

CORPORATE SOCIAL RESPONSIBILITY POLICY
OF
EMERGE GLASS INDIA PRIVATE LIMITED

(Framed under section 135(3)(a) of the Companies Act, 2013)

I. SHORT TITLE

This policy in relation to the Corporate Social Responsibility ("CSR") of Emerge Glass India Private Limited is titled as the "CSR Policy" and shall include any alterations, amendments or modifications hereto from time to time.

II. PHILOSOPHY

Corporate Social Responsibility (CSR) is a public-spirited cause that has been well introduced by the new Companies Act 2013. Through the CSR there is a formation of a dynamic relationship between a company on one hand and the society and environment on the other. CSR is traditionally driven by a moral obligation and philanthropic spirit which resonates with the policy of the Company

III. VISION STATEMENT AND APPLICABILITY

1. Our CSR Policy outlines our dedication to ensuring that our actions go beyond just business operations, encompassing efforts and projects that contribute to the growth and well-being of both the community and society. It establishes the framework for implementing programs focused on social welfare and similar initiatives.

2. This CSR Policy has been created in compliance with the relevant sections of the Companies Act, 2013 ("Act") and the rules established under it.

3. Notwithstanding any provisions in this CSR Policy, and subject to applicable laws, if the Company does not meet the requirements under Section 135(1) of the Act for 3 consecutive financial years, it will no longer be obligated to:

(i) Form/maintain a CSR Committee; and

(ii) Adhere to the provisions of this CSR Policy until it meets the criteria outlined in Section 135(1) of the Act once again.

IV. OBJECTIVE OF THE POLICY

- To ensure that the Company is committed to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interests of all its stakeholders.

- To take up programmes that benefit the communities in and around its work centres and over a period of time, results in enhancing the quality of life of the people in the area of its business operations.
- To generate a community goodwill for the Company and help reinforce a positive and socially responsible image of Company as a good corporate citizen of the Country.

V. DEFINITIONS AND INTERPRETATIONS

For the purposes of this Policy references to the following shall be construed as:

1. "**Board**" means the Board of Directors of the Company.
2. "**Company**" means Emerge Glass India Private Limited.
3. "**Corporate Social Responsibility**" or "**CSR**" or "**CSR Activities**" shall mean the activities intended to be undertaken by the Company in pursuance to the provisions of Companies Act, 2013.
4. "**Corporate Social Responsibility Committee**" or "**CSR Committee**" shall mean a committee of Board of Directors constituted as per the provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.
5. "**Net Profits**" shall mean net profit of the Company as per the financial statements prepared in accordance with the applicable provisions of the Companies Act, 2013 but shall not include the following, namely:
 - a. Any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise; and
 - b. Any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Companies Act, 2013.
6. "**Priority Projects**" shall mean such CSR projects which are selected by the CSR committee to be pursued by the Company in India.
7. "**Administrative Overheads**" means the expenses incurred by the Company for general management and administration of CSR functions but does not include expenses directly incurred for designing, implementation, monitoring, and evaluation of CSR projects/programmes.
8. "**Ongoing Projects**" shall refer to following:
 - a. Multi-year CSR projects or programmes undertaken by the Company not exceeding 3 years and excluding the year of initiation; and
 - b. Project which was not approved as a multi-year project but the duration of which has exceeded beyond one year.
9. "**Non-ongoing Projects**" shall refer to projects or programmes which are expected to be completed in same financial year of initiation.
10. "**Director**" means a member of the Board of the Company

11. "**Society**" means a society registered under the Societies Registration Act, 1860 or any other applicable law in India.

12. "**Trust**" means a public charitable trust registered under the 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 the CSR Rules.

VI. SCOPE

This policy will apply to all projects/programs undertaken by the Company as CSR activities and will be developed, reviewed and updated by reference to the provisions of Companies Act, 2013 and CSR Rules including any statutory modification(s), amendments or re-enactments thereof.

VII. CSR COMMITTEE

1. 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.

2. Without prejudice to the generality of the foregoing, the CSR Committee shall be responsible for the following activities:

(i) Formulating and recommending CSR Policy to the Board of Directors;
(ii) Recommend amount of expenditure to be incurred on CSR activities;
(iii) Monitor CSR policy of the company; and
(iv) Formulate and recommend to the Board of Directors, an 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.

