

# **INDIA INTERNATIONAL HOUSE LTD.**

**CIN : U74899DL1995PLC068503**

A-6/1&2, Site –IV, Industrial Area, Sahibabad, Dist. Ghaziabad (U.P.) INDIA

Regd. Office: 02<sup>nd</sup> Floor, B-1, MMTC, Local Shopping Complex,

Opposite Aurobindo College, Malviya Nagar, New Delhi – 110017

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## ***INDIA INTERNATIONAL HOUSE LIMITED***

### **Corporate Social Responsibility (CSR) Policy**



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## Introduction

### 1. Context

As our company is one of the leader in manufacturer and exporter of finished metal products. Our presence in USA, UK, Australia & Africa continent. Through continual development of our manufacturing & sourcing capabilities, our ongoing investment in modern machinery and product development programs, our company strives to become the best and largest global supplier of finished metal products.

While India International House Limited continues to works towards the upliftment of the society. As we inform the Corporate Social Responsibility has always been on its agenda. Further pursuant to Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 every Company having net worth of Rs. 500 Crore or more or turnover of Rs. 1,000 Crore or more or net profit of Rs. 5 Crore or more shall constitute Corporate Social Responsibility Committee ('CSR Committee') and the CSR Committee shall formulate and recommend Policy.

The CSR Committee so constituted formulated Policy on Corporate Social Responsibility (CSR Policy) and recommended the same to the Board of Directors of the Company ('Board') for its approval. The Board vide its resolution dated 06.09.2019 approved and adopted the CSR Policy with immediate effect.

### 1.1. Objectives of the Policy

This Policy shall be read in line with Section 135 of the Companies Act 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and such other rules, regulations, circulars, and notifications (collectively referred hereinafter as 'Regulations') as may be applicable and as amended from time to time and will, inter-alia, provide for the following:

- To develop a long term vision and strategy for CSR objectives.
- Establish relevance of potential CSR activities to core business areas and create an overview of the activities to be undertaken in line with schedule VII of the Companies Act, 2013.



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- Establish process and mechanism for the implantation and monitoring of CSR activities.
- Establishing a guideline for compliance with the provisions of Regulations to dedicate a percentage of Company's profits for social projects.
- Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting.
- Creating opportunities for employees to participate in socially responsible initiatives.

## 1.2. Definitions

In this Policy unless the context otherwise requires:

(a) 'Act' means Companies' Act, 2013;

(b) 'Corporate Social Responsibility' means Corporate Social Responsibility (CSR) as defined in Section 135 of the Companies Act 2013 and Companies Corporate Social Responsibility Policy) Rules 2014;

(c) 'Ministry' means the Ministry of Corporate Affairs

(d) 'Net Profit' means net profit as defined in Section 135 of the Companies Act 2013 and Companies Corporate Social Responsibility Policy) Rules 2014 as set out below:.

Net Profit as per financial statements prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely:

(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

(e) Words and expressions used in this CSR Policy and not defined herein but defined in the Act shall have the meaning respectively assigned to them in the Act.

## 1.3. CSR Activities

The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged by one or more of the following focus areas as notified under Section 135 of the Companies' Act 2013 and Companies (Corporate Social Responsibility Policy) Rules 2014.

CSR activities shall be undertaken as projects, programs of activities (either new or ongoing) excluding activities undertaken in pursuance of the normal course of business of the Company.



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## 1.4. The Geographic reach

The Act provides that the Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for Corporate Social Responsibility. The Company will thus give preference to conducting CSR activities in the state of NCT of Delhi and such other state(s) in India wherein the Company has/will have its operations. However, the Committee may identify such areas other than stated above, as it may deem fit, and recommend it to the Board for undertaking CSR activities.

## 1.5. Annual spends/Allocation of Funds

- 1.5.1 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.
- 1.5.2 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.
- 1.5.3 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.

## 2. CSR Committee

### 2.1 Guiding Principles for constitution of CSR Committee

The CSR Committee will consist at least three directors.

The Committee will meet at least two times in a year to discuss and review CSR activities and Policy. A quorum of two members is required to be present for the proceedings to take place. Such other meetings of the Committee can be convened as and when deemed appropriate. The Committee shall have the authority to call such employee(s), senior official(s) and/or externals, as it deems fit. The Company Secretary shall act as Secretary to the Committee.



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## 2.2 Committee Members

The Members of the Committee are as follows:

Sl. No.	Names	Member
1.	Mr. Sudhish Kumar Gupta	Chairman
2.	Mr. Abhishek Gupta	Member
3.	Mrs Anita Gupta	Member

- ❖ Mr. Sudhish Kumar Gupta is the Chairman of the CSR Committee.
- ❖ Mr. Surender Gupta has become the member of CSR committee in place of Mrs. Anita Gupta as she has resigned from directorship.

