



## **Corporate Social Responsibility (CSR) Policy**

### **1. Preamble:**

Goa Carbon Ltd. (hereafter referred to as the Company) is committed to fulfilling its responsibilities to society in a qualitative manner beyond statutory obligations in line with the time-honoured record of ethics and responsibility of the Dempo conglomerate (hereafter known as the Dempo Group), which it belongs to. The Company views compliance as the bare minimum in terms of its endeavour to be a good citizen in all three aspects of corporate life – environmental, social and economic.

### **2. Purpose:**

The key purposes of this policy are to:

- Establish a consistent corporate social responsibility (hereafter referred to in short as CSR) framework for the Company
- Identify broad areas in which CSR projects will be undertaken
- Serve as a guide in defining, executing, monitoring and reporting all CSR projects
- Enable capability assessment of CSR implementation agencies
- Explain CSR governance structure
- Define the manner in which the surpluses from CSR projects will be treated.

### **3. Policy Statement:**

The CSR vision of the Company is to become the most admired company of the region by doing business the ethical way and embed the ethos of a socially and environmentally responsible corporate citizen in its strategy and activities. Coupling its regular business with innovative and creative choices in CSR, the Company endeavors to contribute meaningfully to nation-building.

### **4. Scope of Policy:**

This policy applies to all CSR projects undertaken by the Company and aims to fulfil the requirements of the Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereafter, referred to as the Act and the Rules). The Company shall ensure all these activities are carried out over and above its normal course of business and are in line with Schedule VII of the Act.



#### **4.1 Policy review:**

This policy will be periodically reviewed and updated in line with relevant changes in legislation.

#### **5. Vasant Rao Dempo Education & Research Foundation – Channel for Company CSR Initiatives:**

The CSR projects and programmes of the Company will be implemented through foundations, charitable trusts, not-for-profit companies set up under Section 25 of the Companies Act, 1956 (corresponding to Section 8 of the Companies Act, 2013) and/or through recognized and reputed NGOs and similar entities. These may also be undertaken by the Company by itself or in collaboration with its subsidiaries or any company or entity of the Dempo Group of companies and non-profit entities.

The Vasant Rao Dempo Education & Research Foundation (hereafter referred to as 'the Foundation') was established in the year 1983 to promote research and scholarship in socio-economic studies and assist under-privileged students to pursue higher studies, as well as keeping alive the ancient, cultural traditions of Goa.

The Company has been carrying out several of its social responsibility initiatives into Education and Research into Goan culture through the Foundation, which serves as an efficient gateway through which to channelize the CSR spends of the Company into its key focus areas

#### **6 Key focus area:**

The Company has completed and has been executing several social responsibility programmes and projects for the community, in the course of which it came to train its focus on to a few key areas of commitment. The Company identifies the importance of engaging with the community through these areas, and intends to conceptualise and carry out its projects in terms of these focus areas in and around the areas of its operations.

The Company may also undertake projects where societal needs are high or in special situations (such as in the case of natural disasters etc.). CSR expenditure will include all expenditure incurred by the Company on CSR Programmes undertaken in accordance with the approved Annual Action Plan.



### **6.1 Education:**

Education is one of the most important areas of positive intervention in the Company's efforts to be a socially responsible corporate citizen. Numerous educational programmes are carried out through the Foundation which focus on providing opportunities to deserving students in need. To ensure wholesome involvement in the sector, emphasis has been placed not only on students, but also on projects of research, scholarships, fellowships involving scholars, teachers, schools and educational institutions through workshops, donations awards and grants.

### **6.2 Sports:**

The Company places considerable emphasis on promotion of sport in terms of a specially formulated policy encouraging excellence in youth in sporting disciplines other than those which already enjoy mass support such as football or cricket' The Company ensures its aims by means of promotion of the pursuits of promising sportspersons including assistance towards the costs of their tournament participation, travel, coaching, nutrition and kit.

### **6.3 Art & Culture:**

Undertaking of cultural endeavours promoting Goan artistic traditions with the aim of conserving Indian heritage is an important focus area for the Dempo Group in its social responsibility objectives. Literature, performing arts, ethnography, folk traditions, concerts, events and cultural history have been subjects taken up in such socio-cultural projects so far. The Company shall continue to strive to preserve and promote works, symbols and physical manifestations of cultural significance to its local communities.

