

**CORPORATE SOCIAL RESPONSIBILITY POLICY
OF
INTAS PHARMACEUTICALS LIMITED (IPL)**

Version 3.0

As amended by Board of Directors on 26th March, 2021

A. Philosophy:

Recognizing that business enterprises are economic organs of society, it is Intas's belief that a company's performance must be measured by its contribution to building economic, social and environmental capital towards enhancing societal sustainability.

Intas Pharmaceuticals Ltd. recognizes that its business activities have wide impact on the societies in which it operates, and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations.

The company endeavors to make CSR a key business process for sustainable development. Our company is committed towards aligning with nature; and has adopted eco-friendly practices. As a corporate entity, the company is committed towards sustainability.

B. Constitution of CSR Committee:

Keeping in line with section 135 of the Companies Act, 2013 and the rules thereunder (hereinafter referred to as 'the Act'), the Board of Directors of the Company shall form a Corporate Social responsibility Committee (hereinafter referred to as the 'CSR Committee') headed by an independent director, to inter alia, carry out the following functions:

- a) To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and rules made thereunder;
- b) To recommend the amount of expenditure to be incurred on the CSR activities;
- c) To monitor the implementation framework of CSR Policy;
- d) To carry out any other function as mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be necessary or appropriate for performance of its duties.

C. Definitions

In this Policy, unless the context otherwise requires:

1. "Act" shall mean the Companies Act, 2013 and the rules made thereunder, including any modification, amendments or re-enactment thereof.
2. "Administrative overheads" means the expenses incurred by the company for 'general management and administration' of Corporate Social Responsibility functions in the company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme.
3. "Agency" means an implementing agency as mentioned in the Companies (Corporate Social Responsibility Policy) Rules, 2014 and shall mean:

In case it is established by the company either singly or jointly with other company, a Section 8 company or a registered public trust or a registered public society established by the company either singly or jointly with other company, and registered under section 12A and 80G of the Income Tax Act, 1961 ;

In case of agency established by a Third party, it can be through a Section 8 company or a registered public trust or a registered public society and registered under section 12A and 80G of the Income Tax Act, 1961 and should have a track record of at- least three years in undertaking similar activities .

4. “Approved Budget” shall mean the total budget as approved by the Board of the Company upon the recommendation of the CSR Committee, which is to be utilized for CSR Projects.
5. “Board” shall mean the Board of Directors of the Company.
6. “Company” shall mean Intas Pharmaceuticals Limited and wherever the context required, shall signify the Company acting through its Board.
7. “CSR Committee” shall mean the Corporate Social Responsibility Committee constituted by the Board of the Company in accordance with the Act, consisting of three or more directors, out of which atleast one director shall be an independent director.
8. “CSR Expenditure” means all CSR Expenditure of the Company as approved by the Board upon recommendation of the CSR Committee, including the following;
 - i. Contribution to CSR Projects which shall be implemented and/or executed by the Company directly;
 - ii. Contribution to CSR Projects which shall be implemented and / or executed by the Agency (including for corpus and capital assets as required)
 - iii. Administrative Overheads and impact assessment fees paid to the extent allowed under the Rules.

Contribution of any amount directly or indirectly to any political party under section 182 of the Act, shall not be considered as CSR Expenditure.

Projects / activities / programs / initiatives undertaken in pursuance of normal course of business of the Company and projects which benefit only the employees of the Company and their families shall not be considered as CSR Projects.

9. “CSR Officer” shall mean the whole time person engaged by the Company for activities envisaged in the CSR Policy; having due comprehension, understanding, drive and passion for such activities and designated as such.

10. "CSR Policy" shall mean the present Corporate Social Responsibility Policy of the Company, which covers the activities to be undertaken by the Company as specified in Schedule VII to the Act and the CSR Expenditure thereon.
11. "CSR Projects" or "Projects" means Corporate Social Responsibility Projects / activities / programs / initiatives instituted in India, either new or ongoing, and include but not limited to those undertaken by the Board in pursuance of recommendations of the CSR Committee as per the declared CSR Policy of the Company.
12. "Ongoing Project" means a multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the board based on reasonable justification;
13. "Financial Year" shall mean the period beginning form 1st April of every year to 31st March of the succeeding year.
14. "Group Companies" means holding, subsidiaries and associates of the Company.
15. "Net profit" shall mean the net profit as per the Act and Rules based on which the specific percentage for CSR Expenditure has to be calculated.
16. "Rules" shall mean the Companies (Corporate Social Responsibility) Rules 2014, including any re-enactment, modifications or amendments thereof.
17. "Thrust Areas" shall have the meaning as ascribed to them as per the provision D of the Policy.
18. "Trust" means a Trust created and registered under the India Trust Act, 1882 or any Trust created and registered with charitable objectives by the Company and includes a Trust jointly created and registered by the Company with all or any of its Group companies.

Words and expression used and not defined in the Policy shall have the same meanings respectively assigned to them in the Act and/or Rules.

D. Thrust Areas:

The Company will undertake such CSR projects that are under the ambit of activities mentioned in Schedule VII of the Act and as amended from time to time.

