



Nunhems India Pvt. Ltd.

CSR Policy

Title and Applicability

- I. Nunhems India Pvt. Ltd.'s (hereby referred to as "The Company") Corporate Social Responsibility (CSR) Policy has been developed in accordance with section 135 of the Companies Act 2013 (referred to as the Act in this policy) on CSR and in accordance with the CSR rules (here by referred to as the Rules in this policy) notified by the Ministry of Corporate Affairs, GOI on 27th February 2014.

Objectives of the Company CSR

- I. We see ourselves as a responsible corporate citizen and Sustainable Development is an integral part of all the work we do.
- II. We are committed to developing socially relevant innovative solutions for rural communities
- III. We are committed to improving quality of life of populations in rural India by promoting worthy causes in the areas of education, health, environment and livelihoods.
- IV. We are committed to promoting gender equality and empowering women in rural areas as a long-term investment in society's future viability.
- V. We are committed to balancing economic growth with ecological and social responsibility.

Thematic Focus Areas

The Company will focus primarily on the following thematic areas:

- **Fostering Rural Development** through the promotion of education, skills and vocational training, health and hygiene, sustainable agriculture and any activities that can help us achieve the overall objective.
- **Promoting Gender Equality and Empowering Women in Rural Areas** being a key component of all the activities/programs that we will undertake/implement to achieve the overall objective.

The CSR projects and programs will focus on agrarian communities especially on children, youth and women with a view improving their quality of life by providing sustainable solutions that empower them to develop into an effective and productive member of their communities. The Company will engage its employees; wherever and whenever possible, to achieve its CSR objectives

Governance Structure

Approval of CSR Policy:

The CSR policy has been approved by Board of Directors on April 11, 2019.

The CSR policy may be amended as required by Board of Directors of Company.

The company has put in place the following governance structure to ensure that CSR policy is implemented and monitored effectively. The roles and responsibilities are defined at each governance level.

CSR Core committee

The Core CSR committee shall constitute of two Directors of the Company and will meet at least once in every fiscal year. The roles and responsibilities of Core CSR committee will be as follows

- formulate and recommend a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company
- Ensure that the company spends, in every fiscal year, at least two per cent of the average net profits made during the three immediately preceding fiscal years, in pursuance of this policy.
- To ensure that the Board's Report issued under clause (o) of sub-section (3) of section 134 shall include an annual report on CSR containing details specified in Annexure to the Companies (Corporate Social Responsibility Policy). Rules, 2014
- To ensure that if the company fails to spend such amount, the Board Report as mentioned above specify the reasons for not spending the amount.
- To appoint a CSR task force which shall assist the CSR committee in identifying and implementing the CSR program of the company.
- To nominate a member of CSR task force committee as the Member Secretary i.e. Manager Sustainability and Special Projects who shall be responsible for the overall reporting of CSR implementation.

CSR Task Force

The Task Force appointed by Core Committee shall constitutes of: -

- Representative from QHSE.
- Representative from Legal Department
- A Representative from Finance Department
- A Representative from Tax Department
- A Representative from Marketing & Communication Department,
- Manager Sustainability and Special Projects and
- Business Unit Managers based on projects

The Task Force shall have the following roles and responsibilities: -

- Identify suitable projects and the areas where those projects can be implemented as per the CSR Policy and ensure that the projects proposed are in line with activities specified in Schedule VII of Companies Act, 2013.
- identify and manage partners to implement programmes as required & report to Core CSR Committee on programme and their implementaion status

- Plan annual budgets for CSR activities based on audits (programmatic and financial). Assess the proposals for new CSR initiatives/ Programmes and facilitate their review.
- To meet every quarter to take stock of the progress and such meeting shall be convened by Manager Sustainability and Special projects

Implementation

The CSR activities shall be implemented either through company established under Section 8 of Companies Act, 2013, a registered trust or a registered society which has an established track record of three years in undertaking CSR programs or projects.

Proper Due Diligence of the implementation partner shall be undertaken to ensure implementation partners have the reputation, competence and integrity to deliver effective programs on the ground.

Projects and programs shall be designed in such a way that their outcome can be measured through objective parameters

Monitoring and Reporting Mechanism

To ensure that the CSR projects and programs are resulting in intended impacts a robust progress monitoring and impact assessment mechanism shall be put in place consisting of

Program Monitoring: To ensure that all projects and programs are carried out as per their timelines and budget allocated for them.

Program Evaluation: To assess the difference between the achieved outcome and the expected outcome and the reasons behind the difference and corrective steps required to address the discrepancies.

Audit: Periodic audit of the implementation partners' books and accounts to ensure appropriate utilization of funds paid by the company for implementation of projects and programs

CSR Budget

NIPL shall endeavor to spend, in every fiscal year, at least 2% of the average net profit of the company made during the three immediately preceding fiscal years on its CSR projects or such amount as may be prescribed under the Companies Act, 2013 from time to time.

Net profit shall mean profit of the company as per its financial statement prepared in accordance with the applicable provisions of Companies Act, 2013 and shall not include profits arising from branches outside India.

Further, the surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the company.

Reporting and communication

NIPL will incorporate the details of CSR activities, including physical and financial process in the annual report of the company. The CSR activities will also be reflected in the annual accounts of NIPL under the head 'Expenditure under CSR Activities' and will be mentioned in the Director's report. Manager Sustainability and Special Projects shall be responsible for sending Bi Annual reports to the CSR Core

Committee and also for reporting to Board of Directors about the activities undertaken by Company under its CSR initiatives.

The company will be communicating its CSR efforts to all its employees and external stakeholders through emails, its own website and other appropriate dissemination channels. The CSR policy of NIPL will also be uploaded on the website of the company.

Exclusion

The company will not contribute any amount directly or indirectly to any political party or religious organization as part of its CSR activities.



Adopted by the Board of Directors

Date : April 11, 2019

Place : Mumbai