

## INTRODUCTION

Duroflex Private Limited ('DPL' or 'Duroflex') diverse projects and operations touch lives of people in many ways and create value by helping in overall and holistic development of communities across multiple geographies. Through its various initiatives, the group endeavours to play a relevant role by serving communities and projects that address gaps in basic societal requirements. Duroflex Private Limited intends to make a positive difference to society and contribute its share towards the social cause of betterment of society and area in which companies operates

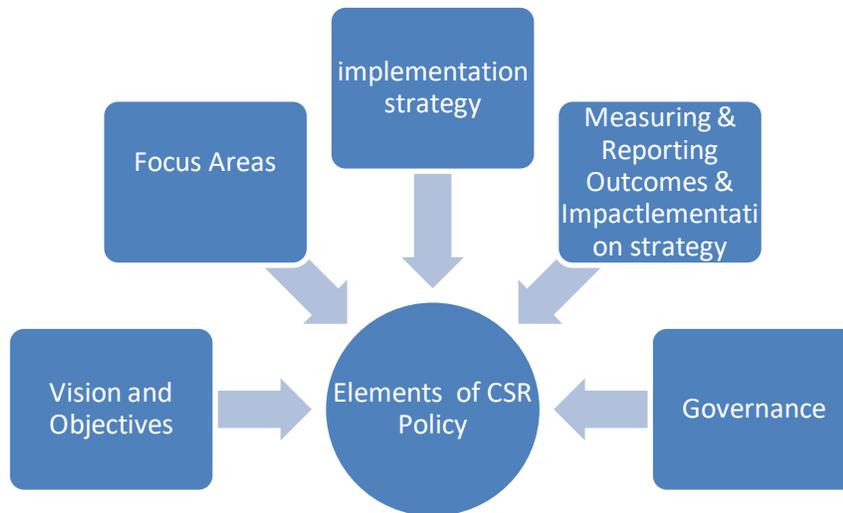
In this regard, Duroflex Private Limited has made this policy which encompasses the Company's philosophy for delineating its responsibility as a Corporate Citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large and titles as the "Corporate Social Responsibility (CSR) Policy" which is based as per the Companies Act, 2013('the Act') and rules made there under.

This policy has been formulated and recommended by the CSR Committee and adopted by the Board of Directors at its meeting held on 08.11.2019 in supersession of the earlier policy. The Board may upon recommendation of the CSR Committee, amend or modify this CSR Policy as and when necessary.

## SCOPE AND EXCLUSIONS

### **Enabling *lives, living and livelihood* for a stronger and *inclusive* India**

This policy is applicable to Duroflex private limited in India. The following are the key elements of the policy:



As

a responsible corporate citizen, Duroflex Private Limited has embarked on several initiatives of scale in the education, healthcare and livelihood domains. Duroflex Private Limited endeavours to continuously learn from its experiences and adapt its policies and implementation strategy on an ongoing basis.

## CSR VISION STATEMENT AND OBJECTIVES

Duroflex Private Limited through its CSR initiatives is committed towards building a sustainable enterprise for the benefit of its present and future generations of stakeholders and will continue to enhance value creation in the society and in the community in which it operates as a Socially Responsible Corporate

This policy outlines the Company's social and moral responsibilities to consumers, employees, shareholders, society and local community and lays down guidelines and mechanism for carrying out programmes, projects and activities that actively assist in overall improvement in the quality of life of local community residing in the vicinity of its plant and society at large as also making them self reliant, safeguarding of health, preservation of ecological balance and protection of environment.

The primary objectives of this Policy are: -

- To ensure an increased commitment at all levels in the Company, to operate its business in an economically, socially & environmentally sustainable manner, while recognising the interests of all its stakeholders.
- To directly or indirectly take up programmes that benefit the communities in and around its work centres and results, over a period of time, in enhancing the quality of life & economic well-being of the local population.
- To generate, through its CSR initiatives, a community goodwill for Duroflex Private Limited and

help reinforce a positive & socially responsible image of Duroflex Private Limited as a corporate entity

## DEFINITIONS.

In this Policy unless the context otherwise requires:

The words and expressions used in this Policy are defined as under –

- a) “Act” means the Companies Act, 2013.
- b) “Annexure” means Annexure appended to this Policy.
- c) “Board” means Board of Directors of the Company.
- d) “Company” or “DPL” means Duroflex Private Limited
- e) “CSR Committee” means the Corporate Social Responsibility Committee of the Board of Directors of the Company referred to in section 135 of the Act.
- f) “Corporate Social Responsibility (CSR)” means the responsibility of the Company to undertake the projects and programmes relating to the activities covered under the subjects enumerated in Schedule VII of the Act, as amended from time to time and approved by the Board in pursuance of recommendations of the CSR Committee.
- g) “CSR Activities” means the activities of the Company as per this Policy.
- h) “CSR Rules” means the Companies (Corporate Social Responsibility Policy) Rules, 2014 notified on 27th February, 2014 by the Government of India, Ministry of Corporate Affairs and any amendments thereof from time to time.