## 2.3 Duties and Responsibilities of CSR Committee:

- The Committee shall annually review the CSR Policy and associated frameworks, processes and practices of the Company and make appropriate recommendations to the Board.
- The Committee shall ensure that the Company is taking the appropriate measures to undertake and implement CSR projects successfully and shall monitor the CSR Policy from time to time.
- The Committee shall identify the areas of CSR activities and recommend the amount of expenditure to be incurred on such activities.
- The Committee will coordinate with the Foundation or such other agency for implementing programs and executing initiatives as per CSR policy and shall review the performance of the Foundation or such other agency periodically.
- The Committee may form and delegate authority to subcommittees when appropriate.
- The Committee shall regularly report to the Board.
- The Committee shall review the policy annually and recommend any changes to the Board for approval.



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## 2.4 Scope and Functions of CSR Committee

The functions of CSR Committee will, inter-alia, include the following:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII.
- Recommend the amount of expenditure to be incurred on the activities.
- Monitor the Corporate Social Responsibility Policy of the company from time to time.
- Prepare a transparent monitoring mechanism for ensuring implementation of the projects / programmes / activities proposed to be undertaken by the company.

### 2.4.1 Notified CSR Activities

The Committee may notify any activity which had mentioned in schedule VII of the Companies Act, 2013 for implantation as CSR activity:

### 2.4.2 Ancillary Activities:

- i. To publicize the CSR Policy and initiatives org-wide, especially through mailers, screensaver and Policy documentation and upload(s) on website.
- ii. To plan and carry out workshops to increase employee awareness on various projects and initiatives.
- iii. Such other activities as directed by the Board of Directors of the Company and/or as deemed appropriate and expedient by the Committee for the furtherance of CSR objectives of the Company, in pursuance with the Regulations.

### 2.4.3 Transparent Monitoring Mechanism

The CSR Committee shall prepare a transparent monitoring mechanism for ensuring implementation of the projects / programmes / activities proposed to be undertaken by the Company.

The CSR Committee shall have the authority to obtain professional advice from external sources and have full access to information contained in the records of the Company as well as the powers to call any employee / external consultant or such other person(s) and



for such purpose as may be deemed expedient for the purpose of accomplishments of overall CSR objectives laid down under the Act.

### 3. Procedure

#### 3.1 Funding

1. As per the Regulations the Company will set aside, for annual CSR activities, an amount equal to 2% of the average Net Profits of the Company made during the three immediately preceding financial years. Any unutilized CSR allocation of a particular year, will be carried forward to the following year, i.e. the CSR budget will be non-lapsable in nature.

Provided that all reasonable efforts will be made to ensure that the annual CSR allocation is fully utilized in the respective year. However, if the Company fails to spend such amount, the Board of Directors shall, in its report under clause (o) of sub-section (3) of Section 134 of the Act, shall specify the reasons for not spending the amount.

2. Tax treatment of CSR spend will be in accordance with the Income Tax Act, 1961 as may be notified by Central Board of Direct Taxes (CBDT).

#### 3.2 Planning and Implementation

1. For the purpose of focusing its CSR efforts in a continued and effective, Activities mentioned in **Annexure-I** is identified as a main thrust area, besides other activities permitted under the Regulations.
2. A list of CSR projects/programmes which the Company plans to undertake during the implementation year will be laid down before the Committee at the beginning of each year, specifying modalities of execution in the areas/sectors chosen and implementation schedules for the same.
3. Identification of projects and the executing agency/NGO will be made, inter-alia, by assessing the following:
  - a. Project Objectives
  - b. Baseline survey – As-is and To-be state basis, accordingly the outcome of the project will be measured.
  - c. Implementation schedules – Timelines for milestones of the project will need to be prescribed and agreed upon





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- d. Responsibilities and authorities
  - e. Major results expected and measurable outcome including the expenses/charges ratio as against the actual CSR spend.
4. If the Company decides to set up a Trust or Section 8 Company, or Society or Foundation or any other form of entity operating within India to facilitate implementation of its CSR activities in accordance with its stated CSR Policy, the following shall apply:
    - a. The Company would need to specify the projects/programmes to be undertaken by such an organization, for utilizing funds provided by it;
    - b. The Company shall establish a monitoring mechanism to ensure that the allocation is spent for the intended purpose only;
  5. The Company may also conduct/implement its CSR programmes through Trusts, Societies, or Section 8 companies operating in India, which are not set up by the Company itself, herein collectively referred to as 'CSR Partner' or 'CSR Partner(s)'.
  6. Such spends may be included as part of its prescribed CSR spend only if such organizations have an established track record of at least three years in carrying on activities in related areas.
  7. Company may collaborate or pool resources with other companies to undertake CSR activities within India. Only activities which are not for the benefit of employees of the company or their family members shall be considered as CSR activity.

