

O/E/N India Ltd.

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Preamble

O/E/N India Ltd. is committed towards sustainable development and inclusive growth. It would be our endeavour to constantly strive to build strong corporate culture which emphasizes on integrating CSR values with business objective. We recognize that our business activities have wide impact on the societies in which we operate, and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations. An organization makes decisions not only based on financial factors, but also on the social and environmental consequences. Therefore, it is the core corporate responsibility of O/E/N India Ltd. to practice its corporate values through its commitment to grow in a socially and environmentally responsible way, while meeting the interests of its stakeholders. The company endeavours to make CSR a key business process for the social upliftment of the economically challenged.

Purpose

The Key purpose of this policy is to:

- Define what CSR means to us and the approach adopted to achieve our goals
- Define the kind of projects that will come under the ambit of CSR
- Identify broad areas where company will undertake CSR projects
- Serve as a guiding document to help execute and monitor CSR projects
- Elucidate criteria for partner implementation agencies
- Explain the manner in which the surplus from CSR projects will be treated

Policy Statement

The CSR policy of the company intends to focus on addressing critical social, environmental and economic needs of the marginalised/underprivileged sections of the society. The policy outlines the company's responsibility as a corporate citizen, lays down the guidelines and mechanism for undertaking activities for welfare and sustainable development of the community at large.

Scope of CSR activities

As a practice, we classify only those projects that are over and above our normal course of business as CSR projects. This policy shall apply to all CSR activities and initiatives taken up for the benefit of different segments of the society, specifically the deprived, underprivileged and differently abled persons. The scope will be further reviewed and updated as and when needed.

The company would carry out its CSR activities with the overall objective of upliftment of the poor, weak and needy at national level. At the same time, the company would give preference to the local areas around its operational locations in India for spending the amount earmarked for CSR activities.

In accordance with the primary CSR philosophy of the company and the activities specified under the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSR activities of the company will have the following thrust areas:

1. Eradicating hunger, poverty and malnutrition:
 - Provide food, nutrition supplement, clothes etc for the poor, children and other deprived sections of the society
 - Support anganwadi centres and building capacities of anganwadi workers
 - Provide shelter for homeless
 - Promote sanitation, hygiene & make available safe drinking water
 - Promote Health care including Preventive Health care through awareness programmes, health check-ups, provision of medicine & treatment facilities; provide pre natal & post natal healthcare facilities; help prevent female foeticide through awareness creation; conduct program for preventing diseases and building immunity
2. Ensuring environmental sustainability and ecological balance through :
 - Plantation drives in schools, villages, our manufacturing units & offices/business premises and other areas in general
 - Participate in reviving endangered plants, promoting agro-forestry
 - Protect flora & fauna
 - Conservation of natural resources
 - Maintaining quality of soil, air & water
 - Adoption of wastelands to cultivate plants
 - Promoting biodiversity
 - Animal welfare and veterinary services
 - Technical support & Knowhow for improving farming & building capacities of small farmers
 - Promoting alternate energy resources
3. Promotion of education especially among children, women, elderly and the differently abled including:
 - Non-formal education programmes
 - Supporting schools with infrastructure like benches, toilets, potable water, fans etc.
 - Supporting other educational institutions
 - Improving educational facilities in general
 - Supporting children for higher education
 - Employment and livelihood enhancing vocational skills and projects including tailoring, beautician, bee keeping, food processing and preservation, vermin-composting and other Life Skill Training and livelihood enhancement projects
4. Promoting gender equality and empowering women including:
 - Adult literacy for women
 - Promoting and providing credit support to women's self-help and joint liability groups
 - Training in vocations pursued by women
 - Setting up homes for women & orphans
 - Setting up old-age homes & other facilities for senior citizens
 - Setting up hostels for working and student women, day care centres for kids of working women

5. Rural Development Projects.

- Community service for upliftment of tribal and economically backward areas.
- Support tube wells, construction of roads, provide water supply to villages.

6. 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, scheduled tribes, other backward classes, minorities and women

7. Contributions or providing funds to technology incubators located within academic institutions which are approved by the Central Government

8. Other Activities:

- Promotion of Sports with special focus on training for rural sports, nationally recognised sports, Paralympic sports, Olympic sports.
- Welfare for differently disabled persons
- Setting up public libraries
- Reducing inequalities faced by the socially and economically backward groups
- Protection of national heritage, art, culture and handicraft; Restoration of Buildings & sites of historical importance & works of art; Promotion and development of traditional art and handicrafts.
- Welfare of armed forces personnel, war widows and their dependants

9. Incidental Activities.

- Employing people and incurring other costs to carry out aforesaid activities.

