

Apollo Green Energy Limited

(formerly known as Apollo International Limited)

Corporate Social Responsibility Policy

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CORPORATE SOCIAL RESPONSIBILITY POLICY

1. Introduction

The new Companies Act 2013 (hereinafter referred to as 'the Act'), has introduced the idea of Corporate Social Responsibility ("CSR") to the forefront and through its "Comply-or-Explain" mandate. It mandates qualifying companies to constitute Corporate Social Responsibility Committee to effectively monitor CSR activities of the Company. Further, the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as "CSR Rules") lays down the framework and modalities of carrying out CSR activities, which are specified in Schedule VII of the Act.

2. Objective & Scope

The main objective of the CSR Policy is to lay down guidelines for **Apollo Green Energy Limited** (hereinafter referred to as 'the Company') to make CSR as one of the key focus areas and to make a positive contribution to society through high impact, sustainable programs.

This Policy covers proposed CSR activities to be undertaken by the Company and examining their alignment with Schedule VII of the Act as amended from time to time. It covers the CSR activities, which are being carried out at the various work-centres and locations of the Company, for the benefit of different segments of the society, specifically the deprived, underprivileged and differently abled persons.

3. Definitions

In this Policy unless the context otherwise requires:

- 3.1 **'Act'** means Companies Act, 2013, including any modifications, amendments or re-enactment thereof.
- 3.2 **'Corporate Social Responsibility'** ('CSR') means the activities undertaken by a Company in pursuance of its statutory obligation laid down in section 135 of the Act in accordance with the provisions contained in these rules, but shall not include the following, namely:-
- i) activities undertaken in pursuance of normal course of business of the company:
Provided that any company engaged in research and development activity of new vaccine, drugs and medical devices in their normal course of business may undertake research and development activity of new vaccine, drugs and medical devices related to COVID-19 for financial years 2020-21, 2021-22, 2022-23 subject to the conditions that
(a) such research and development activities shall be carried out in collaboration with any of the institutes or organisations mentioned in item (ix) of Schedule VII to the Act;
(b) details of such activity shall be disclosed separately in the Annual report on CSR included in the Board's Report;
 - ii) any activity undertaken by the company outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
 - iii) contribution of any amount directly or indirectly to any political party under section 182 of the Act;
 - iv) activities benefitting employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
 - v) activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
 - vi) activities carried out for fulfilment of any other statutory obligations under any law in force in India;

3.3 **'Net profit'** means the net profit of the company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely:

- I. Any profit arising from any overseas branch or branches of the Company, whether operated as a separate Company or otherwise; and
- II. Any dividend received from other companies in India which are covered under and complying with the provisions of section 135 of the Act.

3.4 Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Act or the Rules made thereunder, as may be amended from time to time, shall have the meaning respectively assigned to them therein.

4. CSR Committee

4.1 Constitution

Pursuant to the provisions 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.

The Committee members shall be appointed by resolution of the Board. Each member shall continue as a member unless the member resigns, or is removed by resolution of the Board or otherwise ceases to be a member of the Board.

The Board, or in the event of its failure to do so, the Committee, shall appoint a Chair from among the Committee members. If the Chair of the Committee is not present at any meeting of the Committee, the Chair of the meeting shall be chosen by the Committee from among the members present.

The Secretary to the Board shall serve as Secretary to the Committee.

4.2 Frequency of the Meetings of the CSR Committee

The CSR Committee shall meet at least once in a Year. Members of the CSR Committee can agree upon mutually regarding time and place for the said meetings.

Quorum for the meeting should be two. The Members of the Committee may participate in the meeting either in person or through video conferencing or other audio visual means in accordance with the provisions of the Companies Act, 2013 and rules made thereunder from time to time. Minutes of the CSR Committee shall be placed before the Board for noting.

4.3 Responsibilities of the Committee

Following are the responsibilities of the CSR Committee to:

- 4.3.1 formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company in thematic areas or subjects, specified in Schedule VII of the Act.
- 4.3.2 recommend the amount of expenditure to be incurred on the activities referred to in clause (a).
- 4.3.3 monitor the CSR Policy from time to time.
- 4.3.4 formulate and recommend to the Board, an annual action plan, which shall include the following, namely: -
 - the list of CSR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.
 - the manner of execution of such projects or programs as specified in sub-rule (1) of Rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

- the modalities of utilization of funds and implementation schedules for the projects or programs.
- monitoring and reporting mechanisms for the projects or programs; and
- details of need and impact assessment, if any, for the projects undertaken by the Company.

