



BIKAJI FOODS INTERNATIONAL LIMITED

CORPORATE SOCIAL **RESPONSIBILITY POLICY**

Version	Prepared by	Approved by	Summary of changes	Board approval on	Date of release
Version 1			Initial	27.02.2015	27.02.2015
Version 2			Addition of Vikrant Balbir Sibal to the Committee	07.07.2018	07.07.2018

❖ **PHILOSOPHY**

Since its foundation in 1987, Bikaji has continuously evolved into manufacturing and sale of packaged ethnic snacks under the brand “Bikaji”.

We as a company never lose sight of our responsibility to the environment and society. Our commitments towards Corporate Social Responsibility include but not limited to, promotion of education and healthcare, energy and climate change, and betterment of the society through respect for universal human rights and the environment, acting with integrity and accountability and operating responsibly and sustainably.

❖ **OBJECTIVE AND SCOPE**

1. Objective

The main objective of the CSR Policy is to lay down guidelines for Bikaji Foods International Limited (hereinafter referred to as ‘the Company’) to make CSR as one of the key focus areas to adhere to Bikaji ‘s interest in environment and society that focuses on making a positive contribution to society through effective impact and sustainable development programs.

This Policy covers the proposed CSR activities to be undertaken by the Company and ensuring that they are in line with Schedule VII of the Act as amended from time to time. It covers the CSR activities which are being carried out in India only and includes strategy that defines plans for future CSR activities.

2. Scope & Coverage

The CSR activities of the Company shall include, but not limited to any or all of the sectors/activities as may be prescribed by Schedule VII of the Companies Act, 2013 amended from time to time. Further, the CSR Policy is applicable on the company w.e.f. 01st April, 2014 and Company will review the sectors/activities from time to time and make additions/ deletions/ clarifications to the above sectors/activities.

❖ **IMPLEMENTATION OF CSR PROJECTS**

To implement the Company's CSR Programs through Company personnel or through external implementing agencies or by creating Bikaji CSR Trust, the Company will identify and implement the Projects in below mentioned manner:

- 1) CSR Projects need to be identified and planned for approval of the CSR Committee, in particular in Thrust Areas, with estimated expenditure and phase wise implementation schedules;
- 2) The Company shall ensure that in identifying its CSR Projects, preference shall be given to the local area and areas around which the Company (including its Units) operates. However, this shall not bar the Company from pursuing its CSR objects in other areas.

- 3) The CSR Officer may engage external professionals/firms/agencies if required, for the purpose of identification of CSR Projects.

NGO

The NGO selection criterions are:

1. Legal identity and its organization
2. Registration under the Income Tax and Foreign Exchange department, if applicable.
3. Members in the Board of NGO.
4. past donors and recipients of NGO.
5. Impact assessment on the activities undertaken.
6. Input output ration of the activities undertaken.
7. Directors', employees, volunteer's remuneration.
8. Future projects appraisal;
9. Beneficiaries of the activities.
10. Projected impact assessment of the activities.
11. Fund required for the activity and plan for contribution.
12. Other donors contributing for these chosen activities.

Activities

Our Corporate Social Responsibility policy conforms to the activities specified in Schedule VII of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as notified by the Ministry of Corporate Affairs, Government of India, and amended from time to time.

❖ CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

1. Constitution

Pursuant to the provisions of Section 135 of the Act, the Board of Directors shall constitute the Corporate Social Responsibility (CSR) Committee. The Members of CSR shall be appointed by the Board of Directors of the Company which must consist of at least three or more Directors, out of which at least one shall be an independent director. Accordingly, the constitution of CSR Committee formed by Bikaji Foods International Ltd. is as follows:

Sl. No.	Name of the member	Designation in committee	Designation in Bikaji Foods International Ltd.
1	Mr. Shiv Ratan Agarwal	Chairperson	Managing Director
2	Mr. Deepak Agarwal	Member	Whole Time Director

Sl. No.	Name of the member	Designation in committee	Designation in Bikaji Foods International Ltd .
3	Mr. Sachin Bhartiya	Member	Director
4	Mr. Kedar Chand Agarwal	Member	Independent Director
5	Mr. Vikrant Balbir Sibal	Member	Director

