

# ***NEPTUNE LOGITEK LIMITED***

## ***CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY***

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#### **A) PREAMBLE:**

Neptune Logitek Limited is committed to fulfilling its Corporate Social Responsibility (CSR) by undertaking initiatives that contribute to the social and economic development of society. During the year, the Company carried out CSR activities focused on the distribution of food packets and grains to the needy, rural development, promotion of education, women empowerment, medical assistance, and environmental protection. These initiatives reflect the Company's commitment to creating a positive and sustainable impact on the communities in which it operates.

#### **B) CSR VISION AND MISSION:**

**Vision:** To be a socially responsible corporate citizen committed to sustainable development and the well-being of society through impactful CSR initiatives.

**Mission:** To implement meaningful CSR programmes in the areas of hunger alleviation, education, women empowerment, healthcare, rural development, and environmental sustainability, while creating long-term value for society and encouraging inclusive growth.

#### **C) OBJECTIVE AND PURPOSE:**

The CSR Policy of Neptune Logitek Limited aims to define the Company's commitment to social responsibility by integrating ethical, social, and environmental considerations into its business operations. The Policy ensures compliance with applicable laws while guiding the planning, implementation, and monitoring of CSR activities.

The objectives of this Policy are to promote sustainable and inclusive development by supporting initiatives in healthcare, education, environment, and community welfare, ensuring transparent and effective utilization of CSR funds, and undertaking CSR activities in a structured and accountable manner.

#### **D) APPLICABILITY:**

The Policy shall apply to all CSR projects / programmes / activities undertaken by the Company in accordance with the clauses contained herein and section 135 of the Companies Act 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 including all statutory modifications / amendments made thereof.

**E) DEFINITION:**

In this Policy, unless the context otherwise requires:

‘Act’ means Companies Act, 2013;

‘Board’ means Board of Directors of Neptune Logitek Limited;

“Company” means Neptune Logitek Limited (NEPLOG);

“Corporate Social Responsibility (CSR)” means and includes but is not limited to:

- Projects or programs relating to activities specified in Schedule VII of the Act; or
- Projects or programs relating to activities undertaken by the Board of Directors of NEPLOG in pursuance of the recommendation of the CSR Committee of the Board as per the declared CSR policy of NEPLOG, subject to the condition that such policy shall cover subjects enumerated in Schedule VII of the Act.

‘CSR Committee’ means Corporate Social Responsibility Committee of the Board formed in accordance with provisions of Section 135 of the Act and Rules made thereunder;

‘Net Profits’ means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act subject to adjustment as per Section 135 of the Act and Rules made thereunder;

‘Policy’ means ‘Corporate Social Responsibility Policy of Neptune Logitek Limited;

‘Rules’ means Companies (Corporate Social Responsibility Policy) Rules 2014.

‘Schedule VII’ means ‘Schedule VII’ of the Companies Act, 2013;

Words and expressions used in this CSR Policy and not defined herein but defined in the Act shall have the meaning respectively assigned to them in the Act.

## **F) CSR ACTIVITIES:**

As per Section 135 of the Companies Act, 2013 read with rules made thereunder the CSR activities shall include activities/projects/programs as specified in Schedule VII of the Companies Act, 2013 which are as under:

- (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, day care centres and such 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 the 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 art and handicrafts;
- (vi) measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military 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 Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- (ix) (a) 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; and

(b) 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 Defense Research and Development Organization (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).]

(x) rural development projects

(xi) 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.]

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

The following types of activities shall not form part of the CSR activities of the Company:-

1) Activities undertaken in pursuance of normal course of business of the Company.

2) 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

3) CSR projects or activities that benefit only employees of the Company & their families.

4) Any contribution directly/indirectly to political party or any funds directed towards political parties or political causes.

5) Activities supported on sponsorship basis for deriving marketing benefits for the products or services of the Company.

6) Activities carried out for fulfilment of any other statutory obligations under any law in force in India.

#### **G) CSR COMMITTEE:**

Pursuant to the applicable provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company is not required to constitute a Corporate Social Responsibility (CSR) Committee. Accordingly, the functions and responsibilities of the CSR Committee shall be discharged by the Board of Directors of the Company, in accordance with the applicable provisions of the Act and the Rules made thereunder.