### **6.4 Environment & Sustainable Development:**

The Company is fully conscious of the need to protect the environment and conserve natural resources in order to ensure sustainable growth for itself as a contributor to the sustainable development of the nation. The Dempo Group has a record of commitment to the conservation of the environment, which includes the taking up of several awareness programmes for environment protection. The Company will have a special focus on helping local communities and entities, including schools, in taking initiatives promoting environmental protection and sustainability



## **6.5 Affirmative Action:**

One of the areas in which the Company intends to engage is Affirmative Action. Through innovative, proactive projects and projects of scholarship and assistance either on its own volition or through association with Industry bodies and other companies or entities, the Company supports the all-round educational betterment and employability of members of underprivileged communities.

## **6.6 Health and Sanitation:**

The Company intends to make efforts to mainstream sanitation into the public consciousness as a key to hygiene and health, besides initiatives into health care for all sections of the community, with a sharper focus on women and children.

The CSR Committee may, if required, recommend to the Board of Directors as part of the CSR Policy, activities outside of the above-mentioned focus areas. All activities will be undertaken in project mode with defined objectives and deliverables, clarity on target beneficiaries, implementation plans with schedule of timeline agreed prior to commencement of activities.

## **7. Board & the CSR Committee:**

The CSR governance structure will be headed by the CSR Committee of the Board of Directors of the Company, hereafter called the CSR Committee. The CSR Committee grants auxiliary power to the Working Committees of the Company to act on its behalf.

### **7.1.1 Members:**

The Board CSR Committee will comprise of three or more members of the Company's Board of Directors (hereafter called the Board), out of which at least one member shall be an Independent Director.

### **7.1.2 Responsibilities:**

- The Board to monitor and review the performance and impact of the CSR programmes, provides input and course corrections if required and satisfy itself that



the CSR funds so disbursed have been utilized for the purposes and in the manner as approved by it.

- The CSR Committee to formulate and recommend the CSR Policy for approval of the Board.
- The CSR Committee to approve projects that are in line with the CSR policy.
- The CSR Committee to set up monitoring mechanisms to track the progress of each project.
- The CSR Committee to amend the CSR policy in line with statutory requirements.
- The CSR Committee to recommend CSR expenditure to the Board for its approval.
- The CSR Committee to review new proposals and the status of existing projects
- The CSR Committee to formulate and recommend to the Board an annual action plan which includes the modalities of utilisation of the CSR funds and implementation schedules for the projects or programmes.
- The CSR Committee to monitor and report mechanism for the projects or programmes and details of need and impact assessment for the projects undertaken by the Company, as may be applicable.
- The CSR Committee to also recommend any alteration in the annual action plan at any time during the year.
- The Chief Financial Officer (CFO) of the Company shall certify to the fact that CSR funds so disbursed have been utilised for the purposes and in the manner approved by the Board.

## **7.2 Working Committees:**

Two Working Committees, one at the Company level and the other at the Central or Dempo Group level are constituents of the CSR governance structure. The Working Committee at the Company level will report to the Board CSR Committee. The Central or Dempo Group Level Working Committee shall report to the Trustees of the Foundation, who in turn will report to the Board CSR Committee.



### **7.2.1 Members:**

The Working Committee at the Company level will comprise heads of individual verticals relevant to the units, branches, segments, businesses or divisions of the Company.

The Central or Dempo Group Level Working Committee shall comprise the heads of the Company Level Working Committees of each of the Dempo Group of Companies which undertake CSR projects through the Foundation.

### **7.2.2 Responsibilities:**

#### **7.2.2.1** The Company Level Working Committee shall

- Execute the decisions taken by the Board CSR Committee.
- Evaluate projects as per the developed framework.
- Ensure implementation of projects based on set targets, action plans and regular monitoring.
- Find suitable implementation partners, conduct due diligence on such partners and get approval from the Board for such implementation.
- Evaluate possible collaborations with other organizations, whether these are part of the Dempo Group or not, on CSR projects.
- Conduct quarterly project reviews.
- Send periodic reports on such reviews to the respective Board CSR Committee.

