

Corporate Social Responsibility Policy**A. PREFACE:**

Corporate Social Responsibility (CSR) is the way and means through which corporates can repay the obligations made by the Society by contributing the resources in its various forms as required for the efficient operation of the Business. Corporate Social Responsibility is strongly connected with the principles of sustainability. Organizations should make decisions based not only on financial or operational factors, but also on the social and environmental consequences. Therefore, it is the core corporate responsibility of ADM JOINFLEX INDIA PRIVATE LIMITED to practice its corporate values through its commitment to grow in a socially and environmentally responsible way, while meeting the interests of its stakeholders.

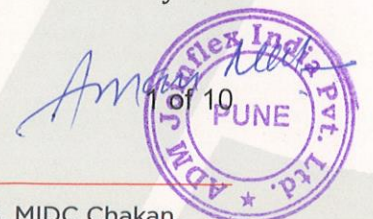
B. CSR POLICY:

This CSR Policy encompasses ADM JOINFLEX INDIA PRIVATE LIMITED's philosophy for social responsibilities and lays down the guidelines and mechanism for undertaking projects, programs and activities towards such responsibilities.

C. VISION STATEMENT AND OBJECTIVE:

1. The CSR Policy sets out ADM JOINFLEX INDIA PRIVATE LIMITED's commitment towards ensuring that our activities extend beyond business and include initiatives and endeavors for the benefit and development of the community and society. The CSR Policy lays down guidelines for undertaking programmes geared towards social welfare activities or initiatives. Through this CSR Policy, we propose to adopt CSR Activities mentioned below:
2. In alignment with the above vision, ADM JOINFLEX INDIA PRIVATE LIMITED, through the CSR Activities, will endeavor to enhance value creation in the society and

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in the community, through its services, conduct initiatives, so as to promote sustained growth for the society and community, in fulfillment of its role as a socially responsible corporate.

3. The **objective** of this CSR Policy is to:

- a. Outline projects, programs, and activities to be undertaken by ADM JOINFLEX INDIA PRIVATE LIMITED
- b. Outline the development areas in which the Company shall get involved in.
- c. Define governance structure for CSR management within the Company.
- d. Serve as a guiding document aiding in identification, execution and monitoring the CSR projects.
- e. Describe the treatment of surpluses from CSR activities.
- f. Define the approach and direction given by the Board of the Company, taking into account the recommendations of the CSR Committee
- g. Provide guiding principles for selection, implementation and monitoring of activities
- h. Formulate an Annual Action Plan every year as per applicable rules.
- i. Monitor the process to be followed for such projects, programs and activities.

D. ALIGNMENT WITH ADM JOINFLEX INDIA PRIVATE LIMITED VALUES:

We believe to drive our CSR policy with the same values which directs ADM JOINFLEX INDIA PRIVATE LIMITED. Hence, this CSR Policy absorbs ADM JOINFLEX INDIA PRIVATE LIMITED's core values and is aligned in the following manner to its CSR strategy:

1. **Being Accountable for what we do:** ADM JOINFLEX INDIA PRIVATE LIMITED considers itself accountable for contributing back in a meaningful way to the society/ Nation.

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2. **Embrace Diversity & Inclusion:** ADM JOINFLEX INDIA PRIVATE LIMITED believes in embracing diverse views and opinions which lead to a better solution. Accordingly, for execution of its CSR objectives ADM JOINFLEX INDIA PRIVATE LIMITED plans to partner, where necessary, with NGOs/ other charitable organizations to meet the CSR objectives.
3. **Collaborate to Win:** Collaborating with other NGOs/ charitable organizations, with footprint/ expertise in areas selected, is a key aspect of ADM JOINFLEX INDIA PRIVATE LIMITED's strategy to make a positive impact in its CSR activities.

E. APPLICABILITY:

CSR Policy is applicable to ADM JOINFLEX INDIA PRIVATE LIMITED, which is mandated with the CSR expenditure obligations as per Section 135 of the Companies Act, 2013 ('the Act') read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

F. SCOPE OF CSR POLICY:

This Policy applies to all CSR projects that will be undertaken by ADM JOINFLEX INDIA PRIVATE LIMITED and shall fulfill all the requirements of Section 135 of the Companies Act, 2013 and rules made thereunder. ADM JOINFLEX INDIA PRIVATE LIMITED shall ensure all these activities are over and above the normal course of business and are in line with Schedule VII of the Companies Act, 2013. This Policy will be annually reviewed and updated in line with the relevant codes of legislation and best practices that can be adopted by ADM JOINFLEX INDIA PRIVATE LIMITED.

G. GOVERNANCE STRUCTURE:

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A governance structure at ADM JOINFLEX INDIA PRIVATE LIMITED is responsible for implementing and administering CSR Policy, in compliance with the requirements of Section 135 of the Companies Act, 2013 and rules made thereunder. The Board of Directors of the Company are ultimately accountable for the CSR projects undertaken by ADM JOINFLEX INDIA PRIVATE LIMITED.

ADM JOINFLEX INDIA PRIVATE LIMITED has constituted a CSR Committee at the Board level. The CSR Committee is supported by the CSR Team, comprised of representatives from the company.

H. CSR COMMITTEE:

The Company has constituted a Corporate Social Responsibility Committee (hereinafter referred as "the CSR Committee") as per the provision of Section 135 of the said Act; to do the work as mentioned herein after. The Company Secretary will act as secretary to the Committee.

