

**CORPORATE SOCIAL RESPONSIBILITY POLICY OF  
ESKAY IODINE PRIVATE LIMITED. (CSR POLICY)**

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**CSR Policy**

**1. INTRODUCTION:**

Corporate Social Responsibility (CSR) is the Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical.

Eskay Iodine Private Limited, is committed to undertake CSR activities in accordance with the provisions of Section 135 of the Indian Companies Act, 2013 and its related Rules. Eskay Iodine Private Limited, commits itself to contribute to the society in ways possible for the organization and has set up its committed core CSR team, as a means for fulfilling this commitment.

This policy lays down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community at large, and is titled as the '**CSR Policy**'.

This policy shall apply to all CSR initiatives and activities taken up at various units and locations of the Company and its /tie-up/leased units and other places in India as the CSR committee may deem fit, for the benefit of different segments of the society with focus on giving back to the community in which it operates while adding value to the society around it.

**2. OBJECTIVE:**

The main objective of the CSR Policy is to lay down guidelines for Eskay Iodine Private Limited (hereinafter referred to as 'the Company') to make CSR as one of the key focus areas to make a positive contribution to society through high impact, sustainable programs.

CSR Policy means a statement containing the approach and direction given by the Board of a Company, taking into account the recommendations of its CSR Committee, and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.

The objective of the CSR Policy is to:



- (a) ensure an increased commitment at all levels in the organization, to operate its business in an economically, socially & environmentally sustainable manner, while recognizing the interests of all its stakeholders;
- (b) build a community where women and children, orphans, senior citizens and people with disabilities lead a healthy and nourished life, and adopt measures for reducing inequalities faced by socially and economically backward groups;
- (c) imbibe a socially responsible culture amongst its employees and stakeholders to encourage them to contribute to the CSR goals of Company; and
- (d) directly or indirectly take up such community development programs that benefit the communities in and around its area of operations which over a period of time culminates in inclusive growth and equitable development of the local populace;
- (e) collaborate with local government/bodies/citizen's forums/NGOs having similar goals.

**3. CSR COMMITTEE**

**A) Constitution**

Pursuant to the provisions of Section 135 of the Companies Act, 2013, certain class of companies meeting criteria of net worth/turnover/net profit would be required to constitute a Corporate Social Responsibility Committee (CSR Committee). The Members of the CSR Committee shall be appointed by the Board of Directors of the Company which must consist of at least two or more Directors. Accordingly, the composition of CSR Committee, formed by Eskay Iodine Private Limited, is as follows:

Sr. No	Name of the Directors	DIN	Chairman/Member
1.	Mr. Ketan L. Shah, Director	00083326	Chairman
2.	Mr. Bipin N. Shah, Director	00083244	Member
3.	Mr. Sunil G. Sharda, Director	00592625	Member



**B) Powers of the Committee**

- a) regulate its affairs in such manner as it may deem fit;
- b) spend funds within the limits authorized by the Board for furtherance of CSR/Charitable Activities as per the CSR Policy;
- c) seek information from any employee/officers;
- d) obtain outside legal or other professional advice;
- e) secure attendance of outsiders with relevant expertise, if it considers necessary; and
- f) exercise such other powers as may be delegated by the Board from time to time.
- g) CSR Committee shall formulate and recommend to the Board an annual action plan which shall include:
  - List of CSR activities approved to be undertaken.
  - Manner of execution of such projects/programmes.
  - Mode of utilization of funds and implementation schedules for projects or programmes.
  - Monitoring & Reporting mechanism.
  - Details of need and impact assessment.

Provided that Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.

**C) Frequency of the Meetings**

The Committee can hold its Meetings at such places or time or intervals as it may deem fit or as may be prescribed by regulations framed under the Companies Act, 2013.

**4. CSR BUDGET**

- a) The Committee is empowered to spend on CSR/Charitable activities at least 2% of the average net profits (Profit calculated in accordance with the provisions of section 198 - annexed as “Annexure – A”) of the Company of immediately preceding 3 financial years (eligible profits). However, the Committee shall ensure

that at least 2% of eligible profits are mandatorily spent on CSR activities specified under Schedule VII of the Companies Act, 2013 and any amendments thereto. The Committee shall seek prior approval from the Board of Directors for the CSR Budget every year.

- b) The Company may build CSR capacities of their own personnel as well as of their Implementing Agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed 2% (two percent) of the total CSR expenditure of the Company in one financial year.

## 5. CSR EXPENDITURE

- a) The board shall ensure that the administrative overheads shall not exceed two percent of total CSR expenditure of the company for the financial year.
- b) Any surplus arising out of the CSR activities shall not form part of the business profit of a company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.
- c) Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that –
- (i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of this rule.
- (ii) the Board of the company shall pass a resolution to that effect.

## 6. CSR INITIATIVES

- a) In line with Schedule VII, the Companies (Corporate Social Responsibility Policy) Rules, 2014 (CSR Rules) and all other applicable provisions of the Companies Act, 2013, the Company shall undertake CSR activities included in its Annual CSR

Plan, as recommended by the CSR Committee at the beginning of each year. The Committee is authorized to approve any modification to the existing Annual CSR Plan or to propose any new program during the financial year under review.

- b) The Board's Report of a company covered under these rules pertaining to any financial year shall include an annual report on CSR containing particulars as may be prescribed by the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended.
- c) The Board of Directors of the Company shall mandatorily disclose the composition of the CSR Committee, and CSR Policy and Projects approved by the Board on their website, if any, for public access.