This words and expressions used and not defined in this policy shall have same meaning respectively assigned to them in the act or the corporate social responsibility Rules.

## FOCUS AREAS

For a company with diversified businesses like Duroflex Private Limited, there are several opportunities to increase and deepen social impact at scale and generate value for all. Duroflex Private Limited seeks to strategically consolidate the company's CSR initiatives to focus on discrete social problems, all aimed at **enabling lives, living and livelihoods**. Owing to its long tradition of social responsibility, the value of sustainable social impact at scale is instilled across the conglomerate

The focus areas includes the following :

### **1. Rural Transformation**

To work towards bridging the developmental gap between rural 'Bharat' and urban India by improving livelihood, addressing poverty, hunger and malnutrition. Key initiatives include:

- a. Supporting Farm and non-farm livelihoods
- b. Improving water conservation and rain-water harvesting
- c. Using technology towards delivering need based information for improving quality of life.
- d. Improving food security and enhancing nutrition
- e. Developing Community infrastructure

### **2. Healthcare**

To address issues around affordability and accessibility of quality healthcare and bring about improvement in awareness and health seeking behaviour in various parts of India, enabling a better living, through initiatives such as:

- a) Primary, secondary and tertiary care facilities
- b) Conducting need based health camps and providing consultation, medicines etc.
- c) Working on maternal and child health
- d) Behavioural change for improved mother and child health
- e) Improving healthcare delivery through innovative outreach programmes
- f) Working for the visually impaired
- g) Working in the areas of Communicable and non-communicable diseases
- h) Using technology for training, competency evaluation and clinical decision support for medical professionals with a view to improve quality of healthcare

### **3. Education**

To work on several educational initiatives to provide quality education, training, skill enhancement for **improving** the quality of **living** and **livelihood**. Initiatives are aimed at:

- a) Promoting primary and secondary education
- b) Enabling higher education through merit cum means scholarships, including for differently abled across the country.
- c) Using sports as a tool for development of students in both urban and rural settings
- d) Promoting higher education including setting up and supporting universities

- e) Skill development and vocational training

#### **4. Environment**

To enable enhanced livelihood and quality of life, promote environment sustainability through various initiatives for:

- a) Ecological sustainability
- b) Promoting biodiversity
- c) Conservation of natural resources
- d) Maintaining quality of soil, air and water
- e) Promoting renewable energy
- f) Developing gardens and river fronts

#### **5. Protection of national heritage, art and culture**

To work towards preserving the rich heritage, arts and culture of India for its future generation and make conscious efforts to ensure its continuity and enhance avenues for livelihoods of traditional artisans and craftsmen. Key initiatives include:

- a) Working towards protecting and promoting India's art, culture and heritage through various promotional and developmental projects and programmes.
- b) Support and promotion of artists and craftsman
- c) Promotion and preservation of traditional art and handicraft
- d) Documenting India's rich heritage for the benefit of future generations

#### **6. Disaster Response**

Duroflex Private Limited has a track record of organizing timely relief and rehabilitation of communities affected by natural calamities.

To strengthen efforts in the area of Disaster Response towards establishing Duroflex Private Limited as one of the leading organizations with the capacity to respond in a timely and impactful manner in the affected areas. Key initiatives include:

- a) Building capacities of local communities to respond to disasters

- b) Developing expertise and resources to respond to disaster

## **7. Other Initiatives**

To undertake other need based initiatives in compliance with Schedule VII of the Companies Act, 2013, as amended from time to time.

### **ANNUAL SPENDS/ALLOCATION OF FUNDS ANNUAL SPENDS/ALLOCATION OF FUNDS**

1. The Company would spend not less than 2% of the average Net Profits of the Company made during the three immediately preceding financial years. The surplus arising out of the CSR activity will not be part of business profits of the Company. The Corpus would thus include the 2% of average net profits, as aforesaid, any income arising there from and surplus arising out of CSR activities.
2. The Company may build CSR capacities of its personnel and/or those of its implementing agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.
3. However if the Company ceases to be covered under sub-section (1) of Section 135 of the Act for three financial years, then it shall not be required to, comply with the provisions laid down under sub-section (2) to (5) of the said section, till such time it meets the criteria specified in sub-section (1) of the Act.

### **CSR PLAN**

DPL shall prepare its Annual CSR Plan at the beginning of each Financial Year according to the availability of resources, on recommendation of the CSR Committee and approval of the Board.

The CSR activities (Projects / Programmes) which DPL plans to undertake shall be the activities falling within the purview of Schedule VII of the Companies Act, 2013 as amended from time to time and does not include the activities undertaken in pursuance of normal course of business of the company.

The Projects, programs or activities to be undertaken by the Company pursuant to the Policy, along

with modalities of execution are outlined in Annexure-I attached hereto.

## CSR COMMITTEE

CSR Committee which will be ultimately responsible for the CSR projects undertaken will report to Board.

