



CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

1. CONTEXT

Amber Enterprises India Limited (“**Amber**”) has been an early adopter of Corporate Social Responsibility (“**CSR**”) initiatives. Along with a sustainable development growth, environmental protection, the contribution to the society is also a key factor for holistic business growth.



Amber firmly believe that a business can only be successful if we understand our responsibility and accountability towards the environment and society at large in which we function and is committed to maintaining the highest standards of CSR in its business activities.

2. GUIDING PRINCIPLES

Business enterprises are economic organs of society and draw on societal resources, we at Amber believe that a company's performance must be measured by its Triple Bottom Line contribution in building economic, social and environmental capital towards enhancing societal sustainability. In the strategic context of business, enterprises possess, beyond mere financial resources, the transformational capacity to create game-changing development models by unleashing their power of entrepreneurial vitality, innovation and creativity.

Amber believes in line with this belief, the Company will continue crafting unique models to generate livelihoods and create a better society. Such Corporate Social Responsibility (“**CSR**”) projects are far more replicable, scalable and sustainable, with a significant multiplier impact on sustainable livelihood creation and working for a cause of humanity.

The three guiding principles of Amber’s Corporate Social Responsibility policy are:-

Sustainability

Accountability

Transparency

3. OBJECTIVE

- 3.1 This policy shall be called “Policy on Corporate Social Responsibility” (hereinafter referred to as “**Policy**”);
- 3.2 This Policy is framed in accordance with the requirements of Companies Act, 2013 and rules made there under and as amended from time to time (hereinafter referred to as “**Act**”);
- 3.3 This Policy will be effective from 1 April, 2015;
- 3.4 This Policy is adopted by the Board of Directors (defined hereinafter) of the Company (defined hereinafter) to establish the scope, CSR goals of the Company, principles for selection, funding approval, implementation and monitoring of activities as well as formulation of the annual action plan.

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergrouppindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergrouppindia.com



4. DEFINITIONS

- 4.1 **“Board of Directors”** or the **“Board”** shall mean the Board of Directors of the Company, as constituted from time to time;
- 4.2 **“Company”** means Amber Enterprises India Limited;
- 4.3 **“Act”** means the Companies Act, 2013 as amended from time to time
- 4.4 **“CSR Committee”** means Corporate Social Responsibility Committee constituted by the Board pursuant to Section 135 of the Companies Act, 2013 and rules made there under from time to time;
- 4.5 **“CSR Projects/ Activities”** means programmes, projects and activities carried out in this regard that are the subject matter of this Policy and shall include all CSR activities as defined under the Act and CSR Rules from time to time.
- 4.6 **“Annual Action Plan”** means a plan including:-

- (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 as specified in sub-rule (1) of rule 4;
- (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;

- 4.7 **“Administrative Overheads”** means only the expenses incurred by the Company for ‘general management and administration’ of Corporate Social Responsibility functions classified as Administrative overheads.

The expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme specifically excluded.

The administrative overheads not to exceed five percent of total CSR expenditure of the company for the financial year.

- 4.8 **“Activities not considered as CSR”** means

Activities undertaken in pursuance of normal course of business of the Company (except COVID 19 related R & D up to the financial year 2022--23, subject to certain conditions);

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);

Contribution of any amount directly or indirectly to any political party under section 182 of the Act.

Activities that significantly benefit the employees of the Company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergrouppindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergrouppindia.com



Activities supported by the Companies on sponsorship basis for deriving marketing benefits for its products or services;

Activities carried out for fulfillment of any other statutory obligations under any law in force in India;

- 4.9 **“Ongoing Project”** means a multi-year project having timelines not exceeding three years excluding the financial year in which was commenced.

Project that was initially not approved as a multi-year project can be made ongoing by extending the duration beyond one year by the board based on reasonable justification.

CSR Project duration cannot be more than three years.

5. FOCUS AREAS

In accordance with the requirements under the Act, CSR Activities includes the following:

1. **PROMOTING AND PREVENTING HEALTH CARE, SANITATION AND MAKING AVAILABLE SAFE DRINKING WATER :** Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
2. **PROMOTING EDUCATION:** Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects
3. **PROMOTING GENDER EQUALITY AND WOMEN EMPOWERMENT:** 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.
4. **PROMOTING SPORTS:** Construction of Sports Stadium, Training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;
5. **CONTRIBUTION TO PRIME MINISTER’ NATIONAL RELIEF FUND :** 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 Castes, the Scheduled Tribes, other backward classes, minorities and women;
6. **PROMOTING RURAL DEVELOPMENT PROJECTS:** Strengthening rural areas by improving accessibility, housing, drinking water, Sanitation, power and livelihoods, thereby creating sustainable villages.

Every Project to be undertaken by the Company under above said focus area shall be approved by the CSR Committee. For the purpose of carrying out the CSR Projects, preference will be given to the local area and the areas around which the Company operates.

6. UNDERTAKING CSR ACTIVITIES

The Company shall carry out and implement the CSR activities in accordance with the terms of this Policy, either on its own, or through or through suitable arrangements with credible and competent partners, who have an understanding and experience.

