

## **POLICY FOR CORPORATE SOCIAL RESPONSIBILITY**

### **1 TITLE**

This Policy in relation to the Corporate Social Responsibility (“**CSR**”) of Kale Logistics Solutions India Private Limited (“**Company**”) is titled as the (“**CSR Policy**”) and shall include any alterations, amendments, or modifications hereto from time to time.

### **2 VISION STATEMENT, OBJECTIVE AND APPLICABILITY**

- 2.1 The CSR Policy sets out our commitment to ensuring that our activities extend beyond business and include initiatives and endeavours for the benefit and development of the community and society. The CSR Policy lays down the guidelines for undertaking programs geared towards social welfare activities or initiatives. Through this CSR Policy, the Company proposes to adopt short, medium and long-term CSR programs and initiatives.
- 2.2 This CSR Policy has been framed in accordance with the applicable provisions of the Companies Act, 2013 (“**Act**”) and the rules issued thereunder (“**CSR Rules**”).
- 2.3 The Board vide its circular resolution dated 28<sup>th</sup> December 2023 approved and adopted this CSR Policy.

### **3 DEFINITIONS AND INTERPRETATION**

The terms defined in this CSR Policy shall have the meanings herein specified and the terms not defined shall have the meanings as defined in the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014 including and read with any statutory modifications, circulars, notifications, clarifications, or reenactments thereof:

- 3.1 “**Corporate Social Responsibility**” means Corporate Social Responsibility (CSR) and includes but is not limited to projects or programs relating to activities specified as defined in Section 135 and Schedule VII of the Companies Act 2013 and CSR Rules.
- 3.2 “**CSR Committee**” shall mean the Corporate Social Responsibility Committee constituted by the Board of the Company in accordance with the Act.

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.

### **4 IDENTIFICATION OF CSR ACTIVITIES**

The Company is eligible to undertake any rightful/suitable activity as specified in Schedule VII of the Act. At present, the Company shall focus to undertake the following activities:

- 4.1 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 back ward groups.

- 4.2 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.
- 4.3 Promoting education, including special education and employment enhancing vocation skills especially among children, woman, elderly, and the differently abled and livelihood enhancement projects.
- 4.4 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.
- 4.5 Any other activities as approved by the Board provided such activities shall be in accordance with the Act and CSR Rules and shall not include:
  - 4.5.1 activities undertaken in pursuance of normal course of business of the Company.
  - 4.5.2 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.
  - 4.5.3 contribution of any amount directly or indirectly to any political party under section 182 of the Act.
  - 4.5.4 activities benefitting employees of the Company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);
  - 4.5.5 activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services; or
  - 4.5.6 activities carried out for fulfilment of any other statutory obligations under any law in force in India.

## **5 CSR COMMITTEE**

- 5.1 The CSR Committee of the Company shall be constituted in accordance with the Act and CSR Rules. The CSR Committee shall be responsible for initiating, monitoring, recommending, and reviewing CSR activities of the Company undertaken by it from time to time. The meeting of the CSR Committee shall be held in accordance with the Act and CSR rules.
- 5.2 The CSR Committee of the Company shall be comprised of the following Directors:

Sr. No.	Name of Members
1	Mr. Rajesh Panicker
2	Mr. Vineet Malhotra

## **6 CSR EXPENDITURE**

- 6.1 The Company shall endeavour to achieve the objectives of the CSR Policy and allocate every year a minimum of 2% of its average net profits made during the three immediately preceding financial years as may be notified under the Act from time to time.
- 6.2 Any income or surplus arising out of the CSR activities, projects or programs shall not form part of the business profit of the Company and the same shall be ploughed back for use in CSR activities.
- 6.3 All the expenditures relating to CSR shall be pre-approved by the CSR Committee.
- 6.4 Unspent CSR amounts, if any, shall be transferred to a separate account in accordance with the applicable CSR Rules from time to time.
- 6.5 The CSR Committee shall ensure a designated officer from the finance department of the Company who will provide the relevant financial data and such other necessary details to the CSR Committee to enable them to recommend the amount of CSR expenditure.
- 6.6 The CSR Committee shall be responsible for sanctioning the CSR expenditure and taking steps to ensure the spending towards the CSR activities.

## **7 MODE OF IMPLEMENTATION**

CSR programs, projects, or activities of the Company can be implemented through the following methods:

- 7.1 Directly by the Company
- 7.2 Implementing agencies prescribed under the CSR Rules
- 7.3 Any foundation or body incorporated by the Company and eligible to undertake such CSR projects or partner with local governmental bodies.
- 7.4 In collaboration with other organizations/group companies.

## **8 REPORTING AND RECORD KEEPING**

- 8.1 The Board's report of the Company shall include an annual report on CSR and such other details as may be prescribed from time to time under the Act and the CSR Rules.
- 8.2 The contents of the CSR Policy are made available on the website (if any) of the Company.



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- 8.3 In case of failure to ensure the minimum CSR expenditure, detailed reasons for the same are adequately disclosed in the Board's Report.

## **9 AMENDMENTS TO THE POLICY**

- 9.1 The Board of Directors can amend this Policy, as and when required and deemed fit.
- 9.2 In case of any clarification on any matter, including interpretation of this Policy, the Company Secretary of the Company shall be contacted. The decision of the Board on all matters relating to this Policy shall be final and binding upon all concerned.
- 9.3 Any subsequent amendment/modification in the CSR Rules made by the Ministry of Corporate Affairs, under the Act and/ or any other laws in this regard shall automatically apply to this Policy.