E. Identification of CSR Projects:

The CSR Committee shall formulate and recommend to the Board, an annual action plan in pursuance of Company's CSR Policy

The Board may on the recommendation of CSR Committee take suitable decision based on the reasonable justification.

F. Implementation

The Company shall implement the identified CSR Projects by the following means:

I. Direct Method

1. The Company may itself implement the identified CSR Projects presently within the scope and ambit of the Thrust Areas as defined in the Policy;
2. The CSR Officer may engage external professionals/firms/agencies if required, for the purpose of implementation of its CSR Projects.
3. The company may collaborate with other companies if required, for fulfilling its CSR objects through the Direct Method, provided that the CSR Committees of respective companies are in a position to monitor separately such CSR Projects.

II. Indirect Method

1. The Company may implement the identified CSR Projects through Agency., subject to the condition that:
 - a) It should get itself registered with MCA by filing requisite form
 - b) The activities pursued by the Agency are covered within the scope and ambit of Thrust Areas of the Company.
 - c) The Company has specified the Project to be undertaken through the Agency which shall preferably be in Thrust Areas, the modalities of utilization of funds on such Projects and the monitoring and reporting mechanism which shall be at least once in three months or as per timelines envisaged in the project plan.
2. The Company may collaborate with other companies, including its holding and subsidiary Companies and Group Companies if required, for fulfilling its CSR objects through the Indirect Method provided that the CSR Committees of respective companies are in a position to monitor separately such Projects.

G. Monitoring Mechanism:

1. Every year, the CSR Committee will place for the Board's approval, a CSR Annual action Plan delineating the CSR Programmes to be carried out during the financial year and the specified budgets thereof. The Board will consider and approve the CSR Plan with any modification that may be deemed necessary.

2. The persons/bodies to which the implementation is assigned will carry out such CSR Programmes as determined by the Committee within the specified budgets and timeframes and report back to the Committee on the progress thereon.
3. The Committee shall review the implementation of the CSR Programmes during regular intervals and issue necessary directions from time to time to ensure orderly and efficient execution of the CSR Programmes in accordance with this Policy.
4. The Committee will provide a status update to the Board on the progress of implementation of the approved CSR Programmes carried out at frequent intervals.
5. At the end of every financial year, the CSR Committee will submit its report to the Board.
6. The Company shall also undertake impact assessment, through an independent agency, of their CSR projects as per project need.
7. The impact assessment reports shall be placed before the CSR committee and then to the Board. The impact assessment reports shall be annexed to the annual report on CSR

H. Fund allocation and Others

A. Fund allocation

1. The Company, in every Financial Year, shall endeavor to spend such feasible amount as CSR Expenditure, which shall not be restricted by the statutory limit of a specified percentage of its average net profits of the three immediately preceding Financial Years.
2. The CSR Committee shall prepare a CSR annual plan for the above which shall include:
 - a. Identified CSR Projects
 - b. CSR expenditure
 - c. Implementation Schedules
3. Total expenditure in the CSR annual plan shall be approved by the Board upon recommendation by the CSR Committee
4. In case the Company fails to spend the statutory minimum limit of 2% of the Company's average net profits of the immediately preceding three years, in any given financial year, the Board shall specify the reason for the same in its report in terms of clause (o) of sub-section (3) of section 134 of the Act and such shortfall in meeting the statutory limit of CSR expense shall be treated as per the Act and Rules as may be amended from time to time

B. Others

1. The CSR Committee shall ensure that major portion of the CSR expenditure in the annual plan shall be for the Projects as per CSR objectives. However, there shall not be any preference given to any particular projects for budgetary allocation and it shall be made purely as per the identified CSR Projects on need basis.
2. Any surplus arising out of the CSR Projects shall not form a part of the business profit of the Company and shall be treated as per the Rules as may be amended from time to time.
3. The Company may build CSR capacities of their own personnel or its Trust of Society, as well as those of the Agencies through institutions with established track records of at least three Financial Years but such expenditure on capacity building shall not exceed 5% if the Approved Budget of the Company in one Financial Year.

I. Duties and responsibilities:

I. Board of Directors

The Board shall include in Annual Report a report on the CSR Projects.

The Board shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to that effect.

In case of ongoing project, the Board shall ensure CSR Committee monitors the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

The Board shall ensure that the CSR Policy, composition of the CSR committee and Projects approved by the Board is displayed on the Company's website.

II. CSR Committee

- i. The CSR Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy
- ii. The CSR Committee shall monitor the implementation of the CSR Policy and CSR Plan. For this purpose, the CSR Committee shall meet at regular intervals as and when required.
- iii. In discharge of CSR functions of the Company, the CSR Committee shall be directly responsible to the Board for any act that may be required to be done by the CSR Committee in furtherance of its statutory obligations, or as required by the Board.

- iv. The CSR Committee shall place before the board the draft annual report as per the format in annexure to the Rules in Board meeting in as and when required for Board review and finalization.
- v. The CSR Committee shall place before the Board as and when required, every year a responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company for inclusion in the Board's Report.

J. Review Periodicity and amendment:

- i. CSR Plan may be revised/modified/amended by the CSR Committee at such intervals as it may deem fit with the approval of the Board of Directors.