



CORPORATE SOCIAL RESPONSIBILITY POLICY

❖ INTRODUCTION

In compliance with the requirements of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, the Company is, inter alia, required to:

- (i) Constitute a Board Committee to formulate and recommend to the Board a Corporate Social Responsibility (CSR) Policy, recommend the amount of CSR expenditure and monitor the CSR activities of the Company from time to time.
- (ii) Ensure that the Company spends, in every financial year, at least two per cent of the average Net Profits before Tax (PBT) of the Company, made during the three immediately preceding financial years, in pursuance of its CSR Policy.

❖ PHILOSOPHY

Corporate Social Responsibility (CSR) is a public spirited cause that has been well introduced by the new Companies Act 2013. Through the CSR there is a formation of a dynamic relationship between a company on one hand and the society and environment on the other. CSR is traditionally driven by a moral obligation and philanthropic spirit which resonates with the policy of the Company

The Company completely endorses reliability. It is committed to conduct business in a true, fair and ethical manner and takes up the responsibility to create a good impact in the society it belongs.

The Company is committed towards improving the quality of lives of people in the communities in which it operates because, the society is an essential stakeholder and the purpose of its existence. The Company believes that giving back to the society through CSR activities is its moral duty.

The Company aims to fulfil the requirements laid down under the Companies Act, 2013 and act diligently to comply with all its Rules and Regulations on CSR.

❖ OUR VISION

We understand our roles and responsibilities towards the development of a sustainable business model with more consistent towards better environment, improve livelihood harmonious in community, better hospitality and our consumers at large.

Kaushalya Logistics Limited

Regd. Off.: 19, Community Centre, First & Second Floor, East of Kailash, New Delhi – 110065 | **Tel:** +91 11 41326013, 41638121. | **Email:** info@kaushalya.co.in | **Website:** www.kaushalya.co.in

CIN NO. U45400DL2007PLC167397



❖ **APPLICABILITY OF THE POLICY**

The Company's CSR Policy has been developed in conformity with the provisions of Section 135 of the Companies Act, 2013 (referred to as the Act in this Policy) and in accordance with the CSR Rules (hereby referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India.

This Policy shall apply to all CSR initiatives and activities taken up at the various locations in India, preferably in the vicinity where the Company carries out its business operations and for the benefits of different segments of the society, specifically the deprived and under-privileged.

❖ **OBJECTIVE OF THE CSR POLICY**

- ✓ To ensure that the Company is committed to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interests of all its stakeholders.
- ✓ To take up program that benefits the communities in and around its work centres and over a period of time, results in enhancing the quality of life of the people in the area of its business operations.
- ✓ To generate a community goodwill for the Company and help reinforce a positive and socially responsible image of Company as a good corporate citizen of the Country.

❖ **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE COMPOSITION:**

The Corporate Social Responsibility Committee ('CSR Committee') shall consist of three or more Directors amongst whom at least one shall be an Independent Director. The Committee may formulate a CSR Sub-Committee with such other Directors / Executives of the Company from time to time as it may deem necessary and expedient. The Company Secretary shall act as the Secretary to the Committee.

✓ **In so far our Context:-**

Since, **Kaushalya Logistics Ltd** is a Public Limited Company status and as per sub-section (4) of Section 149 of the Companies Act, 2013 a Public Limited Company having paid up share capital of "ten crore rupees or more" is required to appoint at least two Independent Director in its Board of the Company.

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❖ RESPONSIBILITIES OF THE BOARD

The Board shall:

- ✓ Place the CSR Policy on the Company's website.
- ✓ Ensure implementation of the activities under CSR
- ✓ Ensure expenditure of requisite amount on CSR every year as per law.
- ✓ Disclose reasons for not spending the amount (if applicable) in the Annual Report to the Shareholders of the Company.
- ✓ Ensure that the administrative overheads are not more than 5% of the total CSR Expenditure.
- ✓ Ensure that the funds so disbursed have been utilized for the purposes and in the manner as approved by Board and the Chief Financial Officer shall certify to the effect.
- ✓ Approve transfer of unspent CSR Amount in accordance with the law. The Accounts and Finance Team of the Company shall prepare the statement of spent and unspent CSR amounts and shall assist and facilitate for transfer of the same.