Members of CSR Committee shall be:

- a. Mr. Mathew Chandy
- b. Mr. Mathew George
- c. Mr. Jacob Joseph George

Company Secretary of the Company shall act as Secretary to CSR Committee Responsibilities

1. Formulate and update our CSR policy, to be approved by the Board
2. Suggest areas of intervention to the Board
3. Approve projects that are in line with the CSR Policy
4. Put monitoring mechanism in place to track the progress of each project
5. Recommend the CSR expenditure to the Board who will approve it.

## MODE OF IMPLEMENTATION

- a. CSR programs, projects or activities, will be implemented through one or more of the following methods:
  - i) Directly by the Company;
  - ii) Any other Registered Trust, Society or Section 8 Company (i.e. Company registered under Section 8 of the Companies Act, 2013) with an established track record of at least three years in carrying on activities in related areas and duly approved by the CSR Committee;
  - iii) In collaboration with other organizations
- b. The allocated CSR budget or Corpus will be utilized for CSR activities undertaken within India, which are not:
  - i. exclusively for the benefit of employees of the Company or their family members; or
  - ii. Undertaken in pursuance of normal course of business of the Company

## IMPLEMENTATION STRATEGY

- i) The time period for implementation of the programme will depend on its nature, extent of coverage and the intended impact of the programme.
- ii) CSR Programs shall be implemented with active participation of the local community, wherever possible, and in consultation with the State Government for policy and strategic purposes and local administration at village, block and district levels for operational purposes, wherever applicable. These implementations will also be synergized with the initiatives undertaken by the State Government, District Administration, Local Administration as well as Central Government Departments.
- iii) While all CSR programs will be focused in India, the Company shall give preference to the local areas
- iv) While identifying long term programmes, all possible efforts shall be made to define the following:
  - a) Programme objectives
  - b) Baseline survey- It would give the basis on which the outcome of the programme would be measured.
  - c) Implementation schedules - Timelines for milestones of the programme.
  - d) Responsibilities and authorities
  - e) Major results expected and measurable outcome.

## **POWERS FOR APPROVAL**

1. Corporate Social Responsibility Committee (CSR Committee) of the Board shall formulate and recommend to the Board a CSR policy of the Company for a Financial Year including the amount of expenditure to be incurred on CSR programs, projects and activities.
2. The Board shall, after taking into account the recommendations made by the CSR Committee, consider and approve the CSR Policy as it may consider appropriate.
3. The Board of Directors of the Company shall ensure that Company spends the requisite amounts specified under the Companies Act, 2013 on CSR activities failing which it shall specify in its report the reason for not spending the amount.
4. The Board or CSR Committee shall delegate necessary powers for execution and implementation of the CSR Policy. The delegation shall also include powers for meeting the requirements arising out of immediate & urgent situations

## MEASURING AND REPORTING OUTCOMES AND IMPACT

Duroflex Private Limited aim to focus on outcome and impact measurement in multiple ways by measuring change in the lives of the communities that it engages with. The Duroflex team, comprising in-house team of experts, to continue to play a critical role in routine monitoring and analysis of the different parameters that represent the programmes through:

- a) Impact assessment studies
- b) Routine program monitoring to track key operational strategies
- c) Focus on beneficiary acceptance and course correction
- d) Efficient information systems towards developing solutions for collecting, collating, storing, processing and transmitting information

The knowledge generated from different studies to be used for supporting the advocacy cause of development issues to positively influence the evidence based decision making process in development sector.

Duroflex Private Limited continuously strengthen its existing systems and processes to capture the impact (social/economic and developmental) through its various initiatives across multiple mediums. Periodic reports of CSR initiatives to be presented before the Corporate Social Responsibility Committee and Board of Directors of the company.

## GOVERNANCE

Duroflex Private Limited, Board of Directors have formed a CSR Committee. This committee will be responsible for the decision making with respect to CSR policy. CSR Committee recommended the policy to DPL Board of Directors and the Board of Directors have approved this policy. The Board level Committee to meet at least two times to review the implementation of CSR projects/ programs and give suitable direction

### ***Corporate social responsibility committee shall:***

To ensure effective implementation of the CSR programmes, the Company shall put in place, suitable monitoring mechanism.

- i) The progress of CSR programmes under implementation will be reported to the Chairman, CSR Committee on quarterly basis.
- ii) CSR Committee shall periodically monitor the progress of CSR projects, programs and activities incorporated in the CSR Policy and shall hold review meetings at least twice in a year.

- iii) CSR Policy will be displayed on the Company's corporate website.
- iv) An Annual report on CSR containing the particulars as prescribed under the Companies (Corporate Social responsibility Policy) Rules, 2014 shall form part of Annual Report of the Company.

## AMENDMENT POLICY

The Board of Directors on its own and/or on the recommendation of CSR committee can amend its policy as and when required deemed fit. Any or all provisions of CSR Policy would be subjected to revision/amendment in accordance with the regulations on the subject as may be issued from relevant statutory authorities, from time to time