

PMI ELECTRO MOBILITY SOLUTIONS LIMITED

**CORPORATE SOCIAL RESPONSIBILITY(“CSR”)
POLICY**

INDEX

S. No.	Particulars	Page No.
1.	Objective and Scope	3
2.	Definitions	3
3.	CSR Committee	4
4.	CSR Implementation	5
5.	CSR Budget	7
6.	Annual Action Plan	8
7.	Disclosure	7
8.	Mandatory Impact Assessment	9
9.	Monitoring Mechanism	10
10.	Reporting and Record Keeping	11
11.	Review of policy	11

1. Objective and Scope

1.1. Objective

This Corporate Social Responsibility Policy (hereinafter referred to as 'CSR Policy') of PMI Electro Mobility Solutions Limited (Formerly known as PMI Electro Mobility Solutions Private Limited) ("Company" or "PMI") is framed in terms of the Companies Act, 2013 (hereinafter referred to as 'the Act') and the rules made thereunder.

Our commitments towards Corporate Social Responsibility include but is not limited to, promotion of education and healthcare, energy and climate change, and betterment of the society through respect for universal human rights and the environment, acting with integrity and accountability and operating responsibly and sustainably.

This CSR Policy encompasses PMI's philosophy for social responsibilities and lays down the guidelines and mechanism for undertaking projects, programs, and activities towards such duties.

This CSR Policy shall apply to PMI. Subsidiaries shall comply independently with Section 135 of the Act, unless CSR activities are undertaken jointly as permitted under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended ("CSR Rules").

Notwithstanding anything to the contrary contained in this CSR Policy but subject to applicable law, if the Company fails to meet the thresholds set out under Section 135(1) of the Act for three consecutive financial years, it shall not be required to:

- (i) Constitute/maintain the CSR Committee; and
- (ii) Comply with the provisions of this CSR Policy till such time as it again meets the criteria specified in Section 135(1) of the Act

1.2. Scope & Coverage

Our commitments towards Corporate Social Responsibility include but is not limited to, promotion of education and healthcare, energy and climate change, and betterment of the society through respect for universal human rights and the environment, acting with integrity and accountability and operating responsibly and sustainably.

Therefore, PMI is committed to assessing and responsibly managing the impact of our business on the community, seeking to engage our stakeholders to nurture open communication in the communities that we operate in and improve lives by developing sustainable solutions with long-term impact.

We encourage constant communication and consultation with the communities that we work in to ensure that their surroundings are as undisturbed as possible by our work.

The Company would have freedom and flexibility to choose from any of the activities specified in **Schedule VII of the Companies Act, 2013**, as amended from time to time. In event of any change in the statutory provisions governing the activities, the policy shall be deemed to include/ exclude such activities as permissible under law.

2. Definitions

In this Policy unless the context otherwise requires

'Act' means Companies Act, 2013 and the rule thereunder and any statutory modification or re-enactment thereof or other the Act or Acts for the time being in force in India containing the provisions of the Legislature in relation with the Companies;

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.

‘Corporate Social Responsibility’ means Corporate Social Responsibility as defined in Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014;

"CSR Committee" means the Corporate Social Responsibility Committee of the Board constituted/reconstituted as per section 135 of the Act.

"CSR Policy" means a statement containing the approach and direction given by the board of the Company, considering 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 as per the applicable Act and rules made thereunder.

“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, to which the provisions of the Schedule to the said Act apply.

‘Net Profit’ means the net profit computed for a financial year in accordance with the applicable provisions of the Act, but shall not include the following namely:

- i. any profit arising from any overseas branch or branches of the Company, whether operated as a separate company or otherwise; and
- ii. any dividend received from other companies in India, which are covered under and complying with the provisions of Section 135 of the Act.
- iii. as amended from time to time as per the Act.

“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;

"Zero Coupon Zero Principal Instrument" means an instrument declared as a security that is issued by a Not-for-Profit Organization registered with the Social Stock Exchange segment of a recognised Stock Exchange in accordance with the regulations made by the Securities and Exchange Board of India.

Words and expressions used in this CSR Policy and not defined herein but defined in the Act shall have the meaning respectively assigned to them in the Act.

3. Corporate Social Responsibility (CSR) Committee

3.1. Constitution

Pursuant to the provisions of Section 135 of the Act, the Board of Directors shall constitute the Corporate Social Responsibility (CSR) Committee. 4.2 The CSR Committee may invite other experts/invitees as per its requirements.