3. The CSR Committee shall consist of at least two or more 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 functions of the CSR committee, wherever required, shall be carried out by the Board of Directors of the Company in case there is no requirement to form the committee as per the Companies Act, 2013.

4. The Committee shall hold meeting as and when required, to discuss various issues on implementation of the CSR Policy of the Company. The CSR Committee shall hold at least two meetings in a financial year. The meetings shall be held at the registered office or at any other place as may be agreed by the members of the Committee.

5. All questions of interpretation or discrepancies which shall arise under, or as a result of, or pursuant to, or in connection with the implementation of the CSR Policy or any initiative or activities undertaken by the Company in terms of the CSR Policy, shall be referred to the CSR Committee for their inputs and the final decision/determination/ interpretation shall rest with the Board.

6. No member of the CSR Committee shall be personally liable for any decision or action taken in good faith with respect to the CSR Policy.

VIII. CSR EXPENDITURE

1. The Company shall spend at least 2% (two percent) of average Net Profits of the Company made during the three immediately preceding financial years in accordance with the Act and the Rules and the CSR Policy.

2. 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.

3. The Board shall be responsible for sanctioning the CSR Expenditure and along with the CSR Committee responsible for taking steps to ensure that the amount for the CSR Expenditure is available for application towards the CSR Activities.

4. 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.

5. In order to count towards CSR Expenditure, CSR Activities must be undertaken in compliance with the applicable laws and shall not include the following:

(i) Activities undertaken in pursuance of normal course of business of the company and any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;

(ii) Contribution of any amount directly or indirectly to any political party under Section 182 of the Act;

(iii) Activities benefitting employees of the company as defined in clause (k) of Section 2 of the Code on Wages, 2019 (29 of 2019);

(iv) Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services; and

(v) Activities carried out for fulfillment of any other statutory obligations under any law in force in India.

(vi) Projects/ activities not falling within Schedule VII (i.e. activities mentioned under CSR initiatives and programs)

6. The Board shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the Company for the financial year.

IX. CSR ACTIVITIES

The Board shall ensure that the CSR Activities that are undertaken by the Company should be within the scope of the following activities:

(i) 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;

(ii) Promoting education, including special education and employment enhancing vocation skills especially among children, woman, 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 centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically back ward groups;

(iv) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, 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;

(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, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

(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 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 social-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;

(ix) 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 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).

(x) Rural development projects;

(xi) Slum area development

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

(xii) Disaster management including relief, rehabilitation and reconstruction activities; and

(xiii) Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.

2. 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.

3. Based on the scope of activities set out in paragraph above, the CSR Committee shall provide recommendations to the Board with respect to specific CSR Activities that may be undertaken by the Company.

4. The Board shall ensure that appropriate designated staff or personnel provide adequate assistance (viz. data collection, survey, quotations and costs involved etc.) 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.

5. The following details of any CSR Activities to be undertaken by the Company shall be presented to the Board by the CSR Committee along with its recommendations:

- (i) The list of CSR projects or programmes to be undertaken in areas or subjects specified in Schedule VII of the Act;
- (ii) The objectives and expected results of the CSR Activity;
- (iii) The relevant sector and the nature of the CSR Activity;
- (iv) The focus area/ location for implementation of the CSR Activity;
- (v) The modalities of utilisation of funds and amount to be allocated towards the CSR Activity;
- (vi) The implementation schedules for the projects or programmes with indicative timelines for completion of the CSR Activity;
- (vii) The manner of execution - whether the CSR Activity should be undertaken by the Implementation Group or any Implementing Agency or in collaboration with any other company;
- (viii) Monitoring and reporting mechanism;
- (ix) details of need and impact assessment, if any, for the projects undertaken by the company; and
- (x) Such other details as it may deem necessary.

6. In case any of the CSR Activities to be undertaken are anticipated to be long term i.e. an ongoing project being of a term of 3 (three) years excluding the financial year in which it was commenced, then a detailed estimate on implementation schedule or milestones should be submitted by the CSR Committee to the Board.

7. Based on the recommendations of the CSR Committee, the Board shall approve the CSR activities of the Company for a given financial year.

X. MONITORING AND EVALUATION MECHANISMS

Monitoring and Evaluation Mechanisms include the following, one or more of which shall be implemented based on the size, quantum and tenure of the CSR programmes:

1. To ensure effective implementation of the CSR programmes undertaken at each work centre, a monitoring mechanism will be put in place by the CSR Committee. The progress of CSR programmes under implementation at work centres, if any, will be reported to corporate office on a regular basis.
2. Feedback would also be obtained and documented from the beneficiaries and influential local leaders by the respective work centres about the programmes, as and when required.

