



Mining Happiness
No. 17303 / OMC/PD-CSR/2023
Oct 19, 2023

OFFICE ORDER

In supersession of the existing CSR Policy issued vide Letter No. 11748/OMC/PR/2014 dated 19.07.2014, the Board of Directors has approved the revised CSR Policy in its 451st meeting held on 30.09.2023, a copy of which is enclosed as Annexure-I.

The aforesaid revised CSR Policy will come into force with immediate effect and is hereby notified for information and compliance.

Encl: As above

By Order of the Board

Director (HR)

Memo No. 17304 / OMC/CSR-PD/2023 Date: 19.10.2023

Copy to all Functional Directors/all Executive Directors / all Sectional Heads at Head Office for information.

Copy to Executive Director (Finance) at Head Office for information and necessary action.

Copy to all Regional Managers for information and necessary action.

Copy to CGM (IT) at Head Office for information and necessary action.

Copy to SEA to MD for kind information of MD.

Copy to the Notice Board for information of all concerned.

Special Officer & Head, CSR

Odisha Mining Corporation Ltd.
(A Gold Category State PSU)

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CIN : U13100OR1956SGC000313



ODISHA MINING CORPORATION

(A Gold Category State PSU)

CORPORATE SOCIAL RESPONSIBILITY POLICY (2023)

Adopted on June 30, 2014

Revised on September 30, 2023

1. Preamble

Odisha Mining Corporation (OMC) aims to enhance the quality of life amongst its stakeholders through ethical, innovative, socially responsible, and sustainable business practices. With growing impetus on various social and environmental issues that affect not just our country but the world at large, the role of organizations in contributing towards development is becoming more critical.

OMC recognizes that its business activities have a direct and indirect impact on society. The Company is determined to demonstrate its commitment to sustainable development and to meet the interests of its stakeholders' drawing strength from initiatives focusing on environmental and social parameters. OMC's tagline, *"Mining Happiness"* is a hallmark of its brand identity which focuses on Sustainability, Economic Prosperity, Social Equity & Environment Conservation. It brings out effectively the "approach" and "purpose" of OMC. OMC has committed to contribute to areas of economic, social, and environmental development for building an equitable, socially inclusive, and environmentally sustainable pathway. The Company focuses on achieving the triple bottom line i.e. People, Planet, and Profit as part of its business policy and giving back to society especially in the peripheral villages in and around our mines.

With the advent of the Companies Act, 2013 and the recent amendments to it, OMC seeks to revisit its CSR Policy outlined in 2014 and formulate a robust and comprehensive CSR Policy that encompasses its guiding principles and the mechanism for channelizing its resources to undertake the CSR initiatives on consistent and compliant basis.

2. CSR Vision

To strive to achieve sustained and inclusive growth, creating shared value focusing to People, Planet & Profit through innovative, outcome centric and focused CSR initiatives.

3. Guiding Principles & Objectives

OMC believes in the holistic development of communities and people. The principles of this policy are aligned with the activities under Schedule VII of the Companies Act, 2013, and UN Sustainable Development Goals (SDGs):

- i. Integrating CSR activities with the priorities of the State and Central Government
- ii. Undertaking CSR activities based on the needs and priorities of the community residing in the local area ascertained through a participatory approach and inputs from District Administration, and local bodies.
- iii. The inspiration for the CSR strategy is linked to the core function of the company. OMC's Corporate Social Responsibility is centered towards the sustainable growth of its business and focuses the issues related to People, Planet & Profit (Triple Bottom Line Approach).

4. Definitions:

Unless there is anything repugnant to the subject or context, the following terms used in the policy are defined as under:

- i. "Corporate Social Responsibility" (CSR) means and includes but is not limited to:
 - a. Projects or Programs relating to areas or subjects specified in Schedule VII of the Companies Act, 2013 and any amendments thereto from time to time.
 - b. Projects or Programs relating to activities approved by the Board of Directors of the Company (Board) in pursuance of recommendations of the CSR Committee of the Board as per the declared CSR Policy of the Company subject to the condition that such Policy will cover areas enumerated in Schedule VII of the Act.
- ii. "Company" means Odisha Mining Corporation (OMC).
- iii. "Board" means the Board of Directors of OMC.
- iv. "Competent Authority" means the Chairman, or the Authority empowered by him on his behalf by any general or special order to perform the functions and exercise the powers of the Competent Authority under this Policy.
- v. "Act" means the Companies Act, 2013.
- vi. "CSR Committee" means the Corporate Social Responsibility Committee constituted under Section 135 of the Companies Act, 2013.
- vii. "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.