3.2. Functions and Powers of Committee

To effectively implement the objectives of the Company with respect to CSR, the Committee is vested with the following functions and powers:

- a. Formulate CSR Policy and recommend the same to the Board of Directors of the Company for approval
- b. Recommend CSR activities to be undertaken by the Company as stated under Schedule VII of the Act

- c. To recommend the amount of expenditure to be incurred on the activities referred above
- d. to undertake CSR activities, if necessary, in collaboration with the group companies/other Companies/firms/NGOs etc., and to separately report the same in line with the CSR Rules
- e. Recommend the CSR Budget and annual action plan covering the following aspects:
 - (i) the list of approved CSR projects or programs to be undertaken in areas or subjects specified in Schedule VII to the Act;
 - (ii) the manner of execution of such projects or programs as specified in rule 4(1) of CSR Rules;
 - (iii) the modalities of utilisation of funds and implementation schedules for the projects or programs;
- f. Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules
- g. Create transparent monitoring mechanism for implementation of CSR initiatives in India
- h. Submit the Reports to the Board in respect of the CSR activities undertaken by the Company
- i. Monitor CSR Policy, as approved by the Board of Directors, from time to time
- j. Monitor activities/charter of Internal Working to ensure that the CSR activities of the Company are implemented effectively

4.CSR Implementation

The CSR Committee will be responsible for overseeing the approval, execution, implementation and monitoring of the project. The projects, programs or activities identified by the CSR Committee and approved by the Board shall be implemented within the prescribed timelines.

The Company shall undertake the CSR activities itself or through any of the following entities being duly registered with the Central Government and having a unique CSR Registration Number (with effect from 1 April 2021):

- i. a Company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961, established by the Company, either singly or along with any other company.
- ii. 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
- iii. any entity established under an Act of Parliament or a State legislature; or 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 an established track record of at least three years in undertaking similar activities.

In the case of a activity being implemented through the registered entity having a unique CSR Registration Number (with effect from 1 April 2021), suitable documents/agreements shall be entered into with them for the purposes of implementation of the CSR activity. The conditions of grant of amounts for all CSR activities and the break-up of the allocations shall be set out and evaluated from time to time.

The Company shall conduct due diligence prior to selection of an entity as its implementation agency, to verify the credentials and ensure that the proposed implementation agency is eligible and capable to be appointed as such.

The Company may engage international organisations for designing, monitoring and evaluation of the CSR projects or programmes as per its CSR policy as well as for capacity building of their own personnel for CSR.

The Company may also collaborate with other companies for undertaking projects or programs or CSR activities in such a manner such that the CSR committees of the respective companies are in a position to report separately on such projects or programs in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time (“the **Rules**”)

A company may carry out Corporate Social Responsibility activities through a zero coupon zero principal instrument:

Provided that the expenditure incurred for such instrument shall not exceed ten percent of the total Corporate Social Responsibility expenditure of such company for that financial year.

If it is observed that any CSR Activity taken up for implementation is found not suitable due to the changing context or not implemented properly for any reason, the CSR Committee may, with approval of the Board, may discontinue funding the project at any time during the course of implementation and use such funds for any other project. Further, CSR Committee with approval of the Board, may alter the annual plan with respect to the CSR activity or the allocation of the funds as deemed fit based on reasonable justification.

CSR Budget

The Company shall endeavour to achieve the objectives of CSR Policy and allocate every year a minimum of 2% of its average net profits made during the three immediately preceding financial years.

The CSR Committee will approve yearly budget on the basis of the action plan and shall ensure that the Company spends in each financial year (“FY”), at least the amount specified under Section 135 of the Act and rules made thereunder, from time to time. (CSR Budget).

Guidelines with respect to expenditure on CSR activities:

The Board shall ensure that the administrative overheads shall not exceed 5% of the total CSR expenditure of the Company for the financial year.

In case the Company spends an amount in excess of requirement provided under sub-section (5) of Section 135 of the Act, such excess amount may be set off against the requirement to spend under sub- section (5) of Section 135 of the Act up to immediate succeeding three FYs subject to the conditions that:

- ☐ The excess amount available for set-off shall not include the surplus arising out of the CSR activities if any,
- ☐ The Board of the Company shall pass a resolution to that effect.

The surplus, if any, arising out of CSR initiatives of the Company shall not form part of its business profits and shall be:

- ☐ ploughed back into the same project or
- ☐ transferred to the unspent CSR Account and spent in pursuance of this CSR Policy and Annual Action Plan of the Company or to a Fund specified in Schedule VII, within six months from the end of the financial year.

The following activities / contributions shall not constitute CSR expenditure:

- (i) Activities undertaken in the normal course of business.
- (ii) Contribution of any amount directly or indirectly to any political party under Section 182 of the Act.
- (iii) benefitting employees of the Company as defined in clause (k) of Section 2 of the Code on Wages, 2019.

The CSR amount may be spent by a company for creation or acquisition of a capital asset, which shall be held by -

- I. a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number; or
- II. beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
- III. a public authority.

The expenditure towards impact assessment studies shall be booked as per the provisions of the Act & CSR Rules, as may be amended from time to time.

