

Mantora Oil Products Private Limited

**CORPORATE SOCIAL RESPONSIBILITY
POLICY**

REGD. OFF: 16, Tara Chand Dutta Street, Kolkata - 700073

CORPORATE OFF: 26/49, Birhana Road, Kanpur - 208001

CIN: U15141WB1984PTC096678

EMAIL ID: mantoraoil10@gmail.com

This Corporate Social Responsibility Policy (“the CSR Policy”) has been framed by *Mantora Oil Products Private Limited* (the Company) in accordance with Section 135, Schedule VII of the Companies Act, 2013 and CSR Rules issued by the Ministry of Corporate Affairs on February 27, 2014.

The Company is committed not just to profits, but also towards leaving a deeper imprint on the society as a whole. We understand that there is a need to strike a balance between the overall objectives of achieving corporate excellence vis-à-vis company responsibilities towards the community.

Vision Statement, Objective and Applicability

The CSR Policy sets out our commitment to ensuring that our activities extend beyond business and includes initiatives and endeavours for the benefit and development of the community and society. The objective of the policy is to actively contribute to the social, environmental and economic development of the society in which we operate.

Notwithstanding anything to the contrary contained in this CSR Policy but subject to applicable law, in the event that the Company fails to meet the thresholds set out under Section 135(1) of the Act for three consecutive financial years, it shall not be required to:

- (i) Constitute/maintain the CSR Committee; and
- (ii) Comply with the provisions of this CSR Policy till such time as it again meets the criteria specified in Section 135(1) of the Act.

Definitions

“Associate Company” in relation to another company, means a company in which that other company has a significant influence, but which is not a subsidiary company of the company having such influence and includes a joint venture company.

Explanation: Significant influence means control of at least 20% of total share capital or of business decisions under an agreement.

“Average Net Profit” means profit calculated as per Section 198 of the Companies Act, 2013.

“Board” means the Board of Directors of the Company.

“Board’s Report” shall mean report of the Board of Directors prepared in accordance with Section 134(3) of the Companies Act, 2013.

“Company” means MANTORA OIL PRODUCTS PRIVATE LIMITED

“CSR” means Corporate Social Responsibility

“CSR activities” means the activities or projects or programmes as recommended by the CSR Committee and approved by the Board, undertaken by the Company from time to time in any one or more of the areas falling under the Schedule VI to the Companies Act, 2013.

“CSR Committee” means the Committee of the Board constituted under Section 135 of the Act for the purpose of administration of CSR activities, supervising the adherence of this CSR Policy and the matter incidental thereto.

“CSR Policy” means the Corporate Social Responsibility Policy as set out herein and as amended or modified from time to time.

“CSR Rules” means Companies (Corporate Social Responsibility) Rules, 2014, as amended from time to time

“Net Profit” 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 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 provision of Section 135 of the Act.

“Trust” means a public charitable trust registered under Indian Trusts Act, 1882 or any other applicable law in India.

Any term not defined above, shall have the meaning assigned to it under the Act or CSR Rules.

CSR Activities

- (i) The Company shall undertake the activities as recommended by the CSR Committee and approved by the Board in accordance with the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII and Companies (CSR Policy) Rules, 2014.
 - a. 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.

- b. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- c. 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.
- d. 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].
- e. 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;
- f. Measures for the benefit of armed forces veterans, war widows and their dependents,
- g. Training to promote rural sports, nationally recognized sports, paralympic sports and olympic sports
- h. 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 government for socio economic development and relief and welfare of the schedule caste,the Scheduled tribes, other backward classes, minorities and women;
- i. (a) 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
(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under 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 Organization (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)
- j. Rural development projects

k. Slum area development.

l. Disaster management, including relief, rehabilitation and reconstruction activities.