Without prejudice to the above, the Board may, if it deems fit, also carry out the following activities:

- To participate in building a healthy community through continuing initiatives in several areas of healthcare, with a focus on mother & child care and HIV/AIDS awareness
- Curative health care, surgery, eye donation camps, blood donation activities, therapy camps, dental camps, cataract camps etc.
- Furtherance and promotion of practice of alternate Indian traditional medical practice such as homeopathy, ayurvedic, siddha, naturopathy and yoga therapies for the benefit of community at large.
- Restoration and beautification of a city, town, village, museum, parks, gardens, public recreation centres etc.
- Disaster management activities and relief to victims of natural calamities.
- Activities relating to irrigation, wells, dams etc. for improving livelihood of farmers and agriculturists.

What is not CSR

CSR activities will not, however, include the following:

- Activities undertaken in pursuance of company's normal course of business
- Activities which benefit only the employees of the company and their families
- Contribution directly or indirectly to any political parties
- Activities undertaken outside the country

CSR Funds

The corpus for the purpose of carrying on the aforesaid activities would include the followings:

- 2% of the average Net Profit made by the Company during immediately preceding three Financial Years.
- Any income arising there from.
- Surplus arising out of CSR activities carried out by the company. Such surplus will not be part of business profit of the company and the same will be ploughed back in to the CSR activities.

Modalities of execution of projects/programmes

- The company has constituted a CSR committee of the Board consisting of Ms. Pamela Anna Mathew, Dr. D. Babu Paul and Mr. Venu Nallur.
- CSR activities as approved by the CSR committee will be undertaken either by the company or through a registered trust/society or through a company established by the company or its holding or subsidiary or associate company under section 8 of the Companies Act 2013. Provided that:
 - i. If such trust, society or company is not established by the company or its holding or subsidiary or associate company, it shall have an established track record of three (3) years in undertaking similar programmes or projects.
 - ii. The company has specified the project or programme to be undertaken through these entities, the modalities of utilisation of funds on such projects and programs and the monitoring and reporting mechanism.
- The company may also collaborate with other companies for undertaking projects or programs 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 prescribed CSR rules.
- The CSR activities shall be implemented by a CSR cell to be set up by the management of the company.
- The CSR cell will be responsible for activities undertaken under CSR policy and shall report at periodic intervals to the CSR committee.
- The process for implementation of CSR program will involve the identification of programs, area of CSR activities, project based approach, time period, cost of the project etc.
- All proposals under CSR activity would be referred to the CSR cell. After evaluation, CSR cell may put forward the proposals of CSR along with their comments to the CSR committee.
- The CSR committee would recommend the proposal of CSR and the amount of expenditure to be incurred on the same to the Board for its approval.

Monitoring

- The administration of the CSR Policy and the execution of identified CSR projects, programmes and activities under it shall be carried out under the overall superintendence and guidance of an internal CSR cell formed for this purpose. The internal CSR cell shall comprise of:
 - i. Ms. Pamela Anna Mathew – Managing Director
 - ii. Mr. Antony Alexander – Chief Operating Officer
 - iii. Mr. Benoy Kurian – Sr. Manager (HRD)
 - iv. Mr. ----- - Welfare Officer
 - v. Mr. P.T.Babu (General Manager)
 - vi. Ms. Padmavathyamma (General Manager)

- The CSR cell will provide regular progress report to the CSR Committee of the Board. This report would indicate:
 - i. Achievement of the year-to-date in terms of coverage compared to the target, plans to overcome shortfalls if any and support required from the CSR Committee/Board to overcome the shortfalls.
 - ii. Actual year-to-date spends compared to the budget and reasons for variance.
 - iii. In respect of activities undertaken through outside Trust/Society/NGO's etc. quarterly report of progress on each such activities and the amount incurred thereon.
- The amount sanctioned for a CSR programme will be released in stages/instalments as per progress, as may be decided by the CSR committee.
- The Board of Directors and CSR committee will review the implementation of CSR programmes on a half yearly basis.
- The amount spent on CSR by the company will be subject to audit.
- CSR policy and initiatives of the company will be reported in the Annual Report of the company in the manner prescribed under the CSR Rules. All CSR projects undertaken by the company would be documented and hosted on the company website also.

General

The CSR Policy referred above is to be read in conjunction with Companies Act, 2013 and Companies (CSR Policy) Rules, 2014.

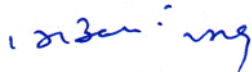
Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from the Government from time to time or as decided by the Board of Directors of the Company.

Signatures:

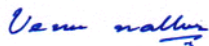
Pamela Anna Mathew



D. Babu Paul



Venu Nallur



(Approved & adopted by the Board at its meeting held on 27th September, 2014)