Failure to spend the CSR Money

If the Company fails to spend the required amount in a particular financial year, it is the duty of the Committee to submit a report in writing to the Board of Directors specifying the reasons for not spending the amount, which in turn shall be reported by the Board of Directors in their Annual Report pertaining to that particular Financial Year.

The Company will report reasons for not spending the entire Budget outlay for CSR allocated in any FY. The Company has to provide reason for not spending such amount in that FY. Further, it will not dilute the fund allocation requirement for such next FY.

Any amount remaining unspent under sub-section (5) of Section 135 of the Act, pursuant to any ongoing project, fulfilling such conditions as may be prescribed under law, undertaken by the Company in pursuance of this CSR Policy, shall be transferred by the Company within a period of thirty days from the end of the FY to a special account to be opened in that behalf for that FY in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent in pursuance of its obligation towards this CSR Policy within a period of three FYs from the date of such transfer, failing which, the amount shall be transferred to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third FY.

And if the unspent amount does not relate to any ongoing project, such amount is to be transferred to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

5. Annual Action Plan

The Committee shall formulate and recommend to the Board, an Annual Action Plan in pursuance of this CSR Policy, which shall include the following:

- The list of CSR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
- The manner of execution of such projects or programs
- The modalities of utilization of funds and implementation schedules for the projects or programs;
- Monitoring and reporting mechanism for the projects or programs;

- Details of need and impact assessment, if any, for the projects undertaken by the Company.

6. Disclosure

The details about the Policy developed and implemented by the Company on CSR, initiatives taken during the year and details of CSR spent during the FY shall be disclosed in the Annual Report of the Company, pursuant to the provisions of the Act. This policy shall be subject to amendments under the Act or any other applicable law or regulation, and the Chairman of the CSR Committee is authorised to make the incidental changes to this Policy.

7. Mandatory Impact Assessment

- If the Company's average CSR obligation exceeds INR 10 Crore in the three immediately preceding FYs, the Company is required to undertake impact assessment through an independent agency for CSR projects of INR 1 crore or more and which have been completed not less than one year before undertaking the impact study.
- The impact assessment reports are to be placed before the Board and annexed to the Annual CSR Report.
- Expenditure on impact assessment may be accounted for towards CSR of that financial year, which shall not exceed five percent of the total CSR expenditure in the relevant financial year or INR 50 lakhs, whichever is less.

8. Monitoring Mechanism

The CSR Projects shall be monitored at various levels as follows:

At the CSR Committee Level:

The CSR Committee will be monitoring the CSR Policy periodically and among other agenda shall consider the following:

- Ensure that the Company undertakes to carry CSR projects by the Company or through implemented agency like trusts, society, company or any other entity that are registered with the Central Government (by filing form CSR-1 w.e.f. April 01, 2021);
- Monitoring the utilization of funds towards approved CSR Activities;
- Evaluate actual CSR performance and impact such activities are making on the people, society and environment;
- Corrective measures to be taken to rectify deviations (if any) and
- Reporting requirements under the CSR provisions, if any.

At the Board Level:

The Board of the Company shall ensure the following:

- Review that all CSR spends including their utilization and any amount remaining unspent, if any, are in accordance with the guidelines defined in the CSR Policy and the CSR Rules under the Act.
- Compliance with disclosure requirements with respect to information to be disclosed on the website of the Company.
- The Board shall monitor smooth implementation of ongoing projects within the approved

timelines/ year-wise allocations and shall have the power to make modifications in the on-going projects to ensure implementation within the permissible time limit.

Certification of Utilisation of CSR funds

The Board shall satisfy itself that the funds of CSR 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.

9. Reporting and Record Keeping:

- I. The CSR Committee shall maintain proper minutes of all its meetings. The CSR Committee shall prepare an annual report on CSR with such information and particulars as may be required by the Act and such report shall be included in the Board's report annexed to the financial statements.
- II. The Board's report shall include an annual report on CSR containing such details as may be prescribed from time to time under the Act and the CSR Rules.
- III. The Board will be responsible to ensure that the statutory requirements as may be prescribed from time to time under the Act and the CSR Rules are complied with.
- IV. The impact assessment reports shall be placed before the CSR Committee / Board, and annexed to the annual report on CSR as may be required and applicable from time to time.
- V. Display of CSR activities on its website - The composition of the CSR Committee, and CSR Policy and projects approved by the Board shall be disclosed on the PMI website for public.

10. Review of Policy:

The CSR Committee is empowered to amend or modify the CSR Policy, and such changes shall be placed before the Board for its approval. The Board may subject to compliance with applicable law, at any time approve or alter, amend, or modify the CSR Policy, as it deems fit to comply with the statutory obligation to undertake the CSR Activities.

In the event of any inconsistency between this CSR Policy and the applicable laws, the applicable laws will prevail.

11. Effective Date

This CSR Policy shall come into effect on 12.09.2026

Version Control:

Sr. No.	Version No.	Date of approval
1	2	12.09.2026