2. Functions and Powers of Committee

To effectively implement the objectives of the Company with respect to CSR, the Committee is vested with the following functions and powers:

- a. Formulate CSR Policy and recommend the same to the Board of Directors of the Company for approval.
- b. Recommend CSR activities as stated under Schedule VII of the Act.
- c. Approve to undertake CSR activities, if necessary, in collaboration with other Companies/firms/NGOs etc., and to separately report the same in line with the CSR Rules.
- d. Recommend the CSR Budget.
- e. Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules.
- f. Create transparent monitoring mechanism for implementation of CSR initiatives in India.
- g. Submit the Reports to the Board in respect of the CSR activities undertaken by the Company.
- h. Monitor CSR Policy from time to time.
- i. Monitor activities/charter of Internal Working and Monitoring Group (WG) who are authorized to ensure that the CSR activities of the Company are implemented effectively.
- j. Authorize executives of the Company to attend the CSR Committee Meetings, if necessary.

3. Meetings of the Committee

For smooth functioning of the Committee, the members shall meet as below to discuss such matters and to take such decisions as may be necessary;

- a. The CSR Committee shall meet as often as its members deem necessary to perform the duties and responsibilities.
- b. The members of the Committee may mutually agree between them regarding time and place for the said meetings.

c. The quorum for the CSR Committee Meeting shall be one-third of its total strength (any fraction contained in that one-third be rounded off as one) or two members, whichever is higher.

d. The Members of the Committee may participate in the meeting either in person or through video conferencing or other audio visual means as may be convenient.

❖ **CSR SPENDING**

The Companies Act, 2013 prescribes that the companies which meet the criteria specified U/s. Sec. 135 shall allocate 2% of its average net profits during three preceding financial years towards activities as specified in this policy.

1. CSR Expenditure

Net profit for the purpose of allocation towards CSR means profit more fully described under Rule 2(f) of the CSR Rules. The CSR expenditure shall include all expenditure including contribution to corpus or on projects or programs relating to CSR activities approved by the Board of Directors on the recommendation of its CSR Committee but does not include any expenditure on an item not in conformity or not in line with activities stated under Schedule VII of the Act.

2. Failure to spend the CSR Money

If the Company fails to spend the required amount in a particular financial year, it is the duty of the Committee to 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 Annual Report pertaining to that particular Financial Year.

Surplus, if any, arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

❖ **CSR REPORTING**

The Board in its Annual Report shall include the details of the CSR activities undertaken in the Financial Year. The particulars to be stated in the report shall be in the format prescribed in Appendix - 1 and as per the format prescribed by Ministry of Corporate Affairs from time to time.

❖ **WEBSITE DISPLAY**

The Company shall display on its website (www.bikaji.com) the contents of its CSR Policy and other information as may be required to be displayed.

❖ **POLICY REVIEW AND FUTURE AMENDMENT**

The administration of the CSR Policy of the Company and the execution of identified CSR projects, programs and activities under it shall be carried out under the control and overall supervision of an internal monitoring group formed for this purpose. At the time of formation of this policy, the internal monitoring group shall consist of:

- a. Mr. Shambhu Dayal Gupta - CFO
- b. Mr. Rishabh Jain – VP, Finance
- c. Ms. Divya Navani – Company Secretary

The internal monitoring group shall submit its report at least once in six months to the CSR committee formed under the Act, which shall monitor the CSR policy of the Company from time to time.

Further, the Board of Directors may revise/ amend this CSR Policy based on the recommendations of the CSR committee or to bring the same in line with the guidelines or amendments issued from time to time by Government on the subject.

APPENDIX - 1

**Format for the annual report on CSR activities to be included in the Board's Report
(As per the CSR Rules, 2014)**

1	2	3	4	5	6	7	8
Sr. No.	CSR project / activity identified	Sector in which the Project covered	Projects/ Programs 1.Local area/others 2. Specify the state /district (Name of the District/s, State/s where project/program was undertaken	Amount outlay (budget) project/program me wise	Amount spent on the project/program e Subheads: 1.Direct expenditure on project, 2.Overheads:	Cumulative spend upto to the reporting period.	Amount spent: Direct/through implementing
1.							
2.							
3.							
TOTAL							