



## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

**OF**

**CURIA INDIA PRIVATE LIMITED**

*(formerly Albany Molecular Research Hyderabad Research Centre Private Limited)*

*(CSR Policy under the Companies Act, 2013 (18 of 2013) and Companies (Corporate Social Responsibility Policy) Rules, 2014)*

EFFECTIVE DATE: JUNE 24, 2019

### **INTRODUCTION**

The Companies Act, 2013 requires certain prescribed classes of companies to appoint a Corporate Social Responsibility (“CSR”) committee (the “Committee”), adopt a CSR policy and ensure to spend at least two percent of the average net profits of the Company made during the three immediately preceding financial years (or such other revised amount as may be mandated by an amendment to existing law from time to time), in pursuance of CSR Activities (as defined below). Curia India Private Limited (formerly Albany Molecular Research Hyderabad Research Centre Private Limited) (hereinafter referred to as “CIPL” or “Company” or “we”) recognizes this legal responsibility, and in fulfilment of the same, intends to make a positive difference in the society and contribute towards the betterment of society and general public.

As a responsible corporate citizen, and in line with regulatory expectations, this CSR policy (the “Policy”) has been formulated as a guide towards our social commitment.

### **POLICY OBJECTIVE**

The objective of this Policy is to lay down the guiding principles in undertaking various programs and projects by or on behalf of the Company relating to CSR within the meaning of section 135 of the Companies Act, 2013 read with Schedule VII of the Act and the CSR Policy Rules 2014 (“Rules”). Employees of the Company are also encouraged to participate in company’s CSR Activities, where possible, through volunteer programmes. “CSR Activities” mean the programs, projects and activities undertaken by the Company under this Policy.

## **GOVERNANCE MODEL**

### **Constitution of the CSR Committee**

Pursuant to Section 135 of the Companies Act 2013, the Board of Directors shall constitute the Committee. The members of the Committee shall be appointed by the Board of Directors of CIPL which shall consist of at least two or more Board Directors.

The current members of the Committee are:

Mr. Murali Krishna Valluri	Chairman
Mr. Subir Kumar Sadhukhan	Member
Mr. Abhinav Arora	Member

The CSR Committee shall hold at least one meeting in a financial year. The CSR Committee shall decide the CSR Activities for each financial year and accordingly recommend the agenda to the Board of Directors.

The CSR agenda for the financial year shall indicate the activities to be undertaken for the financial year, and the expenditure to be incurred on the CSR Activities.

### **Role of the Board of Directors**

The Board of Directors shall consider the recommendations made by the CSR Committee and approve the CSR Activities for CIPL.

### **Role of the CSR Committee**

- a) To formulate and recommend to the Board of Directors, the CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act and the applicable Rules;
- b) To recommend the amount of expenditure to be incurred on the CSR Activities;
- c) To formulate the CSR Budget based on the CSR Activities planned for the year;
- d) To create an effective due diligence and monitoring mechanism for implementation of the approved CSR activities;
- e) To submit reports to the Board of Directors in respect of the CSR Activities undertaken by CIPL and
- f) To decide on the locations for CSR activities.

## CSR ACTIVITIES UNDER THE POLICY

In accordance with Schedule VII of the Act and the Rules, CIPL shall undertake such CSR Activities in a given year, as recommended by the CSR Committee at the beginning of each year. The Committee is authorized to approve any modification to the existing CSR Activities plan or to propose any new activity during the financial year under review.

The scope of the CSR Activities of the Company undertaken by the Company will cover one or more the following areas (as determined by the Committee each year) and may extend to other specific projects/ programs as permitted under law from time to time.

- i. Eradicating hunger, poverty and malnutrition, 'promoting health care including preventive health care, and sanitation including contribution to the Swach 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 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;
- vi. Measures for the benefit of armed forces veterans, war widows and their dependents;
- 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 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. Contributions or funds provided to technology incubators located within academic institutions which are approved by the central govt.
- x. Rural development projects
- xi. Slum area development. (Explanation.- For the purposes of this item, 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.

### **EXCLUSION FROM CSR**

The following activities shall not form part of the CSR activities of the Company:-

- i. The activities undertaken in pursuance of normal course of business of a company.
- ii. CSR activities that benefit only the employees of the Company and their families.
- iii. Any contribution directly / indirectly to political party or any funds directed towards political parties or political causes.
- iv. Any CSR activity undertaken outside India.
- v. \*One-off events such as marathons/ awards/ charitable contribution/ advertisement/ sponsorships of TV programmes etc.
- vi. \*Expenses incurred by companies for the fulfillment of any Act/ Statute of regulations (such as Labour Laws, Land Acquisition Act etc.)

### **FINANCIAL COMMITMENT**

For achieving its CSR objectives through implementation of meaningful and sustainable CSR Activities, CIPL shall endeavour to allocate the following as its annual CSR corpus:

- i. 2% of average net profits made during the three immediately preceding financial years, as prescribed under Companies Act 2013 (the Act) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and unspent amount, if any, for any financial year carried forward to the next financial year;
- ii. Surplus arising out of CSR activities.

*\* Sub-clauses 'v' & 'vi' under the heading 'Exclusion from CSR' included vide Board Resolution passed in the meeting of Directors held on February 27, 2020.*

It is clarified that surplus arising out of CSR Activities shall not form part of business profits of the Company.

### **APPLICABILITY**

The CSR policy of the company will be applicable from the date of approval of the Policy in the Board meeting i.e. June 24, 2019.

The requirements of this Policy and related obligation to conduct CSR activities and allocate specific amounts towards the CSR corpus will however not apply in any financial year if the Company is not legally required to undertake such expenditure on account of having ceased to fulfil any of the conditions specified in Section 135 (1) of the Companies Act, 2013. Whether or not the Policy and its requirements apply for a given financial year will be determined by the CSR committee at the beginning of the financial year.

### **MONITORING & REPORTING**

The CSR Committee will be responsible for the monitoring CSR activities and report to the Board from time to time. The Committee Members will receive in a prescribed format, a quarterly / half-yearly report of CSR spends. An annual presentation will be made to the Committee which will also include the details of the CSR Activities planned for the next year and its respective budgets.

The Board of Directors shall review the implementation of CSR as and when required.

### **IMPLEMENTATION**

Manner in which the amount spent during a financial year is detailed below:

(1)	(2)	(3)	(4)	(5)	(6)	(7)
CSR Activity identified	Sector in which the Activity is covered	Specify the State & district where Activity was undertaken	Amount outlay (budget, Activity wise)	Amount spent on the Activity : - Direct expenditure - Overheads	Cumulative expenditure up to the reporting period	Amount Spent direct or through implementing agency

### **AMENDMENT OF POLICY**

The CSR policy of the company may be amended at any time by the Board of the company suo moto or on the recommendation of the Committee.