



**NNIPL POLICY**  
**ON**  
**CORPORATE SOCIAL RESPONSIBILITY**

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## **INTRODUCTION**

Novo Nordisk India Private Limited (hereinafter referred to as the "**Company**") is committed to help people with diabetes to live better lives. With its deep disease understanding and patient focus, the Company plays an active part in the fight against diabetes. The Company is engaged in the prevention of diabetes through the promotion of healthy living, and is working to improve awareness, diagnosis and treatment of diabetes. Through these efforts, the Company aims to reduce the human and financial burden of diabetes. In furtherance of this objective, the Company has formulated this Corporate Social Responsibility Policy (hereinafter referred to as "**Policy**").

The objective of the Policy is to increase access to diabetes care for people with diabetes and help their families live better and healthier lives. Corporate Social Responsibility (CSR) is rooted in our company values, guided by international standards and best practices, and driven by our aspiration for excellence in the overall performance of our business. Through the efforts of each of our employees, the Company is determined to take pride in being responsible, respected and welcomed.

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## **References**

1. *Companies Act, 2013*
2. *Companies (Corporate Social Responsibility Policy) Rules, 2014*

## 1. DEFINITIONS OF TERMS OR EXPRESSIONS

In this Policy, unless the context otherwise requires, the following capitalised terms shall have the respective meanings as ascribed to them below:

- 1.1. **"Act"** shall mean the Companies Act, 2013.
- 1.2. **"Applicable Laws"** means, all laws, promulgated or brought into force and effect by the Government of India or the Government of Karnataka including, the regulations and rules made thereunder, and judgments, decrees, injunctions, writs and Orders of any Court of record, as may be in force and effect during the subsistence of this Policy.
- 1.3. **"Company"** shall mean Novo Nordisk India Private Limited having its registered office at Plot No.32, 47 - 50, EPIP Area, Whitefield, Bangalore - 560 066, India and includes all its regional offices.
- 1.4. **"Corporate Social Responsibility"** shall mean and include, but is not limited to:
  - (a) Project or programs relating to activities specified in **Article 5**; or
  - (b) Projects or programs relating to activities undertaken by the Board of Directors of the Company (Board) in pursuance of recommendations of the CSR Committee as per CSR policy.
- 1.5. **"CSR Committee"** shall mean the Corporate Social Responsibility Committee appointed by the Board of the Company.
- 1.6. **"Policy"** shall mean this policy notified by the Company as the Company's Policy for activities to be undertaken as a Corporate Social Responsibility initiative.
- 1.7. **"Net Profit"** shall mean the net profit of the Company as per its financial statement.
- 1.8. **"Rules"** shall mean the Companies (Corporate Social Responsibility Policy) Rules, 2014.

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

## 2. SCOPE OF THE POLICY

The Act mandates that companies having a net worth of INR 500 crore or more, or a turnover of INR 1000 crore or more, or a net profit of INR 5 crore or more, during any financial year shall constitute a corporate social responsibility committee of the Board and such companies would be required to spend at least 2% of the average Net Profit of the immediately preceding three (3) years on CSR activities, and if not spent, explanation for the reasons thereof would need to be given in the Director's report.

This Policy shall be called the **Corporate Social Responsibility Policy** and shall be effective from April 1, 2014. The Company shall undertake CSR activities through the registered trust named as Novo Nordisk Education Foundation (NNEF) set up by the Company. NNEF is a non-profit organisation, set up with a mission to enhance health care by improving awareness and education in the field of diabetes and has planned many activities and programs dedicated to support the cause of diabetes in India.

## 3. COMPOSITION OF CSR COMMITTEE

- 3.1. A CSR Committee shall be constituted by the Board for the implementation of activities to be undertaken under this Policy.
- 3.2. The CSR Committee shall consist of atleast three (3) members to be nominated by the Board from amongst the members of the Board. The Board shall appoint one of the members of the CSR Committee as Chairman.
- 3.3. The Board may, at its discretion, change the constitution of the CSR Committee, remove a member(s) and reappoint new member(s).
- 3.4. Any member of the CSR Committee appointed in his/her capacity as an employee shall cease to be a member of the CSR Committee on ceasing to be an employee or on ceasing to be a member of the Board, for any reason whatsoever.

## 4. POWERS AND DUTIES OF CSR COMMITTEE

The Powers and duties of the CSR Committee shall be as follows, namely:

- 4.1. to indicate the activities to be undertaken by the Company;
- 4.2. to delegate the powers to the authorized personnel to keep track of funds provided and ensure that the recipient is eligible for funds;

- 4.3. to recommend the amount of expenditure to be incurred on such activities;
- 4.4. to institute a transparent monitoring mechanism for implementation of the CSR projects;
- 4.5. to ensure compliance with the Policy in all actions taken under, or in connection with this Policy;
- 4.6. to ensure that the surplus arising out of the CSR projects shall not form part of the business profit of the Company; and
- 4.7. to keep record and prepare a CSR report at the end of the year as later defined in this Policy.

The CSR Committee may only exercise such powers as are explicitly attributed or delegated to it by the Board and may never exercise powers beyond those exercisable by the Board as a whole.

## **5. ACTIVITIES TO BE UNDERTAKEN**

For the realisation of CSR, the Company shall promote healthcare through NNEF's projects, namely NovoAid™ and Changing Diabetes in Children (CDiC).

NovoAid™ and CDiC (the "**Program**") is an initiative by NNEF with an objective to improve access to comprehensive diabetes care to children with diabetes from the economically underprivileged sections of the population. Since insulin is a lifesaver for children with diabetes, the Program is dedicated to support needy children with diabetes to get free supply of insulin.

Under the Program, human insulin is given to needy children. Any needy person can forward a written request to Novo Nordisk Education Foundation, through/with the help of his/her treating doctor. NNEF responds to such requests appropriately. Any child, less than 16 years of age, who is a diabetic and needs insulin for survival, is eligible for help under this Program, provided his/her total family income is below a limit specified by the Recommendation Committee founded by NNEF.

The Company on the recommendation of the CSR Committee can also undertake and contribute in other CSR activities.

## **6. MONITORING PROCESS**

The CSR Committee shall assess and monitor the activities undertaken during the year in following ways:

- 6.1. obtain reports on use of the funds/medicines and make sure that the recipient is eligible for such funds/medicines;
- 6.2. ensure written requests from the Recipient are in place;
- 6.3. ensure annual plan is drawn up with milestones and undertake periodic review of such milestones;
- 6.4. determine the need for further action, and possible changes and improvements in the Policy, or in actions taken to implement them.

The Company shall provide all necessary assistance for the purpose of ensuring full, effective and speedy implementation of this Policy, in accordance with the provisions of the Act.


## **7. MISCELLANEOUS**


- 7.1. Notwithstanding anything stated elsewhere, the Policy shall be subject to the provisions of the Act.
- 7.2. The CSR Committee shall periodically review the provisions of the Policy and its implementation. The Company reserves the right to amend the provisions from time to time, as it may deem fit.

**Signature Page**

**Approvers**

05 JUN 2014   
Date *Melvin Oscar D'souza / MOD*  
*Managing Director*

5 JUN 2014   
Date *Mads Bo Larsen / MBOL*  
*Director*

5th June 2014   
Date *Ashok Rao Bommema*  
*Additional Director*