#### **7.2.2.2** The Dempo Group Level Working Committee shall

- Identify and recommend to the Foundation CSR projects worthy of undertaking in terms of the Foundation's role as a vehicle for CSR spends by the Dempo Group or the Company
- Evaluate worthy CSR projects recommended to it by the Company Level Working Committee and endorse these for approval by the Board CSR Committee.



- Oversee the implementation of the CSR projects undertaken by the Foundation on behalf of the Dempo Group or Company.

## **8. CSR Budget:**

The CSR annual budget will be decided as a part of the Company's annual budget review exercise. Any surpluses generated from CSR projects will not form part of the business profits of the Company or be utilized in its business but ploughed back to meet its continuing CSR objectives.

The CSR activities undertaken by the Company are not expected to lead to any additional surplus beyond what would accrue to the Company in the course of normal operations. However, surplus if any arising out of the CSR Projects or Programs shall not form part of the business profit of the Company and shall be dealt with in accordance with the applicable CSR Provisions. Likewise, any excess amount spent on CSR activities may be set off against the requirement to spend in the succeeding financial years in accordance with the applicable CSR Provisions. In the event the Company creates or acquires capital asset out of the CSR spend, such capital asset will be dealt with in terms of the applicable CSR Provisions.

## **9. Project Life-cycle:**

The CSR projects of the Company are strategically planned and managed. The key stages of a project are

### **9.1 Project Approval:**

A project identified by the Company –level Working Committee will be presented by it for reviewing by the CSR Committee. The projects for the financial year will be subjected to a thorough evaluation procedure by the CSR Committee and a project that is in accordance with this CSR Policy will be considered and recommended by the CSR Committee for the Board's approval along with the annual action plan. A project identified by the Company-level Working Committee as worthy of undertaking by the Foundation shall be examined correspondingly by the Dempo Group Level Working Committee who shall evaluate it and recommend it to the Trustees of the Foundation for adoption, following which the Trustees shall endorse its adoption to the CSR Committee for review and thereafter for confirmation by the Board.



The CSR Committee may under the above areas identify and recommend to the Board “Ongoing Project/s” that requires multi-year implementation but not having timelines exceeding three years excluding the financial year in which it commences, and also may designate some of the existing CSR projects as an Ongoing Project and such Ongoing Projects shall be selected, implemented, monitored and reported in accordance with the applicable CSR Provisions.

## **9.2 Implementation:**

The two Working Committees, as relevant and applicable, will formulate implementation plans for the CSR projects. These projects shall be implemented either by the Company or the Foundation or in partnership with an implementing agency or in collaboration with other corporates, either those forming part of the Dempo Group or others. If a third party is employed to carry out the implementation of any CSR project, the Board will ensure that all these implementing agencies comply with the specifications provided in the CSR Rules for the Section 135 of the Companies Act, 2013.

## **9.3 Monitoring:**

The two Working Committees, as relevant and applicable, will periodically evaluate the projects against the goals and milestones defined for the project, together with the implementing agency if any. The monitoring methods shall include site visits, review meetings, progress reports etc. The Company may also choose to employ technology based monitoring mechanisms for the monitoring of the CSR projects.

## **9.4 Reporting:**

The Board in consultation with the Board CSR Committee will annually publish a report on the CSR projects undertaken by the Company during the year or that/those in progress and this shall form part of the Board’s report. The report format shall be in terms of and in accordance with the format prescribed in the Companies (CSR Policy) Amendment Rules, 2021. The CSR Annual Report shall be based on reports furnished by the two Working Committees. The format and disclosure content of the CSR Annual Report shall be in accordance with Section 135 of the Companies Act, 2013 and the Rules made there under. In the unlikely case of a shortfall in spends, appropriate reasons and explanations shall be disclosed in the report.



## **10. CSR Policy on the Website of the Company**

The amended CSR Policy issued pursuant to the Act has been recommended by the CSR Committee on 26.03.2021 and approved by the Board of Directors on 11.06.2021 and shall be placed on the Company's website [www.goacarbon.com](http://www.goacarbon.com)