- viii. "Annexure" means the Annexure appended to this Policy

Any words and expressions used and not defined in this CSR Policy shall have the same meaning as defined for them in the Companies Act, 2013 and/or Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

5. Scope of the CSR Policy:

- i. The scope of OMC's CSR interventions would be as per the provisions made under the Companies Act, 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014, Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 effective from 22.01.2022, and Circulars issued under the Act from time to time.
- ii. Activities and expenses in line with the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 effective from 22.01.2021.
- iii. Distribution of the CSR budget shall depend on the priorities prevailing during the specific fiscal year.
- iv. Any modifications/amendments in the Companies Act, CSR Policy, or directions from the Ministry of Corporate Affairs shall also be deemed to have been incorporated into the scope of this Policy.
- v. The scope of the CSR interventions to be undertaken by OMC shall be as per Schedule VII of the Companies Act, 2013.
- vi. The Company shall abide by the instructions of the State and Central Government for taking up CSR projects and this shall form a part of the CSR Policy.
- vii. The thrust of this scope of CSR shall be on empowering the communities and inclusive socio-economic growth by promotion of education, employment enhancing vocational skills and capacity building, gender equality, promotion of sports, environment protection, promotion of green and energy-efficient technologies, development of backward regions and upliftment of marginalized and under privileged sections of the community.

6. Governance Model:

i. Board of Directors:

- a) The Board of Directors shall have the overall responsibility to plan, approve, execute, and monitor the CSR activities of the Company based on the recommendations of the CSR Committee.

ii. CSR Committee:

- a) The Board of Directors shall constitute a CSR Committee comprising of functional and independent directors of OMC.
- b) The CSR Committee shall be responsible for formulating and recommending to the Board an Annual Action Plan in pursuance of the CSR Policy.
- c) The CSR Committee shall be responsible for overall guidance, supervision & monitoring of the CSR activities in accordance with this Policy and guidelines of the Board of Directors.
- d) Head CSR - OMC will facilitate/coordinate the Company's CSR initiatives and will be assisted by a team of designated officials.

iii. Regional CSR Committee:

- a) In each region under OMC's mining operations, there will be a Regional CSR Committee under the chairmanship of the Regional Manager and the Nodal Officer for CSR will be the Convenor. Other members of the Committee will be decided/notified from time to time by the concerned Regional Manager of OMC.

- iv. **Director, (Finance)** of OMC shall certify to the effect that the CSR expenditures have been incurred as per the approved Annual Action Plan of the company in accordance with the Rule 4 (5) of Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

7. Budget & Expenditure:

- i. CSR Budget shall be allocated during each financial year by the Board of Directors/CSR Committee. The Company shall spend at least 2 % of the Average Net

Profit made during the immediately preceding three financial years shall be spent on the activities listed as per the Schedule VII of Companies Act, 2013 and its amendments from time to time.

- ii. In general, the annual CSR expenditure will be incurred on CSR projects undertaken by OMC in their direct impact zone and other regions of Odisha/Pan India on a need basis.
- iii. If OMC spends an amount in excess of mandatory CSR expenditure (as per Section 135(5), i.e. at least 2% of the Average Net Profits of immediately preceding 3 financial years, then the excess amount shall be carried forward and set off against the requirement to spend such amount of CSR expenditure under Section 135 (5) up to immediately succeeding 3 financial years subject to the conditions that:
 - a. The excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in accordance with the provisions of the Companies Act, 2013 and
 - b. The Board shall pass a resolution to that effect.
- iv. CSR funds remaining unspent pursuant to ongoing projects would be transferred to "Unspent Corporate Social Responsibility Account", a separate bank account of OMC to be opened for that Financial Year within 30 days from the end of the financial year, and such amount shall be spent by the company in pursuance of its obligation towards CSR within a period of 3 Financial Years from the date of such transfer, failing which, the company shall transfer the same to a Schedule VII Fund within 30 days of completion of the 3rd Financial Year, i.e. (in April month of 4th Fiscal).
- v. Any surplus arising out of CSR projects shall not form part of the business profits of the Company. This surplus would be:
 - a. Ploughed back into the same project or
 - b. Shall be transferred to the "Unspent CSR Account" and spent in pursuance of the CSR Policy and Annual Action Plan of the Company or
 - c. Transfer such surplus amount to a Fund specified in Schedule VII, within a period of 6 months of the expiry of the financial year.
- vi. Any variation in budget allocation as indicated above may be done based on the recommendation of the CSR Committee.

