

1. INTRODUCTION

Corporate Social Responsibility (CSR) is the Company's commitment to its stakeholders to conduct business in an economically, socially, and environmentally sustainable manner that is transparent and ethical.

Nash Industries India Private Limited (hereinafter referred to as The Company or Nash Industries) is committed to undertaking CSR activities in accordance with the provisions of Section of the Companies Act, 2013 and related Rules.

2. AIMS & OBJECTIVES

- To develop a long-term vision and strategy for CSR objectives
- Establish relevance of potential CSR activities to Nash Industries and create an overview of activities to be undertaken, in line with Schedule VII of the Companies Act, 2013.

3. CONSTITUTION OF THE COMMITTEE

Pursuant to the provisions of Section 135 of the Act, the Board of Directors shall constitute the Corporate Social Responsibility (CSR) Committee. The Members of CSR shall be appointed by the Board of Directors of the Company which must consist of at least two or more Directors. Accordingly, the constitution of CSR Committee formed by

| Name of the Director | Position in CSR Committee |
|-----------------------------|----------------------------------|
| Mr. Sanjay S Wadhwa | Chairman |
| Mr. Sandeep R Wadhwa | Member |

4. CSR ACTIVITIES

The Board shall ensure that the CSR Activities that are undertaken by the Company should be within the scope of the following activities:

- (i) Eradicating hunger, poverty, and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach 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, daycare centers, 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, the conservation of natural resources, and maintaining the 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 arts 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, Paralympics 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 Government for social-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities, and women;

(ix) 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 Defense 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).

(x) Rural development projects;

(xi) Slum area development

Explanation – For the purpose of this item, the item 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under law for the time being in force;

(xii) Disaster management including relief, rehabilitation, and reconstruction activities; and

(xiii) Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.

The Primary focus of the Company shall be in CSR relating to:

5.ANNUAL ACTION PLAN

The Annual CSR Plan is a yearly plan of CSR activities that would be placed before the Board of Directors of the Company based on recommendation of its CSR Committee which outlines inter alia the following aspects of CSR initiatives of the Company:

- Project Proposals
- Targeted Beneficiaries and their key needs
- Alignment with Schedule VII
- Project Goals and milestones
- Activities and Timelines including expected closure dates
- CSR Budget with projections
- Monitoring mechanism
- Progress reporting and frequency of reports
- Any other information as may be required by the CSR Committee

6. DUTIES & RESPONSIBILITIES OF CSR COMMITTEE

- Formulate and recommend the CSR Policy to the Board, which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act 2013;
- Review and recommend any amendments to be made in the CSR policy of the Company;
- Recommend the Board the CSR Expenditure to be incurred on the CSR activities/programs.
- Monitor the CSR Policy of the company from time to time;
- Formalize a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company;
- Devise proper implementation/execution schedule in consultation with CSR Team for each project/program;
- Review and recommend projects that were initially not approved as a multi-year projects but whose duration has been extended beyond one year;
- Formulate and recommend to the Board, an annual action plan in pursuance of its CSR Policy;
- Review and recommend to the Board any amendments to be made to the annual action plan;
- Review/monitor the process of projects or programs;
- Carry out such other functions as may be required towards CSR as per instructions of the Board.

7. DUTIES AND RESPONSIBILITIES OF THE BOARD

Roles and responsibilities of the Board of Directors of Nash Industries include:

- Approve the CSR Policy after taking into consideration the recommendations made by the CSR committee;
- Approve the annual action plan after taking into consideration the recommendations of the CSR committee;
- Ensure that CSR activities are undertaken either by the company itself or through other entity and form CSR-1 is filled with ROC.
- Ensure the CSR spending every financial year of at least 2% of average net profits made during immediately preceding 3 financial years, in pursuance with the Policy.
- Monitor implementation of CSR projects or modify such projects, if required
- Ensure that the funds have been utilized for the purpose and manner approved by the board
- Review and approve projects that were initially not approved as multi-year projects, but whose duration has been extended beyond one year;
- To monitor the implementation of ongoing projects and to ensure that the funds are utilized for approved purpose and the same shall be certified by the Chief Financial Officer or Person in charge of finance;
- Ensure that the company spends, in every financial year, at least two percent of the average net profits of the company made during the three immediately preceding financial years, in pursuance of its CSR Policy;
- Satisfy itself that the funds disbursed for the CSR activities have been utilized 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;
- Ensure that CSR activities included in the CSR Policy are undertaken by NASH INDUSTRIES and that such activities are related to the activities specified in Schedule VII of the Act;
- Include in the Board's Report an annual report on CSR containing particulars in the prescribed format;
- To transfer Unspent CSR amount in terms of the Act and the rules made thereunder;
- Ensure disclosure of the contents of the CSR Policy on the Nash Industries India website

