SAHYADRI FARMS POST HARVEST CARE LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY*

In accordance with the provisions of Section 135 of Companies Act, 2013, (the Act) the Corporate Social Responsibility (CSR) Committee of Sahyadri Farms Post Harvest Care Limited (SFPHCL) was constituted by the Board of Directors of the Company at their meeting held on March 28th, 2022.

Currently, the said Committee comprises of four directors viz. Mr. Prashant Dhirendra Jaikrishnia (Chairman), Mr. Vilas Vishnu Shinde, Mr. Madan Vishram Shinde and Mr. Rajesh Kumar Sinha.

1) OBJECTIVE –

This Policy has been formulated in compliance with Section 135 of the Companies Act, 2013 read along with Companies (Corporate Social Responsibility Policy) Rules, 2014 and General Circular 14/ 2021 issued by Ministry of Corporate Affairs.

The objective of the Policy is to determine materiality of events or information of the Company and disclosure of events or information to ensure compliance with provisions of CSR and to ensure good corporate governance.

2) CSR VISION –

The company's CSR philosophy is 'Do Good to Do Well and Do Well to Do Good'.

The Company's CSR activities are undertaken to build an important bridge between business operations and social commitment evolving into an integral part of business functions, goals and strategy.

3) SCOPE

This Policy shall apply to all CSR projects/programmes/activities undertaken by the Company in India as per Schedule VII of the Act.

4) DEFINITIONS –

a) **Corporate Social Responsibility (CSR)** means and includes but is not limited to projects or programs relating to activities specified in Schedule VII to the Companies Act, 2013 ('Act').

b) **CSR Committee** means the Corporate Social Responsibility Committee of the Board referred to in Section 135 of the Act.

c) **CSR Policy** relates to the activities to be undertaken by the Company as specified in Schedule VII to the Act and the expenditure thereon.

d) **Net Profit** means the net profit of the Company as per its financial statement prepared in accordance with applicable provisions of the Act (Section 198), but shall not include the following viz -

(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 Act

Provided that in case of a foreign company covered under these rules, net profit means the net profit of such company as per profit and loss account prepared in terms of clause (a) of sub-section (1) of section 381, read with section 198 of the Act;

e) **ROLE OF THE CSR COMMITTEE –**

01. Formulate and recommend to the Board, a Corporate Social Responsibility Policy in compliance with Section 135 of the Companies Act, 2013.

02. Identify the activities to be undertaken as per Schedule VII of the Companies Act, 2013.

03. Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.

04. Recommend the amount of CSR expenditure to be incurred on the earmarked CSR activities.

05. Monitor the implementation of the CSR Policy from time to time.

06. Such other functions as the Board may deem fit.

f) **ROLE OF THE BOARD**

01. After taking into account the recommendations made by the CSR Committee, approve the CSR Policy for the Company.

02. Ensure that the CSR activities included in this Corporate Social Responsibility Policy are undertaken by the Company, either directly or through any implementing Agency, as per the provisions of the Act.

03. 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

04. 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 3 years in undertaking similar programs or projects/activities;

05. Ensure that in each financial year the Company spends at least 2% of the average net profits of the company made during the 3 immediate preceding financial years, calculated in accordance with Section 198 of the Act, in pursuance of its CSR policy.

06. Further, while spending the amount earmarked for CSR activities, preference should be given to local areas and areas around the Company where it operates.

07. As per Section 135 of the Act, specify the reasons for under spending the CSR amount in the Board's Report.

g) CSR ACTIVITIES FOR IMPLEMENTATION –

The CSR Activities would be chosen for implementation by the Company in compliance with the provisions of Section 135 read together with Schedule VII of the Companies Act, 2013.

** The company will also provide the financial support for expenses related to heath issues. Such help will be provided to the shareholder farmers and family members (of shareholders) of Sahyadri Farmers Producer Company Limited (SFPCL) and to the shareholder farmers and family members of FPO's (of shareholders) who are member of SFPCL.

The company can provide the financial support upto 50% of total expenses incurred for health issue or upto Rs. 5,00,000 whichever is less.

The need for making financial support for treatment of health issue shall be supported by the certificate issued by the medical professional providing the treatment. The certificate shall specify the nature of treatment required and the total expense involved.

h) CSR MONITORING AND REPORTING FRAMEWORK –

In compliance with the Act and to ensure funds spent on CSR Activities are creating the desired impact on the ground a comprehensive Monitoring and Reporting framework has been put in place.

The CSR Committee shall monitor the implementation of the CSR Policy through periodic reviews of the CSR activities.

The respective CSR personnel will present their annual budgets alongwith the list of approved CSR activities conducted by the Company to the CSR Committee together with the progress made from time to time as a part of the evaluation process under the monitoring mechanism.

i) **CSR EXPENDITURE**
The CSR activities undertaken in India only shall amount to CSR Expenditure. CSR Expenditure shall include all expenditure including contribution to corpus 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.

j) **DISCLOSURE OF THE POLICY**
The CSR policy recommended by the CSR Committee and approved by the Board shall be displayed on the Company's website and shall be disclosed in the Board's report as well.

k) **CSR REPORTING**
The Board Report of a Company shall include an Annual Report on CSR containing particulars specified in Annexure to the CSR Rules as per the prescribed format.

l) **FREQUENCY OF MEETINGS**
The meetings of the Committee could be held at such periodic intervals as may be required.

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

n) **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.

o) **SECRETARY**
The Company Secretary of the Company shall act as Secretary of the Committee.

p) **MINUTES OF THE COMMITTEE MEETING**
Proceedings of all meetings must be minuted and signed by the Chairman of the Committee and tabled at the subsequent Board and Committee meeting.

q) **MISCELLEANOUS**
This policy shall be updated from time to time, by the Company in accordance with the amendments, if any, to the Companies Act, 2013, rules made thereunder or any other applicable enactment for the time being in force.

Without prejudice to the generality of the contents of this policy, the Company may undertake CSR projects, programs and activities as permitted under the framework of Companies Act, 2013 from time to time (including any amendments, clarifications, circulars, notifications or other official communications from time to time).The Company may also carry out the purposes of this CSR policy in accordance with any amended position of law from time to time notwithstanding that such amended position is not reflected in this policy.

*The original CSR Policy was approved by the board in its meeting held on 28th March 2022.

** The Amended CSR policy was recommended by CSR Committee for approval of Board of Directors in its meeting held on May 08, 2023.

The Amended CSR Policy was approved by Board of Directors in its meeting held on May 09, 2023.

Certified True Copy

Mr Prashant Dhirendra Jaikrishnia
Chairman of CSR Committee

Date : 09/05/2023
Place : Nashik