken by the companies in project/program mode. One off events such as marathons/awards/charitable contribution/advertisement/sponsorships of TV programs, etc will not be qualified as part of CSR expenditure.
- e) Expenses incurred by companies for fulfillment of any Act/Statute or Regulations (such as Labour Laws, Land Acquisition Act, etc.) will not be counted as CSR expenditure under the Companies Act, 2013.
- f) Contribution made by the Company of any amount directly or indirectly to any political party shall not be considered as “CSR activity”.

# PCPL CSR POLICY

---

## Monitoring

- a) The CSR Committee shall recommend the Board suitable CSR Projects/Activities to be undertaken during the financial year along with the detailed plan, modalities of execution, implementation schedule, monitoring process and amount to be incurred on such activities.
- b) The Board shall give its approval based on the recommendation of the CSR Committee and in compliance with this Policy.
- c) The CSR Committee shall meet at least once in a year to monitor and review the implementation of CSR activities and shall submit its report giving status of CSR Projects/Activities undertaken, expenditure incurred and such other details as may be required to the Board of Directors at such intervals as deemed fit.
- d) Appropriate documentation of the CSR Policy, annual CSR activities, implementing agencies, and expenditure entailed shall be undertaken on a regular basis.
- e) The CSR Committee shall place before the Board, a draft annual report on CSR activities as per **Annexure** in a board meeting for its consideration and approval.

## Reporting Mechanism

- a) The Board's report pertaining to the financial year(s) commencing on or after 01<sup>st</sup> day of April 2015, shall disclose -
  - (i) Composition of the CSR Committee and their functioning;
  - (ii) CSR Policy as approved by the Board;
  - (iii) the annual report on CSR activities to be annexed to Board Report as per **Annexure**.
  - (iv) if a Company fails to spend 2% of average net profits, it shall state the reason for the same.
- b) The contents of this Policy shall be displayed on the Company's website [www.piyanshu.com](http://www.piyanshu.com).

## General

- a) In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference to be made to CSR Committee. In all such matters, the interpretation & decision of the Committee shall be final.
- b) Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from Government, from time to time.
- c) The CSR Committee reserves the right to modify, add, or amend any of provisions of this Policy subject to approval of the Board.

## Effective Date

This policy will come into force with effect from 22<sup>nd</sup> October, 2015.

**ANNEXURE**

**(a) FORMAT FOR THE ANNUAL REPORT ON CSR INITIATIVES TO BE INCLUDED IN THE BOARD'S REPORT :**

- (1)** A brief outline of the Company's CSR Policy including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programmes:
- (2)** The composition of the CSR Committee:
- (3)** Average Net Profit of the Company for last three financial years:
- (4)** Prescribed CSR Expenditure (two percent of the amount as in item 3 above):
- (5)** Details of CSR spent during the financial year:
  - (a) Total amount to be spent for the financial year:
  - (b) Amount unspent, if any;
  - (c) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR project/ activity identified	Sector in which the Project is covered	Projects / Programmes 1. Local area/others 2. specify the state and District where projects or programmes were undertaken	Amount outlay (budget): Project or Programme wise	Amount spent on the project/ programme  Sub-heads: 1.Direct expenditure on projects or programmes  2.Overheads	Cumulative expenditure upto to the reporting period	Amount spent: Direct or Through implementing agency*
1.							
2.							
3.							
	<b>TOTAL</b>						

\*Give details of Implementing Agency

- (6)** In case, the Company has failed to spend the two percent of the average net profit of the last 3 financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.
- (7)** A Responsibility statement of the CSR Committee that the implementation and monitoring of the CSR Policy is, in compliance with the CSR objectives and Policy of the Company.

Signed

.....  
(Chairman - CSR Committee)

.....  
(Director)

**For Piyanshu Chemicals Private Limited**