8. MEETINGS

The committee shall meet per the provisions of the Act.

9. CSR EXPENDITURE

- In every financial year, Nash Industries shall spend 2% of its average Net Profits in the immediately preceding three (3) financial years.
- CSR Expenditure shall mean all expenditure incurred in respect of specific projects/programs relating to the approved CSR activities.

- CSR Expenditure shall not include expenditure on an item not in conformity or not in line with activities which fall within the purview of the CSR activities listed in above.
- Administrative Overhead shall not exceed 5% of the total CSR expenditure of the company for the financial year.
- The surplus arising out of the CSR activities will have to be ploughed back into the same project or will have to be transferred to the Unspent CSR Account and spent in pursuance of CSR Policy and annual action plan or such surplus amount will have to be transferred to a Fund specified in Schedule VII, within a period of 6 months of the expiry of the financial year.

10. IMPLEMENTING CSR ACTIVITIES

a) The Board may decide to undertake and implement its CSR activities by itself or through:

- (i) a section 8 company, or a registered Public Trust, or a registered Society registered u/s 12A & 80G of Income Tax Act, 1961 established by the company, either singly or along with any other company, or
- (ii) a company established under section 8, or a registered trust or a registered society, established by the Central Government or State Government; or
- (iii) any entity established under an Act of Parliament or a State legislature; or
- (iv) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having track record of at least 3 years in undertaking similar activities.

b) In case of activities are undertaken through the above-mentioned entities, NASH INDUSTRIES shall specify the project or programs to be undertaken through these entities, the modalities of the utilization of the funds on such projects and programs and the monitoring & reporting mechanism.

c) NASH INDUSTRIES shall take into account the restrictions and compliances under Foreign Contribution and Regulation Act and rules framed under such Act, while undertaking CSR activities.

d) Implementation and execution of the CSR activities/projects shall be carried out through CSR team of NASH INDUSTRIES.

e) CSR Committee shall have full discretion to specify or modify the modalities of execution of CSR projects or programs and to determine implementation schedules.

f) NASH INDUSTRIES shall undertake the CSR activities directly and also through various implementing agencies such as, NGOs, non-profit organizations, etc. Such implementing agencies shall have an established track record as prescribed under the law.

g) NASH INDUSTRIES may also collaborate or pool resources with other companies to undertake CSR activities in such a manner that each company is in a position to report separately on such CSR projects.

h) Below activities do not qualify as CSR Activities under the Act:

- i. Projects or activities not falling within Schedule VII of the Act;
- ii. Activities that are undertaken in pursuance of the normal course of business;
- iii. Projects or programs or activities that benefit only the employees of NASH INDUSTRIES and their families.
- iv. Direct or indirect contribution to any political party.

11. CSR REPORTING

The Board in its Annual Report shall include the details of the CSR activities undertaken in the Financial Year.

The CSR Committee shall provide an annual report on the implementation and monitoring of the CSR Policy and that it is in compliance with CSR objectives of Nash Industries India, which statement shall form part of the Boards' Report.

Nash Industries India shall display on its website ([www. nashindia.com](http://www.nashindia.com)) the contents of its CSR Policy and other information as may be required to be displayed.

12. AMENDMENTS

The Policy may be reviewed and amended from time to time.

13. DISCLOSURE

All disclosures, display, and reporting requirements related to CSR shall be made in accordance with the provisions of the Act and Rules made thereunder.