

## Policy on Corporate Social Responsibility

### Introduction

Corporate Social Responsibility ["CSR"] has been defined by different people giving it a varied dimension. However, one can define CSR as the way a company manages its businesses to produce an overall positive impact on society through economic, environmental and social actions as its business depends on long term prosperity of the society.

Companies Act' 2013 ['Act'] is a legislation which officially embarked on one of the world's largest experiments on introducing the concept of CSR as mandatory provision. With introduction of the new Act' there is a statutory obligation for the Corporates to take initiatives towards, Social, Environmental and Economic responsibilities. The initiatives taken have to be reported to the Company and other Stakeholders appropriately.

Section 135 of the Act provides for the applicability of CSR provisions on Corporates. Sub-section (1) of the section lays down that every Company having

- Net worth of Rs. 500 cr. or more; or
- Turnover of Rs. 1,000 cr. or more; or
- Net profit of Rs. 5 cr.

during any financial year shall be required to constitute a CSR Committee of the Board which shall inter alia formulate and recommend to the Board a CSR policy which would indicate the activities to be undertaken as specified in Schedule VII of the Act. Further, sub-section (5) of Section 135 of the Act lays down that every company to which the provisions of this section applies shall spend in every financial year at least two percent of the average net profits of the Company made during the three immediate preceding financial years in approved CSR programmes.

### Definitions

In this policy, unless the context otherwise requires,

- a. 'Act' means the Companies Act, 2013
- b. 'Annexure' means the Annexure appended to this policy statement
- c. 'Average Net Profit' means average net profit of the Company calculated as per provisions of section 198 of the Act.
- d. 'Board' means Board of Directors of B&A Packaging India Ltd
- e. 'Company' means B&A Packaging India Ltd
- f. 'CSR Committee' means the Corporate Social Responsibility Committee of the Board as constituted under section 135 of the Act.
- g. 'Corporate Social Responsibility or CSR' means and includes but is not limited to the projects or programmes relating to the activities undertaken by the Board of Directors of B&A Packaging India Ltd in pursuance of the recommendations of the CSR Committee as per declared CSR policy of the company subject to the conditions that such policy will cover subjects enumerated in Schedule VII of the Act'.

### **The Philosophy:**

The CSR policy introduced by the Company is driven by the core value of inclusion. The policy ensures the developmental activities undertaken are primarily accessible to the most marginalized segments of the society and aimed to benefit the section located in and around its local area of operation. Further the CSR programmes will be in conjugation with the following four core elements of governance that the Company has been practicing:

- Care for Stakeholders
- Ethical Functioning
- Respect for Worker's Right and Welfare
- Respect for Environment

### **CSR Committee**

The Board in its meeting held on 22<sup>nd</sup> June 2017 has constituted CSR Committee of Directors under Chairmanship of Mr. Amit Chowdhuri, an Independent Director. The other members of the Committee are Mr. Anjan Ghosh, Independent Director and Mr. Somnath Chatterjee, Whole Time Director. The CSR Committee can form such sub-committees consisting of executives of the Company or external Consultants as it deem fit to implement the CSR initiatives. The functions of the CSR Committee are:

- To formulate and recommend to the Board, a CSR Policy and any subsequent amendments which would indicate the activities to be undertaken as specified in Schedule VII of the Act.
- To recommend the amount of the expenditure to be incurred on the activities undertaken in pursuance of this CSR Policy.
- To institute a transparent monitor mechanism for implementation of the CSR projects or programmes or activities undertaken by the Company.

### **Board's Role in CSR**

The Board will be responsible for the following activities connected with CSR:

- To approve the CSR Policy after taking into account the recommendations made by CSR Committee.
- To ensure that the activities that are included in the CSR Policy are undertaken by the Company and are in accordance with Schedule VII of the Act.
- To ensure that the Company spends every year at least 2% of average net profits for the last three financial years. .

### **Projects**

The Company will pursue a corporate strategy that enables achievement of simultaneous goals of 'Shareholder's value enhancement' and 'Societal value creation' in a mutually reinforcing and synergistic manner while choosing and implementing the CSR projects. It will also undertake fewer CSR programmes primarily in the economic vicinity of its local area of operation with a view to ensure larger impact and long term sustainability of intervention. The subjects under which the CSR projects will be undertaken is appended as Annexure A to this policy.

B & A Packaging India Ltd.

### **Communication**

The Policy will be communicated to all concerned by publishing it in the webpage of the Company.

### **Amendments**

Any provision of the CSR Policy will be subject to revision/amendment in accordance with the Act, its rules and regulations as may be prescribed by the Central Government from time to time.

The CSR Committee reserves the right to modify, cancel, add, or amend this policy wholly or partially subject to the approval of the Board.

### **Withdrawal**

In the event the Company ceases to be covered under subsection (1) of section 135 of the Act for three consecutive financial years, it will not be required

- To constitute a CSR Committee or hold any meeting of such Committee
- To adhere to the provisions of this policy
- To spend on CSR such amounts as required under subsection (5) of section 135 of the Act.

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