



ANUH PHARMA LIMITED

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Corporate Social Responsibility Policy of Anuh Pharma Limited (CSR Policy)



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CSR Policy

1. INTRODUCTION:

This policy, which encompasses the Company's philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community at large, is titled as the '**CSR Policy**'.

This policy shall apply to all CSR initiatives and activities taken up at various units and locations of the Company and its /tie-up/leased units and other places in India as the CSR committee may deem fit, for the benefit of different segments of the society with focus on giving back to the community in which it operates while adding value to the society around it.

2. OBJECTIVE:

The main objective of the CSR Policy is to lay down guidelines for Anuh Pharma Limited (hereinafter referred to as 'the Company') to make CSR as one of the key focus areas to make a positive contribution to society through high impact, sustainable programs.

The objective of the CSR Policy is to:

- (a) ensure an increased commitment at all levels in the organization, to operate its business in an economically, socially & environmentally sustainable manner, while recognizing the interests of all its stakeholders;
- (b) build a community where women and children, orphans, senior citizens and people with disabilities lead a healthy and nourished life, and adopt measures for reducing inequalities faced by socially and economically backward groups;



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- (c) imbibe a socially responsible culture amongst its employees and stakeholders to encourage them to contribute to the CSR goals of Company; and
- (d) directly or indirectly take up such community development programs that benefit the communities in and around its area of operations which over a period of time culminates in inclusive growth and equitable development of the local populace;
- (e) collaborate with local government/bodies/citizen's forums/NGOs having similar goals.

3. CSR COMMITTEE

A) Constitution

Pursuant to the provisions of Section 135 of the Companies Act, 2013, certain class of companies meeting criteria of net worth/turnover/net profit would be required to constitute a Corporate Social Responsibility Committee (CSR Committee) consisting of three or more Directors, out of which at least one Director should be an Independent Director and spend at least 2% of their average net profits of 3 immediate preceding financial years on CSR activities.

B) Powers of the Committee

- a) regulate its affairs in such manner as it may deem fit;
- b) spend funds within the limits authorized by the Board for furtherance of CSR/Charitable Activities as per the CSR Policy;
- c) seek information from any employee/officers;
- d) obtain outside legal or other professional advice;
- e) secure attendance of outsiders with relevant expertise, if it considers necessary; and



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- f) exercise such other powers as may be delegated by the Board from time to time.

C) Frequency of the Meetings

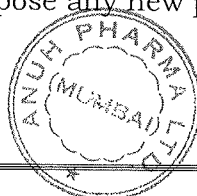
The Committee can hold its Meetings at such places or time or intervals as it may deem fit or as may be prescribed by regulations framed under the Companies Act, 2013.

4. CSR BUDGET

- a) The Committee is empowered to spend on CSR/Charitable activities upto a maximum limit of 2% of average net profits (Profit calculated in accordance with the provisions of section 198 - annexed as “**Annexure - A**”) of the Company of immediately preceding 3 financial years (eligible profits). However, the Committee shall ensure that at least 2% of eligible profits are mandatorily spent on CSR activities specified under Schedule VII of the Companies Act, 2013 and any amendments thereto. The Committee shall seek prior approval from the Board of Directors of the CSR Budget every year.
- b) The Company may build CSR capacities of their own personnel as well as of their Implementing Agencies through Institutions with established track records of at least three financial years but such expenditure shall not exceed 5% (five percent) of the total CSR expenditure of the Company in one financial year.

5. CSR INITIATIVES

- a) In line with Schedule VII, the Companies (Corporate Social Responsibility Policy) Rules, 2014 (CSR Rules) and all other applicable provisions of the Companies Act, 2013, the Company shall undertake CSR activities included in its Annual CSR Plan, as recommended by the CSR Committee at the beginning of each year. The Committee is authorized to approve any modification to the existing Annual CSR Plan or to propose any new program during the financial year under review.



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b) The CSR Committee shall prepare reports that are required to be placed before the Board. The format of the Report shall be the format prescribed under the CSR Rules stated hereunder:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified	Sector in which the Project is covered	Projects or Programs 1) Local Area or other, 2) Specify the State and district where projects or programs was undertaken	Amount outlay (Budget) Project or Programs wise	Amount spent on Projects or Programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative Expenditure up to the reporting period	Amount Spent: Direct or through implementing agency
1							
2							

6. TARGETED SECTORS

The Company proposes to implement its CSR activities in all or some of the sectors stated hereunder:

- Healthcare
- Medical Aid
- Sanitation
- Drinking Water
- Education
- Vocational Skills
- Scholarships
- Environment Sustainability
- Animal Welfare
- Conservation of Natural Resources



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- Contribution to technology incubators located within academic institutions
- Rural Development Projects
- Slum Area Development
- Any other area as may be prescribed by Schedule VII of the Companies Act, 2013 as amended from time to time.

