



## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

Allied Nippon Private Limited (“ANPL”/“Company”) strives to be a socially responsible Company and strongly believes in development which is beneficial for the society at large. The Corporate Social Responsibility (“CSR”) Policy (“Policy”) of ANPL is to actively contribute to the social and economic development of the communities in which the Company operates.

The CSR Policy of the Company has been framed in line with the provisions of Section 135 of the Companies Act, 2013 (“Act”) read with Schedule VII of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time (“Rules”). It provides guidance on the modalities pertaining to CSR expenditure (including but not limited to the quantum of CSR spending and the avenues wherein CSR spending is to be done), reporting mechanism and review structure of the Company.

The provisions of the Companies Act, 2013 and Rules made thereunder shall be taken for interpretation, wherever needed.

Further, the Policy lays down the guiding principles that will be applicable to the CSR projects/ programmes / activities of the Company which is primarily aimed at supporting the Company’s consistent efforts to promote education for children, medical support facilities, employment enhancing vocation skills, animal welfare.

### **❖ CSR VISION**

Through sustainable measures, actively contribute to the Social, Economic and Environmental development of the community in which the company operates, ensuring participation from the community and thereby create value for the nation.

### **❖ CSR MISSION**

- 1) Ensuring socio-economic development of the community through different participatory and need based initiatives in the best interest of the poor and deprived sections of the society so as to help them to become Self- Reliant and build a better tomorrow for themselves.
- 2) Ensuring environmental sustainability through ecological conservation and promoting biodiversity.

CIN: U34300DL1988PTC030910

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## ❖ DEFINITION AND INTERPRETATION

1. **"Administrative Overheads"** means the expenses incurred by the company for 'general management and administration' of Corporate Social Responsibility functions in the company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme.
2. **"Board"** means the Board of Directors of ANPL.
3. **"Company"** means Allied Nippon Private Limited.
4. **"CSR Activities"** means such programs and projects as may be approved by the Board in terms of this CSR Policy.
5. **"CSR Committee"** means a committee constituted by the Board of Directors in terms of Section 135 of the Act and the CSR Rules.
6. **"CSR Rules"** means the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.
7. **"Net Profits"** means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include (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.
8. **"Ongoing Project"** means a multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board based on reasonable justification.

## ❖ LIST OF ACTIVITIES/ PROJECTS

The Company will undertake its CSR activities in the following areas as specified in Schedule VII as a part of the Corporate Social Responsibility ("CSR"):-

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- 1) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.;
- 2) promoting education, including special education and employment enhancing vocation 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 centres 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 including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
- 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 art and handicrafts.
- 6) measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows.
- 7) training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports;
- 8) contribution to the prime minister's national relief fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- 9) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government and Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under

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Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).

- 10) rural development projects;
- 11) slum area development;
- 12) disaster management, including relief, rehabilitation and reconstruction activities;
- 13) Any other activities in relation of the above and all other activities which forms part of CSR as per Schedule VII of the Companies Act, 2013 as amended from time to time.

The CSR Activities shall be undertaken only in India for the benefit of the public and not only for the employees and their family. Provided that the preference shall be given to the local areas where the Company operates for undertaking the CSR Activities. However, CSR Committee may identify other areas for CSR activities, from time to time.

#### ❖ **QUANTUM OF AMOUNT TO BE SPENT ON CSR ACTIVITIES**

- 1) The Company shall strive to spend in every financial year at least 2% (Two Percent) of the average net profits of the company made during the three immediately preceding financial years, in pursuance of the Act and the Rules and its Corporate Social Responsibility Policy.
- 2) Any surplus arising and/or additional revenue generated out of CSR Activities undertaken by the Company shall not form part of the business profit of the Company and same shall be spent for undertaking any CSR Activities only.

#### ❖ **IMPLEMENTATION OF CSR ACTIVITIES**

- 1) The Company may undertake CSR Activities through any of the following entities as "Implementation Agency" being duly registered with the Central Government and having a unique CSR Registration Number (with effect from 1 April 2021):

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- (i) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company, or
  - (ii) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
  - (iii) any entity established under an Act of Parliament or a State legislature; or
  - (iv) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.
- 2) A company may also collaborate with other companies for undertaking projects or programmes or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programmes in accordance with these rules.
  - 3) The CSR Activities shall not include any activity undertaken by the Company in pursuance of normal course of business of the Company.

#### ❖ DUTIES & RESPONSIBILITIES OF THE BOARD

- 1) Approve the CSR Policy and expenditure on CSR initiatives after taking into consideration the recommendations made by the CSR committee.
- 2) In case of ongoing project, the Board of a Company shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.
- 3) The Board of a company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.
- 4) The Board shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.
- 5) Ensure the CSR spending in every financial year is in accordance with statutory provisions as applicable from time to time.

