

CORPORATE SOCIAL RESPONSIBILITY POLICY

TINITA ENGINEERING PRIVATE LIMITED

(CIN – U29199MH2006PTC165317)

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Corporate Social Responsibility Policy
(CSR Policy)

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TINITA ENGINEERING PRIVATE LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY

[IN TERMS OF SECTION 135 OF THE COMPANIES ACT, 2013 READ WITH
CORPORATE SOCIAL RESPONSIBILITY POLICY RULES, 2014, AS AMENDED]

I. INTRODUCTION

Tinita Engineering Private Limited is a Private Company engaged in the business of providing fabrication of exotic metal, industrial component and allied items of different sizes.

This CSR Policy [as defined in clause 3(g)] aims to define and establish the Company's Policy framework towards CSR [as defined in clause 3(e)].

II. OBJECTIVES

The Company recognizes and is committed towards creating common good for all. The Company shall implement its CSR activities to integrate economic, environmental and social objectives with its operations and growth for common good. CSR projects / programmes / activities should be beneficial to the society at large and in compliance with the applicable laws. The Company is committed towards making visible and tangible contribution to communities and environment.

The Company shall identify projects/ programmes / activities both in urban/ rural areas that will improve quality of life.

The broad objectives of this CSR Policy are to:

- a) elucidate and inform to all Stakeholders about the Company's CSR Policy;
- b) demonstrate commitment to the common good through responsible business practices and good governance;
- c) actively support the country's development agenda to ensure sustainable change;
- d) set high standards of quality in the delivery of services in the social sector by creating robust processes and replicable models; and
- e) Develop a sense of empathy and equity among employees of the Company to motivate them to give back to the society.

The CSR Policy shall be implemented in accordance with the provisions of Section 135 of the Act and the Rules made thereunder. It shall apply to all the Corporate Social Responsibilities activities undertaken by the Company in India as per Schedule VII to the Act and any amendments or modifications made thereto.

The Corporate Social Responsibilities activities shall not include activities undertaken by the Company in pursuance of the normal course of its business. Further, projects, programmes or activities that solely benefit the employees of the Company and their families shall not be considered as Corporate Social Responsibilities under this CSR Policy.

III. CSR COMMITTEE

In compliance with the requirements of Section 135 (1) read with Section 135(9) of the Act, a CSR Committee is not required to be constituted by the Board. The CSR Committee, if so constituted, at all times shall comprise a minimum of 2 (Two) Directors as members, as the company is a private company and also not required to appoint independent director. Subject to the requirements of the Act, the Board may increase or decrease the size of the CSR Committee by passing a resolution.

The Committee, as and when constituted, may invite such other executive(s)/employees of the Company, professionals, experts and outsiders with relevant experience, as it may consider appropriate in its sole discretion, whether on permanent basis or temporarily, to advise the Committee on the various CSR activities being undertaken/ to be undertaken by the Company.

The CSR Committee shall institute a transparent monitoring mechanism for implementation and promotion of the CSR activities undertaken by the Company.

IV. CSR ORGANISATION

The CSR activities shall be undertaken/ executed/ implemented either by the Company itself or through any 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 of the Income Tax Act, 1961 or registered under Section 12A and 80G of the Income-tax Act, 1961, established by the Company, either singly or along with its holding company/ fellow subsidiary(ies) or other company(ies).

In the event, the Company implements its Corporate Social Responsibilities activities through any other trust(s), society(ies), company(ies) that is not established by the Company/ its holding company/ fellow subsidiary(ies)/, such trust(s), society(ies), company(ies) shall have (a) exemption under sub-clauses iv), (v), (vi) or (via) of clause (23C) of section 10 or registration under Section 12A and approved under Section 80G

of the Income-tax Act, 1961; and (b) an established track record of at least three years in undertaking similar activities and the Company shall clearly specify the projects or programmes to be undertaken through these entities, the modalities of utilization of funds on such projects and programmes and the monitoring and reporting mechanism.

The Company may also collaborate with other companies to undertake Corporate Social Responsibilities activities, provided that the CSR committees of the respective companies are in a position to report separately on such Corporate Social Responsibilities activities being undertaken in accordance with the Act.

The Company will ensure that implementing agency(ies), who agreed to undertake any CSR activity(ies) of the Company, have registered itself/ themselves with the Ministry of Corporate Affairs by filing requisite form w.e.f. 1st April, 2021.

V. CSR ALLOCATION

The CSR Allocation for a financial year shall include – (a) at least 2% of the average Net Profits of the Company made during three immediately preceding financial years; (b) any income arising there from; (c) surplus arising out of Corporate Social Responsibilities activities; and (d) any contribution specifically received for Corporate Social Responsibilities activities. Further, it is clarified that any surplus arising out of Corporate Social Responsibilities activities shall not form part of the business profits.

The CSR amount may be spent by the 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 the Rule; or (b) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or (c) a public authority.

The Board shall ensure that the Administrative Overheads shall not exceed 5% of total CSR expenditure of the Company for the financial year.