❖ CSR PROGRAMMES/PROJECTS

The Company would focus the CSR activities around following thrust areas:

- ✓ Eradicating Hunger, Poverty and Malnutrition
- ✓ Promoting Education
- ✓ Promoting Gender Equality.

❖ CRITERIA FOR IDENTIFYING EXECUTING PARTNERS

In case of programme execution by NGOs/Voluntary organizations the following minimum criteria should be required to be ensured:

- ✓ The NGO / Agency must have a permanent office / address in India.
- ✓ The NGO should be a registered public Trust or a Society having a duly executed Trust Deed / Memorandum of Association.
- ✓ It should have registration Certificates under Section 12A, Section 80G, etc. of the Income Tax Act, 1961, registration under FCRA (wherever mandatory) and other applicable registrations.
- ✓ It should have a Permanent Account Number (PAN).
- ✓ Last 3 years audited statement of accounts.
- ✓ Last 3 years income tax return.
- ✓ Last 3 years FC return (applicable to organizations with FCRA registration).
- ✓ The antecedents of the NGO / Agency are verifiable / subject to confirmation.
- ✓ Should have a team of professional expertise and system to maintain Books of Accounts and to generate necessary Reports on the supported programmes.
- ✓ No tie-up with the Competition of the Company.

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Provided that in case of any amendment in the Act / the Rules specifying any criteria for implementing agencies, the same shall be applicable in addition to the above criteria (to the extent applicable).

❖ **AGREEMENT BETWEEN THE COMPANY AND EXECUTING AGENCY**

Once the program and the executing agency have been finalized, the concerned work centers would be required to enter into an agreement/MOU with each of the implementing agency as per the Standard Agreement format.

❖ **MONITORING AND EVALUATION MECHANISMS**

Monitoring and Evaluation Mechanisms include the following, one or more of which shall be implemented based on the size, quantum and tenure of the CSR programmes:

- ✓ To ensure effective implementation of the CSR programmes undertaken at each work centre, The progress of CSR programmes under implementation at work centre will be reported to corporate office on a regular basis.
- ✓ Feedback would also be obtained and documented from the beneficiaries and influential local leaders by the respective work centres about the programmes, as and when required.
- ✓ Field visits would be conducted by the respective CSR teams to ensure the progress of the programmes at their work centres. The visits would be informed and surprised also.
- ✓ Partners would be required to report narrative as well as financial updates on a quarterly/annual basis in the format mutually decided.
- ✓ Impact Assessment would be conducted on a periodic basis, through CSR team of BIL and independent professional third parties if need be, especially on the strategic and high value programmes.

The Board of Directors of the Company shall also monitor the CSR Programmes / Projects in such manner and on such periodicity as may be required by the Act / the Rules.

❖ **CSR ANNUAL ACTION PLAN (CAAP)**

The Board of Directors shall formulate a CAAP in pursuance of this Policy, which shall include focus areas for the year, the list of projects to be undertaken, manner of execution, fund utilization, monitoring mechanism, etc. The Board of Directors may approve the CAAP with such further conditions as it deems fit and further alter CAAP at any time during the financial year.

❖ **INFORMATION DISSEMINATION**

1. Appropriate documentation of the BIL CSR Policy, annual CSR activities, executing partners, and expenditure entailed will be undertaken on a regular basis and the same will be available in the public domain.
2. CSR initiatives of the Company will also be reported in the Annual Report of the Company.

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❖ **GENERAL**

- ✓ Words and expressions used but not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, the CSR Rules made thereunder or in any amendment thereto. This Policy shall also be subject to such clarifications and FAQs as may be issued by MCA from time to time.
- ✓ In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference should be made to Corporate CSR Department. In all such matters, the interpretation & decision of the Board shall be final.
- ✓ Any or all provisions of the CSR Policy would be subject to revision/amendment in accordance with the guidelines on the subject as may be issued from the Government, from time to time.
- ✓ The Company reserves the right to modify, cancel, add, or amend any of these Rules.

For and on Behalf of

KAUSHALYA LOGISTICS LTD

Mr. Uddhav Poddar

Managing Director

DIN: 00886181

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