- vii. CSR funds remaining unspent pursuant to ongoing projects which may be or have been discontinued midway in a particular financial year, shall follow the provisions of the Companies Act, 2013 and the Corporate Social Responsibility (CSR) Rules as applicable.
- viii. The financial sanctioning authority of each CSR project/scheme will be as per the prevailing administrative and financial Delegation of Power (DOP) in the Company. Any amendment to the Delegation of Power (DOP) shall automatically be deemed to be applicable.

8. Implementation Framework:

i. Identification of Projects:

- a. CSR projects/programmes/initiatives would be identified based on Need Assessment using a participatory approach for creating social impact. Inputs from Regional CSR Committee shall be collected in a format prescribed by OMC as provided in Annexure I.
- b. Proposals from District Administration/local Govt. body etc.
- c. In-house planned projects

ii. Project Planning:

- a. Based on the identified CSR activities/projects, the Annual Action Plan will be prepared by the CSR Department well in advance after scrutinizing and examining the Annual Action Plans received from OMC regions.
- b. After moderation, if any, and compilation, the Annual Action Plan shall be put up to the CSR Committee of the Board for its consideration and necessary modification, if any.
- c. The Annual Action Plan thus finalized shall then be recommended in such form as deemed fit by the CSR Committee to the OMC Board for its approval. Once approved by the Board, the Annual Action Plan would be incorporated in the CSR Policy of the respective year.
- d. All efforts should be made to finalize the Annual Action Plan before commencement of the financial year.

- e. The Annual Action Plan as approved by the Board shall then be communicated to regions for implementation.
- f. The Annual Action Plan may, however, be amended/modified by the Board at any time during the financial year as per the recommendation of the CSR Committee based on reasonable justifications to that effect.
- g. While planning any CSR initiative, the possibility of leverage of locally available resources may be explored.

iii. Project Implementation:

- a. The CSR activities/projects listed in the approved Annual Plan shall be implemented directly by OMC using its internal resources or through an identified suitable agency or through providing financial assistance to an identified agency in accordance with the provisions of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 and Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.
- b. CSR activities may also be undertaken through agencies as defined under Section 4 (1, 2 & 3) of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, who are registered with the Ministry of Corporate Affairs by filling Form CSR-1.

9. Monitoring & Evaluation and Impact Assessment:

i. Monitoring:

- a) A regular monitoring review mechanism shall be put in place.
- b) The Members of the CSR Committee may at any moment of time may review the progress of ongoing projects/ also inspect projects periodically.
- c) The Nodal Officer CSR will keep track of the progress of the CSR projects/activities on a regular basis against the predefined financial and physical milestones.
- d) The cross functional CSR groups formed at OMC Head Office and regions at various levels of authority shall also keep a check and take stock of the progress of CSR projects from time to time and shall take necessary corrective measures, if required.

- e) To maintain transparency, details of every project i.e. baseline data, targeted beneficiaries, intermediate milestones, targeted outcomes, completion schedule, payment plan, fund utilization certificates, project completion certificates, Impact assessment etc. should be maintained by a Nodal Officer CSR as prescribed under the Company's Rules.

ii. **Impact Assessment:**

- a) The Company on having an average CSR obligation of Ten Crore rupees or more in pursuance of subsection (5) of Section 135 of the Act, in the three immediately preceding financial years, shall undertake CSR Impact Assessment Studies through a specialized independent professional institutions/agency, of its CSR projects having an outlay of One Crore rupees or more and which have been completed not less than one year before undertaking the impact study.
- b) If the Company undertakes impact assessment in any financial year, the expenses incurred there under shall be booked towards Corporate Social Responsibility for that financial year which shall not exceed two percent of the total CSR expenditure for that financial year of fifty lakh rupees, whichever is higher.
- c) The impact created by the project shall necessarily be documented and shall include the development/up-gradation achieved in respect of the parameters corresponding to baseline data and intermediary milestones (wherever possible) along with relevant photographs.
- d) To assess the impact of strategic and high value CSR schemes/projects, an independent agency shall be engaged.