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergroupindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergroupindia.com



The CSR Partners / Collaborators could be:

- 6.1 A company, NGO or implementing agency that has expertise/inclination towards areas of focus that align with Amber CSR areas of intervention.
- 6.2 A company established under Section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of Section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company;
- 6.3 Any entity established under an Act of Parliament or a State legislature; or
- 6.4 A registered trust or registered society or through a company registered under Section 8 of the Act, whether established by the Company, a subsidiary of the Company, an Associate Company of the Company or by a third party.
- 6.5 The Company may also collaborate with other companies to undertake projects, programs or CSR activities in such a manner that the CSR Committees of the respective companies are in a position to report separately on such projects or programs in accordance with the Policy and the applicable CSR regulations from time to time in force.

If the Company chooses to carry out the CSR Activities through a registered trust or registered society or a Section 8 company incorporated under the Act, which is established by a third party (“CSR Partner”), guidelines mentioned in this policy are required to be followed in choosing such CSR Partner.

7. LOCATION OF CSR PROJECTS

The Company is presently undertaking its CSR Projects in Dehradun, Jhajjar, Delhi NCR, Rajpura, Ghaziabad and Faridabad and other places which are near to Company's various plants/offices/units.

8. CSR COMMITTEE

The CSR Committee shall comprise three or more directors of which, at least one will be an independent director.

7.1 Composition of Board CSR Committee:-

Ms. Sudha Pillai	:	Chairperson (Independent Director)
Mr. Jasbir Singh	:	Member (Chairman and CEO)
Mr. Daljit Singh	:	Member (Managing Director)
Mr. Arvind Uppal	:	Member (Independent Director)

The Committee may authorize any member or members the job of implementation of the projects approved by the Committee.

7.2 The responsibilities of the Committee include:

- Formulating and recommending to the Board, the Corporate Social Responsibility policy of the Company, including any amendments thereto and monitoring the policy from time to time ;

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergrouppindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergrouppindia.com



- Ensuring that the Corporate Social Responsibility policy includes/ indicates the activities to be undertaken by the Company as specified in Schedule VII of the Act excluding the activities not considered as CSR;
- Identifying corporate social responsibility policy partners and corporate social responsibility policy programmes;

CSR Partner shall be either a registered trust or a registered society under the applicable laws or a company incorporated under Section 8 of the Act with an established track record of 3 years in undertaking activities in the focus areas in which the Company intends to carryout CSR Activities.

The Company shall satisfy itself of the legal, financial and regulatory aspects of the CSR Partner to ensure ability to carry out CSR Activities on behalf of the Company.

The Company shall procure a project report from the shortlisted CSR Partners regarding the course of action that they intend to undertake, if chosen to implement a particular CSR Activity on behalf of the Company.

The Company shall, before executing the projects with CSR Partners, ensure that the specifications for the project or programs to be undertaken through the CSR Partners, the utilization of funds on such projects and programs and the monitoring and reporting mechanism are made clear.

- Recommending the amount of expenditure for the corporate social responsibility activities and the distribution of the same to various corporate social responsibility programmes undertaken by the Company;
- Identifying and appointing the corporate social responsibility team of the Company including corporate social responsibility manager, wherever required;
- Delegating responsibilities to the corporate social responsibility team and supervising proper execution of all delegated responsibilities;
- Assistance to our Board to ensure that our Company spends towards the corporate social responsibility activities in every financial year, such percentage of average net profit/ amount as may be prescribed in the Act;
- Reviewing and monitoring the implementation of corporate social responsibility programmes and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;
- Providing explanation to the Board if our Company fails to spend the prescribed amount within the financial year;
- Providing updates to our Board at regular intervals of six months on the corporate social responsibility activities;
- Regulation of its own proceedings subject to the terms of reference;
- Formulating, Reviewing and recommending an annual action plan in pursuance of the CSR policy to our Board, for the ensuing financial year;

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergroupindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergroupindia.com



- Approval of any project that may come during the year and which is not covered in the corporate social responsibility plan up to such amount as may be prescribed by our Board from time to time; and
- Performing such other duties and functions as the Board may require the corporate social responsibility committee to undertake to promote the corporate social responsibility activities of the Company.

7.3 Frequency of the Meetings of the Committee:

The Committee shall meet at least twice in a year or whenever they desire. Members of the Committee can agree upon mutually, regarding time and place for the said meetings. Quorum for the meeting should be in accordance with Companies Act, 2013. The Members of the Committee may participate in the meeting either in person or through video conferencing or other audio visual means in accordance with the provisions of the Companies Act, 2013 and rules made thereunder from time to time. Other Members of the Senior Management may attend the Committee Meetings as may be appropriate, subject to the approval of the Committee. Minutes of the Committee shall be placed before the Board for noting.

9. ANNUAL ACTION PLAN

The CSR Committee shall formulate and recommend to the Board, an Annual Action Plan in pursuance of its CSR policy.

Annual Action Plan shall comprises of :

- List of CSR Projects approved;
- Manner of execution;
- Modalities of utilisation of funds and implementation schedules;
- Monitoring and reporting mechanism;

On recommendation of CSR Committee Annual Action Plan may be altered by the Board.