The said Committee will consist of following members:

1. Mr. Aman Mehtani
2. Mr. Darshan Kumar Mehtani

The role would be as follows:-

- a. Formulate and recommend to the Board, a Corporate Social Responsibility Policy in compliance with Section 135 of the Companies Act, 2013.
- b. Identify the activities to be undertaken as per Schedule VII of the Companies Act, 2013.
- c. Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.



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- d. Recommend the amount of CSR expenditure to be incurred on the earmarked CSR activities.
- e. Monitor the implementation of the CSR Policy from time to time.
- f. Such other functions as the Board may deem fit.

I. ROLE OF THE BOARD:

1. After taking into account the recommendations made by the CSR Committee, approve the CSR Policy for the Company
2. Ensure that the CSR activities included in this Corporate Social Responsibility Policy are undertaken by the Company.
3. The Board of the Company may decide to undertake its CSR activities approved by the CSR Committee, through a registered trust or a registered society or a Company established under section 8 of the Act by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, or otherwise provided that – If such trust, society or company is not established by the company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, it shall have an established track record of three years in undertaking similar programs or projects/activities;
4. Ensure that in each financial year the Company spends at least 2% of the average net profits of the company made during the three immediate preceding financial years, calculated in accordance with Section 198 of the Act, in pursuance of its CSR policy. Further, while spending the amount earmarked for CSR activities, preference should be given to local areas and areas around the Company where it operates.

J. STRUCTURE FOR CONDUCTING CSR:

1. The Company has established ADM Foundation for execution of its CSR project



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2. The Company may also directly undertake the CSR activities.
3. The Company also may conduct CSR through
 - a. Registered trust, or
 - b. Registered society, or
 - c. Company under section 8 of the Act i.e. non-profit organization
 - d. Or any other entity permitted under the legislation, to execute CSR projects

Further to that the Company may also collaborate with our other Companies to undertake the CSR activities.

K. CSR ACTIVITIES FOR IMPLEMENTATION:

CSR Policy relates to the activities to be undertaken by the Company as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a company.

1. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water
2. Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
3. Promoting 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;

4. 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;



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5. 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. Measures for the benefit of armed forces veterans, war widows and their dependents;
7. Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic 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;
8. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
9. Rural development projects.

Following activities shall not be considered under the CSR activities.

1. Activities that benefit only the employees of the Company and their families.
2. Activities undertaken outside India.
3. Contribution of any directly or indirectly to any political party of the Act.
4. activities which are undertaken in pursuance of normal course of business of the Company

L. FUNDING, SELECTION AND MONITORING:

The Board will earmark an annual CSR Budget (as prescribed by the Act) to implement CSR initiatives recommended by the CSR Committee. Any unspent or unutilized CSR allocation in a particular year will be carried forward to the following year; the CSR Budget will be non-lapsable in nature. The CSR Committee may seek or receive proposals from eligible NGOs, selecting proposals on the basis of established corporate criteria and



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areas of interest. Further, as required by the Act, an MOU will be signed with the NGO/s to implement approved CSR programs.

The CSR Committee will monitor all CSR programs to ensure effective and efficient utilization of deployed resources and to achieve the established targets within a stipulated time frame. An annual CSR program report will be prepared by the Implementing Agency. This report will be incorporated in the Board's Report (as per the format specified in the Act) and communicated to appropriate authorities and stakeholders.

M. CSR EXPENDITURE

The CSR activities undertaken in India only shall amount to CSR Expenditure. CSR Expenditure shall include all expenditure for CSR activities approved by the Board on the recommendation of the CSR Committee but does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.

N. TREATMENT OF SURPLUS:

Any surplus arising out of the CSR activities shall not form part of the business profit of the Company and shall be put 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 such period and with such terms and conditions as may be prescribed under Section 135 of the Act read with relevant rules applicable.

O. TRANSFER OF UNSPENT CSR AMOUNT:

Until a fund is specified in Schedule VII for the purposes of subsection (5) and(6) of section 135 of the Act, the unspent CSR amount, if any, shall be transferred by the company to any fund included in schedule VII of the Act.



P. DISCLOSURE OF THE POLICY:

The CSR Policy on being approved by the Board shall be displayed on the website of the Company and any modifications carried out from time to time shall also be updated on the website of the Company respectively.

Q. CSR REPORTING:

The CSR Committee of the Board, based on reports presented by the CSR Team, will annually publish reports on the CSR projects as a part of the Director's report. The report will disclose information in the format as prescribed by the Section 135 of the Companies Act 2013 and rules made thereunder. The CSR Committee shall also submit a responsibility statement to the Board that the implementation and monitoring of the CSR Policy is in compliance with the approved CSR Policy of the Company.

R. FREQUENCY OF MEETINGS:

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

S. QUORUM

Minimum two (2) members shall constitute a quorum for the Committee meeting.

T. CHAIRMAN

In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.

U. AMENDMENT:



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The CSR Committee is empowered to amend or modify the CSR policy and such changes shall be placed before the Board for its approval. This CSR Policy is subject to such changes and amendments as may be notified by the Ministry of Corporate Affairs under

Section 135 of the Companies Act, 2013 and rules made thereunder and the same shall be read in line with the provisions of the Act applicable to the Company from time to time.

FOR ADM JOINFLEX INDIA PRIVATE LIMITED

Amman Mehtani

**AMAN MEHTANI
MANAGING DIRECTOR
DIN: 00323973**

