

Corporate Identity Number: U63000MH2008PTC181089

Regd. Office: 612, B-Wing, Hermes Atrium, Plot No. 57, Sector 11, CBD Belapur, Navi Mumbai-400614, Maharashtra, India

Radiant Corporate Social Responsibility Policy

Adoption on: 27.09.2022

Version history: 09.09.2022- Originally adopted by the Board

VISION & MISSION

Radiant Maritime India Private Limited (hereinafter referred to as 'RMIPL' or 'the Company') is committed to build a sustainable business with strong social relevance and a commitment to inclusive growth and contribute to society by supporting causes on various concerns including road safety, healthcare, environmental sustainability, promoting education, promoting sports, Agriculture, Training Program, Information Technology, etc. and other rural development activities that seek to harness its expertise in technology to create a positive impact on India and influence the society for its sustainable development.

Since our funding is limited in nature, the CSR projects and programmes shall leverage the organization's core expertise, partnerships, infrastructure, and other resources to create long term shared value for the community it serves; focused primarily on inter alia underserved, socially, and economically backward groups.

APPLICABILITY

Pursuant to the provisions of Section 135 of the Companies Act, 2013 ("the Act") dealing with Corporate Social Responsibility, it is mandatory for the corporate entities falling within the purview of the limits on Net Worth, Turnover or Profitability as prescribed in the said section, to undertake any one or more of the activities as laid down in Schedule VII prescribed under the Act, towards the discharge of their responsibility towards the society in general (the "Corporate Social Responsibility" or briefly "CSR").

Radiant Maritime India Private Limited's ("the Company" or "RMIPL") Net Profit is exceeding Rs. 5 Crore, hence the Company came within the purview of Section 135 of the Act. Pursuant to Provision of Section 135(9) of the Act, the amount to be spent by the company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of such Committee provided under this section shall be

discharged by the Board of Directors (“the Board”) of the Company and the Board has framed a CSR Policy (“Policy”) as elaborated hereunder.

The said Policy has been approved by the Board of Directors as the Corporate Social Responsibility Policy of the Company.

The Company’s CSR Policy has been developed in conformity with the provisions of Section 135 of the Companies Act, 2013 and in accordance with the CSR Rules.

EFFECTIVE DATE

This Policy shall be effective from the beginning of the financial year 2022-23

DEFINITIONS

In this Policy unless the context otherwise requires

- i. ‘Act’ means Companies Act, 2013.
- 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 program.
- iii. “Corporate Social Responsibility (CSR)” means the activities undertaken by a Company in pursuance of its statutory obligation laid down in section 135 of the Act in accordance with the provisions contained in these rules, but shall not include the following, namely:-
 - (a) activities undertaken in pursuance of normal course of business of the company: Provided that any company engaged in research and development activity of new research and development activity of new vaccine, drugs and medical devices vaccine, drugs and medical devices in their normal course of business may undertake related to COVID-19 for financial years 2020-21, 2021-22, 2022-23 subject to the conditions that-
 - (I) such research and development activities shall be carried out in collaboration with any of the institutes or organisations mentioned in item (ix) of Schedule VII to the Act;
 - (II) details of such activity shall be disclosed separately in the Annual report on CSR included in the Board’s Report;
 - (b) 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;
 - (c) contribution of any amount directly or indirectly to any political party under section 182 of the Act;
 - (d) activities benefitting employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019);

- (e) activities supported by the companies on sponsorship basis for deriving benefits for its products or services;
 - (f) activities carried out for fulfilment of any other statutory obligations under any law in force in India;
- iv. "CSR Committee" means the Corporate Social Responsibility Committee of the Board referred to in section 135 of the Act;
 - v. "CSR Policy" means a statement containing the approach and direction given by the board of a company, taking into account the recommendations of its CSR Committee, and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan;
 - vi. "International Organisation" means an organisation notified by the Central Government as an international organisation under section 3 of the United Nations (Privileges and Immunities) Act, 1947 (46 of 1947), to which the provisions of the Schedule to the said Act apply
 - vii. "Net profit" means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely: -
 - (a) any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and
 - (b) any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act: Provided that in case of a foreign company covered under these rules, net profit means the net profit of such company as per profit and loss account prepared in terms of clause (a) of sub-section (1) of section 381, read with section 198 of the Act;
 - viii. "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;
 - ix. "Public Authority" means 'Public Authority' as defined in clause (h) of section 2 of the Right to Information Act, 2005 (22 of 2005);
 - x. "Section" means a section of the Act.
 - xi. "the Company" means Radiant Maritime India Private Limited

Please note that meaning/definition of the words/ abbreviations used in this Policy shall have the same meaning respectively assigned to them as defined under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

CSR SPENDING

The company shall endeavor to achieve the objectives of CSR Policy and allocate every year:

- a. Minimum 2% of its average net profits made during the three immediately preceding financial years
- b. 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

All the expenditure relating to CSR shall be pre-approved by the CSR Committee.

The Board will appoint appropriate person to monitor the utilization of funds for the purposes set forth and certify to this effect.

