



Training & Examination Services

## CSR POLICY OF TWI (INDIA) PRIVATE LIMITED

(Approved and adopted by the Board of Directors in its

Meeting held on 12<sup>th</sup> December 2022)

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### Background

At the outset, CSR activities at TWI (India) Private Limited is already in existence for the benefit of the employees and their immediate family members in the areas of extending loan to employees, participation at festivals and best worker award etc.

It is recognized that integrating social, environmental and ethical responsibilities into the governance of businesses ensures the long term success, competitiveness and sustainability.

Further, CSR makes a business sense as companies with effective CSR, have image of socially responsible companies, achieve sustainable growth in their operations in the long run and their products and services are preferred by the customers.

### Objective

The main objective of CSR policy is to make CSR a key business process for sustainable development of the society. TWI (India) Private Limited *will act as a good corporate citizen* and aims at supplementing the role of Government in enhancing the welfare measures of the society within the framework of its policy.

### Measures

In the aforesaid backdrop, policy on CSR of TWI (India) Private Limited is broadly framed taking into account the following measures:

The CSR activities shall be undertaken by TWI (India) Private Limited, as stated in this Policy, as projects or programs or activities (either new or ongoing), excluding activities undertaken in pursuance of its normal course of business.

The CSR activities which are exclusively for the benefit of TWI (India) Private Limited employees or their family members shall not be considered as CSR activity.

TWI (India) Private Limited shall give preference to the local area or areas around it where it operates, for spending the amount earmarked for CSR activities.



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### **Organisational mechanism and responsibilities**

Since the annual CSR Commitment of the Company does not exceed Indian Rupees 50 Lakhs, the Board of TWI (India) Private Limited will discharge all the functions and responsibilities that are envisaged by Section 135 of the Companies Act, 2013 in respect of CSR activities. Hence, a Corporate Social Responsibility Committee is not constituted.

### **Board of Directors and its Role**

(1) The Board shall formulate an annual action plan in pursuance of its CSR policy, which shall include the following, namely:-

(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:

Provided that Board may alter such plan at any time during the financial year, based on the reasonable justification to that effect through Board decisions.

(f) The Board shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year;

(2) Any surplus arising out of the CSR activities shall not form part of the business profit of the company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account of TWI (India) Private Limited if any, and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the relevant financial year.

(3) Whenever the company spends an amount in excess of its CSR requirement, such excess amount may be set off against the requirement to be spend up to immediate succeeding three financial years subject to the conditions that –

(i) the excess amount available for set off shall not include the surplus arising out of the CSR activities,

(ii) the Board of the company shall pass a resolution to that effect.



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(4) The CSR amount may be spent by a company for creation or acquisition of a capital asset, which shall be held by –

(a) a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number under sub-rule (2) of rule 4; or

(b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or

(c) a public authority:

#### **Mode of carrying out CSR activities**

The Board of TWI (India) Private Limited shall decide to undertake its CSR activities, either directly or through a registered trust or a registered society or any registered company/companies established and registered with the regulatory authorities specifically for carrying out CSR activities from time to time pursuant to existing rules.

TWI (India) Private Limited shall choose any mode of implementation on a year-to-year basis depending on the need of situation.

The Board may decide one or more of the following areas of CSR projects or programs which are mentioned in Schedule VII of the Companies Act, 2013 as amended from time to time for its CSR 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, women, 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 backward groups.

(iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water <sup>4</sup>[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 art and handicrafts;



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(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 recognised 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 govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;

(ix) (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).

(x) rural development projects

(xi) slum area development [the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.]

(xii) disaster management, including relief, rehabilitation and reconstruction activities.

**Display of CSR activities on its website.** - The Board of Directors of the Company shall ensure to disclose the CSR Policy and Projects approved by the Board on their website, if any, for public access.

**Transfer of unspent CSR amount.** - The unspent CSR amount, if any, shall be transferred by the company to any fund included in Schedule VII of the Act

**Activities, setting measurable targets with timeframes and performance management:**

Prior to the commencement of CSR activities/projects, TWI (India) Private Limited shall carry out a baseline study of the nearby area/villages of the Company's factory location. The study will encompass various parameters such as – health indicators, literacy levels, sustainable livelihood processes, and population data – below the poverty line and above the poverty line, state of infrastructure, among others.



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From the data generated, plans or projects may be developed for the holistic and integrated development of the affected people.

All activities/projects of CSR will be assessed under the agreed strategy, and would be monitored at regular intervals, measured against targets and budgets. Wherever necessary, midcourse corrections will be made.

### **Partnerships**

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

### **Budgets**

A specific budget will be allocated for CSR activities and spending on CSR activities shall not be less than 2% of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of this policy and the applicable rules.

In case Company fails to spend such amount, the Board shall specify the reasons for not spending the amount.

Approving authority for the CSR amount to be spent would be the Regional Head (Indian Operations) after due recommendation and approval of the Board of Directors of the Company.

The CSR Policy mandates that the surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of a company.

The CSR projects or programs or activities undertaken in India only shall amount to CSR expenditure.

CSR expenditure shall include all expenditure including contribution to corpus, for projects or programs relating to CSR activities approved by the Board, but will not include any expenditure on any item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act 2013.

Tax treatment of CSR spent will be in accordance with the Income Tax Act as may be notified by CBDT.

### **Information dissemination**

The Company's engagement in this domain is disseminated on its website, annual reports and its house journals as and when deem fit.

### **Management Commitment**

Our Board of Directors, our Management and all of our employees subscribe to the philosophy of compassionate care. We believe and act on an ethos of generosity and compassion, characterised by a willingness to build a society that works for everyone. This is the cornerstone of our CSR policy.



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## Update

The Board of the company will review the CSR policy from time to time based on the changing needs and aspirations of the target beneficiaries and make suitable modifications as may be necessary.

## Compliance with Companies Act, 2013

Our Corporate Social Responsibility policy conforms to the Section 135 of the Companies Act, 2013 on Corporate Social Responsibility as spelt out by the Ministry of Corporate Affairs, Government of India.

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