

# **Gimpex Pvt Ltd**

**Old No.181, New No.282, Linghi Chetty Street, Chennai-01**



## **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

(as approved by the Board of Directors of the Company on 9<sup>th</sup> April, 2014)

## **A. CSR POLICY AND PHILOSOPHY**

Gimpex is committed to operate and grow its business in a socially responsible way with a vision to be an environmental friendly corporate citizen. Social service, ecological balance and environmental protection are in our DNA. Gimpex has taken up various Corporate Social Responsibility initiatives earlier and will continue to do so in future

As a responsible corporate citizen, we try to contribute for possible social, educations and environmental causes on a regular basis. We firmly believe that to succeed, an organization must maintain highest standards of corporate behaviour towards its investors, stakeholders, employees and societies in which it operates.

Constitution of a Corporate Social Responsibility Committee of the Board and formulation of a Corporate Social Responsibility Policy has become mandatory under the Companies Act 2013 for Gimpex. Accordingly, our company has formulated this CSR Policy which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs

## **B. CSR VISION**

Improve quality of life for all our communities through integrated and sustainable development in every possible way.

## **C. CSR THROUGH REGISTERED TRUST**

The Board of Directors of the Company may decide to undertake CSR activities approved by the CSR Committee, through a registered trust established by the Company or its founders under Section 8 of the Act or otherwise, provided that:

- (i) If such trust, society or company is not established by the Company or its founders, it shall have an established track record of three(3) years in undertaking similar programs or projects;
- (ii) The company has specified the project or programs to be undertaken through these entities, the modalities of utilisation of funds on such projects and program and the monitoring and reporting mechanism

#### **D. CONSTITUTION OF CSR COMMITTEE**

In terms of section 135 of the Companies Act 2013, and the rules made thereunder, Board of Directors of the Company at its meeting held on 09-04-2014 has constituted a CSR Committee and the following are its members.

S no	Name	Designation
1	Mr. Samir Goenka	Managing Director
2	Mr. Shiv Prakash Goenka*	Member
3	Mr. Binod Choudhury	Member

\*Expired on 15/12/2020

The CSR committee to, inter alia, carry out the following functions:

(i) to formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act 2013 and the rules made thereunder.

(ii) to recommend the amount of expenditure to be incurred on the CSR activities

(iii) to monitor the implementation of framework of CSR Policy

(iv) to carry out any other functions as mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable, necessary or appropriate for performance of its duties.

#### **E. DEFINITIONS**

In this Policy, unless the context otherwise requires:

- 1) "Act" shall mean the Companies Act 2013 including any modifications, amendments or re-enactments thereof;
- 2) "Rules" shall mean the Companies (CSR) Rules, 014, including any modifications, amendments or re-enactments thereof;
- 3) "Financial year" shall mean the period being from 01<sup>st</sup> April of every year to 31<sup>st</sup> March of the succeeding year

- 4) "Net Profits" shall mean the net profits of the Company as defined under the Act and the Rules based on which a specific percentage for CSR expenditure has to be calculated
- 5) "Gimpex Foundation" shall mean, a separate trust formed and registered under the Indian Trust Act 1882 and included any other trust formed and registered under the Indian Trust Act 1882 having similar ideology/objects.
- 6) "Agency" or "Agencies" shall mean any Section 8 company under the Act or a registered trust/society performing social services for the benefit of the Society at large
- 7) "Board" shall mean the Board of the Directors of the Company
- 8) "Approved budget" shall mean the total budget as approved by the Board of Company, which, is to be spent or utilized for CSR activities
- 9) "Annual Plan" shall mean the annual planned CSR expenditure for the year
- 10) "CSR Committee" shall mean the Corporate Social Responsibility Committee as constituted by the Board of Directors of the Company in accordance with the Act and the Rules made thereunder, comprising three or more Directors, out of which, at least one Director shall be an Independent Director
- 11) "CSR Policy" shall mean the Corporate Social Responsibility of the Company which covers the yearly activities undertaken by the Company under the policy and the CSR Expenditure thereon
- 12) "CSR Activities" shall mean all the Corporate Social initiatives/activities/programs of the Company, either ongoing or new, including but not limited to green belt/environmental protection/ecological balance/slum rehabilitation/education/sports etc., and those specified in Schedule VII to the Act (as amended from time to time) as recommended by the CSR Committee and approved by the Board
- 13) "CSR expenditure" shall mean all CSR expenditures as recommended by the CSR Committee and approved by the Board of Directors include the following:
  - a. Contributions to CSR activities which shall be implemented and/or executed by the Company
  - b. Contributions to CSR activities which shall be implemented through Gimpex Foundation or any other trust/society established/registered to carry on the CSR activities as defined under the Rules