Unspent CSR amount, if any, shall be transferred to separate account in accordance with the applicable CSR Rules from time to time.

FOCUS AREAS

All CSR projects shall be in line with the provisions of the Companies Act, 2013, including the areas listed in Schedule VII of the Companies Act, 2013.

Therefore, the Company is hereby devoted to directing its CSR resources, to a reasonable extent, for improving the quality of life of the people by focusing on the social causes, to the following areas:

HUNGER, POVERTY, MALNUTRITION AND HEALTH

Eradicating extreme hunger, poverty, and malnutrition, promoting preventive healthcare 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.

EDUCATION

Promoting education, including special education and employment-enhancing vocational skills especially among children, women, elderly, and the differently abled, and livelihood enhancement projects; monetary contributions to academic institutions for establishing endowment funds, chairs, laboratories, etc., to assist students in their studies.

RURAL DEVELOPMENT PROJECTS

Strengthening rural areas by improving accessibility, housing, drinking water, sanitation, power, and livelihoods, thereby creating sustainable villages.

GENDER EQUALITY AND EMPOWERMENT OF WOMEN

Promoting gender equality and empowering women; setting up homes, hostels, and daycare centers for women and orphans; setting up old age homes and such other facilities for senior citizens; and adopting measures for reducing inequalities faced by socially and economically backward groups.

ENVIRONMENTAL SUSTAINABILITY

Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, 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.

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.

MEASURES FOR THE BENEFIT OF ARMED FORCES

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.

PROMOTE RURAL SPORTS

Training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports.

CONTRIBUTION TO PM FUND

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 govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women.

RESEARCH AND DEVELOPMENT

- (a) 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
- (b) 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).

SLUM AREA DEVELOPMENT

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

DISASTER MANAGEMENT

Including relief, rehabilitation and reconstruction activities including but not limited to COVID-19 related activities.

The Company will give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR activities.

LIST OF ACTIVITIES NOT INCLUDED IN CSR**NORMAL COURSE OF BUSINESS**

Activities undertaken in pursuance of the normal course of business of the company.

ACTIVITY OUTSIDE INDIA

Any activity undertaken by the company outside India (except for the training of the Indian sports personnel representing any State or Union territory at the national level or India at International level).

POLITICAL CONTRIBUTION

Contribution of any amount directly or indirectly to any political party under section 182 of the Act.

BENEFIT OF EMPLOYEES

Activities that significantly benefit the employees of the company as defined in clause (k) of section 2 of the Code on Wages, 2019 (29 of 2019).

BENEFIT TO ITS PRODUCTS

Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services.

OTHER OBLIGATIONS IN LAW

Activities carried out for the fulfilment of any other statutory obligations under any law in force in India.

RADIANT CSR COMMITTEE

Constitution of CSR Committee:

Pursuant to Provision of Section 135(9) of the Act, the amount to be spent by the company under sub-section (5) of does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of such Committee provided under this section shall be discharged by the Board of Directors ("the Board) of the Company and the Board has framed a CSR Policy ("Policy") as elaborated by following individuals as per the requirements of the Companies Act, 2013 and the Rules made thereunder:

- Mr. Rebydas Nair, Director at Radiant
- Mr. Rajesh Menoth, Director at Radiant
- Mr. K. Sreekumar, Director at Radiant

Meetings of Director to discharged work of CSR Committee:

Since applicability of formation of CSR Committee is not applicable to the Company, the requirement for meeting for CSR Committee shall comply by the Board of Director of the Company as and when required. The will meet for the purpose of CSR activities at least once in Year. The meeting shall be held either at the registered office of the company or any other place, as may be decided by the members.

Physical presence of a minimum of two members of the Board shall constitute the quorum.

RESPONSIBILITIES OF BOARD OF DIRECTORS

The Board of Directors shall -

- (a) formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company in areas or subject, specified in Schedule II of the Act, amended from time to time;
- (b) recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- (c) monitor the CSR Policy of the Company from time to time;
- (d) formulate and recommend to the Board, an Annual Action Plan in pursuance of its CSR Policy.
- (e) Any other matter as may be entrusted to the CSR Committee by the Board from time to time.

RESPONSIBILITIES OF BOARD OF DIRECTORS-AFTER RECOMMENDATIONS

The Board shall -

- (a) after taking into account the recommendations , approve the CSR Policy for the Company and disclose contents of such Policy in its report and also place it on the company's website, and
- (b) ensure that the activities as are included in CSR Policy of the Company are undertaken by the company.

UNDERTAKING CSR ACTIVITIES

Radiant will undertake its CSR activities, as recommended by Board of Directors, through Narmadaben Charitable Foundation (NCF) or such other entity/organization as approved by the CSR Committee.

The Board shall 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, within a period of six months of the expiry of the financial year.

However, any unspent amount related to any ongoing project undertaken by the Company in pursuance of its CSR Policy, shall be transferred to a separate bank account to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent in pursuance of its obligation towards the CSR Policy within a period of three financial years from the date of such transfer.