Explanation.- For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

- (ii) The CSR activities will be carried out in a manner that the preference is to undertake the CSR activities in and around the local areas where the Company operates.
- (iii) Based on the scope of activities set out above, the CSR Committee shall provide recommendations to the Board with respect to specific CSR activities that may be undertaken by the Company
- (iv) The Board shall ensure that appropriate designated staff or personnel provide adequate assistance to the CSR Committee to enable it to make necessary recommendations to the Board. For this purpose, the CSR Committee may also approach external consultants for necessary assistance as it may deem fit at such costs as may be approved by the Board
- (v) Based on the recommendations of the CSR Committee, the Board shall approve the CSR activities of the Company for a given financial year.
- (vi) Subject to the provisions of Section 135(5) of the Act, the CSR projects or programs or activities undertaken in India only shall qualify for CSR expenditure.
- (vii) The CSR programs or projects or activities that benefit only the employees of the Company and their families shall not be considered as CSR activities in accordance with the Act.
- (viii) Contribution of any amount directly or indirectly to any political party under Section 182 of the Act shall not be considered as CSR activity.

CSR Expenditure

- As per the provisions of the Companies Act, 2013, the Board shall ensure that the Company spends in every financial year, atleast 2% of the average net profits of the Company made during the three immediately preceding financial years.
- The CSR Committee shall recommend the manner in which the CSR expenditure shall be incurred in a year, in accordance with the Act and the Rules and the CSR Policy.
- CSR Expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board on the recommendation of its 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.

- Any surplus arising out of the CSR activities shall not form part of the business profit of the Company and may only be re-allocated to the CSR activities being undertaken in terms of this CSR Policy and the annual action plan for the financial year in which such surplus has arisen

Corporate Social Responsibility Committee

- The CSR Committee shall be responsible for providing recommendations to the Board with respect to CSR activities that may be undertaken by the Company in accordance with the CSR Policy as well as the Act and the CSR Rules.
- Without prejudice to the generality of the following, the CSR Committee shall be responsible for the following activities:
 - (i) Formulating and recommending CSR activities to the board of directors;
 - (ii) Recommend amount of expenditure;
 - (iii) Monitor CSR policy of the company; and
 - (iv) Formulate 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 utilization 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.
- The CSR Committee shall consist of three directors of the Company. The number of members of the CSR Committee and their powers and functions can be specified, varied, altered or modified from time to time by the Board, subject to the provisions of the applicable law.
- The CSR Committee shall hold meetings which shall be attended by minimum of two members of the Committee. The meetings shall be held at the registered office or at any other place as may be agreed by the members of the Committee.
- No member of the Committee shall be personally liable for any decision or any action taken in good faith with respect to the CSR Policy.

Identification of Activities/Projects

Out of the approved CSR activities, the Committee shall decide which activity/project should be given priority for the respective financial year. While arriving at the decision of the activity to

be undertaken for the respective year, the Committee shall analyse the basic need of the community/ area in which Organisation operates or at the place where its registered office is situated. The Committee shall record its findings and prioritized the CSR activities.

Implementation of CSR Policy

The Board shall be responsible for implementing the mandate of the CSR Policy and shall ensure that the CSR activities are carried out in accordance with the CSR Policy read with the Act and CSR Rules and the annual action plan formulated and recommended by the CSR Committee.

MODE OF IMPLEMENTATION: The CSR activities may be undertaken by the Company directly or with prior approval of the Board, through any of the following entities as “Implementation Agency” being duly registered with the Central Government and have a unique CSR Registration Number:

- (i) Company established under Section 8 of Indian Companies Act, 2013, or Trust, or Society registered under Section 12-A and 80-G of the Income Tax Act, 1961, being established by the Company, either singly or along with any other company;
- (ii) Companies established under Section 8 of Indian Companies Act, 2013, or Trust, or Society being established by (Indian) Central Government or (Indian) State Government;
- (iii) Companies established under Section 8 of Indian Companies Act, 2013, or Trust, or Society registered under Section 12-A and 80-G of the (Indian) Income Tax Act, 1961 and having an established track record of at least three years in undertaking similar CSR activities; or
- (iv) Any entity established under an act of (Indian) Parliament or a (Indian) State Legislature.