- c. Contributions to Corpus of a Trust/Society/Section 8 Companies etc., as long as they are created exclusively for undertaking CSR activities or where the corpus is created exclusively for the purpose directly relatable to a subject covered in Schedule VII of the Act
- d. Any other contributions covered under Schedule VII of the Act

14) "Trust" shall mean a trust formed and registered under the Indian Trust Act 1882 and under the Income Tax Act 1961.

15) "Thrust areas" shall mean the areas or activities ascribed to them in this Policy as amended by the CSR Committee, from time to time

(words and expressions used and not defined in the policy shall have the same meanings respectively assigned to them in the Act and/or rules

## **F. THRUST AREAS**

While we undertake all or any suitable activity as specified in Schedule VII to the Act, currently, we focus to support and implement the following activities as our thrust areas:

- a. Providing emergency medical care, preventive health care, sanitation and safe drinking water
- b. Promoting education to the under privileged children, supporting socially backward people and helping differently abled people
- c. Rural development projects, promoting gender equality and empowering women

## **G. IMPLEMENTATION**

This CSR Policy will be implemented from the succeeding year of a financial year in which the company shows the net profits as per the audited annual financial statements. Based on the net profits, if any, every year, the CSR committee will identify the CSR activities including thrust areas, annual budget, planned expenditure and implementation schedule etc.,

The CSR activities will be carried out or implemented directly or indirectly, through Gimpex Foundation, or any other trust/society/section 8 companies established/registered to carry on the CSR activities as defined under the Rules

## **H. FUNDING AND ALL ALLOCATIONS**

Following is the mode of funding and allocation of area wise planned expenditure for the CSR activities.

- a) The Company shall, in every financial year, contribute a statutory minimum limit of at least 2% of its net profits for the CSR expenditure
- b) In the absence of net profits in any financial year, the company endeavours to spend such feasible amount as it may decide
- c) The CSR Committee shall prepare its annual planned expenditure, for a financial year, for the CSR activities and manner of implementation etc., and submit the same for approval of the Board in the following format.

S no	CSR activities/Thrust areas	Schedule	Annual budget	% of allocation
1	Providing emergency medical care, preventive health care, sanitation and safe drinking water			
2	Promoting education to the under privileged children, supporting socially backward people and helping differently abled people			
3	Rural development projects, promoting gender equality and empowering women			

- d) The Company shall endeavour to spend the entire amount of statutory minimum contribution limit in a financial year. In the event, the Company is unable to spend such amount in any given financial year, the Board shall specify the reasons for the same in its report to the shareholders in terms of Sec 134(3)(o) of the Act.

- e) The Company shall have the option to carry forward such un-spent to next year by depositing it in a separate CSR fund (Corpus) created by the Company or to contribution to the corpus of a trust/society/section 9 companies etc., as long as they are created exclusively for undertaking CSR activities.

#### **I) MONITORING MECHANISM**

The CSR Committee shall meet at least once in a year to monitor the implementation of the CSR Plan and its activities. The Committee shall ensure that the CSR Policy, as amended from time to time, is displayed on the Company's website

The CSR Committee shall place before the Board, a draft annual report on CSR activities as per the specified format, in a board meeting to be held in the following year for Board's review and finalisation. The Board shall include in its report to the share holders, the annual report on CSR activities as per the format specified under the Rules

#### **J. REPORTING FORMAT**

Periodic reporting on the CSR activities, execution, modalities, implementation scheduled etc., to the CSR Committee shall be in the following format which may be amended by the CSR Committee from time to time

Company initiative	Schedule VII activity	Execution details	Budget (rs)	Amount spent(rs)	Remarks
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