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- 6) Ensure that the CSR activities included in the policy are undertaken by the Company and are in conformity to the activities as outlined in Schedule VII of the Companies Act.
- 7) Ensure disclosure of the contents of the CSR Policy and CSR Committee in its report to the members and put the policy on the Company's website [www.alliednippon.com](http://www.alliednippon.com).
- 8) In respect of the CSR reporting, the Board will be responsible to ensure that:
  - (i) The report of the Board includes the annual report on CSR Activities of the Company and sets out the requisite information and containing particulars in terms of the Act and the Rules;
  - (ii) The contents of the latest and updated version of the CSR Policy is included in the report of the Board;
  - (iii) The contents of the CSR Policy along with composition of the CSR committee, and projects approved by the Board are also made available on the website (if any) of the Company;
  - (iv) In case of failure to ensure the minimum CSR Expenditure, detailed reasons for the same are adequately disclosed in the Board Report;

#### ❖ **ROLE OF CSR COMMITTEE**

The CSR Committee constituted in pursuance of Section 135 of the Companies Act, 2013 shall carry out the following functions:

- 1) Formulate and recommend to the Board the CSR activities / programs to be undertaken by Allied Nippon Private Limited. The CSR Committee shall be guided by the list of activities specified in Schedule VII to the Companies Act, 2013;
- 2) Recommend the CSR expenditure to be incurred on the CSR activities;
- 3) Institute a transparent mechanism for implementation of the CSR projects and effective monitoring tools of such projects;
- 4) Preparation of annualized reports of the CSR activities undertaken and submission of the same to the Board;
- 5) Reporting to Board on annual basis to the effect that the implementation and monitoring of the CSR activities, is in compliance with the CSR objectives and CSR Policy of the Company; and;
- 6) Formulation and reviewing the CSR Policy of the Company from time to time and ensuring compliance with the requirements prescribed under the Act and Rules pertaining to CSR expenditure;

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- 7) Formulate and recommend to the Board annual action plan in pursuance of the CSR policy in accordance with the applicable law, and inclusive of the following items:
- (a) The list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
  - (b) The manner of execution of such projects or programmes;
  - (c) The modalities of utilisation of funds and implementation schedules for the projects or programmes;
  - (d) Monitoring and reporting mechanism for the projects or programmes; and
  - (e) Details of need and impact assessment, if any, for the projects undertaken by the company

## ❖ RESOURCES

### 1. Funding & Allocation

For achieving its CSR objectives through implementation of meaningful & sustainable CSR programmes, ANPL will allocate 2% of its average net profits made during the 3 immediately preceding financial years as its Annual CSR Budget. The Annual CSR Budget shall be spent on projects / activities as laid down in this Policy.

Any surplus arising out of the CSR activities shall not form part of the business profit of the 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.

### 2. Transfer of unspent CSR amount-

**(i) In case of an ongoing project-** The unspent CSR amount shall be transferred to a special account (Unspent CSR Account) within 30 days from the end of financial year. Amount in Unspent CSR amount shall be spent towards the projects within a period of three financial years from the date of such transfer. On failing which, the Company shall transfer the amount to a Fund specified in Schedule VII, within a period of 30 days from the date of completion of 3rd financial year.

**(ii) In Any other cases-** Until a fund is specified in Schedule VII for the purposes of sub section (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.”

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#### ❖ MONITORING AND EVALUATION

- a. To ensure effective implementation of the CSR programmes undertaken, a monitoring and evaluation mechanism will be put in place.
- b. The progress of CSR programmes under implementation will be reported to CSR Committee on a periodical basis.
- c. The report on progress on the CSR programmes undertaken by the Company will be put forward to the CSR Committee with full details of cost incurred and results achieved on a regular basis.
- d. CSR policy is implemented as per the Act and the Rules and all projects/programmes are duly carried out as budgeted.
- f. CSR initiatives of Allied Nippon Private Limited will be reported in the Annual Report & the Board's Report in compliance with Section 135 of the Act and rules made thereunder.

#### ❖ IMPACT ASSESSMENT

- a. Details of need and impact assessment, if applicable for the projects undertaken by ANPL will be included in the Annual Action Plan.
- b. If Company has an average CSR obligation of ten crore rupees or more, in the three immediately preceding financial years, it shall undertake impact assessment, through an independent agency, of their CSR projects having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study.
- c. The impact assessment reports if applicable shall be placed before the Board and shall be annexed to the annual report on CSR.
- d. Impact assessment, if applicable may be booked as the expenditure towards Corporate Social Responsibility for that financial year, which shall not exceed five percent of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is less.

#### ❖ CAPITAL ASSET

The CSR amount may be spent by ANPL for creation or acquisition of a capital asset, which shall be held by –

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- a. A Company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number;
- b. Beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
- c. A public authority;

Provided that any capital asset created by ANPL prior to the commencement of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, shall within a period of one hundred and eighty days from such commencement comply with this requirement, which may be extended by a further period of not more than ninety days with the approval of the Board based on reasonable justification.

#### ❖ GENERAL

Any term or aspect not specifically defined or set out in this policy shall be construed to mean what is laid down in respect thereof under the Act or CSR Rules. In case of any inconsistency, the provisions of the Act shall prevail and will be followed accordingly.

#### ❖ AMENDMENTS

This Policy may be reviewed and amended from time to time.

Sd/-  
Rohan Talwar  
Managing Director  
(DIN- 00177963)  
Date- 30.10.2021

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