In case, the Company spends an amount in excess of requirement provided Section 135(5) of the Act, such excess amount may be set-off against the requirement to spend Section 135(5) of the Act up to an immediate succeeding three financial years provided the same has been approved by the Board by way of a resolution and the excess amount available for set-off shall not include the surplus arising out of the CSR activities.

In case, the Company fails to spend the prescribed CSR amount in any financial year, the Board shall, in its report under Section 134(3)(o), specify the reasons for not spending the amount and, unless the unspent amount relates to any Ongoing Project,

transfer such unspent amount to a Fund specified in Schedule VII to the Act, within a period of six months of the expiry of the financial year.

Further, any amount remaining unspent under Section 135(5) of the Act, pursuant to any Ongoing Project of the Company, fulfilling such conditions as may be prescribed, shall be transferred by the Company within a period of thirty days from the end of the financial year to a special account to be opened by the Company in that behalf, for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the Company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which, the Company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.

Until a fund is specified in Schedule VII, the unspent CSR amount, if any, shall be transferred by the Company to any fund included in Schedule VII to the Act.

VI. CSR BUDGET

The overall amount to be committed towards CSR will be approved by the Board upon the recommendation of the CSR Committee, if so constituted.

VII. CSR ACTIVITIES

The Company will undertake its CSR activities in the following areas:

- a) 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;
- b) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- c) 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;
- d) 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 setup by the Central Government for rejuvenation of river Ganga;

- e) 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;
- f) 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;
- g) training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports;
- h) 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 Government for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;
- i) 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 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 Défense 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).
- j) Rural development projects including community/ social/ infrastructure creation intended for the general wellbeing of society at large;
- k) Slum area development including social infrastructure projects in urban areas aimed at improving the wellbeing and safety of the general public in such urban areas; and
- l) disaster management, including relief, rehabilitation and reconstruction activities.

The CSR Committee, if so constituted, shall formulate and recommend to the Board, an Annual Action Plan. The details of each of the CSR activities/ programmes undertaken during a financial year shall be set-out in the Annual Action Plan. The Board may alter the Annual Action Plan at any time during a financial year, as per the

recommendation of the CSR Committee, if so constituted, based on the reasonable justification to that effect.

The Company shall give preference to the local area and areas around it where it operates, for undertaking/ implementing/ executing/ collaborating for CSR activities.

VIII. IMPLEMENTATION OF CSR ACTIVITIES

The CSR activities identified by the CSR Committee, if so constituted and approved by the Board shall be implemented in a project mode through implementing agency(ies), which will entail charting the stages of execution through planned processes, measurable targets, mobilization and allocation of budgets and prescribed timelines. It also involves assigning of responsibility and accountability. Suitable documents/ agreements, if required, shall be entered into with the implementing agencies for the purposes of implementation of the CSR projects. The conditions of grant of amounts for all CSR activities and the break-up of the allocations shall be set-out and evaluated from time to time.

The Company may engage international organisations for designing, monitoring and evaluating the CSR activities as per CSR policy as well as for capacity building of its own personnel for CSR, if required.

IX. MONITORING MECHANISM

The CSR Committee/ Board will ensure a transparent monitoring mechanism for ensuring effective implementation of the CSR activities proposed to be undertaken by the Company.

The CSR Committee / Board will ensure that the CSR activities are undertaken in compliance with this CSR Policy and in a project or programme mode with clearly defined project deliverables, implementation schedules, processes and budgets as given in the Annual Action Plan.

The CSR Committee/ Board will monitor the projects and programmes to ensure that they are being carried out in compliance with this CSR Policy and the Act. The CSR Committee, if so, constituted shall also apprise to the Board of Directors about the progress of CSR project/ programmes/ activities including expenditure incurred by the implementing agency(ies) till the allocated budget is fully utilised.

In case of the Ongoing Project(s), the Board 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.

The Board shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it.

X. ROLE OF THE IMPLEMENTING AGENCIES

The implementing agencies shall be responsible for:

- a) Determining the modalities of execution including targets and timelines in consultation with the CSR Committee/ Board;
- b) Ensuring that implementation of all CSR activities is being carried on in accordance with the above;
- c) Supervising the implementation of the CSR activities and ensuring that the CSR activities are undertaken in compliance with this CSR Policy with clearly defined project deliverables, implementation schedules, processes and budgets;
- d) Undertaking impact assessment of the CSR activities, as may be required;
- e) Maintaining documents and accounts pertaining to all CSR activities of the Company;
- f) Keep the CSR Committee/ Board updated on Implementation progress of CSR activities; and
- g) Assisting the CSR Committee/ Board in monitoring of CSR activities and preparation of the annual report on CSR.

XI. AMENDMENTS

The CSR Committee, if so constituted, is empowered to recommend amendments or modifications to the CSR Policy including Annual Action Plan and such changes shall be placed before the Board for approval.

Where the CSR Policy including Annual Action Plan is in variance with the requirements of the Act, the provisions of the Act shall prevail.

XII. GENERAL

In case of any doubt with regard to any provisions of the CSR Policy and also in respect of matters not covered herein, a reference to be made to the Board/ CSR Committee or to the Chairman of the CSR Committee. In all such matters, the interpretation and decision of the Chairman of the CSR Committee/ Board shall be final.