The surplus arising out of the CSR activities, projects, or programmes shall not form part of the business profit of the Company and be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

GOVERNANCE

The Board allocates the budget in line with the provisions of Section 135 of Companies Act, 2013 along with the Companies (Corporate Social Responsibility) Rules, 2014 including the amendments thereafter. The Board would make changes to the projects in pursuance to this Policy as per the recommendation of the CSR Committee.

PROJECT SELECTION CRITERIA

Radiant will receive requests for funding of projects throughout the financial year. The CSR committee will evaluate proposals received and will be prioritized after satisfying the following criteria:

- Focus Area - Covered under Company's focus area?
- Impact - is there a multiplicative and positive impact from our effort?
- Technology - does it use technology to scale its impact?

IMPLEMENTATION

The implementation of the CSR programmes in the given focus areas would be done through Narmadaben Charitable Foundation (NCF) or any other NGO/partners with impeccable track record in their respective domains and the highest sense of ethics and integrity. The Board may appoint officials to manage, oversee and monitor the execution of the interventions in accordance with the strategy approved by the CSR Committee.

The interventions are undertaken in a project mode with specific targets, outcome, activities, milestones and responsibilities of each party written down and signed off by each, as part of the MOU. The deliverables are mutually agreed by the parties. As a practice, Radiant establishes long term multi-year partnerships, so as to provide ample time for creating an impact.

MONITORING AND EVALUATION OF CSR PROJECTS

Monitoring is done through regular interactions and site visits are conducted by the officials authorised by Board members to assess the progress of the project and extend support, in terms of expertise, to the partner. Third party impact assessment is incorporated in the design of the project. The projects are appraised annually by such officials, to assess the efficacy basis which addendums are signed for the consequent year and disbursements are sanctioned. Radiant shall be empowered to appoint an external third party to monitor / review / audit the progress (financial and programmatic) of the CSR projects.

FORMULATION OF ANNUAL ACTION PLAN

The Board of Directors shall formulate and recommend Annual Action Plan, 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 Annual Action Plan with such further conditions as it deems fit and further alteration of Annual Action Plan at any time during the financial year, should be as per the recommendation of the CSR Committee, based on the reasonable justification to that effect.

AMENDMENTS TO THE CSR POLICY

The provisions of the CSR Policy would be subject to revision/amendment in accordance with the notifications/circulars/guidelines issued by the Ministry of Corporate Affairs from time to time. The Company reserves the right to modify, cancel, add, or amend any of the provisions of this Policy, any revision shall be subject to the approval of the Board of Directors of the Company.

CSR REPORTING

The Board's Report of RMIPL pertaining to a financial year shall include an annual report on the CSR activities undertaken in the particulars as mentioned in Annexure-I;

DISPLAY OF CSR ACTIVITIES ON WEBSITE

The company will display the on its website:

- a. CSR activities being carried out by the company
- b. Composition of CSR committee
- c. CSR Policy

[Annexure - I]

Format for the Annual Report on CSR Activities to be included in the Board's Report [For Financial Year Commenced Prior To 1st Day of April, 2020]

1. **A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**
2. **The Composition of the CSR Committee.**
3. **Average net profit of the company for last three financial years**
4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)**
5. **Details of CSR spent during the financial year.**
 - (a) **Total amount to be spent for the financial year;**
 - (b) **Amount unspent, if any;**
 - (c) **Manner in which the amount spent during the financial year is detailed below.**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S.No.	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure upto to the reporting period.	Amount spent: Direct or through implementing agency*
1							
2							
3							
	TOTAL						

6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

Sd/- (Chief Executive Officer or Managing Director or Director)	Sd/- (Chairman CSR Committee)	Sd/- (Person specified under clause (d) of sub-section (1) of section 380 of the Act) (wherever applicable)
--	--	--

[ANNEXURE –II]

Format for the Annual Report on CSR Activities to be included in the Board's Report [For Financial Year Commenced on or After 1st Day of April, 2020]

1. Brief outline on CSR Policy of the Company:

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company.

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

5.

(a) Average net profit of the company as per sub-section (5) of section 135.	
(b) Two percent of average net profit of the company as per sub-section (5) of section 135.	
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	
(d) Amount required to be set-off for the financial year, if any.	
(e) Total CSR obligation for the financial year [(b)+(c)-(d)].	

6.

(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	
(b) Amount spent in Administrative Overheads	
(c) Amount spent on Impact Assessment, if applicable.	
(d) Total amount spent for the Financial Year [(a)+(b)+(c)].	

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under <u>sub-section (6) of section 135</u> (in Rs.)	Balance Amount in Unspent CSR Account under <u>sub-section (6) of section 135</u> (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under <u>Schedule VII</u> as per second proviso to <u>sub-section (5) of section 135</u> , if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
1	FY-1							
2	FY-2							
2	FY-3							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

YES NO

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135.

Sd/- (Chief Executive Officer or Managing Director or Director)	Sd/- (Chairman Committee) CSR	Sd/- (Person specified under clause (d) of sub- section (1) of section 380 of the Act) (wherever applicable)
--	---	---