## 7. TARGETED SECTORS

The Company proposes to implement its CSR activities in all or some of the sectors stated hereunder:

- Healthcare
- Medical Aid
- Education
- Sanitation
- Drinking Water
- Vocational Skills
- Scholarships
- Environment Sustainability
- Animal Welfare
- Conservation of Natural Resources
- Contribution to technology incubators located within academic institutions
- Rural Development Projects
- Slum Area Development
- The projects supporting / assisting the affected individuals / societies / institutions / trusts etc. due to current Pandemic situation due to Covid-19 outbreak and
- The projects on the pandemic situations that may occur in the future.





- Any other area as may be prescribed by Schedule VII of the Companies Act, 2013 as amended from time to time.

## 8. 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 Chairman of the CSR Committee. In all such matters, the interpretation & decision of the Chairman of the CSR 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 under the provisions of Section 135 of the Companies Act, 2013, from time to time.
- c) In the event of any conflict between the provisions of CSR policy and the applicable provisions of the Companies Act, 2013, the provisions of the Companies Act, 2013 shall prevail.
- d) The Company reserves the right to modify, cancel, add, or amend any provisions of this Policy.

By order of the **Corporate Social  
Responsibility Committee**

**Bipin Shah**  
Director  
(DIN: 00083244)



By order of the **Board  
For Eskay Iodine Private Limited**

**Ketan Shah**  
Director  
(DIN: 00083326)

**Place: Mumbai**

**Date: 20<sup>th</sup> September, 2022**

**ANNEXURE – A**

**Section 198 – Calculation of Profits**

- (1) In computing the net profits of a company in any financial year for the purpose of section 197, —
- (a) credit shall be given for the sums specified in sub-section (2), and credit shall not be given for those specified in sub-section (3); and
  - (b) the sums specified in sub-section (4) shall be deducted, and those specified in sub-section (5) shall not be deducted.
- (2) In making the computation aforesaid, credit shall be given for the bounties and subsidies received from any Government, or any public authority constituted or authorized in this behalf, by any Government, unless and except in so far as the Central Government otherwise directs.
- (3) In making the computation aforesaid, credit shall not be given for the following sums, namely:—
- (a) profits, by way of premium on shares unless the company is a investment company as referred to in clause (a) of the Explanation to section 186;
  - (b) profits on sales by the company of forfeited shares;
  - (c) profits of a capital nature including profits from the sale of the undertaking or any of the undertakings of the company or of any part thereof;
  - (d) profits from the sale of any immovable property or fixed assets of a capital nature comprised in the undertaking or any of the undertakings of the company, unless the business of the company consists, whether wholly or partly, of buying and selling any such property or assets:

Provided that where the amount for which any fixed asset is sold exceeds the written-down value thereof, credit shall be given for so much of the excess as is

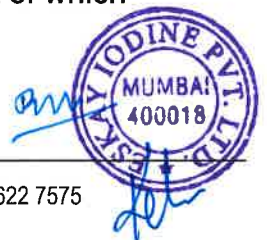


not higher than the difference between the original cost of that fixed asset and its written down value;

- (e) any change in carrying amount of an asset or of a liability recognized in equity reserves including surplus in profit and loss account on measurement of the asset or the liability at fair value.
- (f) any amount representing unrealized gains, notional gains or revaluation of assets.

(4) In making the computation aforesaid, the following sums shall be deducted, namely:—

- (a) all the usual working charges;
- (b) directors' remuneration;
- (c) bonus or commission paid or payable to any member of the company's staff, or to any engineer, technician or person employed or engaged by the company, whether on a whole-time or on a part-time basis;
- (d) any tax notified by the Central Government as being in the nature of a tax on excess or abnormal profits;
- (e) any tax on business profits imposed for special reasons or in special circumstances and notified by the Central Government in this behalf;
- (f) interest on debenture issued by the company;
- (g) interest on mortgages executed by the company and on loans and advances secured by a charge on its fixed or floating assets;
- (h) interest on unsecured loans and advances;
- (i) expenses on repairs, whether to immovable or to movable property, provided the repairs are not of a capital nature;
- (j) outgoings inclusive of contributions made under section 181;
- (k) depreciation to the extent specified in section 123;
- (l) the excess of expenditure over income, which had arisen in computing the net profits in accordance with this section in any year, in so far as such excess has not been deducted in any subsequent year preceding the year in respect of which the net profits have to be ascertained;



- (m) any compensation or damages to be paid in virtue of any legal liability including a liability arising from a breach of contract;
- (n) any sum paid by way of insurance against the risk of meeting any liability such as is referred to in clause (m);
- (o) debts considered bad and written off or adjusted during the year of account.

(5) In making the computation aforesaid, the following sums shall not be deducted, namely:—

- (a) income-tax and super-tax payable by the company under the Income-tax Act, 1961, or any other tax on the income of the company not falling under clauses (d) and (e) of sub-section (4);
- (b) any compensation, damages or payments made voluntarily, that is to say, otherwise than in virtue of a liability such as is referred to in clause (m) of sub-section (4);
- (c) loss of a capital nature including loss on sale of the undertaking or any of the undertakings of the company or of any part thereof not including any excess of the written-down value of any asset which is sold, discarded, demolished or destroyed over its sale proceeds or its scrap value;
- (d) any change in carrying amount of an asset or of a liability recognized in equity reserves including surplus in profit and loss account on measurement of the asset or the liability at fair value.