10. Reporting and Communication

- i. An Annual Report on CSR containing details about the composition of the CSR Committee, CSR Policy and project/programmes implemented by OMC shall be included in the Directors' Report for every Financial Year, as per the format prescribed under the Rules to Section 135 of Companies Act, 2013. (Refer Annexure II).
- ii. The Company shall disclose the composition of the CSR Committee, and CSR Policy and Projects approved by the Board on the website for public access.

- iii. The Board of Directors' Report shall include a Responsibility Statement of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of OMC.
- iv. The Impact Assessment reports shall be placed before the Board and annexed to the Annual Report on CSR.

11.Miscellaneous

- i. This CSR policy of OMC encompasses the Identification, Implementation, Monitoring, Evaluation, Documentation, and Reporting of CSR activities taken up by OMC.
- ii. The CSR Policy of OMC is intended to conform to the provisions of the Companies Act, 2013 and IBM SDF mandate on CSR. In case of any contradiction between this policy and the provisions of the Companies Act, 2013 the latter shall prevail.
- iii. The Company reserves the right to modify, cancel, add, or amend any of the provisions of this Policy in accordance with the prevailing statute.
- iv. Notwithstanding any clause in this Policy, no action pertaining to CSR activities shall be taken in contravention of the provisions of Section 135 of the Companies Act, 2013 and of the Companies (Corporate Social Responsibility Policy) Rules, 2014, Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 effective from 22.01.2021

12.Review of Policy

From time-to-time, CSR Policy would be reviewed by CSR Committee and the Board, as and when required.

Annexure I: Format to identify projects for the preparation of Annual Action Plan

A. Project Details

Sl. No	Regional Office	Name of the Mine	Name of the CSR Project/ Programme	Name of the Schedule VII Activity to which it is aligned	Name of the district in which the proposed project will be located	Complete details of the project location (village name, block name, Gram Panchayat, District along with pin code, State)	Need Assessment of the Project	Implementation modality (Direct/ Indirect)	Duration of project (1 year/multiyear). Specify number of years	Proposed Cost (INR in Lakhs)	Modalities of the utilization of funds	Objectives of the project	Estimated Start Date	Estimated End Date	Direct Beneficiary Coverage	Indirect Beneficiary Coverage	Activities scheduled to be undertaken for the project period	Monitoring and Reporting Mechanism	Expected Impact of the Project	Date of Impact Assessment
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21

B. Budgetary Details

Sl. No	Name of the CSR Project	Year	Break-up of the Proposed Project Cost (INR In lakhs)															Activities planned to be undertaken in the period	
			Programmatic expenses (P)					Administrative Overheads (A)					Spill Over (S)						Total Cost (P+A+S)
			Q1	Q2	Q3	Q4	Total	Q1	Q2	Q3	Q4	Total	Q1	Q2	Q3	Q4	Total		
		Year 1																	
		Year 2																	
		Year 3																	
		Year 1																	
		Year 2																	
		Year 3																	

Annexure II: Format for the Annual Report on CSR Activities in the Board's Report

1. Brief outline on CSR Policy of the Company:

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set- off for the financial year, if any (in Rs)
1			
2			
3			
	Total		

6. Average net profit of the company as per section 135(5):

7. (a) Two percent of average net profit of the company as per section 135(5):

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:

(c) Amount required to be set off for the financial year, if any:

(d) Total CSR obligation for the financial year (7a+7b-7c):

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.												
2.												
3.												
	Total											

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.									
2.									
3.									
	Total								

(d) Amount spent in Administrative Overheads:

(e) Amount spent on Impact Assessment, if applicable:

(f) Total amount spent for the Financial Year (8b+8c+8d+8e):

(g) Excess amount for set off, if any:

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1.							
2.							
3.							
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs)	Cumulative amount spent at the end of reporting Financial Year (in Rs.)	Status of the project - Completed /Ongoing.
1								
2								
3								
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (**asset-wise details**):

- Date of creation or acquisition of the capital asset(s):
- Amount of CSR spent for creation or acquisition of capital asset:
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.:
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):

Sd/- (Chief Executive Officer or Managing Director or Director).	Sd/- (Chairman CSR Committee).	Sd/- [Person specified under clause (d) of sub-section (1) of section 380] (Wherever applicable).
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