The Company shall conduct due diligence prior to selection of an entity as its implementation agency, to inter alia verify the credentials and ensure that the proposed implementation agency is eligible and capable to be appointed as such.

The 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.

Monitoring by the Board

The Board of Directors shall constantly monitor the implementation of the CSR activities. The CSR Committee shall place a progress report, including detail of expenses, before the Board. The Board shall review the same and suggest recommendation, if any, to the committee with regard to implementation process.

Compliance and Reporting To The Board

The CSR Committee shall maintain proper minutes of all its meetings.

The Board's report of the Company shall include an annual report on CSR containing the particulars set out in Annexure A to this CSR Policy and such other details as may be prescribed from time to time under the Act and the CSR Rules.

In respect of the 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 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) In case of failure to ensure the minimum CSR Expenditure, detailed reasons for the same are adequately disclosed in the Board Report.

Management Commitment

Our Board of Directors, our Management and all of our employees subscribe to the philosophy of compassionate care. We believe and act on an ethos of generosity and compassion, characterized by willingness to build a society that works for everyone. This is the cornerstone of our CSR policy.

Our Corporate Social Responsibility conforms to the relevant section of the Corporate Social Responsibility, Rules made under Companies Act, 2013 and amendment(s) to be made thereto in future.

Annexure A

Annual Report on the CSR activities pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 for the Financial Year 2021-22

1. Brief outline on CSR Policy of the Company:
2. Composition of CSR Committee:

S. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	-	-	-	-
2	-	-	-	-
3	-	-	-	-

Any two Directors shall form the Quorum of the Committee.

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company.
4. Provide the Details of impact assessment of CSR Projects out in pursuance of sub-rule (3) of rule 8 of the companies (Corporate Social responsibility Policy) Rules, 2014 if applicable (attach the report)
5. Details of the amount available for set off in pursuance of Rule 7(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the Financial Year, if any:
6. Average Net Profit / (Net Loss) of the Company as per Section 135(5):

Year(s)	Net Profit
-	-
-	-
-	-
TOTAL	

Average profit before tax of last three years:

- 7.** (a) Two percent of average net profit of the company as per Section 135(5):
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:
 (c) Amount required to be set off for the financial year, if any:
 (d) Total CSR obligation for the financial year (7a+7b-7c):

- 8.** (a) CSR amount spent or unspent for the financial year:

Total amount spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
-	-	-	-	-	-

- (b) Details of CSR amount spent against **ongoing projects** for the financial year:

1	2	3	4	5	6	7	8	9	10	11
Sl. No.	Name of the Project	Item from list of activities in Schedule VII to the	Local area (Yes/No)	Location of the project	Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial year (in Rs.)	Amount transferred to unspent CSR Account for the	Mode of implementation – Direct (Yes/No)	Mode of implementation – Through Implementing Agency

		Act						project as per Section 135(6) (in Rs.)			
				State	District					Name	CSR Registration number
TOTAL											

(c) Details of CSR amount spent against other than **ongoing projects** for the financial year:

1	2	3	4	5	6	7	8	9	10	11	
S . N	Name of the Project	Item from list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project	Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial year (in Rs.)	Amount transferred to unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of implementation – Direct (Yes/No)	Mode of implementation – Through Implementing Agency	
				State	District					Name	CSR

				at	ct						me	Registrar n number
T O T A L												

(d) Amount spent in Administrative Overheads

(e) Amount spent on Impact Assessment, if applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)

(g) Excess amount for set off, if any

S. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per Section 135(5)	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.	Amount remaining to be spent in succeeding financial years (in Rs.)

				Name of the Fund	Amount (in Rs.)	Date of transfer	
	TOTAL						

(b) Details of the CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs.)	Cumulative amount spent at the end of reporting Financial Year (in Rs.)	Status of the project- Completed/Ongoing
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

- (a) Date of creation or acquisition of the capital asset(s).
- (b) Amount of CSR spent for creation or acquisition of capital asset.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5).

**For and on behalf of the Board of Directors of
Mantora Oil Products Private Limited**

**(Chairman & Managing Director)
Chairman- CSR Committee**