



## **TEJAS CARGO INDIA LIMITED**

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

Pursuant to Section 135 of the Companies Act, 2013 read with Corporate Social Responsibility Policy Rules, 2014

(Adopted by Board of Directors in its meeting held on September 29, 2023. Effective from September 29, 2023)



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#### ➤ Title

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

#### ➤ Scope & Applicability

The CSR 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.

#### ➤ Effective Date

This policy shall be effective from September 29, 2023.

#### ➤ Definition

- i. “**Act**” means the Companies Act, 2013 including any statutory modification or re-enactment thereof.
- ii. “**Administrative overheads**” means the expenses incurred by the Company for ‘general management and administration’ of Corporate Social Responsibility functions in the Company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme.”
- iii. “**Board**” means the Board of Directors of the Company.
- iv. “**Company**” means Tejas Cargo India Limited (CIN: U60230HR2021PLC094052) having its registered office at 3rd Floor, Tower B, Vatika Mindscape 12/3, Mathura Road, Sector-27D, NH-2, Faridabad, Haryana, India, 121003.
- v. “**CSR Activities**” means such programs and projects as may be approved by the Board in terms of this CSR Policy.
- vi. “**CSR Committee**” means a committee constituted by the Board of Directors in terms of Section 135 of the Act and the CSR Rules.
- vii. “**CSR Rules**” means the Companies (Corporate Social Responsibility Policy) Rules, 2014.
- viii. “**CSR Expenditure**” means the amount recommended by the CSR Committee to be incurred on the CSR Activities in India in terms of the Companies Act, 2013 and the CSR Rules as approved by the Board from time to time.
- ix. “**Director**” means a member of the Board of the Company.



- x. **“Implementing Agency”** means an implementing agency as defined under this policy.
- xi. **“Implementation Group”** means an implementation group as defined under this policy.
- xii. **“Net Profits”** means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Companies Act, 2013.
- xiii. **“Ongoing Project”** means a multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the Board based on reasonable justification;
- xiv. **“Society”** means a society registered under the Societies Registration Act, 1860 or any other applicable law in India.
- xv. **“Trust”** means a trust registered under the Indian Trusts Act, 1882 or any other applicable law in India.

Any term not defined above, shall have the meaning assigned to it under the Companies Act, 2013 or the CSR Rules.

#### ➤ **Implementation of CSR Policy**

- i. The Board shall be responsible for implementing the mandate of the CSR Policy and shall ensure that the CSR Activities are carried out in accordance with the CSR Policy read with the Act and CSR Rules.
- ii. The Board may constitute an implementation group or CSR Committee, if applicable for the purposes of implementation of the CSR Activities approved by the Board from time to time (the **“Implementation Group”**) and submitting report of the progress on the CSR Activities to the Board.
- iii. Mode of Implementation:

The CSR Activities may be undertaken by the Company directly through the Implementation Group or CSR Committee with the prior approval of the Board,

- a. Through a Trust, or a Society or a Company established under Section 8 of the Act or otherwise and/ or
- b. Through a Trust, or a Society or a Company established under section 8 of the Act with a established track record of three years in undertaking similar programs or projects and/ or
- c. In collaboration with other companies or NGOs



- d. In collaboration with any Industry Body coordinating such activities
- e. Direct contribution / implementation of any project approved by CSR committee/Board
- f. Contribution to PM Relief Fund or any other fund as may be notified by Govt

(the entities referred to under sub-clause (a) and (b) above, are hereinafter referred to as “**Implementing Agencies**”).

- iv. The Board shall empower the Implementation Group to finalize, approve and execute various agreements, deeds, writings, confirmations, undertakings or other documents, as may be necessary, with any party including Implementing Agencies and/or others for the purposes of the CSR Policy and accept modifications, changes and amendments to any such documents/ agreements as it may deem fit.

#### ➤ **CSR Activities**

- i. The Board shall ensure that the CSR Activities that are undertaken by the Company should be within the scope of the following activities:
  - a. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water;
  - b. Promoting education, including special education and employment enhancing vocation skills especially among children, woman, 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 back ward groups;
  - d. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;
  - e. Contribution to the Prime Minister’s National Relief 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;
  - f. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
  - g. Rural development projects;
  - h. Such other activities as may be specified under the Act or the CSR Rules from time to time.
- ii. The CSR Activities will be carried out in a manner that the preference is to undertake the CSR Activities in and around the local areas where the Company operates.



- iii. In case any of the CSR Activities to be undertaken are anticipated to be long term, then a detailed estimate on implementation schedule or milestones shall be approved by the Board.
- iv. The Board shall approve the following:
  - a. The specific CSR Activities that should be undertaken by the Company from time to time;
  - b. The amount that should be deployed towards such CSR Activity;
  - c. Whether the CSR Activities will be undertaken directly by the Company or through an Implementing Agency or in collaboration with any other companies.

#### ➤ CSR Expenditure

- i. For CSR Expenditure, the Board shall ensure a designated officer from the [finance department] of the Company provides the relevant financial data and such other necessary details to recommend the amount of CSR Expenditure to the Board.
- ii. The Board shall be responsible for sanctioning the CSR Expenditure and taking steps to ensure that the amount for the CSR Expenditure is available to the Implementation Group for application towards the CSR Activities.
- iii. The Board shall ensure that the CSR Expenditure in a financial year is at least at two per cent of the average Net Profits of the Company made during the three immediately preceding financial years.
- iv. Any surplus arising out of the CSR Activities shall not form part of the business profit of the Company and may only be re-allocated to the CSR Activities being undertaken in terms of this CSR Policy.
- v. In order to count towards CSR Expenditure, CSR Activities must be carried out in India and should not be solely for the benefit of the employees of the Company and their families.
- vi. Any amounts contributed directly or indirectly to any political party under Section 182 of the Act will not count towards CSR Expenditure or be considered a part of CSR Activities.
- vii. Any amounts expended while undertaking activities in pursuance of normal course of business of a Company or on an item not in conformity or in line with activities set out in Schedule VII of the Act, will not form a part of CSR Expenditure.
- viii. Board shall ensure that expenditure, if any incurred towards any capacity building exercise internally or of Implementing Agencies through institutions with established track record of at least three financial years, as the case may be, shall not exceed five percent of the CSR Expenditure in one financial year.



➤ **Record Keeping**

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.

The Board will be responsible to ensure that:

- a. The report of the Board includes the annual report on CSR Activities of the Company and sets out the requisite information in terms of the Act and the Rules;
- b. The contents of such policy are also made available on the website (if any) of the Company as per the particulars specified in the Annexure A.
- c. In case of failure to ensure the minimum CSR Expenditure, detailed reasons for the same are adequately disclosed in the Board Report.

➤ **Amendment**

The Board of the Company may, subject to compliance with applicable law, at any time alter, amend or modify the CSR Policy as it deems fit to comply with the statutory obligation of the Company to undertake the CSR Activities.

➤ **Information dissemination**

Company's continuous activities and information relating to the same is disseminated on its website, [tcipl.in](http://tcipl.in), in its Annual Report under 'Corporate Social Responsibility'.

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