3. Field visits would be conducted by the respective CSR teams to ensure the progress of the programmes at their work centres. The visits would be informed and surprised also.
4. Partners would be required to report narrative as well as financial updates on a quarterly/annual basis in the format mutually decided.
5. The Finance and Accounts Team of the Company in consultation with the CSR Committee would conduct audit of the CSR programmes as and when required. The Finance and Accounts would, from time to time, also assist the respective partners and CSR team of the Company on necessary compliances.
6. Impact Assessment would be conducted on a periodic basis, through CSR team of BIL and independent professional third parties, as may be required, especially on the strategic and high value programmes.

The Board of Directors of the Company shall also monitor the CSR Programmes / Projects in such manner and on such periodicity as may be required by the Act / the Rules.

XI. REPORTING AND RECORD KEEPING

1. The CSR Committee shall maintain proper minutes of all its meetings.
2. The Board's report of the Company shall include an annual report on CSR containing the particulars and such other details as may be prescribed from time to time under the Act and the CSR Rules.
3. 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) 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 and ensure that the unspent amount is transferred as per the provisions of sections 135(5) and 135(6) of the Act.

XII. AMENDMENT

The Board of the Company may, subject to compliance with applicable law, at any time alter, amend or modify the CSR Policy as it deems fit to comply with the statutory obligation of the Company to undertake the CSR Activities.

XIII. CSR PROGRAMMES/PROJECTS

The Company would focus the CSR activities around following thrust areas:

- A. Old age homes, day care homes and such other facilities for senior;
- B. Environmental sustainability, ecological balance, protection of flora and fauna, animal welfare with major focus to the protection and feeding the cow and other dairy producing animals of the region.
- C. Any other program, which the committee shall deem fit.

XIV. IMPLEMENTATION IDENTIFICATION AND SELECTION OF PROGRAMMES

The programmes would be identified as per the requirement in the community/schools, etc. Professional agencies may be engaged in conducting need based assessment in some programmes, wherever required.

XV. PARTNERSHIPS TO IMPLEMENT THE PROGRAMMES

Collaborative Partnerships may be formed with the Government Agencies, the village Panchayats, NGOs and other like-minded stakeholders. This would help widen the Company's reach and leverage upon the collective expertise, wisdom and experience that these partnerships bring to the table.

XVI. CRITERIA FOR IDENTIFYING EXECUTING PARTNERS

In case of programme execution by NGOs/Voluntary organizations the following minimum criteria should be required to be ensured:

1. The NGO / Agency must have a permanent office / address in India.
2. The NGO should be a registered public Trust or a Society having a duly executed Trust Deed / Memorandum of Association.
3. It should have registration Certificates under Section 12A, Section 80G, etc. of the Income Tax Act, 1961, registration under FCRA (wherever mandatory) and other applicable registrations.
4. It should have a Permanent Account Number (PAN).
5. Last 3 years audited statement of accounts.
6. Last 3 years income tax return.
7. Last 3 years FC return (applicable to organizations with FCRA registration).
8. The antecedents of the NGO / Agency are verifiable / subject to confirmation.
9. Should have a team of professional expertise and system to maintain Books of Accounts and to generate necessary Reports on the supported programmes.
10. No tie-up with the Competition of the Company.

Provided that in case of any amendment in the Act / the Rules specifying any criteria for implementing agencies, the same shall be applicable in addition to the above criteria (to the extent applicable). Provided also that the CSR Committee may waive one or more of the above criteria on case to case basis.

XVII. INFORMATION DISSEMINATION

1. Appropriate documentation of the BIL CSR Policy, annual CSR activities, executing partners, and expenditure entailed will be undertaken on a regular basis and the same will be available in the public domain.

2. CSR initiatives of the Company will also be reported in the Annual Report of the Company.

XVIII. GENERAL

- Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, the CSR Rules made thereunder or in any amendment thereto. This Policy shall also be subject to such clarifications and FAQs as may be issued by MCA from time to time.

- In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference should be made to Corporate CSR Department. In all such matters, the interpretation & decision of the CSR Committee shall be final.

- Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from the Government, from time to time.

- The Company reserves the right to modify, cancel, add, or amend any of these Rules.