



# **POLICY ON CORPORATE SOCIAL RESPONSIBILITY**

**“MANGALAM SEEDS LIMITED”**

**Registered Office:**

202, Sampada Complex, B/h. Tulsi Complex,  
Mithakhali Six Roads, Navrangpura, Ahmedabad,  
Gujarat, India- 380009.



## **I. Preface**

In terms of the provisions of section 135 of the Companies Act, 2013 and rules made thereon as amended from time to time and in pursuance of the Company's policy for good Corporate Governance Compliance and disclosure this policy on the CSR adopted by the company.

## **II. Objective**

Corporate Social Responsibility is a way of conducting business which enables creation and distribution of wealth for the betterment of local populace, its stakeholders and society at large, through implementation and integration of ethical systems and sustainable management practices. It is actively contribute to the social and economic development of the communities in which we operate. In so doing build a better, sustainable way of life for the weaker sections of society and raise the country's human development index".

## **III. Definitions**

1. "MSL" Means Mangalam Seeds Limited.
2. "Corporate Social Responsibility Committee" means the Committee constituted by the Board of Directors of "MSL" in accordance with provisions of Section 135 of the Companies Act 2013 and rules made thereon.
3. "Board" means Board of Directors of Mangalam Seeds Limited
4. "Corporate Social Responsibility (CSR)" means and includes but is not limited to (i) Projects or programs relating to activities specified in Schedule VII to the Act or (ii) Projects or programs relating to activities undertaken by the board of directors of company (board) in pursuance of recommendations of the CSR Committee of the Board as per declared CSR Policy of the Company subject to the condition that such policy will cover subjects enumerated in Schedule VII of the Act.



5. “CSR Policy” related to the activities to be undertaken by the company as specified in Schedule VII to the Companies Act 2013 and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of the company.
6. “Net Profit: means the net profit of a company as per its financial statement prepared in accordance with the applicable provision 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 provisions of section 135 of the Act:

Provided that net profit in respect of a financial year for which the relevant financial statements were prepared in accordance with the provisions of the Companies Act, 2013.

#### **IV. Interpretation**

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 as amended from time to time.

#### **V. Constitution**

The Committee shall be comprised of a minimum of three (3) members of the Board.

<b>Sr. No.</b>	<b>Name</b>	<b>Category</b>	<b>Designation in Committee</b>
1	Mafatlal Jethalal Patel	Executive Director	Chairperson
2	Pravinbhai Mafatbhai Patel	Managing Director	Member
3	Riddhi Nimit Shah	Independent Director	Member



### **Membership:**

- The CSR Committee refers to the Committee shall Consist of three or more members along with Chairperson, out of which atleast one director shall be an independent director.
- The term of the office of the member of the Committee shall not exceed his or her term of office as a Director.
- The board of director of the company can at any moment revoke a member's membership to the committee.
- The Committee shall ensure that the Board and senior management are provided with sufficient information to ensure informed decision making.

### **Chairperson:**

- Appointment of Chairperson will be done by Members of Committee.
- If Chairperson is absent then members of the Committee present at the meeting shall choose one of the other members of the Committee to Chair that particular meeting.

### **VI. CSR Activity**

The activities that the Company may undertake shall be (inter alia):

- eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;



- promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- 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;
- 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;
- measures for the benefit of armed forces veterans, war widows and their dependents;
- training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports;
- 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;
- (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 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).]

- rural development projects.
- slum area development.
- disaster management, including relief, rehabilitation and reconstruction activities.]

## **VII. Duties of Committee**

The responsibility of the Committee shall, inter-alia, include the following, namely

- (a) Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII (list of activities are mentioned in Clause VI of this policy);
- (b) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
- (c) Monitor the Corporate Social Responsibility Policy of the company from time to time.



- (d) Ensure that it does not include the activities undertaken in pursuance of normal course of business of a company.
- (e) Ensure that the surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of company.

The Board of Mangalam Seeds Limited shall,

- after taking into account the recommendations made by the Corporate Social Responsibility Committee, approve the Corporate Social Responsibility Policy for the company and disclose contents of such Policy in its report and also place it on the company's website, if any, in such manner as may be prescribed; and
- Ensure that the activities as are included in Corporate Social Responsibility Policy of the company are undertaken by the company.
- Ensure that the company spends, in every financial year, at least two per cent of the average net profits of the company made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy.

### **VIII. Meetings**

- A meeting of the Committee may be called by the Chair of the Committee or by the Chair of the Board or by any two (2) members of the Committee.
- A quorum for meetings shall be two (2) directors present in person or by telephone or other telecommunications device that permits all persons participating in the meeting to speak and hear one another.



- Reasonable notice, preferably (7) days before the meeting, shall be given in writing, by e-mail or by facsimile communication to each member of the Committee, however if all the members of the committee permits, the meeting of the committee shall be called on shorter notice.
- The Agenda and associated material shall be sent to each member of the Committee prior, preferably seven (7) days, to the time for such meeting.
- A director may in any manner waive a notice of meeting, and attendance of a director at the meeting is a waiver of notice of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not properly called.
- The Committee shall have the right to determine who shall and shall not be present at any part of the meetings of the Committee, and may hold in camera sessions.

#### **IX. Minutes and Reporting Responsibilities**

- An outline of material proceedings and deliberations addressed by the Committee, and all recommendations, decisions and directives of the Committee shall be recorded by the Secretary in the minutes of the meeting.
- A draft copy of the minutes of such meeting, approved by the Committee Chair, shall be circulated to the Committee prior to the next Committee meeting where practicable, for approval by the Committee. A Committee member may request that the minutes be revised to include specific deliberations. Following approval of the minutes of the meeting by the Committee as a whole, if substantive revisions have been made to the draft minutes, the minutes approved by the Committee shall be re-circulated to the Committee.





- Approved minutes shall be circulated to the Board prior to the next regular Board meeting.
- A report of the Committee meeting shall be made at the next regular meeting of the Board. Reports to the Board may take the form of an oral or written report by the Chair of the Committee, or any other member of the Committee designated by the Committee to make the report.

### **X. Review of Charter**

This charter is to be reviewed by the Board to ensure it remains consistent with Board's objectives and responsibilities for CSR.

### **XI. Publication of Charter**

A copy of this charter is available at website of company i.e. [www.mangalamseeds.com](http://www.mangalamseeds.com). This charter is to be made available to shareholders of Company upon request.

### **XII. Amendment**

The Company reserves its rights to amend or modify this policy in whole or in part, at any time without assigning any reason whatsoever.

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