In the event that the constitution of a CSR Committee becomes applicable to the Company at any time in the future under the provisions of the Companies Act, 2013 and the Rules made thereunder, the Company shall constitute such Committee and this CSR Policy shall be suitably amended and implemented in accordance with the applicable legal requirements.

#### **H) IDENTIFICATION OF CORE AREAS/STRATEGIC INITIATIVE:**

Neptune Logitek Limited shall undertake CSR activities in areas that create meaningful and sustainable social impact, in accordance with applicable laws. The Company's key focus areas include:

- **Healthcare:** Supporting initiatives that improve access to quality healthcare, medical assistance, preventive healthcare, and public health programs.
- **Education:** Promoting education, skill development, scholarships, and other initiatives that enhance learning opportunities.
- **Community Development:** Supporting programs that improve the quality of life, promote social welfare, and contribute to the overall development of communities.
- **Other Eligible CSR Activities:** Undertaking any other CSR initiatives as permitted under applicable law and approved by the Board from time to time.

#### **I) IMPLEMENTATION OF CSR PROJECTS:**

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 Company may also implement the identified Projects presently through its Foundation or Society which is involved in CSR activities, within the scope and ambit of the Thrust Areas as defined in the Policy.
3. The CSR Officer may engage external professionals/firms/agencies if required, for the purpose of implementation of its CSR Projects.
4. 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:**

The Company may implement the identified CSR Projects through:

- (a) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company; or
- (b) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
- (c) any entity established under an Act of Parliament or a State legislature; or
- (d) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

***Explanation.- For the purpose of clause (c), the term “entity” shall mean a statutory body constituted under an Act of Parliament or State legislature to undertake activities covered in Schedule VII of the Act.***

e) A company may engage international organisations for designing, monitoring and evaluation of the CSR projects or programmes as per its CSR policy as well as for capacity building of their own personnel for CSR.

f) A company may also collaborate with other companies for undertaking projects or programmes or CSR activities in such a manner that the CSR committees of respective companies are in a position to report separately on such projects or programmes in accordance with these rules.

g) The Board of a company 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 the effect.

(h) In case of ongoing project, the Board of a Company shall monitor 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.

#### **J) CSR – EXPENDITURE**

The Board shall ensure that the Company spends the following amounts for CSR activities in pursuance of this Policy, and complies with the following conditions as set out under the Act and the Rules:

1) The Company will contribute at least 2% of the average net profits of the Company made during the 3 (three) immediately preceding financial years specifically towards CSR initiatives in pursuance of this policy. The net profits and the average Net Profits shall be calculated in accordance with the provisions of Section 198 of the Act and the rules framed there under from time to time.

2) The Company shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.

3) Any surplus arising out of the CSR activities shall not form part of the business profit of a company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

4) Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that –

(i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of this rule.

(ii) the Board of the company shall pass a resolution to that effect.

5) The CSR amount may be spent by a company for creation or acquisition of a capital asset, which shall be held by –

(a) a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number under sub-rule (2) of rule 4; or

(b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or

(c) a public authority:

Provided that any capital asset created by a company prior to the commencement of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, shall within a period of one hundred and eighty days from such commencement comply with the requirement of this rule, which may be extended by a further period of not more than ninety days with the approval of the Board based on reasonable justification.

## **K) CSR - REPORTING**

1) The Board Report shall disclose the contents of CSR Policy and particulars as specified in the Act.

2) The contents of this policy and projects approved by the Board will be displayed on Company's website.

3) In the event the Company's average CSR obligation becomes ten crore rupees or more in pursuance of subsection (5) of section 135 of the Act, in the three immediately preceding financial years:

(i) the Company shall undertake an impact assessment, through an independent agency, of its CSR projects having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study; and

(ii) the impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.

4) In case the Company undertakes impact assessment, then it may book the expenditure towards CSR for that financial year, which shall not exceed Two percent of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is higher.

#### **L) AMENDMENT TO THE CSR POLICY**

The Board of Directors on its own may amend this CSR Policy, as and when required and deemed fit.

Any or all provisions of the CSR Policy would be subject to revision / amendment in accordance with the Act, the Rules, other applicable laws, rules, regulations and Government guidelines on the subject as may be issued from relevant authorities, from time to time.

#### **M) GENERAL:**

Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 and Rules made thereunder or any amendment thereto. This Policy shall be subject to such clarifications and FAQs as may be issued by MCA from time to time.