7. GENERAL

- a) In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference to be made to Chairman of the CSR Committee. In all such matters, the interpretation & decision of the Chairman of the CSR Committee shall be final.
- b) 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 under the provisions of Section 135 of the Companies Act, 2013, from time to time.
- c) In the event of any conflict between the provisions of CSR policy and the applicable provisions of the Companies Act, 2013, the provisions of the Companies Act, 2013 shall prevail.
- d) The Company reserves the right to modify, cancel, add, or amend any provisions of this Policy.

By order of the **Corporate Social Responsibility Committee**

J. G. Shah

J. G. Shah
Chairman
(DIN: 00372600)



By order of the Board
For **Anuh Pharma Limited**

Bipin Shah

Bipin Shah
Managing Director
(DIN: 00083244)

Place: Mumbai

Date: Modified on 26th May, 2017

ANNEXURE – A

Section 198 – Calculation of Profits

- (1) In computing the net profits of a company in any financial year for the purpose of section 197, —
- (a) credit shall be given for the sums specified in sub-section (2), and credit shall not be given for those specified in sub-section (3); and
 - (b) the sums specified in sub-section (4) shall be deducted, and those specified in sub-section (5) shall not be deducted.
- (2) In making the computation aforesaid, credit shall be given for the bounties and subsidies received from any Government, or any public authority constituted or authorized in this behalf, by any Government, unless and except in so far as the Central Government otherwise directs.
- (3) In making the computation aforesaid, credit shall not be given for the following sums, namely:—
- (a) profits, by way of premium on shares or debentures of the company, which are issued or sold by the company;
 - (b) profits on sales by the company of forfeited shares;
 - (c) profits of a capital nature including profits from the sale of the undertaking or any of the undertakings of the company or of any part thereof;
 - (d) profits from the sale of any immovable property or fixed assets of a capital nature comprised in the undertaking or any of the undertakings of the company, unless the business of the company consists, whether wholly or partly, of buying and selling any such property or assets:

Provided that where the amount for which any fixed asset is sold exceeds the written-down value thereof, credit shall be given for so much of the excess as is not higher than the difference between the original cost of that fixed asset and its written down value;

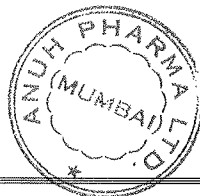


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(e) any change in carrying amount of an asset or of a liability recognised in equity reserves including surplus in profit and loss account on measurement of the asset or the liability at fair value.

(4) In making the computation aforesaid, the following sums shall be deducted, namely:—

- (a) all the usual working charges;
- (b) directors' remuneration;
- (c) bonus or commission paid or payable to any member of the company's staff, or to any engineer, technician or person employed or engaged by the company, whether on a whole-time or on a part-time basis;
- (d) any tax notified by the Central Government as being in the nature of a tax on excess or abnormal profits;
- (e) any tax on business profits imposed for special reasons or in special circumstances and notified by the Central Government in this behalf;
- (f) interest on debentures issued by the company;
- (g) interest on mortgages executed by the company and on loans and advances secured by a charge on its fixed or floating assets;
- (h) interest on unsecured loans and advances;
- (i) expenses on repairs, whether to immovable or to movable property, provided the repairs are not of a capital nature;
- (j) outgoings inclusive of contributions made under section 181;
- (k) depreciation to the extent specified in section 123;
- (l) the excess of expenditure over income, which had arisen in computing the net profits in accordance with this section in any year which begins at or after the commencement of this Act, in so far as such excess has not been deducted in any subsequent year preceding the year in respect of which the net profits have to be ascertained;
- (m) any compensation or damages to be paid in virtue of any legal liability including a liability arising from a breach of contract;
- (n) any sum paid by way of insurance against the risk of meeting any liability such as is referred to in clause (m);
- (o) debts considered bad and written off or adjusted during the year of account.



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(5) In making the computation aforesaid, the following sums shall not be deducted, namely:—

- (a) income-tax and super-tax payable by the company under the Income-tax Act, 1961, or any other tax on the income of the company not falling under clauses (d) and (e) of sub-section (4);
- (b) any compensation, damages or payments made voluntarily, that is to say, otherwise than in virtue of a liability such as is referred to in clause (m) of sub-section (4);
- (c) loss of a capital nature including loss on sale of the undertaking or any of the undertakings of the company or of any part thereof not including any excess of the written-down value of any asset which is sold, discarded, demolished or destroyed over its sale proceeds or its scrap value;
- (d) any change in carrying amount of an asset or of a liability recognised in equity reserves including surplus in profit and loss account on measurement of the asset or the liability at fair value.



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