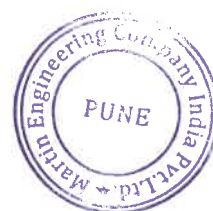


MARTIN ENGINEERING COMPANY INDIA PRIVATE LIMITED
CORPORATE SOCIAL RESPONSIBILITY POLICY

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1. INTRODUCTION

This CSR policy has been developed keeping in view the provisions of Section 135 of the Companies Act, 2013 (the Act) and the Companies (CSR Policy) Rules, 2014 (CSR Rules) notified by the Ministry of Corporate Affairs, Government of India and as amended from time to time till date.

2. VISION MISSION AND OBJECTIVE

Our vision is to strive for excellence in promoting Sustainable Development and Improvement in quality of life of surrounding communities through CSR initiatives, based on ethical, transparent, accountable and sound governance practices.

Our mission is to operate in a socially responsible and sustainable manner, contributing to the welfare of society and the environment.

Objectives of this Corporate Social Responsibility (CSR) policy are as below:

- Ensuring the implementation of CSR initiatives in letter and spirit through appropriate procedures and reporting.
- Establishing a guideline for compliance with the provisions of Regulations to dedicate a percentage of Company's profits for social projects.
- To promote inclusive growth and sustainable development.

3. SCOPE

This Policy of CSR includes Formulation, Implementation, Documentation and Reporting of CSR activities taken up by Martin Engineering Company India Private Limited anywhere in India.

This Policy is intended to be in conformity with the provisions of Companies Act, 2013 and The Companies (Corporate Social Responsibility Policy) Rules, 2014 on CSR. In case of any contradiction between this policy and provisions of the Companies Act, the later shall prevail. Any new provision(s) arising out of amendments to Companies Act, 2013 or Rules made there under shall be construed to be a part of this policy. However, such new provisions shall be specifically incorporated in the policy appropriately.

The company shall undertake CSR activities as per the List of CSR activities specified in Schedule VII of Companies Act 2013 and any amendments thereto from time to time.

4. DEFINITIONS

- Act: "Act" means the Companies Act, 2013 and rules made thereunder, as may be amended from time to time.
- Company: "Company" means Martin Engineering Company India Private Limited.



- Corporate Social Responsibility: Projects or programs relating to activities specified in Schedule VII of the Act and Projects or programs relating to activities undertaken by the Company on the directions of the Board of Directors in pursuance of the CSR policy of the Company.

5. LOCATION OF CSR EFFORTS

The geographical coverage of CSR activities would be spread across the Nation. However, preference for CSR spend shall be given to the local area where the Company's offices / Projects are under operation. This Policy does not cover activities undertaken in pursuance of Company's normal course of business and activities exclusively for benefit of Company's employees or their families which are being undertaken.

6. STRUCTURE

The sole authority for consideration & approval of CSR initiatives and mechanism for focused & effective implementation of the CSR activities of the Company will be the Board of Directors of the company who shall oversee the CSR agenda of the company.

7. COMPOSITION OF THE CSR COMMITTEE

The Company will set up a Board Level CSR Committee to oversee the Governance of this policy when the amount to be spent by the company, towards CSR activities, under the provisions of the Act, crosses the threshold prescribed under the Act. Until then the functions of such Committee shall be discharged by the Board of Directors of the Company.

8. FUNCTIONS OF THE CSR COMMITTEE

- Formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy, which shall indicate the list of CSR projects or programs that are approved to be undertaken by the company in areas or subjects as specified in Schedule VII;
- Recommend the amount of expenditure to be incurred on the CSR activities.
- Monitor the modalities of utilization of funds and implementation schedules for the projects or programme to be undertaken as Corporate Social Responsibility activities of the company from time to time.
- Allocation of CSR expenditure within different CSR activities from time to time.

9. BUDGET, SELECTION AND GOVERNANCE PROCESS

The Budget provision towards CSR initiatives shall be at least 2% (two percent) of the Average Net Profit of the Company (Profit Before Tax), calculated in terms of Section 198 of the Companies Act 2013, made during the 3 (three) immediately preceding financial years.

The Company may in compliance with the provisions of the Act and the CSR Rules,



including notifications and clarifications issued thereunder may spend higher amount than minimum required amount. Where the Company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that –

- I. the excess amount available for set off shall not include the surplus arising out of the CSR activities
- II. the Board of the company shall pass a resolution to that effect.

If the budget allocated in a year remains un-utilized, the Board shall in its report made as per provisions of Companies Act, specify the reasons for not spending the amount. Treatment of unspent CSR amount, if any, shall be as per the provisions of Companies Act, 2013 and rules made thereunder.

The surplus arising out of CSR shall not form part of business profit of the Company and shall 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.

Until CSR committee formulation become applicable and until it is actually formed, Board will calculate and approve the CSR budget for the respective Financial Year in accordance with section 135 of the Companies Act, 2013 (the "Act").

The decision regarding taking up CSR activities shall vest with the Board of Directors of the Company within the ambit of Companies Act 2013 & The Companies (Corporate Social Responsibility Policy) Rules, 2014.

10. PLANNING

- a. CSR projects are generally formulated based on inputs from Need assessment.
- b. As far as possible, it should be ensured that CSR schemes/projects to be implemented should preferably not be open ended and CSR activities shall be taken up in project mode.
- c. Preference shall be given to those projects/ activities which fit the concentric circle approach.



11. IMPLEMENTATION

The company will implement its CSR activities directly on its own or through such entities as may be prescribed under The Companies (Corporate Social Responsibility Policy) Rules, 2014 such as : -

(a) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company; or

(b) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or

(c) any entity established under an Act of Parliament or a State legislature; or

(d) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and approved under 80 G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.

12. INFORMATION DISSEMINATION PROCESS

The Company shall disclose the particulars of its CSR activities in the format prescribed under the applicable Annexures to the Companies (Corporate Social Responsibility Policy) Rules, 2014, as part of its Annual Report. Such details shall also be made available on the Company's website, if maintained. This Policy shall be hosted on the Company's website, if maintained.

13. REVIEW OF THE POLICY

The Board of Director shall review the CSR Policy from time to time based on the changing needs and make suitable modifications as may be necessary.

For MARTIN ENGINEERING COMPANY INDIA PRIVATE LIMITED



ROBERT WHETSTONE
DIRECTOR
DIN: 08390158

Place: Pune
Date: 13/08/2025