### **3.3 Projects Partners**

CSR Committee in consultation of the Board of Directors of the Company will identify suitable projects for implementation in line with the objectives of the Company and requirements laid down under the Regulations. These projects would be executed either directly by the Company and/or through CSR Partner(s).

### **3.4 Criterion for CSR Partner(s) and Agreement**

1. While identifying projects, CSR Committee will assess CSR Partner(s) organizations who would execute the projects at the grass root level. At a minimum they need to meet the



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following criteria:

- a. The CSR Partner(s) has a permanent office/address in India;
  - b. The CSR Partner(s) is a Trusts, Societies, or Section 8 Company having an established track record of three years in undertaking similar CSR programs or projects in pursuance with the relevant regulations;
  - c. Possesses a valid income-tax Exemption Certificate
  - d. The antecedents of the CSR Partner are verifiable
  - e. Have requisite framework to report progress/status of the projects on a quarterly basis on agreed parameters
  - f. Maintain a required level of auditable records on the CSR initiatives conducted in conjunction with Aspiring Minds Assessment Private Limited as agreed mutually
3. Once the project/program is approved, Aspiring Minds Assessment Private Limited and the CSR Partner will be required to enter into an agreement as per the standard MOU requirements.

### **3.5. Review and Reporting**

The CSR Committee will review the philanthropic activities of the Company and will provide progress update to the Board of Directors every six months/such other intervals as deemed fit.

The Company will report, in the prescribed format as set out herein as Annexure II, the details of CSR initiatives and activities of the Company in the Directors' Report and on the website of the Company, as required under the Regulations. Such reporting will be done, pertaining to financial year(s) commencing on or after the 1st day of April 2019.

### **4. Monitoring**

1. Appropriate documentation and amendments of the CSR Policy, annual CSR activities, reports on execution by CSR Partner(s) and expenditures will be undertaken on a regular basis and same will be available to the Board of Directors of the Company.
2. Initiatives undertaken on the CSR front will be reported in the Annual Report of the Company.
3. The CSR Committee and persons / entities authorised by it, will conduct due diligence checks on the current projects/partners on a quarterly basis and report anomalies, if any, immediately.



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4. Based on analysis of current projects, carry out roadmap planning for allocation of budget and selection of projects. The same will be done at least once in a financial year.

4. Plan and publish an annual calendar of major events so as strive for maximum participation of stakeholders.

## **5. Amendments to Policy**

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



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## Annexure-I

### List of the activates as per schedule VII

- (i) eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water:
- (ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- (iii) 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;
- (iv) 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;
- (v) 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;
- (vi) measures for the benefit of armed forces veterans, war widows and their dependents;
- (vii) training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- (viii) 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 Caste\$, the Scheduled Tribes, other backward classes, minorities and women;
- (ix) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.



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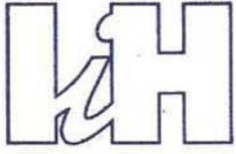
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## **Details of the Corporate Social Responsibility (CSR) projects of the Company**

CSR Committee in consultation of the Board of Directors of the Company will identify suitable projects for implementation in line with the objectives of the Company and requirements laid down under the Regulations. These projects would be executed either directly by the Company or through various trusts and organizations which are active in relevant fields. CSR activities shall be undertaken as projects, programs of activities (either new or ongoing) excluding activities undertaken in pursuance of the normal course of business of the Company.

Following are the list of projects which are currently undertaken in the overall scope and objectives of CSR policy. Projects may be added, or existing projects may be modified based on ground level needs while remaining within the overall scope of CSR policy. Estimated expenditure for the year is targeted to be approximately 2% of the net profit of the company. Any significant change will be periodically reviewed in consultation with CSR committee.

- (i) eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- (ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- (iii) 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;
- (iv) 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;
- (v) 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;



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- (vi) measures for the benefit of armed forces veterans, war widows and their dependents;
- (vii) training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- (viii) 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 Caste\$, the Scheduled Tribes, other backward classes, minorities and women;
- (ix) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.

## **Composition of CSR Committee**

Composition of Corporate Social Responsibility Committee

<b>Sr. No</b>	<b>Name of the Committee Members</b>	<b>Designation</b>	<b>Category</b>
1.	Mr. Sudhish Kumar Gupta	Member	Managing Director
2.	Mr. Abhishek Gupta	Member	Director
3.	Mr. Surender Gupta	Member	Director