- 4.3.5 implement, oversee, and monitor the progress of the project or activity rolled out under this Policy.
- 4.3.6 provide regular updates to the Board on the CSR activities undertaken during the financial year; and
- 4.3.7 such other functions and responsibilities, as may be assigned from time to time.

5. CSR Activities

The Company will carry on its CSR activities in areas or subjects as prescribed under Schedule VII of the Act, as amended from time to time.

An illustrative list of such areas or subjects is outlined below:

- (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, daycare centers, and 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 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 arts and handicrafts.
- (vi) measures for the benefit of armed forces veterans, war widows, and their dependents; Central Armed Police Forces (CAPF) and Central Paramilitary Forces (CPMF) veterans, and their dependents including widows.
- (vii) training to promote rural sports, nationally recognized sports, Paralympic sports, and Olympic sports.
- (viii) contribution to the Prime Minister's National Relief Fund or any other fund including Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities, and women.
- (ix) 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.
- (x) 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 Defence 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).

(xi) rural development projects.

(xii) 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.

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

(xiv) Any other activity as may be specified under the Act or the CSR Rules from time to time.

6. Contribution for CSR Activities

6.1 Every year, upon the recommendation of the CSR Committee, the Board will make a budgetary allocation for CSR activities/projects for the year. The budgetary allocation will be based on the CSR obligation of the Company for that financial year arrived in the manner provided under the Act. The Company shall strive to spend the budgeted amount allocated for CSR activities/projects planned for each financial year, within that year. If for any reason, any of the provisioned annual budget remains unutilized, the same shall be utilised/spent as per the provision of the Act.

6.2 The surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of a company and the same shall be treated as per the provision of the Act.

6.3 The Board may during any financial year, approve to undertake CSR expenditure beyond the CSR obligation for that particular financial year. Such excess CSR spend shall be carried forward for set off against the CSR obligation of the Company for the next three consecutive financial years in the manner decided by the Board in compliance with the provisions of the Act and the Rules.

6.4 The contribution in CSR Activities shall only be made in India;

6.5 The Company shall give preference to the local area and areas around it where it operates for spending the amount earmarked CSR activities;

7. Implementation

7.1 The Company's CSR projects and programs will be undertaken by the Company either by itself or jointly with other organizations.

7.2 The Company encourages its employees, their family and friends, civic organizations, and volunteers to participate in its CSR Project activities.

7.3 The CSR projects and programs may also be implemented through registered public charitable trusts or a registered society, registered under Sections 12A and 80G of the Income Tax Act, 1961, companies established under Section 8 of the Act (corresponding to Section 25 of the Companies Act, 1956) and/or through any implementing entity as permitted under the Act and CSR Rules.

8. Monitoring and Reporting

8.1 The CSR Committee shall review, formulate and recommend to the Board guiding principles for selection, implementation and monitoring of CSR activities and shall formulate and recommend to the Board Annual Action Plan.

8.2 The CSR Committee shall monitor and review the progress of activities undertaken/completed;

8.3 The Committee shall meet periodically;

8.4 The Board of Directors of the Company should periodically review the implementation of the Policy and CSR Activities;

8.5 The Board Report shall contain a section of Annual Report on CSR as per the format prescribed under the Rules;

9. Reporting/Disclosures

The Company will comply with all the statutory guidelines, issued on the subject ensuring that it makes full disclosure of its CSR activities in the Annual Report as mentioned in the Act/ Rules.

The Company shall disclose the composition of the CSR Committee, the CSR Policy, and the Projects approved by the Board on its website. CSR annexure in the Annual Report, web link of the Policy along with salient features of the Policy, and details of change (if any) during the financial year, shall be disclosed in the Board's report.

10. Review and Amendment to the Policy

The CSR Committee shall review the CSR Policy from time to time on the changing needs and make suitable modifications as may be necessary with the approval of the Board. In case of any amendment(s), clarification(s), circular(s), etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.

This policy was reviewed/amended vide Board Resolution dated November 28, 2024.