10. CSR BUDGET

The total budget to be allocated for the CSR projects or programs relating to CSR activities shall be decided by the CSR Committee on annual basis and recommended to the Board for its approval.

11. CSR EXPENDITURE

The amount to be spent by the Company on CSR projects or programs relating to CSR activities shall be as stipulated under the Companies Act, 2013, as amended from time to time.

[Presently, it is 2% of Average Net Profit Before Tax for last 3 preceding financial years, calculated in accordance with Section 198 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014].

In case the Company fails to spend the budgeted amount in that particular financial year, the Committee shall submit a report in writing to the Board of Directors specifying the reasons for not spending the amount which in turn shall be reported by the Board of Directors in their Directors' Report for that particular financial year.

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergrouppindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergrouppindia.com



Unspent CSR amount, pursuant to any ongoing project, undertaken by a Company in pursuance of its Corporate Social Responsibility Policy, shall be transferred by the Company within a period of thirty days from the end of the financial year to a special account to be opened by the company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the Company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer.

Surplus arising out of the CSR initiatives shall not form part of the business profits of the Company and shall be used in development of the CSR Projects in next financial year and spent in pursuance of CSR policy and annual action plan of the Company.

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

12. TREATMENT OF SURPLUS AMOUNT ARISING FROM CSR ACTIVITIES:

Excess amount incurred on CSR activities in any financial year may be set off against the requirement to spend under Section 135(5) up to immediately succeeding 3 financial years provided that the excess amount available does not include the surplus arising out of the CSR activities and the Board of Directors pass a Resolution to that effect and such other conditions as may be prescribed under the Rules.

13. PRINCIPLES FOR SELECTION, IMPLEMENTATION AND MONITORING OF CSR ACTIVITIES

- 13.1 Funding shall mean the disbursements that are to be made to any organization(s) /project (s) pursuant to this CSR Policy, with the prior approval of the CSR Committee in accordance with the Act and Rules.
- 13.2 The Members of CSR Committee will discuss the matter related to funding and amount of expenditure to be done by the Company on the proposed CSR Projects.
- 13.3 The CSR Projects will be monitored on a continuous basis. The Members of the Committee will regularly report to the Board on all significant matters it has addressed and with respect to such other matters that are within its responsibilities.

14. IMPACT ASSESSMENT

The Company shall undertake Impact Assessment through an independent agency of its CSR projects, as and when applicable, in pursuance of CSR Rules, as amended from time to time. The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR. The expenditure on impact assessment for a financial year shall not exceed 2% of the total CSR expenditure for that financial year or Rs. 50 Lakh, whichever is higher.

15. REPORTS

The Board of Directors alongwith the Chief Financial Officer of the Company and the Company Secretary and Compliance Officer of the Company shall assist the CSR Committee to prepare reports that are required to be placed before the Board in the format prescribed under the Companies Act, 2013 and the Rules in respect thereof.

16. DISCLOSURE & DISPLAY ON WEBSITE

As per the CSR Rules, the contents of the CSR Policy and shall be included in the Directors' Report.

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergroupindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergroupindia.com



The Board of Directors of the Company shall mandatorily disclose the composition of the CSR Committee, and CSR Policy and Projects approved by the Board on their website, if any, for public access.

17. RESPONSIBILITY OF THE BOARD AND CFO

- 17.1 Approving the CSR policy as may be recommended by the CSR Committee, subject to necessary changes / modifications as the Board may deem fit.
- 17.2 Approving an annual Action Plan as may be recommended by the CSR Committee.
- 17.3 Ensuring that in each financial year, the Company spends such amounts for CSR as may be prescribed from time to time in activities as may be stipulated in the Companies Act, 2013 read with Schedule VII, as amended from time to time.
- 17.4 Ensuring that the activities included in the CSR Policy are undertaken by the Company.
- 17.5 Satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it;
- 17.6 Monitor the implementation of the project with reference to the approved timelines and year-wise allocation;
- 17.7 To make modifications, if any, for smooth implementation of the project within the overall permissible time period;
- 17.8 CFO or the person responsible for financial management shall certify to the effect.

18. POLICY REVIEW AND AMENDMENT

- 18.1 The Committee shall review its CSR Policy from time to time and make suitable changes as may be required and submit the same for the approval of the Board.
- 18.2 Any changes or modification on the policy as recommended by the CSR Committee would be placed before the Board of Directors of the Company for their approval.
- 18.3 The Board of Directors of the Company may, subject to the applicable law, is entitled to amend, modify, suspend or rescind this policy, at any time.
- 18.4 Any ambiguities, interpretative issues, difficulties will be resolved by the Board of Directors of the Company in line with the broad intent of this policy read with the applicable provisions of the Act, rules and regulations made thereunder.

Amber Enterprises India Limited

CIN : L28910PB1990PLC010265 | Email Id – infoamber@ambergroupindia.com

Corporate Office: Universal Trade Tower, 1st Floor, Sector -49, Sohna Road, Gurgaon -122 018

Regd. Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab

Phone – 0124 3923000 Fax – 0124 -3923016, Website – www.ambergroupindia.com